

Notice of Meeting and Agenda

Bi-State Development Board of Commissioners Friday, September 28, 2018, 8:00 a.m.

Headquarters - Board Room, 6th Floor 211 N. Broadway, Suite 650 - St. Louis, Missouri 63102

This location is accessible to persons with disabilities. Individuals with disabilities needing information or communication accommodations should call Metro at (314) 982-1400; for TTY access, call Relay 711. Sign language interpreter services or other accommodations for persons with hearing or speech disabilities will be arranged if a request for such service is made at least two days in advance of the meeting. Large print material, Braille material or other formats will also be provided upon request.

	Agenda	Disposition	Presentation
1.	Call to Order	Approval	Chair Gully
2.	Roll Call	Quorum	S. Bryant
3.	Minutes of June 22, 2018, Open Session Board of Commissioners Meeting	Approval	Chair Gully
4.	Minutes of July 19, 2018, Open Session Special Meeting of the Board of Commissioners	Approval	Chair Gully
5.	Minutes of September 17, 2018, Open Session Executive Selection Committee Meeting	Approval	Chair Gully
6. 7.	Report of Treasurer – Fourth Quarter, Fiscal Year 2018 Report of President	Information Information	Commissioner Holman J. Nations
8.	Report of Operations Committee	Information	Commissioner Buehlhorn
9.	Report of Audit, Finance & Administration Committee	Information	Commissioner Holman
	Adjustment of Consent Agenda	Approval	Chair Gully
	. Consent Agenda Item(s)	Approval	Chair Gully
	(a) Contract Award for Independent Audit Services (Audit, Finance & Administration Committee Recommends Approval)	Approval	J. Nations / M. Vago / G. Smith
	(b) Contract Award: Light Vehicle Leasing and Maintenance Program (Audit, Finance & Administration Committee Recommends Approval)	Approval	J. Nations / L. Jackson / G. Smith / D. Curry
	(c) Contract Modification: MetroLink – Boyle Avenue (CORTEX) Station / Central West End Platform Extension Construction Contract (Operations Committee Recommends Approval)	Approval	J. Nations / J. Mefford- Miller / C. Poehler / G. Smith
	(d) Contract Modification: Additional Funds for Voluntary Critical Illness and Accident Insurance Program (Audit, Finance & Administration Committee Recommends Approval)	Approval	J. Nations / C. Stewart / D. Toben / G. Smith

Bi-State Development Board of Commissioners Notice of Meeting and Agenda September 28, 2018 Page 2

Agenda	Disposition	Presentation
(e) St. Louis Regional Freightway 2019 Multimodal	Approval	J. Nations / M. Lamie
Transportation Project List (Operations		
Committee Recommends Approval)		
12. Contract Award: Data and Analysis Consulting Services	Approval	J. Nations / M. Lamie /
for St. Louis Regional Freightway (Operations Committee		G. Smith
Recommends Approval)		
13. Financial Statements – Fourth Quarter, Fiscal Year 2018	Information	J. Nations / M. Vago
(Presented to Audit, Finance & Administration		
Committee)	T.C.	T NT / NT NT
14. Performance Indicators – Fourth Quarter, Fiscal Year 2018	Information	J. Nations / M. Vago
(Presented to Audit, Finance & Administration		
Committee) 15. Procurement Activity Report – Fourth Quarter, Fiscal Year	Information	J. Nations / G. Smith
2018 (Presented to Audit, Finance & Administration	Information	J. Nations / G. Sinitii
Committee)		
16. Unscheduled Business	Information	Chair Gully
17. Public Comment*	Information	Chair Gully
18. Call of Dates for Future Board and Committee Meetings	Information	S. Bryant
19. Adjournment to Executive Session	Approval	Chair Gully
If such action is approved by a majority vote of The	**	·
Bi-State Development Agency's Board of		
Commissioners who constitute a quorum, the Board		
may go into closed session to discuss legal,		
confidential, or privileged matters pursuant to Bi-		
State Development Board Policy Chapter 10, Section		
10.080 (D) Closed Records: Legal under		
§10.080(D)(1); Real Estate under §10.080(D)(2);		
Personnel under §10.080(D)(3); Health Proceedings		
under §10.080(D)(4); Employee Negotiations under		
§10.080(D)(5); Data Processing under		
§10.080(D)(6); Purchasing and Contracts under		
§10.080(D)(7); Proprietary Interest under §10.080		
(D)(8); Hotlines under §10.080(D)(9); Auditors		
under §10.080(D)(10); Security under		
§10.080(D)(11); Computers under §10.080(D)(12);		
Personal Access Codes under §10.080(D)(13);		
Personal Information under §10.080(D)(14);		
Insurance Information under §10.080(D)(15); Rail,		
Bus, or Facilities Safety and Accidents under		
§10.080(D)(16) or Protected By Law under		
§10.080(D)(17).		

Note: Public comment may be made at the written request of a member of the public specifying the topic(s) to be addressed and provided to the Agency's information officer at least 48 hours prior to the meeting.

Open Session Item

3



BI-STATE DEVELOPMENT **BOARD OF COMMISSIONERS MEETING OPEN SESSION MINUTES FRIDAY, JUNE 22, 2018**

Board Members in Attendance

Missouri

Vernal Brown Constance Gully, Chair Aliah Holman, Treasurer Vincent C. Schoemehl Vacant

Illinois

Michael S. Buehlhorn, Vice-Chair Derrick Cox Irma Golliday Jeffrey Watson (absent) Justin Zimmerman, Secretary (absent)

Staff in Attendance John Nations, President and Chief Executive Officer Barbara Enneking, General Counsel and Deputy Secretary Barbara Georgeff, Director of Executive Services Kyra Nichols, Sr. Administrative Assistant Lisa Burke, Executive Assistant John Wagner, Director Research Institute Mary Lamie, Executive Director St. Louis Regional Freightway Mark Vago, Sr. VP Chief Financial Officer Cynthia Davis, Director Program Development & Grants Scott Grott, General Manager MetroLink Matthew Hibbard, Social Media Communications Manager Larry Jackson, Executive Vice President Administration

Charles Stewart, Vice President, Pension & Insurance John Langa, Vice President Economic Development Diana Wagner-Hilliard, Director Workforce Diversity/EEO

Richard Zott, Chief of Public Safety

Gary Smith, Financial Analyst I

Kathy Brittin, Director Risk Management Safety & Claims

Andrew Ghiassi, Manager Safety & Loss Control

Virginia Alt-Hildebrandt, Manager Administrative Services

David Toben, Director of Benefits

Ken Franklin, Vice President Government Relations & Policy Initiatives

Jessica Mefford-Miller, Assistant Executive Director, Transportation Planning & System Development

Charles Priscu, Director Labor Relations

Karl Tyminski, Sr. Internal Auditor/PT Sophie Abo, Intern, BSD Research Institute

Angela Staicoff, Sr. Internal Auditor

Carmila Rivas, Internal Audit

Bi-State Development Board of Commissioners Meeting Open Session Minutes June 22, 2018 Page 2 of 5

Michael Gibbs, Manager Financial Oper-Admin & Business Oper Chris Poehler, Asst. Executive Director Engineering Systems Diana Bentz, Vice President Organizational Effectiveness Kelli Fitzpatrick, Sr. Internal Auditor/PT Jim Cali, Director Internal Audit Tamara Fulbright, Sr. Director Financial Planning & Treasury Kerry Kinkade, VP Chief Information Officer

Others in Attendance

Jeff White, CCM
Elliott Davis, KTVI-TV
Jacoby Charles, KTVI-TV
Tom Curran, St. Louis County
Jim Hickey, IDOT
Joshua Katz, IDOT
Alexis Billingsley, IDOT
Jason Terry, Gilmore & Bell
John Fox-Arnold, Lashly & Baer
Justin Sobeck, MoDOT

1. Open Session Call to Order

2:00 p.m. Chair Gully called the Open Session Board Meeting to order at 2:00 p.m.

2. Roll Call

2:00 p.m. Roll call was taken.

3. Minutes of April 27, 2018, Open Session Board Meeting

2:00 p.m. The April 27, 2018, Open Session Board Meeting minutes were provided in the Board packet. A motion to approve the minutes was made by Commissioner Cox and seconded by Commissioner Buehlhorn. Motion passed unanimously.

4. Report of Treasurer – Third Quarter, FY2018

2:01 p.m. The Treasurer's Report was provided in the Board packet. No presentation was made. This agenda item was informational only. A copy of the report will be kept at the office of the Deputy Secretary.

5. Report of President

2:01 p.m. John Nations, President & CEO, announced that the grand opening of the museum at the newly renamed Gateway Arch National Park was scheduled for Tuesday, July 3, 2018. Mr. Nations advised that there would be a 10:00 a.m. ribbon cutting and that the doors to the museum would open at noon. This is a big milestone for the Arch and the Agency, which was a decade in the making for the reconstruction and revamping of the Arch grounds. Mr. Nations recognized the efforts of Jenny Nixon, Executive Director Tourism Innovation, the entire Tourism Innovation team and other Agency staff on the completion of this project. Tumblers were distributed to the Commissioners and all the employees to commemorate several important anniversaries; including the 55th anniversary of Bi-State Development purchasing and operating the MetroBus System; and the 25th anniversary of the opening of the first MetroLink line. A few

Bi-State Development Board of Commissioners Meeting Open Session Minutes June 22, 2018 Page 3 of 5

months ago Metro Call-A-Ride (CAR) reached its 30th anniversary. Over the years, Metro Transit has provided more than one billion rides providing access to employment, education, recreation and many other destinations while becoming a national leader in efficiency and reliability. It is a record that makes everyone at Bi-State Development proud and allows us to serve our region in so many ways.

6. Report Combined Audit, Finance & Administration/Operations Committee

Committee Chair Holman reported that the combined Audit, Finance & Administration/Operations Committee met in Open Session on May 18, 2018, at 8:00 a.m., and that the draft minutes of that meeting were contained in the Board packet under Tab #6. She reported that five items were being introduced for Board consideration, with the Committee's recommendation of approval, as follows: 1) Consent Agenda Item #8(a) - Contract Award -Gateway Arch Public Relations and Communications Agency Services: Consent Agenda Item #8(b) - Contract Award for Eight Full Size Sedans; Consent Agenda Item #8(c) - Contract Award - Employee Vision Plan Services; Consent Agenda Item #8(d) - Sole Source Contract Award for Farebox System Maintenance; and Consent Agenda Item #8e) - Sole Source Contracts for Hardware and Software Maintenance. Agenda Item #9 - Conduit Bond Financing for Merchants Bridge Project was also presented with the Committee's recommendation for approval. The Committee reviewed the Treasury - Safekeeping Quarterly Accounts Audit for March 31, 2018, the Internal Audit Follow-Up Summary, and the Internal Audit Status Report for the Third Ouarter of FY2018. The following three items on the Agenda were also presented at the Committee meeting: Agenda Items #10, #11 and #12, consisting of the Financial Statements. Performance Indicators, and Procurement Report for the Third quarter of FY2018. The March Treasury Report was also presented at the Committee meeting. That concluded the report.

7. Adjustment of Consent Agenda

2:04 p.m. There was no adjustment to the Consent Agenda, however prior to the vote on Agenda Item #8 Commissioner Cox requested clarification regarding the Agency's use of the eight (8) full sized sedans. In response, Mr. Nations stated that those sedans were non-revenue vehicles that the Agency uses for support staff in various areas of operations. The Agency has an extensive non-revenue fleet that are kept for a long period of time and the older vehicles are eventually replaced. Commissioner Holman added that the Committee also discussed the potential for evaluating fleet management opportunities in the future.

8. Consent Agenda Item(s)

2:05 p.m. Consent Agenda Item(s): 8(a) - Contract Award Gateway Arch Public Relations Communications Agency Services (Combined Audit. Finance Administration/Operations Committee Recommends Approval) (Resolution #909); 8(b) -Contract Award for Eight Full Size Sedans (Combined Audit, Finance & Administration/Operations Committee Recommends Approval) (Resolution # 910); 8(c) -Contract Award for Employee Vision Plan Services (Combined Audit, Finance & Administration/Operations Committee Recommends Approval) (Resolution # 908); 8(d) -Sole Source Contract Award for Farebox System Maintenance (Combined Audit, Finance & Administration/Operations Committee Recommends Approval) (Resolution #905); 8(e) -Sole Source Contracts for Hardware and Software Maintenance (Combined Audit, Finance & Administration/Operations Committee Recommends Approval) (Resolution #913). A motion to approve the Consent Agenda Items as presented was made by Commissioner Brown and seconded by Commissioner Buehlhorn. Motion passed unanimously.

Bi-State Development Board of Commissioners Meeting Open Session Minutes June 22, 2018 Page 4 of 5

9. Conduit Bond Financing for Merchants Bridge Project (Audit, Finance & Administration/Operations Committee Recommends Approval)

2:06 p.m. A briefing paper regarding the Conduit Bond Financing for Merchants Bridge Project was provided in the Board packet. Mary Lamie, Executive Director St. Louis Regional Freightway, and Jeff White, Financial Advisor with Columbia Capital, were introduced to present this agenda item. Ms. Lamie stated that the recommendation was for the Board to approve a resolution securing conduit financing in an amount not to exceed \$250 million for one or more series of bonds issued for the Merchants Rail Bridge (the "Bridge"). The Bridge is one of the region's highest transportation priorities and it is in dire need of replacement. The Bridge is owned by the Terminal Railroad Association of St. Louis (TRRA). On behalf of the five Class 1 Railroads, Union Pacific, Norfolk Southern, CSX, Canadian National and BNSF, TRRA will be undertaking an approximately \$225 million project to renovate the 129 year old bridge. TRRA applied for both a low-cost Federal Railroad Rehabilitation & Improvement Financing (RRIF) loan and a Federal Infrastructure for Rebuilding America (INFRA) grant to partially fund the cost of the construction. It is anticipated that a locally-funded share of approximately \$45 million will be required. TRRA has requested that Bi-State Development (BSD) issue 30-year bonds on its behalf to cover the locally-funded share of the project. If the grant or loans do not materialize, TRRA would potentially look to additional issuance of bonds by BSD to cover the project's costs. BSD would be undertaking this effort as a conduit issuer. It was anticipated that an additional series of BSD bonds would not likely be necessary if TRRA was successful in securing the RRIF loan and the INFRA Grant. However, TRRA received notice approximately three weeks ago that they were unsuccessful in securing the INFRA Grant. Although they have not made a final decision, there is a slim chance that the Class 1 Railroads would decide to collectively finance the Bridge. More information will be available in the next 3 to 12 months, but efforts are being made now to get the framework in place. Management requests Board approval of up to \$250 million in issuance authority for the project in one or more series of bonds. TRRA anticipates that the first issue would be \$50-\$60 million. Additionally, management is requesting that the final approval of the terms and conditions of each bond series be delegated to the Board Executive Committee. A motion to approve this agenda item as presented was made by Commissioner Schoemehl and seconded by Commissioner Buehlhorn. Motion passed unanimously. (Resolution #904).

10. Financial Statements – Third Quarter, Fiscal Year 2018 (Presented to Combined Audit, Finance & Administration/Operations Committee)

2:09 p.m. The Financial Statements, Third Quarter, FY2018 Report was provided in the Board packet. This agenda item was discussed in detail at the Combined Audit, Finance & Administration/Operations Committee meeting. No additional presentation was made. This report was informational only and no Board action was required. A copy of this report will be kept at the office of the Deputy Secretary.

11. Performance Indicators – Third Quarter, Fiscal Year 2018 (Presented to Combined Audit, Finance & Administration/Operations Committee)

2:09 p.m. The Performance Indicators, Third Quarter, FY2018 Report was provided in the Board packet. This agenda item was discussed in detail at the Combined Audit, Finance & Administration/Operations Committee meeting. No additional presentation was made. This report was informational only and no Board action was required. A copy of this report will be kept at the office of the Deputy Secretary.

Bi-State Development Board of Commissioners Meeting Open Session Minutes June 22, 2018 Page 5 of 5

12. Procurement Activity Report - Third Quarter, Fiscal Year 2018 (Presented to Combined Audit, Finance & Administration/Operations Committee)

2:09 p.m. The Procurement Activity Report, Third Quarter, FY2018 Report was provided in the Board packet. This agenda item was discussed in detail at the Combined Audit, Finance & Administration/Operations Committee meeting. No additional presentation was made. This report was informational only and no Board action was required. A copy of this report will be kept at the office of the Deputy Secretary.

13. Unscheduled Business

2:10 p.m. There was no unscheduled business.

14. **Public Comment**

2:10 p.m. There was no public comment.

15. Call of Dates for Future Board Meetings

2:10 p.m. The Board was advised of the upcoming meetings, as follows:

Operations Committee: Audit, Finance & Administration Committee: Tuesday, August 21, 2018, 8:00 a.m. Friday, August 24, 2018, 8:00 a.m.

Board Meeting:

Friday, September 28, 2018, 8:00 a.m.

16. Adjournment to Executive Session - If such action is approved by a majority vote of the Bi-State Development Agency's Board of Commissioners who constitute a quorum, the Board may go into closed session to discuss legal, confidential, or privileged matters pursuant to Bi-State Development Board Policy Chapter 10, §10.080(D) Closed Records; Legal under §10.080(D)(1); Real Estate under §10.080(D)(2); Personnel under §10.080(D)(3); Health Proceedings under §10.080(D)(4); Employee Negotiations under §10.080(D)(5); Data Processing under §10.080(D)(6); Purchasing and Contracts under §10.080(D)(7); Proprietary Interest under §10.080(D)(8); Hotlines under §10.080(D)(9); Auditors under §10.080(D)(10); Security under §10.080(D)(11); Computers under §10.080(D)(12); Personal Access Codes under §10.080(D)(13); Personal Information under §10.080(D)(14); Insurance Information under §10.080(D)(15); Rail, Bus, or Facilities Safety and Accidents under §10.080(D)(16) or Protected By Law under §10.080(D)(17).

2:10 p.m. Pursuant to the requirements of Section 10.080 (D) (1); (2); (3); (5); (7); (10); (11); (16) and (17) of the Bi-State Development Agency's Board Policy, Chapter 10, Chair Gully requested a motion to allow the Board to go into closed session. A motion to go into Executive Session was made by Commissioner Holman and seconded by Commissioner Golliday. A roll call vote was taken and the Commissioners present, Gully, Brown, Holman, Schoemehl, Buehlhorn, Cox, and Golliday voted to approve this agenda item. Motion passed unanimously,

and the Open Session meeting was adjourned at 2:10 p.m.

Deputy Secretary to the Board of Commissioners

Bi-State Development

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDING A CONTRACT TO COMMON GROUND PUBLIC RELATIONS FOR GATEWAY ARCH PUBLIC RELATIONS AND COMMUNICATIONS AGENCY SERVICES

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/"BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, §50.010(A)(2) and §50.010 (E)(1)(a), requires Board approval of all negotiated procurements exceeding \$500,000; and

Whereas, funding for this contract is provided by Operational Funds; and

Whereas, on January 29, 2018 the Agency issued solicitation 18-RFP-104933-DR for Gateway Arch Public Relations and Communications Agency Services. The solicitation was issued to obtain proposals from qualified firms to provide public relations and communications professional counsel, strategic plan development, and tactical execution services for the Agency's Tourism Innovation Division companies; and

Whereas, two proposals were received, reviewed, evaluated and scored in accordance with the evaluation requirements specified in the solicitation package. As a result of the procurement process Common Ground Public Relations was determined to have submitted the proposal most advantageous to the Agency. The contract will consist of three (3) base years and two (2) one-year options and the performance period will commence on October 24, 2018; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the award to Common Ground Public Relations for a three (3) year contract with two (2) one-year options, in a not to exceed amount of \$520,000 for Gateway Arch Public Relations and Communications Agency Services, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Contract Award. The Board of Commissioners hereby approves the contract award to Common Ground Public Relations for a three (3) year contract with two (2) one-year options, in a not to exceed amount of \$520,000 for Gateway Arch Public Relations and Communications Agency Services, under

and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Common Ground Public Relations.

Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 22nd day of June, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS MET/ROPOLITAN DISTRICT

By_

Its Chair

[SEAL]

ATTEST:

3v:

Deputy Secretary to the Board of Commissioners

Board of Commissioners Resolution 909

Bi-State Development Agency Board of Commissioners

June 22, 2018

Contract Award to Common Ground Public Relations for Gateway Arch Services

Page 2

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDING A CONTRACT TO DON BROWN CHEVROLET FOR EIGHT SEDAN AUTOMOBILES

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/ "BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, §50.010(A)(8) and §50.010 (E)(1)(b), requires Board approval of all Non-competitive ("sole source" or "single bid") Procurements exceeding \$100,000; and

Whereas, funding for these vehicles are Federal Transit Administration Grant number MO-90-X296 and Prop M funds; and

Whereas, BSD uses a variety of non-revenue service vehicles as support vehicles. The current fleet consists of approximately 62 full size sedans out of approximately 210 total support vehicles. The replacement plan for FY 2018 calls for vehicles 16 years and older or an odometer reading of over 160,000 miles to be replaced in 2018. Fourteen full size sedan automobiles fall in this category; and

Whereas, funding was identified for eight (8) model year 2018 sedans and solicitation 18-SB-105068-DH was issued on March 9, 2018 and closed on March 19, 2018. Twelve area dealers were invited to bid on providing the vehicles. Only one bid was received and therefore a second round of the solicitation was issued on March 20, 2018 and closed on March 30, 2018 in an attempt to obtain additional bids to ensure competitiveness. However BSD received only the single bid; and

Whereas, BSD's cost estimate before the solicitation was \$22,000 for each vehicle for a total of \$176,000 and the single bid from Don Brown Chevrolet was \$21,390 for each vehicle for a total of \$171,120. Don Brown Chevrolet will accept the order for the vehicles at their bid price for 2018 models but will be providing 2019 model year vehicles at the same cost; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the award of "sole source" contract to Don Brown Chevrolet in the amount of \$171,120 for eight (8) 2019 Chevy Impala sedan automobiles, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Sole Source Contracts. The Board of Commissioners hereby approves the sole source contract to Don Brown Chevrolet in the amount of \$171,120 for eight (8) 2019 Chevy Impala sedan

automobiles, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Don Brown Chevrolet.

Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

<u>Section 8.</u> <u>Payment of Expenses.</u> The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and the Contract.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 22nd day of June, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT

By

Title

[SEAL]

ATTEST:

Deputy Secretary to the Board of Commissioners

Board of Commissioners Resolution 910

Bi-State Development Agency Board of Commissioners

June 22, 2018

Sole Source Contract Don Brown Chevrolet for 8 Sedan Auto

Page 2

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDING A CONTRACT WITH EYEMED VISION CARE INCORPORATED FOR EMPLOYEE VISION PLAN SERVICES

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/"BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, §50.010(A)(2) and §50.010(E)(1)(a) requires Board approval of all negotiated procurements exceeding \$500,000; and

Whereas, funding will be provided through employee payroll deductions; and

Whereas, on March 19, 2018 BSD in conjunction with the BSD health and welfare consultants issued Solicitation 18-RFP-105082-DR in order to retain a qualified firm to provide a fully insured voluntary vision plan for eligible employees and their dependents. The RFP was sent to seven (7) vendors and the proposals received were reviewed and evaluated using the following criteria; 1) ability to match current plan design; 2) strength of provider; 3) service reputation of the vendor; 4) pricing (100% contributory on the part of the employee); and 5) rate guarantee period; and

Whereas, as a result of the evaluation of the above criteria, the highest ranking firm was the incumbent, EyeMed Vision Care Incorporated. EyeMed has proposed a three (3) year contract with two (2) one-year options for a total contract amount of \$725,187.98; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve an a contract award to EyeMed Vision Care for a three (3) year contract, with two (2) one-year options for employee plan vision services in a total contract amount of \$725,187.98, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Contract Award. The Board of Commissioners hereby approves the contract award to EyeMed Vison Care Incorporated for employee plan vision services for a three (3) year contract with two (2) one-year options, in a not to exceed total contract amount of \$725,187.98, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

- Actions of Officers Authorized. The officers of the Agency, including, without Section 3. limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract Modification and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.
- Severability. It is hereby declared to be the intention of the Board of Commissioners that Section 4. each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.
- Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and EyeMed Vison Care Incorporated.
 - Governing Law. The laws of the State of Missouri shall govern this Resolution. Section 6.
- Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.
- Payment of Expenses. The Senior Vice President and CFO is hereby authorized and Section 8. directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract Modification.
- Effective Date. This Resolution shall be in full force and effect from and after its passage Section 9. and approval.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 22nd day of June, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

> THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT

Title

[SEAL]

ATTEST:

Deputy Secretary to the Board of Commissioners

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDING A CONTRACT TO SCHEIDT AND BACHMANN USA, INC. FOR FAREBOX MANAGEMENT SYSTEM SUPPORT SERVICES

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/"BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 III. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, §50.010(A)(2) and §50.010 (E)(1)(a), requires Board approval of all negotiated procurements exceeding \$500,000; and

Whereas, hardware and software support and maintenance is budgeted in the annual operating budget; and

Whereas, in late 2011, BSD contracted with Scheidt and Bachmann USA, Inc. ("Scheidt and Bachmann") to replace all fareboxes and associated cash collection and management software with a new Farebox Management System; and

Whereas, the new fareboxes are now fully deployed on the Metro fleet and the Farebox Management System is operational and in daily use. Farebox equipment and the Farebox Management System contain a number of hardware and software components and must integrate with the BSD Trapeze AVL system on buses and with the SmartCard system; and

Whereas, the Scheidt and Bachmann Farebox System is proprietary in nature and there is no other supplier that can guarantee the correct support of the system. Scheidt and Bachmann has proposed a five year contract with a total contract commitment of \$1,648,000; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the award to Scheidt and Bachmann USA, Inc., for a five (5) year contract in the not to exceed amount of \$1,648,000 for Farebox Management System support services, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Contract Award. The Board of Commissioners hereby approves the negotiated contract award to Scheidt and Bachmann USA, Inc., for a five (5) year contract in the not to exceed amount of \$1,648,000 for Farebox Management System support services, under and pursuant to this Resolution and

the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Scheidt and Bachmann USA, Inc.

Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 22th day of June, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

MISSOURI-ILLINOIS METROPOLITAN DISTRICT

By

Its

THE BI-STATE DEVELOPMENT AGENCY OF THE

[SEAL]

ATTEST:

Deputy Secretary to the Board of Commissioners

Board of Commissioners Resolution 905

Bi-State Development Agency Board of Commissioners

June 22, 2018

Contract Award to Scheidt & Bachmann USA Inc. for Farebox Management System Support Service Page 2

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDING CONTRACTS FOR HARDWARE AND SOFTWARE MAINTENANCE SERVICES

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/ "BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, \$50.010(A)(8) and \$50.010 (E)(1)(b), requires Board approval of all Non-competitive ("sole source" or "single bid") Procurements exceeding \$100,000; and

Whereas, funding is provided through the Agency Operating Budget; and

Whereas, the Agency has made significant investment in its technology platforms to enhance all aspects of its operations. Each of these systems require continued support from the manufacturer/developer to ensure that the software functions as expected and remains current with technology updates; and

Whereas, when software products are initially licensed and deployed, the Agency enters into software maintenance agreements with the manufacturer/developer to ensure that the necessary support is available. Pursuant to the October, 2013 Board Operations Committee recommendation, only annual Board approval of hardware and software maintenance contracts will henceforth be obtained rather than individually as needed; and

Whereas, the cost of most of the contracts are less than the \$100,000 Board Policy threshold and therefore do not require Board approval, however three providers: Kronos, Oracle and Trapeze, their annual contract costs are each anticipated to approach or exceed the \$100,000 threshold; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the award of "sole source" contracts for the support of the Agency's hardware and software systems as required and within the amounts provided for in the FY2019 Operating Budget as approved by the Board of Commissioners on April 27, 2018, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Sole Source Contracts. The Board of Commissioners hereby approves the sole source contracts for the support of the Agency's hardware and software systems as required and within the amounts provided for in the FY2019 Operating Budget as approved by the Board of Commissioners on April 27,

2018, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contracts and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

<u>Section 5.</u> <u>Rights Under Resolution Limited.</u> No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Kronos, Oracle and Trapeze.

Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

<u>Section 8.</u> <u>Payment of Expenses.</u> The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and the Contracts.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 22nd day of June, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-HLUNOIS METROPOLITAN DISTRICT By

Title Chair

[SEAL]

ATTEST:

Deputy Secretary to the Board of Commissioners

Board of Commissioners Resolution 913

Bi-State Development Agency Board of Commissioners

June 22, 2018

Contract Award for Hardware & Software Maintenance – Kronos Oracle Trapeze

Page 2

RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING THE ISSUANCE OF TAXABLE REVENUE BONDS FOR THE PURPOSE OF PROVIDING FUNDS TO FINANCE A PROJECT FOR TERMINAL RAILROAD ASSOCIATION OF ST. LOUIS; AUTHORIZING AND APPROVING CERTAIN DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF THE BONDS; AND AUTHORIZING CERTAIN OTHER ACTIONS IN CONNECTION WITH THE ISSUANCE OF THE BONDS

PREAMBLES:

- Whereas, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency") is a body corporate and politic, created by an interstate compact (the "Compact") between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board"); and
- Whereas, the Agency is authorized by its Compact and by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. to issue bonds for industrial, manufacturing or commercial facilities located within the district of the Agency upon the security of the revenue to be derived from such facilities and/or upon any property held or to be held by it; and
- Whereas, the Agency desires to issue one or more series of Taxable Revenue Bonds (Terminal Railroad Association of St. Louis Merchants Bridge Rehabilitation Project) (collectively, the "Bonds"), for the purpose of loaning the proceeds of the Bonds to the Terminal Railroad Association of St. Louis (the "Borrower"), to provide funds to (a) rehabilitate and improve the Merchants Bridge (the "Project"), located within the district of the Agency, (b) pay capitalized interest on the Bonds and (c) pay costs of issuance of the Bonds; and
- Whereas, the terms of the Bonds shall be specified in a trust indenture to be executed and delivered by
 the Agency and the bond trustee named therein (the "Trustee") and the terms of sale shall be specified
 in a bond purchase agreement for each series of Bonds to be executed and delivered by the Agency, the
 Borrower and the purchaser named therein; and
- Whereas, it is feasible and in the public interest for the Agency to issue the Bonds in order to provide funds to loan to the Borrower to finance the Project.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Findings. The Board hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Authorization of Bonds.

(a) The Board hereby approves the issuance, execution, delivery and sale of the Bonds, subject to the terms and conditions set forth herein, for the purpose of loaning the proceeds of the Bonds to the Borrower to (i) finance, refinance and/or reimburse the Borrower for the costs of the Project, (ii) pay capitalized interest on the Bonds and (iii) pay the costs of issuance with respect to the Bonds. The Bonds shall be issued and secured pursuant to the hereinafter-defined Indentures and shall bear such dates, shall mature at such times and in the amounts, shall be in such denominations, shall bear interest at such rates per annum, shall be in such forms, shall be subject to redemption, shall have such other terms and provisions, and shall be issued, executed and delivered in such manner subject to such provisions, covenants and agreements, as are to be determined by the Executive Committee in the manner described herein. The final terms of the Bonds shall be specified in the Indentures and the hereinafter-defined Bond Purchase Agreements upon the execution thereof, and the signatures of the officers of the Agency executing such Indentures and Bond Purchase Agreements shall constitute conclusive evidence of their approval and the Agency's approval thereof.

(b) The Bonds and the interest thereon shall be limited obligations of the Agency payable solely out of the payments, revenues and receipts derived by the Agency from the Loan Agreements and Notes described below and the other property of the Borrower pledged pursuant to the Indentures, and such payments, revenues and receipts shall be pledged and assigned to the Trustee as security for the payment of the Bonds as provided in the Indentures. The Bonds and interest thereon shall not be deemed to constitute a debt or liability of the State of Missouri or the State of Illinois, or of any political subdivision thereof, within the meaning of any state constitutional provision or statutory limitation and shall not constitute a pledge of the full faith and credit of the State of Missouri, the State of Illinois, or of any political subdivision thereof, but shall be payable solely from the funds provided for in the Loan Agreements, the Notes and the Indentures. The issuance of the Bonds shall not, directly, indirectly or contingently, obligate the State of Missouri, the State of Illinois, or any political subdivision thereof to levy any form of taxation therefor or to make any appropriation for their payment. The Agency has no taxing power.

Section 3. <u>Authorization of Executive Committee.</u> The Board hereby authorizes its Executive Committee to act for and on behalf of the Board and the Agency to:

- (a) Determine and approve the final terms of each series of Bonds, including the interest rate or rates, the maturity amounts, the redemption provisions and other terms of the Bonds, subject to the following: the Bonds will be issued in an aggregate principal amount not to exceed \$250,000,000 in one or more series as requested by the Borrower; each series of Bonds will mature not later than 30 years from the date of issuance thereof subject to prior prepayment; and the Bonds will bear interest at a fixed rate or rates not to exceed 8.0% per annum.
- (b) Approve the form of a Master Indenture of Trust and any supplements thereto, between the Borrower and the Trustee.
- (c) Approve and execute one or more Bond Trust Indentures governing the terms of each series of Bonds (collectively, the "Indentures") with the Trustee.
- (d) Approve and execute one or more Bond Purchase Agreements relating to each series of Bonds (collectively, the "Bond Purchase Agreements"), among the Agency, the Borrower and the purchaser named therein (the "Purchaser"). Each series of Bonds shall be sold to the Purchaser at a purchase price to be approved by the Executive Committee upon the terms and conditions set forth in each Bond Purchase Agreement.
- (e) Approve and execute one or more Loan Agreements (together with any supplements or amendments thereto, the "Loan Agreements"), between the Agency and the Borrower, under which the Agency will loan the proceeds of the Bonds to the Borrower to provide funds for the purposes described above in consideration of payments that will be sufficient to pay the principal of, premium, if any, and interest on the Bonds.
- (f) Approve and execute one or more Promissory Notes (the "Notes"), from the Borrower to the Agency, to be endorsed by the Agency without recourse to the Trustee, evidencing the Borrower's obligation to make payments under the Loan Agreements.
- (g) Authorize and approve the distribution of a preliminary official statement, final official statement or other disclosure document relating to the Bonds (collectively, the "Official Statement").

For purposes of this Resolution, a quorum of the Executive Committee shall consist of not less than two of the four members of the Executive Committee.

The approval of the Executive Committee shall be conclusively evidenced by a resolution, adopted by a unanimous vote of the members of the Executive Committee participating at a meeting for such purpose, setting forth the final terms of each series of Bonds and approving the final form of the above-listed documents. Such resolution is to be signed by the Chairman or Vice Chairman of the Executive Committee and attested by the Chief Financial Officer or Deputy Secretary of the Agency.

- Preliminary and Final Official Statement. The Chairman or Vice Chairman of the Board Section 4. and the President or Chief Financial Officer of the Agency are hereby authorized and directed to approve the Official Statement and any amendments or supplements thereto on behalf of the Agency, and to cause the Official Statement and any such amendments or supplements to be delivered to the Purchaser. The Agency has not participated in the preparation of the Preliminary Official Statement or the final Official Statement and has not verified the accuracy of the information therein, other than information respecting the Agency. Accordingly, such approvals do not constitute approval by the Agency of such information or a representation by the Agency as to the completeness or accuracy of the information contained therein, other than information with respect to the Agency.
- Actions of Officers Authorized. The officers of the Agency, including the Chairman, Vice Chairman, Treasurer, Secretary and Deputy Secretary of the Board and the President and Chief Financial Officer of the Agency shall be, and they each hereby are, authorized and directed to execute and deliver all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.
- Section 6. Partial Invalidity. If any term or provision of this Resolution, the Bonds or other document approved hereby or the application thereof for any reason or circumstance is to any extent held invalid or unenforceable, the remaining provisions or the application of such term or provision to persons in situations other than those as to which it is held invalid or unenforceable, shall not be affected thereby, and each remaining term and provision hereof and thereof shall be valid and enforced to the fullest extent permitted.
- Execution of Documents. The officers of the Agency, including the Chairman, Vice Section 7. Chairman, Treasurer, Secretary and Deputy Secretary of the Board and the President and Chief Financial Officer of the Agency, are authorized and directed to execute and deliver all documents, including without limitation, the Indentures, the Bond Purchase Agreements and the Loan Agreements, and to take such actions as they may deem necessary or advisable to carry out the purposes of this Resolution.
- Payment of Costs. The Chief Financial Officer of the Agency is hereby authorized and directed to engage such counsel, advisors or consultants as shall be necessary to effect the financing and pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the issuance of the Bonds, to be reimbursed from the proceeds of the Bonds.
- Section 9. No Personal Liability. No member of the Board, officer or employee of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Effective Date. This Resolution shall become effective immediately upon its adoption. Section 10.

ADOPTED by the Board of Commissioners of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 22nd day of June, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

> BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS

METROPOLITAN DISTRICT

[SEAL]

By: Name:

Attest:

Constance Gully Title: Chairman of the Board Commissioners

By:

Name:

Secretary of the Board of the Commissioners Title:

Open Session Item

4



BI-STATE DEVELOPMENT SPECIAL MEETING BOARD OF COMMISSIONERS OPEN SESSION MINUTES FRIDAY, JULY 19, 2018

Board Members in Attendance

Missouri

Vernal Brown (absent)
Constance Gully, Chair
Aliah Holman, Treasurer
Vincent C. Schoemehl (via phone)
Rose Windmiller (absent)

<u>Illinois</u>

Michael S. Buehlhorn, Vice-Chair Derrick Cox (absent) Irma Golliday Jeffrey Watson Justin Zimmerman, Secretary (absent)

Staff in Attendance

John Nations, President and Chief Executive Officer Barbara Enneking, General Counsel and Deputy Secretary Barbara Georgeff, Director of Executive Services Shirley Bryant, Certified Paralegal Richard Zott, Chief of Public Safety Jason Davis, Manager Security/Fare Enforcement Charles Stewart, Vice President, Pension & Insurance

Others in Attendance

Tom Curran, St. Louis County

1. Open Session Call to Order

8:32 a.m. Chair Gully called the Open Session Special Board Meeting to order at 8:32 a.m.

2. Roll Call

8:33 a.m. Roll call was taken.

3. Discussion of Selection Process for New Bi-State Development President and Chief Executive Officer

8:33 a.m. The Position Description for the new Bi-State Development President and Chief Executive Officer was provided in the Board packet. Commissioner Gully informed the Board that this document is the most recent job description for the President & CEO's position; and additional job responsibilities will be added to include the Agency's new business enterprises.

John Nations, President & CEO, informed the Board that the current position description is primarily the 2010 version used when he was recruited; with the exception of organizational changes regarding direct reports. In keeping with the Chair's comments, he also recommended

Bi-State Development Special Meeting Board of Commissioners Open Session Minutes July 19, 2018 Page 2 of 3

additional provisions be added to the position description to include the changes in some Agency business divisions and the addition of newly created business divisions. Additionally, the description should also recognize that the President & CEO leads the region's efforts in freight and logistics through the Regional Freightway. It provides business aviation and related development through the St. Louis Downtown Airport. It leads the promotion of tourism and innovation through the Agency's partnership with the National Park Service and others. It leads the efforts to expand BSD's leadership in research and alternate funding proposals through the Bi-State Development Research Institute, one of the Agency's 501(c)(3) enterprises. Mr. Nations suggested that the organizational description should also include "consistently monitor and manage such systems consistent with evolving business practices and the highest business standards" or similar language.

At the request of Commissioner Holman, Mr. Nations agreed to provide the Board with a redline version of the revised Position Description.

Commissioner Gully suggested that the additional language added by Mr. Nations should be broadened by adding "maintain, monitor and establish systems," so as to continue establishing systems as needed.

Commissioner Watson informed the Board that the current job description was created by the Board for the search that led to the hiring of Mr. Nations. Because the Agency has had objective and organizational changes during Mr. Nations's tenure, it is helpful for the Board to get feedback from the current position holder.

Commissioner Gully added that the existing procured vendor, Quest Management Consultants (Quest) was also engaged in the last two CEO searches for BSD and has been engaged in the search for other executive level positions within the organization. Quest will be utilized once again for the new CEO search. The BSD Search Committee members include from Illinois, Commissioners Jeffrey Watson and Michael Buehlhorn; and from Missouri, Commissioners Aliah Holman and Constance Gully. The chairman of the Search Committee is Commissioner Jeffrey Watson. Commissioner Watson added that in his opinion, Quest had done a tremendous job in previous searches, bringing very talented people who had a positive impact on the organization. He is quite confident in Quest's abilities and experience to present quality candidates. Some discussion followed regarding Quest's 12 week timeline to complete the search. Commissioner Gully and Mr. Nations assured the Board that the Search Committee will keep the full Board, and its Stakeholders informed as the process proceeds.

Commissioner Gully said that she and Commissioner Watson have requested Mr. Nations to serve as President & CEO until the Board has selected a successor to obviate the need for an interim President & CEO during the search process, as outlined in the materials presented to the Board. Mr. Nations confirmed Commissioner Gully's comments and said that he will remain in his position during the scheduled search process. Commissioner Gully thanked Mr. Nations for agreeing to stay on for a while longer; and congratulated Barbara Georgeff on her upcoming retirement and thanked her as well for staying on a while longer.

4. Unscheduled Business

8:44 a.m. There was no unscheduled business.

Bi-State Development Special Meeting Board of Commissioners Open Session Minutes July 19, 2018 Page 3 of 3

5. Public Comment

8:44 a.m. There was no public comment.

6. Call of Dates for Future Board Meetings

8:45 a.m. The Board was advised of the upcoming meetings, as follows:

Operations Committee:

Audit, Finance & Administration Committee:

Board Meeting:

Tuesday, August 21, 2018, 8:00 a.m.

Friday, August 24, 2018, 8:00 a.m.

Friday, September 28, 2018, 8:00 a.m.

7. Adjournment

8:45 a.m. Chair Gully asked if any reason existed to hold an Executive Session of the Board at this time. Mr. Nations said staff had no reason for an Executive Session. Since no Executive Session was requested, Chair Gully requested a motion to adjourn the meeting. A motion to adjourn the meeting was made by Commissioner Watson and seconded by Commissioner Buehlhorn. Motion passed unanimously, and the Open Session meeting was adjourned at 8:45 a.m.

Deputy Secretary to the Board of Commissioners

Bi-State Development

Open Session Item

5



BI-STATE DEVELOPMENT BOARD OF COMMISSIONERS EXECUTIVE SELECTION COMMITTEE OPEN SESSION MINUTES MONDAY, SEPTEMBER 17, 2018

Board Members in Attendance

Missouri

Vernal Brown (absent) Constance Gully, Chair Aliah Holman, Treasurer Vincent C. Schoemehl (absent) Rose Windmiller

Illinois

Michael S. Buehlhorn, Vice-Chair Derrick Cox Irma Golliday (absent) Jeffrey Watson Justin Zimmerman, Secretary

Staff in Attendance

Barbara Enneking, General Counsel and Deputy Secretary
Jim Cali, Director Internal Auditor
Rich Zott, Chief of Public Safety
Patti Beck, Director Communications
Jerry Vallely, External Communications Manager
Ted Zimmerman, Interim Vice President Communications & Marketing
Julianne Stone, Vice President Strategic Initiatives

Others in Attendance

Joe Wiley, President, Quest Management Consultants
Howard Curtis, Executive Vice President, Quest Management Consultants
Mayor Lyda Krewson, St. Louis City
County Executive Steven Stenger, St. Louis County
Tom Curran, Senior Policy Advisor, St. Louis County

1. Open Session Call to Order

9:02 a.m. Committee Chair Watson called the Open Session Executive Selection Committee Meeting to order at 9:02 a.m.

2. Roll Call

9:03 a.m. Roll call was taken.

3. Overview and Presentation by Quest Management regarding Search and Selection Process for New Bi-State Development President and Chief Executive Officer

9:03 a.m. Committee Chair Watson opened the meeting by indicating that this meeting was to be an informational meeting only and that no votes or action would be taken today and that it was an

Bi-State Development Special Board of Commissioners Meeting Open Session Minutes September 17, 2018 Page 2 of 2

opportunity for Quest Management Consultants, the professional and well regarded firm selected and retained by the Board to assist in the search and selection of a new President and CEO for Bi-State Development, to provide an overview of the search process to date and share details regarding the ten (10) most favorable candidates whom they have selected for consideration by the Board. He indicated that from these ten (10) the Board, at a later meeting, will select five (5) for interviews by the full Board. He also thanked Mayor Lyda Krewson, St. Louis City, County Executive Steven Stenger, St. Louis County, and Tom Curran, St. Louis County, for their interest and attendance at today's meeting.

9:04 a.m. Committee Chair Watson then introduced Joe Wiley, President and Howard Curtis, Executive Vice President, Quest Management Consultants, and invited Mr. Wiley to provide opening remarks. Mr. Wiley thanked the Board for their selection of Quest Management to assist in this important and significant assignment. He indicated that their national search was based upon the seven (7) page job description for the President and CEO as provided by the Board. They received 154 submissions for the position from around the country mainly utilizing LinkedIn and their own extensive personal networks to advertise the position. From these 154 candidates they reviewed and reduced the number to twenty (20) for personal interviews by Mr. Wiley and Mr. Curtis. From those twenty (20) interviewed candidates they have selected ten (10) whom they feel are the top candidates for consideration by the Board for the President and CEO position. The ten (10) candidates are all from the St. Louis area as one desirable candidate from San Francisco recently dropped out. Mr. Wiley is pleased to be able to share with the Board these ten (10) attractive and qualified candidates.

4. Adjournment to Executive Session – If such action is approved by a majority vote of the Bi-State Development Agency's Board of Commissioners who constitute a quorum, the Board may go into closed session to discuss legal, confidential, or privileged matters pursuant to Bi-State Development Board Policy Chapter 10, Personnel under §10.080(D)(3)

9:08 a.m. Pursuant to the requirements of Section 10.080 (D)(3) of the Bi-State Development Agency's Board Policy, Chapter 10, Committee Chair Watson requested a motion to allow the Board to go into closed session. A motion to go into Executive Session was made by Commissioner Windmiller and seconded by Commissioner Zimmerman. A roll call vote was taken and the Commissioners present, Gully, Holman, Windmiller, Buehlhorn, Cox, Watson and Zimmerman voted to approve this agenda item. Motion passed unanimously, and the Open Session meeting was adjourned at 9:08 a.m.

Deputy Secretary to the Board of Commissioners

Bi-State Development

6

BI-STATE DEVELOPMENT TREASURER'S REPORT Quarter Ended June 30, 2018

INVESTMENTS

Yields:

Bi-State investments had an average yield of 1.61% for the month of June, up from 1.44% in March. The Federal Reserve raised the Federal Funds Rate to 2% in June, even as long-term rates have not kept up, and the yield curve continues to flatten. Federal Reserve Chairman Jerome Powell recently expressed his belief that the risk of an unexpected weakening of the economy is low, and plans to continue to raise rates gradually. The next rate hike is expected in September.

Invested Funds:

In June, Bi-State directed \$206 million of cash and investments. Approximately 44% of the invested funds were invested in U.S. Treasury or U.S. Government Agency securities, and 2% were invested in collateralized Certificates of Deposit (CDs). The balance was invested in AAA rated money market funds. The average maturity of Bi-State investments was approximately 165 days.

DEBT MANAGEMENT

Debt Restructuring, 2013:

On July 1, 2013, Bi-State successfully sold its \$381,225,000 Series 2013A Bonds. More than \$1.5 billion in orders were placed for the bonds. The deal closed on August 1, 2013. An effective cost of funds of 4.44% was achieved. The effects of the \$75 million County loan bring the true interest cost to 3.68%. The bond restructuring, of essentially all of the Cross County Bonds, with the exception of the \$97 million Series 2009 Bonds, achieved important long-term financial objectives for Bi-State:

- Improved debt ratings. The bonds were assigned ratings of 'AA+' and 'Aa3' by S&P and Moody's, respectively. The higher ratings will benefit Bi-State in future financings.
- Eliminated exposure of Bi-State to variable and short-term debt obligations.
- Brought 2010 subordinate bonds to senior lien status, and began their amortization.
- Optimized the debt service funding requirements to preserve long-term funding flexibility for operations and capital.
- Incorporated the availability of the County Loan by using the Prop A Capital Reserve to reduce borrowing costs.
- Returned \$18 million of Federal funding from the 2002 Debt Service Reserve Fund to Bi-State's capital program.

In 2014, St Louis County approved the appropriation of the 2nd loan advance in the amount of \$30 million to Bi-State. The Series 2052 bonds were redeemed on October 1, 2014. This lowered the interest rate on \$30 million in debt from 4.75% to 1.04%.

In August 2015, St Louis County approved the appropriation of the 3rd loan advance and the Series 2050 bonds were redeemed on October 1, 2015. The interest rate on this \$30 million in debt decreased from 4.75% to 1.02%. The debt service reserve fund requirement on the 2013A bonds also decreased. The new debt service reserve requirement is now approximately \$23.6 million.

Arch Tram Revenue Bonds, 2014:

On December 3, 2014, Bi-State closed on the Series 2014 Taxable Arch Tram Revenue Bonds. These bonds have a par value of \$7,656,000 and a 30-year term. The initial fixed rate term is 10 years with a fixed interest rate of 4.016%. The funds from this bond issuance will pay for the cost of issuance, a portion of the interior roof over the Arch visitor's center, and the replacement of the motor generator sets. The debt service requirement is approximately \$454 thousand.

Bi-State Development/St. Clair County Transit District Revenue Bonds Refunding, 2014:

On December 4, 2014, Bi-State and St Clair County Transit District closed on the \$4,160,000 issuance of the Series 2014 Bi-State Development/St Clair County Metrolink Extension Project Refunding Revenue Bonds. The refunding provides a savings of approximately \$700,000 in debt service expenses. It also eliminated the need for the debt service reserve funding of approximately \$450 thousand.

Capital Leases:

Bi-State has one remaining capital lease, its 2001 LRV Lease (C1, C2 Tranches). In February 2011, staff negotiated a default cure agreement with the 2001 C1 C2 lease investor. The agreement provided that Bi-State deposit additional collateral with the lease trustee, of which the St. Clair County Transit District (SCCTD) provided 70%. Our current collateral requirement is approximately \$6.9 million.

FUEL HEDGING

In June, in conjunction with its diesel fuel hedging program, Bi-State had a *realized gain* of approximately \$230 thousand and an *unrealized gain* of \$3.5 million on the sale of Home Heating Oil #2 futures contracts. June oil prices ended the month at \$74.15 a barrel, a 14% increase since the end of March. Generally, as the price of oil increases, the value of Bi-State's future positions also increases. A gain in the futures partially offsets the actual increase in the cost of diesel fuel. If oil prices drop, the value of the futures decline. An increase in unrealized gains generally indicates that the price of fuel is rising, and losses generally indicate oil prices are falling.

			BI-ST/	TE DE	/ELOPMEN	T - QUA	RTERLY TR	EASURER'S I	REPOR	SUMMAR	Υ				
BI-STATE DEVELOPMENT AS OF: 30-Jun-2018									30-Apr-20						
BI-STATE DIRECTED:	Wt. Avg. Maturity (1)	Dollars (,000 omitted)	Percentage Of Total	Rate	Market Value (2)	Wt. Avg. Maturity (1)	Dollars (,000 omitted)	Percentage Of Total	Rate	Market Value (2)	Wt. Avg. Maturity (1)	Dollars (,000 omitted)	Percentage Of Total	Rate	Market Value (2)
Cash	0	\$5,979	3.7%	0.00%	\$5,979	0	\$10,304	6.4%	0.00%	\$10,304	0	\$5,724	3.5%	0.00%	\$5,724
Repo Agreement/Sweep	3	156	0.1%	1.68%	156	1	3,497	2.2%	1.58%	3,497	1	1,556	0.9%	1.52%	1,556
Certificates of Deposit	131	3,000	1.9%	1.46%	3,000	161	3,000	1.9%	1.46%	3,000	192	3,000	1.8%	1.46%	3,000
U.S. Agencies (discounted)	174	1,476	0.9%	1.56%	1,485	204	1,476	0.9%	1.56%	1,482	235	1,476	0.9%	1.56%	1,480
U.S. Agencies (coupon)	584	36,394	22.7%	1.65%	35,994	614	36,394	22.8%	1.65%	36,030	645	36,394	22.1%	1.65%	35,945
U.S. Treasury Securities	101	18,723	11.7%	1.41%	18,822	131	18,723	11.7%	1.41%	18,788	131	23,693	14.4%	1.42%	23,761
Other Investments (3)	3	94,387	58.9%	1.67%	94,387	1	86,436	54.1%	1.57%	86,436	1	92,974	56.4%	1.52%	92,974
SUB-TOTAL BI-STATE	150	\$160,115	100.0%	1.63%	\$159,823	161	\$159,830	100.0%	1.57%	\$159,537	167	\$164,817	100.0%	1.53%	\$164,440
BI-STATE DIRECTED-PROP M:															
Certificates of Deposit	167	\$1,530	3.3%	1.31%	\$1,530	197	\$1,530	3.3%	1.31%	\$1,530	228	\$1,530	3.4%	1.31%	\$1,530
U.S. Agencies (discounted)	0	0	0.0%	0.00%	0	1	1,999	4.4%	1.08%	2,000	32	1,999	4.4%	1.08%	1,999
U.S. Agencies (coupon)	331	26,710	58.0%	1.43%	26,529	361	26,710	58.2%	1.43%	26,530	392	26,710	58.7%	1.43%	26,488
U.S. Treasury Securities	120	6,962	15.1%	1.75%	6,971	150	6,962	15.2%	1.75%	6,962	181	6,962	15.3%	1.75%	6,952
Other Investments (3)	3	10,832	23.5%	1.69%	10,832	1	8,670	18.9%	1.59%	8,670	1	8,318	18.3%	1.53%	8,318
SUB-TOTAL PROP M	216	\$46,034	100.0%	1.54%	\$45,862	240	\$45,871	100.0%	1.49%	\$45,692	267	\$45,519	100.0%	1.48%	\$45,287
TOTAL BI-STATE DIRECTED	165	\$206,149		1.61%	\$205,685	178	\$205,701		1.55%	\$205,229	189	\$210,336		1.52%	\$209,727
TRUSTEE DIRECTED:															
Cash	0	\$0	0.0%	0.00%	\$0	0	\$0	0.0%	0.00%	\$0	0	\$0	0.0%	0.00%	\$0
Municipal Bonds	1078	8,165	17.7%	2.34%	7,911	1108	8,165	18.6%	2.34%	7,923	1139	8,165	19.8%	2.34%	7,904
U.S. Agencies (coupon)	740	21,691	46.9%	2.19%	21,610	770	21,691	49.3%	2.19%	21,618	801	21,691	52.6%	2.19%	21,570
U.S. Treasury Securities	77	2,489	5.4%	1.00%	2,495	107	2,489	5.7%	1.00%	2,493	138	2,489	6.0%	1.00%	2,491
Bonds	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
Other Investments (3)	3	13,898	30.1%	1.87%	13,898	1	11,634	26.5%	1.67%	11,634	1	8,920	21.6%	1.61%	8,920
SUB-TOTAL TRUSTEE	538	\$46,243	100.0%	2.00%	\$45,914	586	\$43,979	100.0%	1.96%	\$43,668	647	\$41,265	100.0%	1.96%	\$40,885
TOTAL BI-STATE & TRUSTEE	234	\$252,392		1.68%	\$251,599	250	\$249,680		1.62%	\$248,897	264	\$251,601		1.59%	\$250,612
LRV LEASE1:															
Cash	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
US Treasury Securities	184	6,878	5.8%	1.25%	6,880	214	6,878	5.9%	1.25%	6,875	245	6,878	5.9%	1.25%	6,869
Other Investments (4)		110,823	94.2%	5.80%	110,823		110,234	94.1%	5.80%	110,234		109,646	94.1%	5.80%	109,646
SUB-TOTAL LRV		\$117,701	100.0%	5.53%	\$117,703		\$117,112	100.0%	5.53%	\$117,109		\$116,524	100.0%	5.53%	\$116,515
Grand Total (5)		\$370,093			\$369,302		\$366,792			\$366,006		\$368,125			\$367,127

Explanatory Notes:

(1) Approximate weighted average of days to effective maturity, from last business day of the month.

repared by: Acuid F Adous Thew 8(3/18

Terri Gudowier Green, Mgr of Treas Opportunity State

eviewed by: Tammy Fulbright, Sk-Dir. of Financial Plenning

Date

Tammy Fulbright, Si-Oir. of Financial Planning
Approved by:

Mark Vago, Sr VP & CFO

Date

⁽²⁾ Market value of goverment securities provided by safekeeping agent. Cost equals market for other investments.

⁽³⁾ Includes money market funds and fuel hedging accounts.

⁽⁴⁾ Investment Contracts (leases). Values of investment contracts adjusted to conform to lease payment schedules.

⁽⁵⁾ All amounts preliminary and subject to audit and adjustment.



BI-STATE DEVELOPMENT
MONTHLY TREASURER'S REPORT- ALL COMPANIES
BANK / ISSUER SUMMARY as of:

6/30/2018

Section 1 Bank/issuer Summary BI-STATE DIRECTED *		CERTIFICATES	DEDUDGUAGE		GOVERNMENT	COMMERCIAL		MARKET	
all non debt/lease assets, inc. Prop M:	CASH	CERTIFICATES OF DEPOSIT	REPURCHASE AGREEMENTS	OTHER	SECURITIES	PAPER\ BA's	TOTAL	VALUE	NOTES
BANK OF AMERICA MERRILL LYNCH	386,703	0	0	0	0	0	386,703		FDIC\tri-party collateral(deposits).
BLACK ROCK	380,703	0	0	41,478,174	0	0	41,478,174		
COMMERCE BANK	0	_	0	41,478,174	0	0			Money Market Fund (Govt. Securities). FDIC\FRB collateral.
	0	1,529,985	0	-	0	-	1,529,985		
FIDELITY	0	0	0	38,117,369	0	0	38,117,369		Money Market Fund (First Tier\Prime)
INVESCO	0	0	0	23,076,065	0	0	23,076,065		Money Market Fund (First Tier\Prime)
EFFERSON BANK & TRUST	265	0	0	0	0	0	265	265	FDIC; repo collaterl held at JBT.
P MORGAN CHASE	(83,303)	0	0	0	0	0	(83,303)	(83,303)	FDIC (bank acct.)MMKT (First Tier\Prime)
OPTUM	15,429	0	0	0	0	0	15,429	15,429	FDIC\FRB collateral.
BENEFLEX	4,307	0	0	0	0	0	4,307	4,307	FDIC\FRB collateral.
HEALTHSCOPE	28,236	0	0	0	0	0	28,236	28,236	FDIC\FRB collateral.
PNC BANK	5,281,204	0	156,340	0	0	0	5,437,544	5,437,544	FDIC\FRB collateral.
RBC DAIN RAUSCHER	0	0	0	4,752,576	0	0	4,752,576	4,752,576	Commodities Margin Acct. (fuel hedging)
RJ O'BRIEN	0	0	0	(2,206,022)	0	0	(2,206,022)	(2,206,022)	Commodities Trading Acct. (fuel hedging)
RELIANCE BANK	0	3,000,000	0	0	0	0	3,000,000	3,000,000	FDIC\FRB collateral.
JMB BANK	0	0	0	0	0	0	0	0	FDIC\FRB Collateral.
J.S. BANK	(277,055)	0	0	0	0	0	(277,055)	(277.055)	FDIC\FRB Collateral.
FARM CREDIT BANK	0	0	0	0	43,388,217	0	43,388,217		Safekept at Bank of America (BOA).
EDERAL HOME LOAN BANK	0	0	0	0	21,192,174	0	21,192,174		Safekept at Bank of America (BOA).
J.S. TREASURY	0	0	0	0	25,684,757	0	25,684,757		Safekept by BOA or designated agent.
OTHER	621,991	0	0	0	25,004,757	0	621,991	621,991	Surekept by BOA of designated agent.
sub-total Bi-State directed	5,977,777	4,529,985	156,340	105,218,162	90,265,148	0	206,147,412	205,683,492	
TRUSTEE DIRECTED	3,377,777	4,323,363	130,340	103,218,102	30,203,148	Ū	200,147,412	203,003,432	
DEBT ISSUES									
Cross County Bonds									
Series 2009, 2013									
BANK OF NEW YORK -MELLON TRUST									
BANK OF NEW YORK	0	0	0	0	0	0	0	0	FDIC Insured.
GOLDMAN	0	0	0	13,897,961	0	0	13,897,961		Money Market Fund (First Tier\Prime).
FEDERATED GOVT OBLIG	0	0	0	0	0	0	0		Safekept at Bank of New York
MORGAN STANLEY	0	0	0	0	0	0	0		Safekept at Bank of New York
GOVERNMENT AGENCIES	0	0	0	0	21,691,058	0	21,691,058		Safekept at Bank of New York
MUNICIPAL BONDS	0	0	0	0	8,165,315	0	8,165,315	7,911,361	Safekept at Bank of New York
U.S. TREASURY	0	0	0	0	2,488,779	0	2,488,779	2,495,200	Safekept at Bank of New York
sub-total	0	0	0	13,897,961	32,345,152	0	46,243,113	45,914,534	
SUB-TOTAL TRUSTEE (BONDS)	0	0	0	13,897,961	32,345,152	0	46,243,113	45,914,534	
SUB-TOTAL BI-STATE AND TRUSTEE	5,977,777	4,529,985	156,340	119,116,123	122,610,300	0	252,390,525	251,598,026	
RV Lease\Leaseback 2001 C1 C2									
-SA\AIG	0	0	0	110,822,942	0	0	110,822,942	110,822,942	Guaranteed Investment Contract (GIC).
JS TREASURY	875	0	0	0	6,878,334	0	6,879,209	6,880,568	Safekept by Lease Trustee.
sub-total	875	0	0	110,822,942	6,878,334	0	117,702,151	117,703,510	
	875	0	0	110,822,942	6,878,334	0	117,702,151	117,703,510	
sub-total leases	0,3								

^{*} Please refer to Pages 5 and 10 for explanatory notes and credit ratings.

<u>+ ABBREVIATIONS (above):</u>
FDIC- Federal Deposit Insurance Corp.
FRB - Federal Reserve Bank

INVESTMENT CATEGORY DESCRIPTIONS

CASH: Demand deposit accounts. Some accounts are consolidated by bank for presentation purposes. Negative balances generally reflect check float. Bi-State's bank accounts are protected either by Federal Deposit Insurance Corporation (FDIC), or collateralized with securities pledged to Bi-State and held either in a segregated customer account, tri-party account, or at the Federal Reserve.

CERTIFICATES OF DEPOSIT: Non-negotiable certificates of deposit, protected by FDIC insurance, AAA rated surety or Letter of Credit, or collateralized with securities placed in joint safekeeping with Bi-State at the Federal Reserve Bank.

BANKER'S ACCEPTANCE (BAs): Negotiable investment instruments created by banks to finance commercial trade transactions. Bi-State's investment policy permits purchase of BAs only from banks rated "B" or better by Fitch Ratings (formerly Thomson BankWatch-see ratings descriptions below).

REPURCHASE AGREEMENTS (REPOs): An investment created by the simultaneous sale and repurchase of a security (usually a government security) for different settlement dates. Bi-State's repos are collateralized with securities held in segregated customer accounts, or at the Federal Reserve.

OTHER: Interest checking, money market funds, guaranteed investment contracts (GICs) and investment agreements. Also includes fuel hedging related accounts. Bi-State's policy restricts use of money market funds to Triple A rated institutional funds which have over \$500 million in assets.

GOVERNMENT SECURITIES: Securities (bills, discount notes, strips, coupon notes and bonds), issued by the U.S. Treasury or U.S. Government Agencies. Some securities are subject to "call" (redemption before stated final maturity).

COMMERCIAL PAPER: Short-term unsecured promissory note that is the obligation of the issuing entity, generally a large corporation (see ratings descriptions below).

NOTE: Permitted Bi-State investments are specified in Board Policy 30.040. All investments are shown at cost, unless otherwise noted. Market values shown for government securities or commercial paper are considered "subject to market" and provided for informational use only. Cost or par approximates market for other investments, and some of these may be subject to penalty for early redemption.

CREDIT QUALITY RATING DEFINITIONS (also see Page 9)

Standard & Poor's, Moody's Investor Services, Fitch:

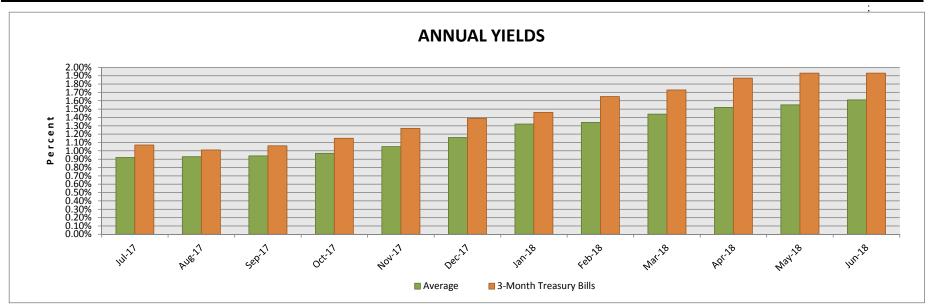
AAA Standard & Poor's, Moody's and Fitch rate credit quality on an A to C scale, with A generally regarded as "upper investment grade" and C as "speculative" (D would indicate default). Within each category are different gradients. The triple A rating indicates that the issuer's long term unsecured debt rating or specific investment instrument (such as money market funds) are of the highest credit quality (lowest expectation of risk.) The AAA rating is assigned only when there is exceptionally strong capacity for timely payment of financial commitments.

A1-P1 Commercial Paper issues rated "A-1 by Standard and Poor's and "P-1" by Moody's have the greatest capacity for timely payment (least risk). Bi-State's investment policy permits purchase of A2-P2 commercial paper from issuers with a business presence in the St. Louis region.

BI-STATE DEVELOPMENT ANNUAL INVESTMENT REPORT FOR MOST CURRENT 12 MONTHS

Funds (ooo's omitted)	Jul-17	Aug-17	Sep-17	Oct-17	Nov-17	Dec-17	Jan-18	Feb-18	Mar-18	Apr-18	May-18	Jun-18
Bi-State Investments	142,764	127,236	155,802	152,006	146,422	163,198	160,844	170,607	160,952	164,817	159,830	160,115
Bi-State Prop M Investments	47,121	47,139	47,252	47,120	47,185	47,255	47,373	47,220	47,429	45,519	45,871	46,034
Total	189,885	174,375	203,054	199,126	193,607	210,453	208,217	217,827	208,381	210,336	205,701	206,149
Trustee Investments	53,922	57,633	53,038	36,642	39,362	41,667	44,201	46,677	49,027	41,265	43,979	46,243

Yields\Rates Information	Jul-17	Aug-17	Sep-17	Oct-17	Nov-17	Dec-17	Jan-18	Feb-18	Mar-18	Apr-18	May-18	Jun-18
Bi-State	0.86%	0.87%	0.89%	0.93%	1.03%	1.16%	1.32%	1.34%	1.44%	1.53%	1.57%	1.63%
Prop M	1.10%	1.10%	1.11%	1.11%	1.12%	1.15%	1.31%	1.32%	1.42%	1.48%	1.49%	1.54%
Average	0.92%	0.93%	0.94%	0.97%	1.05%	1.16%	1.32%	1.34%	1.44%	1.52%	1.55%	1.61%
Trustee	1.29%	1.37%	1.34%	1.52%	1.43%	1.79%	1.76%	1.88%	1.91%	1.96%	1.96%	2.00%
3-Month Treasury Bills	1.07%	1.01%	1.06%	1.15%	1.27%	1.39%	1.46%	1.65%	1.73%	1.87%	1.93%	1.93%
1 Year Treasury	1.23%	1.23%	1.31%	1.43%	1.62%	1.76%	1.90%	2.07%	2.09%	2.24%	2.23%	2.33%
Fed Funds (target)	1.25%	1.25%	1.25%	1.25%	1.25%	1.50%	1.50%	1.50%	1.75%	1.75%	1.75%	2.00%
20-Year Municipals	3.52%	3.51%	3.64%	3.65%	3.59%	3.44%	3.72%	3.85%	3.89%	3.97%	3.78%	3.87%
SIFMA (BMA) Index (month end)	0.82%	0.79%	0.94%	0.92%	0.97%	1.71%	1.08%	1.09%	1.59%	1.61%	1.06%	1.51%



Diesel Fuel Hedging Program - FY 2018											
	Diesel Fuel Budget \ Actual Comparison:		Jun-18		Year to Date	Life to Date					
а	Gallons consumed-actual		486,994		5,419,879		85,081,243				
b=(c/a)	Average cost per gallon-actual	\$	2.28	\$	2.00	\$	2.10				
С	Total Diesel Fuel Cost-Actual	\$	1,110,639	\$	10,835,796	\$	178,846,983				
d	Gallons consumed- budget		472,557		5,648,616		88,964,521				
e=(f/d)	Average cost per gallon- budget	\$	1.83	\$	1.83	\$	2.32				
f	Total Diesel Fuel Cost- Budget	\$	864,779	\$	10,336,967	\$	206,495,405				
g=(f-c)	Budget Variance (Unfavorable)	\$	(245,860)	\$	(498,829)	\$	27,648,422				
h	Realized Futures Gains (Losses)	\$	229,488	\$	1,569,838	\$	(1,149,177)				
i=(c-h)	Net Cost of Fuel	\$	881,151	\$	9,265,958	\$	179,996,160				
j=(i-f)	Net Budget Variance (Unfavorable)	\$	(16,372)	\$	1,071,009	\$	26,499,245				
j=(i/f)	Net Cost of Fuel, Per Gallon, inc. Hedge	\$	1.81	\$	1.71	\$	2.12				
k=(e-i)	Net Budget Variance Per Gallon	\$	0.02	\$	0.12	\$	0.21				
	Futures Activity:				Price of Ba	arrel	el of Oil:				
	Futures Contracts Purchased		12		Date	Price					
	Futures Contracts Sold		20	02/28/2018		\$	61.64				
	Futures Contracts Net Change at month end		(8)		03/30/2018	\$	64.94				
	Total Open Futures Contracts, at month end		144		04/30/2018		67.25				
	Futures Contracts Unrealized Gain/(Loss) *		\$3,468,280		05/31/2018	\$ 67.0					
	(% of Estimated Future Consumption)		79%		06/30/2018	\$	74.15				

⁼ At month end

Explanatory Notes:

Consumption budgeted at approximately 120,000 gallons per week.

Current diesel contracts: diesel =Platts +10.17 cents per gal.; B2 diesel= Platts + 10.93 cents per gal.

A futures contract equals 42,000 gallons.

Numbers above rounded.

Amounts do not include transaction or consulting costs.

Futures Contracts are purchased from Jul 2018 through Dec 2019 (18 months).

Background:

Linwood Capital is a consultant retained by Bi-State since April 2004 to assist with its energy price risk management program.

Bi-State manages the cost of fuel by utilizing purchase of exchange traded futures, specifically NYMEX Heating Oil#2 (HO#2) futures.

Generally, as oil prices increase, the value of the futures goes up, and acts to partially offset the actual increase in the price of fuel.

Bi-State Development Monthly Investment Report

Report of Term Investment* Purchases: June 2018

Item	Investment:	Par Amount	Settled	Maturity Date	Term(days)	Yield	Purchased From	Fund
	*Note: There were no new investment purchases in June.			()				
	Total	\$ -						

Notes:

^{*} Investments with an original term of over 14 days.

Bi-State Development Agency dba Metro							
Credit Ratings of Financial Institutions (see also page 5) Long-Term Debt Rating Short-Term Debt Rating Fitch Ba							
Depository Banks:	S&P	Moody's	Fitch	S&P	Moody's	Fitch	Fitch Bank Rating
Bank of America, N.A.	A+	Aa3	AA	A-1	P-1	F1+	NA
Commerce Bank	A	A2		A-1	P-1	_	NA
PNC Bank	А	Aa2	AA-	A-1	P-1	F1+	NA
Trust Companies:	<u> </u>						4
Bank of New York Mellon Trust	AA-	Aa1	AA+	A-1+	P-1	F1+	NA
Money Market Funds:		S&P		_	Moody's		_
Black Rock Fed Trust		AAAm			Aaa-mf		
Black Rock Temp		AAAm			Aaa-mf		
Black Rock T Fund		AAAm		1	Aaa-mf		
FFI Treasury Fund		AAAm			Aaa-mf		
Columbia (BOA/Merrill) Money Market Reserves		AAAm			Aaa-mf		
Columbia (BOA/Merrill) Government		AAAm			Aaa-mf		1
Dreyfus Government Cash Management		AAAm			Aaa-mf		1
Federated Prime		AAAm			Aaa-mf		
Federated Treasury		AAAm			Aaa-mf		
Federated Government		AAAm			Aaa-mf		
Fidelity Government		AAAm		Aaa-mf			
Fidelity Prime		AAAm		Aaa-mf			
Fidelity Treasury		AAAm		Aaa-mf			
Goldman Financial Government		AAAm			Aaa-mf		
Invesco Government and Agency		AAAm		Aaa-mf			
JP Morgan Prime		AAAm			Aaa-mf		_
Wells Fargo Treasury		AAAm Aaa-mf					
		Long-Term Debt Rating					
Other:	S&P	Moody's	Fitch				
AIG (2001 LRV Lease)	A+	A2	A+	_			
U.S. Treasury	AA+	Aaa	AAA	4			
Federal Home Loan Bank (FHLB)	AA+	Aaa		_	NA = Fitch overall bank ratings or LT debt ratings ho		ratings have
Federal Farm Credit Bank (FCB)	AA+	Aaa	AAA	been withdre	awn		

Bi-State Development						
Mass Transit Sales Tax Appropriation Cross-County Bonds & St Louis County Loan						
	2009	20				
Series	Refunding	2013A Bonds	2013B Loan	Total Cross County		
Issue date	9-Nov-09	1-Aug-13	1-Aug-13			
Principal (original)	\$97,220,000	\$381,225,000	\$75,000,000			
Principal (currently outstanding)	\$97,220,000	\$290,835,000	\$135,000,000	\$523,055,000		
Lien on 1\4 cent Prop M, Prop M2, Prop A tax	Senior	Senior	Subordinate			
Stand alone credit rating (S&P\Moody's)	AA+\Aa3	AA+\Aa2	NA			
Maturity date(s)	2023 – 2039	2048	2053			
Optional Call Date	2019	Various	Anytime			
Optional Put Date	NA	NA	2018			
Interest rate mode	Fixed	Fixed	1% + SIFMA			
Rate	4.50%-5.00%	3.00%-5.00%	1.02%-1.06%			
Interest pmt. Dates (4/1 &10/1)	April, October	April, October	April, October			
Annual debt service:						
Interest - FY 2018	\$4,767,975	\$14,140,812	\$1,413,000	\$20,321,787		
Principal - (Previous payment 10/1/17 - \$8,275,000) (next payment 10/1/18 - \$9,030,000)	\$0	\$9,030,000	\$0	\$9,030,000		
total princ.&int.	\$4,767,975	\$23,170,812	\$1,413,000	\$29,351,787		
Debt Service Reserve Fund (DSRF)	\$9.1 million in DSRF with bond trustee, BONY- Mellon.	\$23.7 million in DSRF with bond trustee, BONY- Mellon.	NA			
Other	Refunded balance of 2002 A	Refunded Series 2002A,B,C, 2007, and Series 2010B	Refunded Series 2010A Bonds			

Open Session Item

8



BI-STATE DEVELOPMENT OPERATIONS COMMITTEE MEETING OPEN SESSION MINUTES August 21, 2018

Committee Members in Attendance

Michael Buehlhorn, Chairman Vernal Brown Derrick Cox Irma Golliday, (present @ 8:17 a.m.) Rose Windmiller

Other Commissioners in Attendance

Constance Gully Justin Zimmerman, (via phone)

Staff in Attendance

John Nations, President and Chief Executive Officer Barbara Enneking, General Counsel and Deputy Secretary Shirley Bryant, Certified Paralegal Jessica Mefford-Miller, Interim Executive Director Metro Transit Barbara Georgeff, Director of Executive Services Jim Cali, Director Internal Audit Lisa Burke, Executive Assistant Larry Jackson, Executive Vice President of Administration

Kent Swagler, Director Corporate Compliance & Ethics

Patti Beck, Director of Communications

John Langa, Vice President Economic Development

Ted Zimmerman, Interim Vice President of Marketing and Communications

Julianne Stone, Vice President Strategic Initiatives

Mark Vago, Sr. Vice President, Chief Financial Officer

Michael Gibbs, Manager Financial Operation-Admin & Business Operations

Chris Poehler, Assistant Executive Director Engineering Systems

Diana Bentz, Vice President Organizational Effectiveness

Kerry Kinkade, Vice President Chief Information Officer

Richard Zott, Chief of Public Safety

Kathy Brittin, Director Risk Management, Safety & Claims

Virginia Alt-Hildebrandt, Manager Administrative Services

Matthew Hibbard, Social Media Communications Manager

Cynthia Davis, Director Program Development & Grants

Angela Staicoff, Senior Internal Auditor

Charles Stewart, Vice President Pension & Insurance

Elizabeth Farr, Assoc. Project Manager - Economic Development

Greg Smith, Vice President Procurement & Inventory Management

Timothy Nittler, Director Capital Projects

Stacy McMurray, Director Organizational Development

Jeff Braun, Director Real Estate

Ken Franklin, Vice President Government Relations & Policy Initiatives

John Wagner, Director, Research Institute

Bi-State Development Operations Committee Meeting Open Session Minutes August 21, 2018 Page 2 of 6

Jenny Nixon, Executive Director Tourism Innovation

Others in Attendance

None

1. Call to Order

8:00 a.m. Chairman Buehlhorn called the Open Session Operations Committee Meeting to order at 8:00 a.m.

2. Roll Call

8:00 a.m. Roll call was taken.

3. Public Comment

8:01 a.m. There was no public comment.

4. Minutes from May 18, 2018 Combined Audit, Finance & Administration/Operations Committee

8:02 a.m. The May 18, 2018 Combined Audit, Finance & Administration/Operations Committee Meeting minutes were provided in the Committee packet. A motion to approve the minutes was made by Commissioner Brown and seconded by Commissioner Gully. Commissioner Windmiller abstained and Commissioners Brown, Gully, Buehlhorn, Cox, and Zimmerman voted "Yes." Motion passed with a majority vote.

5. St. Louis Regional Freightway Priority Freight Project List for 2019

8:03 a.m. The briefing paper report and exhibits regarding the St. Louis Regional Freightway (Freightway) Priority Freight Project List for 2019 were provided in the Committee packet. John Nations, President & CEO, provided a brief overview. The Freight Project List for 2019 was presented to the Regional Freight Council in April and was presented at the annual Freight Conference in May. Freightway has been tasked with identifying projects that are priorities for the region in order to improve freight movement. The list contained in the Committee packet under Agenda Item 5(a) and the multimodal project under Agenda Item 5(b) have been extensively discussed across the region with the various stakeholders both public and private. Some of the projects that have been modified for the 2019 list include: I-270 improvements; the Earth City Access improvements; the North Riverfront Commerce; and the I-70 improvements from Warrenton to the Stan Musial Memorial Bridge. In the three (3) years since the Freightway started, it has become nationally known. In the first year, they hosted a freight luncheon that three years later has now become "Freight Week." Freightway hosted a very successful Freight Week event on May 24, 2018, with hundreds of people in attendance.

Some discussion followed regarding how a particular project becomes a priority and how funding for certain projects affect its priority status on the list. In response to the Commissioners' concerns, John Langa, Vice President Economic Development, informed the Committee that Freightway has a Policy Committee, a Transportation Committee, and an Infrastructure Committee to vet various projects. When the vetting process is completed, the selected projects are presented to various other committees and individuals in Jefferson City, Springfield, and Washington DC to make the funding decisions. This process helps to keep the project list current and as flexible as possible based on funding opportunities.

Bi-State Development Operations Committee Meeting Open Session Minutes August 21, 2018 Page 3 of 6

A motion to approve this agenda item as presented and forward to the full Board for final approval was made by Commissioner Cox and seconded by Commissioner Gully. **Motion passed unanimously.**

Contract Award: Data and Analysis Consulting Services for St. Louis Regional Freightway 6. 8:10 a.m. A briefing paper was contained in the packet. Mr. Nations gave an overview of the issues as presented in the briefing paper. Mr. Nations explained that one of the first challenges encountered by the Regional Freightway was the lack of current and reliable data on the movement of freight from, to, and through the St. Louis region. While so much data is available from both government and private sources on so many areas of transportation in particular and the economy in general, that does not hold true for the freight movements. Staff has learned that this is in large part due to the fact that so much of the nation's freight network is privately owned; not just the companies themselves, but also, for example, the railroad rights of way on which so much of freight travels. Regional Freightway Executive Director Mary Lamie, working with our partners, has developed a proposal which will produce the data for freight movements in St. Louis. Such data will not only permit better planning and decision making, it will also be valuable as a potential income stream for the Regional Freightway, since the data model has never been developed. Mr. Nations said he is pleased to report that of the total projected project cost of \$720,000, the Illinois Department Of Transportation has awarded a grant covering \$576,000 of the cost. Mr. Nations said that all partners involved with the Freightway efforts have recognized the importance of the data to be developed. The remaining \$144,000 local match will come from Bi-State Development funds. Commissioner Windmiller asked about the source of the funding of \$144,000. Mr. Nations responded that the local match will come from funds BSD has provided in the Operating Budget approved by the Board of Commissioners in April for the 2019 fiscal year. Commissioner Windmiller said she is concerned that in her review of the financial statements provided, it is her understanding that the Regional Freightway has not generated a profit for BSD and that the funds for its operations must come from other funds within BSD. Mr. Nations responded that when the Freightway was first envisioned, there were multiple scenarios as to how it might be financed long term, such as having each of the separate jurisdictions pay a fee, funding from the Regional Chamber, and funding from East-West Gateway, to name some. In fact, East-West Gateway has provided funding. But, Mr. Nations said BSD was specifically selected because of its unique abilities in the region, and that funding scenarios and possibilities were discussed extensively during its formation. Mr. Nations said that while the Regional Freightway has not earned a profit on paper, its success has been without question and its benefits and value for the region are well recognized. Mr. Nations said that we continue to work on generating the funding for the Freightway and that one of the most promising ways to do that was to approve this proposal so that the data could be developed and used to generate income for the Freightway. Mr. Nations said that if there is concern about funding for the Freightway, supporting this proposal, especially in light of the grant from IDOT, would be a way to alleviate those concerns and establish an income stream. Mr. Nations said that, in any event, BSD was specifically given this responsibility unanimously by the region and that BSD is certainly fulfilling it. Commissioner Windmiller said that her concern is that money from the jurisdictions are being used to fund the Freightway and that she is not sure that the jurisdictions know that. Mr. Nations responded that the jurisdictions are well informed of that fact and that Mrs. Lamie reports regularly to the full Board of Directors of East-West Gateway, which is the Board that designated that the freight effort be an operating division of BSD. Mr. Nations offered to meet with Commissioner Windmiller to go through the funding information and answer any

Bi-State Development Operations Committee Meeting Open Session Minutes August 21, 2018 Page 4 of 6

additional questions or concerns she may have about the Regional Freightway, its funding, and anything else Commissioner Windmiller would like to discuss.

Commissioner Cox moved that the Contract Award: Data and Analysis Consulting Services for the St. Louis Regional Freightway be forwarded to the Board of Commissioners, with the Committee's recommendation of approval. Commissioner Gully seconded the Motion. There being no further discussion, a voice vote was taken, with the following results: Commissioner Windmiller voted "No", and Commissioners Gully, Brown, Buehlhorn, Cox, and Zimmerman voted "Yes." Motion passed with majority vote.

7. Contract Modification: MetroLink – Boyle Avenue (CORTEX) Station/Central West End Platform Extension Construction Contract

8:17 a.m. The briefing paper for the contract modification – MetroLink – Boyle Avenue (CORTEX) Station/Central West End Platform Extension Construction Contract was provided in the Committee packet. Chris Poehler, Assistant Executive Director Engineering Systems, provided a brief overview. Staff is requesting a no-cost time extension to the contract with Sachs Electric for work on communications systems for the new Cortex Station as well as the Central West End (CWE) platform extension. Sachs work is approximately 90% complete, but the remainder of their work is dependent on other contractors. The facilities contractor has started the work on the CWE platform station and it is expected to continue through the end of the 2018. This no cost time extension through May 2019 would allow Sachs to complete all their work while the facility contractor continues their work; and allow ample time to close out the project.

A motion to approve this agenda item as presented was made by Commissioner Gully and seconded by Commissioner Brown. **Motion passed unanimously.**

**8:17 a.m. Commissioner Golliday joined the meeting.

8. 4th Ouarter Operations Summary.

8:18 a.m. The 4th Quarter Operations Summary was provided in the Committee packet. Jessica Mefford-Miller, Interim Executive Director Metro Transit, provided a brief overview. Metro ended the 4th quarter with ridership beginning to stabilize. In the last quarter, the Cortex MetroLink Station opened on July 31. A new technology was launched that allows customers to send text messages to Bi-State Development (BSD) customer service Monday through Friday 7 a.m. to 4 p.m. Customers are able to text Metro Public Safety, and those messages are dispatched to Securitas, Metro Public Safety, or local law enforcement. Shifting customer service to include messaging is reflective of the way people communicate and wish to receive information. This has been supported within the existing operating budget by reducing the number of people taking phone calls as technology evolves. No major changes to the service level or service package is expected until fall of 2019, although some quarterly adjustments will continue to be made. The St. Clair County Transit District (SCCTD) is under new leadership and some changes are anticipated in their service market. Ultimately SCCTD would like to redesign their entire system, and BSD will be assisting with the redesign for an anticipated fall 2019 launch as well. In the interim, BSD will be making some minor adjustments to routing and service levels in response to SCCTD needs. Adjustments to BSD's fleets are being made in both Missouri and Illinois through the Vehicle Maintenance Division. An initial delivery of electric buses is expected to arrive in Missouri in late 2019. Ameren and Metro Engineering are working to retrofit the Brentwood Operating Facility to accommodate those new vehicles. Two to four buses are

Bi-State Development Operations Committee Meeting Open Session Minutes August 21, 2018 Page 5 of 6

initially expected with an anticipated delivery of an additional eighteen articulated buses by 2021. BSD will piggyback on the Paratransit Contract to acquire smaller buses for fixed route services in early 2020. The redesign of the system through Metro Reimagined will include new vehicles, branding, signage and routing. Some discussion followed regarding public engagement to finalize the redesign of the system; service availability and security on MetroBus. Public Safety patrols are currently riding the system to ensure the safety and security of the customers and the MetroBus operators.

Additional discussion followed regarding the SCCTD's participation in Metro Reimagined; ridership decline and BSD's ridership comparison to peer transit agencies; the trend of expansion and redesign efforts in the industry; emerging technology; and the public response and use of the new security reporting through text messages.

Mr. Nations informed the Committee that since Ray Friem's retirement, Jessica Mefford-Miller is now the Interim Director of Metro Transit. Ms. Mefford-Miller has been in charge of Planning and System Development for a number of years; and we are delighted that we have the depth of talent within the Agency to promote her to the interim position. Both the Board and the region will be hearing a lot more from her in the future. The Commissioners congratulated Ms. Mefford-Miller on her promotion.

Commissioner Windmiller requested clarification on the methodology used to determine the rise in ridership at Washington University as it is reflected in this 4th quarter report. In response, Ms. Mefford-Miller stated that ridership is measured across different fare types. For MetroBus ridership, the numbers are measured via the farebox. Each time a rider swipes, taps or pays with cash, their fare payment method is identified. A fare survey is conducted twice per year on MetroLink that provides data to help build a model to measure the percentage of people using each fare type. The actual boardings on MetroLink are captured via automated passenger counters that are infrared sensors placed over every door. The boarding data for MetroLink is reported twice annually, and the boarding data on MetroBus is reported monthly. Washington University ridership percentage is a bit higher in part due to the parking restrictions on campus. The MetroLink surveys are conducted typically in October and April during nonevent days and while school is in session. Ridership is monitored at all of the stations during all of Metro Transit operating hours, typically over a period of three days with two make-up days as needed. The data is captured and recorded allowing BSD to calculate a percentage for each station, including each fare type used. It is an estimate, as many of our data streams are, but it is a rigorous estimate. The automated passenger counters go through a separate auditing process to ensure that those numbers are correct. Ms. Mefford-Miller also discussed the fiscal year-end revenue expenses and the \$20 million being held for a specific appropriation.

This agenda item was informational only and no Committee action was required. A copy of this report will be kept at the office of the Deputy Secretary.

9. Unscheduled Business

8:35 a.m. There was no unscheduled business.

Bi-State Development Operations Committee Meeting Open Session Minutes August 21, 2018 Page 6 of 6

10. Call of Dates for Future Committee Meetings

8:35 a.m. The Committee was advised of upcoming meetings as follows:

Audit, Finance & Administration Committee: Friday, August 24, 2018, 8:00 a.m.

Board Meeting: Friday, September 28, 2018, 8:00 a.m.

Tuesday, October 16, 2018, 8:00 a.m.

11. Executive Session - If such action is approved by a majority vote of the Bi-State Development Agency's Board of Commissioners who constitute a quorum, the Board may go into closed session to discuss legal, confidential, or privileged matters pursuant to Bi-State Development Board Policy Chapter 10, Section 10.080(D) Closed Records; Legal under § 10.080(D)(1); Real Estate under §10.080(D)(2); Personnel under § 10.080 (D)(3); Health Proceedings under §10.080(D)(4); Employee Negotiations under § 10.080(D)(5); Data Processing under § 10.080(D)(6); Purchasing and Contracts under § 10.080(D)(7); Proprietary Interest under § 10.080(D)(8); Hotlines under § 10.080(D)(9); Auditors under § 10.080(D)(10); Security under § 10.080(D)(11); Computers under § 10.080(D)(12); Personal Access Codes under § 10.080(D)(13); Personal Information under § 10.080(D)(14); Insurance Information under § 10.080(D)(15); Rail, Bus, or Facilities Safety and Accidents under § 10.080(D)(16) or Protected by Law under § 10.080(D)(17).

8:35 a.m. Pursuant to the requirements of Bi-State Development Board Policy, Chapter 10, Section 10.080(D); (1); (2); (7); (11); and (16), Chairman Buehlhorn requested a motion to allow the Committee to go into closed session. A motion to go into Executive Session was made by Commissioner Cox and seconded by Commissioner Gully. A roll call vote was taken, and the Commissioners present, Brown, Gully, Windmiller, Buehlhorn, Golliday, Cox and Zimmerman voted to approve this agenda item. Motion passed unanimously, and the Open Session meeting was adjourned at 8:35 a.m.

Deputy Secretary to the Board of Commissioners

Bi-State Development

Open Session Item

9



BI-STATE DEVELOPMENT **AUDIT, FINANCE & ADMINISTRATION COMMITTEE MEETING OPEN SESSION MINUTES AUGUST 24, 2018**

Committee Members in Attendance

Aliah Holman, Chair Constance Gully (via phone at 8:20 a.m.) Vince Schoemehl Jeffrey Watson (absent) Justin Zimmerman

Other Commissioners in Attendance

Vernal Brown Rose Windmiller

Staff in Attendance

John Nations, President and Chief Executive Officer Barbara Enneking, General Counsel and Deputy Secretary Shirley Bryant, Certified Paralegal Jim Cali, Director of Internal Audit Barbara Georgeff, Director of Executive Services Mark Vago, Sr. Vice President Chief Financial Officer Patti Beck, Director Communications

Brenda Krieger, Executive Assistant

Michael Gibbs, Manager Financial Operations-Administration & Business Operations

Adam Schisler, Budget System Administrator

Dan Hinrichs, Business Analyst

Angela Staicoff, Sr. Internal Auditor

Kelli Fitzpatrick, Sr. Internal Auditor/PT

Larry Jackson, Executive Vice President for Administration

Jerry Vallely, External Communications Manager

Victoria Potter, Controller

Connie Welch, Manager Financial Operations-Transit

Amy Krekeler-Weber, EEO Specialist

Diana Wagner-Hilliard, Director Workforce Diversity/EEO

John Langa, Vice President Economic Development

Greg Smith, Vice President Procurement & Inventory Management

Kathy Brittin, Director Risk Management, Safety & Claims

David Toben, Director Benefits

Andrew Ghiassi, Manager Safety & Loss Control

Kevin Kloever, Manager Insurance & Analysis

Anita Dunn, Health and Welfare Plan Manager

Diana Bentz, Vice President Organizational Effectiveness

Kerry Kinkade, Supplier Diversity Manager

Jessica Mefford-Miller, Interim Executive Director Metro Transit

Virginia Alt-Hildebrandt, Manager Administrative Services

Cynthia Davis, Director Program Development & Grants

Charles Stewart, Vice President Pension & Insurance
John Wagner, Director Research Institute
Tammy Fulbright, Sr. Director Financial Planning & Treasury
Stacy McMurray, Director Organizational Development
Julianne Stone, Vice President Strategic Initiatives
Carmen Brothers, Retirement Plan Manager
Ted Zimmerman, Interim Vice President Communications & Marketing

Others in Attendance

Justin Sobeck, MoDOT Jennifer McCloud

1. Call to Order

8:00 a.m. Chair Holman called the Open Session Audit, Finance and Administration Committee Meeting to order at 8:00 a.m.

2. Roll Call

8:00 a.m. Roll call was taken.

3. Public Comment

8:00 a.m. There was no public comment.

4. Audit, Finance and Administration Committee and Operations Committee Open Session Minutes: May 18, 2018

8:01 a.m. The May 18, 2018 Open Session Audit, Finance and Administration Committee and Operations Committee Meeting minutes were provided in the Committee packet. A motion to approve the minutes as presented was made by Commissioner Schoemehl and seconded by Commissioner Brown. Commissioner Windmiller abstained because she was not present at the May 18, 2018 combined Committee meeting. Commissioners Holman, Schoemehl, Zimmerman, and Brown voted "yes." Motion passed by majority vote.

5. Contract Modification: Additional Funds for Voluntary Critical Illness and Accident Insurance Program

8:02 a.m. The briefing paper regarding the Contract Modification for Additional Funds for Voluntary Critical Illness and Accident Insurance Program was provided in the Committee packet. David Toben, Director of Benefits, provided a brief overview of the contract modification requesting additional funding for the voluntary critical illness and off the job accident insurance programs. Mr. Toben advised that his is a 100% contributory benefit on the part of the employees, but Bi-State Development (BSD) does prefund the premium on a monthly basis and then collects that premium through payroll deductions throughout the month. Mr. Toben introduced Anita Dunn, Health and Welfare Plan Manager, to provide more detail. Ms. Dunn informed the Committee that this program was initially offered about four years ago. Because it was a new offering, BSD didn't know what the participation levels would be, so industry standard numbers of about 15% were used. That level has increased to 18.9% enrollment in critical illness and 22.5% enrollment in accident. It has far exceeded expectations and as a result, the dollars requested up front from the

Board are not sufficient, and additional funding is required in the amount of \$232,000 to be able to carry this program to the end of the contract. Essentially, the Committee is being asked to take to the Board a recommendation to modify the contract in an amount not to exceed \$1.52 million. A motion for the Committee to approve and refer to the Board this agenda item as presented was made by Commissioner Schoemehl and seconded by Commissioner Zimmerman. **Motion passed unanimously.**

6. Contract Award: Independent Audit Services

8:05 a.m. A briefing paper regarding the Contract Award for the Independent Audit Services was provided in the Committee packet. Mark Vago, Sr. Vice President Chief Financial Officer, provided a brief overview. Ten years ago the Board adopted a policy requiring a rotation of audit partners and audit firms every five years. With the completion of FY18 audit and the upcoming current fiscal year audit the contract with Crowe Horwath will conclude their five year contract. A search for a new firm was conducted in the spring of 2018. Seven firms were interviewed and the recommendation is to award this contract to Rubin Brown for a five year term. A motion for the Committee to approve and refer to the Board for approval this agenda item as presented was made by Commissioner Schoemehl and seconded by Commissioner Brown. Motion passed unanimously.

7. Contract Award: Light Vehicle Leasing & Maintenance Program

8:06 a.m. A briefing paper regarding the Contract Award for the Light Vehicle Leasing & Maintenance Program was provided in the Committee packet. Larry Jackson, Executive Vice President for Administration, provided a brief presentation. Mr. Jackson advised that authorization was being requested to enter into a five year contract for leasing and maintenance of light vehicles with Enterprise Leasing. Historically BSD has always purchased vehicles and maintained them internally. The program will run for five years and it's an Indefinite Delivery/Indefinite Quantity (IDIQ) contract. There are no guarantees and no commitment to purchase or lease 210 vehicles. as this is a requirement type contract, so it will only be used for those vehicles that are deemed necessary. The leasing contract also includes an offsite full maintenance program through outside vendors, dealers and other shops, which will lighten the load on BSD's internal maintenance staff, which is currently extremely over-taxed, and will help reduce cost. A reduction in the present value over the next ten years is anticipated, if we were to stay at the full 210 fleet level. The cost would be approximately \$8.9 million if we continue to purchase and maintain the vehicles internally, versus \$6.6 million under the leasing program. Some discussion followed regarding the analysis and tracking the use, maintenance and costs. A motion for the Committee to approve and refer to the Board for approval this agenda item as presented was made by Commissioner Schoemehl and seconded by Commissioner Brown. Motion passed unanimously.

8. State Safety Oversight – Internal Audit Process

8:10 a.m. The briefing paper regarding the State Safety Oversight – Internal Audit Process was provided in the Committee packet. Jim Cali, Director of Internal Audit, introduced Justin Sobeck, State Safety Oversight Representative from MoDOT. Mr. Cali advised that James Hickey from IDOT could not attend because of a family emergency. In 2009, the State Safety Oversight (SSO) program required the Internal Audit Department (IAD) to begin working with the Safety Department to perform various safety and security audits in accordance with the SSO's Triennial Audit program. The SSO Triennial Audit program requires 20 safety audits and 12 security audits be completed within a predetermined three year period. With the implementation of new FTA

regulations for SSO programs, changes to the BSD Internal Audit Process were needed. In order for the SSO to be in compliance with the provisions of the Moving Ahead for Progress in the 21st Century Act (MAP-21), coupled with the FTA's requirement for all SSO Agencies to develop and issue new SSO Rules as set forth in 49 Code of Federal Regulations (CFR) Part 674 issued in 2016. The new SSO issued in April 2018, referred to as the New Program Standard requires that all SSO audits must be conducted by individuals or firms that are independent from the function being audited; and be free from any conflict of interest or the appearance of a conflict of interest. This new audit standard now prohibits the Safety Department from performing any SSO audits. IAD is now responsible for performing all required SSO audits. In order for IAD to meet the New Program Standard audit requirements, changes to the SSO Internal Audit Process must be made. IAD proposes to meet these new challenges with the addition of a new auditor position. Management is requesting that the Committee approve the change in IAD's approval process for the Safety and Security Audits to meet the requirements put forth by the SSO.

Some discussion followed regarding Commissioner Windmiller's inquiry as to who the members of the Executive Safety and Security Committee were; whether the Safety and Security review covers both the operational safety of the actual trains and buses, as well as the safety and security of passenger, employees and the public; and whether BSD pays for these audits. Mr. Cali responded to the Commissioner confirming the membership of the Executive Safety and Security Committee, the scope of the audit review, and confirming that BSD pays the cost associated with this audit.

Commissioner Gully joined the meeting via phone at 8:20 a.m.

A motion for the Committee to approve this agenda item as presented was made by Commissioner Zimmerman and seconded by Commissioner Brown. **Motion passed unanimously.**

9. Internal Audit Status Report – 4th Quarter FY2018

8:22 a.m. A briefing paper regarding the Internal Audit Status Report, 4th Quarter FY2018 was provided in the Committee packet. Jim Cali, Director Internal Audit, provided a brief overview. In accordance with Board Policy, the IAD reports quarterly on the status of their work product. As of June 30, 2018, IAD completed 19 Audits and 4 were substantially complete as of June 30, 2018. The objectives of the Internal Audit plan have been met. This report is informational only, and no Committee action is required. A copy of the report will be kept at the office of the Deputy Secretary.

10. Internal Audit Follow-Up Summary – 4th Quarter FY2018

8:23 a.m. The briefing paper regarding the Internal Audit Follow-Up Summary, 4th Quarter FY2018 was provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. The most important aspect of any audit is to make sure that management implements the recommendations identified during the audit. IAD is tracking 112 recommendations; 72 have been completed and implemented in full; 8 audits have been completed and closed during the fiscal year; and there are only 40 observations and recommendations that management is still working on. Mr. Cali advised that he was happy to report that none of the recommendations and the implementation for those are overdue at this time. Management has done a great job during this fiscal year to meet these obligations. This report is informational only, and

no Committee action is required. A copy of the report will be kept at the office of the Deputy Secretary.

11. Treasury-Safekeeping Quarterly Accounts Audit Ending June 30, 2018

8:24 a.m. The briefing paper regarding the Treasury-Safekeeping Quarterly Accounts Audit ending June 30, 2018 was provided in the Committee packet. Jim Cali, Director Internal Audit, provided a brief overview. In accordance with Board policy the Internal Audit Department (IAD) is tasked with reviewing the quarterly Safekeeping Account balances for all investment funds that are classified as Safekeeping Funds. IAD has determined that the Safekeeping Accounts exist, and the respective balances have been fairly presented.

John Nations, President & CEO, asked Mr. Cali to explain the timing listed in the variance. Mr. Cali explained that one of the custodians, Jefferson Bank, uses a different means to evaluate the outstanding investment. BSD uses the fair values standard which has been adopted by Government Accounting Standard Boards, GASB-72. Jefferson Bank confirms the value at par so their rates appear to be a bit different because of timing. When that investment reaches maturity, it will reach the full value of our investments. It is just a timing difference between the different methodologies of valuing that particular investment.

This report was informational only, and no Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

12. 4th Quarter Financial Statements

8:25a.m. The 4th Quarter Financial Statements report was provided in the Committee packet. Mark Vago, Sr. Vice President Chief Financial Officer, provided a brief overview. Executive Services shows revenue of \$4.3 million. This income is primarily from management fees from the various business units as approved by the Board. The total expenses are \$3.9 million, and the expenses related to the annual meeting are included in other expenses. Income before depreciation is \$300,000.

The Gateway Arch Tram System shows a total revenue of approximately \$8 million; compared to last year, revenue is up almost 50%. Performance indicators show the tram ridership is up almost 50% at approximately \$800,000, comparable to the 2015 fiscal year levels. The reason it is up is because both trams are now open and operating.

The Riverfront Attractions have a revenue of approximately \$3 million. Cruises are up, passengers are up partly due to more traffic at the Gateway Arch, and no flood days this fiscal year. Expenses were \$2.6 million for income before depreciation of approximately \$500,000.

The St. Louis Downtown Airport revenue is up approximately 2.5% over the prior year, and in looking at the detail, almost every category is up just slightly over the prior year. The expenses were \$1.6 million. Last year there were some consulting and legal fees relating to some planned projects. That allowed the Airport to go from a negative \$2,000 loss last year to \$1,000 net income this year before depreciation. The fuel flowage gallons pumped is up over last year. Mr. Vago reminded the Committee that when looking at fuel in gallons in the performance indicators, the Airport does not sell the fuel; it is a service provided by pumping the fuel, and it is about 9.5 to 10 cents per gallon.

Metro Transit has revenue of \$306 million, with the largest component of the revenue being the St. Louis City, St. Louis County, and the St. Clair County District contracts for services. The individual passenger revenue number of \$41.8 million is down approximately \$3 million from the prior year, and ridership dropped about 7.9%. Expenses were \$305 million. The net income was \$600,000 before depreciation.

St. Louis Regional Freightway has revenue of \$160,000 and that is primarily fees from East-West Gateway Council of Governments, and expenses of \$911,000 for consulting and wages and benefits, for a loss of \$750,000.

Bi-State Development Research Institute has revenue of \$476,000, primarily grants related to the kiosk program and in kind non-cash contributions from BSD, and expenses of \$323,000, for a gain of \$153,000.

Arts in Transit Inc. has revenue of \$260,000 donations for services, and expenses of \$243,000 for net income of \$17,000.

Some discussion followed in response to Commissioner Windmiller's request for an explanation of what "inter funded administrative fees" were; and the source of funding for the Regional Freight District.

Charles Stewart, Vice President Pension & Insurance, continued the presentation discussing the Self Insurance Program. The self-insurance for health, casualty and workers compensation total expenditures are roughly \$51 million. The charges to the other BSD operating units for services generate revenue in the amount of approximately \$4.7 million. Casualty handles approximately 1,100 claims per year and workers compensation has approximately 280 claims on an average year. The charges to the operating units have been \$7 million and the claims have been \$6.3 million. Health and self-insurance funds show a \$7 million loss, which is up over \$6 million from the previous year. The primary cause of this increase can be attributed to the rising cost of medical claims, prescription drugs, and catastrophic claims. BSD's average employee is over 49 years old, and the average age of new hires is 43. Workforce evaluation is being conducted in an effort to encourage employees to seek preventative healthcare. BSD is also considering providing a family health clinic in one of its facilities to provide primary and preventive care services. This would be a significant cost to BSD and must be cost justified. More information will be provided at a future date. A rate increase is anticipated in the next year that will impact the Agency and the employees. Some discussion followed regarding the stop loss costs and the best way to address the growing expense. This report was informational only, and no Committee action was required. A copy of this report will be kept at the office of the Deputy Secretary.

13. 4th Quarter Performance Indicators

8:50 a.m. The 4th Quarter Performance Indicators report was provided in the Committee packet. Mark Vago, Sr. Vice President Chief Financial Officer, provided a brief overview. Passenger tram ridership is up 50% over last year because both trams were operational. There were no flood days, and the number of cruises was up to just over 1000. The Airport is providing about the same amount of fuel flowage. Metro ridership is down from 41 million trips to about 38 million and the

big drop was farebox recovery. This report was informational only, and no Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

14. 4th Quarter Treasury Report

8:51 a.m. The 4th Quarter Treasury Report was provided in the Committee packet. Tammy Fulbright, Sr. Director Financial Planning & Treasury, provided a brief overview. Bi-State Directed Funds as of June 30, 2018, were \$206 million with an average rate of return of 1.61%. As of January 31, 2018 the Directed Funds were \$208 million with an average rate of return of 1.32%. BSD is currently awaiting final approval of appropriations from the funding jurisdictions, so at this time more liquidity will be maintained until funds are released to the Trustee. The current yield on treasury and government money market funds is at 1.75% or slightly above depending on the fund. The Trustee Directed Funds as of June 30, 2018 were \$46 million at an average rate of return of 2.00% and as of January 31, 2018, the fund was \$44 million at a rate of return of 1.76%. The current three month market rate is 2.03%, at six months it is 2.21%, at one year it is 2.41%, and thirty year is 2.96%. The two year Agency Bond rate is 2.74% and the three year Agency Bond rate is 2.81%. The Feds raised rates in March and June. They met August 1, but did not make any rate changes. The current Fed Fund rate is at 2%. The current expectation is that there will be two more increases this year, at least two in 2019, and two in 2020. This would get us to a Fed funds rate of 3.5%. This report was informational only, and no Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

15. 4th Quarter Procurement Report

8:55 a.m. The 4th Quarter Procurement Report was provided in the Committee packet. Greg Smith, Vice President Procurement & Inventory Management, provided a brief overview. Non-competitive procurement total was \$1.5 million or 8.7% of total Purchase Order commitment volume of \$17.4 million. The last 12 months rolling Non Competitive Procurements totaled \$9.2 million or 10% of the total Purchase Order commitment volume of \$91.4 million. The trends are all very positive. This report was informational only, and no Committee action was required. A copy of this report will be kept at the office of the Deputy Secretary.

16. Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of June 30, 2018

8:55a.m. The briefing paper regarding the Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of June 30, 2018 was provided in the Committee packet. Charles Stewart, Vice President Pension & Insurance, provided a brief overview. BSD sponsors three defined benefit plans and one defined contribution plan for the Agency employees. It is the Board of Commissioners' responsibility to oversee the funded status of the plan and to oversee Trustee Administration. Year-to-Date June 30, 2018, Pension Plans, 401(k) Retirement Savings Program, and OPEB Investment Performance Reports were presented to the respective Trustees by Elwood Associates at the August 2018 Trustee meetings.

The 401(k) Retirement Savings Program total assets is \$57 million as of June 30, 2018, which is up from \$54.8 million as of year-end 2017. The Plan currently has approximately \$2.5 million in new contributions. Ellwood evaluated Lincoln Financial and has determined that for the price, BSD could not get the same service from another company. In the process of doing this evaluation, BSD received a \$30,000 reduction in fees from Lincoln Financial.

The Salaried Pension Plan total assets are \$72.6 million, up by \$5.0 million since the beginning of the calendar year. Cash flow was positive for the first two quarters of the year. A total of \$5.9 million in new contributions was offset by an outflow of \$2.4 million. The portfolio gained 2.3% during the first half of 2018. Since inception in 1988, the portfolio has gained 7.7% out-pacing its benchmark by 50 basis points. The portfolio also outperformed the current actuarial return target of 7.0%, thus meeting its objectives.

The IBEW Pension Plan total assets are \$5.4 million as of June 30, 2018. The portfolio's market value has increased steadily over the past 7 years since the market value fell to \$1.1 million in 2008. The plan was fully funded in late 2017 and the special contributions from the Union and BSD have ended and the cash flow into the plan has moderated.

ATU 788 Pension Plan total assets are \$139.7 million. Fund flows over the last few years have been relatively negative and the trend is continuing in 2018. Year to date cash inflows of \$7.2 million were less than the outflows of \$8.3 million. Investment gains of \$0.7 million offset the cash flow imbalances. The asset allocation changes approved by the Committee in 2013 helped fund performance and should help to mute the portfolio's downside volatility during market declines. Ellwood recommended and the committee approved liquidating two hedge funds and a new hedge fund structure at the August 2017 meeting. Ellwood also recommended that the plan contribute another \$1 million to \$2 million to the Davidson Kempner hedge fund to bring the allocation in line with the target guidelines. Ellwood also recommended replacing the Harbor International Fund with the Boston Partners International Equity Fund for a non-US equity manager.

The Other Post Employee Benefit (**OPEB**) trust ended the first half of 2018 with a total portfolio market value of \$32.4 million that is a \$3.4 million increase over the prior year. Elwood expressed continued confidence in the program's asset allocation and structure, but made one recommendation to replace the Harbor International Fund with another non-US equity manager. The portfolio asset allocation is in line with the target guidelines, and the cash balances remain low at \$17,552. The liability is \$70 million. A valuation is done every two years and the last valuation was June 30, 2017; there was a \$73 million unfunded liability at that time. The first four years have been invested conservatively. Some discussion followed regarding the OPEB liability and the long term goals set out by the Board.

This report was informational only, and no Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

17. FY19 Update on Risk Management Insurance Program

9:15a.m. The briefing paper regarding the FY19 Update on Risk Management Insurance Program was provided in the Committee packet. Kathy Brittin, Director Risk Management, Safety & Claims, and Kevin Kloever, Manager Insurance & Analysis, provided brief overviews. BSD has self-insured a substantial portion of the risk for its transit operations: vehicle, rail, and general and workers compensation liability. Risk Management is responsible for the design, implementation and monitoring of the self-insurance and insurance programs. McGriff, Seibels & Williams of Missouri Inc., BSD's insurance consultant, provides insurance marketing services, loss control consulting and risk financing recommendations. BSD annually reviews and renews coverage on July 1 of each fiscal year. Property insurance was renewed with Lloyds of London. Workers

Compensation insurance, which is the excess over a \$1,000,000 self-insured limit was renewed with Arch Insurance. Excess liability insurance was renewed with Argonaut Insurance. Environmental coverage was added effective June 1, 2018, in order to cover liability associated with pollution clean-up, third party claims, emergency response, transportation and underground storage tanks. Coverage is provided by Allianz Insurance. Management liability insurance was newly purchased effective July 1, 2018. This coverage provides defense for errors and omissions against the Board, executives, and management. The insurance programs were renewed with comparable coverage terms and conditions. The overall premium increase of \$205,895 is reflective of an increase in property values, payroll exposure, higher liability limits, and new Environmental and Management liability coverages. This report was informational only, and no Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

18. Unscheduled Business

9:25 a.m. There was no unscheduled business.

19. Call of Dates for Future Committee Meetings

9:25 a.m. The Board was advised of the upcoming meetings, as follows:

Board Meeting: Operations Committee: Friday, September 28, 2018, 8:00 a.m. Tuesday, October 16, 2018, 8:00 a.m. Friday, October 19, 2018, 8:00 a.m.

Audit, Finance & Administration Committee:

20. Adjournment to Executive Session

Executive Session - If such action is approved by a majority vote of the Bi-State Development Agency's Board of Commissioners who constitute a quorum, the Board may go into closed session to discuss legal, confidential, or privileged matters pursuant to Bi-State Development Board Policy Chapter 10, Section 10.080(D) Closed Records; Legal under \$10.080(D)(1); Real Estate under §10.080(D)(2); Personnel under §10.080 (D)(3); Health Proceedings under §10.080(D)(4); Employee Negotiations under §10.080(D)(5); Data Processing under §10.080(D)(6); Purchasing and Contracts under §10.080(D)(7); Proprietary Interest under §10.080(D)(8); Hotlines under §10.080(D)(9); Auditors under §10.080(D)(10); Security under §10.080(D(11); Computers under §10.080(D)(12); Personal Access Codes under §10.080(D)(13); Personal Information under § 10.080(D)(14); Insurance Information under **§10.080(D)** to the requirements of Section 10.080 (D) (1), (3), (10), and (17) of the Bi-State Development Board Policy, Chapter 10, Section 10.080, Chair Holman requested a motion to allow the Committee to go into closed session. A motion to go into Executive Session was made by Commissioner Brown and seconded by Commissioner Zimmerman. A roll call vote was taken and the Commissioners present, Holman, Gully, Schoemehl, Zimmerman, Brown voted "yes". Commissioner Windmiller abstained because she was not going to attend the Executive Session Committee meeting. Motion passed with a majority vote, and the Open Session meeting was adjourned at 9:26 a.m.

Deputy Secretary to the Board of Commissioners

Bi-State Development

 $\begin{array}{c} \text{Open Session Item} \\ 11(a) \end{array}$

From: John M. Nations, President and Chief Executive Officer Subject: Contract Award for Independent Audit Services

Disposition: Approval

Presentation: Mark G. Vago, Sr. Vice President/Chief Financial Officer; Gregory Smith, Vice

President – Procurement, Inventory Management & Supplier Diversity

Objective:

To present to the Board of Commissioners a request to award a three (3) year contract with two (2) one-year options to Rubin Brown LLP for Independent Audit Services.

Committee Disposition:

This item was presented and discussed at the Audit, Finance & Administration Committee meeting on August 24, 2018. The Committee voted to recommend that the Board of Commissioners approve the contract award to Rubin Brown LLP.

Board Policy:

Board Policy Chapter 50.010 E., Purchasing, requires the Board of Commissioners to approve competitive negotiated procurements which exceed \$500,000.

Board Policy 30.010A, prohibits an incumbent firm, or any lead or concurring partner connected with that firm's provision of audit service to BSD, from providing audit services for a term in excess of five consecutive years. Therefore, Crowe Horwath LLP was not able to submit a bid.

Funding Source:

Cost for services is included in the Bi-State Development's (**BSD**) FY 2019-2021 Operating Budget, as approved by the Board of Commissioners.

Background:

Solicitation 18-RFP-105058-CG was issued May 9, 2018, seeking proposals from qualified bidders for an independent audit firm to perform audit services and internal audit peer reviews for the Agency. The solicitation was advertised on BSD's website, and the request for proposals was distributed to over 25 firms.

Analysis:

Seven proposals were received and determined responsive to the solicitation. The technical proposals were evaluated by an evaluation committee consisting of the Chief Financial Officer, Vice President of Pension and Insurance, Senior Director of Treasury and Financial Planning and the retired Chief Financial Officer. The evaluation committee was chaired by Mark Vago.

Each responding firm's proposal was reviewed and scored according to evaluation requirements specified in the solicitation package. The evaluation requirements included: technical expertise,

personnel, industry knowledge, references, audit techniques/methodology and other information. The maximum possible total score was 500 points; 450 points for the technical criteria and 50 points for the cost criteria.

Following completion of the initial technical review, the three (3) firms with the highest technical scores were interviewed by the project evaluation committee. Following the interviews, the evaluation team revised their technical scoring to reflect any new information presented.

The cost elements of the firms were then calculated and scored. Costs were ranked using a preestablished formula. The firm with the lowest cost proposal received the maximum score of 50 points and the other firms received points based on a formula that assigns points inversely proportional to the low cost amount.

The final scoring is presented in the following table.

Firm	5-Year Total Cost		Scoring			
FIFIII			Technical	Cost	Total	
RubinBrown *	\$	665,005	348.75	50.00	398.75	
BKD *	\$	780,440	341.26	42.60	383.86	
Clifton Larson Allen *	\$	879,200	337.50	37.82	375.32	
UHY Advisors	\$	789,872	313.75	42.10	355.85	
SIKICH	\$	749,700	288.75	44.35	333.10	
Kerber, Eck and Braeckel	\$	682,200	273.75	48.74	322.49	
Hochschild, Bloom and Co.	\$	845,000	243.75	39.35	283.10	

^{*} Firm was interviewed by the evaluation committee.

Board Action Requested:

The Audit, Finance & Administration Committee recommends that the Board of Commissioners approve this request to award a contract for Independent Audit services to Rubin Brown for an amount not to exceed \$665,005 for three (3) years, with two (2) one-year options.

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDING A CONTRACT WITH RUBIN BROWN FOR INDEPENDENT AUDIT SERVICES

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/"BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, §50.010(A)(2) and §50.010(E)(1)(a) requires Board approval of all negotiated procurements exceeding \$500,000; and

Whereas, Board Policy Chapter 30, §30.010A, prohibits an incumbent firm, or any lead or concurring partner connected with that firm's provision of audit service to BSD, from providing audit services for a term in excess of five consecutive years; and

Whereas, on May 9, 2018 Solicitation 18-RFP-105058-CG was issued seeking proposals from qualified independent audit firms to perform audit services and internal audit peer reviews for the Agency. The solicitation was advertised on BSD's website and the request for proposal was distributed to over 25 firms; and

Whereas, seven proposals were received and deemed responsive to the solicitation. Each responding firm's proposal was reviewed and scored according to evaluation requirements specified in the solicitation package. The evaluation requirements included: technical expertise, personnel, industry knowledge, references, audit techniques/ methodology and other information; and

Whereas, the firm receiving the highest score was Rubin Brown and was awarded a three (3) year contract with two (2) one-year options in an amount not to exceed \$665,005; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve an a contract award to Rubin Brown for a three (3) year contract, with two (2) one-year options for independent audit services in a total contract amount not to exceed \$665,005, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

<u>Section 1</u>. <u>Findings.</u> The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Contract Award. The Board of Commissioners hereby approves the contract award to Rubin Brown for a three (3) year contract, with two (2) one-year options for independent audit

services in a total contract amount not to exceed \$665,005, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

- Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.
- Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.
- <u>Section 5</u>. <u>Rights Under Resolution Limited</u>. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Rubin Brown.
 - Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.
- <u>Section 7.</u> <u>No Personal Liability.</u> No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.
- <u>Section 8.</u> <u>Payment of Expenses.</u> The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.
- Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 28th day of September, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT

Ву
Title

 $\begin{array}{c} {\rm Open\ Session\ Item} \\ {\rm 11(b)} \end{array}$

From: John M. Nations, President and Chief Executive Officer

Subject: Contract Award: Light Vehicle Leasing and Maintenance Program

Disposition: Approval

Presentation: Larry Jackson, Executive Vice President, Administration; Gregory Smith, Vice

President, Procurement & Inventory Management; and Darren Curry, Chief

Mechanical Officer

Objective:

To present to the Board of Commissioners a request for authorization to award a three (3) base years, with two (2) option years, open-ended lease contract to Enterprise Fleet Management that permits Bi-State Development (**BSD**) to order new replacement, non-revenue vehicles throughout the term of the contract.

Committee Disposition:

This item was presented and discussed at the Audit, Finance & Administration Committee meeting on August 24, 2018. The Committee voted to recommend that the Board of Commissioners approve the contract award to Enterprise Fleet Management.

Board Policy:

Board Policy Chapter 50.010, Section E.1.a., requires the Board of Commissioners to approve all Competitive Negotiation Procurements which exceed \$500,000.

Funding Source:

The funding sources for this service is various grants and operating funds.

Background:

Bi-State Development and its operating enterprises currently own and maintain approximately 210 non-revenue light duty vehicles in support of operations. Approximately 120 of those vehicles are over 10 years old. The existing fleet makeup is shown in the table below:

Vehicle Type	Units
Passenger Sedans	62
Passenger Vans	5
Cargo Vans	29
Utility Vehicles	46
Pickup Trucks	68
Total	210

Passenger vehicles such as sedans and SUVs are primarily utilized by Security and management staff to patrol or respond to incidents that arise during normal operations while cargo vans and pickup trucks are primarily utilized by field maintenance personnel to haul supplies and equipment in performance of their daily duties.

Board of Commissioners Contract Award: Light Vehicle Leasing and Maintenance Program September 28, 2018

Page 2

Light duty non-revenue vehicles have historically been acquired utilizing 80% federal grants supplemented with 20% local match. Vehicle maintenance is then budgeted and paid with local revenues. A similar funding scenario will be utilized for the leasing program.

Analysis:

Solicitation No. 18-RFP-105142-DH for a light vehicle lease and maintenance program was issued and advertised on BSD's website on April 17, 2018, with a bid closing date of May 22, 2018. Eight potential national leasing companies were invited to bid, and we received bids from four.

The solicitation requested bidders provide vehicle cost, delivery cost, monthly lease cost, and maintenance cost. The depreciation reserve was set at 1.25% monthly. Because all bidders vehicle acquisition cost should be comparable, the analysis was done based on the monthly lease and maintenance cost. The below analysis is based on a sampling of six of the higher volume vehicles in the current fleet which were used as a sampling in the solicitation: full size sedans, ½ ton crew cab trucks, ½ ton extended cab trucks, ¾ ton crew cab trucks, ¾ ton extended cab trucks and mid-size SUVs.

Firm:	Cost	Cost Score	Technical Score	Total
Acme	\$3,076.00	120.02	200.00	320.02
Admiral/Advantage	\$3,129.00	117.98	191.67	309.65
Enterprise	\$3,002.51	122.95	343.33	466.28
Merchant's	\$2,953.34	125.00	310.00	435.00
Total Possible Points		125.00	375.00	500.00
Percentage of Total Points		25%	75%	100%

The technical scores were based on reporting and billing, example vehicle specifications, the lease type, the maintenance program offered, resale of the vehicles, and mobilization/demobilization of the fleet (program).

The benefits of moving to a maintained lease program are two-fold. First and foremost, the anticipated Net Present Value for a 10-year cash expenditure under this program is \$8.9 million if we continue to purchase versus \$6.6 million under the maintained lease scenario. The cost savings is due to the timing of lease payments versus up-front payment for the acquisition, plus cost savings associated with the out-sourcing of all maintenance activities. Second, the outsourcing of maintenance activities will allow us to focus our internal maintenance resources on the primary job of keeping our revenue fleet operating at peak efficiency. Our maintenance resources are currently being overtaxed and working an unacceptable amount of overtime.

Board of Commissioners Contract Award: Light Vehicle Leasing and Maintenance Program September 28, 2018 Page 3

Board Action Requested:

The Audit, Finance & Administration Committee recommends that the Board of Commissioners approve this request to award a three (3) base years, with two (2) option years, open-ended lease contract to Enterprise Fleet Management.

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDING A CONTRACT TO ENTERPRISE FLEET MANAGEMENT FOR LIGHT VEHICLE LEASING AND MAINTENANCE PROGRAM

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/"BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, §50.010(A)(2) and §50.010 (E)(1)(a), requires Board approval of all negotiated procurements exceeding \$500,000; and

Whereas, funding for this contract is provided by various grants and operating funds; and

Whereas, the benefits of moving to a maintenance lease program for non-revenue light vehicles are two-fold: first, the anticipated Net Present Value for a 10-year cash expenditure is \$8.9 million if BSD continues to purchase vehicles versus \$6.6 million under a maintained lease scenario; and second, the outsourcing of maintenance activities will allow BSD to concentrate internal maintenance resources on maintaining the revenue fleet operating at peak efficiency; and

Whereas, on April 17, 2018 the Agency issued Solicitation 18-RFP-105142-DH for a light vehicle lease and maintenance program. The solicitation was advertised on the BSD website and eight potential national leasing companies were invited to bid, with the Agency receiving bids from four; and

Whereas, two proposals were received, reviewed, evaluated and scored in accordance with the evaluation requirements specified in the solicitation package. Solicitation evaluation technical scores were based on reporting and billing, example vehicle specifications, the lease type, the maintenance program offered, resale of vehicles, and mobilization of the fleet program; and

Whereas, the firm receiving the highest score was Enterprise Fleet Management and was awarded a three (3) year contract with two (2) one-year options in an open-ended lease contract; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the award to Enterprise Fleet Management of a three (3) year contract with two (2) one-year options in an open-ended lease contract for light vehicle leasing and maintenance, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

<u>Section 1</u>. <u>Findings</u>. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Contract Award. The Board of Commissioners hereby approves the contract award to Enterprise Fleet Management of a three (3) year contract with two (2) one-year options in an openended lease contract for light vehicle leasing and maintenance, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Severability. It is hereby declared to be the intention of the Board of Commissioners that Section 4. each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon Section 5. any person or entity other than the Agency and Enterprise Fleet Management.

Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 28nd day of September, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

THE BI-STATE DEVELOPMENT AGENCY OF THE

	MISSOURI-ILLINOIS METROPOLITAN DISTRICT
	By
	Title
[SEAL] ATTEST:	
By	
Board of Commissioners Resolution 923	

 $\begin{array}{c} \text{Open Session Item} \\ 11(c) \end{array}$

From: John M. Nations, President and Chief Executive Officer

Subject: Contract Modification: MetroLink – Boyle Avenue (CORTEX) Station / Central

West End Platform Extension Construction Contract

Disposition: Approval

Presentation: Jessica Mefford-Miller, Interim Executive Director Metro Transit; Christopher

Poehler, Assistant Executive Director Engineering Systems; and Gregory Smith,

Vice President, Procurement & Inventory Management

Objective:

To present to the Board of Commissioners for approval a no-cost time extension of the performance period until May 3, 2019 for Sachs Electric for the scope of work identified in Contract No. 17-SB-104153-CG Package 4 – Communications for Boyle Avenue/Central West End Platform Extension.

Committee Disposition:

This item was presented and discussed at the Operations Committee Meeting on August 21, 2018. The Committee voted to recommend that the Board of Commissioners approve the Contract Modification for the MetroLink – Boyle Avenue (CORTEX) Station/Central West End Platform Extension Construction Contract.

Previous Board Action:

On June 23, 2018, The Board of Commissioners approved the award of a single bid contract to Sachs Electric in the amount of \$540,645.00 for project 17-SB-104153-CG Boyle Avenue (**CORTEX**) Station /CWE Platform Extension – Package 4-Communications.

Board Policy:

Board Policy Chapter 50.010, Section G.2: The President & CEO is authorized to extend contract performance periods up to 180 days in the aggregate beyond the original contract performance period; provided that no single extension shall exceed 90 days. Contract extensions in excess of 180 days must be approved by the Board of Commissioners.

Funding Source:

Federal Transit Administration (**FTA**) Transportation Investment Generating Economic Recovery (**TIGER**) Grant Number MO-79-x004 and Local Match.

Background:

On August 10, 2017, Bi-State Development (**BSD**) awarded a firm fixed price contract in the amount of \$540,645.00 to Sachs Electric to perform the scope of work by the Completion Milestone date of January 31, 2018 for Package 4 – Communications - Boyle Avenue (CORTEX) Station/Central West End Platform Extension.

Board of Commissioners Contract Modification: MetroLink – Boyle Avenue (CORTEX) Station/Central West End Platform Extension Construction Contract September 28, 2018 Page 2

The Boyle Avenue (CORTEX) Station/Central West End project consists of five distinct construction/bid packages as shown below:

Package 1 - Facilities

Package 2 - Track

Package 3 - Signals

Package 4 - Communications

Package 5 - Overhand Catenary System (OCS) and Traction Power

Analysis:

Sachs Electric has completed 90% of the Package 4 - Communications scope of work to date and the remaining 10% shall be performed at the Central West End Station concurrently with the platform extension work performed by Package 1 - Facilities. The communications equipment installation and testing activities are predicated on the completion of work within the Facilities Package.

The original contract duration should have extended through the completion of all three portions of the project.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve a no-cost time extension to Sachs Electric, extending the performance period until May 3, 2019.

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT MODIFYING A CONTRACT WITH SACHS ELECTRIC FOR THE METROLINK CORTEX AND CENTRAL WEST END PLATFORM EXTENSION CONSTRUCTION CONTRACT

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/"BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, \$50.010(A)(2) and \$50.010(E)(1)(a) requires Board approval of all negotiated procurements exceeding \$500,000 and \$50.010(E)(1)(d) requiring Board approval for all procurements which exceed the amounts budgeted or otherwise approved by the Board; and

Whereas, funding will be provided through Federal Transit Administration (FTA) Transportation Investment Generating Economic Recovery (TIGER) Grant Number MO-79-x004 and Local Match; and

Whereas, on August 10, 2017, BSD awarded a firm fixed price contract in the amount of \$540,645 to Sachs Electric to perform the scope of work by the completion date of January 31, 2018 for Communications for the MetroLink Cortex Station and Central West End Platform Extension; and

Whereas, Sachs Electric has completed 90% of the Communications work to date and the remaining 10% shall be performed at the Central West End Station concurrently with the platform extension work; and

Whereas, the original contract duration should have extended through completion of all portions of the TIGER grant project. Therefore the extension for performance of the contract should be until May 3, 2019; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the contract modification to the TIGER grant project fixed price contract with Sachs Electric for a no-cost time extension for performance until May 3, 2019, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

<u>Section 1</u>. <u>Findings</u>. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Contract Modification. The Board of Commissioners hereby approves the contract modification with Sachs Electric for a no-cost time extension for performance until May 3, 2019, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract Modification and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.						
Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.						
Section 5. Rights Under Resolution Line any person or entity other than the Agency and Sachs E	mited. No rights shall be conferred by this Resolution upon electric.					
Section 6. Governing Law. The laws o	of the State of Missouri shall govern this Resolution.					
Section 7. No Personal Liability. No nagent of the Agency shall have any personal liability for	member of the Board of Commissioners, officer, employee or acts taken in accordance with this Resolution.					
Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract Modification.						
Section 9. Effective Date. This Resolu and approval.	tion shall be in full force and effect from and after its passage					
ADOPTED by the Board of Commissioners of Metropolitan District this 28th day of September, 2018.	of The Bi-State Development Agency of the Missouri-Illinois					
In Witness Whereof, the undersigned has has Agency to be affixed.	nereto subscribed her signature and caused the Seal of the					
	THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT					
B T	By itle					
[SEAL] ATTEST:						
By						
Deputy Secretary to the Board of Commissioners						

 $\begin{array}{c} \text{Open Session Item} \\ 11(d) \end{array}$

From: John M. Nations, President and Chief Executive Officer

Subject: Contract Modification: Additional Funds for Voluntary Critical Illness and

Accident Insurance Program

Disposition: Approval

Presentation: Charles A. Stewart, Jr., Vice President, Pension & Insurance; David J. Toben,

Director of Benefits; Anita Dunn, Health & Welfare Plan Manager; and Gregory

Smith, Vice President, Procurement & Inventory Management

Objective:

To present to the Board of Commissioners for approval a request for additional funding for the current Allstate Voluntary Critical Illness and Accident Insurance Program. Additional funding of \$232,000 is needed to complete Contract Year 4 and Contract Year 5.

Committee Disposition:

This item was presented and discussed at the Audit, Finance & Administration Committee meeting on August 24, 2018. The Committee voted to recommend that the Board of Commissioners approve the request for additional funding.

Board Policy:

Board Policy Chapter 50.010 G., Purchasing, requires Board of Commissioners to approve contract modifications.

Funding Source:

This voluntary benefit is 100% contributory on the part of the Bi-State Development (**BSD**) employee and is completely funded through payroll deductions. The BSD Operating Budget prefunds on a monthly basis to pay the premium as billed by the plan administrator.

Background:

On April 14, 2014, our health and welfare plan consultants in concert with BSD issued Solicitation 14-RFP-99505-DR to retain a qualified firm to offer Voluntary Critical Illness and Off-The-Job Accident benefits to eligible employees and their dependents. On August 15, 2014, a briefing paper detailing the procurement was presented to the Finance and Administration Committee along with a recommendation to award the five year contract for an estimated \$820,000 to Allstate. The recommendation was subsequently presented to and approved by the full Board of Commissioners for the 5-year period beginning January 1, 2015 for 3 base years and 2 option years to be exercised at BSD's discretion.

Analysis:

To determine the estimated contract cost for these newly proposed benefits, an industry standard 15% over-all enrollment participation level was assumed. Additionally, an assumption was made that most Critical Illness coverage participants would elect single coverage at a \$10,000 policy

Board of Commissioners Contract Modification – Additional Funds for Voluntary Critical Illness and Accident Insurance Program September 28, 2018 Page 2

face amount level and that most Off-The-Job Accident coverage participants would elect family coverage.

Actual enrollment started near the standard 15%, but has continued to grow each year. Currently enrollment in the Critical Illness program is at 18.9% of eligible employees, with the majority enrolled at a \$20,000 policy face amount level, and enrollment in the Off-The-Job Accident program is 22.5%, with the majority enrolled in employee only coverage.

The year over year spend for both plans experienced 13% growth between Contract Years 1 and 2 and 11% growth between Contract Years 2 and 3. The amounts for Contract Years 4 and 5 are estimated using 9% growth between Years 3 and 4 and 7% growth between Years 4 and 5.

The following grid shows the original funding amount requested for each plan. For Years 1-3, the dollar amounts represent actual spend. The amount for Year 4 is an estimate based on actual spend for January through June 2018. The amount for Year 5 is an estimate based on anticipated growth of 7% over Year 4. The dollar amount in the last column represents the original funding amount less the actual and estimated spend over the 5-year contract period.

		Actual/Estimated Spend					
	Orig.	Year 1-	Year 2-	Year 3-	Year 4-	Year 5-	Funding
	Funding Requested	2015	2016	2017	2018	2019	Remaining/ (Deficit)
Critical	\$460,000	\$119,651	\$135,987	\$151,157	\$165,000	\$176,500	(\$288,295)
Illness							
Accident	\$360,000	\$45,492	\$55,494	\$61,672	\$68,000	\$73,000	\$56,342
	\$820,000						(\$231,953)

Board Action Requested:

The Audit, Finance & Administration Committee recommends that the Board of Commissioners approve the request that the President & CEO issue a modification to add additional funds to pay Allstate for services through the end of the contract period of performance for Contract 14-RFP-99505-DR — Voluntary Critical Illness and Accident Insurance Program in the amount of \$232,000, increasing the total not-to-exceed contract amount to \$1,052,000.

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT MODIFYING A CONTRACT WITH ALLSTATE FOR VOLUNTARY CRITICAL ILLNESS AND ACCIDENT INSURANCE PROGRAM

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/"BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

Whereas, Board Policy Chapter 50, \$50.010(A)(2) and \$50.010(E)(1)(a) requires Board approval of all negotiated procurements exceeding \$500,000 and \$50.010(E)(1)(d) requiring Board approval for all procurements which exceed the amounts budgeted or otherwise approved by the Board; and

Whereas, this is a voluntary benefit and 100% funded by employees through payroll deduction. BSD prefunds on a monthly basis the premium as billed by the plan administrator and is then reimbursed from employee payroll deductions; and

Whereas, on April 14, 2014, BSD in concert with BSD health and welfare plan consultants, issued Solicitation 14-RFP-99505-DR to retain a qualified firm to offer Voluntary Critical Illness and Off-The Job Accident benefits to eligible employees and their dependents. BSD awarded a five (5) year contract beginning January 1, 2015 to Allstate for \$820,000 based on a 15% estimated annual enrollment; and

Whereas, the year over year spend for both plans experienced a 13% growth between Contract Years 1 and 2 and 11% growth between Contract Years 2 and 3. The amounts for Contract Years 4 and 5 are estimated using 9% growth between Years 3 and 4 and 7% growth between Years 4 and 5 resulting in an estimated shortfall of \$231,953 for the remainder of the Allstate five (5) year contract; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the contract modification increasing by \$232,000 the total not to exceed contract amount to \$1,052,000 for the Allstate Voluntary Critical Illness and Off-The Job Accident benefits contract, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

<u>Section 1.</u> <u>Findings.</u> The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

<u>Section 2.</u> <u>Approval of the Contract Modification.</u> The Board of Commissioners hereby approves the contract modification increasing by \$232,000 the total not to exceed contract amount to \$1,052,000 for the Allstate Voluntary Critical Illness and Off-The Job Accident benefits contract, under and pursuant to this Resolution

and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

- Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract Modification and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.
- Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.
- Section 5. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Allstate.
 - <u>Section 6.</u> <u>Governing Law.</u> The laws of the State of Missouri shall govern this Resolution.
- Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.
- <u>Section 8.</u> <u>Payment of Expenses.</u> The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract Modification.
- <u>Section 9.</u> <u>Effective Date.</u> This Resolution shall be in full force and effect from and after its passage and approval.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 28th day of September, 2018.

In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT

	By
	Title
[SEAL]	
ATTEST:	
Ву	
Deputy Secretary to the Board of Commissioners	
Poord of Commissioners Posselution 014	

 $\begin{array}{c} {\rm Open\ Session\ Item} \\ {\rm 11(e)} \end{array}$

From: John M. Nations, President and Chief Executive Officer

Subject: St. Louis Regional Freightway 2019 Multimodal Transportation Project List

Disposition: Approval

Presentation: Mary C. Lamie, Executive Director, St. Louis Regional Freightway

Yodit Teklu, Associate Project Manager, St. Louis Regional Freightway

Objective:

To present to the Board of Commissioners for approval the St. Louis Regional Freightway (**Freightway**) 2019 Multimodal Transportation Project List.

Committee Disposition:

This item was presented and discussed at the Operations Committee Meeting on August 21, 2018. The Committee voted to recommend that the Board of Commissioners approve the St. Louis Regional Freightway 2019 Multimodal Transportation Project List.

Board Policy:

No Board policy applies for the approval of the Freightway 2019 Multimodal Transportation Project List.

Funding Source:

Funding approval is not required. The projects will be funded through various sources, including federal, state and local funding, and public-private partnerships.

Background/Analysis:

The mission of the St. Louis Regional Freightway is to develop and grow the manufacturing and the logistic industries through partnerships with public and private sector leaders. The Freight Development and Needs Analysis Committee (FDC), chaired by Terminal Railroad Association of St. Louis (TRRA) President Mike McCarthy, is responsible for preparing the region's Freight Development Plan (FDP) and setting infrastructure priorities which culminate into a list of multimodal transportation projects that will help grow our economy through the region's manufacturing and logistics industries. The Freight Development Plan will help drive economic growth through freight infrastructure improvements and will help raise awareness and support for multimodal infrastructure funding. Investing in our transportation infrastructure will increase the freight network's efficiency, reliability, capacity and level of service, leading to increased productivity, competitiveness, and economic growth.

FDC members include a broad cross-section of industry leaders representing manufacturing, logistics, industrial real estate, workforce development, economic development organizations, academia, all modes of transportation, both the Illinois and Missouri Departments of Transportation and the East-West Gateway Council of Governments.

Board of Commissioners St. Louis Regional Freightway Multimodal Transportation Project List for 2019 September 28, 2018 Page 2

In 2016 and 2017, the respective Freight Multimodal Transportation Project Lists were unanimously approved by the Freight Council, the EWCOG Board of Directors as well as the Bi-State Development Board of Commissioners. The inaugural list was presented to the USDOT Federal Highway Administration Administrator Gregory Nadeau and the Maritime Administration Administrator Paul Jaenichen, who described our efforts as a model for the country. Additionally, the project list is helping the region gain critical support for infrastructure funding from state lawmakers and the congressional delegations from Illinois and Missouri.

The FDC updated the Priority Freight Project list for 2019. Through this public-private partnership, the project list is a tool for elected leaders, the DOTs and regional leaders to better understand the infrastructure needs of manufacturing and logistic industries that represent the region and the nation's supply chain.

Project selection was based on the following criteria:

- Economic Impact
- Efficiency Impact

- Multimodal Impact
- Safety and Security in Travel

The projects in the attached 2019 Priority Freight Project List were confirmed through a request for projects and review by our FDC members. On April 5, 2018, the projects were vetted by the Freight Development Committee and the projects were organized and reported in three categories relating to their stage of development: Concept Development or Planning, Partially Programmed for Construction, and Advanced to Construction. It was also indicated whether a project was partially or fully funded.

The Merchants Rail Bridge over the Mississippi River was once again ranked as the Freightway's highest priority. Other top priority projects include: I-270 Improvements from I-70 (MO) to Illinois Route 111 (MO-IL), North Riverfront Commerce Corridor Improvements (MO), Illinois Route 3 Access Improvements (IL), and I-70 Improvements from Warrenton to Stan Musial Veterans Memorial Bridge (MO).

The following projects have been modified for the 2019 list:

- I-270 Improvements from I-70 (MO) to Illinois Route 111 (MO-IL) Project limits expanded to I-70 to coincide with programmatic and funding pursuits; project descriptions A, B & C were restructured accordingly.
- Earth City Access Improvements (MO) Project Descriptions A & B were established.
- North Riverfront Commerce Corridor Improvements (MO) Former project description B (Municipal River Terminal Rail Access Improvements) was removed and the I-70 Westbound Off-Ramp to North Broadway Relocation was incorporated; project description A was further divided into three sections and its limits expanded to I-270 based on funding and programming pursuits.
- I-70 Improvements from Warrenton to Stan Musial Veterans Memorial Bridge (MO) This project was elevated to be among the top regional priorities; project limits expanded to Warrenton to coincide with programmatic and funding pursuits; project

Board of Commissioners St. Louis Regional Freightway Multimodal Transportation Project List for 2019 September 28, 2018 Page 3

descriptions A & B were established; I-70 St. Louis County Improvements from Natural Bridge Road to Hanley Road (MO) were eliminated as a separate project on the list because it's within the limits of the I-70 Improvements from Warrenton to the Stan Musial Veterans Memorial Bridge.

The Freightway Council approved the project list during the April 20, 2018 Council Meeting. Finally, the list of projects was publicly unveiled during the Third Annual Freight Summit Luncheon on May 24, 2018. The list was also posted on the Freightway website at TheFreightway.com.

A copy of the 2019 Priority Freight Project List is included as **Exhibit A.** A copy of the 2019 Multimodal Transportation Project List is included as **Exhibit B**.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve the St. Louis Regional Freightway 2019 Multimodal Transportation Project List.

Attachments:

Exhibit A: St. Louis Regional Freightway 2019 Priority Freight Project List

Exhibit B: St. Louis Regional Freightway 2019 Multimodal Transportation Project List

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT APPROVING THE 2019 MULTIMODAL TRANSPORTATION PROJECT LIST OF THE ST. LOUIS REGIONAL FREIGHTWAY

PREAMBLES:

Whereas, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/ "BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to acquire by gift, purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, airports, wharves, docks, harbors, and industrial parks adjacent to and necessary and convenient thereto, bridges, tunnels, warehouses, grain elevators, commodity and other storage facilities, sewage disposal plants, passenger transportation facilities, and air, water, rail, motor vehicle and other terminal or parking facilities; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

Whereas, the mission of the St. Louis Regional Freightway ("Freightway") is to develop and grow the freight industry in the St. Louis region and to optimize the region's freight portfolio. The Freightway will work to initiate and support key public and private infrastructure projects, freight-related investments and land use requirements, in addition to marketing and advocating for the region's freight opportunities, focusing specifically on freight industry elements of pipeline, roadways, rivers, runways and rail; and

Whereas, the Freight Development and Needs Analysis ("FDNA") Committee is responsible for preparing the region's Freight Development Plan which includes a list of multimodal transportation projects that will help grow the local economy through the region's manufacturing and logistics industries; and

Whereas, FDNA Committee members prepared a priority list of multimodal projects, the 2019 Multimodal Transportation Project List which was developed through a request for projects throughout the St. Louis region from state and local agencies and the FDNA Committee members. The Freightway Council approved the Project List during its April 20, 2018 Council Meeting; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the 2019 Freight Multimodal Transportation Project List of the St. Louis Regional Freightway, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

<u>Section 1</u>. <u>Findings</u>. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

<u>Section 2.</u> <u>Approval of the Multimodal Transportation Project List.</u> The Board of Commissioners hereby approves the 2019 Freight Multimodal Transportation Project List of the St. Louis Regional Freightway, (as provided in the Attachment to the Briefing Paper and made a part hereof), under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The Officers of the Agency, including without limitation, the President and CEO, are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution, including the payment of all costs, expenses, and fees incurred in the connection with or incidental to this Resolution; and the execution of such documents or taking of such actions shall be conclusive evidence of such necessity or advisability.
Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section, and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof, and that the Board intends to adopt each part, section, and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine the valid portions, standing alone, are incomplete and are therefore incapable of being executed in accordance with the intent of this Resolution.
Section 5. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency, its officers and employees.
Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.
Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.
Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution.
Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.
ADOPTED by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 28th day of September, 2018.
In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.
THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
By Title
[SEAL]
ATTEST:
By

Open Session Item 11(e) Exhibit A



2019 PRIORITY FREIGHT PROJECTS

ST LOUIS REGIONAL FREIGHTWAY

Exhibit A

The St. Louis region is setting records and gaining national and international attention as a freight leader for our strong global and fast-growing market. Our world-class multimodal transportation system is not only ideally positioned at the nexus of the U.S. freight network but is also located in the center of the nation's agricultural heartland. Our tremendous logistical advantages are attracting more and more manufacturers and logistics industry companies who compete in domestic and international markets, and they have paved the way for a 15-mile stretch of the Mississippi River flowing through the St. Louis region to gain recognition as the Ag Coast of America. Maintaining those logistical advantages is a key objective of the St. Louis Regional Freightway.

With support from the East-West Gateway Council of Governments (EWGCOG) Board of Directors, leaders in manufacturing, logistics, industrial real estate, all modes of transportation, economic development and both the Illinois and Missouri Departments of Transportation (DOT), the Freightway has helped garner national recognition for the St. Louis region as a premier freight hub. We continue to build public-private partnerships to maximize infrastructure funding opportunities for the region's priority infrastructure projects.

Those infrastructure priorities are updated every year by the Freight Development and Needs Analysis Committee, chaired by Mike McCarthy, president of the Terminal Railroad of Association of St. Louis. Project selection continues to be based on the following criteria:

- Economic Impact
- Efficiency Impact
- Multimodal Impact
- Safety and Security in Travel

Last fall, the EWGCOG Board of Directors endorsed the Freightway's multimodal project list, signifying the region's widespread support of industry leaders working hand-in-hand with both IDOT and MoDOT to set infrastructure priorities. This acclaimed model allows private sector representatives to help public sector leaders understand how freight travels through the region's infrastructure and how efficient and reliable transportation impacts on-time delivery and costs.

The 2019 list includes projects that have advanced to construction, projects that were recently submitted for both federal and state grant funding, and recently added projects. Projects advancing to construction include the Merchants Rail Bridge Replacement over the Mississippi River (Freightway's #1 priority), J.S. McDonnell Connector Access Improvements project, North Park Access Improvements project, Earth City Access Improvements project, and components of the I-270 Improvements from I-70 to Illinois Route 11 project.

The Freight Development Committee will continue to identify infrastructure funding opportunities through publicprivate partnerships that can be leveraged to advance additional priority projects. The committee will also identify high impact-low cost projects that help shippers and carriers improve service, making it possible to better predict on-time performance with greater accuracy and reducing transportation costs.

By keeping our focus on infrastructure improvements that can help ensure our freight network can accommodate future growth, we will be better positioned to capture a share of the 40 percent increase in national freight volume expected over the next 30 years.

Mike We faithy

St. Louis Regional Freightway Executive Director

May C. Lamie

Mary C. Lamie, P.E.

Freight Development and Needs Analysis Chairman Terminal Railroad Association of St. Louis President

Mike McCarthy



2019 PRIORITY FREIGHT PROJECTS ST LOUIS REGIONAL FREIGHTWAY



The St. Louis Regional Freightway plays a critical role in the growth of regional manufacturing and distribution sections within the bi-state region including seven counties in Missouri and Illinois and the City of St. Louis.

The Freight Development and Needs Analysis Committee updated the project list for 2019.

Advanced to Construction

- Merchants Bridge (TRRA) Replacement over the Mississippi River (MO-IL)*
- I-270 Improvements from I-70 (MO) to Illinois Route 111 (MO-IL)* (Partial)
- J.S. McDonnell Connector Access Improvements (MO)
- North Park Access Improvements (MO)
- Earth City Access Improvements (MO)

Partially Programmed for Construction

- North Riverfront Commerce Corridor Improvements (MO)*
- Illinois Route 3 Access Improvements (IL)*
- Union Pacific Railroad Lenox Tower Replacement and Track Realignment (IL)
- St. Louis Lambert International Airport North Cargo Improvements (MO)
- America's Central Port Improvements (IL)

Concept Development or Planning

- I-270 Improvements from I-70 (MO) to Illinois Route 111 (MO-IL)* (Partial)
- I-70 Improvements from Warrenton to Stan Musial Veterans Memorial Bridge (MO)
- MidAmerica St. Louis Airport Distribution Improvements (IL)
- I-64 Improvements from Green Mount Road to Illinois Route 158 (Air Mobility Drive) (IL)
- Kaskaskia Regional Port District Improvements (IL)
- I-255 / Davis Street Ferry Road Interchange (IL)
- I-255 / Fish Lake (Ramsey Road) Interchange (IL)
- St. Louis Lambert International Airport Access Improvements (MO)
- Mississippi River Port Development Projects (MO)
- Illinois Route 158 (Air Mobility Drive) Expansion from Route 161 to Route 177 (IL)

Merchants Bridge (TRRA) Replacement over the Mississippi River (MO-IL)

Advanced to Construction

Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

TRRA and its shareholders decided to fund the Merchants Bridge replacement without federal grant assistance, recognizing that this critical bridge will go out of service in less then 10 years without action. Construction is anticipated to begin in mid-2018 and is expected to be complete in 2022.

Location: Mississippi River, Mile Marker 183

Estimated Cost: \$172 million

Owner: Terminal Railroad Association of St. Louis (TRRA)

Contact: Mike McCarthy, TRRA President, (314) 539-4704

The Merchants Bridge over the Mississippi River in America's heartland impacts national freight movement, the future of freight, and the future of farmers, manufacturers, and distributors who depend on it.

The Merchants Bridge serving the St. Louis region:

- Links America's eastern and western freight rail networks
- Carries more than 40 million gross tons annually
- Serves six Class I Railroads and Amtrak

The St. Louis region is the:

- 2nd largest freight rail interchange location in the nation
- 3rd largest freight rail interchange location by tonnage

Without funding, the Merchants Rail Bridge could be taken out of service within ten years. Meanwhile, in its current condition with restricted speed, single-track capacity, and rising maintenance costs, the bridge will continue to cause delays in the national multimodal freight rail and passenger service networks.

The nearly 130-year-old Merchants Rail Bridge spans the Mississippi River between St. Louis, Missouri and Venice, Illinois and is owned by the Terminal Railroad Association of St. Louis (TRRA). The Merchants Rail Bridge has rail connections to Amtrak's St. Louis Station and to six Class I railroads servicing BNSF Railway, CSX Transportation, Canadian National, Kansas City Southern, Norfolk Southern, and Union Pacific. The Class I railroads serve the St. Louis region's manufacturing and logistics companies that are part of an interdependent supply chain requiring access to markets on both sides of the Mississippi River, across the United States, and internationally, including: U.S. Steel, Conoco Phillips, Cargill, Archer Daniels Midland (ADM) Company, World Wide Technologies, General Motors, Hershey's, Unilever, Metro East Industries, Bunge, American Milling, Schneider Trucking, SCF Lewis & Clark Marine, FedEx, Boeing, and Kinder Morgan.

This project is the #1 priority for the St. Louis Regional Freightway.

Merchants Bridge (TRRA) Replacement over the Mississippi River (MO-IL)

Advanced to Construction

Owning the sixth busiest Mississippi River rail bridge in the country serving the nation's third largest rail hub, TRRA interfaces with the nation's 3rd and 8th largest inland port systems, the northern most year-round ice-free Mississippi River port providing services to America's Central Port (with container-on-barge capacity), Kaskaskia Regional Port District, and the St. Louis Port Authority. The Merchants Rail Bridge is in close proximity to four interstate freight corridors, I-70, I-64, I-44, and I-55, providing national north-south and east-west access. With improvements to the bridge, an estimated 185,676 truckloads could be diverted from these highways to rail, reducing vehicle miles traveled by trucks by 74 million miles and saving \$63 million in roadway damage over twenty years.

Illinois and Missouri's impact on the national freight movement (Association of American Railroads, 2012):

- Illinois ranked #1 and Missouri ranked #3 in rail cars carried
- Illinois ranked #3 and Missouri ranked #4 in rail tons carried
- Illinois ranked #2 and Missouri ranked #6 in freight rail employment

Economic Impact: TRRA spends an average of \$80.9 million per year in the St. Louis metropolitan statistical area for operation support, infrastructure repair and maintenance, and employee wages which support nearly \$237 million in overall economic activity for the region. With implementation of the project, TRRA estimates that the project impact will increase to generate more than \$456 million in local economic activity over a 20-year period. Construction of the project will also support nearly 1,100 jobs, including 150 direct jobs.

Current Restrictions: Currently, the Merchants Rail Bridge has speed, clearance, and load restrictions. Load restrictions prevent the crossing of two trains simultaneously, limiting the bridge to one track at all times. Since trains cannot pass on the bridge, they come to a complete stop on or near the approach grades. Load restrictions do not allow the bridge to accommodate modern loads, which impose costs of delay, braking, and startup.

Project Details: The Merchants Rail Bridge replacement project includes removal and replacement of the three river-span trusses, seismically retrofitting the existing river piers, and improving the east approach. The new double track structure will provide additional capacity for increased freight and passenger rail. The double track will also provide more reliable movements and reduce grade crossing delays for motorists and emergency vehicles. All of these benefits will help reduce stress on the National Highway Freight Network that is anticipated to grow by 40 percent over the next three decades.

The Merchants Rail Bridge replacement is a model for public-private partnerships and the St. Louis Regional Freightway contributed over 80 letters of support for the project. TRRA and its shareholders decided to fund the Merchants Bridge replacement without federal grant assistance, recognizing the adverse impact a non-functional bridge would have on the regional and national economy without action. In July 2018, TRRA awarded the construction contract to Walsh Construction Company and the project is anticipated to be complete in 2022.

"In terms of the Merchants Bridge, it's one of the main east-west rail corridors in the region. It's an absolute vital artery in order to maintain efficient rail movement across the Mississippi River."

- Ryan Krull, Commercial Manager, Watco Terminal & Port Services



I-270 Improvements from I-70 (MO) to Illinois Route 111 (MO-IL)

Advanced to Construction / Concept Development or Planning

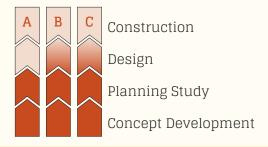
Project Location



Project Aerial



Project Status



Project Funding

(A) \$155 million is programmed in the STIP for improvements.

(B) Engineering design is in process. Final design and construction is funded in the IDOT Multi-Year Plan.

(C) Preliminary engineering for this segment is included in the IDOT Multi-Year Plan. Construction is funded for the IL-111 interchange with \$13.5 million in IDOT Competitive Freight Program funds.

Location: St. Louis County, Missouri and Madison County, Illinois

Estimated Cost: \$1.2 billion

Owner: Illinois Department of Transportation (IDOT)

Missouri Department of Transportation (MoDOT)

Contact: Jeff Keirn, IDOT Region 5 Engineer, (618) 346-3110 Tom Blair, MoDOT District Engineer, (314) 453-1800

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: economic impact, multimodal impact, efficiency impact, and safety and security in travel. Based on the criteria, the following project addresses regional freight needs and is considered one of the **highest priorities** for the region.

Project Need: The St. Louis region is home to national and international manufacturers and logistics businesses that are part of the global supply chain. The I-270 outer belt is one of the most traveled freight corridors in the St. Louis region and is a link to the national freight network with connections to I-70, I-64, I-44, and I-55. Northern segments of I-270 in St. Louis County and Madison County were identified as severe freight bottlenecks in the 2016 East-West Gateway Regional Congestion Report. The I-270 outer belt consists of a minimum of six lanes with the exception of a four-lane section of I-270 from Lilac Avenue in Missouri to Illinois Route 111 in Illinois.

Project Impact: The 22-mile I-270 corridor from I-70 to Illinois Route 111 is one of the most important regional freight corridors. In Missouri, it serves major freight generators, such as the Hazelwood Logistics Center, within and near St. Louis Lambert International Airport. In Illinois, I-270 feeds directly into the Lakeview Commerce Center and Gateway Commerce Center, two of the region's largest and fastest growing logistics parks. The I-270 corridor also offers easy access to major destinations in Illinois including the Conoco Phillips Refinery, America's Central Port, and Terminal Railroad Association Madison Yard.

With freight forecasted to grow heavily in the next few decades, traffic around these freight generators and users will continue to increase. The ability of this stretch of interstate to absorb this traffic will play a major role in the speed, efficiency, and cost to move freight through

I-270 Improvements from I-70 (MO) to Illinois Route 111 (MO-IL)

Advanced to Construction / Concept Development or Planning

the region. In addition, a portion of the corridor is in the top five percent of all locations in Illinois where a higher rate of crashes occur compared to roadways with the same physical characteristics. The following proposed improvements seek to improve safety, enhance efficiency, and meet future freight demands to positively impact multimodal access and economic development. Construction for the I-270 corridor is anticipated to occur over a 17-year time frame with up to 12 individual construction contracts. This construction schedule will create supply chain disruptions that will have significant impacts on the network of supplies and industry competitiveness.

Project Description (A) Improvements from I-70 to Mississippi River (MO): This project includes major modernization improvements to relieve growing traffic congestion at a severe freight bottleneck, enhance safety and resiliency, and improve mobility for freight and passengers. Improvements will include reconstruction of multiple interchanges, improved connections with and relocation of selected segments of the outer road, and the addition of travel lanes in the most heavily-traveled segments. A significant component of the improvements includes expanding I-270 from four lanes to six lanes along the 1.5-mile corridor from Lilac Avenue to the Mississippi River. The project (and Project C) would ensure that the I-270 outer belt in the St. Louis region would have a minimum of six lanes to better accommodate future freight flows and reduce bottlenecks. The improvements would also support continued redevelopment of a historically low-income and economically disadvantaged part of the state. Estimated cost for the total project is approximately \$700 million. Over \$155 million has been allocated for improvements in the Statewide Transportation Improvement Program (STIP).

Project Description (B) Mississippi River Chain of Rocks Bridge Replacement (MO-IL): This project includes replacement of the existing two structures, constructed in 1966, over the Mississippi River and construction of a new structure. The Chain of Rocks Bridge has experienced rising maintenance costs due to the age of the structure, increasing traffic volumes, and safety issues associated with narrow shoulders. In particular, there has been a significant increase in traffic from 19,800 vehicles per day in 1975 to over 51,500 vehicles per day. At four lanes wide, the current bridge creates a severe freight bottleneck and is not equipped to handle the large freight flow increases forecasted for the region. Engineering design is in process. \$223.3 million is included in the IDOT Multi-Year Plan for design and construction with \$2 million of the total cost allocated for design in FY19. IDOT is the lead agency for the project with MoDOT sharing equally in the bridge replacement and engineering costs.

Project Description (C) Widening from Mississippi River to Illinois Route 111 (IL): This project includes increasing the capacity of I-270 by expanding from four lanes to six lanes along the 5.3-mile corridor from the Mississippi River to Illinois Route 111. The project (and Project A) would ensure that the I-270 outer belt in the St. Louis region would have a minimum of six lanes to better accommodate future freight flows and reduce a severe freight bottleneck. Estimated cost for the total project is approximately \$250 million. The IDOT Multi-Year Plan includes funding for preliminary engineering in FY18-FY23. Construction is not funded. The I-270 and Illinois Route 111 interchange has become a separate component to accelerate implementation of the overall project. Construction of the Illinois Route 111 interchange is funded with assistance of \$13.6 million (as of June 2018) from the IDOT Competitive Freight Program.



2019 PRIORITY FREIGHT PROJECT

ST LOUIS REGIONAL FREIGHTWAY

I-70 Improvements from Warrenton to Stan Musial Veterans Memorial Bridge (MO)

Concept Development or Planning

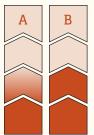
Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

(A) The Envision I-70 planning study is currently ongoing. No funding sources or partnership have been identified beyond the planning study.

(B) \$3.4 million is programmed in the STIP for improvements.

Location: Warren, St. Charles, St. Louis Counties, and City of St. Louis

Estimated Cost: \$650 million

Owner: Missouri Department of Transportation (MoDOT)

Contact: Tom Blair, MoDOT District Engineer, (314) 453-1800

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: economic impact, multimodal impact, efficiency impact, and safety and security in travel. Based on the criteria, the following project addresses regional freight needs and is considered one of the highest priorities for the region.

Project Need: The I-70 corridor is a transcontinental highway stretching from Pennsylvania to Utah. In the St. Louis region, I-70 is an important link for freight due to the proximity of major corporations, industrial areas, hospitals, universities, and St. Louis Lambert International Airport. A majority of the 60-mile corridor through Missouri also experiences moderate to heavy congestion during peak hours.

The I-70 / I-64 interchange in St. Charles County was identified as one of the greatest freight bottlenecks in the St. Louis region in the 2016 *East-West Gateway Regional Congestion Report*. Additionally, the 20-mile section west of the I-64 interchange, the segment from Wentzville to Warrenton, experienced an estimated user delay cost of \$12.7 million in 2016. On a per-mile basis, this cost is over three times greater than the user delay cost for the remainder of rural I-70 combined (over 170 miles).

Project Impact: The project will enhance east-west freight mobility by providing more capacity where it is needed most, reducing congestion and associated vehicle crashes. Several of the region's highest activity industrial parks are located along this stretch of I-70 including a new 1.1 million square feet General Motors 3PL Facility in the Wentzville Logistics Center. Overall, improvement recommendations from the Envision I-70 planning study, discussed in further detail below, will provide a broad framework and implementation strategies to meet the desired future mobility and accessibility needs of this critical regional transportation link. Based on findings from the study, the project would address specific safety and congestion issues including interchange, bridge, and pavement improvements.

I-70 Improvements from Warrenton to Stan Musial Veterans Memorial Bridge (MO)

Concept Development or Planning

Project Description (A) Improvements from Wentzville to Stan Musial Veterans Memorial Bridge: A Planning and Environmental Linkages study for the I-70 corridor from the I-64 interchange in Wentzville, Missouri to the Stan Musial Veterans Memorial Bridge was included as a recommendation in the region's 2045 Long-Range Transportation Plan. MoDOT, in collaboration with regional planning partners such as Metro and East-West Gateway Council of Governments, initiated the Envision I-70 study in 2017 to advance this effort. The study focused on developing a comprehensive multimodal vision that incorporates sustainable mobility, economic competitiveness, freight and port distribution needs, and the relationships between community character and transportation. Final recommendations from the study are currently being developed. Over \$70 million in bridge,

interchange, and pavement improvements are currently included in the Statewide Transportation Improvement Plan (STIP) at various locations along the corridor. Estimated cost for the total project is approximately \$500 million. Construction is not funded.

Project Description (B) Expansion from Wentzville to Warrenton:

This project includes reconstruction and expansion of the existing four-lane interstate to six lanes for a 20-mile segment from Wentzville to Warrenton. The project will improve the safety, reliability, and capacity of I-70 for freight and passenger vehicles. The additional travel lanes would ensure that the I-70 corridor towards downtown St. Louis would have a minimum of six lanes to better accommodate future freight flows and improve a critical bottleneck at the I-64 interchange. Estimated cost for the total project is \$150 million. Approximately \$3.4 million has been allocated for associated improvements in the Statewide Transportation Improvement Program (STIP).

"When we look at the St. Louis region and the infrastructure we have here, it's vital to our operators. We're excited about the growth in St. Louis and the investment being made in infrastructure." - Matthew Freix, Vice President, DNJ Intermodal Services

"I can't think of any place in the country whose history is more closely linked with trade than St. Louis. That's what we're talking about - trade. It's about commerce. It's about expanding economic opportunity." - Gregory Nadeau, Federal Highway Administration



Union Pacific Railroad Lenox Tower Replacement and Track Realignment (IL)

Partially Programmed for Construction

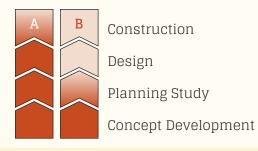
Project Location



Project Aerial



Project Status



Project Funding

Union Pacific is partnering with IDOT to help advance portions of the project. Approximately \$10.0 million (track realignment) of the \$14.8 million total project cost remains unfunded.

Location: Mitchell, Illinois

Estimated Cost: \$14.8 million

Owner: Union Pacific Railroad (UPPR)

Contact: Paul Hinton, Service Unit Superintendent, (314) 331-0663

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: Built in 1924, the existing Lenox Tower at the junction of Union Pacific rail corridors in Mitchell, Illinois controls a major railroad junction where five of the region's railroads operate services: Union Pacific, BNSF Railway, Kansas City Southern, Norfolk Southern, and Alton & Southern. An average of 66 trains pass through the interlocking junction daily. The junction includes a complex system of signals and switches controlling freight and passenger rail routing. The existing tower and its associated switching equipment are obsolete and unable to accommodate the growth in rail traffic.

Project Description: Realigning the trackage through the Lenox Tower interlocking will increase freight train speed limits from the 10-30 mph range to the 40-60 mph range through the junction. Passenger train speeds could also increase from the 40-60 mph range to nearly 80 mph. Increased velocity will reduce the existing bottleneck and increase the capacity and efficiency of the St. Louis region's rail network. In 2018, the Lenox Tower will be removed and dispatching control will be automated and incorporated into Union Pacific centralized dispatching in Omaha, Nebraska (A). This coordination would optimize local rail traffic and allow the railroads to increase velocity through the St. Louis terminal, which creates a competitive advantage with other rail interchange locations such as Chicago. Approximately \$10 million in track realignment work remains unfunded (B).

Project Impact: This modernization project would reduce freight train delays by 43 hours a week for combined freight, or more than 10 hours per day. The increase in velocity would reduce delays at highway-



2019 PRIORITY FREIGHT PROJECT ST LOUIS REGIONAL FREIGHTWAY

Union Pacific Railroad Lenox Tower Replacement and Track Realignment (IL)

Partially Programmed for Construction

rail grade crossings due to passing trains, thereby decreasing traffic delays for nearby communities and reducing emissions from idling vehicles. The project would also consolidate six operator positions, eliminate tower facility expenses, and lower track maintenance. Overall, the project will enable freight, including four Class I rail carriers, and passenger trains to travel through the region more safely and efficiently while allowing rail traffic to be better integrated into system-wide patterns.

Left (Bottom): An average of 66 trains pass through the Lenox Tower interlock, which is located at the intersection of four railroads: Union Pacific, Kansas City Southern, Norfolk Southern, and Alton & Southern. Movements are restricted by diverging turnouts and a specialty track switch known as a single slip switch.

Right (Top): The Lenox Tower's interior houses the operator's office and the interlocking equipment., which consists of the interlocking machine and track model board. The Lenox Tower is one of the last three manually operated interlocking plants in the St. Louis Area in Illinois.

Right (Bottom): The 80-lever G pistol-grip electric interlocking machine is housed in a large wooden console. A track model board above the console shows the 80 switch location on each of the railroad tracks.

"Velocity, the ability to move equipment efficiently on a railroad is vitally important. Time is money. The more efficient a railroad can be because of infrastructure, the higher they velocity they can have, and the more efficient and cost competitive they can be."

- Rick Ortyl, Vice President, Metro East Industries







St. Louis Lambert International Airport North Cargo Improvements (MO)

Partially Programmed for Construction

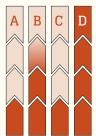
Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

(B) St. Louis County has programmed \$1.13 million for design in 2022, but construction is currently unfunded.

(D) Construction of the \$6.1 million project was completed in 2017.

Remaining projects are currently unfunded. No funding sources or partnerships have been identified.

Location: St. Louis County, Missouri

Estimated Cost: \$20.7 million

Owner: St. Louis Lambert International Airport

Contact: Jerry Beckmann, Airport Deputy Director, (314) 551-5034

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: St. Louis Lambert International Airport (STL) in St. Louis County is the largest and most utilized airport in Missouri. Positioned within Foreign Trade Zone 102, it is an attractive destination for logistics businesses due to its multimodal transportation infrastructure combined with available and accessible land for business growth. Current air cargo facilities are conveniently located on both sides of the primary parallel runways and are designed to expedite the flow of freight and handle both current and next-generation air cargo aircraft.

Project Impact: St. Louis Lambert International Airport is moving forward with an international air cargo facility, which includes construction of a new terminal with ramp for freighter aircraft. The airport is also pursuing several infrastructure projects to improve service delivery for air cargo facilities including FedEx, UPS, and Forward Air. The airport continues to attract new businesses to increase its revenue base and utilize 1,000 acres of land for industrial development. These efforts include a development agreement with Bi-National Air Cargo to develop 60 acres of airport property referred to as the Northern Tract. The airport is also in the final stage of approval to become a USDA port of embarkation to allow live animal charters to depart from St. Louis. In addition to the airport, several industrial areas are located nearby including Aviator Business Park, Hazelwood Logistics Center, and Park 370 Business Center. The following projects further these goals to provide safe, efficient, and multimodal access near the St. Louis Lambert International Airport and industrial areas along with potential economic benefits for the region.

St. Louis Lambert International Airport North Cargo Improvements (MO)

Partially Programmed for Construction

Project Description (A) Norfolk Southern Railroad Spur on Northern Tract: This project includes constructing a 1,200-foot long railroad spur from Norfolk Southern mainline track to connect to the Northern Tract of the airport. The spur would support the 60-acre logistics and air cargo center under development at this site. Estimated cost is approximately \$2.5 million.

Project Description (B) Banshee Road Reconstruction: This project includes rebuilding Banshee Road from J.S. McDonnell Boulevard to Lindbergh Boulevard, including a structure over Coldwater Creek, in order to accommodate heavy commercial truck traffic. The three-lane roadway currently has issues with drainage and roadway geometry that make it unconducive to major freight flows. The project would support the Northern Tract air cargo center. Estimated cost is approximately \$9.1 million. St. Louis County has programmed approximately \$1.13 million for design in 2022. Construction is currently unfunded.

Project Description (C) McDonnell Boulevard / Airport Road Intersection Reconstruction: This project includes reconstruction of the intersection of McDonnell Boulevard and Airport Road. The intersection plays a critical role in freight movement for the St. Louis Air Cargo Facility currently used by FedEx, UPS, and Forward Air. The existing intersection has a complex series of turning movements within a confined area and experiences numerous crashes. The project would improve roadway geometry, eliminate difficult turning movements, and meet updated design standards in order to accommodate current and future users. St. Louis County manages this facility and no improvements are currently programmed for the intersection. Estimated cost is approximately \$3.0 million.

Project Description (D) Taxiway Victor Connector to

Cargo Ramp: This project included construction of a full-strength concrete taxiway capable of supporting the largest jets. It provides common-use access to Trans States Airlines, Airport Terminal Services ramps, and the Bi-National Air Cargo ramp. MoDOT partnered with the St. Louis Lambert International Airport to finance the Taxiway Victor Connector project and issued a grant to fund construction. Construction of the \$6.1 million project was completed in 2017.

"From a shipping point of view, if you are only going to have one spot, the St. Louis region is it. From an infrastructure point of view, our location in Hazelwood is close to all the highways and the airport. We have the ability to do some very late shipping by air if needed. There's also a very large USPS facility."

- Tod Yazdi, Principal, TAGG Logistics



America's Central Port Improvements (IL)

Partially Programmed for Construction

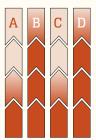
Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

(B) Construction is funded with assistance of \$1.09 million in IDOT Competitive Freight Program funds.

(D) Construction is funded with assistance of \$1.59 million in IDOT Competitive Freight Program funds.

Remaining projects are currently unfunded. No funding sources or partnerships have been identified.

Location: Granite City, Illinois

Estimated Cost: \$22.5 million

Owner: America's Central Port

Contact: Bill Stahlman, Director of Engineering, (618) 452-8450

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: America's Central Port in Granite City, Illinois is at the center of the multimodal freight transportation system in the United States with direct access to three major modes of transportation: river, rail, and road. The Port offers over 1.7 million square feet of rail-served warehouse space located in secured industrial park settings within Foreign Trade Zone 31.

Project Impact: The Port recently opened the new Madison Harbor expansion in 2016. The new harbor offers the northern-most lock-free and ice-free access to the Gulf of Mexico on the Mississippi River. It also offers additional opportunities for container-on-barge industry. America's Central Port is seeking several improvements to enhance the new expansion.

These improvements also support recent alliances with the Port of New Orleans and the Port of Plaquemines, both located in Louisiana along the Gulf of Mexico, to promote international and inland trade routes along the Mississippi River. This location is part of America's Agriculture Coast or "Ag Coast" that supports a 15-mile section of the Mississippi River with the highest level of barge handling capacity anywhere along the river. The St. Louis region's port system was ranked as the most efficient inland port district in terms of tons moved per river mile during 2015, the most recent year for which data is available. The St. Louis region's port system plays a critical role int he nation's global supply chain.

America's Central Port Improvements (IL)

Partially Programmed for Construction

Project Description (A) Granite City Harbor Lead Track Revitalization: This project includes upgrades to the rail track that serves the Granite City Harbor and its four main terminals, including U.S. Steel, with track capable of handling 286,000 pound rail cars delivered by unit trains. The track will be replaced with 115RE rail sections, new cross ties, and improved drainage. Approximately 9,800 feet of track, three at-grade crossings, and 14 turnouts will be upgraded. The project will allow tenants to operate more efficiently, reduce costs, and better compete in the global market. Estimated cost is approximately \$8 million.

Project Description (B) Granite City Harbor General Cargo Dock Revitalization: This project includes upgrades to the general cargo dock at the Granite City Harbor that serves two main terminals, including U.S. Steel. A pipe pile fender system will be installed to protect the steel sheet pile wall, the deck will be paved over with reinforced concrete, an improved drainage system will be installed, and approximately 3,450 feet of railroad track will be upgraded to handle 286,000 pound rail cars. Estimated cost is approximately \$6.8 million. Construction is funded with assistance of \$1.09 million (as of June 2018) from the IDOT Competitive Freight Program.

Project Description (C) Union Pacific / Kansas City Southern
Connection Through A&K Yard: This project includes construction
of new railroad track from the Union Pacific Railroad / Kansas
City Southern Railway mainline through the A&K Granite City
rail yard into the Port. Approximately 3,200 feet of new railroad
track will be laid along with a new No. 15 turnout at the mainline.
The new connection will allow direct deliveries from two Class
I rail carriers, providing lower shipping costs and transparent
competition amongst all carriers for Port shippers. Estimated
cost is approximately \$4.5 million.

Project Description (D) New Port Entrance at Illinois Route 3:

This project includes construction of a new right-in, rightout entrance to the Port industrial park and other associated roadway upgrades. The connection will provide for the safe movement and flow of traffic between Illinois Route 3 and the interior routes of E Street and 1st Street. Approximately 3,900 feet of new concrete roadway will realign traveling vehicles along 1st Street away from the warehouse loading docks to enhance access, improve safety, and expand traffic volume capacity into the industrial campus of the Port. Estimated cost is approximately \$3.2 million. Construction is funded with assistance of \$1.59 million (as of June 2018) from the IDOT Competitive Freight Program.

"The St. Louis region is the envy of the barge industry. Location in the heart of the nation and strategically positioned at the northernmost ice-free lock-free point on the Mississippi River."

- Gary LaGrange, CEO, Port of New Orleans

"St. Louis regional ports were ranked by the U.S. Army Corps of Engineers as the most efficient inland port district in terms of tons moved per river mile in 2015. The St. Louis region is two and a half times more efficient on its river usage than its closest competitors. The numbers reinforce the St. Louis region's critical role in the nation's freight network and further solidifies its position as the Ag Coast of America."

- American Journal of Transportation, 2017



2019 PRIORITY FREIGHT PROJECT

ST LOUIS REGIONAL FREIGHTWAY

MidAmerica St. Louis Airport Distribution Improvements (IL)

Concept Development or Planning

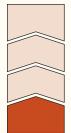
Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

This project is currently unfunded. No funding sources or partnerships have been identified.

Location: Mascoutah. Illinois

Estimated Cost: \$45 million

Owner: MidAmerica St. Louis Airport

Contact: Tim Cantwell, Airport Director, (618) 266-5240

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a **high priority** for the region.

Project Need: MidAmerica St. Louis Airport (BLV) is a commercial/ cargo and passenger airport co-located with Scott Air Force Base in Mascoutah, Illinois. MidAmerica offers air cargo facility development of over 2,500 acres within Foreign Trade Zone 31 and an Enterprise Zone, making it an ideal location for modern freight needs with an emphasis on e-commerce businesses. Located along I-64 with on-site customs services and easy airplane-to-truck processes, the airport makes air cargo transfer highly efficient by reducing time on the ground and cost of operations. The airport serves major tenants including Boeing and North Bay Produce. To better accommodate these operations and attain manufacturing and distribution businesses, the land surrounding the airport requires improved access to the freight network.

Project Description: This project includes building an approximately two-mile rail spur from the Norfolk Southern mainline at the southern edge of the airport, enabling freight rail access for businesses on the eastern side of the airport.

Project Impact: The improvements would provide MidAmerica St. Louis Airport and surrounding businesses easy access to the rail network, giving this cluster of existing businesses and available sites access to three of the four primary modes of freight transportation.

"Our facility at MidAmerica Airport is a huge piece of our operation. Building this facility knocked days off the transportation time, and more importantly, providing more shelf life for the grocers."

- Jon Wall, Manager, North Bay Produce

J.S. McDonnell Connector Access Improvements (MO)

Advanced to Construction

Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

The project is funded through construction. Construction will begin in mid-2018 and is anticipated to be complete in early 2019.

Location: Berkeley, Missouri

Estimated Cost: \$2.4 million

Owner: St. Louis County Department of Transportation

Contact: Stephanie Leon Streeter, Deputy Director, (314) 615-8501

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: One of the St. Louis region's greatest assets is the extensive manufacturing base, particularly in defense and aerospace-related businesses. These facilities are served by a deteriorated roadway that forms part of a route between James S. McDonnell Boulevard and Hanley Road, and forces manufacturers in the vicinity to use the I-170 on-ramp at Frost Avenue and the I-170 ramp off-ramp at Airport Road to make this connection. Part of this patchwork of roads traverses the Formerly Utilized Sites Remedial Action Program contamination area, requiring coordination with the U.S. Army Corps of Engineers to develop adequate procedures and specifications for any excavation necessary in this area.

Project Description: This project involves the reconstruction of a deteriorated roadway, Eva Avenue, between Frost Avenue and McDonnell Boulevard. The reconstruction will improve truck access between McDonnell Boulevard and Hanley Road, two important arterial roadways, and will eliminate the current unsafe practice of using the I-170 ramp at Frost Avenue and the I-170 off-ramp at Airport Road to make this connection. In addition to roadway reconstruction, the deteriorated Norfolk Southern railroad crossing at Frost Avenue will be replaced. These improvements will improve access for multiple manufacturers in the vicinity. Construction will begin in mid-2018 and is anticipated to be complete in early 2019.

Project Impact: The project supports existing and new facilities by linking to the freight network. This will also provide additional flexibility for freight flows within the manufacturing cluster north of St. Louis Lambert International Airport.



2019 PRIORITY FREIGHT PROJECT

ST LOUIS REGIONAL FREIGHTWAY

I-64 Improvements from Green Mount Road to Illinois Route 158 (Air Mobility Drive) (IL)

Concept Development or Planning

Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

This project is currently unfunded. No funding sources or partnerships have been identified. Location: O'Fallon, Illinois

Estimated Cost: \$20 million

Owner: Illinois Department of Transportation (IDOT)

Contact: Jeff Keirn, IDOT Region 5 Engineer, (618) 346-3110

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: The I-64 corridor is an important link between businesses and industrial areas near downtown St. Louis and the MidAmerica St. Louis Airport (BLV), a commercial/cargo and passenger airport approximately 20 miles to the east of downtown St. Louis. The I-64 corridor is generally a minimum of six lanes from downtown St. Louis until the interchange with Green Mount Road in Illinois, which is located just west of the MidAmerica St. Louis Airport. For the remaining three-mile corridor to the airport, I-64 is only a four-lane roadway.

Project Description: This project would widen I-64 to six lanes from Green Mount Road to Illinois Route 158 (Air Mobility Drive). Other safety and capacity improvements would be incorporated into the project as needed.

Project Impact: The interstate widening would increase capacity and access to MidAmerica St.

Louis Airport and surrounding developments. The airport offers air cargo facility development of over 2,500 acres within Foreign Trade Zone 31 and an Enterprise Zone, making it an ideal location for modern freight needs with an emphasis on e-commerce businesses.

"From a truck perspective, we have a large number of interstates that converge in the St. Louis area, which is a major competitive advantage as it gives us a good outlet for trucks going [to] major cities that are within a half-day drive."

- Ryan Krull, Commercial Manager, Watco Terminal & Port Services

Kaskaskia Regional Port District Improvements (IL)

Concept Development or Planning

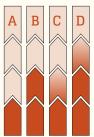
Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

(B) An \$85,000 planning study was completed and outlined the need for approximately \$6 million in outbound movement improvements.

(D) A \$120,000 planning grant was approved to create a site plan for a third dock on land recently purchased by the Port.

Location: New Athens, Illinois; Red Bud, Illinois

Estimated Cost: \$8.2 million

Owner: Kaskaskia Regional Port District

Contact: Ed Weilbacher, General Manager, (618) 282-3807

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: Kaskaskia Regional Port District (KRPD) is the 9th largest inland port district in the country. The Port owns several facilities and partners with operators who lease, develop, and operate within the facilities. In addition to existing terminals, the Port is developing the new Fayetteville Port, which will serve as the closest river terminal to Scott Air Force Base and provide an additional 128 acres for development. Two other ports (KRPD #1 and KRPD #2) are also slated for upgrades and expansion to handle new commodities.

Project Impact: The projects provide improvements to meet existing customer needs and attract new industrial opportunities. The projects would enhance economic development opportunities on the Kaskaskia River, the fastest growing tributary in the inland waterway system.

Project Description (A) Fuel Pipeline Feasibility Study: This project includes a feasibility study for a proposed fuel pipeline to connect Scott Air Force Base with the uppermost terminal, the Fayetteville Terminal, on the Kaskaskia River. The pipeline would provide an alternate method for fuel delivery to Scott Air Force Base and allow for increased market choices in sourcing fuel. The pipeline could also serve a redundancy function for Scott Air Force Base to ensure critical needs are met at all times. Estimated cost for the feasibility study is approximately \$125,000.

Project Description (B) Outbound Conveyor Upgrade and Retrofit: This project includes upgrades to an outbound conveyor to accommodate new business prospects. Port Terminal #1 (River Mile 24.5) is located

Kaskaskia Regional Port District Improvements (IL)

Concept Development or Planning

in rural New Athens, Illinois and was constructed in the late 1970s to handle outbound coal. Over the years, more than 50 million tons of coal have been shipped through the facility. In the 1990s, the coal mines closed and this outbound terminal was out of service. Since then, a new inbound conveyor was installed to supply scrubber stone to the Prairie State Power Plant. Recently, other business prospects indicated interest in shipping outbound products through the facility, which would require structural upgrades, new conveyor belts, electrical upgrades, and other improvements as needed. The Kaskaskia Port District completed an \$85,000 planning study for Terminal #1 to review the outbound movement. Improvements include reconfiguring the loop track to accommodate two movements at the same time. A new outbound conveyor, second interior track, and track location is also needed. New cargo will include grain, gypsum, and fly ash. This will include adding a second track to the existing loop track and a second dump pit. Estimated cost is approximately \$6 million.

Project Description (C) Container-on-Barge Capacity:

This project includes infrastructure improvements to Port Terminal #2 (River Mile 18.0) to develop a container-on-barge inbound and outbound handling facility. The Port has an existing 50-ton overheard crane that is ideally suited for handling containers. Additional infrastructure improvements would include a new scale, laydown yard, additional chassis, a staging area, and on-site handling equipment. Estimated cost is approximately \$1.6 million.

Project Description (D) Port Secondary Access: This project includes access expansion at Port Terminal #2 (River Mile 18.0) to accommodate a high volume of trucks entering and leaving the site each day. A second entrance and expansion at both Gateway FS and The Material Works would reduce congestion and facilitate additional truck movement through the terminal. Estimated cost is approximately \$430,000. The Port has also been approved for a \$120,000 grant to create a site plan for a third dock on land recently purchased by the Port.

"The Port of Plaquemines [Louisiana] to St. Louis route would be a key component of the service American Patriot Holdings intends to implement through the Mississippi River basin. There are a wide variety of opportunities we are exploring, which include utilizing the vessels and port facilities for agricultural products, including refrigerated cargo. The timing is right for us to market this new option, which will move large numbers of containers via the Mississippi River - our nation's greatest river highway."

- Sandy Sanders, Executive Director, Plaquemines Port Harbor & Terminal District



North Riverfront Commerce Corridor Improvements (MO)

Partially Programmed for Construction

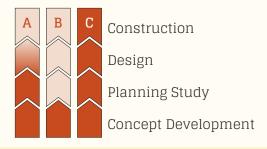
Project Location



Project Aerial



Project Status



Project Funding

(A-1) \$4.3 million in STP funds (TIP 6744) is programmed for partial construction in FY19.

(A-3) \$5.3 million in NHPP funds (TIP 6705K) and \$700,000 in CMAQ funds are programmed for construction in FY19.

(C) The project will be complete in May 2018.

Location: St. Louis, Missouri

Estimated Cost: \$33.9 million

Owner: City of St. Louis, Missouri

Contact: Robert Orr, Deputy Executive Director, (314) 657-3738

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered one of the highest priorities for the region.

Project Need: The North Riverfront Commerce Corridor is a 3,000 acre multimodal logistics and business district located in the north end of downtown St. Louis. With access to highways, rail, and barge shipping, the area is home to dozens of major manufacturers and warehouses. The location also includes the BNSF Railway North St. Louis Yard, Norfolk Southern Luther Yard, Terminal Railroad Association Bremen Yard, and the Municipal River Terminal. Manufacturers and logistics companies within the corridor are part of a global supply chain and require access to markets on both sides of the Mississippi River, across the United States, and internationally. In addition, several existing and new shippers are in the process of expanding, resulting in a significant increase in the quantity and diversity of goods shipped throughout the region. Major industrial real estate in the area includes North Riverfront Business Park, Hall Street corridor, and North Broadway Distribution area.

Project Impact: Despite these regional benefits, the North Riverfront Commerce Corridor suffers from mobility and circulation issues. The following projects were identified in the *North Riverfront Commerce Corridor Land Use Plan* as a high priority. The projects will improve supply chain reliability, increase efficiency, and lower costs.

Project Description (A) Hall Street and Riverview Drive Improvements: This project includes improvements to two primary corridors that trucks utilize to access I-70 and I-270 from the riverfront corridor. Estimated cost for the total project is approximately \$27.3 million. This project includes three segments:

North Riverfront Commerce Corridor Improvements (MO)

Partially Programmed for Construction

(A-1) Hall Street from Grand Avenue to Adelaide Avenue: This segment includes a road diet (lane/width restriction) to improve roadway condition and control speeds. A bicycle path from Grand Avenue to Prairie Avenue will provide a future connection to the riverfront trail. Estimated cost for this segment is approximately \$4.3 million. Approximately \$3.0 million is programmed in STP funds for partial construction. Metropolitan Sewer District (MSD) will also provide an additional \$1.3 million in funding for stormwater improvements. Design is scheduled for 2018 and construction is anticipated to begin in 2019.

(A-2) Hall Street from Adelaide Avenue to Riverview Drive: This segment includes roadway resurfacing, median improvements, and stormwater improvements. Estimated cost for this segment is approximately \$17 million. Metropolitan Sewer District (MSD) has also committed funds for stormwater improvements. If funded, construction is anticipated to begin in 2020 with completion by 2022.

(A-3) Riverview Drive from Hall Street to I-270: This segment includes pavement improvements as well as intersection improvements at the Hall Street and Riverview Drive intersection. Estimated cost for this segment is approximately \$6.0 million. The approximately \$5.3 million roadway resurfacing project is anticipated to begin construction in 2019. The approximately \$700,000 intersection improvement project is in final design with construction in 2019. National Highway Performance Program (NHPP) funds are programmed for the roadway resurfacing project while Congestion Mitigation and Air Quality (CMAQ) funds are programmed for the intersection improvement project. Metropolitan Sewer District (MSD) may seek future funding for associated stormwater improvements. Construction is anticipated to begin in 2019.

Project Description (B) Branch Street Improvements: This project includes improvement to Branch Street from Levee Road to 14th Street, which provides truck traffic access between I-70 and the Municipal River Terminal. As trains have continued to grow in length, rail delays have increased and are impacting growth. The project will improve the at-grade crossings and the speed and efficiency of current freight flows to prepare the area for future traffic demands. Improvements would also provide continuous access to the Municipal River Terminal if the Market Street floodwall gate is closed. Estimated cost for the project is approximately \$5 million. The project is not currently funded.

Project Description (C) I-70 Westbound Off-Ramp to North Broadway Relocation: This project includes relocation of the westbound I-70 off-ramp to Carrie Avenue. The ramp will be configured and lengthened to allow westbound vehicles on I-70 to exit and turn south on North Broadway Street. Estimated cost for the project is approximately \$1.58 million. This project will be completed in May 2018.

"The North Riverfront Commerce Corridor improvements are a prime example of collaboration contributing to the success of projects in the region that are vital to the freight network and are helping to improve freight velocities."

- Rob Orr, Deputy Executive Director, St. Louis Development Corporation

"We [Proctor & Gamble] have purchased land next to our North St. Louis facility for expansion. The labor workforce, freight availability, and cost of living are good, but seeing improvements to key road infrastructure will be a big win for us."

- Herbert Hall, Product Supply Warehouse Leader, Proctor & Gamble



Illinois Route 3 Access Improvements (IL)

Partially Programmed for Construction

Project Location



Project Aerial



Project Status



Project Funding

(B) \$12.8 million of the total \$22.0 million project costs has been programmed for construction.

Segment 2 has a funding shortfall of approximately \$6.1 million with additional funds needed to complete the connecting segments and intersections. The project received \$1.1 million in IDOT Competitive Freight Program funds.

Location: St. Clair County, Illinois

Estimated Cost: \$147 to \$192 million

Owner: Illinois Department of Transportation (IDOT), Village of Sauget

Contact: Jeff Keirn, IDOT Region 5 Engineer, (618) 346-3110 Richard Sauget, Village of Sauget Mayor, (618) 274-2990

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered one of the highest priorities for the region.

Project Need: Illinois Route 3 is the backbone of a nearly 60-mile long, five-mile wide economic corridor in Southwestern Illinois. The corridor provides access through the industrial heart of the region including Wood River, Granite City, East St. Louis, Sauget, and Dupo. The corridor is responsible for 215,000 jobs and a \$9.2 billion annual payroll. A significant portion of the region's freight generators and users are located in the area, including America's Central Port, Union Pacific Dupo Intermodal Yard, American Milling, and business parks such as Gateway Commerce Center and Lakeview Commerce Center. A 2.2-mile segment of the corridor from approximately Monsanto Avenue to Illinois Route 157 was identified as a freight bottleneck in the 2018 IDOT Freight Competitive Program.

Project Impact: The state has made significant investments in recent years in this important north-south transportation link, but Illinois Route 3 is still in need of improvements. Completion of the improvements will:

- Support long-term, high-paying job growth in manufacturing and transportation sectors
- Improve access to the I-70 Stan Musial Veterans Memorial Bridge,
 Sauget Industrial Park, and St. Louis Downtown Airport
- Accelerate the redevelopment of brownfield sites and underutilized properties along the corridor

This corridor is part of America's Agriculture Coast or "Ag Coast" that supports a 15-mile section of the Mississippi River with the highest

Illinois Route 3 Access Improvements (IL)

Partially Programmed for Construction

level of barge handling capacity anywhere along the river. The St. Louis region's port system was ranked as the most efficient inland port district in terms of tons moved per river mile during 2015, the most recent year for which data is available. The St. Louis region's port system plays a critical role int he nation's global supply chain.

Project Description (A) Illinois Route 3 Relocation: This project includes new construction of a 2.1-mile corridor of Illinois Route 3 from River Park Drive in East St. Louis, Illinois south to Monsanto Avenue in Sauget, Illinois. The project will consider a two-lane option and a four-lane option with potential phasing. The majority of the north section between River Park Drive and Trendley Avenue would be on structure due to existing railroads. The south section between Trendley Avenue and Monsanto Avenue requires two grade separation structures over railroads. The proposed additional lanes and grade-separated structures will decrease congestion, improve safety, address clearance issues, and better accommodate truck and freight movements. Estimated cost is approximately \$125 million for the two-lane option and approximately \$170 million for the four-lane option. Construction is currently not funded and no partnerships have been identified.

Project Description (B) Falling Springs Road / Illinois Route 3 Railroad Bypass: This project includes construction of the Falling Springs Diversion bypass loop with a structure that carries traffic from Illinois Route 3 over the Alton & Southern Railroad between Monsanto Avenue and Queeny Avenue. Without improvements, this location will continue to experience significant delays of 20 to 30 minutes for each unit car train, resulting in hours of through-traffic delays each day. In addition, it is also anticipated that nearby rail barge offload facilities will increase the number of units in the immediate future. The project has multiple benefits to the region in terms of improving access to the growing business community, encouraging future business development, and opening up to 220 acres of dormant industrial land for active use adjacent to a community of chronic economic distress. The project will bypass the existing heavily used Illinois Route 3 at-grade crossings using local roads such as Monsanto Avenue, Queeny Avenue, and Falling Springs Road. Improvements will include a grade-separated structure where two railroads (Alton & Southern Railroad and Terminal Railroad Association) converge, eliminating two public crossings along Falling Springs Road. A new segment of Falling Springs Road will be constructed and intersection improvements will also be needed to effectively move vehicles to the proposed grade separation.

Estimated cost for the total project is approximately \$22.0 million. The project is phased into four segments and four intersections. Approximately \$11.7 million has been programmed through multiple funding sources including IDOT, Illinois Commerce Commission (ICC), Congestion Mitigation & Air Quality (CMAQ), and Surface Transportation Program (STP). The largest funding gap relates to Segment 2, the relocation of Falling Springs Road and grade separation project, which currently has a funding shortfall of approximately \$6.1 million (local match to ICC funds). Additional funds are also needed to complete the connecting segments and intersections.

Construction is partially funded with assistance of \$1.1 million (as of June 2018) from IDOT Competitive Freight Program funds. Engineering on various phases is currently underway with anticipated completion of all phased improvements, excluding Segment 2, by 2022. If funding is acquired for Segment 2, construction may be complete by 2023.

"When I think of the St. Louis region, and I think of logistical advantage, I can come up with very few areas that can offer the same width and depth of modal systems as the Illinois Route 3 corridor."

- Rick Orytl, Vice President, Metro East Industries

I-255 / Davis Street Ferry Road Interchange (IL)

Concept Development or Planning

Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Anticipated Project Funding

\$16.0 million (TIP 4593) is programmed for partial construction.

The \$14 million local share is currently unfunded.

Location: Dupo, Illinois

Estimated Cost: \$40 million

Owner: Illinois Department of Transportation (IDOT)

Contact: Jeff Keirn, IDOT Region 5 Engineer, (618) 346-3110

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: The new I-255 / Davis Street Ferry Road interchange would replace the existing interchange at Exit 9 (Old Illinois Route 3 / Main Street) with improved roadway geometry. A combination of the Union Pacific Railroad intermodal terminal in Dupo, the Columbia Quarry, and new and expanding truck facilities have added to the volume of heavy truck traffic traveling through Dupo. The new interchange will serve existing Dupo traffic as well as new traffic from industrial and commercial developments that are planned or underway. The existing interchange at Exit 9 was not configured optimally to handle the projected increase in truck traffic and village officials and emergency responders are aware of safety concerns at the existing ramp/intersections related to Exit 9 in Dupo.

Project Description: The proposed I-255 / Davis Street Ferry Road interchange project would include a diverging diamond interchange with a system of connecting roads to serve the emerging 2,000-acre industrial area along Davis Street Ferry Road. Improvements also include a future grade-separated structure at the southern end of the intermodal yard, crossing five rail tracks near Davis Street Ferry Road. The project will improve access and enable more cost-effective traffic into the intermodal facility, thus enhancing the ability of the Dupo Discovery Business Park to attract business development and further the potential for the creation of thousands of new jobs.

Estimated construction cost is approximately \$29.9 million. Estimated total cost for the project including right-of-way acquisition, utility relocations, and design is approximately \$40 million. \$16.0 million

I-255 / Davis Street Ferry Road Interchange (IL)

Concept Development or Planning

in HPP (High Priority Projects) funds are programmed for partial construction, but the local share is currently unfunded. Overall, the project has an approximately \$14 million local funding shortfall.

Project Impact: By improving access from I-255 to Davis Street Ferry Road, truck traffic will be re-routed to improve safety, capacity, and traffic operations in Dupo. From an economic perspective, this project is a unique situation in the St. Louis region that will provide a competitive advantage to value-added rail freight movement and business development opportunities. The development is conservatively comprised of approximately 1,000 to 2,000 acres in the first several phases of the business park development with extensive adjacent acreage for additional future expansion. Phase I of Discovery Business Park includes approximately 9 million square feet of commercial, retail, office, and light industrial space on approximately 840 acres. Phase II of the project involves the development of 13 million square feet of commercial and industrial space on approximately 1,000 acres. Both phases combined would total an estimated 22 million square feet of building space on an estimated 1,840 acres. The surrounding development is estimated to bring thousands of jobs to the area as the project progresses. The interchange project would be a key benefit for the Dupo Intermodal Yard in order to expand operation and remain competitive, as well as support development near the proposed interchange.

I-255 / Fish Lake (Ramsey Road) Interchange (IL)

Concept Development or Planning

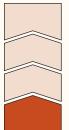
Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

This project is currently unfunded. No funding sources or partnerships have been identified. Location: Columbia, Illinois

Estimated Cost: \$27 million

Owner: Illinois Department of Transportation (IDOT)

Contact: Edie Koch, Monroe County Economic Development, (618) 939-8681

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: The Dupo Intermodal Yard in Illinois is one of the region's largest intermodal assets. Access to the yard includes several at-grade crossings with Union Pacific mainline tracks, causing delays to trucks serving the facility and creating safety issues for motorists. The site also lacks enough storage for intermodal containers, necessitating off-site storage. The storage issues, combined with congestion at the at-grade crossings, makes current expansion of the site unattractive. Without better access, Union Pacific may be forced to expand its facilities outside the region in an attempt to meet growing demand.

Project Description: This project would improve the current Fish Lake (Ramsey Road) overpass into a full highway interchange. The interchange would provide additional access to the Union Pacific Dupo Intermodal Yard, enabling further expansion of the facility. The new highway interchange would also complement proposed improvements at the I-255 / Davis Street Ferry interchange.

Project Impact: The project would increase the growth of manufacturing and distribution businesses, which would mutually benefit the Village of Dupo as well as economic development south of I-255 in the City of Columbia.



St. Louis Lambert International Airport Access Improvements (MO)

Concept Development or Planning

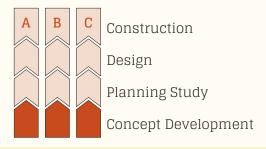
Project Location



Project Aerial



Project Status



Project Funding

Improvements are included in the region's 2045 Long-Range Transportation Plan, but the projects are currently unfunded. No funding sources or partnerships have been identified. Location: St. Louis County, Missouri

Estimated Cost: \$30.25 million

Owner: St. Louis Lambert International Airport

Contact: Jerry Beckmann, Airport Deputy Director, (314) 551-5034

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a high priority for the region.

Project Need: St. Louis Lambert International Airport (STL), located in St. Louis County, is Missouri's largest and most used airport. It is positioned within Foreign Trade Zone 102 and is an attractive destination for logistics businesses due to its multimodal transportation infrastructure, including three interstates, combined with available and accessible land.

Project Impact: St. Louis Lambert International Airport has over 1,000 acres of commercial and industrial land adjacent to the airport that is ideal for logistic businesses and airborne cargo users. The following projects will attract more freight-centered development.

Project Description (A) Cargo City Access Analysis: This project includes a study of the logistics center for air freight, Cargo City. Access to Cargo City from the interstate system is circuitous and not conducive to truck movements as entry requires trucks to intermingle with passenger vehicles. The project will analyze and develop alternatives for improving truck access to Cargo City from the interstate network. Estimated cost of the study is approximately \$250,000.

Project Description (B) Fee Fee Road Bridge Improvement: This project includes a proposed Fee Fee Road bridge over the Norfolk Southern mainline and a new intersection between Fee Fee Road (City of Bridgeton) and Missouri Bottom Road (City of Hazelwood). The existing intersection is substandard as the geometry is not suitable for heavy truck traffic and the available land envelope does not provide any opportunity for improvements. The project would construct a new

St. Louis Lambert International Airport Access Improvements (MO)

Concept Development or Planning

intersection suitable for heavy vehicle movements, bridge the Norfolk Southern mainline, and connect to Fee Fee Road. The improvements will provide commercial vehicles access to 250 acres planned for commercial and industrial development at the airport. By creating a new intersection, development along Fee Fee Road becomes more attractive to heavy freight users. Estimated cost is approximately \$10 million.

Project Description (C) Gist Road Upgrade: This project includes upgrading and realigning Gist Road (City of Bridgeton) between the Norfolk Southern mainline and the I-270 bridge. Gist Road is a two-lane road with an asphalt surface designed for light vehicle traffic. The upgrade provides a signalized crossing at the Norfolk Southern mainline and expands the road to two-lane concrete pavement with a center turn lane suitable for heavy truck traffic. The project will provide interstate access to 300 acres identified for commercial and industrial development at the airport and strengthen the region's intermodal options. Estimated cost is approximately \$20 million.

"The nearby airport isn't the point of the marketing arrow, but certain buyers do like proximity to an international airport. They also like that it's at the intersection of two interstates [I-70 and I-270] as well as being served by two interchanges on I-170."

- Pat Reilly, Senior Vice President, Jones Lang LaSalle



ST LOUIS REGIONAL FREIGHTWAY

Mississippi River Port Development Projects (MO)

Concept Development or Planning

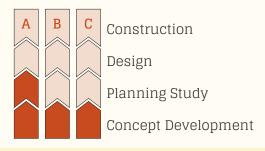
Project Location



Project Aerial



Project Status



Project Funding

All three projects have requested funding in the FY18-22 Capital Improvement Program.

Project	Million	Year
Project A	\$8.5	FY18-FY22
Project B	\$2.0	FY21
Project C	\$5.0	FY18-FY22

Location: Jefferson County / St. Louis County / City of St. Louis, Missouri

Estimated Cost: \$17.5 million

Owner: Jefferson County Port Authority, St. Louis County Port Authority, City of Saint Louis Port Authority

Contact: Neal Breitweiser, Director at Jefferson County, (636) 797-6168 Joe Bannister, Vice President for Real Estate, (314) 615-7692 Susan Taylor, Director at City of St. Louis, (314) 657-3740

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a **high priority** for the region.

Project Need: Inland waterborne transportation is a key component of regional goods movement as the St. Louis region is centrally located on the Mississippi and Missouri Rivers. The region is ideally suited as a year-round, central node for consolidating agricultural and mining goods produced in the Midwest and northern Great Plains and shipping bulk cargo on the Mississippi River.

Project Impact: In 2015, about 35 million tons of waterborne cargo moved through the St. Louis region. Three Missouri ports located in the St. Louis region - Jefferson County Port Authority, St. Louis County Port Authority, and City of Saint Louis Port Authority - are seeking to enhance waterborne freight flow.

Project Description (A) Crystal City Port Development with Access

Roadway: This project includes land acquisition and preliminary engineering for a public freight harbor located on the Mississippi River approximately 20 miles south of downtown St. Louis in Crystal City, Missouri. The project will allow Jefferson County Port Authority to move forward with the phased construction of the proposed multimodal port facility that will capitalize on the transportation of bulk commodities and containers via barge, rail, and truck (and a small airport located within two miles). Initial discussions with the Port of Plaquemines have also focused on loading operations at a centralized location in Jefferson County, such as the Crystal City Port,

Mississippi River Port Development Projects (MO)

Concept Development or Planning

with feeder services throughout the bi-state region. The proposed facility is well positioned for aggregate, sand, and grain shippers. The facility also has intersecting rail lines from the Union Pacific and BNSF Railway, and these rail carriers also provide connections to the Norfolk Southern and CSX Railroad. The proposed Crystal City Port will assist in creating additional flexibility and connectivity to the region's freight system while assisting in repurposing existing industrial sites. The current roadway network available to provide access would force traffic supporting port operations through the core of Crystal City via narrow, often brick, two-lane roadways with skewed intersections. As a result of the planned regional port development and significant growth potential at the Crystal City Port, access improvements are needed to enhance traffic flow between the port and I-55 via a Crystal City connector. Overall, the Crystal City Port Development project provides freight movement options away from congestion in the downtown St. Louis area and affords unobstructed access to the Gulf of Mexico. Estimated cost is approximately \$8.5 million. The FY18-FY22 Capital Improvement Program includes \$8.5 million in funding for property acquisition, rail design, permitting, site work, and rail construction. Estimated total cost to complete the port is \$240 million.

Project Description (B) City of St. Louis South Riverfront Site Preparation: This project includes clearing, remediation, and preparation of a site along the south riverfront for intermodal development. The National

Geospatial-Intelligence Agency is expected to vacate the 20-acre site due to relocation and expansion of a new \$1.75 billion facility. A portion of the site covers a former rail yard that has immediate access to the Union Pacific Railroad and Patriot Rail, a national shortline railroad. While the site does not currently provide river access, the location is an ideal spot for last-mile truck and rail transfer of goods. Both railroads have indicated strong support for an intermodal facility at the site. Estimated cost is approximately \$4 million. The FY18-FY22 Capital Improvement Program includes \$2 million in funding for site preparation in FY22.

Project Description (C) St. Louis County Port Development North / South Sites: This project includes the exploration of building ports in northern and southern portions of St. Louis County. Estimated cost is approximately \$5 million. The FY18-FY22 Capital Improvement Program includes \$1 million annually for the project. County locations to assess for development have not yet been identified, and are therefore not depicted on project location or aerial maps. Estimated total cost to complete the project is approximately \$25 million.

"The relationships we are building with ports like Jefferson County and the neighboring ports in and around St. Louis are important first steps in creating a transportation network between Plaquemines Port and upper ports along the Mississippi River. We plan to move thousands of containers from our port to theirs utilizing the American Patriot Holdings unique container transport vessels. This is a real job multiplier."

- Sandy Sanders, Executive Director, Plaquemines Port Harbor & Terminal District

"The St. Louis region is a rail and interstate highway gateway. It's more effective to move commodities into, out of, and through St. Louis by combinations of truck, rail, and barge than points upstream on the Mississippi and Illinois Rivers."

- David Jump, President, American Milling



ST LOUIS REGIONAL FREIGHTWAY

Illinois Route 158 (Air Mobility Drive) Expansion from Route 161 to Route 177 (IL)

Concept Development or Planning

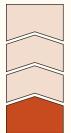
Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

This project is currently unfunded. No funding sources or partnerships have been identified.

Location: Shiloh, Illinois

Estimated Cost: \$10 million

Owner: Illinois Department of Transportation (IDOT)

Contact: Jeff Keirn, IDOT Region 5 Engineer, (618) 346-3110

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a **high priority** for the region.

Project Need: MidAmerica St. Louis Airport (BLV) is a commercial/ cargo and passenger airport co-located with Scott Air Force Base in Mascoutah, Illinois. MidAmerica Airport offers air cargo facility development of over 2,500 acres within Foreign Trade Zone 31 and an Enterprise Zone, making it an ideal location for modern freight needs. To better accommodate growth and retain clustered manufacturing and distribution businesses, the land surrounding the airport requires improved access to the freight network.

Project Description: The project includes a one-mile extension of Illinois Route 158 (Air Mobility Drive), the main gateway from I-64 to MidAmerica Airport and Scott Air Force Base. The extension from Illinois Route 161 (Carlyle Avenue) to Illinois Route 177 (Mascoutah Avenue) would extend a two-lane roadway along a growth corridor.

Project Impact: This location is one of the highest potential corridors for supporting industrial real estate development and freight transportation, and the roadway expansion would facilitate this future growth. In addition to growth at the airport, Scott Air Force Base also provides a \$3 billion annual impact on the regional economy, a 40 percent increase in the past decade. The base expansion has fueled business growth and available property for expansion around the base and the airport has exceptional community support.

"The airport brings inherent advantages. We are also on a major highway, so for the truck access, it couldn't get any better.

- Jon Wall, Manager, North Bay Produce



ST LOUIS REGIONAL FREIGHTWAY

North Park Access Improvements (MO)

Advanced to Construction

Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Project Funding

The project is funded through construction and construction is anticipated to begin in 2019.

Location: Berkeley, Missouri

Estimated Cost: \$3.0 million

Owner: St. Louis County Department of Transportation

Contact: Stephanie Leon Streeter, Deputy Director, (314) 615-8501

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a **high priority** for the region.

Project Need: North Park is a premier 550-acre business park located east of St. Louis Lambert International Airport at the junction of I-70 and I-170. The development is capable of hosting over 5 million square feet of building area within a Foreign Trade Zone and an Enhanced Enterprise Zone. North Park is the only urban redevelopment project in the nation located at the intersection of two major highways, an international airport, and a university. North Hanley Road, the major corridor serving North Park and other businesses, requires improvements to accommodate existing and future businesses.

Project Description: This project includes phased safety and capacity improvements along Hanley Road from I-70 to Madison Avenue. This two-mile corridor provides direct connections to I-270, I-170, and I-70 and links freight to North Park and other development zones east and west of the airport. The infrastructure improvements include repair and replacement of deteriorated roadway surface to improve drivability and drainage as well as adding a new Superpave wearing surface. The proposed roadway improvements would improve traffic safety and access, increase pedestrian safety, and support local businesses. Design is complete and construction is anticipated to begin in 2019.

Project Impact: North Park partners have invested over \$291 million dollars, creating over 5,000 permanent jobs. Other nearby industrial areas include Aviator Business Park and Hazelwood Logistics Center. Several major corporations are located in North Park including Express Scripts Corporation, Schnucks, SFR, and Vaterott College.



ST LOUIS REGIONAL FREIGHTWAY

Earth City Access Improvements (MO)

Advanced to Construction

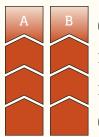
Project Location



Project Aerial



Project Status



Construction

Design

Planning Study

Concept Development

Anticipated Project Funding

(A) The project is funded through construction, \$2.1 million (TIP 6607B-17) is programmed with additional local funding to meet total construction costs.

(B) The project is funded through construction, \$1.75 million is programmed for pavement repairs. Location: Earth City, Missouri

Estimated Cost: \$4.01 million

Owner: St. Louis County Department of Transportation

Contact: Stephanie Leon Streeter, Deputy Director, (314) 615-8501

The St. Louis Regional Freightway conducted a regional needs analysis to identify network constraints. Projects were evaluated based on four primary criteria: safety and security in travel, efficiency impact, multimodal impact, and economic impact. Based on the criteria, the following project addresses regional freight needs and is considered a **high priority** for the region.

Project Need: Earth City is one of the largest industrial areas in the St. Louis region. The site contains numerous industrial facilities as well as office complexes, agricultural land, and entertainment venues. The 12,700-acre site also has approximately nine miles of river frontage along the Missouri River. Many arterial roadways serving the area, with connections to I-70 and I-270, require improvements accommodate existing and future business access and traffic volumes.

Project Impact: Several The Earth City area serves the City of Bridgeton industrial and warehouse district as well as major corporations including UPS, FedEx, Spectrum Brands, Save-A-Lot, and U.S. Cellular.

Project Description (A) St. Charles Rock Road Preservation: This project includes critical preservation of the existing network by resurfacing the 1.3-mile St. Charles Rock Road corridor from Tausig Road to Earth City Expressway (Route 141). Additional intersection improvements to enhance safety and capacity will also be incorporated. Preliminary engineering will be complete in Spring 2018 and construction is anticipated to begin in late 2019. Estimated cost is approximately \$2.26 million. Approximately \$2.1 million is programmed in the STIP (Statewide Transportation Improvement Plan) with additional local funding to meet total construction costs.

Project Description (B) Arterial Roadway Repairs: This project includes additional pavement repairs in the Earth City area. Phase 1 of Rider Trail South is currently under construction. Phase 2 of the remaining arterial roadways will begin construction in late 2018 or early 2019. Approximately \$1.75 million is budgeted for these repairs.

Open Session Item 11(e)
Exhibit B

2019 Multimodal Transportation Project List ST LOUIS REGIONAL FREIGHTWAY

Exhibit B

Advanced to Construction



Merchants Bridge (TRRA) Replacement over the Mississippi River (MO-IL)

Replacement of Terminal Railroad Association 130-year old rail bridge

Freightway's #1 Priority



I-270 Improvements from I-70 (MO) to Illinois Route 111 (MO-IL)

(B) Mississippi River Chain of Rocks bridge replacement (Funded)

(C) I-270 / Illinois Route 111 interchange improvements (Funded)

Highest Priority Project



North Park Access Improvements (MO)

Safety and capacity improvements along Hanley Road from I-70 to Madison Avenue (Funded)



Earth City Access Improvements (MO)

(A) St. Charles Rock Road preservation of 1.3-mile corridor (Funded)

(B) Arterial roadway pavement repairs in Earth City area (Funded)



J.S. McDonnell Connector Access Improvements (MO)

Roadway improvements to enhance truck traffic movements and replace deteriorated rail crossing (Funded)

Partially Programmed for Construction



North Riverfront Commerce Corridor Improvements (MO)

(A) Hall Street and Riverview Drive improvements (Partially Funded)

(B) Branch Street improvements

(C) I-70 westbound off-ramp to North Broadway relocation (Complete)

Highest Priority Project



Illinois Route 3 Access Improvements (IL)

(A) Illinois Route 3 relocation from River Park Drive to Monsanto Avenue

(B) Falling Springs Road / Illinois Route 3 railroad bypass (Partially Funded)

Highest Priority Project



Union Pacific Railroad Lenox Tower Replacement and Track Realignment (IL)

(A) Remove Lenox Rail Tower in Mitchell, Illinois in order to centralize dispatching in Omaha, Nebraska (Partially Funded)

(B) Realign track through interlock



St. Louis Lambert International Airport North Cargo Improvements (MO)

(A) Norfolk Southern railroad spur

(B) Banshee Road reconstruction

(C) McDonnell Boulevard / Airport Road intersection reconstruction

(D) Taxiway V connector (Complete)



America's Central Port Improvements (IL)

(A) Granite City Harbor track revitalization (B) Granite City Harbor general cargo dock revitalization (Funded)

(C) Union Pacific / Kansas City Southern connection through A&K yard

(D) New port entrance at IL-3 (Funded)



2019 Multimodal Transportation Project List ST LOUIS REGIONAL FREIGHTWAY

Concept Development or Planning



I-270 Improvements from I-70 (MO) to Illinois Route 111 (MO-IL)

(A) Improvements and some widening from I-70 to Mississippi River

(C) Widening from Mississippi River to Illinois Route 111

Highest Priority Project



I-70 Improvements from Warrenton to Stan Musial Veterans Memorial Bridge (MO)

(A) Improvements from Wentzville to Stan Musial Veterans Memorial Bridge (40 miles)

(B) Expansion to six lanes from Wentzville to Warrenton (20 miles)

Highest Priority Project



MidAmerica St. Louis Airport Distribution Improvements (IL)

New two-mile rail spur from Norfolk Southern mainline to enable freight rail access for industry on the eastern side of airport



I-64 Improvements from Green Mount Road to Illinois Route 158 (Air Mobility Drive) (IL)

Expansion of I-64 to six lanes as well as other safety and capacity improvements



Kaskaskia Regional Port District Improvements (IL)

(A) Fuel pipeline feasibility study (B) Outbound conveyor upgrade (C) Container-on-barge capacity

(D) Port secondary access

improvements



I-255 / Davis Street Ferry Road Interchange (IL)

New interchange and connecting roadways to serve emerging industrial area near Union Pacific Dupo Intermodal Yard including future grade separation over five rail tracks



I-255 / Fish Lake (Ramsey Road) Interchange (IL)

New interchange to provide additional access to the Union Pacific Dupo Intermodal Yard



St. Louis Lambert International Airport Access Improvements (MO)

(A) Cargo City access analysis (B) Fee Fee Road bridge improvement (C) Gist Road upgrade



Mississippi River Port Development Projects (MO)

(A) Crystal City Port development with access roadway

(B) City of St. Louis south riverfront site preparation

(C) St. Louis County Port development north/south sites



Illinois Route 158 (Air Mobility Drive) Expansion from Route 161 to Route 177 (IL)

One-mile extension of two lanes along a growth corridor near I-64 and MidAmerica St. Louis Airport

From: John M. Nations, President and Chief Executive Officer

Subject: Contract Award: Data and Analysis Consulting Services for St. Louis Regional

Freightway

Disposition: Approval

Presentation: Mary C. Lamie, Executive Director, St. Louis Regional Freightway; Gregory Smith,

Vice President, Procurement & Inventory Management

Objective:

Approval of the Board of Commissioners to award a contract to Aegis Strategies, LLC for Data and Analysis Consulting Services for the St. Louis Regional Freightway.

Committee Disposition:

This item was presented and discussed at the Operations Committee Meeting on August 21, 2018. The Committee voted to recommend that the Board of Commissioners approve the Data and Analysis Consulting Services for the St. Louis Regional Freightway.

Board Policy:

Board Policy Chapter 50, Section 50.010 E1a, Award Authority, The Board of Commissioners shall approve Competitive Negotiation Procurements which exceed \$500,000.

Funding Source:

The funding sources for this project are the Bi-State Development Operating Budget and Illinois Department of Transportation (**IDOT**). The project titled IL/MO-Modeling Freight Flows and Visualizing System Performance will have a total cost of \$720,000 of which, \$576,000 will be covered by the IDOT grant awarded in June 2018, which will leave St. Louis Regional Freightway to cover the remaining balance of the \$144,000 grant match requirement.

Background:

The maturing of the St. Louis Regional Freightway needs analysis capability, requiring collection and assessment of data to characterize movements of freight related shipments within the St. Louis Region. Developing and implementing a pilot project to enhance data collection and analysis capabilities will enhance visualization of rail freight flow traffic and performance within the St. Louis Region linked to agribusiness.

Analysis:

Request for Proposal (**RFP**) 18-RFP-104961-CG was issued on February 6, 2018, seeking proposals to retain a qualified Consulting Firm to provide Data and Analysis Consulting for the St. Louis Regional Freightway. The solicitation was advertised in Bi-State Development iSupplier Portal, Bi-State's web-based communication tool structured to allow bidders / proposers full and open access to view, communicate, and submit bids/proposals on active solicitations.

Proposals were due February 21, 2018; a total of three (3) proposals were received and forwarded to a technical evaluation team for evaluation and scoring. The team was comprised of three (3)

Board of Commissioners Contract Award: Data and Analysis Consulting Services September 28, 2018 Page 2

individuals representing Bi-State Development's St. Louis Regional Freightway and Bi-State Development Research Institute.

The offerors' technical proposal were evaluated based on their responses to the evaluation criteria presented in the solicitation. The technical proposal received 70% of the total score and cost received 30%.

The technical evaluation criteria are shown below in the order of importance:

- 1. Experience
- 2. Capabilities
- 3. Capacity
- 4. Project Understanding
- 5. Project Approach

Cost was evaluated using a pre-established formula whereby the firm with the lowest cost received a maximum score of 150 points. The second and third firm received points based on a formula which assigns points in such a manner that is inversely proportional to increasing cost.

Firm:	Cost	Cost Score	Technical Score	Total
AEGIS STRATEGIC	\$952,025.00	49.91	323.33	373.24
RAIL QUETICA	\$996,000.00 \$316,775.00	47.71 150.00	280.00 173.33	327.71 323.33
Total Possible Points			350.00	500.00
Percentage of Total Points		30%	70%	100%

Following calculation of cost scores, final combined scores were tabulated. The evaluation team determined that the proposal from Aegis provided Bi-State Development with the best value based on being the most advantageous offer, technical, and cost factors considered, the quality of services to be performed, their conformity with the scope of services, and their suitability to the requirement. Aegis's pricing is fair and reasonable compared to the competitive technical and cost proposal received from Strategic Rail. Aegis has provided exceptional creative services to Bi-State Development in the past.

Board of Commissioners Contract Award: Data and Analysis Consulting Services September 28, 2018 Page 3

On March 1, 2018, further negotiations and discussions were conducted with Aegis via a conference call requesting a Best and Final Offer (**BAFO**) and Revised Cost Proposal in order to reach a mutually acceptable price. On August 3, 2018, we received Aegis's Revised Cost Proposal / BAFO in the amount of \$720,000 to include a period of two (2) base years and one (1) option year; which was determined fair and reasonable. The option year will be exercised at the discretion of BSD.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve the award of Contract 18-RFP-104961-CG – Data and Analysis Consulting Services, to Aegis Strategies, LLC in the not-to-exceed amount of \$720,000.

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT APPROVING A CONTRACT WITH AEGIS STRATEGIES LLC FOR DATA ANALYSIS CONSULTING SERVICES FOR THE ST. LOUIS REGIONAL FREIGHTWAY

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency"/"BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the "Compact") to acquire by gift, purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, airports, wharves, docks, harbors, and industrial parks adjacent to and necessary and convenient thereto, bridges, tunnels, warehouses, grain elevators, commodity and other storage facilities, sewage disposal plants, passenger transportation facilities, and air, water, rail, motor vehicle and other terminal or parking facilities; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

Whereas, Board Policy Chapter 50, §50.010(A)(2) and §50.010(E)(1)(a) requires Board approval of all negotiated procurements exceeding \$500,000; and

Whereas, funding for this contract is provided by the BSD operating budget and the Illinois Department of Transportation ("IDOT"). The project titled, IL/MO-Modeling Freight Flows and Visualizing System Performance will have a total cost of \$720,000, of which \$576,000 will be provided by the IDOT grant awarded in June, 2018 and the remaining balance of \$144,000 will be the Freightway grant match; and

Whereas, the mission of the St. Louis Regional Freightway ("Freightway") is to develop and grow the freight industry in the St. Louis region and to optimize the region's freight portfolio. The Freightway will work to initiate and support key public and private infrastructure projects, freight-related investments and land use requirements, in addition to marketing and advocating for the region's freight opportunities, focusing specifically on freight industry elements of pipeline, roadways, rivers, runways and rail; and

Whereas, on February 6, 2018 Solicitation 18-RFP-104961-CG was issued seeking proposals from qualified consulting firms for data analysis consulting services for the St. Louis Region Freightway. The solicitation was advertised in the BSD iSupplier Portal, the BSD web-based procurement channel; and

Whereas, a total of three proposals were received and forwarded to the technical evaluation team for evaluation and scoring. The evaluation requirements included: experience, capabilities, capacity, project understanding, and project approach; and

Whereas, the evaluation team determined that the proposal from Aegis Strategies LLC provided the best value and the most advantageous offer and was awarded a two (2) base years and one (1) option year contract in a not to exceed amount of \$720,000 for data and analysis consulting services for the St. Louis Regional Freightway; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve an award to Aegis Strategies LLC for a two (2) base years and one (1) option year contract in a not to exceed amount of

\$720,000, for data and analysis consulting services for the St. Louis Regional Freightway, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

- Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.
- Approval of the Contract. The Board of Commissioners hereby approves the award to Section 2. Aegis Strategies LLC for a two (2) base years and one (1) option year contract in a not to exceed amount of \$720,000, for data and analysis consulting services for the St. Louis Regional Freightway, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.
- Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.
- Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.
- Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon Section 5. any person or entity other than the Agency and Aegis Strategies LLC.
 - Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.
- No Personal Liability. No member of the Board of Commissioners, officer, employee or Section 7. agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.
- Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.
- Effective Date. This Resolution shall be in full force and effect from and after its passage Section 9. and approval.
- **ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 28th day of September, 2018.
- In Witness Whereof, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT

I	Ву
	Γitle
[SEAL]	
ATTEST:	
By	

Open Session Item 13



QUARTERLY FINANCIAL STATEMENTS

Fourth Quarter

Ending June 30, 2018





To:

John M. Nations

President and Chief Executive Officer

From:

Mark G. Vago

Senior Vice President Finance and CFO

Date:

August 2, 2018

Subject:

Bi-State Development Financial Statements – June 2018

Enclosed is the financial statement package for June 30, 2018. Results, including the analysis and financial position, are provided by operating unit. These results are *unaudited* and subject to change. The financial statements presented are not prepared in conformity with U.S. Generally Accepted Accounting Principles (U.S. GAAP). A U.S. GAAP presentation would include, among other things, revenue and expenses identified as operating or non-operating and segregated accordingly, depreciation shown as an operating expense; full disclosure of all material financial and non-financial events with accompanying footnote disclosures; and a Management Discussion and Analysis (MD&A) section.

A summary of all Bi-State Development (BSD) business divisions and the self-insurance divisions indicate that the combined entity has assets of \$1.4 billion and a net loss before depreciation of \$5.0 million for the twelve months ending June 30, 2018. When analyzing BSD's financial position, the primary focus is on income before depreciation. The majority of the capital program is funded through Federal grants - not profits from operations; therefore, depreciation is not funded. Net loss after depreciation is \$84.4 million. The BSD combined financials are reflected on pages 3-5.

A combining schedule of all business divisions can be viewed on pages 6-8. Within the complete package, each Bi-State Development entity has a comprehensive financial section including Financial Highlights, Statement of Financial Position, Statement of Activities, Detail Schedule of Wages and Benefits, Cash Receipts and Disbursement Schedule, Statement of Cash Flows, and Capital Expenditures for active projects as applicable. These sections are designed to give the reader a comprehensive understanding of the financial operation of each entity.

Table 1 below summarizes BSD Combined Income (Loss) before Depreciation by entity. For the twelve months ended June 30, 2018, BSD has a net loss before depreciation of \$5.0 million compared to a budgeted loss of \$4.2 million for an unfavorable variance of \$.8 million. Metro and the Gateway Arch Tram represent most of BSD's income before depreciation.

Table 1
BSD Combined Net Income (Loss) before Depreciation and Transfers

	Year-to-Date										
		Actual		Budget	ı	Prior Year		\$ Var Bgt	\$	Var Prior Yr	
Enterprise Funds											
Executive Services	\$	322,860	\$	391,888	\$	333,132	\$	(69,028)	\$	(10,272)	
Gateway Arch Tram		1,134,366		1,525,167		(228,119)		(390,801)		1,362,485	
Metro		590,335		(3,891,337)		9,197,517		4,481,672		(8,607,182)	
St. Louis Downtown Airport		107,892		23,165		(240,003)		84,727		347,895	
Riverfront Attractions		446,691		362,626		343,840		84,065		102,851	
St. Louis Regional Freightway		(752,831)		(717,902)		(497,543)		(34,929)		(255,288)	
BSD Research Institute		153,065		(51,960)		116,424		205,025		36,641	
Arts In Transit, Inc.		16,579		(51,250)		39,121		67,829		(22,542)	
Total Enterprise Funds	\$	2,018,957	\$	(2,409,603)	\$	9,064,369	\$	4,428,560	\$	(7,045,412)	
Self-Insurance Funds											
Health		(7,104,194)		-		(1,879,857)		(7,104,194)		(5,224,337)	
Casualty		(492,124)		(590,138)		847,372		98,014		(1,339,496)	
Workers' Compensation		548,383		(1,178,026)		(138,785)		1,726,409		687,168	
Total Self-Insurance Funds	\$	(7,047,935)	\$	(1,768,164)	\$	(1,171,270)	\$	(5,279,771)	\$	(5,876,665)	
Total Government Wide	\$	(5,028,978)	\$	(4,177,767)	\$	7,893,099	\$	(851,211)	\$	(12,922,077)	

Table 2 takes into account the impact of depreciation on the financial position of all enterprises resulting in a cumulative \$84.4 million loss.

Table 2
BSD Combined Net Income (Loss)

	Year-to-Date									
		Actual		Budget		Prior Year		\$ Var Bgt	\$	Var Prior Yr
Enterprise Funds										
Executive Services	\$	322,860	\$	389,947	\$	332,449	\$	(67,087)	\$	(9,589)
Gateway Arch Tram		399,311		1,373,293		(487,317)		(973,982)		886,628
Metro		(77,724,121)		(79, 157, 721)		(66,036,569)		1,433,600		(11,687,552)
St. Louis Downtown Airport		(1,250,549)		(1,539,212)		(1,718,458)		288,663		467,909
Riverfront Attractions		191,148		47,214		85,534		143,934		105,614
St. Louis Regional Freightway		(753,331)		(717,902)		(497,543)		(35,429)		(255,788)
BSD Research Institute		148,115		(51,960)		116,424		200,075		31,691
Arts In Transit, Inc.		16,579		(51,250)		39,121		67,829		(22,542)
Total Enterprise Funds	\$	(78,649,988)	\$	(79,707,591)	\$	(68, 166, 359)	\$	1,057,603	\$	(10,483,629)
Self-Insurance Funds										
Health		(7,104,194)		-		(1,879,857)		(7,104,194)		(5,224,337)
Casualty		73,324		-		1,421,315		73,324		(1,347,991)
Workers' Compensation		1,323,875		-		223,449		1,323,875		1,100,426
Total Self-Insurance Funds	\$	(5,706,995)	\$	-	\$	(235,093)	\$	(5,706,995)	\$	(5,471,902)
Total Government Wide	\$	(84,356,983)	\$	(79,707,591)	\$	(68,401,452)	\$	(4,649,392)	\$	(15,955,531)

The Finance Division is available for any questions concerning the June 30, 2018 financial report. Thank you.

COMBINED FINANCIALS















Combined Financials

BSD	Combined	Statement of Financial Position	3
BSD	Combined	Statement of Activities	5

BU170731

Bi-State Development Agency of the Missouri-Illinois Metropolitan District Bi-State Development Combined Quarterly Statement of Financial Position June 30, 2018

(unaudited)

	Business Divisions Total		Self-Insurance Divisions Total	Total	Eliminations	Bi-	State Development Combined Total
Assets							
Current assets							
Cash	\$ 106,076,0	94 \$	21,174,802	\$ 127,250,896	\$ -	\$	127,250,896
Investments	131,903,1	00	-	131,903,100	-		131,903,100
Accounts and notes receivable	3,365,1	04	54,650	3,419,754	-		3,419,754
Interfund accounts receivable		-	4,133,053	4,133,053	(4,133,053)		-
Restricted accounts receivable	999,4	76	-	999,476	-		999,476
Federal, state and local							
assistance receivable	36,614,6	11	-	36,614,611	-		36,614,611
Materials and supplies inventory	8,672,2	42	-	8,672,242	-		8,672,242
Other current assets	4,790,0		12,339	 4,802,372	 _		4,802,372
Total current assets	292,420,6	60	25,374,844	 317,795,504	 (4,133,053)		313,662,451
Capital assets							
Capital assets - motorbus	424,767,4	31	-	424,767,431	-		424,767,431
Capital assets - paratransit	19,854,1	57	-	19,854,157	-		19,854,157
Capital assets - lightrail	1,610,861,5	27	-	1,610,861,527	-		1,610,861,527
Capital assets	72,570,3	70	-	72,570,370	-		72,570,370
Total capital assets	2,128,053,4	85	-	2,128,053,485	-		2,128,053,485
Accumulated depreciation	(1,291,722,4	17)	<u> </u>	(1,291,722,417)	-		(1,291,722,417)
Total capital assets, net	836,331,0	68	-	836,331,068	-		836,331,068
Land	100,601,7	28	-	100,601,728	-		100,601,728
Construction-in-process	23,082,6		-	23,082,634	-		23,082,634
Total capital assets	960,015,4	30	-	960,015,430	-		960,015,430
Non-current assets							
Restricted investments	110,822,9	45	-	110,822,945	-		110,822,945
Deferred charges	69,0	93	-	69,093	-		69,093
Other non-current assets, net amort	107,8		<u>-</u>	 107,835			107,835
Total non-current assets	110,999,8		-	110,999,873	-		110,999,873
Total assets	1,363,435,9	63	25,374,844	 1,388,810,807	 (4,133,053)		1,384,677,754
Deferred outflow of resources							
Deferred pension loss	13,376,3	40	-	13,376,340	-		13,376,340
Deferred pension expense	2,279,2	98	-	2,279,298	-		2,279,298
Deferred unfunded OPEB loss	8,344,7	52	-	8,344,752	-		8,344,752
Deferred loss on debt refunding	2,388,6	40	-	2,388,640	-		2,388,640
Total deferred outflow of resources	26,389,0		-	26,389,030	-		26,389,030
Total	\$ 1,389,824,9	93 \$	25,374,844	\$ 1,415,199,837	\$ (4,133,053)	\$	1,411,066,784

Bi-State Development Agency of the Missouri-Illinois Metropolitan District Bi-State Development Combined Quarterly Statement of Financial Position June 30, 2018

(unaudited)

	Business Divisions Total		Self-Insurance Divisions Total	Total	Eliminations	Bi-	State Development Combined Total
Liabilities							
Current liabilities							
Accounts payable	\$ 5,363,772	\$	408,017	\$ 5,771,789	\$ -	\$	5,771,789
Interfund accounts payable	(8,090,961)		12,224,014	4,133,053	(4,133,053)		-
Accrued expenses	19,312,255		110,200	19,422,455	=		19,422,455
Other current liabilities	 40,119,674		=	 40,119,674	 -		40,119,674
Total current liabilities	 56,704,740		12,742,231	69,446,971	 (4,133,053)		65,313,918
Current liab payable from restricted assets							
Accounts payable and retention	1,188,062		-	1,188,062	-		1,188,062
Accrued interest payable	5,161,499		-	5,161,499	-		5,161,499
Short-term self-insurance	140,487		7,296,054	7,436,541	-		7,436,541
Medical self-insurance liability	-		2,428,000	2,428,000	-		2,428,000
Current portion of long-term debt	 9,189,693		-	 9,189,693	-		9,189,693
Total current liabilities payable							
from restricted assets	 15,679,741		9,724,054	 25,403,795	 -		25,403,795
Total current liabilities	 72,384,481		22,466,285	 94,850,766	 (4,133,053)		90,717,713
Non-current liabilities							
Other post-employment benefits	65,850,358		359,965	66,210,323	-		66,210,323
Long-term self-insurance	287,216		8,286,700	8,573,916	-		8,573,916
Long-term debt	531,095,524		-	531,095,524	-		531,095,524
Capital lease obligations	110,822,946		-	110,822,946	-		110,822,946
Unfunded pension liabilities	98,831,533		261,867	99,093,400	=		99,093,400
Other non-current liabilities	 6,212,083		=	 6,212,083	 -		6,212,083
Total non-current liabilities	 813,099,660		8,908,532	 822,008,192	-		822,008,192
Total liabilities	 885,484,141		31,374,817	 916,858,958	 (4,133,053)		912,725,905
Deferred Inflow of Resources							
Deferred gain on hedging instruments	3,468,280		-	3,468,280	-		3,468,280
Deferred pension gain 788 ATU and clerical	4,139,064		-	4,139,064	-		4,139,064
Deferred pension gain IBEW	97,380		-	97,380	-		97,380
Deferred pension gain salaried	1,078,495		-	1,078,495	=		1,078,495
Total deferred inflow of resources	8,783,219		-	8,783,219	-		8,783,219
Net Position	_			_	_		
Net position - capital investments	484,754,368		_	484,754,368	_		484,754,368
Net position	89,453,753		(292,978)	89,160,775	_		89,160,775
Net income (loss)	(78,650,488)		(5,706,995)	(84,357,483)	-		(84,357,483)
Total net position	 495,557,633	_	(5,999,973)	489,557,660			489,557,660
Total	\$ 1,389,824,993	\$	25,374,844	\$ 1,415,199,837	\$ (4,133,053)	\$	1,411,066,784
	 	_					

Bi-State Development Agency of the Missouri-Illinois Metropolitan District Bi-State Development Combined

Statement of Activities

For the Twelve Months Ended June 30, 2018

(unaudited)

_		Business Divisions Total		Self-Insurance Divisions Total		Total		Eliminations		Bi-State Development Combined Total	
Revenue											
Passenger and service revenues	\$	54,025,224	\$	_	\$	54,025,224	\$	-	\$	54,025,224	
Partnership fees	Ψ	100,000	*	_	•	100,000	Ψ	-	•	100,000	
City of St. Louis		35,523,817		-		35,523,817		_		35,523,817	
St. Louis County		138,628,796		-		138,628,796		_		138,628,796	
St. Clair County Transit District		53,464,388		-		53,464,388		_		53,464,388	
State of Missouri and Illinois		732,865		-		732,865		_		732,865	
Federal funding		18,145,156		-		18,145,156		_		18,145,156	
Other local/regional funding		480,894		-		480,894		_		480,894	
Not-for-profit		319,762		-		319,762		-		319,762	
Contributions		-		-		-		_		· -	
Advertising, maint services, rental income		7,697,319		-		7,697,319		_		7,697,319	
Interest income		9,893,262		175,481		10,068,743		_		10,068,743	
Other operating revenue		351,960		-		351,960		-		351,960	
Charges for services		-		43,811,389		43,811,389		(36,757,225)		7,054,164	
Total revenue		319,363,443		43,986,870		363,350,313		(36,757,225)		326,593,088	
_				_							
Expense		000 000 000		4 700 450		004.040.540				004.040.540	
Wages and benefits		202,283,088		1,760,458		204,043,546		-		204,043,546	
Services		31,558,180		256,196		31,814,376		-		31,814,376	
Fuel and lube consumed		10,384,442				10,384,442		-		10,384,442	
Materials and supplies		25,103,001		23,754		25,126,755		-		25,126,755	
Utilities		7,401,790		6,539		7,408,329		-		7,408,329	
Casualty and liability costs		6,969,987		1,027,911		7,997,898		-		7,997,898	
Other expenses		5,040,066		436,865		5,476,931		-		5,476,931	
Interest expense		25,738,691		-		25,738,691		-		25,738,691	
Unrealized gain (loss) on investments		(464,701)		-		(464,701)		-		(464,701)	
Contribution to outside entities		2,201,579		-		2,201,579		-		2,201,579	
Other non-operating expense		1,128,363				1,128,363		· · · · · · · · · · · · · · · · · · ·		1,128,363	
Claims paid and insurance administrative costs				47,523,082		47,523,082		(36,757,225)		10,765,857	
Total expense		317,344,486		51,034,805		368,379,291		(36,757,225)		331,622,067	
Income (loss) before depreciation		2,018,957		(7,047,935)		(5,028,978)		-		(5,028,978)	
Depreciation and amortization expense		79,328,005		<u> </u>		79,328,005		<u>-</u>		79,328,005	
Net income (loss) before transfers		(77,309,048)		(7,047,935)		(84,356,983)		-		(84,356,983)	
Net transfers in (out)		(1,340,940)		1,340,940						<u> </u>	
Net income (loss)	\$	(78,649,988)	\$	(5,706,995)	\$	(84,356,983)	\$	-	\$	(84,356,983)	

BUSINESS DIVISIONS















Business Divisions

Business Divisions	Statement of Financial Position	 	6
Business Divisions	Statement of Activities		8

BU170731

Bi-State Development Agency of the Missouri-Illinois Metropolitan District **Business Divisions**

Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Executive Services	Gateway Arch Tram	Riverfront Attractions	St. Louis Downtown Airport	Metro	St. Louis Regional Freightway	Bi-State Development Research Inst.	Arts In Transit, Inc.	Totals	Interfund Eliminations	Totals After Eliminations
Assets	'										
Current assets											
Cash	\$ 3,783,084	\$ 12,971,482	\$ 217,545	\$ 1,752,812		\$ 23,897	\$ 83,287	\$ 71,066	\$ 106,076,094	\$ -	\$ 106,076,094
Investments	-	-	-	-	131,903,100	-	-	-	131,903,100	-	131,903,100
Accounts and notes receivable	110,772	29,215	14,641	68,991	3,129,230	4,755	-	8,000	3,365,604	-	3,365,604
Interfund accounts receivable	2,790,098	3,709,831	307,500	5,195	12,511,343	-	-	-	19,323,967	(19,323,967)	-
Restricted accounts receivable	-	-	-	-	999,476	-	-	-	999,476	-	999,476
Federal, state and local											
assistance receivable	-	11,378	-	-	36,603,233	-	-	-	36,614,611	-	36,614,611
Materials and supplies inventory	-	-	44,374	65,457	8,562,411	-	-	-	8,672,242	-	8,672,242
Other current assets	2,924	34,923			4,692,186		60,000		4,790,033		4,790,033
Total current assets	6,686,878	16,756,829	584,060	1,892,455	285,573,900	28,652	143,287	79,066	311,745,127	(19,323,967)	292,421,160
Capital assets											
Capital assets - motorbus	-	-	-	-	424,767,431	-	-	-	424,767,431	-	424,767,431
Capital assets - paratransit	-	-	-	-	19,854,157	-	-	-	19,854,157	-	19,854,157
Capital assets - lightrail	-	-	-	-	1,610,861,527	-	-	-	1,610,861,527	-	1,610,861,527
Capital assets		17,059,509	5,109,041	50,138,570			263,250		72,570,370		72,570,370
Total capital assets	-	17,059,509	5,109,041	50,138,570	2,055,483,115	-	263,250	-	2,128,053,485	-	2,128,053,485
Accumulated depreciation		(7,587,262)	(4,001,950)	(35,850,382)	(1,244,282,823)				(1,291,722,417)		(1,291,722,417)
Total capital assets, net	-	9,472,247	1,107,091	14,288,188	811,200,292	-	263,250	-	836,331,068	-	836,331,068
Land	_	-	-	4,542,564	96,059,164	-	-	-	100,601,728	-	100,601,728
Construction-in-process	-	240,649	-	135,180	22,706,805	_	-	-	23,082,634	_	23,082,634
Total capital assets	-	9,712,896	1,107,091	18,965,932	929,966,261		263,250	-	960,015,430		960,015,430
Non-current assets											
Restricted investments	-	-	-	-	110,822,945	-	-	-	110,822,945	_	110,822,945
Deferred charges	-	-	-	69,093	-	-	-	-	69,093	-	69,093
Other non-current assets, net amort	-	-	-	· •	107,835	-	-	-	107,835	-	107,835
Total non-current assets	-		-	69,093	110,930,780	-	-	-	110,999,873	-	110,999,873
Total assets	6,686,878	26,469,725	1,691,151	20,927,480	1,326,470,941	28,652	406,537	79,066	1,382,760,430	(19,323,967)	1,363,436,463
Deferred outflow of resources											
Deferred pension loss	-	-	-	-	13,376,340	-	-	-	13,376,340	-	13,376,340
Deferred pension expense	-	-	-	-	2,279,298	-	-	-	2,279,298	-	2,279,298
Deferred unfunded OPEB loss	-	-	-	-	8,344,752	-	-	-	8,344,752	-	8,344,752
Deferred loss on debt refunding		·			2,388,640		. <u> </u>		2,388,640		2,388,640
Total deferred outflow of resources	-	-	-	-	26,389,030			-	26,389,030	- (10.000.55=)	26,389,030
Total	\$ 6,686,878	\$ 26,469,725	\$ 1,691,151	\$ 20,927,480	\$ 1,352,859,971	\$ 28,652	\$ 406,537	\$ 79,066	\$ 1,409,149,460	\$ (19,323,967)	\$ 1,389,825,493

Bi-State Development Agency of the Missouri-Illinois Metropolitan District **Business Divisions**

Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Executive Services	Gateway Arch Tram	Riverfront Attractions	St. Louis Downtown Airport	Metro	St. Louis Regional Freightway	Bi-State Development Research Inst.	Arts In Transit, Inc.	Totals	Interfund Eliminations	Totals After Eliminations
Liabilities											
Current liabilities											
Accounts payable	\$ 143,729	\$ 498,992	\$ 39,870	. ,	\$ 4,643,596		\$ -	\$ -	\$ 5,363,772		\$ 5,363,772
Interfund accounts payable	603,257	3,855,529	1,165,843	285,955	3,916,240	1,383,766	21,624	792	11,233,006	(19,323,967)	(8,090,961)
Accrued expenses	268,800	74,500	109,000	72,700	18,772,355	14,900	-	-	19,312,255	-	19,312,255
Other current liabilities		981,079	84,946	4,140	38,958,206	10,055	81,248		40,119,674		40,119,674
Total current liabilities	1,015,786	5,410,100	1,399,659	375,372	66,290,397	1,433,729	102,872	792	76,028,707	(19,323,967)	56,704,740
Current liab payable from restricted assets											
Accounts payable and retention	-	264,877	-	-	923,185	-	-	-	1,188,062	-	1,188,062
Accrued interest payable	-	24,615	-	-	5,136,884	-	-	-	5,161,499	-	5,161,499
Short-term insurance	-	-	-	-	140,487	-	-	-	140,487	-	140,487
Current portion of long-term debt		159,693			9,030,000				9,189,693		9,189,693
Total current liabilities payable											
from restricted assets		449,185			15,230,556				15,679,741		15,679,741
Total current liabilities	1,015,786	5,859,285	1,399,659	375,372	81,520,953	1,433,729	102,872	792	91,708,448	(19,323,967)	72,384,481
Non-current liabilities											
Other post-employment benefits	892,268	-	308,979	347,222	64,167,915	133,974	-	-	65,850,358	-	65,850,358
Long-term insurance	-	-	-	-	287,216	-	-	-	287,216	-	287,216
Long-term debt	-	7,195,353	-	-	523,900,171	-	-	-	531,095,524	-	531,095,524
Capital lease obligations	-	-	-	-	110,822,946	-	-	-	110,822,946	-	110,822,946
Unfunded pension liabilities	191,121	56,889	281,766	57,516	98,239,149	5,092	-	-	98,831,533	-	98,831,533
Other non-current liabilities					6,212,083				6,212,083		6,212,083
Total non-current liabilities	1,083,389	7,252,242	590,745	404,738	803,629,480	139,066			813,099,660		813,099,660
Total liabilities	2,099,175	13,111,527	1,990,404	780,110	885,150,433	1,572,795	102,872	792	904,808,108	(19,323,967)	885,484,141
Deferred Inflow of Resources											
Deferred gain on hedging instruments	-	-	-	-	3,468,280	-	-	-	3,468,280	-	3,468,280
Deferred pension gain 788 ATU and clerica	-	-	-	-	4,139,064	-	-	-	4,139,064	-	4,139,064
Deferred pension gain IBEW	-	-	-	-	97,380	-	-	-	97,380	-	97,380
Deferred pension gain salaried					1,078,495				1,078,495		1,078,495
Total deferred inflow of resources	-				8,783,219	-			8,783,219		8,783,219
Net Position											
Net position - capital investments	-	15,027,607	1,107,091	18,965,932	449,653,738	-	-	-	484,754,368	-	484,754,368
Net position - unrestricted	4,264,843	(2,068,720)	(1,597,492)	2,431,987	86,996,702	(790,812)	155,550	61,695	89,453,753	-	89,453,753
Net income (loss)	322,860	399,311	191,148	(1,250,549)	(77,724,121)	(753,331)	148,115	16,579	(78,649,988)	-	(78,649,988)
Total net position	4,587,703	13,358,198	(299,253)	20,147,370	458,926,319	(1,544,143)	303,665	78,274	495,558,133		495,558,133
Total	\$ 6,686,878	\$ 26,469,725	\$ 1,691,151	\$ 20,927,480	\$ 1,352,859,971	\$ 28,652	\$ 406,537	\$ 79,066	\$ 1,409,149,460	\$ (19,323,967)	\$ 1,389,825,493

Bi-State Development Agency of the Missouri-Illinois Metropolitan District Business Divisions

Combining Statement of Activities by Business Division For the Twelve Months Ended June 30, 2018

(unaudited)

	Executive Services	Gateway Arch Tram	Riverfront Attractions	St. Louis Downtown Airport	Metro	St. Louis Regional Freightway	Bi-State Development Research Inst.	Arts In Transit, Inc.	Totals	Eliminations	Totals After Eliminations
_											
Revenue Passenger and service revenues	\$ -	\$ 7.981.286	\$ 2,906,640	\$ 1,383,406	\$ 41,833,696	•	\$ -	\$ -	\$ 54,105,028	\$ (79,804)	\$ 54,025,224
Interfund administrative fees	3,740,848	\$ 7,901,200 -	\$ 2,900,640	\$ 1,303,406 -	\$ 41,033,090	J -	Φ -	5 -	3,740,848	(3,740,848)	\$ 54,025,224
Partnership fees	-	_	_	_	_	100,000	_	_	100,000	(0,7-10,0-10)	100,000
City of St. Louis	-	_	_	_	35,523,817	-	-	_	35,523,817	-	35,523,817
St. Louis County	-	-	_	_	138,628,796	-	-	_	138,628,796	-	138,628,796
St. Clair County Transit District	-	-	-	-	53,464,388	-	-	-	53,464,388	-	53,464,388
State of Missouri and Illinois	-	-	-	-	732,865	-	-	-	732,865	-	732,865
Federal funding	-	-	-	-	18,145,156	-	-	-	18,145,156	-	18,145,156
Other local/regional funding	-	-	-	-	480,894	-	-	-	480,894	-	480,894
Not-for-profit	-	-	-	-	-	-	278,512	41,250	319,762	-	319,762
Contributions	-	-	-	-	-	-	195,116	218,685	413,801	(413,801)	-
Advertising, maint services, rental income	148,681	12,906	128,594	128,958	7,219,555	58,625	-	-	7,697,319	-	7,697,319
Interest income	43,883	110,181	-	10,400	9,728,694	104	-	-	9,893,262	-	9,893,262
Other operating revenue	330,557	(125,141)	947	143,026	-	-	2,571	-	351,960	-	351,960
Total revenue	4,263,969	7,979,232	3,036,181	1,665,790	305,757,861	158,729	476,199	259,935	323,597,896	(4,234,453)	319,363,443
Expense											
Wages and benefits	2,748,064	2,048,556	1,377,050	900,600	194,824,853	377,655	148,101	129,750	202,554,629	(271,541)	202,283,088
Services	855,163	1,028,719	256,751	179,601	28,690,077	399,458	124,203	43,710	31,577,682	(19,502)	31,558,180
Fuel and lube consumed	-	-	51,636	10,615	10,322,191	-	-	-	10,384,442	-	10,384,442
Materials and supplies	15,409	320,870	522,498	94,132	24,146,770	2,076	1,704	1,148	25,104,607	(1,606)	25,103,001
Utilities	3,034	26,621	98,456	202,123	7,070,562	2,070	1,247	572	7,402,615	(825)	7,401,790
Casualty and liability costs	3,034	(44,526)	141,693	50,797	6,822,023	_	1,247	372	6,969,987	(023)	6,969,987
	240 420	,					47.070	CO 47C		(2.040.070)	
Other expenses	319,439	2,108,733	141,406	120,030	6,043,011	132,371	47,879	68,176	8,981,045	(3,940,979)	5,040,066
Interest expense	-	299,503	-	-	25,439,188	-	-	-	25,738,691	-	25,738,691
Unrealized gain (loss) on investments	-		-	-	(464,701)	-	-	-	(464,701)	-	(464,701)
Contribution to outside entities	-	942,724	-	-	1,258,855	-	-	-	2,201,579	-	2,201,579
Other non-operating expense		113,666			1,014,697	-			1,128,363		1,128,363
Total expense	3,941,109	6,844,866	2,589,490	1,557,898	305,167,526	911,560	323,134	243,356	321,578,939	(4,234,453)	317,344,486
Income (loss) before depreciation	322,860	1,134,366	446,691	107,892	590,335	(752,831)	153,065	16,579	2,018,957	-	2,018,957
Depreciation and amortization expense		729,097	255,543	1,358,441	76,979,974		4,950		79,328,005		79,328,005
Net income (loss) before transfers	322,860	405,269	191,148	(1,250,549)	(76,389,639)	(752,831)	148,115	16,579	(77,309,048)	-	(77,309,048)
Net transfers in (out)		(5,958)			(1,334,482)	(500)	<u> </u>	<u> </u>	(1,340,940)		(1,340,940)
Net income (loss)	\$ 322,860	\$ 399,311	\$ 191,148	\$ (1,250,549)	\$ (77,724,121)	\$ (753,331)	\$ 148,115	\$ 16,579	\$ (78,649,988)	\$ -	\$ (78,649,988)

EXECUTIVE SERVICES















Executive Services

Financial Highlights
Statement of Financial Position11
Statement of Activities13
Schedule of Wages & Benefits
Cash Receipts and Disbursement Schedule
Statement of Cash Flows
Capital Expenditures for Active Projects

BU170731



Executive Services

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Fast Facts

Executive Services is a service company supporting all Bi-State Development operating units.

In April 2018 the Madison County Board and Chairman Kurt Prenzler approved the appointment of Derrick Keith Cox to the Bi-State Development Board of Commissioners replacing Commissioner David Dietzel, whose term has expired. Mr. Cox currently serves as a trustee for Collinsville Township in Illinois.

On June 5, 2018 it was announced that John Nations, President & Chief Executive Officer of Bi-State Development, had informed the Board of Commissioners of his intention to leave the organization, effective this fall. Nations said he is announcing his intentions now because he wants the Board to have sufficient time to find a successor as well as ensure a smooth transition. He has been President & Chief Executive Officer since 2010.

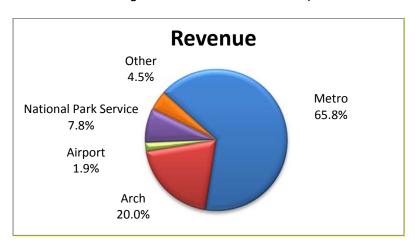
Missouri Governor Mike Parson appointed Rose Windmiller to the Bi-State Development Board of Commissioners. Windmiller's appointment fills the current vacancy on the Board of Commissioners.

Financial Data

Income before depreciation is \$322.9 thousand and 3.1% less than the prior year. Revenues are up 11.8% and expenses are up 13.3%, compared to fiscal year 2017.

Total revenue includes the management fee assessments to Bi-State Development business units and the National Park Service. Total revenue is \$4.3 million, an increase from last year's total. Metro transit's management fee is assessed on a percent of Executive Services total operating expense.

Other operating revenue includes revenue and expenses for the annual meeting held in the second fiscal quarter.



Total expense is \$3.9 million compared to \$3.5 million in FY 2017.

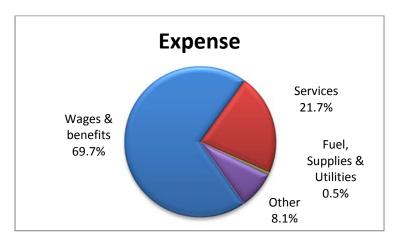
Wages and benefits are 9.0% greater than fiscal year 2017 and 0.01% less than budget, due to a year over year increase in personnel.

Executive Services

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Services are 31.1% greater than fiscal year 2017 and 19.8% less than budget. An increase in auditor fees and consulting fees contribute to the increase from prior fiscal year.

Other expenses are 16.3% higher than fiscal year 2017.



Executive Services Quarterly Statement of Financial Position June 30, 2018 (unaudited)

			Current		Prior Year						
	Current Period		Prior Period		Dollar Change	Percent Change		Prior Year	Dollar Change		Percent Change
Assets			 _								
Current assets											
Cash	\$	3,783,084	\$ 3,384,509	\$	398,575	11.8	\$	5,822,264	\$	(2,039,180)	(35.0)
Accounts and notes receivable		110,772	49,321		61,451	124.6		75,369		35,403	47.0
Interfund accounts receivable		2,790,098	2,752,544		37,554	1.4		1,458,532		1,331,566	91.3
Other current assets		2,924	 21,751		(18,827)	(86.6)		60,454		(57,530)	(95.2)
Total current assets		6,686,878	 6,208,125		478,753	7.7		7,416,619		(729,741)	(9.8)
Capital assets											
Capital assets		-	23,883		(23,883)	(100.0)		23,883		(23,883)	(100.0)
Accumulated depreciation			 (23,883)		23,883	100.0		(23,883)		23,883	100.0
Total assets		6,686,878	 6,208,125		478,753	7.7		7,416,619		(729,741)	(9.8)
Total	\$	6,686,878	\$ 6,208,125	\$	478,753	7.7	\$	7,416,619	\$	(729,741)	(9.8)

Executive Services Quarterly Statement of Financial Position June 30, 2018 (unaudited)

				Current	Prior Year							
		Current Period		Prior Period		Dollar Change	Percent Change		Prior Year		Dollar Change	Percent Change
Liabilities												
Current liabilities	•	440.700	•	100.000	•	10.701	45.0	•	440.540	•	4.400	0.0
Accounts payable Interfund accounts payable	\$	143,729 603,257	\$	123,998 297,353	\$	19,731 305,904	15.9 102.9	\$	142,546 1,620,249	\$	1,183 (1,016,992)	0.8 (62.8)
Accrued expenses		268,800		268,800		-	-		268,800		(1,010,002)	(02.0)
Other current liabilities				2,500		(2,500)	(100.0)		22,500		(22,500)	(100.0)
Total current liabilities		1,015,786		692,651		323,135	46.7		2,054,095		(1,038,309)	(50.5)
Non-current liabilities												
Other post-employment benefits		892,268		922,572		(30,304)	(3.3)		906,558		(14,290)	(1.6)
Unfunded pension liabilities		191,121		191,121			-		191,121		-	-
Total non-current liabilities		1,083,389		1,113,693		(30,304)	(2.7)		1,097,679		(14,290)	(1.3)
Total liabilities		2,099,175		1,806,344		292,831	16.2		3,151,774		(1,052,599)	(33.4)
Net Position												
Net position - capital investments		-		-		-	n/a		300		(300)	(100.0)
Net position		4,264,843		4,264,843		-			3,932,096		332,747	8.5
Net income (loss)		322,860		136,938		185,922	135.8		332,449		(9,589)	(2.9)
Total net position		4,587,703		4,401,781		185,922	4.2		4,264,845		322,858	7.6
Total	\$	6,686,878	\$	6,208,125	\$	478,753	7.7	\$	7,416,619	\$	(729,741)	(9.8)

Executive Services Statement of Activities For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date							
			\$ Favorable	% Fav				\$ Favorable	% Fav				
	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year			
Revenue													
Admin fees - Transit	\$ 682,609	\$ 792,941	\$ (110,332)	(13.9)	\$ 694,993	\$ 2,808,000	\$ 3,171,763	\$ (363,763)	(11.5)	\$ 2,672,175			
Admin fees - Gateway Arch	314,270	338,687	(24,417)	(7.2)	163,008	850,952	940,498	(89,546)	(9.5)	600,010			
Admin fees - Airport	20,704	21,670	(966)	(4.5)	20,599	81,896	86,680	(4,784)	(5.5)	78,849			
National Park Service management fee	105,351	106,865	(1,514)	(1.4)	66,498	330,557	327,545	3,012	0.9	226,097			
Other operating revenue	· -	23,324	(23,324)	(100.0)	3,375	148,681	93,296	55,385	59.4	213,038			
Other revenue	-	-	-	. ,	· -	· -	, -	, -	-	7,027			
Service fee revenue	-	-	-	-	118	-	-	-	-	· -			
Interest income	12,857	281	12,576	4,475.4	7,987	43,883	1,125	42,758	3,800.7	14,167			
Total revenue	1,135,791	1,283,768	(147,977)	(11.5)	956,578	4,263,969	4,620,907	(356,938)	(7.7)	3,811,363			
Expense													
Wages and benefits 1	693,159	686,003	(7,156)	(1.0)	692,506	2,748,064	2,748,301	237	-	2,520,123			
Services	168,294	260,378	92,084	35.4	89,973	855,163	1,065,963	210,800	19.8	652,180			
Materials and supplies	4,094	13,924	9,830	70.6	6,291	15,409	31,737	16,328	51.4	21,944			
Utilities	701	2,171	1,470	67.7	951	3,034	8,685	5,651	65.1	4,242			
Casualty and liability costs	-	-	· -	-	-	-	-	-	-	5,000			
Other expenses	83,621	92,847	9,226	9.9	52,268	319,439	374,333	54,894	14.7	274,742			
Other non-operating expense	-	-	-	-	1,973	-	-	-	-	-			
Total expense	949,869	1,055,323	105,454	10.0	843,962	3,941,109	4,229,019	287,910	6.8	3,478,231			
Income (loss) before depreciation	185,922	228,445	(42,523)	(18.6)	112,616	322,860	391,888	(69,028)	(17.6)	333,132			
Depreciation and amortization expense		297	297	100.0			1,941	1,941	100.0	683			
Net income (loss)	\$ 185,922	\$ 228,148	\$ (42,226)	(18.5)	\$ 112,616	\$ 322,860	\$ 389,947	\$ (67,087)	(17.2)	\$ 332,449			

¹ - Detailed schedule included.

Executive Services Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date						
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year		
Personnel expense												
Wages	\$ 560,117	\$ 537,915	\$ (22,202)	(4.1)	\$ 560,946	\$ 2,201,801	\$ 2,151,659	\$ (50,142)	(2.3)	\$ 2,017,371		
Company paid benefits												
Payroll related taxes and insurance												
FICA	39,696	41,150	1,454	3.5	38,280	149,346	164,602	15,256	9.3	135,898		
Unemployment insurance	187	1,397	1,210	86.6	204	2,193	9,640	7,447	77.3	3,152		
Worker's compensation insurance	-	1,618	1,618	100.0	-	-	6,471	6,471	100.0	-		
Health and welfare												
Medical	43,700	34,000	(9,700)	(28.5)	39,713	164,977	136,000	(28,977)	(21.3)	150,486		
Dental	1,227	1,078	(149)	(13.8)	1,078	4,824	4,312	(512)	(11.9)	4,478		
Other post employment benefits	-	15,363	15,363	100.0	7,101	16,013	61,688	45,675	74.0	27,023		
Life insurance / AD&D	820	259	(561)	(216.6)	791	3,482	1,037	(2,445)	(235.8)	2,755		
Short and long term disability	3,194	1,275	(1,919)	(150.5)	2,901	13,448	5,100	(8,348)	(163.7)	12,682		
FMLA administration expense	-	111	111	100.0	-	-	442	442	100.0	175		
EAP expense	66	72	6	8.3	67	286	289	3	1.0	279		
Retirement												
Pension expense	16,396	34,000	17,604	51.8	16,130	79,640	136,000	56,360	41.4	64,937		
401 K contributions	27,756	17,765	(9,991)	(56.2)	25,295	112,054	71,061	(40,993)	(57.7)	101,070		
Other												
Benefit costs applied to capital projects.	-	-	-	-	-	-	-	-	-	(183)		
Total company paid benefits	133,042	148,088	15,046	10.2	131,560	546,263	596,642	50,379	8.4	502,752		
Total wages and benefits	\$ 693,159	\$ 686,003	\$ (7,156)	(1.0)	\$ 692,506	\$ 2,748,064	\$ 2,748,301	\$ 237	-	\$ 2,520,123		

Executive Services Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018 (unaudited)

Description		Total		Executive Services Operating Fund		vestments Operating Fund	Other Restricted Fund	
Balance at April 1, 2018 Cash & Investments	\$	3,384,509	\$	323	\$	3,166,476	\$	217,710
Add:								
Metro		310,843		140,268		170,575		_
St Louis Downtown Airport		272,957		80,703		192,254		_
Riverfront Attractions		548,000		548,000		-		_
St. Louis Regional Freightway		95,394		95,394		_		_
Interest received		12,857		-		12,857		-
Total cash receipts		1,240,051		864,365		375,686		-
Interfund transfers		-		(320,301)		320,301		-
Less:								
Cash disbursements		(841,476)		(544,122)		(297,354)		-
Total cash disbursements		(841,476)		(544,122)		(297,354)		-
Balance at June 30, 2018								
Cash & Investments	\$	3,783,084	\$	265	\$	3,565,109	\$	217,710

Executive Services Statement of Cash Flows

For the Twelve Months Ended June 30, 2018

/		مه: ام	۱۵.
(ui	nau	dite	(a)

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$	443,835 (2,762,356) (1,156,833) 1,392,291 (2,083,063)	Supplemental disclosure of cash flow information Noncash Activities: None
Cash flows from non capital financing activities None			
Net cash provided by (used in) non capital financing activities			
Cash flows from capital and related financing activities None			
Cash flows from capital and related financing activities			
Cash flows from investing activities Interest received		43,883	
Net cash provided by (used in) investing activities		43,883	
Net increase (decrease) in cash and cash equivalents		(2,039,180)	
Cash and cash equivalents, beginning of year	-	5,822,264	
Cash and cash equivalents, year to date	\$	3,783,084	

Executive Services

Capital Expenditures for Active Projects For the Quarter Ended June 30, 2018 (unaudited)

Description	Budget		Current		Year-To-Date		Life-To-Date		Balance	
Project #	\$	_	\$	-	\$	-	\$	_	\$	-
Total Active Projects	\$	-	\$		\$		\$	-	\$	

GATEWAY ARCH















Financial Highlights	18
Statement of Financial Position	
Statement of Activities	22
Schedule of Wage & Benefits	23
Cash Receipts and Disbursement Schedule	24
Statement of Cash Flows	25
Capital Expenditures for Active Projects	26

BU170731

Gateway Arch Tram

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Fast Facts

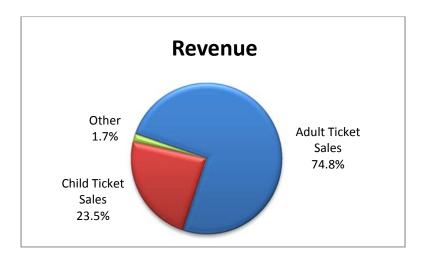
On July 3, 2018 CityArchRiver project partners – the National Park Service, Gateway Arch Park Foundation, Bi-State Development, Great Rivers Greenway, Jefferson National Parks Association and the City of St. Louis – marked the grand opening of the Museum at the Gateway Arch. Several celebratory events, including a ribbon cutting ceremony with local, regional and national dignitaries – including Secretary of the Interior Ryan Zinke – and a community celebration in the park's North Gateway marked the completion of the \$380-million CityArchRiver project to renovate the national park, the St. Louis Riverfront and Kiener Plaza.

Attendance at the Arch continues to be strong as guests experience the new interactive exhibits and tour experience.

Financial Data

Income before depreciation for the Gateway Arch Tram is \$1.1 million.

Revenue is \$8.0 million and is \$2.2 million more than the prior year primarily due to a 47.4% increase in tram ticket sales..



Total expense is \$6.8 million compared to \$5.9 million in FY 2017.

Wages and benefits \$2.0 million in expense is 19.8% greater than prior year primarily due to the extra staffing needed since the Arch Trams are fully operational.

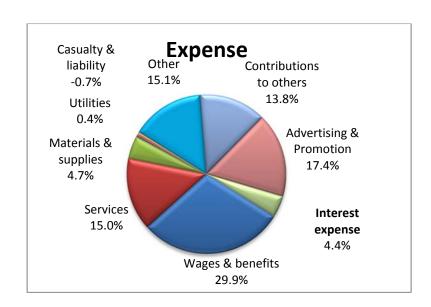
Services expense exceed prior year by \$148 thousand due to higher consultant fees, maintenance services and banking charges.

Contributions to outside entities is \$0.9 million. The majority of the payments were for expenses related to the ongoing Arch Rehabilitation project.

Gateway Arch Tram

For the Twelve Months Ended June 30, 2018

(Preliminary, subject to audit)



Performance Data

Tram Ridership Comparison										
	<u>Adult</u>	<u>Child</u>	<u>Total</u>							
FY18 Actual	608,441	191,135	799,576							
FY18 Budget	647,578	235,883	883,461							
FY17 Actual	411,066	131,947	543,013							

Tram ridership was 9.5% less than budget. Tram ridership increased 47.2% compared to prior year. This was due to the Arch Trams being fully operational.

Gateway Arch Tram Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Current							Prior Year						
	Current Period			Prior eriod		Dollar Change	Percent Change		Prior Year		Dollar Change	Percent Change		
Assets														
Current assets														
Cash	\$ 12,971,48	32	\$ 1	1,122,921	\$	1,848,561	16.6	\$	13,124,872	\$	(153,390)	(1.2)		
Accounts and notes receivable	29,2	5		8,553		20,662	241.6		107,602		(78,387)	(72.8)		
Interfund accounts receivable	3,709,8	31		3,584,050		125,781	3.5		100,000		3,609,831	n/a		
Federal, state and local														
assistance receivable	11,3			27,277		(15,899)	(58.3)		289,443		(278,065)	(96.1)		
Other current assets	34,9	23		43,637		(8,714)	(20.0)		34,689		234	0.7		
Total current assets	16,756,83	29	1	4,786,438		1,970,391	13.3		13,656,606		3,100,223	22.7		
Capital assets														
Capital assets	17,059,50	9	1	3,989,917		3,069,592	21.9		13,229,243		3,830,266	29.0		
Accumulated depreciation	(7,587,2	32)	((7,189,230)		(398,032)	(5.5)		(6,858,163)		(729,099)	(10.6)		
Total capital assets, net	9,472,2	17		6,800,687		2,671,560	39.3		6,371,080		3,101,167	48.7		
Construction-in-process	240,6	19		3,172,660		(2,932,011)	(92.4)		3,454,010		(3,213,361)	(93.0)		
Total capital assets	9,712,89	96		9,973,347		(260,451)	(2.6)		9,825,090		(112,194)	(1.1)		
Total assets	26,469,7	25	2	4,759,785		1,709,940	6.9		23,481,696		2,988,029	12.7		
Total	\$ 26,469,72	25	\$ 2	4,759,785	\$	1,709,940	6.9	\$	23,481,696	\$	2,988,029	12.7		

Gateway Arch Tram Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Current							Prior Year					
	Current Period		Prior Period		Dollar Change	Percent Change		Prior Year		Dollar Change	Percent Change		
Liabilities	Feriou		renou		Change	Change		I Cai		Change	Change		
Current liabilities Accounts payable Interfund accounts payable Accrued expenses Other current liabilities	\$ 498,992 3,855,529 74,500 981,079	\$	308,136 2,933,046 74,500 889,371	\$	190,856 922,483 - 91,708	61.9 31.5 - 10.3	\$	1,146,832 883,214 74,500 19,660	\$	(647,840) 2,972,315 - 961,419	(56.5) 336.5 - n/a		
Total current liabilities	5,410,100		4,205,053		1,205,047	28.7		2,124,206		3,285,894	154.7		
Current liab payable from restricted assets Accounts payable and retention Accrued interest payable Current portion of long-term debt Total current liabilities payable from restricted assets	264,877 24,615 159,693 449,185		264,877 99,497 156,550 520,924		(74,882) 3,143 (71,739)	(75.3) 2.0 (13.8)		472,727 25,128 153,468 651,323		(207,850) (513) 6,225 (202,138)	(44.0) (2.0) 4.1 (31.0)		
Total current liabilities	5,859,285		4,725,977		1,133,308	24.0	-	2,775,529		3,083,756	111.1		
Non-current liabilities Other post-employment benefits Long-term debt Unfunded pension liabilities	7,195,353 56,889		5,411 7,275,992 56,889		(5,411) (80,639)	(100.0) (1.1)		7,355,047 56,889		- (159,694) -	n/a (2.2)		
Total non-current liabilities	7,252,242		7,338,292		(86,050)	(1.2)		7,411,936		(159,694)	(2.2)		
Total liabilities	13,111,527		12,064,269		1,047,258	8.7		10,187,465		2,924,062	28.7		
Net Position Net position - capital investments Net position Net income (loss)	15,027,607 (2,068,720) 399,311		13,363,132 (404,244) (263,372)		1,664,475 (1,664,476) 662,683	12.5 (411.8) 251.6		14,650,684 (869,136) (487,317)		376,923 (1,199,584) 886,628	2.6 (138.0) 181.9		
Total net position	13,358,198	. —	12,695,516		662,682	5.2		13,294,231		63,967	0.5		
Total	\$ 26,469,725	\$	24,759,785	\$	1,709,940	6.9	\$	23,481,696	\$	2,988,029	12.7		

Gateway Arch Tram Statement of Activities For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date								
			\$ Favorable	% Fav				\$ Favorable	% Fav					
	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year				
Revenue														
Arch tickets	\$ 2,649,194	\$ 2,957,280	\$ (308,086)	(10.4)	\$ 1,563,694	\$ 7,981,286	\$ 8,834,610	\$ (853,324)	(9.7)	\$ 5,381,448				
Other operating revenue	8,304	775	7,529	971.5	4,345	12,906		9,806	316.3	15,080				
Other revenue	-	-	-	-	6,176	-	-,	-	-	-				
Service fee revenue	2,328	7,200	(4,872)	(67.7)	4,410	10,029	28,799	(18,770)	(65.2)	11,433				
Interest income	36,273	2,813	33,460	1,189.5	17,923	110,181	11,250	98,931	879.4	53,082				
Sales discount	(27,250)	(31,196)	3,946	12.6	(27,126)	(135,170)	(124,786)	(10,384)	(8.3)	(72,531)				
Other local/regional funding 1				-	335,344				-	335,344				
Total revenue	2,668,849	2,936,872	(268,023)	(9.1)	1,904,766	7,979,232	8,752,973	(773,741)	(8.8)	5,723,856				
Expense														
Wages and benefits 1	589,583	685,578	95,995	14.0	513,663	2,048,556	2,429,152	380,596	15.7	1,709,553				
Services	269,825	281,494	11,669	4.1	219,648	1,028,719		67,118	6.1	880,838				
Materials and supplies	107,304	34,912	(72,392)	(207.4)	23,299	320,870		(75,027)	(30.5)	176,616				
Utilities	(12,483)	36,910	49,393	133.8	26,317	26,621	124,285	97,664	78.6	106,844				
Casualty and liability costs	(81,132)	14,917	96,049	643.9	13,876	(44,526)	,	104,194	174.6	54,541				
Other expenses	624,255	695,332	71,077	10.2	438,378	2,108,733		38,523	1.8	1,630,280				
Interest expense	74,363	75,004	641	0.9	75,884	299,503		513	0.2	305,505				
Contribution to outside entities	32,886	206,437	173,551	84.1	281,999	942,724		(116,975)	(14.2)	1,072,743				
Other non-operating expense	3,534	-	(3,534)	-	-	113,666	,	(113,666)	` -	15,055				
Total expense	1,608,135	2,030,584	422,449	20.8	1,593,064	6,844,866		382,940	5.3	5,951,975				
Income (leas) before depresiation	1 000 711	000 200	454 400	17.0	244 702	4 424 200	4 505 467	(200 004)	(25.6)	(220.440)				
Income (loss) before depreciation	1,060,714	906,288	154,426	17.0	311,702	1,134,366	1,525,167	(390,801)	(25.6)	(228,119)				
Depreciation and amortization expense	398,031	28,765	(369,266)	(1,283.7)	101,004	729,097	151,874	(577,223)	(380.1)	257,858				
Net income (loss) before transfers	662,683	877,523	(214,840)	(24.5)	210,698	405,269	1,373,293	(968,024)	(70.5)	(485,977)				
Net transfers in (out)				-		(5,958)		(5,958)	-	(1,340)				
Net income (loss)	\$ 662,683	\$ 877,523	\$ (214,840)	(24.5)	\$ 210,698	\$ 399,311	\$ 1,373,293	\$ (973,982)	(70.9)	\$ (487,317)				

¹ - Detailed schedule included.

Gateway Arch Tram Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018 (unaudited)

		Current								Year to Date								
		Actual		Budget	•	avorable avorable)	% Fav (Unfav)	Р	rior Year		Actual		Budget		avorable favorable)	% Fav (Unfav)	P	rior Year
Personnel expense	\$	498,650	\$	542,603	\$	43,953	8.1	¢	432,595	\$	1,696,946	\$	1,853,120	\$	156,174	8.4	ď	1,413,588
Wages	Φ	490,000	Φ	542,005	Ф	43,933	0.1	\$	432,393	φ	1,090,940	φ	1,000,120	φ	156,174	0.4	\$	1,413,300
Company paid benefits																		
Payroll related taxes and insurance																		
FICA		37,445		35,441		(2,004)	(5.7)		31,807		128,910		141,764		12,854	9.1		104,905
Unemployment insurance		2,082		6,577		4,495	68.3		1,767		8,182		30,335		22,153	73.0		9,429
Worker's compensation insurance		-		5,431		5,431	100.0		1,933		(2,974)		21,723		24,697	113.7		6,725
Health and welfare																		
Medical		43,765		33,300		(10,465)	(31.4)		30,452		149,664		133,200		(16,464)	(12.4)		117,355
Dental		1,096		1,056		(40)	(3.8)		885		4,232		4,223		(9)	(0.2)		3,762
Other post employment benefits		-		6,724		6,724	100.0		2,667		5,411		27,000		21,589	80.0		10,001
Life insurance / AD&D		416		254		(162)	(63.8)		349		1,659		1,016		(643)	(63.3)		1,239
Short and long term disability		1,257		1,249		(8)	(0.6)		1,005		5,053		4,995		(58)	(1.2)		4,500
FMLA administration expense		-		108		108	100.0		-		-		433		433	100.0		1,146
EAP expense		64		71		7	9.9		56		261		283		22	7.8		241
Retirement																		
Pension expense		(2,332)		32,411		34,743	107.2		4,033		20,623		129,642		109,019	84.1		19,329
401 K contributions		12,438		17,649		5,211	29.5		11,058		50,071		70,597		20,526	29.1		44,189
Other																		
Uniform allowance		29		2,704		2,675	98.9		3,268		8,264		10,821		2,557	23.6		5,918
Miscellaneous benefits		-		-		-	-		-		3,310		-		(3,310)	-		6,550
Benefit costs applied to capital projects.		(5,327)		-		5,327	-		(8,212)		(31,056)		-		31,056	-		(39,324)
Total company paid benefits		90,933		142,975		52,042	36.4		81,068		351,610		576,032		224,422	39.0		295,965
Total wages and benefits	\$	589,583	\$	685,578	\$	95,995	14.0	\$	513,663	\$	2,048,556	\$	2,429,152	\$	380,596	15.7	\$	1,709,553

Gateway Arch Tram Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018 (unaudited)

Description	Total	Arch Collection Facility Fund	Arch Levy Pass Fund	JNEM Arch Operating Fund	JNEM Beneficial Fund	Drainage Project Fund	Exhibit Rehabilitation Fund	Motor Generator Sets Design Fund	Tucker Theater Fund	Other Restricted Fund	2014 Arch Bonds Project Fund	2014 Arch Bonds Debt Service Reserve Fund	2014 Arch Bonds Debt Service Fund	2014 Arch Bonds Debt Revenue Fund
Balance at April 1, 2018 Cash & Investments	\$11,122,921	\$ 1,710,992	\$ 250	\$ 688,392	\$5,379,167	\$ -	\$ 1,216,473	\$ 92,831	\$ 300,343	\$ 500,000	\$ 628,508	\$ 454,802	\$ 151,162	\$ 1
Add:														
Revenue receipts	4,053,866	3,896,948	-	156,918	-	-	-	-	-	-	-	-	-	-
Interest received	36,271			4,786	19,731		4,509	350	1,132		2,533	1,778	651	801
Total cash receipts	4,090,137	3,896,948	-	161,704	19,731	-	4,509	350	1,132	-	2,533	1,778	651	801
Interfund transfers	-	(2,123,208)	-	582,857	30	-	-	-	-	-	-	(2,465)	112,719	1,430,067
Less:														
Cash disbursements	(2,241,576)	(481,965)	-	-	(58,953)	-	(22,925)	-	_	_	(20,122)	_	(226,742)	(1,430,869)
Total cash disbursements	(2,241,576)	(481,965)	-	-	(58,953)	-	(22,925)	-	-	-	(20,122)	-	(226,742)	(1,430,869)
Balance at June 30, 2018	<u> </u>													
Cash & Investments	\$12,971,482	\$ 3,002,767	\$ 250	\$ 1,432,953	\$5,339,975	\$ -	\$ 1,198,057	\$ 93,181	\$ 301,475	\$ 500,000	\$ 610,919	\$ 454,115	\$ 37,790	\$ -

Gateway Arch Statement of Cash Flows For the Twelve Months Ended June 30, 2018

		_	-	
/	ına	אוו	i+a	۸ ۱
ιu	ша	uu	ILE	uı

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 7,947,438	
Payments to employees	(2,048,556)	Noncash Activities:
Payments to vendors	(2,320,646)	None
Payments for self-insurance	44,526	
Receipts (payments) from inter-fund activity	(1,488,468)	
Net cash provided by (used in)		
operating activities	2,134,294	
epotating activities		
Cash flows from non capital financing activities		
Operating assistance received	278,065	
Contributions to outside entities	(942,724)	
Net transfers	(5,958)	
Nonoperating contributions	(113,666)	
Noneporating contributions	(110,000)	
Net cash provided by (used in)		
non capital financing activities	(784,283)	
Cash flows from capital and related financing activities		
Acquisitions of capital assets	(824,754)	
Payments of long-term debt	(153,468)	
Interest Paid	(300,016)	
Contributed capital	(335,344)	
Cash flows from capital and		
related financing activities	(1,613,582)	
	(1,010,002)	
Cash flows from investing activities		
Interest received	110,181	
merest received	110,101	
Net cash provided by (used in)		
investing activities	110,181	
Net increase (decrease) in cash		
and cash equivalents	(153,390)	
Cash and cash equivalents, beginning of year	13,124,872	
oush and oush equivalents, beginning or year	13,124,072	
Cash and cash equivalents, year to date	\$ 12,971,482	

Gateway Arch Tram

Capital Expenditures for Active Projects

For the Quarter Ended June 30, 2018 (unaudited)

Description		Budget		Current		Yea	ar-To-Date	Li	fe-To-Date	Balance		
Proje	ect#											
1824	Load Zone Rehabilitation	X	\$	3,427,280	\$	67,501	\$	657,689	\$	2,951,956	\$	475,324
1825	JNEM Rail Station Improvements	Z		359,612		-		5,958		104,755		254,857
1826	JNEM Arch Lobby Rehabilitation	у		1,087,107		(829)		637,397		921,629		165,478
1903	Arch Motor Generator Replacement	X		7,492,163		20,122		776,572		6,914,543		577,620
2034	Arch Ticketing Upgrade	у		468,668		8,054		10,535		412,584		56,084
2073	PGAV - Arch Welcoming Portal			44,000		-		-		13,238		30,762
2124	Gateway Arch Furnishings			156,000		41,329		43,073		108,425		47,575
2126	Professional Services to NPS	у		225,000		21,432		97,784		143,389		81,611
2131	JNEM Signage Project 2016	у		590,000		27,585		35,233		64,749		525,251
2186	Design Support House Exhibits	y		50,000		-		32,943		32,943		17,057
2197	TR Advisors, LLC	y		105,000		16,759		46,111		46,111		58,889
2203	Tucker Theatre Space	-		300,000		4,223		6,131		6,131		293,869
2221	Tucker Theatre Consultant			60,000		-		-		-		60,000
Tot	al Active Projects		\$	14,364,830	\$	206,176	\$	2,349,426	\$	11,720,453	\$	2,644,377

x Projects are carryover from prior year.y Upon completion of this project, assets to be contributed to National Park Service (NPS).

z Upon completion of this project, assets to be contributed to Metro Transit

METRO















Financial Highlights	. 27
Statement of Financial Position	
Statement of Activities	. 33
Schedule of Contract, Sales Tax & Grant Revenue	. 34
Schedule of Wage & Benefits	. 35
Consolidated Cash Receipts and Disbursement Schedule	. 36
Statement of Cash Flows	. 37
Schedule of Aged Receivables—Invoices	. 38
Capital Expenditures for Active Projects	. 39

BU170731

METRO

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Fast Facts

Metro began offering the new Gateway Go Card to area youth between 13 and 25 years old, which enables them to purchase fares at a 50 percent discount to ride MetroLink and MetroBus routes. The pilot fare program uses a special version of the Metro Gateway Card smart card, and young people are able to load one-ride tickets, two-hour passes and monthly passes directly to the Gateway Go Card at half their normal price. The new program runs through August 31, 2018, and is a partnership between the City of St. Louis, St. Louis County, St. Clair County, St. Louis Economic Development Partnership, the St. Clair County Transit District, and Bi-State Development.

The Cortex MetroLink Station and the first quarter-mile section of the Chouteau Greenway is the region's newest greenway, and the first MetroLink station to be built in more than a decade. It opened this summer. This is also the first MetroLink station to be constructed using public and private funding through a partnership between the Federal Transit Administration, Cortex, Washington University, BJC Healthcare, Great Rivers Greenway, the City of St. Louis, Citizens for Modern Transit, Metro Transit and Bi-State Development.

The Board of Commissioners of Bi-State Development approved the operating and capital budget for the Fiscal Year (FY) that begins July 1, 2018, at the Board meeting on April 27. The budget outlines operational expenses before depreciation of \$369 million for FY2019, and projected operational expenses before depreciation of \$378 million for FY 2020 and \$387 million for FY2021. The budget does not include a fare increase for the Metro transit system in FY2019. Bi-State Development also outlined a three-year capital budget totaling \$726 million, with \$698 million allocated to Metro transit and \$28 million to the Business Enterprise Division. Major capital expenditures planned for this period include upgrades to

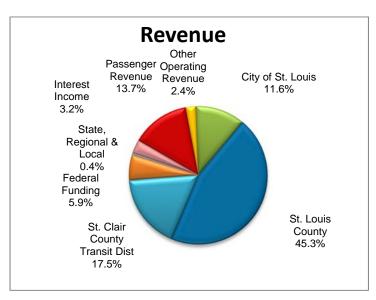
MetroLink light rail vehicles, rehabilitation of the MetroLink tunnel below Union Station, construction work for the new Cortex MetroLink Station and the extension of the platform at the Central West End MetroLink Station.

Financial Data

Income before depreciation for the twelve months ended June 30, 2018 was \$590 thousand. Compared to budget, revenue was down 8.8% and total expenses are favorable 10.1%.

Revenue

The chart below illustrates the relative size of each revenue source in fiscal year 2018.



For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Passenger Revenue of \$41.8 million is 8.2% less than budget and 6.4% less than the prior year due to ridership decline.

Advertising, maintenance services and rental income are below budget by 18.3% due to the lower than expected paratransit contract and ATS revenue as well as the ending of the St. Louis City Fire Truck maintenance agreement for which Metro provided services.

Interest revenue is favorable to budget in FY 2018 due to longer term investment strategy and rising rates.

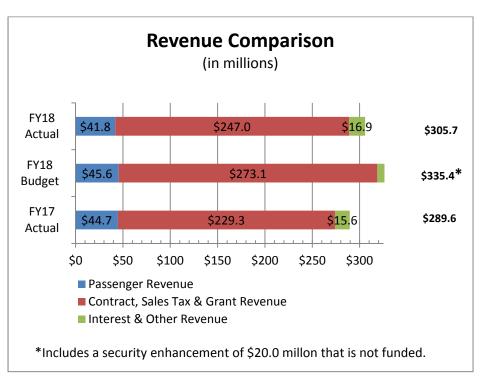
Contract, Sales Tax & Grant Revenue

Combined St. Louis City and County appropriations used in operations by Bi-State Development are favorable by 10.9% from FY 2017 actual. Sales taxes support revenue to Bi-State Development from the local Missouri jurisdictions in return for services provided.

St. Clair County Transit District payment of \$53.5 million is 4.0% more than the prior year due to slightly more Motorbus hours and an increase in rate for both Motorbus and Metrolink over prior year. St. Clair County contracts for service and pays 100% of the cost.

Federal funding of \$18.1 million includes an accrual of federal vehicle maintenance funds of \$16.0 million used for revenue and non-revenue vehicle operating costs. The funds were received the first of July 2018. Federal funding for non-capital projects decreased from budget expectations due to time spent on capital projects, i.e. Cortex Complex and Union station tunnels.

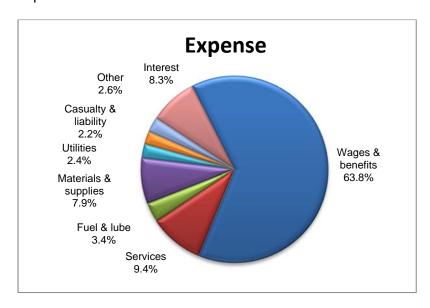
The Revenue Comparison chart reports revenue trends in each major revenue category.



For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Expense

The chart below illustrates the relative significance of each expense in FY 2018.



Wages and benefits of \$194.8 million are 2.7% favorable to budget. The favorable variance in wages and benefits is due to vacant positions.

Services of \$28.7 million are favorable to budget primarily due to lower outside services including \$20.0 million budgeted for enhanced security. The additional services were to be determined necessary by a memorandum of understanding between Metro, St. Louis County and the City of St. Louis.

Fuel and lube consumed is \$2.2 million or 17.4% favorable to budget due to lower diesel prices and usage, and more fuel efficient buses placed in service. Fuel Hedging Contracts also show a realized gain which is another favorable factor.

Materials and supplies are unfavorable to prior year by 8.5% due to changing expectations for motorbus engines and fuel injectors which contribute to the higher costs. Current year actual expense is favorable to budget by 5.0% due to favorable ticket stock spending.

Utilities are favorable to budget by 16.2% as a result of lower than budgeted natural gas prices, electricity and Metrolink electric propulsion.

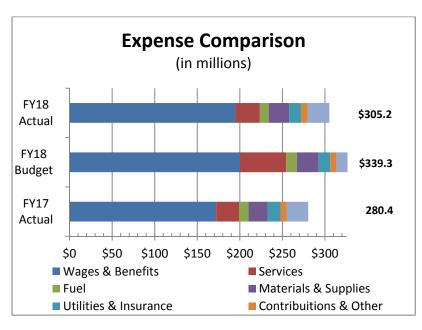
Casualty & liability expenditures are unfavorable to budget by \$1.2 million or 22.3% due to higher than expected self-insured claims that relate to MetroBus, MetroLink and Call-a-Ride.

Interest expense is comparable to budget for Tower Leases and Cross County debt.

Other expense is made up of contributions to outside entities, unrealized loss on investments and loss on excess property sales. They show an unfavorable variance of 4.7% to budget due to unrealized loss on investments and a loss on disposition of assets.

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

The chart below shows expense trends in each major expense category.



Performance Data

Passenger Boardings											
(in millions – YTD)											
	FY 2018	FY 2017	FY 2016								
MetroBus	23.7	25.6	27.7								
MetroLink	13.6	14.9	15.8								
Call-A-Ride	<u>0.5</u>	0.5	0.6								
Total System	37.8	41.0	44.1								

Passenger Boardings for the fiscal year 2018 are 7.9% below fiscal year 2017 and 16.7% below fiscal year 2016. The decrease between fiscal year 2018 and 2017 for MetroBus is 7.4%, MetroLink is 9.0% and Call-A-Ride is 0.6%.

Metro
Quarterly Statement of Financial Position
June 30, 2018
(unaudited)

			Current				Prior Year			
	Current Period		Prior Period	Dollar Change	Percent Change	===	Prior Year		Dollar Change	Percent Change
Assets			_							
Current assets										
Cash	\$ 87,172,921	\$	84,269,198	\$ 2,903,723	3.4	\$	108,607,481	\$	(21,434,560)	(19.7)
Investments	131,903,100		143,035,887	(11,132,787)	(7.8)		100,565,401		31,337,699	31.2
Accounts and notes receivable	3,129,230		3,090,224	39,006	1.3		2,612,918		516,312	19.8
Interfund accounts receivable	12,511,343		8,692,445	3,818,898	43.9		4,307,034		8,204,309	190.5
Restricted accounts receivable	999,476		773,359	226,117	29.2		689,092		310,384	45.0
Federal, state and local										
assistance receivable	36,603,233		43,980,302	(7,377,069)	(16.8)		33,646,855		2,956,378	8.8
Materials and supplies inventory	8,562,411		9,467,295	(904,884)	(9.6)		9,607,426		(1,045,015)	(10.9)
Other current assets	4,692,186		5,305,842	 (613,656)	(11.6)		1,429,857		3,262,329	228.2
Total current assets	285,573,900		298,614,552	(13,040,652)	(4.4)		261,466,064		24,107,836	9.2
Capital assets										
Capital assets - motorbus	424,767,431		398,602,174	26,165,257	6.6		378,377,407		46,390,024	12.3
Capital assets - paratransit	19,854,157		19,858,405	(4,248)	-		19,858,405		(4,248)	-
Capital assets - lightrail	1,610,861,527		1,609,277,181	1,584,346	0.1		1,609,279,642		1,581,885	0.1
Total capital assets	2,055,483,115		2,027,737,760	 27,745,355	1.4		2,007,515,454		47,967,661	2.4
Accumulated depreciation	(1,244,282,823)		(1,224,539,068)	(19,743,755)	(1.6)		(1,173,044,147)		(71,238,676)	(6.1)
Total capital assets, net	811,200,292		803,198,692	8,001,600	1.0		834,471,307		(23,271,015)	(2.8)
Land	96,059,164		96.399.326	(340,162)	(0.4)		97.199.286		(1,140,122)	(1.2)
Construction-in-process	22,706,805		45,821,888	(23,115,083)	(50.4)		45,801,355		(23,094,550)	(50.4)
Total capital assets	929,966,261		945,419,906	(15,453,645)	(1.6)		977,471,948		(47,505,687)	(4.9)
Non-current assets										
Restricted investments	110,822,945		109,057,118	1,765,827	1.6		104,014,934		6,808,011	6.5
Other non-current assets, net amort	107,835		142,079	(34,244)	(24.1)		155,086		(47,251)	(30.5)
Total non-current assets	110,930,780		109,199,197	1,731,583	1.6		104,170,020		6,760,760	6.5
Total assets	1,326,470,941		1,353,233,655	(26,762,714)	(2.0)		1,343,108,032		(16,637,091)	(1.2)
Deferred outflow of resources										
Deferred pension loss	13,376,340		15,219,774	(1,843,434)	(12.1)		20,750,076		(7,373,736)	(35.5)
Deferred pension expense	2,279,298		2,279,298	(1,010,101)	(12.1)		2,279,298		(1,010,100)	(00.0)
Deferred loss on hedging instruments	2,213,230		958,444	(958,444)	(100.0)		550,771		(550,771)	(100.0)
Deferred loss of fledging instruments Deferred unfunded OPEB loss	8,344,752		8,835,078	(490,326)	(5.5)		10,306,056		(1,961,304)	(100.0)
Deferred loss on debt refunding	2,388,640		2,487,556	(98,916)	(4.0)		2,790,674		(402,034)	(14.4)
Total deferred outflow of resources	26,389,030	-	29,780,150	(3,391,120)	(11.4)	-	36,676,875		(10,287,845)	(28.0)
		_		 (=,==:,:=0)	()		,,	-	(,,- :0)	(==:0)
Total	\$ 1,352,859,971	\$	1,383,013,805	\$ (30,153,834)	(2.2)	\$	1,379,784,907	\$	(26,924,936)	(2.0)

Metro
Quarterly Statement of Financial Position
June 30, 2018
(unaudited)

	Current					Prior Year					
	Current Period	Prior Period	Prior Dollar Percent		Prior Year	Dollar Change	Percent Change				
Liabilities											
Current liabilities Accounts payable Interfund accounts payable Accrued expenses Other current liabilities	\$ 4,643,596 3,916,240 18,772,355 38,958,206	\$ 3,425,600 4,548,816 18,290,068 40,816,968	\$ 1,217,996 (632,576) 482,287 (1,858,762)	35.6 (13.9) 2.6 (4.6)	\$ 4,381,351 7,000,455 19,044,017 21,072,359	\$ 262,245 (3,084,215) (271,662) 17,885,847	6.0 (44.1) (1.4) 84.9				
Total current liabilities	66,290,397	67,081,452	(791,055)	(1.2)	51,498,182	14,792,215	28.7				
Current liab payable from restricted assets Accounts payable and retention Accrued interest payable Short-term insurance Current portion of long-term debt Total current liabilities payable from restricted assets	923,185 5,136,884 140,487 9,030,000 15,230,556	899,466 10,273,769 140,487 9,030,000 20,343,722	23,719 (5,136,885) - - (5,113,166)	2.6 (50.0) - - (25.1)	3,078,613 5,240,322 140,487 8,275,000 16,734,422	(2,155,428) (103,438) - 755,000 (1,503,866)	(70.0) (2.0) - 9.1 (9.0)				
Total current liabilities	81,520,953	87,425,174	(5,904,221)	(6.8)	68,232,604	13,288,349	19.5				
Non-current liabilities Other post-employment benefits Long-term insurance Long-term debt Capital lease obligations Unfunded pension liabilities Other non-current liabilities	64,167,915 287,216 523,900,171 110,822,946 98,239,149 6,212,083	67,068,774 826,181 524,393,431 109,057,120 98,239,149 6,241,451	(2,900,859) (538,965) (493,260) 1,765,826	(4.3) (65.2) (0.1) 1.6 - (0.5)	66,662,126 288,000 534,998,749 104,014,936 98,239,149 6,315,597	(2,494,211) (784) (11,098,578) 6,808,010 - (103,514)	(3.7) (0.3) (2.1) 6.5 - (1.6)				
Total non-current liabilities	803,629,480	805,826,106	(2,196,626)	(0.3)	810,518,557	(6,889,077)	(8.0)				
Total liabilities	885,150,433	893,251,280	(8,100,847)	(0.9)	878,751,161	6,399,272	0.7				
Deferred Inflow of Resources Deferred gain on hedging instruments Deferred pension gain 788 ATU and clerical Deferred pension gain IBEW Deferred pension gain salaried	3,468,280 4,139,064 97,380 1,078,495	3,544,304 4,483,986 105,495 1,195,137	(76,024) (344,922) (8,115) (116,642)	(2.1) (7.7) (7.7) (9.8)	5,518,752 129,840 1,545,073	3,468,280 (1,379,688) (32,460) (466,578)	n/a (25.0) (25.0) (30.2)				
Total deferred inflow of resources	8,783,219	9,328,922	(545,703)	(5.8)	7,193,665	1,589,554	22.1				
Net Position Net position - capital investments Net position Net income (loss) Total net position	449,653,738 86,996,702 (77,724,121) 458,926,319	460,924,699 68,354,808 (48,845,904) 480,433,603	(11,270,961) 18,641,894 (28,878,217) (21,507,284)	(2.4) 27.3 (59.1) (4.5)	486,722,788 73,153,862 (66,036,569) 493,840,081	(37,069,050) 13,842,840 (11,687,552) (34,913,762)	(7.6) 18.9 (17.7) (7.1)				
Total	\$ 1,352,859,971	\$ 1,383,013,805	\$ (30,153,834)	(2.2)	\$ 1,379,784,907	\$ (26,924,936)	(2.0)				
* ***	,,,	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	, (22, 22, 301)	\-·-/	,,	, (==,==:,500)	()				

Metro **Statement of Activities** For the Quarter Ended June 30, 2018 (unaudited)

			Current		Year to Date						
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year		Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue											
Passenger revenue	\$ 10,722,371	\$ 11,196,053	\$ (473,682)	(4.2)	\$ 11,153,864	\$	41,833,696	\$ 45,572,303	\$ (3,738,607)	(8.2)	\$ 44,683,078
City of St. Louis 1	8,294,464	7,304,602	989,862	13.6	8,190,076		35,523,817	36,041,617	(517,800)	(1.4)	34,307,042
St. Louis County 1	31,273,148	31,276,350	(3,202)	-	28,752,890		138,628,796	139,721,662	(1,092,866)	(0.8)	122,753,855
St. Clair County Transit District 1	12,008,782	13,565,648	(1,556,866)	(11.5)	7,841,703		53,464,388	54,262,594	(798,206)	(1.5)	51,424,692
State of Missouri and Illinois 1	126	399,841	(399,715)	(100.0)	165,465		732,865	1,599,362	(866,497)	(54.2)	944,245
Federal funding 1	4,440,022	5,152,594	(712,572)	(13.8)	4,616,533		18,145,156	20,610,375	(2,465,219)	(12.0)	19,233,276
Other local/regional funding 1	55,047	5,223,106	(5,168,059)	(98.9)	304,623		480,894	20,892,424	(20,411,530)	(97.7)	587,375
Advertising, maint services, rental income	1,390,903	2,202,780	(811,877)	(36.9)	2,138,108		7,219,555	8,834,918	(1,615,363)	(18.3)	7,680,419
Service fee revenue	-	-	-	-	(235)		-	-	-	-	(118)
Interest income	7,744,877	7,147,508	597,369	8.4	6,902,972	-	9,728,694	7,867,847	1,860,847	23.7	7,962,301
Total revenue	75,929,740	83,468,482	(7,538,742)	(9.0)	70,065,999		305,757,861	335,403,102	(29,645,241)	(8.8)	289,576,165
Expense											
Wages and benefits 1	50,477,644	50,352,738	(124,906)	(0.2)	36,812,412		194,824,853	200,163,270	5,338,417	2.7	172,200,362
Services	8,684,200	13,343,576	4,659,376	34.9	7,798,631		28,690,077	54,266,684	25,576,607	47.1	27,141,248
Fuel and lube consumed	2,809,009	3,077,975	268,966	8.7	2,496,722		10,322,191	12,496,887	2,174,696	17.4	10,890,471
Materials and supplies	5,758,419	6,485,225	726,806	11.2	6,724,704		24,146,770	25,431,026	1,284,256	5.0	22,249,890
Utilities	1,714,659	1,825,293	110,634	6.1	1,746,952		7,070,562	8,435,584	1,365,022	16.2	7,082,078
Casualty and liability costs	315,468	1,396,467	1,080,999	77.4	2,485,263		6,822,023	5,579,914	(1,242,109)	(22.3)	8,354,791
Other expenses	1,630,260	1,669,755	39,495	2.4	1,677,912		6,043,011	6,795,655	752,644	11.1	6,058,273
Interest expense	11,463,366	11,460,695	(2,671)	-	11,045,945		25,439,188	25,418,747	(20,441)	(0.1)	25,113,239
Unrealized gain (loss) on investments	-	-	-	-	464,701		(464,701)		464,701	` -	464,701
Contribution to outside entities	286,850	176,668	(110,182)	(62.4)	125,304		1,258,855	706,672	(552,183)	(78.1)	542,409
Other non-operating expense	309,690	· -	(309,690)	-	52,791		1,014,697	, <u>-</u>	(1,014,697)	` -	281,186
Total expense	83,449,565	89,788,392	6,338,827	7.1	71,431,337		305,167,526	339,294,439	34,126,913	10.1	280,378,648
Income (loss) before depreciation	(7,519,825)	(6,319,910)	(1,199,915)	(19.0)	(1,365,338)		590,335	(3,891,337)	4,481,672	115.2	9,197,517
Depreciation and amortization expense	20,915,403	19,255,496	(1,659,907)	(8.6)	18,821,604		76,979,974	73,498,220	(3,481,754)	(4.7)	74,299,249
Net income (loss) before transfers	(28,435,228)	(25,575,406)	(2,859,822)	(11.2)	(20,186,942)		(76,389,639)	(77,389,557)	999,918	1.3	(65,101,732)
Net transfers in (out)	(442,989)	(442,041)	(948)	(0.2)	(237,760)		(1,334,482)	(1,768,164)	433,682	24.5	(934,837)
Net income (loss)	\$ (28,878,217)	\$ (26,017,447)	\$ (2,860,770)	(11.0)	\$ (20,424,702)	\$	(77,724,121)	\$ (79,157,721)	\$ 1,433,600	1.8	\$ (66,036,569)

¹ - Detailed schedule included.

Metro Detailed Schedule of Contract, Sales Tax and Grant Revenue
For the Quarter Ended June 30, 2018

(unaudited)

	Current						Year to Date					
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year		
Contract, sales tax and grant revenue			(0)	(511121)				(0111011010)	(011111)			
City of St. Louis 1/2 cent	\$ 4,635,911	\$ 4,384,812	\$ 251,099	5.7	\$ 3,589,316	\$ 19,713,162	\$ 19,490,647	\$ 222,515	1.1	\$ 15,829,927		
City of St. Louis 1/2 cent	2,155,039	1,635,738	519,301	31.7	³ 3,369,316 2,165,911	9,222,786	9,197,514	φ 222,515 25,272	0.3	8,914,554		
City of St. Louis 1/4 cent City of St. Louis Prop M2 (1/4 cent)	1,503,514	1,284,052	219,462	17.1	2,434,849	6,587,869	7,353,456	(765,587)	(10.4)	9,562,561		
Total City of St. Louis	8,294,464	7,304,602	989,862	13.6	8,190,076	35,523,817	36,041,617	(517,800)	(10.4)	34,307,042		
Total City of St. Louis	0,294,404	7,304,602	909,002	13.0	0,190,076	35,525,617	30,041,017	(517,000)	(1.4)	34,307,042		
St. Louis County 1/2 cent	9,779,149	3,283,473	6,495,676	197.8	1,756,155	43,232,040	15,445,185	27,786,855	179.9	8,104,414		
St. Louis County 1/4 cent	8,110,154	7,506,779	603,375	8.0	7,981,771	36,528,003	35,279,000	1,249,003	3.5	35,758,756		
St. Louis County Prop A (1/2 cent)	13,383,845	20,486,098	(7,102,253)	(34.7)	19,014,964	58,868,753	88,997,477	(30,128,724)	(33.9)	78,890,685		
Total St. Louis County	31,273,148	31,276,350	(3,202)	` -	28,752,890	138,628,796	139,721,662	(1,092,866)	(0.8)	122,753,855		
							-					
East-West Gateway Council of Govts.	42,825	40,000	2,825	7.1	40,000	171,300	160,000	11,300	7.1	160,000		
Non-capital projects and other	12,222	5,183,106	(5,170,884)	(99.8)	264,623	309,594	20,732,424	(20,422,830)	(98.5)	427,375		
Total other local	55,047	5,223,106	(5,168,059)	(98.9)	304,623	480,894	20,892,424	(20,411,530)	(97.7)	587,375		
State of Missouri	_	116,047	(116,047)	(100.0)	152,193	731,629	464,187	267,442	57.6	922,734		
Total State of Missouri		116,047	(116,047)	(100.0)	152,193	731,629	464,187	267,442	57.6	922,734		
Total Missouri	39,622,659	43,920,105	(4,297,446)	(9.8)	37,399,782	175,365,136	197,119,890	(21,754,754)	(11.0)	158,571,006		
. ota. mosean		10,020,100	(1,201,110)	(0.0)	0.,000,.02	,	101,110,000	(2:,:0:,:0:)	()	100,011,000		
Illinois												
St. Clair Transit District	12,008,782	13,565,648	(1,556,866)	(11.5)	7,841,703	53,464,388	54,262,594	(798,206)	(1.5)	51,424,692		
State of Illinois	126	283,794	(283,668)	(100.0)	13,272	1,236	1,135,175	(1,133,939)	(99.9)	21,511		
Total Illinois	12,008,908	13,849,442	(1,840,534)	(13.3)	7,854,975	53,465,624	55,397,769	(1,932,145)	(3.5)	51,446,203		
Total local and state	51,631,567	57,769,547	(6,137,980)	(10.6)	45,254,757	228,830,760	252,517,659	(23,686,899)	(9.4)	210,017,209		
Federal												
Vehicle maintenance	4,000,000	4,000,000	(740.550)	- (04.5)	4,000,000	16,000,000	16,000,000	(0.405.610)	- (50.5)	16,000,000		
Non-capital grants (i.e. JARC)	440,022	1,152,594	(712,572)	(61.8)	616,533	2,145,156	4,610,375	(2,465,219)	(53.5)	3,233,276		
Total federal	4,440,022	5,152,594	(712,572)	(13.8)	4,616,533	18,145,156	20,610,375	(2,465,219)	(12.0)	19,233,276		
Total contract, sales tax and grant revenue	\$ 56,071,589	\$ 62,922,141	\$ (6,850,552)	(10.9)	\$ 49,871,290	\$ 246,975,916	\$ 273,128,034	\$ (26,152,118)	(9.6)	\$ 229,250,485		

Metro Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date					
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable udget (Unfavorable)		Prior Year	
Personnel expense											
Wages	\$ 31,348,555	\$ 33,617,841	\$ 2,269,286	6.8	\$ 31,194,433	\$ 126,208,553	\$ 132,848,456	\$ 6,639,903	5.0	\$ 122,095,129	
Company paid benefits											
Payroll related taxes and insurance											
FICA	2,226,182	2,543,343	317,161	12.5	2,172,774	8,916,058	10,040,867	1,124,809	11.2	8,553,056	
Unemployment insurance	29,832	104,664	74,832	71.5	38,896	258,633	775,630	516,997	66.7	300,658	
Worker's compensation insurance	1,193,838	1,001,220	(192,618)	(19.2)	2,129,742	7,777,051	4,004,881	(3,772,170)	(94.2)	5,939,993	
Health and welfare											
Medical	6,028,882	6,723,654	694,772	10.3	5,536,996	23,186,748	26,834,232	3,647,484	13.6	21,984,098	
Dental	152,104	147,257	(4,847)	(3.3)	144,355	602,892	587,057	(15,835)	(2.7)	594,701	
Other post employment benefits	490,326	401,033	(89,293)	(22.3)	(4,458,706)	2,367,952	1,597,215	(770,737)	(48.3)	(3,166,566)	
Life insurance / AD&D	131,077	93,555	(37,522)	(40.1)	121,457	353,803	373,547	19,744	5.3	447,462	
Short and long term disability	49,449	38,648	(10,801)	(27.9)	45,431	211,350	154,590	(56,760)	(36.7)	237,627	
FMLA administration expense	-	15,218	15,218	100.0	=	-	60,664	60,664	100.0	21,175	
EAP expense	9,123	9,497	374	3.9	8,872	36,962	37,863	901	2.4	36,412	
Retirement											
Pension expense	8,383,964	4,970,991	(3,412,973)	(68.7)	(622,878)	22,533,700	19,837,624	(2,696,076)	(13.6)	13,071,690	
401 K contributions	386,556	570,853	184,297	32.3	355,772	1,613,729	2,283,414	669,685	29.3	1,443,702	
Other											
Uniform allowance	207,722	210,625	2,903	1.4	232,413	1,186,432	1,109,875	(76,557)	(6.9)	1,121,813	
Miscellaneous benefits	17,534	5,600	(11,934)	(213.1)	832	18,711	22,400	3,689	16.5	12,071	
Benefit costs applied to capital projects	(177,500)	(101,261)	76,239	75.3	(87,977)	(447,721)	(405,045)	42,676	10.5	(492,659)	
Total company paid benefits	19,129,089	16,734,897	(2,394,192)	(14.3)	5,617,979	68,616,300	67,314,814	(1,301,486)	(1.9)	50,105,233	
Total wages and benefits	\$ 50,477,644	\$ 50,352,738	\$ (124,906)	(0.2)	\$ 36,812,412	\$ 194,824,853	\$ 200,163,270	\$ 5,338,417	2.7	\$ 172,200,362	

Metro **Cash Receipts and Disbursements Schedule** For the Quarter Ended June 30, 2018 (unaudited)

	Total	Revenue Fund	Operating Fund	Internally Restricted Fund	Missouri Local Funds	Commodity Fund	Insurance Fund	Cross County Trustee Funds	Other Restricted Fund	
Balance April 1, 2018 Cash & Investments	\$ 227,305,085	\$ 935,216	\$ 34,685,676	\$ 15,922,334	\$ 111,874,266	\$ 1,942,250	\$ 5,592,960	\$ 47,804,545	\$ 8,547,838	
Add										
Add: Passenger Fares	10,845,526	10,845,526	_	_	_	_	_	_	_	
City of St. Louis	13,474,015	10,043,320	8,576,987	_	_	_	_	4,897,028		
St. Louis County	53,393,330	_	28,394,598	_	_	_	_	24,998,732	_	
St. Clair County	13,425,298	_	13,425,298	_	_	_	_	21,000,702	_	
FTA	12,802,445	_	12,802,445	_	_	-	_	-	-	
Commodity Fund	604,323	-	-	-	-	604,323	-	-	-	
All Other	4,664,953		3,945,539	95,768	337,440		13,402	270,286	2,518	
Cash Receipts	109,209,890	10,845,526	67,144,867	95,768	337,440	604,323	13,402	30,166,046	2,518	
Interfund Transfers		(10,646,795)	7,551,672		141,506		2,953,617			
Less:										
Cash Disbursements	(117,438,954)	(58,185)	(81,230,166)		(380,931)		(2,939,377)	(32,830,295)		
Balance June 30, 2018	040.070.004	4 075 700	00.450.040	40.040.400	444 070 004	0.540.570	5 000 000	45 4 40 000	0.550.050	
Cash & Investments	219,076,021	1,075,762	28,152,049	16,018,102	111,972,281	2,546,573	5,620,602	45,140,296	8,550,356	
Less: Pre-encumbrances & restrictions										
Local Match - Approved Grants	39,284,792	-	-	-	39,284,792	-	-	-	-	
- Grant Applications	20,966,983	-	=	-	20,966,983	-	-	=	-	
 Long Range Capital Programs (1) 	51,720,506	-	-	-	51,720,506	-	-	-	-	
Other restrictions	107,103,740	1,075,762	28,152,049	16,018,102		2,546,573	5,620,602	45,140,296	8,550,356	
Total restrictions	219,076,021	1,075,762	28,152,049	16,018,102	111,972,281	2,546,573	5,620,602	45,140,296	8,550,356	
Unencumbered Cash & Investments	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	

⁽¹⁾ Restricted to finance obligations.

Metro Transit Statement of Cash Flows For the Twelve Months Ended June 30, 2018 (unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information	
Receipts from customers	\$ 48,536,939	oupplemental disclosure of cash now information	
Payments to employees	(192,095,722)	Noncash Activities:	
Payments to vendors	(57,637,347)	Interest received on capital lease	\$ 6,808,011
Payments for self-insurance	(6,822,807)	Interest accrued on capital lease	(6,808,011)
Receipts (payments) from inter-fund activity	(14,096,524)	Changes in Unrealized Loss on Fuel Hedge	4,019,051
		Deferred Loss Amortization	402,034
Net cash provided by (used in)		Deferred Unfunded OPEB Loss	1,961,304
operating activities	(222,115,461)	Deferred charges	47,251
		Capital tower lease interest amortization	(41,209)
		Unrealized Gain on Investments	464,701
Cash flows from non capital financing activities		Discounts on bonds	(7,571)
Operating assistance received	243,709,153	Premium on bonds	64,948
Contributions to outside entities	(1,258,855)	Gain on disposal of fixed assets	(1,111,675)
Net transfers	(1,334,482)		
Nonoperating contributions	96,977		
Net cash provided by (used in)			
non capital financing activities	241,212,793		
Cash flows from capital and related financing activities			
Acquisitions of capital assets	(31,629,713)		
Payments of long-term debt	(8,275,000)		
Interest Paid	(20,754,413)		
Contributed capital	42,810,359		
'			
Cash flows from capital and			
related financing activities	(17,848,767)		
Cash flows from investing activities			
Purchases of investments	(97,944,998)		
Proceeds from sale of investments	72,406,138		
Interest received	2,855,735		
	2,000,100		
Net cash provided by (used in)			
investing activities	(22,683,125)		
Not in success (desurces) in seels			
Net increase (decrease) in cash	(04.404.500)		
and cash equivalents	(21,434,560)		
Cash and cash equivalents, beginning of year	108,607,481		
	. 55,55.,101		
Cash and cash equivalents, year to date	\$ 87,172,921		

Metro
Schedule of Aged Receivables
June 30, 2018
(unaudited)

		Less than 30 days	31-60 days	61-90 days	91-180 days	181-360 Over days 361 days			Total
Due from Passes	\$	227,036	\$ 15,394	\$ 16,692	\$ 33,336	\$ 191,001	\$	110,518	\$ 593,977
Due from HR Arrears Pension		78,301	18,809	12,050	24,490	58,332		-	191,982
Due from HR Arears Medical		1,127	524	495	718	1,189		3,133	7,186
Due from Mktng, Eng, Misc Other		31,977	165	286,105	685,848	431,035		86,300	1,521,430
Due from TMA/CAR		377,801	16,794	265,860	4,149	9,975		20,273	694,852
Due from Real Estate		115,232	2,758	4,036	3,056	50		-	125,132
Due from Grants		20,015,608	3,012	-	36,210	-		24,793	20,079,623
Due from St Clair County		7,731,773	-	-	-	-		-	7,731,773
Due from St Clair County - OPEB		9,211,691	-	-	-	-		-	9,211,691
Due from East-West Gateway		42,825	-	-	-	-		-	42,825
Interest Receivable		536,796	-	-	-	-		-	536,796
Due from Payroll Advance		225,505	-	-	-	-		-	225,505
Banking Transactions Over/Short		(1,234)	-	-	-	-		-	(1,234)
Allowance for Bad Debt		(229,599)	-	-					(229,599)
Total	\$	38,364,839	\$ 57,456	\$ 585,238	\$ 787,807	\$ 691,582	\$	245,017	\$ 40,731,939

Metro
Capital Expenditures for Active Projects
For the Quarter Ended June 30, 2018
(unaudited)

Description		Budget	 Current	Year-To-Date	Year-To-Date Life-To-Date		Balance		
Project #									
1237 CAR Van Replacement FY07	9	\$ 3,467,603	\$ 13,220	\$ 13,220	\$	2,930,041	\$	537,562	
1279 Fare Collection System Upgrade/Replacement (06 Earmark)		31,584,490	268,186	1,507,952		28,782,987		2,801,503	
1361 Radio System CAD/AVL		23,869,707	2,376	480,276	;	14,482,452		9,387,255	
1668 Embankment Erosion	Z	3,223,073	126	1,236	i	646,926		2,576,147	
1708 Feeder Wire/Water Mitigation MO12	Z	1,058,564	6	38,687	•	725,655		332,909	
1722 Missouri Slopes Stability	Z	1,144,600	(3,623)	27,476	i	880,411		264,189	
1734 EADS Bridge Rehab Phase II		20,211,239	2,462	2,462	!	17,839,275		2,371,964	
1739 Civic Center Transfer Center		11,092,600	78,672	2,750,946	;	10,397,731		694,869	
1755 IT Systems Upgrade Yr 2 - FY13		1,225,750	-	409,021		1,129,403		96,347	
1756 North County Transit Center		10,331,824	1,010	1,010)	10,280,439		51,385	
1817 Radio System Tower Sites		6,555,992	-	537,830)	4,406,680		2,149,312	
1844 Tactile Warning Strip Phase II	Z	1,547,254	-	(31,675	5)	995,155		552,099	
1848 Articulated Buses		11,416,297	-	-		6,490,426		4,925,871	
1855 Arch Bike Trail	Z	1,105,000	-	9,782		1,006,329		98,671	
1862 North County Transit Phase II		1,698,710	33	33	;	1,664,717		33,993	
1863 Bus Procurement Duluth II		11,221,910	-	-		10,895,813		326,097	
1869 Phase 1 Audio Frequency Circuit		3,101,678	477	477	•	1,374,765		1,726,913	

Metro
Capital Expenditures for Active Projects
For the Quarter Ended June 30, 2018
(unaudited)

Description			Budget		Current		r-To-Date	Life-To-Date		Balance	
Project	ts continued		_				_				
1885 T	FOI Operation Management Software	\$	2,859,367	\$	2,593	\$	107,777	\$	1,380,528	\$	1,478,839
1887 T	ΓΟΙ Transit Business Intellegence		1,031,572		-		34,099		35,902		995,670
1905 B	Buses - FY13 CMAQ		18,565,431		-		16,327		18,223,283		342,148
1937 Ir	nnovative High School Career	Z	2,129,435		-		97,625		97,625		2,031,810
1941 D	Ouluth Piggyback III 40'		12,694,943		-		3,873		12,357,708		337,235
1955 S	Spruce Street Bridge		7,549,171		25,442		375,579		7,391,717		157,454
1959 Z	Z-Gate Ped Barriers & Fence		1,257,938		13,101		57,529		377,960		879,978
1960 R	Rail ROW Repairs-MP 0-15.4 MO		1,905,200		-		-		66,612		1,838,588
1962 E	Elevator Rehab - 8 Units - MO		2,749,100		579,161		782,581		997,369		1,751,731
1973 P	Portable Bus Lifting System - MO		1,018,482		-		382,400		918,365		100,117
1983 D	DC to AC Rail Car Upgrades		22,500,000		-		-		-		22,500,000
1988 E	Ewing Wall Rehabilitation		9,849,618		3,498		(388,014)		4,587,289		5,262,329
1991 F	Financial Report-Budget Software		1,056,763		1,667		222,521		771,121		285,642
1997 IL	L Bus Facility Rehabilitation		1,850,692		193,261		341,699		957,113		893,579
2000 A	Administrative Facility		1,604,600		-		-		1,176,677		427,923
2020 F	Feeder Wire-Water Mitigation	Z	1,644,372		-		-		925,353		719,019
2030 F	FY15 100% 7 SCCTD Buses		2,076,050		-		-		2,069,685		6,365
2035 N	Mobile Data Terminal		1,050,000		127,001		382,651		382,651		667,349
2053 B	Buses (4) FY15 Formula		3,238,353		-		-		-		3,238,353
2054 C	Call-A-Ride Vans (7) FY15		2,161,300		-		-		849,320		1,311,980

Metro
Capital Expenditures for Active Projects
For the Quarter Ended June 30, 2018
(unaudited)

Description		Budget		Current	Y	ear-To-Date	Life-To-Date		Balance	
Projects continued						_		_		_
2057 Non-Rev Vehicles (16) MO FY14	\$	1,146,145	\$	104,268	\$	514,357	\$	514,357	\$	631,788
2060 Boyle Street ML Station		13,503,577		2,957,099		7,392,133		9,529,745		3,973,832
2061 CWE ML Station Rehab		1,644,046		13,693		261,208		504,857		1,139,189
2070 DC to AC Propulsion YR 2		1,340,303		8		8		8		1,340,295
2077 Buses FY15 Bus Facility		3,615,724		-		447,885		3,513,584		102,140
2078 Buses FY14 CMAQ		5,210,000		-		1,581		4,819,108		390,892
2079 MO Buses		4,018,076		-		447,885		3,951,541		66,535
2081 Convention Center Escalator FY15 SGR		1,103,500		-		-		-		1,103,500
2094 CAR Vans (7) FY14 Fed Formula		1,479,456		-		-		849,320		630,136
2108 Buses (8) IDOT Reimburse SCCTD		3,792,738		2,203		1,793,743		3,545,571		247,167
2109 Union Station Tunnel		40,136,324		167,311		1,010,327		1,713,406		38,422,918
2113 TAM-EAM System Development		3,000,000		-		581,034		581,034		2,418,966
2119 Buses - FY15 CMAQ		10,000,000		447,885		9,853,470		9,853,470		146,530
2122 Buses - FY16 Bus Facility		3,504,438		-		-		-		3,504,438
2125 CAR Van Replacement FY15 STP		1,000,000		-		-		-		1,000,000
2143 CCTV Cameras		2,100,500		-		-		-		2,100,500
2145 Public Address System Upgrade		1,960,000		-		-		-		1,960,000
2149 Non-Revenue Vehicles MO (26) FY15/16		1,137,500		-		-		-		1,137,500
2175 Buses FY16 Fed Formula		1,356,532		-		-		-		1,356,532
2181 Buses FY17 Bus Formula		3,544,079		-		-		-		3,544,079
2205 IT Systems Upgrade FY15		1,713,739		63,367		178,908		178,908		1,534,831
2207 IT Systems Upgrade FY16		1,700,000		43,818		111,642		111,642		1,588,358
2222 LRV Destination Sign Replacement		2,560,000		-		-		-		2,560,000
2224 Buses FY16 CMAQ		10,000,000		-		-		-		10,000,000
2225 Van Purchase FY16 STP		2,890,000		-		-		-		2,890,000
2231 FY18 Preventive Maintenance		20,000,000		-		-		-		20,000,000
All others	*z	36,176,385		466,127		2,843,291		13,837,707		22,338,678
Total Active Projects	\$	422,281,740	\$	5,574,448	\$	33,602,852	\$	221,999,741	\$	200,281,999

^{* &}quot;All Others" list all projects with a budget less than one million dollars

z Some Projects/Awards do not produce a fixed asset; they are considered operating expenditures

ST. LOUIS DOWNTOWN AIRPORT















Financial Highlight	42
Statement of Financial Position	44
Statement of Activities	46
Schedule of Wage & Benefits	47
Cash Receipts and Disbursement Schedule	48
Statement of Cash Flows	49
Schedule of Aged Receivables	50
Capital Expenditures for Active Projects	51

BU170731

St. Louis Downtown Airport

For the Twelve Months Ended June 30, 2018

(Preliminary, subject to audit)

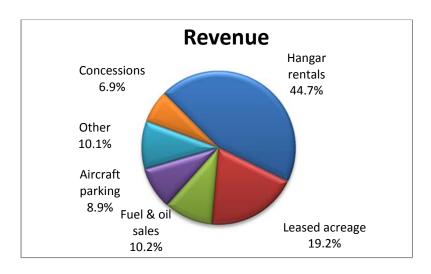
Fast Facts

Wes Star Aviation purchased Hanger 12 from Bi-State Development which will allow the firm to provide maintenance repair and overhaul services to airframes, windows, engines, major modifications, avionics installation and repair, interior refurbishment, surplus avionics sales, accessory services, paint and parts. This agreement further increases the airport's presence in the maintenance, repair and overhaul industry.

Financial Data

Income before depreciation was \$107.9 thousand. This result is favorable compared to the prior fiscal year by \$347.9 thousand.

Revenue increased approximately \$88.8 thousand compared to prior fiscal year. Increased revenue is due to higher airport parking, farm income, aviation sales flowage, and interest income. Actual revenue was 3.9% less than budget.



St. Louis Downtown Airport

For the Twelve Months Ended June 30, 2018

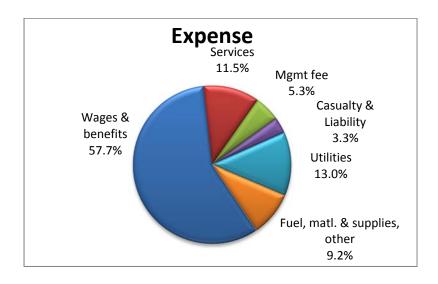
(Preliminary, subject to audit)

Total **Expense** is \$1.6 million. This is a decrease of \$259 thousand compared to FY17 and \$152.5 thousand under budget.

Wages and benefits are 6.9% less than fiscal year 2017.

Services decreased \$125.7 thousand compared to the prior year due to less consulting fees, temporary help, maintenance services, and outside services.

Utilities are 16.5% less than prior fiscal year 2017.



Performance Data

Performance Indicators												
Fuel sales Aircraft Avg. based YTD (gallons) movements aircraft												
FY18 Actual	1,738,524	94,034	312									
FY18 Budget	1,773,630	90,000	320									
FY17 Actual	1,680,533	106,588	319									

Average based aircraft is seven below prior year levels and eight below FY18 budget.

Aircraft movements decreased 11.8% from the prior year while fuel sales increased 3.5% over the prior year. Airport activity varies due to the economy, weather conditions, time of the year, and special events.

St. Louis Downtown Airport Quarterly Statement of Financial Position June 30, 2018 (unaudited)

		Currer	nt			Prior Year	
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 1,752,812	\$ 2,059,257	\$ (306,445)	(14.9)	\$ 535,460	\$ 1,217,352	227.3
Accounts and notes receivable	68,991	187,401	(118,410)	(63.2)	72,649	(3,658)	(5.0)
Interfund accounts receivable	5,195	66,355	(61,160)	(92.2)	26,061	(20,866)	(80.1)
Materials and supplies inventory	65,457	61,074	4,383	7.2	61,592	3,865	6.3
Other current assets		24,352	(24,352)	(100.0)	-		n/a
Total current assets	1,892,455	2,398,439	(505,984)	(21.1)	695,762	1,196,693	172.0
Capital assets							
Capital assets	50,138,570	50,151,870	(13,300)	-	52,830,145	(2,691,575)	(5.1)
Accumulated depreciation	(35,850,382)	(35,531,791)	(318,591)	(0.9)	(35,921,977)	71,595	0.2
Total capital assets, net	14,288,188	14,620,079	(331,891)	(2.3)	16,908,168	(2,619,980)	(15.5)
Land	4,542,564	4,542,564	-	-	4,542,564	-	-
Construction-in-process	135,180	111,882	23,298	20.8	105,816	29,364	27.8
Total capital assets	18,965,932	19,274,525	(308,593)	(1.6)	21,556,548	(2,590,616)	(12.0)
Non-current assets							
Deferred charges	69,093	13,482	55,611	412.5	3,916	65,177	n/a
Total non-current assets	69,093	13,482	55,611	412.5	3,916	65,177	n/a
Total assets	20,927,480	21,686,446	(758,966)	(3.5)	22,256,226	(1,328,746)	(6.0)
Total	\$ 20,927,480	\$ 21,686,446	\$ (758,966)	(3.5)	\$ 22,256,226	\$ (1,328,746)	(6.0)

St. Louis Downtown Airport Quarterly Statement of Financial Position June 30, 2018 (unaudited)

		Curren	t			Prior Year	
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities	<u> </u>	renou	Change	Change	ieai	Change	Change
Current liabilities							
Accounts payable	\$ 12,577	\$ (6,000)	\$ 18,577	309.6	\$ 98,131	\$ (85,554)	(87.2)
Interfund accounts payable	285,955	663,748	(377,793)	(56.9)	293,057	(7,102)	(2.4)
Accrued expenses	72,700	72,700	-	-	72,700	-	-
Other current liabilities	4,140	95,526	(91,386)	(95.7)	4,100	40	1.0
Total current liabilities	375,372	825,974	(450,602)	(54.6)	467,988	(92,616)	(19.8)
Current liab payable from restricted assets							
Accounts payable and retention		-		n/a	787	(787)	(100.0)
Total current liabilities payable							
from restricted assets				n/a	787	(787)	(100.0)
Total current liabilities				n/a	468,775	(468,775)	(100.0)
Non-current liabilities							
Other post-employment benefits	347,222	364,532	(17,310)	(4.7)	359,911	(12,689)	(3.5)
Unfunded pension liabilities	57,516	57,516	(,0.0)	-	57,516	(.2,000)	(0.0)
Total non-current liabilities	404,738	422,048	(17,310)	(4.1)	417,427	(12,689)	(3.0)
Total liabilities	780,110	1,248,022	(467,912)	(37.5)	886,202	(106,092)	(12.0)
Total liabilities	700,110	1,240,022	(407,912)	(37.3)	000,202	(100,092)	(12.0)
Net Position							
Net position - capital investments	18,965,932	19,274,524	(308,592)	(1.6)	21,583,703	(2,617,771)	(12.1)
Net position	2,431,987	2,113,896	318,091	15.0	1,504,779	927,208	61.6
Net income (loss)	(1,250,549)	(949,996)	(300,553)	(31.6)	(1,718,458)	467,909	27.2
Total net position	20,147,370	20,438,424	(291,054)	(1.4)	21,370,024	(1,222,654)	(5.7)
Total	\$ 20,927,480	\$ 21,686,446	\$ (758,966)	(3.5)	\$ 22,256,226	\$ (1,328,746)	(6.0)
				, ,			` '

St. Louis Downtown Airport **Statement of Activities** For the Quarter Ended June 30, 2018 (unaudited)

			Current		Year to Date								
			\$ Favorable	% Fav				\$ Favorable % Fav					
	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year			
Revenue													
Airport parking	\$ 39.403	\$ 35,439	\$ 3,964	11.2	\$ 36,304	\$ 148,117	\$ 141,756	\$ 6,361	4.5	\$ 139,804			
Leased acreage	76,348	148,413	(72,065)	(48.6)	73,901	319,276	593,651	(274,375)	(46.2)	300,533			
Hangar rental	179,388	130,594	48,794	37.4	191,377	745,628	522,375	223,253	42.7	744,360			
Aviation sales flowage	45,406	47,184	(1,778)	(3.8)	47,727	170,385	188,737	(18,352)	(9.7)	164,026			
Other operating revenue	38,306	41,928	(3,622)	(8.6)	33,017	128,958	167,712	(38,754)	(23.1)	117,622			
Concessions	28,718	29,286	(568)	(1.9)	28,718	114,870	117,144	(2,274)	(1.9)	104,404			
Other revenue	-	-	-	` -	-	27,861	-	27,861	` -	-			
Service fee revenue	-	50	(50)	(100.0)	306	295	200	95	47.5	4,526			
Interest income	6,506	506	6,000	1,185.8	623	10,400	2,025	8,375	413.6	1,695			
Total revenue	414,075	433,400	(19,325)	(4.5)	411,973	1,665,790	1,733,600	(67,810)	(3.9)	1,576,970			
Expense													
Wages and benefits 1	211,802	270,531	58,729	21.7	252,360	900,600	1,085,214	184,614	17.0	967,707			
Services	61,951	29,080	(32,871)	(113.0)	139,946	179,601	116,321	(63,280)	(54.4)	305,322			
Fuel and lube consumed	1,892	7,835	5,943	75.9	3,061	10,615	26,920	16,305	60.6	13,627			
Materials and supplies	25,510	37,404	11,894	31.8	41,709	94,132	133,395	39,263	29.4	119,438			
Utilities	53,576	38,476	(15,100)	(39.2)	93,816	202,123	178,285	(23,838)	(13.4)	241,996			
Casualty and liability costs	10,767	15,216	4,449	29.2	12,918	50,797	60,306	9,509	15.8	51,690			
Other expenses	30,538	30,650	112	0.4	24,475	120,030	109,994	(10,036)	(9.1)	103,193			
Other non-operating expense	-	-	-	-	14,000	-	-	-	-	14,000			
Total expense	396,036	429,192	33,156	7.7	582,285	1,557,898	1,710,435	152,537	8.9	1,816,973			
Income (loss) before depreciation	18,039	4,208	13,831	328.7	(170,312)	107,892	23,165	84,727	365.8	(240,003)			
Depreciation and amortization expense	318,592	388,492	69,900	18.0	369,028	1,358,441	1,562,377	203,936	13.1	1,478,455			
Net income (loss)	\$ (300,553)	\$ (384,284)	\$ 83,731	21.8	\$ (539,340)	\$ (1,250,549)	\$ (1,539,212)	\$ 288,663	18.8	\$ (1,718,458)			

¹ - Detailed schedule included.

St. Louis Downtown Airport Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date							
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year			
Personnel expense													
Wages	\$ 148,057	\$ 174,670	\$ 26,613	15.2	\$ 171,359	\$ 614,970	\$ 698,682	\$ 83,712	12.0	\$ 644,219			
Company paid benefits													
Payroll related taxes and insurance													
FICA	10,374	13,362	2,988	22.4	11,908	43,072	53,449	10,377	19.4	44,893			
Unemployment insurance	227	1,003	776	77.4	323	1,929	6,940	5,011	72.2	2,474			
Worker's compensation insurance	11,009	12,002	993	8.3	16,116	44,037	48,007	3,970	8.3	65,054			
Health and welfare													
Medical	31,703	24,200	(7,503)	(31.0)	35,016	133,331	96,800	(36,531)	(37.7)	126,863			
Dental	780	767	(13)	(1.7)	776	3,437	3,069	(368)	(12.0)	3,105			
Other post employment benefits	-	5,959	5,959	100.0	2,191	4,619	24,000	19,381	80.8	9,030			
Life insurance / AD&D	269	185	(84)	(45.4)	296	1,201	738	(463)	(62.7)	1,065			
Short and long term disability	809	908	99	10.9	880	3,628	3,630	2	0.1	4,177			
FMLA administration expense	-	79	79	100.0	-	-	315	315	100.0	100			
EAP expense	40	51	11	21.6	45	182	206	24	11.7	195			
Retirement													
Pension expense	-	24,200	24,200	100.0	3,589	6,123	96,800	90,677	93.7	19,542			
401 K contributions	8,797	12,644	3,847	30.4	9,396	39,228	50,578	11,350	22.4	40,263			
Other													
Uniform allowance	(263)	501	764	152.5	465	4,843	2,000	(2,843)	(142.2)	6,727			
Total company paid benefits	63,745	95,861	32,116	33.5	81,001	285,630	386,532	100,902	26.1	323,488			
Total wages and benefits	\$ 211,802	\$ 270,531	\$ 58,729	21.7	\$ 252,360	\$ 900,600	\$ 1,085,214	\$ 184,614	17.0	\$ 967,707			

St. Louis Downtown Airport Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018 (unaudited)

Description	_	Total		evenue Fund	 vestments Operating Fund	Other estricted Fund
Balance at April 1, 2018						
Cash & Investments	\$	2,059,257	\$	2,839	\$ 1,765,763	\$ 290,655
Add:						
Customer payments		498,217		498,217	-	-
Interest received		6,506		-	6,506	-
Total cash receipts		504,723	'	498,217	6,506	 =
Interfund transfers		-		(352,922)	352,922	-
Less:						
Cash disbursements		(811,168)		(147,419)	(663,749)	-
Total cash disbursements		(811,168)	'	(147,419)	 (663,749)	 -
Balance at June 30, 2018						
Cash & Investments	\$	1,752,812	\$	715	\$ 1,461,442	\$ 290,655

St. Louis Downtown Airport Statement of Cash Flows

For the Twelve Months Ended June 30, 2018

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Payments for self-insurance Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$ 1,566,010 (913,290) (613,983) (50,797) (68,132)	Supplemental disclosure of cash flow information Noncash Activities: None
Cash flows from non capital financing activities None Net cash provided by (used in)	 	
non capital financing activities Cash flows from capital and related financing activities Acquisitions of capital assets Contributed capital	1,259,249 27,895	
Cash flows from capital and related financing activities	 1,287,144	
Cash flows from investing activities Interest received	 10,400	
Net cash provided by (used in) investing activities	 10,400	
Net increase (decrease) in cash and cash equivalents	1,217,352	
Cash and cash equivalents, beginning of year	 535,460	
Cash and cash equivalents, year to date	\$ 1,752,812	

St. Louis Downtown Airport **Schedule of Aged Receivables** June 30, 2018 (Unaudited)

Customers owing over \$1,000	Less than 30 days	31-60 days	61-90 days	91-180 days	181-360 days	Over 361 days	Total
A & S Helicopters	\$ 1,295	\$ -	\$ -	\$ (7)	\$ -	\$ -	\$ 1,288
Air & Sea Leasing	1,321	-	-	-	-	-	1,321
Aviation Business Corporation	5,382	1,521	1,259	2,366	-	-	10,528
Helicopters Inc	1,779	-	-	-	-	-	1,779
Ideal Aviation Illinois, LLC	12,156	5,277	6,444	8,500	-	-	32,377
Industrial Gas Products Inc	622	-	-	586	-	-	1,208
Jet Aviation - Cahokia, IL	4,014	-	-	-	-	-	4,014
Jet Aviation - St. Louis, MO	8,606	-	-	(52) 1	732	-	9,286
Kenneth Wellbacher	5,811	-	-	-	-	-	5,811
Parks Aviation Holdings LLC	4,730	122	1,620	3,240	36	-	9,748
Parks College	2,648	-	-	-	-	-	2,648
West Star Aviation	3,264	-	-	-	-	-	3,264
William Wilson	530	150	230	2,530	-	690	4,130
All other customers	4,203	(753)	1 (354)	¹ (751) ¹	(2,024)	1 252	573
Allowance for Bad Debts	(18,984	<u> </u>					(18,984)
Total	\$ 37,377	\$ 6,317	\$ 9,199	\$ 16,412	\$ (1,256)	\$ 942	\$ 68,991

¹ Some customers pay ahead creating credit balances on this report.

St. Louis Downtown Airport

Capital Expenditures for Active Projects

For the Quarter Ended June 30, 2018 (unaudited)

Description		 Budget	C	urrent	Year	r-To-Date	Lif	e-To-Date	 Balance
Project #									
Taxiway Bravo - Phase 1		\$ 4,755,151	\$	-	\$	-	\$	-	\$ 4,755,151
Earthwork - Grade Ditch Parallel to Main Runway	Х	755,490		-		-		754,701	789
Environmental Assessment and ALP	Х	165,000		9,998		29,363		116,037	48,963
Airport Terminal Roof - Phase 1	Х	144,700		-		-		129,773	14,927
Airport Terminal Restaurant Sewer		95,103		-		-		-	95,103
80' Man Lift		84,536		-		-		-	84,536
Air Condition units on terminal		52,835		-		-		-	52,835
Airport Terminal Roof - Phase 2		47,552		-		-		-	47,552
Airport signage	Х	36,000		-		-		-	36,000
Zero-Turn Mower		 17,964				-		-	17,964
Total Active Projects		\$ 6,154,331	\$	9,998	\$	29,363	\$	1,000,511	\$ 5,153,820

x Projects are carryover from prior year.

RIVERFRONT ATTRACTIONS















Financial Highlights	52
Statement of Financial Position	
Statement of Activities	56
Schedule of Wage & Benefits	57
Cash Receipts and Disbursement Schedule	58
Statement of Cash Flows	59
Capital Expenditures for Active Projects	60

BU170731

Riverfront Attractions

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Fast Facts

The riverboats and heliport experienced strong attendance for the daily sightseeing cruises, dinner cruises, and helicopter rides. There continues to be an increased interest in private charter cruises.

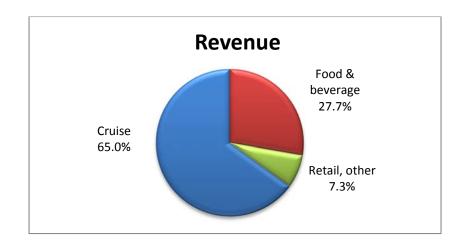
Due to the unseasonably warm weather the riverboats were able to run sightseeing cruises in the month of December.

As a result of the completion of the \$380-million CityArchRiver project to renovate the Gateway Arch National Park, the nation's largest Fourth of July celebration, Fair Saint Louis, returned to the riverfront July 4, 6 and 7, 2018 as did the Gateway Arch Riverboat Fireworks Cruises.

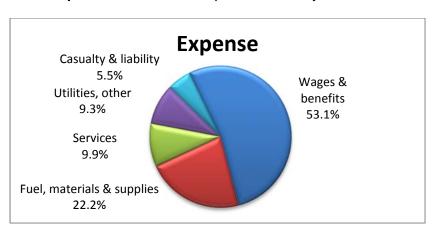
Financial Data

Income before depreciation for Riverfront Attractions is \$446.7 thousand compared to \$343.8 thousand in the prior year.

Revenue is \$3.0 million, which is 7.9% greater than the prior year, a direct result of increased passengers, cruises, gift shop sales, and passengers on each cruise.



Total Expense is \$1.8 million up 2% from last year.



Riverfront Attractions

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Services Expense are 8.0% less than the prior year due to decreased maintenance services.

The 23.4% increase in **materials and supplies** over the prior year reflects the additional cost of consumable goods related to the increased number of cruises.

Performance Data

Performance Indicators												
YTD	Passengers	Cruises	Passengers per Cruise									
FY18 Actual	119,588	1,019	117									
FY18 Budget	115,600	1,007	115									
FY17 Actual	105,775	909	116									

Total **riverboat passengers** are up 13.1% over the prior year, cruises are up 12.1% over the prior year, and Riverboat days of operation are up from 249 to 273, and increase of 8.8%, all due to fewer flooding issues and the unseasonably warm weather which allowed for sightseeing cruises during the month of December. The performance data indicates that the passenger attendance for FY18 cruises was strong, trending up, and cruises continue to be well attended.

Riverfront Attractions Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Current								Prior Year					
	Current Period			Prior Period		Dollar Change	Percent Change	Prior Year			Dollar Change	Percent Change		
Assets														
Current assets														
Cash	\$	217,545	\$	70,754	\$	146,791	207.5	\$	34,659	\$	182,886	527.7		
Accounts and notes receivable		14,641		8,389		6,252	74.5		16,327		(1,686)	(10.3)		
Interfund accounts receivable		307,500		123,262		184,238	149.5		88,950		218,550	245.7		
Materials and supplies inventory		44,374		44,226		148	0.3		48,812		(4,438)	(9.1)		
Other current assets				35,028		(35,028)	(100.0)				-	n/a		
Total current assets		584,060		281,659		302,401	107.4		188,748		395,312	209.4		
Capital assets														
Capital assets		5,109,041		5,109,041		-	-		5,098,609		10,432	0.2		
Accumulated depreciation		(4,001,950)		(3,938,735)		(63,215)	(1.6)		(3,746,408)		(255,542)	(6.8)		
Total capital assets, net		1,107,091		1,170,306		(63,215)	(5.4)		1,352,201		(245,110)	(18.1)		
Total capital assets		1,107,091		1,170,306		(63,215)	(5.4)		1,352,201		(245,110)	(18.1)		
Total assets		1,691,151		1,451,965		239,186	16.5		1,540,949		150,202	9.7		
Total	\$	1,691,151	\$	1,451,965	\$	239,186	16.5	\$	1,540,949	\$	150,202	9.7		

Riverfront Attractions Quarterly Statement of Financial Position June 30, 2018 (unaudited)

			Current	t				Prio	r Year	
		Current Period	Prior Period		Dollar Change	Percent Change	 Prior Year		Dollar Change	Percent Change
Liabilities										
Current liabilities										
Accounts payable Interfund accounts payable Accrued expenses	\$	39,870 1,165,843 109,000	\$ 2,799 1,184,986 109,000	\$	37,071 (19,143)	n/a (1.6) -	\$ 27,962 1,169,029 109,023	\$	11,908 (3,186) (23)	42.6 (0.3) -
Other current liabilities		84,946	 45,924		39,022	85.0	 124,208	-	(39,262)	(31.6)
Total current liabilities		1,399,659	 1,342,709		56,950	4.2	 1,430,222		(30,563)	(2.1)
Non-current liabilities Other post-employment benefits Unfunded pension liabilities		308,979 281,766	 324,851 281,766		(15,872)	(4.9)	 319,362 281,766		(10,383)	(3.3)
Total non-current liabilities		590,745	606,617		(15,872)	(2.6)	 601,128		(10,383)	(1.7)
Total liabilities	<u></u>	1,990,404	 1,949,326		41,078	2.1	 2,031,350		(40,946)	(2.0)
Net Position Net position - capital investments Net position Net income (loss) Total net position		1,107,091 (1,597,492) 191,148 (299,253)	 1,170,305 (1,660,707) (6,959) (497,361)		(63,214) 63,215 198,107	(5.4) 3.8 n/a 39.8	 1,385,855 (1,961,790) 85,534 (490,401)		(278,764) 364,298 105,614 191,148	(20.1) 18.6 123.5 39.0
Total	\$	1,691,151	\$ 1,451,965	\$	239,186	16.5	\$ 1,540,949	\$	150,202	9.7

Riverfront Attractions Statement of Activities For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date							
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year			
Revenue													
Cruise	\$ 693,948	\$ 736,700	\$ (42,752)	(5.8)	\$ 638,136	\$ 1,974,735	\$ 1,976,850	\$ (2,115)	(0.1)	\$ 1,759,381			
Food and beverage	268,296	326,850	(58,554)	(17.9)	236,000	840,955	898,425	(57,470)	(6.4)	811,706			
Retail	52,580	27,000	25,580	94.7	46,390	133,433	87,850	45,583	51.9	121,424			
Other operating revenue	35,025	35,895	(870)	(2.4)	27,857	128,594	118,021	10,573	9.0	131,855			
Other revenue	-	-	-	-	-	947	-	947	-	-			
Sales discount	(9,892)	(10,940)	1,048	9.6	(3,740)	(42,483)	(32,820)	(9,663)	(29.4)	(11,977)			
Total revenue	1,039,957	1,115,505	(75,548)	(6.8)	944,643	3,036,181	3,048,326	(12,145)	(0.4)	2,812,389			
Expense													
Wages and benefits 1	400,430	410,754	10,324	2.5	378,634	1,377,050	1,456,219	79,169	5.4	1,289,119			
Services	54,219	68,894	14,675	21.3	54,330	256,751	272,698	15,947	5.8	279,080			
Fuel and lube consumed	22,072	18,000	(4,072)	(22.6)	21,365	51,636	51,000	(636)	(1.2)	51,780			
Materials and supplies	208,176	186,620	(21,556)	(11.6)	129,057	522,498	497,182	(25,316)	(5.1)	423,533			
Utilities	31,989	24,071	(7,918)	(32.9)	19,753	98,456	90,880	(7,576)	(8.3)	89,755			
Casualty and liability costs	35,528	42,690	7,162	16.8	35,163	141,693	169,675	27,982	16.5	140,652			
Other expenses	26,221	39,943	13,722	34.4	35,714	141,406	148,046	6,640	4.5	145,494			
Total expense	778,635	790,972	12,337	1.6	709,053	2,589,490	2,685,700	96,210	3.6	2,468,549			
Income (loss) before depreciation	261,322	324,533	(63,211)	(19.5)	235,590	446,691	362,626	84,065	23.2	343,840			
Depreciation and amortization expense	63,215	78,853	15,638	19.8	64,976	255,543	315,412	59,869	19.0	258,306			
Net income (loss)	\$ 198,107	\$ 245,680	\$ (47,573)	(19.4)	\$ 170,614	\$ 191,148	\$ 47,214	\$ 143,934	304.9	\$ 85,534			

¹ - Detailed schedule included.

Riverfront Attractions Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date							
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year			
Personnel expense													
Wages	\$ 315,091	\$ 308,464	\$ (6,627)	(2.1)	\$ 295,148	\$ 1,046,106	\$ 1,063,957	\$ 17,851	1.7	\$ 981,065			
Company paid benefits													
Payroll related taxes and insurance													
FICA	23,139	23,595	456	1.9	20,943	76,347	81,393	5,046	6.2	70,884			
Unemployment insurance	916	3,596	2,680	74.5	770	3,811	12,990	9,179	70.7	4,503			
Worker's compensation insurance	-	2,321	2,321	100.0	923	-	9,282	9,282	100.0	3,251			
Health and welfare													
Medical	22,824	25,300	2,476	9.8	20,984	88,336	101,200	12,864	12.7	84,583			
Dental	733	802	69	8.6	708	3,123	3,209	86	2.7	3,152			
Other post employment benefits	-	5,479	5,479	100.0	2,361	5,488	22,000	16,512	75.1	10,017			
Life insurance / AD&D	315	193	(122)	(63.2)	308	1,350	772	(578)	(74.9)	1,140			
Short and long term disability	1,052	949	(103)	(10.9)	1,012	4,497	3,795	(702)	(18.5)	4,870			
FMLA administration expense	-	82	82	100.0	-	-	329	329	100.0	675			
EAP expense	44	54	10	18.5	44	190	215	25	11.6	195			
Retirement													
Pension expense	28,688	25,300	(3,388)	(13.4)	28,222	120,666	101,200	(19,466)	(19.2)	95,735			
401 K contributions	5,441	13,219	7,778	58.8	5,408	23,167	52,877	29,710	56.2	22,860			
Other													
Uniform allowance	2,187	1,400	(787)	(56.2)	1,803	3,969	3,000	(969)	(32.3)	6,189			
Total company paid benefits	85,339	102,290	16,951	16.6	83,486	330,944	392,262	61,318	15.6	308,054			
Total wages and benefits	\$ 400,430	\$ 410,754	\$ 10,324	2.5	\$ 378,634	\$ 1,377,050	\$ 1,456,219	\$ 79,169	5.4	\$ 1,289,119			

Riverfront Attractions Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018

	 Total	0	perating Fund	Change Fund		
Balance at April 1, 2018 Cash & Investments	\$ 70,754	\$	64,854	\$	5,900	
Add:						
Revenue receipts	868,839		868,839		-	
Total cash receipts	 868,839		868,839		=	
Interfund transfers	-		-		-	
Less:						
Cash disbursements	(722,048)		(722,048)		-	
Total cash disbursements	(722,048)		(722,048)		-	
Balance at June 30, 2018						
Cash & Investments	\$ 217,545	\$	211,645	\$	5,900	

Riverfront Attractions Statement of Cash Flows

For the Twelve Months Ended June 30, 2018

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Payments for self-insurance Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$ 3,036,920 (1,387,456) (1,093,664) (141,693) (221,736)	Supplemental disclosure of cash flow information Noncash Activities: None
Cash flows from non capital financing activities	0.47	
Nonoperating contributions	947	
Net cash provided by (used in) non capital financing activities	947	
Cash flows from capital and related financing activities Acquisitions of capital assets	(10,432)	
Cash flows from capital and related financing activities	(10,432)	
Cash flows from investing activities None		
Net cash provided by (used in) investing activities		
Net increase (decrease) in cash and cash equivalents	182,886	
Cash and cash equivalents, beginning of year	34,659	
Cash and cash equivalents, year to date	\$ 217,545	

Riverfront Attractions

Capital Expenditures for Active Projects

For the Quarter Ended June 30, 2018 (unaudited)

Description		 Budget	Current		Year-To-Date	Li	fe-To-Date	 Balance
Project # Riverboat Gangway Becky Thatcher Inspection/Dry Docking	х	\$ 121,052 175,000	\$	- -	<u> </u>	\$	106,833	\$ 14,219 175,000
Total Active Projects		\$ 296,052	\$	-		\$	106,833	\$ 189,219

x Projects are carryover from prior year.

ST. LOUIS REGIONAL FREIGHTWAY















Financial Highlights	. 61
Statement of Financial Position	. 62
Statement of Activities	. 64
Schedule of Wage & Benefits	. 65
Cash Receipts and Disbursement Schedule	. 66
Statement of Cash Flows	. 67

BU170731

St. Louis Regional Freightway

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Fast Facts

The St. Louis Regional Freightway, along with four ports in the bi-state area, entered into a Memorandum of Understanding with the Plaquemines Port Harbor & Terminal District located in Louisiana. This agreement was created to generate new business by promoting international and inland trade at strategic locations along the Mississippi River, and calls for sharing of data and research and joint marketing initiatives.

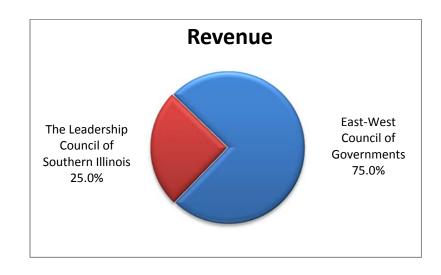
The Freightway has also partnered with IMX Inland Marine Expo, The Waterways Journal and the Institute for Trade and Transportation to launch the inaugural FreightWeekSTL conference, which will bring industry leaders, experts and influencers together to share ideas and advance the nation's freight and logistics industries. FreightWeekSTL was held the third week of May and was successful.

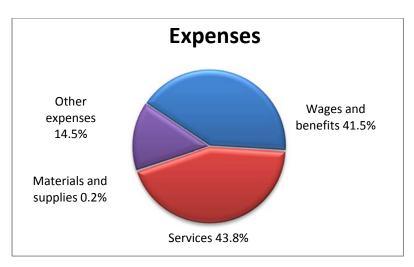
Financial Data

Net loss for the St. Louis Regional Freightway is \$752.9 thousand.

Revenue includes \$75.0 thousand is from East-West Council of Governments as Partnership Revenue Fees and \$25.0 thousand is from The Leadership Council of Southern Illinois.

Expense of \$911.6 thousand includes compensation and benefits of \$377.7 thousand. Services were \$401.5 thousand due to consulting, legal fees, and immaterial office supplies expense. All other expenses were \$132.4 thousand, primarily for dues and subscriptions.





St. Louis Regional Freightway Quarterly Statement of Financial Position June 30, 2018 (unaudited)

				Current	1			Prior Year					
		Current Period		Prior Period		Dollar Change	Percent Change	Prior Year		Dollar Change		Percent Change	
Assets	<u> </u>												
Current assets Cash Accounts and notes receivable Interfund accounts receivable	\$	23,897 4,755	\$	66,515 11,700 18,879	\$	(42,618) (6,945) (18,879)	(64.1) (59.4) (100.0)	\$	82,638 25,340 66,946	\$	(58,741) (20,585) (66,946)	(71.1) (81.2) (100.0)	
Total current assets Total assets		28,652 28,652		97,094 97,094		(68,442) (68,442)	(70.5) (70.5)		174,924 174,924		(146,272) (146,272)	(83.6) (83.6)	
Total	\$	28,652	\$	97,094	\$	(68,442)	(70.5)	\$	174,924	\$	(146,272)	(83.6)	

St. Louis Regional Freightway Quarterly Statement of Financial Position June 30, 2018 (unaudited)

		Current							
	 Current Period	Prior Period	Dollar Change	Percent Change			Dollar Change		Percent Change
Liabilities									
Current liabilities									
Accounts payable Interfund accounts payable Accrued expenses Other current liabilities	\$ 25,008 1,383,766 14,900 10,055	\$ 1,154,270 14,900 33,450	\$ 25,008 229,496 - (23,395)	n/a 19.9 - (69.9)	\$	29,150 780,578 14,900	\$	(4,142) 603,188 - 10,055	(14.2) 77.3 - n/a
Total current liabilities	 1,433,729	 1,202,620	 231,109	19.2		824,628		609,101	73.9
Non-current liabilities Other post-employment benefits Unfunded pension liabilities	 133,974 5,092	 138,287 5,092	 (4,313)	(3.1)		136,017 5,092		(2,043)	(1.5)
Total non-current liabilities	 139,066	 143,379	(4,313)	(3.0)		141,109		(2,043)	(1.4)
Total liabilities	 1,572,795	 1,345,999	226,796	16.8		965,737		607,058	62.9
Net Position Net position Net income (loss)	 (790,812) (753,331)	 (790,812) (458,093)	 (295,238)	(64.4)		(293,270) (497,543)		(497,542) (255,788)	(169.7) (51.4)
Total net position	 (1,544,143)	 (1,248,905)	 (295,238)	(23.6)	-	(790,813)		(753,330)	(95.3)
Total	\$ 28,652	\$ 97,094	\$ (68,442)	(70.5)	\$	174,924	\$	(146,272)	(83.6)

St. Louis Regional Freightway Statement of Activities For the Quarter Ended June 30, 2018

			Current	0/ 5		Year to Date									
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year					
Revenue															
Partnership fees	\$ -	\$ 47,500	\$ (47,500)	(100.0)	\$ 37,500	\$ 100,000	\$ 190,000	\$ (90,000)	(47.4)	\$ 175,000					
Other revenue	53,040	10,000	43,040	430.4	27,255	58,625	40,000	18,625	46.6	28,005					
Interest income	104	-	104	-	· -	104	-	104	-	-					
Total revenue	53,144	57,500	(4,356)	(7.6)	64,755	158,729	230,000	(71,271)	(31.0)	203,005					
Expense															
Wages and benefits ¹	95,055	75,705	(19,350)	(25.6)	87,350	377,655	303,302	(74,353)	(24.5)	332,729					
Services	168,596	136,250	(32,346)	(23.7)	170,883	399,458	545,000	145,542	26.7	337,535					
Materials and supplies	356	913	557	61.0	135	2,076	1,500	(576)	(38.4)	3,383					
Utilities	-	150	150	100.0	-	-	600	600	100.0	-					
Other expenses	84,375	24,375	(60,000)	(246.2)	1,125	132,371	97,500	(34,871)	(35.8)	26,901					
Total expense	348,382	237,393	(110,989)	(46.8)	259,493	911,560	947,902	36,342	3.8	700,548					
Net income (loss) before transfers	(295,238)	(179,893)	(115,345)	(64.1)	(194,738)	(752,831)	(717,902)	(34,929)	(4.9)	(497,543)					
Net transfers in (out)	(500)		(500)	-		(1,000)	<u> </u>	(1,000)	-						
Net income (loss)	\$ (295,738)	\$ (179,893)	\$ (115,845)	(64.4)	\$ (194,738)	\$ (753,831)	\$ (717,902)	\$ (35,929)	(5.0)	\$ (497,543)					

¹ - Detailed schedule included.

St. Louis Regional Freightway Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018

	Actual		• • • •		rrent avorable avorable)			Prior Year		Actual		Budget	Year to Date \$ Favorable (Unfavorable)		% Fav (Unfav)	Prior Year		
Personnel expense																		
Wages	\$	74,937	\$ 60	,115	\$	(14,822)	(24.7)	\$	69,705	\$	297,159	\$	240,460	\$	(56,699)	(23.6)	\$	267,891
Company paid benefits																		
Payroll related taxes and insurance																		
FICA		5,284	4	,599		(685)	(14.9)		5,050		18,288		18,395		107	0.6		16,251
Unemployment insurance		4		79		75	94.9		43		383		800		417	52.1		583
Worker's compensation insurance		-		180		180	100.0		-		-		721		721	100.0		-
Health and welfare																		
Medical	•	10,301	4	,000		(6,301)	(157.5)		7,980		39,215		16,000		(23,215)	(145.1)		29,819
Dental		244		127		(117)	(92.1)		180		1,001		507		(494)	(97.4)		716
Other post employment benefits		-		313		313	100.0		935		2,271		1,250		(1,021)	(81.7)		3,745
Life insurance / AD&D		121		31		(90)	(290.3)		94		501		122		(379)	(310.7)		336
Short and long term disability		437		150		(287)	(191.3)		339		1,754		600		(1,154)	(192.3)		1,419
FMLA administration expense		-		13		13	100.0		-		-		52		52	100.0		23
EAP expense		12		8		(4)	(50.0)		8		49		34		(15)	(44.1)		33
Retirement																		
Pension expense		-	4	,000		4,000	100.0		-		1,733		16,000		14,267	89.2		1,730
401 K contributions		3,715	2	,090		(1,625)	(77.8)		3,016		15,301		8,361		(6,940)	(83.0)		10,183
Total company paid benefits		20,118	15	,590		(4,528)	(29.0)		17,645	_	80,496		62,842		(17,654)	(28.1)		64,838
Total wages and benefits	\$ 9	95,055	\$ 75	,705	\$	(19,350)	(25.6)	\$	87,350	\$	377,655	\$	303,302	\$	(74,353)	(24.5)	\$	332,729

St. Louis Regional Freightway Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018

Description	 Total	perating Fund	Externally Restricted				
Balance at April 1, 2018 Cash & Investments	\$ 66,515	\$ 51,515	\$	15,000			
Add:							
Revenue receipts	33,793 104	33,793 104		-			
Total cash receipts	 33,897	 33,897		-			
Interfund transfers	-	-		-			
Less:							
Cash disbursements	(76,515)	(61,515)		(15,000)			
Total cash disbursements	 (76,515)	 (61,515)		(15,000)			
Balance at June 30, 2018							
Cash & Investments	\$ 23,897	\$ 23,897	\$	-			

St. Louis Regional Freight District Statement of Cash Flows

For the Twelve Months Ended June 30, 2018

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Payments for self-insurance Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$ 179,710 (379,696) (527,993) - 670,134	Supplemental disclosure of cash flow information Noncash Activities: None
Cash flows from non capital financing activities Net transfers	(1,000)	
Net cash provided by (used in) non capital financing activities	(1,000)	
Cash flows from capital and related financing activities None		
Cash flows from capital and related financing activities		
Cash flows from investing activities Interest received	104	
Net cash provided by (used in) investing activities	104	
Net increase (decrease) in cash and cash equivalents	(58,741)	
Cash and cash equivalents, beginning of year	82,638	
Cash and cash equivalents, year to date	\$ 23,897	

BI-STATE DEVELOPMENT RESEARCH INSTITUTE













Financial Highlights	68
Statement of Financial Position	69
Statement of Activities	71
Cash Receipts and Disbursement Schedule	72
Statement of Cash Flows	73
Capital Exepnditures for Active Projects	74

BU170731

Bi-State Development Research Institute

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Fast Facts

Bi-State Development Research Institute is using funds from the Missouri Foundation for Health to begin funding operating costs for the Link Market Food Kiosk project.

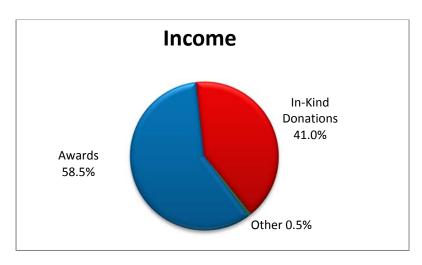
Each year The St. Louis Regional Chamber honors companies, organizations and institutions who make St. Louis a more attractive place to live, work and invest. At the 5th Annual Arcus Awards on March 1, 2018 they presented the Research Institute with an Arcus Award for Achievement for Public Policy in recognition for its work addressing regional issues related to health care and fresh food access, including the launch of a program offering mobile health screenings at Metro Transit locations in underserved communities and fresh food kiosks providing healthy food options at two MetroLink stations in areas of North St. Louis County identified as "food deserts."

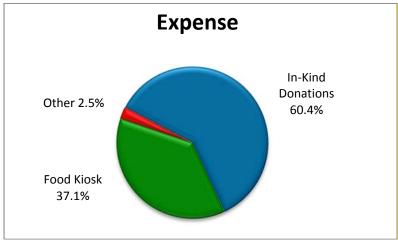
Financial Data

Net Income is \$148.1 thousand.

Revenue from Awards/Grants funding totaled \$278.5 thousand and \$195.1 thousand of In-kind donations from Bi-State Development.

Expense totals \$323.1 thousand. The majority of expense is related to the Missouri Health Foundation grant being used for the Link Market Food Kiosk project and pay for monthly operating expenses and \$195.1 thousand of In-kind donations from the Bi-State Development Agency.





Bi-State Development Research Institute Quarterly Statement of Financial Position June 30, 2018 (unaudited)

				Current	Prior Year							
	Current Period			Prior Period	Dollar Change	Percent Change		Prior Year		Dollar Change	Percent Change	
Assets												
Current assets												
Cash	\$	83,287	\$	143,287	\$ (60,000)	(41.9)	\$	226,205	\$	(142,918)	(63.2)	
Accounts and notes receivable Other current assets		60,000		30,000	30,000	n/a 100.0		429 40,000		(429) 20,000	(100.0) 50.0	
Other current assets		00,000		30,000	 30,000	100.0	-	40,000		20,000	30.0	
Total current assets		143,287		173,287	 (30,000)	(17.3)		266,634		(123,347)	(46.3)	
Capital assets												
Capital assets		270,000		270,000	-	-		-		270,000	n/a	
Accumulated depreciation		(6,750)		(4,050)	(2,700)	(66.7)		-		(6,750)	n/a	
Total capital assets, net	·	263,250		265,950	(2,700)	(1.0)		-		263,250	n/a	
Construction-in-process					 	n/a		135,000		(135,000)	(100.0)	
Total capital assets	<u></u>	263,250		265,950	(2,700)	(1.0)	<u></u>	135,000		128,250	95.0	
Total assets		406,537		439,237	 (32,700)	(7.4)		401,634		4,903	1.2	
Total	\$	406,537	\$	439,237	\$ (32,700)	(7.4)	\$	401,634	\$	4,903	1.2	

Bi-State Development Research Institute Quarterly Statement of Financial Position June 30, 2018 (unaudited)

		Prior Year									
	Current Period		Prior Period		Dollar Change	Percent Change	-	Prior Year		Dollar Change	Percent Change
Liabilities											
Current liabilities											
Accounts payable	\$	-	\$ -	\$	-	n/a	\$	3,000	\$	(3,000)	(100.0)
Interfund accounts payable		21,624	20,911		713	3.4		19,433		2,191	11.3
Other current liabilities		81,248	 141,248		(60,000)	(42.5)		223,650		(142,402)	(63.7)
Total current liabilities		102,872	 162,159		(59,287)	(36.6)		246,083		(143,211)	(58.2)
Total liabilities		102,872	 162,159		(59,287)	(36.6)		246,083		(143,211)	(58.2)
Net Position											
Net position		155,550	155,550		-	-		39,127		116,423	297.6
Net income (loss)		148,115	 121,528		26,587	21.9		116,424		31,691	27.2
Total net position		303,665	 277,078		26,587	9.6		155,551		148,114	95.2
Total	\$	406,537	\$ 439,237	\$	(32,700)	(7.4)	\$	401,634	\$	4,903	1.2

Bi-State Development Research Institute Statement of Activities For the Quarter Ended June 30, 2018 (unaudited)

				Curi	rent			Year to Date									
	Actual Budget		\$ Favorable (Unfavorable)		% Fav (Unfav)	Prior Year		Actual		Budget		\$ Favorable (Unfavorable)		% Fav (Unfav)	Pri	or Year	
Revenue																	
Not for profit revenue	\$	60,000	\$ 16,000	\$	44,000	275.0	\$	195,000	\$	278,512	\$	64,000	\$	214,512	335.2	\$	195,429
Contributions 1		44,944	-		44,944	-		-		195,116		-		195,116	-		-
Other revenue		-	-		-	-		-		2,571		-		2,571	-		-
Total revenue		104,944	16,000		88,944	555.9		195,000		476,199		64,000		412,199	644.1		195,429
Expense																	
Wages and benefits ¹		34,124	-		(34,124)	-		-		148,101		-		(148,101)	-		-
Services		30,553	27,590		(2,963)	(10.7)		23,818		124,203		110,360		(13,843)	(12.5)		77,833
Materials and supplies		234	609		375	61.6		-		1,704		1,000		(704)	(70.4)		800
Utilities		381	150		(231)	(154.0)		-		1,247		600		(647)	(107.8)		-
Interfund admin fees		10,025	-		(10,025)	-		-		43,368		-		(43,368)	-		-
Other expenses		340	 1,000		660	66.0		<u>-</u>		4,511		4,000		(511)	(12.8)		372
Total expense		75,657	29,349		(46,308)	(157.8)		23,818		323,134		115,960		(207,174)	(178.7)		79,005
Income (loss) before depreciation		29,287	(13,349)		42,636	319.4		171,182		153,065		(51,960)		205,025	394.6		116,424
Depreciation and amortization expense		2,700	 		(2,700)	-				4,950				(4,950)	-		
Net income (loss)	\$	26,587	\$ (13,349)	\$	39,936	299.2	\$	171,182	\$	148,115	\$	(51,960)	\$	200,075	385.1	\$	116,424

¹ - Contributions include in-kind donations of services, supplies and materials from other BSD business units.

Bi-State Development Research Institute Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018 (unaudited)

Description	 Total	perating Fund	Restricted Fund		
Balance at April 1, 2018 Cash & Investments	\$ 143,287	\$ 2,039	\$ 141,248		
Add:					
Receipts	-	-	-		
Total cash receipts	 -	 -	-		
Interfund transfers	-	-	-		
Less:					
Cash disbursements	(60,000)	-	(60,000)		
Total cash disbursements	 (60,000)	-	(60,000)		
Balance at June 30, 2018					
Cash & Investments	\$ 83,287	\$ 2,039	\$ 81,248		

Bi-State Development Research Institute Statement of Cash Flows

For the Twelve Months Ended June 30, 2018 (unaudited)

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$ 474,057 (148,101) (297,067) (41,177) Supplemental disclosure of cash flow information Noncash Activities: None
Cash flows from non capital financing activities Non-operating contributions	2,571
Net cash provided by (used in) non capital financing activities	2,571
Cash flows from capital and related financing activities Acquisitions of capital assets Contributed capital	(133,200) (1)
Cash flows from capital and related financing activities	(133,201)
Cash flows from investing activities None	
Net cash provided by (used in) investing activities	
Net increase (decrease) in cash and cash equivalents	(142,918)
Cash and cash equivalents, beginning of year	226,205
Cash and cash equivalents, year to date	\$ 83,287

Research Institute

Capital Expenditures for Active Projects For the Quarter Ended June 30, 2018 (unaudited)

Description		Budget		Current	Year-To-Date	Life-To-Date		Balance	
Project # MFH Food Kiosk Program	\$	583,958	\$	-	270,000.00	\$	270,000	\$	313,958
Total Active Projects	\$	583,958	\$	_	270,000.00	\$	270,000	\$	313,958

ARTS IN TRANSIT















Arts in Transit

Financial Highlights	. 75
Statement of Financial Position	. 76
Statement of Activities	. 78
Cash Receipts and Disbursement Schedule	79
Statement of Cash Flows	. 80

BU170731

Arts In Transit, Inc.

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

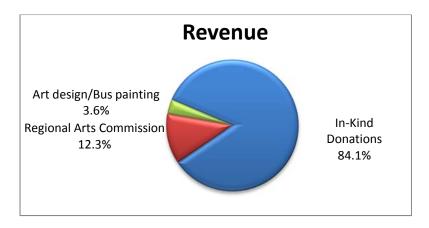
Fast Facts

In April 2018 Arts in Transit began accepting entries for the 2018 MetroLines poetry contest inviting local poets to submit their work for the chance to have their poems displayed on MetroBus vehicles and MetroLink trains for up to one year. MetroLines is open to both published and non-published work by bi-state residents of all ages, however previously published work must be provided with permission to reproduce. A panel of literary professionals from the St. Louis region will judge the entries.

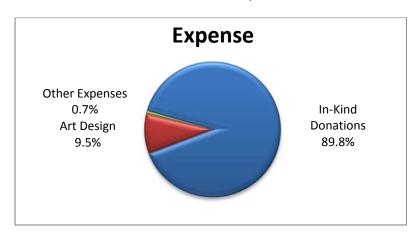
Financial Data

Net Income is \$16.6 thousand.

Total revenue of \$259.9 thousand includes contributions from the Regional Arts Commission, proceeds from bus paintings, and the recognition of In-kind donations from the Bi-State Development Agency.



Expense of \$243.4 thousand consists of \$23.0 thousand for MetroScapes, MetroLines, and design and bus wrap services related to a bus painting, \$1.6 thousand in expense related to publicity and immaterial bank fees, and \$218.7 thousand of Inkind donations from Bi-State Development.



Arts In Transit, Inc. Quarterly Statement of Financial Position June 30, 2018 (unaudited)

		Current	Prior Year						
	Current Period	 Prior Period	 Dollar Change	Percent Change		Prior Year		Dollar Change	Percent Change
Assets									
Current assets									
Cash	\$ 71,066	\$ 75,907	\$ (4,841)	(6.4)	\$	61,695	\$	9,371	15.2
Accounts and notes receivable	 8,000	-	8,000	n/a		-		8,000	n/a
Total current assets	 79,066	75,907	 3,159	4.2		61,695		17,371	28.2
Total assets	 79,066	 75,907	 3,159	4.2		61,695		17,371	28.2
Total	\$ 79,066	\$ 75,907	\$ 3,159	4.2	\$	61,695	\$	17,371	28.2

Arts In Transit, Inc. Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Current							Prior Year					
	Current Period		Prior Period		Dollar Change	Percent Change		Prior Year		Dollar Change	Percent Change		
Liabilities													
Current liabilities Interfund accounts payable	\$ 792	\$	_	\$	792	n/a	\$	_	\$	792	n/a		
Total current liabilities	 792		-		792	n/a		-		792	n/a		
Total liabilities	 792				792	n/a				792	n/a		
Net Position													
Net position	61,695		61,695		-	-		22,574		39,121	173.3		
Net income (loss)	 16,579		14,212		2,367	16.7		39,121		(22,542)	(57.6)		
Total net position	 78,274		75,907		2,367	3.1		61,695		16,579	26.9		
Total	\$ 79,066	\$	75,907	\$	3,159	4.2	\$	61,695	\$	17,371	28.2		

Arts In Transit, Inc. Statement of Activities For the Quarter Ended June 30, 2018

(unaudited)

	 Current								Year to Date							
				\$ Fa	avorable	% Fav							\$ Favorable	% Fav		
	 Actual	В	udget	(Unf	avorable)	(Unfav)	P	rior Year		Actual		Budget	(Unfavorable)	(Unfav)	Pri	ior Year
Revenue																
Not for Profit Revenue Contributions ¹	\$ 8,150 65,531	\$	12,500	\$	(4,350) 65,531	(34.8)	\$	32,000	\$	41,250 218,685	\$	50,000	\$ (8,750) 218,685	(17.5)	\$	64,507 -
Total revenue	73,681		12,500		61,181	489.4		32,000		259,935		50,000	209,935	419.9		64,507
Expense																
Wages and benefits 1	30,726		-		(30,726)	-		-		129,750		-	(129,750)	-		-
Services	14,008		25,000		10,992	44.0		3,489		43,710		100,000	56,290	56.3		25,386
Materials and supplies	-		588		588	100.0		-		1,148		1,000	(148)	(14.8)		-
Utilities	150		_		(150)	-		-		572		-	(572)	-		-
Interfund admin fees	8,957		-		(8,957)	-		-		36,828		-	(36,828)	-		-
Other expenses	17,473		62		(17,411)	n/a		-		31,348		250	(31,098)	n/a		-
Total expense	71,314		25,650		(45,664)	(178.0)		3,489		243,356		101,250	(142,106)	(140.4)		25,386
Net income (loss)	\$ 2,367	\$	(13,150)	\$	15,517	118.0	\$	28,511	\$	16,579	\$	(51,250)	\$ 67,829	132.3	\$	39,121

¹ - Contributions include in-kind donations of services, supplies and materials from other BSD business units.

Arts in Transit, Inc. Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018 (unaudited)

Description	Total	O _I	perating Fund
Balance at April 1, 2018 Cash & Investments	\$ 75,907	\$	75,907
Add:			
Receipts	159		159
Total cash receipts	 159		159
Interfund transfers	-		-
Less:			
Cash disbursements	(5,000)		(5,000)
Total cash disbursements	 (5,000)		(5,000)
Balance at June 30, 2018			
Cash & Investments	\$ 71,066	\$	71,066

Art In Transit, Inc. Statement of Cash Flows

For the Twelve Months Ended June 30, 2018 (unaudited)

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$ 251,935 (129,750) (76,778) (36,036)
Cash flows from non capital financing activities None	
Net cash provided by (used in)	 <u> </u>
non capital financing activities	 <u> </u>
Cash flows from capital and related financing activities None	
Cash flows from capital and related financing activities	 <u>-</u>
Cash flows from investing activities None	
Net cash provided by (used in) investing activities	 <u>-</u>
Net increase (decrease) in cash and cash equivalents	9,371
Cash and cash equivalents, beginning of year	 61,695
Cash and cash equivalents, year to date	\$ 71,066

Supplemental disclosure of cash flow information

Noncash Activities: None

SELF-INSURANCE FUNDS















Self-Insurance Funds

Financial Highlights	81
Statement of Financial Position	82
Statement of Activities	84

BU170731



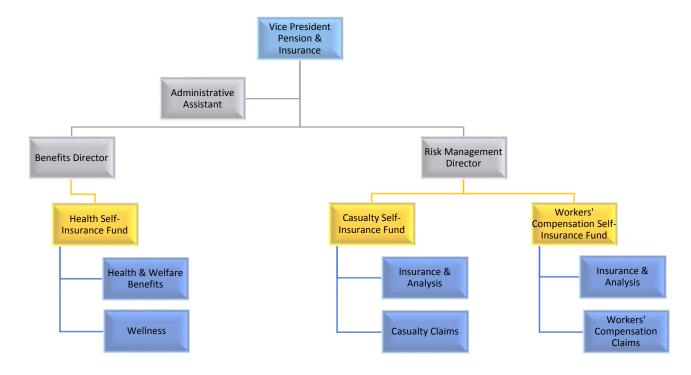
Self-Insurance Funds

For the Twelve Months Ended June 30, 2018

(Preliminary, subject to audit)

As directed by the BSD Board of Commissioners, in order to improve overall accountability, governance, accounting and reporting has been restructured and administration has been reorganized for the Health, Casualty and Workers Compensation Self-Insurance Funds. The objective is comprehensive management, accounting, and reporting for assets, sources of revenue, expenses and related administrative costs for these self-insured activities.

The major costs and administrative components of the Health Self-Insurance Fund reside in the Benefits Department. The major costs and administrative components of the Casualty and Workers Compensation Self-Insurance Funds reside in the Risk Management Department. The administration of these departments, and their related activities, has been reorganized to achieve the accountability and governance objectives as shown below:



Bi-State Development Agency of the Missouri-Illinois Metropolitan District Self-Insurance Divisions

Quarterly Statement of Financial Position June 30, 2018 (unaudited)

Assets	-	Health rance Division	Casualty surance Division	rs Compensation surance Division	 Totals	Interfund liminations	<u></u> E	Totals After liminations
Current assets								
Cash	\$	1,544,652	\$ 10,661,598	\$ 8,968,552	\$ 21,174,802	\$ -	\$	21,174,802
Accounts and notes receivable		54,650	-	-	54,650	-		54,650
Interfund accounts receivable		4,038,743	-	94,310	4,133,053	(4,133,053)		-
Other current assets		-	-	12,339	12,339	-		12,339
Total current assets		5,638,045	10,661,598	 9,075,201	25,374,844	(4,133,053)		21,241,791
Total assets		5,638,045	10,661,598	9,075,201	25,374,844	(4,133,053)		21,241,791
Total	\$	5,638,045	\$ 10,661,598	\$ 9,075,201	\$ 25,374,844	\$ (4,133,053)	\$	21,241,791

Bi-State Development Agency of the Missouri-Illinois Metropolitan District Self-Insurance Divisions

Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Health Self-Insurance Division	Casualty Self-Insurance Division	Workers Compensation Self-Insurance Division	Totals	Interfund Eliminations	Totals After Eliminations
Liabilities						
Current liabilities						
Accounts payable	\$ 408,017	\$ -	\$ -	\$ 408,017	\$ -	\$ 408,017
Interfund accounts payable	11,554,743	640,486	28,785	12,224,014	(4,133,053)	8,090,961
Accrued expenses	44,700	40,600	24,900	110,200	-	110,200
Total current liabilities	12,007,460	681,086	53,685	12,742,231	(4,133,053)	8,609,178
Current liab payable from restricted assets						
Short-term self-insurance	-	3,987,781	3,308,273	7,296,054	-	7,296,054
Medical self-insurance liability	2,428,000	<u>-</u>	· · · · -	2,428,000	-	2,428,000
Total current liabilities payable						
from restricted assets	2,428,000	3,987,781	3,308,273	9,724,054	-	9,724,054
Total current liabilities	14,435,460	4,668,867	3,361,958	22,466,285	(4,133,053)	18,333,232
Non-current liabilities						
Other post-employment benefits	167,425	149,507	43,033	359,965	-	359,965
Long-term self-insurance	-	4,216,973	4,069,727	8,286,700	-	8,286,700
Unfunded pension liabilities	76,941	131,766	53,160	261,867	-	261,867
Total non-current liabilities	244,366	4,498,246	4,165,920	8,908,532	-	8,908,532
Total liabilities	14,679,826	9,167,113	7,527,878	31,374,817	(4,133,053)	27,241,764
Net Position						
Net position	(1,937,587)	1,421,161	223,448	(292,978)	-	(292,978)
Net income (loss)	(7,104,194)	73,324	1,323,875	(5,706,995)		(5,706,995)
Total net position	(9,041,781)	1,494,485	1,547,323	(5,999,973)		(5,999,973)
Total	\$ 5,638,045	\$ 10,661,598	\$ 9,075,201	\$ 25,374,844	\$ (4,133,053)	\$ 21,241,791

Bi-State Development Agency of the Missouri-Illinois Metropolitan District Self-Insurance Divisions

Combining Statement of Activities by Business Division For the Twelve Months Ended June 30, 2018

(unaudited)

	Health	Casualty	Workers Compensation			Totals After
	Self-Insurance Division	Self-Insurance Division	Self-Insurance Division	Totals	Eliminations	Eliminations
Revenue						
Employee medical contributions	\$ 6,604,802	\$ -	\$ -	\$ 6,604,802	\$ -	\$ 6,604,802
Employee dental contributions	505,247	-	-	505,247	-	505,247
Employee gym membership	5,136	-	-	5,136	-	5,136
Bi-State Dev medical contributions	23,801,447	-	-	23,801,447	(178,413)	23,623,034
Bi-State Dev dental contributions	627,766	-	-	627,766	(5,518)	622,248
Bi-State Dev EAP contributions	38,257	-	-	38,257	(328)	37,929
Healthy savings plan	(245,279)	-	-	(245,279)	-	(245,279)
Charges for services - Casualty	-	4,699,937	-	4,699,937	-	4,699,937
Charges for services - Workers Compensation	-	-	7,774,076	7,774,076	-	7,774,076
Interest Income		79,547	95,934	175,481		175,481
Total revenue	31,337,376	4,779,484	7,870,010	43,986,870	(184,258)	43,802,612
Expense						
Wages and benefits	842,975	552,873	364,610	1,760,458	-	1,760,458
Services	244,508	5,695	5,993	256,196	-	256,196
Materials and supplies	19,509	3,121	1,124	23,754	-	23,754
Utilities	4,964	1,244	331	6,539	-	6,539
Casualty and liability costs	-	815,301	212,610	1,027,911	-	1,027,911
Other expenses	30,917	2,515	403,433	436,865	-	436,865
Medical claims and prescriptions, less rebates	37,073,818	-	-	37,073,818	(184,258)	36,889,560
Stop loss, third party fees, Medicare Part D	224,879	-	-	224,879	-	224,879
Casualty claims paid	-	3,890,859	-	3,890,859	-	3,890,859
Workers Compensation claims paid	-	-	6,333,526	6,333,526	-	6,333,526
Total expense	38,441,570	5,271,608	7,321,627	51,034,805	(184,258)	50,850,547
Net income (loss) before transfers	(7,104,194)	(492,124)	548,383	(7,047,935)	-	(7,047,935)
Net transfers in (out)		565,448	775,492	1,340,940		1,340,940
Net income (loss)	\$ (7,104,194)	\$ 73,324	\$ 1,323,875	\$ (5,706,995)	\$ -	\$ (5,706,995)

HEALTH SELF-INSURANCE FUND















Health Self-Insurance Fund

Financial Highlights	. 85
Statement of Financial Position	. 86
Statement of Activities	. 88
Schedule of Wage & Benefits	. 89
Cash Receipts and Disbursement.Schedule	90
Statement of Cash Flows	. 91

BU170731

Health Self-Insurance Fund

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

Fast Facts

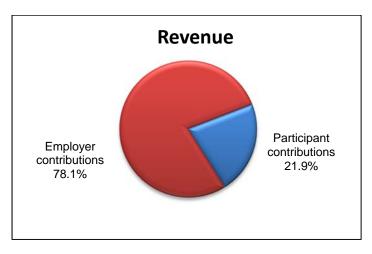
The Health Self-Insurance Fund (SIF) includes all operating revenue and expenses related to the organizations medical, prescription drug and dental employee benefit programs. Health SIF employer and employee/retiree contribution rates are set annually based on actuarial assessment of historical health claim costs, anticipated health care inflation, and plan management expenses along with plan participant demographic and enrollment data.

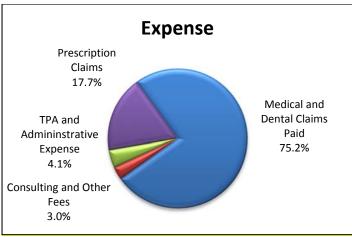
Financial Data

Revenue is generated by charging other BSD operational units for Health SIF provided employee benefit program services and collecting enrolled employee/retiree contributions through payroll and pension deductions. The fiscal year revenue of \$31.3 million consists of \$24.5 million in employer and \$6.8 million in plan participant contributions.

Expenses are generated by medical, prescription drug and dental claim costs, third party administrative fees, health and welfare plan consulting fees and internal benefit team operating costs. Current fiscal year expenses of \$38.4 million consists of \$37.3 million or 97.1% related to direct medical and prescription benefit claims and third party claim processing fees, cost management programs, plan consulting fees and health care reform costs. Internal staff and wellness initiative costs are \$1.1 million or 2.9%. Expenses are running unfavorable to budget due to a large increase in the volume of catastrophic medical claims. For fiscal year end 2018, the plan had 13

members incurring paid claims in excess of \$250,000 each. The actuarial norm would be three. All continuing claimants are in catastrophic case management programs.





Health Self-Insurance Fund Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Current								Prior Year					
		Current		Prior		Dollar	Percent	Prior			Dollar	Percent		
		Period		Period		Change	Change		Year		Change	Change		
Assets								<u></u>	_					
Current assets														
Cash and Cash Equivalents	\$	1,544,652	\$	675,795	\$	868,857	128.6	\$	1,537,496	\$	7,156	0.5		
Accounts and notes receivable		54,650		42,906		11,744	27.4		39,230		15,420	39.3		
Interfund accounts receivable		4,038,743		3,436,710		602,033	17.5		1,515,455		2,523,288	166.5		
Total current assets		5,638,045		4,155,411		1,482,634	35.7	· ·	3,092,181		2,545,864	82.3		
Total assets		5,638,045		4,155,411		1,482,634	35.7		3,092,181		2,545,864	82.3		
Total	\$	5,638,045	\$	4,155,411	\$	1,482,634	35.7	\$	3,092,181	\$	2,545,864	82.3		

Health Self-Insurance Fund Quarterly Statement of Financial Position June 30, 2018 (unaudited)

		Currer	nt			Prior Year	ar					
	Current	Prior	Dollar	Percent	Prior	Dollar	Percent					
	Period	Period	Change	Change	Year	Change	Change					
Liabilities												
Current liabilities												
Accounts payable	\$ 408,017	\$ -	\$ 408,017	n/a	\$ -	\$ 408,017	n/a					
Interfund accounts payable	11,554,743	8,628,852	2,925,891	33.9	2,303,083	9,251,660	401.7					
Accrued expenses	44,700	44,700	-	-	44,700	-	-					
Total current liabilities	12,007,460	8,673,552	3,333,908	38.4	2,347,783	9,659,677	411.4					
Current liab payable from restricted assets												
Medical self-insurance liability	2,428,000	2,428,000	-	-	2,428,000	-	-					
Total current liabilities payable			- ·									
from restricted assets	2,428,000	2,428,000	-	-	2,428,000	-	-					
Total current liabilities	14,435,460	11,101,552	3,333,908	30.0	4,775,783	9,659,677	202.3					
Non-current liabilities												
Other post-employment benefits	167,425	181,829	(14,404)	(7.9)	177,044	(9,619)	(5.4)					
Unfunded pension liabilities	76,941	76,941	-	-	76,941	-	-					
Total non-current liabilities	244,366	258,770	(14,404)	(5.6)	253,985	(9,619)	(3.8)					
Total liabilities	14,679,826	11,360,322	3,319,504	29.2	5,029,768	9,650,058	191.9					
Net Position			- ·									
Net position	(1,937,587)	(1,937,587)	-	-	(57,730)	(1,879,857)	n/a					
Net income (loss)	(7,104,194)	(5,267,324)	(1,836,870)	(34.9)	(1,879,857)	(5,224,337)	(277.9)					
Total net position	(9,041,781)	(7,204,911)	(1,836,870)	(25.5)	(1,937,587)	(7,104,194)	(366.7)					
Total	\$ 5,638,045	\$ 4,155,411	\$ 1,482,634	35.7	\$ 3,092,181	\$ 2,545,864	82.3					

Health Self-Insurance Fund Statement of Activities For the Quarter Ended June 30, 2018 (unaudited)

			Current					Year to Date		
			\$ Favorable	% Fav		·		\$ Favorable	% Fav	
	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year
Revenue										
Employee medical contributions	\$ 1,721,753	\$ 1,709,691	\$ 12,062	0.7	\$ 1,571,188	\$ 6,604,802	\$ 6,838,764	\$ (233,962)	(3.4)	\$ 6,246,896
Employee dental contributions	128,290	129,512	(1,222)	(0.9)	122,839	505,247	518,048	(12,801)	(2.5)	495,897
Employee gym membership	1,203	1,316	(113)	(8.6)	1,596	5,136	5,266	(130)	(2.5)	6,555
Bi-State Dev medical contributions	6,192,383	6,012,792	179,591	3.0	5,674,732	23,801,447	24,051,168	(249,721)	(1.0)	22,461,938
Bi-State Dev dental contributions	160,783	150,536	10,247	6.8	152,172	627,766	602,145	25,621	4.3	608,100
Bi-State Dev EAP contributions	9,424	9,803	(379)	(3.9)	8,473	38,257	39,210	(953)	(2.4)	36,336
Healthy Savings Plan	(42,520)	(41,125)	(1,395)	(3.4)	(45,808)	(245,279)	(164,500)	(80,779)	(49.1)	(199,157)
Other revenue	-	-	-	-	18,406	-	-	-	-	-
Total revenue	8,171,316	7,972,525	198,791	2.5	7,503,598	31,337,376	31,890,101	(552,725)	(1.7)	29,656,565
Expense										
Wages and benefits ¹	198,699	248,515	49,816	20.0	198,074	842,975	996,472	153,497	15.4	746,172
Services	159,062	119,525	(39,537)	(33.1)	200,920	244,508	438,100	193,592	44.2	684,116
Materials and supplies	3,458	12,001	8,543	71.2	7,106	19,509	43,700	24,191	55.4	17,767
Utilities	1,243	745	(498)	(66.8)	1,240	4,964	2,980	(1,984)	(66.6)	5,258
Other expenses	15,893	13,454	(2,439)	(18.1)	16,575	30,917	53,815	22,898	42.5	30,123
Medical claims paid	7,473,169	5,736,685	(1,736,484)	(30.3)	7,417,414	29,801,322	22,946,741	(6,854,581)	(29.9)	24,049,027
Contra medical	(567,704)	(747,448)	(179,744)	(24.0)	(549,284)	(1,881,121)	(2,989,790)	(1,108,669)	(37.1)	(1,770,345)
Dental claims paid	253,152	247,539	(5,613)	(2.3)	266,873	984,570	990,156	5,586	0.6	986,057
Medical TPA fees	307,798	356,162	48,364	13.6	244,944	998,710	1,424,649	425,939	29.9	553,932
Prescription (RX) claims/admin fees	1,988,995	1,731,652	(257,343)	(14.9)	1,477,080	6,805,041	6,926,609	121,568	1.8	5,574,519
Medical stop loss	109,658	99,075	(10,583)	(10.7)	92,052	365,296	396,300	31,004	7.8	341,321
Other administrative and third party fees	64,763	165,092	100,329	60.8	49,266	224,879	660,369	435,490	65.9	318,475
Total expense	10,008,186	7,982,997	(2,025,189)	(25.4)	9,422,260	38,441,570	31,890,101	(6,551,469)	(20.5)	31,536,422
Net income (loss)	\$ (1,836,870)	\$ (10,472)	\$ (1,826,398)	n/a	\$ (1,918,662)	\$ (7,104,194)	\$ -	\$ (7,104,194)	-	\$ (1,879,857)

^{1 -} Detailed schedule included.

Health Self-Insurance Fund Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date						
	A =4=1	Decidence	\$ Favorable	% Fav	Dais a Vasa	A -41	Desderet	\$ Favorable	% Fav	Daise Vasa		
	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year		
Personnel expense												
Wages	\$ 151,569	\$ 163,523	\$ 11,954	7.3	\$ 150,014	\$ 630,986	\$ 654,093	\$ 23,107	3.5	\$ 568,518		
Company paid benefits												
Payroll related taxes and insurance												
FICA	11,139	12,510	1,371	11.0	11,070	45,934	50,038	4,104	8.2	41,344		
Unemployment insurance	42	383	341	89.0	76	1,055	3,880	2,825	72.8	1,086		
Worker's compensation insurance	-	489	489	100.0	-	-	1,957	1,957	100.0	-		
Health and welfare												
Medical	21,998	26,775	4,777	17.8	17,040	80,734	107,100	26,366	24.6	57,610		
Dental	589	1,560	971	62.2	545	2,636	6,240	3,604	57.8	2,334		
Other post employment benefits	-	1,512	1,512	100.0	1,950	4,78	,	1,326	21.7	8,206		
Life Insurance / AD&D	273	148	(125)	(84.5)	261	1,234		(642)	(108.4)	941		
Short and Long Term Disability	899	728	(171)	(23.5)	868	4,038	,	(1,128)	(38.8)	4,010		
FMLA administration expense	-	60	60	100.0	-		- 239	239	100.0	79		
EAP expense	34	41	7	17.1	33	157	7 165	8	4.8	304		
Retirement												
Pension expense	4,333	19,400	15,067	77.7	8,869	36,990	77,600	40,610	52.3	32,186		
401 K contributions	7,823	10,136	2,313	22.8	7,178	33,660	40,547	6,887	17.0	28,927		
Other												
Uniform allowance	-	-	-	-	-	476	-	(476)	-	-		
Miscellaneous benefits		11,250	11,250	100.0	170	290	45,000	44,710	99.4	627		
Total company paid benefits	47,130	84,992	37,862	44.5	48,060	211,989	342,379	130,390	38.1	177,654		
Total wages and benefits	\$ 198,699	\$ 248,515	\$ 49,816	20.0	\$ 198,074	\$ 842,975	\$ 996,472	\$ 153,497	15.4	\$ 746,172		

Health Self-Insurance Fund

Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018 (unaudited)

Description	 Total	Sel	Medical If-Insurance	 Medical Claims				Medical HRA
Balance at April 1, 2018								
Cash & investments	\$ 675,795	\$	884,656	\$ (274,660)	\$	15,429	\$	50,370
Add:								
Funding from Metro	7,023,507		7,023,507	-		-		-
Receipts from Executive Services	692,178		692,178	-		-		-
Receipts from St. Louis Downtown Airport	538,206		538,206	-		-		-
Receipts from Riverfront Attractions	171,000		171,000					
Receipts from Casualty Self-Insurance	141,346		141,346	-		-		-
Receipts from Workers Comp Self-Insurance	409,953		409,953	-		-		-
Total cash receipts	 8,976,190		8,976,190	 -		-		-
Interfund transfers	-		-	-		-		-
Interfund transfers	-		(7,527,460)	7,119,768		68,986		338,706
Less:								
Disbursements to Metro	(495,945)		(495,945)	-		<u>-</u>		-
Cash disbursements	(7,611,389)		(253,153)	(6,928,411)		(68,986)		(360,839)
Total cash disbursements	 (8,107,333)		(749,098)	 (6,928,411)		(68,986)		(360,839)
Balance at June 30, 2018	 	-		 				
Cash & investments	\$ 1,544,652	\$	1,584,289	\$ (83,303)	\$	15,429	\$	28,236

Health Self-Insurance Internal Service Fund Statement of Cash Flows For the Twelve Months Ended June 30, 2018 (unaudited)

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Payments for self-insurance Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$ (15,420) (852,594) 108,121 (37,298,698) 38,065,747	Supplemental disclosure of cash flow information Noncash Activities:	No disclosures.
Cash flows from non capital financing activities None noted. Net cash provided by (used in) non capital financing activities			
Cash flows from capital and related financing activities None noted. Cash flows from capital and related financing activities			
Cash flows from investing activities None noted. Net cash provided by (used in) investing activities			
Net increase (decrease) in cash and cash equivalents Cash and cash equivalents, beginning of year	7,156 		
Cash and cash equivalents, year to date	\$ 1,544,652		

CASUALTY SELF-INSURANCE FUND















Casualty Self-Insurance Fund

Financial Highlights	92
Statement of Financial Position	93
Statement of Activities	95
Schedule of Wage & Benefits	96
Cash Receipts and Disbursement Schedule	97
Statement of Cash Flows	. 98

BU170731

Casualty Self-Insurance Fund

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

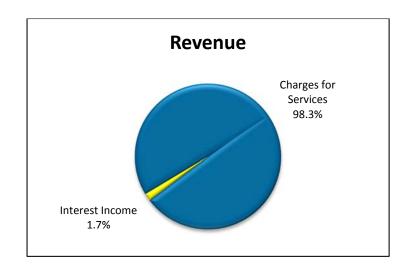
Fast Facts

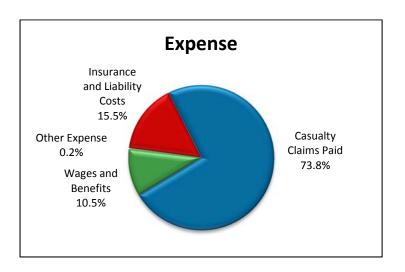
The Casualty Self-Insurance Fund (SIF) includes all operating revenue and expenses related to the organization's casualty claims which includes vehicle liability and general liability claims.

Financial Data

Revenue for the Casualty SIF is generated by charging other BSD operational units based on ultimate claim costs. Charges for services through June 30, 2018 are \$4.7 million. An actuarial assessment is performed by a third party annually to establish the ultimate claim cost.

Expenses include: paid claims for vehicle liability and general liability claims; excess liability insurance premiums that provide coverage above the self-insured retention of \$5 million; wage and benefit costs for casualty claims adjusters and a portion of Risk Management personnel; actuarial and broker services fees; and administrative costs. At June 30, 2018, total expenses are \$5.3 million.





Casualty Self-Insurance Fund Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Current									Pric	r Year							
		Current		Prior		Dollar	Percent		Prior		Dollar	Percent						
Period		Period		Period		Change	Change Year Ch		Change	Change								
Assets	·	_		_		_			_		_							
Current assets																		
Cash and Cash Equivalents	\$	10,661,598	\$	10,634,856	\$	26,742	0.3	\$	4,059,419	\$	6,602,179	162.6						
Interfund accounts receivable		-		355,240		(355,240)	(100.0)		6,040,812		(6,040,812)	(100.0)						
Other current assets		-		203,825		(203,825)	(100.0)		-		-	n/a						
Total current assets		10,661,598		11,193,921		(532,323)	(4.8)		10,100,231		561,367	5.6						
Total assets	-	10,661,598		11,193,921		(532,323)	(4.8)		10,100,231		561,367	5.6						
Total	\$	10,661,598	\$	11,193,921	\$	(532,323)	(4.8)	\$	10,100,231	\$	561,367	5.6						

Casualty Self-Insurance Fund Quarterly Statement of Financial Position June 30, 2018 (unaudited)

		Current								Prio	r Year	<u> </u>					
		Current Period		Prior Period		Dollar Change	Percent Change		Prior Year		Dollar Change	Percent Change					
Liabilities		_		_							_						
Current liabilities																	
Interfund accounts payable	\$	640,486	\$	47,958	\$	592,528	n/a	\$	146,901	\$	493,585	336.0					
Accrued expenses		40,600		40,600		-	-		40,600		-	-					
Total current liabilities		681,086		88,558		592,528	669.1		187,501		493,585	263.2					
Current liab payable from restricted assets																	
Short-term self-insurance		3,987,781		3,987,781		-	-		3,987,781		-	-					
Total current liabilities payable																	
from restricted assets		3,987,781		3,987,781		-	-		3,987,781		-	-					
Total current liabilities		4,668,867		4,076,339		592,528	14.5		4,175,282		493,585	11.8					
Non-current liabilities																	
Other post-employment benefits		149,507		158,161		(8,654)	(5.5)		155,049		(5,542)	(3.6)					
Long-term self-insurance		4,216,973		4,216,973		-	-		4,216,973		-	-					
Unfunded pension liabilities		131,766		131,766		-	-		131,766		-	-					
Total non-current liabilities	· ·	4,498,246		4,506,900		(8,654)	(0.2)	-	4,503,788		(5,542)	(0.1)					
Total liabilities		9,167,113		8,583,239		583,874	6.8		8,679,070		488,043	5.6					
Net Position																	
Net position		1,421,161		1,421,161		-	-		(154)		1,421,315	n/a					
Net income (loss)		73,324		1,189,521		(1,116,197)	(93.8)		1,421,315		(1,347,991)	(94.8)					
Total net position		1,494,485		2,610,682		(1,116,197)	(42.8)		1,421,161		73,324	5.2					
Total	\$	10,661,598	\$	11,193,921	\$	(532,323)	(4.8)	\$	10,100,231	\$	561,367	5.6					

Casualty Self-Insurance Fund Statement of Activities For the Quarter Ended June 30, 2018 (unaudited)

			Current					Year to Date		
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Charges for Services	\$ 519,174	\$ 721,000	\$ (201,826)	(28.0)	\$ 1,464,586	\$ 4,699,93		\$ 1,815,937	63.0	\$ 5,356,463
Interest income	41,983		41,983	-	4,935	79,54		79,547	-	8,255
Total revenue	561,157	721,000	(159,843)	(22.2)	1,469,521	4,779,48	2,884,000	1,895,484	65.7	5,364,718
Expense										
Wages and benefits 1	129,605	141,837	12,232	8.6	137,626	552,87	3 568,838	15,965	2.8	553,129
Services	475	812	337	41.5	-	5,69	5 3,250	(2,445)	(75.2)	16,419
Materials and supplies	1,008	938	(70)	(7.5)	1,232	3,12	1 3,750	629	16.8	3,244
Utilities	533	700	167	23.9	-	1,24	4 2,800	1,556	55.6	=
Casualty and liability costs	203,825	221,250	17,425	7.9	217,186	815,30	1 885,000	69,699	7.9	871,850
Other expenses	465	2,875	2,410	83.8	1,601	2,51	5 11,500	8,985	78.1	3,251
Casualty claims paid	1,460,418	499,750	(960,668)	(192.2)	697,353	3,890,85	9 1,999,000	(1,891,859)	(94.6)	3,069,453
Total expense	1,796,329	868,162	(928,167)	(106.9)	1,054,998	5,271,60	3,474,138	(1,797,470)	(51.7)	4,517,346
Net income (loss) before transfers	(1,235,172)	(147,162)	(1,088,010)	(739.3)	414,523	(492,12	4) (590,138)	98,014	16.6	847,372
Net transfers in (out)	118,975	147,535	(28,560)	(19.4)	138,359	565,44	590,138	(24,690)	(4.2)	573,943
Net income (loss)	\$ (1,116,197)	\$ 373	\$ (1,116,570)	n/a	\$ 552,882	\$ 73,32	4 \$ -	\$ 73,324	-	\$ 1,421,315

^{1 -} Detailed schedule included.

Casualty Self-Insurance Fund Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date							
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year			
December assumence													
Personnel expense													
Wages	\$ 92,499	\$ 101,393	\$ 8,894	8.8	\$ 101,221	\$ 393,593	\$ 405,571	\$ 11,978	3.0	\$ 419,291			
Company paid benefits													
Payroll related taxes and insurance													
FICA	6,735	7,757	1,022	13.2	7,257	28,173	31,026	2,853	9.2	27,032			
Unemployment insurance	18	348	330	94.8	69	677	2,880	2,203	76.5	944			
Worker's compensation insurance	-	304	304	100.0	-	-	1,217	1,217	100.0	-			
Health and welfare													
Medical	13,371	12,300	(1,071)	(8.7)	10,968	53,235	49,200	(4,035)	(8.2)	40,954			
Dental	382	390	8	2.1	354	1,741	1,560	(181)	(11.6)	1,427			
Other post employment benefits	-	-	-	-	1,345	3,113	-	(3,113)	-	5,830			
Life Insurance / AD&D	161	94	(67)	(71.3)	163	750	375	(375)	(100.0)	571			
Short and Long Term Disability	538	461	(77)	(16.7)	502	2,379	1,845	(534)	(28.9)	2,205			
FMLA administration expense	-	38	38	100.0	-	-	152	152	100.0	53			
EAP expense	21	26	5	19.2	22	101	105	4	3.8	89			
Retirement													
Pension expense	13,114	12,300	(814)	(6.6)	12,902	56,250	49,200	(7,050)	(14.3)	44,770			
401 K contributions	2,766	6,426	3,660	57.0	2,823	12,861	25,707	12,846	50.0	9,963			
Total company paid benefits	37,106	40,444	3,338	8.3	36,405	159,280	163,267	3,987	2.4	133,838			
Total wages and benefits	\$ 129,605	\$ 141,837	\$ 12,232	8.6	\$ 137,626	\$ 552,873	\$ 568,838	\$ 15,965	2.8	\$ 553,129			

Casualty Self-Insurance Fund Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018 (unaudited)

	 Total	 Operating Cash	Cash Equivalent		
Balance at April 1, 2018					
Cash & investments	\$ 10,634,856	\$ 1,704	\$	10,633,152	
Add:					
Collections	55,059	55,059		-	
Receipts from Metro	471,746	471,746		-	
Receipts from Health Internal Insurance Fund	-	-		-	
Receipts from Worker's Comp Internal Insurance Fund	-	-		-	
Interest received	 41,983	 41,983			
Total cash receipts	568,788	568,788		-	
Interfund transfers	-	(28,446)		28,446	
Less:					
Disbursements to Health Self-Insurance	(542,046)	(542,046)		-	
Total cash disbursements	 (542,046)	 (542,046)		-	
Balance at June 30, 2018	 	 			
Cash & investments	\$ 10,661,598	\$ (0)	\$	10,661,598	

Health Self-Insurance Internal Service Fund Statement of Cash Flows For the Twelve Months Ended June 30, 2018 (unaudited)

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Payments for self-insurance Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$ 4,699,937 (558,415) (12,575) (4,706,160) 6,534,397	No disclosures.
Cash flows from non capital financing activities None noted. Net cash provided by (used in) non capital financing activities	565,448	
Cash flows from capital and related financing activities None noted. Cash flows from capital and		
related financing activities Cash flows from investing activities	-	
None noted.		
Net cash provided by (used in) investing activities	79,547	
Net increase (decrease) in cash and cash equivalents	6,602,179	
Cash and cash equivalents, beginning of year	4,059,419	
Cash and cash equivalents, year to date	\$ 10,661,598	

WORKER'S COMPENSATION SELF-INSURANCE FUND















Worker's Compensation Self-insurance Fund

Financial Highlights	99
Statement of Financial Position	. 100
Statement of Activities	. 102
Schedule of Wage & Benefits	. 103
Cash Receipts and Disbursement.Schedule	104
Statement of Cash Flows	. 105

BU170731



Worker's Compensation Self-Insurance Fund

For the Twelve Months Ended June 30, 2018 (Preliminary, subject to audit)

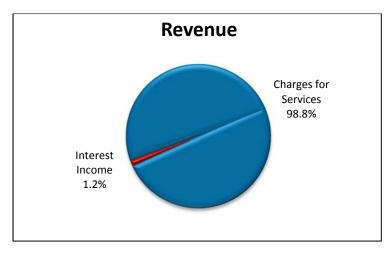
Fast Facts

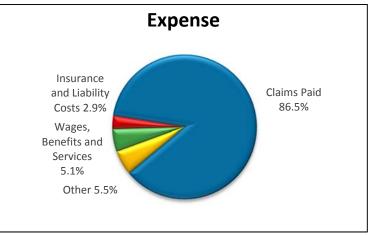
The Workers' Compensation Self-Insurance Fund (SIF) includes all operating revenue and expenses related to the organization's workers' compensation claims.

Financial Data

Revenue for the workers' compensation SIF is generated by charging other BSD operational units based on ultimate claim costs. Total charges for services through June 30, 2018 are \$7.8 million. An actuarial assessment is performed by a third party annually to establish the ultimate claim cost.

Expenses include: paid claims; self-insurance fees for Missouri and Illinois; excess liability insurance premiums that provide coverage above the self-insured retention of \$1 million; wage and benefit costs for workers' compensation claims staff and a portion of Risk Management personnel; actuarial and broker services fees; and administrative costs. Total expenses at June 30, 2018 are \$7.3 million.





Workers Compensation Self-Insurance Fund Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Current								Prior Year					
		Current		Prior		Dollar	Percent	-	Prior		Dollar	Percent		
		Period		Period		Change	Change		Year		Change	Change		
Assets		_		_					_		_			
Current assets														
Cash and Cash Equivalents	\$	8,968,552	\$	8,872,199	\$	96,353	1.1	\$	7,111,423	\$	1,857,129	26.1		
Accounts and notes receivable		-		-		-	n/a		131		(131)	(100.0)		
Interfund accounts receivable		94,310		481,103		(386,793)	(80.4)		640,133		(545,823)	(85.3)		
Other current assets		12,339		53,153		(40,814)	(76.8)		-		12,339	n/a		
Total current assets	-	9,075,201		9,406,455		(331,254)	(3.5)	-	7,751,687		1,323,514	17.1		
Total assets		9,075,201		9,406,455		(331,254)	(3.5)		7,751,687		1,323,514	17.1		
Total	\$	9,075,201	\$	9,406,455	\$	(331,254)	(3.5)	\$	7,751,687	\$	1,323,514	17.1		

Workers Compensation Self-Insurance Fund Quarterly Statement of Financial Position June 30, 2018 (unaudited)

	Current								Prior Year						
	Current Period		Prior Period		Dollar Change		Percent Change		Prior Year		Dollar Change	Percent Change			
Liabilities	·	<u>.</u>				_		·	_		_				
Current liabilities															
Interfund accounts payable	\$	28,785	\$	30,648	\$	(1,863)	(6.1)	\$	27,923	\$	862	3.1			
Accrued expenses		24,900		24,900		-	-		24,900		-	-			
Total current liabilities		53,685		55,548		(1,863)	(3.4)		52,823		862	1.6			
Current liab payable from restricted assets															
Short-term self-insurance		3,308,273		3,308,273		-	-		3,308,273		-	-			
Total current liabilities payable	-														
from restricted assets		3,308,273		3,308,273		-	-		3,308,273		-	-			
Total current liabilities		3,361,958		3,363,821		(1,863)	(0.1)		3,361,096		862	-			
Non-current liabilities															
Other post-employment benefits		43,033		45,908		(2,875)	(6.3)		44,255		(1,222)	(2.8)			
Long-term self-insurance		4,069,727		4,069,727		-	-		4,069,727		-	-			
Unfunded pension liabilities		53,160		53,160		-	-		53,160		-	-			
Total non-current liabilities		4,165,920		4,168,795		(2,875)	(0.1)		4,167,142		(1,222)	-			
Total liabilities		7,527,878		7,532,616		(4,738)	(0.1)		7,528,238		(360)	-			
Net Position															
Net position		223,448		223,448		-	-		-		223,448	n/a			
Net income (loss)		1,323,875		1,650,391		(326,516)	(19.8)		223,449		1,100,426	492.5			
Total net position		1,547,323		1,873,839		(326,516)	(17.4)		223,449		1,323,874	592.5			
Total	\$	9,075,201	\$	9,406,455	\$	(331,254)	(3.5)	\$	7,751,687	\$	1,323,514	17.1			

Workers Compensation Self-Insurance Fund Statement of Activities For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date							
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year			
Revenue													
Charges for Services	\$ 1,193,838	\$ 996,560	\$ 197,278	19.8	\$ 2,129,742	\$ 7,774,076		\$ 3,787,837	95.0	\$ 5,940,329			
Interest income	35,348		35,348	-	5,246	95,934	<u> </u>	95,934	-	9,335			
Total revenue	1,229,186	996,560	232,626	23.3	2,134,988	7,870,010	3,986,239	3,883,771	97.4	5,949,664			
Expense													
Wages and benefits ¹	(50,287)	135,191	185,478	137.2	81,280	364,610	541,476	176,866	32.7	333,842			
Services	475	812	337	41.5	175	5,993	3,250	(2,743)	(84.4)	9,344			
Materials and supplies	20	625	605	96.8	1,007	1,124	2,500	1,376	55.0	1,183			
Utilities	144	150	6	4.0	-	331	600	269	44.8	-			
Casualty and liability costs	(57,534)	56,250	113,784	202.3	179,237	212,610	225,000	12,390	5.5	614,746			
Other expenses	372,726	101,300	(271,426)	(267.9)	18,339	403,433	405,200	1,767	0.4	62,275			
Workers Compensation claims paid	1,614,172	996,560	(617,612)	(62.0)	1,730,794	6,333,526	3,986,239	(2,347,287)	(58.9)	5,067,059			
Total expense	1,879,716	1,290,888	(588,828)	(45.6)	2,010,832	7,321,627	5,164,265	(2,157,362)	(41.8)	6,088,449			
Net income (loss) before transfers	(650,530)	(294,328)	(356,202)	(121.0)	124,156	548,383	(1,178,026)	1,726,409	146.6	(138,785)			
Net transfers in (out)	324,014	294,506	29,508	10.0	99,401	775,492	1,178,026	(402,534)	(34.2)	362,234			
Net income (loss)	\$ (326,516)	\$ 178	\$ (326,694)	n/a	\$ 223,557	\$ 1,323,875	\$ -	\$ 1,323,875	-	\$ 223,449			

^{1 -} Detailed schedule included.

Workers Compensation Self-Insurance Fund Detailed Schedule of Wages and Benefits For the Quarter Ended June 30, 2018 (unaudited)

			Current			Year to Date							
			\$ Favorable	% Fav				\$ Favorable	% Fav				
	Actual	Budget (Unfavorable)		(Unfav)	Prior Year	Actual	Budget	(Unfavorable)	(Unfav)	Prior Year			
Personnel expense													
Wages	\$ 81,366	\$ 54,153	\$ (27,213)	(50.3)	\$ 57,568	\$ 261,494	\$ 216,612	\$ (44,882)	(20.7)	\$ 241,638			
Company paid benefits													
Payroll related taxes and insurance													
FICA	5,727	4,143	(1,584)	(38.2)	4,096	18,365	16,571	(1,794)	(10.8)	15,015			
Unemployment insurance	62	117	55	47.0	23	455	1,180	725	61.4	377			
Worker's compensation insurance	(159,457)	61,412	220,869	359.7	-	-	245,650	245,650	100.0	-			
Health and welfare													
Medical	12,314	5,900	(6,414)	(108.7)	10,456	44,443	23,600	(20,843)	(88.3)	41,015			
Dental	259	187	(72)	(38.5)	262	1,141	748	(393)	(52.5)	1,117			
Other post employment benefits	-	-	-	-	771	1,653	-	(1,653)	-	3,327			
Life Insurance / AD&D	150	45	(105)	(233.3)	99	517	180	(337)	(187.2)	359			
Short and Long Term Disability	488	221	(267)	(120.8)	342	1,685	885	(800)	(90.4)	1,594			
FMLA administration expense	-	17	17	100.0	-	-	69	69	100.0	32			
EAP expense	20	13	(7)	(53.8)	13	70	50	(20)	(40.0)	56			
Retirement													
Pension expense	4,918	5,900	982	16.6	4,839	21,204	23,600	2,396	10.2	18,062			
401 K contributions	3,866	3,083	(783)	(25.4)	2,811	13,583	12,331	(1,252)	(10.2)	11,250			
Total company paid benefits	(131,653)	81,038	212,691	262.5	23,712	103,116	324,864	221,748	68.3	92,204			
Total wages and benefits	\$ (50,287)	\$ 135,191	\$ 185,478	137.2	\$ 81,280	\$ 364,610	\$ 541,476	\$ 176,866	32.7	\$ 333,842			

Workers Compensation Self-Insurance Fund Cash Receipts and Disbursements Schedule For the Quarter Ended June 30, 2018 (unaudited)

Description		Total	 perating Cash	Cash Equivalent		
Balance at April 1, 2018						
Cash & investments	\$	8,872,199	\$ 0	\$	8,872,199	
Add:						
Collections		27,742	27,742		-	
Receipts from Metro		481,103	481,103		-	
Receipts from Casualty Self-Insurance		-	-		-	
Interest received		35,348	 35,348		-	
Total cash receipts		544,193	544,193		-	
Interfund transfers		-	(96,353)		96,353	
Less:						
Disbursements to Metro		(358,036)	(358,036)		-	
Disbursements to Gateway Arch		-	-		-	
Disbursements to from St. Louis Downtown Airport		-	-		-	
Disbursements to Health Self-Insurance		(89,804)	(89,804)		-	
Disbursements to Casualty Self-Insurance		-	-		-	
Total cash disbursements		(447,840)	 (447,840)		-	
Balance at June 30, 2018 Cash & investments	\$	8,968,552	\$ 0	\$	8,968,552	

Worker's Compensation Self-Insurance Fund Statement of Cash Flows For the Twelve Months Ended June 30, 2018 (unaudited)

Cash flows from operating activities Receipts from customers Payments to employees Payments to vendors Payments for self-insurance Receipts (payments) from inter-fund activity Net cash provided by (used in) operating activities	\$ 7,774,207 (365,832) (423,222) (6,546,136) 546,686	Supplemental disclosure of cash flow information Noncash Activities: None
Cash flows from non capital financing activities		
Net transfers	775,492	
Net cash provided by (used in) non capital financing activities	775,492	
Cash flows from capital and related financing activities None		
Cash flows from investing activities Interest received	95,934	
Net cash provided by (used in) investing activities	95,934	
Net increase (decrease) in cash and cash equivalents	1,857,129	
Cash and cash equivalents, beginning of year	7,111,423	
Cash and cash equivalents, year to date	\$ 8,968,552	

STAFFING















BU170731

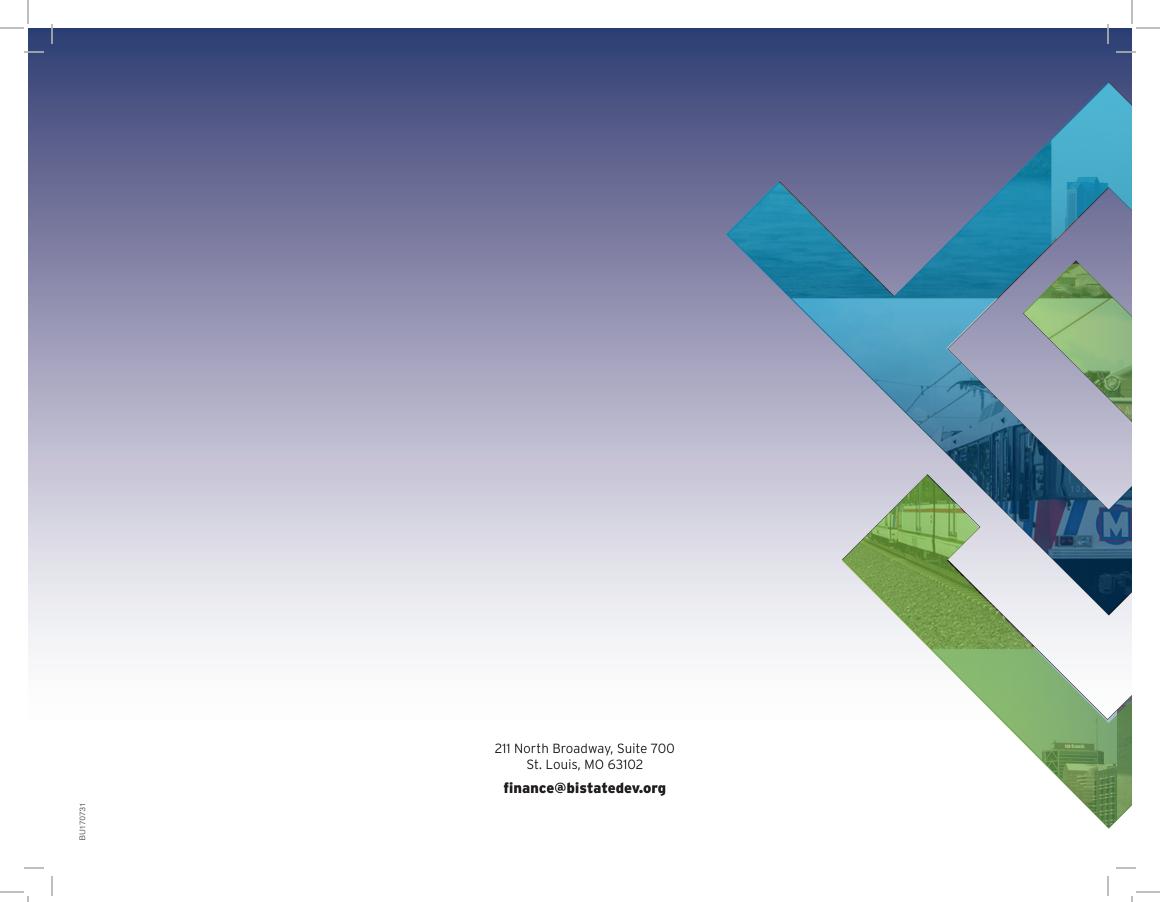
STAFFING

BI-STATE DEVELOPMENT STAFFING LEVEL REPORT June 2018

	EN	MPLOYEES A	AT END OF MO	NTH			
	PRIOR MONTH	ADDED	DELETED	CURRENT MONTH	BUDGETED POSITIONS	VARIANCE	PERCENT VARIANCE
A.T.U. Maintenance & Operations:	WONTH	ADDED	DELETED	MONTH	FOSITIONS	VARIANCE	VARIANCE
Light Rail Vehicle Operators	103	1	(2)	102	102	0	0.0%
PT Bus Operators	55	0	(40)	15	85	(70)	-82.4%
Bus Operators	851	54	(11)	894	828	66	8.0%
Van Operators	206	11	(11)	206	200	6	3.0%
Vehicle Maintenance	278	4	(1)	281	283	(2)	-0.7%
MetroBus Support Services and Facility Maintenance	23	0	(1)	22	25	(3)	-12.0%
Right of Way Maintenance	50	0	(1)	49	53	(4)	-7.5%
Revenue Operations & Maintenance	13	0	0	13	15	(2)	-13.3%
Materials Management	<u>24</u>	<u>0</u>	<u>(2)</u>	<u>22</u>	<u>27</u>	<u>(5)</u>	<u>-18.5%</u>
SUBTOTAL A.T.U. Maintenance & Operations	1,603	70	(69)	1,604	1,618	(14)	-0.9%
Other:							
A.T.U. Clerical Unit	46	0	0	46	52	(6)	-11.5%
I.B.E.W.	61	0	(1)	60	66	(6)	-9.1%
Salaried	503	14	(22)	495	540	(45)	-8.3%
SUBTOTAL Other	610	14	(23)	601	658	(57)	-8.7%
TOTAL	2,213	84	(92)	2,205	2,276	(71)	-3.1%
ARCH							
Salaried:	16	0	0	16	17	(1)	-5.9%
Hourly:*	111	19	(13)	117	84	33	39.3%
TOTAL ARCH	127	19	(13)	133	101	32	31.7%
AIRPORT	10	0	(1)	9	12	(3)	-25.0%
RIVERBOAT CRUISES							
RIVERBOAT CRUISES Salaried:	11	3	0	14	11	3	27.3%
Hourly:*	58	12	(3)	67	49	18	36.7%
TOTAL RIVERBOAT CRUISES	69	15	(3)	81	60	21	35.0%
EXECUTIVE OFFICE	32	0	(1)	31	36	(5)	-13.9%
LALCO HYL OFFICE	32	U	(1)	31	30	(3)	-13.9%
GRAND TOTAL	2,451	118	(110)	2,459	2,485	(26)	-1.0%

Does not include Security Officers, Interns or Temporary Employees

^{*}Includes PT and Seasonal - Actual depends on availability; Budget based on average hours 7/20/18 dd



Open Session Item

14



2018 PERFORMANCE INDICATORS

Fourth Quarter

Ending June 30, 2018



Bi-State Development of the Missouri-Illinois Metropolitan District

Table of Contents

Summary:	Executive Summary	1
	Annual Transit Performance	3
Performance Profiles:	System	4
	MetroBus	5
	MetroLink	6
	Call-A-Ride	7
	Other Bi-State Development Enterprises	8
Peer Performance:	System	9
	Bus	10
	Light Rail	11
	Demand-Response	12
Metro Statistics:	Average Weekday Ridership	13
	Passenger Boardings	14
	Passengers by Jurisdiction	15
	Passenger Revenue	16
	Revenue Miles	17
	Total Miles	18
	Revenue Hours	19
	Total Hours	20
	Operating Expense by Mode	21
	Unscheduled Absenteeism	22
Other Bi-State Development Enterprises Statistics:	Gateway Arch	23
	Riverfront Attractions	24
	St Louis Downtown Airport	25
	St. Louis Regional Freightway	26
	Executive Services	27
Definitions:	Definitions	28







EXECUTIVE SUMMARY

METRO

SERVICE CHANGES AND FARE INCREASES

Metro's quarterly service update went into effect in June with minor adjustments to 19 MetroBus routes compared to 9 MetroBus route changes in March. Metro regularly monitors and reviews feedback from riders and bus operators and uses the feedback and other trip data to make updates to MetroBus routes and schedules each quarter. There were no fare increases in FY 2018. The last fare increase was in FY 2015.

REVENUES AND EXPENSES

For FY 2018, passenger revenue was \$41.8 million. This was 8.2% less than budget and 6.4% less than prior year. These results are due to lower ridership throughout FY 2018. Operating expenses were 9.4% greater than prior year. This is primarily due to higher wages and benefits, materials and supplies, and casualty and liability costs.

RIDERSHIP AND OTHER CUSTOMER MEASURES

Passenger boardings for FY 2018 are 7.9% lower than the prior year. Boardings decreased 7.4% for MetroBus and 9.0% for MetroLink. Call-A-Ride boardings increased slightly by 0.5%. Ridership was down due to a number of factors including lower fuel prices and an employment shift away from Metro's core service area as well as perceived security issues. For the system, passenger injuries per 100,000 boardings were down 43.1% and customer complaints per 100,000 boardings were up 8.5% from the prior year.

BUSINESS MEASURES

The system average fare for FY 2018 was \$1.07 compared to \$1.06 for the prior year and a budget of \$1.08. Farebox recovery is lower than the prior year due to the combination of lower passenger revenue and greater operating expense. Operating expense per passenger boarding increased 18.8% to \$7.36. The increase in cost per boarding over prior year is due to lower ridership and increased expenses.

OPERATING MEASURES

For the year ending FY 2018, vehicle accidents per 100,000 vehicle miles is 1.15. This is down 23.6% from the prior year. Unscheduled absenteeism is 3.1%. This is a slight decrease from the prior year of 3.4%. Passenger boardings per revenue mile and revenue hour are below prior year due to lower ridership.







EXECUTIVE SUMMARY (Cont.)

GATEWAY ARCH

The Arch ended the year with income before depreciation of \$1.1 million compared to the budget of \$1.5 million. This is the result of lower than expected ticket revenue due to the construction on the Arch grounds and disbursement requests by the National Park Service for the Arch visitor center lobby rehabilitation. Wages and benefits, casualty and property insurance, and utilities ended the year favorable to budget. Wages and benefits are favorable because of unfilled positions.

RIVERFRONT ATTRACTIONS

Riverboat passengers exceeded prior year by approximately 14 thousand passengers or 13.1%. There were 110 more cruises and 24 more days of operation in FY 2018. Income before depreciation ended the year at \$446.7 thousand compared to prior year income of \$343.8 thousand. This was primarily due to increased passengers, cruises, days of operation, as well as, lower than expected expenses related to employee benefit costs and casualty and liability costs.

ST. LOUIS DOWNTOWN AIRPORT

Airport income before depreciation ended the year at \$107.9 thousand compared to a budget of \$23.2 thousand. The Airport decreased the average number of aircraft based at the Airport by 6 in FY 2018 for a total average aircraft of 313. Compared to prior year, aircraft movements were down by approximately 12.5 thousand, but fuel sales were up by approximately 58 thousand gallons or 3.5%.

ST. LOUIS REGIONAL FREIGHTWAY

St Louis Regional Freightway ended the year with a loss before depreciation of \$752.8 thousand. Compared to budget, revenues were down \$71.3 thousand or 31%.

EXECUTIVE SERVICES

Executive Services ended the year with income before depreciation of \$322.9 thousand compared to the budget of \$391.9 thousand. Revenues were down primarily as a result of lower management fees received from Metro Transit and the Gateway Arch.

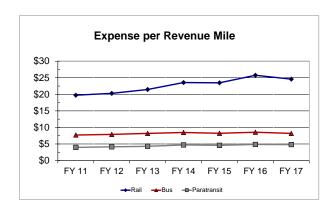


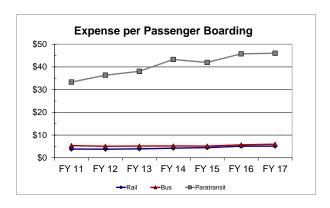


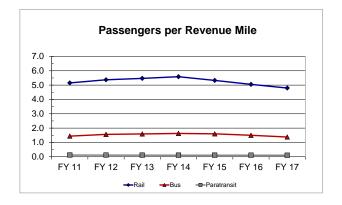


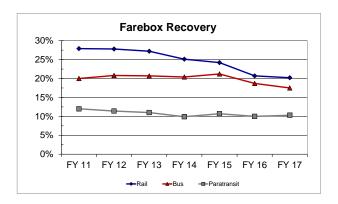


ANNUAL TRANSIT PERFORMANCE

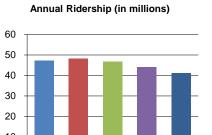






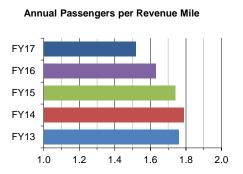


Metro System Profile



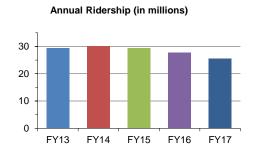
FY13 FY14 FY15 FY16 FY17



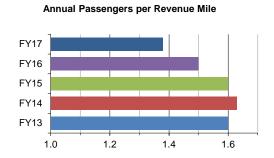


Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
128,070	119,308	128,768	-7.3%	Average Weekday Ridership	137,879	146,682	151,630
40,773,426	37,771,423	40,998,779	-7.9%	Passenger Boardings	44,046,960	46,653,939	48,170,065
1.2	0.6	1.1	-43.1%	Passenger Injuries per 100,000 Boardings	1.6	1.4	1.3
10.0	15.2	14.0	8.5%	Customer Complaints per 100,000 Boardings	14.1	11.9	10.6
				Business Measures			
\$1.08	\$1.07	\$1.06	1.3%	Average Fare (Includes Fixed & Special)	\$1.08	\$1.10	\$1.07
14.6%	14.6%	17.1%	-14.7%	Farebox Recovery	18.0%	20.6%	20.2%
\$177.31	\$152.44	\$139.83	9.0%	Operating Expense per Revenue Hour	\$145.36	\$138.46	\$141.51
\$7.68	\$7.36	\$6.19	18.8%	Operating Expense per Passenger Boarding	\$6.00	\$5.35	\$5.31
\$6.31	\$5.98	\$4.88	22.7%	Subsidy per Passenger Boarding	\$4.72	\$4.02	\$4.03
				Operating Measures			
1.83	1.15	1.51	-23.6%	Vehicle Accidents per 100,000 Vehicle Miles	1.51	1.61	1.56
3.1%	3.1%	3.4%	-8.8%	Unscheduled Absenteeism	3.6%	3.5%	3.2%
1.51	1.40	1.52	-8.0%	Passenger Boardings per Revenue Mile	1.63	1.74	1.79
23.09	20.72	22.57	-8.2%	Passenger Boardings per Revenue Hour	24.22	25.90	26.66

MetroBus Profile

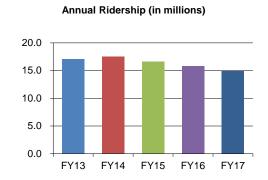




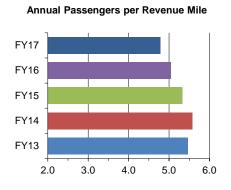


				Fiscal Year Ended June 30			
Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				<u>Customer Measures</u>			
80,808	74,865	80,731	-7.3%	Average Weekday Ridership	87,213	93,284	95,577
25,574,169	23,667,541	25,549,794	-7.4%	Passenger Boardings	27,701,279	29,439,358	30,123,181
1.5	0.8	1.4	-42.5%	Passenger Injuries per 100,000 Boardings	2.1	1.9	1.7
15.0	13.3	12.3	7.7%	Customer Complaints per 100,000 Boardings	12.2	13.2	11.4
				Business Measures			
\$1.07	\$1.05	\$1.04	1.2%	Average Fare (Fixed and Special)	\$1.06	\$1.09	\$1.06
15.5%	14.6%	17.5%	-16.5%	Farebox Recovery	18.7%	21.2%	20.4%
\$131.35	\$121.88	\$109.52	11.3%	Operating Expense per Revenue Hour	\$114.23	\$111.10	\$115.13
\$6.90	\$7.21	\$5.96	21.0%	Operating Expense per Passenger Boarding	\$5.70	\$5.14	\$5.21
				Operating Measures			
2.25	1.53	2.14	-28.4%	Vehicle Accidents per 100,000 Vehicle Miles	2.14	2.24	2.23
91.0%	92.9%	92.2%	0.8%	On-Time Performance	92.0%	92.0%	91.5%
1.38	1.27	1.38	-7.8%	Passenger Boardings per Revenue Mile	1.50	1.60	1.63
19.05	16.90	18.37	-8.0%	Passenger Boardings per Revenue Hour	20.04	21.59	22.11
99.9%	99.8%	99.8%	0.0%	Percent of Trips Completed	99.8%	99.8%	99.8%
22,000	20,485	19,842	3.2%	Revenue Miles Between Roadcalls	20,568	18,214	19,967

MetroLink Profile

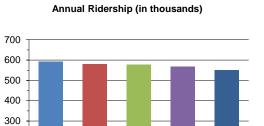






Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
45,420	42,568	46,180	-7.8%	Average Weekday Ridership	48,752	51,442	54,077
14,653,044	13,550,443	14,898,291	-9.0%	Passenger Boardings	15,777,584	16,637,447	17,466,322
0.5	0.1	0.2	-54.5%	Passenger Injuries per 100,000 Boardings	0.4	0.5	0.5
1.8	2.0	1.6	25.0%	Customer Complaints per 100,000 Boardings	2.3	1.5	1.4
				Business Measures			
\$1.07	\$1.05	\$1.04	1.2%	Average Fare (Fixed and Special)	\$1.06	\$1.09	\$1.06
14.2%	17.8%	20.2%	-11.9%	Farebox Recovery	20.7%	24.5%	25.1%
\$821.54	\$604.57	\$576.47	4.9%	Operating Expense per Revenue Hour	\$605.75	\$554.51	\$554.05
\$7.47	\$5.91	\$5.12	15.3%	Operating Expense per Passenger Boarding	\$5.10	\$4.41	\$4.22
				Operating Measures			
0.10	0.05	0.05	0.1%	Vehicle Accidents per 100,000 Vehicle Miles	0.05	0.08	0.06
98.0%	98.1%	97.6%	0.5%	On-Time Performance	97.0%	97.3%	97.0%
4.68	4.36	4.79	-9.0%	Passenger Boardings per Revenue Mile	5.05	5.33	5.58
109.95	102.36	112.49	-9.0%	Passenger Boardings per Revenue Hour	118.81	125.71	131.40
30,000	29,158	28,907	0.9%	Vehicle Miles between Failures	32,723	36,535	27,196

Call-A-Ride Profile



FY15

FY16

FY17

FY14

700

600

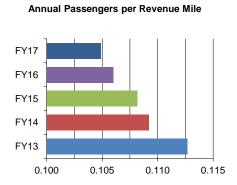
500

200

100

FY13

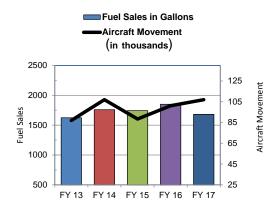


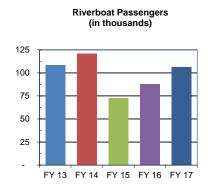


Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
1,842	1,875	1,857	1.0%	Average Weekday Ridership	1,914	1,957	1,976
546,213	553,439	550,694	0.5%	Passenger Boardings	568,097	577,134	580,562
6.0	3.6	6.9	-47.6%	Passenger Injuries per 100,000 Boardings	9.7	5.0	6.7
15.0	44.8	30.5	46.9%	Customer Complaints per 100,000 Boardings	29.7	22.5	18.1
				Business Measures			
\$2.23	\$2.56	\$2.52	1.4%	Average Fare	\$2.27	\$2.12	\$1.96
9.7%	9.8%	10.3%	-4.8%	Farebox Recovery (excludes contractual)	10.0%	10.7%	9.9%
20.3%	17.3%	18.3%	-5.4%	Revenue Recovery (includes contractual)	17.9%	22.5%	22.7%
\$94.12	\$93.72	\$86.39	8.5%	Operating Expense per Revenue Hour	\$85.68	\$80.28	\$80.82
\$50.01	\$49.16	\$46.01	6.9%	Operating Expense per Passenger Boarding	\$45.75	\$42.49	\$43.37
				Operating Measures			
1.25	0.93	0.75	24.7%	Vehicle Accidents per 100,000 Vehicle Miles	0.79	0.99	0.76
95.0%	91.3%	92.0%	-0.8%	On-Time Performance	92.3%	94.3%	93.3%
0.10	0.11	0.10	1.3%	Passenger Boardings per Revenue Mile	0.11	0.11	0.11
1.88	1.91	1.88	1.6%	Passenger Boardings per Revenue Hour	1.87	1.89	1.86
50,000	36,436	43,392	-16.0%	Revenue Miles between Maintenance Failure	38,451	31,383	47,459









Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Gateway Arch			
1,525,167	\$1,134,366	(\$228,119)	597.3%	Income (Loss) Before Depreciation	\$2,475,503	(\$6,017,961)	\$1,466,881
883,461	799,576	543,013	47.2%	Tram Ridership	696,905	814,737	885,165
				Riverfront Attractions			
\$362,626	\$446,691	\$343,840	29.9%	Income (Loss) Before Depreciation	\$123,549	(\$386,436)	\$33,330
115,600	119,588	105,775	13.1%	Passengers	87,588	73,091	120,723
1,007	1,019	909	12.1%	Cruises	790	667	932
270	273	249	9.6%	Days of Operation	239	202	248
				St. Louis Downtown Airport			
\$23,165	\$107,892	(\$240,003)	145.0%	Income (Loss) Before Depreciation	(\$188,991)	\$144,526	\$247,851
1,773,630	1,738,524	1,680,533	3.5%	Fuel Sales (gallons)	1,849,645	1,742,032	1,757,640
90,000	94,034	106,588	-11.8%	Aircraft Movements	101,227	88,345	106,996
320	313	319	-1.7%	Average Based Aircraft	326	325	321
				Executive Services			
\$391,888	\$322,860	\$333,132	-3.1%	Income (Loss) Before Depreciation	\$313,291	\$1,075,644	\$586,829
				St. Louis Regional Freightway			
(\$717,902)	(\$752,831)	(\$497,543)	-51.3%	Income (Loss) Before Depreciation	(\$223,461)	\$0	\$0

				Peer P	erforma	ance - S	System						
CHARACTERISTICS PERFORMANCE MEA		ST. LOUIS	BUFFALO	CLEVELAND	DALLAS	DENVER	MINNEAPOLIS	PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO	SAN JOSE	AVERAGE
Population of service area (in millions)	FY 16 FY 15 FY 14	1.57 1.62 1.54	0.98 0.98 1.18	1.41 1.41 1.41	2.38 2.35 2.33	2.92 2.88 2.88	1.84 1.84 1.84	1.42 1.42 1.42	1.56 1.56 1.54	1.03 1.04 1.04	2.46 2.46 2.22	1.93 1.88 1.88	1.77 1.77 1.75
Passenger Boardings (in millions)	FY 16 FY 15 FY 14	44.0 46.6 48.1	28.1 26.3 26.4	44.3 47.0 49.2	66.8 69.8 70.9	103.3 102.3 104.3	82.6 85.8 84.5	63.8 65.2 63.7	101.7 101.4 99.5	24.3 25.6 26.4	92.4 94.9 91.9	44.0 45.1 44.5	63.2 64.5 64.5
Average Weekday Passenger Boardings	FY 16 FY 15 FY 14	139,220 146,826 151,998	95,481 89,830 89,281	144,075 151,756 157,573	220,747 232,322 237,392	345,143 335,088 341,480	266,918 276,408 273,036	214,639 218,583 214,295	322,154 323,289 317,091	83,687 89,197 91,145	298,940 305,952 292,946	141,298 145,378 145,060	206,573 210,421 210,118
Average Saturday Passenger Boardings	FY 16 FY 15 FY 14	92,040 98,135 101,528	42,871 38,258 40,388	81,506 89,554 98,272	111,912 119,014 120,242	178,333 182,305 182,086	151,532 166,145 162,025	99,206 105,391 102,367	197,318 196,604 194,568	32,019 34,890 32,107	176,603 184,603 183,390	77,750 80,485 76,481	112,826 117,762 117,587
Average Sunday Passenger Boardings	FY 16 FY 15 FY 14	63,185 67,147 67,580	25,405 26,145 27,506	55,409 63,396 68,066	68,914 73,799 71,279	132,658 123,909 131,978	114,011 119,555 117,666	64,433 65,857 62,858	149,804 147,793 143,800	21,582 22,004 23,346	121,768 128,004 133,483	64,195 66,344 60,800	80,124 82,178 82,578
Vehicles in Operated in Maximum Service	FY 16 FY 15 FY 14	480 473 469	352 351 361	545 547 537	1,069 1,042 1,080	1,435 1,395 1,416	843 885 861	939 912 900	950 918 894	232 222 223	765 732 690	686 679 677	754 741 737
Farebox Recovery	FY 16 FY 15 FY 14	18.7% 21.0% 21.5%	20.1% 25.3% 29.2%	18.0% 19.8% 20.2%	14.0% 15.0% 15.7%	26.1% 25.7% 25.3%	24.6% 25.2% 27.1%	25.6% 27.2% 27.3%	29.5% 31.5% 30.3%	21.1% 21.8% 22.5%	39.0% 40.6% 41.2%	11.2% 12.4% 12.4%	22.6% 24.1% 24.8%
Subsidy per Passenger Boarding	FY 16 FY 15 FY 14	4.83 4.25 4.02	3.83 3.62 3.38	4.85 4.09 4.06	6.30 5.65 5.54	3.72 3.42 3.42	3.48 3.29 2.97	4.63 4.21 4.19	2.95 2.65 2.75	4.49 4.11 3.94	1.65 1.51 1.46	7.26 6.66 6.55	4.37 3.95 3.84

	Peer Performance - Bus												
CHARACTERISTICS PERFORMANCE ME		St. Louis	BUFFALO	CLEVELAND	DALLAS	DENVER	MINNEAPOLIS	PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO	SAN JOSE	AVERAGE
Fleet Size	FY 16 FY 15 FY 14	394 390 383	320 316 322	402 396 391	648 636 861	1,047 1,127 1,101	902 907 905	727 705 701	648 643 608	222 219 225	595 605 582	511 507 452	583 586 594
Fleet Age (average in years)	FY 16 FY 15 FY 14	7.3 7.4 8.2	9.8 9.3 8.3	8.3 7.9 9.7	4.0 4.5 4.0	5.8 6.5 8.9	4.7 4.9 4.7	7.2 7.4 7.5	9.4 9.5 11.4	6.8 8.0 8.6	6.0 6.6 6.7	10.5 9.4 10.2	7.3 7.4 8.0
Passenger Boardings (in millions)	FY 16 FY 15 FY 14	27.7 29.4 30.1	22.7 21.7 21.6	34.8 37.3 34.4	33.5 36.4 37.4	73.3 75.5 76.7	58.9 62.1 67.8	53.7 54.8 53.4	60.0 62.1 59.7	12.1 13.7 13.7	51.9 53.9 51.3	32.6 33.0 32.9	41.9 43.6 43.5
Bus Boardings as a Percent of System Boardings	FY 16 FY 15 FY 14	62.9% 63.1% 62.6%	80.8% 82.5% 81.8%	78.6% 79.4% 70.0%	50.1% 52.1% 52.7%	70.9% 73.8% 73.5%	71.3% 72.4% 80.3%	84.1% 84.0% 83.8%	59.0% 61.2% 60.0%	49.7% 53.5% 51.7%	56.1% 56.8% 55.9%	74.1% 73.2% 73.8%	67.1% 68.4% 67.8%
Operating Expense (in millions)	FY 16 FY 15 FY 14	\$ 156.8 \$ 153.2 150.4	96.6 95.4	161.7 166.7	233.6 238.6	324.2 \$ 314.6 327.0	296.5 280.8	284.3 276.8	236.8 240.9	77.2 77.9	154.1 \$ 147.7 138.2	240.5 238.3	212.1 203.9 202.8
Operating Expense per Revenue Mile	FY 16 FY 15 FY 14	\$ 8.49 \$ 8.32 8.13	11.46 11.22	11.61 12.59	8.54 8.91	8.82 \$ 8.69 9.19	12.27 11.71	14.08 14.56	11.74 12.32	12.82 12.98	7.83 \$ 8.03 8.23	15.57 15.88	11.48 11.19 11.43
Operating Expense per Passenger Mile Operating Expense per	FY 16 FY 15 FY 14	\$ 1.14 \$ 1.04 0.95 \$ 5.66 \$	1.25 1.15	1.09 1.15	1.62 1.57	0.96 \$ 0.80 0.84 4.43 \$	1.17 0.99	1.24 1.16	0.83 0.84	1.50 1.47	0.77 \$ 0.74 0.76	1.36 1.36	1.24 1.15 1.11 5.38
Passenger Boarding	FY 15 FY 14	5.20 5.00	4.45 4.42	4.75 4.84	6.42 6.38	4.17 4.27	4.77 4.14	5.18 5.18	3.81 4.03	5.64 5.71	2.74 2.69	7.28 7.25	4.95 3.84
Boardings per Revenue Mile	FY 16 FY 15 FY 14	1.5 1.6 1.6	2.7 2.6 2.5	2.6 3.0 2.6	1.2 1.3 1.4	2.0 2.1 2.2	2.4 2.6 2.8	2.6 2.7 2.8	2.9 3.1 3.1	2.0 2.3 2.3	2.6 2.9 3.1	2.1 2.1 2.2	2.2 2.4 2.4
Boardings per Revenue Hour	FY 16 FY 15 FY 14	20.0 21.6 22.1	28.9 27.6 27.7	27.3 32.4 30.0	15.5 16.9 18.0	26.0 27.3 28.7	28.8 30.7 33.1	33.8 35.7 36.0	32.7 35.4 35.8	21.8 24.9 24.9	28.7 32.3 32.6	24.1 25.0 26.0	26.1 28.2 28.6

	Peer Performance - Light Rail																	
CHARACTERISTIC PERFORMANCE ME			ST. Louis		BUFFALO	ć	CLEVELAND		DALLAS	DENVER	MINNEAPOLIS	PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO		SAN JOSE	AVERAGE
Fleet Size	FY 16 FY 15 FY 14		80 87 87		27 27 27		48 34 48		163 163 163	172 172 172	86 86 86	83 83 83	143 133 131	85 76 76	130 130 162		99 99 99	101 99 103
Fleet Age (average in years)	FY 16 FY 15 FY 14		17.3 16.3 15.3		31.9 30.9 29.9		35.0 31.0 33.0		13.9 13.0 12.0	10.7 9.7 8.7	5.5 4.5 3.5	24.6 23.6 22.6	16.7 18.0 17.0	21.1 19.1 18.1	12.9 11.9 14.1		14.7 13.7 12.7	18.6 17.4 17.0
Passenger Boardings (in millions)	FY 16 FY 15 FY 14		15.8 16.6 17.5		5.2 4.4 4.6		2.5 2.6 2.8		29.8 29.8 29.5	24.6 25.5 26.4	23.0 23.0 16.0	8.1 8.0 7.9	40.2 37.7 38.2	12.2 12.1 12.7	39.6 40.1 39.7		10.7 11.6 11.0	19.2 19.2 18.7
Rail Boardings as a Percent of System Boardings	FY 16 FY 15 FY 14		35.9% 35.7% 36.3%		18.5% 16.8% 17.6%		5.6% 5.5% 5.6%		44.6% 42.8% 41.5%	23.8% 24.9% 25.3%	27.8% 26.8% 18.9%	12.7% 12.3% 12.5%	39.5% 37.2% 38.4%	50.1% 47.1% 48.1%	42.8% 42.2% 43.2%		24.3% 25.8% 24.6%	29.6% 28.8% 28.4%
Operating Expense (in millions)	FY 16 FY 15 FY 14	\$	79.6 73.3 73.3	\$	23.6 22.2 22.2	\$	13.5 13.5 13.5	\$	178.4 168.2 168.2	\$ 104.6 111.0 111.0	\$ 66.5 64.7 64.7	\$ 60.3 \$ 55.7 55.7	128.6 111.5 111.5	\$ 58.9 56.9 56.9	\$ 75.5 \$ 73.1 73.1	;	92.4 81.3 81.3	\$ 80.17 75.59 75.59
Operating Expense per Vehicle Revenue Mile	FY 16 FY 15 FY 14	\$	12.73 11.73 11.73	\$	24.88 26.73 26.73		17.44 16.03 16.03	\$	18.15 17.30 17.30	\$ 9.21 10.00 10.00	\$ 12.73 12.59 12.59	\$ 27.78 \$ 26.08 26.08	14.53 14.22 14.22	\$ 13.49 14.46 14.46	\$ 8.71 \$ 8.50 8.50		26.63 23.11 23.11	\$ 16.93 16.43 16.43
Operating Expense per Passenger Mile	FY 16 FY 15 FY 14	\$	0.62 0.53 0.49	\$	1.67 1.81 1.81	\$	0.92 0.90 0.80	\$	0.73 0.68 0.68	\$ 0.50 0.61 0.51	\$ 0.71 0.66 0.67	\$ 1.97 \$ 1.79 1.57	0.59 0.54 0.50	\$ 0.85 0.83 0.73	\$ 0.34 \$ 0.33 0.31	;	1.69 1.33 1.21	\$ 0.96 0.91 0.84
Operating Expense per Passenger Boarding	FY 16 FY 15 FY 14	\$	5.04 4.40 4.10	\$	4.52 5.03 4.77	\$	5.49 5.19 4.71	\$	5.64 5.60	\$ 4.26 4.35 3.88	\$ 2.90 2.81 3.06	\$ 7.42 \$ 6.92 6.69	3.20 2.95 2.83	\$ 4.82 4.72 4.31	\$ 1.91 \$ 1.82 1.80	•	8.62 7.17 6.82	\$ 4.92 4.64 3.84
Boardings per Vehicle Revenue Mile	FY 16 FY 15 FY 14		2.5 2.7 2.8		5.5 5.3 5.1		3.2 3.1 3.3		3.0 3.1 3.2	2.2 2.3 2.4	4.4 4.5 4.0	3.8 3.8 3.8	4.5 4.8 4.9	2.8 3.1 3.2	4.6 4.7 4.7		3.1 3.2 3.2	3.6 3.7 3.7
Boardings per Vehicle Revenue Hour	FY 16 FY 15 FY 14		62.9 65.8 64.6		52.8 54.8 73.5		46.1 51.1 55.1		63.7 65.1 65.2	40.6 40.5 41.8	54.0 48.6 62.0	47.9 49.2 50.5	70.6 72.2 74.2	55.3 58.3 62.2	80.9 78.7 63.0		51.1 50.1 54.1	56.9 57.7 60.6

		F	Pe	er Pe	erf	orm	an	ce - l	De	man	d Res	ро	nse					
CHARACTERISTIC PERFORMANCE MI		ST. Louis		BUFFALO		CLEVELAND		DALLAS		DENVER	MINNEAPOLIS		PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO	SANJOSE	AVERAGE
Fleet Size	FY 16 FY 15 FY 14	121 118 116		74 74 74		166 159 158		115 118 165		416 404 450	- - -		362 346 346	268 219 268	- - -	200 202 146	227 242 244	217 209 219
Fleet Age (average in years)	FY 16 FY 15 FY 14	5.5 4.5 5.8		5.7 5.1 4.1		4.2 4.3 4.9		3.7 2.8 1.8		3.7 5.0 4.5	- - -		5.8 4.5 5.6	4.3 5.6 3.7	- - -	4.4 6.0 4.1	4.4 3.7 2.9	4.6 4.6 4.2
Passenger Boardings (in millions)	FY 16 FY 15 FY 14	0.57 0.58 0.58		0.19 0.18 0.16		0.63 0.70 0.75		0.33 0.40 0.47		1.19 1.23 1.27	- - -		1.53 0.79 1.59	0.93 0.92 0.93	- - -	0.63 0.59 0.55	0.65 0.72 0.73	0.74 0.68 0.78
Demand-Response Boardings as a Percent of System Boardings	FY 16 FY 15 FY 14	1.3% 1.2% 1.2%		0.7% 0.7% 0.6%		1.4% 1.5% 1.5%		0.5% 0.6% 0.7%		1.2% 1.2% 1.2%	- - -		2.4% 1.2% 2.5%	0.9% 0.9% 0.9%	- - -	0.7% 0.6% 0.6%	1.5% 1.6% 1.6%	1.29 1.19 1.29
Operating Expense (in millions)	FY 16 FY 15 FY 14	\$ 25.3 24.7 21.9	\$	9.3 8.3 7.9	\$	33.6 32.4 29.9	\$	13.7 23.7 21.0	\$	45.4 48.1 46.9	-	\$	35.0 36.3 36.3	\$ 33.4 32.8 32.2	- - -	\$ 19.0 15.5 14.5	\$ 23.0 20.0 22.0	26.4 26.5 25.5
Operating Expense per Revenue Mile	FY 16 FY 15 FY 14	\$ 4.74 4.57 4.64	\$	5.57 5.20 5.40	\$	6.28 6.04 6.24	\$	6.87 6.97 8.07	\$	4.13 4.18 4.59	- - -	\$	3.68 3.89 3.75	\$ 5.25 5.15 5.01	- - -	\$ 4.11 4.21 4.25	\$ 4.66 3.54 3.23	5.03 4.80 5.02
Operating Expense per Passenger Mile	FY 16 FY 15 FY 14	\$ 4.54 4.26 4.29	\$	5.30 4.85 4.86	\$	6.72 5.35 4.45	\$	3.36 3.34 3.81	\$	4.32 4.39 4.64	-	\$	2.92 3.07 2.91	\$ 3.90 3.74 3.63	-	\$ 3.02 2.99 2.94	\$ 3.49 3.10 2.47	4.17 3.90 3.78
Operating Expense per Passenger Boarding	FY 16 FY 15 FY 14	\$ 44.59 42.28 42.53	\$	49.58 48.96 50.63	\$	52.97 45.64 43.07	\$	40.76 41.73 50.56	\$	38.26 37.07 37.85	-	\$	22.92 23.89 22.74	\$ 36.04 35.25 35.33	- - -	\$ 30.13 29.41 28.38	\$ 35.28 29.11 27.47	38.95 37.04 3.84
Boardings per Revenue Mile	FY 16 FY 15 FY 14	0.1 0.1 0.1		0.1 0.1 0.1		0.1 0.1 0.1		0.2 0.2 0.2		0.1 0.1 0.1	- - -		0.2 0.2 0.2	0.2 0.1 0.1	- - -	0.1 0.1 0.1	0.1 0.1 0.1	0.′ 0.′ 0.′
Boardings per Revenue Hour	FY 16 FY 15 FY 14	1.9 1.9 1.9		1.9 1.8 1.9		1.9 2.0 2.0		2.1 2.1 1.8		1.7 1.8 1.8	-		2.3 2.4 2.6	2.0 2.0 2.0	-	2.5 2.6 2.7	2.6 2.6 2.6	2.1 2.1 2.1

Average Weekday Ridership

	MetroBus			N	letroLink		С			
Period	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018
1st Qtr YTD	79,047	84,399	-6.3%	46,005	50,290	-8.5%	1,879	1,860	1.1%	126,931
2nd Qtr YTD	77,847	83,649	-6.9%	43,696	48,053	-9.1%	1,870	1,845	1.3%	123,413
3rd Qtr YTD	75,380	82,040	-8.1%	42,066	46,576	-9.7%	1,867	1,862	0.3%	119,312
Full year	74,865	80,731	-7.3%	42,568	46,180	-7.8%	1,875	1,857	1.0%	119,308
July	74,070	79,649	-7.0%	44,258	49,251	-10.1%	1,803	1,801	0.1%	120,131
August	79,604	84,200	-5.5%	45,700	48,962	-6.7%	1,906	1,891	0.8%	127,210
September	83,466	89,349	-6.6%	48,058	52,658	-8.7%	1,929	1,887	2.2%	133,453
October	80,901	88,577	-8.7%	43,419	49,166	-11.7%	1,965	1,927	2.0%	126,285
November	77,528	84,267	-8.0%	41,696	46,237	-9.8%	1,846	1,798	2.7%	121,070
December	71,513	75,854	-5.7%	39,045	42,044	-7.1%	1,771	1,768	0.2%	112,329
January	67,881	76,062	-10.8%	37,329	41,744	-10.6%	1,799	1,817	-1.0%	107,009
February	73,290	83,550	-12.3%	39,535	45,478	-13.1%	1,900	1,961	-3.1%	114,725
March	70,163	76,853	-8.7%	39,553	43,646	-9.4%	1,881	1,906	-1.3%	111,597
April	73,762	77,265	-4.5%	44,285	46,904	-5.6%	1,947	1,889	3.1%	119,994

44,072

43,864

44,403

43,668

-0.7%

0.4%

1,860

1,898

1,790

1,851

3.9%

2.5%

73,510

72,686

May

June

76,473

76,673

-3.9%

-5.2%

System

FY 2017

136,549

133,548

130,478

128,768

130,701

135,053

143,894

139,670

132,302

119,666

119,623

130,989

122,405

126,058

122,666

122,192

119,442

118,448

Change

-7.0%

-7.6%

-8.6%

-7.3%

-8.1%

-5.8%

-7.3%

-9.6%

-8.5%

-6.1%

-10.5%

-12.4%

-8.8%

-4.8%

-2.6%

-3.1%

Passenger Boardings

		MetroBus		MetroLink			Call-A-Ride				System			
Period	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change		FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	
1st Qtr YTD	6,354,800	6,812,100	-6.7%	3,706,700	4,098,900	-9.5%		139,100	139,400	-0.2%	10,200,600	11,050,400	-7.7%	
2nd Qtr YTD	12,307,900	13,287,000	-7.4%	6,967,100	7,749,900	-10.1%		277,800	276,000	0.7%	19,552,800	21,312,900	-8.3%	
3rd Qtr YTD	17,769,900	19,405,500	-8.4%	10,012,000	11,230,800	-10.9%		413,700	414,700	-0.2%	28,195,600	31,051,000	-9.2%	
Full year	23,667,300	25,549,700	-7.4%	13,550,500	14,898,200	-9.0%	0	553,500	550,700	0.5%	37,771,300	40,998,600	-7.9%	
July	1,983,400	2,122,800	-6.6%	1,198,200	1,343,700	-10.8%		43,800	43,900	-0.2%	3,225,400	3,510,400	-8.1%	
August	2,214,600	2,343,800	-5.5%	1,272,900	1,369,100	-7.0%		48,900	48,700	0.4%	3,536,400	3,761,600	-6.0%	
September	2,156,800	2,345,500	-8.0%	1,235,600	1,386,100	-10.9%		46,400	46,800	-0.9%	3,438,800	3,778,400	-9.0%	
October	2,152,400	2,347,000	-8.3%	1,178,300	1,334,700	-11.7%		48,900	47,100	3.8%	3,379,600	3,728,800	-9.4%	
November	1,974,400	2,151,000	-8.2%	1,077,700	1,199,500	-10.2%		45,800	45,000	1.8%	3,097,900	3,395,500	-8.8%	
December	1,826,300	1,976,900	-7.6%	1,004,400	1,116,800	-10.1%		44,000	44,500	-1.1%	2,874,700	3,138,200	-8.4%	
January	1,805,600	1,985,700	-9.1%	997,000	1,128,400	-11.6%		46,200	44,900	2.9%	2,848,800	3,159,000	-9.8%	
February	1,764,700	2,038,400	-13.4%	968,300	1,142,600	-15.3%		42,600	44,700	-4.7%	2,775,600	3,225,700	-14.0%	
March	1,891,700	2,094,400	-9.7%	1,079,600	1,209,900	-10.8%		47,100	49,100	-4.1%	3,018,400	3,353,400	-10.0%	
April	1,907,400	1,984,800	-3.9%	1,158,300	1,233,900	-6.1%		46,400	44,000	5.5%	3,112,100	3,262,700	-4.6%	
Мау	2,022,300	2,089,700	-3.2%	1,209,000	1,230,000	-1.7%		47,800	46,200	3.5%	3,279,100	3,365,900	-2.6%	
June	1,967,700	2,069,700	-4.9%	1,171,200	1,203,500	-2.7%		45,600	45,800	-0.4%	3,184,500	3,319,000	-4.1%	

Boardings are rounded to the nearest hundred

Passengers by Jurisdiction

			Met	roBus			MetroLink								
	ı	Missouri		Si	. Clair			N	Missouri			St. Clair			
Period	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY	/ 2018	FY 2017	Change	FY 2018	FY 2017	Change		
1st Qtr YTD	5,601,631	6,017,293	-6.9%	753,228	794,808	-5.2%	3	3,032,754	3,361,097	-9.8%	673,885	737,926	-8.7%		
2nd Qtr YTD	10,938,767	11,810,399	-7.4%	1,369,299	1,476,640	-7.3%	5	5,695,168	6,343,241	-10.2%	1,271,850	1,406,781	-9.6%		
3rd Qtr YTD	15,850,246	17,293,756	-8.3%	1,919,866	2,111,794	-9.1%	8	3,164,461	9,186,344	-11.1%	1,847,506	2,044,550	-9.6%		
Full year	21,022,224	22,718,228	-7.5%	2,645,317	2,831,566	-6.6%	11	,027,196	12,172,302	-9.4%	2,523,247	2,725,989	-7.4%		
July	1,739,193	1,867,735	-6.9%	244,237	255,063	-4.2%		980,265	1,106,073	-11.4%	217,935	237,668	-8.3%		
August	1,961,480	2,073,836	-5.4%	253,163	269,959	-6.2%	1	,043,089	1,119,567	-6.8%	229,800	249,581	-7.9%		
September	1,900,958	2,075,722	-8.4%	255,828	269,786	-5.2%	1	,009,400	1,135,457	-11.1%	226,150	250,677	-9.8%		
October	1,928,390	2,098,308	-8.1%	224,058	248,699	-9.9%		963,384	1,093,750	-11.9%	214,877	240,968	-10.8%		
November	1,769,993	1,924,552	-8.0%	204,447	226,448	-9.7%		879,758	977,451	-10.0%	197,963	222,039	-10.8%		
December	1,638,753	1,770,246	-7.4%	187,566	206,685	-9.3%		819,272	910,943	-10.1%	185,125	205,848	-10.1%		
January	1,625,857	1,780,328	-8.7%	179,748	205,337	-12.5%		810,987	920,599	-11.9%	186,062	207,793	-10.5%		
February	1,588,743	1,825,807	-13.0%	175,983	212,591	-17.2%		786,503	930,786	-15.5%	181,783	211,822	-14.2%		
March	1,696,879	1,877,222	-9.6%	194,836	217,226	-10.3%		871,803	991,718	-12.1%	207,811	218,154	-4.7%		
April	1,687,917	1,753,161	-3.7%	219,445	231,618	-5.3%		938,546	1,006,330	-6.7%	219,732	227,532	-3.4%		
Мау	1,770,154	1,844,879	-4.1%	252,165	244,844	3.0%		976,993	1,002,562	-2.6%	232,051	227,485	2.0%		
June	1,713,907	1,826,432	-6.2%	253,841	243,310	4.3%		947,196	977,066	-3.1%	223,958	226,422	-1.1%		

Passenger Revenue

Period
1st Qtr YTD
2nd Qtr YTD
3rd Qtr YTD
Full year

ľ	MetroBus									
	FY 2018	FY 2017	Change							
	\$6,867,848	\$7,012,569	-2.1%							
	\$12,987,576	\$13,525,622	-4.0%							
	\$18,688,030	\$20,030,089	-6.7%							
	\$24,947,721	\$26,674,897	-6.5%							

MetroLink								
FY 2018	FY 2017	Change						
\$3,988,265	\$4,142,651	-3.7%						
\$7,335,963	\$7,823,962	-6.2%						
\$10,517,945	\$11,539,934	-8.9%						
\$14,208,424	\$15,388,145	-7.7%						

Call-A-Ride *								
FY 2018	FY 2017	Change						
\$658,057	\$641,163	2.6%						
\$1,486,775	\$1,312,111	13.3%						
\$1,905,353	\$1,959,192	-2.7%						
\$2,677,551	\$2,620,037	2.2%						

System						
FY 2018	FY 2017	Change				
\$11,514,170	\$11,796,383	-2.4%				
\$21,810,312	\$22,661,694	-3.8%				
\$31,111,325	\$33,529,215	-7.2%				
\$41,833,694	\$44,683,079	-6.4%				

1st Qtr	
2nd Qtr	
3rd Qtr	
4th Qtr	

\$6,867,848	\$7,012,569	-2.1%
\$6,119,728	\$6,513,053	-6.0%
\$5,700,454	\$6,504,467	-12.4%
\$6,259,692	\$6,644,808	-5.8%

\$3,988,265	\$4,142,651	-3.7%
\$3,347,698	\$3,681,311	-9.1%
\$3,181,982	\$3,715,972	-14.4%
\$3,690,479	\$3,848,211	-4.1%

\$658,057	\$641,163	2.6%
\$828,718	\$670,948	23.5%
\$418,577	\$647,081	-35.3%
\$772,198	\$660,845	16.9%

\$11,514,170	\$11,796,383	-2.4%
\$10,296,142	\$10,865,311	-5.2%
\$9,301,013	\$10,867,521	-14.4%
\$10,722,369	\$11,153,864	-3.9%

^{*} Call-A-Ride passenger revenue does not include Medicaid and Department of Mental Health contractual subsidies.

Revenue Miles

	N	MetroBus		
Period	FY 2018	FY 2017	Change	
1st Qtr YTD	4,699,967	4,709,831	-0.2%	
2nd Qtr YTD	9,334,845	9,332,502	0.0%	
3rd Qtr YTD	13,918,214	13,884,401	0.2%	
Full year	18,641,250	18,552,453	0.5%	

1,557,395

1,616,680

1,525,892

1,579,218

1,522,399

1,533,261

1,572,132

1,428,010

1,583,226

1,530,513

1,592,553

1,599,969

1,562,306

1,616,850

1,530,675

1,560,648

1,514,068

1,547,955

1,539,785

1,421,802

1,590,312

1,517,838

1,591,016

1,559,199

-0.3%

0.0%

-0.3%

1.2%

0.6%

-0.9%

2.1%

0.4%

-0.4%

0.8%

0.1%

2.6%

MetroLink		
FY 2018	FY 2017	Change
785,913	778,004	1.0%
1,567,716	1,555,099	0.8%
2,339,115	2,325,578	0.6%
3,105,288	3,107,518	-0.1%

Call-A-Ride			
FY 2017	Change		
1,348,707	-1.7%		
2,677,406	-1.6%		
3,955,721	-0.7%		
5,250,386	-0.8%		
	FY 2017 1,348,707 2,677,406 3,955,721		

System		
FY 2018	FY 2017	Change
6,811,195	6,836,542	-0.4%
13,537,452	13,565,007	-0.2%
20,184,835	20,165,700	0.1%
26,956,938	26,910,358	0.2%

July	
August	
September	
October	
November	
December	
January	
February	
March	
April	
Мау	

June

262,438	261,369	0.4%
268,321	268,319	0.0%
255,154	248,316	2.8%
266,324	259,057	2.8%
256,753	256,753	0.0%
258,726	261,284	-1.0%
266,294	260,823	2.1%
238,821	241,266	-1.0%
266,284	268,391	-0.8%
255,704	255,680	0.0%
259,419	266,910	-2.8%
251,051	259,350	-3.2%

419,136	435,057	-3.7%
464,541	463,203	0.3%
441,638	450,447	-2.0%
465,637	461,251	1.0%
434,282	434,897	-0.1%
409,658	432,551	-5.3%
439,290	419,739	4.7%
403,518	417,737	-3.4%
449,807	440,839	2.0%
433,926	416,902	4.1%
444,614	440,660	0.9%
404,354	437,103	-7.5%

,	2,238,969	2,258,731	-0.9%
	2,349,542	2,348,372	0.0%
	2,222,684	2,229,439	-0.3%
	2,311,178	2,280,956	1.3%
	2,213,434	2,205,718	0.3%
	2,201,645	2,241,790	-1.8%
	2,277,716	2,220,347	2.6%
	2,070,350	2,080,804	-0.5%
	2,299,317	2,299,542	0.0%
	2,220,143	2,190,420	1.4%
	2,296,586	2,298,586	-0.1%
	2,255,374	2,255,652	0.0%

May not sum to total due to rounding

Total Miles

MetroBus		
FY 2018	FY 2017	Change
5,412,301	5,403,860	0.2%
10,726,436	10,685,398	0.4%
15,989,207	15,887,422	0.6%
21,399,139	21,251,722	0.7%
	FY 2018 5,412,301 10,726,436 15,989,207	FY 2018 FY 2017 5,412,301 5,403,860 10,726,436 10,685,398 15,989,207 15,887,422

1,791,851

1,855,117

1,756,893

1,783,058

1,729,724

1,768,755

1,759,607

1,625,884

1,816,533

1,742,101

1,828,998

1,793,201

0.0%

0.3%

0.1%

1.5%

0.9%

-0.6%

2.6%

0.9%

0.1%

1.4%

0.7%

0.4%

MetroLink		
FY 2018	FY 2017	Change
792,291	784,671	1.0%
1,579,042	1,567,800	0.7%
2,356,337	2,344,536	0.5%
3,128,763	3,133,603	-0.2%

Call-A-Ride			
FY 2018	FY 2017	Change	
1,401,619	1,442,812	-2.9%	
2,795,094	2,873,319	-2.7%	
4,163,424	4,234,468	-1.7%	
5,571,795	5,610,397	-0.7%	

System			
FY 2018	FY 2017	Change	
7,606,212	7,631,344	-0.3%	
15,100,571	15,126,516	-0.2%	
22,508,968	22,466,426	0.2%	
30,099,698	29,995,722	0.3%	

July	1,791,846
August	1,861,334
September	1,759,122
October	1,810,570
November	1,745,237
December	1,758,328
January	1,805,092
February	1,639,763
March	1,817,917
April	1,766,392
May	1,842,526
June	1,801,015

264,728	263,656	0.4%
270,374	270,455	0.0%
257,189	250,561	2.6%
268,410	261,132	2.8%
258,716	258,716	0.0%
259,624	263,280	-1.4%
268,328	262,891	2.1%
240,649	243,355	-1.1%
268,318	270,490	-0.8%
257,667	258,176	-0.2%
261,584	269,347	-2.9%
253,176	261,544	-3.2%

443,204	464,387	-4.6%
491,034	494,922	-0.8%
467,381	483,503	-3.3%
493,595	492,840	0.2%
465,035	469,724	-1.0%
434,845	467,943	-7.1%
466,106	449,829	3.6%
426,138	442,862	-3.8%
476,086	468,458	1.6%
475,000	441,662	7.5%
487,757	469,763	3.8%
445,614	464,504	-4.1%

2,499,778	2,519,893	-0.8%
2,622,742	2,620,493	0.1%
2,483,692	2,490,957	-0.3%
2,572,574	2,537,030	1.4%
2,468,988	2,458,164	0.4%
2,452,797	2,499,979	-1.9%
2,539,526	2,472,327	2.7%
2,306,550	2,312,102	-0.2%
2,562,321	2,555,481	0.3%
2,499,059	2,441,939	2.3%
2,591,866	2,568,107	0.9%
2,499,804	2,519,249	-0.8%

May not sum to total due to rounding

Revenue Hours

Period	FY 20
1st Qtr YTD	356,
2nd Qtr YTD	703,
3rd Qtr YTD	1,045,
Full year	1,400,

MetroBus		
FY 2018	FY 2017	Change
356,825	358,590	-0.5%
703,826	703,973	0.0%
1,045,725	1,036,160	0.9%
1,400,373	1,390,550	0.7%

MetroLink		
FY 2018	FY 2017	Change
33,459	33,160	0.9%
66,785	66,348	0.7%
99,612	99,174	0.4%
132,381	132,444	0.0%

C		
FY 2018	FY 2017	Change
73,266	76,182	-3.8%
146,610	149,468	-1.9%
217,805	221,722	-1.8%
290,331	293,281	-1.0%

System		
FY 2018	FY 2017	Change
463,551	467,933	-0.9%
917,220	919,788	-0.3%
1,363,143	1,357,056	0.4%
1,823,084	1,816,276	0.4%

July
August
September
October
November
December
January
February
March
April
May
June

	118,415	119,693	-1.1%	
I	122,460	122,787	-0.3%	
	115,950	116,110	-0.1%	
	118,433	116,988	1.2%	
	114,155	113,093	0.9%	
	114,412	115,301	-0.8%	
	117,241	114,656	2.3%	
	106,574	105,981	0.6%	
	118,085	111,550	5.9%	
	115,900	115,412	0.4%	
	120,659	120,663	0.0%	
	118,089	118,315	-0.2%	

11,186	11,119	0.6%
11,404	11,388	0.1%
10,869	10,653	2.0%
11,330	11,087	2.2%
10,930	10,930	0.0%
11,066	11,171	-0.9%
11,329	11,157	1.5%
10,171	10,263	-0.9%
11,328	11,407	-0.7%
10,896	10,892	0.0%
11,105	11,354	-2.2%
10,768	11,024	-2.3%

23,225	24,532	-5.3%
25,655	26,737	-4.0%
24,386	24,913	-2.1%
25,919	25,092	3.3%
24,265	23,785	2.0%
23,160	24,409	-5.1%
24,137	23,857	1.2%
21,894	23,136	-5.4%
25,164	25,261	-0.4%
23,901	23,026	3.8%
24,948	24,313	2.6%
23,677	24,220	-2.2%
		

152,827	155,344	-1.6%
159,518	160,912	-0.9%
151,206	151,677	-0.3%
155,682	153,167	1.6%
149,350	147,808	1.0%
148,638	150,881	-1.5%
152,707	149,670	2.0%
138,639	139,380	-0.5%
154,577	148,218	4.3%
150,697	149,330	0.9%
156,711	156,330	0.2%
152,534	153,559	-0.7%

Total Hours

Period
1st Qtr YTD
2nd Qtr YTD
3rd Qtr YTD
Full year

1	MetroBus			
	FY 2018	FY 2017	Change	
I	384,141	385,511	-0.4%	
1	758,361	757,543	0.1%	
	1,127,411	1,123,010	0.4%	
	1,509,796	1,504,329	0.4%	
_		•		

MetroLink		
FY 2018	FY 2017	Change
33,966	33,678	0.9%
67,521	67,359	0.2%
100,837	100,683	0.2%
134,102	134,485	-0.3%

Call-A-Ride		
FY 2018	FY 2017	Change
78,744	83,023	-5.2%
157,636	163,196	-3.4%
233,996	241,068	-2.9%
315,199	318,045	-0.9%

System		
FY 2018	FY 2017	Change
496,851	502,212	-1.1%
983,518	988,098	-0.5%
1,462,243	1,464,761	-0.2%
1,959,097	1,956,859	0.1%

July
August
September
October
November
December
January
February
March
April
May
June

127,360	128,511	-0.9%
131,928	132,043	-0.1%
124,854	124,957	-0.1%
127,701	125,946	1.4%
123,084	121,835	1.0%
123,434	124,252	-0.7%
126,558	123,580	2.4%
115,035	114,244	0.7%
127,456	127,644	-0.1%
124,994	124,177	0.7%
130,124	129,880	0.2%
127,268	127,262	0.0%
	131,928 124,854 127,701 123,084 123,434 126,558 115,035 127,456 124,994 130,124	131,928 132,043 124,854 124,957 127,701 125,946 123,084 121,835 123,434 124,252 126,558 123,580 115,035 114,244 127,456 127,644 124,994 124,177 130,124 129,880

1	1,360	11,293	0.6%
1	1,574	11,561	0.1%
1	1,032	10,824	1.9%
1	1,234	11,255	-0.2%
1	1,092	11,092	0.0%
1	1,230	11,334	-0.9%
1	1,497	11,322	1.5%
1	0,322	10,423	-1.0%
1	1,496	11,578	-0.7%
1	1,058	11,069	-0.1%
1	1,277	11,537	-2.3%
10	0,930	11,196	-2.4%

24,909	26,947	-7.6%
27,649	29,001	-4.7%
26,186	27,075	-3.3%
27,778	27,172	2.2%
26,280	26,139	0.5%
24,834	26,862	-7.5%
25,956	25,984	-0.1%
23,419	24,801	-5.6%
26,985	27,087	-0.4%
26,748	24,698	8.3%
27,909	26,231	6.4%
26,546	26,048	1.9%

163,628	166,751	-1.9%
171,151	172,605	-0.8%
162,072	162,856	-0.5%
166,713	164,373	1.4%
160,456	159,065	0.9%
159,497	162,448	-1.8%
164,011	160,886	1.9%
148,777	149,468	-0.5%
165,938	166,309	-0.2%
162,800	159,944	1.8%
169,309	167,647	1.0%
164,744	164,506	0.1%

May not sum to total due to rounding

Operating Expense by Mode

	ı	MetroBus		M	letroLink			Call-A-Ride			System	
Period	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	\$42,391,453	\$38,614,628	9.8%	\$20,257,939	\$18,428,785	9.9%	\$6,619,	\$6,421,064	3.1%	\$69,269,240	\$63,464,477	9.1%
2nd Qtr YTD	\$85,137,390	\$77,106,424	10.4%	\$39,899,685	\$36,647,124	8.9%	\$13,451,	384 \$12,892,164	4.3%	\$138,488,960	\$126,645,714	9.4%
3rd Qtr YTD	\$129,475,661	\$117,020,729	10.6%	\$56,722,297	\$57,868,622	-2.0%	\$20,331,	369 \$19,346,033	5.1%	\$206,529,828	\$194,235,384	6.3%
Full year	\$170,676,996	\$152,291,548	12.1%	\$80,033,495	\$76,350,447	4.8%	\$27,208,	996 \$25,335,118	7.4%	\$277,919,487	\$253,977,113	9.4%
												•
1st Qtr	\$42,391,453	\$38,614,628	9.8%	\$20,257,939	\$18,428,785	9.9%	\$6,619,	348 \$6,421,064	3.1%	\$69,269,240	\$63,464,477	9.1%
2nd Qtr	\$42,745,937	\$38,491,796	11.1%	\$19,641,746	\$18,218,339	7.8%	\$6,832,	36 \$6,471,100	5.6%	\$69,219,719	\$63,181,235	9.6%
3rd Qtr	\$44,338,271	\$39,914,305	11.1%	\$16,822,612	\$21,221,498	-20.7%	\$6,879,	985 \$6,453,869	6.6%	\$68,040,868	\$67,589,672	0.7%

\$18,481,825 26.1%

\$6,877,127

\$5,989,085

14.8%

\$71,389,660

\$59,741,729

19.5%

FY 2017 contains audited amounts

\$41,201,335

\$35,270,819 16.8%

\$23,311,198

4th Qtr

Unscheduled Absenteeism

		Operators		Ma	Maintenance		Fac	ility Suppo	rt		Total	
Period	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	4.1%	4.3%	-0.3%	2.4%	2.5%	-0.1%	2.3%	1.6%	0.7%	3.6%	3.8%	-0.1%
2nd Qtr YTD	3.8%	3.9%	0.0%	2.7%	2.8%	-0.1%	2.2%	2.1%	0.1%	3.4%	3.5%	0.0%
3rd Qtr YTD	3.6%	3.6%	0.0%	2.3%	2.7%	-0.3%	2.0%	1.8%	0.2%	3.2%	3.3%	-0.1%
Full year	3.5%	3.8%	-0.3%	2.3%	2.6%	-0.3%	1.8%	1.9%	0.0%	3.1%	3.4%	-0.3%
July	5.3%	4.5%	0.8%	2.0%	3.0%	-1.1%	2.2%	1.2%	1.1%	4.4%	3.9%	0.5%
August	3.4%	4.5%	-1.0%	2.5%	2.4%	0.1%	2.5%	1.3%	1.2%	3.2%	3.8%	-0.6%
September	3.5%	4.1%	-0.5%	2.9%	2.3%	0.6%	2.2%	2.4%	-0.2%	3.3%	3.6%	-0.3%
October	3.9%	3.6%	0.3%	3.2%	3.7%	-0.5%	2.8%	3.2%	-0.3%	3.6%	3.6%	0.1%
November	3.7%	3.4%	0.4%	2.4%	2.0%	0.5%	2.2%	1.9%	0.3%	3.4%	3.0%	0.4%
December	3.1%	3.1%	-0.1%	3.4%	3.4%	0.0%	1.2%	2.7%	-1.5%	2.9%	3.1%	-0.2%
January	2.9%	2.8%	0.0%	1.8%	2.4%	-0.6%	2.0%	1.4%	0.7%	2.6%	2.6%	0.0%
February	3.3%	2.7%	0.6%	1.3%	2.3%	-1.0%	2.1%	0.7%	1.5%	2.9%	2.4%	0.4%
March	3.2%	3.6%	-0.5%	1.6%	2.6%	-1.1%	0.6%	1.3%	-0.7%	2.6%	3.2%	-0.6%
April	3.1%	4.5%	-1.4%	2.2%	2.4%	-0.3%	1.4%	0.9%	0.5%	2.8%	3.8%	-1.0%
Мау	3.4%	4.8%	-1.5%	2.7%	2.6%	0.2%	1.4%	2.6%	-1.2%	3.1%	4.2%	-1.1%
June	3.4%	4.4%	-1.0%	1.9%	2.3%	-0.4%	1.2%	2.9%	-1.7%	2.9%	3.9%	-1.0%

Gateway Arch

	Income Before Depreciation and Transfers				
Quarter	FY 2018	FY 2017	Change		
1st Qtr YTD	\$510,911	\$1,039,951	-50.9%		
2nd Qtr YTD	\$398,392	\$531,913	-25.1%		
3rd Qtr YTD	\$73,653	(\$539,823)	113.6%		
Full Year	\$1,134,366	(\$228,119)	597.3%		

	Tram Ridership				
Quarter	FY 2018	FY 2017	Change		
1st Qtr YTD	268,936	282,884	-4.9%		
2nd Qtr YTD	409,697	382,131	7.2%		
3rd Qtr YTD	533,464	384,735	38.7%		
Full Year	799,576	543,013	47.2%		

	Tram Ridership				
Month	FY 2018	FY 2017	Change		
July	105,926	136,582	-22.4%		
August	103,844	90,205	15.1%		
September	59,166	56,097	5.5%		
October	58,015	57,977	0.1%		
November	44,740	41,189	8.6%		
December	38,006	81	46821.0%		
January	19,270	907	2024.6%		
February	27,595	1,339	1960.9%		
March	76,902	358	21381.0%		
April	62,728	18,874	232.4%		
May	82,074	54,657	50.2%		
June	121,310	84,747	43.1%		

Riverfront Attractions

	Riverboat Passengers				
Month	FY 2018	FY 2017	Change		
July	29,632	26,062	13.7%		
August	19,641	16,070	22.2%		
September	10,885	11,160	-2.5%		
October	8,521	8,676	-1.8%		
November	2,193	2,671	-17.9%		
December	258	176	46.6%		
January	-	-	-		
February	-	-	-		
March	5,419	4,166	30.1%		
April	7,462	8,795	-15.2%		
May	13,863	6,856	102.2%		
June	21,714	21,143	2.7%		

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	60,158	53,292	12.9%
2nd Qtr YTD	71,130	64,815	9.7%
3rd Qtr YTD	76,549	68,981	11.0%
Full Year	119,588	105,775	13.1%

	Income (Loss) Before Depreciation				
Quarter	FY 2018	FY 2017	Change		
1st Qtr YTD	\$579,811	\$499,884	16.0%		
2nd Qtr YTD	\$494,735	\$342,888	44.3%		
3rd Qtr YTD	\$185,370	\$108,251	71.2%		
Full Year	\$446,691	\$343,840	29.9%		

	Riverboat Cruises				
Quarter	FY 2018	FY 2017	Change		
1st Qtr YTD	444	442	0.5%		
2nd Qtr YTD	556	542	2.6%		
3rd Qtr YTD	611	593	3.0%		
Full Year	1,019	909	12.1%		

	Riverboat Days of Operation		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	92	92	0.0%
2nd Qtr YTD	155	151	2.6%
3rd Qtr YTD	182	179	1.7%
Full Year	273	249	9.6%

St. Louis Downtown Airport

	Fuel Sales in Gallons		
Month	FY 2018	FY 2017	Change
July	156,971	127,857	22.8%
August	170,223	144,799	17.6%
September	138,777	129,059	7.5%
October	156,593	157,004	-0.3%
November	133,282	128,585	3.7%
December	133,469	149,794	-10.9%
January	133,453	111,414	19.8%
February	93,399	128,823	-27.5%
March	166,453	160,634	3.6%
April	147,524	160,647	-8.2%
May	136,585	152,970	-10.7%
June	171,795	128,947	33.2%

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	465,971	401,715	16.0%
2nd Qtr YTD	889,315	837,098	6.2%
3rd Qtr YTD	1,282,620	1,237,969	3.6%
Full Year	1,738,524	1,680,533	3.5%

	Income (Loss) Before Depreciation			
Quarter	FY 2018 FY 2017 Change			
1st Qtr YTD	\$36,110	(\$38,424)	194.0%	
2nd Qtr YTD	\$37,617	(\$41,634)	190.4%	
3rd Qtr YTD	\$89,855	(\$69,691)	228.9%	
Full year	\$107,892	(\$240,003)	145.0%	

	Aircraft Movements			
Quarter	FY 2018 FY 2017 Change			
1st Qtr YTD	26,051	30,468	-14.5%	
2nd Qtr YTD	48,595	57,578	-15.6%	
3rd Qtr YTD	67,770	80,914	-16.2%	
Full Year	94,034	106,588	-11.8%	

	Average Based Aircraft			
Quarter	FY 2018 FY 2017 Change			
1st Qtr YTD	315	322	-2.2%	
2nd Qtr YTD	313	320	-2.2%	
3rd Qtr YTD	313	319	-1.8%	
Full Year	313	319	-1.7%	

St. Louis Regional Freightway

Net Income (Loss)

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	(\$172,314)	(\$60,025)	-187.1%
2nd Qtr YTD	(\$257,871)	(\$177,325)	-45.4%
3rd Qtr YTD	(\$457,593)	(\$302,804)	-51.1%
Full Year	(\$752,831)	(\$497,543)	-51.3%

Quarter	FY 2018	FY 2017	Change
1st Qtr	(\$172,314)	(\$60,025)	-187.1%
2nd Qtr	(\$85,557)	(\$117,300)	27.1%
3rd Qtr	(\$199,722)	(\$125,479)	-59.2%
4th Qtr	(\$295,238)	(\$194,737)	-51.6%

Executive Services

Income (Loss) Before Depreciation

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	\$232,826	\$302,574	-23.1%
2nd Qtr YTD	\$153,057	\$375,463	-59.2%
3rd Qtr YTD	\$136,938	\$220,515	-37.9%
Full Year	\$322,860	\$333,132	-3.1%

Quarter	FY 2018	FY 2017	Change
1st Qtr	\$232,826	\$302,574	-23.1%
2nd Qtr	(\$79,769)	\$72,889	-209.4%
3rd Qtr	(\$16,119)	(\$154,948)	89.6%
4th Qtr	\$185,922	\$112,617	65.1%

Definitions

Transit

Customer complaint

Passenger or general public dissatisfaction expressed to Customer Service by phone call, letter or email for which there is no immediate, satisfactory explanation; includes operator behavior, service, equipment maintenance or suitability, or other concerns. System customer complaints have been restated to include complaints not specifically related to an operating facility.

Expense

Excludes depreciation, amortization, debt expense and the 2% sheltered workshop pass-through. Allocations by mode are based on a management-developed model. (See also "Operating Expense.")

Failure

Metro Call A Ride: Revenue service interruption whereby a vehicle is unable to complete the assigned run and must be removed from service because of a mechanical, wheelchair lift, or other equipment failure. Road hazard tire failures, vandalism, accidents, and other failures not related to maintenance of vehicles are not reported.

MetroLink: Revenue service interruption whereby a train is delayed by five minutes or more or removed from service for mechanical reasons.

Farebox recovery

Passenger revenue as a percent of operating expense.

Fleet size

Number of revenue vehicles at the end of the reporting period.

On-time performance

MetroBus and MetroLink: A trip is considered "on-time" if the vehicle departs within the time frame of 59 seconds before schedule or arrives within 4:59 minutes after schedule.

<u>Metro Call-A-Ride</u>: Appointments are made giving the passenger an estimated arrival time. A trip is considered on-time if arrival for the appointment is within 20 minutes before or after the appointment time.

Operating expense

Expense less leases and rentals, which is a National Transit Database definition. Allocations by mode are based on National Transit Database instructions which are different than the management-developed cost allocation model. (See also "Expense.")

Passenger boardings

Includes original revenue vehicle boardings and all transfers based on bus farebox counts, MetroLink ridership modeling using Automatic Passenger Counter (APC) technology, and actual Call-A-Ride passengers.

Transit

Passenger injury

Physical harm or alleged physical harm to a passenger or bystander involved in an Agency accident. One vehicle accident may result in multiple injuries.

Revenue hours

Time that MetroBus/Call-A-Ride vehicles or MetroLink trains operate in passenger service including special service.

Revenue miles

Distance that MetroBus/Call-A-Ride vehicles or MetroLink trains operate in passenger service including special service.

Revenue recovery

Passenger revenue, Transit Management Association revenue, and paratransit contractual revenue as a percent of expense.

Ridership

Total passenger boardings.

Roadcall

MetroBus revenue service interruption whereby the vehicle is delayed because of mechanical, tire, farebox, wheelchair life or other equipment failure. A delay is not counted as a roadcall unless the delay is five minutes or more.

Subsidy

Subsidy as reported on "System Profile" - Expense less operating revenue except federal, state and local assistance.

Subsidy as reported on "Peer Performance - System" - Operating expense less passenger revenue.

Total hours

Revenue hours plus deadhead hours (e.g., from the facility to the start of a revenue trip).

Total miles

Revenue miles plus deadhead miles (e.g., from the facility to the start of a revenue trip).

Unscheduled absenteeism

Operator, mechanic and facility support sick time and unauthorized leave as a percent of current staffing, excluding overtime.

Vehicle accident

Incident in which an Agency vehicle makes physical contact with another vehicle, a fixed object or a person. It also includes derailments or leaving the road.

Vehicle miles

For MetroBus and Call-A-Ride, total miles and vehicle miles are the same. For MetroLink, total mileage for each car of a two-car train is included

Non-Transit

Aircraft movement

Takeoff or landing recorded by the tower. Movements when the tower is closed are not included.

Airport fuel sales (gallons)

Number of gallons of aviation fuel delivered to the fixed base operators.

Arch tram ridership

Number of adult and child tickets sold.

Based aircraft

Average number of aircraft stored in owned or leased hangers or outside ramps. Quarterly, the amount represents the average of the month-end counts.

Riverfront Attractions

Includes the Gateway Arch Riverboats and bike rentals, operated by Metro, and a heliport owned by Metro but operated under contract by another party.



211 North Broadway, Suite 700 St. Louis, MO 63102

finance@bistatedev.org

Open Session Item 15

Memorandum



To: Audit, Finance and Administration Committee

From: Gregory A. Smith

Vice President Purchasing and Materials Management

Date: August 6, 2018

Subject: Quarterly Procurement Activity Report

Fourth Quarter Fiscal Year 2018

BSD Board Policy Chapter 50 Section 010 Paragraph N.3 requires that we provide quarterly reports to the Board relating to procurement activities, which exceed \$100,000, including contract modifications and award of options. The report format that has been used the past several years includes the key sections that are explained below.

Section 1 – Non-Competitive Procurement Trend

Federal regulations and Board Policy require that all procurements be conducted in a manner which fosters full and open competition. In certain instances however, competition is not feasible or practical. This section of the report summarizes the trend and relationship of non-competitive spend to total spend. All individual non-competitive contract awards exceeding \$100,000 are presented to the Board of Commissioners for approval prior to award. Other non-competitive expenditures must be approved by the appropriate Division Vice President, the Vice President of Procurement, and the President & CEO prior to award.

Section 2 – Procurement Contract Awards

This report lists all major (>\$100,000) contract awards during the reporting period and the relevant contract information for each. Information in this report is now listed in descending contract dollar value as requested previously by the Committee.

Section 3 – Contract Modifications

This report lists all contract modification actions executed during the period where the total revised contract amount exceeds \$100,000. Contract modifications include changes to contract scope, exercise of options and extensions, or other actions effecting the contract term. Information in this report is listed in descending contract dollar value as requested previously by the Committee.

Section 4 – Davis Bacon Act Projects

The Davis Bacon Act requires that all construction contracts financed with Federal assistance contain provisions requiring that all laborers and mechanics employed by the contractors or subcontractors to work on the project must be paid wages not less than those established for the area by the Secretary of Labor. The contractors listed in this section submit weekly "certified payrolls" to BSD, which we monitor in accordance with the regulatory requirements.

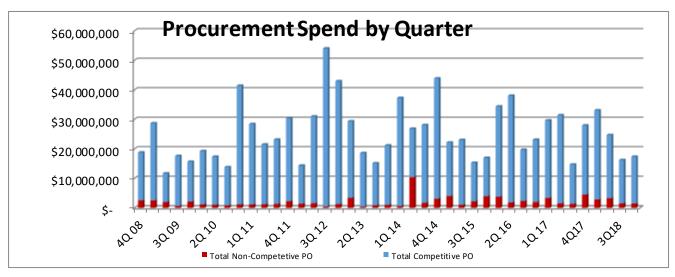
Section 5 – Procurement Card Administration

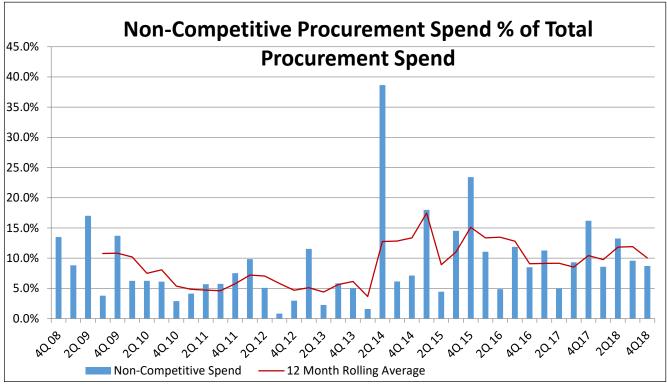
BSD's Procurement Department administers a Procurement Card Program, which provides a means for cardholders to procure low-dollar goods and services independently. This program reduces the administrative burden of processing Purchase Orders and Check Requests for small dollar purchases (typically less than \$2500). The report included in this section details the overall volume of transactions and information related to procedural violations and administrative actions on those violations.

Please feel free to contact me with any suggestions, questions, or information requests that you may have.

Procurement Activity Report Non-Competitive Procurement Trend Fourth Quarter FY2018

Fourth Quarter 2018 Non-Competitive Procurements totaled \$1,512,433 or 8.7% of total Purchase Order Commitment volume of \$17,366,397. Rolling last 12 months Non-Competitive Procurements totaled \$9,173,181 or 10.0% of total Purchase Order Commitment volume of \$91,397,548.





l			_					_	Closure	
Number	Rev	Description	Туре	Order Date	Supplier		Amount	Buyer	Status	DBE Goal
		40 CD 404750 DU Douglesse C Delivers of Ultra Levy Colfee #2 Discaled DE Disables								
59247	0	18-SB-104750-BH Purchase & Delivery of Ultra Low Sulfur #2 Diesel and B5 Biodiesel, Two Base Years, Period of Performance March 1, 2018 - February 28, 2020	Contract Purchase Agreement	03/02/18	MANSFIELD OIL COMPANY	Ś	30,000,000	Howard, Bryan L	Open	0
	-					1			S (P S !!	
		18-SB-104598-TJ Fleet Tire Requirement, 5 Base Years, Period of Performance								
58802	0	December 2, 2017 - December 1, 2022	Contract Purchase Agreement	01/18/18	BRIDGESTONE/FIRESTONE INC	\$	7,474,918	Johnson, Theresa	Open	0
		17-SB-104151-DGR Boyle Avenue Station & Central West End Platform Extension								
57563	0	Package 2 - Track Period of Performance September 2017 through September 2018	Contract Purchase Agreement	09/11/17	RAILWORKS TRACK SERVICES INC	\$	1,808,394	Ramsay, David George	Open	7%
		18-RFP-104788-DGR ML Structures Inspection Program Engineering Services Two Base								
		Years with Three, One Year Options Period of Performance March 2018 through March				1.				
59362	0	2023	Contract Purchase Agreement	03/13/18	JUNEAU ASSOCIATES INC P C	\$	1,782,223	Ramsay, David George	Open	16%
60198	0	18-SB-104998-SG Metro Armored Car Services, Three Base Years and Two Option Years June 1,2018 - May 31, 2023	Contract Purchase Agreement	06/13/18	LOOMIS ARMORED US INC	خ	1,162,526	Griffin, Sandra P	Open	0
00198	0	Julie 1,2016 - Way 51, 2025	Contract Furchase Agreement	00/13/18	LOOIVIIS ARIVIORED US INC	٦	1,102,320	Gillilli, Saliula P	Ореп	
		10 CD 1040F0 CC Due Shelter/Transit Center Classing Two Dasa Veers and Three								
59703	0	18-SB-104858-SG Bus Shelter/Transit Center Cleaning, Two Base Years and Three Option Years, Period of Performance is April 1, 2018 to March 31, 2023	Contract Purchase Agreement	04/13/18	MERS/GOODWILL	Ś	983,906	Griffin, Sandra P	Open	10%
			<u> </u>	, ,	,		,	,		
		17-SB-104152-CB Boyle Station-CWE Platform Extension - Pkg. 3 - Signals, Period of								
56973	0	Performance July , 2017 - July 31, 2018	Standard Purchase Order	07/20/17	WISSEHR ELECTRIC, INC	\$	726,787	Bonds, Charcita M	Open	0
		17-RFP-104062-MD Mobile Data Terminal Replacement for Call-A-Ride (CAR) Fleet,								
57793	0	Period of Performance October 2, 2017 -October 1, 2022	Contract Purchase Agreement	10/03/17	TRAPEZE SOFTWARE GROUP INC	\$	634,129	Dillard, Marian Denise	Open	0
		17-SB-104164-BH Brentwood Bus Cleaning 2 base years and 3 options years July 29,				1.		_		
57021	4	2017 - July 30, 2022	Contract Purchase Agreement	07/24/17	INNEX SERVICE CO INC	\$	598,712	Howard, Bryan L	Open	11%
58375	0	18-SB-104767-CG Fire Extinguisher Services, Three Base Years and Two Option Years, Period of Performance December 7, 2017 - December 6, 2020	Contract Durchase Agreement	12/05/17	WEBER FIRE & SAFETY EQUIP. CO INC.	خ	592,296	Gates, Carol Renee	Onon	0
36373	0	refloa di Performance December 7, 2017 - December 6, 2020	Contract Purchase Agreement	12/05/17	WEBER FIRE & SAFETT EQUIP. CO INC.	Ş	392,290	dates, Carol Reflee	Open	
		17-SB-104153-CG Boyle Avenue Station and Central West End Platform Extension								
57137	0	Package 4-Communications, Period of Performance August 18, 2017 - January 18, 2018	Contract Purchase Agreement	08/03/17	SACHS ELECTRIC	\$	540,645	Gates, Carol Renee	Open	9%
		,		, ,		1	-,-	,		
		18-SB-104684-SG MetroLink Manual Ticket Sales/Revenue Services Period of								
58140	0	Performance November 16, 2017 - November 15, 2020.	Contract Purchase Agreement	11/10/17	ABOVE ALL PERSONNEL	\$	525,545	Griffin, Sandra P	Open	7%
		18-SB-104724-BH DeBaliviere Bus Cleaning Svc, One Base Year with Four Option Years,								
59718	0	Period of Performance April 14, 2018 - April 13, 2023	Contract Purchase Agreement	04/16/18	MERS/GOODWILL	\$	517,148	Howard, Bryan L	Open	10%

Neuralisa	Davi	Description	Tuna	Oudou Data	Cumpling	Amount	Russa	Closure	DBE Goal
Number	Rev	Description	Туре	Order Date	Supplier	Amount	Buyer	Status	DBE Goal
		Sole Source Trapeze Annual Hardware and Software Maintenance One Year May 1,							
59539	0	2018 to April 30, 2019	Standard Purchase Order	03/30/18	TRAPEZE SOFTWARE GROUP	\$ 514,292	Griffin, Sandra P	Open	0
57216	0	Sole Source Transit Master Annual Maintenance Agreement 07 01 17 - 06 30 18	Standard Purchase Order	08/10/17	TRAPEZE SOFTWARE GROUP	\$ 457,584	Hill, Diana L	Closed	0
37210	- ŭ	301c 30dree Transic Master Annada Maintenance Agreement 07 01 17 00 30 10	Standard Farchase Order	00/10/17	THE LEE SOLI WARE GROOT	437,304	Tilli, Blana E	Closed	Ŭ
		18-RFP-104572-SG Metro Mass Transit Consultant Five (5) Contract Years, Period of							
58740	0	Performance December 18, 2017 to December 17, 2022	Contract Purchase Agreement	01/12/18	IMG REBEL ADVISORY, INC	\$ 395,349	Griffin, Sandra P	Open	15%
59748	0	18-RFP-104845-DR - Northside-Southside Transit-Oriented Development Planning Study - Period of Performance: May 1, 2018 - April 30, 2019	Standard Purchase Order	04/18/18	FARR ASSOCIATES ARCHITECUTURE AND URBAN DESIGN, P. C.	\$ 375,000	Rowey, Deborah M	Open	10%
								·	
		18-RFQ-105112-CB, Purchase Unleaded Gasoline, Period of Performance April 3, 2018 -							
59552	2	September 30, 2018	Standard Purchase Order	04/02/18	PETROLEUM TRADERS CORPORATION	\$ 355,684	Bonds, Charcita M	Open	0
		18-SB-105002-BH Illinois Bus Cleaning Svc, One Base Year with Four Option Years,							
60071	2	Period of Performance June 1, 2018 - May 31, 2023	Contract Purchase Agreement	05/22/18	INNEX SERVICE CO INC	\$ 348,046	Howard, Bryan L	Open	10%
50057		17-RFP-104440-DGR Talent Management Solution, Three Base Years with Two - One		10/05/17	CARA UM OCEN				
58357	0	Year Options, Period of Performance December 2017 through December 2022.	Contract Purchase Agreement	12/05/17	SABA HALOGEN	\$ 342,537	Ramsay, David George	Open	0
		17-RFP-104061-CB Accounts Payable Automation System, Three Base Years and Five							
56917	1	Option Years, Period of Performance July 14, 2017 - July 13, 2025	Contract Purchase Agreement	07/14/17	DATASERV LLC	\$ 327,429	Bonds, Charcita M	Open	0
59129	0	18-SB-104776-DGR JNEM SIte Signage 4 month contract from March 2018 through June 2018	Contract Purchase Agreement	02/21/18	HARLAN COMPANY (THE)	\$ 316,900	Ramsay, David George	Open	0
59129	U	June 2018	Contract Purchase Agreement	02/21/18	HARLAN COMPANY (THE)	\$ 316,900	Ramsay, David George	Open	U
		Sole Source: SafeTrek Mobile App-Software Development, Period of Performance							
59803	0	March 14, 2018 thru March 13, 2019	Standard Purchase Order	04/26/18	SAFETREK, INC	\$ 300,000	Bonds, Charcita M	Open	0
57077	1	17-SB-104494-CB, Repair & Replace Concrete at DeBaliviere Bus Facility, 120 calendar days, Period of Performance August 10, 2017 - December 18, 2017	Contract Purchase Agreement	07/28/17	L. KEELEY CONSTRUCTION CO	\$ 287,928	Bonds, Charcita M	Open	3%
3.077		25,5, 1 c.104 0.1 c.10a.10c.1.a.pust 10, 2017 December 10, 2017	23 asc i aronase rigi content	0.,20,1,	E. NEELE ! GO.IGINGONON GO	÷ 257,320	Bonds, charetta W	Open	370
60363	0	RFQ 14-RFQ-99305-DH - Option Quantities of LRV Batteries	Standard Purchase Order	06/27/18	HBL AMERICA INC	\$ 279,054	Hill, Diana L	Open	0
57144	0	17-SB-104091-TJ Illinois Facility Cleaning , Period of Performance August 14, 2017 - August 13, 2018	Standard Purchase Order	08/04/17	MERS/GOODWILL	\$ 257,550	Johnson, Theresa	Open	10%
		<u> </u>			•		,		

				_	_			Closure	
Number	Rev	Description	Туре	Order Date	Supplier	Amount	Buyer	Status	DBE Goal
59668	0	18-RFP-103593-DGR CM/GC for Union Station Tunnel Period of Performance April, 2018 through November, 2019	Contract Purchase Agreement	04/11/18	KIEWIT INFRASTRUCTURE CO	\$ 241,944	Ramsay, David George	Open	0
			- Communication of the Communi	<i>z ., ==, =z</i>		- -:-,• · ·		- Span	
		Letter of Agreement re: Regional Freight Project, Period of Performance April 1, 2018							
60268	0	thru March 31, 2020	Standard Purchase Order	06/19/18	THE JERRY COSTELLO GROUP, LLC	\$ 240,000	Bonds, Charcita M	Open	0
57064	0	17-SB-104294-TJ St. Clair Yards & Shop Facility Cleaning, Two Base Years with Three		40/00/47	MEDS/SOODWILL	4 240.052			100/
57861	0	Option Years, Period of Performance September 29, 2017 - September 28, 2022	Contract Purchase Agreement	10/09/17	MERS/GOODWILL	\$ 219,963	Johnson, Theresa	Open	10%
		18-SB-105153-CG Rehab & Overlay Repair-BSD Illinois Bus Facility Training Lot Period							
60272	0	of Performance July 2, 2018 - October 2, 2018	Contract Purchase Agreement	06/20/18	BYRNE & JONES CONSTRUCTION INC	\$ 211,900	Gates, Carol Renee	Open	8%
		·							
		18-RFQ-104895-SG Food, Beverage, Produce, Cleaning and Kitchen Supplies for							
58807	0	Riverboats or Dock One (1) Yr Contract January 1, 2018 to December 31, 2018	Standard Purchase Order	01/18/18	US FOODSERVICE INC	\$ 210,000	Griffin, Sandra P	Open	0
59548	1	15-RFQ-101034-SM/DW STL Downtown Airport A&E - Task Order 6 Taxiway Bravo	Ctandard Durchase Order	04/02/18	HANSON PROFESSIONAL SERVICES INC.	¢ 201.052	Weight Diana	Onon	0
59548	1	Relocation Phase One Fillet Improvements	Standard Purchase Order	04/02/18	HANSON PROFESSIONAL SERVICES INC.	\$ 201,952	Wright, Diane	Open	
		18-SB-104863-TJ Civic Center Facilty Cleaning, Period of Performance April 1, 2018 -							
59671	1	March 31, 2019	Contract Purchase Agreement	04/12/18	KATSAM LLC	\$ 198,857	Johnson, Theresa	Open	9%
57636	0	17-RFP-104090-LIGHT RAIL VEHICLE WRAPPING OF TRAINS	Contract Purchase Agreement	09/18/17	INDEPENDENTS GRAPHIC & DISPLAY, LLC	\$ 191,664	Johnson, Theresa	Open	0
59254	1	18-SB-104936-DH Half Ton Crew Cab Trucks	Standard Purchase Order	03/02/18	DON BROWN CHEVROLET BUICK	\$ 172,746	Hill, Diana L	Open	0
39234		16-3B-104930-BITTIAII TOTI CIEW CAB TTUCKS	Standard Furchase Order	03/02/18	DON BROWN CHEVROLET BOICK	3 172,740	Tilli, Dialia L	Ореп	
60365	1	18-SB-105068-2 Sole Source One Time Buy of 8 Sedans	Standard Purchase Order	06/27/18	DON BROWN CHEVROLET BUICK	\$ 171,120	Hill, Diana L	Open	0
		18-RFP-104576-SG Passenger Counting & Surveying, One Base Year and Two Option							
58666	0	Years, Period of Performance is October 5, 2017 - October 4, 2020	Contract Purchase Agreement	10/05/17	ABOVE ALL PERSONNEL	\$ 165,800	Griffin, Sandra P	Open	10%
60293	1	16-RFP-102703-SG Testing of Fire Protection Systems, Two Base Years and Three Option Years, Period of Performance May 31, 2016 to May 30, 2021	Contract Purchase Agreement	06/21/18	GATEWAY FIRE PROTECTION SYSTEMS INC	\$ 163,349	Griffin, Sandra P	Open	0
00233	1	Option rears, remod of remormance may 31, 2010 to may 30, 2021	Contract i dichase Agreement	00/21/18	GATEWAT THE TROTECTION STSTEMS INC.	7 103,349	Gillini, Sanura r	Ореп	+
		18-RFP-104818-CG Systemwide Signage & Wayfinding Design Project, One Base Base							
58678	0	Year, Period of Performance, January 8, 2018 - January 7, 2019	Contract Purchase Agreement	01/04/18	FOUND DESIGN LLC	\$ 159,784	Gates, Carol Renee	Open	0

	_		_				_	Closure	
Number	Rev	Description	Туре	Order Date	Supplier	Amount	Buyer	Status	DBE Goal
		18-SS-105185-DW, Construction Management Service St. Louis Gateway Arch and Old							
50000	0	Courthouse, One Year and One Option Year, Period of Performance May 1, 2018 - April		05/04/40	IOUN DIDDY	450,000	W : 1 : 5:		
59903	0	30, 2019.	Contract Purchase Agreement	05/04/18	JOHN RIPPY	\$ 150,000	Wright, Diane	Open	0
59784	0	18-RFP-105149-DR - Budget Software Implementation Specialist - Task Order 7 -Period	Standard Purchase Order	04/22/19	DANIDSTAD NODTH ANAERICA LD	ć 150.000	Dowey Deberah M	Onon	0
59784	U	of Performance: April 30, 2018 - February 28, 2019	Standard Purchase Order	04/23/18	RANDSTAD NORTH AMERICA, LP	\$ 150,000	Rowey, Deborah M	Open	+ -
59957	0	18-SB-104987-TJ Oil Testing & Analysis , Five Base Years, Period of Performance May 1, 2018 - April 30, 2023	Contract Purchase Agreement	05/10/18	EUROFINS LANCASTER LABORATORIES, INC	\$ 143,625	Johnson, Theresa	Open	0
39937	0	2018 - April 30, 2023	Contract Furchase Agreement	03/10/18	EUROTINS LANCASTER LABORATORIES, INC	3 143,023	Johnson, Theresa	Ореп	
59447	0	18-SB-104831-MD Phase 5 ADA Missoui MetroBus Stop Enhancement Project	Standard Purchase Order	03/20/18	RAINERI CONSTRUCTION, LLC	\$ 143,336	Dillard, Marian Denise	Open	0
33447	0	10 3D 104031 MD 1 Hase 3 ADA Missour Metrobus stop Emantement 1 Toject	Standard Furchase Order	03/20/10	NAMENI CONSTRUCTION, EEC	7 143,330	Billara, Marian Bernse	Орен	+
		17 DEC 10440E MD DCI Nativaria Design & Implementation Design of Desfermance							
57721	0	17-RFQ-104495-MD PCI Network Design & Implementation, Period of Performance September 28, 2017 - September 27, 2018	Standard Purchase Order	09/26/17	UBERLEGEN TECHNOLOGY GROUP	\$ 140,000	Dillard, Marian Denise	Open	0
37722			0.00.00.00.00.00.00.00.00.00.00.00.00.0	00, 20, 21		Ţ : 0,000	2a. a,a. 2 csc	opo	
		18-SB-104566-TJ Alternate Transit Service Van Cleaning, Two base Years with Three							
59853	0	Option Years, Period of Performance May 1, 2018 - April 30, 2023	Contract Purchase Agreement	05/02/18	WORLD MANAGEMENT, INC	\$ 139,920	Johnson, Theresa	Open	10%
			J		,			·	
		17-SB-104518-CG Demolition of existing Railroad Yard Office - 412 South Sarah Street -							
57129	0	Period of Performance August 3, 2017 - November 2, 2017	Contract Purchase Agreement	08/02/17	SPIRTAS WRECKING COMPANY	\$ 129,900	Gates, Carol Renee	Open	3%
		Kronos Annual Maintenance for Depot Service on Clocks, Timekeeper, Attendance,							
58471	0	and Leave softwear. Period 1/23/2018 - 1/22/2019	Standard Purchase Order	12/13/17	KRONOS	\$ 125,713	Dillard, Marian Denise	Open	0
		16-RFP-102111-CG On-Call GEC Services/Multiple Disciplines-Task Order 10 Wellston							
		Station Hydraulic Analyst and Construction Drawings, Period of Performance August							
57156	1	4, 2017 - October 4, 2017	Standard Purchase Order	08/04/17	JACOBS ENGINEERING GROUP INC	\$ 125,696	Gates, Carol Renee	Open	0
59750	1	Catenary Poles Project 2109	Standard Purchase Order	04/19/18	VSI SALES, LLC	\$ 121,194	Hill, Diana L	Open	0
		18-RFQ-104895-SG Food, Beverage, Produce, Cleaning and Kitchen Supplies for							
58809	0	Riverboats or Dock One (1) Yr Contract January 1, 2018 to December 31, 2018	Standard Purchase Order	01/18/18	SYSCO ST LOUIS LLC	\$ 120,500	Griffin, Sandra P	Open	0
		Project 1997 Veeder Root - Underground Tanks Illinois. Rehab of ILL Facility Fuel Lines				1.			
59024	0	and Upgrade of Fuel Monitoring System	Standard Purchase Order	02/09/18	SUPERIOR ACQUISITION LLC	\$ 119,340	Howard, Bryan L	Open	0
	_	18-RFP-104933-DR - Gateway Arch Public Relatons / Communications Agency Services -		06/25/11=	COMMON GROUND PUBLIC RELATIONS,				
60415	0	Base Year 1 - Period of Performance: October 24, 2018 - October 23, 2019	Standard Purchase Order	06/29/18	INC.	\$ 115,000	Rowey, Deborah M	Open	21%

					_			Closure	
Number	Rev	Description	Туре	Order Date	Supplier	Amount	Buyer	Status	DBE Goal
		18-RFQ-105059-MD Emerson Park and Fairview Height Z-Gate Crossing, Period of							
59815	0	Performance May 1, 2018 - August 1, 2018	Standard Purchase Order	04/26/18	HARLAN COMPANY (THE)	\$ 111,70	Dillard, Marian Denise	Open	0
		Logrhythm System Monitor Pro Advanced and 3 Years of Standard Support Services							
59470	1	March 26, 2018 - March 25, 2019 - Awarded under GSA Contract	Standard Purchase Order	03/23/18	NEWBERRY GROUP INC (THE)	\$ 111,36	Wright, Diane	Closed	0
		Professional Services to assist NPS and Park Partners in facility and program planning,							
58141	0	construction and implementation related to the CityArchRiver2015 Project	Standard Purchase Order	11/08/17	TARA ANN RATH	\$ 105,00	Gates, Carol Renee	Open	0
59256	1	18-SB-104937-DH Half Ton Extended Cab Trucks	Standard Purchase Order	03/02/18	DON BROWN CHEVROLET BUICK	\$ 104,26	Hill, Diana L	Open	0
59936	0	Two (2) Digital Displays for Boyle/CWE MetroLink Station - Facilities	Standard Purchase Order	05/09/18	SYNC CITY LLC	\$ 103,99	Rowey, Deborah M	Open	0
		Sole Source: Coventry Healthcare of MO Medicare Monthly EE (Medicare) Invoices -							
58394	0	Period of Performance: Jan. 1, 2018 - Dec. 31, 2018	Standard Purchase Order	12/06/17	UNITEDHEALTHCARE INSURANCE CO	\$ 103,00	Rowey, Deborah M	Open	0
		Sole Source Trapeze Software Group - Fixed Route Agency Split and Modified Rail							
57863	0	Service	Standard Purchase Order	10/09/17	TRAPEZE SOFTWARE GROUP	\$ 100,29	Griffin, Sandra P	Open	0
58614	0	18-SS-104906-CB Temporary Shoring of Union Station Tunnel - Emergency Services	Standard Purchase Order	12/27/17	L. KEELEY CONSTRUCTION CO	\$ 100,00	Bonds, Charcita M	Open	0
58704	0	18-RFP-104536-DGR On-Call Consulting Services for the St. Louis Regional Freightway	Contract Purchase Agreement	11/17/17	COLLIERS INTERNATIONAL ST. LOUIS LLC	\$ 100,00	Ramsay, David George	Open	0

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	Original Contract Amount	/alue of rious Mods	Mod Date	Mod Amount	Revised Contract Amoun	Funding Source	# Days Extended	# of Extensions to Date
13-RFP-5980-SG		14	Security & Fare Enforcement Services	Exercise Option Yr 2	Securitas Security Services USA, Inc.	10%	\$ 3,235,705	\$ 13,324,304	08/18/17	\$ 5,376,676	\$ 21,936,684	Operations	0	0
10-RFP-5648-DH		9	Farebox Collection System	Change Order for Additional Training	Scheidt & Bachmann	7%	\$ 9,976,369	\$ 598,983	01/25/18	\$ 10,400	\$ 10,585,752	MO-90-X296 Prop M SCCTD	0	0
10-RFP-5648-DH		8	Farebox Collection System	Miscellaneous Changes and Allowances /Credits	Scheidt & Bachman	7%	\$ 9,976,369	\$ 570,157	12/22/17	\$ 28,826	\$ 10,575,35	MO-04-0113 MO-90-X231 MO-90-X296 PROP M SCCTD	0	0
10-RFP-5648-DH		7	Farebox Collection System	Change in Scope	Scheidt & Bachmann	7%	\$ 9,976,369	\$ 378,987	10/20/17	\$ 191,170	\$ 10,546,520	MO-04-0113 Prop M SCCTD	0	0
13-SB-5879-TJ		4	Fleet Tire Requirement	Time Extension Additional Funds Additional Work	Bridgestone Tires	0%	\$ 8,626,806	\$ 1,142,668	09/19/17	\$ 522,954	\$ 10,292,429	Operations	180	2
16-SB-102360-CB		7	Metro Downtown Transit Center	Additional Work	KCI Construction Co.	29%	\$ 7,267,000	\$ 1,053,633	11/07/17	\$ 56,427	\$ 8,377,060	MO-90-X296	90	1
16-SB-102360-CB		6	Metro Downtown Transit Center	Time extension Additional Work	KCI Construction Co.	29%	\$ 7,267,000	\$ 660,556	09/08/17	\$ 393,077	\$ 8,320,633	MO-90-X296	90	1
14-SB-99550-SM/CG		4	MetroLink Station Cleaning	Additional Work	Katsam Enterprises	27%	\$ 5,770,470	\$ 1,965,451	03/28/18	\$ 15,750	\$ 7,751,671	Operations	0	0
14-SB-99550-SM/CG		3	MetroLink Station Cleaning	Exercise Option Yr 1	Katsam Enterprises	27%	\$ 5,770,470	\$ 35,000	09/21/17	\$ 1,930,451	\$ 7,735,92	Operations	0	0
17-SB-104149- DR		2	Boyle Ave.CWE MetroLink Station - Facilities Mod 2	Additional Work	L. Keeley Construction	0%	\$ 6,405,349	\$ (187,088)	04/26/18	\$ 68,178	\$ 6,286,439	MO-79-X004 an Cortex	0	0
17-SB-104149- DR		1	Boyle Ave.CWE MetroLink Station - Facilities Mod 1	Credit Change Order	L. Keeley Construction	0%	\$ 6,405,349	\$ -	04/26/18	\$ (187,088)	\$ 6,218,261	MO-79-X004 an Cortex	0	0
16-SB-101993-CB		5	Jefferson National Expansion Memorial Arch Transportation System Motor- Generator Set Replacement	Additional Work	The Harlan Company	0%	\$ 5,002,100	\$ 595,400	05/09/18	\$ 8,931	\$ 5,606,431	Arch Bond	90	1
16-SB-101993-CB		4	Generator Set Replacement Jefferson National Expansion Memorial Arch Transportation System Motor-Generator Set Replacement	Additional Work Change in Scope	The Harlan Company	0%	\$ 5,002,100	\$ 495,619	09/18/17	\$ 99,781	\$ 5,597,500	Arch Bond	90	1

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	Original Contract Amount	Pre	Value of revious Mods	Mod Date	Mod Amount	Con	Revised stract Amount	Funding Source	# Days Extended	# of Extensions to Date
16-SB-101846-DGR		4	Spruce Street Bridge Replacement	Credit Change Order	Kozeny Wagner, Inc.	8%	\$ 5,283,793	\$	263,096	06/04/18	\$ (34,766)	\$	5,546,889	MO-959X & Prop M	180	1
16-SB-101993-CB		3	Jefferson National Expansion Memorial Arch Transportation System Motor-Generator Set Replacement	Change in Scope	The Harlan Company	0%	\$ 5,002,100	\$	233,432	08/04/17	\$ 262,187	\$	5,497,719	Arch Bond	90	1
12-RFP-5883-DGR		6	ML Structures Inspection Progam Engineering Services	Time Extension	Junrea Associates Inc	15%	\$ 2,455,432	\$	2,148,807	01/09/18	\$ 380,000	\$	4,984,239	Operations	90	1
14-RFP-100998-DR		9	Metro Operator Uniforms	Exercise Option Year 1	Leon Uniform Company	0%	\$ 1,951,500	\$	1,049,944	06/04/18	\$ 850,000	\$	3,851,444	Transit Operating Uniform Budget	0	0
N/A PO 59105		6	Trapeze Software License and Maintenance Agreement	Amend Software License and Maintenance Agreement	Trapeze Software Group	0%	\$ 289,749	\$	2,822,136	02/16/18	\$ 16,000	\$	3,127,885	Operations	0	0
N/A PO 57989		5	Trapeze Software License and Maintenance Agreement	Change in Scope	Trapeze Software Group, Inc.	0%	\$ 2,733,684	\$	317,642	10/20/17	\$ 60,559	\$	3,111,885	Operations	0	0
14-RFP-100998-DR		8	Metro Operator Uniforms	Change in Scope	Leon Uniform	0%	\$ 1,951,500	\$	1,034,944	01/30/18	\$ 15,000	\$	3,001,444	Transit Operating Uniform Budget	0	0
16-SB-101807-DGR		3	JNEM Gateway Arch Exhibit Rehabilitation	Extension Due to Water Intrusion of the City Arch River Rehab Project	Conference Technologies, Inc	0%	\$ 2,244,420	\$	653,913	12/19/17	\$ 89,511	\$	2,987,844	JNEM Beneficial Fund	90	2
14-RFP-100998-DR		7	Metro Operator Uniforms	Change in Scope	Leon Uniform Company	0%	\$ 1,951,500	\$	1,031,755	10/03/17	\$ 3,189	\$	2,986,444	Transit Operating Uniform Budget	0	0
14-RFP-100998-DR		6	Metro Operator Uniforms	Change in Scope	Leon Uniform Company	0%	\$ 1,951,500	\$	1,030,450	08/31/17	\$ 1,305	\$	2,983,255	Transit Operating Uniform Budget	0	0
17-RFP-103684-DGR		1	ThyssenKrupp Elevator	Additional Repair Work for 1st Year's Excess of Plan	ThyssenKrupp Elevator	0%	\$ 2,325,560	\$	-	02/28/18	\$ 360,700	\$	2,686,260	Operations	0	0
15-SB-101402-TJ		3	Missouri & Illinois Railcar Cleaning	Exercise Option Yr 3	MERS Goodwill	0%	\$ 867,408	\$	841,967	08/18/17	\$ 856,614	\$	2,565,989	Operations	0	0
13-RFP-5975-SS/MD		3	Rebranding the Gateway Arch Riverfront CityArchRiver (CAR)/Jefferson National Expansion Memorial (JNEM)	Exercise Option Yr 2 Change in Scope Additional Work	Dovetail	0%	\$ 993,750	\$	1,055,250	03/19/18	\$ 331,250	\$	2,380,250	JNEM	0	0

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	(Original Contract Amount	/alue of rious Mods	Mod Date	Mod Amount	Revised Contract Amoun	Funding Source	# Days Extended	# of Extensions to Date
13-SB-5935-SS		4	Bus Shelter / Transit Center Cleaning	Time Extension	Mers/Goodwill	20%	\$	802,302	\$ 1,211,413	02/01/18	\$ 84,504	\$ 2,098,218	Operations	90	1
12-SB-5833-DAB		5	Debaliviere Bus Cleaning	Time Extension	Mers/Goodwill	15%	\$	617,776	\$ 1,099,318	01/10/18	\$ 84,854	\$ 1,801,948	Operations	90	2
12-SB-5833-DAB		4	DeBaliviere Bus Cleaning	Time Extension	MERS/Goodwil	15%	\$	617,776	\$ 1,015,005	10/06/17	\$ 84,584	\$ 1,717,36	5 Operations	90	1
14-SB-99459-TJ		2	DeBaliviere Facility Cleaning	Exercise Option Yr 2	ISS Facility Services Inc.	15%	\$	783,395	\$ 391,698	08/31/17	\$ 392,000	\$ 1,567,09	3 Operations	0	0
15-SB-101528-CG		1	Oracle Annual Maintenance E- Business Suite	Exercise Option Yr 1	Mythics, Inc.	0%	\$	894,867	\$ 0	07/21/17	\$ 465,419	\$ 1,360,28	5 Operations	0	0
15-RFP-101514-DR		1	On-Call Internal Audit Consulting Services	Exercise Option Yr 1	Various Contractors	0%	\$	1,080,000	\$ -	07/26/17	\$ 270,000	\$ 1,350,00	Operations FTA Funding	0	0
15-RFP-101247-DR		1	Occupational Medicine - Medical Examinations & Drug & Alcohol Screening Services	Exercise Option Year 1	BJC/BarnesCare	0%	\$	941,283	\$ -	04/06/18	\$ 323,845	\$ 1,265,128	Operations	0	0
15-SB-101008-SG		2	Metro Armored Car Services	Time Extension	Loomis Armored Car Services	0%	\$	407,782	\$ 830,904	05/01/18	\$ -	\$ 1,238,686	Operations	30	1
14-RFP-99536-DR		2	Temporary Help Services	Exercise Option Yr 1	5 various Temp Services	0%	\$	1,208,677	\$ (293,952)	10/17/17	\$ 313,442	\$ 1,228,16	7 Operations	0	0
16-RFP-102886-CG		1	Development and Implementation of Marketing Activities for BSD	Modify Base Year Contract Amount	Werremeyer, Inc	0%	\$	600,000	\$ -	11/17/17	\$ 600,000	\$ 1,200,00	O Operations	0	0
13-SB-5989-CB		5	Missouri Ground Maintenance & Landscaping	90 Day Contract Extension	Ideal Landscape Management Inc.	17%	\$	465,948	\$ 623,099	03/23/18	\$ 105,000	\$ 1,194,047	Operations	90	1
15-SB-101602-CG		1	Tree Maintenance Services	Additional Funds	Happy Tree Service	0%	\$	918,000	\$ -	04/04/18	\$ 225,000	\$ 1,143,000	Operations	0	0
13-SB-5989-CB		4	Missouri Ground Maintenance & Landscaping Services	Rehabilitation of detention basin North Hanley	Ideal Landscape Management, Inc.	17%	\$	465,948	\$ 548,099	12/05/17	\$ 75,000	\$ 1,089,04	7 Operations	0	0

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	C	Original Contract Amount	Value of vious Mods	Mod Date	Mod Amount	Revised Contract Amount	Funding Source	# Days Extended	# of Extensions to Date
12-RFP-5919-MM		8	Downtown Transfer Center	Change of Scope	Arcturis	15%	\$	558,657	\$ 440,029	06/20/18	\$ 78,715	\$ 1,077,401	MO-90-X296 & Prop M	130	2
14-SB-100640-SG		4	MetroLink Manual Ticket Sales/Revenue Services	Correction	Above All Personnel	10%	\$	666,638	\$ 396,655	10/25/17	\$ -	\$ 1,063,293	Operations	90	2
14-SB-100640-SG		3	MetroLink Manual Ticket Sales/Revenue Services	Time Extension	Above All Personnel	10%	\$	666,638	\$ 396,655	10/18/17	\$ -	\$ 1,063,293	Operations	90	2
13-SB-5990-CB		4	Illinois Grougd Maintenance & Landscaping Services	Time Extension	Ideal Landscape Management Inc.	15%	\$	386,710	\$ 557,847	04/16/18	\$ 105,694	\$ 1,050,251	Operations	90	1
12-RFP-5919-MM		7	Downtown Transfer Center	Change of Scope	Arcturis	15%	\$	558,657	\$ 369,079	06/04/18	\$ 70,950	\$ 998,686	MO-90-X296 Prop M	130	2
12-RFP-5919-MM		6	Downtown Transfer Center	Additional Work	Arcturis	15%	\$	558,657	\$ 363,829	12/15/17	\$ 5,250	\$ 927,736	FTA Grant # MO-04-0113 & Prop M	130	2
15-RFP-101101-VH/MD		2	Metro Cell Phone Services	Exercise Option Yr 2 Additional Funds	Sprint Solutions Inc.	0%	\$	432,000	\$ 216,000	03/20/18	\$ 216,000	\$ 864,000	Operations	0	0
17-SB-104164-BH		1	Brentwood Bus Cleaning	Change of scope for sevices	Innex Services Inc.	11%	\$	598,712	\$ -	12/06/17	\$ 224,202	\$ 822,914	Operations	0	0
17-SB-104152-CB		2	Boyle Avenue & Central West End - Signals	Additional Work	Wissehr Electrical Contractors	0%	\$	70,702	\$ 656,085	03/07/18	\$ 70,702	\$ 797,489	MO-79-X004 Cortex	0	0
13-RFP-6019-SS/DR		3	Independent Audit Services	Exercise Option Yr 2	Crowe Horwath LLP	0%	\$	440,681	\$ 143,846	11/07/17	\$ 165,329	\$ 749,856	Operations	0	0
17-SB-104152-CB		1	Boyle Avenue & Central West End - Signals	Additional Work	Wissehr Electrical Contractors	0%	\$	726,787	\$ -	08/18/17	\$ -	\$ 726,787	MO-79-X004 Cortex	0	0
14-SB-100640-SG		2	MetroLink Manual Ticket Sales/Revenue Services	Time Extension	Above All Personnel	10%	\$	700,188	\$ (46)	08/31/17	\$ 12,972	\$ 713,114	Operations	45	1
13-RFP-5974-SS/DR		3	Gateway Arch Communication Services	Time Extension	Common Ground Public Relations	0%	\$	485,000	\$ 2,461	10/04/17	\$ 188,000	\$ 675,461	Operations	180	1

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	C	Original Contract Amount	Value of vious Mods	Mod Date	Mod Amount	Revised Contract Amount	Funding Source	# Days Extended	# of Extensions to Date
13-RFP-5992-DR		2	Vision Insurance Services	Exercise option year 2	Eye Med Vision Care	0%	\$	365,570	\$ 142,000	12/06/17	\$ 150,500	\$ 658,070	Employee Voluntary	365	2
14-RFP-100638-SG		4	Passenger Counting Surveying	Time Extension	Critique Personnel, Inc.	10%	\$	165,720	\$ 485,040	08/03/17	\$ 2,500	\$ 653,260	Operations	30	1
15-SB-100966-DAB		2	Illinois Bus Cleaning	Time Extension	ISS Facility Services Inc.	15%	\$	362,410	\$ 181,204	12/15/17	\$ 46,000	\$ 589,614	Operations	90	1
14-RFP-98761-DR		2	Health & Welfare Consultant Services	Exercise Option Yr 1	Arthur J. Gallagher & Co.	0%	\$	427,000	\$ 20,934	10/04/17	\$ 140,000	\$ 587,934	Operations	0	0
13-SB-6013-TJ		2	Missouri Yards & Shop Facility Cleaning	Exercise Option Yr 2	World Management	17%	\$	333,542	\$ 111,180	10/20/17	\$ 111,181	\$ 555,903	Operations	0	0
17-SB-104153-CG		1	Boyle Avenue Station and CWE Platform Extension Package 4 Communications	Change in Scope	Sachs Electric Company	9%	\$	540,645	\$ -	10/31/17	For Existing Contingency	\$ 540,645	MO-79-X004 Cortex	0	0
17-SB-104153-CG		1	Boyle Avenue Station and CWE Platform Extension Package 4 - Communications	Administrative Change	Sachs Electric Company	9%	\$	540,645	\$ -	08/30/17	\$ -	\$ 540,645	MO-79-X004 Cortex	0	0
15-SS-101268-DW		3	JNEM AV/IT Software Production Contract	Time Extension	Aperture Films, Ltd.	0%	\$	497,550	\$ 1,800	11/06/17	\$ -	\$ 499,350	JNEM - OP	180	2
17-SS-104281-DW		1	ML Union Station Tunnel OCR System Sole Source	Additional Work Required	MAC Products, Inc.	0%	\$	336,500	\$ -	11/16/17	\$ 57,973	\$ 394,473	MO-54-0001 Prop M	90	1
16-RF-101944-VH/MD		2	Gateway Arch Ticketing Software	Additional Funds	Gateway Ticketing Systems	0%	\$	219,250	\$ 84,079	04/17/18	\$ 46,564	\$ 349,893	JNEM	0	0
17-RFP-103834-CG		2	e-Builder Software	Exercise Option Yr 1	e-Builder Inc.	0%	\$	216,605	\$ 4,300	03/29/18	\$ 102,285	\$ 323,190	New Systems Operating	0	0
17-SB-103489-DAB		1	Industrial Cleaning Central (Main Shop) Facility	Additional Funds	LRL Commercial Cleaning Inc.	12%	\$	217,626	\$ -	09/19/17	\$ 56,400	\$ 274,026	Operations	0	0
13-SB-6006-CB		3	Ultrasonic Rail Testing	Additional Work	Sperry Rail Inc.	0%	\$	132,319	\$ 90,282	07/07/18	\$ 28,000	\$ 250,601	Operations	0	0

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	С	Original ontract Amount	Value Previous		Mod Date	Mod Amount	Revised Contract Amount	Funding Source	# Days Extended	# of Extensions to Date
15-RFP-101423-SG		3	Temporary Employee Services for Quality Control Observation (Spotter)	Additional Funds for Inspection of BSD Operators	Above All Personnel	0%	\$	151,950	\$	74,000	01/30/18	\$ 20,000	\$ 245,950	Operations	0	0
17-SB-103729-CG		1	Oracle Analytics Software/Annual Maintenance	Change in Scope	Mythics Inc.	0%	\$	198,851	\$	0	10/16/17	\$ 36,934	\$ 235,786	Operations	0	0
13-SB-6006-CB		2	Ultrasonic Rail Testing	Exercise Option Yr 2	Sperry Rail Inc.	0%	\$	132,319	\$	45,882	08/04/17	\$ 44,400	\$ 222,601	Operations	0	0
17-RFP-103834-CG		1	e-Builder Software Services	Adminster Training for Users	e-Builder, Inc	0%	\$	216,605	\$	-	11/27/17	\$ 4,300	\$ 220,905	Operations	0	0
16-SB-102491-TJ		1	Uniform Rental & Cleaning Services	Additional Funds	Aramark	0%	\$	167,773	\$	-	04/26/18	\$ 35,000	\$ 202,773	Operations	0	0
14-RFQ-99354-DR		7	Metro TSM, OCC, Training Instructors and Metro Group Unifomrs	Exercise Option Year 1	Blue Sky Apparel & Promotions, LLC	0%	\$	129,913	\$ 2	20,445	05/16/18	\$ 35,600	\$ 185,959	Uniform Allowance	0	0
13-SB-5960-TJ		4	Oil Testing & Analysis	Additional Funds	ANA Laboratories, Inc.	0%	\$	99,128	\$	71,047	09/13/17	\$ 6,918	\$ 177,093	Operations	0	0
16-SB-102788-CB		5	Refuse Removal Services	Exercise Option Yr 1	Allied Waste Services	0%	\$	153,929	\$ (6	64,839)	03/07/18	\$ 83,715	\$ 172,805	Operations	0	0
13-SB-5960-TJ		3	Oil Testing & Analysis	Exercise Option Year 2	ANA Laboratories Inc.	0%	\$	99,128	\$	36,505	03/08/18	\$ 34,543	\$ 170,175	Operations	0	0
17-SB-103800-CB		1	Bulk Salt Storage at Illinois Bus Facility	Time Extension	Ben Hur Construction Company	0%	\$	151,498	\$	-	02/01/18	\$ 11,996	\$ 163,494	MO-90-X296 SCCTD	40	1
16-RFP-102859-DR		2	Pre-Employment Background Investigation Services	Exercise Option Yr 1	AccuSource, Inc.	0%	\$	75,000	\$	-	09/27/17	\$ 75,000	\$ 150,000	Operations	0	0
16-RFP-103214-MD		2	License Monitoring Program	Additional Funds for Driver Monitoring and Reporting	Embark Safety	0%	\$	67,437	\$	33,719	12/12/17	\$ 40,000	\$ 141,156	Operations	0	0
14-RFQ-99354-DR		6	Metro TSM, OCC, Training Instructors and Metro Group Uniforms	Incorporate Black Face Mask and Black Fleece - Lined Knit Cap into Contract	Blue Sky Apparel & Promotions, LLC	0%	\$	129,913	\$	-	02/15/18	\$ -	\$ 129,913	Uniform Allowance	0	0

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	C	Original ontract Imount	Value of Previous Mods	Mod Date	Mod Amount	Revised Contract Amount	Funding Source	# Days Extended	# of Extensions to Date
14-RFQ-99354-DR		5	Metro TSM,OCC,Training Instructors and Metro Group Uniforms	Incorporate Edwards Heavier Black Uniform Pant	Blue Sky Apparel & Promotions, LLC	0%	\$	129,913	\$ -	12/14/17	\$ -	\$ 129,913	Uniform Allowance	0	0
17-SB-104518-CG		1	Demolition of existing Railroad Yard Office 412 South Sarah Street.	Change in Scope	Spirtas Wrecking Company	3%	\$	129,900	\$ -	10/12/17	\$ (788)	\$ 129,112	MO-79-X004 Cortex	0	0
17-SB-104145-CG		2	Concrete Slab Repair - BSD IL Bus Facility	Additional Work	Hank's Excavating and Landscaping	0%	\$	115,000	\$ -	11/13/17	\$ 11,871	\$ 126,871	MO-90-X296 Prop M	90	1
13-SB-5982-TJ		2	ATS Van Cleaning Services	Exercise Option Yr 2 Time Extension	World Management, Inc.	15%	\$	62,011	\$ 42,556	09/28/17	\$ 21,000	\$ 125,567	Operations	90	1
14-RFP-99137-DW/MD		1	Commissioned Artwork- Downtown Transfer Center	Additional Work	Art.Site Integration of Art & Architecture	0%	\$	60,000	\$ -	09/18/17	\$ 60,500	\$ 120,500	MO-90-X231	0	0
17-RFP-103726-MD		1	On-Call Pre-Development Services	Exercise Option Year 1	PGAV Planners, LLC	0%	\$	60,000	\$ -	01/09/18	\$ 60,000	\$ 120,000	Operations	0	0
17-SB-104145-CG		1	Concrete Slab Repair - BSD IL Bus Facility	Time Extension	Hank's Excavating and Landscaping	0%	\$	115,000	\$ -	08/31/17	\$ -	\$ 115,000	MO-90-X296 Prop M	90	1
17-RFP-104212-CG		1	Consulting and Design Services for BSD 2018 Annal Report Correction	Exercise Option Year 1	Falk Harrison, Inc.	0%	\$	50,000	\$ -	07/07/18	\$ 63,024	\$ 113,024	Operations	0	0

Prevailing Wage Report Fiscal Year 2018 April 2018 - June 2018

Project: 16-SB-102360-CB METRO DOWNTOWN TRANSIT CENTER - FTA GRANT NO# MO-04-0013; MO-90-X296; MO-95-X261

Project Control ID: Is Community Hiring Goal a Requirement: No

Prime Contractor Sub Subcontractor Sub Sub Subcontractor Sub Sub Sub Subcontractor Sub Sub Sub Subcontractor

3148948888

KCI Construction Start Date: 04/13/2016 End 10/03/2017

Contract Amount: \$7,267,000.00

10315 Lake Bluff Drive , St. Louis , MO 63123

314.535.6063

Acme Glass Start Date: 02/15/2017

6369490605

ACOUSTICAL CEILINGS INC Start Date: 05/01/2017

3147766686

Allied Waterproofing Company, Inc. Start Date: 03/01/2017

636-937-7500

Blakely Sheet Metal, LLC Start Date: 02/01/2017

6362835031

C2 Service Group Start Date: 05/01/2018

314-741-1637

Control Line, Inc. Start Date: 07/01/2017

636-343-5769

CR Painting and More, Inc Start Date: 06/15/2017

3144862038

D&L Painting and Drywall, LLC Start Date: 03/01/2017

3145341030

David Mason & Associates Start Date: 05/01/2018

3142003550

Enterprise Industrial Construction Start Date: 07/15/2016

314-329-9300

Flooring Systems Start Date: 06/01/2017

314-892-7622

Gateway Fire Protection Systems, Inc Start Date: 05/01/2017

3149977440

GEOTECHNOLOGY, INC. Start Date: 06/01/2016

6364091115

Hawkins Construction & Flatwork Contracting Start Date: 07/21/2017

3145346664

ICS CONSTRUCTION SERVICES Start Date: 06/01/2017

314-658-5203

Kaemmerlen Electric Company Start Date: 04/25/2016

3148723400

KMEIER Roof Systems, Inc Start Date: 01/02/2017

618-277-4280

MAYER LANDSCPAING INC Start Date: 06/01/2016

3148431000

Merlo Plumbing Co Inc Start Date: 09/19/2016

3143618090

MISSOURI TERRAZZO Start Date: 12/01/2016

8477053863

Penn Services LLC Start Date: 11/01/2016

6363494990

RF MEEH CO Start Date: 04/15/2017

3146441666

Scally Waterproofing Start Date: 11/20/2016

5733925554

SURECUT LAWNCARE LLC Start Date: 03/01/2017

(636) 970-2710

XL Contracting Inc. Start Date: 07/01/2016

314-534-1030

DAVID MASON & ASSOC Start Date: **08/01/2016**

Contract Amount: \$0.00

Project: 17-SB-103454-CB ELEVATOR REHAB - 8 UNITS - MO (FTA GRANTS MO-05-0028, MO-54-0001 AND PROP M)

Project Control ID: Is Community Hiring Goal a Requirement: No

Prime Contractor Sub Subcontractor Sub Sub Subcontractor Sub Sub Sub Subcontractor Sub Sub Sub Subcontractor

3148902351

THE HARLAN COMPANY Start Date: 05/26/2017 End 07/31/2018

Contract Amount: \$2,145,450.00

1515 PAGE INDUSTRIAL BLVD. ,

ST. LOUIS, MO 63132

314-522-9400

All American Painting Company Start Date: 02/19/2018 End Date: 09/06/2018

Contract Amount: \$23,694.00

6363431211

Aschinger Electric Start Date: 02/19/2018 End Date: 09/06/2018

Contract Amount: \$179,920.00

3147710868

BEETZ PLUMBING Start Date: 04/16/2018

3146311554

Degenhardt Heating & Cooling, Inc. Start Date: 02/19/2018 End Date: 09/06/2018

Contract Amount: \$184,695.00

9729635273

ThyssenKrupp Elevator Corp. Start Date: 02/14/2018 End Date: 09/06/2018

Contract Amount: \$1,100,246.00

3149910800

THYSSENKRUPP ELEVATOR CORPORATION Start Date: 02/14/2018 End Date: 09/06/2018

Contract Amount: \$1,100,246.00

Project: 17-SB-104149-DR - BOYLE - CENTRAL WEST END METROLINK STATION - FACILITIES (FTA GRANT MO-79-X004 AND CORTEX

Project Control ID: Is Community Hiring Goal a Requirement: No

3144215933

L. Keeley Start Date: 06/29/2017 End 10/31/2018

Contract Amount: \$6,405,349.00

 $500 \; South \; Ewing \; Avenue \;$, Suite G

St. Louis , MO 63103

3147850078

BRK ELECTRICAL CONTRACTORS LLC Start Date: 07/03/2017

6363524818 Contract ID: **17020-03**

Brandt Contracting, Inc. Start Date: 07/01/2017 End Date: 08/01/2017

Contract Amount: \$75,789.00

6363495999 Contract ID: **SC#17020-01**

GERSTNER ELECTRIC Start Date: 06/23/2017 End Date: 05/31/2018

Contract Amount: \$377,037.00

3148927550 Contract ID: **17020-03**

Sager & Son Start Date: 07/01/2017 End Date: 08/01/2017

Contract Amount: **\$9,460.00**

618-274-0105

BUMPY'S STEEL ERECTION LLC Start Date: 07/03/2017

6369378300

D & S FENCING CO INC Start Date: 07/03/2017

LC9738124

D&S Fencing Co., Inc Start Date: 07/03/2017

314-291-1111

DRILLING SERVICE CO Start Date: 02/20/2018

3148436030

Kupferer Brothers Ironworks, Inc. Start Date: 03/02/2018

3144233338

Lorenz and Associates, Inc. Start Date: 03/02/2018

618-277-4280

MAYER LANDSCPAING INC Start Date: 07/03/2017

6036214090

SPAN SYSTEMS, INC. Start Date: 07/03/2017

6364753500

THOMAS INDUSTRIAL COATINGS, INC. Start Date: 03/05/2018

6362257800

Traffic Control Company Start Date: 07/03/2017

3142976968

Trinity Masonry Start Date: 01/10/2018

Project: 17-SB-104151-DGR BOYLE AVE. STATION & CWE PLATFORM EXTENSION PACKAGE 2 - TRACK (MO-79-X004 AND CORTEX)

Project Control ID: Is Community Hiring Goal a Requirement: No

3142912233

RAILWORKS TRACK SERVICES Start Date: 10/12/2017 End 06/30/2018

Contract Amount: \$1,808,394.00

4301 BRIDGETON INDUSTRIAL DRIVE ,

BRIDGETON, MO 63044-1204

3144215933

L. Keeley Start Date: 03/26/2018

3143812277

N & J RAILROAD CONTRACTING Start Date: 05/07/2018

Project: 17-SB-104152-CB BOYLE AVE STN AND CWE PLATFORM EXT PACKAGE 3 -SIGNALS FTA GRANT MO-79-X004 AND CORTEX

Project Control ID: Is Community Hiring Goal a Requirement: No

Prime Contractor Sub Subcontractor Sub Sub Subcontractor Sub Sub Sub Sub Subcontractor

6183987575

WISSEHR ELECTRICAL CONTRACTORS Start Date: 07/30/2017 End 07/31/2018

Contract Amount: \$726,787.03

P.O. BOX 23798 , BELLEVILLE , IL 62223

Project: 17-SB-104153-CG BOYLE AVE STN AND CWE PLATFORM EXT PKG 4 - COMMUNICATIONS FTA GRANT MO-79-X004 & CORTE

Project Control ID: Is Community Hiring Goal a Requirement: No

3145322000

SACHS ELECTRIC Start Date: 08/23/2017 End 03/01/2018

Date:

PO BOX 96,

ST. LOUIS, MO 63166

Project: 17-SB-104494-CB, REPAIR & REPLACE CONCRETE AT DEBALIVIERE BUS FACILITY FTA GRANT MO-90-X296 & PROP M

Project Control ID: Is Community Hiring Goal a Requirement: No

6183379494

L. KEELEY CONSTRUCTION, INC. Start Date: 08/16/2017 End 12/31/2017

Contract Amount: \$287,927.75

2901 FALLING SPRINGS RD , SAUGET , IL 62206

3144215933

L. Keeley Start Date: 08/28/2017 End 12/31/2017

Contract Amount: \$287,927.75

500 South Ewing Avenue, Suite G St. Louis, MO 63103

3145962311

JR CONCRETE SERVICES LLC Start Date: 08/21/2017

Project: 18-RFQ-105059-MD EMERSON PARK AND FAIRVIEW HEIGHTS - Z CROSSING GATES (MO-57-X006 and PROP M)

Project Control ID: Is Community Hiring Goal a Requirement: No

3148902351

THE HARLAN COMPANY Start Date: 05/01/2018 End 08/01/2018

Contract Amount: \$111,700.00

 $1515\ PAGE\ INDUSTRIAL\ BLVD.\ \ ,$

ST. LOUIS, MO 63132

6363431211

Aschinger Electric Start Date: 05/01/2018 End Date: 08/01/2018

Contract Amount: \$22,981.00

Project: 18-SB-104831-MD PHASE 5 ADA MISSOURI METROBUS STOP ENHANCEMENT PROJECT - FTA GRANT FUNDED - MO-57-X006

Project Control ID: Is Community Hiring Goal a Requirement: No

3146675913

RAINERI CONSTRUCTION Start Date: 04/05/2018 End 07/31/2018

Contract Amount: \$143,336.00

1300 Hampton Avenue Ste 200 , ST. LOUIS , MO 63109

Project: 18-SB-104938-CB ELECTRICAL INSTALLATION - ILLINOIS SECURITY GUARD SHACKS (MO-90-X296 AND SCCTD)

Project Control ID: Is Community Hiring Goal a Requirement: No

6183987575

WISSEHR ELECTRICAL CONTRACTORS Start Date: 03/26/2018 End 06/26/2018

Contract Amount: \$66,860.00

P.O. BOX 23798 , BELLEVILLE , IL 62223

PROCUREMENT CARD PROGRAM ADMINISTRATIVE REVIEW STATICS JULY 1, 2017 - June 30, 2018

	1ST QUARTER FY18			2nd QUARTER FY18			3rd QUARTER FY18			4th QUARTER FY18			FY2018 YTD TOTAL		
	TRANSACTION COUNT		ANSACTION AMOUNT			ANSACTION AMOUNT									
TOTAL TRANSACTIONS	4584	\$	1,686,879	4022	\$	1,582,660	4046	\$	1,364,979	4060	\$	1,402,028	16712	\$	6,036,546
TRANSACTIONS REVIEWED	4584	\$	1,686,879	4022	\$	1,582,660	4046	\$	1,364,979	4060		\$1,402,028	16712	\$	6,036,546
PERCENTAGE REVIEWED	100%		100%	100%		100%	100%		100%	100%		100%	100%		100%
TRANSACTIONS INVESTIGATED	16	\$	20,845.57	8	\$	14,232.62	9		\$12,282	16	\$	29,946	49	\$	77,307
PERCENTAGE OF TOTAL INVESTIGATED	0.3%		1.2%	0.2%		0.9%	0.2%		0.9%	0.4%		2.1%	0.3%		1.3%
CONFIRMED PROCEDURAL VIOLATIONS	0 TRANS 0 INCIDENTS	\$	-												
CONFIRMED VIOLATION PERCENTAGE OF TOTAL	0.0%		0.0%	0.0%		0.0%	0.0%		0.0%	0.0%		0.0%	0.0%		0.0%
TRANSACTIONS WITH SALES TAX	49	\$	11,751	39	\$	6,646	23	\$	2,039	39	\$	4,997	150	\$	25,433
SALES TAX CHARGED	49	\$	485	39	\$	529	23	\$	115	39	\$	333	33	\$	1,461
PERCENTAGE OF TOTAL TRANSACTIONS WITH SALES TAX	1.1%		0.7%	1.0%		0.4%	0.6%		0.1%	1.0%		0.4%	0.9%		0.4%
REFUNDED SALES TAX	10	\$	113	7	\$	62	5		\$36	10	\$	165	32	\$	376