

Notice of Meeting and Agenda

**Bi-State Development
Board of Commissioners
Friday, February 23, 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 November 17, 2017, Open Session Board Meeting	Approval	Chair Gully
4. Report of Treasurer	Information	Commissioner Holman
5. Report of President	Information	J. Nations
6. Operations Committee Report	Information	Commissioner Buehlhorn
7. Audit, Finance & Administration Committee Report	Information	Commissioner Holman
8. MetroLink Structures Inspection Program Engineering Services (Operations Committee Recommends Approval)	Approval	J. Nations / R. Friem / S. Grott / L. Jackson
9. Adoption of a Board Policy and Leasing Standards for Airport Operations (Operations Committee Recommends Approval)	Approval	J. Nations / E. Dahl
10. Compliance and Ethics "State of the Agency" (Presented to Audit, Finance & Administration Committee)	Information	J. Nations / K. Swagler
11. Financial Statements – First Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)	Information	J. Nations / K. Klevorn / M. Vago
12. Performance Indicators – First Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)	Information	J. Nations / K. Klevorn / M. Vago
13. Procurement Activity Report – First Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)	Information	J. Nations / L. Jackson / G. Smith
14. Unscheduled Business	Approval	Chair Gully
15. Public Comment*	Information	Chair Gully
16. Call of Dates for Future Board Meetings	Information	S. Bryant
17. Adjournment to Executive Session	Approval	Chair Gully

Agenda	Disposition	Presentation
<i>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).</i>		

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, NOVEMBER 17, 2017**

Board Members in Attendance

Missouri

Vernal Brown (absent)
Constance Gully, Vice Chair
Aliah Holman, Secretary (via phone)
Vincent C. Schoemehl
Vacant

Illinois

Michael S. Buehlhorn, Treasurer
David Dietzel, Chairman
Irma Golliday (absent)
Jeffrey Watson (via phone)
Justin Zimmerman

Staff in Attendance

John Nations, President and Chief Executive Officer
Barbara Enneking, General Counsel and Deputy Secretary
Shirley Bryant, Certified Paralegal
Barbara Georgeff, Director of Executive Services
Ray Friem, Executive Director Metro Transit
Jim Cali, Director Internal Audit
Kathy Klevorn, Sr. Vice President Chief Financial Officer
John Langa, Vice President Economic Development
Larry Jackson, Executive Vice President Administration
Patti Beck, Director of Communications
Dianne Williams, Vice President, Communications & Marketing
Charles Stewart, Vice President, Pension & Insurance
Mark Vago, Controller
Diana Wagner-Hilliard, Director Workforce Diversity/EEO
Ken Franklin, Vice President Government Relations & Policy Initiatives
Kathy Brittin, Director, Risk, Management Safety & Claims
Kent Swagler, Director, Corporate Compliance & Ethics
Tamara Fulbright, Director, Treasury Services
Diana Bentz, Vice President Organizational Effectiveness
David Toben, Director Benefits
Trenise Winters, General Manager MetroBus
Mary Lamie, Executive Director St. Louis Regional Freightway
Evan Glantz, Sr. Administrative Assistant – Freight District
Ted Zimmerman, Director of Marketing
Gary Smith, Financial Analyst I
Charles Priscu, Director of Labor Relations
Jonathan Frederick, Director Accounting & Budget
Angela Staicoff, Sr. Internal Auditor
Matthew Hibbard, Social Media Communications Manager

Michael Gibbs, Accountant III
Kelli Fitzpatrick, Sr. Internal Auditor/PT
Virginia Alt-Hildebrandt, Manager Administrative Services
Connie Welch, Manager Financial Operation-Transit

Others in Attendance

Steve Hartman,
Garrett Van Dyke

1. **Open Session Call to Order**
9:30 a.m. Chairman Dietzel called the Open Session Board Meeting to order at 9:30 a.m.
2. **Roll Call**
9:30 a.m. Roll call was taken.
3. **Minutes of September 22, 2017, Open Session Board Meeting**
9:30 a.m. The September 22, 2017, Open Session Board Meeting minutes were provided in the Board packet. A motion to approve the minutes was made by Commissioner Buehlhorn and seconded by Commissioner Schoemehl. **Motion passed unanimously.**
4. **Report of Treasurer**
9:31 a.m. The Treasurer's Report was provided in the Board packet, and a copy will be kept at the office of the Deputy Secretary. No presentation was made. This agenda item was informational only.
5. **Report of President**
9:31 a.m. Chairman Dietzel extended his condolences and asked for a moment of recognition in the passing of Bi-State Development's former President & CEO, Robert Baer. Mr. Nations also extended his condolences in the passing of Mr. Baer, whom he considered a friend and a great civic leader.

Mr. Nations informed the Board that Mary Lamie and the Regional Freightway hosted the fall Freightway Forum early this week. It was a very informative discussion about transportation. The Freightway has gained so much momentum over the last couple of years that the number of attendees exceeded the Board Room's capacity. Another space twice the size of the Board Room had to be reserved for this meeting that had more than 150 attendees. The mobile health clinics will be deployed over the next few weeks. As part of our ongoing effort to reach out and have better communication with our employees, management has initiated televised town hall meetings at different local Bi-State facilities. These televised meetings allow employees an opportunity to participate in question and answer sessions. These efforts have been very well received.

Given that this is the last Board meeting of the year, Mr. Nations thanked everybody for their service, particularly the Board of Commissioners who donate a tremendous amount of time to this organization's success. On behalf of himself and the entire BSD staff he wished the Board a happy holiday season. In closing, he thanked the staff for their service and wished everyone a safe and happy holiday season.

6. Operations Committee Report

9:34 a.m. Committee Chairman Buehlhorn reported that the Operations Committee met in Open Session on October 17, 2017, at 8:00 a.m., and that the draft minutes of that meeting were contained in the Board packet under Tab #6. He reported that four (4) items were being introduced on the Consent Agenda for Board consideration, with the Committee's recommendation of approval, as follows: 1) Consent Agenda Item #9(b) – Contract Award to Bridgestone/Firestone for Fleet Tire Leasing and Wheel Refinishing; 2) Consent Agenda Item #9(c) – Amended Agreement Between St. Louis County on Behalf of its Department of Human Services, Office of Family and Community Services, Veterans Program and Bi-State Development Agency of the Missouri-Illinois Metropolitan District (METRO) d/b/a Transportation Management Association; 3) Consent Agenda Item #9(d) – Wayfinding and Customer Communication Design Procurement of Services; and Consent Agenda Item #9(e) – Northside-Southside Pilot Program for Transit Oriented Development Planning Procurement of Services. John Nations, President & CEO, and Ray Friem, Executive Director Metro Transit, also provided the Committee with an update regarding the Metro Transit Security System. That concluded the report of the Operations Committee.

7. Audit, Finance & Administration Committee Report

9:35 a.m. Committee Chair Gully reported that the Audit, Finance & Administration Committee met in Open Session on October 20, 2017, at 8:00 a.m., and that the draft minutes of that meeting were contained in the Board packet under Tab #7. She reported that two (2) items were being introduced on the Consent Agenda for Board consideration, with the Committee's recommendation for approval as follows: 1) Consent Agenda Item #9(a) – Contract Modification: Employee Vision Plan Services; and 2) Consent Agenda Item #9(f) – Sole Source Contract for Performance and Management Audit/Mass Transit Consultant Services. A briefing regarding the audit of the pension plans was provided to the Committee, with unqualified "clean" audit opinions for all three pension plans. The Committee reviewed the 1st Quarter FY18 Internal Audit Status Report and the 1st Quarter FY18 Internal Audit Follow-Up Summary. The August Treasury Report was also presented at the Committee meeting. That concluded the report of the Audit, Finance & Administration Committee.

8. Adjustment of the Consent Agenda

9:37 a.m. There was no adjustment of the Consent Agenda.

9. Consent Agenda Item(s): 9(a) – Contract Modification: Employee Vision Plan Services (Audit, Finance & Administration Committee Recommends Approval) (Resolution #862); 9(b) – Contract Award to Bridgestone/Firestone for Fleet Tire Leasing and Wheel Refinishing (Operations Committee Recommends Approval) (Resolution #861); 9(c) – Amended agreement Between St. Louis County on Behalf of its Department of Human Services, Office of Family and Community Services, Veterans Program and Bi-State Development Agency of the Missouri-Illinois Metropolitan District (METRO) d/b/a Transportation Management Association (Operations Committee Recommends Approval) (Resolution #856); and 9(d) – Wayfinding and Customer Communication Design Procurement of Services (Operations Committee Recommends Approval) (Resolution #863); 9(e) – Northside-Southside Pilot Program for Transit Oriented Development Planning Procurement of Services (Operations Committee Recommends Approval) (Resolution #858); and 9(f) – Sole Source Contract for Performance and Management

Audit/Mass Transit Consultant Services (Audit, Finance & Administration Committee Recommends Approval) (Resolution #864)

9:37 a.m. A motion to approve the Consent Agenda items was made by Commissioner Gully and seconded by Commissioner Buehlhorn. **Motion passed unanimously.**

10. 2018 Board and Committee Meeting Schedule

9:38 a.m. The 2018 Board and Committee Meeting Schedule was provided in the Board packet. A motion to approve the schedule as presented was made by Commissioner Schoemehl and seconded by Commissioner Gully. **Motion passed unanimously.**

11. Report of Nominating Committee and Election of Board Officers for 2018

9:40 a.m. A copy of the Nominating Committee report was provided as a handout to the Board of Commissioners. Commissioner Dietzel stated that the Nominating Committee participated in a conference call on Thursday, November 16, 2017. On a motion duly made and seconded, the Committee unanimously voted to recommend the following slate of individuals be nominated as Officers of the Bi-State Development Board of Commissioners, and further that the slate of Officers become effective upon the adjournment of the Board Meetings of November 17, 2017:

Constance Gully, Chair
Michael Buehlhorn, Vice Chairman
Aliah Holman, Treasurer
Justin Zimmerman, Secretary

A motion to approve the new slate of Officers for the Board of Commissioners was made by Commissioner Schoemehl and seconded by Commissioner Zimmerman. **Motion passed unanimously.**

12. Unscheduled Business

9:41 a.m. There was no unscheduled business.

Commissioner Dietzel stated that these past fourteen (14) years as a member of the Bi-State Development (BSD) Board of Commissioners has been a very rewarding experience, but he will be leaving the Board in January 2018. He has had the opportunity to meet wonderful people both past and present with whom he has remained friends; and hopes to continue his friendships with the current Board, CEO and staff. It has been a pleasure working with all the CEOs, John Nations, Robert Baer and Larry Salci. He personally thanked Ray Friem, Barbara Enneking, Barbara Georgeff, Shirley Bryant, Patti Beck, Jim Cali and the rest of the BSD staff for their commitment to the Agency and the Board. In many cases, Boards sometimes have their own agendas, but that was not the case with the BSD Board. This Board's agenda was the safety of its passengers and the safety and on-time performance of the trains and buses, for which staff continues to do an excellent job.

Commissioner Buehlhorn responded stating that although he hasn't been a Board member as long as Commissioner Dietzel, he didn't like the Board when he was initially appointed. Under the former Board Chairman Schoemehl and the current Board Chairman Dietzel, who has exhibited great leadership, this has become a great organization. As a member of the Board he appreciates the job Commissioner Dietzel has done as Chairman and thanked him for his service to the

Agency and the Community. In closing, Commissioner Buehlhorn asked for a round of applause in recognition of Commissioner Dietzel's service.

13. Public Comment

9:41 a.m. There was no public comment.

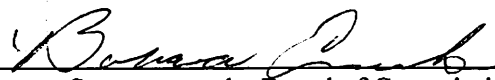
14. Call of Dates for Future Board Meetings

9:45 a.m. The Board was advised of the upcoming meetings, as follows:

Operations Committee:	Tuesday, January 16, 2018, 8:00 a.m.
Audit, Finance & Administration Committee:	Friday, January 26, 2018, 8:00 a.m.
Board Meeting:	Friday, February 23, 2018, 8:00 a.m.

15. 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).

9:45 a.m. Pursuant to the requirements of Section 10.080 (D) (1); (2); (5); (7); (10); (11); (16) and (17) of the Bi-State Development Agency's Board Policy, Chapter 10, Chairman Dietzel requested a motion to allow the Board to go into closed session. A motion to go into Executive Session was made by Commissioner Gully and seconded by Commissioner Schoemehl. A roll call vote was taken and the Commissioners present, Gully, Holman, Schoemehl, Buehlhorn, Dietzel, Zimmerman, and Watson voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned at 9:45 a.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
MODIFYING 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 §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 employee payroll deductions; and

Whereas, on June 17, 2013 BSD in conjunction with the BSD health and welfare consultants issued Solicitation 13-RFP-5992-DR in order to retain a qualified firm to provide a fully insured voluntary vision plan for eligible employees and their dependents. A competitive negotiated five (5) year contract that was effective January 1, 2014 was awarded to EyeMed Vision Care Incorporated (EyeMed) for three (3) base years and two (2) option years to be exercised at BSD's discretion; and

Whereas, EyeMed is performing at expectation and BSD expects to exercise its second option year under the contract. However the now estimated full cost of the five (5) year contract is \$658,069.95 exceeding \$500,000 by the end of Option Year One (1) and therefore it is necessary to request additional funding for Options Years One (1) and Two (2); and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve modification to the three (3) year contract, with two (2) one-year options with EyeMed Vision Care Incorporated for employee plan vision services in a not to exceed total contract amount of \$659,000, 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 Modification.** The Board of Commissioners hereby approves the contract modification with EyeMed Vision 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 \$659,000, 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 EyeMed Vision Care Incorporated.

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 Modification.

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 17th day of November, 2017.

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

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

By David A. Dutzel
Title Chair

[SEAL]

ATTEST:

By [Signature]
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
AUTHORIZING THE CONTRACT AWARD TO
BRIDGESTONE/FIRESTONE FOR TIRES AND 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 Procurements exceeding \$100,000; and

Whereas, funding is provided through the FY17 – 18 Operating Budget; and

Whereas, on July 19, 2017 Solicitation 18-SB-104598-TJ for Fleet Tire Requirements was released and amended August 29, 2017 and closed September 18, 2017. The solicitation was viewed by 15 vendors; four major tire companies and one local tire shop were determined to be capable, potential bidders. Only one bid was received, the bid from Bridgestone/Firestone (Bridgestone) for fleet tire leasing, wheel refinishing and in-house services; and

Whereas, a comparison was done with previous contract pricing and it was determined that the Bridgestone bid was fair and reasonable; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to authorize the award of a five (5) year contract to Bridgestone/Firestone for fleet tire leasing, wheel refinishing and in-house services in an amount not to exceed amount of \$8,000,000, 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 a Contract. The Board of Commissioners hereby approves the award of a five (5) year contract to Bridgestone/Firestone for fleet tire leasing, wheel refinishing and in-house services in an amount not to exceed amount of \$8,000,000, under and pursuant to this Resolution and 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 Bridgestone/Firestone.

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 and Contract.

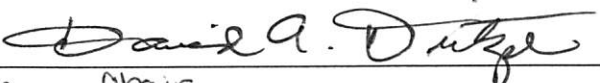
Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.

Section 9. 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 17th day of November, 2017.


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

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

By 
Title Chair

[SEAL]

ATTEST:

By 
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 APPROVING THE AMENDED AGREEMENT WITH ST LOUIS
COUNTY FOR THE COMMUNITY SERVICES VETERANS
TRANSPORTATION PROGRAM**

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 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 purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, passenger transportation facilities, and motor vehicle and other terminal or parking facilities; to contract with municipalities or other political subdivisions for the services or use of any facility owned or operated by the Agency, or owned or operated by any such municipality or other political subdivision; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

Whereas, no Board Policy applies. However, Missouri Revised Statutes § 70.220, and § 70.230 requires agreements between municipalities or other units of government to be approved by the Governing Board of such entity; and

Whereas, with an initial grant from the East-West Gateway Coordinating Council the Agency established a Transportation Management Association (TMA) to better serve the needs of the residents and social service agencies in the St. Louis metropolitan area; and

Whereas, the TMA has joined together to provide the community with a coordinated information and referral network that includes unified communications, coordinated vehicle routing, trip scheduling, dispatching, vehicle maintenance, unified record keeping and customer service enhancements; and

Whereas, in March 2004 the TMA began delivering services under an agreement between the Agency and St. Louis County on behalf of its Department of Human Services, Office of Family and Community Services, Veterans Program to provide disabled veterans transportation services to and from doctors and hospital appointments and to utilize grant money that was awarded to St. Louis County from the Missouri Veterans Commission; and

Whereas, the Amended Agreement with St. Louis County is for an amount not to exceed \$51,000 for the extension period July 1, 2017 through June 30, 2018 for the delivery of disabled veterans transportation services; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the Amended Agreement between the Agency and St. Louis County on behalf of its Department of Human Services, Office of Family and Community Services, Veterans Program in an amount not to exceed \$51,000 for the extension period July 1, 2017 through June 30, 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 Amended Agreement. The Board of Commissioners hereby approves the Amended Agreement with St. Louis County on behalf of its Department of Human Services, Office of Family and Community Services, Veterans Program in an amount not to exceed \$51,000 for the extension period July 1, 2017 through June 30, 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. Form of the Amended Agreement. The form of the Amended Agreement (as provided in the Attachment to the Briefing Paper and made a part hereof), in substantially the form presented to this meeting is hereby approved, and officers of the Agency, including without limitation, the President and CEO, are hereby authorized and directed to execute and deliver and attest, respectively, the Amended Agreement, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to effect the Amended Agreement, with the necessity or desirability of such changes, modifications, insertions and omissions being conclusively evidenced by their execution thereof.

Section 4. Further Negotiation. The Board of Commissioners further authorizes and directs the officers of the Agency, including without limitation, the President and CEO, to negotiate with St. Louis County as may be necessary to finalize the terms and conditions of the Amended Agreement consistent with the Agency's Briefing Paper presented to the Board of Commissioners at the meeting approving this Resolution, and the officers of the Agency, including without limitation the President and CEO, are hereby further authorized and directed to make any such changes, modifications, insertions and omissions as may be consistent with the intent of this Resolution and as may be deemed necessary or desirable to finalize the Amended Agreement, with the necessity or desirability of such changes, modifications, insertions and omissions being conclusively evidenced by their execution thereof.

Section 5. 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 and the Amended Agreement and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 6. 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 7. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and St. Louis County.

Section 8. Governing Law. The laws of the State of Missouri shall govern this Resolution and the Amended Agreement.

Section 9. 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 and the Amended Agreement.

Section 10. 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 the Amended Agreement.

Section 11. 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 17th day of November, 2017.

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

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

By David A. Ditzel
Title Chair

[SEAL]

ATTEST:

By [Signature]
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
AUTHORIZING THE PRESIDENT AND CEO TO EXECUTE A CONSULTING
SERVICES CONTRACT FOR UPDATING EXISTING WAYFINDING AND
CUSTOMER COMMUNICATION FOR METRO TRANSIT SYSTEM**

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 Procurements exceeding \$100,000; and

Whereas, funding is provided through the following grants: MO-2017-008 and MO-2017-034 and MO-16-X048; and

Whereas, Metro Transit (Metro) recognizes the need to provide clear, consistent, accessible and attractive wayfinding and signage for customers, residents, and visitors to the St. Louis region; and

Whereas, in the fall of 2016 BSD retained the services of MEJE to conduct a critical evaluation and documentation of the existing Metro wayfinding and customer communication system. This six-month project was completed and finalized in July, 2017 and will provide the framework for updating and managing Metro's signage and wayfinding program.

Whereas, BSD intends to engage a consulting firm as both an extension of BSD staff and as a subject matter expert to provide technical assistance in the comprehensive operational assessment and development of design concepts through a competitive procurement, in an amount not to exceed \$165,000; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to authorize the President and CEO to execute a consulting services contract for assessment and design services to update wayfinding and customer communication for the Metro Transit System, in an amount not to exceed \$165,000, 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. Authorization of President and CEO to Execute the Contract. The Board of Commissioners hereby authorizes the President and CEO to execute a consulting services contract for assessment and design services to update wayfinding and customer communication for the Metro Transit System, in an amount

not to exceed amount of \$165,000, under and pursuant to this Resolution and 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, 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. 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 17th day of November, 2017.

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

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

By David A. Ditzel
Title Chair

[SEAL]

ATTEST:

By [Signature]
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
APPROVING THE PRESIDENT AND CEO TO EXECUTE A CONTRACT FOR
CONSULTING SERVICES FOR NORTHSIDE-SOUTHSIDE TRANSIT
ORIENTED DEVELOPMENT PLANNING**

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 sole source non-competitive procurements exceeding \$100,000; and

Whereas, the Northside-Southside Project ("Project") will be funded by \$375,000 from an FTA Pilot Program for Transit Oriented Development, a cash match of \$30,000 from the St. Louis Development Corporation, and \$125,721 of in-kind staff contributions from partnering organizations including City of St. Louis, St. Louis Development Corporation and BSD; and

Whereas, the purpose of the Project is to enable the St. Louis region's policy makers to evaluate the proposed Northside-Southside MetroLink Corridor as a feasible transit product with a sustainable financial model; and

Whereas, the consulting firm or team selected for this Project will provide key decision-makers with a framework for implementing strategies to achieve transit oriented development supportive policies, apply actionable economic tools, and set up a governance structure to support the Corridor development going forward. BSD expects to release an RFP, receive proposals and award a contract by December 31, 2017 with the work commencing the beginning of 2018; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the President and CEO to execute a contract for consulting services in order to provide transit oriented development planning for the Northside-Southside Corridor in an amount not to exceed \$400,000, 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 President and CEO to Execute the Contract. The Board of Commissioners hereby approves the President and CEO to execute the contract for consulting services in order to provide transit oriented development planning for the Northside-Southside Corridor in an amount not to exceed

\$400,000, 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 the 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, including the payment of all costs, expenses and fees incurred in connection with or incidental to this Resolution and 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 officers and employees.

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

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 and the Contract.

Section 8. 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 17th day of November, 2017.

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

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

By David A. Dietzel
Title Chair

[SEAL]

ATTEST:

By Wanda Embury
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
AUTHORIZING THE AWARD OF A CONTRACT TO INFRASTRUCTURE
MANAGEMENT GROUP FOR THE PERFORMANCE AND MANAGEMENT
AUDIT REQUIRED BY THE SERIES 2002 BOND INDENTURE**

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), require Board approval of all Non-Competitive Procurements exceeding \$100,000; and

Whereas, in April, 2017 BSD issued a solicitation for a performance and management services audit as required by the 2002 Bond Indenture and St. Louis County Ordinance #24,264, for the period FY 2018 to FY 2022 with a further solicitation in July, 2017. The solicitations generated much interest but only one proposal which was received from Infrastructure Management Group (IMG/Rebel Advisory, Inc.) with ABNA Engineering as the DBE subcontractor in the amount of \$395,349 for the five year period; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to award a contract to Infrastructure Management Group (IMG/Rebel Advisory, Inc.) for the performance and management audit required by the Series 2002 bond indenture for a five (5) year contract, in a not to exceed amount of \$395,349, 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. The Board of Commissioners hereby approves the award of the contract to Infrastructure Management Group (IMG/Rebel Advisory, Inc.) for the performance and management audit required by the Series 2002 bond indenture for a five (5) year contract, in a not to exceed amount of \$395,349, under and pursuant to this Resolution and 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 Infrastructure Management Group (IMG/Rebel Advisory, 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 and Contract.

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. 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 17th day of November, 2017.

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

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

By David A. Dutzel
Title Chair

[SEAL]

ATTEST:

By [Signature]
Deputy Secretary to the Board of Commissioners

Open Session Item

4

**BI-STATE DEVELOPMENT
TREASURER'S REPORT
December 29, 2017**

INVESTMENTS

Yields:

Bi-State investments had an average yield of 1.16 % for the month of December, up from 1.05% in November. The Federal Reserve voted to raise the Federal Funds Rate to 1.5%, citing continued growth of the US economy, and strong job creation. Three more rate hikes are expected in 2018, though there is potential for four if inflation picks up.

Invested Funds:

In December, Bi-State directed \$210 million of cash and investments. Approximately 40% of the invested funds were invested in U.S. Treasury or U.S. Government Agency securities, and 5% were invested in collateralized Certificates of Deposit (CDs) or Repurchase Agreements (Repos). The balance was invested in AAA rated money market funds. The average maturity of Bi-State investments was approximately 187 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%. In January, the aggregate market value of pledged collateral was determined to be approximately \$1 million more than required. Our current collateral requirement is approximately \$6.8 million.

FUEL HEDGING

In December, in conjunction with its diesel fuel hedging program, Bi-State had an *unrealized gain* of \$2.6 million on the sale of Home Heating Oil #2 futures contracts. December oil prices ended the month at \$60.42 a barrel, a 5% increase since the end of November. 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-STATE DEVELOPMENT - MONTHLY TREASURER'S REPORT

AS OF: 29-Dec-2017

30-Nov-2017

	Wt. Avg.	Dollars		Market		Wt. Avg.	Dollars	Percentage		Market
BI-STATE DIRECTED:	Maturity (1)	(,000 omitted)	Of Total	Rate	Value (2)	Maturity (1)	(,000 omitted)	Of Total	Rate	Value (2)
Cash	0	\$6,960	4.3%	0.00%	\$6,960	0	\$9,324	6.4%	0.00%	\$9,324
Repurchase Agreements	3	5,336	3.3%	1.18%	5,336	1	6,041	4.1%	1.15%	6,041
Certificates of Deposit	314	3,000	1.8%	1.46%	3,000	343	3,000	2.0%	1.46%	3,000
U.S. Agencies (discounted)	357	1,476	0.9%	1.56%	1,474	0	0	0.0%	0.00%	0
U.S. Agencies (coupon)	744	29,899	18.3%	1.49%	29,731	575	20,471	14.0%	1.36%	20,358
U.S. Treasury Securities	187	21,194	13.0%	1.20%	21,230	216	21,194	14.5%	1.20%	21,210
Other Investments (3)	3	95,333	58.4%	1.03%	95,333	1	86,392	59.0%	0.88%	86,392
SUB-TOTAL BI-STATE	171	\$163,198	100.0%	1.16%	\$163,064	119	\$146,422	100.0%	1.03%	\$146,325
BI-STATE DIRECTED-PROP M:										
Certificates of Deposit	350	\$1,530	3.2%	1.31%	\$1,530	379	\$1,530	3.2%	1.31%	\$1,530
U.S. Agencies (discounted)	90	3,983	8.4%	0.93%	3,994	27	3,983	8.4%	0.93%	3,991
U.S. Agencies (coupon)	368	28,307	59.9%	1.21%	28,152	372	30,307	64.2%	1.20%	30,169
U.S. Treasury Securities	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
Other Investments (3)	3	13,435	28.4%	1.06%	13,435	1	11,365	24.1%	0.96%	11,365
SUB-TOTAL PROP M	240	\$47,255	100.0%	1.15%	\$47,111	254	\$47,185	100.0%	1.12%	\$47,055
TOTAL BI-STATE DIRECTED	187	\$210,453		1.16%	\$210,175	152	\$193,607		1.05%	\$193,380
TRUSTEE DIRECTED:										
Cash	0	\$0	0.0%	0.00%	\$0	0	\$0	0.0%	0.00%	\$0
Municipal Bonds	1261	8,165	19.6%	2.34%	8,045	1290	8,165	20.7%	2.34%	8,059
U.S. Agencies (coupon)	1315	13,763	33.0%	2.50%	13,873	1445	12,764	32.4%	2.60%	12,874
Commercial Paper	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
Bonds	3	1,488	3.6%	0.70%	1,498	22	10,459	26.6%	0.18%	10,467
Other Investments (3)	3	18,251	43.8%	1.10%	18,251	1	7,974	20.3%	0.28%	7,974
SUB-TOTAL TRUSTEE	683	\$41,667	100.0%	1.79%	\$41,667	742	\$39,362	100.0%	1.43%	\$39,374
TOTAL BI-STATE & TRUSTEE	269	\$252,120		1.26%	\$251,842	252	\$232,969		1.11%	\$232,754
LRV LEASE/LEASEBACK 2001:										
Cash	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
US Treasury Securities	6	6,840	6.0%	0.63%	6,883	35	6,840	6.0%	0.63%	5,910
Other Investments (4)		107,328	94.0%	5.80%	107,328		106,776	94.0%	5.80%	106,776
SUB-TOTAL LRV 2001		\$114,168	100.0%	5.49%	\$114,211		\$113,616	100.0%	5.49%	\$112,686
SUB-TOTAL LEASES		\$114,168			\$114,211		\$113,616			\$112,686
Grand Total (5)		\$366,288			\$366,053		\$346,585			\$345,440

Explanatory Notes:

- (1) Approximate weighted average of days to effective maturity, from last business day of the month.
- (2) Market value of government 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.

Prepared by:

Terri Gudowicz Green 1/29/18
Terri Gudowicz Green, Mgr of Treas Ops

Reviewed by:

Tammy Fulbright 1/25/18
Tammy Fulbright, Dir of Treasury Services

Approved:

Kathy Klevorn 1/29/18
Kathy Klevorn, CFO

**BI-STATE DEVELOPMENT
MONTHLY TREASURER'S REPORT- ALL COMPANIES
BANK / ISSUER SUMMARY as of: 12/29/2017**

Section 1 Bank/issuer Summary

BI-STATE DIRECTED * <i>all non debt/lease assets, inc. Prop M:</i>	CASH	CERTIFICATES OF DEPOSIT	REPURCHASE AGREEMENTS	OTHER	GOVERNMENT SECURITIES	COMMERCIAL PAPER\ BA's	TOTAL	MARKET VALUE	NOTES
BANK OF AMERICA MERRILL LYNCH	2,243,313	0	0	0	0	0	2,243,313	2,243,313	FDIC\tri-party collateral(deposits).
BLACK ROCK	0	0	0	30,012,221	0	0	30,012,221	30,012,221	Money Market Fund (Govt. Securities).
COMMERCE BANK	0	1,529,985	0	0	0	0	1,529,985	1,529,985	FDIC\FRB collateral.
FIDELITY	0	0	0	61,523,941	0	0	61,523,941	61,523,941	Money Market Fund (First Tier\Prime)
INVESCO	0	0	0	15,745,513	0	0	15,745,513	15,745,513	Money Market Fund (First Tier\Prime)
JEFFERSON BANK & TRUST	383	0	0	0	0	0	383	383	FDIC; repo collateral held at JBT.
JP MORGAN CHASE	(81,875)	0	0	0	0	0	(81,875)	(81,875)	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	50,370	0	0	0	0	0	50,370	50,370	FDIC\FRB collateral.
PNC BANK	4,107,720	0	3,188,434	0	0	0	7,296,154	7,296,154	FDIC\FRB collateral.
RBC DAIN RAUSCHER	0	0	0	2,771,877	0	0	2,771,877	2,771,877	Commodities Margin Acct. (fuel hedging)
RJ O'BRIEN	0	0	0	(1,284,741)	0	0	(1,284,741)	(1,284,741)	Commodities Trading Acct. (fuel hedging)
RELIANCE BANK	0	3,000,000	0	0	0	0	3,000,000	3,000,000	FDIC\FRB collateral.
REGIONS BANK	6,314	0	0	0	0	0	6,314	6,314	FDIC Insured.
UMB BANK	358	0	2,148,000	0	0	0	2,148,358	2,148,358	FDIC\FRB Collateral.
U.S. BANK	(101,870)	0	0	0	0	0	(101,870)	(101,870)	FDIC\FRB Collateral.
FARM CREDIT BANK	0	0	0	0	47,379,586	0	47,379,586	47,129,354	Safekept at Bank of America (BOA).
FEDERAL HOME LOAN BANK	0	0	0	0	16,284,491	0	16,284,491	16,221,572	Safekept at Bank of America (BOA).
U.S. TREASURY	0	0	0	0	21,194,264	0	21,194,264	21,229,408	Safekept by BOA or designated agent.
OTHER	712,220	0	0	0	0	0	712,220	712,220	
sub-total Bi-State directed	6,956,669	4,529,985	5,336,434	108,768,811	84,858,341	0	210,450,240	210,172,233	
TRUSTEE DIRECTED									
<u>DEBT ISSUES</u>									
Cross County Bonds									
Series 2009, 2013									
<u>BANK OF NEW YORK -MELLON TRUST</u>									
BANK OF NEW YORK	0	0	0	0	0	0	0	0	FDIC Insured.
GOLDMAN	0	0	0	18,251,362	0	0	18,251,362	18,251,362	Money Market Fund (First Tier\Prime).
FEDERATED GOVT OBLIG	0	0	0	0	0	0	0	0	Safekept at Bank of New York
MORGAN STANLEY	0	0	0	0	0	0	0	0	Safekept at Bank of New York
GOVERNMENT AGENCIES	0	0	0	0	13,762,660	0	13,762,660	13,873,413	Safekept at Bank of New York
MUNICIPAL BONDS	0	0	0	0	8,165,315	0	8,165,315	8,044,629	Safekept at Bank of New York
BOND FUNDS	0	0	0	0	0	1,488,370	1,488,370	1,497,953	Safekept at Bank of New York
sub-total	0	0	0	18,251,362	21,927,975	1,488,370	41,667,707	41,667,357	
SUB-TOTAL TRUSTEE (BONDS)	0	0	0	18,251,362	21,927,975	1,488,370	41,667,707	41,667,357	
SUB-TOTAL BI-STATE AND TRUSTEE	6,956,669	4,529,985	5,336,434	127,020,173	106,786,316	1,488,370	252,117,947	251,839,590	
LRV Lease\Leaseback 2001 C1 C2									
FSVAIG	0	0	0	107,327,760	0	0	107,327,760	107,327,760	Guaranteed Investment Contract (GIC).
US TREASURY	3,130	0	0	0	6,839,504	0	6,842,634	6,885,716	Safekept by Lease Trustee.
sub-total	3,130	0	0	107,327,760	6,839,504	0	114,170,394	114,213,476	
sub-total leases	3,130	0	0	107,327,760	6,839,504	0	114,170,394	114,213,476	
GRAND TOTAL	\$6,959,799	\$4,529,985	\$5,336,434	\$234,347,933	\$113,625,820	\$1,488,370	\$366,288,341	\$366,053,066	

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

+ ABBREVIATIONS (above):

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:

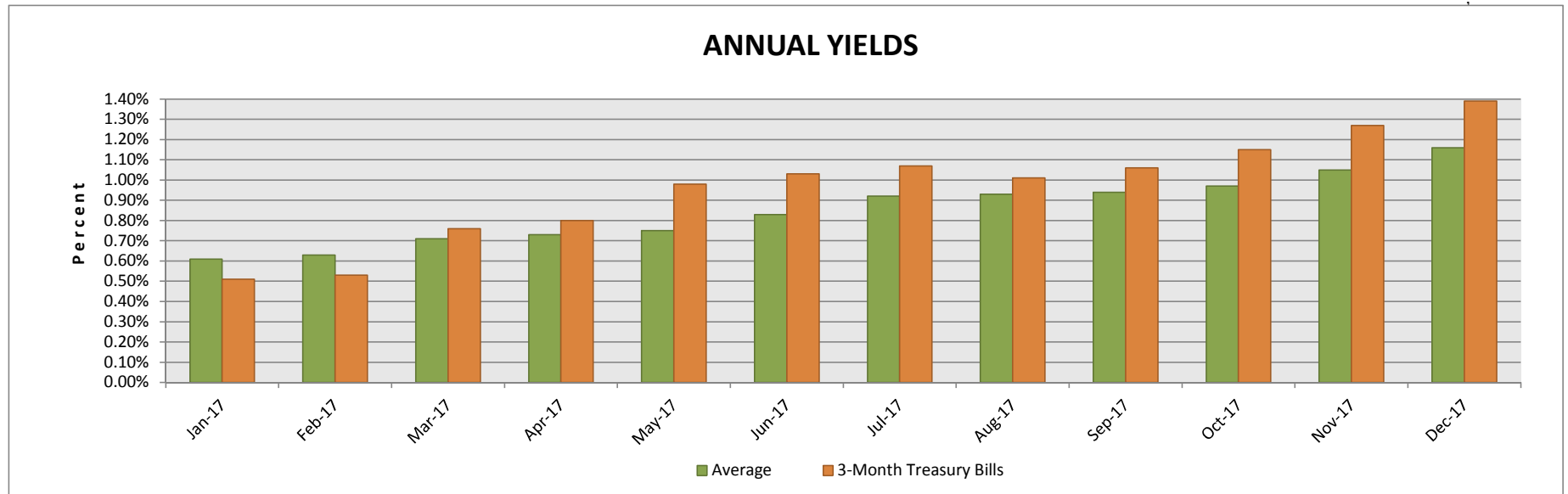
AAA Standard & Poor's, Moody's and Fitch rate credit quality on an A to C scale, with A generally regarded as "upper investment grade" and C as "speculative" (D would indicate default). Within each category are different gradients. The triple A rating indicates that the issuer's long term unsecured debt 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)	Jan-17	Feb-17	Mar-17	Apr-17	May-17	Jun-17	Jul-17	Aug-17	Sep-17	Oct-17	Nov-17	Dec-17
Bi-State Investments	162,958	146,426	151,805	157,884	145,640	141,033	142,764	127,236	155,802	152,006	146,422	163,198
Bi-State Prop M Investments	51,535	50,600	50,669	49,633	48,143	48,198	47,121	47,139	47,252	47,120	47,185	47,255
Total	214,493	197,026	202,474	207,517	193,783	189,231	189,885	174,375	203,054	199,126	193,607	210,453
Trustee Investments	46,759	49,144	50,795	42,194	44,780	47,016	53,922	57,633	53,038	36,642	39,362	41,667

Yields\Rates Information	Jan-17	Feb-17	Mar-17	Apr-17	May-17	Jun-17	Jul-17	Aug-17	Sep-17	Oct-17	Nov-17	Dec-17
Bi-State	0.51%	0.54%	0.62%	0.64%	0.67%	0.75%	0.86%	0.87%	0.89%	0.93%	1.03%	1.16%
Prop M	0.90%	0.91%	0.98%	1.00%	1.01%	1.04%	1.10%	1.10%	1.11%	1.11%	1.12%	1.15%
Average	0.61%	0.63%	0.71%	0.73%	0.75%	0.83%	0.92%	0.93%	0.94%	0.97%	1.05%	1.16%
Trustee	1.21%	1.16%	1.14%	1.32%	1.26%	1.38%	1.29%	1.37%	1.34%	1.52%	1.43%	1.79%
3-Month Treasury Bills	0.51%	0.53%	0.76%	0.80%	0.98%	1.03%	1.07%	1.01%	1.06%	1.15%	1.27%	1.39%
1 Year Treasury	0.81%	0.88%	1.03%	1.07%	1.17%	1.24%	1.23%	1.23%	1.31%	1.43%	1.62%	1.76%
Fed Funds (target)	0.75%	0.75%	1.00%	1.00%	1.00%	1.25%	1.25%	1.25%	1.25%	1.25%	1.25%	1.50%
20-Year Municipals	3.83%	3.94%	3.86%	3.77%	3.61%	3.58%	3.52%	3.51%	3.64%	3.65%	3.59%	3.44%
SIFMA (BMA) Index (month end)	0.66%	0.62%	0.91%	0.90%	0.76%	0.91%	0.82%	0.79%	0.94%	0.92%	0.97%	1.71%



Diesel Fuel Hedging Program - FY 2018

	Diesel Fuel Budget \ Actual Comparison:	Dec-17	Year to Date	Life to Date
a	Gallons consumed-actual	423,760	2,724,837	82,386,201
b=(c/a)	Average cost per gallon-actual	\$ 2.03	\$ 1.84	\$ 2.10
c	Total Diesel Fuel Cost-Actual	\$ 862,182	\$ 5,002,133	\$ 173,013,320
d	Gallons consumed- budget	465,520	2,855,052	86,170,957
e=(f/d)	Average cost per gallon- budget	\$ 1.83	\$ 1.83	\$ 2.34
f	Total Diesel Fuel Cost- Budget	\$ 851,902	\$ 5,224,745	\$ 201,383,183
g=(f-c)	Budget Variance (Unfavorable)	\$ (10,280)	\$ 222,612	\$ 28,369,863
h	Realized Futures Gains (Losses)	\$ 167,425	\$ 525,508	\$ (2,193,507)
i=(c-h)	Net Cost of Fuel	\$ 694,757	\$ 4,476,625	\$ 175,206,827
j=(i-f)	Net Budget Variance (Unfavorable)	\$ 157,145	\$ 748,120	\$ 26,176,356
j=(i/f)	Net Cost of Fuel, Per Gallon, inc. Hedge	\$ 1.64	\$ 1.64	\$ 2.13
k=(e-i)	Net Budget Variance Per Gallon	\$ 0.19	\$ 0.19	\$ 0.21
Futures Activity:		Price of Barrel of Oil:		
	Futures Contracts Purchased	10	Date	Price
	Futures Contracts Sold	20	08/31/2017	\$ 47.23
	Futures Contracts Net Change at month end	(10)	09/29/2017	\$ 51.67
	Total Open Futures Contracts, at month end	195	10/31/2017	\$ 54.38
	Futures Contracts Unrealized Gain/(Loss) *	\$2,645,748	11/30/2017	\$ 57.40
	(% of Estimated Future Consumption)	79%	12/29/2017	\$ 60.42

* = 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 Feb 2018 through Dec 2019 (23 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: December 2017

Item	Investment:	Par Amount	Settled	Maturity Date	Term(days)	Yield	Purchased From	Fund
1	FHLB Discount	\$ 1,500,000	12/22/17	12/21/18	364	1.56%	Raymond James	FTA Funds
2	FHLB Bond	\$ 1,000,000	12/22/17	12/27/18	370	1.30%	Raymond James	FTA Funds
3	FCB Bond	\$ 2,000,000	12/22/17	05/23/19	517	1.25%	UMB	Prop A
4	FCB Bond	\$ 2,500,000	12/22/17	07/13/20	934	1.19%	Raymond James	Prop A
5	FCB Bond	\$ 2,500,000	12/22/17	12/22/20	1096	2.10%	Raymond James	Prop A
6	FCB Bond	\$ 2,500,000	12/22/17	05/20/20	880	1.83%	Raymond James	Prop A
7	FCB Bond	\$ 2,500,000	12/22/17	05/20/20	880	1.83%	J.P. Morgan	Prop A
8	FHLB Bond	\$ 500,000	12/22/17	07/26/19	581	1.92%	J.P. Morgan	Prop A
	Total	\$ 15,000,000						
					781	1.63%		

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)

Depository Banks:	Long-Term Debt Rating			Short-Term Debt Rating			Fitch Bank Rating
	S&P	Moody's	Fitch	S&P	Moody's	Fitch	
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	A	Aa2	AA-	A-1	P-1	F1+	NA
Regions Bank	A-	A2	BBB+	A-2	P-1	F2	NA
U.S. Bank		Aa1	AA+		P-1	F1+	NA
UMB Bank	A-		A	A-2		F1	NA
Trust Companies:							
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			Aaa-mf			
FFI Treasury Fund	AAAm			Aaa-mf			
Columbia (BOA/Merrill) Money Market Reserves	AAAm			Aaa-mf			
Columbia (BOA/Merrill) Government	AAAm			Aaa-mf			
Dreyfus Government Cash Management	AAAm			Aaa-mf			
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			
Other:	Long-Term Debt Rating						
	S&P	Moody's	Fitch				
AIG (2001 LRV Lease)	A+	A2	A+	NA = Fitch overall bank ratings or LT debt ratings have been withdrawn			
U.S. Treasury	AA+	Aaa	AAA				
Federal Home Loan Bank (FHLB)	AA+	Aaa					
Federal Farm Credit Bank (FCB)	AA+	Aaa	AAA				

Bi-State Development				
Mass Transit Sales Tax Appropriation Cross-County Bonds & St Louis County Loan				
Series	2009	2013		Total Cross County
	Refunding	2013A Bonds	2013B Loan	
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	

**BI-STATE DEVELOPMENT
OPERATIONS COMMITTEE MEETING
OPEN SESSION MINUTES
January 16, 2018**

Committee Members in Attendance

Michael Buehlhorn, Chairman
David Dietzel (absent)
Irma Golliday, via phone
Vernal Brown, via phone
Constance Gully, via phone

Other Commissioners in Attendance

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
Ray Friem, Executive Director Metro Transit
Barbara Georgeff, Director of Executive Services
Jim Cali, Director Internal Audit
Erick Dahl, Director St. Louis Downtown Airport
Scott Grott, General Manager MetroLink
Kent Swagler, Director Corporate Compliance & Ethics
Trenise Winters, General Manager MetroBus
Mark Vago, Controller
Larry Jackson, Executive Vice President of Administration
Kathy Brittin, Director Risk Management, Safety & Claims
Diana Wagner-Hilliard, Director Workforce Diversity/EEO
Kerry Kinkade, Vice President, Chief Information Officer
Diana Bentz, Vice President Organizational Effectiveness
Virginia Alt-Hildebrandt, Manager Administrative Services
David Toben, Director Benefits
Patti Beck, Director of Communications
Evan Glantz, Senior Administrative Assistant
Charles Priscu, Director Labor Relations

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 October 17, 2017 Operations Committee**

8:01 a.m. The October 17, 2017 Open Session 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 Golliday. **Motion passed unanimously.**

5. **Adoption of a Board Policy and Leasing Standards for Airport Operations**

8:02 a.m. The briefing paper regarding the Adoption of a Board Policy and Leasing Standards for Airport Operations, together with the draft Board Policy and Leasing Standards, were included in the Committee packet. Erick Dahl, Director St. Louis Downtown Airport, provided a brief overview. There are Board Policies for the approval of leases with Bi-State, however the St. Louis Downtown Airport (**the “Airport”**) has certain unique circumstances that require its own Board Policies and Leasing Standards. The unique policy considerations involved in the leasing of real property at the Airport are not reflected in Board Policy, *Section 40.040 – Real Property Leasing*. In addition, the current policy does not address that the Agency has taken advantage of a unique infrastructure program sanctioned by the Federal Aviation Administration (**FAA**) of the U.S. Department of Transportation for the development of aeronautical activities at the Airport. The proposed new Board Policy would provide guidance for Airport Operations, Airport Leasing Standards, and Regulation of Conduct at the Airport. The proposed new policy would provide that the operation of the Airport be as self-sufficient as possible and that the rates, fees, and charges be set to accomplish that goal, to the extent feasible. Each year Management will come before the Board to set the rates and fees at the Airport. The infrastructure program encourages private parties to invest more into the Airport, decrease the Airport’s overall costs, and increase the economic efficiency of the tenants. The Airport decreases its operational cost by having the tenants maintain certain infrastructure improvements at the Airport. Additional discussion followed regarding portable hangar leases, infrastructure program leases, the length of the leases, and property ownership at the end of the lease. John Nations, President & CEO, informed the Committee that there are many federal regulations that govern these issues relating to the length of the lease and the use of the property. This new proposed policy will ensure that the Airport is in line with the Agency’s practices and federal guidelines. Management recommends the approval of the proposed *Chapter 130 Airport Operations* of the Collected Policies of the Agency and the proposed Leasing Standards for Operation of the St. Louis Downtown Airport. In addition, management recommends that the proposed Board Policy, *Chapter 130 Airport Operations* **not** be table pursuant to *Article VI(D)* of the Board Policies and be approved at the February 23, 2018 Board meeting. A motion was made by Commissioner Brown and seconded by Commissioner Zimmerman to approve this agenda item as presented in the briefing paper, with the recommendation that the policy **not** be tabled pursuant to *Article VI(D)* of the Board Policies and forward to the Board for final approval. **Motion passed unanimously.**

6. **1st Quarter Operations Report and Capital Projects Update**

8:07 a.m. The 1st Quarter Operations Report and Capital Projects Update was provided in the Committee packet. Ray Friem, Executive Director Metro Transit, provided a brief overview. Year-to-date expenses for the Transit Operations Department are below budget by over 9%. The major cost drivers for FY2018 are fuel, parts, and completion of grant-funded maintenance projects. An additional \$20 million was budgeted for security projects in FY2018, but have not yet been funded by the regional partners. System revenues are lagging budget by over 7%; and

passenger revenue is behind the FY2017 performance by 1.7%. MetroLink ridership was down approximately 10% for the quarter. MetroBus ridership was down 6.9%, and Call-A-Ride ridership was down 0.3%. Some impacts on MetroBus occurred as a result of the re-opening of the expanded Civic Center Transit Center during the first quarter of FY2018. Call-A-Ride has the ability to adjust daily service levels to match demand, which result in small improvements in efficiencies during the first quarter. There have been significant changes to the Security system in FY2018. Key statistics are being tracked in the quarterly reports. Metro cannot compile a comprehensive report about the entire Security effort because separate records are maintained by Police partners reflecting their own efforts. System Performance Measures continue to meet the very high goals set. Information call volume continued to decline in the first quarter of FY2017 in spite of the extended hours implemented in the call center in August 2017. Calls regarding service issues increased in the first quarter primarily due to the re-opening of the Civic Center Transit Center on August 14, 2017. The November issue of the *Mass Transit* magazine contained an article entitled "Bring Predictive Maintenance Into Your Maintenance Program", and this article was about the Cleveland RTA. In that interview with Cleveland RTA, they acknowledged that they were following the practices of the Metro St. Louis maintenance program. Efforts are underway to develop an escalator replacement plan to coincide with more aggressive overhauls of the downtown stations. Positive reviews have been received regarding the re-opening of the Downtown Civic Center Transit Center. Construction continues on the Boyle Avenue MetroLink Station, and it is on target for late spring opening. This project also includes an extension of the Central West End platform. The radio system is effectively complete and another radio hotspot at Brentwood will be included as well as a small tower at North County. A major presentation will be made in March regarding Smart Card. Vehicle acquisitions are on schedule with the exception of van. Although we have completed the minimum requirements for the van order, a decision was made to not complete the order. Metro is not satisfied with the performance of these vans, and there have been various customer service and maintenance issues. Specifications for new vans are expected to be issued by the end of the fourth quarter of this fiscal year. Some discussion followed regarding capital maintenance, Metro Reimagined, and van passenger capabilities. 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.

7. Unscheduled Business

8:16 a.m. There was no unscheduled business.

8. Call of Dates for Future Committee Meetings

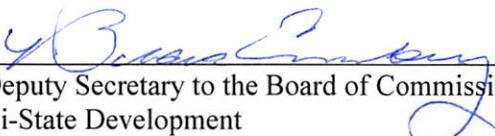
8:16 a.m. The Committee was advised of upcoming meetings as follows:

Audit, Finance & Administration Committee:	Friday, January 26, 2018, 8:00 a.m.
Board Meeting:	Friday, February 23, 2018, 8:00 a.m.

- 9. 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).

8:17 a.m. Pursuant to the requirements of Bi-State Development Board Policy, Chapter 10, Section 10.080(D); (1); (5); (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 Zimmerman and seconded by Commissioner Brown. A roll call vote was taken, and the Commissioners present, Brown, Gully, Buehlhorn, Golliday, and Zimmerman voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned at 8:17 a.m.**



Deputy Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
AUDIT, FINANCE & ADMINISTRATION COMMITTEE MEETING
OPEN SESSION MINUTES
JANUARY 26, 2018**

Committee Members in Attendance

Aliah Holman, Chair
Constance Gully (via phone)
Vince Schoemehl (via phone)
Jeffrey Watson (absent)
Justin Zimmerman (absent)

Other Commissioners in Attendance

Vernal Brown (via phone)

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
Larry Jackson, Executive Vice President for Administration
Kathy Klevorn, Sr. Vice-President and Chief Financial Officer
Barbara Georgeff, Director of Executive Services
Patti Beck, Director Communications
Brenda Krieger, Executive Assistant
Mark Vago, Controller
Charles Stewart, Vice President Pension & Insurance
Kathy Brittin, Director Risk Management, Safety & Claims
Tammy Fulbright, Director Treasury Services
Maryanne Coley, Manager Benefits
David Toben, Director Benefits
Virginia Alt-Hildebrandt, Manager Administrative Services
Anita Dunn, Health and Welfare Plan Manager
Kerry Kinkade, Vice President Chief Information Officer
Angela Staicoff, Sr. Internal Auditor
Gary Smith, Financial Analyst I
Karl Tyminski, Sr. Internal Auditor, Part-time
Kelli Fitzpatrick, Sr. Internal Auditor, Part-time
Jerry Vallely, External Communications Manager
Mandi Myers, Compliance & Ethics Analyst & Training Specialist, Part-Time
John Langa, Vice President Economic Development
Greg Smith, Vice President Procurement & Inventory Management
Michael Gibbs, Manager Financial Operation-Admin & Business Operation
Cynthia Davis, Director Program Development & Grants
Evan Glantz, Senior Administrative Assistant

Others in Attendance

None

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 were no public comments.
4. **Audit, Finance and Administration Committee Open Session Minutes: October 20, 2017**
8:01 a.m. The August 25, 2017 Open Session Audit, Finance and Administration 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 Holman. **Motion passed unanimously.**
5. **1st Quarter Financial Statement**
8:01 a.m. The 1st Quarter Financial Statement report was provided in the Committee packet. Mark Vago, Controller provided a brief overview. Bi-State Development (**BSD**) business and self-insurance divisions had combined assets of \$1.44 billion. The 1st quarter FY2018 income before depreciation was \$8.4 million compared to a budget of \$9.4 million for a negative variance of \$0.8 million. The financial statement packet includes the analysis and financial position of each BSD business division.

Executive Services – The 2017 Bi-State Development Annual Meeting was held October 6, 2017, bringing together nearly 700 business and civic partners to highlight the accomplishments of BSD and to chart the course for regional initiatives for the next year. Executive Services income before depreciation was \$232.8 thousand and 23.1% less than the prior year. Revenues were up 2.3% and expenses were up 11.6%, compared to FY2017.

Gateway Arch – The Gateway Arch Transportation System was not at full capacity until the North Tram reopened on July 18, 2017, at which time the Arch Trams resumed full daily operation. The income before depreciation for the Gateway Arch was \$510.9 thousand, revenue was \$2.7 million and is \$140.1 thousand less than the prior year. The total expense was \$2.1 million compared to \$1.8 million in FY2017. Tram ridership was 15.2% less than budget. Tram ridership decreased 4.9% compared to prior year due to the Arch grounds construction, motor generator set replacement, and the flooding of the load zone which reduced total capacity longer than anticipated.

Metro – A ribbon cutting ceremony was held on August 10, 2017 to celebrate the opening of the newly expanded Civic Center Transit Center in downtown St. Louis. BSD launched an 18 month pilot program to provide access to healthy food for transit riders and residents in two areas in North St. Louis County. Work continues on the new Boyle Street MetroLink Station. BSD received a \$243,000 incentive from AmerenUE for upgrading more than 1,900 lights to LED bulbs in various Metro facilities. Passenger revenue was \$11.5 million, which is 7.9% less than budget and 2.4% less than the prior year due to ridership decline. Income before depreciation was \$8.9 million. Compared to budget, revenue was down 9.7% and total expenses were favorable 11.6%.

St. Louis Downtown Airport – Gulfstream Aerospace Services Corp, a subsidiary of General Dynamics will begin maintenance operations in the Jet Aviation location. The Airport's income before depreciation was \$36.1 thousand, which is favorable compared to the prior fiscal year by \$74.5 thousand. Revenue increased \$10.3 thousand compared to FY2017. The increase in revenue is due to higher aviation flowage sales. The actual revenue was 8.9% less than budget.

Riverfront Attractions – Income before depreciation was \$579.8 thousand compared to \$499.9 thousand in FY2017. Revenue was \$1.5 million, which is 9.9% greater than the prior year, a direct result of increased passenger cruises, and passengers on each cruise.

St. Louis Regional Freightway – Mary Lamie, Executive Director of the St. Louis Regional Freightway, was named one of the Most Influential Business Women of 2017 by the *St. Louis Business Journal*. The St. Louis Region ports were ranked the most efficient inland port district in terms of tons moved per river mile during 2015 by the U.S. Army Corps of Engineers. The St. Louis region's barge industry handled 500,000 tons per mile. Revenue includes funds received from the East-West Gateway Council of Governments as Partnership Revenue Fees. Total expenses for the St. Louis Regional Freightway include compensation and consultant fees.

Bi-State Development Research Institute – The Bi-State Development Research Institute (**the "Institute"**) used funds received from the Missouri Foundation for Health to begin funding operating costs for the Link Market Food Kiosk project. The kiosks opened on September 28, 2017 at the North Hanley and Wellston Transit Centers. The St. Louis County Department of Public Health has deployed a mobile medical unit providing health screenings for the community. The Institute's net income was \$49.9 thousand. Revenue from Awards/Grants funding totaled \$127.5 thousand and \$47.6 thousand of in-kind donations from BSD.

Arts In Transit, Inc. – Arts In Transit (**AIT**) was one of nine local arts organizations to receive a grant from the PNC Foundation through the PNC Arts Alive initiative. The \$20,000 grant will support MetroScapes, a program that promotes local artists by displaying their work at MetroBus shelters and transit centers throughout the St. Louis region. AIT has a net income of \$29.1 thousand and total revenue of \$84.8 thousand which includes contributions from the Regional Arts Commission, proceeds from bus paintings, and the recognition of in-kind donations from BSD.

Self-Insurance Funds – Pursuant to the direction of the BSD Board of Commissioners, the accounting and reporting has been restructured and administration has been reorganized for the Health, Casualty and Workers Compensation Self-Insurance Funds. The Health Self-Insurance Fund had revenue of \$7.5 million, of which approximately 77% were company paid contributions and 23% from participants. Expenses and claims totaled \$10.3 million for a net loss before depreciation of \$2.7 million. The Casualty Self-Insurance Fund had revenue of \$1.3 million with expenses and claims paid of \$1.1 million. This resulted in a net income before transfers and depreciation of \$250.8 thousand. The Workers' Compensation Self-Insurance Fund had revenue of \$2.3 million with expenses and claims paid of \$1.6 million. This resulted in a net income before transfers and depreciation of \$720.8 thousand.

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.

6. 1st Quarter Performance Indicators

8:08 a.m. The 1st Quarter Performance Indicators report was provided in the Committee packet. Mark Vago, Controller, provided a brief overview. An executive summary was provided highlighting service changes. There is no fare increase planned for FY18. 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.

7. November Treasury Report

8:10 a.m. The November Treasury Report was provided in the Committee packet. Tammy Fulbright, Director Treasury Services, provided a brief overview. BSD directed \$194 million of cash and investments. Approximately 40% of the invested funds was invested in U.S. Treasury or U.S. Government Agency securities, and 6% was invested in collateralized Certificates of Deposit (CDs) or Repurchase Agreements (Repos). The balance was invested in AAA rated money market funds. The average maturity of BSD investments was approximately 152 days. Ms. Fulbright's report highlighted the Debt Restructuring 2013; the Arch Tram Revenue Bonds, 2014; BSD/St. Clair County Transit District Revenue Bonds Refunding, 2014; Capital Leases; and fuel hedging. 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.

8. 1st Quarter Procurement Report

8:15 a.m. The 1st Quarter Procurement Report was provided in the Committee packet. Larry Jackson, Executive Vice President for Administration, introduced Greg Smith, the new Vice President of Procurement & Inventory Management. Mr. Smith will be presenting all future procurement reports to the Board. Mr. Jackson provided a brief overview of this agenda item. The 1st Quarter 2018 Non-Competitive Procurement totaled \$2,833,593 or 8.6% of total Purchase Order Commitment volume of \$33,085,598. Rolling last 12 months Non-Competitive Procurements total \$10,286,147 or 9.6% of total Purchase Order Commitment volume of \$107,174,285. 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.

9. Treasury-Safekeeping Quarterly Accounts Audit - Ending September 30, 2017

8:16 a.m. The Treasury-Safekeeping Quarterly Accounts Audit – Ending September 30, 2017, was provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. The Internal Audit Department (**IAD**) reviewed the Treasurer's Report as of September 30, 2017, to identify the securities classified under the Safekeeping Accounts criteria. Each bank custodian, where the Safekeeping Accounts are held, was contacted to verify the existence of the Securities and to confirm the account balances. On September 30, 2017, BSD had approximately \$54.1 million in US Treasury and Government Agency securities. Sales tax capital represented \$48.7 million, Self-Insurance funds consisted of approximately \$2.4 million, internally restricted funds represented \$2 million, and the remaining \$1 million was held for Tower Leases. IAD determined that the Safekeeping Accounts exist, and the respective balances have been fairly presented. 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.

10. Internal Audit Status Report – 2nd Quarter FY18

8:16 a.m. The Internal Audit Status Report was provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. IAD's Status Report provides the Board, this Committee and Senior Management with a summary of IAD's quarterly activity pertaining to the Annual Audit Plan. In addition to tracking the status of current audits and special projects, this report also highlights the follow-up activity related to the implementation of recommendations from prior audits. IAD worked with Crowe Horwath during this second quarter to plan the Quality Assessment Review (**QAR**) of IAD. IAD's intern, Gary Smith, was selected by the Finance Department for the Financial Analyst position. 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.

11. Internal Follow-Up Summary – 2nd Quarter FY18

8:17 a.m. The Internal Follow-Up Summary, 2nd Quarter FY18 was provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. The Audit Follow-Up Summary Report is a comprehensive overview highlighting the current implementation status of recommendations issued in prior audit reports. Each recommendation has been reviewed and its status has been classified as either Completed, Outstanding or Overdue. This report is to be used to determine the timeliness and the completeness of the implementation of corrective action; and management should place specific focus on recommendations determined to be overdue. The total number of recommendations was 104, with 83 completed, 21 outstanding – not overdue, and 0 overdue. 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.

12. 401(k) Plan Audit Update

8:20 a.m. The 401(k) Plan Audit Update report was provided in the Committee packet. Charles Stewart, Vice President Pension & Insurance, provided a brief overview. The Bi-State Development 401(k) Plan audit report from December 31, 2006 – 2012 was issued in September 2014, followed by the audit report for the years ended December 31, 2013 – 2014 that was issued in February 2016, bringing the audits up to date. The audit report for the years ended December 31, 2014 – 2015 was issued in November 2016, and the audit report for the years ended December 31, 2015 – 2016 was issued in November 2017. Mayer Hoffman McManis P.C. (MHM) audited the financial statements of the BSD 401(k) Retirement Savings Program as of December 31, 2016 and 2015 and issued an unqualified (clean) audit opinion. MHM has been re-engaged for plan years 2017 through 2019. 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. 2017 Pension Valuations Update

8:21 a.m. The 2017 Pension Valuations Update report was provided in the Committee packet. Charles Stewart, Vice President Pension & Insurance, provided a brief overview. As of June 1, 2017, the funded ratio for the Salaried Pension Plan was 76.5% and the unfunded liability was \$20,354,035. This plan closed to new hires on July 1, 2013. The 3% employee contributions started and the Stay/Freeze/Waive elections went into effect January 1, 2014. The interest rate assumption remains the same at 7.0% and the actuarial asset return is slightly lower than assumed return (6.1% vs. 7.0%). As of April 1, 2017, the funded ratio for the IBEW Pension Plan was 89.7% and the unfunded liability was \$518,278. The IBEW Pension Plan reached 100% funding as of November 30, 2017, as a result of their five-year 100% funding contribution raised in July 2017 to reach the 100% funding. As of April 1, 2017, the funded ratio for the Local 788, Amalgamated Transit Union, AFL-CIO Pension Plan was 62.5%; and the unfunded liability was \$77,422,564. The 788 Pension Trustees voted in December 2015 to increase the contribution rate to \$173.03; and in November 2016 they voted to increase the contribution rate to \$175.00. The 788 Pension Trustees have not yet voted, so pension contributions remain the same for now. 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. Compliance and Ethics “State of the Agency”

8:25 a.m. The Compliance and Ethics “State of the Agency” report was provided in the Committee packet. Kent Swagler, Director Corporate Compliance and Ethics, provided a brief overview. The presentation provided the current state of the Agency with respect to meeting its documented compliance requirements for calendar year 2017. Current status of compliance and ethics programs, initiatives, and training programs were discussed. Compliance status and results of

division reviews across the entire Agency were also presented. This report was informational only, and no further Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

15. Unscheduled Business

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

16. Call of Dates for Future Committee Meetings

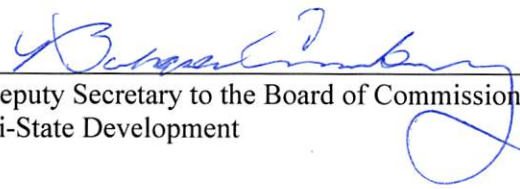
8:35 a.m. The Board was advised of the upcoming meetings, as follows:

Board Meeting:	Friday, February 23, 2018, 8:00 a.m.
Operations Committee:	Tuesday, March 13, 2018, 8:00 a.m.
Audit, Finance & Administration Committee:	Tuesday, March 27, 2018, 8:00 a.m.

17. 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)(15); Rail, Bus, or Facilities Safety and Accidents under §10.080(D)(16) or Protected by Law under §10.080(D)(17).

8:36 a.m. Pursuant to the requirements of Section 10.080 (D) (1), (9), (10), (11) 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 Schoemehl and seconded by Commissioner Brown. A roll call vote was taken and the Commissioners present, Holman, Gully, Schoemehl, and Brown voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned at 8:36 a.m.**



Deputy Secretary to the Board of Commissioners
Bi-State Development

Open Session

8

**Bi-State Development
Board of Commissioners
Agenda Item
February 23, 2018**

From: John M. Nations, President and Chief Executive Officer
Subject: **MetroLink Structures Inspection Program Engineering Services**
Disposition: Approval
Presentation: Raymond A. Friem, Executive Director Metro Transit; Scott D. Grott, General Manager MetroLink; and Larry B. Jackson, Executive Vice President – Administration

Objective:

To recommend to the Board of Commissioners for approval, a request to authorize the President and CEO to execute a contract with Juneau Associates, Inc. P.C. for MetroLink structure inspection program engineering services.

Committee Disposition:

This matter was presented and discussed during the Executive Session of the Operations Committee Meeting on January 16, 2018. At the time of the Committee meeting, negotiations were ongoing, and the contract had not been finalized with Juneau Associates, Inc. P.C., the top scoring bidder. The Committee was advised that since negotiations would be completed by the end of January, the matter would be presented for final approval during the Open Session at the February 23, 2018, Board Meeting.

The Committee voted to recommend that the Board of Commissioners approve the request to enter into a contract with Juneau Associates, Inc. P.C.

Board Policy:

Board Policy *Chapter 50, Section 50.010(E)(1)(a)* requires the Board of Commissioners to approve all Competitive Negotiation Procurements which exceed \$500,000.

Funding Source:

This project is funded 100% through Operational funds.

Background:

The *MetroLink Standard for Structures Inspection and Maintenance* has been developed in conformance with industry guidelines and state/federal regulatory requirements. The standard provides the basis for continuing inspections of MetroLink alignment structures.

The standard details the structure types to be inspected, documentation necessary for reporting, schedule guidelines for inspection, methods of performing inspections and requires assessment of risk to facilitate prioritization of capital investment requirements. The documentation of the structures also forms a basis for planning emergency operations in the event of collision, earthquake, or other hazards.

The MetroLink Structures Inspection Program (**SIP**) is managed within the MetroLink Maintenance of Way Department under the direction of the Structure Inspection Program Manager. Metro has historically retained the services of an engineering firm to provide the majority of required expertise to conduct the required inspections, but continues to expand its own capabilities to perform some of these inspection with qualified internal staff.

The current MetroLink Structures Inspection Program Engineering Services is a 5-year contract set to expire in early 2018. During late 2017, a procurement was entered into to renew these services for the period 2018-2022.

The selection process of the engineering firm for this project follows the two-part selection process through the use of the Brooks Act method in accordance with FTA requirements.

Analysis:

Request for Proposal Number 18-RFP-104788-DGR, was issued on October 20, 2017, requesting proposals from qualified firms to provide the required services. Three proposals were received by the proposal due date. A cross-functional team consisting of representatives from Safety, Operations, and Maintenance-of-Way individually evaluated the technical proposals based on the responses to the evaluation criteria presented in the solicitation. A consensus meeting was held on December 8, 2017, to allow the evaluators a chance to discuss the outcome of the individual scores. The committee agreed that interviews were not necessary.

Evaluation scores for the three received proposals (500 points is the maximum possible score):

Juneau Associates, Inc.:	450.5
Jacobs Engineering Group:	366.5
TranSystems Corporation:	295.0

The Brooks Act process allows for the selection of the highest-ranking firm based on the final ranking of scores. Negotiations may then be held with the highest-ranking firm. Metro negotiated with Juneau Associates Inc. P.C., the highest ranked firm.

A Disadvantaged Business Enterprises (**DBE**) goal of 16% was established for this contract. A Notice of Intent to Award is anticipated in February 2018, pending Board approval, and with a Notice to Proceed anticipated in mid-March.

The approved budget includes sufficient funds for performing structure inspections in order to comply with the intensity and frequency of inspections detailed in the *MetroLink Standard for Structures Inspection and Maintenance*.

Board Action Requested:

Approval of the Board of Commissioners to authorize the President and CEO and his designees to enter into a two-year contract with Juneau Associates, Inc. P.C., with three one-year options in the not-to-exceed amount of \$4,447,928.72, and to award monetary and administrative contract modifications as needed. Option years will be awarded at Metro's discretion if the following criteria are met:

- Funding is available;
- The performance of the contract is satisfactory;
- The exercise of the option is in accordance with the terms and conditions of the option stated in the initial contract awarded; and
- The option price is determined to be better than prices available in the market or that the option is the more advantageous offer at the time the option is exercised.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
AWARDING A CONTRACT TO JUNEAU ASSOCIATES, INC. P.C. FOR
METROLINK STRUCTURES INSPECTION PROGRAM ENGINEERING
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, the *MetroLink Standard for Structures Inspection and Maintenance* has been developed in conformance with industry guidelines and state and federal regulatory requirements. The MetroLink Structures Inspection Program is managed within the MetroLink Maintenance of Way Department and has historically retained the services of an engineering firm to provide the majority of the required expertise to conduct the required inspections; and

Whereas, Request for Proposal 18-RFP-104788-DGR was issued on October 20, 2017 seeking proposals from qualified firms to perform the required inspections and services; and

Whereas, three proposals were received and evaluated by a committee that consisted of members from Safety, Operations and Maintenance of Way. A consensus meeting was held on December 8, 2017 and Juneau Associates, Inc. P.C. received the highest ranking score; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the award to Juneau Associates, Inc. P.C., for a two (2) year contract with three (3) one-year options at BSD’s discretion, in a not to exceed amount of \$4,447,928.72 for MetroLink Structures Inspection Program engineering services, and to award administrative contract modifications as needed, 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 procurement contract award to Juneau Associates, Inc. P.C., for a two (2) year contract with three (3)

one-year options at BSD's discretion, in a not to exceed amount of \$4,447,928.72 for MetroLink Structures Inspection Program engineering services, and to award administrative contract modifications as needed, 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 Juneau Associates, Inc. P.C.

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 23rd day of February, 2017.

In Witness Whereof, the undersigned has hereto subscribed his 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 _____
Deputy Secretary to the Board of Commissioners

Open Session

9

**Bi-State Development
Board of Commissioners
Agenda Item
February 23, 2018**

From: John M. Nations, President and CEO
Subject: Adoption of a Board Policy and Leasing Standards for Airport Operations
Disposition: Approval
Presentation: Erick Dahl, St. Louis Downtown Airport Director

Objective:

To recommend to the Board of Commissioners for approval, a Board Policy and Leasing Standards to provide for the operations of St. Louis Downtown Airport (**Airport**).

Committee Disposition:

This item was presented and discussed at the Operations Committee Meeting on January 16, 2018. The Committee voted to recommend that the Board of Commissioners approve the Adoption of a Board Policy and Leasing Standards for Airport Operations.

Board Policy:

Section 40.040 of the current Collected Board Policies, *Real Property Leasing*, addresses leasing and disposition of Agency real property; however, no Board Policy exists for the operation of the Airport.

Funding Source:

No Agency funds are required.

Background:

No Agency policy exists for the operation of the Airport. Policies do exist for the approval of leases, licenses and disposition of Agency real property located at the Airport. The proposed new policy will provide guidance for Airport Operations, Airport Leasing Standards, and Regulation of Conduct at the Airport.

Unique policy considerations involved in the leasing of real property at the Airport are not reflected in the current Board Policy Section 40.040 – *Real Property Leasing*. Further, the current policy does not address that the Agency has taken advantage of a unique infrastructure program sanctioned by the Federal Aviation Administration (FAA) of the U.S. Department of Transportation for the development of aeronautical activities at the Airport.

Analysis:

Airport Rates, Fees and Charges

The proposed new policy provides, in accordance with Federal Aviation Administration policies, that the operations of the Airport be as self-sufficient as possible and that the rates, fees and charges be set to accomplish this goal to the extent feasible.

The proposed new policy is generally modeled upon Chapter 90 *Transit Operations* and provides that the Board of Commissioners shall consider rates, fees, and charges, the attraction of new activities, the retention of existing activities, the Airport's financial goals, the regional environmental, economic, development, energy, conservation, and planning goals, and not have a disparate impact on racial and ethnic minorities, and shall not in any manner intentionally discriminate against any particular group of persons.

The proposed new policy provides that the Board of Commissioners shall annually establish and revise the rates, fees and charges for activities at the Airport.

Airport Leasing Standards

In addition to compliance with federal, state, and local law, the lease of Airport real property must satisfy the requirements of Airport Compliance Manual, Order 5190.6B (effective date September 30, 2009) (**Manual**), and Chapter 12, Review of Aeronautical Lease Agreements (**Guidance**), issued by the FAA.

The proposed new policy provides that the Board of Commissioners shall establish and revise Leasing Standards for the Airport. The proposed Leasing Standards for consideration by the Board of Commissioners have been prepared by the Airport Director and reflects long-standing Agency practices and requirements.

Airport Infrastructure Lease

For property located at the Airport, the Agency may engage in a unique lease arrangement where it provides unimproved or improved property for development and requires lessees to invest in construction of the necessary improvements, including hangars, business facilities, pavements, utilities and other infrastructure (**Infrastructure Lease**). Agency staff believes it prudent to establish a policy governing the conditions for entering into an Infrastructure Lease and, therefore, has provided minimum requirements in the proposed Leasing Standards.

Pursuant to an Infrastructure Lease, the Agency leases property upon which the lessee constructs at its expense the needed infrastructure for a term which permits amortization of the expense of the infrastructure and a fair and reasonable rate of return. The Agency vests ownership of the improvements under the lease over the lease term and the Agency becomes the owner of any improvements at the end of the lease term. Near the end of the lease term, the lessee constructed facilities and improvements are appraised (land value is not included in the appraisal as the land value is determined by the Agency's established Airport land rental rate). The Agency pays for the cost of two appraisals, one appraiser selected by the Agency and one chosen by the lessee. If the appraised values are similar, the new annual fair market value facility/improvement rent is determined as a percentage of the average appraised value. In the event the two appraised values vary significantly, the fair market value may be determined by an additional review appraiser or through an amount negotiated with the lessee. At the conclusion of the lease term, once the fair market value is established, the lessee has the option of continuing to occupy the facilities at the new fair market value rental rate plus the established land rental rate.

If the lessee provides additional infrastructure (above the original investment in improvements) the Agency vests ownership of the improvements in the lessee and extends the date on which title to the improvements reverts to the Agency. In the past, the Agency has also granted vesting period extensions to lessees for investments that add to the value of the respective leasehold improvements or in return for other capital improvements for the Airport (e.g., an expansion or renovation of a lessee facility or construction of infrastructure on Airport property such as additional roadways, parking lots or taxi lanes).

Policy considerations arising from FAA requirements and state law with respect to public funds applicable to an Infrastructure Lease are not present in other Agency real property leases.

FAA Policy. The FAA has issued the Manual and the Guidance to provide instructions for developing and leasing airport property.

FAA policies provide that the lease must be long enough for the lessee to be able to amortize the investment the lessee makes in improvements and secure a fair and reasonable rate of return, but not so long as to unnecessarily restrict the options available to the Agency to develop and improve the airport in the future.

State Law. In addition to FAA guidance, attention must be paid to state law requirements regarding the use of public funds. Specifically, the Illinois Constitution requires that public funds be used for a public purpose and any private benefit be only incidental. The funds used for the infrastructure development come originally from the lessees. At the end of the respective lease term and amortization of the respective development costs by the lessee, title reverts to the Agency under the terms of the lease. At that point, the infrastructure becomes public property and any extension of the lease or the vesting term must satisfy state law requirements.

The improvements have been constructed for a public purpose. The Airport Rules and Regulations and the Leasing Standards for the Airport require that the lessee operate the premises for the use and benefit of the public, furnish services on a fair, equal, and non-discriminatory basis to all users, and charge fair, reasonable, and non-discriminatory prices for each sale or service. While a lessee may benefit incidentally from the improvements that it constructs on Agency property in that it is not required to pay to occupy the improvements until it has recovered the value of the improvements, the construction of the improvements serves the public interest in providing improvements on Agency property that would not otherwise be constructed. The Agency is indirectly paying a lessee to construct the improvements in that it is not charging the lessee any rent for the improvements until the lessee has amortized its cost and secured a fair and reasonable rate of return. The Infrastructure Lease, as an incentive to the construction of such improvements, complies with the Illinois Constitution because it serves the public interest by improving the Agency's property and attracts aviation commerce to the region. Moreover, to the extent that private funds are used to construct the infrastructure on land leased from the Agency, during the cost amortization period the Agency is not granting public funds for a private use.

Regulation of Conduct at the Airport

The proposed new policy is generally modeled upon Chapter 90 *Transit Operations*, and provides that the conduct of persons at the Airport shall be regulated to ensure the safety of persons and the protection of Agency property.

The proposed policy also provides that in accordance with long-standing Agency practice, the Airport Director is authorized to establish, revise, and enforce rules and regulations for the use and operation of the Airport and perform an annual inspection of buildings and structures located at the Airport.

Board Action Requested:

It is recommended that the Board of Commissioners approve 1) the Proposed Chapter 130 of the Collected Policies of the Agency, *Airport Operations*; and 2) the Proposed Leasing Standards for Operation of the St. Louis Downtown Airport.

In addition it is recommended that the Chair of the Board of Commissioners designate that the proposed Board Policy - Chapter 130 *Airport Operations*, **not** be tabled pursuant to *Article VI(D)* of the Board Policies, as it is in the best interest of the Agency that this Board Policy be approved at the Board Meeting on February 23, 2018.

Attachments:

1. Proposed Chapter 130 of the Collected Policies of the Agency, *Airport Operations*
2. Proposed Leasing Standards for Operation of the St. Louis Downtown Airport

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY OF
THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
ADOPTION OF BOARD POLICY CHAPTER 130 – AIRPORT OPERATIONS,
AND THE AIRPORT LEASING STANDARDS**

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”); 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 make suitable rules and regulations consistent with its mission and not inconsistent with the constitution or laws of either state, or any political subdivision thereof; and

Whereas, Article VI of the Bylaws – Board Policies of the Agency, provides that any action by the Board establishing policy, administrative, business, or otherwise, shall be known as “Board Policies” and that the Board may adopt, amend or repeal, in whole or in part, the Board Policies at any meeting of the Board, except that unless otherwise designated by the Chair, all Board Policies shall be tabled for a period of one month and shall become effective upon adoption by the Board; and

Whereas, in 1965 the Agency purchased the Parks Metropolitan Airport creating the St. Louis Downtown Airport (“Airport”); and

Whereas, Board Policy Section 40.040 of the current Collected Board Policies, *Real Property Leasing*, addresses leasing and disposition of Agency real property, however no Board Policy exists for the operation of the Airport; and

Whereas, the proposed new policy, Chapter 130 – Airport Operations, will provide guidance for Airport Operations, Airport Leasing Standards and the Regulation of Conduct at the Airport; and

Whereas, unique policy considerations involved in the leasing of real property at the Airport are not reflected in the current Board Policy Section 40.040 – *Real Property Leasing*. Further the current policy does not address that the Agency has taken advantage of a special infrastructure program sanctioned by the Federal Aviation Administration (FAA) of the U.S. Department of Transportation for the development of aeronautical activities at the Airport; and

Whereas, the proposed new policy provides in Section 130.040 (B) that the Board of Commissioners shall establish and revise Leasing Standards for the Airport; and

Whereas, the proposed new policy was presented to the Board of Commissioners Operations Committee on January 16, 2018 and it was requested that the Board waive tabling the proposed new policy so that it is effective upon Board approval; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to authorize and approve the new Board Policy Chapter 130 – Airport Operations and the Leasing Standards for Operation of the St. Louis Downtown Airport, and that the Board waive tabling of the new policy so that it is effective upon Board approval, 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 as fully and completely as if set out in full in this Section 1.

Section 2. Approval of New Airport Board Policy and Airport Leasing Standards. The Board of Commissioners hereby authorizes and approves the new Board Policy Chapter 130 – Airport Operations and the Leasing Standards for Operation of the St. Louis Downtown Airport, (as provided in the Attachments to the Briefing Paper and made a part hereof) and waives tabling of the new Board Policy Chapter 130 – Airport Operations so that it and the Leasing Standards for Operation of the St. Louis Downtown Airport are effective upon Board approval, 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 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, 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 23rd day of February, 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 _____

Its _____

[SEAL]

ATTEST:

By _____
Deputy Secretary to the Board of Commissioners

Open Session 9
Attachment 1

COLLECTED BOARD POLICIES

OF THE

BI-STATE DEVELOPMENT AGENCY

OF THE

MISSOURI-ILLINOIS METROPOLITAN DISTRICT

Chapter 130. Airport Operations

<u>Section</u>	<u>Page</u>
Section 130.010. General	130-1
Section 130.020. Definitions	130-1
Section 130.030. Airport Rates, Fees and Charges	130-3
Section 130.040. Airport Leasing Standards	130-4
Section 130.050. Airport Real Property Leasing	130-4
Section 130.060. Regulation of Conduct at the Airport	130-6

Section 130.010 General

In 1965 the Agency purchased the Parks Metropolitan Airport creating the St. Louis Downtown Airport (the "Airport"). Since 1965 the Airport has expanded with new runways capable of landing larger aircraft, new hangars capable of storing some of the largest aircraft in operation, and has become one of the busiest airports not just in the St. Louis Metropolitan Region but in the state of Illinois.

Today the Airport, either directly at the Airport or indirectly in the region, provides a significant and vital economic impact to the local economy and does so without the benefit of local taxpayer support. The Airport is one of the primary economic engines in Southwest Illinois and strives to continue to generate more business, more economic opportunities, and be the benchmark for successful airports in the nation.

Section 130.020 Definitions

1. "Agency" means the Bi-State Development Agency, an interstate compact agency created by the States of Missouri and Illinois and approved by the United States Congress.

2. "Airport" means the area described on Appendix A of the St. Louis Downtown Airport, Airport Layout Plan.

3. "Airport Director" means the employee of the Agency responsible for general supervision of the operation and development of the Airport.
4. "Airport Utility Easement" means a public utility easement for the provision of gas and electric service at the Airport.
5. "Consideration" means payment of money, or provision of goods or services of value.
6. "Consumer Price Index" means the Consumer Price Index of All Urban Consumers for all US cities on average for all items not seasonally adjusted with a base between 1982-1984 ("CPI"). May be recognized as series ID CUUR0000SA0.
7. "Easement" means a non-possessory interest right in real property.
8. "FAA" means Federal Aviation Administration.
9. "Hangar" means any structure built primarily to accommodate the in-door storage of aircraft.
10. "Infrastructure Lease" means a lease in which the Agency provides unimproved or improved Real Property for investment in the construction of hangars, business facilities, utilities, or other structures.
11. "Lease" means an agreement granting or receiving an exclusive right of possession of real or personal property for a certain limited period of time in exchange for consideration.
12. "Leasehold" means the holding of property under lease.
13. "Leasehold Improvements" means capital improvements to property under lease.
14. "License" means a privilege to use real or personal property by license or other similar agreement.
15. "Master Development Lease" means a controlling lease in which the Agency provides unimproved or improved real property under which the Lessee sub-leases the Leasehold, or a portion of the Leasehold, for a period not to exceed the existing term.
16. "Person" means an individual, a partnership, a corporation, an association, an unincorporated organization, or a government or political subdivision thereof.
17. "Personal Property" means property except land, buildings and structures.
18. "Real Property" means land, buildings and structures.

19. "Portable Hangar" means a Hangar for aircraft storage and maintenance that is not affixed to land and is personal property.

20. "Portable Hangar Agreement" means an agreement for rental of a Portable Hangar space at the Airport.

21. "Reversion" means the process by which title to private Leasehold Improvements are transferred from the private party to the Agency.

22. "Reversion Date" means the date when reversion takes place.

23. "Sponsor" means the person or entity recognized by the FAA that owns the airport. In the case of the Airport, the Agency is the Sponsor.

24. "T-Hangar" means a Hangar in a shape which resembles the letter "T".

25. "T-Hangar Agreement" means an agreement for rental of a T-Hangar space at the Airport.

26. "Tie-Down" means a dedicated space for an aircraft to park out-side on an apron/ramp.

27. "Tie-down Agreement" means an agreement for rental of an aircraft Tie-Down space at the Airport.

28. "Vesting" means the process by which title to private capital improvements is held by the private party which constructed or improved the capital improvements.

Section 130.030 Airport Rates, Fees and Charges

A. Policy. It is the policy of the Agency, as Sponsor of the Airport, that the operations of the Airport be as self-sufficient as possible and that the rates, fees and charges be set to accomplish this goal to the extent feasible. In evaluating the rates, fees and charges, the Board shall consider the impact upon the attraction of new activities, the retention of existing activities, and the Airport's financial goals. The Board shall consider the impact of proposed changes on the regional environmental, economic, development, energy, conservation, and planning goals. The structure of the rates, fees and charges shall not have a disparate impact on racial and ethnic minorities, and shall not in any manner intentionally discriminate against any particular group of persons. The rates, fees and charges shall meet all applicable regulatory and legal requirements.

B. Authorization. The Board of Commissioners shall annually establish and revise rates, fees and charges for operations and activities at the Airport.

Section 130.040 Airport Leasing Standards

A. Policy. The Agency shall ensure that the proposed lease of Airport real property satisfies the requirements of the Airport Compliance Manual, Order 5190.6B (effective date September 30, 2009), and Chapter 12, Review of Aeronautical Lease Agreements, issued by the Federal Aviation Administration ("FAA"); federal, state and local law; and Agency policies and regulations.

B. The Board of Commissioners shall establish and revise Leasing Standards for the Airport.

Section 130.050 Airport Real Property Leasing

A. Policy.

1. Rate of Return. The Agency shall obtain a fair market rate of return on any Agency-owned Real Property that is subject to an Airport Lease, and shall negotiate terms and conditions that will continue to sustain a fair rate of return by means of rent review, Consumer Price Index adjustments, appraisals, or the application of percentage rents to grow income. The rate of return shall be based upon the highest rate commensurate with the designated public use. Rental rates shall be established based upon a current appraisal, comparative studies, or past rents received.

2. Selection of Lessee. Lease proposals shall be evaluated in terms of the Leasing Standards approved by the Board of Commissioners, the consideration offered in the form of rent, or in the form of value provided through goods or services; Lessee's financial capability; Lessee's expertise regarding the development and operation of the proposed Leasehold; the nature of the proposed development; and any special public benefits to be derived. Under no circumstances shall a Lessee's proposed Leasehold involve the conduct of activities or operations adverse to the interests or operation of the Airport or the Agency.

3. Infrastructure Lease. An Infrastructure Lease, including a Master Development Lease, must satisfy the following conditions:

(a) an obligation of the Lessee to construct or improve at its own expense Leasehold Improvements which are specifically described;

(b) an agreement that title to the Leasehold Improvements would vest in the Lessee for the term of the Lease which would not exceed the period required to amortize the investment of the Lessee in the Leasehold Improvements and secure a fair and reasonable rate of return;

(c) an obligation of Lessee to secure prior written consent of the Agency before undertaking any Leasehold Improvements, including alterations, additions, and improvements to any structure or the Leasehold;

(d) an agreement that at the end of the term of the Lease, title to any such Leasehold Improvement shall revert to the Agency;

(e) an obligation of the Lessee to operate the Leasehold for the use and benefit of the public;

(f) an agreement that any such Leasehold Improvement will be used only for aeronautical activities as defined by the FAA;

(g) a requirement for two independent appraisals of the Leasehold Improvement near the end of the Lease term for determination of a fair market value rental for any extension of the Lease term; and

(h) an option of the Lessee to (a) extend the Lease term upon the payment of a newly determined land and improvements rent or (b) an extension of the date upon which title reverts to the Agency in consideration of additional Leasehold Improvements at the expense of the Lessee.

B. Authorization.

1. The Board of Commissioners shall approve (a) the grant or extension of Infrastructure Leases; and (b) the grant or extension of Leases in which (i) the Agency is the lessor or landlord and the consideration for the Lease is estimated to exceed \$250,000 in any year during the term of the Lease; or (ii) the Agency is the lessee or tenant and the consideration for the Lease is estimated to exceed \$250,000 in any year during the term of the lease.

2. The President & CEO is authorized to approve Leases in which (a) the Agency is the lessor or landlord and the consideration for the Lease is estimated to be up to \$250,000 in any year during the term of the lease; or (b) the Agency is the lessee or tenant and the consideration for the lease is estimated to be up to \$250,000 in any year during the term of the lease.

3. The Vice President of Economic Development is authorized to approve the grant or extension of Leases in which (a) the Agency is the lessor or landlord and the consideration for the lease is estimated to be a maximum of \$100,000 or less in any year during the term of the Lease; or (b) the Agency is the lessee or tenant and the consideration for the lease is estimated to be a maximum of \$100,000 or less in any year during the term of the lease.

4. (a) The Board of Commissioners shall approve all Airport Utility Easements and Airport Temporary Construction Easements and any Airport Easement or License where the consideration for such Easement or License is estimated to exceed \$250,000.

- (b) The President & CEO is authorized to approve all Airport Utility Easements and Airport Temporary Construction Easements and any Airport Easement or a License where the consideration for such easement or license is estimated at up to \$250,000.
- (c) The Vice President of Economic Development is authorized to approve all Airport Utility Easements and Airport Temporary Construction Easements and any Airport Easement or a License where the consideration for such easement or license is estimated to be \$100,000 or less.

5. The Airport Director is authorized to approve all T-Hangar and Tie Down Agreements.

Section 130.060 Regulation of Conduct at the Airport

A. Policy. It is the policy of the Board of Commissioners that consistent with federal, state and local law, the conduct of persons at the Airport shall be regulated to ensure the safety of persons and the protection of Agency property. Consistent with the laws of the State of Illinois, the Agency may employ security personnel to enforce state laws, local ordinances, and Agency regulations pertaining to the regulation of conduct upon the Airport.

B. Adoption of Rules and Regulations. The Airport Director is authorized to establish, revise and enforce rules and regulations for the use and operation of the Airport with the approval of the President and CEO.

C. Annual Inspection. The Airport Director, or his or her designee, shall make an annual inspection of all Leasehold Improvements, including hangars, buildings and structures and submit a report to the President and CEO.

Adopted by the Board of Commissioners
_____, 2018

Open Session 9
Attachment 2

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

LEASING STANDARDS FOR ST. LOUIS DOWNTOWN AIRPORT

1. All leases will contain the following clauses:
 - a. Lessee agrees to operate the premises leased for the use and benefit of the public.
 - (i) To furnish good, prompt and efficient services adequate to meet all the demands for its service at the Airport.
 - (ii) To furnish said service on a fair, equal and non-discriminatory basis to all users thereof.
 - (iii) To charge fair, reasonable, and non-discriminatory prices for each unit of sale or service, provided that the Lessee may be allowed to make reasonable and non-discriminatory discounts, rebates, or other similar types of price reductions to volume purchasers.
 - (iv) The Lessee, his or her agents, and employees will not discriminate against any person or class of persons by reason of race, color, creed or national origin in providing any services or in the use of any of its facilities provided for the public, in any manner prohibited by Part 21 of the Regulations of the Office of the Secretary of Transportation which implements Title VI of the Civil Rights Act of 1964. The Lessee further agrees to comply with such enforcement procedures as the United States might demand that the Lessor take in order to comply with the Sponsor's Grant Assurances.
 - (v) It is clearly understood by the Lessee that no right or privilege has been granted which would operate to prevent any person, firm, or corporation operating aircraft on the Airport from performing any services on its own aircraft with its own regular employees (including, but not limited to, maintenance, repair, and fueling) that it may choose to perform.
 - (vi) The Lessee, his agents and employees will not conduct operations or activities adverse to the interests or operation of the Airport or the Agency.
 - (vii) It is to be specifically understood and agreed that nothing herein contained shall be construed as granting or authorizing the granting of an exclusive right within the meaning of Title 49 USC Subtitle VII, as amended.
 - (viii) Lessor reserves the right to further develop or improve the landing area and all other publicly owned properties and facilities of the Airport as it sees fit, regardless of the desires or views of the Lessee, and without interference or hindrance.

(ix) Lessor reserves the right, but shall not be obligated to Lessee, to maintain and keep in repair the landing area of the Airport and all publicly owned facilities of the Airport, together with the right to direct and control all activities of Lessee in this regard.

(x) During the time of war or national emergency Lessor shall have the right to lease the landing area or any part thereof to the United States Government for military, naval, or disaster use and, if such lease is executed, the provisions of this instrument insofar as they are inconsistent with the provisions of the lease to the Government, shall be suspended.

(xi) Lessor reserves the right to take any action it considers necessary to protect the aerial approaches of the Airport against obstruction, together with the right to prevent Lessee from erecting, or permitting to be erected, any building or other structure on or adjacent to the Airport which, in the opinion of the Lessor, would limit the usefulness of the Airport or constitute a hazard to aircraft or Airport operations.

(xii) Any executed lease shall be subordinate to the provisions of any existing or future agreement between Lessor and the United States, relative to the operation or maintenance of the Airport, the execution of which has been or may be required as a condition precedent to the expenditure of Federal funds for the development of the Airport.

2. All Lessees shall furnish satisfactory evidence of insurance coverage and conditions using the Airport provided "*Insurance Requirements Form*".

Adopted by the Board of Commissioners
February 23, 2018

**Bi-State Development
Agenda Item
Board of Commissioners
February 23, 2018**

From: John M. Nations, President and Chief Executive Officer
Subject: **Compliance and Ethics “State of the Agency”**
Disposition: Information
Presentation: Kent W. Swagler, Director of Corporate Compliance and Ethics

Objective:

To update the Board of Commissioners on the “State of the Agency” for Bi-State Development’s (BSD) Corporate Compliance and Ethics requirements and programs.

Committee Disposition:

This item was presented and discussed at the Audit, Finance & Administration Committee meeting on January 26, 2018, and will be presented to the Board of Commissioners on February 23, 2018, for information only.

Board Policy:

Chapter 100 Compliance Program. Although not required by a specific Board Policy, best practice dictates that the Director of Corporate Compliance and Ethics provide an annual update on the status of compliance and ethics requirements, issues, and programs.

Funding Source:

Funding is provided through operating funds.

Background:

The enclosed presentation will provide the current state of the Agency with respect to meeting its documented compliance requirements for calendar year 2017. Current status of compliance and ethics programs, initiatives, and training programs will also be presented.

Analysis:

Analysis to be presented will include compliance requirements status and results of division reviews across the entire Agency.

Board Action Requested:

None. This item is for information only.

Attachment:

1. Compliance and Ethics “State of the Agency” presentation as of December 31, 2017.

Open Session 10
Attachment



BI•STATE
DEVELOPMENT

Corporate Compliance & Ethics “State of the Agency” Report

As of December 31, 2017

Kent Swagler CCEP
Director, Corporate Compliance
Direct line (314) 923-3097
Cell (618) 789-5174
kswagler@bistatedev.org

Agenda

- Consolidated Compliance Requirements Reviews
- Employee Policy Compliance Update
- Compliance and Ethics Training Program Update
- Records Retention Reviews
- Payment Card Industry (PCI) Compliance Update
- Other Accomplishments

Consolidated Compliance Requirements List

Lists requirements with associated statute / regulatory references, required report status, and review status

- Reviewed/updated associated statute / regulatory references for all 336 requirements
 - 38 updated statutes; no changes to compliance requirements
- 2017 annual review completed; **96.2%** compliant
 - Issues identified, resolved, and closed with 14 requirements (up from 4 in 2016)
 - all dealing with inspection completion, documentation updates)
- BSD HIPAA annual self-assessment: No discrepancies
- **Overall Rating for 2017: Compliant**

Employee Policy Compliance Update

- Updated 146 policies/procedures in policy system to have minimum two-year currency review cycle to ensure they comply with any statute or regulator updates
- All new employees receive email complete required policy readings
- 2014: Over 1,100 uncompleted readings aged over 18 months
- Now in 2017: All readings completed with average age < 30 days
- Policy reading and training records key in substantiating disciplinary actions, suspensions, and/or terminations for 17 BSD employee grievance/legal proceedings
 - Averted ~\$1.6M in additional settlements in 2017
 - 31 total proceedings, ~\$3.0M since 2011
- **Overall Rating for 2017: Compliant**

Compliance and Ethics Training Program

Completed training:

- Corporate Compliance and Ethics/Workplace Violence Prevention (337 employees):
 - Salaried employees (102)
 - Arch employees (19)
 - MetroLink and Call-A-Ride Operators (68)
 - MetroBus Operators (148)
- Information Security/Records Management: 100%
 - 81 department managers (up 15 from 68); annual training conducted in Sept – Nov 2017
 - HIPAA training included TSMs and Dispatchers
- **Overall Rating for 2017: Compliant**

Compliance and Ethics Training Program

E-Learning Management System (eLMS) Initiative Update

- 2015 System Safety Office (SSO) Security Protective Measures Audit identified:
 - Several training departments exist across entire Agency:
 - MetroBus/Call-a-Ride Van, MetroLink, Mechanics; and
 - Agency-wide training (Compliance & Ethics, Safety, Emergency Management)
 - Each department that performs required training for their employees tracks this training separately
- Audit Recommendation: Corporate Compliance and Ethics Department investigate the feasibility of a centralized database to track training to ensure all training is done timely and no employee is missed

Compliance and Ethics Training Program

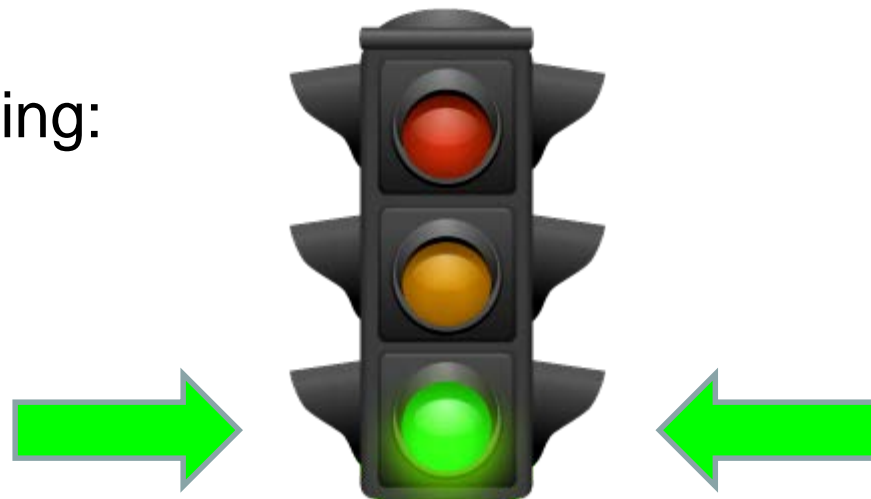
- eLMS expanded to Talent Management RFP; Original RFP cancelled;
 - Server-based solution 3-5 times the cost of cloud-based solution;
 - Employee Hiring, Performance Management, and Succession Planning requirements added
- RFP awarded to Saba/Halogen
 - Cloud-based solution with extensive mobile device access capabilities;
 - Full data integration with existing Oracle HR applications
 - 50% the cost of Oracle cloud solution
- Estimated project timeline: 8 months beginning January 2018

Payment Card Industry (PCI) Compliance Update

- Project Scope:
 - Identify how BSD stores, transmits, processes payment card data
 - Identify areas of high risk (both for data breach and for compliance)
 - Identify actions for closing gaps and reaching compliance
 - Complete actions for initial gap analysis: December 31, 2017
- Current Status:
 - Initial gap analysis completed: Immediate gaps identified, corrective actions and procedures implemented
 - 46 PCI policy requirements must be created or incorporated into existing Agency policies; 26 of 46 drafts incorporated into 4 existing and 3 new policies
 - PCI implementation requires separating PCI applications/systems onto separate network, setting up transaction logging / monitoring; Project now working on funding requests

Final Compliance Evaluation Rating for 2017

- Corporate Compliance Requirement: **Compliant**
- Adherence to Policies and Procedures: **Compliant**
- Employee Training Completion: **Compliant**
- Records Retention and Information Security: **Compliant**
- Overall Rating:



Open Session

11

2018 QUARTERLY FINANCIAL STATEMENTS

First Quarter

Ending September 30, 2017



**BI-STATE
DEVELOPMENT**

Bi-State Development of the Missouri-Illinois
Metropolitan District



To: John M. Nations
President and Chief Executive Officer

A handwritten signature in black ink, appearing to read "Kathy Klevorn".

From: Kathy S. Klevorn
Senior Vice President Finance and CFO

Date: October 26, 2017

Subject: Bi-State Development Financial Statements – September 2017

Enclosed is the financial statement package for September 30, 2017. 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 \$1.44 billion and income before depreciation of \$8.4 million for the three months ending September 30, 2017. 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 \$10.8 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 three months ended September 30, 2017, BSD has income before depreciation of \$8.4 million compared to a budget of \$9.4 million for a negative variance of \$0.9 million. Metro represents most of BSD's income before depreciation.

Table 1
BSD Combined Net Income (Loss) before Depreciation

	Year-to-Date				
	Actual	Budget	Prior Year	\$ Var Bgt	\$ Var Prior Yr
Enterprise Funds					
Executive Services	\$ 232,826	\$ 261,039	\$ 302,574	\$ (28,213)	\$ (69,748)
Gateway Arch Tram	510,911	1,104,304	1,039,951	(593,393)	(529,040)
Metro	8,892,156	8,083,068	7,044,903	809,088	1,847,253
St. Louis Downtown Airport	36,110	14,446	(38,424)	21,664	74,534
Riverfront Attractions	579,811	552,381	499,884	27,430	79,927
St. Louis Regional Freightway	(172,314)	(179,097)	(60,025)	6,783	(112,289)
BSD Research Institute	49,922	(12,870)	(41,477)	62,792	91,399
Arts In Transit, Inc.	29,138	(12,699)	27,811	41,837	1,327
Total Enterprise Funds	\$ 10,158,560	\$ 9,810,572	\$ 8,775,197	\$ 347,988	\$ 1,383,363
Self-Insurance Funds					
Health	(2,712,519)	(8,686)	(174,468)	(2,703,833)	(2,538,051)
Casualty	250,769	(146,919)	(182,530)	397,688	433,299
Workers' Compensation	720,835	(294,211)	54,018	1,015,046	666,817
Total Self-Insurance Funds	\$ (1,740,915)	\$ (449,816)	\$ (302,980)	\$ (1,291,099)	\$ (1,437,935)
Total Government Wide	\$ 8,417,645	\$ 9,360,756	\$ 8,472,217	\$ (943,111)	\$ (54,572)

Table 2 takes into account the impact of depreciation on the financial position of all enterprises resulting in a cumulative \$10.8 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	\$ 232,826	\$ 260,429	\$ 302,346	\$ (27,603)	\$ (69,520)
Gateway Arch Tram	400,072	1,048,505	1,036,165	(648,433)	(636,093)
Metro	(10,054,742)	(10,006,846)	(11,575,288)	(47,896)	1,520,546
St. Louis Downtown Airport	(317,093)	(372,660)	(412,861)	55,567	95,768
Riverfront Attractions	515,430	473,527	435,033	41,903	80,397
St. Louis Regional Freightway	(172,314)	(179,097)	(60,025)	6,783	(112,289)
BSD Research Institute	49,922	(12,870)	(41,477)	62,792	91,399
Arts In Transit, Inc.	29,138	(12,699)	27,811	41,837	1,327
Total Enterprise Funds	\$ (9,316,761)	\$ (8,801,711)	\$ (10,288,296)	\$ (515,050)	\$ 971,535
Self-Insurance Funds					
Health	(2,712,519)	(8,686)	(174,468)	(2,703,833)	(2,538,051)
Casualty	397,433	615	(60,396)	396,818	457,829
Workers' Compensation	874,952	295	136,917	874,657	738,035
Total Self-Insurance Funds	\$ (1,440,134)	\$ (7,776)	\$ (97,947)	\$ (1,432,358)	\$ (1,342,187)
Total Government Wide	\$ (10,756,895)	\$ (8,809,487)	\$ (10,386,243)	\$ (1,947,408)	\$ (370,652)

The Finance Division is available for any questions concerning the September 30, 2017 financial report.

Thank you.

COMBINED FINANCIALS



BI-STATE
DEVELOPMENT



BI-STATE
DEVELOPMENT

Combined Financials

BSD Combined Statement of Financial Position	3
BSD Combined Statement of Activities	5

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Bi-State Development Combined
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)**

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Assets					
Current assets					
Cash	\$ 151,912,943	\$ 13,824,228	\$ 165,737,171	\$ -	\$ 165,737,171
Investments	94,634,994	-	94,634,994	-	94,634,994
Accounts and notes receivable	5,313,055	40,180	5,353,235	-	5,353,235
Interfund accounts receivable	5,467,584	8,035,494	13,503,078	(13,503,078)	-
Restricted accounts receivable	436,814	-	436,814	-	436,814
Federal, state and local assistance receivable	26,820,393	-	26,820,393	-	26,820,393
Materials and supplies inventory	9,804,364	-	9,804,364	-	9,804,364
Other current assets	3,949,547	770,934	4,720,481	-	4,720,481
Total current assets	298,339,694	22,670,836	321,010,530	(13,503,078)	307,507,452
Capital assets					
Capital assets - motorbus	377,120,848	-	377,120,848	-	377,120,848
Capital assets - paratransit	19,858,405	-	19,858,405	-	19,858,405
Capital assets - lightrail	1,609,358,226	-	1,609,358,226	-	1,609,358,226
Capital assets	71,886,172	-	71,886,172	-	71,886,172
Total capital assets	2,078,223,651	-	2,078,223,651	-	2,078,223,651
Accumulated depreciation	(1,237,337,570)	-	(1,237,337,570)	-	(1,237,337,570)
Total capital assets, net	840,886,081	-	840,886,081	-	840,886,081
Land	101,741,850	-	101,741,850	-	101,741,850
Construction-in-process	51,483,650	-	51,483,650	-	51,483,650
Total capital assets	994,111,581	-	994,111,581	-	994,111,581
Non-current assets					
Restricted investments	105,671,348	-	105,671,348	-	105,671,348
Deferred charges	3,916	-	3,916	-	3,916
Other non-current assets, net amort	164,577	-	164,577	-	164,577
Total non-current assets	105,839,841	-	105,839,841	-	105,839,841
Total assets	1,398,291,116	22,670,836	1,420,961,952	(13,503,078)	1,407,458,874
Deferred outflow of resources					
Deferred pension loss	18,906,642	-	18,906,642	-	18,906,642
Deferred pension expense	2,279,298	-	2,279,298	-	2,279,298
Deferred unfunded OPEB loss	9,815,730	-	9,815,730	-	9,815,730
Deferred loss on debt refunding	2,684,955	-	2,684,955	-	2,684,955
Total deferred outflow of resources	33,686,625	-	33,686,625	-	33,686,625
Total	\$ 1,431,977,741	\$ 22,670,836	\$ 1,454,648,577	\$ (13,503,078)	\$ 1,441,145,499

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Bi-State Development Combined
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)**

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Liabilities					
Current liabilities					
Accounts payable	\$ 4,957,427	\$ 88,519	\$ 5,045,946	\$ -	\$ 5,045,946
Interfund accounts payable	7,956,371	5,546,707	13,503,078	(13,503,078)	-
Accrued expenses	18,843,213	110,200	18,953,413	-	18,953,413
Other current liabilities	22,035,257	-	22,035,257	-	22,035,257
Total current liabilities	<u>53,792,268</u>	<u>5,745,426</u>	<u>59,537,694</u>	<u>(13,503,078)</u>	<u>46,034,616</u>
Current liab payable from restricted assets					
Accounts payable and retention	1,435,819	-	1,435,819	-	1,435,819
Accrued interest payable	10,581,158	-	10,581,158	-	10,581,158
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	8,428,468	-	8,428,468	-	8,428,468
Total current liabilities payable	<u>20,585,932</u>	<u>9,724,054</u>	<u>30,309,986</u>	<u>-</u>	<u>30,309,986</u>
from restricted assets					
Total current liabilities	<u>74,378,200</u>	<u>15,469,480</u>	<u>89,847,680</u>	<u>(13,503,078)</u>	<u>76,344,602</u>
Non-current liabilities					
Other post-employment benefits	68,824,427	385,900	69,210,327	-	69,210,327
Long-term self-insurance	288,000	8,286,700	8,574,700	-	8,574,700
Long-term debt	541,788,880	-	541,788,880	-	541,788,880
Capital lease obligations	105,671,350	-	105,671,350	-	105,671,350
Unfunded pension liabilities	98,831,532	261,867	99,093,399	-	99,093,399
Other non-current liabilities	6,287,664	-	6,287,664	-	6,287,664
Total non-current liabilities	<u>821,691,853</u>	<u>8,934,467</u>	<u>830,626,320</u>	<u>-</u>	<u>830,626,320</u>
Total liabilities	<u>896,070,053</u>	<u>24,403,947</u>	<u>920,474,000</u>	<u>(13,503,078)</u>	<u>906,970,922</u>
Deferred Inflow of Resources					
Deferred gain on hedging instruments	1,099,237	-	1,099,237	-	1,099,237
Deferred pension gain 788 ATU and cl	5,173,830	-	5,173,830	-	5,173,830
Deferred pension gain IBEW	121,725	-	121,725	-	121,725
Deferred pension gain salaried	1,428,429	-	1,428,429	-	1,428,429
Total deferred inflow of resources	<u>7,823,221</u>	<u>-</u>	<u>7,823,221</u>	<u>-</u>	<u>7,823,221</u>
Net Position					
Net position - capital investments	511,067,154	-	511,067,154	-	511,067,154
Net position	26,334,074	(292,977)	26,041,097	-	26,041,097
Net income (loss)	(9,316,761)	(1,440,134)	(10,756,895)	-	(10,756,895)
Total net position	<u>528,084,467</u>	<u>(1,733,111)</u>	<u>526,351,356</u>	<u>-</u>	<u>526,351,356</u>
Total	<u>\$ 1,431,977,741</u>	<u>\$ 22,670,836</u>	<u>\$ 1,454,648,577</u>	<u>\$ (13,503,078)</u>	<u>\$ 1,441,145,499</u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Bi-State Development Combined
Statement of Activities
For the Three Months Ended September 30, 2017
(unaudited)**

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Revenue					
Passenger and service revenues	\$ 15,896,033	\$ -	\$ 15,896,033	\$ -	\$ 15,896,033
Partnership fees	37,500	-	37,500	-	37,500
City of St. Louis	9,862,832	-	9,862,832	-	9,862,832
St. Louis County	37,721,796	-	37,721,796	-	37,721,796
St. Clair County Transit District	16,437,483	-	16,437,483	-	16,437,483
State of Missouri and Illinois	1,110	-	1,110	-	1,110
Federal funding	4,497,442	-	4,497,442	-	4,497,442
Other local/regional funding	233,422	-	233,422	-	233,422
Not-for-profit	164,500	-	164,500	-	164,500
Advertising, maint services, rental income	2,256,234	-	2,256,234	-	2,256,234
Interest income	538,957	24,533	563,490	-	563,490
Other operating revenue	337,115	-	337,115	-	337,115
Charges for services	-	11,086,852	11,086,852	(9,380,277)	1,706,575
Total revenue	87,984,424	11,111,385	99,095,809	(9,380,277)	89,715,532
Expense					
Wages and benefits	50,469,410	499,928	50,969,338	-	50,969,338
Services	7,442,018	32,949	7,474,967	-	7,474,967
Fuel and lube consumed	2,551,635	-	2,551,635	-	2,551,635
Materials and supplies	6,567,093	1,861	6,568,954	-	6,568,954
Utilities	2,038,471	1,240	2,039,711	-	2,039,711
Casualty and liability costs	2,068,060	292,344	2,360,404	-	2,360,404
Other expenses	993,161	20,967	1,014,128	-	1,014,128
Interest expense	4,763,465	-	4,763,465	-	4,763,465
Contribution to outside entities	932,551	-	932,551	-	932,551
Claims paid and insurance administrative costs	-	12,003,011	12,003,011	(9,380,277)	2,622,734
Total expense	77,825,864	12,852,300	90,678,164	(9,380,277)	81,297,887
Income (loss) before depreciation	10,158,560	(1,740,915)	8,417,645	-	8,417,645
Depreciation and amortization expense	19,174,540	-	19,174,540	-	19,174,540
Net income (loss) before transfers	(9,015,980)	(1,740,915)	(10,756,895)	-	(10,756,895)
Net transfers in (out)	(300,781)	300,781	-	-	-
Net income (loss)	\$ (9,316,761)	\$ (1,440,134)	\$ (10,756,895)	\$ -	\$ (10,756,895)

BUSINESS DIVISIONS



BI·STATE
DEVELOPMENT



Business Divisions Statement of Financial Position	6
Business Divisions Statement of Activities	8

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Business Divisions
Quarterly Statement of Financial Position
September 30, 2017
(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	\$ 4,221,526	\$ 12,802,223	\$ 106,882	\$ 410,338	\$ 134,137,478	\$ 49,035	\$ 98,628	\$ 86,833	\$ 151,912,943	\$ -	\$ 151,912,943
Investments	-	-	-	-	94,634,994	-	-	-	94,634,994	-	94,634,994
Accounts and notes receivable	36,622	103,435	14,186	179,515	4,949,658	25,210	429	4,000	5,313,055	-	5,313,055
Interfund accounts receivable	2,061,617	1,344,306	201,382	-	5,509,614	49,591	-	-	9,166,510	(3,698,926)	5,467,584
Restricted accounts receivable	-	-	-	-	436,814	-	-	-	436,814	-	436,814
Federal, state and local assistance receivable	-	(191,860)	-	-	27,012,253	-	-	-	26,820,393	-	26,820,393
Materials and supplies inventory	-	-	44,912	61,074	9,698,378	-	-	-	9,804,364	-	9,804,364
Other current assets	146,460	64,731	105,085	73,057	3,470,214	-	90,000	-	3,949,547	-	3,949,547
Total current assets	6,466,225	14,122,835	472,447	723,984	279,849,403	123,836	189,057	90,833	302,038,620	(3,698,926)	298,339,694
Capital assets											
Capital assets - motorbus	-	-	-	-	377,120,848	-	-	-	377,120,848	-	377,120,848
Capital assets - paratransit	-	-	-	-	19,858,405	-	-	-	19,858,405	-	19,858,405
Capital assets - lightrail	-	-	-	-	1,609,358,226	-	-	-	1,609,358,226	-	1,609,358,226
Capital assets	23,883	13,798,535	5,098,609	52,830,145	-	-	135,000	-	71,886,172	-	71,886,172
Total capital assets	23,883	13,798,535	5,098,609	52,830,145	2,006,337,479	-	135,000	-	2,078,223,651	-	2,078,223,651
Accumulated depreciation	(23,883)	(6,969,002)	(3,810,790)	(36,275,178)	(1,190,258,717)	-	-	-	(1,237,337,570)	-	(1,237,337,570)
Total capital assets, net	-	6,829,533	1,287,819	16,554,967	816,078,762	-	135,000	-	840,886,081	-	840,886,081
Land	-	-	-	4,542,564	97,199,286	-	-	-	101,741,850	-	101,741,850
Construction-in-process	-	2,631,557	10,432	105,816	48,735,845	-	-	-	51,483,650	-	51,483,650
Total capital assets	-	9,461,090	1,298,251	21,203,347	962,013,893	-	135,000	-	994,111,581	-	994,111,581
Non-current assets											
Restricted investments	-	-	-	-	105,671,348	-	-	-	105,671,348	-	105,671,348
Deferred charges	-	-	-	3,916	-	-	-	-	3,916	-	3,916
Other non-current assets, net amort	-	-	-	-	164,577	-	-	-	164,577	-	164,577
Total non-current assets	-	-	-	3,916	105,835,925	-	-	-	105,839,841	-	105,839,841
Total assets	6,466,225	23,583,925	1,770,698	21,931,247	1,347,699,221	123,836	324,057	90,833	1,401,990,042	(3,698,926)	1,398,291,116
Deferred outflow of resources											
Deferred pension loss	-	-	-	-	18,906,642	-	-	-	18,906,642	-	18,906,642
Deferred pension expense	-	-	-	-	2,279,298	-	-	-	2,279,298	-	2,279,298
Deferred unfunded OPEB loss	-	-	-	-	9,815,730	-	-	-	9,815,730	-	9,815,730
Deferred loss on debt refunding	-	-	-	-	2,684,955	-	-	-	2,684,955	-	2,684,955
Total deferred outflow of resources	-	-	-	-	33,686,625	-	-	-	33,686,625	-	33,686,625
Total	\$ 6,466,225	\$ 23,583,925	\$ 1,770,698	\$ 21,931,247	\$ 1,381,385,846	\$ 123,836	\$ 324,057	\$ 90,833	\$ 1,435,676,667	\$ (3,698,926)	\$ 1,431,977,741

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Business Divisions
Quarterly Statement of Financial Position
September 30, 2017
(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	\$ 88,878	\$ 460,485	\$ 23,810	\$ 26,646	\$ 4,354,608	\$ -	\$ 3,000	\$ -	\$ 4,957,427	\$ -	\$ 4,957,427
Interfund accounts payable	368,865	1,663,311	964,833	352,555	7,357,617	928,683	19,433	-	11,655,297	(3,698,926)	7,956,371
Accrued expenses	267,117	74,500	109,794	72,700	18,304,202	14,900	-	-	18,843,213	-	18,843,213
Other current liabilities	130,000	95,454	40,616	4,369	21,668,666	-	96,152	-	22,035,257	-	22,035,257
Total current liabilities	854,860	2,293,750	1,139,053	456,270	51,685,093	943,583	118,585	-	57,491,194	(3,698,926)	53,792,268
Current liab payable from restricted assets											
Accounts payable and retention	-	259,888	-	-	1,175,931	-	-	-	1,435,819	-	1,435,819
Accrued interest payable	-	100,514	-	-	10,480,644	-	-	-	10,581,158	-	10,581,158
Short-term insurance	-	-	-	-	140,487	-	-	-	140,487	-	140,487
Current portion of long-term debt	-	153,468	-	-	8,275,000	-	-	-	8,428,468	-	8,428,468
Total current liabilities payable from restricted assets	-	513,870	-	-	20,072,062	-	-	-	20,585,932	-	20,585,932
Total current liabilities	854,860	2,807,620	1,139,053	456,270	71,757,155	943,583	118,585	-	78,077,126	(3,698,926)	74,378,200
Non-current liabilities											
Other post-employment benefits	922,575	5,411	324,850	364,530	67,068,774	138,287	-	-	68,824,427	-	68,824,427
Long-term insurance	-	-	-	-	288,000	-	-	-	288,000	-	288,000
Long-term debt	-	7,355,046	-	-	534,433,834	-	-	-	541,788,880	-	541,788,880
Capital lease obligations	-	-	-	-	105,671,350	-	-	-	105,671,350	-	105,671,350
Unfunded pension liabilities	191,121	56,888	281,766	57,516	98,239,149	5,092	-	-	98,831,532	-	98,831,532
Other non-current liabilities	-	-	-	-	6,287,664	-	-	-	6,287,664	-	6,287,664
Total non-current liabilities	1,113,696	7,417,345	606,616	422,046	811,988,771	143,379	-	-	821,691,853	-	821,691,853
Total liabilities	1,968,556	10,224,965	1,745,669	878,316	883,745,926	1,086,962	118,585	-	899,768,979	(3,698,926)	896,070,053
Deferred Inflow of Resources											
Deferred gain on hedging instruments	-	-	-	-	1,099,237	-	-	-	1,099,237	-	1,099,237
Deferred pension gain 788 ATU and cleric:	-	-	-	-	5,173,830	-	-	-	5,173,830	-	5,173,830
Deferred pension gain IBEW	-	-	-	-	121,725	-	-	-	121,725	-	121,725
Deferred pension gain salaried	-	-	-	-	1,428,429	-	-	-	1,428,429	-	1,428,429
Total deferred inflow of resources	-	-	-	-	7,823,221	-	-	-	7,823,221	-	7,823,221
Net Position											
Net position - capital investments	-	14,754,548	1,298,251	21,203,347	473,811,008	-	-	-	511,067,154	-	511,067,154
Net position - unrestricted	4,264,843	(1,795,660)	(1,788,652)	166,677	26,060,433	(790,812)	155,550	61,695	26,334,074	-	26,334,074
Net income (loss)	232,826	400,072	515,430	(317,093)	(10,054,742)	(172,314)	49,922	29,138	(9,316,761)	-	(9,316,761)
Total net position	4,497,669	13,358,960	25,029	21,052,931	489,816,699	(963,126)	205,472	90,833	528,084,467	-	528,084,467
Total	\$ 6,466,225	\$ 23,583,925	\$ 1,770,698	\$ 21,931,247	\$ 1,381,385,846	\$ 123,836	\$ 324,057	\$ 90,833	\$ 1,435,676,667	\$ (3,698,926)	\$ 1,431,977,741

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Business Divisions
Combining Statement of Activities by Business Division
For the Three Months Ended September 30, 2017
(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	\$ -	\$ 2,689,254	\$ 1,408,865	\$ 332,237	\$ 11,514,170	\$ -	\$ -	\$ -	\$ 15,944,526	\$ (48,493)	\$ 15,896,033
Interfund administrative fees	1,020,305	-	-	-	-	-	-	-	1,020,305	(1,020,305)	-
Partnership fees	-	-	-	-	-	37,500	-	-	37,500	-	37,500
City of St. Louis	-	-	-	-	9,862,832	-	-	-	9,862,832	-	9,862,832
St. Louis County	-	-	-	-	37,721,796	-	-	-	37,721,796	-	37,721,796
St. Clair County Transit District	-	-	-	-	16,437,483	-	-	-	16,437,483	-	16,437,483
State of Missouri and Illinois	-	-	-	-	1,110	-	-	-	1,110	-	1,110
Federal funding	-	-	-	-	4,497,442	-	-	-	4,497,442	-	4,497,442
Other local/regional funding	-	-	-	-	233,422	-	-	-	233,422	-	233,422
Not-for-profit	-	-	-	-	-	-	127,500	37,000	164,500	-	164,500
Contributions	-	-	-	-	-	-	47,606	47,824	95,430	(95,430)	-
Advertising, maint services, rental income	3,283	3,265	44,444	33,159	2,172,083	-	-	-	2,256,234	-	2,256,234
Interest income	11,149	22,149	-	785	504,874	-	-	-	538,957	-	538,957
Other operating revenue	115,192	(53,814)	-	28,718	247,019	-	-	-	337,115	-	337,115
Total revenue	1,149,929	2,660,854	1,453,309	394,899	83,192,231	37,500	175,106	84,824	89,148,652	(1,164,228)	87,984,424
Expense											
Wages and benefits	699,437	534,240	428,876	243,827	48,470,351	92,679	-	-	50,469,410	-	50,469,410
Services	156,928	271,835	133,829	21,451	6,655,371	117,164	114,554	43,910	7,515,042	(73,024)	7,442,018
Fuel and lube consumed	-	-	10,892	4,187	2,536,556	-	-	-	2,551,635	-	2,551,635
Materials and supplies	1,247	65,114	199,865	24,018	6,276,763	86	-	1,119	6,568,212	(1,119)	6,567,093
Utilities	707	13,303	26,261	40,445	1,957,755	-	72	141	2,038,684	(213)	2,038,471
Casualty and liability costs	-	13,868	35,628	13,343	2,005,221	-	-	-	2,068,060	-	2,068,060
Other expenses	58,784	586,402	38,147	11,518	1,367,223	(115)	10,558	10,516	2,083,033	(1,089,872)	993,161
Interest expense	-	75,385	-	-	4,688,080	-	-	-	4,763,465	-	4,763,465
Contribution to outside entities	-	589,796	-	-	342,755	-	-	-	932,551	-	932,551
Total expense	917,103	2,149,943	873,498	358,789	74,300,075	209,814	125,184	55,686	78,990,092	(1,164,228)	77,825,864
Income (loss) before depreciation	232,826	510,911	579,811	36,110	8,892,156	(172,314)	49,922	29,138	10,158,560	-	10,158,560
Depreciation and amortization expense	-	110,839	64,381	353,203	18,646,117	-	-	-	19,174,540	-	19,174,540
Net income (loss) before transfers	232,826	400,072	515,430	(317,093)	(9,753,961)	(172,314)	49,922	29,138	(9,015,980)	-	(9,015,980)
Net transfers in (out)	-	-	-	-	(300,781)	-	-	-	(300,781)	-	(300,781)
Net income (loss)	\$ 232,826	\$ 400,072	\$ 515,430	\$ (317,093)	\$ (10,054,742)	\$ (172,314)	\$ 49,922	\$ 29,138	\$ (9,316,761)	\$ -	\$ (9,316,761)



BI-STATE
DEVELOPMENT

Executive Services

Financial Highlights	9
Statement of Financial Position	11
Statement of Activities	13
Schedule of Wages & Benefits	14
Cash Receipts and Disbursement Schedule	15
Statement of Cash Flows	16
Capital Expenditures for Active Projects	17

Executive Services

For the 3 Months Ended September 30, 2017
(Preliminary, subject to audit)

Fast Facts

Executive Services is a service company supporting all Bi-State Development operating units.

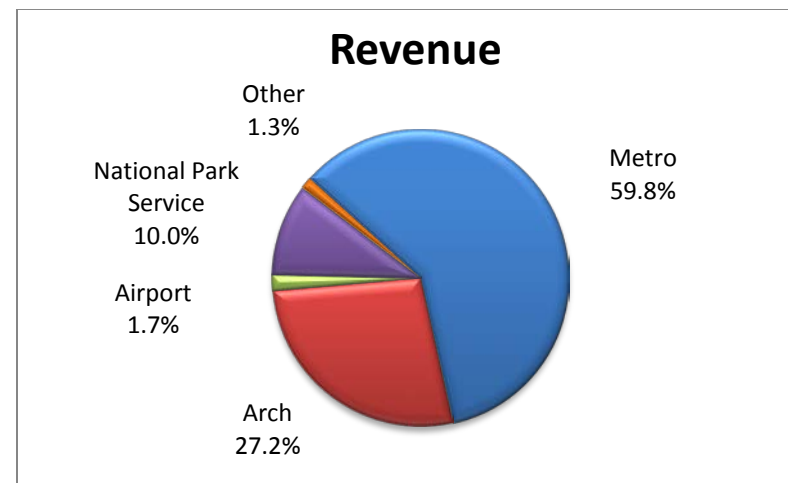
The 2017 Bi-State Annual meeting will be held October 6, 2017 will be held bringing together nearly 700 business and civic partners to highlight the accomplishments of Bi-State Development during the last year and chart the course for regional initiatives for the next 12 months. Mr. James Bullard, President and CEO of the Federal Reserve Bank of St. Louis will be the keynote speaker.

Financial Data

Income before depreciation is \$232.8 thousand and 23.1% less than the prior year. Revenues are up 2.3% and expenses are up 11.6%, compared to the fiscal year 2017.

Total revenue includes the management fee assessments to Bi-State Development business units and the National Park Service. Total revenue is \$1.1 million, a slight 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.



Executive Services

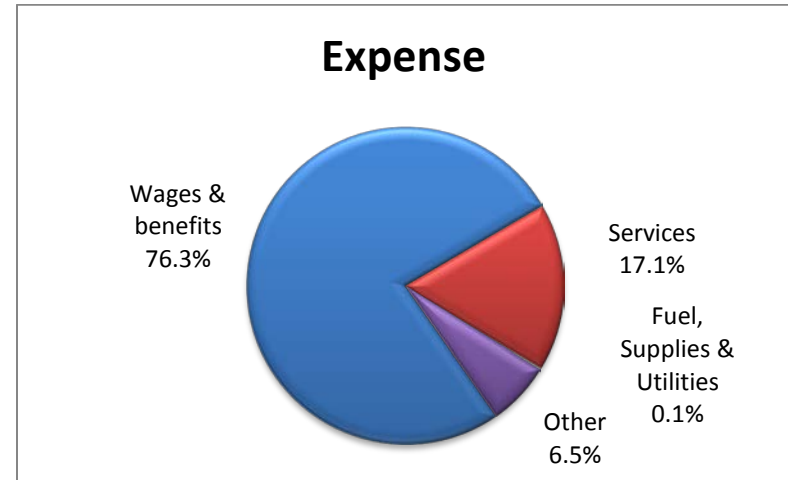
For the 3 Months Ended September 30, 2017
(Preliminary, subject to audit)

Total expense is \$0.9 million compared to \$0.8 million in FY 2017.

Wages and benefits are 20.2% greater than fiscal year 2017 and 2.0% greater than budget, due to a year over year increase in personnel.

Services are 63.2% greater than fiscal year 2017 and 44.9% less than budget. An increasing need for consulting and legal fees contribute to the increase from prior fiscal year.

Other expenses are 57.4% lower than fiscal year 2017.



Executive Services
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 4,221,526	\$ 5,822,264	\$ (1,600,738)	(27.5)	\$ 5,796,867	\$ (1,575,341)	(27.2)
Accounts and notes receivable	36,622	75,369	(38,747)	(51.4)	63,735	(27,113)	(42.5)
Interfund accounts receivable	2,061,617	1,308,222	753,395	57.6	426,002	1,635,615	383.9
Other current assets	146,460	60,454	86,006	142.3	47,701	98,759	207.0
Total current assets	6,466,225	7,266,309	(800,084)	(11.0)	6,334,305	131,920	2.1
Capital assets							
Capital assets	23,883	23,883	-	-	56,240	(32,357)	(57.5)
Accumulated depreciation	(23,883)	(23,883)	-	-	(53,811)	29,928	55.6
Total capital assets, net	-	-	-	n/a	2,429	(2,429)	(100.0)
Total capital assets	-	-	-	n/a	2,429	(2,429)	(100.0)
Total assets	6,466,225	7,266,309	(800,084)	(11.0)	6,336,734	129,491	2.0
Total	\$ 6,466,225	\$ 7,266,309	\$ (800,084)	(11.0)	\$ 6,336,734	\$ 129,491	2.0

Executive Services
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 88,878	\$ 142,546	\$ (53,668)	(37.6)	\$ 131,657	\$ (42,779)	(32.5)
Interfund accounts payable	368,865	1,245,569	(876,704)	(70.4)	187,926	180,939	96.3
Accrued expenses	267,117	268,800	(1,683)	(0.6)	268,300	(1,183)	(0.4)
Other current liabilities	130,000	22,500	107,500	477.8	98,400	31,600	32.1
Total current liabilities	854,860	1,679,415	(824,555)	(49.1)	686,283	168,577	24.6
Non-current liabilities							
Other post-employment benefits	922,575	840,916	81,659	9.7	849,909	72,666	8.5
Long-term insurance	-	300	(300)	(100.0)	300	(300)	(100.0)
Unfunded pension liabilities	191,121	565,501	(374,380)	(66.2)	565,501	(374,380)	(66.2)
Total non-current liabilities	1,113,696	1,406,717	(293,021)	(20.8)	1,415,710	(302,014)	(21.3)
Total liabilities	1,968,556	3,086,132	(1,117,576)	(36.2)	2,101,993	(133,437)	(6.3)
Net Position							
Net position - capital investments	-	300	(300)	(100.0)	2,728	(2,728)	(100.0)
Net position	4,264,843	3,932,096	332,747	8.5	3,929,667	335,176	8.5
Net income (loss)	232,826	247,781	(14,955)	(6.0)	302,346	(69,520)	(23.0)
Total net position	4,497,669	4,180,177	317,492	7.6	4,234,741	262,928	6.2
Total	<u>\$ 6,466,225</u>	<u>\$ 7,266,309</u>	<u>\$ (800,084)</u>	<u>(11.0)</u>	<u>\$ 6,336,734</u>	<u>\$ 129,491</u>	<u>2.0</u>

Executive Services
Statement of Activities
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Admin fees - Transit	\$ 687,828	\$ 792,941	\$ (105,113)	(13.3)	\$ 616,252	\$ 687,828	\$ 792,941	\$ (105,113)	(13.3)	\$ 616,252
Admin fees - Gateway Arch	312,925	377,546	(64,621)	(17.1)	342,977	312,925	377,546	(64,621)	(17.1)	342,977
Admin fees - Airport	19,552	21,670	(2,118)	(9.8)	19,216	19,552	21,670	(2,118)	(9.8)	19,216
National Park Service management fee	115,192	116,643	(1,451)	(1.2)	115,652	115,192	116,643	(1,451)	(1.2)	115,652
Other operating revenue	3,283	23,324	(20,041)	(85.9)	29,002	3,283	23,324	(20,041)	(85.9)	29,002
Interest income	11,149	281	10,868	3,867.6	1,144	11,149	281	10,868	3,867.6	1,144
Total revenue	<u>1,149,929</u>	<u>1,332,405</u>	<u>(182,476)</u>	<u>(13.7)</u>	<u>1,124,243</u>	<u>1,149,929</u>	<u>1,332,405</u>	<u>(182,476)</u>	<u>(13.7)</u>	<u>1,124,243</u>
Expense										
Wages and benefits ¹	699,437	685,577	(13,860)	(2.0)	582,073	699,437	685,577	(13,860)	(2.0)	582,073
Services	156,928	284,829	127,901	44.9	96,184	156,928	284,829	127,901	44.9	96,184
Materials and supplies	1,247	5,938	4,691	79.0	4,358	1,247	5,938	4,691	79.0	4,358
Utilities	707	2,171	1,464	67.4	1,100	707	2,171	1,464	67.4	1,100
Other expenses	58,784	92,851	34,067	36.7	137,954	58,784	92,851	34,067	36.7	137,954
Total expense	<u>917,103</u>	<u>1,071,366</u>	<u>154,263</u>	<u>14.4</u>	<u>821,669</u>	<u>917,103</u>	<u>1,071,366</u>	<u>154,263</u>	<u>14.4</u>	<u>821,669</u>
Income (loss) before depreciation	<u>232,826</u>	<u>261,039</u>	<u>(28,213)</u>	<u>(10.8)</u>	<u>302,574</u>	<u>232,826</u>	<u>261,039</u>	<u>(28,213)</u>	<u>(10.8)</u>	<u>302,574</u>
Depreciation and amortization expense	-	610	610	100.0	228	-	610	610	100.0	228
Net income (loss)	<u>\$ 232,826</u>	<u>\$ 260,429</u>	<u>\$ (27,603)</u>	<u>(10.6)</u>	<u>\$ 302,346</u>	<u>\$ 232,826</u>	<u>\$ 260,429</u>	<u>\$ (27,603)</u>	<u>(10.6)</u>	<u>\$ 302,346</u>

¹ - Detailed schedule included.

Executive Services
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 542,942	\$ 537,915	\$ (5,027)	(0.9)	\$ 455,443	\$ 542,942	\$ 537,915	\$ (5,027)	(0.9)	\$ 455,443
Company paid benefits										
Payroll related taxes and insurance										
FICA	36,794	41,150	4,356	10.6	29,480	36,794	41,150	4,356	10.6	29,480
Unemployment insurance	87	735	648	88.2	329	87	735	648	88.2	329
Worker's compensation insurance	-	1,618	1,618	100.0	-	-	1,618	1,618	100.0	-
Health and welfare										
Medical	40,594	34,000	(6,594)	(19.4)	34,330	40,594	34,000	(6,594)	(19.4)	34,330
Dental	1,267	1,078	(189)	(17.5)	1,115	1,267	1,078	(189)	(17.5)	1,115
Other post employment benefits	16,013	15,599	(414)	(2.7)	5,741	16,013	15,599	(414)	(2.7)	5,741
Life insurance / AD&D	934	259	(675)	(260.6)	542	934	259	(675)	(260.6)	542
Short and long term disability	3,478	1,275	(2,203)	(172.8)	3,560	3,478	1,275	(2,203)	(172.8)	3,560
FMLA administration expense	-	111	111	100.0	132	-	111	111	100.0	132
EAP expense	79	72	(7)	(9.7)	66	79	72	(7)	(9.7)	66
Retirement										
Pension expense	28,566	34,000	5,434	16.0	27,672	28,566	34,000	5,434	16.0	27,672
401 K contributions	28,683	17,765	(10,918)	(61.5)	23,846	28,683	17,765	(10,918)	(61.5)	23,846
Other										
Benefit costs applied to capital projects.	-	-	-	-	(183)	-	-	-	-	(183)
Total company paid benefits	<u>156,495</u>	<u>147,662</u>	<u>(8,833)</u>	<u>(6.0)</u>	<u>126,630</u>	<u>156,495</u>	<u>147,662</u>	<u>(8,833)</u>	<u>(6.0)</u>	<u>126,630</u>
Total wages and benefits	<u>\$ 699,437</u>	<u>\$ 685,577</u>	<u>\$ (13,860)</u>	<u>(2.0)</u>	<u>\$ 582,073</u>	<u>\$ 699,437</u>	<u>\$ 685,577</u>	<u>\$ (13,860)</u>	<u>(2.0)</u>	<u>\$ 582,073</u>

Executive Services
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Executive Services Operating Fund</u>	<u>Investments Operating Fund</u>	<u>Other Restricted Fund</u>
Balance at July 1, 2017				
Cash & Investments	\$ 5,822,264	\$ 22,842	\$ 5,597,725	\$ 201,697
Add:				
Metro	1,260,826	-	1,260,826	-
St Louis Downtown Airport	192,319	-	192,319	-
Riverfront Attractions	286,904	286,904	-	-
University of Missouri - St. Louis	3,283	3,283	-	-
Interest received	11,149	-	11,149	-
Total cash receipts	<u>1,754,481</u>	<u>290,187</u>	<u>1,464,294</u>	<u>-</u>
Interfund transfers	-	(25,000)	8,987	16,013
Less:				
Cash disbursements	<u>(3,355,219)</u>	<u>(63)</u>	<u>(3,355,156)</u>	<u>-</u>
Total cash disbursements	<u>(3,355,219)</u>	<u>(63)</u>	<u>(3,355,156)</u>	<u>-</u>
Balance at September 30, 2017				
Cash & Investments	<u>\$ 4,221,526</u>	<u>\$ 287,966</u>	<u>\$ 3,715,850</u>	<u>\$ 217,710</u>

Executive Services
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 157,222	
Payments to employees	(685,107)	Noncash Activities:
Payments to vendors	(249,839)	None
Receipts (payments) from inter-fund activity	<u>(834,163)</u>	
Net cash provided by (used in) operating activities	<u>(1,611,887)</u>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
Interest received	<u>11,149</u>	
Net cash provided by (used in) investing activities	<u>11,149</u>	
Net increase (decrease) in cash and cash equivalents	(1,600,738)	
Cash and cash equivalents, beginning of year	<u>5,822,264</u>	
Cash and cash equivalents, year to date	<u>\$ 4,221,526</u>	

Executive Services
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2017
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Project #					
	\$ -	\$ -	\$ -	\$ -	\$ -
Total Active Projects	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>



Financial Highlights	18
Statement of Financial Position	20
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

Gateway Arch Tram

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

Fast Facts

The Gateway Arch Transportation System reopened April 19, 2017 with the South Tram taking visitors to the top. The second tram opening was delayed longer than anticipated due to the occurrence of a flooded North Tram Load Zone. The Gateway Arch Transportation System was not at full capacity until the North Tram was able to reopen July 18, 2017. Since that time, the Arch Trams have resumed full daily operation.

Financial Data

Income before depreciation for the Gateway Arch Tram is \$510.9 thousand.

Revenue is \$2.7 million and is \$140.1 thousand less than the prior year.

Total expense is \$2.1 million compared to \$1.8 million in FY 2017.

Wages and benefits \$0.5 million in expense is 4.4% greater than prior year.

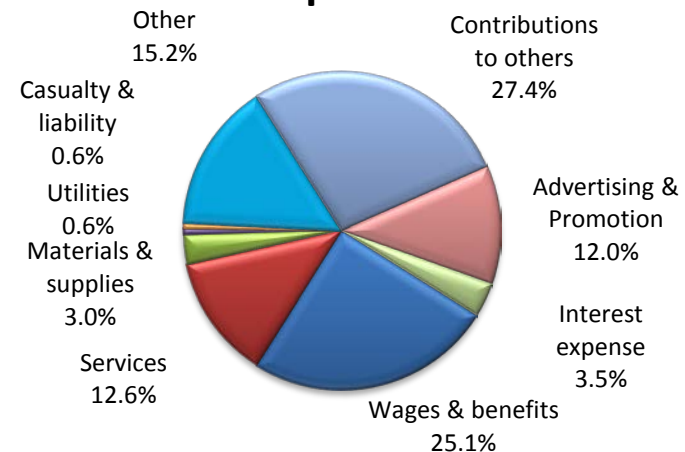
Services expense exceed prior year by \$22.4 thousand due to higher National Park Service stand-by mechanics cost and banking charges.

Contributions to outside entities is \$0.6 million. The majority of the payments were made to the National Park Service.

Revenue



Expense



Gateway Arch Tram

For the 3 Months Ended September 30, 2017
(Preliminary, subject to audit)

Performance Data

Tram Ridership Comparison			
	<u>Adult</u>	<u>Child</u>	<u>Total</u>
FY18 Actual	203,355	65,581	268,936
FY18 Budget	230,610	86,351	316,961
FY17 Actual	212,752	70,132	282,884

Tram ridership was 15.2% less than budget. Tram ridership decreased 4.9% compared to prior year due to the Arch grounds construction, motor generator set replacement, and the flooding of the load zone which reduced total capacity longer than anticipated.

Gateway Arch Tram
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 12,802,223	\$ 13,124,872	\$ (322,649)	(2.5)	\$ 16,571,405	\$ (3,769,182)	(22.7)
Accounts and notes receivable	103,435	107,602	(4,167)	(3.9)	7,465	95,970	n/a
Interfund accounts receivable	1,344,306	100,000	1,244,306	n/a	2,110,465	(766,159)	(36.3)
Federal, state and local assistance receivable	(191,860)	(45,900)	(145,960)	(318.0)	273,651	(465,511)	(170.1)
Other current assets	64,731	34,689	30,042	86.6	46,240	18,491	40.0
Total current assets	14,122,835	13,321,263	801,572	6.0	19,009,226	(4,886,391)	(25.7)
Capital assets							
Capital assets	13,798,535	13,229,243	569,292	4.3	6,708,247	7,090,288	105.7
Accumulated depreciation	(6,969,002)	(6,858,163)	(110,839)	(1.6)	(6,688,342)	(280,660)	(4.2)
Total capital assets, net	6,829,533	6,371,080	458,453	7.2	19,905	6,809,628	n/a
Construction-in-process	2,631,557	2,656,487	(24,930)	(0.9)	4,801,470	(2,169,913)	(45.2)
Total capital assets	9,461,090	9,027,567	433,523	4.8	4,821,375	4,639,715	96.2
Total assets	23,583,925	22,348,830	1,235,095	5.5	23,830,601	(246,676)	(1.0)
Total	<u>\$ 23,583,925</u>	<u>\$ 22,348,830</u>	<u>\$ 1,235,095</u>	5.5	<u>\$ 23,830,601</u>	<u>\$ (246,676)</u>	(1.0)

Gateway Arch Tram
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 460,485	\$ 349,309	\$ 111,176	31.8	\$ 313,975	\$ 146,510	46.7
Interfund accounts payable	1,663,311	783,376	879,935	112.3	598,025	1,065,286	178.1
Accrued expenses	74,500	74,500	-	-	58,700	15,800	26.9
Other current liabilities	95,454	19,660	75,794	385.5	14,786	80,668	545.6
Total current liabilities	2,293,750	1,226,845	1,066,905	87.0	985,486	1,308,264	132.8
Current liab payable from restricted assets							
Accounts payable and retention	259,888	472,727	(212,839)	(45.0)	112,249	147,639	131.5
Accrued interest payable	100,514	25,128	75,386	300.0	102,488	(1,974)	(1.9)
Current portion of long-term debt	153,468	153,468	-	-	147,486	5,982	4.1
Total current liabilities payable from restricted assets	513,870	651,323	(137,453)	(21.1)	362,223	151,647	41.9
Total current liabilities	2,807,620	1,878,168	929,452	49.5	1,347,709	1,459,911	108.3
Non-current liabilities							
Other post-employment benefits	5,411	-	5,411	n/a	723	4,688	648.4
Long-term insurance	-	7,010	(7,010)	(100.0)	7,010	(7,010)	(100.0)
Long-term debt	7,355,046	7,355,046	-	-	7,508,514	(153,468)	(2.0)
Unfunded pension liabilities	56,888	148,932	(92,044)	(61.8)	148,932	(92,044)	(61.8)
Total non-current liabilities	7,417,345	7,510,988	(93,643)	(1.2)	7,665,179	(247,834)	(3.2)
Total liabilities	10,224,965	9,389,156	835,809	8.9	9,012,888	1,212,077	13.4
Net Position							
Net position - capital investments	14,754,548	14,650,684	103,864	0.7	13,743,790	1,010,758	7.4
Net position	(1,795,660)	(869,136)	(926,524)	(106.6)	37,758	(1,833,418)	n/a
Net income (loss)	400,072	(821,874)	1,221,946	148.7	1,036,165	(636,093)	(61.4)
Total net position	13,358,960	12,959,674	399,286	3.1	14,817,713	(1,458,753)	(9.8)
Total	\$ 23,583,925	\$ 22,348,830	\$ 1,235,095	5.5	\$ 23,830,601	\$ (246,676)	(1.0)

Gateway Arch Tram
Statement of Activities
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Arch tickets	\$ 2,689,254	\$ 3,169,610	\$ (480,356)	(15.2)	\$ 2,815,918	\$ 2,689,254	\$ 3,169,610	\$ (480,356)	(15.2)	\$ 2,815,918
Other operating revenue	3,265	775	2,490	321.3	3,455	3,265	775	2,490	321.3	3,455
Service fee revenue	5,922	7,200	(1,278)	(17.8)	6,099	5,922	7,200	(1,278)	(17.8)	6,099
Interest income	22,149	2,813	19,336	687.4	10,513	22,149	2,813	19,336	687.4	10,513
Sales discount	(59,736)	(31,196)	(28,540)	(91.5)	(35,057)	(59,736)	(31,196)	(28,540)	(91.5)	(35,057)
Total revenue	<u>2,660,854</u>	<u>3,149,202</u>	<u>(488,348)</u>	<u>(15.5)</u>	<u>2,800,928</u>	<u>2,660,854</u>	<u>3,149,202</u>	<u>(488,348)</u>	<u>(15.5)</u>	<u>2,800,928</u>
Expense										
Wages and benefits ¹	534,240	709,475	175,235	24.7	511,653	534,240	709,475	175,235	24.7	511,653
Services	271,835	331,123	59,288	17.9	249,405	271,835	331,123	59,288	17.9	249,405
Materials and supplies	65,114	25,499	(39,615)	(155.4)	44,262	65,114	25,499	(39,615)	(155.4)	44,262
Utilities	13,303	36,181	22,878	63.2	40,934	13,303	36,181	22,878	63.2	40,934
Casualty and liability costs	13,868	14,917	1,049	7.0	13,876	13,868	14,917	1,049	7.0	13,876
Other expenses	586,402	646,262	59,860	9.3	601,457	586,402	646,262	59,860	9.3	601,457
Interest expense	75,385	75,004	(381)	(0.5)	76,866	75,385	75,004	(381)	(0.5)	76,866
Contribution to outside entities	589,796	206,437	(383,359)	(185.7)	201,293	589,796	206,437	(383,359)	(185.7)	201,293
Other non-operating expense	-	-	-	-	21,231	-	-	-	-	21,231
Total expense	<u>2,149,943</u>	<u>2,044,898</u>	<u>(105,045)</u>	<u>(5.1)</u>	<u>1,760,977</u>	<u>2,149,943</u>	<u>2,044,898</u>	<u>(105,045)</u>	<u>(5.1)</u>	<u>1,760,977</u>
Income (loss) before depreciation	<u>510,911</u>	<u>1,104,304</u>	<u>(593,393)</u>	<u>(53.7)</u>	<u>1,039,951</u>	<u>510,911</u>	<u>1,104,304</u>	<u>(593,393)</u>	<u>(53.7)</u>	<u>1,039,951</u>
Depreciation and amortization expense	<u>110,839</u>	<u>55,799</u>	<u>(55,040)</u>	<u>(98.6)</u>	<u>3,785</u>	<u>110,839</u>	<u>55,799</u>	<u>(55,040)</u>	<u>(98.6)</u>	<u>3,786</u>
Net income (loss)	<u>\$ 400,072</u>	<u>\$ 1,048,505</u>	<u>\$ (648,433)</u>	<u>(61.8)</u>	<u>\$ 1,036,166</u>	<u>\$ 400,072</u>	<u>\$ 1,048,505</u>	<u>\$ (648,433)</u>	<u>(61.8)</u>	<u>\$ 1,036,165</u>

¹ - Detailed schedule included.

Gateway Arch Tram
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 448,098	\$ 567,055	\$ 118,957	21.0	\$ 431,222	\$ 448,098	\$ 567,055	\$ 118,957	21.0	\$ 431,222
Company paid benefits										
Payroll related taxes and insurance										
FICA	33,916	35,441	1,525	4.3	31,479	33,916	35,441	1,525	4.3	31,479
Unemployment insurance	2,357	5,919	3,562	60.2	4,200	2,357	5,919	3,562	60.2	4,200
Worker's compensation insurance	-	5,431	5,431	100.0	1,537	-	5,431	5,431	100.0	1,537
Health and welfare										
Medical	30,755	33,300	2,545	7.6	26,943	30,755	33,300	2,545	7.6	26,943
Dental	1,022	1,056	34	3.2	955	1,022	1,056	34	3.2	955
Other post employment benefits	5,411	6,828	1,417	20.8	2,275	5,411	6,828	1,417	20.8	2,275
Life insurance / AD&D	410	254	(156)	(61.4)	252	410	254	(156)	(61.4)	252
Short and long term disability	1,265	1,249	(16)	(1.3)	1,245	1,265	1,249	(16)	(1.3)	1,245
FMLA administration expense	-	108	108	100.0	930	-	108	108	100.0	930
EAP expense	65	71	6	8.5	60	65	71	6	8.5	60
Retirement										
Pension expense	8,327	32,411	24,084	74.3	10,012	8,327	32,411	24,084	74.3	10,012
401 K contributions	12,048	17,649	5,601	31.7	10,981	12,048	17,649	5,601	31.7	10,981
Other										
Uniform allowance	182	2,703	2,521	93.3	227	182	2,703	2,521	93.3	227
Miscellaneous benefits	-	-	-	-	332	-	-	-	-	332
Benefit costs applied to capital projects.	(9,616)	-	9,616	-	(10,997)	(9,616)	-	9,616	-	(10,997)
Total company paid benefits	<u>86,142</u>	<u>142,420</u>	<u>56,278</u>	<u>39.5</u>	<u>80,431</u>	<u>86,142</u>	<u>142,420</u>	<u>56,278</u>	<u>39.5</u>	<u>80,431</u>
Total wages and benefits	<u>\$ 534,240</u>	<u>\$ 709,475</u>	<u>\$ 175,235</u>	<u>24.7</u>	<u>\$ 511,653</u>	<u>\$ 534,240</u>	<u>\$ 709,475</u>	<u>\$ 175,235</u>	<u>24.7</u>	<u>\$ 511,653</u>

Gateway Arch Tram
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(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	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 July 1, 2017													
Cash & Investments	\$ 13,124,872	\$ 2,371,813	\$ 250	\$ 78,050	\$ 5,081,052	\$ 468,919	\$ 2,554,826	\$ 92,175	\$ 453,286	\$ 1,533,226	\$ 453,485	\$ 37,790	\$ -
Add:													
Revenue receipts	4,135,595	4,135,595	-	-	-	-	-	-	-	-	-	-	-
Interest received	22,150	-	-	1,047	10,189	941	4,924	185	-	3,196	968	118	582
Total cash receipts	<u>4,157,745</u>	<u>4,135,595</u>	<u>-</u>	<u>1,047</u>	<u>10,189</u>	<u>941</u>	<u>4,924</u>	<u>185</u>	<u>-</u>	<u>3,196</u>	<u>968</u>	<u>118</u>	<u>582</u>
Interfund transfers	-	(2,781,449)	-	344,568	-	-	-	-	46,714	-	-	113,254	2,276,913
Less:													
Cash disbursements	(4,480,394)	(799,677)	-	-	(18,114)	-	(818,011)	-	-	(567,097)	-	-	(2,277,495)
Total cash disbursements	<u>(4,480,394)</u>	<u>(799,677)</u>	<u>-</u>	<u>-</u>	<u>(18,114)</u>	<u>-</u>	<u>(818,011)</u>	<u>-</u>	<u>-</u>	<u>(567,097)</u>	<u>-</u>	<u>-</u>	<u>(2,277,495)</u>
Balance at September 30, 2017													
Cash & Investments	<u>\$ 12,802,223</u>	<u>\$ 2,926,282</u>	<u>\$ 250</u>	<u>\$ 423,665</u>	<u>\$ 5,073,127</u>	<u>\$ 469,860</u>	<u>\$ 1,741,739</u>	<u>\$ 92,360</u>	<u>\$ 500,000</u>	<u>\$ 969,325</u>	<u>\$ 454,453</u>	<u>\$ 151,162</u>	<u>\$ -</u>

Gateway Arch
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 2,642,872	Noncash Activities: None
Payments to employees	(528,829)	
Payments to vendors	(1,264,324)	
Payments for self-insurance	(13,868)	
Receipts (payments) from inter-fund activity	(777,134)	
Net cash provided by (used in) operating activities	<u>58,717</u>	
Cash flows from non capital financing activities		
Operating assistance received	481,303	
Contributions to outside entities	(589,796)	
Net cash provided by (used in) non capital financing activities	<u>(108,493)</u>	
Cash flows from capital and related financing activities		
Acquisitions of capital assets	40,322	
Contributed capital	(335,344)	
Cash flows from capital and related financing activities	<u>(295,022)</u>	
Cash flows from investing activities		
Interest received	<u>22,149</u>	
Net cash provided by (used in) investing activities	<u>22,149</u>	
Net increase (decrease) in cash and cash equivalents	(322,649)	
Cash and cash equivalents, beginning of year	<u>13,124,872</u>	
Cash and cash equivalents, year to date	<u>\$ 12,802,223</u>	

Gateway Arch Tram
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2017
(unaudited)

Description			<u>Budget</u>	<u>Current</u>	<u>Year-To-Date</u>	<u>Life-To-Date</u>	<u>Balance</u>
Project #							
1728	JNEM Trench Drain Project	xy	\$ 2,288,001	\$ -	\$ -	\$ 1,595,315	\$ 692,686
1824	Load Zone Rehabilitation	x	3,427,280	48,133	48,133	2,342,400	1,084,880
1825	JNEM Rail Station Improvements	z	359,612	-	-	98,797	260,815
1826	JNEM Arch Lobby Rehabilitation	xy	1,087,107	580,013	580,013	862,991	224,116
1903	Arch Motor Generator Replacement	x	7,492,163	569,292	569,292	6,707,263	784,900
2034	Arch Ticketing Upgrade	y	468,668	-	-	402,049	66,619
2073	PGAV - Arch Welcoming Portal		44,000	-	-	13,238	30,762
2124	Gateway Arch Furnishings		156,000	-	-	65,352	90,648
2126	Professional Services to NPS		225,000	20,858	20,858	66,464	158,536
2131	JNEM Signage Project 2016	xy	590,000	1,536	1,536	31,052	558,948
	Tucker Theatre Repurposing - Phase 1		300,000	-	-	-	300,000
Total Active Projects			<u>\$ 16,437,831</u>	<u>\$ 1,219,832</u>	<u>\$ 1,219,832</u>	<u>\$ 12,184,921</u>	<u>\$ 4,252,910</u>

- 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



BI-STATE
DEVELOPMENT



Metro[®]

Financial Highlights	27
Statement of Financial Position	31
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

Metro

For the Three Months Ended September 30, 2017
(Preliminary, subject to audit)

Fast Facts

On August 10, Metro hosted a ribbon-cutting celebration to mark the opening of the newly expanded Civic Center Transit Center in St. Louis. The completely redesigned Civic Center Transit Center located at 14th and Spruce Streets will serve all 23 MetroBus routes that operate in downtown St. Louis, connecting them to MetroLink and Metro Call-A-Ride with easy access to Amtrak and Greyhound. Representatives from the Federal Transit Administration (FTA), City of St. Louis, St. Louis Blues, and other regional partners participated.

Bi-State Development is launching an 18-month pilot program to provide access to healthy food for transit riders and residents in two areas in North St. Louis County. The Link Market food kiosk pilot program is the result of a partnership with the Bi-State Development Research Institute, a non-profit enterprise of Bi-State Development, and the Missouri Foundation for Health, which is funding the pilot program through a nearly \$584,000 grant.

During our first quarter FY18, contractors for Metro continue the work on the new Boyle Street MetroLink Station. The \$12.9 million station is funded by a \$10.3 million TIGER grant and a public-private partnership with BJC Healthcare, Cortex, Great Rivers Greenway, Washington University and St. Louis Development Corp. This new station will directly support the new Cortex Innovation Community located near BJC.

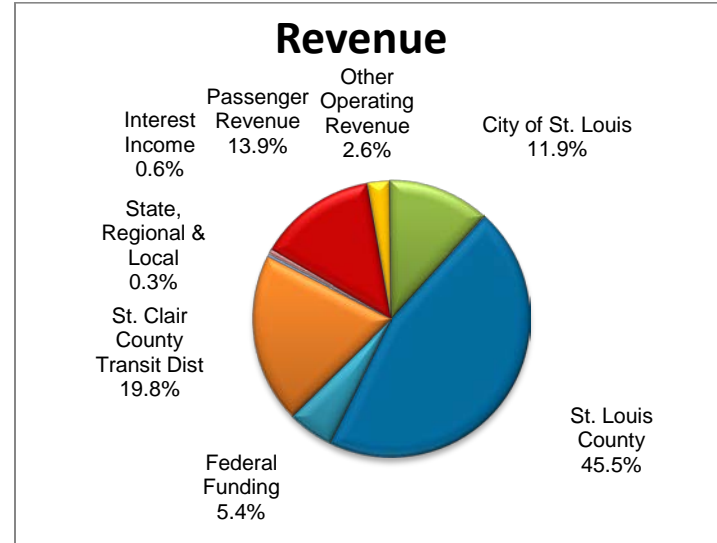
Bi-State Development received \$243,000 incentive from AmerenUE for upgrading more than 1,900 lights in various Metro facilities to LED bulbs. Metro began working on this project in 2015 with AmerenUE and it was completed in 2017.

Financial Data

Income before depreciation for the three months ended September 30, 2017 was \$8.9 million. Compared to budget, revenue was down 9.7% and total expenses are favorable 11.6%.

Revenue

The chart below illustrates the relative size of each revenue source in the first quarter of fiscal year 2018.



Metro

For the Three Months Ended September 30, 2017 (Preliminary, subject to audit)

Passenger Revenue of \$11.5 million is 7.9% less than budget and 2.4% less than the prior year due to ridership decline.

Advertising, maintenance services and rental income is below budget due to lower than expected paratransit contract and ATS revenue.

Interest revenue is favorable to budget in FY 2018 due to longer term investment strategy and rising rates.

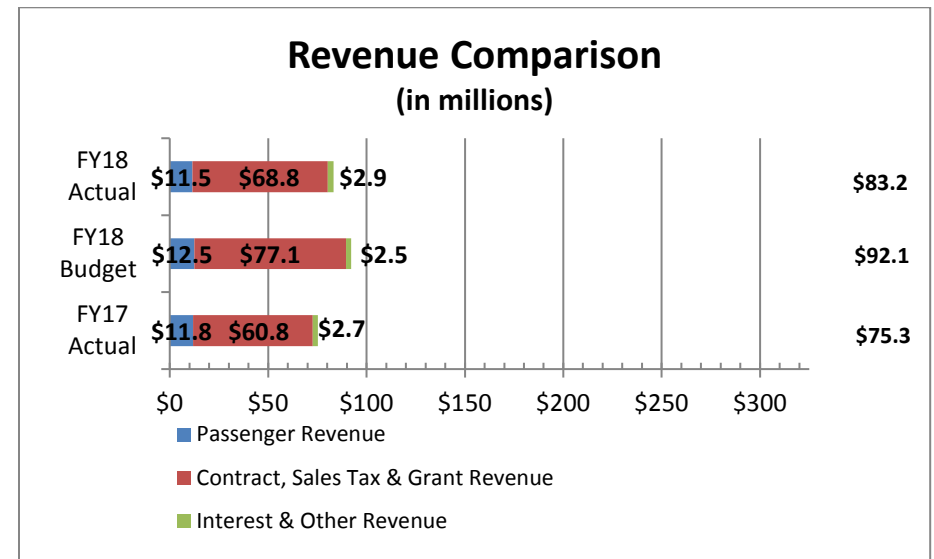
Contract, Sales Tax & Grant Revenue

Combined St. Louis City and County sales tax used in operations by Bi-State Development was up 13.9% from FY 2017 actual. Sales taxes are remitted to Bi-State Development from the local Missouri jurisdictions in return for services provided.

St. Clair County Transit District payment of \$16.4 million is 21.2% greater than budget and 13.5% greater than the prior year. St. Clair County contracts for service and pays 100% of the cost.

Federal funding of \$4.5 million includes federal vehicle maintenance funds of \$4.0 million.

The Revenue Comparison chart reports revenue trends in each major revenue category.

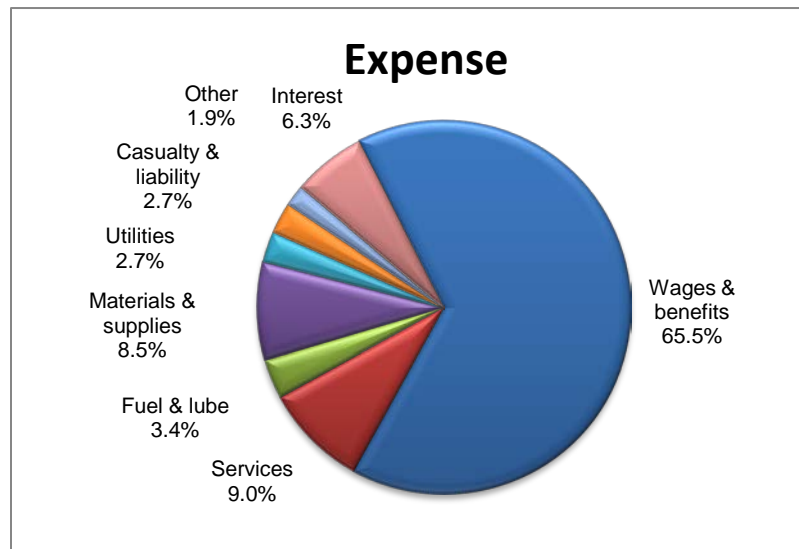


Metro

For the Three Months Ended September 30, 2017
(Preliminary, subject to audit)

Expense

The chart below illustrates the relative significance of each expense in FY 2018.



Wages and benefits of \$48.5 million are 3.6% favorable to budget. The favorable variance in wages and benefits is due to vacant positions.

Services of \$6.7 million are favorable to budget primarily due to lower outside services including \$5 million budgeted for enhanced security should additional services be determined necessary by a memorandum of understanding between Metro, St. Louis County and the City of St. Louis which is still in progress.

Fuel and lube consumed is \$0.7 million or 22% favorable to budget due to lower diesel prices and usage, and more fuel efficient buses placed in service.

Materials and supplies expenditures are comparable to budget overall. The unfavorable revenue equipment parts are offset by favorable ticket stock spending.

Utilities are favorable to budget by \$0.2 million or 9.4% as a result of lower than budgeted natural gas prices and Metrolink electric propulsion.

Casualty & liability expenditures are unfavorable to budget by \$0.6 million or 43.3% due to higher than expected self-insured claims that include MetroBus, MetroLink and Call-a-Ride related accidents.

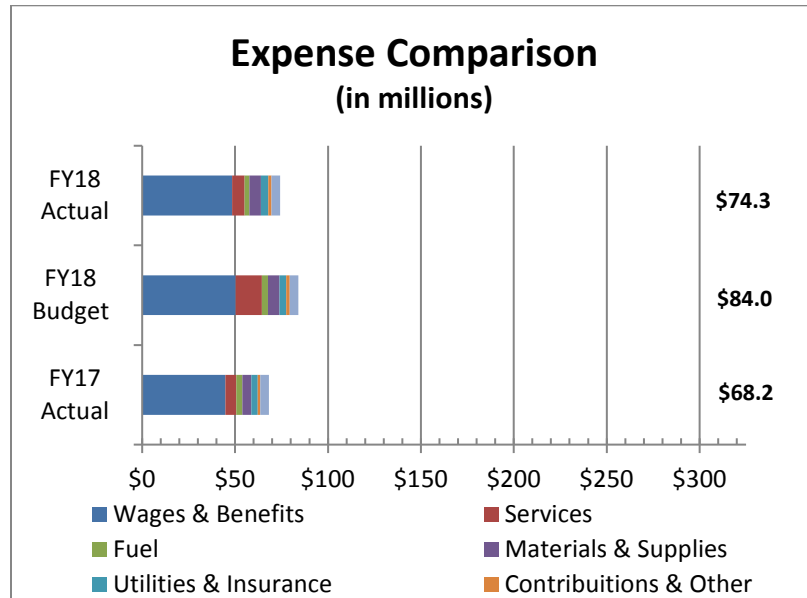
Other operating expense is favorable to budget by 19.2% due to lower than budgeted fees, travel and meetings expense.

Interest expense is comparable to budget for Tower Leases and Cross County debt.

Metro

For the Three Months Ended September 30, 2017
(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	6.33	6.81	7.55
MetroLink	3.70	4.10	4.37
Call-A-Ride	<u>0.14</u>	<u>0.14</u>	<u>0.14</u>
Total System	10.17	11.05	12.06

Passenger Boardings for the fiscal year 2018 are 8.0% below fiscal year 2017 and 15.7% below fiscal year 2016. The decrease from fiscal year 2018 for MetroBus is 7.0%, MetroLink is 9.7% and Call-A-Ride is .3%.

Metro
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 134,137,478	\$ 97,557,958	\$ 36,579,520	37.5	\$ 115,646,176	\$ 18,491,302	16.0
Investments	94,634,994	112,077,988	(17,442,994)	(15.6)	128,333,364	(33,698,370)	(26.3)
Accounts and notes receivable	4,949,658	2,758,918	2,190,740	79.4	5,017,683	(68,025)	(1.4)
Interfund accounts receivable	5,509,614	2,826,024	2,683,590	95.0	2,066,651	3,442,963	166.6
Restricted accounts receivable	436,814	689,092	(252,278)	(36.6)	254,822	181,992	71.4
Federal, state and local assistance receivable	27,012,253	33,293,364	(6,281,111)	(18.9)	22,011,091	5,001,162	22.7
Materials and supplies inventory	9,698,378	9,489,491	208,887	2.2	9,173,551	524,827	5.7
Other current assets	3,470,214	1,429,857	2,040,357	142.7	2,603,651	866,563	33.3
Total current assets	279,849,403	260,122,692	19,726,711	7.6	285,106,989	(5,257,586)	(1.8)
Capital assets							
Capital assets - motorbus	377,120,848	378,377,407	(1,256,559)	(0.3)	376,679,520	441,328	0.1
Capital assets - paratransit	19,858,405	19,858,405	-	-	18,234,913	1,623,492	8.9
Capital assets - lightrail	1,609,358,226	1,609,279,642	78,584	-	1,603,295,396	6,062,830	0.4
Total capital assets	2,006,337,479	2,007,515,454	(1,177,975)	(0.1)	1,998,209,829	8,127,650	0.4
Accumulated depreciation	(1,190,258,717)	(1,173,044,147)	(17,214,570)	(1.5)	(1,131,567,235)	(58,691,482)	(5.2)
Total capital assets, net	816,078,762	834,471,307	(18,392,545)	(2.2)	866,642,594	(50,563,832)	(5.8)
Land	97,199,286	97,199,286	-	-	97,199,286	-	-
Construction-in-process	48,735,845	44,316,114	4,419,731	10.0	33,830,659	14,905,186	44.1
Total capital assets	962,013,893	975,986,707	(13,972,814)	(1.4)	997,672,539	(35,658,646)	(3.6)
Non-current assets							
Restricted investments	105,671,348	104,014,934	1,656,414	1.6	99,182,488	6,488,860	6.5
Other non-current assets, net amort	164,577	155,086	9,491	6.1	128,029	36,548	28.5
Total non-current assets	105,835,925	104,170,020	1,665,905	1.6	99,310,517	6,525,408	6.6
Total assets	1,347,699,221	1,340,279,419	7,419,802	0.6	1,382,090,045	(34,390,824)	(2.5)
Deferred outflow of resources							
Deferred pension loss	18,906,642	17,795,560	1,111,082	6.2	22,585,549	(3,678,907)	(16.3)
Deferred pension expense	2,279,298	2,165,753	113,545	5.2	2,165,753	113,545	5.2
Deferred loss on hedging instruments	-	550,771	(550,771)	(100.0)	58,906	(58,906)	(100.0)
Deferred unfunded OPEB loss	9,815,730	-	9,815,730	n/a	-	9,815,730	n/a
Deferred loss on debt refunding	2,684,955	2,790,674	(105,719)	(3.8)	3,104,389	(419,434)	(13.5)
Total deferred outflow of resources	33,686,625	23,302,758	10,383,867	44.6	27,914,597	5,772,028	20.7
Total	\$ 1,381,385,846	\$ 1,363,582,177	\$ 17,803,669	1.3	\$ 1,410,004,642	\$ (28,618,796)	(2.0)

Metro
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 4,354,608	\$ 4,023,582	\$ 331,026	8.2	\$ 4,197,468	\$ 157,140	3.7
Interfund accounts payable	7,357,617	6,220,425	1,137,192	18.3	11,939,744	(4,582,127)	(38.4)
Accrued expenses	18,304,202	19,042,758	(738,556)	(3.9)	17,621,091	683,111	3.9
Other current liabilities	21,668,666	21,059,988	608,678	2.9	24,751,180	(3,082,514)	(12.5)
Total current liabilities	51,685,093	50,346,753	1,338,340	2.7	58,509,483	(6,824,390)	(11.7)
Current liab payable from restricted assets							
Accounts payable and retention	1,175,931	1,631,199	(455,268)	(27.9)	1,373,393	(197,462)	(14.4)
Accrued interest payable	10,480,644	5,240,322	5,240,322	100.0	10,638,244	(157,600)	(1.5)
Short-term insurance	140,487	140,487	-	-	140,487	-	-
Current portion of long-term debt	8,275,000	8,275,000	-	-	7,880,000	395,000	5.0
Total current liabilities payable from restricted assets	20,072,062	15,287,008	4,785,054	31.3	20,032,124	39,938	0.2
Total current liabilities	71,757,155	65,633,761	6,123,394	9.3	78,541,607	(6,784,452)	(8.6)
Non-current liabilities							
Other post-employment benefits	67,068,774	61,816,187	5,252,587	8.5	63,421,834	3,646,940	5.8
Long-term insurance	288,000	288,000	-	-	-	288,000	n/a
Long-term debt	534,433,834	534,998,749	(564,915)	(0.1)	544,987,206	(10,553,372)	(1.9)
Capital lease obligations	105,671,350	104,014,936	1,656,414	1.6	99,182,490	6,488,860	6.5
Unfunded pension liabilities	98,239,149	109,962,458	(11,723,309)	(10.7)	109,962,458	(11,723,309)	(10.7)
Other non-current liabilities	6,287,664	6,315,597	(27,933)	(0.4)	7,085,816	(798,152)	(11.3)
Total non-current liabilities	811,988,771	817,395,927	(5,407,156)	(0.7)	824,639,804	(12,651,033)	(1.5)
Total liabilities	883,745,926	883,029,688	716,238	0.1	903,181,411	(19,435,485)	(2.2)
Deferred Inflow of Resources							
Deferred gain on hedging instruments	1,099,237	-	1,099,237	n/a	-	1,099,237	n/a
Deferred pension gain 788 ATU and clerical	5,173,830	-	5,173,830	n/a	-	5,173,830	n/a
Deferred pension gain IBEW	121,725	-	121,725	n/a	-	121,725	n/a
Deferred pension gain salaried	1,428,429	295,538	1,132,891	383.3	411,189	1,017,240	247.4
Total deferred inflow of resources	7,823,221	295,538	7,527,683	n/a	411,189	7,412,032	n/a
Net Position							
Net position - capital investments	473,811,008	486,709,457	(12,898,449)	(2.7)	546,768,025	(72,957,017)	(13.3)
Net position	26,060,433	71,706,448	(45,646,015)	(63.7)	(28,780,695)	54,841,128	190.5
Net income (loss)	(10,054,742)	(78,158,954)	68,104,212	87.1	(11,575,288)	1,520,546	13.1
Total net position	489,816,699	480,256,951	9,559,748	2.0	506,412,042	(16,595,343)	(3.3)
Total	\$ 1,381,385,846	\$ 1,363,582,177	\$ 17,803,669	1.3	\$ 1,410,004,642	\$ (28,618,796)	(2.0)

Metro
Statement of Activities
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Passenger revenue	\$ 11,514,170	\$ 12,498,063	\$ (983,893)	(7.9)	\$ 11,796,383	\$ 11,514,170	\$ 12,498,063	\$ (983,893)	(7.9)	\$ 11,796,383
City of St. Louis ¹	9,862,832	10,808,547	(945,715)	(8.7)	9,229,331	9,862,832	10,808,547	(945,715)	(8.7)	9,229,331
St. Louis County ¹	37,721,796	41,993,620	(4,271,824)	(10.2)	32,539,678	37,721,796	41,993,620	(4,271,824)	(10.2)	32,539,678
St. Clair County Transit District ¹	16,437,483	13,565,648	2,871,835	21.2	14,487,521	16,437,483	13,565,648	2,871,835	21.2	14,487,521
State of Missouri and Illinois ¹	1,110	399,841	(398,731)	(99.7)	354,895	1,110	399,841	(398,731)	(99.7)	354,895
Federal funding ¹	4,497,442	5,152,594	(655,152)	(12.7)	4,112,512	4,497,442	5,152,594	(655,152)	(12.7)	4,112,512
Other local/regional funding ¹	233,422	5,223,106	(4,989,684)	(95.5)	84,468	233,422	5,223,106	(4,989,684)	(95.5)	84,468
Advertising, maint services, rental income	2,172,083	2,280,612	(108,529)	(4.8)	2,125,705	2,172,083	2,280,612	(108,529)	(4.8)	2,125,705
Other revenue	247,019	-	247,019	-	384,050	247,019	-	247,019	-	384,050
Interest income	504,874	192,980	311,894	161.6	206,451	504,874	192,980	311,894	161.6	206,451
Total revenue	83,192,231	92,115,011	(8,922,780)	(9.7)	75,320,994	83,192,231	92,115,011	(8,922,780)	(9.7)	75,320,994
Expense										
Wages and benefits ¹	48,470,351	50,284,503	1,814,152	3.6	44,737,708	48,470,351	50,284,503	1,814,152	3.6	44,737,708
Services	6,655,371	14,088,878	7,433,507	52.8	5,978,872	6,655,371	14,088,878	7,433,507	52.8	5,978,872
Fuel and lube consumed	2,536,556	3,251,722	715,166	22.0	3,135,369	2,536,556	3,251,722	715,166	22.0	3,135,369
Materials and supplies	6,276,763	6,325,379	48,616	0.8	4,914,711	6,276,763	6,325,379	48,616	0.8	4,914,711
Utilities	1,957,755	2,160,211	202,456	9.4	2,006,059	1,957,755	2,160,211	202,456	9.4	2,006,059
Casualty and liability costs	2,005,221	1,399,269	(605,952)	(43.3)	1,445,495	2,005,221	1,399,269	(605,952)	(43.3)	1,445,495
Other expenses	1,367,223	1,692,629	325,406	19.2	1,246,263	1,367,223	1,692,629	325,406	19.2	1,246,263
Interest expense	4,688,080	4,652,684	(35,396)	(0.8)	4,709,902	4,688,080	4,652,684	(35,396)	(0.8)	4,709,902
Contribution to outside entities	342,755	176,668	(166,087)	(94.0)	101,712	342,755	176,668	(166,087)	(94.0)	101,712
Total expense	74,300,075	84,031,943	9,731,868	11.6	68,276,091	74,300,075	84,031,943	9,731,868	11.6	68,276,091
Income (loss) before depreciation	8,892,156	8,083,068	809,088	10.0	7,044,903	8,892,156	8,083,068	809,088	10.0	7,044,903
Depreciation and amortization expense	18,646,117	17,647,873	(998,244)	(5.7)	18,415,158	18,646,117	17,647,873	(998,244)	(5.7)	18,415,158
Net income (loss) before transfers	(9,753,961)	(9,564,805)	(189,156)	(2.0)	(11,370,255)	(9,753,961)	(9,564,805)	(189,156)	(2.0)	(11,370,255)
Net transfers in (out)	(300,781)	(442,041)	141,260	32.0	(205,033)	(300,781)	(442,041)	141,260	32.0	(205,033)
Net income (loss)	\$ (10,054,742)	\$ (10,006,846)	\$ (47,896)	(0.5)	\$ (11,575,288)	\$ (10,054,742)	\$ (10,006,846)	\$ (47,896)	(0.5)	\$ (11,575,288)

¹ - Detailed schedule included.

Metro
Detailed Schedule of Contract, Sales Tax and Grant Revenue
For the Quarter Ended September 30, 2017
(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										
Missouri										
City of St. Louis 1/2 cent	\$ 5,395,865	\$ 5,870,802	\$ (474,937)	(8.1)	\$ 4,618,695	\$ 5,395,865	\$ 5,870,802	\$ (474,937)	(8.1)	\$ 4,618,695
City of St. Louis 1/4 cent	2,573,654	2,747,539	(173,885)	(6.3)	2,384,721	2,573,654	2,747,539	(173,885)	(6.3)	2,384,721
City of St. Louis Prop M2 (1/4 cent)	1,893,313	2,190,206	(296,893)	(13.6)	2,225,915	1,893,313	2,190,206	(296,893)	(13.6)	2,225,915
Total City of St. Louis	9,862,832	10,808,547	(945,715)	(8.7)	9,229,331	9,862,832	10,808,547	(945,715)	(8.7)	9,229,331
St. Louis County 1/2 cent	11,671,804	4,465,398	7,206,406	161.4	2,287,918	11,671,804	4,465,398	7,206,406	161.4	2,287,918
St. Louis County 1/4 cent	10,128,318	10,184,117	(55,799)	(0.5)	9,713,620	10,128,318	10,184,117	(55,799)	(0.5)	9,713,620
St. Louis County Prop A (1/2 cent)	15,921,674	27,344,105	(11,422,431)	(41.8)	20,538,140	15,921,674	27,344,105	(11,422,431)	(41.8)	20,538,140
Total St. Louis County	37,721,796	41,993,620	(4,271,824)	(10.2)	32,539,678	37,721,796	41,993,620	(4,271,824)	(10.2)	32,539,678
East-West Gateway Council of Govts.	40,000	40,000	-	-	40,000	40,000	40,000	-	-	40,000
Non-capital projects and other	193,422	5,183,106	(4,989,684)	(96.3)	44,468	193,422	5,183,106	(4,989,684)	(96.3)	44,468
Total other local	233,422	5,223,106	(4,989,684)	(95.5)	84,468	233,422	5,223,106	(4,989,684)	(95.5)	84,468
State of Missouri	-	116,047	(116,047)	(100.0)	358,305	-	116,047	(116,047)	(100.0)	358,305
Total State of Missouri	-	116,047	(116,047)	(100.0)	358,305	-	116,047	(116,047)	(100.0)	358,305
Total Missouri	47,818,050	58,141,320	(10,323,270)	(17.8)	42,211,782	47,818,050	58,141,320	(10,323,270)	(17.8)	42,211,782
Illinois										
St. Clair Transit District	16,437,483	13,565,648	2,871,835	21.2	14,487,521	16,437,483	13,565,648	2,871,835	21.2	14,487,521
State of Illinois	1,110	283,794	(282,684)	(99.6)	(3,410)	1,110	283,794	(282,684)	(99.6)	(3,410)
Total Illinois	16,438,593	13,849,442	2,589,151	18.7	14,484,111	16,438,593	13,849,442	2,589,151	18.7	14,484,111
Total local and state	64,256,643	71,990,762	(7,734,119)	(10.7)	56,695,893	64,256,643	71,990,762	(7,734,119)	(10.7)	56,695,893
Federal										
Vehicle maintenance	4,000,000	4,000,000	-	-	4,000,000	4,000,000	4,000,000	-	-	4,000,000
Non-capital grants (i.e. JARC)	497,442	1,152,594	(655,152)	(56.8)	112,512	497,442	1,152,594	(655,152)	(56.8)	112,512
Total federal	4,497,442	5,152,594	(655,152)	(12.7)	4,112,512	4,497,442	5,152,594	(655,152)	(12.7)	4,112,512
Total contract, sales tax and grant revenue	\$ 68,754,085	\$ 77,143,356	\$ (8,389,271)	(10.9)	\$ 60,808,405	\$ 68,754,085	\$ 77,143,356	\$ (8,389,271)	(10.9)	\$ 60,808,405

Metro
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 31,968,953	\$ 33,608,037	\$ 1,639,084	4.9	\$ 30,437,637	\$ 31,968,953	\$ 33,608,037	\$ 1,639,084	4.9	\$ 30,437,637
Company paid benefits										
Payroll related taxes and insurance										
FICA	2,253,801	2,538,145	284,344	11.2	2,146,405	2,253,801	2,538,145	284,344	11.2	2,146,405
Unemployment insurance	13,409	23,746	10,337	43.5	20,001	13,409	23,746	10,337	43.5	20,001
Worker's compensation insurance	2,255,682	1,001,220	(1,254,462)	(125.3)	1,017,002	2,255,682	1,001,220	(1,254,462)	(125.3)	1,017,002
Health and welfare										
Medical	5,565,362	6,740,386	1,175,024	17.4	5,438,974	5,565,362	6,740,386	1,175,024	17.4	5,438,974
Dental	149,228	147,803	(1,425)	(1.0)	157,223	149,228	147,803	(1,425)	(1.0)	157,223
Other post employment benefits	896,974	401,944	(495,030)	(123.2)	430,552	896,974	401,944	(495,030)	(123.2)	430,552
Life insurance / AD&D	55,784	93,741	37,957	40.5	114,728	55,784	93,741	37,957	40.5	114,728
Short and long term disability	55,797	38,648	(17,149)	(44.4)	83,687	55,797	38,648	(17,149)	(44.4)	83,687
FMLA administration expense	-	15,275	15,275	100.0	15,845	-	15,275	15,275	100.0	15,845
EAP expense	9,245	9,531	286	3.0	9,751	9,245	9,531	286	3.0	9,751
Retirement										
Pension expense	4,730,994	4,983,833	252,839	5.1	4,426,008	4,730,994	4,983,833	252,839	5.1	4,426,008
401 K contributions	414,574	570,853	156,279	27.4	376,680	414,574	570,853	156,279	27.4	376,680
Other										
Uniform allowance	196,972	207,002	10,030	4.8	164,973	196,972	207,002	10,030	4.8	164,973
Miscellaneous benefits	25	5,600	5,575	99.6	8,725	25	5,600	5,575	99.6	8,725
Benefit costs applied to capital projects	(96,449)	(101,261)	(4,812)	(4.8)	(110,483)	(96,449)	(101,261)	(4,812)	(4.8)	(110,483)
Total company paid benefits	<u>16,501,398</u>	<u>16,676,466</u>	<u>175,068</u>	<u>1.0</u>	<u>14,300,071</u>	<u>16,501,398</u>	<u>16,676,466</u>	<u>175,068</u>	<u>1.0</u>	<u>14,300,071</u>
Total wages and benefits	<u>\$ 48,470,351</u>	<u>\$ 50,284,503</u>	<u>\$ 1,814,152</u>	<u>3.6</u>	<u>\$ 44,737,708</u>	<u>\$ 48,470,351</u>	<u>\$ 50,284,503</u>	<u>\$ 1,814,152</u>	<u>3.6</u>	<u>\$ 44,737,708</u>

Metro
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

	Total	Revenue Fund	Operating Fund	Internally Restricted Fund	Missouri Local Funds	Commodity Fund	Insurance Fund	Cross County Trustee Funds (2)	Other Restricted Fund
Balance July 1, 2017									
Cash & Investments	\$ 209,637,597	\$ 989,935	\$ 26,755,949	\$ 15,787,399	\$ 102,988,131	\$ 3,962,631	\$ 5,669,835	\$ 44,992,232	\$ 8,491,485
Add :									
Passenger Fares	11,156,574	11,156,574	-	-	-	-	-	-	-
City of St. Louis	16,468,758	-	10,792,133	-	-	-	-	5,676,625	-
St. Louis County	71,121,417	-	35,452,212	-	-	-	-	35,669,205	-
State of Illinois	182	-	182	-	-	-	-	-	-
St. Clair County	10,324,343	-	10,324,343	-	-	-	-	-	-
FTA	19,017,406	-	19,017,406	-	-	-	-	-	-
Commodity Fund	145,107	-	-	-	-	145,107	-	-	-
All Other	7,175,957	-	6,692,733	47,494	286,278	-	7,550	138,083	3,819
Cash Receipts	135,409,744	11,156,574	82,279,009	47,494	286,278	145,107	7,550	41,483,913	3,819
Interfund Transfers	-	(10,350,467)	2,837,168	-	5,418,000	-	2,094,493	-	806
Less:									
Cash Disbursements	(116,274,870)	(148,922)	(77,921,376)	-	(764,425)	-	(2,427,287)	(35,012,860)	-
Balance September 30, 2017									
Cash & Investments	228,772,471	1,647,120	33,950,750	15,834,893	107,927,984	4,107,738	5,344,591	51,463,285	8,496,110
Less:									
Pre-Encumbrances & Restrictions									
Local Match - Approved Grants	34,657,093	-	-	-	34,657,093	-	-	-	-
- Grant Applications	15,840,783	-	-	-	15,840,783	-	-	-	-
- Long Range Capital Programs (1)	57,430,108	-	-	-	57,430,108	-	-	-	-
Other Restrictions	120,844,487	1,647,120	33,950,750	15,834,893	-	4,107,738	5,344,591	51,463,285	8,496,110
Total Restrictions	228,772,471	1,647,120	33,950,750	15,834,893	107,927,984	4,107,738	5,344,591	51,463,285	8,496,110
Unencumbered Cash & Investments	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

(1) Restricted to finance obligations.

(2) Beginning FY 2018, Metro Transit has one Cash Receipts and Disbursement (CR&D) schedule for all its activities, including the Cross County Trustee Funds. There will no longer be a separate Cross County Trustee CR&D schedule.

Metro Transit
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities

Receipts from customers	\$ 11,349,513
Payments to employees	(47,429,767)
Payments to vendors	(19,695,518)
Payments for self-insurance	(2,005,221)
Receipts (payments) from inter-fund activity	(1,533,246)

**Net cash provided by (used in)
operating activities**

(59,314,239)

Cash flows from non capital financing activities

Operating assistance received	75,640,965
Contributions to outside entities	(342,755)
Net transfers	(300,781)
Nonoperating contributions	241,089

**Net cash provided by (used in)
non capital financing activities**

75,238,518

Cash flows from capital and related financing activities

Acquisitions of capital assets	(5,090,744)
Contributed capital	6,031,360

**Cash flows from capital and
related financing activities**

940,616

Cash flows from investing activities

Purchases of investments	(17,683,135)
Proceeds from sale of investments	26,599,986
Interest received	499,872

**Net cash provided by (used in)
investing activities**

9,416,723

**Net increase (decrease) in cash
and cash equivalents**

26,281,618

Cash and cash equivalents, beginning of year

108,607,481

Cash and cash equivalents, year to date

\$ 134,889,099

Supplemental disclosure of cash flow information

Noncash Activities:

Interest received on capital lease	\$ 1,656,414
Interest accrued on capital lease	(1,656,414)
Changes in Unrealized Loss on Fuel Hedge	1,650,008
Changes in Unfunded Pension Liability	1,373,751
Deferred Unfunded OPEB Loss	490,326
Deferred Loss Amortization	105,719
Deferred charges	(9,491)
Capital tower lease interest amortization	(10,655)
Discounts on bonds	(2,018)
Premium on bonds	5,002
Gain on disposal of fixed assets	5,930

Metro
Schedule of Aged Receivables
September 30, 2017
(unaudited)

	Less than 30 days	31-60 days	61-90 days	91-180 days	181-360 days	Over 361 days	Total
Due from TMA Customers	\$ 535,372	\$ -	\$ 78,584	\$ 57,027	\$ 9,075	\$ 25,937	\$ 705,995
Due from Call-A-Ride	564	839	-	428	-	-	1,831
Due from Advertising (Marketing)	1,447	2,210,490	-	-	-	-	2,211,937
Due from Leases and Rents	166,100	2,138	-	6,116	-	518	174,872
Due from Auxiliary Services/Others	1,035,799	2,101,662	-	249,690	-	-	3,387,151
Due from Grants (Accounting)	3,490,965	-	463,530	2,925,358	439,623	107,651	7,427,127
Due from Passes	400,333	17,051	100,490	-	108,419	-	626,293
Total	\$ 5,630,580	\$ 4,332,180	\$ 642,604	\$ 3,238,619	\$ 557,117	\$ 134,106	\$ 14,535,206

Metro
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2017
(unaudited)

Description		Budget	Current	Year-To-Date	Life-To-Date	Balance
Project #						
1237 CAR Van Replacement FY07		\$ 3,491,806	\$ -	\$ -	\$ 2,916,821	\$ 574,985
1279 Fare Collection System Upgrade/Replacement (06 Earmark)		31,584,490	543,273	543,273	27,818,307	3,766,183
1361 Radio System CAD/AVL		23,869,707	114,798	114,798	14,116,974	9,752,733
1574 CAR Van Replacement		8,650,166	-	-	8,334,096	316,070
1668 Embankment Erosion	z	3,223,073	1,110	1,110	646,800	2,576,273
1708 Feeder Wire/Water Mitigation MO--12	z	1,058,564	-	-	686,969	371,595
1722 Missouri Slopes Stability	z	1,144,600	1,795	1,795	854,731	289,869
1734 EADS Bridge Rehab Phase II		29,708,943	-	-	17,836,813	11,872,130
1739 Civic Center Transfer Center		10,577,894	1,826,536	1,826,536	9,473,322	1,104,572
1755 IT Systems Upgrade Yr 2 - FY13		1,225,750	102,206	102,206	822,588	403,162
1756 North County Transit Center		10,379,975	-	-	10,279,428	100,547
1817 Radio System Tower Sites		6,555,992	537,829	537,829	4,406,680	2,149,312
1844 Tactile Warning Strip Phase II	z	1,547,254	-	-	1,026,830	520,424
1848 Articulated Buses		11,428,195	-	-	6,490,426	4,937,769
1855 Arch Bike Trail	z	1,105,000	-	-	996,548	108,452
1860 Bus Procurement Duluth		20,911,804	-	-	20,910,583	1,221
1862 North County Transit Phase II		2,200,481	-	-	1,664,683	535,798
1863 Bus Procurement Duluth II		11,221,910	-	-	10,895,813	326,097
1869 Phase 1 Audio Frequency Circuit		3,101,678	-	-	1,374,287	1,727,391

Metro
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2017
(unaudited)

Description		Budget	Current	Year-To-Date	Life-To-Date	Balance
Projects continued						
1885 TOI Operation Management Software		\$ 2,859,367	\$ (26,009)	\$ (26,009)	\$ 1,246,742	\$ 1,612,625
1887 TOI Transit Business Intellegence		1,031,572	4,800	4,800	6,603	1,024,969
1905 Buses - FY13 CMAQ		18,565,431	-	-	18,206,956	358,475
1937 Innovative High School Career	z	2,129,435	-	-	-	2,129,435
1941 Duluth Piggyback III 40'		12,692,289	-	-	12,353,835	338,454
1955 Spruce Street Bridge		7,549,171	81,028	81,028	7,097,166	452,005
1959 Z-Gate Ped Barriers & Fence		1,257,938	14,228	14,228	334,659	923,279
1960 Rail ROW Repairs-MP 0-15.4 MO		1,905,200	-	-	66,612	1,838,588
1962 Elevator Rehab - 8 Units - MO		2,749,100	8,046	8,046	222,834	2,526,266
1973 Portable Bus Lifting System - MO		1,004,619	341,325	341,325	877,290	127,329
1983 DC to AC Rail Car Upgrades		22,500,000	-	-	-	22,500,000
1988 Ewing Wall Rehabilitation		10,037,743	-	-	4,975,303	5,062,440
1991 Financial Report-Budget Software		1,056,763	151,232	151,232	699,832	356,931
1997 IL Bus Facility Rehabilitation		1,850,692	12,013	12,013	627,427	1,223,265
2000 Administrative Facility		1,604,600	-	-	1,176,677	427,923
2020 Feeder Wire-Water Mitigation	z	1,644,372	-	-	925,353	719,019
2021 Bus Northwest Connector	z	2,355,536	-	-	-	2,355,536
2030 FY15 100% 7 SCCTD Buses		2,076,050	-	-	2,069,685	6,365
2035 Mobile Data Terminal		1,050,000	-	-	-	1,050,000
2053 Buses (4) FY15 Formula		3,238,353	-	-	-	3,238,353
2054 Call-A-Ride Vans (7) FY15		2,161,300	-	-	849,320	1,311,980

Metro
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2017
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Projects continued					
2057 Non-Rev Vehicles (16) MO FY14	\$ 1,146,145	\$ -	\$ -	\$ -	\$ 1,146,145
2060 Boyle Street ML Station	13,203,577	608,299	608,299	2,745,911	10,457,666
2061 CWE ML Station Rehab	1,544,046	83,621	83,621	327,270	1,216,776
2070 DC to AC Propulsion YR 2	3,900,303	-	-	-	3,900,303
2077 Buses FY15 Bus Facility	3,615,724	-	-	3,065,699	550,025
2078 Buses FY14 CMAQ	5,210,000	-	-	4,817,527	392,473
2079 MO Buses	4,018,076	-	-	3,503,656	514,420
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	-	-	1,751,828	2,040,910
2109 Union Station Tunnel	7,110,000	119,197	119,197	822,276	6,287,724
2113 TAM-EAM System Development	3,000,000	-	-	-	3,000,000
2119 Buses - FY15 CMAQ	10,000,000	-	-	-	10,000,000
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
2165 FY17 Preventive Maintenance	z 20,000,000	-	-	-	20,000,000
2175 Buses FY16 Fed Formula	1,356,532	-	-	-	1,356,532
2181 Buses FY17 Bus Formula	3,544,079	-	-	-	3,544,079
All others	*z 40,658,421	438,189	438,189	20,169,890	20,488,531
Total Active Projects	\$ 418,691,848	\$ 4,963,516	\$ 4,963,516	\$ 231,342,370	\$ 187,349,478

* "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. LOUISTM
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

St. Louis Downtown Airport

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

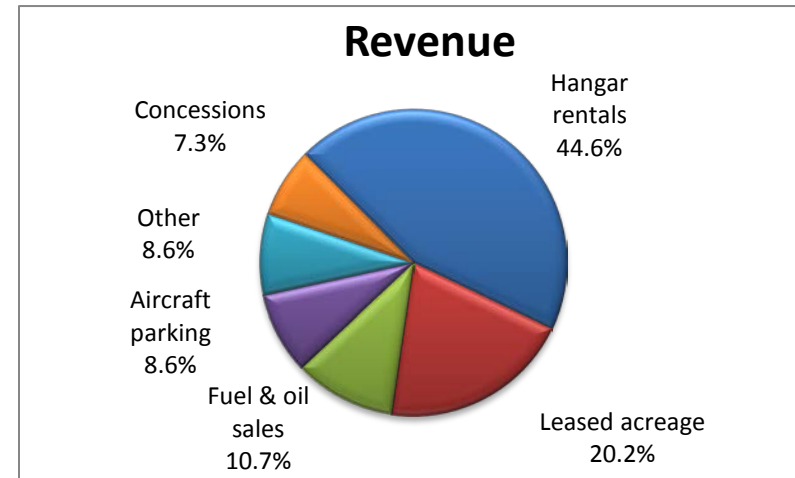
Fast Facts

Gulfstream Aerospace Services Corp, a subsidiary of General Dynamics, will begin maintenance operations in the Jet Aviation location. This move gives Gulfstream additional support capabilities for their customers.

Financial Data

Income before depreciation was \$36.1 thousand. This result is favorable compared to the prior fiscal year by \$74.5 thousand.

Revenue increased approximately \$10.3 thousand compared to prior fiscal year. Increased revenue is due to higher Aviation sales flowage sales. Actual revenue was 8.9% less than budget.



Total **Expense** is \$358.8 thousand. This is a decrease of \$63.9 thousand under the prior year and \$60.2 thousand under budget.

Wages and benefits are 1.0% greater than fiscal year 2017.

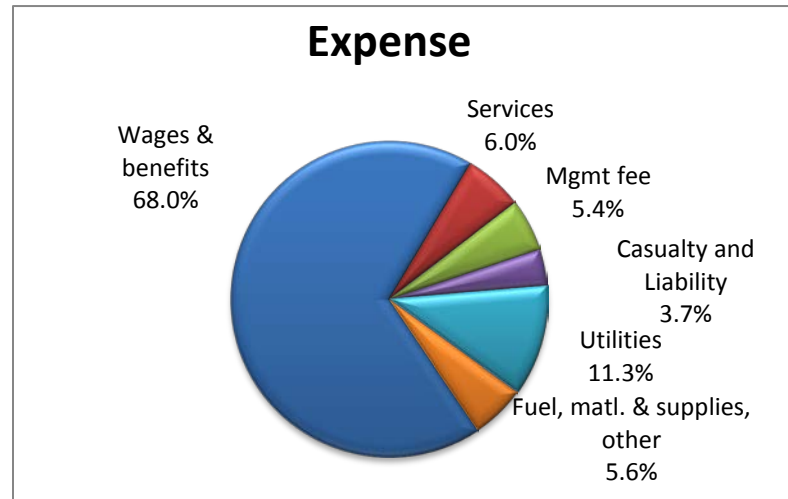
Services decreased \$60.0 thousand compared to the prior year due to less legal fees and outside services related to future airport initiatives.

Utilities are less than the prior year by \$3.7 thousand.

St. Louis Downtown Airport

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)



Performance Data

Performance Indicators			
YTD	Fuel sales (gallons)	Aircraft movements	Avg. based aircraft
FY18 Actual	465,971	26,051	315
FY18 Budget	443,409	22,500	320
FY17 Actual	401,715	30,468	322

Average based aircraft is seven below prior year levels and 14 below the FY16 level.

Aircraft movements decreased 14.5% under the prior year while fuel sales increased 16.0% over the prior year. Airport activity can vary because of the economy, weather conditions and special events.

St. Louis Downtown Airport
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 410,338	\$ 535,460	\$ (125,122)	(23.4)	\$ 487,510	\$ (77,172)	(15.8)
Accounts and notes receivable	179,515	72,649	106,866	147.1	128,571	50,944	39.6
Interfund accounts receivable	-	-	-	n/a	259,160	(259,160)	(100.0)
Materials and supplies inventory	61,074	61,592	(518)	(0.8)	61,592	(518)	(0.8)
Other current assets	73,057	-	73,057	n/a	78,026	(4,969)	(6.4)
Total current assets	723,984	669,701	54,283	8.1	1,014,859	(290,875)	(28.7)
Capital assets							
Capital assets	52,830,145	52,830,145	-	-	52,803,944	26,201	0.0
Accumulated depreciation	(36,275,178)	(35,921,977)	(353,201)	(1.0)	(34,817,959)	(1,457,219)	(4.2)
Total capital assets, net	16,554,967	16,908,168	(353,201)	(2.1)	17,985,985	(1,431,018)	(8.0)
Land	4,542,564	4,542,564	-	-	4,542,564	-	-
Construction-in-process	105,816	105,816	-	-	48,404	57,412	118.6
Total capital assets	21,203,347	21,556,548	(353,201)	(1.6)	22,576,953	(1,373,606)	(6.1)
Non-current assets							
Deferred charges	3,916	3,916	-	-	13,275	(9,359)	(70.5)
Total non-current assets	3,916	3,916	-	-	13,275	(9,359)	(70.5)
Total assets	21,931,247	22,230,165	(298,918)	(1.3)	23,605,087	(1,673,840)	(7.1)
Total	<u>\$ 21,931,247</u>	<u>\$ 22,230,165</u>	<u>\$ (298,918)</u>	<u>(1.3)</u>	<u>\$ 23,605,087</u>	<u>\$ (1,673,840)</u>	<u>(7.1)</u>

St. Louis Downtown Airport
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 26,646	\$ 98,131	\$ (71,485)	(72.8)	\$ 6,275	\$ 20,371	324.6
Interfund accounts payable	352,555	169,800	182,755	107.6	422,738	(70,183)	(16.6)
Accrued expenses	72,700	72,700	-	-	65,200	7,500	11.5
Other current liabilities	4,369	4,100	269	6.6	7,484	(3,115)	(41.6)
Total current liabilities	<u>456,270</u>	<u>344,731</u>	<u>111,539</u>	<u>32.4</u>	<u>501,697</u>	<u>(45,427)</u>	<u>(9.1)</u>
Current liab payable from restricted assets							
Accounts payable and retention	-	787	(787)	(100.0)	-	-	n/a
Total current liabilities payable from restricted assets	<u>-</u>	<u>787</u>	<u>(787)</u>	<u>(100.0)</u>	<u>-</u>	<u>-</u>	<u>n/a</u>
Total current liabilities	<u>-</u>	<u>345,518</u>	<u>(345,518)</u>	<u>(100.0)</u>	<u>-</u>	<u>-</u>	<u>n/a</u>
Non-current liabilities							
Other post-employment benefits	364,530	333,849	30,681	9.2	344,428	20,102	5.8
Long-term insurance	-	27,154	(27,154)	(100.0)	27,154	(27,154)	(100.0)
Unfunded pension liabilities	57,516	153,620	(96,104)	(62.6)	153,620	(96,104)	(62.6)
Total non-current liabilities	<u>422,046</u>	<u>514,623</u>	<u>(92,577)</u>	<u>(18.0)</u>	<u>525,202</u>	<u>(103,156)</u>	<u>(19.6)</u>
Total liabilities	<u>878,316</u>	<u>860,141</u>	<u>18,175</u>	<u>2.1</u>	<u>1,026,899</u>	<u>(148,583)</u>	<u>(14.5)</u>
Net Position							
Net position - capital investments	21,203,347	21,583,703	(380,356)	(1.8)	22,604,107	(1,400,760)	(6.2)
Net position	166,677	1,504,779	(1,338,102)	(88.9)	386,942	(220,265)	(56.9)
Net income (loss)	<u>(317,093)</u>	<u>(1,718,458)</u>	<u>1,401,365</u>	<u>81.5</u>	<u>(412,861)</u>	<u>95,768</u>	<u>23.2</u>
Total net position	<u>21,052,931</u>	<u>21,370,024</u>	<u>(317,093)</u>	<u>(1.5)</u>	<u>22,578,188</u>	<u>(1,525,257)</u>	<u>(6.8)</u>
Total	<u>\$ 21,931,247</u>	<u>\$ 22,230,165</u>	<u>\$ (298,918)</u>	<u>(1.3)</u>	<u>\$ 23,605,087</u>	<u>\$ (1,673,840)</u>	<u>(7.1)</u>

St. Louis Downtown Airport
Statement of Activities
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Airport parking	\$ 33,964	\$ 35,439	\$ (1,475)	(4.2)	\$ 34,798	\$ 33,964	\$ 35,439	\$ (1,475)	(4.2)	\$ 34,798
Leased acreage	79,954	148,413	(68,459)	(46.1)	84,134	79,954	148,413	(68,459)	(46.1)	84,134
Hangar rental	175,870	130,594	45,276	34.7	182,861	175,870	130,594	45,276	34.7	182,861
Aviation sales flowage	42,449	47,184	(4,735)	(10.0)	39,083	42,449	47,184	(4,735)	(10.0)	39,083
Other operating revenue	33,159	41,928	(8,769)	(20.9)	27,473	33,159	41,928	(8,769)	(20.9)	27,473
Concessions	28,718	29,286	(568)	(1.9)	11,286	28,718	29,286	(568)	(1.9)	11,286
Service fee revenue	-	50	(50)	(100.0)	4,220	-	50	(50)	(100.0)	4,220
Interest income	785	506	279	55.1	455	785	506	279	55.1	455
Total revenue	<u>394,899</u>	<u>433,400</u>	<u>(38,501)</u>	<u>(8.9)</u>	<u>384,310</u>	<u>394,899</u>	<u>433,400</u>	<u>(38,501)</u>	<u>(8.9)</u>	<u>384,310</u>
Expense										
Wages and benefits ¹	243,827	270,190	26,363	9.8	241,382	243,827	270,190	26,363	9.8	241,382
Services	21,451	29,080	7,629	26.2	81,512	21,451	29,080	7,629	26.2	81,512
Fuel and lube consumed	4,187	7,050	2,863	40.6	5,105	4,187	7,050	2,863	40.6	5,105
Materials and supplies	24,018	31,202	7,184	23.0	26,040	24,018	31,202	7,184	23.0	26,040
Utilities	40,445	47,135	6,690	14.2	44,222	40,445	47,135	6,690	14.2	44,222
Casualty and liability costs	13,343	14,993	1,650	11.0	12,918	13,343	14,993	1,650	11.0	12,918
Other expenses	11,518	19,304	7,786	40.3	11,555	11,518	19,304	7,786	40.3	11,555
Total expense	<u>358,789</u>	<u>418,954</u>	<u>60,165</u>	<u>14.4</u>	<u>422,734</u>	<u>358,789</u>	<u>418,954</u>	<u>60,165</u>	<u>14.4</u>	<u>422,734</u>
Income (loss) before depreciation	<u>36,110</u>	<u>14,446</u>	<u>21,664</u>	<u>150.0</u>	<u>(38,424)</u>	<u>36,110</u>	<u>14,446</u>	<u>21,664</u>	<u>150.0</u>	<u>(38,424)</u>
Depreciation and amortization expense	<u>353,203</u>	<u>387,106</u>	<u>33,903</u>	<u>8.8</u>	<u>374,438</u>	<u>353,203</u>	<u>387,106</u>	<u>33,903</u>	<u>8.8</u>	<u>374,437</u>
Net income (loss)	<u>\$ (317,093)</u>	<u>\$ (372,660)</u>	<u>\$ 55,567</u>	<u>14.9</u>	<u>\$ (412,862)</u>	<u>\$ (317,093)</u>	<u>\$ (372,660)</u>	<u>\$ 55,567</u>	<u>14.9</u>	<u>\$ (412,861)</u>

¹ - Detailed schedule included.

St. Louis Downtown Airport
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 160,832	\$ 174,670	\$ 13,838	7.9	\$ 153,083	\$ 160,832	\$ 174,670	\$ 13,838	7.9	\$ 153,083
Company paid benefits										
Payroll related taxes and insurance										
FICA	11,236	13,362	2,126	15.9	10,896	11,236	13,362	2,126	15.9	10,896
Unemployment insurance	162	525	363	69.1	39	162	525	363	69.1	39
Worker's compensation insurance	11,009	12,002	993	8.3	20,609	11,009	12,002	993	8.3	20,609
Health and welfare										
Medical	36,020	24,200	(11,820)	(48.8)	28,279	36,020	24,200	(11,820)	(48.8)	28,279
Dental	958	767	(191)	(24.9)	748	958	767	(191)	(24.9)	748
Other post employment benefits	4,619	6,097	1,478	24.2	2,315	4,619	6,097	1,478	24.2	2,315
Life insurance / AD&D	348	185	(163)	(88.1)	237	348	185	(163)	(88.1)	237
Short and long term disability	1,029	908	(121)	(13.3)	1,272	1,029	908	(121)	(13.3)	1,272
FMLA administration expense	-	79	79	100.0	79	-	79	79	100.0	79
EAP expense	53	51	(2)	(3.9)	52	53	51	(2)	(3.9)	52
Retirement										
Pension expense	6,123	24,200	18,077	74.7	10,669	6,123	24,200	18,077	74.7	10,669
401 K contributions	10,768	12,644	1,876	14.8	10,901	10,768	12,644	1,876	14.8	10,901
Other										
Uniform allowance	670	500	(170)	(34.0)	2,203	670	500	(170)	(34.0)	2,203
Total company paid benefits	<u>82,995</u>	<u>95,520</u>	<u>12,525</u>	<u>13.1</u>	<u>88,299</u>	<u>82,995</u>	<u>95,520</u>	<u>12,525</u>	<u>13.1</u>	<u>88,299</u>
Total wages and benefits	<u>\$ 243,827</u>	<u>\$ 270,190</u>	<u>\$ 26,363</u>	<u>9.8</u>	<u>\$ 241,382</u>	<u>\$ 243,827</u>	<u>\$ 270,190</u>	<u>\$ 26,363</u>	<u>9.8</u>	<u>\$ 241,382</u>

St. Louis Downtown Airport
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Revenue Fund</u>	<u>Investments Operating Fund</u>	<u>Other Restricted Fund</u>
Balance at July 1, 2017				
Cash & Investments	\$ 535,460	\$ 117,307	\$ 132,116	\$ 286,037
Add:				
Customer payments	289,909	289,909	-	-
Interest received	785	6	779	-
Total cash receipts	<u>290,694</u>	<u>289,915</u>	<u>779</u>	<u>-</u>
Interfund transfers	-	(284,826)	282,189	2,637
Less:				
Cash disbursements	<u>(415,816)</u>	<u>(732)</u>	<u>(415,084)</u>	<u>-</u>
Total cash disbursements	<u>(415,816)</u>	<u>(732)</u>	<u>(415,084)</u>	<u>-</u>
Balance at September 30, 2017				
Cash & Investments	<u>\$ 410,338</u>	<u>\$ 121,664</u>	<u>\$ -</u>	<u>\$ 288,674</u>

St. Louis Downtown Airport
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 287,246	Noncash Activities: None
Payments to employees	(239,208)	
Payments to vendors	(225,822)	
Payments for self-insurance	(13,343)	
Receipts (payments) from inter-fund activity	66,007	
Net cash provided by (used in) operating activities	<u>(125,120)</u>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
Acquisitions of capital assets	<u>(787)</u>	
Cash flows from capital and related financing activities	<u>(787)</u>	
Cash flows from investing activities		
Interest received	<u>785</u>	
Net cash provided by (used in) investing activities	<u>785</u>	
Net increase (decrease) in cash and cash equivalents	(125,122)	
Cash and cash equivalents, beginning of year	<u>535,460</u>	
Cash and cash equivalents, year to date	<u>\$ 410,338</u>	

St. Louis Downtown Airport
Schedule of Aged Receivables - Invoiced
September 30, 2017
(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	\$ 1,297	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,297
Air & Sea Leasing	1,288	-	3	-	-	-	1,291
Aviation Business Corporation	2,785	165	65	-	-	-	3,015
Fostaire Helicopters	833	-	-	408	-	-	1,241
Greater St. Louis Air & Space Museum	1,242	36	-	-	-	-	1,278
Ideal Aviation Illinois, LLC	27,577	3,421	11,152	3,851	-	-	46,001
Jet Aviation - Cahokia, IL	64,686	-	-	-	-	-	64,686
Jet Aviation - St. Louis, MO	11,567	25,274	-	-	732	-	37,573
Kenneth Wellbacher	5,811	-	-	-	732	-	6,543
Parks Aviation Holdings LLC	4,864	36	2,647	839	-	-	8,386
William Wilson	-	-	-	-	1,380	2,530	3,910
Subtotal	121,950	28,932	13,867	5,098	2,844	2,530	175,221
All other customers	1,727	(1,185) ¹	49	150	(1,024) ¹	637	354
Total	\$ 123,677	\$ 27,747	\$ 13,916	\$ 5,248	\$ 1,820	\$ 3,167	\$ 175,575

¹ Some customers pay ahead creating credit balances on this report.

St. Louis Downtown Airport
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2017
(unaudited)

Description		<u>Budget</u>	<u>Current</u>	<u>Year-To-Date</u>	<u>Life-To-Date</u>	<u>Balance</u>
Project #						
Taxiway Bravo - Phase 1		\$ 4,755,151	\$ -	\$ -	\$ -	\$ 4,755,151
Earthwork - Grade Ditch Parallel to Main Runway	x	755,490	-	-	754,701	789
Environmental Assessment and ALP	x	165,000	-	-	86,674	78,326
Airport Terminal Roof - Phase 1	x	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
Zero-Turn Mower		17,964	-	-	-	17,964
Total Active Projects		<u>\$ 6,118,331</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 971,148</u>	<u>\$ 5,147,183</u>

x Projects are carryover from prior year.



Financial Highlights	52
Statement of Financial Position	54
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

Riverfront Attractions

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

Fast Facts

The riverboats are experiencing increased attendance for the daily sightseeing cruises and the dinner cruises. They are also experiencing an increase in charter cruises.

On August 21, 2017, the riverboats held a special “Eclipse Charter Cruise” to observe the historic solar eclipse. The event was extremely well received.

Financial Data

Income before depreciation for Riverfront Attractions is \$579.8 thousand compared to \$499.9 thousand in the prior year.

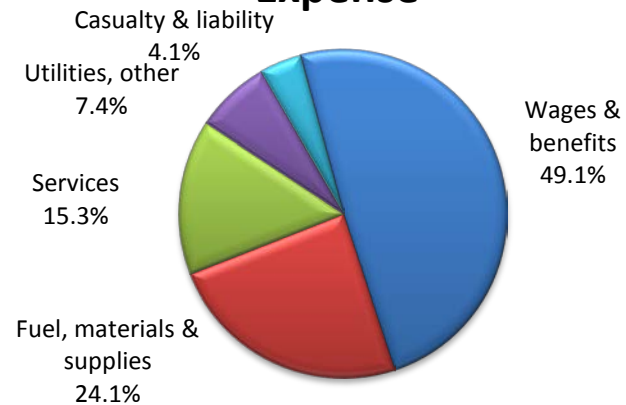
Revenue is \$1.5 million, which is 9.9% greater than the prior year, a direct result of increased passengers, cruises, and passengers on each cruise.

Revenue



Total Expense is \$0.9 million up 6.2% from last year.

Expense



Riverfront Attractions

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

Services Expense are 33.9% greater than the prior year due to increased credit card fees and entertainment costs, a direct result of increased passengers and cruises.

The 8.8% increase in **materials and supplies** over the prior year reflects the additional cost of consumable goods related to the increased number of cruises and some maintenance costs on the riverboats and barges.

Performance Data

Performance Indicators			
YTD	Passengers	Cruises	Passengers per Cruise
FY18 Actual	60,158	444	135
FY18 Budget	55,800	445	125
FY17 Actual	53,292	442	121

Total **riverboat passengers** are up 2.9% over the prior year and cruises are up 0.5% over the prior year, both due to fewer flooding issues. The performance data indicates that the passenger attendance for FY18 cruises is strong, trending up, and cruises are well attended.

Riverfront Attractions
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 106,882	\$ 34,659	\$ 72,223	208.4	\$ 11,724	\$ 95,158	811.7
Accounts and notes receivable	14,186	16,327	(2,141)	(13.1)	16,725	(2,539)	(15.2)
Interfund accounts receivable	201,382	60,771	140,611	231.4	143,946	57,436	39.9
Materials and supplies inventory	44,912	48,812	(3,900)	(8.0)	40,986	3,926	9.6
Other current assets	105,085	-	105,085	n/a	107,691	(2,606)	(2.4)
Total current assets	472,447	160,569	311,878	194.2	321,072	151,375	47.1
Capital assets							
Capital assets	5,098,609	5,098,609	-	-	5,187,190	(88,581)	(1.7)
Accumulated depreciation	(3,810,790)	(3,746,408)	(64,382)	(1.7)	(3,716,798)	(93,992)	(2.5)
Total capital assets, net	1,287,819	1,352,201	(64,382)	(4.8)	1,470,392	(182,573)	(12.4)
Construction-in-process	10,432	-	10,432	n/a	-	10,432	n/a
Total capital assets	1,298,251	1,352,201	(53,950)	(4.0)	1,470,392	(172,141)	(11.7)
Total assets	1,770,698	1,512,770	257,928	17.1	1,791,464	(20,766)	(1.2)
Total	\$ 1,770,698	\$ 1,512,770	\$ 257,928	17.1	\$ 1,791,464	\$ (20,766)	(1.2)

Riverfront Attractions
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 23,810	\$ 27,962	\$ (4,152)	(14.8)	\$ 21,626	\$ 2,184	10.1
Interfund accounts payable	964,833	623,760	341,073	54.7	581,455	383,378	65.9
Accrued expenses	109,794	109,023	771	0.7	108,427	1,367	1.3
Other current liabilities	40,616	124,208	(83,592)	(67.3)	93,416	(52,800)	(56.5)
Total current liabilities	1,139,053	884,953	254,100	28.7	804,924	334,129	41.5
Non-current liabilities							
Other post-employment benefits	324,850	291,183	33,667	11.6	300,408	24,442	8.1
Long-term insurance	-	33,654	(33,654)	(100.0)	33,654	(33,654)	(100.0)
Unfunded pension liabilities	281,766	793,381	(511,615)	(64.5)	793,381	(511,615)	(64.5)
Total non-current liabilities	606,616	1,118,218	(511,602)	(45.8)	1,127,443	(520,827)	(46.2)
Total liabilities	1,745,669	2,003,171	(257,502)	(12.9)	1,932,367	(186,698)	(9.7)
Net Position							
Net position - capital investments	1,298,251	1,385,855	(87,604)	(6.3)	1,504,045	(205,794)	(13.7)
Net position	(1,788,652)	(1,961,790)	173,138	8.8	(2,079,981)	291,329	14.0
Net income (loss)	515,430	85,534	429,896	502.6	435,033	80,397	18.5
Total net position	25,029	(490,401)	515,430	105.1	(140,903)	165,932	117.8
Total	<u>\$ 1,770,698</u>	<u>\$ 1,512,770</u>	<u>\$ 257,928</u>	17.1	<u>\$ 1,791,464</u>	<u>\$ (20,766)</u>	(1.2)

Riverfront Attractions
Statement of Activities
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Cruise	\$ 963,109	\$ 951,700	\$ 11,409	1.2	\$ 829,782	\$ 963,109	\$ 951,700	\$ 11,409	1.2	\$ 829,782
Food and beverage	404,937	415,530	(10,593)	(2.5)	399,300	404,937	415,530	(10,593)	(2.5)	399,300
Retail	57,605	49,600	8,005	16.1	56,009	57,605	49,600	8,005	16.1	56,009
Other operating revenue	44,444	41,611	2,833	6.8	44,225	44,444	41,611	2,833	6.8	44,225
Sales discount	(16,786)	(13,675)	(3,111)	(22.7)	(6,750)	(16,786)	(13,675)	(3,111)	(22.7)	(6,750)
Total revenue	<u>1,453,309</u>	<u>1,444,766</u>	<u>8,543</u>	<u>0.6</u>	<u>1,322,566</u>	<u>1,453,309</u>	<u>1,444,766</u>	<u>8,543</u>	<u>0.6</u>	<u>1,322,566</u>
Expense										
Wages and benefits ¹	428,876	428,944	68	-	416,034	428,876	428,944	68	-	416,034
Services	133,829	119,485	(14,344)	(12.0)	99,891	133,829	119,485	(14,344)	(12.0)	99,891
Fuel and lube consumed	10,892	18,000	7,108	39.5	21,951	10,892	18,000	7,108	39.5	21,951
Materials and supplies	199,865	224,619	24,754	11.0	183,659	199,865	224,619	24,754	11.0	183,659
Utilities	26,261	23,955	(2,306)	(9.6)	25,878	26,261	23,955	(2,306)	(9.6)	25,878
Casualty and liability costs	35,628	43,220	7,592	17.6	35,163	35,628	43,220	7,592	17.6	35,163
Other expenses	38,147	34,162	(3,985)	(11.7)	40,106	38,147	34,162	(3,985)	(11.7)	40,106
Total expense	<u>873,498</u>	<u>892,385</u>	<u>18,887</u>	<u>2.1</u>	<u>822,682</u>	<u>873,498</u>	<u>892,385</u>	<u>18,887</u>	<u>2.1</u>	<u>822,682</u>
Income (loss) before depreciation	<u>579,811</u>	<u>552,381</u>	<u>27,430</u>	<u>5.0</u>	<u>499,884</u>	<u>579,811</u>	<u>552,381</u>	<u>27,430</u>	<u>5.0</u>	<u>499,884</u>
Depreciation and amortization expense	<u>64,381</u>	<u>78,854</u>	<u>14,473</u>	<u>18.4</u>	<u>64,850</u>	<u>64,381</u>	<u>78,854</u>	<u>14,473</u>	<u>18.4</u>	<u>64,851</u>
Net income (loss)	<u>\$ 515,430</u>	<u>\$ 473,527</u>	<u>\$ 41,903</u>	<u>8.8</u>	<u>\$ 435,034</u>	<u>\$ 515,430</u>	<u>\$ 473,527</u>	<u>\$ 41,903</u>	<u>8.8</u>	<u>\$ 435,033</u>

¹ - Detailed schedule included.

Riverfront Attractions
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 332,847	\$ 325,137	\$ (7,710)	(2.4)	\$ 323,175	\$ 332,847	\$ 325,137	\$ (7,710)	(2.4)	\$ 323,175
Company paid benefits										
Payroll related taxes and insurance										
FICA	24,706	24,875	169	0.7	23,180	24,706	24,875	169	0.7	23,180
Unemployment insurance	1,426	3,549	2,123	59.8	2,026	1,426	3,549	2,123	59.8	2,026
Worker's compensation insurance	-	2,321	2,321	100.0	734	-	2,321	2,321	100.0	734
Health and welfare										
Medical	21,215	25,300	4,085	16.1	21,955	21,215	25,300	4,085	16.1	21,955
Dental	826	802	(24)	(3.0)	891	826	802	(24)	(3.0)	891
Other post employment benefits	5,488	5,563	75	1.3	3,388	5,488	5,563	75	1.3	3,388
Life insurance / AD&D	360	193	(167)	(86.5)	263	360	193	(167)	(86.5)	263
Short and long term disability	1,196	949	(247)	(26.0)	1,466	1,196	949	(247)	(26.0)	1,466
FMLA administration expense	-	82	82	100.0	531	-	82	82	100.0	531
EAP expense	51	54	3	5.6	55	51	54	3	5.6	55
Retirement										
Pension expense	33,971	25,300	(8,671)	(34.3)	30,527	33,971	25,300	(8,671)	(34.3)	30,527
401 K contributions	6,591	13,219	6,628	50.1	6,580	6,591	13,219	6,628	50.1	6,580
Other										
Uniform allowance	199	1,600	1,401	87.6	1,263	199	1,600	1,401	87.6	1,263
Total company paid benefits	<u>96,029</u>	<u>103,807</u>	<u>7,778</u>	<u>7.5</u>	<u>92,859</u>	<u>96,029</u>	<u>103,807</u>	<u>7,778</u>	<u>7.5</u>	<u>92,859</u>
Total wages and benefits	<u>\$ 428,876</u>	<u>\$ 428,944</u>	<u>\$ 68</u>	<u>-</u>	<u>\$ 416,034</u>	<u>\$ 428,876</u>	<u>\$ 428,944</u>	<u>\$ 68</u>	<u>-</u>	<u>\$ 416,034</u>

Riverfront Attractions
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>	<u>Change Fund</u>
Balance at July 1, 2017			
Cash & Investments	\$ 34,659	\$ 28,759	\$ 5,900
Add:			
Revenue receipts	1,482,361	1,482,361	-
Total cash receipts	<u>1,482,361</u>	<u>1,482,361</u>	<u>-</u>
Interfund transfers	-	-	-
Less:			
Cash disbursements	<u>(1,410,138)</u>	<u>(1,410,138)</u>	<u>-</u>
Total cash disbursements	<u>(1,410,138)</u>	<u>(1,410,138)</u>	<u>-</u>
Balance at September 30, 2017			
Cash & Investments	<u><u>\$ 106,882</u></u>	<u><u>\$ 100,982</u></u>	<u><u>\$ 5,900</u></u>

Riverfront Attractions
Statement of Cash Flows
For the Three Months Ended Septemebr 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 1,455,451	Noncash Activities: None
Payments to employees	(422,617)	
Payments to vendors	(597,922)	
Payments for self-insurance	(35,628)	
Receipts (payments) from inter-fund activity	(316,628)	
Net cash provided by (used in) operating activities	<u>82,656</u>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
Acquisitions of capital assets	<u>(10,432)</u>	
Cash flows from capital and related financing activities	<u>(10,432)</u>	
Cash flows from investing activities		
None		
Net increase (decrease) in cash and cash equivalents	72,224	
Cash and cash equivalents, beginning of year	<u>34,659</u>	
Cash and cash equivalents, year to date	<u>\$ 106,883</u>	

Riverfront Attractions
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2017
(unaudited)

Description		<u>Budget</u>	<u>Current</u>	<u>Year-To-Date</u>	<u>Life-To-Date</u>	<u>Balance</u>
Project #						
Riverboat Gangway	x	\$ 121,052	\$ -	-	\$ 106,833	\$ 14,219
Becky Thatcher Inspection/Dry Docking		175,000	-	-	-	175,000
Total Active Projects		<u>\$ 296,052</u>	<u>\$ -</u>	<u>-</u>	<u>\$ 106,833</u>	<u>\$ 189,219</u>

x Projects are carryover from prior year.



ST LOUIS REGIONAL FREIGHTWAY

Financial Highlights	61
Statement of Financial Position	62
Statement of Activities	63
Schedule of Wage & Benefits	65
Cash Receipts and Disbursement Schedule	66
Statement of Cash Flows	67

St. Louis Regional Freightway

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

Fast Facts

Mary Lamie, Executive Director of the St. Louis Regional Freightway, was named one of the Most Influential Business Women of 2017 by the St. Louis Business Journal. The awards program was sponsored by Maryville University and noted business women who build an environment of success.

On August 10, 2017 Mary Lamie was featured in a St. Louis Business Journal article about her task and progress collaborating in the movement of over 350 tons of freight annually.

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 during 2015, the most recent year for which final numbers are available. The St. Louis region's barge industry handled 500,000 tons per mile.

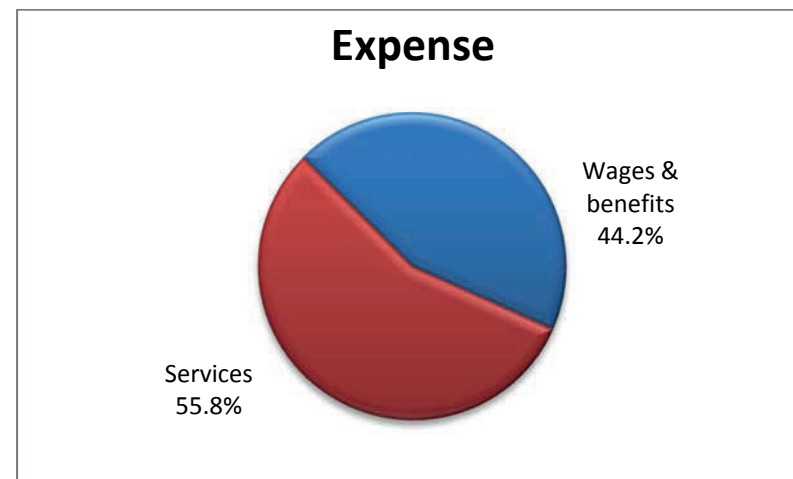
The Freight District has continues to leverage the local and national industry leaders to establish the bi-state area as a premier freight center and multimodal hub for the nation.

Financial Data

Net loss for the St. Louis Regional Freightway is \$172.3 thousand.

Revenue of \$37.5 thousand is from East-West Council of Governments as Partnership Revenue Fees. This accounts for 100% of all revenue received by the Freightway.

Expense of \$209.8 thousand includes compensation and benefits of \$92.6 thousand. Services were \$117.2 thousand due to consulting and legal fees and immaterial office supplies expense.



St. Louis Regional Freightway
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 49,035	\$ 82,638	\$ (33,603)	(40.7)	\$ 30,000	\$ 19,035	63.5
Accounts and notes receivable	25,210	25,340	(130)	(0.5)	1,857	23,353	n/a
Interfund accounts receivable	49,591	-	49,591	n/a	18,166	31,425	173.0
Total current assets	123,836	107,978	15,858	14.7	50,023	73,813	147.6
Total assets	123,836	107,978	15,858	14.7	50,023	73,813	147.6
Total	<u>\$ 123,836</u>	<u>\$ 107,978</u>	<u>\$ 15,858</u>	14.7	<u>\$ 50,023</u>	<u>\$ 73,813</u>	147.6

St. Louis Regional Freightway
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ -	\$ 29,150	\$ (29,150)	(100.0)	\$ -	\$ -	n/a
Interfund accounts payable	928,683	773,817	154,866	20.0	276,617	652,066	235.7
Accrued expenses	14,900	14,900	-	-	6,900	8,000	115.9
Other current liabilities	-	-	-	n/a	37,500	(37,500)	(100.0)
Total current liabilities	943,583	817,867	125,716	15.4	321,017	622,566	193.9
Non-current liabilities							
Other post-employment benefits	138,287	69,070	69,217	100.2	70,448	67,839	96.3
Unfunded pension liabilities	5,092	11,854	(6,762)	(57.0)	11,853	(6,761)	(57.0)
Total non-current liabilities	143,379	80,924	62,455	77.2	82,301	61,078	74.2
Total liabilities	1,086,962	898,791	188,171	20.9	403,318	683,644	169.5
Net Position							
Net position	(790,812)	(293,270)	(497,542)	(169.7)	(293,270)	(497,542)	(169.7)
Net income (loss)	(172,314)	(497,543)	325,229	65.4	(60,025)	(112,289)	(187.1)
Total net position	(963,126)	(790,813)	(172,313)	(21.8)	(353,295)	(609,831)	(172.6)
Total	\$ 123,836	\$ 107,978	\$ 15,858	14.7	\$ 50,023	\$ 73,813	147.6

**St. Louis Regional Freightway
Statement of Activities
For the Quarter Ended September 30, 2017**
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Partnership fees	\$ 37,500	\$ 47,500	\$ (10,000)	(21.1)	\$ 62,500	\$ 37,500	\$ 47,500	\$ (10,000)	(21.1)	\$ 62,500
Other revenue	-	10,000	(10,000)	(100.0)	750	-	10,000	(10,000)	(100.0)	750
Total revenue	<u>37,500</u>	<u>57,500</u>	<u>(20,000)</u>	<u>(34.8)</u>	<u>63,250</u>	<u>37,500</u>	<u>57,500</u>	<u>(20,000)</u>	<u>(34.8)</u>	<u>63,250</u>
Expense										
Wages and benefits ¹	92,679	75,626	(17,053)	(22.5)	75,756	92,679	75,626	(17,053)	(22.5)	75,756
Services	117,164	136,250	19,086	14.0	34,282	117,164	136,250	19,086	14.0	34,282
Materials and supplies	86	196	110	56.1	2,688	86	196	110	56.1	2,688
Utilities	-	150	150	100.0	-	-	150	150	100.0	-
Other expenses	(115)	24,375	24,490	100.5	10,549	(115)	24,375	24,490	100.5	10,549
Total expense	<u>209,814</u>	<u>236,597</u>	<u>26,783</u>	<u>11.3</u>	<u>123,275</u>	<u>209,814</u>	<u>236,597</u>	<u>26,783</u>	<u>11.3</u>	<u>123,275</u>
Net income (loss)	<u>\$ (172,314)</u>	<u>\$ (179,097)</u>	<u>\$ 6,783</u>	<u>3.8</u>	<u>\$ (60,025)</u>	<u>\$ (172,314)</u>	<u>\$ (179,097)</u>	<u>\$ 6,783</u>	<u>3.8</u>	<u>\$ (60,025)</u>

¹ - Detailed schedule included.

**St. Louis Regional Freightway
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017**
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 70,593	\$ 60,115	\$ (10,478)	(17.4)	\$ 60,062	\$ 70,593	\$ 60,115	\$ (10,478)	(17.4)	\$ 60,062
Company paid benefits										
Payroll related taxes and insurance										
FICA	4,635	4,599	(36)	(0.8)	3,970	4,635	4,599	(36)	(0.8)	3,970
Unemployment insurance	41	-	(41)	-	172	41	-	(41)	-	172
Worker's compensation insurance	-	180	180	100.0	-	-	180	180	100.0	-
Health and welfare										
Medical	8,968	4,000	(4,968)	(124.2)	6,185	8,968	4,000	(4,968)	(124.2)	6,185
Dental	238	127	(111)	(87.4)	150	238	127	(111)	(87.4)	150
Other post employment benefits	2,271	313	(1,958)	(625.6)	815	2,271	313	(1,958)	(625.6)	815
Life insurance / AD&D	122	31	(91)	(293.5)	69	122	31	(91)	(293.5)	69
Short and long term disability	423	150	(273)	(182.0)	353	423	150	(273)	(182.0)	353
FMLA administration expense	-	13	13	100.0	15	-	13	13	100.0	15
EAP expense	11	8	(3)	(37.5)	8	11	8	(3)	(37.5)	8
Retirement										
Pension expense	1,733	4,000	2,267	56.7	1,730	1,733	4,000	2,267	56.7	1,730
401 K contributions	3,644	2,090	(1,554)	(74.4)	2,227	3,644	2,090	(1,554)	(74.4)	2,227
Total company paid benefits	<u>22,086</u>	<u>15,511</u>	<u>(6,575)</u>	<u>(42.4)</u>	<u>15,694</u>	<u>22,086</u>	<u>15,511</u>	<u>(6,575)</u>	<u>(42.4)</u>	<u>15,694</u>
Total wages and benefits	<u>\$ 92,679</u>	<u>\$ 75,626</u>	<u>\$ (17,053)</u>	<u>(22.5)</u>	<u>\$ 75,756</u>	<u>\$ 92,679</u>	<u>\$ 75,626</u>	<u>\$ (17,053)</u>	<u>(22.5)</u>	<u>\$ 75,756</u>

St. Louis Regional Freightway
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>
Balance at July 1, 2017		
Cash & Investments	\$ 82,638	\$ 82,638
Add:		
Revenue receipts	39,705	39,705
Total cash receipts	<u>39,705</u>	<u>39,705</u>
Interfund transfers	-	-
Less:		
Cash disbursements	(73,308)	(73,308)
Total cash disbursements	<u>(73,308)</u>	<u>(73,308)</u>
Balance at September 30, 2017		
Cash & Investments	<u><u>\$ 49,035</u></u>	<u><u>\$ 49,035</u></u>

**St. Louis Regional Freightway
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)**

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 37,630	Noncash Activities: None
Payments to employees	(90,408)	
Payments to vendors	(146,285)	
Receipts (payments) from inter-fund activity	165,460	
Net cash provided by (used in) operating activities	<u>(33,603)</u>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
None		
Net increase (decrease) in cash and cash equivalents	(33,603)	
Cash and cash equivalents, beginning of year	<u>82,638</u>	
Cash and cash equivalents, year to date	<u>\$ 49,035</u>	



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

Bi-State Development Research Institute

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

Fast Facts

Bi-State Development Research Institute used funds from the Missouri Foundation for health to begin funding operating costs for the Link Market Food Kiosk project.

The kiosks opened to the public September 28, 2017, at the North Hanley and Wellston Transit Centers, providing access to healthy and affordable food options. This initiative will help provide fresh food who do not have convenient access to fresh fruits, vegetables, and healthy food staples, eliminating the “food deserts” in that area.

The St. Louis County Department of Public Health has begun to deploy a mobile medical unit providing health screenings for the community. The program is designed to provide underserved residents with easier access to health care. The mobile units will serve the North Hanley MetroLink Station, the Rock Road MetroLink Station and the Wellston MetroLink Station.

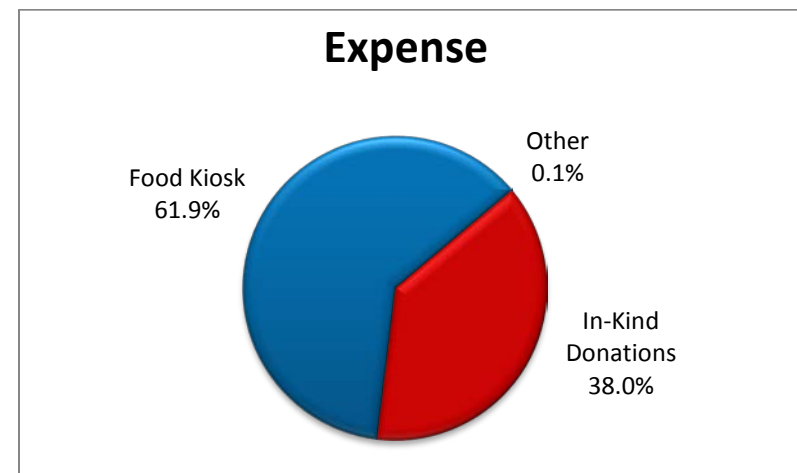
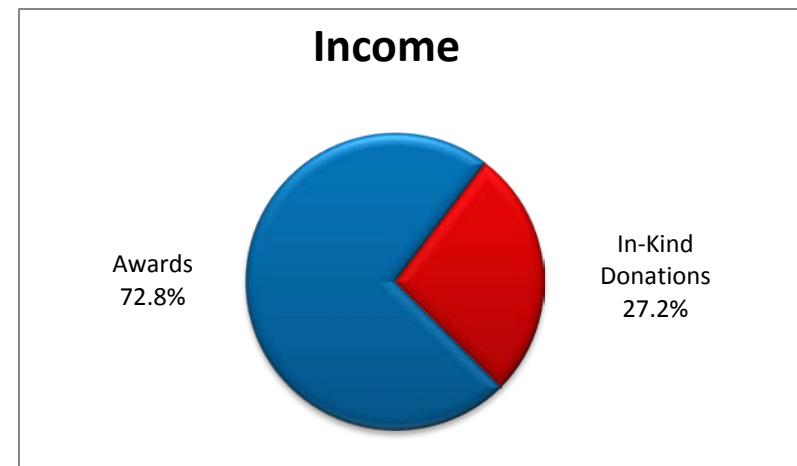
Financial Data

Net Income is \$49.9 thousand.

Revenue from Awards/Grants funding totaled \$127.5 thousand and \$47.6 thousand of In-kind donations from Bi-State Development.

Expense totals \$125.2 thousand. The majority of expense is related to the Missouri Health Foundation grant being used to

establish the Link Market Food Kiosk project and 47.6 thousand of In-kind donations from the Bi-State Development Agency.



Bi-State Development Research Institute
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 98,628	\$ 226,205	\$ (127,577)	(56.4)	\$ 32,173	\$ 66,455	206.6
Accounts and notes receivable	429	429	-	-	429	-	-
Other current assets	90,000	40,000	50,000	125.0	-	90,000	n/a
Total current assets	189,057	266,634	(77,577)	(29.1)	32,602	156,455	479.9
Construction-in-process	135,000	135,000	-	-	-	135,000	n/a
Total capital assets	135,000	135,000	0	-	-	135,000	n/a
Total assets	324,057	401,634	(77,577)	(19.3)	32,602	291,455	894.0
Total	\$ 324,057	\$ 401,634	\$ (77,577)	(19.3)	\$ 32,602	\$ 291,455	894.0

Bi-State Development Research Institute
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 3,000	\$ 3,000	\$ -	-	\$ 31,234	\$ (28,234)	(90.4)
Interfund accounts payable	19,433	19,433	-	-	3,718	15,715	422.7
Other current liabilities	96,152	223,650	(127,498)	(57.0)	-	96,152	n/a
Total current liabilities	118,585	246,083	(127,498)	(51.8)	34,952	83,633	239.3
Total liabilities	118,585	246,083	(127,498)	(51.8)	34,952	83,633	239.3
Net Position							
Net position	155,550	39,127	116,423	297.6	39,127	116,423	297.6
Net income (loss)	49,922	116,424	(66,502)	(57.1)	(41,477)	91,399	220.4
Total net position	205,472	155,551	49,921	32.1	(2,350)	207,822	n/a
Total	<u>\$ 324,057</u>	<u>\$ 401,634</u>	<u>\$ (77,577)</u>	(19.3)	<u>\$ 32,602</u>	<u>\$ 291,455</u>	894.0

Bi-State Development Research Institute
Statement of Activities
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Not for profit revenue	\$ 127,500	\$ 16,000	\$ 111,500	696.9	\$ 429	\$ 127,500	\$ 16,000	\$ 111,500	696.9	\$ 429
Contributions ¹	47,606	-	47,606	-	-	47,606	-	47,606	-	-
Total revenue	<u>175,106</u>	<u>16,000</u>	<u>159,106</u>	<u>994.4</u>	<u>429</u>	<u>175,106</u>	<u>16,000</u>	<u>159,106</u>	<u>994.4</u>	<u>429</u>
Expense										
Services	114,554	27,590	(86,964)	(315.2)	41,072	114,554	27,590	(86,964)	(315.2)	41,072
Materials and supplies	-	130	130	100.0	800	-	130	130	100.0	800
Utilities	72	150	78	52.0	-	72	150	78	52.0	-
Interfund admin fees	10,558	-	(10,558)	-	-	10,558	-	(10,558)	-	-
Other expenses	-	1,000	1,000	100.0	34	-	1,000	1,000	100.0	34
Total expense	<u>125,184</u>	<u>28,870</u>	<u>(96,314)</u>	<u>(333.6)</u>	<u>41,906</u>	<u>125,184</u>	<u>28,870</u>	<u>(96,314)</u>	<u>(333.6)</u>	<u>41,906</u>
Net income (loss)	<u>\$ 49,922</u>	<u>\$ (12,870)</u>	<u>\$ 62,792</u>	<u>487.9</u>	<u>\$ (41,477)</u>	<u>\$ 49,922</u>	<u>\$ (12,870)</u>	<u>\$ 62,792</u>	<u>487.9</u>	<u>\$ (41,477)</u>

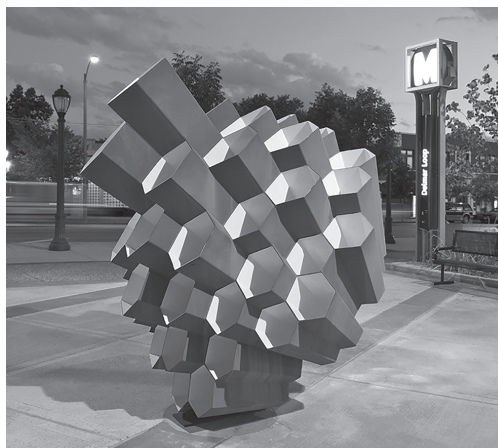
¹ - Contributions include in-kind donations of services, supplies and materials from other BSD business units.

**Bi-State Development Research Institute
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)**

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>	<u>Restricted Fund</u>
Balance at July 1, 2017			
Cash & Investments	\$ 226,205	\$ 2,554	\$ 223,651
Add:			
Receipts	-	-	-
Total cash receipts	-	-	-
Interfund transfers	-	-	-
Less:			
Cash disbursements	(127,577)	(77)	(127,500)
Total cash disbursements	(127,577)	(77)	(127,500)
Balance at September 30, 2017			
Cash & Investments	<u>\$ 98,628</u>	<u>\$ 2,477</u>	<u>\$ 96,151</u>

Bi-State Development Research Institute
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 175,106	Noncash Activities:
Payments to vendors	(292,125)	None
Receipts (payments) from inter-fund activity	<u>(10,558)</u>	
Net cash provided by (used in) operating activities	<u>(127,577)</u>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
None		
Net increase (decrease) in cash and cash equivalents	(127,577)	
Cash and cash equivalents, beginning of year	<u>226,205</u>	
Cash and cash equivalents, year to date	<u>\$ 98,628</u>	



Arts in Transit

Financial Highlights	74
Statement of Financial Position	75
Statement of Activities	77
Cash Receipts and Disbursement Schedule	78
Statement of Cash Flows	79

Arts In Transit, Inc.

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

Fast Facts

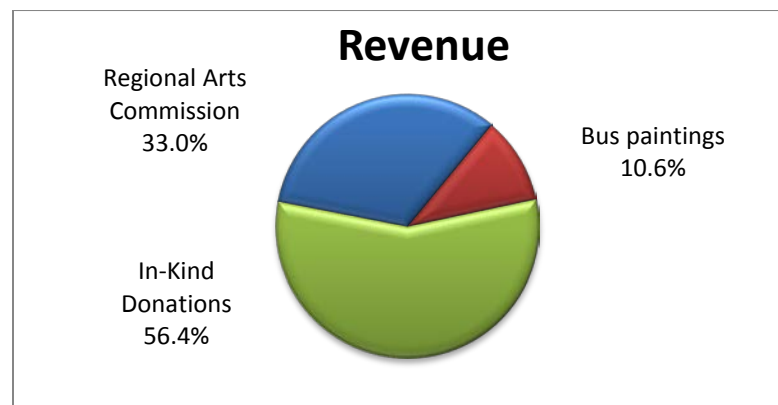
Arts In Transit was one of nine local arts organizations to receive a grant from the PNC Foundation through the PNC Arts Alive initiative. The \$20,000 grant will support MetroScapes, a program that promotes local artists by displaying their work at MetroBus shelters and transit centers throughout the St. Louis region. 148 entries were received and 10 designs will be chosen to display at 200 area bus shelters for a year with smaller versions available for sale.

Arts in Transit received over 100 entries for the 2017 MetroLines poetry contest, 14 of which were selected to be displayed on MetroBus vehicles and MetroLink trains for one year for the customers and public to read and enjoy.

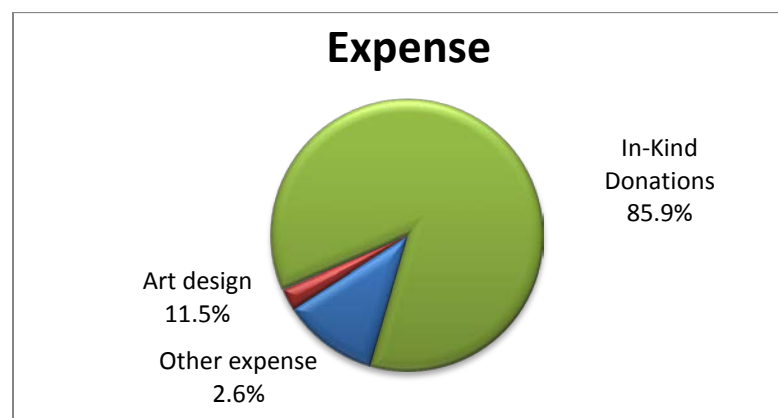
Financial Data

Net Income is \$29.1 thousand.

Total revenue of \$84.8 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 \$55.7 thousand consists of \$6.4 thousand for art design and bus wrap services related to a bus painting, \$1.4 thousand in expense related to MetroScape posters and immaterial bank fees, and \$47.9 thousand of In-kind donations from Bi-State Development.



Arts In Transit, Inc.
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 86,833	\$ 61,695	\$ 25,138	40.7	\$ 51,385	\$ 35,448	69.0
Accounts and notes receivable	4,000	-	4,000	n/a	-	4,000	n/a
Total current assets	90,833	61,695	29,138	47.2	51,385	39,448	76.8
Total assets	90,833	61,695	29,138	47.2	51,385	39,448	76.8
Total	\$ 90,833	\$ 61,695	\$ 29,138	47.2	\$ 51,385	\$ 39,448	76.8

Arts In Transit, Inc.
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Net Position							
Net position	\$ 61,695	\$ 22,574	\$ 39,121	173.3	\$ 22,574	\$ 39,121	173.3
Net income (loss)	29,138	39,121	(9,983)	(25.5)	27,811	1,327	4.8
Total net position	90,833	61,695	29,138	47.2	50,385	40,448	80.3
Total	<u>\$ 90,833</u>	<u>\$ 61,695</u>	<u>\$ 29,138</u>	47.2	<u>\$ 51,385</u>	<u>\$ 39,448</u>	76.8

Arts In Transit, Inc.
Statement of Activities
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Not for Profit Revenue	\$ 37,000	\$ 12,500	\$ 24,500	196.0	\$ 32,000	\$ 37,000	\$ 12,500	\$ 24,500	196.0	\$ 32,000
Contributions ¹	47,824	-	47,824	-	-	47,824	-	47,824	-	-
Total revenue	<u>84,824</u>	<u>12,500</u>	<u>72,324</u>	<u>578.6</u>	<u>32,000</u>	<u>84,824</u>	<u>12,500</u>	<u>72,324</u>	<u>578.6</u>	<u>32,000</u>
Expense										
Services	43,910	25,000	(18,910)	(75.6)	4,189	43,910	25,000	(18,910)	(75.6)	4,189
Materials and supplies	1,119	137	(982)	(716.8)	-	1,119	137	(982)	(716.8)	-
Utilities	141	-	(141)	-	-	141	-	(141)	-	-
Interfund admin fees	9,420	-	(9,420)	-	-	9,420	-	(9,420)	-	-
Other expenses	1,096	62	(1,034)	(1,667.7)	-	1,096	62	(1,034)	(1,667.7)	-
Total expense	<u>55,686</u>	<u>25,199</u>	<u>(30,487)</u>	<u>(121.0)</u>	<u>4,189</u>	<u>55,686</u>	<u>25,199</u>	<u>(30,487)</u>	<u>(121.0)</u>	<u>4,189</u>
Net income (loss)	<u>\$ 29,138</u>	<u>\$ (12,699)</u>	<u>\$ 41,837</u>	<u>329.5</u>	<u>\$ 27,811</u>	<u>\$ 29,138</u>	<u>\$ (12,699)</u>	<u>\$ 41,837</u>	<u>329.5</u>	<u>\$ 27,811</u>

Arts in Transit, Inc.
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>
Balance at July 1, 2017		
Cash & Investments	\$ 61,695	\$ 61,695
Add:		
Receipts	33,000	33,000
Total cash receipts	<u>33,000</u>	<u>33,000</u>
Interfund transfers	-	-
Less:		
Cash disbursements	<u>(7,862)</u>	<u>(7,862)</u>
Total cash disbursements	<u>(7,862)</u>	<u>(7,862)</u>
Balance at September 30, 2017		
Cash & Investments	<u><u>\$ 86,833</u></u>	<u><u>\$ 86,833</u></u>

Art In Transit, Inc.
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 80,824	Noncash Activities: None
Payments to vendors	(46,266)	
Receipts (payments) from inter-fund activity	(9,420)	
	<hr/>	
Net cash provided by (used in) operating activities	25,138	
	<hr/>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
None		
Net increase (decrease) in cash and cash equivalents	25,138	
Cash and cash equivalents, beginning of year	61,695	
	<hr/>	
Cash and cash equivalents, year to date	\$ 86,833	
	<hr/>	



BI-STATE
DEVELOPMENT

Self-Insurance Funds

Financial Highlights	80
Statement of Financial Position	81
Statement of Activities	83

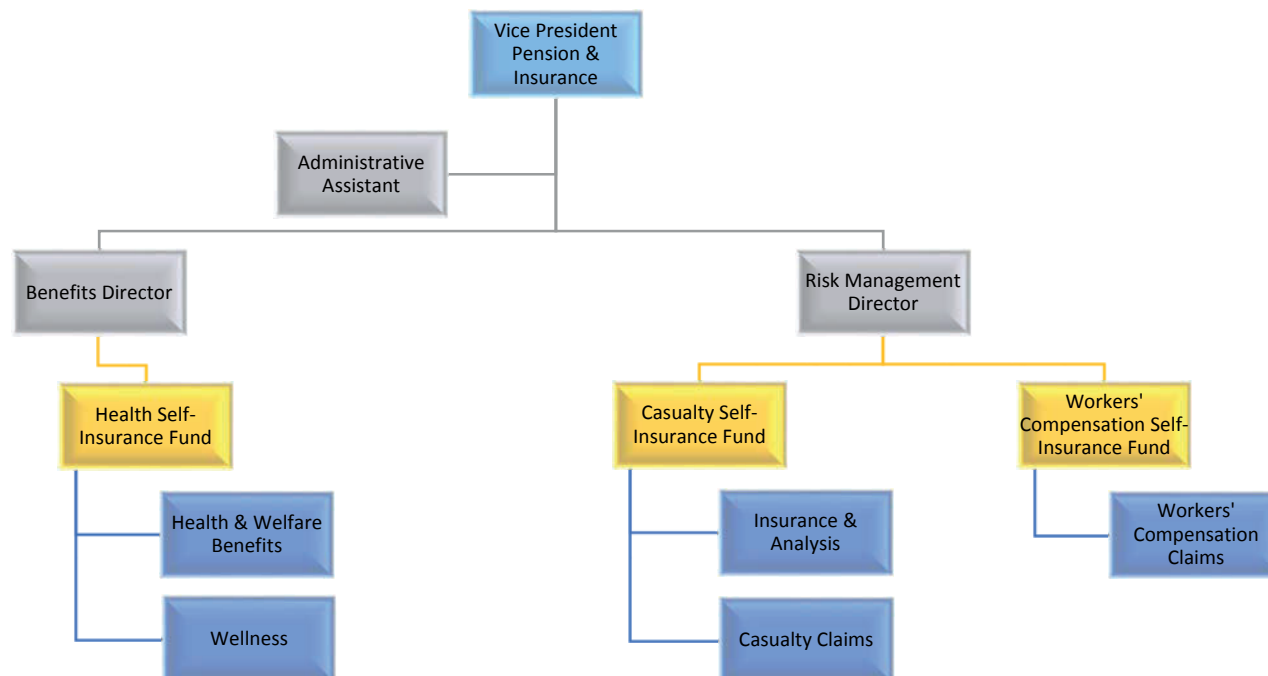
Self-Insurance Funds

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

As directed by the BSD Board of Commissioners, in order to improve overall accountability and 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 and 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
September 30, 2017
(unaudited)**

	Health Self-Insurance Division	Casualty Self-Insurance Division	Workers Compensation Self-Insurance Division	Totals	Interfund Eliminations	Totals After Eliminations
Assets						
Current assets						
Cash	\$ 1,464,814	\$ 4,003,302	\$ 8,356,112	\$ 13,824,228	\$ -	\$ 13,824,228
Accounts and notes receivable	40,049	-	131	40,180	-	40,180
Interfund accounts receivable	1,944,086	5,891,728	199,680	8,035,494	79,123	8,114,617
Other current assets	-	611,476	159,458	770,934	-	770,934
Total current assets	<u>3,448,949</u>	<u>10,506,506</u>	<u>8,715,381</u>	<u>22,670,836</u>	<u>79,123</u>	<u>22,749,959</u>
Total assets	<u>3,448,949</u>	<u>10,506,506</u>	<u>8,715,381</u>	<u>22,670,836</u>	<u>79,123</u>	<u>22,749,959</u>
Total	<u><u>\$ 3,448,949</u></u>	<u><u>\$ 10,506,506</u></u>	<u><u>\$ 8,715,381</u></u>	<u><u>\$ 22,670,836</u></u>	<u><u>\$ 79,123</u></u>	<u><u>\$ 22,749,959</u></u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Self-Insurance Divisions
Quarterly Statement of Financial Position
September 30, 2017
(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	\$ -	\$ -	\$ 88,519	\$ 88,519	\$ -	\$ 88,519
Interfund accounts payable	5,367,584	152,629	26,494	5,546,707	79,123	5,625,830
Accrued expenses	44,700	40,600	24,900	110,200	-	110,200
Total current liabilities	5,412,284	193,229	139,913	5,745,426	79,123	5,824,549
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	-	-	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	7,840,284	4,181,010	3,448,186	15,469,480	79,123	15,548,603
Non-current liabilities						
Other post-employment benefits	181,829	158,163	45,908	385,900	-	385,900
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	258,770	4,506,902	4,168,795	8,934,467	-	8,934,467
Total liabilities	8,099,054	8,687,912	7,616,981	24,403,947	79,123	24,483,070
Net Position						
Net position	(1,937,586)	1,421,161	223,448	(292,977)	-	(292,977)
Net income (loss)	(2,712,519)	397,433	874,952	(1,440,134)	-	(1,440,134)
Total net position	(4,650,105)	1,818,594	1,098,400	(1,733,111)	-	(1,733,111)
Total	\$ 3,448,949	\$ 10,506,506	\$ 8,715,381	\$ 22,670,836	\$ 79,123	\$ 22,749,959

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Self-Insurance Divisions
Combining Statement of Activities by Business Division
For the Three Months Ended September 30, 2017
(unaudited)**

	Health Self-Insurance Division	Casualty Self-Insurance Division	Workers Compensation Self-Insurance Division	Totals	Eliminations	Totals After Eliminations
Revenue						
Employee medical contributions	\$ 1,586,845	\$ -	\$ -	\$ 1,586,845	\$ -	\$ 1,586,845
Employee dental contributions	124,273	-	-	124,273	-	124,273
Employee gym membership	1,444	-	-	1,444	-	1,444
Bi-State Dev medical contributions	5,710,594	-	-	5,710,594	(40,248)	5,670,346
Bi-State Dev dental contributions	153,639	-	-	153,639	(1,456)	152,183
Bi-State Dev EAP contributions	9,588	-	-	9,588	(83)	9,505
Healthy savings plan	(47,774)	-	-	(47,774)	-	(47,774)
Charges for services - Casualty	-	1,292,561	-	1,292,561	-	1,292,561
Charges for services - Workers Compensation	-	-	2,255,682	2,255,682	-	2,255,682
Interest Income	-	8,904	15,629	24,533	-	24,533
Total revenue	7,538,609	1,301,465	2,271,311	11,111,385	(41,787)	11,069,598
Expense						
Wages and benefits	219,984	145,300	134,644	499,928	-	499,928
Services	32,669	-	280	32,949	-	32,949
Materials and supplies	415	1,067	379	1,861	-	1,861
Utilities	1,240	-	-	1,240	-	1,240
Casualty and liability costs	-	203,825	88,519	292,344	-	292,344
Other expenses	1,856	297	18,814	20,967	-	20,967
Medical claims and prescriptions, less rebates	9,932,217	-	-	9,932,217	(41,787)	9,890,430
Stop loss, third party fees, Medicare Part D	62,747	-	-	62,747	-	62,747
Casualty claims paid	-	700,207	-	700,207	-	700,207
Workers Compensation claims paid	-	-	1,307,840	1,307,840	-	1,307,840
Total expense	10,251,128	1,050,696	1,550,476	12,852,300	(41,787)	12,810,513
Net income (loss) before transfers	(2,712,519)	250,769	720,835	(1,740,915)	-	(1,740,915)
Net transfers in (out)	-	146,664	154,117	300,781	-	300,781
Net income (loss)	\$ (2,712,519)	\$ 397,433	\$ 874,952	\$ (1,440,134)	\$ -	\$ (1,440,134)



BI·STATE
DEVELOPMENT

Health Self-Insurance
Fund

Financial Highlights	84
Statement of Financial Position	85
Statement of Activities	87
Schedule of Wage & Benefits	88
Cash Receipts and Disbursement Schedule	89
Statement of Cash Flows	90

Health Self-Insurance Fund

For the 3 Months Ended September 30, 2017

(Preliminary, subject to audit)

Fast Facts

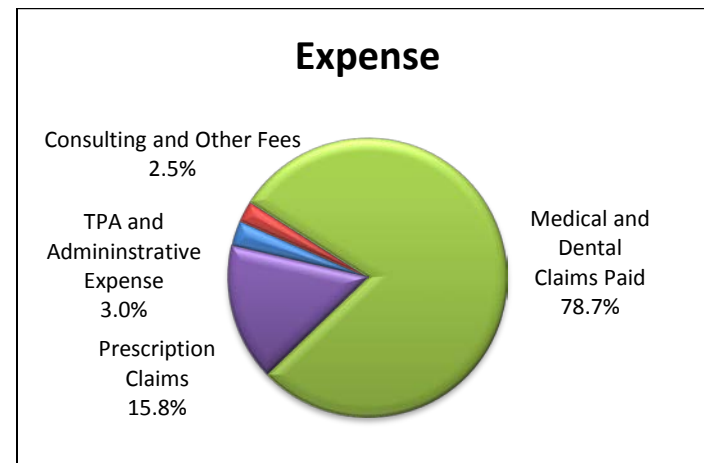
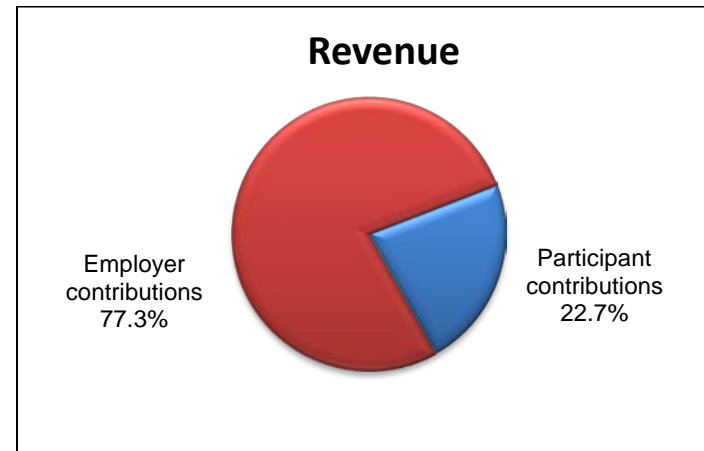
The Health Self-Insurance Fund (SIF) includes all operating revenue and expenses related to the organizations medical, prescription drug and dental employee benefit programs. Health SIF employer and employee/retiree contribution rates are set annually based on actuarial assessment of historical health 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 \$7.5 million consists of \$5.8 million in employer and \$1.7 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 \$10.2 million consists of \$9.7 million or 94.5% are related to direct benefit claims with the balance of \$0.5 million or 5.5% related to third party claim processing fees, cost management programs, wellness initiatives, plan consulting fees, health care reform and internal staff costs. Expenses are running unfavorable to budget due primarily to an increase in catastrophic medical claims which are expected to continue into the next reporting period.

However, consulting, TPA, and administrative expenses are running favorable to budget.



Health Self-Insurance Fund
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash and Cash Equivalents	\$ 1,464,814	\$ 1,537,496	\$ (72,682)	(4.7)	\$ 2,666,831	\$ (1,202,017)	(45.1)
Accounts and notes receivable	40,049	39,230	819	2.1	18,406	21,643	117.6
Interfund accounts receivable	1,944,086	1,320,006	624,080	47.3	1,656,937	287,149	17.3
Total current assets	3,448,949	2,896,732	552,217	19.1	4,342,174	(893,225)	(20.6)
Total assets	3,448,949	2,896,732	552,217	19.1	4,342,174	(893,225)	(20.6)
Total	<u>\$ 3,448,949</u>	<u>\$ 2,896,732</u>	<u>\$ 552,217</u>	19.1	<u>\$ 4,342,174</u>	<u>\$ (893,225)</u>	(20.6)

Health Self-Insurance Fund
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Interfund accounts payable	\$ 5,367,584	\$ 1,819,094	\$ 3,548,490	195.1	\$ 1,794,313	\$ 3,573,271	199.1
Accrued expenses	44,700	44,700	-	-	44,600	100	0.2
Total current liabilities	5,412,284	1,863,794	3,548,490	190.4	1,838,913	3,573,371	194.3
Current liab payable from restricted assets							
Medical self-insurance liability	2,428,000	2,255,254	172,746	7.7	2,255,254	172,746	7.7
Total current liabilities payable from restricted assets	2,428,000	2,255,254	172,746	7.7	2,255,254	172,746	7.7
Total current liabilities	7,840,284	4,119,048	3,721,236	90.3	4,094,167	3,746,117	91.5
Non-current liabilities							
Other post-employment benefits	181,829	-	181,829	n/a	3,156	178,673	n/a
Unfunded pension liabilities	76,941	477,049	(400,108)	(83.9)	477,049	(400,108)	(83.9)
Total non-current liabilities	258,770	477,049	(218,279)	(45.8)	480,205	(221,435)	(46.1)
Total liabilities	8,099,054	4,596,097	3,502,957	76.2	4,574,372	3,524,682	77.1
Net Position							
Net position	(1,937,586)	(57,730)	(1,879,856)	n/a	(57,730)	(1,879,856)	n/a
Net income (loss)	(2,712,519)	(1,641,635)	(1,070,884)	(65.2)	(174,468)	(2,538,051)	n/a
Total net position	(4,650,105)	(1,699,365)	(2,950,740)	(173.6)	(232,198)	(4,417,907)	n/a
Total	\$ 3,448,949	\$ 2,896,732	\$ 552,217	19.1	\$ 4,342,174	\$ (893,225)	(20.6)

Health Self-Insurance Fund
Statement of Activities
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Employee medical contributions	\$ 1,586,845	\$ 1,709,691	\$ (122,846)	(7.2)	\$ 1,536,512	\$ 1,586,845	\$ 1,709,691	\$ (122,846)	(7.2)	\$ 1,536,512
Employee dental contributions	124,273	129,512	(5,239)	(4.0)	123,168	124,273	129,512	(5,239)	(4.0)	123,168
Employee gym membership	1,444	1,316	128	9.7	1,663	1,444	1,316	128	9.7	1,663
Bi-State Dev medical contributions	5,710,594	6,012,792	(302,198)	(5.0)	5,551,292	5,710,594	6,012,792	(302,198)	(5.0)	5,551,292
Bi-State Dev dental contributions	153,639	150,536	3,103	2.1	152,484	153,639	150,536	3,103	2.1	152,484
Bi-State Dev EAP contributions	9,588	9,803	(215)	(2.2)	9,444	9,588	9,803	(215)	(2.2)	9,444
Healthy Savings Plan	(47,774)	(41,125)	(6,649)	(16.2)	(54,854)	(47,774)	(41,125)	(6,649)	(16.2)	(54,854)
Total revenue	<u>7,538,609</u>	<u>7,972,525</u>	<u>(433,916)</u>	<u>(5.4)</u>	<u>7,319,709</u>	<u>7,538,609</u>	<u>7,972,525</u>	<u>(433,916)</u>	<u>(5.4)</u>	<u>7,319,709</u>
Expense										
Wages and benefits ¹	219,984	248,164	28,180	11.4	192,806	219,984	248,164	28,180	11.4	192,806
Services	32,669	119,525	86,856	72.7	75,948	32,669	119,525	86,856	72.7	75,948
Materials and supplies	415	10,566	10,151	96.1	5,377	415	10,566	10,151	96.1	5,377
Utilities	1,240	745	(495)	(66.4)	1,347	1,240	745	(495)	(66.4)	1,347
Other expenses	1,856	13,454	11,598	86.2	702	1,856	13,454	11,598	86.2	702
Medical claims paid	8,211,621	5,736,685	(2,474,936)	(43.1)	5,667,102	8,211,621	5,736,685	(2,474,936)	(43.1)	5,667,102
Contra medical	(464,035)	(747,448)	(283,413)	(37.9)	(412,441)	(464,035)	(747,448)	(283,413)	(37.9)	(412,441)
Dental claims paid	233,780	247,539	13,759	5.6	231,256	233,780	247,539	13,759	5.6	231,256
Medical TPA fees	241,000	356,162	115,162	32.3	236,609	241,000	356,162	115,162	32.3	236,609
Prescription (RX) claims/admin fees	1,617,736	1,731,652	113,916	6.6	1,360,887	1,617,736	1,731,652	113,916	6.6	1,360,887
Medical stop loss	92,115	99,075	6,960	7.0	78,693	92,115	99,075	6,960	7.0	78,693
Other administrative and third party fees	62,747	165,092	102,345	62.0	55,890	62,747	165,092	102,345	62.0	55,890
Total expense	<u>10,251,128</u>	<u>7,981,211</u>	<u>(2,269,917)</u>	<u>(28.4)</u>	<u>7,494,176</u>	<u>10,251,128</u>	<u>7,981,211</u>	<u>(2,269,917)</u>	<u>(28.4)</u>	<u>7,494,177</u>
Net income (loss)	<u>\$ (2,712,519)</u>	<u>\$ (8,686)</u>	<u>\$ (2,703,833)</u>	n/a	<u>\$ (174,467)</u>	<u>\$ (2,712,519)</u>	<u>\$ (8,686)</u>	<u>\$ (2,703,833)</u>	n/a	<u>\$ (174,468)</u>

¹ - Detailed schedule included.

Health Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 161,259	\$ 163,523	\$ 2,264	1.4	\$ 144,578	\$ 161,259	\$ 163,523	\$ 2,264	1.4	\$ 144,578
Company paid benefits										
Payroll related taxes and insurance										
FICA	11,803	12,510	707	5.7	10,416	11,803	12,510	707	5.7	10,416
Unemployment insurance	156	-	(156)	-	129	156	-	(156)	-	129
Worker's compensation insurance	-	489	489	100.0	-	-	489	489	100.0	-
Health and welfare										
Medical	17,687	26,775	9,088	33.9	13,975	17,687	26,775	9,088	33.9	13,975
Dental	709	1,560	851	54.6	635	709	1,560	851	54.6	635
Other post employment benefits	4,785	1,544	(3,241)	(209.9)	2,321	4,785	1,544	(3,241)	(209.9)	2,321
Life Insurance / AD&D	334	148	(186)	(125.7)	212	334	148	(186)	(125.7)	212
Short and Long Term Disability	1,032	728	(304)	(41.8)	1,168	1,032	728	(304)	(41.8)	1,168
FMLA administration expense	-	60	60	100.0	62	-	60	60	100.0	62
EAP expense	43	41	(2)	(4.9)	38	43	41	(2)	(4.9)	38
Retirement										
Pension expense	13,238	19,400	6,162	31.8	11,692	13,238	19,400	6,162	31.8	11,692
401 K contributions	8,938	10,136	1,198	11.8	7,580	8,938	10,136	1,198	11.8	7,580
Other										
Miscellaneous benefits	-	11,250	11,250	100.0	-	-	11,250	11,250	100.0	-
Total company paid benefits	<u>58,725</u>	<u>84,641</u>	<u>25,916</u>	<u>30.6</u>	<u>48,228</u>	<u>58,725</u>	<u>84,641</u>	<u>25,916</u>	<u>30.6</u>	<u>48,228</u>
Total wages and benefits	<u>\$ 219,984</u>	<u>\$ 248,164</u>	<u>\$ 28,180</u>	<u>11.4</u>	<u>\$ 192,806</u>	<u>\$ 219,984</u>	<u>\$ 248,164</u>	<u>\$ 28,180</u>	<u>11.4</u>	<u>\$ 192,806</u>

Health Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Medical Self-Insurance</u>	<u>Medical Claims</u>	<u>Medical RRA</u>	<u>Medical HRA</u>
Balance at July 1, 2017					
Cash & investments	\$ 1,537,496	\$ 1,458,348	\$ 19,549	\$ 15,429	\$ 44,170
Add:					
Funding from Metro	7,266,671	7,266,671	-	-	-
Receipts from Executive Services	602,944	602,944	-	-	-
Receipts from St. Louis Downtown Airport	195,612	195,612	-	-	-
Receipts from Riverfront Attractions	454,211	454,211	-	-	-
Receipts from Casualty Self-Insurance	134,200	134,200	-	-	-
Receipts from Workers Comp Self-Insurance	80,517	80,517	-	-	-
Total cash receipts	<u>8,734,155</u>	<u>8,734,155</u>	<u>-</u>	<u>-</u>	<u>-</u>
Interfund transfers	-	(7,677,144)	7,363,271	61,863	252,010
Less:					
Cash disbursements	<u>(8,806,837)</u>	<u>(863,614)</u>	<u>(7,635,550)</u>	<u>(61,863)</u>	<u>(245,810)</u>
Total cash disbursements	<u>(8,806,837)</u>	<u>(863,614)</u>	<u>(7,635,550)</u>	<u>(61,863)</u>	<u>(245,810)</u>
Balance at September 30, 2017					
Cash & investments	<u>\$ 1,464,814</u>	<u>\$ 1,651,745</u>	<u>\$ (252,730)</u>	<u>\$ 15,429</u>	<u>\$ 50,370</u>

Health Self-Insurance Fund
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ (818)	Noncash Activities: None
Payments to employees	(215,200)	
Payments to vendors	(36,181)	
Payments for self-insurance	(9,994,960)	
Receipts (payments) from inter-fund activity	10,174,477	
Net cash provided by (used in) operating activities	<u>(72,682)</u>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
None		
Net increase (decrease) in cash and cash equivalents	<u>(72,682)</u>	
Cash and cash equivalents, beginning of year	<u>1,537,496</u>	
Cash and cash equivalents, year to date	<u>\$ 1,464,814</u>	



BI·STATE
DEVELOPMENT

Casualty Self-Insurance
Fund

Financial Highlights	91
Statement of Financial Position	92
Statement of Activities	94
Schedule of Wage & Benefits	95
Cash Receipts and Disbursement Schedule	96
Statement of Cash Flows	97

Casualty Self-Insurance Fund

For the 3 Months Ended September 30, 2017

(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.

The casualty claims department has seven employees: Manager Casualty Claims, Litigation Specialist, Subrogation Specialist, three Claims Representatives and a Claims Processor.

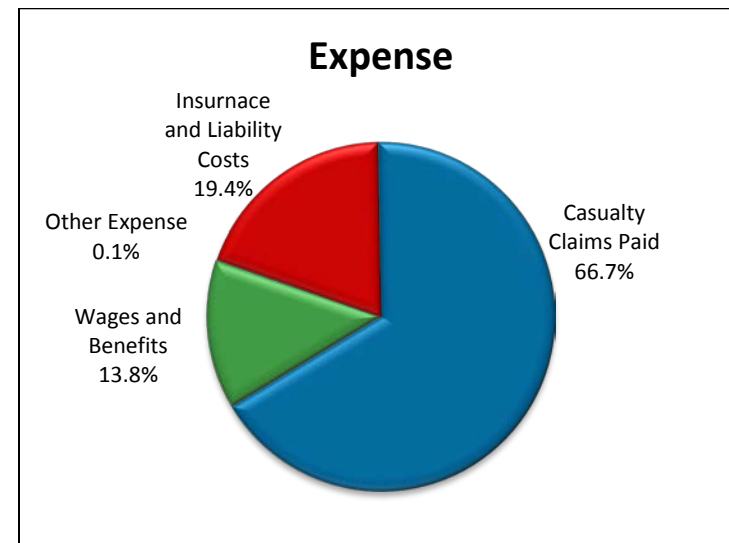
In September of 2016, the Risk Management Department and the Claims Departments started implementation of a new claims system called Risk Master. This new system is designed to be able to track more data and provide better report analysis. Currently, we are still working on configuring data in order to obtain better reporting data to identify accident trends and work with the Operations and Safety Departments to prevent future accidents.

Financial Data

Revenue for the Casualty SIF is generated by charging other BSD operational units based on ultimate claim costs. 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.



Casualty Self-Insurance Fund
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash and Cash Equivalents	\$ 4,003,302	\$ 4,059,419	\$ (56,117)	(1.4)	\$ 2,019,448	\$ 1,983,854	98.2
Interfund accounts receivable	5,891,728	5,722,244	169,484	3.0	5,540,993	350,735	6.3
Other current assets	611,476	-	611,476	n/a	651,558	(40,082)	(6.2)
Total current assets	10,506,506	9,781,663	724,843	7.4	8,211,999	2,294,507	27.9
Total assets	10,506,506	9,781,663	724,843	7.4	8,211,999	2,294,507	27.9
Total	<u>\$ 10,506,506</u>	<u>\$ 9,781,663</u>	<u>\$ 724,843</u>	7.4	<u>\$ 8,211,999</u>	<u>\$ 2,294,507</u>	27.9

Casualty Self-Insurance Fund
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Interfund accounts payable	\$ 152,629	\$ 146,901	\$ 5,728	3.9	\$ 95,796	\$ 56,833	59.3
Accrued expenses	40,600	40,600	-	-	-	40,600	n/a
Total current liabilities	193,229	187,501	5,728	3.1	95,796	97,433	101.7
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	4,181,010	4,175,282	5,728	0.1	4,083,577	97,433	2.4
Non-current liabilities							
Other post-employment benefits	158,163	-	158,163	n/a	1,754	156,409	n/a
Long-term self-insurance	4,216,973	4,187,219	29,754	0.7	4,187,219	29,754	0.7
Unfunded pension liabilities	131,766	-	131,766	n/a	-	131,766	n/a
Total non-current liabilities	4,506,902	4,187,219	319,683	7.6	4,188,973	317,929	7.6
Total liabilities	8,687,912	8,362,501	325,411	3.9	8,272,550	415,362	5.0
Net Position							
Net position	1,421,161	(155)	1,421,316	n/a	(155)	1,421,316	n/a
Net income (loss)	397,433	1,419,317	(1,021,884)	(72.0)	(60,396)	457,829	758.0
Total net position	1,818,594	1,419,162	399,432	28.1	(60,551)	1,879,145	n/a
Total	\$ 10,506,506	\$ 9,781,663	\$ 724,843	7.4	\$ 8,211,999	\$ 2,294,507	27.9

Casualty Self-Insurance Fund
Statement of Activities
For the Quarter Ended September 30, 2017
(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	\$ 1,292,561	\$ 721,000	\$ 571,561	79.3	\$ 1,007,627	\$ 1,292,561	\$ 721,000	\$ 571,561	79.3	\$ 1,007,627
Interest income	8,904	-	8,904	-	-	8,904	-	8,904	-	-
Total revenue	<u>1,301,465</u>	<u>721,000</u>	<u>580,465</u>	80.5	<u>1,007,627</u>	<u>1,301,465</u>	<u>721,000</u>	<u>580,465</u>	80.5	<u>1,007,627</u>
Expense										
Wages and benefits ¹	145,300	141,594	(3,706)	(2.6)	116,658	145,300	141,594	(3,706)	(2.6)	116,658
Services	-	812	812	100.0	5,063	-	812	812	100.0	5,063
Materials and supplies	1,067	938	(129)	(13.8)	113	1,067	938	(129)	(13.8)	113
Utilities	-	700	700	100.0	-	-	700	700	100.0	-
Casualty and liability costs	203,825	221,250	17,425	7.9	220,292	203,825	221,250	17,425	7.9	220,292
Other expenses	297	2,875	2,578	89.7	300	297	2,875	2,578	89.7	300
Casualty claims paid	700,207	499,750	(200,457)	(40.1)	847,731	700,207	499,750	(200,457)	(40.1)	847,731
Total expense	<u>1,050,696</u>	<u>867,919</u>	<u>(182,777)</u>	(21.1)	<u>1,190,157</u>	<u>1,050,696</u>	<u>867,919</u>	<u>(182,777)</u>	(21.1)	<u>1,190,157</u>
Net income (loss) before transfers	250,769	(146,919)	397,688	270.7	(182,530)	250,769	(146,919)	397,688	270.7	(182,530)
Net transfers in (out)	<u>146,664</u>	<u>147,534</u>	<u>(870)</u>	(0.6)	<u>122,134</u>	<u>146,664</u>	<u>147,534</u>	<u>(870)</u>	(0.6)	<u>122,134</u>
Net income (loss)	<u>\$ 397,433</u>	<u>\$ 615</u>	<u>\$ 396,818</u>	n/a	<u>\$ (60,396)</u>	<u>\$ 397,433</u>	<u>\$ 615</u>	<u>\$ 396,818</u>	n/a	<u>\$ (60,396)</u>

¹ - Detailed schedule included.

Casualty Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 102,561	\$ 101,393	\$ (1,168)	(1.2)	\$ 82,678	\$ 102,561	\$ 101,393	\$ (1,168)	(1.2)	\$ 82,678
Company paid benefits										
Payroll related taxes and insurance										
FICA	7,508	7,757	249	3.2	5,834	7,508	7,757	249	3.2	5,834
Unemployment insurance	49	105	56	53.3	68	49	105	56	53.3	68
Worker's compensation insurance	-	304	304	100.0	-	-	304	304	100.0	-
Health and welfare										
Medical	11,990	12,300	310	2.5	8,523	11,990	12,300	310	2.5	8,523
Dental	442	390	(52)	(13.3)	322	442	390	(52)	(13.3)	322
Other post employment benefits	3,113	-	(3,113)	-	1,598	3,113	-	(3,113)	-	1,598
Life Insurance / AD&D	193	94	(99)	(105.3)	102	193	94	(99)	(105.3)	102
Short and Long Term Disability	593	461	(132)	(28.6)	629	593	461	(132)	(28.6)	629
FMLA administration expense	-	38	38	100.0	40	-	38	38	100.0	40
EAP expense	26	26	-	-	19	26	26	-	-	19
Retirement										
Pension expense	15,519	12,300	(3,219)	(26.2)	14,960	15,519	12,300	(3,219)	(26.2)	14,960
401 K contributions	3,306	6,426	3,120	48.6	1,885	3,306	6,426	3,120	48.6	1,885
Total company paid benefits	<u>42,739</u>	<u>40,201</u>	<u>(2,538)</u>	(6.3)	<u>33,980</u>	<u>42,739</u>	<u>40,201</u>	<u>(2,538)</u>	(6.3)	<u>33,980</u>
Total wages and benefits	<u>\$ 145,300</u>	<u>\$ 141,594</u>	<u>\$ (3,706)</u>	(2.6)	<u>\$ 116,658</u>	<u>\$ 145,300</u>	<u>\$ 141,594</u>	<u>\$ (3,706)</u>	(2.6)	<u>\$ 116,658</u>

Casualty Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

Description	Total	Operating Cash	Cash Equivalent
Balance at July 1, 2017			
Cash & investments	\$ 4,059,419	\$ 38,649	\$ 4,020,770
Add:			
Collections	42,324	42,324	-
Receipts from Executive Services	300	-	300
Receipts from St. Louis Downtown Airport	12,377	-	12,377
Receipts from Riverfront Attractions	14,178	14,178	-
Interest received	8,904	8,904	-
Total cash receipts	78,083	65,406	12,677
Interfund transfers	-	(76,534)	76,534
Less:			
Disbursements to Health Self-Insurance	(134,200)	-	(134,200)
Total cash disbursements	(134,200)	-	(134,200)
Balance at September 30, 2017			
Cash & investments	<u>\$ 4,003,302</u>	<u>\$ 27,521</u>	<u>\$ 3,975,781</u>

Casualty Self-Insurance Fund
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 1,292,562	Noncash Activities: None
Payments to employees	(142,188)	
Payments to vendors	(612,839)	
Payments for self-insurance	(904,032)	
Receipts (payments) from inter-fund activity	154,812	
Net cash provided by (used in) operating activities	<u>(211,685)</u>	
Cash flows from non capital financing activities		
Net transfers	146,664	
Net cash provided by (used in) non capital financing activities	<u>146,664</u>	
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
Interest received	8,904	
Net cash provided by (used in) investing activities	<u>8,904</u>	
Net increase (decrease) in cash and cash equivalents	(56,117)	
Cash and cash equivalents, beginning of year	<u>4,059,419</u>	
Cash and cash equivalents, year to date	<u>\$ 4,003,302</u>	

WORKER'S COMPENSATION SELF-INSURANCE FUND



BI·STATE
DEVELOPMENT



BI·STATE
DEVELOPMENT

Worker's Compensation
Self-insurance Fund

Financial Highlights	98
Statement of Financial Position	99
Statement of Activities	101
Schedule of Wage & Benefits	102
Cash Receipts and Disbursement Schedule	103
Statement of Cash Flows	104

Worker's Compensation Self-Insurance Fund

For the 3 Months Ended September 30, 2017

(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.

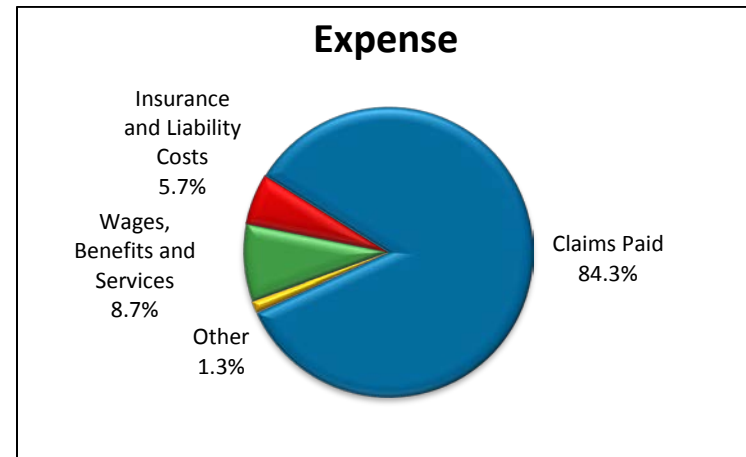
The workers' compensation claims department has three employees: Manager Workers' Compensation Claims, Claims Representative and a Claims Assistant.

In September of 2016, the Risk Management Department and the Claims Departments started implementation of a new claims system called Risk Master. This new system is designed to be able to track more data and provide better report analysis. Currently, we are still working on configuring data in order to obtain better reporting data to identify accident trends and work with the Operations and Safety Departments to prevent future accidents.

Financial Data

Revenue for the workers' compensation SIF is generated by charging other BSD operational units based on ultimate claim costs. 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.



Workers Compensation Self-Insurance Fund
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash and Cash Equivalents	\$ 8,356,112	\$ 7,111,423	\$ 1,244,689	17.5	\$ 3,145,010	\$ 5,211,102	165.7
Accounts and notes receivable	131	131	-	-	(3,966)	4,097	103.3
Interfund accounts receivable	199,680	500,842	(301,162)	(60.1)	3,745,861	(3,546,181)	(94.7)
Other current assets	159,458	-	159,458	n/a	166,564	(7,106)	(4.3)
Total current assets	<u>8,715,381</u>	<u>7,612,396</u>	<u>1,102,985</u>	14.5	<u>7,053,469</u>	<u>1,661,912</u>	23.6
Total assets	<u>8,715,381</u>	<u>7,612,396</u>	<u>1,102,985</u>	14.5	<u>7,053,469</u>	<u>1,661,912</u>	23.6
Total	<u>\$ 8,715,381</u>	<u>\$ 7,612,396</u>	<u>\$ 1,102,985</u>	14.5	<u>\$ 7,053,469</u>	<u>\$ 1,661,912</u>	23.6

Workers Compensation Self-Insurance Fund
Quarterly Statement of Financial Position
September 30, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 88,519	\$ -	\$ 88,519	n/a	\$ -	\$ 88,519	n/a
Interfund accounts payable	26,494	27,923	(1,429)	(5.1)	67,851	(41,357)	(61.0)
Accrued expenses	24,900	24,900	-	-	65,283	(40,383)	(61.9)
Total current liabilities	139,913	52,823	87,090	164.9	133,134	6,779	5.1
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	3,448,186	3,361,096	87,090	2.6	3,441,407	6,779	0.2
Non-current liabilities							
Other post-employment benefits	45,908	456	45,452	n/a	995	44,913	n/a
Long-term self-insurance	4,069,727	3,473,727	596,000	17.2	3,474,150	595,577	17.1
Unfunded pension liabilities	53,160	-	53,160	n/a	-	53,160	n/a
Total non-current liabilities	4,168,795	3,474,183	694,612	20.0	3,475,145	693,650	20.0
Total liabilities	7,616,981	6,835,279	781,702	11.4	6,916,552	700,429	10.1
Net Position							
Net position	223,448	-	223,448	n/a	-	223,448	n/a
Net income (loss)	874,952	777,117	97,835	12.6	136,917	738,035	539.0
Total net position	1,098,400	777,117	321,283	41.3	136,917	961,483	702.2
Total	\$ 8,715,381	\$ 7,612,396	\$ 1,102,985	14.5	\$ 7,053,469	\$ 1,661,912	23.6

Workers Compensation Self-Insurance Fund
Statement of Activities
For the Quarter Ended September 30, 2017
(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	\$ 2,255,682	\$ 996,560	\$ 1,259,122	126.3	\$ 1,017,423	\$ 2,255,682	\$ 996,560	\$ 1,259,122	126.3	\$ 1,017,423
Interest income	15,629	-	15,629	-	-	15,629	-	15,629	-	-
Total revenue	<u>2,271,311</u>	<u>996,560</u>	<u>1,274,751</u>	127.9	<u>1,017,423</u>	<u>2,271,311</u>	<u>996,560</u>	<u>1,274,751</u>	127.9	<u>1,017,423</u>
Expense										
Wages and benefits ¹	134,644	135,074	430	0.3	81,343	134,644	135,074	430	0.3	81,343
Services	280	812	532	65.5	1,181	280	812	532	65.5	1,181
Materials and supplies	379	625	246	39.4	-	379	625	246	39.4	-
Utilities	-	150	150	100.0	-	-	150	150	100.0	-
Casualty and liability costs	88,519	56,250	(32,269)	(57.4)	55,521	88,519	56,250	(32,269)	(57.4)	55,521
Other expenses	18,814	101,300	82,486	81.4	375	18,814	101,300	82,486	81.4	375
Workers Compensation claims paid	<u>1,307,840</u>	<u>996,560</u>	<u>(311,280)</u>	<u>(31.2)</u>	<u>824,985</u>	<u>1,307,840</u>	<u>996,560</u>	<u>(311,280)</u>	<u>(31.2)</u>	<u>824,985</u>
Total expense	<u>1,550,476</u>	<u>1,290,771</u>	<u>(259,705)</u>	<u>(20.1)</u>	<u>963,405</u>	<u>1,550,476</u>	<u>1,290,771</u>	<u>(259,705)</u>	<u>(20.1)</u>	<u>963,405</u>
Net income (loss) before transfers	720,835	(294,211)	1,015,046	345.0	54,018	720,835	(294,211)	1,015,046	345.0	54,018
Net transfers in (out)	<u>154,117</u>	<u>294,506</u>	<u>(140,389)</u>	<u>(47.7)</u>	<u>82,899</u>	<u>154,117</u>	<u>294,506</u>	<u>(140,389)</u>	<u>(47.7)</u>	<u>82,899</u>
Net income (loss)	<u>\$ 874,952</u>	<u>\$ 295</u>	<u>\$ 874,657</u>	n/a	<u>\$ 136,917</u>	<u>\$ 874,952</u>	<u>\$ 295</u>	<u>\$ 874,657</u>	n/a	<u>\$ 136,917</u>

¹ - Detailed schedule included.

Workers Compensation Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 54,924	\$ 54,153	\$ (771)	(1.4)	\$ 55,144	\$ 54,924	\$ 54,153	\$ (771)	(1.4)	\$ 55,144
Company paid benefits										
Payroll related taxes and insurance										
FICA	3,990	4,143	153	3.7	3,777	3,990	4,143	153	3.7	3,777
Unemployment insurance	-	-	-	-	39	-	-	-	-	39
Worker's compensation insurance	53,152	61,412	8,260	13.5	-	53,152	61,412	8,260	13.5	-
Health and welfare										
Medical	10,572	5,900	(4,672)	(79.2)	10,658	10,572	5,900	(4,672)	(79.2)	10,658
Dental	306	187	(119)	(63.6)	306	306	187	(119)	(63.6)	306
Other post employment benefits	1,653	-	(1,653)	-	995	1,653	-	(1,653)	-	995
Life Insurance / AD&D	116	45	(71)	(157.8)	79	116	45	(71)	(157.8)	79
Short and Long Term Disability	406	221	(185)	(83.7)	471	406	221	(185)	(83.7)	471
FMLA administration expense	-	17	17	100.0	25	-	17	17	100.0	25
EAP expense	15	13	(2)	(15.4)	15	15	13	(2)	(15.4)	15
Retirement										
Pension expense	6,324	5,900	(424)	(7.2)	6,883	6,324	5,900	(424)	(7.2)	6,883
401 K contributions	3,186	3,083	(103)	(3.3)	2,951	3,186	3,083	(103)	(3.3)	2,951
Total company paid benefits	<u>79,720</u>	<u>80,921</u>	<u>1,201</u>	1.5	<u>26,199</u>	<u>79,720</u>	<u>80,921</u>	<u>1,201</u>	1.5	<u>26,199</u>
Total wages and benefits	<u>\$ 134,644</u>	<u>\$ 135,074</u>	<u>\$ 430</u>	0.3	<u>\$ 81,343</u>	<u>\$ 134,644</u>	<u>\$ 135,074</u>	<u>\$ 430</u>	0.3	<u>\$ 81,343</u>

Workers Compensation Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2017
(unaudited)

Description	Total	Operating Cash	Cash Equivalent
Balance at July 1, 2017			
Cash & investments	\$ 7,111,423	\$ 66,800	\$ 7,044,623
Add:			
Collections	31,407	31,407	-
Receipts from Metro	1,263,394	1,263,394	-
Receipts from St. Louis Downtown Airport	14,777	-	14,777
Interest received	15,629	15,629	-
Total cash receipts	1,325,207	1,310,430	14,777
Interfund transfers	-	(933,634)	933,634
Less:			
Disbursements to Health Self-Insurance	(80,518)	-	(80,518)
Total cash disbursements	(80,518)	-	(80,518)
Balance at September 30, 2017			
Cash & investments	<u>\$ 8,356,112</u>	<u>\$ 443,596</u>	<u>\$ 7,912,516</u>

Worker's Compensation Self-Insurance Fund
Statement of Cash Flows
For the Three Months Ended September 30, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 2,255,682	Noncash Activities: None
Payments to employees	(132,991)	
Payments to vendors	(90,412)	
Payments for self-insurance	(1,396,358)	
Receipts (payments) from inter-fund activity	439,024	
Net cash provided by (used in) operating activities	<u>1,074,945</u>	
Cash flows from non capital financing activities		
Net transfers	154,117	
Net cash provided by (used in) non capital financing activities	<u>154,117</u>	
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
Interest received	15,629	
Net cash provided by (used in) investing activities	<u>15,629</u>	
Net increase (decrease) in cash and cash equivalents	1,244,691	
Cash and cash equivalents, beginning of year	<u>7,111,423</u>	
Cash and cash equivalents, year to date	<u>\$ 8,356,114</u>	



STAFFING



BI-STATE
DEVELOPMENT



Staffing Level Report. 105



**BI-STATE DEVELOPMENT
STAFFING LEVEL REPORT
September 2017**

	EMPLOYEES AT END OF MONTH				BUDGETED POSITIONS	VARIANCE	PERCENT VARIANCE
	PRIOR MONTH	ADDED	DELETED	CURRENT MONTH			
A.T.U. Maintenance & Operations:							
Light Rail Vehicle Operators	104	0	0	104	102	2	2.0%
PT Bus Operators	101	0	(5)	96	85	11	12.9%
Bus Operators	835	0	(2)	833	828	5	0.6%
Van Operators	197	14	(4)	207	200	7	3.5%
Vehicle Maintenance	283	0	(1)	282	283	(1)	-0.4%
MetroBus Support Services and Facility Maintenance	23	0	0	23	25	(2)	-8.0%
Right of Way Maintenance	51	0	0	51	53	(2)	-3.8%
Revenue Operations & Maintenance	13	0	0	13	15	(2)	-13.3%
Materials Management	27	0	(1)	26	27	(1)	-3.7%
SUBTOTAL A.T.U. Maintenance & Operations	1,634	14	(13)	1,635	1,618	17	1.1%
Other:							
A.T.U. Clerical Unit	48	0	0	48	52	(4)	-7.7%
I.B.E.W.	62	1	0	63	66	(3)	-4.5%
Salaried	483	1	(3)	481	540	(59)	-10.9%
SUBTOTAL Other	593	2	(3)	592	658	(66)	-10.0%
TOTAL	2,227	16	(16)	2,227	2,276	(49)	-2.2%
ARCH							
Salaried:	14	0	0	14	17	(3)	-17.6%
Hourly:*	98	2	(4)	96	84	12	14.3%
TOTAL ARCH	112	2	(4)	110	101	9	8.9%
AIRPORT	11	0	0	11	12	(1)	-8.3%
RIVERBOAT CRUISES							
Salaried:	11	0	0	11	11	0	0.0%
Hourly:*	58	1	0	59	49	10	20.4%
TOTAL RIVERBOAT CRUISES	69	1	0	70	60	10	16.7%
EXECUTIVE OFFICE	32	0	0	32	36	(4)	-11.1%
GRAND TOTAL	2,451	19	(20)	2,450	2,485	(35)	-1.4%

Does not include Security Officers, Interns or Temporary Employees

*Includes PT and Seasonal - Actual depends on availability; Budget based on average hours

10/12/2017



211 North Broadway, Suite 700
St. Louis, MO 63102
finance@bistatedev.org

Open Session

12

2018 PERFORMANCE INDICATORS

First Quarter

Ending September 30, 2017



**BI•STATE
DEVELOPMENT**

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
Metrol 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 change in August 2017 modified the operations of 33 MetroBus Route in the St. Louis metropolitan area. Twenty-three route changes are a result of the completed Civic Center Transit Center. 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 is no fare increase planned for FY 2018. The last fare increase was in FY 2015.

REVENUES AND EXPENSES

Passenger revenue of \$11.5 million is 2.4% less than prior year as a result of lower ridership. Operating expenses are 9.1% greater than prior year due to higher wages and benefits and materials and supplies.

RIDERSHIP AND OTHER CUSTOMER MEASURES

Passenger boardings for FY 2018 are 7.8% lower than the prior year. By mode, the decrease was MetroBus 6.8%, MetroLink 9.5% and Call-A-Ride 0.2%. 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. Passenger injuries per 100,000 boardings is down 73.8% for the system, when comparing FY 2018 to FY 2017. Customer complaints per 100,000 boardings is up 9.9% from the prior year.

BUSINESS MEASURES

The system average fare for FY 2018 is \$1.10, compared to \$1.04 for the prior year and a budget of \$1.09. 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 18.3% to \$6.80, when compared to the prior year. The increase in cost per boarding over prior year is due to lower ridership and increased expenses.

OPERATING MEASURES

For the 1st quarter of FY 2018, vehicle accidents per 100,000 vehicle miles is 1.2, which is 26.8% below prior year. Unscheduled absenteeism is 3.6%, against a prior year of 3.8%. Passenger boardings per revenue mile and revenue hour are below prior year due to lower ridership.



EXECUTIVE SUMMARY (Cont.)

EXECUTIVE SERVICES

Income before depreciation for Executive Services was less than budget by 10.8% as both total revenues and total expenses are lower than budget. The lower than budgeted revenues are primarily a result of lower management fees received from Metro Transit and the Gateway Arch. The lower than budgeted expenses are primarily due to lower spending on legal, auditing and consulting fees. Other expenses are lower than budget and annual membership dues for the American Public Transit Association, St. Louis Regional Chamber and Citizens for Modern Transit will be paid in the second quarter of the year.

GATEWAY ARCH

Income before depreciation of \$510.9 thousand is unfavorable compared to budget because of lower than expected ticket revenue due to Arch grounds construction. Income is lower than budget also because of disbursements requested by the National Park Service primarily for the Arch visitor center lobby rehabilitation. Wages and benefits, Services, Utilities and Other expenses are favorable to budget. Wages and benefits are favorable to budget because of unfilled positions.

ST. LOUIS DOWNTOWN AIRPORT

Airport revenues were 8.9% less than budget and expenses were 14.4% less than budget resulting in income before depreciation of \$36.1 thousand. Airport activity varies because of the economy, special events and weather conditions. Aircraft movements decreased 14.5% from last year while the gallons of fuel sold increased 16.0% and the average number of aircraft based at the airport decreased 2.2% compared to last year.

RIVERFRONT ATTRACTIONS

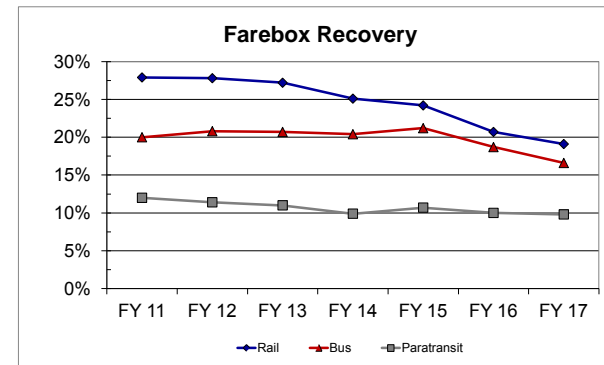
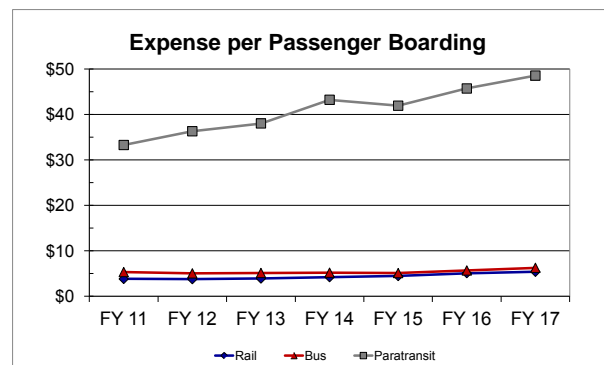
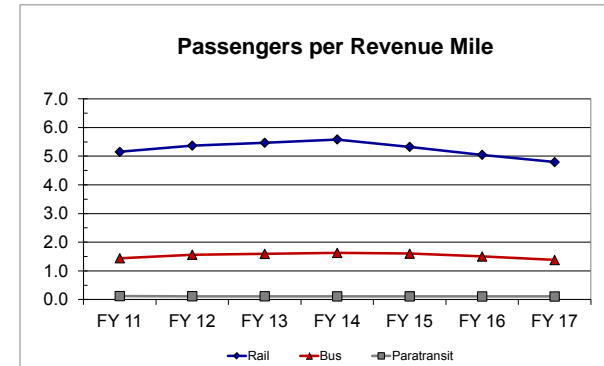
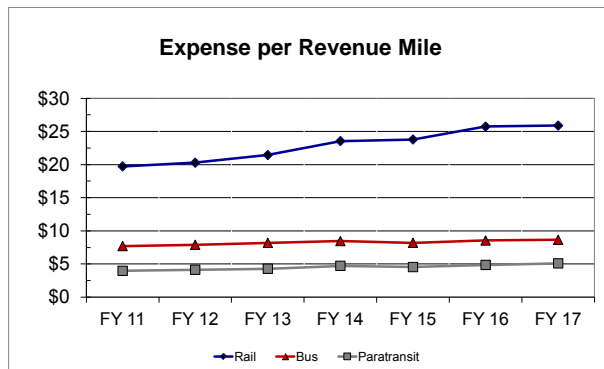
Riverboat passengers for the quarter ended September 30, 2017 were 7.8% greater than budget and 12.9% higher than FY 2017. There were essentially the same number of cruises in FY 2018 as the budget and FY 2017 actual. Expenses were 2.1% lower than budget mostly due to lower materials and supplies and casualty and liability costs. Income before depreciation for the quarter ended September 30, 2017 was \$579.8 thousand compared to a prior year income of \$499.9 thousand.

ST. LOUIS REGIONAL FREIGHTWAY

Net loss for the quarter ended September 30, 2017 was \$172.3 thousand. This is favorable to budget by \$6.8 thousand. Revenue is \$20 thousand or 34.8% less than budget. Expenses are 11.3% lower than budget due to less than anticipated consulting expense.

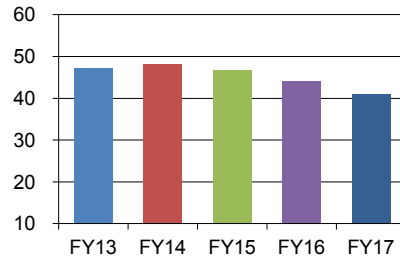


ANNUAL TRANSIT PERFORMANCE

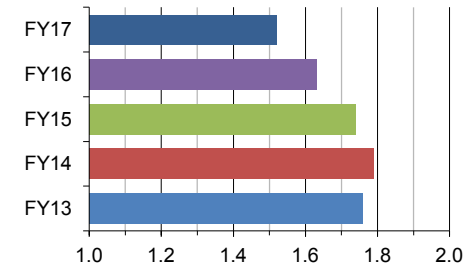


Metro System Profile

Annual Ridership (in millions)



Annual Passengers per Revenue Mile

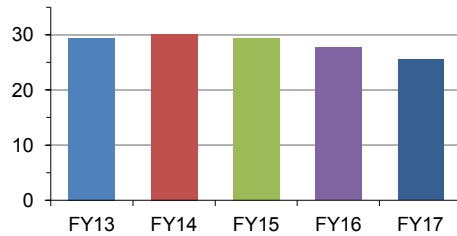


Three Months Ended September 30

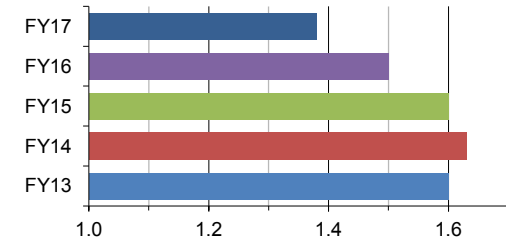
Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
Customer Measures							
137,851	126,832	136,549	-7.1%	Average Weekday Ridership	148,536	159,512	158,866
11,155,383	10,192,700	11,050,400	-7.8%	Passenger Boardings	12,060,036	12,914,500	12,769,571
1.2	0.5	1.9	-73.8%	Passenger Injuries per 100,000 Boardings	1.6	1.2	0.9
10.0	16.1	14.7	9.9%	Customer Complaints per 100,000 Boardings	13.7	11.0	12.0
Business Measures							
\$1.09	\$1.10	\$1.04	5.7%	Average Fare (Includes Fixed & Special)	\$1.09	\$1.11	\$1.09
14.6%	16.2%	18.1%	-10.7%	Farebox Recovery	19.7%	23.1%	22.4%
\$177.31	\$149.43	\$135.63	10.2%	Operating Expense per Revenue Hour	\$144.45	\$134.77	\$135.38
\$7.68	\$6.80	\$5.74	18.3%	Operating Expense per Passenger Boarding	\$5.53	\$4.78	\$4.88
\$6.31	\$5.42	\$4.46	21.4%	Subsidy per Passenger Boarding	\$4.24	\$3.48	\$3.60
Operating Measures							
1.8	1.2	1.7	-26.8%	Vehicle Accidents per 100,000 Vehicle Miles	1.8	1.5	1.2
3.1%	3.6%	3.8%	-5.3%	Unscheduled Absenteeism	3.5%	3.0%	3.0%
1.63	1.50	1.62	-7.4%	Passenger Boardings per Revenue Mile	1.77	1.89	1.87
24.76	21.99	23.62	-6.9%	Passenger Boardings per Revenue Hour	26.13	28.17	27.72

MetroBus Profile

Annual Ridership (in millions)



Annual Passengers per Revenue Mile

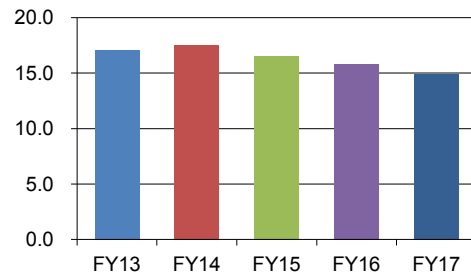


Three Months Ended September 30

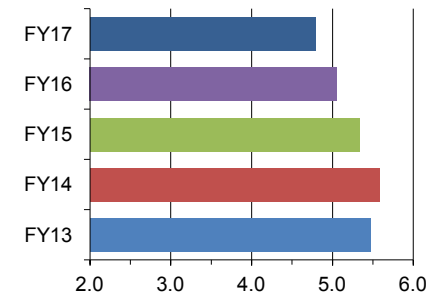
Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
<u>Customer Measures</u>							
86,254	78,947	84,399	-6.5%	Average Weekday Ridership	93,722	100,687	99,124
6,961,816	6,346,900	6,812,100	-6.8%	Passenger Boardings	7,547,124	8,039,048	7,863,294
1.5	0.6	2.6	-78.0%	Passenger Injuries per 100,000 Boardings	2.1	1.7	1.1
15.0	12.3	14.1	-12.6%	Customer Complaints per 100,000 Boardings	13.2	13.6	12.7
<u>Business Measures</u>							
\$1.07	\$1.08	\$1.02	5.8%	Average Fare (Fixed and Special)	\$1.07	\$1.10	\$1.08
15.5%	16.2%	18.2%	-10.8%	Farebox Recovery	20.0%	23.1%	22.3%
\$131.35	\$118.80	\$107.68	10.3%	Operating Expense per Revenue Hour	\$115.77	\$110.34	\$109.94
\$6.90	\$6.68	\$5.67	17.8%	Operating Expense per Passenger Boarding	\$5.39	\$4.77	\$4.87
<u>Operating Measures</u>							
2.25	1.83	2.42	-24.5%	Vehicle Accidents per 100,000 Vehicle Miles	2.52	2.06	1.74
91.0%	91.9%	91.5%	0.4%	On-Time Performance	91.1%	90.6%	91.3%
1.48	1.35	1.45	-6.6%	Passenger Boardings per Revenue Mile	1.61	1.72	1.68
20.28	17.79	19.00	-6.4%	Passenger Boardings per Revenue Hour	21.47	23.13	22.60
99.9%	99.8%	99.9%	-0.1%	Percent of Trips Completed	99.8%	99.8%	99.9%
22,000	21,267	17,773	19.7%	Revenue Miles Between Roadcalls	17,271	17,382	19,043

MetroLink Profile

Annual Ridership (in millions)



Annual Passengers per Revenue Mile

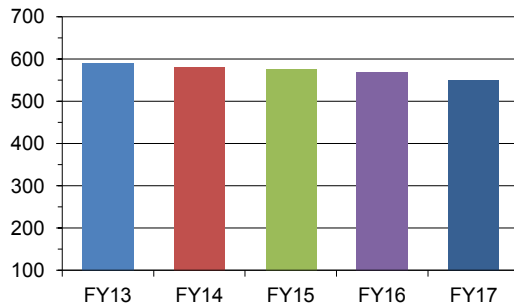


Three Months Ended September 30

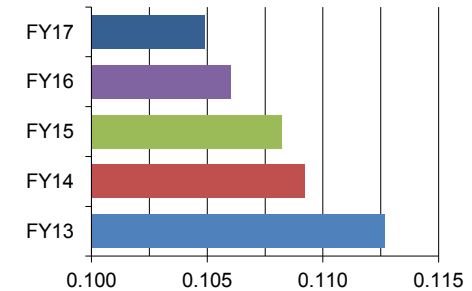
Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
<u>Customer Measures</u>							
49,769	46,005	50,290	-8.5%	Average Weekday Ridership	52,865	56,877	57,758
4,056,532	3,706,700	4,098,900	-9.6%	Passenger Boardings	4,367,923	4,730,660	4,759,015
0.5	0.2	0.4	-41.0%	Passenger Injuries per 100,000 Boardings	0.7	0.4	0.4
1.8	1.2	1.8	-35.1%	Customer Complaints per 100,000 Boardings	2.8	1.2	1.3
<u>Business Measures</u>							
\$1.07	\$1.08	\$1.02	5.8%	Average Fare (Fixed and Special)	\$1.07	\$1.10	\$1.08
14.2%	19.7%	22.5%	-12.4%	Farebox Recovery	23.5%	29.4%	28.5%
\$821.54	\$605.45	\$555.75	8.9%	Operating Expense per Revenue Hour	\$591.66	\$525.78	\$534.51
\$7.47	\$5.47	\$4.50	21.6%	Operating Expense per Passenger Boarding	\$4.54	\$3.71	\$3.78
<u>Operating Measures</u>							
0.10	0.00	0.13	-100.0%	Vehicle Accidents per 100,000 Vehicle Miles	0.06	0.06	0.00
98.0%	98.2%	97.2%	1.0%	On-Time Performance	96.0%	97.9%	97.3%
5.14	4.72	5.27	-10.5%	Passenger Boardings per Revenue Mile	5.54	6.01	6.03
120.83	110.78	123.61	-10.4%	Passenger Boardings per Revenue Hour	130.23	141.84	141.31
30,000	30,227	22,882	32.1%	Vehicle Miles between Failures	26,285	54,302	35,075

Call-A-Ride Profile

Annual Ridership (in thousands)



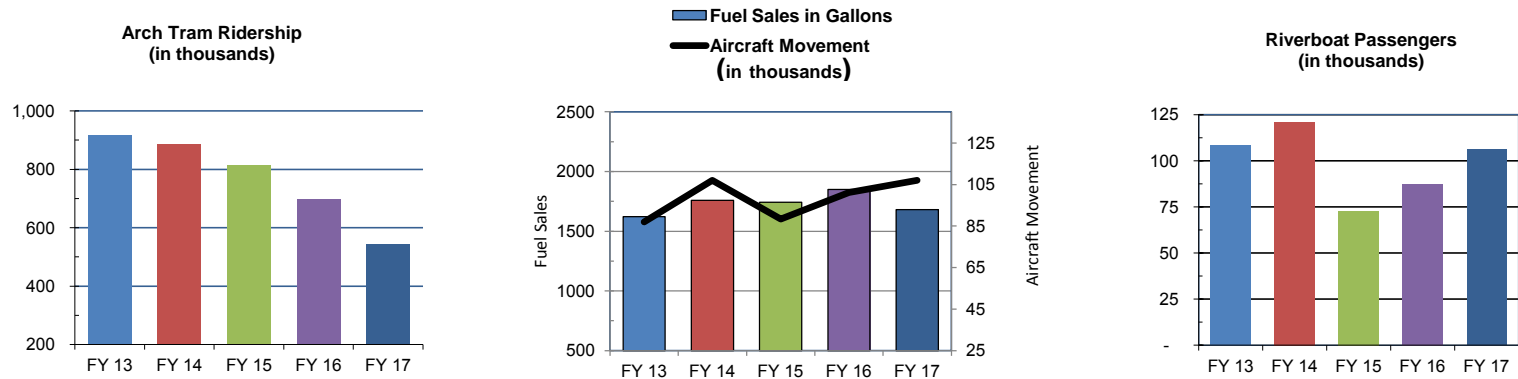
Annual Passengers per Revenue Mile



Three Months Ended September 30

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
Customer Measures							
1,828	1,879	1,860	1.1%	Average Weekday Ridership	1,949	1,948	1,984
137,035	139,100	139,400	-0.2%	Passenger Boardings	144,989	144,792	147,262
6.0	4.3	11.5	-62.4%	Passenger Injuries per 100,000 Boardings	6.9	4.8	9.5
15.0	53.9	26.5	103.1%	Customer Complaints per 100,000 Boardings	22.8	30.4	23.1
Business Measures							
\$2.23	\$2.51	\$2.46	2.1%	Average Fare	\$2.11	\$2.04	\$1.92
9.7%	9.9%	10.0%	-0.4%	Farebox Recovery (excludes contractual)	10.3%	10.9%	10.1%
20.3%	19.0%	19.0%	0.0%	Revenue Recovery (includes contractual)	22.4%	23.9%	23.8%
\$94.12	\$90.35	\$84.29	7.2%	Operating Expense per Revenue Hour	\$80.17	\$76.13	\$77.33
\$50.01	\$47.59	\$46.06	3.3%	Operating Expense per Passenger Boarding	\$42.29	\$40.77	\$41.51
Operating Measures							
1.25	0.29	0.55	-48.5%	Vehicle Accidents per 100,000 Vehicle Miles	0.77	1.25	0.70
95.0%	90.8%	94.8%	-4.2%	On-Time Performance	93.3%	95.0%	94.7%
0.10	0.10	0.10	1.5%	Passenger Boardings per Revenue Mile	0.11	0.11	0.11
1.86	1.90	1.83	3.8%	Passenger Boardings per Revenue Hour	1.90	1.87	1.86
50,000	31,555	36,452	-13.4%	Revenue Miles between Maintenance Failure	27,230	27,642	46,326

Bi-State Development Enterprises



Three Months Ended September 30

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
Gateway Arch							
\$1,104,301	\$510,911	\$1,039,951	-50.9%	Income (Loss) Before Depreciation	\$555,478	\$816,318	\$1,134,536
316,961	268,936	282,884	-4.9%	Tram Ridership	313,500	327,008	347,536
Riverfront Attractions							
\$552,383	\$579,811	\$499,884	16.0%	Income (Loss) Before Depreciation	\$9,839	\$43,256	\$444,268
55,800	60,158	53,292	12.9%	Passengers	29,308	31,043	67,969
445	444	442	0.5%	Cruises	247	256	477
92	92	92	0.0%	Days of Operation	63	55	92
St. Louis Downtown Airport							
\$14,446	\$36,110	(\$38,424)	194.0%	Income (Loss) Before Depreciation	\$55,765	(\$20,729)	\$127,064
443,409	465,971	401,715	16.0%	Fuel Sales (gallons)	507,575	431,660	478,782
22,500	26,051	30,468	-14.5%	Aircraft Movements	23,433	23,874	33,603
320	315	322	-2.2%	Average Based Aircraft	329	317	328
Executive Services							
\$261,039	\$232,826	\$302,574	-23.1%	Income (Loss) Before Depreciation	\$325,942	\$415,849	\$414,537
St. Louis Regional Freightway							
(\$179,096)	(\$172,314)	(\$60,025)	-187.1%	Income (Loss) Before Depreciation	\$37,779	n/a	n/a

Peer Performance - System

CHARACTERISTICS AND PERFORMANCE MEASURES		ST. LOUIS	BUFFALO	CLEVELAND	DALLAS	DENVER	MINNEAPOLIS	PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO	SAN JOSE	AVERAGE
Population of service area (in millions)	FY 16	1.57	0.98	1.41	2.38	2.92	1.84	1.42	1.56	1.03	2.46	1.93	1.77
	FY 15	1.62	0.98	1.41	2.35	2.88	1.84	1.42	1.56	1.04	2.46	1.88	1.77
	FY 14	1.54	1.18	1.41	2.33	2.88	1.84	1.42	1.54	1.04	2.22	1.88	1.75
Passenger Boardings (in millions)	FY 16	44.0	28.1	44.3	66.8	103.3	82.6	63.8	101.7	24.3	92.4	44.0	63.2
	FY 15	46.6	26.3	47.0	69.8	102.3	85.8	65.2	101.4	25.6	94.9	45.1	64.5
	FY 14	48.1	26.4	49.2	70.9	104.3	84.5	63.7	99.5	26.4	91.9	44.5	64.5
Average Weekday Passenger Boardings	FY 16	139,220	95,481	144,075	220,747	345,143	266,918	214,639	322,154	83,687	298,940	141,298	206,573
	FY 15	146,826	89,830	151,756	232,322	335,088	276,408	218,583	323,289	89,197	305,952	145,378	210,421
	FY 14	151,998	89,281	157,573	237,392	341,480	273,036	214,295	317,091	91,145	292,946	145,060	210,118
Average Saturday Passenger Boardings	FY 16	92,040	42,871	81,506	111,912	178,333	151,532	99,206	197,318	32,019	176,603	77,750	112,826
	FY 15	98,135	38,258	89,554	119,014	182,305	166,145	105,391	196,604	34,890	184,603	80,485	117,762
	FY 14	101,528	40,388	98,272	120,242	182,086	162,025	102,367	194,568	32,107	183,390	76,481	117,587
Average Sunday Passenger Boardings	FY 16	63,185	25,405	55,409	68,914	132,658	114,011	64,433	149,804	21,582	121,768	64,195	80,124
	FY 15	67,147	26,145	63,396	73,799	123,909	119,555	65,857	147,793	22,004	128,004	66,344	82,178
	FY 14	67,580	27,506	68,066	71,279	131,978	117,666	62,858	143,800	23,346	133,483	60,800	82,578
Vehicles in Operated in Maximum Service	FY 16	480	352	545	1,069	1,435	843	939	950	232	765	686	754
	FY 15	473	351	547	1,042	1,395	885	912	918	222	732	679	741
	FY 14	469	361	537	1,080	1,416	861	900	894	223	690	677	737
Farebox Recovery	FY 16	21.0%	25.3%	19.8%	15.0%	25.7%	25.2%	27.2%	31.5%	21.8%	40.6%	12.4%	24.1%
	FY 15	21.0%	25.3%	19.8%	15.0%	25.7%	25.2%	27.2%	31.5%	21.8%	40.6%	12.4%	24.1%
	FY 14	21.5%	29.2%	20.2%	15.7%	25.3%	27.1%	27.3%	30.3%	22.5%	41.2%	12.4%	24.8%
Subsidy per Passenger Boarding	FY 16	4.25	3.62	4.09	5.65	3.42	3.29	4.21	2.65	4.11	1.51	6.66	3.95
	FY 15	4.25	3.62	4.09	5.65	3.42	3.29	4.21	2.65	4.11	1.51	6.66	3.95
	FY 14	4.02	3.38	4.06	5.54	3.42	2.97	4.19	2.75	3.94	1.46	6.55	3.84

Source: National Transit Database - Calculations based on NTD definitions

Peer Performance - Bus

CHARACTERISTICS AND PERFORMANCE MEASURES		ST. LOUIS	BUFFALO	CLEVELAND	DALLAS	DENVER	MINNEAPOLIS	PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO	SAN JOSE	AVERAGE
Fleet Size	FY 16	394	320	402	648	1,047	902	727	648	222	595	511	583
	FY 15	390	316	396	636	1,127	907	705	643	219	605	507	586
	FY 14	383	322	391	861	1,101	905	701	608	225	582	452	594
Fleet Age (average in years)	FY 16	7.3	9.8	8.3	4.0	5.8	4.7	7.2	9.4	6.8	6.0	10.5	7.3
	FY 15	7.4	9.3	7.9	4.5	6.5	4.9	7.4	9.5	8.0	6.6	9.4	7.4
	FY 14	8.2	8.3	9.7	4.0	8.9	4.7	7.5	11.4	8.6	6.7	10.2	8.0
Passenger Boardings (in millions)	FY 16	27.7	22.7	34.8	33.5	73.3	58.9	53.7	60.0	12.1	51.9	32.6	41.9
	FY 15	29.4	21.7	37.3	36.4	75.5	62.1	54.8	62.1	13.7	53.9	33.0	43.6
	FY 14	30.1	21.6	34.4	37.4	76.7	67.8	53.4	59.7	13.7	51.3	32.9	43.5
Bus Boardings as a Percent of System Boardings	FY 16	62.9%	80.8%	78.6%	50.1%	70.9%	71.3%	84.1%	59.0%	49.7%	56.1%	74.1%	67.1%
	FY 15	63.1%	82.5%	79.4%	52.1%	73.8%	72.4%	84.0%	61.2%	53.5%	56.8%	73.2%	68.4%
	FY 14	62.6%	81.8%	70.0%	52.7%	73.5%	80.3%	83.8%	60.0%	51.7%	55.9%	73.8%	67.8%
Operating Expense (in millions)	FY 16	\$ 156.8	\$ 101.7	\$ 178.4	\$ 243.7	\$ 324.2	\$ 298.2	\$ 301.4	\$ 251.2	\$ 79.3	\$ 154.1	\$ 244.6	\$ 212.1
	FY 15	153.2	96.6	161.7	233.6	314.6	296.5	284.3	236.8	77.2	147.7	240.5	203.9
	FY 14	150.4	95.4	166.7	238.6	327.0	280.8	276.8	240.9	77.9	138.2	238.3	202.8
Operating Expense per Revenue Mile	FY 16	\$ 8.49	\$ 12.05	\$ 12.92	\$ 8.86	\$ 8.82	\$ 12.13	\$ 14.46	\$ 12.14	\$ 12.98	\$ 7.83	\$ 15.57	\$ 11.48
	FY 15	8.32	11.46	11.61	8.54	8.69	12.27	14.08	11.74	12.82	8.03	15.57	11.19
	FY 14	8.13	11.22	12.59	8.91	9.19	11.71	14.56	12.32	12.98	8.23	15.88	11.43
Operating Expense per Passenger Mile	FY 16	\$ 1.14	\$ 1.30	\$ 1.33	\$ 1.68	\$ 0.96	\$ 1.16	\$ 1.31	\$ 0.91	\$ 1.81	\$ 0.77	\$ 1.27	\$ 1.24
	FY 15	1.04	1.25	1.09	1.62	0.80	1.17	1.24	0.83	1.50	0.74	1.36	1.15
	FY 14	0.95	1.15	1.15	1.57	0.84	0.99	1.16	0.84	1.47	0.76	1.36	1.11
Operating Expense per Passenger Boarding	FY 16	\$ 5.66	\$ 4.48	\$ 5.45	\$ 7.27	\$ 4.43	\$ 5.06	\$ 5.62	\$ 4.19	\$ 6.55	\$ 2.97	\$ 7.50	\$ 5.38
	FY 15	5.20	4.45	4.75	6.42	4.17	4.77	5.18	3.81	5.64	2.74	7.28	4.95
	FY 14	5.00	4.42	4.84	6.38	4.27	4.14	5.18	4.03	5.71	2.69	7.25	4.90
Boardings per Revenue Mile	FY 16	1.5	2.7	2.6	1.2	2.0	2.4	2.6	2.9	2.0	2.6	2.1	2.2
	FY 15	1.6	2.6	3.0	1.3	2.1	2.6	2.7	3.1	2.3	2.9	2.1	2.4
	FY 14	1.6	2.5	2.6	1.4	2.2	2.8	2.8	3.1	2.3	3.1	2.2	2.4
Boardings per Revenue Hour	FY 16	20.0	28.9	27.3	15.5	26.0	28.8	33.8	32.7	21.8	28.7	24.1	26.1
	FY 15	21.6	27.6	32.4	16.9	27.3	30.7	35.7	35.4	24.9	32.3	25.0	28.2
	FY 14	22.1	27.7	30.0	18.0	28.7	33.1	36.0	35.8	24.9	32.6	26.0	28.6

Source: National Transit Database - Calculations based on NTD definitions

Peer Performance - Light Rail

CHARACTERISTICS AND PERFORMANCE MEASURES		ST. LOUIS	BUFFALO	CLEVELAND	DALLAS	DENVER	MINNEAPOLIS	PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO	SAN JOSE	AVERAGE
Fleet Size	FY 16	80	27	48	163	172	86	83	143	85	130	99	101
	FY 15	87	27	34	163	172	86	83	133	76	130	99	99
	FY 14	87	27	48	163	172	86	83	131	76	162	99	103
Fleet Age (average in years)	FY 16	17.3	31.9	35.0	13.9	10.7	5.5	24.6	16.7	21.1	12.9	14.7	18.6
	FY 15	16.3	30.9	31.0	13.0	9.7	4.5	23.6	18.0	19.1	11.9	13.7	17.4
	FY 14	15.3	29.9	33.0	12.0	8.7	3.5	22.6	17.0	18.1	14.1	12.7	17.0
Passenger Boardings (in millions)	FY 16	15.8	5.2	2.5	29.8	24.6	23.0	8.1	40.2	12.2	39.6	10.7	19.2
	FY 15	16.6	4.4	2.6	29.8	25.5	23.0	8.0	37.7	12.1	40.1	11.6	19.2
	FY 14	17.5	4.6	2.8	29.5	26.4	16.0	7.9	38.2	12.7	39.7	11.0	18.7
Rail Boardings as a Percent of System Boardings	FY 16	35.9%	18.5%	5.6%	44.6%	23.8%	27.8%	12.7%	39.5%	50.1%	42.8%	24.3%	29.6%
	FY 15	35.7%	16.8%	5.5%	42.8%	24.9%	26.8%	12.3%	37.2%	47.1%	42.2%	25.8%	28.8%
	FY 14	36.3%	17.6%	5.6%	41.5%	25.3%	18.9%	12.5%	38.4%	48.1%	43.2%	24.6%	28.4%
Operating Expense (in millions)	FY 16	\$ 79.6	\$ 23.6	\$ 13.5	\$ 178.4	\$ 104.6	\$ 66.5	\$ 60.3	\$ 128.6	\$ 58.9	\$ 75.5	\$ 92.4	\$ 80.17
	FY 15	73.3	22.2	13.5	168.2	111.0	64.7	55.7	111.5	56.9	73.1	81.3	75.59
	FY 14	73.3	22.2	13.5	168.2	111.0	64.7	55.7	111.5	56.9	73.1	81.3	75.59
Operating Expense per Vehicle Revenue Mile	FY 16	\$ 12.73	\$ 24.88	\$ 17.44	\$ 18.15	\$ 9.21	\$ 12.73	\$ 27.78	\$ 14.53	\$ 13.49	\$ 8.71	\$ 26.63	\$ 16.93
	FY 15	11.73	26.73	16.03	17.30	10.00	12.59	26.08	14.22	14.46	8.50	23.11	16.43
	FY 14	11.73	26.73	16.03	17.30	10.00	12.59	26.08	14.22	14.46	8.50	23.11	16.43
Operating Expense per Passenger Mile	FY 16	\$ 0.62	\$ 1.67	\$ 0.92	\$ 0.73	\$ 0.50	\$ 0.71	\$ 1.97	\$ 0.59	\$ 0.85	\$ 0.34	\$ 1.69	\$ 0.96
	FY 15	0.53	1.81	0.90	0.68	0.61	0.66	1.79	0.54	0.83	0.33	1.33	0.91
	FY 14	0.49	1.81	0.80	0.68	0.51	0.67	1.57	0.50	0.73	0.31	1.21	0.84
Operating Expense per Passenger Boarding	FY 16	\$ 5.04	\$ 4.52	\$ 5.49	\$ 5.99	\$ 4.26	\$ 2.90	\$ 7.42	\$ 3.20	\$ 4.82	\$ 1.91	\$ 8.62	\$ 4.92
	FY 15	4.40	5.03	5.19	5.64	4.35	2.81	6.92	2.95	4.72	1.82	7.17	4.64
	FY 14	4.10	4.77	4.71	5.60	3.88	3.06	6.69	2.83	4.31	1.80	6.82	4.42
Boardings per Vehicle Revenue Mile	FY 16	2.5	5.5	3.2	3.0	2.2	4.4	3.8	4.5	2.8	4.6	3.1	3.6
	FY 15	2.7	5.3	3.1	3.1	2.3	4.5	3.8	4.8	3.1	4.7	3.2	3.7
	FY 14	2.8	5.1	3.3	3.2	2.4	4.0	3.8	4.9	3.2	4.7	3.2	3.7
Boardings per Vehicle Revenue Hour	FY 16	59.4	60.9	42.8	62.9	36.5	53.6	47.7	65.2	49.8	80.4	49.1	55.3
	FY 15	62.9	52.8	46.1	63.7	40.6	54.0	47.9	70.6	55.3	80.9	51.1	56.9
	FY 14	65.8	54.8	51.1	65.1	40.5	48.6	49.2	72.2	58.3	78.7	50.1	57.7

Source: National Transit Database - Calculations based on NTD definitions

Peer Performance - Demand Response

CHARACTERISTICS AND PERFORMANCE MEASURES		ST. LOUIS	BUFFALO	CLEVELAND	DALLAS	DENVER	MINNEAPOLIS	PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO	SAN JOSE	AVERAGE
Fleet Size	FY 16	121	74	166	115	416	-	362	268	-	200	227	217
	FY 15	118	74	159	118	404	-	346	219	-	202	242	209
	FY 14	116	74	158	165	450	-	346	268	-	146	244	219
Fleet Age (average in years)	FY 16	5.5	5.7	4.2	3.7	3.7	-	5.8	4.3	-	4.4	4.4	4.6
	FY 15	4.5	5.1	4.3	2.8	5.0	-	4.5	5.6	-	6.0	3.7	4.6
	FY 14	5.8	4.1	4.9	1.8	4.5	-	5.6	3.7	-	4.1	2.9	4.2
Passenger Boardings (in millions)	FY 16	0.57	0.19	0.63	0.33	1.19	-	1.53	0.93	-	0.63	0.65	0.74
	FY 15	0.58	0.18	0.70	0.40	1.23	-	0.79	0.92	-	0.59	0.72	0.68
	FY 14	0.58	0.16	0.75	0.47	1.27	-	1.59	0.93	-	0.55	0.73	0.78
Demand-Response Boardings as a Percent of System Boardings	FY 16	1.3%	0.7%	1.4%	0.5%	1.2%	-	2.4%	0.9%	-	0.7%	1.5%	1.2%
	FY 15	1.2%	0.7%	1.5%	0.6%	1.2%	-	1.2%	0.9%	-	0.6%	1.6%	1.1%
	FY 14	1.2%	0.6%	1.5%	0.7%	1.2%	-	2.5%	0.9%	-	0.6%	1.6%	1.2%
Operating Expense (in millions)	FY 16	\$ 25.3	\$ 9.3	\$ 33.6	\$ 13.7	\$ 45.4	-	\$ 35.0	\$ 33.4	-	\$ 19.0	\$ 23.0	26.4
	FY 15	24.7	8.3	32.4	23.7	48.1	-	36.3	32.8	-	15.5	20.0	26.8
	FY 14	21.9	7.9	29.9	21.0	46.9	-	36.3	32.2	-	14.5	22.0	25.8
Operating Expense per Revenue Mile	FY 16	\$ 4.74	\$ 5.57	\$ 6.28	\$ 6.87	\$ 4.13	-	\$ 3.68	\$ 5.25	-	\$ 4.11	\$ 4.66	5.03
	FY 15	4.57	5.20	6.04	6.97	4.18	-	3.89	5.15	-	4.21	3.54	4.86
	FY 14	4.64	5.40	6.24	8.07	4.59	-	3.75	5.01	-	4.25	3.23	5.02
Operating Expense per Passenger Mile	FY 16	\$ 4.54	\$ 5.30	\$ 6.72	\$ 3.36	\$ 4.32	-	\$ 2.92	\$ 3.90	-	\$ 3.02	\$ 3.49	4.17
	FY 15	4.26	4.85	5.35	3.34	4.39	-	3.07	3.74	-	2.99	3.10	3.90
	FY 14	4.29	4.86	4.45	3.81	4.64	-	2.91	3.63	-	2.94	2.47	3.78
Operating Expense per Passenger Boarding	FY 16	\$ 44.59	\$ 49.58	\$ 52.97	\$ 40.76	\$ 38.26	-	\$ 22.92	\$ 36.04	-	\$ 30.13	\$ 35.28	38.95
	FY 15	42.28	48.96	45.64	41.73	37.07	-	23.89	35.25	-	29.41	29.11	37.04
	FY 14	42.53	50.63	43.07	50.56	37.85	-	22.74	35.33	-	28.38	27.47	37.62
Boardings per Revenue Mile	FY 16	0.1	0.1	0.1	0.2	0.1	-	0.2	0.2	-	0.1	0.1	0.1
	FY 15	0.1	0.1	0.1	0.2	0.1	-	0.2	0.1	-	0.1	0.1	0.1
	FY 14	0.1	0.1	0.1	0.2	0.1	-	0.2	0.1	-	0.1	0.1	0.1
Boardings per Revenue Hour	FY 16	1.9	1.9	1.7	2.1	1.7	-	2.4	1.9	-	2.4	1.9	2.0
	FY 15	1.9	1.9	1.9	2.1	1.7	-	2.3	2.0	-	2.5	2.6	2.1
	FY 14	1.9	1.8	2.0	2.1	1.8	-	2.4	2.0	-	2.6	2.6	2.1

* Minneapolis and Sacramento are not included in the Average

Source: National Transit Database - Calculations based on NTD definitions

Average Weekday Ridership

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	78,947	84,399	-6.5%	46,005	50,290	-8.5%	1,879	1,860	1.1%	126,832	136,549	-7.1%
2nd Qtr YTD	-	83,649	-	-	48,053	-	-	1,845	-	-	133,548	-
3rd Qtr YTD	-	82,040	-	-	46,576	-	-	1,862	-	-	130,478	-
Full year	-	80,731	-	-	46,180	-	-	1,857	-	-	128,768	-

July	74,070	79,649	-7.0%	44,258	49,251	-10.1%	1,803	1,801	0.1%	120,131	130,701	-8.1%
August	79,305	84,200	-5.8%	45,700	48,962	-6.7%	1,906	1,891	0.8%	126,911	135,053	-6.0%
September	83,466	89,349	-6.6%	48,058	52,658	-8.7%	1,929	1,887	2.2%	133,453	143,894	-7.3%
October	-	88,577	-	-	49,166	-	-	1,927	-	-	139,670	-
November	-	84,267	-	-	46,237	-	-	1,798	-	-	132,302	-
December	-	75,854	-	-	42,044	-	-	1,768	-	-	119,666	-
January	-	76,062	-	-	41,744	-	-	1,817	-	-	119,623	-
February	-	83,550	-	-	45,478	-	-	1,961	-	-	130,989	-
March	-	76,853	-	-	43,646	-	-	1,906	-	-	122,405	-
April	-	77,265	-	-	46,904	-	-	1,889	-	-	126,058	-
May	-	76,473	-	-	44,403	-	-	1,790	-	-	122,666	-
June	-	76,673	-	-	43,668	-	-	1,851	-	-	122,192	-

Passenger Boardings

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	6,346,900	6,812,100	-6.8%	3,706,700	4,098,900	-9.5%	139,100	139,400	-0.2%	10,192,700	11,050,400	-7.8%
2nd Qtr YTD	-	13,287,000	-	-	7,749,900	-	-	276,000	-	-	21,312,900	-
3rd Qtr YTD	-	19,405,500	-	-	11,230,800	-	-	414,700	-	-	31,051,000	-
Full year	-	25,549,700	-	-	14,898,200	-	-	550,700	-	-	40,998,600	-

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	2,206,700	2,343,800	-5.8%	1,272,900	1,369,100	-7.0%	48,900	48,700	0.4%	3,528,500	3,761,600	-6.2%
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	-	2,347,000	-	-	1,334,700	-	-	47,100	-	-	3,728,800	-
November	-	2,151,000	-	-	1,199,500	-	-	45,000	-	-	3,395,500	-
December	-	1,976,900	-	-	1,116,800	-	-	44,500	-	-	3,138,200	-
January	-	1,985,700	-	-	1,128,400	-	-	44,900	-	-	3,159,000	-
February	-	2,038,400	-	-	1,142,600	-	-	44,700	-	-	3,225,700	-
March	-	2,094,400	-	-	1,209,900	-	-	49,100	-	-	3,353,400	-
April	-	1,984,800	-	-	1,233,900	-	-	44,000	-	-	3,262,700	-
May	-	2,089,700	-	-	1,230,000	-	-	46,200	-	-	3,365,900	-
June	-	2,069,700	-	-	1,203,500	-	-	45,800	-	-	3,319,000	-

Boardings are rounded to the nearest hundred

Passengers by Jurisdiction

Period	MetroBus						MetroLink					
	Missouri			St. Clair			Missouri			St. Clair		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	5,593,462	6,017,293	-7.0%	753,403	794,808	-5.2%	3,032,754	3,361,097	-9.8%	673,885	737,926	-8.7%
2nd Qtr YTD	-	11,810,399	-	-	1,476,640	-	-	6,343,241	-	-	1,406,781	-
3rd Qtr YTD	-	17,293,756	-	-	2,111,794	-	-	9,186,344	-	-	2,044,550	-
Full year	-	22,718,228	-	-	2,831,566	-	-	12,172,302	-	-	2,725,989	-

July	1,739,193	1,867,735	-6.9%	244,223	255,063	-4.2%	980,265	1,106,073	-11.4%	217,935	237,668	-8.3%
August	1,953,290	2,073,836	-5.8%	253,376	269,959	-6.1%	1,043,089	1,119,567	-6.8%	229,800	249,581	-7.9%
September	1,900,979	2,075,722	-8.4%	255,804	269,786	-5.2%	1,009,400	1,135,457	-11.1%	226,150	250,677	-9.8%
October	-	2,098,308	-	-	248,699	-	-	1,093,750	-	-	240,968	-
November	-	1,924,552	-	-	226,448	-	-	977,451	-	-	222,039	-
December	-	1,770,246	-	-	206,685	-	-	910,943	-	-	205,848	-
January	-	1,780,328	-	-	205,337	-	-	920,599	-	-	207,793	-
February	-	1,825,807	-	-	212,591	-	-	930,786	-	-	211,822	-
March	-	1,877,222	-	-	217,226	-	-	991,718	-	-	218,154	-
April	-	1,753,161	-	-	231,618	-	-	1,006,330	-	-	227,532	-
May	-	1,844,879	-	-	244,844	-	-	1,002,562	-	-	227,485	-
June	-	1,826,432	-	-	243,310	-	-	977,066	-	-	226,422	-

Period	MetroBus			MetroLink			Call-A-Ride *			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	\$6,867,848	\$7,012,569	-2.1%	\$3,988,265	\$4,142,651	-3.7%	\$658,057	\$641,163	2.6%	\$11,514,170	\$11,796,383	-2.4%
2nd Qtr YTD	-	\$13,525,622	-	-	\$7,823,962	-	-	\$1,312,111	-	-	\$22,661,695	-
3rd Qtr YTD	-	\$20,030,089	-	-	\$11,539,934	-	-	\$1,959,192	-	-	\$33,529,215	-
Full year	-	\$26,674,896	-	-	\$15,388,145	-	-	\$2,620,037	-	-	\$44,683,078	-

1st Qtr	\$6,867,848	\$7,012,569	-2.1%	\$3,988,265	\$4,142,651	-3.7%	\$658,057	\$641,163	2.6%	\$11,514,170	\$11,796,383	-2.4%
2nd Qtr	-	\$6,513,053	-	-	\$3,681,311	-	-	\$670,948	-	-	\$10,865,312	-
3rd Qtr	-	\$6,504,467	-	-	\$3,715,972	-	-	\$647,081	-	-	\$10,867,520	-
4th Qtr	-	\$6,644,807	-	-	\$3,848,211	-	-	\$660,845	-	-	\$11,153,863	-

* Call-A-Ride passenger revenue does not include Medicaid and Department of Mental Health contractual subsidies.

Revenue Miles

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	4,699,967	4,709,831	-0.2%	785,913	778,004	1.0%	1,325,313	1,348,707	-1.7%	6,811,193	6,836,542	-0.4%
2nd Qtr YTD	-	9,332,502	-	-	1,555,099	-	-	2,677,406	-	-	13,565,007	-
3rd Qtr YTD	-	13,884,401	-	-	2,325,578	-	-	3,955,721	-	-	20,165,700	-
Full year	-	18,552,453	-	-	3,107,518	-	-	5,250,386	-	-	26,910,358	-

July	1,557,395	1,562,306	-0.3%	262,438	261,369	0.4%	419,134	435,057	-3.7%	2,238,967	2,258,731	-0.9%
August	1,616,680	1,616,850	0.0%	268,321	268,319	0.0%	464,541	463,203	0.3%	2,349,542	2,348,372	0.0%
September	1,525,892	1,530,675	-0.3%	255,154	248,316	2.8%	441,638	450,447	-2.0%	2,222,684	2,229,439	-0.3%
October	-	1,560,648	-	-	259,057	-	-	461,251	-	-	2,280,956	-
November	-	1,514,068	-	-	256,753	-	-	434,897	-	-	2,205,718	-
December	-	1,547,955	-	-	261,284	-	-	432,551	-	-	2,241,790	-
January	-	1,539,785	-	-	260,823	-	-	419,739	-	-	2,220,347	-
February	-	1,421,802	-	-	241,266	-	-	417,737	-	-	2,080,804	-
March	-	1,590,312	-	-	268,391	-	-	440,839	-	-	2,299,542	-
April	-	1,517,838	-	-	255,680	-	-	416,902	-	-	2,190,420	-
May	-	1,591,016	-	-	266,910	-	-	440,660	-	-	2,298,586	-
June	-	1,559,199	-	-	259,350	-	-	437,103	-	-	2,255,652	-

May not sum to total due to rounding

Total Miles

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	5,412,301	5,403,860	0.2%	792,291	784,671	1.0%	1,401,622	1,442,812	-2.9%	7,606,215	7,631,344	-0.3%
2nd Qtr YTD	-	10,685,398	-	-	1,567,800	-	-	2,873,319	-	-	15,126,516	-
3rd Qtr YTD	-	15,887,422	-	-	2,344,536	-	-	4,234,468	-	-	22,466,426	-
Full year	-	21,251,722	-	-	3,133,603	-	-	5,610,397	-	-	29,995,722	-

July	1,791,846	1,791,851	0.0%	264,728	263,656	0.4%	443,207	464,387	-4.6%	2,499,781	2,519,893	-0.8%
August	1,861,334	1,855,117	0.3%	270,374	270,455	0.0%	491,034	494,922	-0.8%	2,622,742	2,620,493	0.1%
September	1,759,122	1,756,893	0.1%	257,189	250,561	2.6%	467,381	483,503	-3.3%	2,483,692	2,490,957	-0.3%
October	-	1,783,058	-	-	261,132	-	-	492,840	-	-	2,537,030	-
November	-	1,729,724	-	-	258,716	-	-	469,724	-	-	2,458,164	-
December	-	1,768,755	-	-	263,280	-	-	467,943	-	-	2,499,979	-
January	-	1,759,607	-	-	262,891	-	-	449,829	-	-	2,472,327	-
February	-	1,625,884	-	-	243,355	-	-	442,862	-	-	2,312,102	-
March	-	1,816,533	-	-	270,490	-	-	468,458	-	-	2,555,481	-
April	-	1,742,101	-	-	258,176	-	-	441,662	-	-	2,441,939	-
May	-	1,828,998	-	-	269,347	-	-	469,763	-	-	2,568,107	-
June	-	1,793,201	-	-	261,544	-	-	464,504	-	-	2,519,249	-

May not sum to total due to rounding

Revenue Hours

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	356,825	358,590	-0.5%	33,459	33,160	0.9%	73,266	76,182	-3.8%	463,551	467,933	-0.9%
2nd Qtr YTD	-	703,973	-	-	66,348	-	-	149,468	-	-	919,788	-
3rd Qtr YTD	-	1,036,160	-	-	99,174	-	-	221,722	-	-	1,357,056	-
Full year	-	1,390,550	-	-	132,444	-	-	293,281	-	-	1,816,276	-

July	118,415	119,693	-1.1%	11,186	11,119	0.6%	23,225	24,532	-5.3%	152,827	155,344	-1.6%
August	122,460	122,787	-0.3%	11,404	11,388	0.1%	25,655	26,737	-4.0%	159,518	160,912	-0.9%
September	115,950	116,110	-0.1%	10,869	10,653	2.0%	24,386	24,913	-2.1%	151,206	151,677	-0.3%
October	-	116,988	-	-	11,087	-	-	25,092	-	-	153,167	-
November	-	113,093	-	-	10,930	-	-	23,785	-	-	147,808	-
December	-	115,301	-	-	11,171	-	-	24,409	-	-	150,881	-
January	-	114,656	-	-	11,157	-	-	23,857	-	-	149,670	-
February	-	105,981	-	-	10,263	-	-	23,136	-	-	139,380	-
March	-	111,550	-	-	11,407	-	-	25,261	-	-	148,218	-
April	-	115,412	-	-	10,892	-	-	23,026	-	-	149,330	-
May	-	120,663	-	-	11,354	-	-	24,313	-	-	156,330	-
June	-	118,315	-	-	11,024	-	-	24,220	-	-	153,559	-

May not sum to total due to rounding

Total Hours

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	384,141	385,511	-0.4%	33,966	33,678	0.9%	78,744	83,023	-5.2%	496,851	502,212	-1.1%
2nd Qtr YTD	-	757,543	-	-	67,359	-	-	163,196	-	-	988,098	-
3rd Qtr YTD	-	1,123,010	-	-	100,683	-	-	241,068	-	-	1,464,761	-
Full year	-	1,504,329	-	-	134,485	-	-	318,045	-	-	1,956,859	-

July	127,360	128,511	-0.9%	11,360	11,293	0.6%	24,909	26,947	-7.6%	163,628	166,751	-1.9%
August	131,928	132,043	-0.1%	11,574	11,561	0.1%	27,649	29,001	-4.7%	171,151	172,605	-0.8%
September	124,854	124,957	-0.1%	11,032	10,824	1.9%	26,186	27,075	-3.3%	162,072	162,856	-0.5%
October	-	125,946	-	-	11,255	-	-	27,172	-	-	164,373	-
November	-	121,835	-	-	11,092	-	-	26,139	-	-	159,065	-
December	-	124,252	-	-	11,334	-	-	26,862	-	-	162,448	-
January	-	123,580	-	-	11,322	-	-	25,984	-	-	160,886	-
February	-	114,244	-	-	10,423	-	-	24,801	-	-	149,468	-
March	-	127,644	-	-	11,578	-	-	27,087	-	-	166,309	-
April	-	124,177	-	-	11,069	-	-	24,698	-	-	159,944	-
May	-	129,880	-	-	11,537	-	-	26,231	-	-	167,647	-
June	-	127,262	-	-	11,196	-	-	26,048	-	-	164,506	-

May not sum to total due to rounding

Operating Expense by Mode

Period	MetroBus			MetroLink			Call-A-Ride			System		
	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%	\$6,619,848	\$6,421,064	3.1%	\$69,269,240	\$63,464,477	9.1%
2nd Qtr YTD	-	\$77,106,324	-	-	\$36,647,114	-	-	\$12,892,164	-	-	\$126,645,602	-
3rd Qtr YTD	-	\$117,020,729	-	-	\$57,868,622	-	-	\$19,346,033	-	-	\$194,235,384	-
Full year	-	\$152,291,548	-	-	\$76,350,447	-	-	\$25,335,118	-	-	\$253,977,113	-

1st Qtr	\$42,391,453	\$38,614,628	9.8%	\$20,257,939	\$18,428,785	9.9%	\$6,619,848	\$6,421,064	3.1%	\$69,269,240	\$63,464,477	9.1%
2nd Qtr	-	\$38,491,696	-	-	\$18,218,329	-	-	\$6,471,100	-	-	\$63,181,125	-
3rd Qtr	-	\$39,914,405	-	-	\$21,221,508	-	-	\$6,453,869	-	-	\$67,589,782	-
4th Qtr	-	\$35,270,819	-	-	\$18,481,825	-	-	\$5,989,085	-	-	\$59,741,729	-

FY 2017 contains audited amounts

Unscheduled Absenteeism

Period	Operators			Maintenance			Facility Support			Total		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	4.0%	4.3%	-0.3%	2.4%	2.5%	-0.1%	2.3%	1.6%	0.7%	3.6%	3.8%	-0.2%
2nd Qtr YTD	-	3.9%	-	-	2.8%	-	-	2.1%	-	-	3.5%	-
3rd Qtr YTD	-	3.6%	-	-	2.7%	-	-	1.8%	-	-	3.3%	-
Full year	-	3.8%	-	-	2.6%	-	-	1.9%	-	-	3.4%	-

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	-	3.6%	-	-	3.7%	-	-	3.2%	-	-	3.6%	-
November	-	3.4%	-	-	2.0%	-	-	1.9%	-	-	3.0%	-
December	-	3.1%	-	-	3.4%	-	-	2.7%	-	-	3.1%	-
January	-	2.8%	-	-	2.4%	-	-	1.4%	-	-	2.6%	-
February	-	2.7%	-	-	2.3%	-	-	0.7%	-	-	2.4%	-
March	-	3.6%	-	-	2.6%	-	-	1.3%	-	-	3.2%	-
April	-	4.5%	-	-	2.4%	-	-	0.9%	-	-	3.8%	-
May	-	4.8%	-	-	2.6%	-	-	2.6%	-	-	4.2%	-
June	-	4.4%	-	-	2.3%	-	-	2.9%	-	-	3.9%	-

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		\$531,913	
3rd Qtr YTD		(\$539,823)	
Full Year		(\$562,677)	

	Tram Ridership		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	268,936	282,884	-4.9%
2nd Qtr YTD		382,131	
3rd Qtr YTD		384,735	
Full Year		543,013	

	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		57,977	
November		41,189	
December		81	
January		907	
February		1,339	
March		358	
April		18,874	
May		54,657	
June		84,747	

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		8,676	
November		2,671	
December		176	
January		-	
February		-	
March		4,166	
April		8,795	
May		6,856	
June		21,143	

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	60,158	53,292	12.9%
2nd Qtr YTD		64,815	
3rd Qtr YTD		68,981	
Full Year		105,775	

	Income (Loss) Before Depreciation		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	\$579,811	\$499,884	16.0%
2nd Qtr YTD		\$342,888	
3rd Qtr YTD		\$108,251	
Full Year		\$343,840	

	Riverboat Cruises		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	444	442	0.5%
2nd Qtr YTD		542	
3rd Qtr YTD		593	
Full Year		909	

	Riverboat Days of Operation		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	92	92	0.0%
2nd Qtr YTD		151	
3rd Qtr YTD		179	
Full Year		249	

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		157,004	
November		128,585	
December		149,794	
January		111,414	
February		128,823	
March		160,634	
April		160,647	
May		152,970	
June		128,947	

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	465,971	401,715	16.0%
2nd Qtr YTD		837,098	
3rd Qtr YTD		1,237,969	
Full Year		1,680,533	

	Income (Loss) Before Depreciation		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	\$36,110	(\$38,424)	194.0%
2nd Qtr YTD		(\$41,634)	100.0%
3rd Qtr YTD		(\$69,691)	100.0%
Full year		(\$240,003)	100.0%

	Aircraft Movements		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	26,051	30,468	-14.5%
2nd Qtr YTD		57,578	
3rd Qtr YTD		80,914	
Full Year		106,588	

	Average Based Aircraft		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	315	322	-2.2%
2nd Qtr YTD		320	
3rd Qtr YTD		319	
Full Year		319	

St. Louis Regional Freightway

Income (Loss) Before Depreciation

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	(\$172,314)	(\$60,025)	-187.1%
2nd Qtr YTD		(\$177,325)	
3rd Qtr YTD		(\$302,804)	
Full Year		(\$497,543)	

Quarter	FY 2018	FY 2017	Change
1st Qtr	(\$172,314)	(\$60,025)	-187.1%
2nd Qtr		(\$117,300)	
3rd Qtr		(\$125,479)	
4th Qtr		(\$194,737)	

Executive Services

Income (Loss) Before Depreciation

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	\$232,826	\$302,574	-23.1%
2nd Qtr YTD		\$375,460	
3rd Qtr YTD		\$220,515	
Full Year		\$248,464	

Quarter	FY 2018	FY 2017	Change
1st Qtr	\$232,826	\$302,574	-23.1%
2nd Qtr		\$72,886	
3rd Qtr		(\$154,945)	
4th Qtr		\$27,949	

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.

Metro Call-A-Ride: 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 lift 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

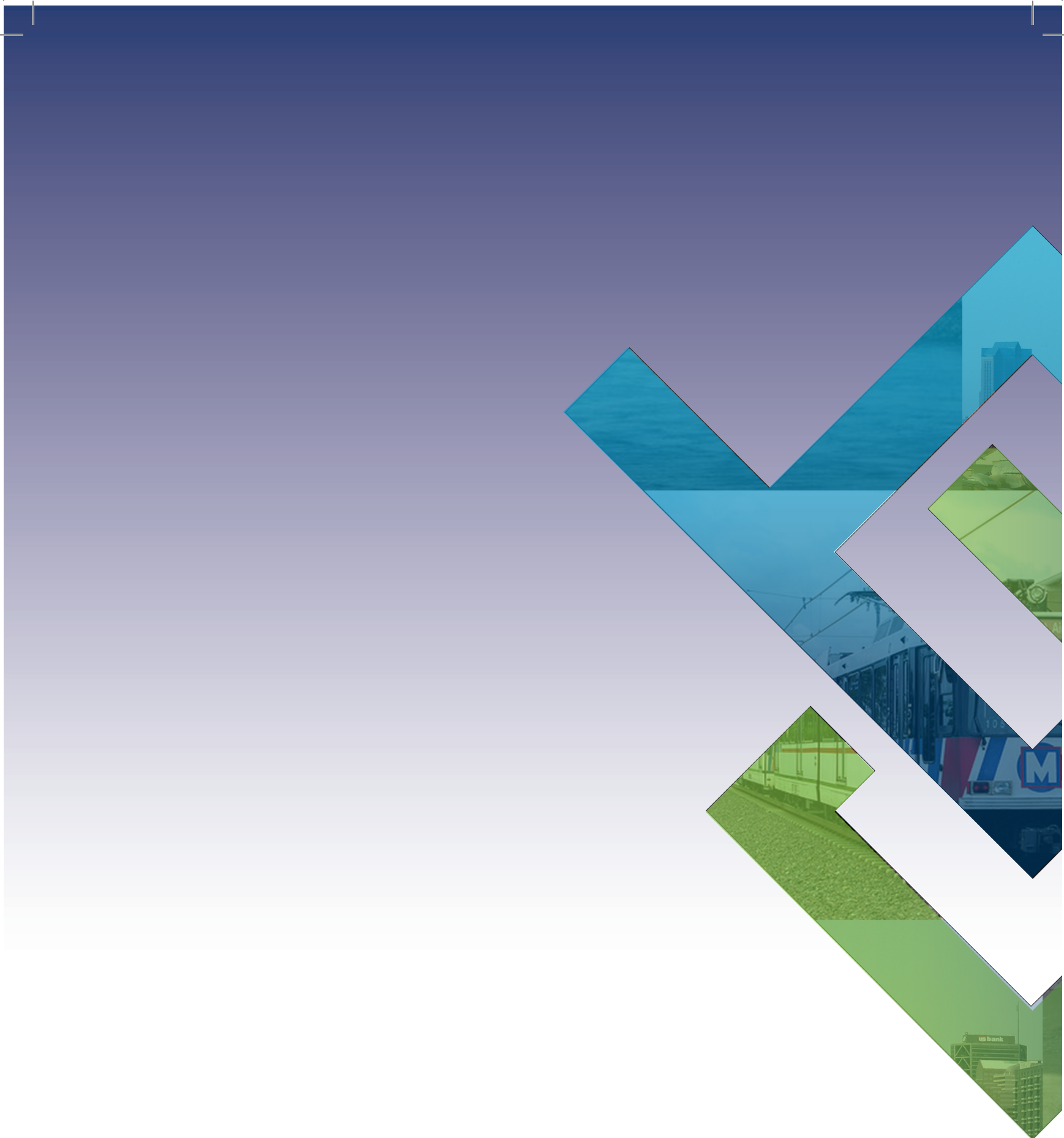
Number of adult and child tickets sold.

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

Memorandum

To: Finance and Administration Committee

From: Larry B. Jackson 
Executive Vice President – Administration

Date: October 31, 2017

**Subject: Quarterly Procurement Activity Report
1st 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.

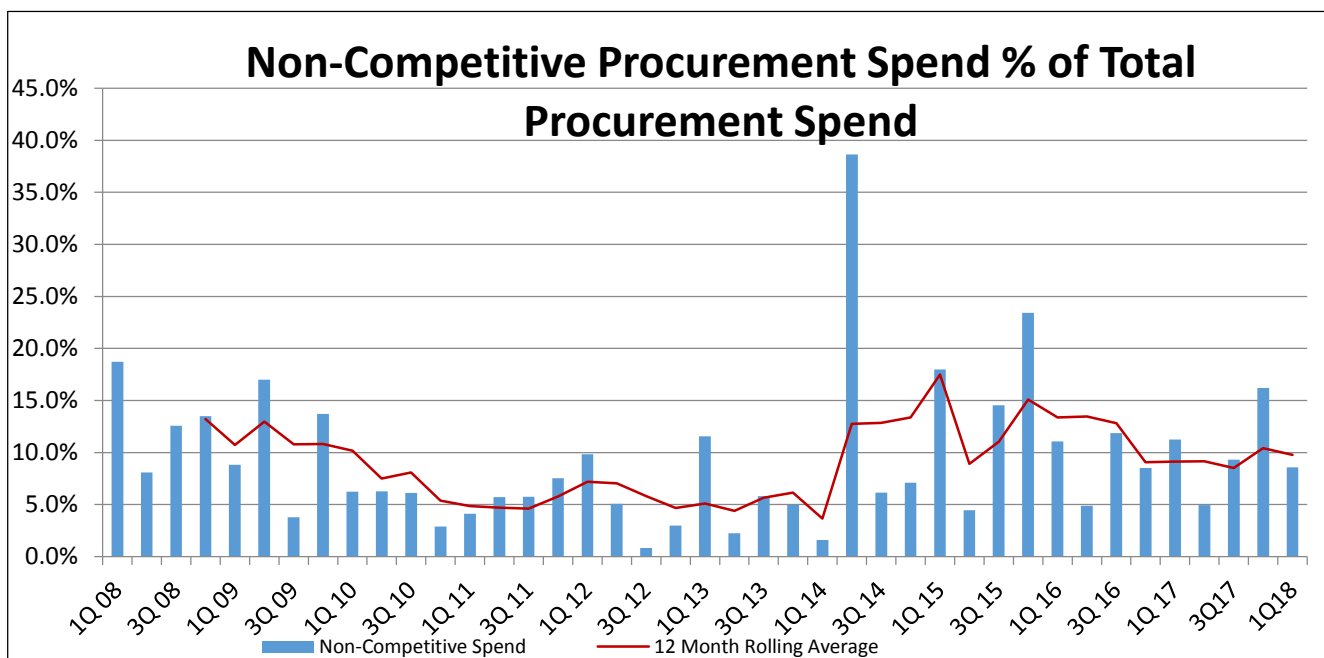
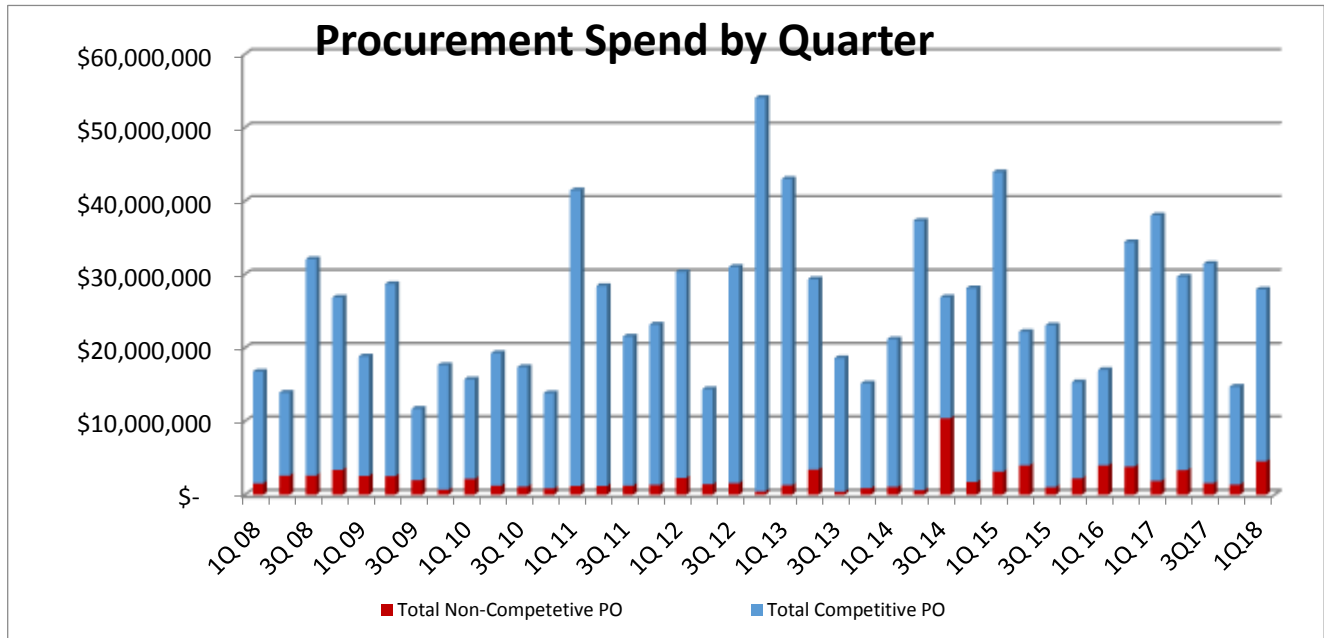
Section 5 – Procurement Card Administration

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** **First Quarter FY2018**

First Quarter 2018 Non-Competitive Procurements totaled \$2,833,593 or 8.6% of total Purchase Order Commitment volume of \$33,085,598. Rolling last 12 months Non-Competitive Procurements totaled \$10,286,147 or 9.6% of total Purchase Order Commitment volume of \$107,174,285.



**CONTRACT AWARDS EXCEEDING \$100,000
JULY 1, 2017 - SEPTEMBER 30, 2017**

Number	Rev	Description	Type	Order Date	Supplier	Amount	Buyer	Closure Status	DBE Goal
57563	0	17-SB-104151-DGR Boyle Avenue Station & Central West End Platform Extension Package 2 - Track Period of Performance September 2017 through September 2018	Contract Purchase Agreement	09/11/17	RAILWORKS TRACK SERVICES INC	\$ 1,808,394.00	Ramsay, David George	Open	7
56973	0	17-SB-104152-CB Boyle Station-CWE Platform Extension - Pkg. 3 - Signals, Period of Performance July , 2017 - July 31, 2018	Standard Purchase Order	07/20/17	WISSEHR ELECTRIC, INC	\$ 726,787.03	Bonds, Charcita M	Open	0
57021	4	17-SB-104164-BH Brentwood Bus Cleaning 2 base years and 3 options years July 29, 2017 - July 30, 2022	Contract Purchase Agreement	07/24/17	INNEX SERVICE CO INC	\$ 598,712.28	Howard, Bryan L	Open	0
57137	0	17-SB-104153-CG Boyle Avenue Station and Central West End Platform Extension Package 4-Communications, Period of Performance August 18, 2017 - January 18, 2018	Contract Purchase Agreement	08/03/17	SACHS ELECTRIC	\$ 540,645.00	Gates, Carol Renee	Open	9
57144	0	17-SB-104091-TJ Illinois Facility Cleaning , Base Year 2, Period of Performance August 14, 2017 -August 13, 2019	Contract Purchase Agreement	08/04/17	MERS/GOODWILL	\$ 515,100.56	Johnson, Theresa	Open	10
57216	0	Sole Source Transit Master Annual Maintenance Agreement 07 01 17 - 06 30 18	Standard Purchase Order	08/10/17	TRAPEZE SOFTWARE GROUP	\$ 457,584.00	Hill, Diana L	Closed	0
56917	1	17-RFP-104061-CB Accounts Payable Automation System, Three Base Years and Five Option Years, Period of Performance July 14, 2017 - July 13, 2025	Contract Purchase Agreement	07/14/17	DATASERV LLC	\$ 327,429.00	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	\$ 287,927.75	Bonds, Charcita M	Open	3
57636	0	17-RFP-104090-LIGHT RAIL VEHICLE WRAPPING OF TRAINS	Contract Purchase Agreement	09/18/17	INDEPENDENTS GRAPHIC & DISPLAY, LLC	\$ 191,664.00	Johnson, Theresa	Open	0
57721	0	17-RFQ-104495-MD PCI Network Design & Implementation, One (1) Base Year Period of Performance September 28, 2017 - September 27, 2018	Standard Purchase Order	09/26/17	UBERLEGEN TECHNOLOGY GROUP	\$ 140,000.00	Dillard, Marian Denise	Open	0
57129	0	17-SB-104518-CG Demolition of existing Railroad Yard Office - 412 South Sarah Street - Period of Performance August 3, 2017 - November 2, 2017	Contract Purchase Agreement	08/02/17	SPIRTAS WRECKING COMPANY	\$ 129,900.00	Gates, Carol Renee	Open	3
57156	1	16-RFP-102111-CG On-Call GEC Services/Multiple Disciplines-Task Order 10 Wellston Station Hydraulic Analyst and Construction Drawings, Period of Performance August 4, 2017 - October 4, 2017	Standard Purchase Order	08/04/17	JACOBS ENGINEERING GROUP INC	\$ 125,696.00	Gates, Carol Renee	Open	0

Contract Modifications
July 1, 2017 to September 30, 2017

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	Original Contract Amount	Mod Date	Mod Amount	Revised Contract Amount	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	08/18/17	\$5,376,676	\$21,936,684	Operations	0	0
13-SB-5879-TJ		4	Fleet Tire Requirement	Time Extension Additional Funds Additional Work	Bridgestone Tires	0%	\$8,626,806	09/19/17	\$522,954	\$10,292,429	Operations	180	2
16-SB-102360-CB	16	6	Metro Downtown Transit Center	Time extension Additional Funds	KCI Construction Co.	29%	\$7,267,000	09/08/17	\$393,077	\$8,320,633	MO-90-X296	90	1
14-SB-99550-SM/CG		3	MetroLink Station Cleaning	Exercise Option Yr 1	Katsam Enterprises	27%	\$5,770,470	09/21/17	\$1,930,451	\$7,735,921	Operations	0	0
16-SB-101993-CB		4	Jefferson National Expansion Memorial Arch Transportation System Motor-Generator Set Replacement	Additional Funds Change in Scope	The Harlan Company	0%	\$5,002,100	09/18/17	\$99,781	\$5,597,500	Arch Bond	90	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	08/04/17	\$262,187	\$5,497,719	Arch Bond	90	1
14-RFP-100998-DR		6	Metro Operator Uniforms	Change in Scope	Leon Uniform Company	0%	\$2,981,950	08/31/17	\$1,305	\$2,983,255	Transit Operating Uniform Budget	0	0
15-SB-101402-TJ		3	Missouri & Illinois Railcar Cleaning	Exercise Option Yr 3	MERS Goodwill	0%	\$867,408	08/18/17	\$856,614	\$2,565,989	Operations	0	0
14-SB-99459-TJ		2	DeBaliviere Facility Cleaning	Exercise Option Yr 2	ISS Facility Services Inc.	15%	\$783,395	08/31/17	\$392,000	\$1,567,093	Operations	0	0
15/SB-101528-CG		1	Oracle Annual Maintenance E-Business Suite	Exercise Option Yr 1	Mythics, Inc.	0%	\$894,867	07/21/17	\$468,419	\$1,360,286	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	\$1,350,000	Operations FTA Funding	0	0

Contract Modifications
July 1, 2017 to September 30, 2017

Contract #	Task Order	Mod #	Description	Reason for Mod	Contractor	DBE %	Original Contract Amount	Mod Date	Mod Amount	Revised Contract Amount	Funding Source	# Days Extended	# of Extensions to Date
17-SB-104152-CB		1	Boyle Avenue & Central West End - Signals	Additional Work	Wissehr Electrical Contractors	0%	\$726,787	08/18/17	\$0	\$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	08/31/17	\$12,972	\$713,114	Operations	45	1
14-RFP-100638-SG		4	Passenger Counting Surveying	Time Extension	Critique Personnel, Inc.	10%	\$165,720	08/03/17	\$2,500	\$653,260	Operations	30	1
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	\$0	\$540,645	MO-79-X004 Cortex	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		2	Ultrasonic Rail Testing	Exercise Option Yr 2	Sperry Rail Inc.	0%	\$132,319	08/04/17	\$44,400	\$222,601	Operations	0	0
13-SB-5960-TJ		4	Oil Testing & Analysis	Additional Funds	ANA Laboratories, Inc.	0%	\$99,128	09/13/17	\$6,918	\$177,093	Operations	90	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
13-SB-5982-TJ		2	ATS Van Cleaning Services	Exercise Option Yr 2 Time Extension	World Management, Inc.	15%	\$62,011	09/28/17	\$21,000	\$125,567	Operations	90	1
14-RFP-99137-DW/MD		1	Commissioned Artwork-Downtown Transfer Center	Additional Funds	Art.Site Integration of Art & Architecture	0%	\$60,000	09/18/17	\$60,500	\$120,500	MO-90-X231	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	\$0	\$115,000	MO-90-X296 Prop M	90	1

Prevailing Wage Report Fiscal Year 2018 July 1, 2017 - Sept. 30, 2017

Project: 16-SB-101846-DGR SPRUCE STREET BRIDGE REPLACEMENT FTA Grant No. MO-95-x266

Project Control ID: Is Community Hiring Goal a Requirement: No

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
------------------	---------------	-------------------	-----------------------	---------------------------

6362962012

KOZENY WAGNER

Start Date: **10/27/2015** End **03/31/2017**
 Contract Amount: **\$5,283,792.70**

951 WEST OUTER ROAD ,
 ARNOLD , MO 63010

3144210042

Castle Contracting, LLC

Start Date: **03/01/2017**

3178922666

Badger Daylighting

Start Date: **04/14/2017**

314-421-0042

CASTLE CONTRACTING,LLC

Start Date: **03/01/2017**

3148698000

COLLINS & HERMANN

Start Date: **10/13/2015**

6369378300

D & S FENCING CO INC

Start Date: **10/20/2015**

3144325400

Metron Surveying & Layout Co.

Start Date: **10/13/2015**

573-893-2335

Meyer Electric Company, Inc.

Start Date: **10/01/2015**

4178646000

Palmerton & Parrish, Inc.

Start Date: **10/13/2015**

3148921600

R. V. WAGNER

Start Date: **04/05/2016**

LC9658874

RODEN'S LANDSCAPING, INC.

Start Date: **04/05/2016**

6363051877

Safway Services LLC

Start Date: **11/02/2015**

7037420020

Schnabel Foundation Company

Start Date: **10/27/2015**

6364753500

THOMAS INDUSTRIAL COATINGS, INC.

Start Date: **02/01/2016**

6362257800	Traffic Control Company	Start Date: 03/22/2016
636-255-0808	TRAMAR CONTRACTING INC.	Start Date: 10/06/2015
6189652222	UNITED IRONWORKERS, INC	Start Date: 01/15/2016
(636) 970-2710	XL Contracting Inc.	Start Date: 10/06/2015

Project: 16-SB-101993-CB JNEM ARCH TRANSPORTATION SYSTEM MOTOR-GENERATOR SET REPLACEMENT

Project Control ID: Is Community Hiring Goal a Requirement: No

Prime Contractor **Subcontractor** **Sub Subcontractor** **Sub Sub Subcontractor** **Sub Sub Sub Subcontractor**

3148902351
THE HARLAN COMPANY
Start Date: **11/12/2015** End **08/31/2017**
Contract Amount: **\$5,002,100.00**

1515 PAGE INDUSTRIAL BLVD. ,
ST. LOUIS , MO 63132

6363431211	Aschinger Electric	Start Date: 01/04/2016	End Date: 03/31/2017
		Contract Amount: \$0.00	
6182542323	Fire Safety Inc.	Start Date: 08/01/2016	End Date: 03/31/2017
		Contract Amount: \$0.00	
2704430680	Global Gear & Machine Co., Inc	Start Date: 11/30/2016	End Date: 01/31/2017
		Contract Amount: \$170,652.00	
6366802178	Integrated Facility Services, Inc.	Start Date: 02/08/2016	End Date: 03/31/2017
		Contract Amount: \$0.00	
6369389813	Meyer Painting Company	Start Date: 03/09/2016	End Date: 03/31/2017
		Contract Amount: \$0.00	
6189310729	Platinum Scaffolding	Start Date: 11/23/2015	End Date: 02/29/2016
		Contract Amount: \$22,192.00	
000821-200010765	Professional Environmental Engineers, Inc.	Start Date: 12/17/2015	
		Contract Amount: \$30,507.00	
3142802800	St. Louis Steel	Start Date: 01/04/2016	End Date: 07/31/2016
3143681714	X-Cell Electric	Start Date: 01/04/2016	End Date: 03/31/2017
		Contract Amount: \$0.00	

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	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
3148948888				
KCI Construction		Start Date: 04/13/2016	End	10/31/2017
		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	
	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	
	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 Scallly Waterproofing	Start Date: 11/20/2016
5733925554 SURECUT LAWN CARE LLC	Start Date: 03/01/2017
(636) 970-2710 XL Contracting Inc.	Start Date: 07/01/2016

Project: 16-SB-102735-CB EWING BACKUP GENERATOR FTA Grant No MO-90-x296				
Project Control ID:		Is Community Hiring Goal a Requirement: No		
Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
3144877474				
STREIB ELECTRIC COMPANY		Start Date: 04/04/2016	End	08/02/2016
		Contract Amount: \$110,919.00		
9225 watson industrial park , st. louis , Missouri 63126				

Project: 17-RFQ-104190-MD PLUMBING WORK FOR PIPE LINE AT METROLINK MO-12 (FTA GRANT MO-05-0028 AND PROP M)				
Project Control ID:		Is Community Hiring Goal a Requirement: No		
Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
3148563262				
Nu Flow of St. Louis		Start Date: 06/12/2017	End	07/12/2017
		Contract Amount: \$38,680.00		
11134D Lindbergh Business Court , St. Louis , MO 63123				

Project: 17-RFQ-104461-DW INSTALLATION OF BRAKE TESTER (FTA GRANT MO-90-X296 AND PROP M)				
Project Control ID:		Is Community Hiring Goal a Requirement: No		
Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
3144017497				

Alfred F. Mullen Concrete Contr Co. Inc.		Start Date: 06/01/2017	End	09/01/2017
		Contract Amount: \$99,416.00		
222 Sugar Creek Ridge , St. Louis , MO 63122				
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	Subcontractor	Sub Subcontractor	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				
Project: 17-SB-103800 BULK SALT STORAGE AT ILLINOIS BUSFACILITY				
Project Control ID:		Is Community Hiring Goal a Requirement: No		
Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
3142182120				
BEN HUR CONSTRUCTION		Start Date: 07/03/2017	End	11/03/2017
		Contract Amount: \$151,498.00		
3783 RIDER TRAIL SOUTH , EARTH CITY , MO 63045				
6182775781				
K&F Electric, Inc.		Start Date: 10/04/2017		
Project: 17-SB-104145-CG CONCRETE SLAB REPAIR - METRO ILLINOIS BUS FACILITY FTA GRANT MO-90-X296 AND SCCTD				
Project Control ID:		Is Community Hiring Goal a Requirement: No		
Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
6183985556				
HANK'S EXCAVATING & LANDSCAPING INC.		Start Date: 05/29/2017	End	08/11/2017
		Contract Amount: \$115,000.00		
5825 WEST STATE ROUTE 161 , BELLEVILLE , IL 62223				
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		
Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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 Brandt Contracting, Inc.	Contract ID: 17020-03 Start Date: 07/01/2017 Contract Amount: \$75,789.00	End Date: 08/01/2017
		6363495999 GERSTNER ELECTRIC	Contract ID: SC#17020-01 Start Date: 06/23/2017 Contract Amount: \$377,037.00	End Date: 05/31/2018
		3148927550 Sager & Son	Contract ID: 17020-03 Start Date: 07/01/2017 Contract Amount: \$9,460.00	End Date: 08/01/2017
	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		
	618-277-4280 MAYER LANDSCPAING INC	Start Date: 07/03/2017		
	6036214090 SPAN SYSTEMS, INC.	Start Date: 07/03/2017		
	6362257800 Traffic Control Company	Start Date: 07/03/2017		
Project: 17-SB-104153-CG Boyle Avenue Station and Central West End PlatForm Extension Package 4-Communications FTA GRANT # MO-79-X004 & CORTEX				
Project Control ID: Is Community Hiring Goal a Requirement: No				
Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
3145322000 SACHS ELECTRIC				
		Start Date: 08/23/2017	End Date: 03/01/2018	
PO BOX 96 , ST. LOUIS , MO 63166				
Project: 17-SB-104265-CB SAW CUT AND FILL BUS HYDRAULIC LIFTS (FTA GRANT MO-90-X296 AND PROP M)				
Project Control ID: Is Community Hiring Goal a Requirement: No				
Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
3144215933 L. Keeley				
		Start Date: 06/28/2017 Contract Amount: \$269,500.00	End Date: 10/03/2017	
500 South Ewing Avenue , Suite G St. Louis , MO 63103				
	3149391701 D&K Welding	Start Date: 07/03/2017		

3145962311

JR CONCRETE SERVICES LLC

Start Date: **06/01/2017****Project:** 17-SB-104494-CB, REPAIR & REPLACE CONCRETE AT DEBALIVIERE BUS FACILITY FTA GRANT No. MO-90-x296 & PROP M**Project Control ID:** Is Community Hiring Goal a Requirement: No

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
-------------------------	----------------------	--------------------------	------------------------------	----------------------------------

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:** 17-SB-104518-CG DEMOLITION OF EXISTING RAILROAD YARD OFFICE 412 SOUTH SARAH STREET - FTA GRANT No. MO-79-x004 & Cortex**Project Control ID:** Is Community Hiring Goal a Requirement: No

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
-------------------------	----------------------	--------------------------	------------------------------	----------------------------------

314-862-9800

SPIRTAS WRECKING COMPANY

Start Date: 08/14/2017	End	11/02/2017
Contract Amount: \$129,900.00		

951 SKINKER PARKWAY ,
SAINT LOUIS , MO 63112**Project:** 17-SB-14152-CB BOYLE AVENUE STATION AND CENTRAL WEST END PLATFORM EXTENSION PACKAGE 3 -SIGNALS FTA GRANT No. MO-79-x004 & Cortex**Project Control ID:** Is Community Hiring Goal a Requirement: No

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	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

**PROCUREMENT CARD PROGRAM
ADMINISTRATIVE REVIEW STATICS
JULY 1, 2017 - SEPTEMBER 30, 2017**

	1ST QUARTER FY18		FY2018 YTD TOTAL	
	TRANSACTION COUNT	TRANSACTION AMOUNT	TRANSACTION COUNT	TRANSACTION AMOUNT
TOTAL TRANSACTIONS	4584	\$ 1,599,513	4584	\$ 1,599,513
TRANSACTIONS REVIEWED	4584	\$ 1,599,513	4584	\$ 1,599,513
PERCENTAGE REVIEWED	100%	100%	100%	100%
TRANSACTIONS INVESTIGATED	16	\$ 20,845.57	16	\$ 20,846
PERCENTAGE OF TOTAL INVESTIGATED	0.3%	1.3%	0.3%	1.3%
CONFIRMED PROCEDURAL VIOLATIONS	0 TRANS 0 INCIDENTS	\$ -	0 TRANS 0 INCIDENTS	\$ -
CONFIRMED VIOLATION PERCENTAGE OF TOTAL	0.0%	0.0%	0.0%	0.0%
TRANSACTIONS WITH SALES TAX	49	\$ 11,751	49	\$ 11,751
SALES TAX CHARGED	49	\$ 485	33	\$ 485
PERCENTAGE OF TOTAL TRANSACTIONS WITH SALES TAX	1.1%	0.7%	1.1%	0.7%
REFUNDED SALES TAX	10	\$ 113	10	\$ 113