Notice of Meeting and Agenda

Bi-State Development
Board of Commissioners
Friday, April 27, 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. Recognition of Former Commissioner David Dietzel	Information	Chair Gully / J. Nations
4. Minutes of February 23, 2018, Open Session Board Meeting	Approval	Chair Gully
5. Report of Treasurer	Information	Commissioner Holman
6. Report of President	Information	J. Nations
7. Operations Committee Report	Information	Commissioner Buehlhorn
8. Audit, Finance & Administration Committee Report	Information	Commissioner Holman
9. Adjustment of Consent Agenda	Approval	Chair Gully
10. Consent Agenda Item(s)	Approval	Chair Gully
(a) Letter of Agreement Between Bi-State Development and The Jerry Costello Group, LLC for Consulting Services for the St. Louis Regional Freightway (Operations Committee Recommends Approval)	Approval	J. Nations / M. Lamie
(b) Appointment of Members to Arts in Transit, Inc. Board of Directors (Operations Committee Recommends Approval)	Approval	J. Nations / D. Williams / D. Allen
11. Bi-State Development Operating and Capital Budget FY 2019 - 2021 (Audit, Finance & Administration Committee Recommends Approval)	Approval	J. Nations / K. Klevorn
12. Revisions to Board Policy, Section 70.050, Employee's Pension and 401(k) Retirement Savings Plan (Audit, Finance & Administration Committee Recommends Approval)	Approval	J. Nations / C. Stewart
13. Metro Reimagined Project Update (Presented to Operations Committee)	Information	J. Nations / R. Friem / J. Mefford-Miller

Agenda	Disposition	Presentation
14. Financial Statements – Second Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)	Information	J. Nations / K. Klevorn
15. Performance Indicators – Second Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)	Information	J. Nations / K. Klevorn
16. Procurement Activity Report – Second Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)	Information	J. Nations / G. Smith
17. Unscheduled Business	Information	Chair Gully
18. Public Comment*	Information	Chair Gully
19. Call of Dates for Future Board and Committee Meetings	Information	S. Bryant
20. 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, 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).*	Approval	Chair Gully

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

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BI·STATE DEVELOPMENT

BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS MEETING
OPEN SESSION MINUTES
FRIDAY, FEBRUARY 23, 2018

Board Members in Attendance

Missouri
Vernal Brown
Constance Gully, Chair
Aliah Holman, Treasurer
Vincent C. Schoemehl, (via phone)
Vacant

Illinois
Michael S. Buehlhorn, Vice-Chair
David Dietzel, (via phone, disconnected 8:15 a.m.)
Irma Golliday, (via phone)
Jeffrey Watson
Justin Zimmerman, Secretary (via phone)

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
Charles Stewart, Vice President, Pension & Insurance
Mark Vago, Controller
Diana Wagner-Hilliard, Director Workforce Diversity/EEO
Ken Franklin, Vice President Government Relations & Policy Initiatives
Kent Swagler, Director Corporate Compliance & Ethics
Tamara Fulbright, Director, Treasury Services
Diana Bentz, Vice President Organizational Effectiveness
Mary Lamie, Executive Director St. Louis Regional Freightway
Michael Gibbs, Manager Financial Operation – Admin & Business Operations
Virginia Alt-Hildebrandt, Manager Administrative Services
Brandon Stevenson, Intern for Government Affairs
Matthew Hibbard, Social Media Communications Manager
Lindsey Erb, Marketing & Communications Manager
Jenny Nixon, Executive Director Tourism Innovation
Dave Sanders, Sr. Director Marketing & Partnerships
Scott Grott, General Manager MetroLink
Sarah Clarke, Director Gateway Arch Operations
Anita Dunn, Health and Welfare Plan Manager
Kerry Kinkade, Vice President – Chief Information Officer

Darcy Bates, Marketing & Communication Specialist
Cynthia Davis, Director Program Development & Grants
Jerry Vallely, External Communications Manager
Charles Priscu, Director Labor Relations
Erick Dahl, Director St. Louis Downtown Airport

Others in Attendance
Tom Curran, St. Louis County
Sarah Durrett, Founder of Combat Sexual Harassment
Scott Lasler, Dovetail
Jenna Green, Dovetail
Donna McDonald, Dovetail
Tom Etling, Dovetail
Frank Mares, Deputy Superintendent, Gateway Arch National Park
Michael Ward, Superintendent, Gateway Arch National Park
Jenna Todoroff, Common Ground PR

1. **Open Session Call to Order**
8:00 a.m. Chair Gully called the Open Session Board Meeting to order at 8:00 a.m.

2. **Roll Call**
8:00 a.m. Roll call was taken.

3. **Minutes of November 17, 2017, Open Session Board Meeting**
8:01 a.m. The November 17, 2017, Open Session Board Meeting minutes were provided in the Board packet. A motion to approve the minutes was made by Commissioner Holman and seconded by Commissioner Buehlhorn. **Motion passed unanimously.**

4. **Report of Treasurer**
8:01 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**
8:02 a.m. John Nations, President & CEO, introduced Michael Ward, Superintendent, Gateway Arch National Park, and also called Jenny Nixon, Executive Director Tourism Innovation, forward. Mr. Ward then presented the National Park Service Centennial Award to Bi-State Development. Mr. Ward explained that the award was being given to recognize BSD's support and service to the National Park Service during the Centennial. He explained that Jenny Nixon led the creation, coordination, implementation, and administration of the Missouri National Parks Passport Challenge to promote Missouri's six National Parks in celebration of the National Park Service Centennial. The Passport Challenge was an innovative and creative solution to promote the Centennial during the ongoing Gateway Arch construction project, effectively branding the Gateway Arch as the Gateway to Missouri's National Parks. Mr. Ward recognized Ms. Nixon and her staff, and remarked that having partners like Bi-State Development is "great." Mr. Nations thanked Mr. Ward for the honor and stated that was proud of the partnership. Mr.

Nations further commended Ms. Nixon and her staff, and expressed his appreciation to all involved.

6. **Operations Committee Report**

8:11 a.m. Committee Chairman Buehlhorn reported that the Operations Committee met in Open Session on January 16, 2018, 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 two (2) items were being introduced for Board consideration, with the Committee's recommendation of approval, as follows: 1) Agenda Item #8: MetroLink Structures Inspection Program Engineering Services; and 2) Agenda Item #9: Adoption of a Board Policy and Leasing Standards for Airport Operations. Ray Friem, Executive Director Metro Transit, also provided the Committee with an update on the FY18 First Quarter Operations Report and Capital Projects Update. The Committee also discussed capital maintenance, Metro Reimagined, and van passenger capabilities. That concluded the report of the Operations Committee.

7. **Audit, Finance & Administration Committee Report**

8:12 a.m. Committee Chair Holman reported that the Audit, Finance & Administration Committee met in Open Session on January 26, 2018, at 8:00 a.m., and that the draft minutes of that meeting were contained in the Board packet under Tab #7. Kent Swagler, Director Corporate Compliance & Ethics, provided the Committee with a presentation regarding the Compliance and Ethics "State of the Agency", which is scheduled to be presented to the Board under Agenda Item #10. Charles Stewart, Vice President, Pension & Insurance, provided the Committee with an update regarding the 2017 Pension Valuations and the 401(k) Plan Audit. The Committee also reviewed the Internal Audit Status Report and the Internal Audit Follow-Up Summary for the 2nd Quarter, FY18. The Treasury – Safekeeping Quarterly Accounts Audit for September 30, 2017, was also presented. The following three items were presented at the Committee meeting and are on the Board agenda: Agenda Items #11, #12 and #13, consisting of the Financial Statements, Performance Indicators, and Procurement Report for the First Quarter, FY18. The November 2017 Treasury Report was also presented at the meeting. That concluded the report of the Audit, Finance & Administration Committee.

8. **MetroLink Structures Inspection Program Engineering Services (Operations Committee Recommends Approval)**

8:13 a.m. A briefing paper regarding the MetroLink Structures Inspection Program Engineering Services was provided in the Board packet. Scott Grott, General Manager MetroLink, provided a brief overview. The MetroLink Standard for Structures Inspection and Maintenance has been developed in conformance with industry guidelines and state/federal regulatory requirements. The MetroLink Structures Inspection Program **(SIP)** is managed within the MetroLink Maintenance of Way Department. The Agency has historically retained the services of an engineering firm to provide the majority of the required expertise to conduct the required inspections. The Agency continues to expand its own capabilities to perform some of these inspections with qualified internal staff. The current SIP services is a five (5) year contract that expires early 2018. A procurement was issued to renew these services for the period 2018 – 2022. The management request is for Board approval to authorize the President & CEO and his designees to enter into a two (2) year contract with Juneau Associates, Inc. P.C., with three one (1) year options in the not-to-exceed amount of $4,447,928.72 and to award monetary and administrative contract modifications as needed. A motion to approve this agenda item as presented was made by

Commissioner Buehlhorn, and seconded by Commissioner Brown. **Motion passed unanimously. (Resolution #881).**

9. **Adoption of a Board Policy and Leasing Standards for Airport Operations (Operations Committee Recommends Approval)**
8:15 a.m. A briefing paper, together with the draft of a Board Policy and Leasing Standards for Airport Operations was provided in the Board packet. Erick Dahl, Director St. Louis Downtown Airport, stated that this agenda item was presented and discussed in great detail at the January 16, 2018 Operations Committee meeting. No additional presentation was made and Mr. Dahl requested that the Board approve the proposed Board Policy, Chapter 130 of the Collected Policies of the Agency, *Airport Operations;* and the proposed Leasing Standards for Operation of the St. Louis Downtown Airport. In addition, it is recommended that the Board 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 February 23, 2018 Board meeting. A motion to approve this agenda item as presented was made by Commissioner Buehlhorn and seconded by Commissioner Holman. **Motion passed unanimously. (Resolution #882).**

10. **Compliance and Ethics "State of the Agency" (Presented to Audit, Finance & Administration Committee)**
8:17 a.m. A briefing paper, together with a PowerPoint presentation regarding the Compliance and Ethics "State of the Agency" was provided in the Board packet. Kent Swagler, Director Corporate Compliance & Ethics, provided a brief overview. This agenda item was presented and discussed at the Audit, Finance & Administration Committee on January 26, 2018; and was being presented to the Board as informational only. The presentation provided the current state of the Agency with respect to meeting its documented compliance requirements for calendar year 2017. This report also included the current status of compliance and ethics programs, initiatives, and training programs. This report was informational only and no Board action was required. A copy of this report will be kept at the office of the Deputy Secretary.

11. **Financial Statements – First Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)**
8:24 a.m. The Financial Statements – First Quarter, FY18 report was provided in the Board packet. Agenda Items #11, #12, and #13 were presented and discussed in great detail at the January 26, 2018 Audit, Finance & Administration Committee meeting; and no additional presentation was made. These Agenda Items were presented as informational only and no Board action was required. Copies of these reports will be kept at the office of the Deputy Secretary.

12. **Performance Indicators – First Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)**
8:24 a.m. The Performance Indicators – First Quarter, FY18 report was provided in the Board packet. See Agenda Item #11.

13. **Procurement Activity Report – First Quarter, Fiscal Year 2018 (Presented to Audit, Finance & Administration Committee)**
8:24 a.m. The Procurement Activity Report – First Quarter, FY18 was provided in the Board packet. See Agenda Item #11.

14. Unscheduled Business

8:25 a.m. There was no unscheduled business.

15. Public Comment

8:25 a.m. Sarah Durrett, an advocate for Combat Sexual Harassment, addressed the Board discussing sexual harassment and assault in the St. Louis metropolitan area. Ms. Durrett wants to distribute a survey regarding this issue and wants to collaborate with Bi-State Development in that effort. Ms. Durrett was asked to contact John Nations, President & CEO to further discuss this issue.

16. Call of Dates for Future Board Meetings

8:27 a.m. The Board was advised of the upcoming meetings, as follows:

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

17. 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).

8:27 a.m. Pursuant to the requirements of Section 10.080 (D) (1); (5); (7); (9); (10); (11); (16) and (17) of the Bi-State Development Agency's Board Policy, Chapter 10, Chair Gully requested a motion to allow the Board to go into closed session. A motion to go into Executive Session was made by Commissioner Holman and seconded by Commissioner Buehlhorn. A roll call vote was taken and the Commissioners present, Brown, Gully, Holman, Schoemehl, Buehlhorn, Golliday, Zimmerman and Watson voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned at 8:27 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 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 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 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 Chair

[SEAL]

ATTEST:

By_____
Deputy Secretary to the Board of Commissioners

Open Session Item

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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

BI-STATE DIRECTED:	Wt. Avg. Maturity (1)	Dollars (,000 omitted)	Of Total	Rate	Market Value (2)	Wt. Avg. Maturity (1)	Dollars (,000 omitted)	Percentage Of Total	Rate	Market 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 goverment securities provided by safekeeping agent. Cost equals market for other investments.
(3) Includes money market funds and fuel hedging accounts.
(4) Investment Contracts (leases). Values of investment contracts adjusted to conform to lease payment schedules.
(5) All amounts preliminary and subject to audit and adjustment.

Prepared by: Terri Gudowicz Green, Mgr of Treas Ops — Date 1/29/18
Reviewed by: Tammy Fulbright, Dir of Treasury Services — Date 1/25/18
Approved: Kathy Klevorn, CFO — Date 1/29/18

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 * *all non debt/lease assets, inc. Prop M:*	**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 collaterl 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									
DEBT ISSUES									
Cross County Bonds									
Series 2009, 2013									
BANK OF NEW YORK -MELLON TRUST									
BANK OF NEW YORK	0	0	0	0	0	0	0	0	FDIC Insured.
GOLDMAN	0	0	0	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									
FSA\AIG	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:

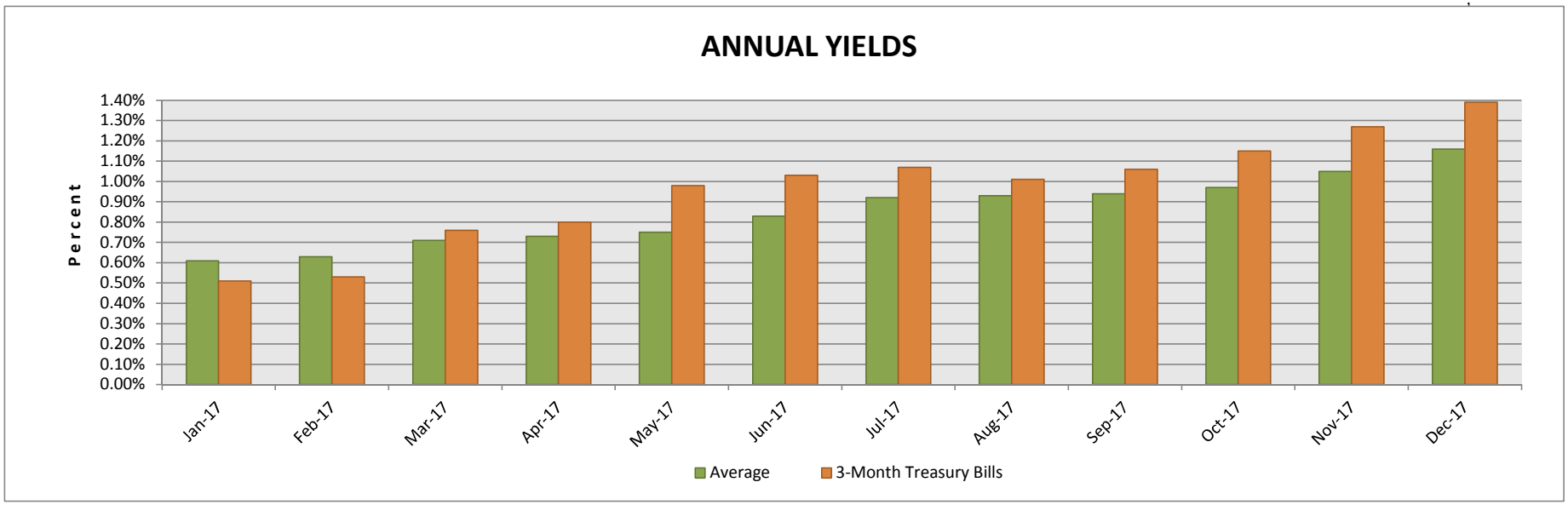
AAA Standard & Poor's, Moody's and Fitch rate credit quality on an A to C scale, with A generally regarded as "upper investment grade" and C as "speculative" (D would indicate default). Within each category are different gradients. The triple A rating indicates that the issuer's long term unsecured debt 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+
U.S. Treasury	AA+	Aaa	AAA
Federal Home Loan Bank (FHLB)	AA+	Aaa	
Federal Farm Credit Bank (FCB)	AA+	Aaa	AAA

NA = Fitch overall bank ratings or LT debt ratings have been withdrawn

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	

Open Session Item

7

BI·STATE DEVELOPMENT

BI-STATE DEVELOPMENT
OPERATIONS COMMITTEE MEETING
OPEN SESSION MINUTES
March 13, 2018

Committee Members in Attendance
Michael Buehlhorn, Chairman
David Dietzel, (absent)
Irma Golliday, (absent)
Vernal Brown
Constance Gully

Other Commissioners in Attendance
None

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
Lisa Burke, Executive Assistant
Larry Jackson, Executive Vice President of Administration
Kent Swagler, Director Corporate Compliance & Ethics
Patti Beck, Director of Communications
John Langa, Vice President Economic Development
Amy Parker, Director ADA Services
Ted Zimmerman, Director Marketing
Julianne Stone, Vice President Strategic Initiatives
Jerry Vallely, External Communications Manager
Kyra Nichols, Sr. Administrative Assistant
Jessica Mefford-Miller, Assistant Executive Director Transit Planning & System Development
Mark Vago, Controller
Michael Gibbs, Manager Financial Operation-Admin & Business Operations
Chris Poehler, Assistant Executive Director Engineering Systems
Diana Bentz, Vice President Organizational Effectiveness
Kerry Kinkade, Vice President Chief Information Officer
Richard Zott, Chief of Public Safety
Scott Grott, General Manager MetroLink
Gary Smith, Financial Analyst I
Trenise Winters, General Manager MetroBus
Kathy Brittin, Director Risk Management, Safety & Claims
Virginia Alt-Hildebrandt, Manager Administrative Services
David Allen, Director Arts in Transit (@ 8:35 a.m.)
Natalie Siebert, Senior Planner
Matthew Hibbard, Social Media Communications Manager
Cynthia Davis, Director Program Development & Grants

Angela Staicoff, Senior Internal Auditor
Tim Nittler, Director Capital Projects

Others in Attendance
Leah Katz, TMD
Norm Silverman, TMD
Russ Chisholm, TMD
Ann Campbell, Werremeyer
Steve Hartman, Werremeyer
Garrett Van Dyke, Werremeyer
Michael Nieder, St. Louis DSA – Transit Committee

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. No public comment

4. **Minutes from January 16, 2018 Operations Committee**
8:01 a.m. The January 16, 2018 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 Buehlhorn. **Motion passed unanimously.**

5. **Letter of Agreement Between Bi-State Development and The Jerry Costello Group, LLC for Consulting Services for the St. Louis Regional Freightway**
8:02 a.m. The briefing paper and Letter of Agreement between Bi-State Development **(BSD)** and The Jerry Costello Group, LLC for consulting services for the St. Louis Regional Freightway was provided in the Committee packet. John Nations, President & CEO, provided a brief overview. The Jerry Costello Group, LLC has been providing consulting services in connection with the Regional Freightway effort over the last few years. Mr. Nations stated that Mr. Costello's service has proven to be invaluable to the entire Freightway effort and recommended a change to the proposed letter agreement extending the term from one (1) year to two (2) years. Mr. Costello agreed to the extended two (2) year term without increasing the price of his services. Mr. Nations added that as BSD moves through the ensuing year, the Merchants Bridge project will be finalized and there are several other infrastructure projects planned. In preparation for these projects, securing Mr. Costello's services for a longer term would allow for some long term planning and strategies. Mr. Nations requested the Committee approve and refer to the Board the letter agreement with the term change from a one (1) year term (April 1, 2018 ending March 31, 2019) to a two (2) year term (April 1, 2018 ending March 31, 2020). A motion to approve this agenda item as presented with the suggested change to a two year term beginning April 1, 2018 and ending March 31, 2020 was made by Commissioner Brown and seconded by Commissioner Gully. **Motion passed unanimously.**

6. **Appointment of Members to Arts in Transit, Inc. Board of Directors**

8:05 a.m. The briefing paper and attachments for the appointment of members to the Arts in Transit, Inc. Board of Directors was provided in the Committee packet. John Nations provided a brief overview. Arts in Transit **(AIT)** was created in 1986 to develop and execute a high quality visual aesthetic for the transit system and the communities it served. In 2011 **(BSD)** approved the formation of AIT, Inc. a 501(c)(3) not-for-profit entity to expand its eligibility to apply for grants from private foundations and institutions. These grants have been for educational and community programs, permanent and temporary public art, and integrated artistic design. To further facilitate these efforts, in September 2017, the BSD Board of Commissioners approved amendments to the Board of AIT, Inc. bylaws outlining requirements for a five (5) member Board of Directors. Current AIT, Inc. Board members are all BSD staff. In accordance with the BSD's Board of Commissioners' recommendation to create a more diversified AIT, Inc. Board, four new candidate recommendations are being submitted for consideration and approval. They are business leader and developer, Tim Boyle; community leader and arts professional, Amanda Colon-Smith; sculptor and SIUE professor, Thad Duhigg, and architect, Peter Tao. In addition to these four proposed members, the bylaws call for a BSD Commissioner to also sit on the Board of Directors. Management requested Committee approval to forward to the Board for approval the four candidates and a member of the BSD Board of Commissioners to serve on the Arts in Transit Board of Directors. A motion was made by Commissioner Gully and seconded by Commissioner Brown to approve this agenda item as presented in the briefing paper. **Motion passed unanimously.**

****During Agenda Item #9 Unscheduled Business, Commissioner Buehlhorn stated that a motion was needed to approve Commissioner Aliah Holman as the appointed Board Commissioner to sit on the AIT Board of Directors. Motion was made by Commissioner Brown and seconded by Commissioner Buehlhorn. Motion passed unanimously.**

7. **Metro Reimagined Project Update**

8:07 a.m. The briefing paper and attachments for the Metro Reimagined Project update were provided in the Committee packet. Ray Friem, Executive Director Metro Transit, and Jessica Mefford-Miller, Assistant Executive Director, Planning & System Development, Metro Transit, provided an update. Mr. Friem introduced Amy Parker, the new Acting Director of ADA Services. Ms. Mefford-Miller discussed the Metro Reimagined Project in more detail. Metro Reimagined was introduced to the Board in October 2017. At that time, the public engagement process and discussions with the community stakeholders had just begun. Metro Reimagined currently focuses on the MetroBus system in Missouri, and a similar effort could be applied in Illinois. Commissioner Buehlhorn inquired why St. Clair County is not included. Mr. Friem replied that St. Clair County Transit District had declined to participate, but with the change of leadership at the Transit District, conversations have begun with St. Clair County Transit District about doing a comprehensive operational analysis of the Illinois portion of the system. Ms. Mefford-Miller introduced members from TMD, the consultant team on Metro Reimagined, Russ Chisholm, Leah Katz and Norm Silverman. They will be at BSD throughout the week and will be meeting with stakeholders and staff starting immediately after this meeting and running through Thursday. Public engagements will begin shortly thereafter. Metro Reimagined is a comprehensive operational analysis of the system. The plan outlines a core fixed-route MetroBus network and prioritizes service frequency and minimizes route deviations; and is supported by proposed market areas for community mobility solutions that utilize alternative service strategies and new technologies to complete the transit network more effectively. The proposed service

tiers include 1) enhanced frequency; 2) local service; 3) commute/express service; and 4) community mobility. The project team will incorporate community feedback into the Metro Reimagined plan. The service plan and accompanying financial, capital, and implementation plan will be presented to the Board, the public, and key stakeholders in late spring 2018. This agenda item was informational only and no Committee action was required. A copy of this report will be kept at the office of the Deputy Secretary.

8. 2nd Quarter Operations Report and Capital Projects Update Cortex Presentation; Fare Collection Technology

8:30 a.m. The 2nd Quarter Operations Report and Capital Projects Update Cortex presentation; Fare Collection Technology report was provided in the Committee packet. Ray Friem, Executive Director Metro Transit, provided a brief update. The expenses for the Transit Operations Department are below budget through the second quarter of FY18. $10 million of the lower cost is due to the addition in the budget of $20 million for the fiscal year for Security initiatives, the funds for which have not yet been appropriated. Ridership is down 10.7% for the quarter and 10.1% for the year for MetroLink; down 8% for the quarter and 7.4% for the year for MetroBus. Call-A-Ride has shown a 1.5% increase for the quarter and they are up 0.6% for the year and most of that is contract trips. The year-to-date service profiles and system efficiencies show that the miles and hours are basically the same. There have not been any significant changes in the service plan. Service Quality Indicators show that MetroBus and MetroLink are having one of the best years on record in all areas. Call-A-Ride, which has higher ridership, is actually suffering due to performance issues, largely because of manpower shortfalls. We have added classes in an attempt to get up to speed in terms of manpower in that unit. The Metro Transit Information and Customer Service Call Center had a reduction in information calls of 20%. Security complaints for the second quarter were down 1% but it is still up 7.5% for the year, reflecting a pretty bad first quarter, but for the second quarter, security complaints were down from the same period last year.

Mr. Friem introduced Chris Poehler, Assistant Executive Director Engineering Systems, to provide a capital project update. The new station includes two parts, the Cortex Station and the extension of the Central West End platform. The overall project budget is under $15.6 million. The funding sources included a TIGER grant and local match contributions from Cortex, BJC/Washington University and Great Rivers Greenway. The Cortex station is on budget and on schedule and is expected to open in the summer of 2018. The Central West End project is expected to be completed by winter 2018. The project participants lead designer is HNTB and their sub designer is KAI Design and Build. The platform and pedestrian ramp, grading for track installation, walls for the communication building and welding of rail for track installation are completed. Upcoming activities are: 1) continue canopy installation; 2) continue communications building; 3) plaza construction; 4) bike trail construction; 5) install new track; and 6) continue installation of electrical and system conduit.

Mr. Friem continued the presentation discussing the new Radio Communication with Integrated Real-Time Vehicle Locator System **(AVL)** and the Revenue Vehicle Replacement Program. The AVL project will create a new modern digital radio system with inter-operational capability between Metro Transit and Regional Public Safety entities. The vehicle replacement program will procure new fixed route rolling stock per Fleet Maintenance Plan. Four (4) new buses have been delivered for Illinois and the new buses for Missouri will be arriving soon. Upon the completion of the Metro Reimagined study, the capitalization plan for vehicles may be adjusted. The

paratransit van fleet may also be adjusted to include low floor vehicles that will allow for wheel chair capacity greater than the current 600 pound limit.

Mr. Friem introduced Kerry Kinkade, Vice President Chief Information Officer, to provide an update regarding the Smart Card project. The Gateway Card was officially made available to the public effective March 1, 2018. The Metro Store is the current outlet for distribution of the cards. To date forty (40) Gateway cards have been sold to the public with passes and products. In addition to the employee cards we now have forty (40) customers using the cards. Customer use allows Metro Transit to monitor how the cards are working and identifying and correcting any issues that arise. The Communications Department is planning a number of events over the next few months to distribute Gateway Cards and instructions to the public. As more data is gathered, that includes data from the hand held validators, we will be better able to show the benefits of Smart Card system. In addition, Metro staff will be reviewing modernization of the Smart Card technology to identify local ticketing options and how we can make cell phone technology interface with the existing Smart Card system.

Some discussion continued regarding the procurement of electric buses, the replacement of the Union Station Tunnel Roof project, the LRV-1 Series modernization, and the Wayfinding Signage and Stop Rebranding Project.

9. Unscheduled Business

8:54 a.m. Commissioner Buehlhorn stated that a motion was needed to approve Commissioner Aliah Holman as the appointed Board Commissioner to sit on the AIT Board of Directors (See Agenda Item #6). Motion was made by Commissioner Brown and seconded by Commissioner Buehlhorn. Motion passed unanimously.

10. Call of Dates for Future Committee Meetings

8:55 a.m. The Committee was advised of upcoming meetings as follows:

Audit, Finance & Administration Committee:	Tuesday, March 27, 2018, 8:00 a.m.
Board Meeting:	Friday, April 27, 2018, 8:00 a.m.
Operations Committee:	Tuesday, May 15, 2018, 8:00 a.m.

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

8:55 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 Brown and seconded by Commissioner Gully. A roll call vote was taken, and the Commissioners present, Brown, Gully and Buehlhorn voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned at 8:55 a.m.**

Deputy Secretary to the Board of Commissioners
Bi-State Development

BI·STATE DEVELOPMENT

BI-STATE DEVELOPMENT
AUDIT, FINANCE & ADMINISTRATION COMMITTEE MEETING
OPEN SESSION MINUTES
MARCH 27, 2018

Committee Members in Attendance
Aliah Holman, Chair
Constance Gully, (via phone 8:02 a.m.)
Vince Schoemehl, absent
Jeffrey Watson, absent
Justin Zimmerman

Other Commissioners in Attendance
Vernal Brown, (via phone)
Michael Buehlhorn, (@ 8:05 a.m.)

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
Patti Beck, Director Communications
Brenda Krieger, Executive Assistant
Mark Vago, Sr. Vice President Chief Financial Officer
Charles Stewart, Vice President Pension & Insurance
Kathy Brittin, Director Risk Management, Safety & Claims
Tammy Fulbright, Director Treasury Services
Rita Marion, Sr. Administrative Assistant/PT
Alice Stanley, Grants Administrator
Deborah Rowey, Director Procurement
Greg Smith, Vice President Procurement & Inventory Management
Michael Gibbs, Manager Financial Operations-Administration & Business Operations
Erick Dahl, Director St. Louis Downtown Airport
Connie Welch, Manager Financial Operations-Transit
Kent Swagler, Director Corporate Compliance & Ethics
Virginia Alt-Hildebrandt, Manager Administrative Services
Scott Grott, General Manager MetroLink
Dave Sanders, Sr. Director Marketing & Partnerships
David Toben, Director Benefits
Cynthia Davis, Director Program Development & Grants
Monica Smith, Administrative Assistant
Angela Staicoff, Sr. Internal Auditor
Kelli Fitzpatrick, Sr. Internal Auditor/PT
Matthew Hibbard, Social Media Communication Manager
Kisha Lee, Grants Administrator
Charlie Pogorelac, Manager Financial Planning & Budget
Dan Hinrichs, Business Analyst
Adam Schisler, Budget System Administrator
Sarah Clarke, Director Gateway Arch Operations

Chance Baragary, Project Director - Arch
Gerard Hutchinson, Supplier Diversity Specialist
Francoise Lyles Wiggins, Supplier Diversity Manager
Kerry Kinkade, Supplier Diversity Manager
Karl Tyminski, Sr. Internal Auditor/PT

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 was no public comment.

4. **Audit, Finance and Administration Committee Open Session Minutes: January 26, 2018**
8:01 a.m. The January 26, 2018 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 Zimmerman and seconded by Commissioner Brown. **Motion passed unanimously.**

5. **Bi-State Development Operating and Capital Budget FY 2019 – 2021**
8:02 a.m. The Bi-State Development Operating and Capital Budget FY 2019 – 2021 briefing paper, PowerPoint presentation, and draft Budget Book were provided in the Committee packet. Cynthia Davis, Director of Program Development and Grants, and Mark Vago, Sr. Vice President Chief Financial Officer, provided a brief overview. The FY19 – FY21 Operating Capital Budget was developed taking into account economic conditions and conservatively estimating revenue, expense, and capital replacement and rehabilitation needs. The Agency has achieved many accomplishments this year and among them include the completion of the renovation of the Eads Bridge and completion of the North County Transit and Downtown Transit Centers. The Bi-State Research Institute opened Link Market Kiosk making healthy food options available at MetroLink stations. Bi-State Development **(BSD)** is not only a world leader in maintenance within the transit industry; it is known as the catalyst for innovation, collaboration and progress connecting communities, creating opportunities and helping to grow the region. Procurement and Internal Audit received national recognition for their performance and Internal Audit received the highest honor attainable by the Institute of Internal Auditors. Mary Lamie, Executive Director St. Louis Regional Freightway, was named one of the most influential women in St. Louis by the St. Louis Business Journal. St. Louis Regional Freightway received the outstanding local government achievement award by the East West Gateway Council of Governments. Kathy Klevorn, Sr. Vice President Chief Financial Officer, was named CFO of the year for 2017 by the St. Louis Business Journal. Ray Friem, Executive Director Metro Transit, and his team had the notable accomplishment to have a MetroBus eclipse one million miles.

Ms. Davis continued her presentation stating that several factors impacted national mass transit ridership; some of which were declining fuel prices and ride-sharing programs. Nationwide ridership trends for the first three (3) quarters of 2018 versus 2017 among BSD and eight (8) of its peer transit agencies was discussed. MetroLink cost per revenue mile was $12.73, lower than the peer group average of $16.93. The cost per passenger mile was $0.62, lower than the peer group average of $0.96. The annual average revenue mile per vehicle was 78,127 miles, which is much higher than the peer group average of 50,709 miles. The Agency's rail vehicle cost per car mile is $2.10, less than the peer group average of $3.62. MetroBus operating cost per revenue mile is $8.49, which is less than the peer group average of $11.49. The operating cost per passenger mile is $1.14, slightly lower than the peer group average of $1.25. The miles between bus failure is 32,120 miles, "blowing away" the peer group average of 10,297 miles. This indicates why the Agency's maintenance program is so highly regarded in the country. Paratransit operating cost per revenue mile is $4.74, less than the peer group average of $5.03. The operating cost per passenger mile is $4.54, slightly higher than the peer group average of $4.18. The annual miles per vehicle is 44,171 miles, once again "blowing away" the peer group average of 26,378 miles.

Mr. Vago discussed the Metro Transit Operating Budget. One of the key assumptions used in preparing the budget was a 1.8% decrease in passenger revenue compared to the 2018 projection. The 1.8% equates to approximately $700,000. The revenue decrease between the FY18 and FY19 budget was approximately $4.8 million. There was no fare increase budgeted in the FY19 budget, and the last fare increase was July 1, 2014. The preventative maintenance for operations stayed at $16 million. Service for all three modes remains fairly constant between the FY18 and FY19 budgets. The FY19 compensation budget includes wage increases for labor contracts and salaried staff. The wage increases for salaried staff are part of a long term strategic plan implemented by the Board in March 2013. At that time, there were changes made to the medical plan and the Defined Benefit Plan as part of a larger commitment for BSD to compensate and compete at market. Fuel prices are expected to remain fairly constant into FY19. Total revenue is $338.9 million, and passenger revenue is below $40 million for the FY19 budget. The majority of BSD revenue sources are St. Louis County, St. Louis City, and the St. Clair County Transit District. BSD expenses are $347.9 million, and compensation is approximately 60% of the total expenses. Fuel costs are expected to remain fairly low, BSD budgeted at $1.80 for FY19 compared to $1.83 in FY18. The net loss before depreciation was approximately $9 million. There is a brief reconciliation between the FY18 and FY19 budgets, when you adjust for the GASB statements for pensions and Other Post-Employment Benefits, there was a swing of $800,000 from budget to budget. The actual cash difference is about a 2% increase in overall expenses, which is well below what other funding jurisdictions are doing.

Ms. Davis continued her presentation stating that the Program Development and Grants area is responsible for the development and administration of all federal and local grants. In addition, the department coordinates and prepares the capital budget. Some of the recent transportation laws that have guided the capital program over the last few years are as follows: 1) Safe, Accountable, Flexible and Efficient Transportation Equity Act – A Legacy for Users **(SAFETEA-LU)**; that was signed into law in 2005 and extended through 2012 until **MAP-21** (Moving Ahead for Progress in the 21st Century) became effective. SAFETEA-LU introduced the **ARRA** (American Recovery and Reinvestment Act) program; from which BSD received funding to support the rehabilitation of the Eads Bridge, as well as the rehabilitation of several MetroLink facilities and right-of-ways. It also introduced the **TIGER** (Transportation Investment Generating Economic Recovery) Grant program; under which the Agency was awarded funding to support the construction of a new MetroLink station; and expand the current MetroLink station in the Central West End corridor of

the service area. MAP-21 made several changes to funding programs. It repealed the bus and bus facility discretionary program transiting it to a formula based bus and bus facility program. It also repealed the Job Access and Reverse Commute **(JARC)** program. It introduced the 5310 Enhanced Mobility of Seniors and Individuals with Disabilities program; and introduced the State of Good Repair Program **(SGR)**. These things are all important to note because the Agency does have active grant programs under these funding programs. The newest transportation law is the Fixing America's Surface Transportation Act **(FAST Act)**. This Act extends through September 2020 and maintains funding programs authorized under MAP-21 including Section 5307, Urbanized Area Formula Program, 5337 State of Good Repair, 5339 Bus and Bus Facility Formula Program as well as 5310 Enhanced Mobility of Seniors and Individuals with Disabilities Program. Each of these funding sources supports the Agency's capital program plan. In addition to these programs, the FAST Act reintroduced the bus and bus facility discretionary program that was eliminated in MAP-21. FTA's overall goal and initiative for transit agencies is to maintain their systems in SGR. The FAST Act directs recipients to maintain equipment and facilities in accordance with Agency Transit Asset Management **(TAM)** Plan. As part of the Agency's TAM Plan and SGR efforts, the Agency is in the process of developing a TAM Plan by October 2018. The Agency will continue to monitor the progress of the new budget that will fully release the FY18 funds, as well as any budget decisions that could impact the FY19 - FY21 capital plan. The Agency's planned capital budget for FY19 - FY21 is $698.2 million and is comprised of a number of planned, federal and local sources. The capital cash flow by use shows $2.9 million for the Freightway District, which is due to projects for the Terminal Railroad Association; BSD is not the direct recipient of these funds because this is a transit railroad program. Of the $525.2 million in federal funding 76.1% is Formula Funding. Formula Funding is received by the Agency based on the national transit database reported data regarding ridership, service, and operating costs as well as US Census data regarding population and population density. The remaining 23.9% is discretionary funding, which the Agency competes for. The local source of funding is $173 million.

There are a number of planned major projects for FY19 – FY21 some of which are the Revenue Rolling Stock Replacement, the Light Rail Vehicle Upgrade and Replacement, and Safety and Security Initiatives. All the capital project expenditures listed in the report reflect expenditures to date and may not be the entire project budget. Some of the projects included in previous capital budget requests include The Civic Center Transit Center that reopened in August 2017; federal funding supported 80% of this $10.5 million project that was completed in 14 months. The Civic Center Transit Center has 18 bus bays to serve 23 MetroBus routes that operate downtown. In addition, it provides users with many amenities, including an indoor waiting area, 24/7 security, concessions, and digital arrival boards. Construction on the first new MetroLink station to be built since 2007 is underway in the Cortex Innovation Community. This is the first to be built using the public-private funding model. The new station is scheduled to open for service later this year. Metro Landing at Swansea will feature a three story building with 62 one and two-bedroom apartments for older adults seeking an independent lifestyle and is scheduled for completion in the spring of 2019.

The Bi-State Development Research Institute partnered with the Missouri Foundation for Health to introduce the Link Markets at the Wellston and North Hanley Transit Centers. This program is to address issues of food access and nutrition in north St. Louis County communities. This was a pilot program that is being supported by a $584,000 grant from the Missouri Foundation for Health. Free Mobile Health Screenings are being offered weekly in partnership with Metro Transit and the St. Louis County Health Department at four Metro Transit Centers in St. Louis County in order to increase access to healthcare resources. Metro Reimagined will take a detailed look at current

market conditions, service performance and operations and will identify three strategies to improve customer experience, cost effectiveness and ridership. Recommendations are forthcoming in late spring 2018.

Mr. Vago provided updates on the Operating and Capital Budgets for the other business enterprises. Gateway Arch: Ridership for the Gateway Arch is expected to increase 4.4% in 2019 and this is due to the full year of the new Arch experience. Compensation is up slightly due to additional staffing for ticketing, point of sales transactions and readers. The total revenue for the Gateway Arch is $9.4 million, which is an increase over the 2018 projection by $1.1 million. The total expenses are $7.4 million for a net income before depreciation of $2 million.

Riverboat Attractions: The Riverboat Attractions budget assumptions show that expenses year over year are remaining fairly consistent. There are some additional staffing associated with the opening of the Arch; and there are also two capital projects related to hull inspections. The total revenue is $3.1 million. The Heliport rental is reflected in other income and has a base of $62,000 per year. Total expenses are $2.8 million which results in a net income before depreciation of $342,000.

Regional Freight District: In addition to receiving the Most Influential Business Women in St. Louis award from the St. Louis Business Journal, Ms. Lamie was also honored with the Regional Unity Award from Construction Forum STL, recognizing the achievements of the Freightway to market the region as an international center for freight and logistics. The Freightway has budgeted revenue of $260,000 with expenses expected to be approximately $1 million for a net loss of $780,000.

St. Louis Downtown Airport: The St. Louis Downtown Airport is the third busiest airport in the State of Illinois. Some of the key assumptions in building the budget for FY19 included rate increases for leased acreages and hanger rentals. The Airport has a number of capital projects planned for the next few years. The Airport has revenues of $1.8 million; total expenses of $1.7 million which stays relatively constant year over year and the net income before depreciation is $93,000. The two largest capital projects for the Airport are the Run-up Taxiway and the reconstruction of Taxiway Bravo. The Run-up Taxiway is scheduled for 2020 and has an approximate cost of $5.4 million. The capital plan for the Airport is subject to local funding availability.

Executive Services: Executive Services includes the administration departments of the executive office, internal audit, legal and compliance. Revenue for Executive Services comes from various units paying a management fee; and each management fee is based on a different criteria. Revenue is also received from the National Park Service. The revenue for Executive Services is $5 million with expenses of approximately $5 million; and Executive Services is expected to generate a net income before depreciation of $524,000. There are no capital projects planned for Executive Services for FY19.

Self-Insurance Funds: The three self-insurance funds have total expenditures of approximately $48 million. The Health Self-Insurance Fund includes all operating revenue and expenses related to the Agency's medical, prescription drug, and dental employee benefit programs. The employer and employee retiree contribution rates are set annually based on actuarial assessment of historical health claim costs, plan management expenses, along with plan participant demographic and enrollment data. The financial statement for FY19 budget for health has revenue budgeted at $35.2 million, and claims at $33.8 million, which represents about 96% of the total costs. Casualty Self-

Insurance Fund began July 1, 2016 and this fund includes all operating revenue and expenses related to the Agency's casualty claims; which includes vehicle and general liability claims. The revenue is budgeted at $6.8 million for 2019 and claims paid expense of $4.5 million; with an initial $885,000 for premiums. This fund like all the self-insurance funds are budgeted to break even at zero. Claims and premiums are approximately 90% of the total expenses. The Workers' Compensation Self-Insurance Fund began July 1, 2016. The fund includes all operating revenue and expenses related to the Agency's Workers' Compensation claims. The FY19 budget shows revenue of $6.9 million and claims paid of $5.5 million with additional premiums of $225,000, for total expenses of $6.9 million.

Commissioner Buehlhorn asked why the riverboats had a 6.8% increase in ridership but the food cost was down. Mr. Vago advised the Commissioner that he would provide that information after the meeting.

Bi-State Development Research Institute: The Bi-State Development Research Institute **(Institute)** is one of the Agency's two (2) not-for-profit 501(c)(3) companies. The budgets for the Institute and Arts In Transit **(AIT)** are approved by their respective boards. Revenue for the Institute is generated from consulting fees and grants. Beginning in FY18 and budgeted in FY19, in kind contributions for services for Bi-State Development to the Institute are being recorded as revenue and offsetting expense. An in kind contribution is a non-cash based contribution made by the Agency in the form of staff and their related benefits, which are recorded as revenue to the Institute. Revenue for the Institute is expected to be $220,000, and the expenses are $190,000 resulting in a net income before depreciation of $30,000.

Arts In Transit: Arts In Transit, Inc. **(AIT)** is the other not-for-profit and its primary funding comes from the Regional Arts Commission and the Missouri Arts Counsel. AIT will also recognize in kind revenue from BSD. AIT has planned revenue of $252,000, and expenses of $225,000 resulting in a net income before depreciation of $27,000. Its services are provided by consultants and outside artists mostly regarding bus painting.

BSD is investing approximately $300 million or more into the community and regional economy. The Transit System operates a 560 square mile area and it is so efficient that the FTA considers BSD a model transit agency. BSD operates 400 buses, 87 railcars, over 120 vans, 46 miles of fixed guideway, 70 bus routes and two MetroLink lines. Arch Tram ridership is expected to be over 900,000 for FY19, with a total of 3 million visitors coming to the Arch grounds. The Riverboats are going to have over 1000 cruises. The St. Louis Downtown Airport supports 3,700 jobs and is worth over one half billion dollars to the regional economy. The Freightway continues to exceed expectations. The summary for the 3 year capital plan shows a capital budget of over $725 million for the years 2019, 2020, and 2021 combined. The FY19 – FY21 operating budget summary shows, after eliminations for 2019, a total revenue of $361 million with expenses of $369 million, and a net loss of $7 million. In conclusion, management requested Committee approval to recommend the FY19 – FY21 capital and operating budget move forward to the Board for approval on April 27, 2018. That recommendation would also include the three year transportation improvement plan and any and all resolutions required to get federal and state grants as necessary.

Commission Zimmerman raised questions concerning the difference in the "Other" line item on page 27 of the FY2019 Capital and Operating Budget for the FY19 and the FY18 statement of activity; and the "Passenger Revenue" budgeted amounts. Mr. Nations, Ms. Klevorn and Mr. Vago responded. Ridership trends are tracked using average fare, both of which have been decreasing

and overall ridership is down. The Agency sells public transportation services on a per unit basis per mile and per hour. Ridership is down across the country and the Agency's Metro Reimagined is an effort to determine the future of transit and how best to address the deficit. Although the Agency maximizes revenue, it doesn't always equate into maximizing farebox recovery because of the demand of our jurisdictions to provide extensive geographic coverage. Over recent years the jurisdictions have always requested the Agency to service 90% of the service area. The "Other" expenses are made up of management fees to Executive Services, which increased to approximately $400,000; and the terms of the lease at Metropolitan Square also went up. Also included in this item is staff development.

Mr. Nations informed the Committee that Kathy Klevorn who has been a substantial element of the many successes over the last 30 years will be retiring, and she will be missed. The new Chief Financial Officer will be Mark Vago, who has been with the Agency for more than a decade and has done a tremendous job. Mr. Nations congratulated both Ms. Klevorn and Mr. Vago and thanked Ms. Klevorn for all she has done. On behalf of the Board, Commissioner Holman also congratulated both individuals and thanked Ms. Klevorn for a job well done for the Agency.

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

6. **Revisions to *Board Policy Section 70.050, Employee's Pension and 401(k) Retirement Savings Plan***

8:54 a.m. The briefing paper and attachments were provided in the Committee packet. Charles Stewart, Vice President Pension & Insurance provided a brief overview. The most recent revision to this Board Policy was July 29, 2011. There are several revisions required to update and clarify this policy. The revisions are as follows: 1) Part A. The number of defined benefits plans is revised to three (3) and management titles have been updated. A6 is deleted; 2) Part B1. Last sentence adds retirees as eligible non-standing members; 3) Part B1, 2 and 3. Management titles have been updated; 4) Part B1, 2 and 3. Management committee term limits are set at a maximum of two (2) three-year consecutive terms; then one or more years must lapse before the person is again committee eligible. A transition schedule is established for each plan so there is continuity as the current non-standing Trustees leave the committee; 5) Part B1, 2 and 3. The Vice President of Organizational Effectiveness, with the concurrence of the BSD President & CEO, appoints the non-standing Management Trustees; 6) Part B2 and 3. The Vice President of Organizational Effectiveness and the Director of Labor Relations will now be standing Management Trustees. The 788 Plan has one non-standing Management Trustee; and Alternate Trustee is added to the 788 Pension Plan, in keeping with the former 788 Clerical Trustee position now as an Alternate. The IBEW Plan has two non-standing Management Trustees; 7) Part B1, 2 and 3. The revised plans review process is to have the Trustees for the three (3) Administrative Pension Committees report their activities to the Audit, Finance and Administration Committee on a semi-annual basis. (Note: This will be facilitated through the Vice President, Pension & Insurance) The Board Committee then reports the financial condition of each Plan to the full Board at the next scheduled Board of Commissioners meeting; 8) Part F7 is added to include Pension Plans Third Party Administrator. A motion was made by Commissioner Gully and seconded by Commissioner Zimmerman to appoint Jenny Nixon for a one-year appointment as Chair of the Salaried Pension Trustee Committee; and to accept and forward to the Board for approval this agenda item as presented; and that the proposed revisions to this Board Policy not be tabled pursuant to *Article VI(D)* of the Board

Policies, as it is in the best interest of the Agency that these revisions be approved at the Board meeting on April 27, 2018. **Motion passed unanimously.**

7. 2nd Quarter Financial Statement

9:03 a.m. The 2nd Quarter Financial Statement report was provided in the Committee packet. Michael Gibbs, Manager Financial Operations-Administration & Business Operations, and Connie Welch, Manager Financial Operations-Transit, presented a brief overview regarding the 2nd Quarter Financial Statement. Mr. Gibbs made the first presentation discussing Executive Services, Riverboat Attractions, St. Louis Downtown Airport, and the Gateway Arch. Executive Services had $2.2 million in revenue because of the increase in transit, and funds from the National Park Service. The expenses were $2 million, which is a 14% increase over the prior year, particularly in wages, benefits, outside services, and consulting fees. The income before depreciation is $153,000. Gateway Arch has seen an increase in ticket sales of 7%, primarily due to both trams being open, and the total revenue is $4 million. The expenses were $3.7 million, particularly in wages, benefits and services; including an addition of $400,000 in outside entity contributions. The income before depreciation is $398,000. Riverfront Attractions that includes the Riverboat cruises and the Heliport had a total revenue of $1.8 million, which is a 12.5% increase over the previous year. There were also 14 more cruises and more passengers per cruise which made it more profitable. The expenses were $1.3 million, and income of $494,000. St. Louis Downtown Airport had total revenue of $800,000, which included hangar rental and an increase in farm income. The expenses were $769,000. The Airport experienced a 42% decrease in legal fees this year because the legal fees incurred in prior years are now in the budget. Income before depreciation was $38,000.

Ms. Welch stated that Metro Transit had total revenue of $148 million and that consisted of passenger and service revenue of $21.8 million that is 3.8% below the prior year mainly due to passenger boardings and lower gas prices. The contractual revenue from St. Louis City of $17.3 million is unfavorable to the FY17 budget by 1.8%; St. Louis County is up $68.2 million favorable to the FY17 budget by 10.1%; St. Clair County revenue of $26.7 million is unfavorable to FY17 budget by 6.5%. The total expenses are $147.9 million. Services are $13.8 million unfavorable to the FY17 budget by 12.2%; consultant fees and custodial services influence that factor. Fuel and Lube of $4.9 million was favorable to budget mainly due to diesel usage. Casualty and liability insurance of $4.9 million was unfavorable compared to budget for casualty and property. Net loss before depreciation was $789,000 that is unfavorable to budget by 30%.

Mr. Gibbs added that St. Louis Regional Freightway's partners are the East-West Gateway Council of Governments and the Leadership Council of Southern Illinois. Their revenue was the same over last year. The expenses were $363,000 mainly in consulting, legal expenses, and dues and subscriptions. The net loss before depreciation was $258,000. The Bi-State Development Research Institute had a total revenue of $313,000 mostly for the kiosk program from the Missouri Foundation for Health. The total expenses were $295,000, which is the in-kind contribution and kiosk expenses. The net income before depreciation was $19,000. Arts In Transit had income of $131,000, mostly from the Regional Arts Commission Grant. They also had expenses of $116,000, which is the Metroscape program and the in-kind contribution expenses, which leaves a net income before depreciation of $15,000. The Health Self-Insurance Fund had a total revenue of $15 million and total expenses of $20 million; 96.6% of their expenses are medial claims resulting in a net loss before depreciation of $4.8 million. Casualty Self-Insurance had income of $3.6 million and expenses of $2.7 million, 74.6% of that is claims resulting in a net income before depreciation of $1.1 million. Workers' Compensation had income of $4.6 million, expenses of $3.5 million, 88.7%

of that was claims, resulting in a net income of $1.4 million. 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.

8. 2nd Quarter Performance Indicators

9:11 a.m. The 2nd Quarter Performance Indicators report was provided in the Committee packet. This Agenda Item was discussed during the presentation of Agenda Item #7.

9. December Treasury Report

9:12 a.m. The December Treasury Report was provided in the Committee packet. Tammy Fulbright, Director Treasury Services provided a brief update. Bi-State Development **(BSD)** directed funds were $210 million with an average rate of return of 1.16%. In December the Agency purchased approximately $15 million in investments, with an average rate of return for those purchases of 1.63%. In January 2018, the Agency had approximately $208 million in BSD directed funds with an average rate of return of 1.32%. That was a gain of approximately 16 basis points. This is an effort to try to catch up to the Fed Fund Rate increase of 1.5% in December. In January the Agency also purchased another $24 million in investments, with an average rate of return of approximately 1.74%, resulting in a 10 basis point increase from December to January on investment purchases. Trustee Directed Funds were approximately $42 million with an average rate of return of 1.79%. The current market, as of last week, for a three (3) month Treasury was at 1.78%, six (6) months was at 1.95%, and the one (1) year was at 2.06%. The Agency is planning to have more liquidity for the summer months, therefore, the three (3) month Treasury is an advantage because it is such a good rate due to the Fed Fund increases. There is only about a 10 basis point difference between the six (6) month and the one (1) year treasury. The two (2) year Agency Bond was at 2.5%, and the three (3) year Agency bond was at 2.63%. The Fed met last week and they raised the rates again another 0.25%, they are now at 1.75%. Basically they thought due to inflation, it is a little bit lower than 2%, but they expect it to be at 2% by year end. They are also looking at unemployment, which is currently at 4.1%, and they expect it to be at about 3.9% by year end. They are anticipating that there will be two (2) more increases this year and three (3) in 2019, which will bring the Fed Fund rate to about 3%. The Agency's approach is to continue, we are in the short term range and the Fed Fund is actually helping our investments and earning rates. 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. 2nd Quarter Procurement Report

9:14 a.m. The 2nd Quarter Procurement Report was provided in the Committee packet. Greg Smith, Vice President Procurement & Inventory Management, provided a brief overview. Procurement activity by quarter report, procurement spend and non-competitive spend percent were both non-eventful. The 2nd quarter of 2018 non-competitive procurement totaled $3.3 million or 13.2% of total purchase order commitment volume of $24.5 million. The rolling last 12 months non-competitive procurement totaled $12 million or 11.9% of purchase order commitment volume; and both of these are in the normal range. March has been designated Procurement Month by the National Institute of Public Procurement. In recognition of that, Procurement and Supplier Diversity will be hosting an open house on April 12 on the 7th floor with a "Did You Know" theme. Also in recognition of how the procurement organization functions and demonstrates professionalism, they have received two (2) awards from the NIGP, one for outstanding Agency Accreditation and the other for Achievement of Excellence. Mr. Smith added that these awards were in place before he joined the Agency and this is a testimony to the team members who demonstrate professionalism and do a fantastic job day in and day out. The Director of Procurement

for Engineering Construction and Services, Diane Wright is retiring in June after 23 years of service for Bi-State. Deborah Rowey is being promoted to Ms. Wright's position. Ms. Rowey has been with the Agency for 27 years and held numerous positions, so we have the honor of trading a veteran for a veteran. 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. Treasury-Safekeeping Quarterly Accounts Audit Ending December 31, 2017

9:16 a.m. The Treasury-Safekeeping Quarterly Accounts Audit ending December 31, 2017 was provided in the Committee packet. Jim Cali, Director Internal Audit provided a brief overview. In accordance to Board policy the Internal Audit Department **(IAD)** is tasked with reviewing the quarterly Safekeeping Account balances for all investment funds that are classified as Safekeeping Funds. IAD has determined that the Safekeeping Accounts exist, and the respective balances have been fairly presented. This report was informational only and no Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

12. Internal Audit Department's Quality Assessment Review (QAR)

9:18 a.m. The Internal Audit Department's Quality Assessment Review **(QAR)** was provided in the Committee packet. Jim Cali, Director Internal Audit, provided a brief overview. Once every 3 to 5 years the question comes up "who audits the Internal Audit Department", because IAD has to go through a quality assurance review set forth by the standards of the Institute of Internal Auditors. That process is controlled by the external audit firm of Crowe Horwath. Mark Maraccini, Partner at Crowe Horwath was supposed to dial in to discuss the report, but he was not in attendance. The purpose of the review is to make sure that the audit staff, on a daily basis, follow the internal audit policies, procedures and standards set forth for all internal audit departments that are members of the Institute of Internal Auditors. IAD has achieved the highest rating that the Institute of Internal Auditors can award to any department; and that is the result of the work of Kelli Fitzpatrick, Angela Staicoff, Rita Marion and Karl Tyminski. Mr. Cali stated that it was easy to be the Director when you have such a quality team and he thanked Mr. Nations for giving IAD the funding to make sure all the positions were filled. The Quality Assurance Report prepared by Crowe Horwath is included as Attachment 12-1 in the Committee packet. 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.

13. Pension Plan, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update – December 31, 2017

9:20 a.m. The Pension Plan, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update – December 31, 2017 was provided in the Committee packet. Charles Stewart, Vice President Pension & Insurance provided a brief overview. Mr. Stewart announced that the National Employee Benefits Day is scheduled for Monday, April 2, 2018, and an open house will be held in the Benefits Department, with everyone invited. The presentation included the investment performance update as of December 31, 2017, which was a fantastic year for investment performance. All of the Trust plans did very well. The 401(k) Plan grew $10 million over the past year and $4 million of that was through increased contributions from employees and matches from the company and $6 million was investment earnings. Twenty-one (21) different options are offered to Agency employees and every option made money. The Pension Plans' objectives in terms of the actuary determined rate is 7% for all plans. The Salaried Pension Plan earnings this year was 14.9%. The IBEW Plan earnings was 15.8%. The 788 Pension Plan earnings was 16.8%. In all situations investment earnings exceeded goals. The OPEB Trust actuarial rate is 6% and the

Trust earned 14.8% this year. 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. Unscheduled Business

9:24 a.m. There was no unscheduled business.

15. Call of Dates for Future Committee Meetings

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

Board Meeting:	Friday, April 27, 2018, 8:00 a.m.
Operations Committee:	Tuesday, May 15, 2018, 8:00 a.m.
Audit, Finance & Administration Committee:	Friday, May 18, 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).

9:25 a.m. Pursuant to the requirements of Section 10.080 (D) (1), (7), (10), and (17) of the Bi-State Development Board Policy, Chapter 10, Section 10.080, Chair Holman requested a motion to allow the Committee to go into closed session. A motion to go into Executive Session was made by Commissioner Buehlhorn and seconded by Commissioner Zimmerman. A roll call vote was taken and the Commissioners present, Holman, Gully, Zimmerman and Buehlhorn 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 Item

10(a)

Bi-State Development
Board of Commissioners
Agenda Item
April 27, 2018

From:	John M. Nations, President and Chief Executive Officer
Subject:	Letter of Agreement Between Bi-State Development and The Jerry Costello Group, LLC for Consulting Services for the St. Louis Regional Freightway
Disposition:	Approval
Presentation:	Mary Lamie, Executive Director, Freight District

Objective:
To present to the Board of Commissioners (**Board**) for approval, a Letter of Agreement (**Agreement**) between Bi-State Development (**BSD**) and The Jerry Costello Group, LLC (**Consultant**) for consulting services for the St. Louis Regional Freightway (**Freight District**), for a two-year term beginning April 1, 2018, through March 31, 2020.

Committee Disposition:
This item was presented and discussed at the Operations Committee Meeting on March 13, 2018. The Committee voted to recommend that the Board of Commissioners approve the Letter of Agreement with The Jerry Costello Group, LLC (**Consultant**) for consulting services for the St. Louis Regional Freightway (**Freight District**), for a two-year term beginning April 1, 2018, through March 31, 2020.

Board Policy:
Per the Collected Board Policies of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Chapter 50:

§50.010(A)(8): Definitions – "Non-Competitive Procurement" means a method by which goods and/or services are procured from a single offeror; and

§50.010(E)(1)(b): Award Authority – The Board of Commissioners shall approve the following procurements: Non-Competitive Procurements which exceed $100,000.

Non-Competitive Procurements are also known as "sole-source" or "single-bid" contracts. This Agreement is a non-competitive procurement that exceeds $100,000, and thus requires Board approval.

Funding Source:
Funding will be from the Operating Budget. Long-term funding for Freight District operations should be generated by the Fright District.

Background:
The Consultant entered into an initial Letter of Agreement with BSD in the summer of 2015 as the Freight District was created and activities were getting underway.

The Consultant has continued to work for the Freight District since its creation, and on April 28, 2017, the Board of Commissioners approved a third Letter of Agreement, attached as **Exhibit 1**,

the terms of which are currently in effect, having commenced on April 1, 2017, but due to expire on March 31, 2018.

Analysis:
The proposed Agreement, attached as **Exhibit 2**, is not substantially different from the Agreement due to expire on March 31. The current Agreement pays the Consultant $10,000 per month to promote the St. Louis Regional Freightway's goals, interests, and objectives. The proposed Agreement provides for the same services at the same rate of $10,000 per month and would be in effect for twenty-four (24) months, starting on April 1, 2018, through March 31, 2020.

Consistent with the Agreement in place today, the Consultant will provide strategic advice and planning for the St. Louis Regional Freightway and work closely with its Executive Director. In addition to providing strategic planning and advice, the Consultant will coordinate activities between the Freight District and the U.S. Secretary of Transportation and its office, as well as with members of the U.S. Congress and other government officials in the St. Louis region.

The Consultant will also work with Class I railroads in the St. Louis region to identify strategies to fund Freight District projects. Former Congressman Jerry Costello will be the lead person for the Consultant.

Board Action Requested:
It is requested that the Board of Commissioners approve the Letter of Agreement between BSD and The Jerry Costello Group, LLC for consulting services for the St. Louis Regional Freightway, for a two-year term beginning April 1, 2018, through March 31, 2020.

Attachments:
Exhibit 1: Existing Letter of Agreement with The Jerry Costello Group, LLC
Exhibit 2: Draft Letter of Agreement with The Jerry Costello Group, LLC

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT APPROVING AN AGREEMENT WITH THE JERRY COSTELLO GROUP LLC FOR CONSULTING SERVICES FOR THE FREIGHTWAY

PREAMBLES:

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

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

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

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

Whereas, the Agency entered into a prior Letter of Agreement with The Jerry Costello Group, LLC (Consultant) which expired March 31, 2018 for consulting services to the Freightway. Freightway desires to continue the services of Consultant; and

Whereas, Consultant will provide strategic advice and planning for the Freightway and work closely with its Executive Director. In addition the Consultant will coordinate activities between the Freightway and the U.S. Secretary of Transportation and its office as well as with members of the U.S. Congress and other government officials in the St. Louis region. Consultant will also work with Class I railroads in the St. Louis region to identify strategies to fund Freightway projects; and

Whereas, Consultant will provide services at the rate of $10,000 per month for twenty-four (24) months commencing on April 1, 2018; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve a sole source agreement for twenty-four (24) months at the rate of $10,000 per month commencing on April 1, 2018 with The Jerry Costello Group LLC, in accordance with the terms and conditions described herein.

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

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

Section 2. Approval of the Sole Source Agreement. The Board of Commissioners hereby approves the sole source agreement for twenty-four (24) months at the rate of $10,000 per month commencing on April 1, 2018 with The Jerry Costello Group LLC, 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 Agreement. The form of the 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 negotiate, execute and deliver and attest, respectively, the Agreement, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to effect the Agreement, with the necessity or desirability of such changes, modifications, insertions and omissions being conclusively evidenced by their execution thereof.

Section 4. 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 Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 5. 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 6. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and The Jerry Costello Group, LLC.

Section 7. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 8. 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 9. 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 10. 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 27th day of April, 2018.

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

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

By_____
Title_____

[SEAL]

ATTEST:

By_____
Deputy Secretary to the Board of Commissioners

Open Session Item 10(a)

Exhibit 1

Exhibit 1

THE
JERRY COSTELLO GROUP, LLC

Jerry F. Costello
Member of Congress
1988 2013

LETTER OF AGREEMENT

This Letter of Agreement ("Agreement") between The Bi-State Development Agency of the Missouri-Illinois Metropolitan District ("Client"), and The Jerry Costello Group, LLC ("Consultant") defines the terms of their relationship.

Client retains Consultant to advise Client and work with other parties as necessary to promote the Client's goals, interests and objectives regarding the Regional Freight Project. Client will keep Consultant fully apprised of the current issues and objectives of the Client.

Client and Consultant agree that Jerry F. Costello will be primarily responsible for the performance of the services referred to in this Agreement, however, as needed, Consultant is allowed to retain third party consultants to provide assistance in performing the Agreement, at no cost to the Client, unless agreed upon by the Client.

Consultant will devote time and resources necessary in performing the services described in this Agreement. Consultant shall have full discretion in selecting the dates and times necessary to complete the terms of the agreement giving due regard to the needs of the Client.

The term of this agreement shall commence on April 1, 2017 and continue through March 31, 2018.

Client agrees to pay Consultant a monthly fee of $10,000. Monthly fees will be paid on the 1st business day of each month, starting on April 1, 2017. A monthly invoice will be mailed to the Client. The client agrees to pay Consultant any reasonable expenses the Consultant deems necessary in accomplishing the terms of this Agreement. Such expenses shall be documented and submitted to the Client for reimbursement within 60 days after the expenses were incurred. The Client shall reimburse the Consultant within 30 days of the date the request for reimbursement is received by the Client. Total expenses shall not exceed $1000 in any month unless expressly permitted by the Client in advance.

Main Office: 144 Lincoln Place Court, Suite 3 • Belleville, IL 62221 • Office: 618-234-6701 • thejerrycostellogroup@gmail.com
Offices in Washington, DC and Springfield, IL

Exhibit 1

This agreement is not a contract of employment. Consultant is an independent contractor of the Client and shall have no authority to obligate the Client. Consultant shall have the exclusive right to determine the method, manner and means by which it will perform the Agreement.

Date: 5-16-2017

John Nations
Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
211 N. Broadway, Suite 700
St. Louis, MO 63102

Date: 3/17/17

Jerry F. Costello
The Jerry Costello Group, LLC
144 Lincoln Place Court
Suite 3
Belleville, IL 62221
thejerrycostellogroup@gmail.com
618-234-6701 – office
618-971-6200 - cell

Open Session Item 10(a)

Exhibit 2

EXHIBIT 2

THE JERRY COSTELLO GROUP, LLC

Jerry F. Costello
Member of Congress
1988 – 2013

LETTER OF AGREEMENT

This Letter of Agreement ("Agreement") between The Bi-State Development Agency of the Missouri-Illinois Metropolitan District ("Client"), and The Jerry Costello Group, LLC ("Consultant") defines the terms of their relationship.

Client retains Consultant to advise Client and work with other parties as necessary to promote the Client's goals, interests and objectives regarding the Regional Freight Project. Client will keep Consultant fully apprised of the current issues and objectives of the Client.

Client and Consultant agree that Jerry F. Costello will be primarily responsible for the performance of the services referred to in this Agreement, however, as needed, Consultant is allowed to retain third party consultants to provide assistance in performing the Agreement, at no cost to the Client, unless agreed upon by the Client.

Consultant will devote time and resources necessary in performing the services described in this Agreement. Consultant shall have full discretion in selecting the dates and times necessary to complete the terms of the agreement giving due regard to the needs of the Client.

The term of this agreement shall commence on April 1, 2018 and continue through March 31, 2020.

Client agrees to pay Consultant a monthly fee of $10,000. Monthly fees will be paid on the 1st business day of each month, starting on April 1, 2018. A monthly invoice will be mailed to the Client. The client agrees to pay Consultant any reasonable expenses the Consultant deems necessary in accomplishing the terms of this Agreement. Such expenses shall be documented and submitted to the Client for reimbursement within 60 days after the expenses were incurred. The Client shall reimburse the Consultant within 30 days of the date the request for reimbursement is received by the Client. Total expenses shall not exceed $1000 in any month unless expressly permitted by the Client in advance.

Main Office: 144 Lincoln Place Court, Suite 3 • Belleville, IL 62221 • Office: 618-234-6701 • thejerrycostellogroup@gmail.com
Offices in Washington, DC and Springfield, IL

This agreement is not a contract of employment. Consultant is an independent contractor of the Client and shall have no authority to obligate the Client. Consultant shall have the exclusive right to determine the method, manner and means by which it will perform the Agreement.

_____

Date: _____

John Nations
Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
211 N. Broadway, Suite 700
St. Louis, MO 63102

Jerry F. Costello

Date: 3/26/18

Jerry F. Costello
The Jerry Costello Group, LLC
144 Lincoln Place Court
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Open Session Item

10(b)

Bi-State Development
Board of Commissioners
Agenda Item
April 27, 2018

From:	John M. Nations, President and CEO
Subject:	Appointment of Members to Arts in Transit, Inc. Board of Directors
Disposition:	Approval
Presentation:	Dianne H. Williams, Vice President, Marketing and Communications; and David M. Allen, Director, Arts in Transit

Objective:
To recommend that the Board of Commissioners approve a slate of members to serve on the Arts in Transit, Inc. Board of Directors.

Committee Disposition:
This item was presented and discussed at the Operations Committee on March 13, 2018. The Committee voted to recommend that the Board of Commissioners approve the management-recommended slate to the Arts in Transit, Inc. Board of Directors. Pursuant to the Arts in Transit, Inc. Bylaws, calling for a Bi-State Development Commissioner to sit on the Arts in Transit Inc. Board, the Operations Committee also recommended approval for Commissioner Aliah Holman to be appointed as a member of the Arts in Transit Inc. Board of Directors.

Board Policy:
In accordance with amended Bylaws for 501 (c)(3) Arts in Transit, Inc., which were approved by the Bi-State Development Board of Commissioners in 2017.

Funding Source:
No funding from Bi-State Development is required to appoint members of the Arts in Transit, Inc. Board of Directors.

Background:
In 1986, Arts in Transit **(AIT)** was created to develop and execute a high quality visual aesthetic for the transit system and the communities it serves. Since then Arts in Transit has won several design awards and received accolades for its public art projects and programs. While community support for creating transit spaces that appeal to riders and enhance surrounding neighborhoods continues, federal funding for this effort has diminished.

In 2011, the Bi-State Development Board approved the formation of AIT, Inc., a 501 (c)(3) not-for-profit entity, in order to expand its eligibility to apply for grants from private foundations and institutions. Over the years, AIT has received several hundred thousand dollars in arts funding from grant makers, including the St. Louis Regional Arts Commission, the Missouri Arts Council, the National Endowment for the Arts and PNC Bank. These grants have been for educational and community programs, permanent and temporary public art, and integrated artistic design.

In September 2017, to further facilitate these efforts, the Bi-State Development Board of Commissioners approved amendments to the Board of AIT, Inc. bylaws addressing these changes and outlining requirements for a five member Board of Directors (see attached).

Analysis:

Criteria used by grantors in selecting successful grantees includes: management capability, fiscal soundness, community involvement, diversity of income sources, artistic quality, relevance to the community, accessibility for audiences, and diversity of board members. In addition to cultural and ethnic diversity, grantors look for board members who have diversity in experience and background.

Current AIT, Inc. Board members are all members of Bi-State Development's staff. They include the President and Chief Executive Officer, the Chief Financial Officer, the Assistant Executive Director of Engineering Systems and the Director of Arts in Transit. The Board of Commissioners action of September 2017 directs AIT, Inc. to create a Board that will be more attractive to grantors and further facilitate a diversity of income sources.

Attached are brief résumés of four candidates recommended to fill this role. They are business leader and developer, Tim Boyle; community leader and arts professional, Amanda Colón-Smith; sculptor and SIU-E professor, Thad Duhigg; and architect, Peter Tao. These candidates are each exceptional in their respective fields, have demonstrated a commitment to the arts and to their communities, and have expressed a willingness to serve on the AIT, Inc. Board. In addition to four members from the community, the by-laws call for a Bi-State Development Commissioner to sit on the Board.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve the recommended slate of Tim Boyle; Amanda Colón-Smith, Thad Duhigg, Peter Tao, and Bi-State Development Commissioner Aliah Holman to serve on the Arts in Transit, Inc. Board of Directors.

Attachments:

A: Article Three of Arts in Transit, Inc. Bylaws
B. Candidate Bios

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT APPROVING NEW DIRECTORS FOR THE ARTS IN TRANSIT BOARD

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, 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 to perform all other necessary and incidental functions; and

Whereas, Arts in Transit ("AIT"), a Missouri not-for-profit corporation, has been in operation as a 501(c)(3) organization since 2011 and has a history of creating artwork for both BSD MetroLink and MetroBus systems. AIT has brought thousands of individuals in contact with Metro Transit through its children's educational programs, temporary art installations, interactive community events, and permanent artworks created by local, regional and nationally recognized artists; and

Whereas, AIT has received arts funding from a number of governmental grantmakers including the St. Louis Regional Arts Commission, the Missouri Arts Council, and the National Endowment for the Arts and over the years this has resulted in hundreds of thousands of additional funds to BSD for educational and community programs, permanent and temporary public art, and integrated artistic design; and;

Whereas, AIT Bylaws were updated in September, 2017 and provided for board members with a diversity of background and experience; and

Whereas, AIT has recommended a slate of new board directors: business leader Tim Boyle; community and arts professional Amanda Colón-Smith; sculptor and SIU-E professor Thad Duhigg; architect Peter Tao; and BSD Commissioner, Aliah Holman, to serve on the AIT Board in compliance with the new AIT Bylaws; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the AIT recommended slate of new board directors to serve on the Arts In Transit Board, 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 Slate of New AIT Board Directors. The Board of Commissioners hereby approves the slate of the new board directors to serve on the Arts In Transit Board, 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 are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution, including the payment of all costs, expenses, and fees incurred in the connection with or incidental to this Resolution; and the execution of such documents or taking of such actions shall be conclusive evidence of such necessity or advisability.

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

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

Section 6. Governing Law. The laws of the States 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 27th day of April, 2018.

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 Item 10(b)

Attachment A

ATTACHMENT A

AMENDED AND RESTATED BYLAWS

OF

ARTS IN TRANSIT, INC.

ARTICLE THREE

Directors

Section 3.1 Powers.

The property and affairs of the Corporation shall be managed by a Board of Directors of the Corporation. The Corporation Board of Directors shall have and is vested with all powers and authorities, except as may be expressly limited by law, the Articles of Incorporation of the Corporation or these Bylaws, to supervise, control, direct and manage the property, affairs and activities of the Corporation, to determine the policies of the Corporation, to do or cause to be done any and all lawful things for and on behalf of the Corporation, to exercise or cause to be exercised any or all of its powers, privileges or franchises, and to seek the effectuation of its objects and purposes; provided, however, that:

(a) The Corporation Board of Directors shall not authorize or permit the Corporation to engage in any activity not permitted to be transacted by the Articles of Incorporation of the Corporation or by a corporation organized under the Missouri Nonprofit Corporation Act;

(b) None of the powers of the Corporation shall be exercised to carry on activities other than as an insubstantial part of its activities, which are not in themselves in furtherance of the purposes of the Corporation;

(c) All income and the property of the Corporation shall be applied exclusively for its not-for-profit purposes. No part of the net earnings or other assets of the Corporation shall inure to the benefit of or be distributable to any director, officer, contributor or any other private persons having, directly or indirectly, a personal or private interest in the activities of the Corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of its stated purposes; and

(d) The Corporation Board of Directors shall determine major personnel, fiscal, organizational and programmatic policies for the effective and efficient operation of the Corporation. The Corporation Board of Directors, in its discretion, may vest the authority to manage, direct, supervise and otherwise administer programs and services to an Executive Director and such person's designees. The Corporation Board of Directors must approve any borrowing of money and the sale or other disposition of any corporate assets.

Section 3.2 Size and Composition.

(a) The Corporation Board of Directors shall consist of five members appointed by the Board of Commissioners of the Agency.

(b) One member of the Corporation Board of Directors shall be a member of the Board of Commissioners of the Agency, selected by the Board of Commissioners who shall serve at the pleasure of the Board of Commissioners as an *ex officio* member.

Section 3.3 Appointment of Directors. The Corporation Board of Directors and the Board of Commissioners of the Agency shall use the following process to appoint Directors who are not *ex officio* Directors:

(a) The Corporation Board of Directors shall receive the names of nominees for open positions on the Board of Directors and shall forward such names to the Agency Board of Commissioners.

(b) The nominees shall include persons from: the Visual Arts and/or the Design Communities from which the Agency Board of Commissioners shall appoint two persons; and from the Education Community from which the Agency Board of Commissioners shall appoint one persons; and from the Business Community from which the Agency Board of Commissioners shall appoint one person.

(c) The terms of Directors who are not *ex officio* Directors shall begin as of the first meeting after which a member is formally appointed by the Agency Board of Commissioners.

Section 3.4 Terms of Appointed (Not *Ex Officio*) Directors.

(a) Each of the Directors appointed by the Agency Board of Commissioners shall serve for a term ending on the date of the second annual meeting of Directors following the annual meeting at which such Director was appointed.

(b) (i) Each Director shall hold office for the term for which appointed or until such Director's successor shall have been appointed and qualified.

(ii) A Director who holds or is elected to an office of the Corporation Board of Directors at the time of the annual meeting of the year in which such Director's term expires may continue to serve as a member of the Corporation Board of Directors for so long as such Director holds such office.

(iii) Each appointed Director may serve two consecutive two-year terms before rotating off the Corporation Board of Directors for at least one year.

(iv) Notwithstanding the foregoing, in order to provide for staggered terms, the terms of Directors initially appointed upon or immediately after the adoption of these bylaws shall be determined by the Agency Board of Commissioners and such term shall not be counted in determining the term limit in subsection (iii).

Section 3.5 Vacancies. Any vacancy occurring in the Corporation Board of Directors resulting from death, resignation, retirement, removal from office or otherwise shall be filled in the same manner as provided in the case of the original appointment.

Section 3.6 Compensation. Directors as such shall not receive any stated salaries for their services, but nothing herein contained shall be construed to preclude any Director from being reimbursed for actual expenses reasonably incurred in rendering services to the Corporation in the administration of its affairs.

Section 3.7 Resignation. Any Director may resign from the Board of Directors of the Corporation; such resignation shall be in writing and shall be effective upon its acceptance by the Corporation Board of Directors, or as such resignation shall provide.

Open Session Item 10(b)

Attachment B

ATTACHMENT B

Tim Boyle, President, City Property Company

For over 27 years, City Property Company (CPC) has established a niche for identifying and revitalizing blighted properties in ignored urban neighborhoods. Through its redevelopment efforts, CPC has gained a reputation for creating positive ripple effects emanating from the transformed property and extending through the surrounding neighborhood.

City Property Company was created by Tim Boyle in 1991. Since that time, CPC has been providing unique, financially successful real estate development solutions for clients, as well as company owned properties. City Property Company has developed nearly 1 million sq. ft. of real estate in the Downtown and South Grand neighborhoods of St. Louis, spurring millions of dollars in economic development and community revitalization.

In downtown St Louis, one of CPC's flagship properties is ArtLoft, a historic rehab of a 135,000 square foot, 10 story building located in the Washington Avenue Garment District. The project consists of 63 units of affordable Low-Income Housing Tax Credit (LIHTC) live/work space that was designed specifically for and marketed directly to artists and their families. ArtLoft is the project credited with kicking off the downtown residential renaissance. ArtLoft (www.artloftstlouis.com) is Tim Boyle's direct inspiration for CPC's efforts to renovate and revitalize Chattanooga's Standard Coosa Property into the Coosa Mill Artist Lofts.

ATTACHMENT B

Amanda Colón-Smith, Dutchtown South Community Corp.

Amanda Colón-Smith started with DSCC three years ago as the team's Program Coordinator and was promoted to Program Director after one year for demonstrating growth and leadership. She managed two years of Community Development Block Grant programs in community engagement and planning, beautification, and public art. In her time at the organization, she has shown the ability to be a capacity builder, allowing the organization to secure its first federal grant outside of local Community Development Administration (CDA) funding. In 2016, she secured over $310,000 in funding for housing stabilization and community facilitation activities. She increased office support staff by developing partnerships with the Americorps VISTA program, the Environmental Protection Agency, and the AARP Senior Community Service Employment Program.

Amanda is a graduate of the Regional Arts Commission's Community Arts Training program and holds a certificate from NeighborWorks America as a Certified Housing Asset Manager. She holds a BA from Cornell University in Africana Studies and an MS in Special Education from City College, CUNY. She looks forward to growing DSCC's sustainability in an uncertain climate for the community development sector. She is excited about recent trends in increased communications, partnerships, and development in the neighborhoods DSCC serves.

ATTACHMENT B

Thad Duhigg, Professor of Art, Southern Illinois University at Edwardsville

Thad received his MFA from Syracuse University in 1989 and BFA from Southern Illinois University at Carbondale. Both degrees are in sculpture specialization. Following graduation he taught in Wyoming and Texas. He employs a variety of techniques including cast metal, wood and steel fabrication, stone carving, and modeling in his sculpture.

Thad believes that "Every student in order to succeed must possess an open mind and a passion for their study. My approach to teaching is based upon these two firm beliefs. Although on a surface level one may think of art in academically isolationist terms, the importance of a broad educational grounding to encompass a variety of areas, from philosophy to history to the sciences, also heavily influences my pedagogical thought. In addition to these convictions and specifically directing my own teaching practice are the crucial values of honesty to my students and respect for hard work."

Thad has exhibited in many venues throughout the U.S. including solo exhibitions at Laumeier Sculpture Park, Amarillo Museum of Art, Huntsville Museum of Art and an invitational exhibition at the Modern Art Museum of Fort Worth. He has been the recipient of a Fullbright Senior Scholar Award to Hungary.

ATTACHMENT B

Peter Tao, TAO + LEE Associates, Inc.

Peter Tao spent more than 15 years studying, living and working in New York City and London, England, and has had diverse architectural practice experiences throughout the globe.

In 1995, he returned to his hometown of St. Louis, MO to open TAO + LEE which provides architectural, planning, interior design and creative design services for commercial, cultural, educational, healthcare, hospitality, residential, restaurant, retail and sports-recreation projects. The firm's unique creative design projects also include art projects and installations.

The firm's principals, Peter Tao and Helen Lee, have a collective 60+ years of experience living and practicing architecture in St. Louis, New York and London, creating projects domestically and internationally. Tao says that integral to his practice are "the hopes and goals of creating quality design with positive contributions to the architecture and designs of this city and beyond."

TAO + LEE was selected as a Businesses of the Year at the City of St. Louis Mayor's Business Celebration and as Asian Business of the Year by the St. Louis Asian American Chamber of Commerce. TAO + LEE projects have been the recipient of six St. Louis AMERICAN INSTITUTE OF ARCHITECTS Design Awards, eight AT HOME Magazine Architects & Designers Awards, a Ladue News Interior Design Award and Best of Houzz.com Design Awards for the last three years.

Open Session Item

11

Bi-State Development
Agenda Item
Board of Commissioners
April 27, 2018

From: John M. Nations, President and Chief Executive Officer
Subject: **Bi-State Development Operating and Capital Budget FY 2019 – 2021**
Disposition: Approval
Presentation: Kathy Klevorn, Sr. Vice President & CFO

Objective:
To present the following to the Board of Commissioners for discussion and approval:

- The Bi-State Development Operating and Capital Budget FY 2019 - 2021;
- The three-year Transportation Improvement Plan;
- Grant resolutions required to apply for federal and state funding necessary to support the Bi-State Development's projects and programs; and
- Authorization of management to seek grants and/or appropriations from federal programs, the City of St. Louis, St. Louis County, and the states of Missouri and Illinois.

Committee Disposition:
This item was presented and discussed at the Audit, Finance & Administration Committee meeting on March 27, 2018. The Committee voted to recommend that the Board of Commissioners approve the FY 2019 - 2021 Operating and Capital Budget at the April 27, 2018 meeting.

Board Policy:
Chapter 30 Audit, Finance and Budget, Section 30.030 Annual Budget, states:

A. General. Each year the President & CEO shall prepare an annual budget for the forthcoming fiscal year that will be presented to the Board of Commissioners. The President & CEO will work with the Board in setting strategic objectives, update the Agency's long range planning document, and prepare both an operating and capital budget. The operating budget shall include proposed expenditures for current operations during the ensuing fiscal year and the method of financing such expenditures. The capital budget shall include capital expenditures during the ensuing fiscal year and the proposed method of financing such expenditures.

B. Approval. The President & CEO will present the annual budget at a regularly scheduled meeting of the Board of Commissioners. The Board of Commissioners shall approve annual operating and capital budgets prior to the beginning of the ensuing fiscal year.

Funding Source:
The funding source for the Bi-State Development's Operating and Capital Budget includes operating revenue of each entity, local, state and federal funding sources.

Background:

The attached document presents the Bi-State Development's Operating and Capital Budget for FY 2019 – 2021.

Summaries of the FY 2019 - 2021 Operating and Capital Budgets are as follows:

OPERATING BUDGET
(in millions)

	FY 2019			FY 2020			FY 2021		
	Total Revenue	Total Exp and Net Trans	Net Inc. (Def)	Total Revenue	Total Exp and Net Trans	Net Inc. (Def)	Total Revenue	Total Exp and Net Trans	Net Inc. (Def)
Executive Services	$ 5.5	$ 5.0	$ 0.5	$ 5.6	$ 5.2	$ 0.4	$ 5.7	$ 5.3	$ 0.4
Gateway Arch	9.4	7.4	2.0	9.3	7.4	1.9	9.3	7.4	1.9
Metro Transit	338.9	347.9	(9.0)	346.3	356.4	(10.1)	355.6	365.1	(9.5)
St. Louis Downtown Airport	1.8	1.7	0.1	1.8	1.7	0.1	1.8	1.8	-
Riverfront Attractions	3.1	2.8	0.3	3.1	2.8	0.3	3.3	3.0	0.3
St. Louis Regional Freightway	0.2	1.0	(0.8)	0.3	1.1	(0.8)	0.3	1.1	(0.8)
Bi-State Development Research Institute	0.2	0.2	-	0.3	0.3	-	0.3	0.2	0.1
Arts In Transit, Inc.	0.3	0.2	0.1	0.3	0.2	0.1	0.3	0.2	0.1
Health Self-Insurance: SIF	35.2	35.2	-	35.3	35.4	(0.1)	35.7	35.7	-
Casualty Self-Insurance: SIF	5.4	5.4	-	5.7	5.5	0.2	5.7	5.6	0.1
Workers' Comp Self-Insurance: SIF	5.7	5.7	-	5.0	4.8	0.2	5.1	5.0	0.1
Intercompany Eliminations	(43.8)	(43.8)	-	(43.2)	(43.2)	-	(43.3)	(43.3)	-
Total	**$ 361.9**	**$ 368.7**	**$ (6.8)**	**$ 369.8**	**$ 377.6**	**$ (7.8)**	**$ 379.8**	**$ 387.1**	**$ (7.3)**

CAPITAL BUDGET
(in millions)

	FY 2019	FY 2020	FY 2021	TOTAL
Metro Transit	$ 456.8	$ 100.3	$ 141.1	$ 698.2
Gateway Arch	0.9	1.1	3.0	5.0
St. Louis Downtown Airport	1.5	6.9	13.6	22.0
Riverfront Attractions	0.2	0.2	-	0.4
Total	$ 459.4	$ 108.5	$ 157.7	$ 725.6

Analysis:

Bi-State Development has developed the FY 2019 – 2021 Operating and Capital Budgets, taking into account current economic conditions and conservatively estimating revenue, expense, and capital replacement and rehabilitation needs. The Bi-State Development Operating and Capital Budget, as presented, is supportive of the mission and vision statements.

Board Action Requested:

Management recommends that the Board of Commissioners approve the Operating and Capital Budget FY 2019 – 2021.

Enclosure:

1. Bi-State Development Operating and Capital Budget FY 2019 – 2021

Bi-State Development

Operating and Capital Budget

FY 2019 - 2021

See Separate Documents

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENTAGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT APPROVING THE FY2019 BI-STATE DEVELOPMENT AGENCY OPERATING AND CAPITAL BUDGET

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 under the Compact to construct, maintain, own and operate passenger transportation facilities; to disburse funds for this and its other lawful activities; to fix salaries and wages of its officers and employees; to perform all other necessary and incidental functions; and

Whereas, the Compact requires that the Agency shall not incur any obligations for salaries, office or other administrative expenses, prior to making appropriations adequate to meet the same; and

Whereas, therefore, Board Policy 30.030 requires the President & CEO to prepare an annual operating and capital budget to be presented to and approved by the Board of Commissioners at a regularly scheduled meeting prior to the beginning of each new fiscal year; and

Whereas, a detailed presentation of the Bi-State Development Agency's proposed FY2019 Operating and Capital Budget was presented for discussion at the Board's Budget Review Meeting on March 27, 2018; and.

Whereas, this Resolution was presented to and discussed by the Board at its FY2019 budget meeting on March 27, 2018, and is being considered for final approval at its next regularly scheduled meeting on April 27 2018; and

Whereas, following the Budget Review meeting the FY2019 Operating and Capital Budget will be presented to the Board for formal approval at its regularly scheduled meeting on April 27, 2018; and

Whereas, it is feasible, necessary and in the public interest to approve the Bi-State Development Agency's FY2019 Operating and Capital Budget, 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 FY2019 Operating and Capital Budget. Pursuant to this Resolution and the Compact and for the authorized Agency purposes set forth in the preambles hereof, the Board of Commissioners approves the Bi-State Development Agency's FY2019 Operating and Capital Budget, 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 Chairman, Vice Chairman, the President & CEO, and the Senior Vice President and Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file 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. 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 every part, section and subsection of this Resolution shall be separate and severable from every other part, section and subsection hereof, and 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 shall be determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall 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. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

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. Governing Law. The laws of the States of Missouri and Illinois shall govern 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 this 27th day of April, 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

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING APPLICATIONS FOR ASSISTANCE UNDER THE FEDERAL EMERGENCY MANAGEMENT AGENCY TRANSIT SECURITY GRANT PROGRAM

PREAMBLES:

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

Whereas, the Agency is authorized by Section 70.370 RSMo. *et. seq*. and 45 Ill. Comp. Stat. 100/1 *et. seq*., jointly referred to as the "Compact", to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states of other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary ad incidental functions; and to contract and to be contracted with; and

Whereas, the United States Department of Homeland Security (DHS), Federal Emergency Management Agency (FEMA) provides competitive funding that may be used for specific projects that strengthen the critical infrastructure of transit systems; and

Whereas, any contract for financial assistance under the Transit Security Grant Program ("Program") will impose certain obligations upon the Agency, including the provision by it of the local share of the project costs; and

Whereas, this Resolution was presented to and discussed by the Board at its FY2019 budget meeting on March 27, 2018, and is being considered for final approval at its next regularly scheduled meeting on April 27, 2018; and

Whereas, it is feasible, necessary and in the public interest to annually file and execute applications with the Department of Homeland Security's (DHS), Federal Emergency Management Agency (FEMA) for assistance under the Transit Security Grant Program, 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 hereto as fully and completely as if set out in this Section 1.

Section 2. Approval of Filing Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing and execution of grant applications to the FEMA for assistance under the Transit Security Grant Program, 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 Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the 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 herein, and that the Board intends to adopt each part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

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. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage by the Board of Commissioners.

ADOPTED by the Board of Commissioners of the Bi-State Development Agency this 27th day of April, 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

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING THE FILING AND EXECUTION OF GRANT AGREEMENTS WITH THE MISSOURI HIGHWAY AND TRANSPORTATION COMMISSION

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 Sections 70.730 RSMo. *et. seq*. and 45 Ill. Comp. Stat. 100/1, *et. seq*., and by the Compact, to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states of other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary ad incidental functions; and to contract and to be contracted with; and

Whereas, the Missouri Department of Transportation ("MoDOT") is authorized to make grants for general public transportation projects for 49 U.S.C. Section 5309 assistance; and

Whereas, a grant agreement with MoDOT for financial assistance imposes certain obligations on the Agency, including the requirement that the Agency provide its local share of a project's cost; and

Whereas, it is the goal of the Agency to provide the best transit system that it can with the funds available; and

Whereas, this Resolution was presented to and discussed by the Board at its FY2019 budget meeting on March 27, 2018, and is being considered for final approval at its next regularly scheduled meeting on April 27, 2018; and

Whereas, it is feasible, necessary and in the public interest to annually file grant applications with MoDOT for 49 U.S.C. Section 5309 assistance, and to execute grant agreements related thereto, 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 HERE RESOLVE, DETERMNE AND ORDER AS FOLLOWS:

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

Section 2. Approval of the Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing of grant applications with MoDOT for 49 U.S.C. Section 5309 assistance, and the execution of related grant agreements, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth the in the Preambles hereto and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including without limitation, the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the 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 herein, and that the Board of Commissioners intends to adopt each part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

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

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. Governing Law. The laws of the States of Missouri shall govern 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 on this 27th day of April, 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

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING GRANT APPLICATIONS AND GRANT AGREEMENTS WITH THE STATE OF ILLINOIS DEPARTMENT OF TRANSPORTATION

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 Sections 70.730 RSMo. *et. seq*. and 45 Ill. Comp. Stat. 100/1, *et. seq*., and by the Compact, to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states of other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and.

Whereas, the Agency may apply to the State of Illinois Department of Transportation ("IDOT") to acquire grant funding for information and/or communications systems projects, facility improvements, support equipment, bus and other revenue and support vehicles, fare equipment, shop equipment, and other associated capital projects, and to amend any such existing grants or grant applications; and

Whereas, the Agency may execute a certain capital agreement ("Agreement") with IDOT in order to obtain grant assistance under the provisions of 20 ILCS 2705/*et. seq*., 20 ILCS 5/5-675 and 30 ILCS 415/1, *et seq*., and may execute amendments to any such existing grant agreements with IDOT; and

Whereas, it is the goal of the Agency to provide the best transit system that it can provide with the available funds; and

Whereas, this Resolution was presented to and discussed by the Board at its FY2019 budget meeting on March 27, 2018, and is being considered for final approval at its next regularly scheduled meeting on April 27, 2018; and.

Whereas, it is feasible, necessary and in the public interest for the Agency to annually file and amend grant applications and execute and amend grant agreements with IDOT, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF DIRECTORS 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 hereto as fully and completely as if set out in this Section 1.

Section 2. Approval of Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing and amendment of grants and grant applications with IDOT for capital improvements, and the execution of grant agreements and amendments with IDOT, under and pursuant to

this Resolution and the Compact for the authorized Agency purposes set forth in the Preambles hereto and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including without limitation the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the 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 herein, and that the Board of Commissioners intends to adopt each part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer 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 Grant Applications and Agreements.

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

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. Governing Law. The laws of the States of Missouri and Illinois shall govern 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 this 27th day of April, 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

A RESOLUTION AUTHORIZING THE FILING OF APPLICATIONS, AMENDMENTS, CERTIFICATIONS, ASSURANCES AND AGREEMENTS RELATING TO ANY GRANTS FOR WHICH THE BI-STATE DEVELOPMENT AGENCY APPLIES FROM THE UNITED STATES DEPARTMENT OF TRANSPORTATION

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 Federal Transit Administration ("FTA") is an operating entity of the United States Department of Transportation ("DOT") for the purpose of administering Federal transportation assistance as authorized by 49 U.S.C. Chapter 53, by certain provisions under Title 23 of the United States Code, and by certain other Federal statutes that provide funding for public transportation purposes and is administered by the FTA; and

Whereas, the FTA has been delegated the authority to award Federal financial assistance for transportation projects; and

Whereas, grants for Federal financial assistance impose certain obligations upon the Agency; and

Whereas, the Agency is a Designated Recipient of Federal transportation assistance previously authorized under SAFETEA-LU and MAP-21 legislation for funding through the Urbanized Area Formula Program, 49 U.S.C. 5307; the Capital Investment Program (Fixed Guideway Modernization, New Starts), 49 U.S.C. 5309; the Clean Fuels Bus, 49 U.S.C. 5309; the Bus and Bus Livability, 49 U.S.C. 5309; the Alternatives Analysis, 49 U.S.C. 5339; the Bus and Bus Facility Formula, 49 U.S.C. 5339 and is an authorized sub-recipient of funds under the Job Access and Reverse Commute Program, 49 U.S.C. 5316; and the New Freedom Program, 49 U.S.C. 5317; the Public Transportation Emergency Relief, 49 U.S.C. 5324; the Asset Management, 49 U.S.C. 5326; the State of Good Repair, 49 U.S.C.5337; and is an authorized recipient of funds under the Enhanced Mobility of Seniors and Individuals with Disabilities, 49 U.S.C. 5310 and is an authorized recipient of CMAQ and STP funds, 23 U.S.C. 149 and 49 U.S.C. 5307; and

Whereas, the Agency is a Designated Recipient of Federal transportation assistance through the current FAST Act legislation for funding through the Urbanized Area Formula Program, 49 U.S.C. 5307; the Capital Investment Program (New Starts), 49 U.S.C. 5309; the Bus and Bus Facility Formula, 49 U.S.C. 5339; the Public Transportation Emergency Relief, 49 U.S.C. 5324; the Asset Management, 49 U.S.C. 5326; the State of Good Repair, 49 U.S.C.5337; and is an authorized recipient of funds under the Enhanced Mobility of Seniors and Individuals with Disabilities, 49 U.S.C. 5310; and is an authorized recipient of CMAQ and STP funds, 23 U.S.C. 149 and 49 U.S.C. 5307; and

Whereas, the Agency is a Designated Recipient of Federal transportation assistance through the 2014 TIGER Discretionary Grants program, made available under the Consolidated Appropriations Act, 2014 (Pub. L. 113-76, January 17, 2014); and

Whereas, the FTA is required by Federal statute to obtain specific annual certifications for its formula grant program for urban areas; and

Whereas, the FTA allows the Agency to certify compliance with all of the certifications and assurances that are pertinent to each grant for which the Agency may wish to apply; and

Whereas, Counsel for FTA Region 7 has requested that the Board of Commissioners grant the Agency multi-year authority to certify such compliance; and

Whereas, this Resolution will be applicable for FY2019 – FY2021; and

Whereas, this Resolution was presented to and discussed by the Board at its FY2019 budget meeting on March 27, 2018, and is being considered for final approval at its next regularly scheduled meeting on April 27th 2018; and

Whereas, it is necessary and in the public interest for the Agency to approve the execution and filing of application(s) on behalf of the Agency to the DOT/FTA for Federal assistance, the filing of the annual certifications and assurances that are pertinent to each grant for which the Agency may wish to apply to the DOT/FTA and the authorization to execute grant and cooperative agreements with the DOT/FTA on behalf of the Agency, 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 hereto as fully and completely as if set out in this Section 1.

Section 2. Approval to Execute and File Applications for Federal Assistance. The Board Chairman, Vice-Chairman, President & CEO, the Senior Vice President and Chief Financial Officer, or Designated Individual are authorized to execute and file application(s) on behalf of the Agency to the DOT/FTA for Federal assistance authorized by 49 U.S.C. Chapter 53, by Title 23 of the United States Code or by other Federal statutes that provide funds for public transportation or other purposes and are administered by the DOT/FTA during FY19, FY20 and FY21, 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. Approval to Execute and File the Annual Certifications and Assurances. The Board Chairman, Vice-Chairman, President & CEO, the Senior Vice President and Chief Financial Officer, or Designated Individual are authorized in FY19, FY20 and FY21 to execute and file with the Agency's application(s) the annual certifications and assurances and other documents required by the DOT/FTA before a Federal assistance grant or cooperative agreement can be awarded.

Section 4. Approval to Execute Grant and Cooperative Agreements. The Board Chairman, Vice-Chairman, President & CEO, the Senior Vice President and Chief Financial Officer, or a Designated Individual are authorized to execute grant and cooperative agreements with the DOT/FTA on behalf of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District during FY19, FY20 and FY21.

Section 5. Actions of Officers Authorized. The officers of the Agency, including without limitation the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer, or a Designated Individual are hereby authorized and directed to execute all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; 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 herein, and that the Board of Commissioners intends to adopt each part, section

and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 7. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 8. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

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.

Section 10. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

Section 11. Effective Date. This Resolution shall be in full force and effect from and after its passage by the Board of Commissioners.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency on this 27th day of April, 2018.

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

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

By_____

Title_____

SEAL

ATTEST:

By_____
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 EXECUTION OF GRANT AGREEMENTS WITH THE MISSOURI HIGHWAY AND TRANSPORTATION COMMISSION (MODOT) FOR STATE OPERATING ASSISTANCE

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 plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

Whereas, the Chief Engineer of the Missouri Department of Transportation (MoDOT) is authorized to make operating assistance grants for general public transportation projects; and

Whereas, the contract for financial assistance will impose certain obligations upon the Agency, including the requirement that the Agency provide its local share of a project's cost; and

Whereas, it is the goal of the Agency to provide the best transit system that can be provided with the funds that are available; and

Whereas, this Resolution was presented to and discussed by the Board at its FY2019 budget meeting on March 27, 2018, and is being considered for final approval at its next regularly scheduled meeting on April 27, 2018; and

Whereas, it is feasible, necessary and in the public interest to execute grant agreements with MoDOT for state operating assistance, 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 Execution of Grant Agreements. The Board of Commissioners hereby approves the execution of grant agreements with MoDOT for state operating assistance, 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 Chairman, Vice Chairman, President and CEO and Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and agreements 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. Payment of Expenses. The Senior Vice President and Chief Financial Officer 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 Grant Agreements.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency and the MoDOT.

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. Governing Law. The laws of the States of Missouri shall govern 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 on this 27th day of April, 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

A RESOLUTION OF THE BOARD OF COMMISSIONER OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING THE FILING OF GRANT APPLICATIONS AND EXECUTION OF GRANT AGREEMENTS WITH THE FEDERAL AVIATION ADMINISTRATION AND THE ILLINOIS DEPARTMENT OF TRANSPORTATION DIVISION OF AERONAUTICS

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");

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 airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

Whereas, the Federal Aviation Administration (FAA) and the Illinois Department of Transportation (IDOT) Division of Aeronautics are authorized to make grants for aviation and public transportation projects; and

Whereas, the Agency accepts all grants from State and Federal sources such as the FAA and IDOT Division of Aeronautics for airport infrastructure improvements including but not limited to runway, taxiway, and apron construction/rehabilitation; airfield lighting, signage, drainage, and navigation aids; safety area improvements; special-purpose airport vehicles and equipment; fuel storage and distribution systems; aircraft hangers; automobile roadways and parking lots; planning, engineering, environmental studies; and land acquisitions; and

Whereas, this Resolution was presented to and discussed by the Board at its FY2019 budget meeting on March 27, 2018, and is being considered for final approval at its next regularly scheduled meeting on April 27, 2018; and

Whereas, it is feasible, necessary and in the public interest to file grant applications with FAA and IDOT, and to execute grant agreements related thereto, 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 Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing of grant applications with the FAA and IDOT Division of Aeronautics and the execution of related grant agreements, 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 Chairman, Vice Chairman, President & CEO, and the Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and agreements 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. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution and the Grant Applications and Agreements.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency and the Federal Aviation Administration and the Illinois Department of Transportation Division of Aeronautics.

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 Grant Applications and Agreements.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern 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 on this 27th day of April, 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 of 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 EXECUTION OF A SUB-AWARD GRANT AGREEMENT WITH THE EAST-WEST GATEWAY COUNCIL OF GOVERNMENTS

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 plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

Whereas, East-West Gateway Council of Governments (EWGCOG) is the metropolitan planning organization (MPO) for the area and has vested legal authority and responsibility for developing and adopting plans for the region's surface transportation system and is authorized to make sub-awards through the Unified Planning Work Program (UPWP) which addresses regional planning priorities; and

Whereas, it is the goal of the Agency to provide the best transit system that can be provided with the funds that are available; and

Whereas, EWGCOG desires to make a sub-award to the Agency through the UPWP in order to further Agency transit system planning and development; and

Whereas, the financial assistance sub-award grant will impose certain obligations upon the Agency, including the requirement that the Agency provide its local share of the project costs; and

Whereas, this Resolution was presented to and discussed by the Board at its FY2019 budget meeting on March 27, 2018, and is being considered for final approval at its next regularly scheduled meeting on April 27, 2018; and

Whereas, it is feasible, necessary and in the public interest to annually execute with East-West Gateway Council of Governments a sub-award grant Agreement through the Unified Planning Work Program for transit system planning and development, 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 Sub-award Grant Agreement. The Board of Commissioners hereby approves the sub-award grant Agreement through the Unified Planning Work Program with East-West Gateway Council of Governments for transit system planning and development, 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 Chairman, Vice Chairman, President and CEO and Chief Financial Officer or Designated Individual, 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 Agreement 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 East-West Gateway Council of Governments.

Section 8. Governing Law. The laws of the State of Missouri shall govern this Resolution and the 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 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 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 on this 27th day of April, 2018.

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

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

By_____
Title_____

[SEAL]

ATTEST:
By_____
Deputy Secretary to the Board of Commissioners

Open Session Item

12

Bi-State Development
Agenda Item
Board of Commissioners
April 27, 2018

From: John M. Nations, President and Chief Executive Officer
Subject: **Revisions to *Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan***
Disposition: Approval
Presentation: Charles A. Stewart, Jr., Vice President, Pension & Insurance

Objective:
To present to the Board of Commissioners the amendments to revise the selection and terms of the trustees on each of the three defined pension plans, and to request that the Board of Commissioners reappoint Jenny Nixon as the Chairperson of the Salaried Administrative Pension Committee for a one year term.

It is also requested that the Committee recommend that the Chair of the Board of Commissioners designate that the proposed revisions to *Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan*, not be tabled pursuant to *Article VI(D)* of the Board Policies, as it is in the best interest of the Agency that these revisions be approved at the Board meeting on April 27, 2018.

Committee Disposition:
This item was presented and discussed at the Audit, Finance & Administration Committee meeting on March 27, 2018. The Committee voted to recommend that the Board of Commissioners approve the amendments as outlined in the attachments, to *Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan*, and reappoint Jenny Nixon as the Chairperson of the Salaried Administrative Pension Committee for a one year term.

Also, the Committee recommended that the Chair of the Board of Commissioners designate that the proposed revisions to *Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan*, not be tabled pursuant to *Article VI(D)* of the Board Policies, as it is in the best interest of the Agency that these revisions be approved at the Board meeting on April 27, 2018.

Board Policy:
Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan states (in part) that:

A. General. The Bi-State Development Agency sponsors four defined benefit pension plans and one defined contribution 401(k) Retirement Savings Plan for employees of the Agency. It is the responsibility of the Board of Commissioners to:

3. Oversee Trustee Administration

Funding Source:
No funding request is made for this matter.

Background:

The most recent amendment to this Section of the Board Policy was on July 29, 2011, and several revisions are needed at this time in order to update and clarify the provisions as follows:

- There are now three defined benefit plans rather than four; the 788 Clerical Plan was merged with the 788 Operations & Maintenance Plan on April, 1 2015.

- The investment policies are approved by the Trustees, with review by the Audit, Finance and Administration Committee, and then the Bi-State Development **(BSD)** Board of Commissioners.

- Because the Salaried Plan is closed to new hires, a change is being made to allow the non-standing trustee positions to include plan retirees.

- Management position titles have changed, committee term limits did not exist and are being added, and clarification on the committee appointments is needed.

- There is no longer a Board Pension Committee of the Board of Commissioners. A Board Audit, Finance and Administration Committee now exists.

- The Vice President of Pension and Insurance is to be the liaison between the three Administrative Pension Committees and the Board of Commissioners.

- In 2014 the administration of the pension plans was outsourced to a Third Party Administrator.

Analysis:

The revisions made are as follows:

- Part A. The number of defined benefits plans is revised to three and management titles have been updated. A6 is deleted.

- Part B1. Last sentence adds retirees as eligible non-standing members.

- Part B1, 2 and 3. Management titles have been updated.

- Part B1, 2 and 3. Management committee term limits are set at a maximum of two three-year consecutive terms; then one or more years must elapse before the person is again committee eligible. A transition schedule is established for each plan so there is continuity as the current non-standing Trustees leave the committee.

- Part B1, 2 and 3. The Vice President of Organizational Effectiveness, with the concurrence of the BSD President and CEO, appoints the non-standing Management Trustees.

- Part B2 and 3. The Vice President of Organizational Effectiveness and the Director of Labor Relations are revised to standing Management Trustees. The 788 Plan has one non-standing Management Trustee; an Alternate Trustee is added to the 788 Pension Plan, in keeping with the former 788 Clerical Trustee position now as an Alternate. The IBEW Plan has two non-standing Management Trustees.

- Part B1, 2 and 3. The revised review process for the plans is to have the Trustees for the three Administrative Pension Committees report their activities to the Board Audit, Finance and Administration Committee on a semi-annual basis. (Note: This will be facilitated through the Vice President, Pension & Insurance) The Board Committee then reports the financial condition of each Plan to the full Board at the next scheduled Board of Commissioners meeting.

- Part F7 is added to include the Third Party Administrator for the Pension Plans.

Board Action Requested:
The Audit, Finance & Administration Committee recommends that the Board of Commissioners approve the amendments, as outlined in the attachments, to *Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan*, and to request that the Board of Commissioners reappoint Jenny Nixon as the Chairperson of the Salaried Administrative Pension Committee for a one year term.

In addition, the Committee requests that the Chair of the Board of Commissioners designate that the proposed revisions to *Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan*, not be tabled pursuant to *Article VI(D)* of the Board Policies, as it is in the best interest of the Agency that these revisions be approved at the Board meeting on April 27, 2018.

Attachments:
1. Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan Amendment (Redline Copy)

2. Board Policy, Section 70.050, Employees' Pension and 40l(k) Retirement Savings Plan Amendment (Clean Copy)

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT ADOPTION OF BOARD POLICY, SECTION 70.050, EMPLOYEES' PENSION AND 401(K) RETIREMENT SAVINGS PLAN

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, Board Policy, Section 70.050 states that it is the responsibility of the Board of Commissioners to oversee trustee administration of the BSD defined benefit pension plans and the defined contribution 401(k) plan; and

Whereas, the most recent amendment to Board Policy, Section 70.050 was in 2011 and several revisions are now needed in order to update and clarify the provisions of the Policy, "Section 70.050 Policy Revisions"; and

Whereas, per Board Policy, Section 70.050(B), the Board of Commissioners appoint the chair of the Salaried Pension and 401(k) Retirement Plan Committee and it is has been recommended by the Board of Commissioners Audit, Finance, & Administration Committee to reappoint Jenny Nixon, Executive Director Tourism Innovation, for a one year term; and

Whereas, the proposed Section 70.050 Policy Revisions were presented to the Board of Commissioners Audit, Finance, & Administration Committee on March 27, 2018 and it was requested that the Board waive tabling the proposed revisions to the Policy so that they are effective upon Board approval; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to approve and adopt Board Policy Section 70.050 Revisions, authorize the reappointment of Jenny Nixon, Executive Director Tourism Innovation, as chair of the Salaried Pension and 401(k) Retirement Plan Committee for a one year term and waive tabling of the Board Policy Section 70.050 Revisions so that they are 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 Board Policy Revisions and Appointment of Pension Committee Chair. The Board of Commissioners hereby approves and adopts Board Policy Section 70.050 Revisions, authorizes the reappointment of Jenny Nixon, Executive Director Tourism Innovation, as chair of the Salaried Pension and 401(k) Retirement Plan Committee for a one year term and waives tabling of the Board Policy Section 70.050 Revisions so that they 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. Form of the Board Policy Section 70.050 Revisions. The form of the Board Policy Section 70.050 Revisions (as provided in the Attachments to the Briefing Paper and made a part hereof), substantially in the form presented to this meeting are 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 Board Policy Section 70.050 Revisions, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to affect the Board Policy Section 70.050 Revisions, with the necessity and desirability of such changes, modifications, insertions and omissions conclusively evidenced by their execution thereof.

Section 4. 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 5. 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 6. 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 7. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 8. 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 9. 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 10. 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 27th day of April, 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 Item 12

Attachment 1

Section 70.050 Employee's' Pension & 401(k) Retirement Savings Plans

A. General *(revised 6/26/09) and, 07/29/11, and 4/27/2018)*. The Bi-State Development Agency sponsors four three defined benefit pension plans and one 401(k) Retirement Savings Plan for employees of the Agency. It is the responsibility of the Board of Commissioners to:

1. Appoint the Chairperson of the Salaried Administrative Pension Committee and authorize the Vice President of Human Resources Organizational Effectiveness, with the concurrence of the President and CEO, to appoint non-standing Trustees from the Agency's management employees and retireesstaff;
2. Oversee the funded status of the Plans;
3. Oversee Trustee aAdministration of the Plans;
4. Approve Plan amendments, benefit formulas, and funding;
5. Review Plan investment policies, procedures and provisions.;
6. Approve investment policy for the Salaried Employees' Pension Plan.

B. Appointment of Trustees. *(Revised 12/15/06, 6/26/09, and 01/29/10, and 07/29/11 and 4/27/2018).)*

1. The Salaried Administrative Pension and 401(k) Plan Committee.
`
The Salaried Administrative Pension and 401(k) Plan Committee shall consist of four (4) standing Trustees – the Chief Operating Officer Executive Director Metro Transit, the Vice President of Human Resources Organizational Effectiveness, the Sr. Vice President Chief Financial Officer, and the General Counsel; and up to five (5) non-standing Trustees with expiring terms. The Board of Commissioners authorizes the Vice President of Organizational Effectiveness Chairperson of that Committee, with the concurrence of the President and CEO, to appoint the non-standing Trustees from among the Agency's sSalaried Plan management employees and retirees.employees.

In order to provide continuity for expiring terms, initially one of the current non-standing Trustees shall be appointed for a term of one year, two shall be appointed for a term of two years, and two shall be appointed for a term of three years. Thereafter non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

The General Counsel shall serve as Secretary to the Trustees for the Salaried Administrative Pension and 401(k) Plan Committee. The Director of Benefits Vice President of Pension & Insurance shall serve as Assistant

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Secretary to the ~~Trustees for the Salaried Administrative Pension and 401(k) Plan~~ Committee, but shall not be a voting member of the Committee.

2. Amalgamated Transit Union ("ATU") Employees' Administrative Pension Plan Committee.

The Agency Trustees for the ~~two~~ Amalgamated Transit Union ("ATU") ~~Employees'~~ Administrative Pension Plan Committee~~s~~ shall consist of two~~one~~ (2~~1~~) standing Trustees, the Vice President of ~~Human Resources~~ Organizational Effectiveness and the Director of Labor Relations and ~~and~~ one (1) ~~two (2)~~ non-standing Trustee~~s~~ with an expiring term~~s~~ and one (1) Alternate Trustee with an expiring term.

The Board of Commissioners authorizes the Vice President of Organizational Effectiveness~~-~~, with the concurrence of the President and CEO, to appoint the non-standing Trustees for the Committee from among the Agency's ~~Salaried Plan~~ management employees.

In order to provide continuity for expiring terms, initially ~~one of~~ the current non-standing Trustee~~s~~ shall be appointed for a term of ~~one year, one shall be appointed for a term of~~ two years.~~, and two shall be appointed for a term of three years.~~ Thereafter the non-standing Trustee~~s~~ shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

3. The International Brotherhood of Electrical Workers ("IBEW") Administrative Pension Plan Committee.

Agency Trustees for the International Brotherhood of Electrical Workers ("IBEW") Administrative Pension Plan Committee shall consist of two~~one~~ (2~~1~~) standing Trustees; the Vice President of ~~Human Resources~~ Organizational Effectiveness and the Director of Labor Relations; two~~three~~ (2~~3~~) non-standing Trustees with expiring terms.

The Board of Commissioners authorizes the Vice President of ~~Human Resources~~ Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the two~~three~~ (2~~3~~) non-standing Trustees from the Agency's management employees ~~staff~~.

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In order to provide continuity for expiring terms, initially one of the current non-standing Trustees shall be appointed for a term of one year and ~~,~~ one shall be appointed for a term of two years.~~, and one shall be appointed for a term of three years.~~ Thereafter non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

~~In addition, the Chairman of the Board of Commissioners shall appoint a Board Pension Committee from the Board of Commissioners.~~ The Vice President of Pension and Insurance shall be the liaison between the three Administrative Pension Committees and the Board of Commissioners.

The Board ~~Pension~~ Audit, Finance and Administration Committee shall receive semi-annual~~quarterly~~ investment reports and~~,~~ an annual briefing summary of the activities of the Administrative Pension Committees~~'s~~ ~~activity~~ for all Plans.

The Trustees shall administer the E~~e~~mployees' P~~p~~ension & 401(k) Plans on the Board's behalf. ~~The Board Pension Committee shall meet on an as needed basis and shall annually receive a report on the financial condition of the Plans and any other issues it deems appropriate to the full Board. The annual m~~Meetings of the Board ~~Pension~~ Audit, Finance and Administration Committee shall be held regularly~~during the fourth quarter of the calendar year~~, and a report on the financial condition of each Plan shall be made to the full Board at the following regularly scheduled Board of Commissioners meeting.

C. Investment Objectives *(revised 4/27/2018)*. It is the policy of the Board of Commissioners to see that the sponsored pension plans are managed in a manner designed to fund each plan to the fullest extent feasible, consistent with the Board's other fiscal responsibilities. The Board adopts a goal to achieve and maintain a funded status at a minimum of 100% of each plan's Pension Benefit Obligation, through contributions and investments. Contributions to the plans will be based on the recommendation of the annual actuary as a result of the actuarial valuation conducted for each P~~p~~lan.

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This policy shall be carried out through investment policies, administered by all Plan Trustees consistent with Board Policy or the requirements of the applicable collective bargaining ~~labor~~ agreement.

D. Investment Return Objectives. The investment return objective for each P~~p~~lan's total portfolio should be a real (inflation adjusted) annual rate of return as measured over a planning horizon that will meet the P~~p~~lan actuarial assumption. The real rate of return may deviate from this expected level of return during any single measurement period.

E. Monitoring and Control Procedures. The Administrative Pension Committee for each P~~p~~lan will meet at least once each quarter to receive reports on each P~~p~~lan's performance, including:

1. Quarterly changes in the equity portfolio (composite characteristics) of each equity manager relative to historic pattern, volatility and style.
2. The quarterly investment performance of each equity portfolio manager compared to the performance of a broad universe of equity managers as well as a group of other managers following the same investment style.
3. Evaluate and determine whether the managers continue to satisfy the evaluation criteria as outlined in the Plan's Investment Policy.

F. Duties of each Administrative Pension Committee Trustees *(revised 4/27/2018)*. The Administrative Pension Committee Trustees shall retain the services of an:

1. Actuarial Firm~~y~~ through a competitive bid or request for proposal process every five years. ~~three years~~. The actuar~~y~~ies retained shall be Members of the Academy of Actuaries (MAAA) ~~enrolled as a Fellow in the Society of Actuaries~~, with a minimum five years consulting experience with Public Retirement Systems.

2. Auditing Firm~~or~~ to conduct an annual audit of the plan at the end of the plan year. The auditing firm shall be secured through a competitive bid process every five~~three~~ years. The Auditing firm retained shall be a Certified Public Accountant and have a minimum of five years' experience in public accounting.

3. Investment Advisor to regularly review the performance of each P~~p~~lan's investment portfolio to:

   a. Recommend an investment policy for each plan designed to freely fund the P~~p~~lan.
   b. Establish an asset allocation to provide adequate returns at an acceptable level of volatility, and, meet the liquidity needs of the P~~p~~lan, i.e., expenses and retirement benefits payments.
   c. Provide Trustees objective performance information on investment managers to enable Trustees to make informed decisions on the selection and retention of investment managers.

   The Administrative Pension Trustees may from time to time change the investment objective of the plans based on the recommendation of the Investment Advisor.

   Investment Advisor Selection Criteria shall be:

   a. a minimum of ten years of investment consulting experience,

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b. a $10 billion client base;
c. no conflict of interest with brokerage firms or investment management products; and
d. a client base of public pension funds and, for the union plans, Taft-Hartley plan clients.

4. Attorney to provide legal advice to Administrative Pension Committee Trustees to ensure P~~p~~lan compliance with state and federal mandated laws and regulations. Due to the complexity of the tax laws applicable to pension plans and the rules relating to governmental plans, the attorney retained shall have a practice ~~limited to~~ including pension and employee benefit law and a minimum of ten years' experience in the specialty.

5. Custodian and Recordkeeper to maintain the assets of the P~~p~~lans.

6. Investment Managers The Administrative Pension Committee~~Board~~ will select Investment Managers based upon the following general selection criteria for prospective equity and fixed income managers.

a. Audited or otherwise verifiable performance and portfolio data.
b. Performance records of a sufficient duration to include a variety of economic and market environments; this would generally require at least 5 years of verifiable performance data for each Investment Manager~~, specifically 5-8 years for equity and 3-5 years for fixed income managers~~.
c. Demonstration of a long-term record of performance superiority over other managers of the same style.

7. ~~Third Party Administrator (TPA) to administer the daily operations of the plans, including:~~

~~Quarterly Reporting~~
~~Communications to Participants and Committees~~
~~Pension Calculations and Review, based on detailed plan provision complexities~~
~~Pension Database Maintenance~~
~~Participant and Plan Sponsor Website~~

~~Due to the complexity of the BSD pension plans, the TPA must have extensive experience in pension plan administration, sophisticated administration software and an emphasis on internal and external client communications.~~

The Administrative Pension Committees shall approve all disbursements from P~~p~~lan funds, and oversee all administrative actions in accordance with the P~~p~~lan document and

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applicable law and regulations (including, but not limited to, the provisions of the United States Internal Revenue Code applicable to qualified retirement plans).

G. Plan Structure ***(revised 6/26/09, and 01/29/10 and 4/27/2018)***:

1. The Twohree Pension Plans for Hourly Employees' cover full-time employees of Division 788, the Amalgamated Transit Union, Operations, and & Maintenance Unit and ; Division 788, the Amalgamated Transit Union, Clerical Unit; and the International Brotherhood of Electrical Workers, Local 2 and Local 309.

   The Hourly Employees' Pension Plans are collectively bargained and jointly trusted by an equal number of union and management representatives. The collective bargaining agreements govern the benefit formulas, plan amendments and Agency/employee funding levels. The Hourly Employees' Pension Plans require mandatory participation for eligible employees. Employees contribute a contractually negotiated portion of the actuarially recommended funding. All amendments to the Hourly Employees' Pension Plans are submitted to the Board of Commissioners and approval is granted through the ratification of the collective bargaining agreements.

2. The Pension Plan for Salaried Employees is a defined benefit plan covering all eligible full-time salaried employees.

   The 401(k) Retirement Savings Plan provides for is a voluntary defined contribution plan for full-time salaried employees, and full-time Paratransit Van Operators in the Division 788, Amalgamated Transit Union, Call-A-Ride Unit and all full-time IBEW employees; and an Agency funded defined contribution plan for full-time eligible salaried employees.

   The Board of Commissioners shall approve Pplan amendments, which change Agency contributions to individual employee accounts.

H. Review and Revision of this Statement of Policy *(revised 4/27/2018)*. The Board Pension Audit, Finance and Administration Committee will periodically review these policies to ensure that they are still reflective of the Agency's pension retirement Pplans.

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Attachment 2

Section 70.050 Employees' Pension & 401(k) Retirement Savings Plans

A. General *(revised 6/26/09, 07/29/11, and 4/27/2018).* The Bi-State Development Agency sponsors three defined benefit pension plans and one 401(k) Retirement Savings Plan for employees of the Agency. It is the responsibility of the Board of Commissioners to:

1. Appoint the Chairperson of the Salaried Administrative Pension Committee and authorize the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint non-standing Trustees from the Agency's management employees and retirees;
2. Oversee the funded status of the Plans;
3. Oversee Trustee administration of the Plans;
4. Approve Plan amendments, benefit formulas, and funding;
5. Review Plan investment policies, procedures and provisions.

B. Appointment of Trustees *(Revised 12/15/06, 6/26/09, 01/29/10, 07/29/11 and 4/27/2018).*

1. The Salaried Administrative Pension and 401(k) Plan Committee.
The Salaried Administrative Pension and 401(k) Plan Committee shall consist of four (4) standing Trustees – the Executive Director Metro Transit, the Vice President of Organizational Effectiveness, the Sr. Vice President Chief Financial Officer, and the General Counsel; and up to five (5) non-standing Trustees with expiring terms. The Board of Commissioners authorizes the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the non-standing Trustees from among the Agency's Salaried Plan management employees and retirees.

In order to provide continuity for expiring terms, initially one of the current non-standing Trustees shall be appointed for a term of one year, two shall be appointed for a term of two years, and two shall be appointed for a term of three years. Thereafter non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

The General Counsel shall serve as Secretary to the Committee. The Vice President of Pension & Insurance shall serve as Assistant Secretary to the Committee, but shall not be a voting member of the Committee.

2. Amalgamated Transit Union ("ATU") Employees' Administrative Pension Plan Committee.

The Agency Trustees for the Amalgamated Transit Union ("ATU") Administrative Pension Plan Committee shall consist of two (2) standing Trustees, the Vice President of Organizational Effectiveness and the Director of Labor Relations and one (1) non-standing Trustee with an expiring term and one (1) Alternate Trustee with an expiring term.

The Board of Commissioners authorizes the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the non-standing Trustees for the Committee from among the Agency's management employees.

In order to provide continuity for expiring terms, initially the current non-standing Trustee shall be appointed for a term of two years. Thereafter the non-standing Trustee shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

3. The International Brotherhood of Electrical Workers ("IBEW") Administrative Pension Plan Committee.

Agency Trustees for the International Brotherhood of Electrical Workers ("IBEW") Administrative Pension Plan Committee shall consist of two (2) standing Trustees; the Vice President of Organizational Effectiveness and the Director of Labor Relations; two (2) non-standing Trustees with expiring terms.

The Board of Commissioners authorizes the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the two (2) non-standing Trustees from the Agency's management employees.

In order to provide continuity for expiring terms, initially one of the current non-standing Trustees shall be appointed for a term of one year, and one shall be appointed for a term of two years. Thereafter non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual

is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

The Vice President of Pension and Insurance shall be the liaison between the three Administrative Pension Committees and the Board of Commissioners.

The Board Audit, Finance and Administration Committee shall receive semi-annual investment reports and an annual briefing summary of the activities of the Administrative Pension Committees for all Plans.

The Trustees shall administer the Employees' Pension & 401(k) Plans on the Board's behalf. Meetings of the Board Audit, Finance and Administration Committee shall be held regularly, and a report on the financial condition of each Plan shall be made to the full Board at the following regularly scheduled Board of Commissioners meeting.

C. Investment Objectives *(revised 4/27/2018)*. It is the policy of the Board of Commissioners to see that the sponsored pension plans are managed in a manner designed to fund each plan to the fullest extent feasible, consistent with the Board's other fiscal responsibilities. The Board adopts a goal to achieve and maintain a funded status at a minimum of 100% of each plan's Pension Benefit Obligation, through contributions and investments. Contributions to the plans will be based on the recommendation of the annual actuary as a result of the actuarial valuation conducted for each Plan.

This policy shall be carried out through investment policies, administered by all Plan Trustees consistent with Board Policy or the requirements of the applicable collective bargaining agreement.

D. Investment Return Objectives. The investment return objective for each Plan's total portfolio should be a real (inflation adjusted) annual rate of return as measured over a planning horizon that will meet the Plan actuarial assumption. The real rate of return may deviate from this expected level of return during any single measurement period.

E. Monitoring and Control Procedures. The Administrative Pension Committee for each Plan will meet at least once each quarter to receive reports on each Plan's performance, including:

1. Quarterly changes in the equity portfolio (composite characteristics) of each equity manager relative to historic pattern, volatility and style.
2. The quarterly investment performance of each equity portfolio manager compared to the performance of a broad universe of equity managers as well as a group of other managers following the same investment style.
3. Evaluate and determine whether the managers continue to satisfy the evaluation criteria as outlined in the Plan's Investment Policy.

F. Duties of each Administrative Pension Committee Trustees *(revised 4/27/2018)*. The Administrative Pension Committee Trustees shall retain the services of an:

1. Actuarial Firm through a competitive bid or request for proposal process every five years. . The actuaries retained shall be Members of the Academy of Actuaries (MAAA) , with a minimum five years consulting experience with Public Retirement Systems.

2. Auditing Firm to conduct an annual audit of the plan at the end of the plan year. The auditing firm shall be secured through a competitive bid process every five years. The Auditing firm retained shall be a Certified Public Accountant and have a minimum of five years' experience in public accounting.

3. Investment Advisor to regularly review the performance of each Plan's investment portfolio to:

   a. Recommend an investment policy for each plan designed to freely fund the Plan.
   b. Establish an asset allocation to provide adequate returns at an acceptable level of volatility, and, meet the liquidity needs of the Plan, i.e., expenses and retirement benefits payments.
   c. Provide Trustees objective performance information on investment managers to enable Trustees to make informed decisions on the selection and retention of investment managers.

   The Administrative Pension Trustees may from time to time change the investment objective of the plans based on the recommendation of the Investment Advisor.

   Investment Advisor Selection Criteria shall be:

   a. a minimum of ten years of investment consulting experience,
   b. a $10 billion client base;
   c. no conflict of interest with brokerage firms or investment management products; and
   d. a client base of public pension funds and, for the union plans, Taft-Hartley plan clients.

4. Attorney to provide legal advice to Administrative Pension Committee Trustees to ensure Plan compliance with state and federal mandated laws and regulations. Due to the complexity of the tax laws applicable to pension plans and the rules relating to governmental plans, the attorney retained shall have a practice including pension and employee benefit law and a minimum of ten years' experience in the specialty.

5. Custodian and Recordkeeper to maintain the assets of the Plans.

6. Investment Managers The Administrative Pension Committee will select Investment Managers based upon the following general selection criteria for prospective equity and fixed income managers.

   a. Audited or otherwise verifiable performance and portfolio data.
   b. Performance records of a sufficient duration to include a variety of economic and market environments; this would generally require at least 5 years of verifiable performance data for each Investment Manager.
   c. Demonstration of a long-term record of performance superiority over other managers of the same style.

7. Third Party Administrator (TPA) to administer the daily operations of the plans, including:

   a. Quarterly Reporting
   b. Communications to Participants and Committees
   c. Pension Calculations and Review, based on detailed plan provision complexities
   d. Pension Database Maintenance
   e. Participant and Plan Sponsor Website

Due to the complexity of the BSD pension plans, the TPA must have extensive experience in pension plan administration, sophisticated administration software and an emphasis on internal and external client communications.

The Administrative Pension Committees shall approve all disbursements from Plan funds, and oversee all administrative actions in accordance with the Plan document and applicable law and regulations (including, but not limited to, the provisions of the United States Internal Revenue Code applicable to qualified retirement plans).

G. Plan Structure ***(revised 6/26/09, 01/29/10 and 4/27/2018)***:

1. The Two Pension Plans for Hourly Employees cover full-time employees of Division 788, the Amalgamated Transit Union, Operations, & Maintenance Unit and Clerical Unit; and the International Brotherhood of Electrical Workers, Local 2 and Local 309.

   The Hourly Employees' Pension Plans are collectively bargained and jointly trusted by an equal number of union and management representatives. The collective bargaining agreements govern the benefit formulas, plan amendments and Agency/employee funding levels. The Hourly Employees' Pension Plans require mandatory participation for eligible employees. Employees contribute a contractually negotiated

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2. The Pension Plan for Salaried Employees is a defined benefit plan covering all eligible full-time salaried employees.

   The 401(k) Retirement Savings Plan provides a voluntary defined contribution plan for full-time salaried employees, full-time Paratransit Van Operators in the Division 788, Amalgamated Transit Union, Call-A-Ride Unit and all full-time IBEW employees; and an Agency funded defined contribution plan for full-time eligible salaried employees.

   The Board of Commissioners shall approve Plan amendments.

H. Review and Revision of this Statement of Policy *(revised 4/27/2018)*. The Board Audit, Finance and Administration Committee will periodically review these policies to ensure that they are still reflective of the Agency's pension Plans.

Open Session Item

13

Bi-State Development
Board of Commissioners
Agenda Item
April 27, 2018

From:	John M. Nations, President and CEO
Subject:	Metro Reimagined Project Update
Disposition:	Information
Presentation:	Raymond A. Friem, Executive Director Metro Transit; and Jessica Mefford-Miller, Assistant Executive Director, Planning & System Development, Metro Transit

Objective:
To provide to the Board of Commissioners a progress overview of *Metro Reimagined*, an in-depth examination of the performance of the MetroBus system that will conclude in summer 2018 with a new strategy for designing and operating service for the next 5 – 10 years.

Committee Disposition:
This item was presented and discussed at the Operations Committee Meeting on March 13, 2018. The Committee recommended that this information be presented at the meeting of the Board of Commissioners on April 27, 2018.

Board Policy:
Board Policy Chapter 10.040, Section 5, OPERATIONS COMMITTEE (revised 11/18/11). The purpose of this Committee is to provide operational and program oversight of all current and proposed operations plans to ensure that such plans accord with the strategic direction set for the Agency by the Board. The Committee will:

- Regularly review guidelines for the execution of the transit service, including system performance, geographical coverage, levels of service, and consumer interfaces.
- Monitor system safety issues and system performance in conformance with regulatory requirements under programs such as Title VI and ADA.
- Review management's recommendations concerning development opportunities created by the Agency's expansions of service and investments in infrastructure, and review activities supporting the implementation of the *Moving Transit Forward* plan including regular updates of same.
- Make regular reports of its findings and/or recommendations to the full Board of Commissioners.

Funding Source:
Funding was accommodated in the FY17-18 Operating Budget.

Background:
The *Metro Reimagined* project team has completed a detailed analysis of Metro's service performance, market conditions and operations. A summary of this work and public engagement results is included in **Appendix A**. This analysis and engagement informed the development of guiding principles for the new network plan:

- Provide mobility based on **existing** and **future** needs
- Value **personal mobility** in the quality of life and economic vitality of the region
- Embrace **best practice strategies** and **innovate mobility options**
- Work with our partners to build an **effective** and **efficient** integrated system
- Progress **within our current and potential financial capacity**

The draft *Metro Reimagined* plan will recommend an array of service strategies guided by these principles and matched to corresponding transit markets that are designed to improve performance in the following key areas:

1. Cost effectiveness
2. Ridership
3. Customer experience

Analysis:

The draft *Metro Reimagined* plan outlines a core fixed-route MetroBus network that prioritizes service frequency and minimizes route deviations, and is supported by proposed market areas for "community mobility solutions" that will utilize alternative service strategies and new technologies to complete our transit network more effectively. This tiered network of service strategies better matches service to geographic markets across the region. Some of Metro's routes will retain most of their current shape, while others are being modified to improve directness and travel time:

Proposed service tiers include:

1. **Enhanced Frequent**: Currently high-performing routes will provide a minimum of 15-minute service during peak and mid-day operating hours. *Metro's highest performing routes, like the #70 Grand, #11 Chippewa, and #61 Chambers will be included in this category.*
2. **Local**: The majority of bus routes across the network will provide a minimum of 30-minute service during peak and mid-day hours (including on the weekend). *This service tier will include supporting routes that connect to the Enhanced Frequent network and serve local markets, such as routes that serve communities like Maplewood, Spanish Lake, Southwest City, etc. Many of these routes will change from their path.*
3. **Commute/Express**: Express routes will provide 5-6 trips in the morning and evening peak operating hours to service specific job and population centers. *This includes routes such as the #40X I-55 Express and #410X Eureka Express, which will operate with more limited stops and connect commuters directly to major employment centers including Downtown and the Central West End.*

4. **Community Mobility**: For those markets that may not be well suited to fixed-route service because of low density, lack of transit-supportive infrastructure, or where there is substantial demand for short-distance trips, Metro will utilize a variety of new mobility strategies such as microtransit and other on-demand services, including van- and car-pooling, etc. This service is intended to complete Metro's network coverage, and is likely to be brokered by Metro and supported by partnerships with institutions and other providers. *An example of a community mobility solution that could be developed is a local circulator that provides service within a predetermined zone or along a corridor in response to demand, or an extension of Downtown Inc.'s ongoing mobility on demand pilot project in Downtown St. Louis.*

Metro will present this draft *Metro Reimagined* plan, including service tiers and corresponding maps, to the public and stakeholders beginning in mid-March 2018. The objective of these engagements is to share general information about the draft plan, including the key conclusions of the analysis driving the creation of the *Metro Reimagined* plan; project goals and guiding principles; the proposed core network routes and service levels; and options for community mobility solutions. This process will include the following community engagements:

- Key internal and external stakeholder meetings to discuss this draft plan (March 2018)
- Public meetings at Metro transit facilities and other community locations to share this draft plan with customers and the general public (March - April 2018)
- Meetings with partners and interested groups to share this draft plan and obtain feedback (March – April 2018)
- Online survey to gather comments and feedback about the draft plan through spring 2018

The project team will incorporate community feedback into a revision of the *Metro Reimagined* plan in late spring 2018. This service plan, and an accompanying financial, capital, and implementation plan, will be presented to the Metro Board of Commissioners, the public and key stakeholders in late spring 2018.

Board Action Requested:
No action required, for information only.

Attachment: Metro Reimagined Presentation

Appendix A: Service Evaluation, Market Assessment, and Community Engagement Results Summary

Service Evaluation Conclusions

Successes

1. Metro's high on-time performance and reliable transit vehicles translate to high reliability – delivering the service promise every day, every trip. This provides a strong network foundation from which to build *Metro Reimagined* and will become increasingly important under a likely future where Metro becomes a key part of *Mobility as a Service* scenarios in the St. Louis region.
2. Metro's core service area includes several strong ridership corridors. The top ten ridership routes (70, 95, 11, 90, 74, 94, 10, 61, 30, 35) account for nearly half (46%) of all bus boardings. These routes will become the buildings blocks of a core frequent network in *Metro Reimagined*.
3. Metro has a relatively low average subsidy per passenger, which indicates an effective management of resources, contributing to agency's financial stability. Efficient resource utilization and effective matching of the Metro network and mobility service options to their appropriate market typology will be key to maintaining and improving financial effectiveness in *Metro Reimagined*.

Service Challenges

1. Compared to peer agencies, Metro has a limited per capita market capture, and MetroBus ridership represents a smaller ridership share of the system than would be expected based on system size. *Metro Reimagined* will need to expand transit's market and geographic reach through network and service changes including potentially new mobility partners.
2. Currently, there is a significant gap in the types of services provided by Metro. Metro primarily operates two tiers of service – light rail and local bus. Clearly defining network roles for each route would allow operations to be more effectively tailored to specific markets and travel needs.
3. Metro currently operates most Local MetroBus routes at a 40-minute base frequency, and no routes below a 12-minute frequency. These irregular frequencies are difficult for customers to remember, and are far from the ideal frequency target for spontaneous use of 10-minutes.
4. Within the Outer Core, effective travel speed is significantly slower than in the Core area because of low frequencies and indirect route designs.

Service Opportunities

1. Within the St. Louis Region there are multiple mobility options available in addition to Metro. This provides an opportunity for Metro to partner with rideshare, car share, and bike share providers and responsible corporations and institutions. In areas that do not warrant fixed-route service, mobility partnerships would help to solve first-last mile connections.

2. As Metro begins to explore new service delivery options that more effectively serve existing and developing transit markets, existing transit centers will take on an increasingly important role. These locations have the potential to transition from solely transit hubs to full mobility centers, providing customers with connections to a range of mobility options beyond just transit. Outside of Metro's existing off-street transit centers, many of the best locations will be on-street hubs at major route intersections where creative community regeneration and enhancement will add value for both public mobility and community life. *Metro Reimagined* should explore where these are most needed and will provide the greatest return on investment through consultation with community partners.
3. Metro has several high performing corridors throughout the Core service area. These routes operate with above average frequencies and have above average productivity, representing the beginnings of a frequent core network that can be built upon. These are also likely to be key candidates for some form of enhanced arterial bus transit that will strengthen both the corridor and the network.

Market Assessment Conclusions

1. Dense development, activity centers, and multi-family housing tends to be located near transit, but make up a relatively small percentage of land use within service area.
2. Employment nodes in St. Louis County cluster around highway systems.
3. Transit is an under represented mode for trip purposes other than journey to work.
4. The St. Louis region is divided along racial, income and automobile ownership.
5. Most transit trips are short relative to all regional trips.
6. Population in St. Louis County is aging, while the City of St. Louis is getting younger.

Community Engagement Emergent Themes

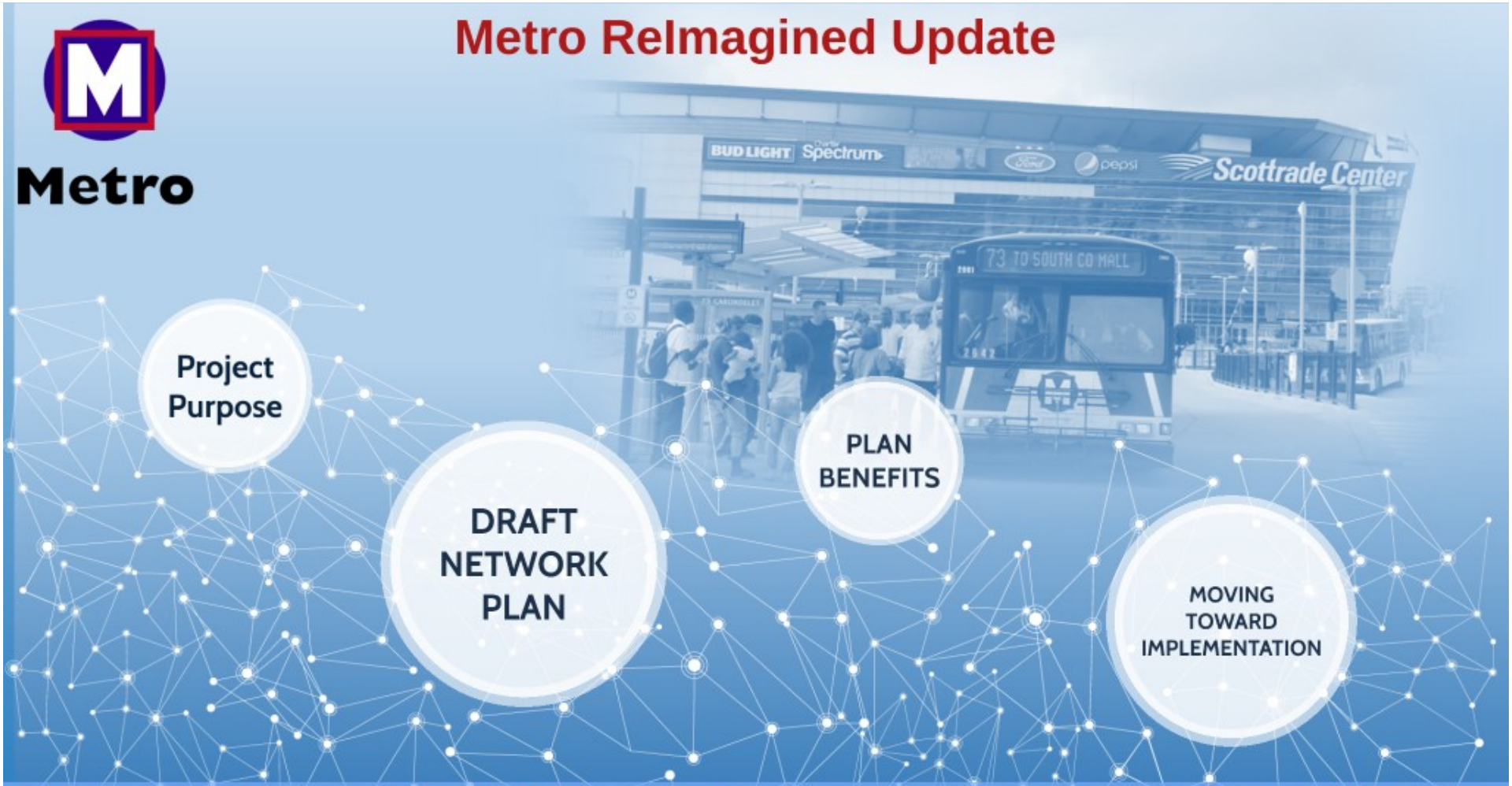
1. When asked which bus improvements they would most like to see implemented, consumers across all stakeholder groups consistently said they want faster, more direct trips, as well as increased bus frequency.
2. Current Metro customers (surveyed at transit stations) said they would most like to see enhancements to bus stops (like benches, shelters, and lighting) and extended service hours (specifically weekend service).
3. There is demand for better transit access to jobs/employment opportunities and to healthcare needs (doctor's appointments, etc.)

Open Session Item 13

Attachment

Metro ReImagined Update

Metro



Project Purpose

DRAFT NETWORK PLAN

PLAN BENEFITS

MOVING TOWARD IMPLEMENTATION

Bi-State Development Board of Commissioners

April 27, 2018

Project Purpose
Guiding Principles
What We Heard

Guiding Principles

Bi-State Development Mission

To improve the quality of life throughout the St. Louis bi-state region through excellence in planning, implementation and operation of enterprises that foster economic development for the benefit of its citizens and the nation.

Metro Key Brand Strategy

Metro Reimagined is part of a **Rider-Centric Revolution**

We're designing a system around **people** first.

Our operations, schedules, routes and service will all be built to meet the rider's needs.

Metro Reimagined will provide new & existing riders with an important alternative to the norm- and will do so with renewed commitment to **safety, service, friendliness and efficiency.**

Think Southwest Airlines - they operate with an upbeat attitude of **transparency, optimism and can-do spirit**.

Metro ReImagined Guiding Principles

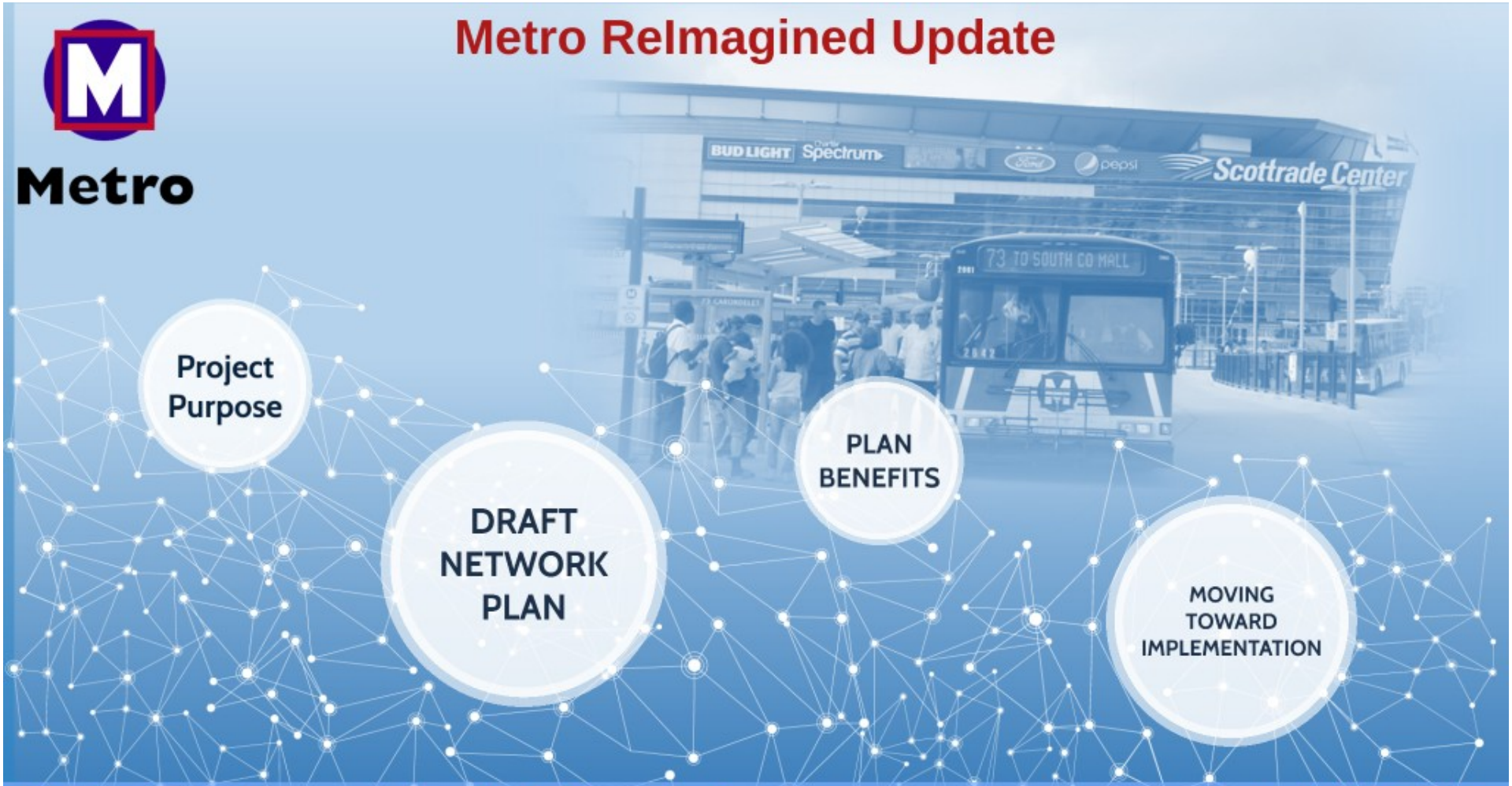
We recognize the value of mobility in **quality of life** and **economic development**. We provide mobility options based on **existing** and **future** needs that embrace **technology, innovation** and best practice strategies. We are working with our partners to build and deliver an **efficient, cost-effective and attractive mobilty network.**

What We Heard

Online Allocation Game Results

Metro ReImagined Update

Metro



Project Purpose

DRAFT NETWORK PLAN

PLAN BENEFITS

MOVING TOWARD IMPLEMENTATION

Bi-State Development Board of Commissioners

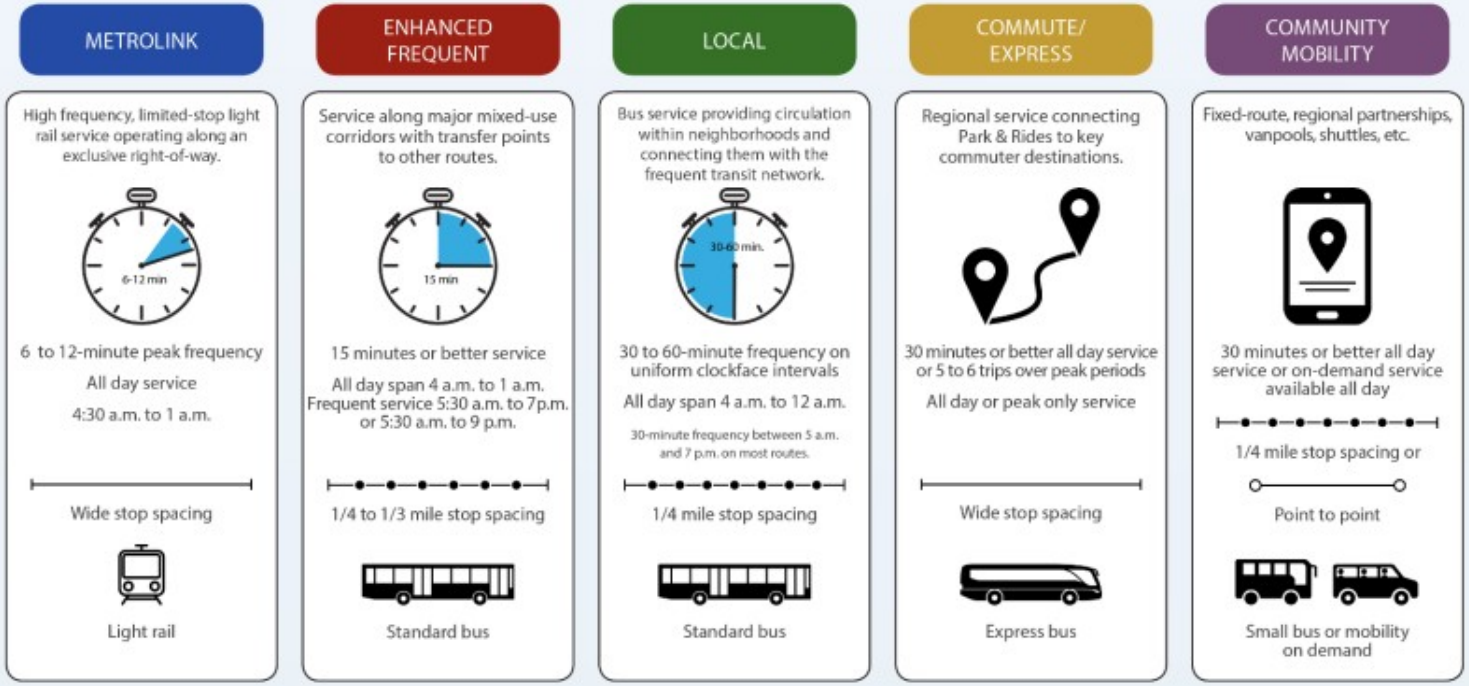
April 27, 2018

DRAFT NETWORK PLAN

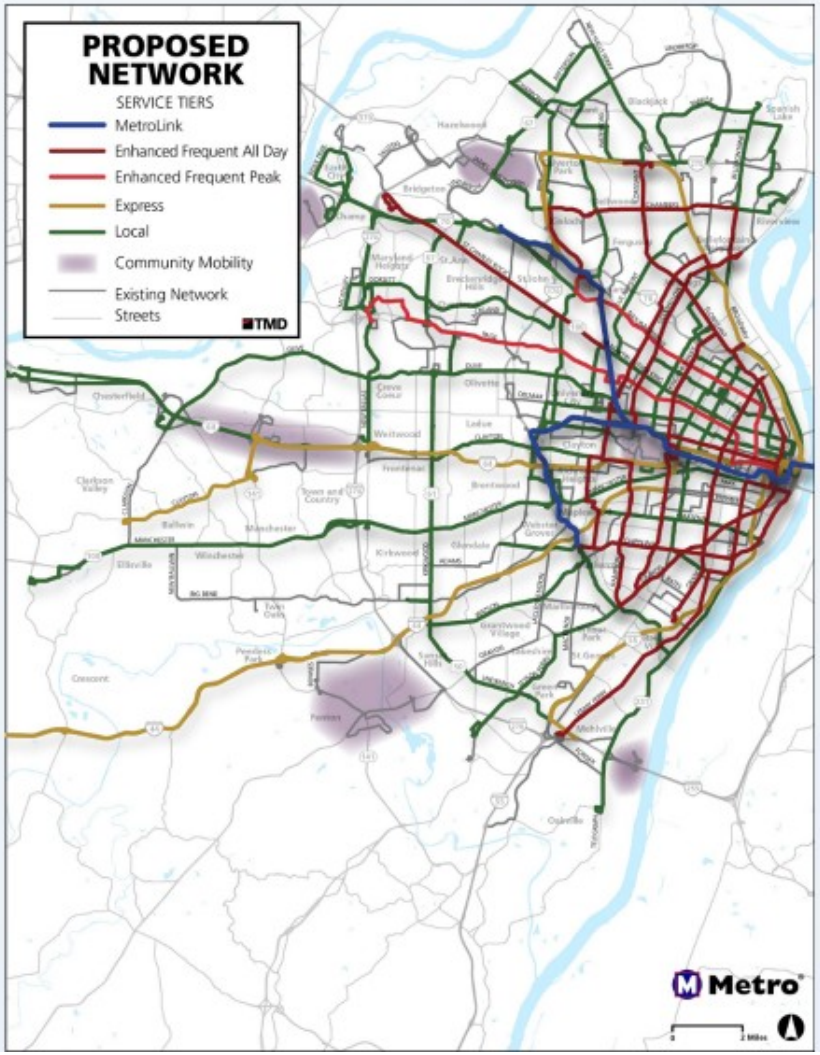
Plan Principles

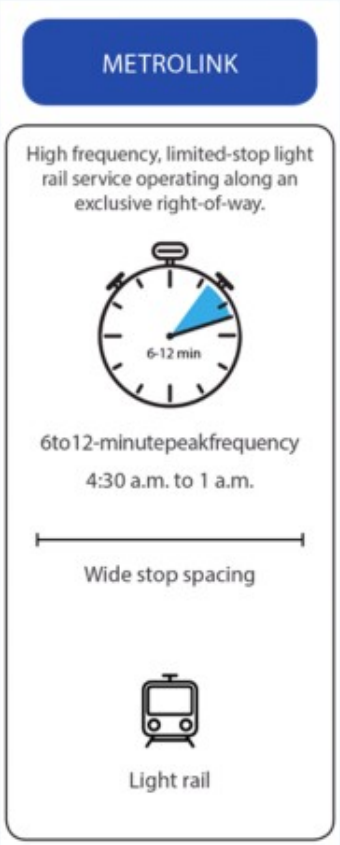
Mobility Markets	Mobility Solutions
Density & Busy Corridors	Enhanced Frequent
Supporting Neighborhoods	Supporting Local
Job Access & Last Mile	Community Partnerships

Mobility Toolkit



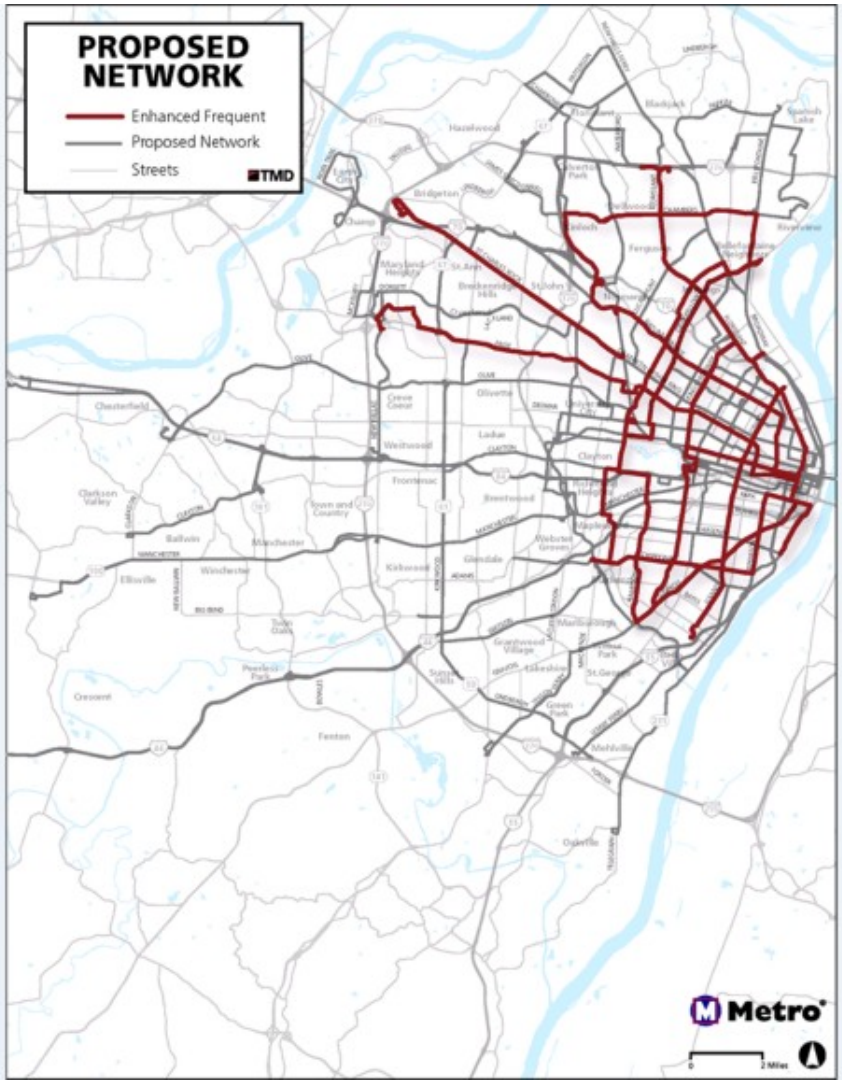
Proposed Network

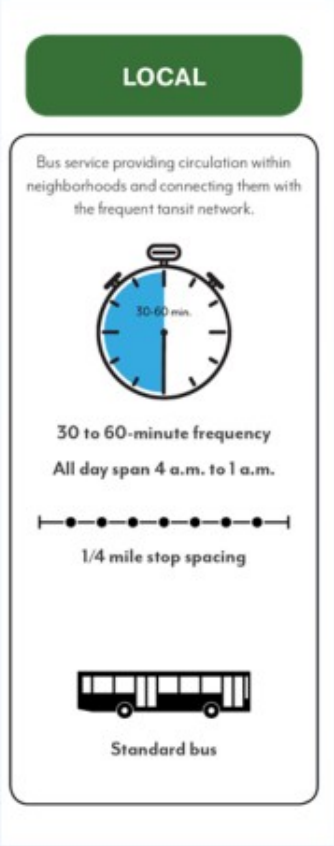


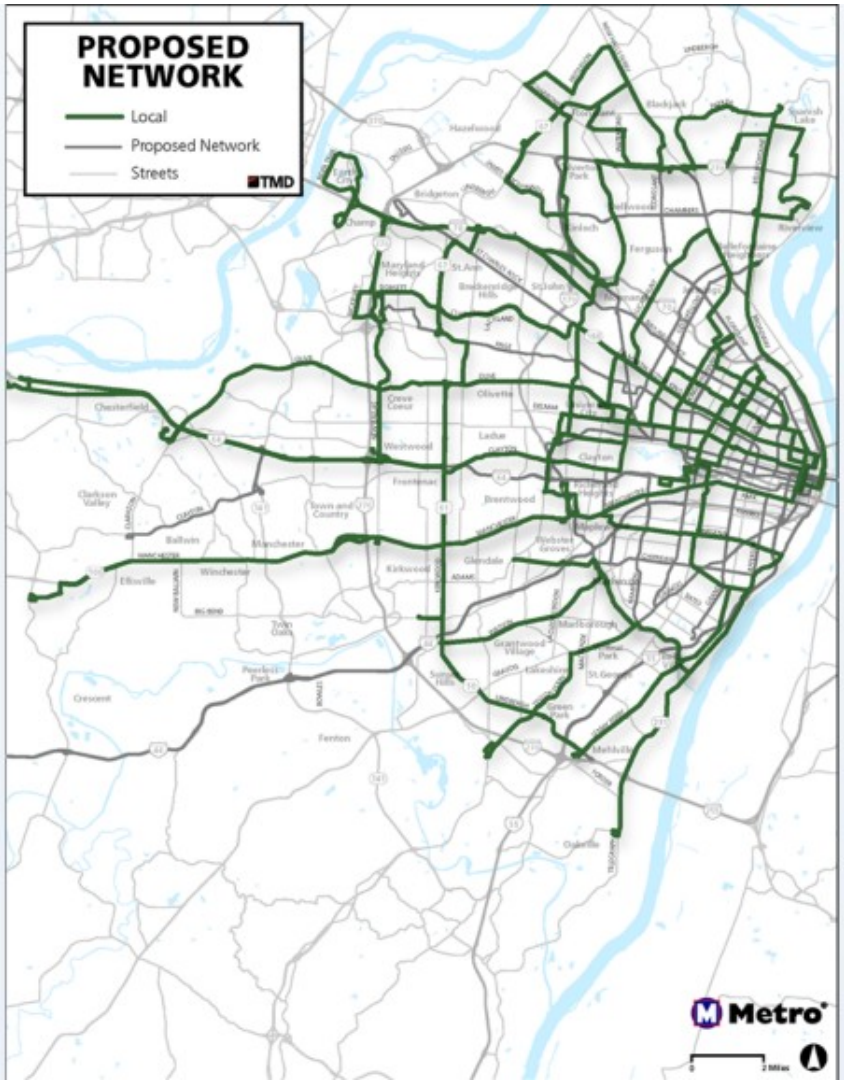

METROLINK
High frequency, limited-stop light rail service operating along an exclusive right-of-way.
6-12 min
6to12-minutepeakfrequency
4:30 a.m. to 1 a.m.
Wide stop spacing
Light rail

PROPOSED NETWORK
MetroLink
Proposed Network
Streets
TMD
Metro

ENHANCED FREQUENT
Service along major mixed-use corridors with transfer points to other routes.
15 min.
15 minutes or better service
All day span 4 a.m. to 1 a.m.
Frequent service 5:30 a.m. to 9 p.m.
1/4 to 1/3 mile stop spacing
Standard bus


PROPOSED NETWORK
Enhanced Frequent
Proposed Network
Streets
TMD
Metro
0
2 Miles


LOCAL
Bus service providing circulation within neighborhoods and connecting them with the frequent tansit network.
30-60 min.
30 to 60-minute frequency
All day span 4 a.m. to 1 a.m.
1/4 mile stop spacing
Standard bus


PROPOSED NETWORK
Local
Proposed Network
Streets
TMD
Metro

COMMUTE/ EXPRESS

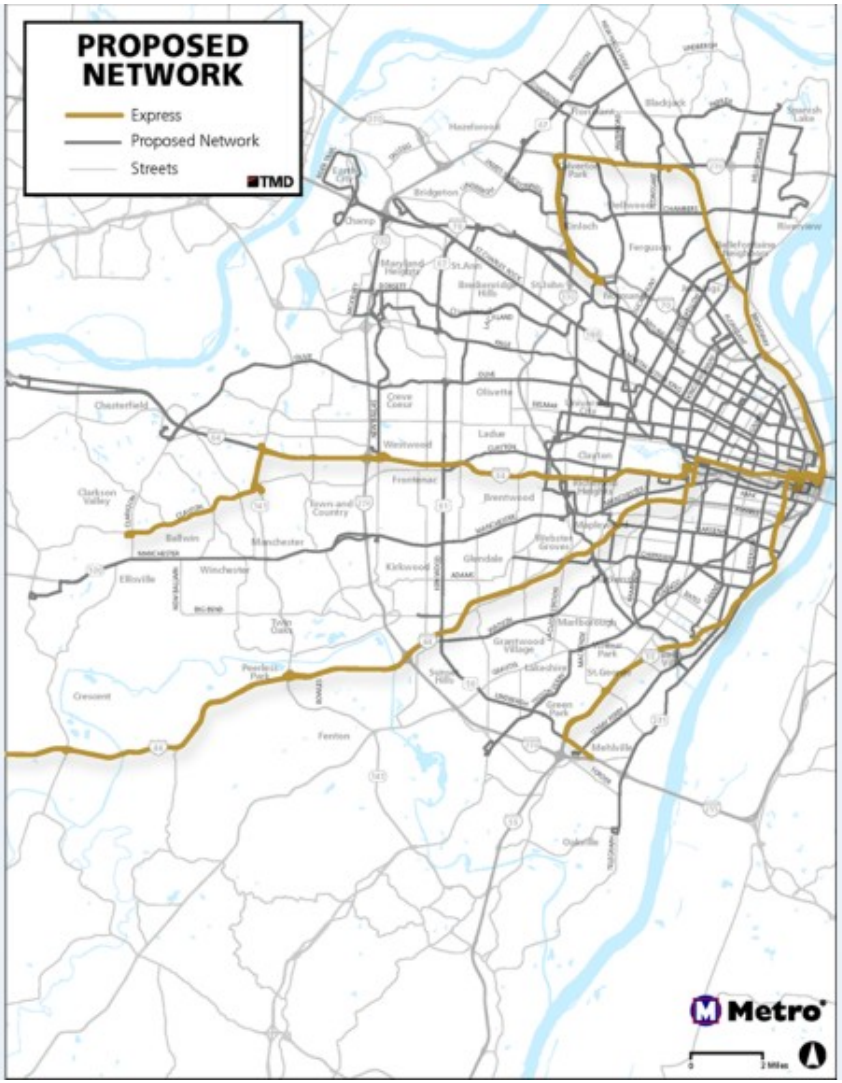
Regional service connecting Park & Rides to key commuter destinations.

30 minutes or better all day service or 5 to 6 trips over peak periods

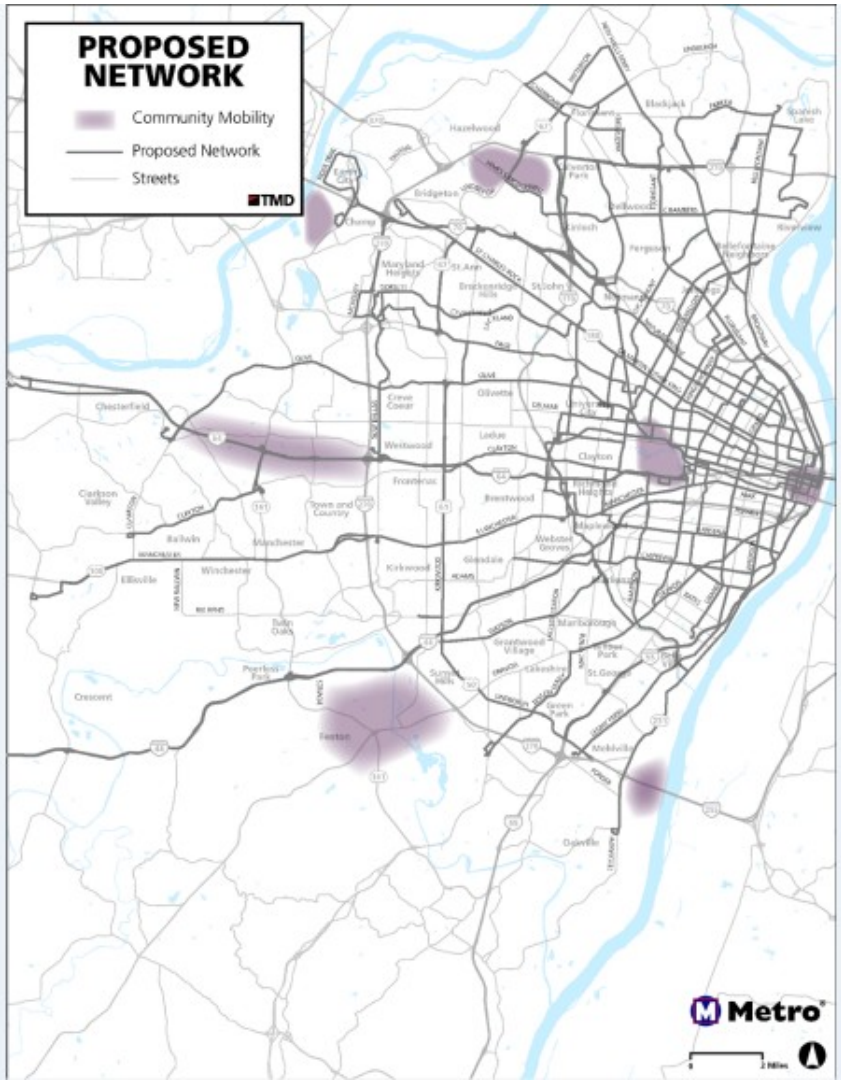
All day or peak only service

Wide stop spacing

Express bus



COMMUNITY MOBILITY
Fixed-route, regional partnerships, vanpools, shuttles, etc.
30 minutes or better all day service or on-demand service available all day
1/4 mile stop spacing or
Point to point
Small bus or mobility on demand


PROPOSED NETWORK
Community Mobility
Proposed Network
Streets
TMD
Metro

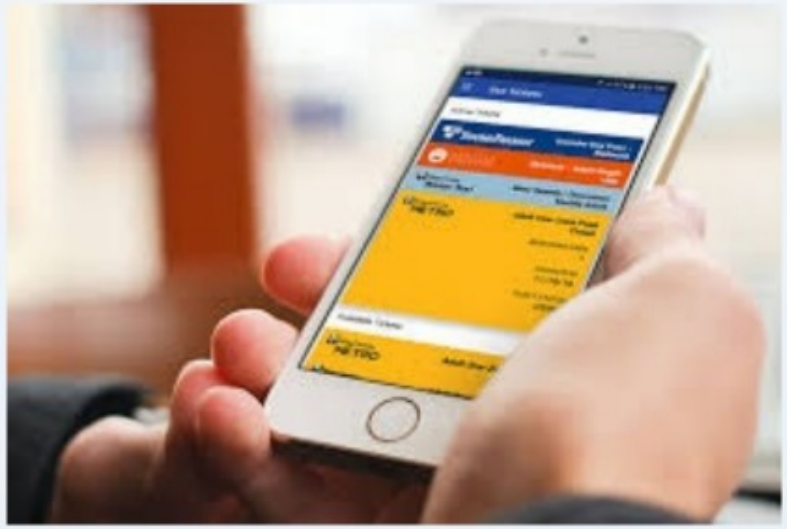
Supportive Improvements

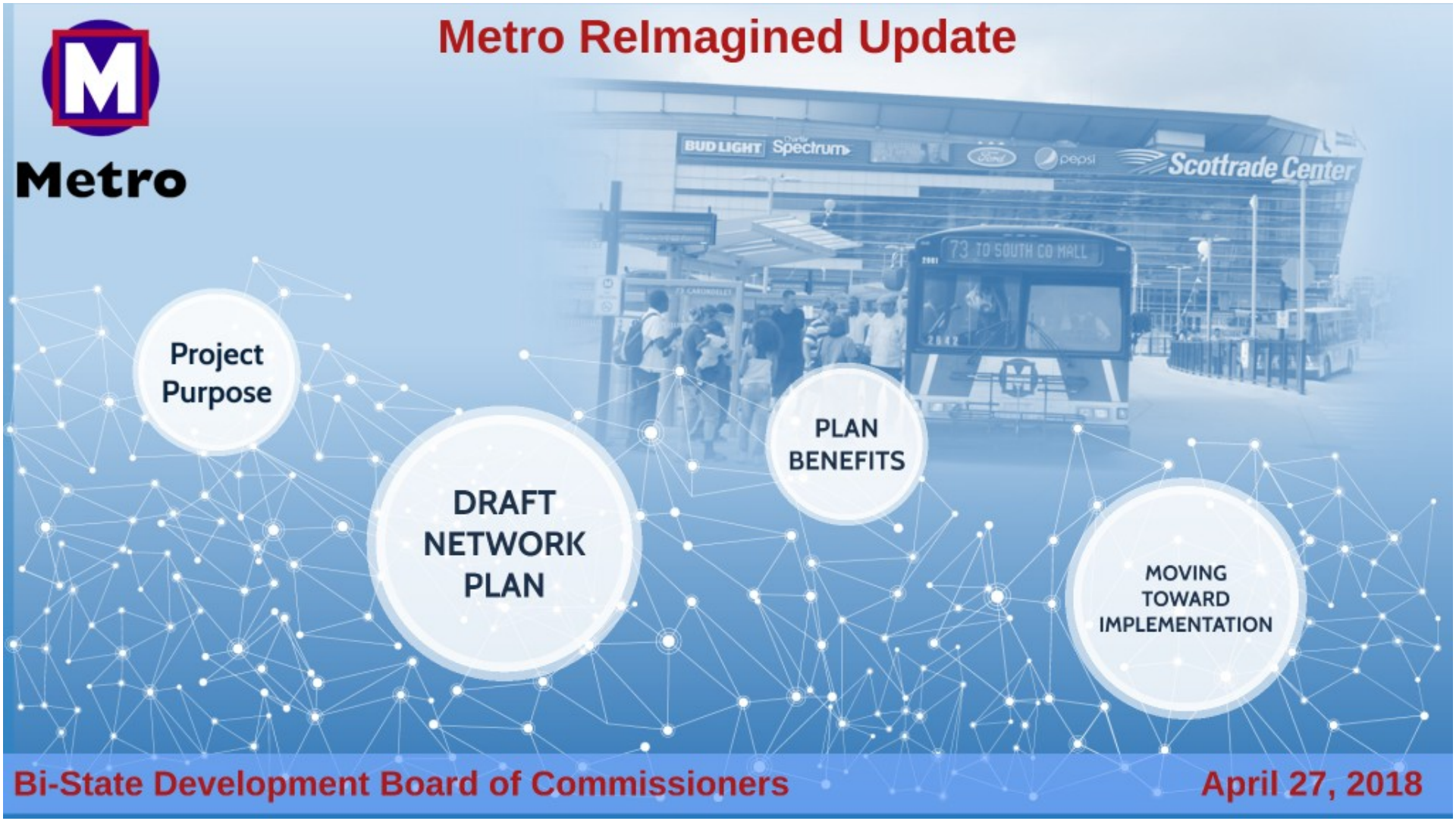
- New Community Mobility Hubs
- Enhanced frequent bus transit
  - Bus stops
  - Tech like transit priority
- New passenger amenities
- Branded vehicles
- Electric buses

Customer Connections

Customers want service that's **easy to use** and **designed for them**

- **Taking the guesswork out of trip planning**
  - Integrated trip planning
  - Real-time info via desktop, mobile, text and e-mail
  - Subscription alert system
- **Creating connections**
  - Messaging platform
- **Fare payment options**
  - Gateway Card
  - Mobile Ticketing




Metro Reimagined Update
Metro
Project Purpose
DRAFT NETWORK PLAN
PLAN BENEFITS
MOVING TOWARD IMPLEMENTATION
Bi-State Development Board of Commissioners
April 27, 2018

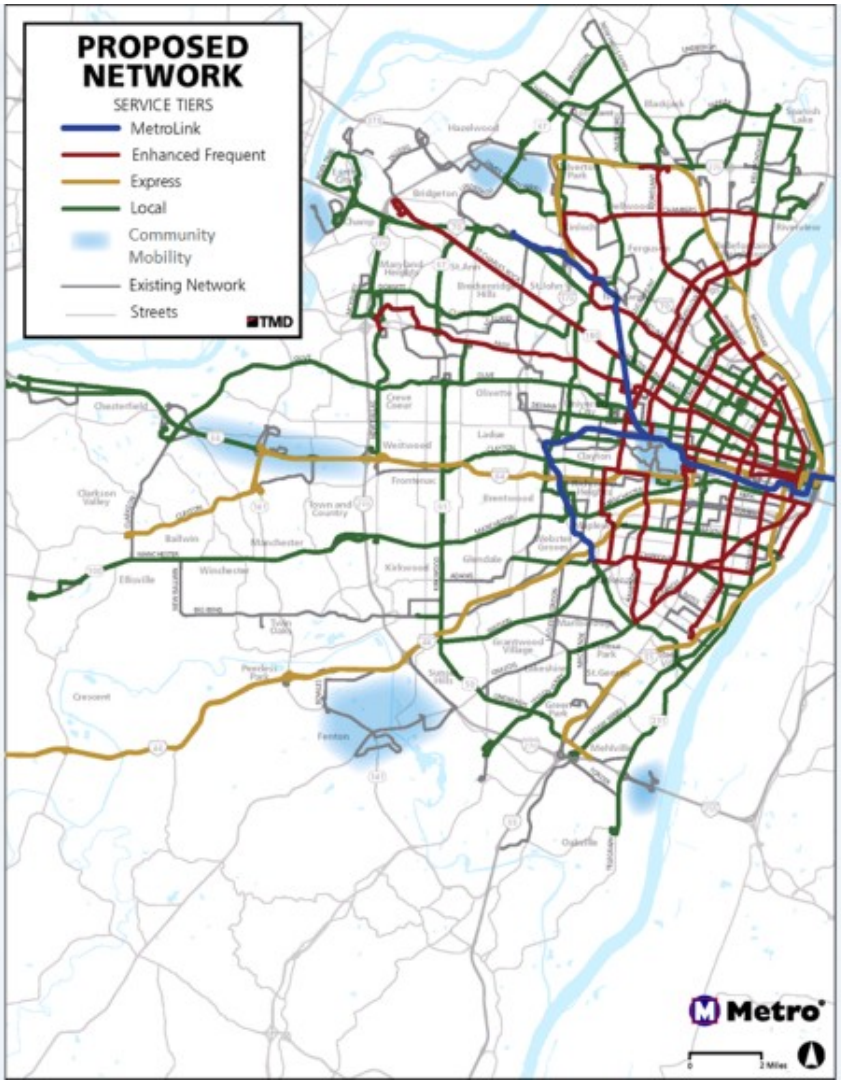
PLAN BENEFITS

Proposed Network Features

- More frequent routes
- Better MetroLink connections
- Purpose-driven service
- New Community Mobility options

Customer Experience Enhancements

- Faster travel
- Simpler, easier to understand network
- Customer-focused amenties
- Branded, attractive service



Frequency Benefits

- Proposed Frequent Network can be accessed by 56% of current riders
- 35% of all service-area residents and 43% employees will have access to frequent service
- Investment in 13 routes will make a major impact on 56% of today's riders

	Frequent Network (15 Minutes or Better)	
	Existing	Proposed
Riders	**48,600** riders have access to frequent service	**72,000** riders will have access to frequent service
People	**220,500** people have access to frequent service	**467,800** people will have access to frequent service
Jobs	**269,500** jobs have access to frequent service	**441,100** jobs will have access to frequent service

Based on ½ mile

Metro ReImagined Update

Metro

Project Purpose

DRAFT NETWORK PLAN

PLAN BENEFITS

MOVING TOWARD IMPLEMENTATION

Bi-State Development Board of Commissioners

April 27, 2018

MOVING TOWARD IMPLEMENTATION

Planned Community Outreach

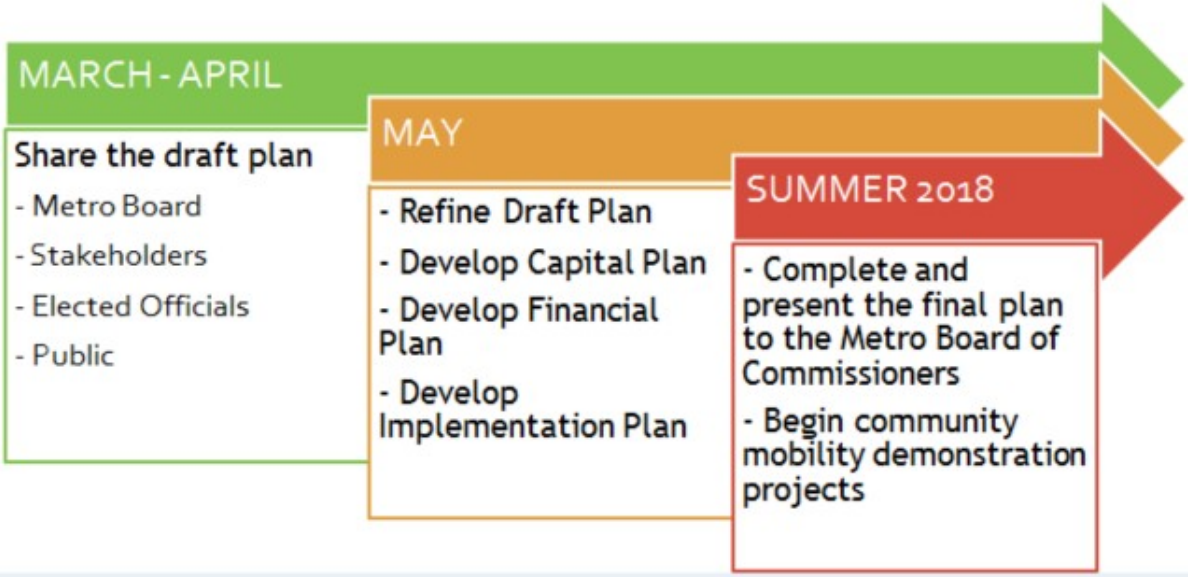
Stakeholder Meetings

Public Open Houses

Online Interactive Mapping Tool

Drop-In Sessions at Major Stops

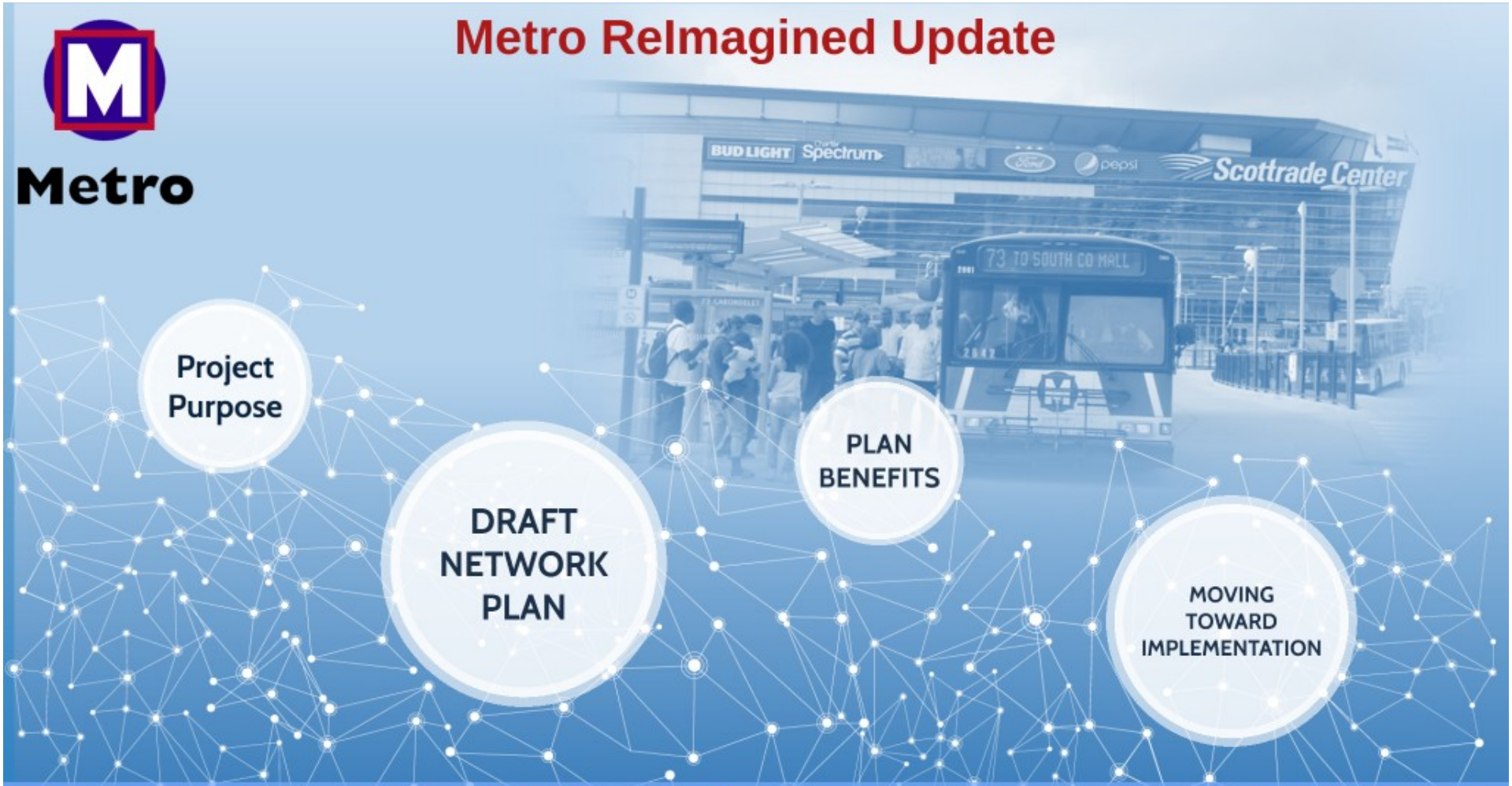
Next Steps


MARCH - APRIL
Share the draft plan
- Metro Board
- Stakeholders
- Elected Officials
- Public
MAY
- Refine Draft Plan
- Develop Capital Plan
- Develop Financial Plan
- Develop Implementation Plan
SUMMER 2018
- Complete and present the final plan to the Metro Board of Commissioners
- Begin community mobility demonstration projects

QUESTIONS?

Metro ReImagined Update

Metro



Project Purpose

DRAFT NETWORK PLAN

PLAN BENEFITS

MOVING TOWARD IMPLEMENTATION

Bi-State Development Board of Commissioners

April 27, 2018

Open Session Item

14

2018 QUARTERLY FINANCIAL STATEMENTS

Second Quarter

Ending December 31, 2017

BI·STATE DEVELOPMENT

Bi-State Development of the Missouri-Illinois Metropolitan District

To: John M. Nations
President and Chief Executive Officer

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

Date: February 1, 2018

Subject: Bi-State Development Financial Statements – December 2017

Enclosed is the financial statement package for December 31, 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 $1.43 billion and a net loss before depreciation of $1.2 million for the six months ending December 31, 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 $39.7 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 six months ended December 31, 2017, BSD has a net loss before depreciation of $1.2 million compared to a budgeted income of $1.3 million for a negative variance of $2.5 million. Metro and the Gateway Arch Tram represent 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	$ 153,057	$ 206,055	$ 375,463	$ (52,998)	$ (222,406)
Gateway Arch Tram	398,392	887,422	531,913	(489,030)	(133,521)
Metro	789,224	1,127,863	9,130,815	(338,639)	(8,341,591)
St. Louis Downtown Airport	37,617	21,123	(41,634)	16,494	79,251
Riverfront Attractions	494,735	379,252	342,888	115,483	151,847
St. Louis Regional Freightway	(257,871)	(358,192)	(177,325)	100,321	(80,546)
BSD Research Institute	18,773	(25,741)	46,744	44,514	(27,971)
Arts In Transit, Inc.	15,212	(25,400)	15,630	40,612	(418)
Total Enterprise Funds	$ 1,649,139	$ 2,212,382	$ 10,224,494	$ (563,243)	$ (8,575,355)
Self-Insurance Funds					
Health	(4,864,041)	(14,376)	(303,737)	(4,849,665)	(4,560,304)
Casualty	824,352	(293,839)	(136,847)	1,118,191	961,199
Workers' Compensation	1,165,809	(588,423)	(180,113)	1,754,232	1,345,922
Total Self-Insurance Funds	$ (2,873,880)	$ (896,638)	$ (620,697)	$ (1,977,242)	$ (2,253,183)
Total Government Wide	**$ (1,224,741)**	**$ 1,315,744**	**$ 9,603,797**	**$ (2,540,485)**	**$ (10,828,538)**

Table 2 takes into account the impact of depreciation on the financial position of all enterprises resulting in a cumulative $39.7 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	$ 153,057	$ 204,836	$ 375,008	$ (51,779)	$ (221,951)
Gateway Arch Tram	177,114	797,969	524,219	(620,855)	(347,105)
Metro	(37,221,988)	(35,424,672)	(28,062,469)	(1,797,316)	(9,159,519)
St. Louis Downtown Airport	(668,504)	(764,128)	(783,857)	95,624	115,353
Riverfront Attractions	365,622	221,545	213,188	144,077	152,434
St. Louis Regional Freightway	(257,871)	(358,192)	(177,325)	100,321	(80,546)
BSD Research Institute	18,773	(25,741)	(46,315)	44,514	65,088
Arts In Transit, Inc.	15,212	(25,400)	(15,630)	40,612	30,842
Total Enterprise Funds	$ (37,418,585)	$ (35,373,783)	$ (27,973,181)	$ (2,044,802)	$ (9,445,404)
Self-Insurance Funds					
Health	(4,864,041)	(14,376)	(303,737)	(4,849,665)	(4,560,304)
Casualty	1,114,745	1,230	118,052	1,113,515	996,693
Workers' Compensation	1,461,264	590	(18,361)	1,460,674	1,479,625
Total Self-Insurance Funds	$ (2,288,032)	$ (12,556)	$ (204,046)	$ (2,275,476)	$ (2,083,986)
Total Government Wide	**$ (39,706,617)**	**$ (35,386,339)**	**$ (28,177,227)**	**$ (4,320,278)**	**$ (11,529,390)**

The Finance Division is available for any questions concerning the December 31, 2017 financial report.

Thank you.

BI·STATE DEVELOPMENT

Combined Financials

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

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Bi-State Development Agency of the Missouri-Illinois Metropolitan District
Bi-State Development Combined
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Assets					
Current assets					
Cash	$ 126,197,501	$ 12,788,246	$ 138,985,747	$ -	$ 138,985,747
Investments	119,673,088	-	119,673,088	-	119,673,088
Accounts and notes receivable	3,428,316	36,207	3,464,523	-	3,464,523
Interfund accounts receivable	-	10,033,529	10,033,529	(10,033,529)	-
Restricted accounts receivable	410,730	-	410,730	-	410,730
Federal, state and local assistance receivable	30,352,965	-	30,352,965	-	30,352,965
Materials and supplies inventory	10,186,138	-	10,186,138	-	10,186,138
Other current assets	4,959,006	513,956	5,472,962	-	5,472,962
Total current assets	295,207,744	23,371,938	318,579,682	(10,033,529)	308,546,153
Capital assets					
Capital assets - motorbus	386,820,383	-	386,820,383	-	386,820,383
Capital assets - paratransit	19,858,405	-	19,858,405	-	19,858,405
Capital assets - lightrail	1,609,626,589	-	1,609,626,589	-	1,609,626,589
Capital assets	71,992,833	-	71,992,833	-	71,992,833
Total capital assets	2,088,298,210	-	2,088,298,210	-	2,088,298,210
Accumulated depreciation	(1,256,585,980)	-	(1,256,585,980)	-	(1,256,585,980)
Total capital assets, net	831,712,230	-	831,712,230	-	831,712,230
Land	101,741,850	-	101,741,850	-	101,741,850
Construction-in-process	46,566,751	-	46,566,751	-	46,566,751
Total capital assets	980,020,831	-	980,020,831	-	980,020,831
Non-current assets					
Restricted investments	107,327,762	-	107,327,762	-	107,327,762
Deferred charges	13,531	-	13,531	-	13,531
Other non-current assets, net amort	118,058	-	118,058	-	118,058
Total non-current assets	107,459,351	-	107,459,351	-	107,459,351
Total assets	1,382,687,926	23,371,938	1,406,059,864	(10,033,529)	1,396,026,335
Deferred outflow of resources					
Deferred pension loss	17,063,208	-	17,063,208	-	17,063,208
Deferred pension expense	2,279,298	-	2,279,298	-	2,279,298
Deferred unfunded OPEB loss	9,325,404	-	9,325,404	-	9,325,404
Deferred loss on debt refunding	2,586,256	-	2,586,256	-	2,586,256
Total deferred outflow of resources	31,254,166	-	31,254,166	-	31,254,166
Total	$ 1,413,942,092	$ 23,371,938	$ 1,437,314,030	$ (10,033,529)	$ 1,427,280,501

Bi-State Development Agency of the Missouri-Illinois Metropolitan District
Bi-State Development Combined
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Liabilities					
Current liabilities					
Accounts payable	$ 6,979,619	$ -	$ 6,979,619	$ -	$ 6,979,619
Interfund accounts payable	2,849,301	7,184,228	10,033,529	(10,033,529)	-
Accrued expenses	20,099,530	110,200	20,209,730	-	20,209,730
Other current liabilities	38,206,012	-	38,206,012	-	38,206,012
Total current liabilities	68,134,462	7,294,428	75,428,890	(10,033,529)	65,395,361
Current liab payable from restricted assets					
Accounts payable and retention	264,877	-	264,877	-	264,877
Accrued interest payable	5,161,758	-	5,161,758	-	5,161,758
Short-term self-insurance	140,487	7,296,054	7,436,541	-	7,436,541
Medical self-insurance liability	-	2,428,000	2,428,000	-	2,428,000
Current portion of long-term debt	9,186,550	-	9,186,550	-	9,186,550
Total current liabilities payable from restricted assets	14,753,672	9,724,054	24,477,726	-	24,477,726
Total current liabilities	82,888,134	17,018,482	99,906,616	(10,033,529)	89,873,087
Non-current liabilities					
Other post-employment benefits	68,824,426	385,898	69,210,324	-	69,210,324
Long-term self-insurance	288,000	8,286,700	8,574,700	-	8,574,700
Long-term debt	532,162,682	-	532,162,682	-	532,162,682
Capital lease obligations	107,327,764	-	107,327,764	-	107,327,764
Unfunded pension liabilities	98,831,533	261,867	99,093,400	-	99,093,400
Other non-current liabilities	6,264,603	-	6,264,603	-	6,264,603
Total non-current liabilities	813,699,008	8,934,465	822,633,473	-	822,633,473
Total liabilities	896,587,142	25,952,947	922,540,089	(10,033,529)	912,506,560
Deferred Inflow of Resources					
Deferred gain on hedging instruments	2,645,748	-	2,645,748	-	2,645,748
Deferred pension gain 788 ATU and cl	4,828,908	-	4,828,908	-	4,828,908
Deferred pension gain IBEW	113,610	-	113,610	-	113,610
Deferred pension gain salaried	1,311,783	-	1,311,783	-	1,311,783
Total deferred inflow of resources	8,900,049	-	8,900,049	-	8,900,049
Net Position					
Net position - capital investments	498,978,974	-	498,978,974	-	498,978,974
Net position	46,894,512	(292,977)	46,601,535	-	46,601,535
Net income (loss)	(37,418,585)	(2,288,032)	(39,706,617)	-	(39,706,617)
Total net position	508,454,901	(2,581,009)	505,873,892	-	505,873,892
Total	$ 1,413,942,092	$ 23,371,938	$ 1,437,314,030	$ (10,033,529)	$ 1,427,280,501

Bi-State Development Agency of the Missouri-Illinois Metropolitan District
Bi-State Development Combined
Statement of Activities
For the Six Months Ended December 31, 2017
(unaudited)

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Revenue					
Passenger and service revenues	$ 28,291,886	$ -	$ 28,291,886	$ -	$ 28,291,886
Partnership fees	100,000	-	100,000	-	100,000
City of St. Louis	17,344,847	-	17,344,847	-	17,344,847
St. Louis County	68,174,751	-	68,174,751	-	68,174,751
St. Clair County Transit District	26,682,248	-	26,682,248	-	26,682,248
State of Missouri and Illinois	366,925	-	366,925	-	366,925
Federal funding	8,597,156	-	8,597,156	-	8,597,156
Other local/regional funding	361,922	-	361,922	-	361,922
Not-for-profit	248,100	-	248,100	-	248,100
Advertising, maint services, rental income	4,433,428	-	4,433,428	-	4,433,428
Interest income	1,290,438	53,559	1,343,997	-	1,343,997
Other operating revenue	212,333	-	212,333	-	212,333
Charges for services	-	23,241,304	23,241,304	(19,897,929)	3,343,376
Total revenue	156,104,034	23,294,863	179,398,897	(19,897,929)	159,500,969
Expense					
Wages and benefits	100,060,378	982,841	101,043,219	-	101,043,219
Services	15,483,065	114,960	15,598,025	-	15,598,025
Fuel and lube consumed	5,018,079	-	5,018,079	-	5,018,079
Materials and supplies	12,429,788	3,985	12,433,773	-	12,433,773
Utilities	3,676,422	2,703	3,679,125	-	3,679,125
Casualty and liability costs	5,033,889	584,689	5,618,578	-	5,618,578
Other expenses	2,256,238	(44,260)	2,211,978	-	2,211,978
Interest expense	9,470,721	-	9,470,721	-	9,470,721
Unrealized gain (loss) on investments	(464,701)	-	(464,701)	-	(464,701)
Contribution to outside entities	1,487,343	-	1,487,343	-	1,487,343
Other non-operating expense	3,673	-	3,673	-	3,673
Claims paid and insurance administrative costs	-	24,523,825	24,523,825	(19,897,929)	4,625,897
Total expense	154,454,895	26,168,743	180,623,638	(19,897,929)	160,725,710
Income (loss) before depreciation	1,649,139	(2,873,880)	(1,224,741)	-	(1,224,741)
Depreciation and amortization expense	38,481,876	-	38,481,876	-	38,481,876
Net income (loss) before transfers	(36,832,737)	(2,873,880)	(39,706,617)	-	(39,706,617)
Net transfers in (out)	(585,848)	585,848	-	-	-
Net income (loss)	$ (37,418,585)	$ (2,288,032)	$ (39,706,617)	$ -	$ (39,706,617)

BI·STATE DEVELOPMENT

Business Divisions

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

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Bi-State Development Agency of the Missouri-Illinois Metropolitan District
Business Divisions
Quarterly Statement of Financial Position
December 31, 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	$ 4,012,059	$ 13,982,926	$ 171,169	$ 638,208	$ 107,260,619	$ 44,500	$ 11,113	$ 76,907	$ 126,197,501	$ -	$ 126,197,501
Investments	-	-	-	-	119,673,088	-	-	-	119,673,088	-	119,673,088
Accounts and notes receivable	21,831	105,528	13,939	156,139	3,078,324	52,126	429	-	3,428,316	-	3,428,316
Interfund accounts receivable	2,854,278	-	169,770	-	7,583,618	-	-	-	10,607,666	(10,607,666)	-
Restricted accounts receivable	-	-	-	-	410,730	-	-	-	410,730	-	410,730
Federal, state and local assistance receivable	-	(204,383)	-	-	30,557,348	-	-	-	30,352,965	-	30,352,965
Materials and supplies inventory	-	-	44,942	61,074	10,080,122	-	-	-	10,186,138	-	10,186,138
Other current assets	40,578	39,300	70,057	48,705	4,700,366	-	60,000	-	4,959,006	-	4,959,006
Total current assets	6,928,746	13,923,371	469,877	904,126	283,344,215	96,626	71,542	76,907	305,815,410	(10,607,666)	295,207,744
Capital assets											
Capital assets - motorbus	-	-	-	-	386,820,383	-	-	-	386,820,383	-	386,820,383
Capital assets - paratransit	-	-	-	-	19,858,405	-	-	-	19,858,405	-	19,858,405
Capital assets - lightrail	-	-	-	-	1,609,626,589	-	-	-	1,609,626,589	-	1,609,626,589
Capital assets	23,883	13,957,364	5,109,041	52,767,545	-	-	135,000	-	71,992,833	-	71,992,833
Total capital assets	23,883	13,957,364	5,109,041	52,767,545	2,016,305,377	-	135,000	-	2,088,298,210	-	2,088,298,210
Accumulated depreciation	(23,883)	(7,079,442)	(3,875,521)	(36,569,170)	(1,209,037,964)	-	-	-	(1,256,585,980)	-	(1,256,585,980)
Total capital assets, net	-	6,877,922	1,233,520	16,198,375	807,267,413	-	135,000	-	831,712,230	-	831,712,230
Land	-	-	-	4,542,564	97,199,286	-	-	-	101,741,850	-	101,741,850
Construction-in-process	-	3,136,062	-	124,213	43,306,476	-	-	-	46,566,751	-	46,566,751
Total capital assets	-	10,013,984	1,233,520	20,865,152	947,773,175	-	135,000	-	980,020,831	-	980,020,831
Non-current assets											
Restricted investments	-	-	-	-	107,327,762	-	-	-	107,327,762	-	107,327,762
Deferred charges	-	-	-	13,531	-	-	-	-	13,531	-	13,531
Other non-current assets, net amort	-	-	-	-	118,058	-	-	-	118,058	-	118,058
Total non-current assets	-	-	-	13,531	107,445,820	-	-	-	107,459,351	-	107,459,351
Total assets	6,928,746	23,937,355	1,703,397	21,782,809	1,338,563,210	96,626	206,542	76,907	1,393,295,592	(10,607,666)	1,382,687,926
Deferred outflow of resources											
Deferred pension loss	-	-	-	-	17,063,208	-	-	-	17,063,208	-	17,063,208
Deferred pension expense	-	-	-	-	2,279,298	-	-	-	2,279,298	-	2,279,298
Deferred unfunded OPEB loss	-	-	-	-	9,325,404	-	-	-	9,325,404	-	9,325,404
Deferred loss on debt refunding	-	-	-	-	2,586,256	-	-	-	2,586,256	-	2,586,256
Total deferred outflow of resources	-	-	-	-	31,254,166	-	-	-	31,254,166	-	31,254,166
Total	$ 6,928,746	$ 23,937,355	$ 1,703,397	$ 21,782,809	$ 1,369,817,376	$ 96,626	$ 206,542	$ 76,907	$ 1,424,549,758	$ (10,607,666)	$ 1,413,942,092

Bi-State Development Agency of the Missouri-Illinois Metropolitan District
Business Divisions
Quarterly Statement of Financial Position
December 31, 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	$ 111,367	$ 441,821	$ 10,063	$ 1,000	$ 6,412,368	$ -	$ 3,000	$ -	$ 6,979,619	$ -	$ 6,979,619
Interfund accounts payable	1,017,919	2,470,584	1,089,809	563,862	7,322,195	972,030	20,568	-	13,456,967	(10,607,666)	2,849,301
Accrued expenses	267,866	74,539	109,000	72,700	19,560,525	14,900	-	-	20,099,530	-	20,099,530
Other current liabilities	-	29,817	12,688	4,204	38,135,652	15,000	8,651	-	38,206,012	-	38,206,012
Total current liabilities	1,397,152	3,016,761	1,221,560	641,766	71,430,740	1,001,930	32,219	-	78,742,128	(10,607,666)	68,134,462
Current liab payable from restricted assets											
Accounts payable and retention	-	264,877	-	-	-	-	-	-	264,877	-	264,877
Accrued interest payable	-	24,874	-	-	5,136,884	-	-	-	5,161,758	-	5,161,758
Short-term insurance	-	-	-	-	140,487	-	-	-	140,487	-	140,487
Current portion of long-term debt	-	156,550	-	-	9,030,000	-	-	-	9,186,550	-	9,186,550
Total current liabilities payable from restricted assets	-	446,301	-	-	14,307,371	-	-	-	14,753,672	-	14,753,672
Total current liabilities	1,397,152	3,463,062	1,221,560	641,766	85,738,111	1,001,930	32,219	-	93,495,800	(10,607,666)	82,888,134
Non-current liabilities											
Other post-employment benefits	922,573	5,411	324,850	364,531	67,068,774	138,287	-	-	68,824,426	-	68,824,426
Long-term insurance	-	-	-	-	288,000	-	-	-	288,000	-	288,000
Long-term debt	-	7,275,991	-	-	524,886,691	-	-	-	532,162,682	-	532,162,682
Capital lease obligations	-	-	-	-	107,327,764	-	-	-	107,327,764	-	107,327,764
Unfunded pension liabilities	191,121	56,889	281,766	57,516	98,239,149	5,092	-	-	98,831,533	-	98,831,533
Other non-current liabilities	-	-	-	-	6,264,603	-	-	-	6,264,603	-	6,264,603
Total non-current liabilities	1,113,694	7,338,291	606,616	422,047	804,074,981	143,379	-	-	813,699,008	-	813,699,008
Total liabilities	2,510,846	10,801,353	1,828,176	1,063,813	889,813,092	1,145,309	32,219	-	907,194,808	(10,607,666)	896,587,142
Deferred Inflow of Resources											
Deferred gain on hedging instruments	-	-	-	-	2,645,748	-	-	-	2,645,748	-	2,645,748
Deferred pension gain 788 ATU and clerica	-	-	-	-	4,828,908	-	-	-	4,828,908	-	4,828,908
Deferred pension gain IBEW	-	-	-	-	113,610	-	-	-	113,610	-	113,610
Deferred pension gain salaried	-	-	-	-	1,311,783	-	-	-	1,311,783	-	1,311,783
Total deferred inflow of resources	-	-	-	-	8,900,049	-	-	-	8,900,049	-	8,900,049
Net Position											
Net position - capital investments	-	16,564,117	1,233,520	20,865,152	460,316,185	-	-	-	498,978,974	-	498,978,974
Net position - unrestricted	4,264,843	(3,605,229)	(1,723,921)	522,348	48,010,038	(790,812)	155,550	61,695	46,894,512	-	46,894,512
Net income (loss)	153,057	177,114	365,622	(668,504)	(37,221,988)	(257,871)	18,773	15,212	(37,418,585)	-	(37,418,585)
Total net position	4,417,900	13,136,002	(124,779)	20,718,996	471,104,235	(1,048,683)	174,323	76,907	508,454,901	-	508,454,901
Total	$ 6,928,746	$ 23,937,355	$ 1,703,397	$ 21,782,809	$ 1,369,817,376	$ 96,626	$ 206,542	$ 76,907	$ 1,424,549,758	$ (10,607,666)	$ 1,413,942,092

Bi-State Development Agency of the Missouri-Illinois Metropolitan District
Business Divisions
Combining Statement of Activities by Business Division
For the Six Months Ended December 31, 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	$ -	$ 4,097,120	$ 1,771,481	$ 684,370	$ 21,810,312	$ -	$ -	$ -	$ 28,363,283	$ (71,397)	$ 28,291,886
Interfund administrative fees	1,886,255	-	-	-	-	-			1,886,255	(1,886,255)	-
Partnership fees	-	-	-	-	-	100,000	-	-	100,000	-	100,000
City of St. Louis	-	-	-	-	17,344,847	-	-	-	17,344,847	-	17,344,847
St. Louis County	-	-	-	-	68,174,751	-	-	-	68,174,751	-	68,174,751
St. Clair County Transit District	-	-	-	-	26,682,248	-	-	-	26,682,248	-	26,682,248
State of Missouri and Illinois	-	-	-	-	366,925	-	-	-	366,925	-	366,925
Federal funding	-	-	-	-	8,597,156	-	-	-	8,597,156	-	8,597,156
Other local/regional funding	-	-	-	-	361,922	-	-	-	361,922	-	361,922
Not-for-profit	-	-	-	-	-	-	215,000	33,100	248,100	-	248,100
Contributions	-	-	-	-	-	-	98,564	98,170	196,734	(196,734)	-
Advertising, maint services, rental income	148,681	3,989	74,688	63,456	4,137,029	5,585	-	-	4,433,428	-	4,433,428
Interest income	20,274	45,774	-	1,648	1,222,742	-	-	-	1,290,438	-	1,290,438
Other operating revenue	175,436	(77,059)	947	57,730	55,279	-	-	-	212,333	-	212,333
Total revenue	2,230,646	4,069,824	1,847,116	807,204	148,753,211	105,585	313,564	131,270	158,258,420	(2,154,386)	156,104,034
Expense											
Wages and benefits	1,362,890	973,445	716,732	490,107	96,330,803	186,401	-	-	100,060,378	-	100,060,378
Services	536,320	531,733	171,937	70,289	13,808,833	150,987	269,249	91,902	15,631,250	(148,185)	15,483,065
Fuel and lube consumed	-	-	24,621	7,027	4,986,431	-	-	-	5,018,079	-	5,018,079
Materials and supplies	6,652	131,774	254,733	45,763	11,989,414	440	1,012	1,119	12,430,907	(1,119)	12,429,788
Utilities	1,588	24,508	45,129	87,580	3,517,494	-	440	282	3,677,021	(599)	3,676,422
Casualty and liability costs	-	27,737	71,136	26,686	4,908,330	-	-	-	5,033,889	-	5,033,889
Other expenses	170,139	963,899	68,093	38,462	2,947,655	25,628	24,090	22,755	4,260,721	(2,004,483)	2,256,238
Interest expense	-	150,517	-	-	9,320,204	-	-	-	9,470,721	-	9,470,721
Unrealized gain (loss) on investments	-	-	-	-	(464,701)	-	-	-	(464,701)	-	(464,701)
Contribution to outside entities	-	867,819	-	-	619,524	-	-	-	1,487,343	-	1,487,343
Other non-operating expense	-	-	-	3,673	-	-	-	-	3,673	-	3,673
Total expense	2,077,589	3,671,432	1,352,381	769,587	147,963,987	363,456	294,791	116,058	156,609,281	(2,154,386)	154,454,895
Income (loss) before depreciation	153,057	398,392	494,735	37,617	789,224	(257,871)	18,773	15,212	1,649,139	-	1,649,139
Depreciation and amortization expense	-	221,278	129,113	706,121	37,425,364	-	-	-	38,481,876	-	38,481,876
Net income (loss) before transfers	153,057	177,114	365,622	(668,504)	(36,636,140)	(257,871)	18,773	15,212	(36,832,737)	-	(36,832,737)
Net transfers in (out)	-	-	-	-	(585,848)	-	-	-	(585,848)	-	(585,848)
Net income (loss)	$ 153,057	$ 177,114	$ 365,622	$ (668,504)	$ (37,221,988)	$ (257,871)	$ 18,773	$ 15,212	$ (37,418,585)	$ -	$ (37,418,585)

BI·STATE DEVELOPMENT

Executive Services

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Executive Services

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

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

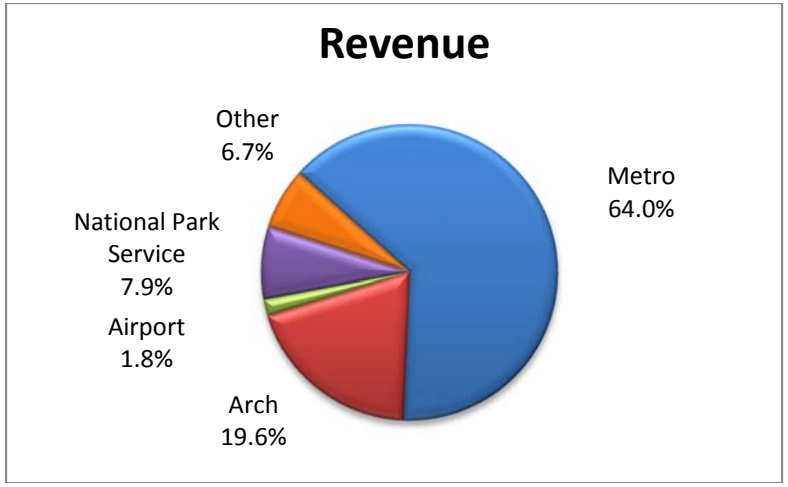
The 2017 Bi-State Annual meeting was held October 6, 2017 bringing together nearly 700 business and civic partners to highlight the accomplishments of Bi-State Development during the last year and chart the course for regional initiatives for the next 12 months. Mr. James Bullard, President and CEO of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

Financial Data

Income before depreciation is $153.1 thousand and 59.2% less than the prior year. Revenues are up 1.5% and expenses are up 14.0%, 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 $2.2 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 Six Months Ended December 31, 2017

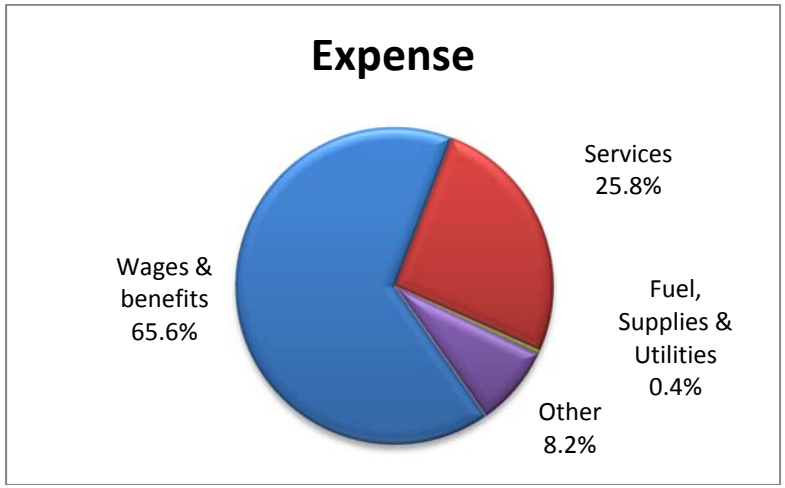
(Preliminary, subject to audit)

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

Wages and benefits are 13.3% greater than fiscal year 2017 and 0.6% less than budget, due to a year over year increase in personnel.

Services are 25.0% greater than fiscal year 2017 and 1.6% less than budget. An increasing need for consulting fees and outside services contribute to the increase from prior fiscal year.

Other expenses are 4.5% lower than fiscal year 2017.



Executive Services
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	$ 4,012,059	$ 4,221,526	$ (209,467)	(5.0)	$ 6,042,448	$ (2,030,389)	(33.6)
Accounts and notes receivable	21,831	36,622	(14,791)	(40.4)	216	21,615	n/a
Interfund accounts receivable	2,854,278	2,061,617	792,661	38.4	272,795	2,581,483	946.3
Other current assets	40,578	146,460	(105,882)	(72.3)	-	40,578	n/a
Total current assets	6,928,746	6,466,225	462,521	7.2	6,315,459	613,287	9.7
Capital assets							
Capital assets	23,883	23,883	-	-	56,240	(32,357)	(57.5)
Accumulated depreciation	(23,883)	(23,883)	-	-	(54,039)	30,156	55.8
Total capital assets, net	-	-	-	n/a	2,201	(2,201)	(100.0)
Total capital assets	-	-	-	n/a	2,201	(2,201)	(100.0)
Total assets	6,928,746	6,466,225	462,521	7.2	6,317,660	611,086	9.7
Total	$ 6,928,746	$ 6,466,225	$ 462,521	7.2	$ 6,317,660	$ 611,086	9.7

Executive Services
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	$ 111,367	$ 88,878	$ 22,489	25.3	$ 97,293	$ 14,074	14.5
Interfund accounts payable	1,017,919	368,865	649,054	176.0	211,957	805,962	380.2
Accrued expenses	267,866	267,119	747	0.3	268,298	(432)	(0.2)
Other current liabilities	-	130,000	(130,000)	(100.0)	10,000	(10,000)	(100.0)
Total current liabilities	1,397,152	854,862	542,290	63.4	587,548	809,604	137.8
Non-current liabilities							
Other post-employment benefits	922,573	922,573	-	-	856,907	65,666	7.7
Long-term insurance	-	-	-	n/a	300	(300)	(100.0)
Unfunded pension liabilities	191,121	191,121	-	-	565,501	(374,380)	(66.2)
Total non-current liabilities	1,113,694	1,113,694	-	-	1,422,708	(309,014)	(21.7)
Total liabilities	2,510,846	1,968,556	542,290	27.5	2,010,256	500,590	24.9
Net Position							
Net position - capital investments	-	-	-	n/a	2,501	(2,501)	(100.0)
Net position	4,264,843	4,264,843	-	-	3,929,895	334,948	8.5
Net income (loss)	153,057	232,826	(79,769)	(34.3)	375,008	(221,951)	(59.2)
Total net position	4,417,900	4,497,669	(79,769)	(1.8)	4,307,404	110,496	2.6
Total	$ 6,928,746	$ 6,466,225	$ 462,521	7.2	$ 6,317,660	$ 611,086	9.7

Executive Services
Statement of Activities
For the Quarter Ended December 31, 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	$ 724,055	$ 792,941	$ (68,886)	(8.7)	$ 750,339	$ 1,411,883	$ 1,585,881	$ (173,998)	(11.0)	$ 1,366,591
Admin fees - Gateway Arch	121,087	101,936	19,151	18.8	92,591	434,012	479,482	(45,470)	(9.5)	435,567
Admin fees - Airport	20,808	21,670	(862)	(4.0)	18,522	40,360	43,340	(2,980)	(6.9)	37,737
National Park Service management fee	60,244	54,496	5,748	10.5	43,160	175,436	171,139	4,297	2.5	158,812
Other operating revenue	145,398	23,324	122,074	523.4	166,698	148,681	46,648	102,033	218.7	195,700
Interest income	9,125	281	8,844	3,147.3	2,031	20,274	563	19,711	3,501.1	3,175
Total revenue	1,080,717	994,648	86,069	8.7	1,073,341	2,230,646	2,327,053	(96,407)	(4.1)	2,197,582
Expense										
Wages and benefits [1]	663,452	685,577	22,125	3.2	620,539	1,362,890	1,371,155	8,265	0.6	1,202,612
Services	379,391	260,378	(119,013)	(45.7)	332,892	536,320	545,207	8,887	1.6	429,077
Materials and supplies	5,405	5,938	533	9.0	6,029	6,652	11,875	5,223	44.0	10,387
Utilities	881	2,171	1,290	59.4	733	1,588	4,343	2,755	63.4	1,834
Other expenses	111,357	95,567	(15,790)	(16.5)	40,259	170,139	188,418	18,279	9.7	178,209
Total expense	1,160,486	1,049,631	(110,855)	(10.6)	1,000,452	2,077,589	2,120,998	43,409	2.0	1,822,119
Income (loss) before depreciation	(79,769)	(54,983)	(24,786)	(45.1)	72,889	153,057	206,055	(52,998)	(25.7)	375,463
Depreciation and amortization expense	-	610	610	100.0	228	-	1,219	1,219	100.0	455
Net income (loss)	$ (79,769)	$ (55,593)	$ (24,176)	(43.5)	$ 72,661	$ 153,057	$ 204,836	$ (51,779)	(25.3)	$ 375,008

[1] - Detailed schedule included.

Executive Services
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 552,174	$ 537,915	$ (14,259)	(2.7)	$ 514,707	$ 1,095,117	$ 1,075,829	$ (19,288)	(1.8)	$ 970,150
Company paid benefits										
Payroll related taxes and insurance										
FICA	27,491	41,150	13,659	33.2	25,095	64,286	82,301	18,015	21.9	54,575
Unemployment insurance	52	735	683	92.9	451	139	1,470	1,331	90.5	780
Worker's compensation insurance	-	1,618	1,618	100.0	-	-	3,236	3,236	100.0	-
Health and welfare										
Medical	36,563	34,000	(2,563)	(7.5)	37,036	77,157	68,000	(9,157)	(13.5)	71,366
Dental	1,018	1,078	60	5.6	1,040	2,285	2,156	(129)	(6.0)	2,155
Other post employment benefits	-	15,599	15,599	100.0	6,998	16,013	31,199	15,186	48.7	12,739
Life insurance / AD&D	793	259	(534)	(206.2)	526	1,727	519	(1,208)	(232.8)	1,068
Short and long term disability	3,069	1,275	(1,794)	(140.7)	3,076	6,547	2,550	(3,997)	(156.7)	6,636
FMLA administration expense	-	111	111	100.0	43	-	221	221	100.0	175
EAP expense	65	72	7	9.7	66	144	145	1	0.7	132
Retirement										
Pension expense	18,468	34,000	15,532	45.7	10,747	47,034	67,999	20,965	30.8	38,418
401 K contributions	23,759	17,765	(5,994)	(33.7)	20,754	52,441	35,530	(16,911)	(47.6)	44,601
Other										
Total company paid benefits	111,278	147,662	36,384	24.6	105,832	267,773	295,326	27,553	9.3	232,462
Total wages and benefits	$ 663,452	$ 685,577	$ 22,125	3.2	$ 620,539	$ 1,362,890	$ 1,371,155	$ 8,265	0.6	$ 1,202,612

Executive Services
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Executive Services Operating Fund	Investments Operating Fund	Other Restricted Fund
Balance at October 1, 2017				
Cash & Investments	$ 4,221,526	$ 287,966	$ 3,715,850	$ 217,710
Add:				
Metro	170,637	7,165	163,472	-
St Louis Downtown Airport	146,244	66,744	79,500	-
Riverfront Attractions	43,362	43,362	-	-
Freightway	107,125	107,125	-	-
University of Missouri - St. Louis	-	-	-	-
Interest received	9,125	-	9,125	-
Total cash receipts	476,493	224,396	252,097	-
Interfund transfers	-	(502,150)	502,150	-
Less:				
Cash disbursements	(685,960)	(7,224)	(678,736)	-
Total cash disbursements	(685,960)	(7,224)	(678,736)	-
Balance at December 31, 2017				
Cash & Investments	$ 4,012,059	$ 2,988	$ 3,791,361	$ 217,710

Executive Services
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	377,655
Payments to employees		(1,347,812)
Payments to vendors		(748,503)
Receipts (payments) from inter-fund activity		(111,821)
Net cash provided by (used in) operating activities		(1,830,481)
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
Interest received		20,276
Net cash provided by (used in) investing activities		20,276
Net increase (decrease) in cash and cash equivalents		(1,810,205)
Cash and cash equivalents, beginning of year		5,822,264
Cash and cash equivalents, year to date	$	4,012,059

Supplemental disclosure of cash flow information

Noncash Activities:

None

Executive Services

Capital Expenditures for Active Projects

For the Quarter Ended December 31, 2017
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Project #					
	$ -	$ -	$ -	$ -	$ -
Total Active Projects	$ -	$ -	$ -	$ -	$ -

GATEWAY ARCH

BI·STATE DEVELOPMENT

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Gateway Arch Tram

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

Since the Arch Trams resumed full daily operation on July 18, 2017, attendance has been strong. Guest have experienced the new exhibits and tour process as they make their way to the top of the Arch.

Plans are being made for the opening of the newly renovated Arch and Arch grounds during the 4th of July festivities and the moving of the ticketing from the Old Courthouse back to the Arch during the fourth quarter of fiscal 2018.

Financial Data

Income before depreciation for the Gateway Arch Tram is $398.4 thousand.

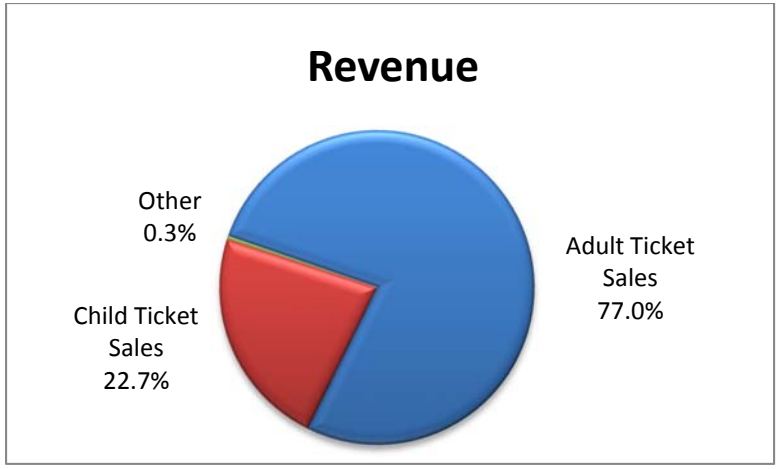
Revenue is $4.1 million and is $278.5 thousand more than the prior year.

Total expense is $3.7 million compared to $3.3 million in FY 2017.

Wages and benefits $1.0 million in expense is 12.0% greater than prior year primarily due to the extra staffing needed now that the Arch Trams are fully operational.

Services expense exceed prior year by $30.1 thousand due to higher maintenance services and banking charges.

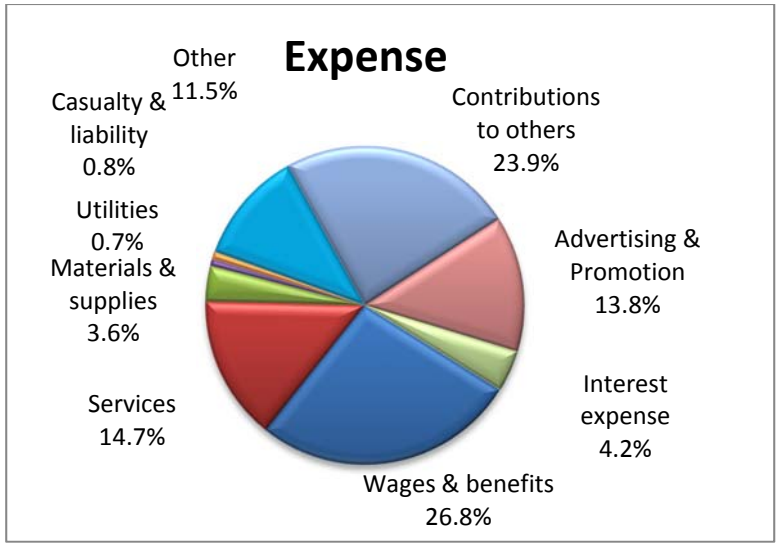
Contributions to outside entities is $0.9 million. The majority of the payments were for expenses related to the ongoing Arch Rehabilitation project.



Gateway Arch Tram

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)



Performance Data

Tram Ridership Comparison			
	Adult	Child	Total
FY18 Actual	316,409	93,288	409,697
FY18 Budget	338,353	114,497	452,850
FY17 Actual	292,106	90,025	382,131

Tram ridership was 9.5% less than budget. Tram ridership increased 7.2% compared to prior year. This was due to the Arch Trams again being fully operational.

Gateway Arch Tram
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	$ 13,982,926	$ 12,802,223	$ 1,180,703	9.2	$ 15,004,475	$ (1,021,549)	(6.8)
Accounts and notes receivable	105,528	103,435	2,093	2.0	1,586	103,942	n/a
Interfund accounts receivable	-	1,344,306	(1,344,306)	(100.0)	2,131,621	(2,131,621)	(100.0)
Federal, state and local assistance receivable	(204,383)	(191,860)	(12,523)	(6.5)	137,115	(341,498)	(249.1)
Other current assets	39,300	64,731	(25,431)	(39.3)	30,827	8,473	27.5
Total current assets	13,923,371	14,122,835	(199,464)	(1.4)	17,305,624	(3,382,253)	(19.5)
Capital assets							
Capital assets	13,957,364	13,798,535	158,829	1.2	6,710,501	7,246,863	108.0
Accumulated depreciation	(7,079,442)	(6,969,002)	(110,440)	(1.6)	(6,692,251)	(387,191)	(5.8)
Total capital assets, net	6,877,922	6,829,533	48,389	0.7	18,250	6,859,672	n/a
Construction-in-process	3,136,062	2,631,557	504,505	19.2	6,244,783	(3,108,721)	(49.8)
Total capital assets	10,013,984	9,461,090	552,894	5.8	6,263,033	3,750,951	59.9
Total assets	23,937,355	23,583,925	353,430	1.5	23,568,657	368,698	1.6
Total	$ 23,937,355	$ 23,583,925	$ 353,430	1.5	$ 23,568,657	$ 368,698	1.6

Gateway Arch Tram
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	$ 441,821	$ 460,485	$ (18,664)	(4.1)	$ 399,428	$ 42,393	10.6
Interfund accounts payable	2,470,584	1,663,311	807,273	48.5	913,564	1,557,020	170.4
Accrued expenses	74,539	74,500	39	0.1	58,700	15,839	27.0
Other current liabilities	29,817	95,454	(65,637)	(68.8)	11,384	18,433	161.9
Total current liabilities	3,016,761	2,293,750	723,011	31.5	1,383,076	1,633,685	118.1
Current liab payable from restricted assets							
Accounts payable and retention	264,877	259,888	4,989	1.9	112,249	152,628	136.0
Accrued interest payable	24,874	100,514	(75,640)	(75.3)	25,378	(504)	(2.0)
Current portion of long-term debt	156,550	153,468	3,082	2.0	150,447	6,103	4.1
Total current liabilities payable from restricted assets	446,301	513,870	(67,569)	(13.1)	288,074	158,227	54.9
Total current liabilities	3,463,062	2,807,620	655,442	23.3	1,671,150	1,791,912	107.2
Non-current liabilities							
Other post-employment benefits	5,411	5,411	-	-	3,255	2,156	66.2
Long-term insurance	-	-	-	n/a	7,010	(7,010)	(100.0)
Long-term debt	7,275,991	7,355,046	(79,055)	(1.1)	7,432,545	(156,554)	(2.1)
Unfunded pension liabilities	56,889	56,889	-	-	148,931	(92,042)	(61.8)
Total non-current liabilities	7,338,291	7,417,346	(79,055)	(1.1)	7,591,741	(253,450)	(3.3)
Total liabilities	10,801,353	10,224,966	576,387	5.6	9,262,891	1,538,462	16.6
Net Position							
Net position - capital investments	16,564,117	14,754,548	1,809,569	12.3	13,725,435	2,838,682	20.7
Net position	(3,605,229)	(1,795,660)	(1,809,569)	(100.8)	56,112	(3,661,341)	n/a
Net income (loss)	177,114	400,071	(222,957)	(55.7)	524,219	(347,105)	(66.2)
Total net position	13,136,002	13,358,959	(222,957)	(1.7)	14,305,766	(1,169,764)	(8.2)
Total	$ 23,937,355	$ 23,583,925	$ 353,430	1.5	$ 23,568,657	$ 368,698	1.6

Gateway Arch Tram
Statement of Activities
For the Quarter Ended December 31, 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	$ 1,407,866	$ 1,358,890	$ 48,976	3.6	$ 983,056	$ 4,097,120	$ 4,528,500	$ (431,380)	(9.5)	$ 3,798,974
Other operating revenue	724	775	(51)	(6.6)	6,224	3,989	1,550	2,439	157.4	9,679
Service fee revenue	1,128	7,200	(6,072)	(84.3)	810	7,050	14,400	(7,350)	(51.0)	6,909
Interest income	23,625	2,813	20,812	739.9	10,107	45,774	5,625	40,149	713.8	20,620
Sales discount	(24,373)	(31,196)	6,823	21.9	(9,790)	(84,109)	(62,393)	(21,716)	(34.8)	(44,847)
Total revenue	1,408,970	1,338,482	70,488	5.3	990,407	4,069,824	4,487,682	(417,858)	(9.3)	3,791,335
Expense										
Wages and benefits [1]	439,205	508,561	69,356	13.6	357,379	973,445	1,218,036	244,591	20.1	869,032
Services	259,898	259,317	(581)	(0.2)	252,213	531,733	590,440	58,707	9.9	501,619
Materials and supplies	66,660	73,668	7,008	9.5	168,984	131,774	99,168	(32,606)	(32.9)	213,246
Utilities	11,205	24,821	13,616	54.9	14,477	24,508	61,002	36,494	59.8	55,411
Casualty and liability costs	13,868	14,917	1,049	7.0	12,913	27,737	29,834	2,097	7.0	26,789
Other expenses	377,497	392,634	15,137	3.9	236,387	963,899	1,038,897	74,998	7.2	837,844
Interest expense	75,131	75,004	(127)	(0.2)	76,622	150,517	150,008	(509)	(0.3)	153,488
Contribution to outside entities	278,023	206,437	(71,586)	(34.7)	379,469	867,819	412,875	(454,944)	(110.2)	580,762
Total expense	1,521,487	1,555,359	33,872	2.2	1,498,444	3,671,432	3,600,260	(71,172)	(2.0)	3,259,422
Income (loss) before depreciation	(112,517)	(216,877)	104,360	48.1	(508,037)	398,392	887,422	(489,030)	(55.1)	531,913
Depreciation and amortization expense	110,440	33,655	(76,785)	(228.2)	3,909	221,278	89,453	(131,825)	(147.4)	7,694
Net income (loss)	$ (222,957)	$ (250,532)	$ 27,575	11.0	$ (511,946)	$ 177,114	$ 797,969	$ (620,855)	(77.8)	$ 524,219

[1] - Detailed schedule included.

Gateway Arch Tram
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 364,707	$ 366,140	$ 1,433	0.4	$ 290,057	$ 812,805	$ 933,195	$ 120,390	12.9	$ 721,280
Company paid benefits										
Payroll related taxes and insurance										
FICA	28,180	35,441	7,261	20.5	21,863	62,096	70,882	8,786	12.4	53,342
Unemployment insurance	1,017	5,919	4,902	82.8	1,430	3,374	11,838	8,464	71.5	5,630
Worker's compensation insurance	(2,974)	5,431	8,405	154.8	1,537	(2,974)	10,862	13,836	127.4	3,074
Health and welfare										
Medical	34,130	33,300	(830)	(2.5)	27,924	64,885	66,600	1,715	2.6	54,867
Dental	926	1,056	130	12.3	846	1,948	2,112	164	7.8	1,801
Other post employment benefits	-	6,828	6,828	100.0	2,532	5,411	13,655	8,244	60.4	4,807
Life insurance / AD&D	371	254	(117)	(46.1)	227	781	508	(273)	(53.7)	479
Short and long term disability	1,146	1,249	103	8.2	1,152	2,410	2,498	88	3.5	2,396
FMLA administration expense	-	108	108	100.0	216	-	216	216	100.0	1,146
EAP expense	58	71	13	18.3	54	123	142	19	13.4	114
Retirement										
Pension expense	4,144	32,411	28,267	87.2	2,687	12,471	64,821	52,350	80.8	12,699
401 K contributions	11,297	17,649	6,352	36.0	9,419	23,345	35,298	11,953	33.9	20,400
Other										
Uniform allowance	17	2,704	2,687	99.4	2,342	201	5,409	5,208	96.3	2,569
Miscellaneous benefits	3,310	-	(3,310)	-	4,141	3,310	-	(3,310)	-	4,473
Benefit costs applied to capital projects.	(7,124)	-	7,124	-	(9,048)	(16,741)	-	16,741	-	(20,045)
Total company paid benefits	74,498	142,421	67,923	47.7	67,322	160,640	284,841	124,201	43.6	147,752
Total wages and benefits	$ 439,205	$ 508,561	$ 69,356	13.6	$ 357,379	$ 973,445	$ 1,218,036	$ 244,591	20.1	$ 869,032

Gateway Arch Tram
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 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 October 1, 2017													
Cash & Investments	$ 12,802,223	$ 2,926,282	$ 250	$ 423,665	$ 5,073,127	$ 469,860	$ 1,741,739	$ 92,360	$ 500,000	$ 969,325	$ 454,453	$ 151,162	$ -
Add:													
Revenue receipts	3,084,218	3,084,218	-	-	-	-	-	-	-	-	-	-	-
Interest received	23,625	-	-	2,218	11,736	1,066	4,243	210	-	2,115	1,059	391	587
Total cash receipts	3,107,843	3,084,218	-	2,218	11,736	1,066	4,243	210	-	2,115	1,059	391	587
Interfund transfers	-	(1,713,536)	-	259,163	196,000	-	-	-	-	-	(2,027)	112,981	1,147,419
Less:													
Cash disbursements	(1,927,140)	(294,275)	-	-	(22,112)	-	(81,117)	-	-	(154,886)	-	(226,744)	(1,148,006)
Total cash disbursements	(1,927,140)	(294,275)	-	-	(22,112)	-	(81,117)	-	-	(154,886)	-	(226,744)	(1,148,006)
Balance at December 31, 2017													
Cash & Investments	$ 13,982,926	$ 4,002,689	$ 250	$ 685,046	$ 5,258,751	$ 470,926	$ 1,664,865	$ 92,570	$ 500,000	$ 816,554	$ 453,485	$ 37,790	$ -

Gateway Arch
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	4,026,124
Payments to employees		(967,995)
Payments to vendors		(1,917,367)
Payments for self-insurance		(27,737)
Receipts (payments) from inter-fund activity		1,253,358
Net cash provided by (used in) operating activities		2,366,383
Cash flows from non capital financing activities		
Operating assistance received		493,826
Contributions to outside entities		(867,819)
Net cash provided by (used in) non capital financing activities		(373,993)
Cash flows from capital and related financing activities		
Acquisitions of capital assets		(618,024)
Payments of long-term debt		(75,971)
Interest Paid		(150,771)
Contributed capital		(335,344)
Cash flows from capital and related financing activities		(1,180,110)
Cash flows from investing activities		
Interest received		45,774
Net cash provided by (used in) investing activities		45,774
Net increase (decrease) in cash and cash equivalents		858,054
Cash and cash equivalents, beginning of year		13,124,872
Cash and cash equivalents, year to date	$	13,982,926

Supplemental disclosure of cash flow information

Noncash Activities:
None

Gateway Arch Tram
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description			Budget	Current	Year-To-Date	Life-To-Date	Balance
Project #							
1728	JNEM Trench Drain Project	xy	$ 2,288,001	$ -	$ -	$ 1,595,315	$ 692,686
1824	Load Zone Rehabilitation	x	3,427,280	493,145	541,278	2,835,545	591,735
1825	JNEM Rail Station Improvements	z	359,612	-	-	98,797	260,815
1826	JNEM Arch Lobby Rehabilitation	xy	1,087,107	53,712	633,725	917,957	169,150
1903	Arch Motor Generator Replacement	x	7,492,163	157,086	726,378	6,864,350	627,813
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	1,743	1,743	67,095	88,905
2126	Professional Services to NPS		225,000	23,383	44,241	89,847	135,153
2131	JNEM Signage Project 2016	xy	590,000	1,537	3,073	32,589	557,411
2186	Design Support House Exhibits		50,000	11,737	11,737	11,737	38,263
2197	TR Advisors, LLC		105,000	11,578	11,578	11,578	93,422
2203	Tucker Theatre Repurposing - Phase 1		300,000	-	-	-	300,000
Total Active Projects			$ 16,592,831	$ 753,921	$ 1,973,753	$ 12,940,097	$ 3,652,734

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

BI·STATE DEVELOPMENT

Metro®

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Metro

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

In December 2017, Nutritionist highlight Metro's Healthy food options at the new food kiosks at Wellston and North Hanley transit Centers. Bi-State Development launched an 18-month pilot program to provide access to healthy food for transit riders and residents. The Link Market program is partnering with local farmers and community gardens to offer locally sourced food grown within a 100-mile radius of St. Louis.

Southwestern Illinois Development Authority (SWIDA) and Bywater Development Group along with Bi-State Development are developing a senior apartment living complex adjacent to the Swansea Metro Station. This Development will feature a three-story building with 62 affordable one- and two-bedroom apartments for older adults seeking an independent lifestyle which will allow future residents of Metro Landing at Swansea to enjoy all of the benefits of the Metro transit system. It is scheduled for completion in the spring of 2019.

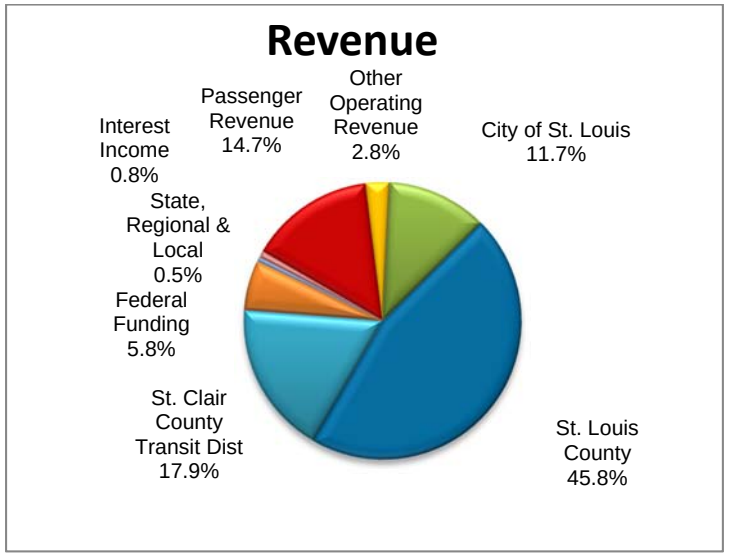
Metro has two new K-9 recruits, Blake and T-Rock, to help monitor security at the platforms and in the terminals. They are in training to ride the buses and trains before they start their patrol. Metro has used K-9 dogs for the last several years to help deter crime. Safety efforts on the system are a collaboration of several counties and the city to help improve ridership safety.

Financial Data

Income before depreciation for the six months ended December 31, 2017 was $789.2 thousand. Compared to budget, revenue was down 11.1% and total expenses are favorable 10.9%.

Revenue

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



Passenger Revenue of $21.8 million is 8.6% less than budget and 3.8% less than the prior year due to ridership decline.

Metro

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

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

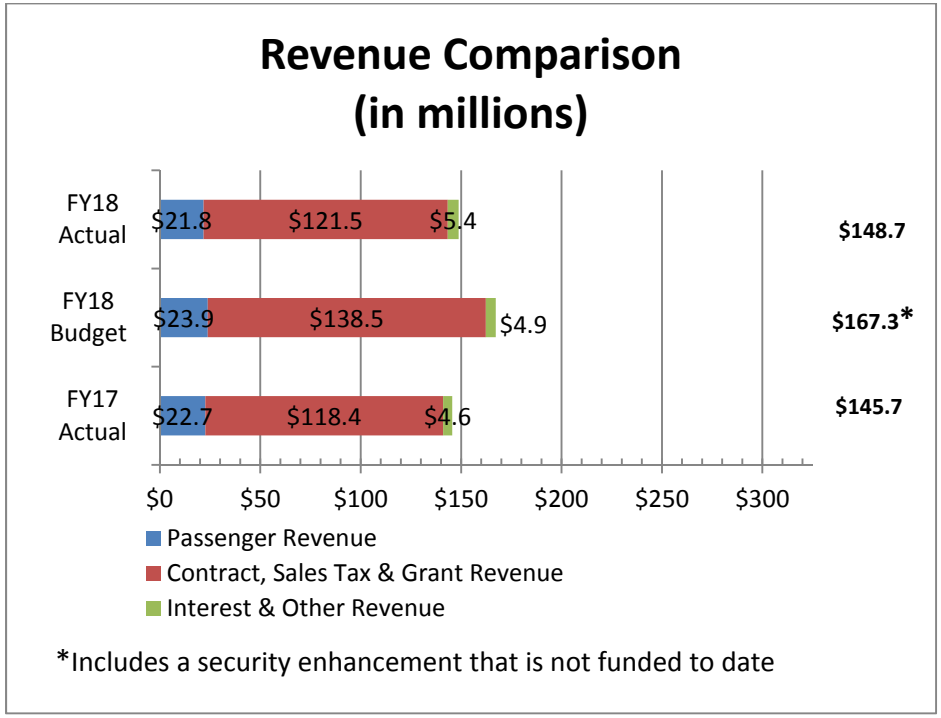
Interest revenue is favorable to budget in FY 2018 due to longer term investment strategy and rising rates.

Contract, Sales Tax & Grant Revenue
Combined St. Louis City and County appropriation used in operations by Bi-State Development has increased 7.5% from FY 2017 actual. Sales taxes support the appropriation to Bi-State Development from the local Missouri funding jurisdictions in return for services provided.

St. Clair County Transit District payment of $26.7 million is 1.7% less than budget and 6.5% less than the prior year due to the deferred OPEB adjustment for which St Clair shares. St. Clair County contracts for service and pays 100% of the cost.

Federal funding of $8.6 million includes federal vehicle maintenance funds of $8.0 million used for revenue and non-revenue vehicle operating costs.

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



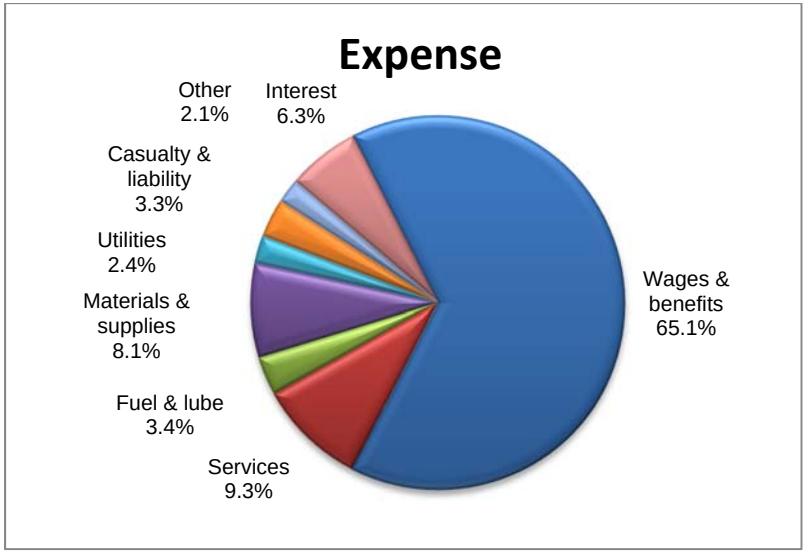
Metro

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Expense

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



Wages and benefits of $96.3 million are 3.1% favorable to budget. The favorable variance in wages and benefits is due to vacant positions.

Services of $13.8 million are favorable to budget primarily due to lower outside services including $10 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 $1.4 million or 21.7% 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 $0.7 million or 16.6% as a result of lower than budgeted natural gas prices, electricity and Metrolink electric propulsion.

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

Casualty & liability expenditures are unfavorable to budget by $2.1 million or 75.6% due to higher than expected self-insured claims that relate to MetroBus, MetroLink and Call-a-Ride.

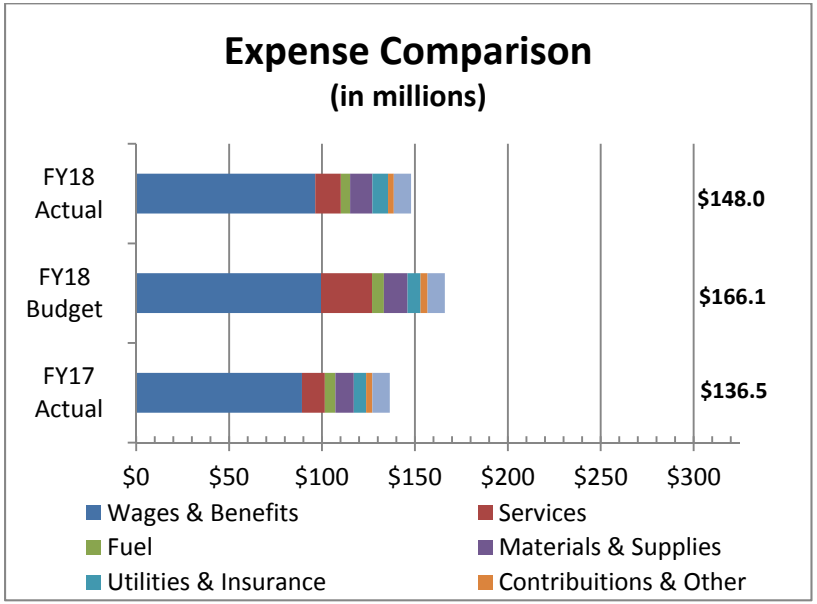
Other expense is made up of contributions to outside entities, unrealized loss on investments, travel and meetings. They are favorable to budget by 17.8% due to lower than budgeted fees, travel and meetings expense.

Metro

For the Six Months Ended December 31, 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	12.2	13.2	14.6
MetroLink	7.0	7.8	8.2
Call-A-Ride	0.3	0.3	0.3
Total System	19.5	21.3	23.1

Passenger Boardings for the fiscal year 2018 are 8.4% below fiscal year 2017 and 15.5% below fiscal year 2016. The decrease between fiscal year 2018 and 2017 for MetroBus is 7.4%, MetroLink is 10.1% and Call-A-Ride is 0.6%.

Metro
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	$ 107,260,619	$ 134,137,478	$ (26,876,859)	(20.0)	$ 89,730,502	$ 17,530,117	19.5
Investments	119,673,088	94,634,994	25,038,094	26.5	136,235,672	(16,562,584)	(12.2)
Accounts and notes receivable	3,078,324	4,949,658	(1,871,334)	(37.8)	4,114,886	(1,036,562)	(25.2)
Interfund accounts receivable	7,583,618	5,509,614	2,074,004	37.6	1,517,906	6,065,712	399.6
Restricted accounts receivable	410,730	436,814	(26,084)	(6.0)	402,570	8,160	2.0
Federal, state and local assistance receivable	30,557,348	27,012,253	3,545,095	13.1	30,007,838	549,510	1.8
Materials and supplies inventory	10,080,122	9,698,378	381,744	3.9	9,419,284	660,838	7.0
Other current assets	4,700,366	3,470,214	1,230,152	35.4	3,752,510	947,856	25.3
Total current assets	283,344,215	279,849,403	3,494,812	1.2	275,181,168	8,163,047	3.0
Capital assets							
Capital assets - motorbus	386,820,383	377,120,848	9,699,535	2.6	377,040,279	9,780,104	2.6
Capital assets - paratransit	19,858,405	19,858,405	-	-	18,404,777	1,453,628	7.9
Capital assets - lightrail	1,609,626,589	1,609,358,226	268,363	-	1,603,534,611	6,091,978	0.4
Total capital assets	2,016,305,377	2,006,337,479	9,967,898	0.5	1,998,979,667	17,325,710	0.9
Accumulated depreciation	(1,209,037,964)	(1,190,258,717)	(18,779,247)	(1.6)	(1,149,921,880)	(59,116,084)	(5.1)
Total capital assets, net	807,267,413	816,078,762	(8,811,349)	(1.1)	849,057,787	(41,790,374)	(4.9)
Land	97,199,286	97,199,286	-	-	97,199,286	-	-
Construction-in-process	43,306,476	48,735,845	(5,429,369)	(11.1)	42,746,866	559,610	1.3
Total capital assets	947,773,175	962,013,893	(14,240,718)	(1.5)	989,003,939	(41,230,764)	(4.2)
Non-current assets							
Restricted investments	107,327,762	105,671,348	1,656,414	1.6	100,736,305	6,591,457	6.5
Other non-current assets, net amort	118,058	164,577	(46,519)	(28.3)	118,793	(735)	(0.6)
Total non-current assets	107,445,820	105,835,925	1,609,895	1.5	100,855,098	6,590,722	6.5
Total assets	1,338,563,210	1,347,699,221	(9,136,011)	(0.7)	1,365,040,205	(26,476,995)	(1.9)
Deferred outflow of resources							
Deferred pension loss	17,063,208	18,906,642	(1,843,434)	(9.8)	20,988,886	(3,925,678)	(18.7)
Deferred pension expense	2,279,298	2,279,298	-	-	2,165,753	113,545	5.2
Deferred unfunded OPEB loss	9,325,404	9,815,730	(490,326)	(5.0)	-	9,325,404	n/a
Deferred loss on debt refunding	2,586,256	2,684,955	(98,699)	(3.7)	3,000,391	(414,135)	(13.8)
Total deferred outflow of resources	31,254,166	33,686,625	(2,432,459)	(7.2)	26,155,030	5,099,136	19.5
Total	$ 1,369,817,376	$ 1,381,385,846	$ (11,568,470)	(0.8)	$ 1,391,195,235	$ (21,377,859)	(1.5)

Metro
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	$ 6,412,368	$ 4,354,608	$ 2,057,760	47.3	$ 4,115,964	$ 2,296,404	55.8
Interfund accounts payable	7,322,195	7,357,617	(35,422)	(0.5)	8,851,892	(1,529,697)	(17.3)
Accrued expenses	19,560,525	18,304,202	1,256,323	6.9	18,512,901	1,047,624	5.7
Other current liabilities	38,135,652	21,668,666	16,466,986	76.0	23,253,465	14,882,187	64.0
Total current liabilities	71,430,740	51,685,093	19,745,647	38.2	54,734,222	16,696,518	30.5
Current liab payable from restricted assets							
Accounts payable and retention	-	1,175,931	(1,175,931)	(100.0)	1,495,688	(1,495,688)	(100.0)
Accrued interest payable	5,136,884	10,480,644	(5,343,760)	(51.0)	5,240,322	(103,438)	(2.0)
Short-term insurance	140,487	140,487	-	-	140,487	-	-
Current portion of long-term debt	9,030,000	8,275,000	755,000	9.1	8,275,000	755,000	9.1
Total current liabilities payable from restricted assets	14,307,371	20,072,062	(5,764,691)	(28.7)	15,151,497	(844,126)	(5.6)
Total current liabilities	85,738,111	71,757,155	13,980,956	19.5	69,885,719	15,852,392	22.7
Non-current liabilities							
Other post-employment benefits	67,068,774	67,068,774	-	-	63,853,045	3,215,729	5.0
Long-term insurance	288,000	288,000	-	-	(444,406)	732,406	164.8
Long-term debt	524,886,691	534,433,834	(9,547,143)	(1.8)	536,128,579	(11,241,888)	(2.1)
Capital lease obligations	107,327,764	105,671,350	1,656,414	1.6	100,736,307	6,591,457	6.5
Unfunded pension liabilities	98,239,149	98,239,149	-	-	109,962,458	(11,723,309)	(10.7)
Other non-current liabilities	6,264,603	6,287,664	(23,061)	(0.4)	7,063,874	(799,271)	(11.3)
Total non-current liabilities	804,074,981	811,988,771	(7,913,790)	(1.0)	817,299,857	(13,224,876)	(1.6)
Total liabilities	889,813,092	883,745,926	6,067,166	0.7	887,185,576	2,627,516	0.3
Deferred Inflow of Resources							
Deferred gain on hedging instruments	2,645,748	1,099,237	1,546,511	140.7	1,515,477	1,130,271	74.6
Deferred pension gain 788 ATU and clerical	4,828,908	5,173,830	(344,922)	(6.7)	-	4,828,908	n/a
Deferred pension gain IBEW	113,610	121,725	(8,115)	(6.7)	-	113,610	n/a
Deferred pension gain salaried	1,311,783	1,428,429	(116,646)	(8.2)	372,639	939,144	252.0
Total deferred inflow of resources	8,900,049	7,823,221	1,076,828	13.8	1,888,116	7,011,933	371.4
Net Position							
Net position - capital investments	460,316,185	473,811,008	(13,494,823)	(2.8)	504,416,862	(44,100,677)	(8.7)
Net position	48,010,038	26,060,433	21,949,605	84.2	25,767,150	22,242,888	86.3
Net income (loss)	(37,221,988)	(10,054,742)	(27,167,246)	(270.2)	(28,062,469)	(9,159,519)	(32.6)
Total net position	471,104,235	489,816,699	(18,712,464)	(3.8)	502,121,543	(31,017,308)	(6.2)
Total	$ 1,369,817,376	$ 1,381,385,846	$ (11,568,470)	(0.8)	$ 1,391,195,235	$ (21,377,859)	(1.5)

Metro
Statement of Activities
For the Quarter Ended December 31, 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	$ 10,296,142	$ 11,356,880	$ (1,060,738)	(9.3)	$ 10,865,311	$ 21,810,312	$ 23,854,943	$ (2,044,631)	(8.6)	$ 22,661,694
City of St. Louis [1]	7,482,016	8,476,777	(994,761)	(11.7)	8,431,083	17,344,847	19,285,325	(1,940,478)	(10.1)	17,660,413
St. Louis County [1]	30,452,956	28,492,076	1,960,880	6.9	29,364,160	68,174,751	70,485,696	(2,310,945)	(3.3)	61,903,839
St. Clair County Transit District [1]	10,244,765	13,565,648	(3,320,883)	(24.5)	14,063,239	26,682,248	27,131,297	(449,049)	(1.7)	28,550,761
State of Missouri and Illinois [1]	365,815	399,841	(34,026)	(8.5)	215,651	366,925	799,682	(432,757)	(54.1)	570,546
Federal funding [1]	4,099,713	5,152,594	(1,052,881)	(20.4)	5,426,137	8,597,156	10,305,187	(1,708,031)	(16.6)	9,538,649
Other local/regional funding [1]	128,499	5,223,106	(5,094,607)	(97.5)	81,284	361,922	10,446,212	(10,084,290)	(96.5)	165,752
Advertising, maint services, rental income	1,964,946	2,197,094	(232,148)	(10.6)	1,750,622	4,137,029	4,477,707	(340,678)	(7.6)	3,876,327
Other revenue	-	-	-	-	-	55,279	-	55,279	-	-
Interest income	717,868	254,770	463,098	181.8	471,371	1,222,742	447,750	774,992	173.1	677,821
Total revenue	65,752,720	75,118,786	(9,366,066)	(12.5)	70,668,858	148,753,211	167,233,799	(18,480,588)	(11.1)	145,605,802
Expense										
Wages and benefits [1]	47,860,452	49,160,244	1,299,792	2.6	44,479,939	96,330,803	99,444,747	3,113,944	3.1	89,217,647
Services	7,153,463	13,420,098	6,266,635	46.7	6,332,548	13,808,833	27,508,975	13,700,142	49.8	12,311,420
Fuel and lube consumed	2,449,875	3,118,862	668,987	21.4	2,560,114	4,986,431	6,370,584	1,384,153	21.7	5,695,483
Materials and supplies	5,712,651	6,363,124	650,473	10.2	4,982,746	11,989,414	12,688,503	699,089	5.5	9,897,458
Utilities	1,559,738	2,056,304	496,566	24.1	1,542,832	3,517,494	4,216,515	699,021	16.6	3,548,891
Casualty and liability costs	2,903,108	1,396,467	(1,506,641)	(107.9)	1,638,093	4,908,330	2,795,737	(2,112,593)	(75.6)	3,083,588
Other expenses	1,580,432	1,729,542	149,110	8.6	1,644,964	2,947,655	3,422,171	474,516	13.9	2,891,227
Interest expense	4,632,124	4,652,684	20,560	0.4	4,668,757	9,320,204	9,305,368	(14,836)	(0.2)	9,378,658
Unrealized gain (loss) on investments	(464,701)	-	464,701	-	-	(464,701)	-	464,701	-	-
Contribution to outside entities	276,769	176,668	(100,101)	(56.7)	136,200	619,524	353,336	(266,188)	(75.3)	237,912
Other non-operating expense	191,740	-	(191,740)	-	596,753	-	-	-	-	212,703
Total expense	73,855,651	82,073,993	8,218,342	10.0	68,582,946	147,963,987	166,105,936	18,141,949	10.9	136,474,987
Income (loss) before depreciation	(8,102,931)	(6,955,207)	(1,147,724)	(16.5)	2,085,912	789,224	1,127,863	(338,639)	(30.0)	9,130,815
Depreciation and amortization expense	18,779,248	18,020,581	(758,667)	(4.2)	18,361,473	37,425,364	35,668,453	(1,756,911)	(4.9)	36,776,633
Net income (loss) before transfers	(26,882,179)	(24,975,788)	(1,906,391)	(7.6)	(16,275,561)	(36,636,140)	(34,540,590)	(2,095,550)	(6.1)	(27,645,818)
Net transfers in (out)	(285,067)	(442,041)	156,974	35.5	(211,618)	(585,848)	(884,082)	298,234	33.7	(416,651)
Net income (loss)	$ (27,167,246)	$ (25,417,829)	$ (1,749,417)	(6.9)	$ (16,487,179)	$ (37,221,988)	$ (35,424,672)	$ (1,797,316)	(5.1)	$ (28,062,469)

[1] - Detailed schedule included.

Metro
Detailed Schedule of Contract, Sales Tax and Grant Revenue
For the Quarter Ended December 31, 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										
City of St. Louis 1/2 cent	$ 4,263,955	$ 4,145,829	$ 118,126	2.8	$ 3,780,324	$ 9,659,820	$ 10,016,631	$ (356,811)	(3.6)	$ 8,399,018
City of St. Louis 1/4 cent	1,934,793	2,398,010	(463,217)	(19.3)	2,190,911	4,508,447	5,145,549	(637,102)	(12.4)	4,575,632
City of St. Louis Prop M2 (1/4 cent)	1,283,268	1,932,938	(649,670)	(33.6)	2,459,848	3,176,580	4,123,145	(946,565)	(23.0)	4,685,763
Total City of St. Louis	7,482,016	8,476,777	(994,761)	(11.7)	8,431,083	17,344,847	19,285,325	(1,940,478)	(10.1)	17,660,413
St. Louis County 1/2 cent	9,574,472	3,712,415	5,862,057	157.9	1,864,347	21,246,276	8,177,813	13,068,463	159.8	4,152,265
St. Louis County 1/4 cent	7,906,752	8,483,142	(576,390)	(6.8)	8,611,457	18,035,070	18,667,259	(632,189)	(3.4)	18,325,077
St. Louis County Prop A (1/2 cent)	12,971,732	16,296,519	(3,324,787)	(20.4)	18,888,356	28,893,405	43,640,624	(14,747,219)	(33.8)	39,426,497
Total St. Louis County	30,452,956	28,492,076	1,960,880	6.9	29,364,160	68,174,751	70,485,696	(2,310,945)	(3.3)	61,903,839
East-West Gateway Council of Govts.	45,650	40,000	5,650	14.1	40,000	85,650	80,000	5,650	7.1	80,000
Non-capital projects and other	82,849	5,183,106	(5,100,257)	(98.4)	41,284	276,272	10,366,212	(10,089,940)	(97.3)	85,752
Total other local	128,499	5,223,106	(5,094,607)	(97.5)	81,284	361,922	10,446,212	(10,084,290)	(96.5)	165,752
State of Missouri	365,815	116,047	249,768	215.2	206,118	365,815	232,094	133,721	57.6	564,423
Total State of Missouri	365,815	116,047	249,768	215.2	206,118	365,815	232,094	133,721	57.6	564,423
Total Missouri	38,429,286	42,308,006	(3,878,720)	(9.2)	38,082,645	86,247,335	100,449,327	(14,201,992)	(14.1)	80,294,427
Illinois										
St. Clair Transit District	10,244,765	13,565,648	(3,320,883)	(24.5)	14,063,239	26,682,248	27,131,297	(449,049)	(1.7)	28,550,761
State of Illinois	-	283,794	(283,794)	(100.0)	9,533	1,110	567,588	(566,478)	(99.8)	6,123
Total Illinois	10,244,765	13,849,442	(3,604,677)	(26.0)	14,072,772	26,683,358	27,698,885	(1,015,527)	(3.7)	28,556,884
Total local and state	48,674,051	56,157,448	(7,483,397)	(13.3)	52,155,417	112,930,693	128,148,212	(15,217,519)	(11.9)	108,851,311
Federal										
Vehicle maintenance	4,000,000	4,000,000	-	-	4,000,000	8,000,000	8,000,000	-	-	8,000,000
Non-capital grants (i.e. JARC)	99,713	1,152,594	(1,052,881)	(91.3)	1,426,137	597,156	2,305,187	(1,708,031)	(74.1)	1,538,649
Total federal	4,099,713	5,152,594	(1,052,881)	(20.4)	5,426,137	8,597,156	10,305,187	(1,708,031)	(16.6)	9,538,649
Total contract, sales tax and grant revenue	$ 52,773,764	$ 61,310,042	$ (8,536,278)	(13.9)	$ 57,581,554	$ 121,527,849	$ 138,453,399	$ (16,925,550)	(12.2)	$ 118,389,960

Metro
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 31,460,048	$ 32,636,762	$ 1,176,714	3.6	$ 30,036,247	$ 63,429,001	$ 66,244,799	$ 2,815,798	4.3	$ 60,473,884
Company paid benefits										
Payroll related taxes and insurance										
FICA	2,196,445	2,468,163	271,718	11.0	2,099,167	4,450,246	5,006,307	556,061	11.1	4,245,572
Unemployment insurance	9,777	16,717	6,940	41.5	11,174	23,186	40,463	17,277	42.7	31,175
Worker's compensation insurance	2,411,273	1,001,220	(1,410,053)	(140.8)	1,074,419	4,666,955	2,002,440	(2,664,515)	(133.1)	2,091,421
Health and welfare										
Medical	5,582,085	6,685,096	1,103,011	16.5	5,465,699	11,147,447	13,425,482	2,278,035	17.0	10,904,673
Dental	144,494	145,998	1,504	1.0	143,228	293,722	293,802	80	-	300,452
Other post employment benefits	490,326	399,141	(91,185)	(22.8)	431,211	1,387,300	801,085	(586,215)	(73.2)	861,763
Life insurance / AD&D	87,316	93,126	5,810	6.2	156,372	143,101	186,867	43,766	23.4	271,100
Short and long term disability	48,614	38,648	(9,966)	(25.8)	40,262	104,411	77,295	(27,116)	(35.1)	123,949
FMLA administration expense	-	15,085	15,085	100.0	5,330	-	30,361	30,361	100.0	21,175
EAP expense	8,974	9,417	443	4.7	8,942	18,219	18,949	730	3.9	18,693
Retirement										
Pension expense	4,912,674	4,941,400	28,726	0.6	4,570,622	9,643,668	9,925,233	281,565	2.8	8,996,630
401 K contributions	359,785	570,853	211,068	37.0	315,090	774,359	1,141,707	367,348	32.2	691,769
Other										
Uniform allowance	213,238	234,278	21,040	9.0	228,186	410,210	441,280	31,070	7.0	393,157
Miscellaneous benefits	652	5,601	4,949	88.4	714	677	11,199	10,522	94.0	9,441
Benefit costs applied to capital projects	(65,249)	(101,261)	(36,012)	(35.6)	(106,724)	(161,699)	(202,522)	(40,823)	(20.2)	(217,207)
Total company paid benefits	16,400,404	16,523,482	123,078	0.7	14,443,692	32,901,802	33,199,948	298,146	0.9	28,743,763
Total wages and benefits	$ 47,860,452	$ 49,160,244	$ 1,299,792	2.6	$ 44,479,939	$ 96,330,803	$ 99,444,747	$ 3,113,944	3.1	$ 89,217,647

Metro
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 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 October 1, 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
Add :									
Passenger Fares	10,741,375	10,741,375	-	-	-	-	-	-	-
City of St. Louis	12,445,067	-	7,988,532	-	-	-	-	4,456,535	-
St. Louis County	51,801,002	-	27,485,494	-	-	-	-	24,315,508	-
State of Illinois	188,721	-	188,721	-	-	-	-	-	-
St. Clair County	11,711,486	-	11,711,486	-	-	-	-	-	-
FTA	2,804,096	-	2,804,096	-	-	-	-	-	-
Commodity Fund	379,285	-	-	-	-	379,285	-	-	-
All Other	25,256,653	-	24,602,457	21,954	329,666	-	8,080	292,999	1,497
Cash Receipts	115,327,685	10,741,375	74,780,786	21,954	329,666	379,285	8,080	29,065,042	1,497
Interfund Transfers	-	(10,830,316)	7,505,757	-	2,418,000	(3,000,000)	3,901,953	-	4,606
Less:									
Cash Disbursements	(117,166,449)	(139,586)	(72,397,356)	-	(836,241)	-	(3,624,818)	(40,168,448)	-
Balance December 31, 2017									
Cash & Investments	226,933,707	1,418,593	43,839,937	15,856,847	109,839,409	1,487,023	5,629,806	40,359,879	8,502,213
Less:									
Pre-Encumbrances & Restrictions									
Local Match - Approved Grants	37,823,853	-	-	-	37,823,853	-	-	-	-
- Grant Applications	14,468,431	-	-	-	14,468,431	-	-	-	-
- Long Range Capital Programs (1)	57,547,125	-	-	-	57,547,125	-	-	-	-
Other Restrictions	117,094,298	1,418,593	43,839,937	15,856,847	-	1,487,023	5,629,806	40,359,879	8,502,213
Total Restrictions	226,933,707	1,418,593	43,839,937	15,856,847	109,839,409	1,487,023	5,629,806	40,359,879	8,502,213
Unencumbered Cash & Investments	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -

(1) Restricted to finance obligations.
(2) Cross County Trustee Funds are being added to the Metro Cash Receipts and Disbursements Schedule

Metro Transit
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	25,481,936
Payments to employees		(92,660,145)
Payments to vendors		(20,537,833)
Payments for self-insurance		(4,908,330)
Receipts (payments) from inter-fund activity		(4,366,725)
Net cash provided by (used in) operating activities		(96,991,097)
Cash flows from non capital financing activities		
None		
Operating assistance received		124,895,717
Contributions to outside entities		(619,524)
Net transfers		(585,848)
Nonoperating contributions		38,212
Net cash provided by (used in) non capital financing activities		123,728,557
Cash flows from capital and related financing activities		
None		
Acquisitions of capital assets		(10,805,205)
Payments of long-term debt		(8,275,000)
Interest Paid		(10,480,644)
Contributed capital		14,486,142
Cash flows from capital and related financing activities		(15,074,707)
Cash flows from investing activities		
None		
Purchases of investments		(58,280,387)
Proceeds from sale of investments		44,062,617
Interest received		1,208,155
Net cash provided by (used in) investing activities		(13,009,615)
Net increase (decrease) in cash and cash equivalents		(1,346,862)
Cash and cash equivalents, beginning of year		108,607,481
Cash and cash equivalents, year to date	$	107,260,619

Supplemental disclosure of cash flow information

Noncash Activities:		
Interest received on capital lease	$	3,312,828
Interest accrued on capital lease		(3,312,828)
Changes in Unfunded Pension Liability		2,747,502
Changes in Unrealized Loss on Fuel Hedge		3,196,519
Deferred Unfunded OPEB Loss		980,652
Deferred Loss Amortization		204,419
Deferred charges		37,028
Capital tower lease interest amortization		(20,998)
Unrealized Loss on Investments		464,701
Discounts on bonds		(4,057)
Premium on bonds		14,587
Gain on disposal of fixed assets		17,067

Metro

Schedule of Aged Receivables

December 31, 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	$ 505,516	$ 355,897	$ 3,267	$ 66,188	$ 36,942	$ 686	$ 968,496
Due from Call-A-Ride	170,242	364	-	839	428	-	171,873
Due from Advertising (Marketing)	106,167	-	-	375,688	-	-	481,855
Due from Leases and Rents	105,015	1,180	53,755	17,837	6,000	518	184,305
Due from Auxiliary Services/Others	325,207	65,532	375,413	458,222	-	-	1,224,374
Due from Grants (Accounting)	1,297,796	1,942,908	1,728,935	1,424,988	2,758,274	393,978	9,546,879
Due from Passes	295,835	95,659	50,539	124,976	114,870	672	682,551
Total	**$ 2,805,778**	**$ 2,461,540**	**$ 2,211,909**	**$ 2,468,738**	**$ 2,916,514**	**$ 395,854**	**$ 13,260,333**

Metro
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description			Budget	Current	Year-To-Date	Life-To-Date	Balance
Project #							
1237	CAR Van Replacement FY07		$ 3,467,603	$ -	$ -	$ 2,916,821	$ 550,782
1279	Fare Collection System Upgrade/Replacement (06 Earmark)		31,584,490	212,219	755,492	28,030,526	3,553,964
1361	Radio System CAD/AVL		23,869,707	361,687	476,485	14,478,661	9,391,046
1574	CAR Van Replacement		8,596,457	-	-	8,334,096	262,361
1668	Embankment Erosion	z	3,223,073	-	1,110	646,800	2,576,273
1708	Feeder Wire/Water Mitigation MO--12	z	1,058,564	38,680	38,680	725,649	332,915
1722	Missouri Slopes Stability	z	1,144,600	613	2,408	855,344	289,256
1734	EADS Bridge Rehab Phase II		20,211,239	-	-	17,836,813	2,374,426
1739	Civic Center Transfer Center		10,590,828	252,473	2,079,009	9,725,795	865,033
1755	IT Systems Upgrade Yr 2 - FY13		1,225,750	58,898	161,104	881,486	344,264
1756	North County Transit Center		10,379,975	-	-	10,279,428	100,547
1817	Radio System Tower Sites		6,555,992	-	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		11,416,297	-	-	6,490,426	4,925,871
1855	Arch Bike Trail	z	1,105,000	9,781	9,781	1,006,329	98,671
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 December 31, 2017
(unaudited)

Description			Budget	Current	Year-To-Date	Life-To-Date	Balance
Projects continued							
1885	TOI Operation Management Software		$ 2,859,367	$ 4,625	$ (21,384)	$ 1,251,367	$ 1,608,000
1887	TOI Transit Business Intellegence		1,031,572	4,800	9,600	11,403	1,020,169
1905	Buses - FY13 CMAQ		18,565,431	16,327	16,327	18,223,283	342,148
1937	Innovative High School Career	z	2,129,435	97,625	97,625	97,625	2,031,810
1941	Duluth Piggyback III 40'		12,694,943	3,873	3,873	12,357,708	337,235
1955	Spruce Street Bridge		7,549,171	268,363	349,391	7,365,529	183,642
1959	Z-Gate Ped Barriers & Fence		1,257,938	17,180	31,408	351,839	906,099
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	16,035	24,080	238,868	2,510,232
1973	Portable Bus Lifting System - MO		1,018,482	-	341,325	877,290	141,192
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	30,100	181,332	729,932	326,831
1997	IL Bus Facility Rehabilitation		1,850,692	136,425	148,438	763,852	1,086,840
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 December 31, 2017
(unaudited)

Description		Budget	Current	Year-To-Date	Life-To-Date	Balance
Projects continued						
2057 Non-Rev Vehicles (16) MO FY14		$ 1,146,145	$ 410,089	$ 410,089	$ 410,089	$ 736,056
2060 Boyle Street ML Station		13,303,577	1,983,749	2,592,048	4,729,660	8,573,917
2061 CWE ML Station Rehab		1,644,046	11,692	95,313	338,962	1,305,084
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		40,136,324	174,827	294,024	997,103	39,139,221
2113 TAM-EAM System Development		3,000,000	235,500	235,500	235,500	2,764,500
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
2175 Buses FY16 Fed Formula		1,356,532	-	-	-	1,356,532
2181 Buses FY17 Bus Formula		3,544,079	-	-	-	3,544,079
2205 IT Systems Upgrade FY15		1,713,739	-	-	-	1,713,739
2207 IT Systems Upgrade FY16		1,700,000	-	-	-	1,700,000
All others	*z	43,390,716	1,188,968	1,627,349	20,681,554	22,709,162
Total Active Projects		$ 428,506,143	$ 5,534,529	$ 10,498,236	$ 236,199,594	$ 192,306,549

* "All Others" list all projects with a budget less than one million dollars
z Some Projects/Awards do not produce a fixed asset; they are considered operating expenditures

ST. LOUIS DOWNTOWN AIRPORT

BI-STATE DEVELOPMENT

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St. Louis Downtown Airport

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

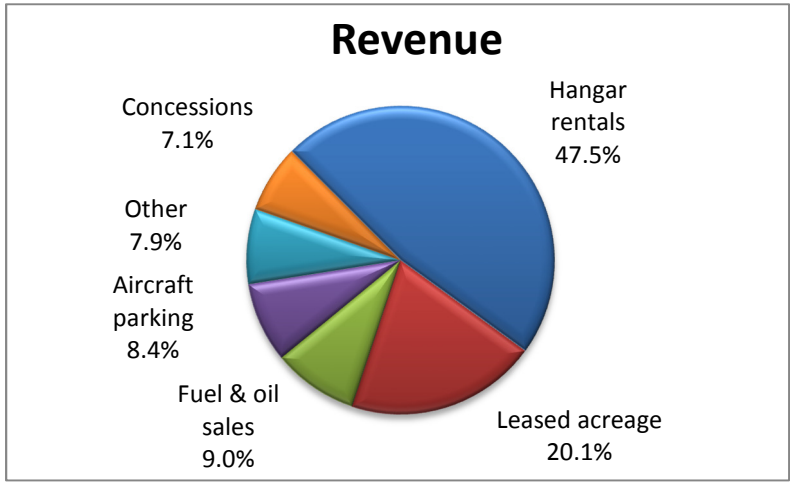
Fast Facts

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 $37.6 thousand. This result is favorable compared to the prior fiscal year by $79.2 thousand.

Revenue increased approximately $39.8 thousand compared to prior fiscal year. Increased revenue is due to higher hanger rental income and After Hours ARFF services. Actual revenue was 6.9% less than budget.



Total **Expense** is $769.6 thousand. This is a decrease of $39.5 thousand under the prior year and $76.1 thousand under budget.

Wages and benefits are 2.9% greater than fiscal year 2017.

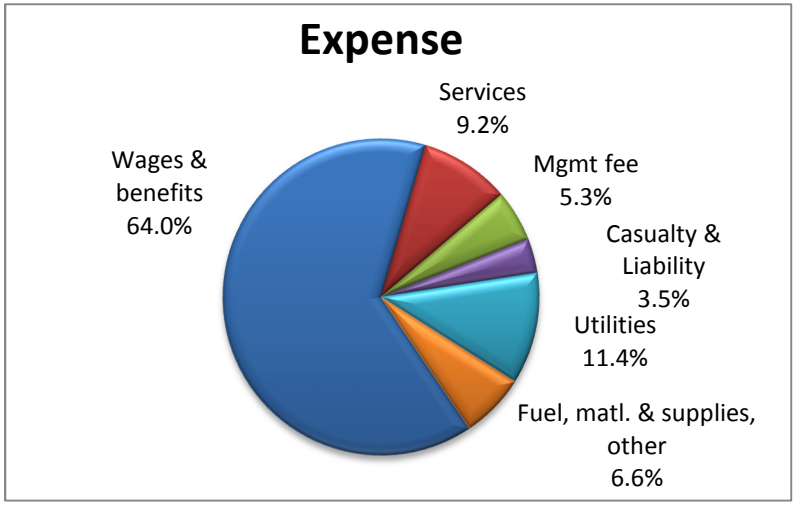
Services decreased $51.4 thousand compared to the prior year due to less consulting fees and temporary help.

Utilities are less than the prior year by $2.2 thousand.

St. Louis Downtown Airport

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)



Performance Data

Performance Indicators			
YTD	**Fuel sales (gallons)**	**Aircraft movements**	**Avg. based aircraft**
FY18 Actual	889,315	48,595	313
FY18 Budget	886,815	45,000	320
FY17 Actual	837,098	57,578	320

Average based aircraft is seven below prior year levels and FY18 budget.

Aircraft movements decreased 15.6% from the prior year while fuel sales increased 6.2% over the prior year. Airport activity can vary because of the economy, weather conditions, time of the year, and special events.

St. Louis Downtown Airport
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	$ 638,208	$ 410,338	$ 227,870	55.5	$ 41,471	$ 596,737	n/a
Accounts and notes receivable	156,139	179,515	(23,376)	(13.0)	73,993	82,146	111.0
Interfund accounts receivable	-	-	-	n/a	442,438	(442,438)	(100.0)
Materials and supplies inventory	61,074	61,074	-	-	61,592	(518)	(0.8)
Other current assets	48,705	73,057	(24,352)	(33.3)	47,721	984	2.1
Total current assets	904,126	723,984	180,142	24.9	667,215	236,911	35.5
Capital assets							
Capital assets	52,767,545	52,830,145	(62,600)	(0.1)	52,803,944	(36,399)	(0.1)
Accumulated depreciation	(36,569,170)	(36,275,178)	(293,992)	(0.8)	(35,185,745)	(1,383,425)	(3.9)
Total capital assets, net	16,198,375	16,554,967	(356,592)	(2.2)	17,618,199	(1,419,824)	(8.1)
Land	4,542,564	4,542,564	-	-	4,542,564	-	-
Construction-in-process	124,213	105,816	18,397	17.4	54,408	69,805	128.3
Total capital assets	20,865,152	21,203,347	(338,195)	(1.6)	22,215,171	(1,350,019)	(6.1)
Non-current assets							
Deferred charges	13,531	3,916	9,615	245.5	17,138	(3,607)	(21.0)
Total non-current assets	13,531	3,916	9,615	245.5	17,138	(3,607)	(21.0)
Total assets	21,782,809	21,931,247	(148,438)	(0.7)	22,899,524	(1,116,715)	(4.9)
Total	$ 21,782,809	$ 21,931,247	$ (148,438)	(0.7)	$ 22,899,524	$ (1,116,715)	(4.9)

St. Louis Downtown Airport
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	$ 1,000	$ 26,646	$ (25,646)	(96.2)	$ 11,800	$ (10,800)	(91.5)
Interfund accounts payable	563,862	352,555	211,307	59.9	73,480	490,382	667.4
Accrued expenses	72,700	72,700	-	-	65,200	7,500	11.5
Other current liabilities	4,204	4,368	(164)	(3.8)	8,806	(4,602)	(52.3)
Total current liabilities	641,766	456,269	185,497	40.7	159,286	482,480	302.9
Non-current liabilities							
Other post-employment benefits	364,531	364,531	-	-	346,601	17,930	5.2
Long-term insurance	-	-	-	n/a	27,154	(27,154)	(100.0)
Unfunded pension liabilities	57,516	57,516	-	-	153,620	(96,104)	(62.6)
Total non-current liabilities	422,047	422,047	-	-	527,375	(105,328)	(20.0)
Total liabilities	1,063,813	878,316	185,497	21.1	686,661	377,152	54.9
Net Position							
Net position - capital investments	20,865,152	21,203,347	(338,195)	(1.6)	22,236,321	(1,371,169)	(6.2)
Net position	522,348	166,677	355,671	213.4	760,399	(238,051)	(31.3)
Net income (loss)	(668,504)	(317,093)	(351,411)	(110.8)	(783,857)	115,353	14.7
Total net position	20,718,996	21,052,931	(333,935)	(1.6)	22,212,863	(1,493,867)	(6.7)
Total	$ 21,782,809	$ 21,931,247	$ (148,438)	(0.7)	$ 22,899,524	$ (1,116,715)	(4.9)

St. Louis Downtown Airport
Statement of Activities
For the Quarter Ended December 31, 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	$ 33,945	$ 35,439	$ (1,494)	(4.2)	$ 34,798	$ 67,908	$ 70,878	$ (2,970)	(4.2)	$ 69,595
Leased acreage	82,338	148,413	(66,075)	(44.5)	90,943	162,292	296,826	(134,534)	(45.3)	175,077
Hangar rental	205,732	130,594	75,138	57.5	185,661	381,601	261,187	120,414	46.1	368,522
Aviation sales flowage	30,120	47,184	(17,064)	(36.2)	41,409	72,569	94,368	(21,799)	(23.1)	80,493
Other operating revenue	30,298	41,928	(11,630)	(27.7)	18,626	63,456	83,856	(20,400)	(24.3)	46,099
Concessions	28,718	29,286	(568)	(1.9)	11,387	57,435	58,572	(1,137)	(1.9)	22,673
Service fee revenue	295	50	245	490.0	-	295	100	195	195.0	4,220
Interest income	863	506	357	70.6	275	1,648	1,013	635	62.7	730
Total revenue	412,309	433,400	(21,091)	(4.9)	383,099	807,204	866,800	(59,596)	(6.9)	767,409
Expense										
Wages and benefits [1]	246,280	270,168	23,888	8.8	234,931	490,107	540,358	50,251	9.3	476,313
Services	48,838	29,080	(19,758)	(67.9)	40,224	70,289	58,161	(12,128)	(20.9)	121,736
Fuel and lube consumed	2,841	6,263	3,422	54.6	3,231	7,027	13,313	6,286	47.2	8,336
Materials and supplies	21,745	32,394	10,649	32.9	22,134	45,763	63,596	17,833	28.0	48,174
Utilities	47,136	43,749	(3,387)	(7.7)	45,600	87,580	90,884	3,304	3.6	89,821
Casualty and liability costs	13,343	15,048	1,705	11.3	12,935	26,686	30,041	3,355	11.2	25,853
Other expenses	26,944	30,020	3,076	10.2	27,255	38,462	49,324	10,862	22.0	38,810
Other non-operating expense	3,673	-	(3,673)	-	-	3,673	-	(3,673)	-	-
Total expense	410,800	426,722	15,922	3.7	386,310	769,587	845,677	76,090	9.0	809,043
Income (loss) before depreciation	1,509	6,678	(5,169)	(77.4)	(3,211)	37,617	21,123	16,494	78.1	(41,634)
Depreciation and amortization expense	352,920	398,145	45,225	11.4	367,786	706,121	785,251	79,130	10.1	742,223
Net income (loss)	$ (351,411)	$ (391,467)	$ 40,056	10.2	$ (370,997)	$ (668,504)	$ (764,128)	$ 95,624	12.5	$ (783,857)

[1] - Detailed schedule included.

St. Louis Downtown Airport
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 172,151	$ 174,670	$ 2,519	1.4	$ 156,566	$ 332,983	$ 349,341	$ 16,358	4.7	$ 309,649
Company paid benefits										
Payroll related taxes and insurance										
FICA	12,077	13,362	1,285	9.6	11,051	23,313	26,725	3,412	12.8	21,948
Unemployment insurance	129	525	396	75.4	134	291	1,050	759	72.3	173
Worker's compensation insurance	11,009	12,002	993	8.3	17,387	22,019	24,004	1,985	8.3	37,996
Health and welfare										
Medical	34,864	24,200	(10,664)	(44.1)	31,584	70,884	48,400	(22,484)	(46.5)	59,863
Dental	821	767	(54)	(7.0)	712	1,779	1,535	(244)	(15.9)	1,460
Other post employment benefits	-	6,074	6,074	100.0	2,174	4,619	12,171	7,552	62.0	4,489
Life insurance / AD&D	284	185	(99)	(53.5)	205	632	369	(263)	(71.3)	443
Short and long term disability	879	908	29	3.2	1,053	1,908	1,815	(93)	(5.1)	2,325
FMLA administration expense	-	79	79	100.0	22	-	157	157	100.0	100
EAP expense	44	51	7	13.7	46	97	103	6	5.8	98
Retirement										
Pension expense	-	24,200	24,200	100.0	2,687	6,123	48,400	42,277	87.3	13,356
401 K contributions	9,694	12,644	2,950	23.3	9,165	20,462	25,289	4,827	19.1	20,066
Other										
Uniform allowance	4,328	501	(3,827)	(763.9)	2,145	4,997	999	(3,998)	(400.2)	4,347
Total company paid benefits	74,129	95,498	21,369	22.4	78,365	157,124	191,017	33,893	17.7	166,664
Total wages and benefits	$ 246,280	$ 270,168	$ 23,888	8.8	$ 234,931	$ 490,107	$ 540,358	$ 50,251	9.3	$ 476,313

St. Louis Downtown Airport
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Revenue Fund	Investments Operating Fund	Other Restricted Fund
Balance at October 1, 2017				
Cash & Investments	$ 410,338	$ 121,664	$ -	$ 288,674
Add:				
Customer payments	427,967	427,967	-	-
Interest received	862	-	862	-
Total cash receipts	428,829	427,967	862	-
Interfund transfers	-	(459,825)	457,844	1,981
Less:				
Cash disbursements	(200,959)	(82,259)	(118,700)	-
Total cash disbursements	(200,959)	(82,259)	(118,700)	-
Balance at December 31, 2017				
Cash & Investments	$ 638,208	$ 7,547	$ 340,006	$ 290,655

St. Louis Downtown Airport
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	712,453
Payments to employees		(485,488)
Payments to vendors		(353,977)
Payments for self-insurance		(26,686)
Receipts (payments) from inter-fund activity		256,506
Net cash provided by (used in) operating activities		102,808
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
Acquisitions of capital assets		(19,185)
Contributed capital		17,477
Cash flows from capital and related financing activities		(1,708)
Cash flows from investing activities		
Interest received		1,648
Net cash provided by (used in) investing activities		1,648
Net increase (decrease) in cash and cash equivalents		102,748
Cash and cash equivalents, beginning of year		535,460
Cash and cash equivalents, year to date	$	638,208

Supplemental disclosure of cash flow information

Noncash Activities:
None

St. Louis Downtown Airport
Schedule of Aged Receivables - Invoiced
December 31, 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	$ 1,294	$ -	$ -	$ 1,261	$ -	$ -	$ 2,555
Air & Sea Leasing	1,319	-	-	1,250	-	-	2,569
Aviation Business Corporation	4,347	222	303	130	-	-	5,002
Fostaire Helicopters	42	-	-	792	408	-	1,242
Greater St. Louis Air & Space Museum	36	960	213	36	-	-	1,245
Ideal Aviation Illinois, LLC	15,497	12,072	8,318	31,476	-	-	67,363
Jet Aviation - Cahokia, IL	30,791	-	-	-	-	-	30,791
Jet Aviation - St. Louis, MO	13,289	8,805	218	732	-	-	23,044
Kenneth Wellbacher	5,811	-	-	-	-	-	5,811
Parks Aviation Holdings LLC	3,037	1,845	1,846	3,047	-	-	9,775
William Wilson	-	-	-	-	690	3,220	3,910
Subtotal	75,463	23,904	10,898	38,724	1,098	3,220	153,307
All other customers	(221)	982 [1]	108	1,153	297 [1]	589	2,908
Total	**$ 75,242**	**$ 24,886**	**$ 11,006**	**$ 39,877**	**$ 1,395**	**$ 3,809**	**$ 156,215**

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

St. Louis Downtown Airport
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description		Budget	Current	Year-To-Date	Life-To-Date	Balance
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	18,397	18,397	105,071	59,929
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
Airport signage	x	36,000	-	-	-	36,000
Zero-Turn Mower		17,964	-	-	-	17,964
Total Active Projects		$ 6,154,331	$ 18,397	$ 18,397	$ 989,545	$ 5,164,786

x Projects are carryover from prior year.

RIVERFRONT ATTRACTIONS

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Riverfront Attractions

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

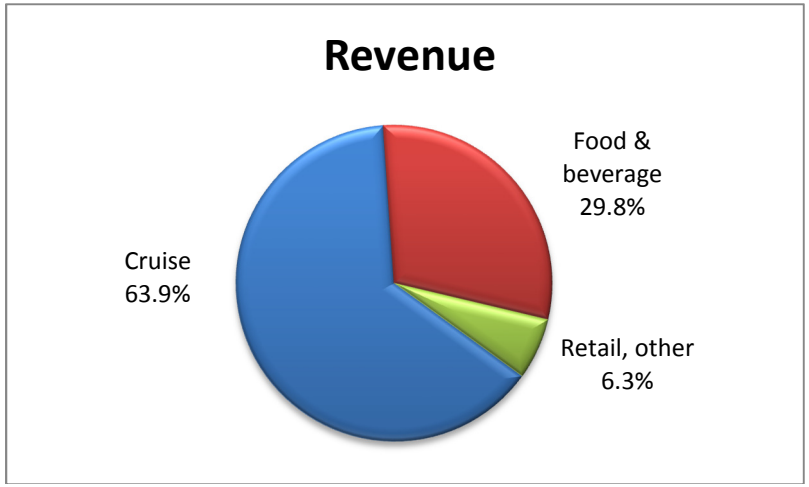
The riverboats and heliport experienced increased attendance for the daily sightseeing cruises, dinner cruises, and helicopter rides. There is also an increase in private charter cruises.

Because of the unseasonably warm weather the riverboats were able to run sightseeing cruises in the month of December. However, due to severe cold temperatures the New Year's Eve cruise had to be cancelled.

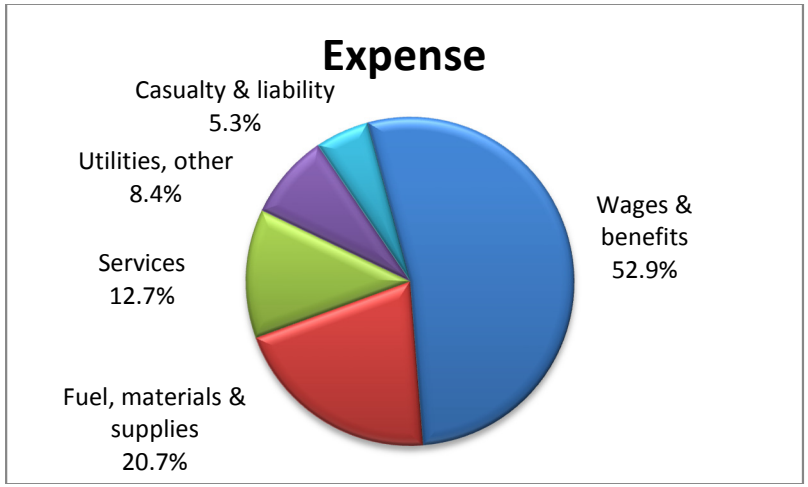
Financial Data

Income before depreciation for Riverfront Attractions is $494.7 thousand compared to $342.9 thousand in the prior year.

Revenue is $1.8 million, which is 12.5% greater than the prior year, a direct result of increased passengers, cruises, and passengers on each cruise.



Total Expense is $1.4 million up 5.2% from last year.



Riverfront Attractions

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Services Expense are 8.7% greater than the prior year due to increased credit card fees and entertainment costs, a direct result of increased passengers and cruises.

The 8.0% increase in **materials and supplies** over the prior year reflects the additional cost of consumable goods related to the increased number of cruises.

Performance Data

Performance Indicators			
YTD	**Passengers**	**Cruises**	**Passengers per Cruise**
FY18 Actual	71,130	556	128
FY18 Budget	68,600	548	125
FY17 Actual	64,815	542	120

Total **riverboat passengers** are up 9.7% over the prior year and cruises are up 2.6% over the prior year, both due to fewer flooding issues and the unseasonably warm weather which allowed for sightseeing cruises during the month of December. The performance data indicates that the passenger attendance for FY18 cruises is strong, trending up, and cruises are well attended.

Riverfront Attractions
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	$ 171,169	$ 106,882	$ 64,287	60.1	$ 44,628	$ 126,541	283.5
Accounts and notes receivable	13,939	14,186	(247)	(1.7)	5,500	8,439	153.4
Interfund accounts receivable	169,770	201,382	(31,612)	(15.7)	39,675	130,095	327.9
Materials and supplies inventory	44,942	44,912	30	0.1	45,397	(455)	(1.0)
Other current assets	70,057	105,085	(35,028)	(33.3)	71,794	(1,737)	(2.4)
Total current assets	469,877	472,447	(2,570)	(0.5)	206,994	262,883	127.0
Capital assets							
Capital assets	5,109,041	5,098,609	10,432	0.2	5,165,414	(56,373)	(1.1)
Accumulated depreciation	(3,875,521)	(3,810,790)	(64,731)	(1.7)	(3,759,872)	(115,649)	(3.1)
Total capital assets, net	1,233,520	1,287,819	(54,299)	(4.2)	1,405,542	(172,022)	(12.2)
Construction-in-process	-	10,432	(10,432)	(100.0)	-	-	n/a
Total capital assets	1,233,520	1,298,251	(64,731)	(5.0)	1,405,542	(172,022)	(12.2)
Total assets	1,703,397	1,770,698	(67,301)	(3.8)	1,612,536	90,861	5.6
Total	$ 1,703,397	$ 1,770,698	$ (67,301)	(3.8)	$ 1,612,536	$ 90,861	5.6

Riverfront Attractions
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	$ 10,063	$ 23,810	$ (13,747)	(57.7)	$ 16,145	$ (6,082)	(37.7)
Interfund accounts payable	1,089,809	964,833	124,976	13.0	651,581	438,228	67.3
Accrued expenses	109,000	109,794	(794)	(0.7)	106,000	3,000	2.8
Other current liabilities	12,688	40,616	(27,928)	(68.8)	71,923	(59,235)	(82.4)
Total current liabilities	1,221,560	1,139,053	82,507	7.2	845,649	375,911	44.5
Non-current liabilities							
Other post-employment benefits	324,850	324,850	-	-	302,600	22,250	7.4
Long-term insurance	-	-	-	n/a	33,654	(33,654)	(100.0)
Unfunded pension liabilities	281,766	281,766	-	-	793,381	(511,615)	(64.5)
Total non-current liabilities	606,616	606,616	-	-	1,129,635	(523,019)	(46.3)
Total liabilities	1,828,176	1,745,669	82,507	4.7	1,975,284	(147,108)	(7.4)
Net Position							
Net position - capital investments	1,233,520	1,298,251	(64,731)	(5.0)	1,439,195	(205,675)	(14.3)
Net position	(1,723,921)	(1,788,652)	64,731	3.6	(2,015,131)	291,210	14.5
Net income (loss)	365,622	515,430	(149,808)	(29.1)	213,188	152,434	71.5
Total net position	(124,779)	25,029	(149,808)	(598.5)	(362,748)	237,969	65.6
Total	$ 1,703,397	$ 1,770,698	$ (67,301)	(3.8)	$ 1,612,536	$ 90,861	5.6

Riverfront Attractions
Statement of Activities
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Cruise	$ 217,661	$ 203,950	$ 13,711	6.7	$ 182,685	$ 1,180,770	$ 1,155,650	$ 25,120	2.2	$ 1,012,467
Food and beverage	144,609	135,795	8,814	6.5	104,448	549,546	551,325	(1,779)	(0.3)	503,748
Retail	12,533	7,250	5,283	72.9	10,001	70,138	56,850	13,288	23.4	66,009
Other operating revenue	30,244	21,720	8,524	39.2	23,955	74,688	63,331	11,357	17.9	68,180
Other revenue	947	-	947	-	-	947	-	947	-	-
Sales discount	(12,187)	(5,470)	(6,717)	(122.8)	(1,382)	(28,973)	(19,145)	(9,828)	(51.3)	(8,133)
Total revenue	393,807	363,245	30,562	8.4	319,707	1,847,116	1,808,011	39,105	2.2	1,642,271
Expense										
Wages and benefits [1]	287,856	319,304	31,448	9.8	263,908	716,732	748,248	31,516	4.2	679,942
Services	38,108	50,454	12,346	24.5	58,317	171,937	169,939	(1,998)	(1.2)	158,209
Fuel and lube consumed	13,729	12,000	(1,729)	(14.4)	6,199	24,621	30,000	5,379	17.9	28,150
Materials and supplies	54,868	54,114	(754)	(1.4)	52,181	254,733	278,733	24,000	8.6	235,840
Utilities	18,869	21,398	2,529	11.8	19,179	45,129	45,352	223	0.5	45,057
Casualty and liability costs	35,507	42,169	6,662	15.8	35,163	71,136	85,389	14,253	16.7	70,326
Other expenses	29,946	36,937	6,991	18.9	27,655	68,093	71,098	3,005	4.2	67,761
Other non-operating expense	-	-	-	-	14,098	-	-	-	-	14,098
Total expense	478,883	536,376	57,493	10.7	476,700	1,352,381	1,428,759	76,378	5.3	1,299,383
Income (loss) before depreciation	(85,076)	(173,131)	88,055	50.9	(156,993)	494,735	379,252	115,483	30.5	342,888
Depreciation and amortization expense	64,732	78,853	14,121	17.9	64,850	129,113	157,707	28,594	18.1	129,700
Net income (loss)	$ (149,808)	$ (251,984)	$ 102,176	40.5	$ (221,843)	$ 365,622	$ 221,545	$ 144,077	65.0	$ 213,188

[1] - Detailed schedule included.

Riverfront Attractions
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 213,967	$ 227,170	$ 13,203	5.8	$ 197,079	$ 546,814	$ 552,308	$ 5,494	1.0	$ 520,254
Company paid benefits										
Payroll related taxes and insurance										
FICA	15,481	17,380	1,899	10.9	14,281	40,187	42,254	2,067	4.9	37,461
Unemployment insurance	356	971	615	63.3	542	1,782	4,520	2,738	60.6	2,567
Worker's compensation insurance	-	2,321	2,321	100.0	734	-	4,641	4,641	100.0	1,468
Health and welfare										
Medical	21,215	25,300	4,085	16.1	20,973	42,430	50,600	8,170	16.1	42,928
Dental	708	802	94	11.7	736	1,533	1,604	71	4.4	1,627
Other post employment benefits	-	5,563	5,563	100.0	2,192	5,488	11,126	5,638	50.7	5,579
Life insurance / AD&D	309	193	(116)	(60.1)	219	669	386	(283)	(73.3)	482
Short and long term disability	1,025	949	(76)	(8.0)	1,260	2,222	1,898	(324)	(17.1)	2,726
FMLA administration expense	-	82	82	100.0	145	-	164	164	100.0	675
EAP expense	44	54	10	18.5	46	94	108	14	13.0	100
Retirement										
Pension expense	29,635	25,300	(4,335)	(17.1)	18,803	63,606	50,600	(13,006)	(25.7)	49,330
401 K contributions	5,116	13,219	8,103	61.3	5,202	11,706	26,438	14,732	55.7	11,782
Other										
Uniform allowance	-	-	-	-	1,696	201	1,601	1,400	87.4	2,963
Total company paid benefits	73,889	92,134	18,245	19.8	66,829	169,918	195,940	26,022	13.3	159,688
Total wages and benefits	$ 287,856	$ 319,304	$ 31,448	9.8	$ 263,908	$ 716,732	$ 748,248	$ 31,516	4.2	$ 679,942

Riverfront Attractions
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Operating Fund	Change Fund
Balance at October 1, 2017			
Cash & Investments	$ 106,882	$ 100,982	$ 5,900
Add:			
Revenue receipts	380,342	380,342	-
Total cash receipts	380,342	380,342	-
Interfund transfers	-	-	-
Less:			
Cash disbursements	(316,055)	(316,055)	-
Total cash disbursements	(316,055)	(316,055)	-
Balance at December 31, 2017			
Cash & Investments	$ 171,169	$ 165,269	$ 5,900

Riverfront Attractions
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	1,848,557
Payments to employees		(711,267)
Payments to vendors		(760,120)
Payments for self-insurance		(71,136)
Receipts (payments) from inter-fund activity		(160,040)
Net cash provided by (used in) operating activities		145,994
Cash flows from non capital financing activities		
Nonoperating contributions		947
Net cash provided by (used in) non capital financing activities		947
Cash flows from capital and related financing activities		
Acquisitions of capital assets		(10,431)
Cash flows from capital and related financing activities		(10,431)
Cash flows from investing activities		
None		
Net increase (decrease) in cash and cash equivalents		136,510
Cash and cash equivalents, beginning of year		34,659
Cash and cash equivalents, year to date	$	171,169

Supplemental disclosure of cash flow information

Noncash Activities:
None

Riverfront Attractions
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

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

x Projects are carryover from prior year.

BI·STATE DEVELOPMENT

ST LOUIS REGIONAL FREIGHTWAY

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St. Louis Regional Freightway

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

Mary Lamie, Executive Director, received the Regional Unity Award by the Construction Forum STL on October 25, 2017 in recognition of "her unique ability to transcend industry, political, and geographic boarders to help the region market itself as an epicenter globally for freight logistics."

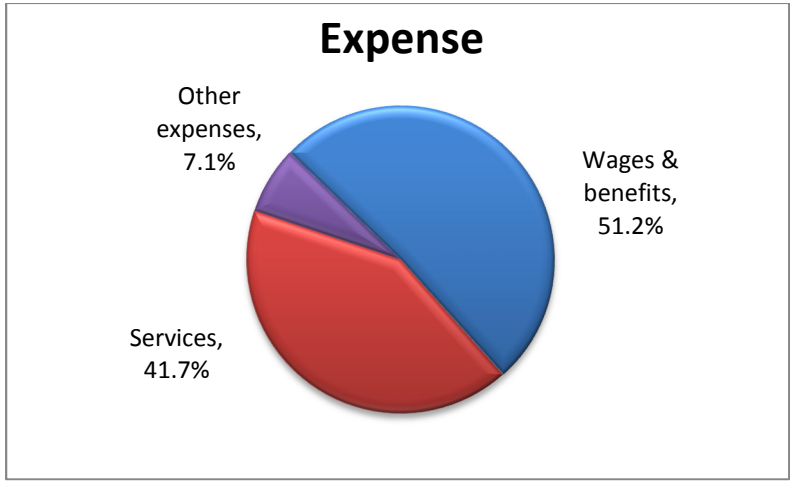
On November 17, 2017 the East-West Gateway Council of Governments presented the St. Louis Regional Freightway with the 2017 Outstanding Local Government Achievement Award for exemplary intergovernmental collaboration.

Financial Data

Net loss for the St. Louis Regional Freightway is $257.9 thousand.

Revenue of $75.0 thousand is from East-West Council of Governments as Partnership Revenue Fees and $25.0 thousand is from The Leadership Council of Southern Illinois.

Expense of $363.5 thousand includes compensation and benefits of $186.4 thousand. Services were $151.0 thousand due to consulting, legal fees, and immaterial office supplies expense. Other expenses were $25.6 thousand, primarily for dues and subscriptions.



St. Louis Regional Freightway
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	$ 44,500	$ 49,035	$ (4,535)	(9.2)	$ 3,000	$ 41,500	n/a
Accounts and notes receivable	52,126	25,210	26,916	106.8	249	51,877	n/a
Interfund accounts receivable	-	49,591	(49,591)	(100.0)	-	-	n/a
Total current assets	96,626	123,836	(27,210)	(22.0)	3,249	93,377	n/a
Total assets	96,626	123,836	(27,210)	(22.0)	3,249	93,377	n/a
Total	$ 96,626	$ 123,836	$ (27,210)	(22.0)	$ 3,249	$ 93,377	n/a

St. Louis Regional Freightway
Quarterly Statement of Financial Position
December 31, 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	$ 972,030	$ 928,683	$ 43,347	4.7	$ 383,649	$ 588,381	153.4
Accrued expenses	14,900	14,900	-	-	6,900	8,000	115.9
Other current liabilities	15,000	-	15,000	n/a	-	15,000	n/a
Total current liabilities	1,001,930	943,583	58,347	6.2	390,549	611,381	156.5
Non-current liabilities							
Other post-employment benefits	138,287	138,287	-	-	71,442	66,845	93.6
Unfunded pension liabilities	5,092	5,092	-	-	11,853	(6,761)	(57.0)
Total non-current liabilities	143,379	143,379	-	-	83,295	60,084	72.1
Total liabilities	1,145,309	1,086,962	58,347	5.4	473,844	671,465	141.7
Net Position							
Net position	(790,812)	(790,812)	-	-	(293,270)	(497,542)	(169.7)
Net income (loss)	(257,871)	(172,314)	(85,557)	(49.7)	(177,325)	(80,546)	(45.4)
Total net position	(1,048,683)	(963,126)	(85,557)	(8.9)	(470,595)	(578,088)	(122.8)
Total	$ 96,626	$ 123,836	$ (27,210)	(22.0)	$ 3,249	$ 93,377	n/a

St. Louis Regional Freightway
Statement of Activities
For the Quarter Ended December 31, 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	$ 62,500	$ 47,500	$ 15,000	31.6	$ 37,500	$ 100,000	$ 95,000	$ 5,000	5.3	$ 100,000
Other revenue	5,585	10,000	(4,415)	(44.2)	-	5,585	20,000	(14,415)	(72.1)	750
Total revenue	68,085	57,500	10,585	18.4	37,500	105,585	115,000	(9,415)	(8.2)	100,750
Expense										
Wages and benefits [1]	93,722	75,626	(18,096)	(23.9)	78,191	186,401	151,251	(35,150)	(23.2)	153,947
Services	33,823	136,250	102,427	75.2	66,676	150,987	272,500	121,513	44.6	100,958
Materials and supplies	354	196	(158)	(80.6)	194	440	391	(49)	(12.5)	2,882
Utilities	-	150	150	100.0	-	-	300	300	100.0	-
Other expenses	25,743	24,375	(1,368)	(5.6)	9,739	25,628	48,750	23,122	47.4	20,288
Total expense	153,642	236,597	82,955	35.1	154,800	363,456	473,192	109,736	23.2	278,075
Net income (loss)	$ (85,557)	$ (179,097)	$ 93,540	52.2	$ (117,300)	$ (257,871)	$ (358,192)	$ 100,321	28.0	$ (177,325)

[1] - Detailed schedule included.

St. Louis Regional Freightway
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 77,217	$ 60,115	$ (17,102)	(28.4)	$ 64,755	$ 147,811	$ 120,230	$ (27,581)	(22.9)	$ 124,817
Company paid benefits										
Payroll related taxes and insurance										
FICA	2,489	4,599	2,110	45.9	1,860	7,124	9,198	2,074	22.5	5,831
Unemployment insurance	63	-	(63)	-	99	104	-	(104)	-	271
Worker's compensation insurance	-	180	180	100.0	-	-	361	361	100.0	-
Health and welfare										
Medical	9,573	4,000	(5,573)	(139.3)	7,795	18,541	8,000	(10,541)	(131.8)	13,980
Dental	236	127	(109)	(85.8)	180	474	254	(220)	(86.6)	329
Other post employment benefits	-	313	313	100.0	994	2,271	625	(1,646)	(263.4)	1,810
Life insurance / AD&D	118	31	(87)	(280.6)	65	240	61	(179)	(293.4)	134
Short and long term disability	385	150	(235)	(156.7)	344	809	300	(509)	(169.7)	697
FMLA administration expense	-	13	13	100.0	8	-	26	26	100.0	23
EAP expense	12	8	(4)	(50.0)	8	23	17	(6)	(35.3)	16
Retirement										
Pension expense	-	4,000	4,000	100.0	-	1,733	8,000	6,267	78.3	1,730
401 K contributions	3,629	2,090	(1,539)	(73.6)	2,083	7,271	4,179	(3,092)	(74.0)	4,309
Total company paid benefits	16,505	15,511	(994)	(6.4)	13,436	38,590	31,021	(7,569)	(24.4)	29,130
Total wages and benefits	$ 93,722	$ 75,626	$ (18,096)	(23.9)	$ 78,191	$ 186,401	$ 151,251	$ (35,150)	(23.2)	$ 153,947

St. Louis Regional Freightway
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Operating Fund	Externally Restricted
Balance at October 1, 2017			
Cash & Investments	$ 49,035	$ 49,035	$ -
Add:			
Revenue receipts	102,591	102,591	-
Total cash receipts	102,591	102,591	-
Interfund transfers	-	(15,000)	15,000
Less:			
Cash disbursements	(107,126)	(107,126)	-
Total cash disbursements	(107,126)	(107,126)	-
Balance at December 31, 2017			
Cash & Investments	$ 44,500	$ 29,500	$ 15,000

St. Louis Regional Freight District
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	78,800
Payments to employees		(184,130)
Payments to vendors		(191,206)
Receipts (payments) from inter-fund activity		258,398
Net cash provided by (used in) operating activities		(38,138)
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		(38,138)
Cash and cash equivalents, beginning of year		82,638
Cash and cash equivalents, year to date	$	44,500

Supplemental disclosure of cash flow information

Noncash Activities:
None

BI-STATE DEVELOPMENT RESEARCH INSTITUTE

BI-STATE DEVELOPMENT

RESEARCH

INSTITUTE

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BSD RESEARCH INSTITUTE

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Bi-State Development Research Institute

For the Six Months Ended December 31, 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 including fresh fruits and vegetables eliminating the "food deserts" in that area. Additionally, nutritionists from the University of Missouri Extension conduct monthly food demonstrations to focus on nutrition and healthy food options to the customers.

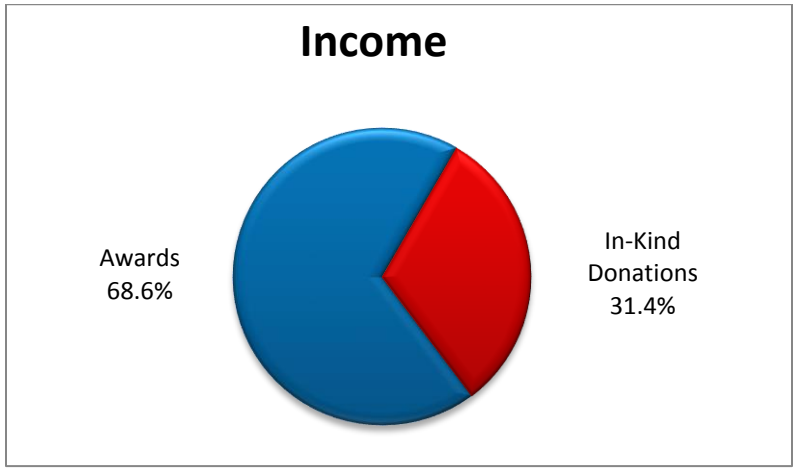
The St. Louis County Department of Public Health has deployed a mobile medical unit providing health screenings for the community. The program is designed to provide underserved residents with easier access to health care. The mobile unit will serve the North Hanley MetroLink Station, the Rock Road MetroLink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

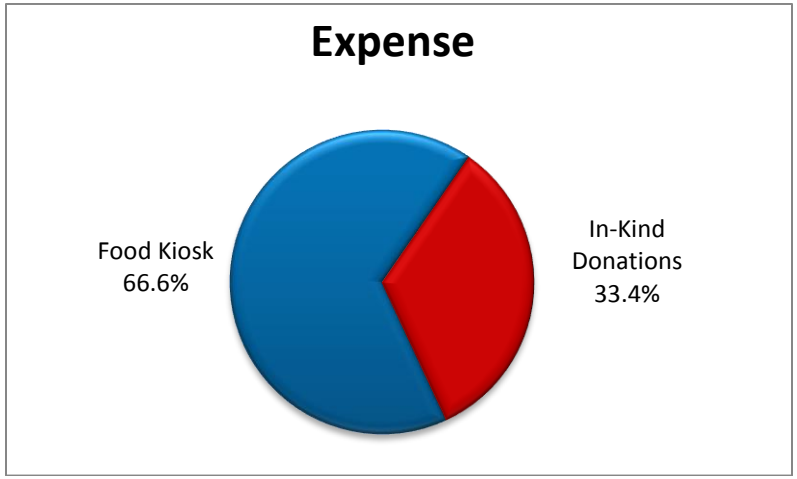
Financial Data

Net Income is $18.8 thousand.

Revenue from Awards/Grants funding totaled $215.0 thousand and $98.6 thousand of In-kind donations from Bi-State Development.

Expense totals $294.8 thousand. The majority of expense is related to the Missouri Health Foundation grant being used to establish the Link Market Food Kiosk project and $98.6 thousand of In-kind donations from the Bi-State Development Agency.





Bi-State Development Research Institute
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	$ 11,113	$ 98,628	$ (87,515)	(88.7)	$ 421,262	$ (410,149)	(97.4)
Accounts and notes receivable	429	429	-	-	429	-	-
Other current assets	60,000	90,000	(30,000)	(33.3)	-	60,000	n/a
Total current assets	71,542	189,057	(117,515)	(62.2)	421,691	(350,149)	(83.0)
Construction-in-process	135,000	135,000	-	-	-	135,000	n/a
Total capital assets	135,000	135,000	-	-	-	135,000	n/a
Total assets	206,542	324,057	(117,515)	(36.3)	421,691	(215,149)	(51.0)
Total	$ 206,542	$ 324,057	$ (117,515)	(36.3)	$ 421,691	$ (215,149)	(51.0)

Bi-State Development Research Institute
Quarterly Statement of Financial Position
December 31, 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	$ -	-	$ 3,000	$ -	-
Interfund accounts payable	20,568	19,433	1,135	5.8	7,228	13,340	184.6
Other current liabilities	8,651	96,152	(87,501)	(91.0)	418,651	(410,000)	(97.9)
Total current liabilities	32,219	118,585	(86,366)	(72.8)	428,879	(396,660)	(92.5)
Total liabilities	32,219	118,585	(86,366)	(72.8)	428,879	(396,660)	(92.5)
Net Position							
Net position	155,550	155,550	-	-	39,127	116,423	297.6
Net income (loss)	18,773	49,922	(31,149)	(62.4)	(46,315)	65,088	140.5
Total net position	174,323	205,472	(31,149)	(15.2)	(7,188)	181,511	n/a
Total	$ 206,542	$ 324,057	$ (117,515)	(36.3)	$ 421,691	$ (215,149)	(51.0)

Bi-State Development Research Institute
Statement of Activities
For the Quarter Ended December 31, 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	$ 87,500	$ 16,000	$ 71,500	446.9	$ -	$ 215,000	$ 32,000	$ 183,000	571.9	$ 429
Contributions [1]	50,958	-	50,958	-	-	98,564	-	98,564	-	-
Total revenue	138,458	16,000	122,458	765.4	-	313,564	32,000	281,564	879.9	429
Expense										
Services	154,695	27,590	(127,105)	(460.7)	4,499	269,249	55,180	(214,069)	(387.9)	45,571
Materials and supplies	1,012	130	(882)	(678.5)	-	1,012	261	(751)	(287.7)	800
Utilities	368	150	(218)	(145.3)	-	440	300	(140)	(46.7)	-
Interfund admin fees	11,791	-	(11,791)	-	-	22,349	-	(22,349)	-	-
Other expenses	1,741	1,000	(741)	(74.1)	339	1,741	2,000	259	13.0	373
Total expense	169,607	28,870	(140,737)	(487.5)	4,838	294,791	57,741	(237,050)	(410.5)	46,744
Net income (loss)	$ (31,149)	$ (12,870)	$ (18,279)	(142.0)	$ (4,838)	$ 18,773	$ (25,741)	$ 44,514	172.9	$ (46,315)

[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 December 31, 2017
(unaudited)

Description	Total	Operating Fund	Restricted Fund
Balance at October 1, 2017			
Cash & Investments	$ 98,628	$ 2,477	$ 96,151
Add:			
Receipts	-	-	-
Total cash receipts	-	-	-
Interfund transfers	-	-	-
Less:			
Cash disbursements	(87,515)	-	(87,515)
Total cash disbursements	(87,515)	-	(87,515)
Balance at December 31, 2017			
Cash & Investments	$ 11,113	$ 2,477	$ 8,636

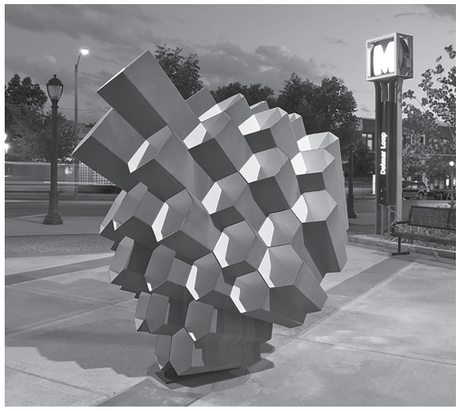
Bi-State Development Research Institute
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	313,564
Payments to vendors		(507,442)
Receipts (payments) from inter-fund activity		(21,214)
Net cash provided by (used in) operating activities		(215,092)
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		(215,092)
Cash and cash equivalents, beginning of year		226,205
Cash and cash equivalents, year to date	$	11,113

Supplemental disclosure of cash flow information

Noncash Activities:
None

BI-STATE DEVELOPMENT



Arts in Transit

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Arts In Transit, Inc.

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

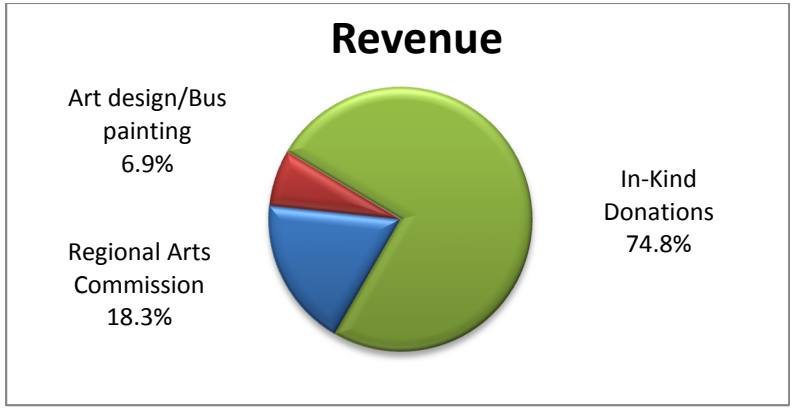
Arts In Transit was one of nine local arts organizations to receive a grant from the PNC Foundation through the PNC Arts Alive initiative. The $20,000 grant will support MetroScapes, a program that promotes local artists by displaying their work at MetroBus shelters and transit centers throughout the 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.

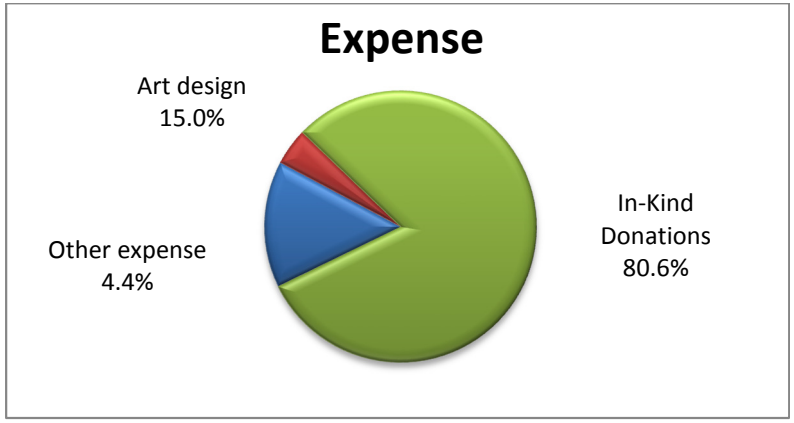
Financial Data

Net Income is $15.2 thousand.

Total revenue of $131.2 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 $116.0 thousand consists of $17.4 thousand for art design and bus wrap services related to a bus painting, $5.1 thousand in expense related to MetroScape posters and immaterial bank fees, and $93.5 thousand of In-kind donations from Bi-State Development.



Arts In Transit, Inc.
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	$ 76,907	$ 86,833	$ (9,926)	(11.4)	$ 38,204	$ 38,703	101.3
Accounts and notes receivable	-	4,000	(4,000)	(100.0)	-	-	n/a
Total current assets	76,907	90,833	(13,926)	(15.3)	38,204	38,703	101.3
Total assets	76,907	90,833	(13,926)	(15.3)	38,204	38,703	101.3
Total	$ 76,907	$ 90,833	$ (13,926)	(15.3)	$ 38,204	$ 38,703	101.3

Arts In Transit, Inc.
Quarterly Statement of Financial Position
December 31, 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	$ 61,695	$ -	-	$ 22,574	$ 39,121	173.3
Net income (loss)	15,212	29,138	(13,926)	(47.8)	15,630	(418)	(2.7)
Total net position	76,907	90,833	(13,926)	(15.3)	38,204	38,703	101.3
Total	$ 76,907	$ 90,833	$ (13,926)	(15.3)	$ 38,204	$ 38,703	101.3

Arts In Transit, Inc.
Statement of Activities
For the Quarter Ended December 31, 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	$ (3,900)	$ 12,500	$ (16,400)	(131.2)	$ 507	$ 33,100	$ 25,000	$ 8,100	32.4	$ 32,507
Contributions [1]	50,346	-	50,346	-	-	98,170	-	98,170	-	-
Total revenue	46,446	12,500	33,946	271.6	507	131,270	25,000	106,270	425.1	32,507
Expense										
Services	47,992	25,000	(22,992)	(92.0)	12,688	91,902	50,000	(41,902)	(83.8)	16,877
Materials and supplies	-	137	137	100.0	-	1,119	275	(844)	(306.9)	-
Utilities	141	-	(141)	-	-	282	-	(282)	-	-
Interfund admin fees	8,954	-	(8,954)	-	-	18,374	-	(18,374)	-	-
Other expenses	3,285	62	(3,223)	(5,198.4)	-	4,381	125	(4,256)	(3,404.8)	-
Total expense	60,372	25,199	(35,173)	(139.6)	12,688	116,058	50,400	(65,658)	(130.3)	16,877
Net income (loss)	$ (13,926)	$ (12,699)	$ (1,227)	(9.7)	$ (12,181)	$ 15,212	$ (25,400)	$ 40,612	159.9	$ 15,630

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

Arts in Transit, Inc.
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Operating Fund
Balance at October 1, 2017		
Cash & Investments	$ 86,833	$ 86,833
Add:		
Receipts	100	100
Total cash receipts	100	100
Interfund transfers	-	-
Less:		
Cash disbursements	(10,026)	(10,026)
Total cash disbursements	(10,026)	(10,026)
Balance at December 31, 2017		
Cash & Investments	$ 76,907	$ 76,907

Art In Transit, Inc.
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	131,270
Payments to vendors		(97,684)
Receipts (payments) from inter-fund activity		(18,374)
Net cash provided by (used in) operating activities		15,212
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		15,212
Cash and cash equivalents, beginning of year		61,695
Cash and cash equivalents, year to date	$	76,907

Supplemental disclosure of cash flow information

Noncash Activities:

None noted.

BI·STATE DEVELOPMENT

Self-Insurance Funds

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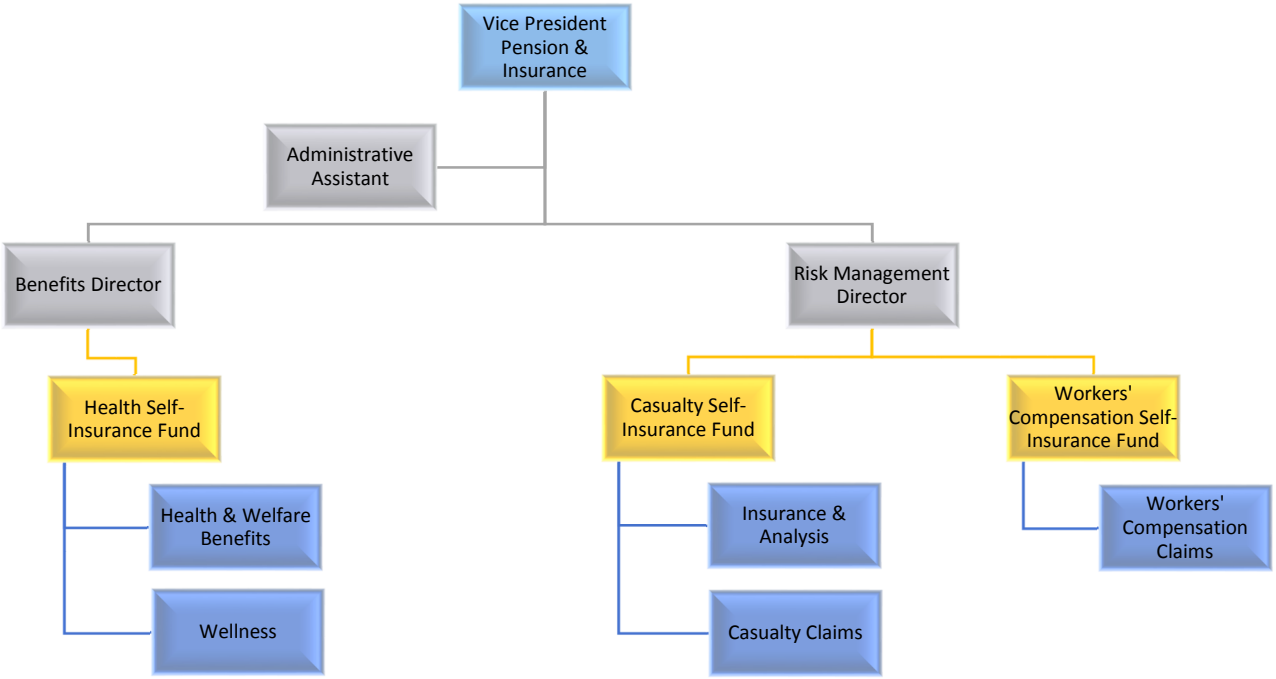
Self-Insurance Funds

For the Six Months Ended December 31, 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

December 31, 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	$ 432,123	$ 3,782,067	$ 8,574,056	$ 12,788,246	$ -	$ 12,788,246
Accounts and notes receivable	36,207	-	-	36,207	-	36,207
Interfund accounts receivable	2,589,779	6,881,468	562,282	10,033,529	(10,033,529)	-
Other current assets	-	407,651	106,305	513,956	-	513,956
Total current assets	3,058,109	11,071,186	9,242,643	23,371,938	(10,033,529)	13,338,409
Total assets	3,058,109	11,071,186	9,242,643	23,371,938	(10,033,529)	13,338,409
Total	$ 3,058,109	$ 11,071,186	$ 9,242,643	$ 23,371,938	$ (10,033,529)	$ 13,338,409

Bi-State Development Agency of the Missouri-Illinois Metropolitan District
Self-Insurance Divisions
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Health Self-Insurance Division	Casualty Self-Insurance Division	Workers Compensation Self-Insurance Division	Totals	Interfund Eliminations	Totals After Eliminations
Liabilities						
Current liabilities						
Interfund accounts payable	$ 7,128,266	$ -	$ 55,962	$ 7,184,228	$ (10,033,529)	$ (2,849,301)
Accrued expenses	44,700	40,600	24,900	110,200	-	110,200
Total current liabilities	7,172,966	40,600	80,862	7,294,428	(10,033,529)	(2,739,101)
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	9,600,966	4,028,381	3,389,135	17,018,482	(10,033,529)	6,984,953
Non-current liabilities						
Other post-employment benefits	181,829	158,161	45,908	385,898	-	385,898
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	4,506,900	4,168,795	8,934,465	-	8,934,465
Total liabilities	9,859,736	8,535,281	7,557,930	25,952,947	(10,033,529)	15,919,418
Net Position						
Net position	(1,937,586)	1,421,160	223,449	(292,977)	-	(292,977)
Net income (loss)	(4,864,041)	1,114,745	1,461,264	(2,288,032)	-	(2,288,032)
Total net position	(6,801,627)	2,535,905	1,684,713	(2,581,009)	-	(2,581,009)
Total	$ 3,058,109	$ 11,071,186	$ 9,242,643	$ 23,371,938	$ (10,033,529)	$ 13,338,409

Bi-State Development Agency of the Missouri-Illinois Metropolitan District
Self-Insurance Divisions
Combining Statement of Activities by Business Division
For the Six Months Ended December 31, 2017
(unaudited)

	Health Self-Insurance Division	Casualty Self-Insurance Division	Workers Compensation Self-Insurance Division	Totals	Eliminations	Totals After Eliminations
Revenue						
Employee medical contributions	$ 3,164,310	$ -	$ -	$ 3,164,310	$ -	$ 3,164,310
Employee dental contributions	248,259	-	-	248,259	-	248,259
Employee gym membership	2,860	-	-	2,860	-	2,860
Bi-State Dev medical contributions	11,434,281	-	-	11,434,281	(80,787)	11,353,494
Bi-State Dev dental contributions	308,002	-	-	308,002	(2,736)	305,266
Bi-State Dev EAP contributions	18,859	-	-	18,859	(159)	18,700
Healthy savings plan	(155,736)	-	-	(155,736)	-	(155,736)
Charges for services - Casualty	-	3,556,488	-	3,556,488	-	3,556,488
Charges for services - Workers Compensation	-	-	4,663,981	4,663,981	-	4,663,981
Interest Income	-	18,358	35,201	53,559	-	53,559
Total revenue	15,020,835	3,574,846	4,699,182	23,294,863	(83,683)	23,211,181
Expense						
Wages and benefits	426,946	283,598	272,297	982,841	-	982,841
Services	108,162	3,250	3,548	114,960	-	114,960
Materials and supplies	1,652	1,585	748	3,985	-	3,985
Utilities	2,477	178	48	2,703	-	2,703
Casualty and liability costs	-	407,651	177,038	584,689	-	584,689
Other expenses	8,910	1,782	(54,952)	(44,260)	-	(44,260)
Medical claims and prescriptions, less rebates	19,228,013	-	-	19,228,013	(83,683)	19,144,331
Stop loss, third party fees, Medicare Part D	108,716	-	-	108,716	-	108,716
Casualty claims paid	-	2,052,450	-	2,052,450	-	2,052,450
Workers Compensation claims paid	-	-	3,134,646	3,134,646	-	3,134,646
Total expense	19,884,876	2,750,494	3,533,373	26,168,743	(83,683)	26,085,061
Net income (loss) before transfers	(4,864,041)	824,352	1,165,809	(2,873,880)	-	(2,873,880)
Net transfers in (out)	-	290,393	295,455	585,848	-	585,848
Net income (loss)	$ (4,864,041)	$ 1,114,745	$ 1,461,264	$ (2,288,032)	$ -	$ (2,288,032)

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Health Self-Insurance Fund

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Health Self-Insurance Fund

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

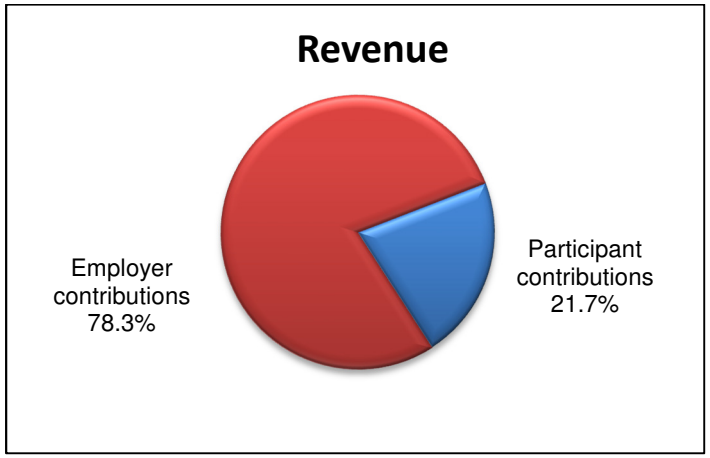
Fast Facts

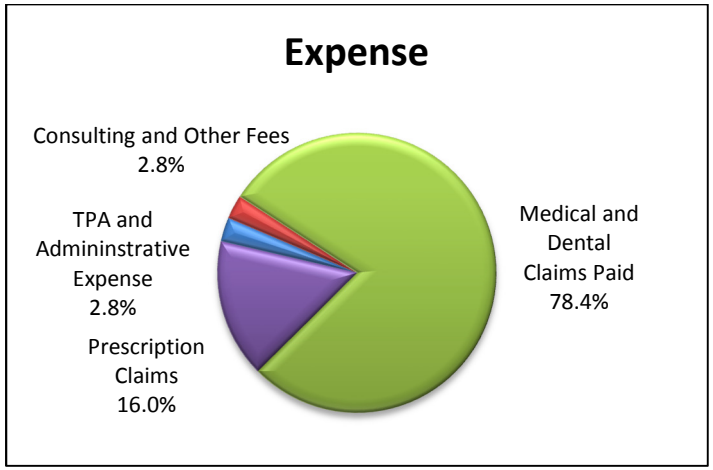
The Health Self-Insurance Fund (SIF) includes all operating revenue and expenses related to the organizations medical, prescription drug and dental employee benefit programs. Health SIF employer and employee/retiree contribution rates are set annually based on actuarial assessment of historical health 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 $15.0 million consists of $11.6 million in employer and $3.4 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 $19.9 million consists of $19.3 million or 97.2% related to direct medical and prescription benefit claims and third party claim processing fees, cost management programs, plan consulting fees and health care reform costs. Internal staff and wellness initiative costs are $0.6 million or 2.8%. Expenses are running unfavorable to budget due to a large increase in the volume of catastrophic medical claims which are expected to continue into the next reporting period. Fiscal YTD, there have been 96 plan participants each accumulating claims of $25,000 or more.





Health Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 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	$ 432,123	$ 1,464,814	$ (1,032,691)	(70.5)	$ 1,504,332	$ (1,072,209)	(71.3)
Accounts and notes receivable	36,207	40,048	(3,841)	(9.6)	37,422	(1,215)	(3.2)
Interfund accounts receivable	2,589,779	1,944,087	645,692	33.2	1,774,167	815,612	46.0
Total current assets	3,058,109	3,448,949	(390,840)	(11.3)	3,315,921	(257,812)	(7.8)
Total assets	3,058,109	3,448,949	(390,840)	(11.3)	3,315,921	(257,812)	(7.8)
Total	$ 3,058,109	$ 3,448,949	$ (390,840)	(11.3)	$ 3,315,921	$ (257,812)	(7.8)

Health Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 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	$ 7,128,266	$ 5,367,584	$ 1,760,682	32.8	$ 895,518	$ 6,232,748	696.0
Accrued expenses	44,700	44,700	-	-	44,600	100	0.2
Total current liabilities	7,172,966	5,412,284	1,760,682	32.5	940,118	6,232,848	663.0
Current liab payable from restricted assets							
Medical self-insurance liability	2,428,000	2,428,000	-	-	2,255,254	172,746	7.7
Total current liabilities payable from restricted assets	2,428,000	2,428,000	-	-	2,255,254	172,746	7.7
Total current liabilities	9,600,966	7,840,284	1,760,682	22.5	3,195,372	6,405,594	200.5
Non-current liabilities							
Other post-employment benefits	181,829	181,829	-	-	4,967	176,862	n/a
Unfunded pension liabilities	76,941	76,941	-	-	477,049	(400,108)	(83.9)
Total non-current liabilities	258,770	258,770	-	-	482,016	(223,246)	(46.3)
Total liabilities	9,859,736	8,099,054	1,760,682	21.7	3,677,388	6,182,348	168.1
Net Position							
Net position	(1,937,586)	(1,937,586)	-	-	(57,730)	(1,879,856)	n/a
Net income (loss)	(4,864,041)	(2,712,519)	(2,151,522)	(79.3)	(303,737)	(4,560,304)	n/a
Total net position	(6,801,627)	(4,650,105)	(2,151,522)	(46.3)	(361,467)	(6,440,160)	n/a
Total	$ 3,058,109	$ 3,448,949	$ (390,840)	(11.3)	$ 3,315,921	$ (257,812)	(7.8)

Health Self-Insurance Fund
Statement of Activities
For the Quarter Ended December 31, 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	$ 1,577,465	$ 1,709,691	$ (132,226)	(7.7)	$ 1,591,843	$ 3,164,310	$ 3,419,382	$ (255,072)	(7.5)	$ 3,128,355
Employee dental contributions	123,987	129,512	(5,525)	(4.3)	125,282	248,259	259,024	(10,765)	(4.2)	248,450
Employee gym membership	1,416	1,316	100	7.6	1,691	2,860	2,633	227	8.6	3,354
Bi-State Dev medical contributions	5,723,687	6,012,792	(289,105)	(4.8)	5,562,628	11,434,281	12,025,584	(591,303)	(4.9)	11,113,920
Bi-State Dev dental contributions	154,363	150,536	3,827	2.5	152,555	308,002	301,073	6,929	2.3	305,038
Bi-State Dev EAP contributions	9,271	9,803	(532)	(5.4)	9,515	18,859	19,605	(746)	(3.8)	18,959
Healthy Savings Plan	(107,963)	(41,125)	(66,838)	(162.5)	(48,261)	(155,736)	(82,250)	(73,486)	(89.3)	(103,115)
Total revenue	7,482,226	7,972,525	(490,299)	(6.1)	7,395,253	15,020,835	15,945,051	(924,216)	(5.8)	14,714,961
Expense										
Wages and benefits [1]	206,962	248,164	41,202	16.6	176,644	426,946	496,328	69,382	14.0	369,451
Services	75,493	116,525	41,032	35.2	411,990	108,162	236,050	127,888	54.2	487,938
Materials and supplies	1,237	10,566	9,329	88.3	1,976	1,652	21,133	19,481	92.2	7,353
Utilities	1,237	745	(492)	(66.0)	894	2,477	1,490	(987)	(66.2)	2,241
Other expenses	7,054	13,454	6,400	47.6	8,573	8,910	26,908	17,998	66.9	9,275
Medical claims paid	7,593,684	5,736,685	(1,856,999)	(32.4)	5,684,738	15,805,304	11,473,371	(4,331,933)	(37.8)	11,351,839
Contra medical	(401,058)	(747,448)	(346,390)	(46.3)	(383,318)	(865,092)	(1,494,895)	(629,803)	(42.1)	(795,759)
Dental claims paid	231,090	247,539	16,449	6.6	229,431	464,870	495,078	30,208	6.1	460,688
Medical TPA fees	212,145	356,162	144,017	40.4	(169,851)	453,146	712,325	259,179	36.4	66,759
Prescription (RX) claims/admin fees	1,568,185	1,731,652	163,467	9.4	1,321,664	3,185,921	3,463,305	277,384	8.0	2,682,551
Medical stop loss	91,750	99,075	7,325	7.4	78,132	183,864	198,150	14,286	7.2	156,825
Other administrative and third party fees	45,969	165,092	119,123	72.2	163,648	108,716	330,184	221,468	67.1	219,537
Total expense	9,633,748	7,978,211	(1,655,537)	(20.8)	7,524,521	19,884,876	15,959,427	(3,925,449)	(24.6)	15,018,698
Net income (loss)	$ (2,151,522)	$ (5,686)	$ (2,145,836)	n/a	$ (129,268)	$ (4,864,041)	$ (14,376)	$ (4,849,665)	n/a	$ (303,737)

[1] - Detailed schedule included.

Health Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 158,086	$ 163,523	$ 5,437	3.3	$ 137,267	$ 319,345	$ 327,047	$ 7,702	2.4	$ 281,845
Company paid benefits										
Payroll related taxes and insurance										
FICA	11,137	12,510	1,373	11.0	9,567	22,940	25,019	2,079	8.3	19,983
Unemployment insurance	13	-	(13)	-	66	169	-	(169)	-	195
Worker's compensation insurance	-	489	489	100.0	-	-	979	979	100.0	-
Health and welfare										
Medical	17,374	26,775	9,401	35.1	13,683	35,060	53,550	18,490	34.5	27,657
Dental	607	1,560	953	61.1	532	1,316	3,120	1,804	57.8	1,166
Other post employment benefits	-	1,544	1,544	100.0	1,812	4,785	3,088	(1,697)	(55.0)	4,133
Life Insurance / AD&D	286	148	(138)	(93.2)	174	620	296	(324)	(109.5)	387
Short and Long Term Disability	958	728	(230)	(31.6)	1,011	1,990	1,455	(535)	(36.8)	2,179
FMLA administration expense	-	60	60	100.0	17	-	120	120	100.0	79
EAP expense	36	41	5	12.2	195	79	82	3	3.7	233
Retirement										
Pension expense	10,502	19,400	8,898	45.9	5,910	23,740	38,800	15,060	38.8	17,602
401 K contributions	7,673	10,137	2,464	24.3	6,135	16,611	20,273	3,662	18.1	13,716
Other										
Miscellaneous benefits	290	11,249	10,959	97.4	275	291	22,499	22,208	98.7	276
Total company paid benefits	48,876	84,641	35,765	42.3	39,377	107,601	169,281	61,680	36.4	87,606
Total wages and benefits	$ 206,962	$ 248,164	$ 41,202	16.6	$ 176,644	$ 426,946	$ 496,328	$ 69,382	14.0	$ 369,451

Health Self-Insurance Fund

Cash Receipts and Disbursements Schedule

For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Medical Self-Insurance	Medical Claims	Medical RRA	Medical HRA
Balance at October 1, 2017					
Cash & investments	$ 1,464,814	$ 1,651,745	$ (252,730)	$ 15,429	$ 50,370
Add:					
Funding from Metro	5,938,514	5,938,514	-	-	-
Receipts from Executive Services	448,284	448,284	-	-	-
Receipts from Gateway Arch Tram System	308,430	308,430	-	-	-
Receipts from St. Louis Downtown Airport	54,200	54,200	-	-	-
Receipts from Riverfront Attractions	251,971	251,971	-	-	-
Receipts from Casualty Self-Insurance	311,881	311,881	-	-	-
Receipts from Workers Comp Self-Insurance	55,033	55,033	-	-	-
Total cash receipts	7,368,312	7,368,312	-	-	-
Interfund transfers	-	(7,560,733)	7,224,082	65,216	271,435
Less:					
Cash disbursements	(7,658,564)	(231,010)	(7,088,415)	(65,216)	(273,923)
Total cash disbursements	(8,401,003)	(973,449)	(7,088,415)	(65,216)	(273,923)
Balance at December 31, 2017					
Cash & investments	$ 432,123	$ 485,875	$ (117,063)	$ 15,429	$ 47,882

Health Self-Insurance Fund
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	3,025
Payments to employees		(422,162)
Payments to vendors		(121,202)
Payments for self-insurance		(19,336,727)
Receipts (payments) from inter-fund activity		18,771,693
Net cash provided by (used in) operating activities		(1,105,373)
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		(1,105,373)
Cash and cash equivalents, beginning of year		1,537,496
Cash and cash equivalents, year to date	$	432,123

Supplemental disclosure of cash flow information

Noncash Activities:
None

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Casualty Self-Insurance Fund

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Casualty Self-Insurance Fund

For the Six Months Ended December 31, 2017

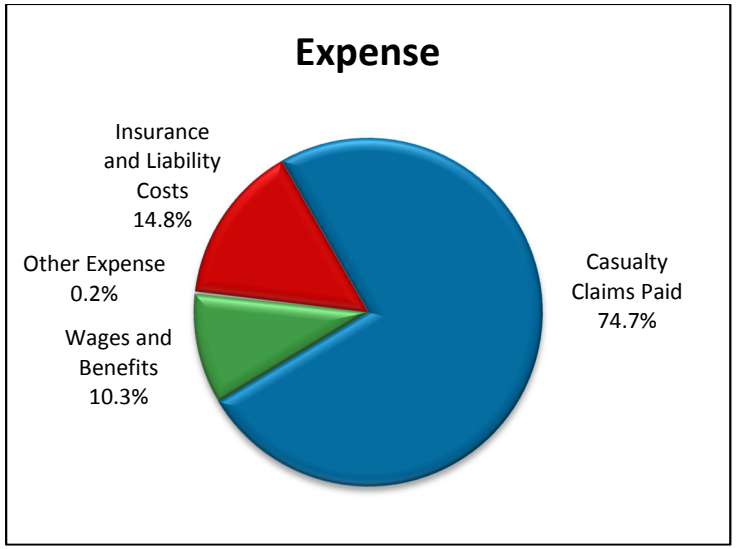
(Preliminary, subject to audit)

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.

The new claims system, Risk Master is fully implemented. We are working on new processes to provide data to Accounting more efficiently and creating new reports to analyze the data.



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
December 31, 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	$ 3,782,067	$ 4,003,302	$ (221,235)	(5.5)	$ 3,753,349	$ 28,718	0.8
Interfund accounts receivable	6,881,468	5,891,726	989,742	16.8	4,298,610	2,582,858	60.1
Other current assets	407,651	611,476	(203,825)	(33.3)	434,372	(26,721)	(6.2)
Total current assets	11,071,186	10,506,504	564,682	5.4	8,486,331	2,584,855	30.5
Total assets	11,071,186	10,506,504	564,682	5.4	8,486,331	2,584,855	30.5
Total	$ 11,071,186	$ 10,506,504	$ 564,682	5.4	$ 8,486,331	$ 2,584,855	30.5

Casualty Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 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	$ (152,629)	(100.0)	$ 190,365	$ (190,365)	(100.0)
Accrued expenses	40,600	40,600	-	-	-	40,600	n/a
Total current liabilities	40,600	193,229	(152,629)	(79.0)	190,365	(149,765)	(78.7)
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	4,028,381	4,181,010	(152,629)	(3.7)	4,178,146	(149,765)	(3.6)
Non-current liabilities							
Other post-employment benefits	158,161	158,161	-	-	3,069	155,092	n/a
Long-term self-insurance	4,216,973	4,216,973	-	-	4,187,219	29,754	0.7
Unfunded pension liabilities	131,766	131,766	-	-	-	131,766	n/a
Total non-current liabilities	4,506,900	4,506,900	-	-	4,190,288	316,612	7.6
Total liabilities	8,535,281	8,687,910	(152,629)	(1.8)	8,368,434	166,847	2.0
Net Position							
Net position	1,421,160	1,421,161	(1)	-	(155)	1,421,315	n/a
Net income (loss)	1,114,745	397,433	717,312	180.5	118,052	996,693	844.3
Total net position	2,535,905	1,818,594	717,311	39.4	117,897	2,418,008	n/a
Total	$ 11,071,186	$ 10,506,504	$ 564,682	5.4	$ 8,486,331	$ 2,584,855	30.5

Casualty Self-Insurance Fund
Statement of Activities
For the Quarter Ended December 31, 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	$ 2,263,926	$ 721,000	$ 1,542,926	214.0	$ 1,227,344	$ 3,556,488	$ 1,442,000	$ 2,114,488	146.6	$ 2,234,971
Interest income	9,453	-	9,453	-	-	18,358	-	18,358	-	-
Total revenue	2,273,379	721,000	1,552,379	215.3	1,227,344	3,574,846	1,442,000	2,132,846	147.9	2,234,971
Expense										
Wages and benefits [1]	138,298	141,594	3,296	2.3	121,513	283,598	283,189	(409)	(0.1)	238,171
Services	3,250	812	(2,438)	(300.2)	10,289	3,250	1,625	(1,625)	(100.0)	15,352
Materials and supplies	518	938	420	44.8	173	1,585	1,875	290	15.5	286
Utilities	178	700	522	74.6	-	178	1,400	1,222	87.3	-
Casualty and liability costs	203,825	221,250	17,425	7.9	217,186	407,651	442,500	34,849	7.9	437,478
Other expenses	1,485	2,875	1,390	48.3	790	1,782	5,750	3,968	69.0	1,090
Casualty claims paid	1,352,243	499,750	(852,493)	(170.6)	831,709	2,052,450	999,500	(1,052,950)	(105.3)	1,679,441
Total expense	1,699,797	867,919	(831,878)	(95.8)	1,181,660	2,750,494	1,735,839	(1,014,655)	(58.5)	2,371,818
Net income (loss) before transfers	573,582	(146,919)	720,501	490.4	45,684	824,352	(293,839)	1,118,191	380.5	(136,847)
Net transfers in (out)	143,729	147,535	(3,806)	(2.6)	132,765	290,393	295,069	(4,676)	(1.6)	254,899
Net income (loss)	$ 717,311	$ 616	$ 716,695	n/a	$ 178,449	$ 1,114,745	$ 1,230	$ 1,113,515	n/a	$ 118,052

[1] - Detailed schedule included.

Casualty Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 100,113	$ 101,393	$ 1,280	1.3	$ 91,851	$ 202,674	$ 202,785	$ 111	0.1	$ 174,529
Company paid benefits										
Payroll related taxes and insurance										
FICA	6,635	7,757	1,122	14.5	6,035	14,143	15,513	1,370	8.8	11,868
Unemployment insurance	56	105	49	46.7	112	105	210	105	50.0	180
Worker's compensation insurance	-	304	304	100.0	-	-	609	609	100.0	-
Health and welfare										
Medical	12,595	12,300	(295)	(2.4)	10,659	24,585	24,600	15	0.1	19,182
Dental	411	390	(21)	(5.4)	341	852	780	(72)	(9.2)	664
Other post employment benefits	-	-	-	-	1,316	3,113	-	(3,113)	-	2,914
Life Insurance / AD&D	181	94	(87)	(92.6)	103	374	188	(186)	(98.9)	205
Short and Long Term Disability	537	461	(76)	(16.5)	539	1,130	923	(207)	(22.4)	1,169
FMLA administration expense	-	38	38	100.0	13	-	76	76	100.0	53
EAP expense	24	26	2	7.7	20	50	52	2	3.8	39
Retirement										
Pension expense	14,646	12,300	(2,346)	(19.1)	8,596	30,165	24,600	(5,565)	(22.6)	23,557
401 K contributions	3,100	6,426	3,326	51.8	1,928	6,407	12,853	6,446	50.2	3,811
Total company paid benefits	38,185	40,201	2,016	5.0	29,662	80,924	80,404	(520)	(0.6)	63,642
Total wages and benefits	$ 138,298	$ 141,594	$ 3,296	2.3	$ 121,513	$ 283,598	$ 283,189	$ (409)	(0.1)	$ 238,171

Casualty Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Operating Cash	Cash Equivalent
Balance at October 1, 2017			
Cash & investments	$ 4,003,302	$ 27,521	$ 3,975,781
Add:			
Collections	77,693	77,693	-
Receipts from Executive Services	3,000	-	3,000
Receipts from Riverfront Attractions	500	500	-
Interest received	9,453	9,453	-
Total cash receipts	90,646	87,646	3,000
Interfund transfers	-	(47,952)	47,952
Less:			
Disbursements to Health Self-Insurance	(311,881)	(47,500)	(264,381)
Total cash disbursements	(311,881)	(47,500)	(264,381)
Balance at December 31, 2017			
Cash & investments	$ 3,782,067	$ 19,715	$ 3,762,352

Casualty Self-Insurance Fund
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	3,556,489
Payments to employees		(280,486)
Payments to vendors		(414,445)
Payments for self-insurance		(2,460,101)
Receipts (payments) from inter-fund activity		(987,559)
Net cash provided by (used in) operating activities		(586,102)
Cash flows from non capital financing activities		
Operating assistance received		-
Contributions to outside entities		-
Net transfers		290,393
Nonoperating contributions		-
Net cash provided by (used in) non capital financing activities		290,393
Cash flows from capital and related financing activities		
Acquisitions of capital assets		-
Payments of long-term debt		-
Interest Paid		-
Contributed capital		-
Cash flows from capital and related financing activities		-
Cash flows from investing activities		
Purchases of investments		-
Proceeds from sale of investments		-
Interest received		18,358
Net cash provided by (used in) investing activities		18,358
Net increase (decrease) in cash and cash equivalents		(277,351)
Cash and cash equivalents, beginning of year		4,059,419
Cash and cash equivalents, year to date	$	3,782,068

BI·STATE DEVELOPMENT

Worker's Compensation Self-insurance Fund

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Worker's Compensation Self-Insurance Fund

For the Six Months Ended December 31, 2017

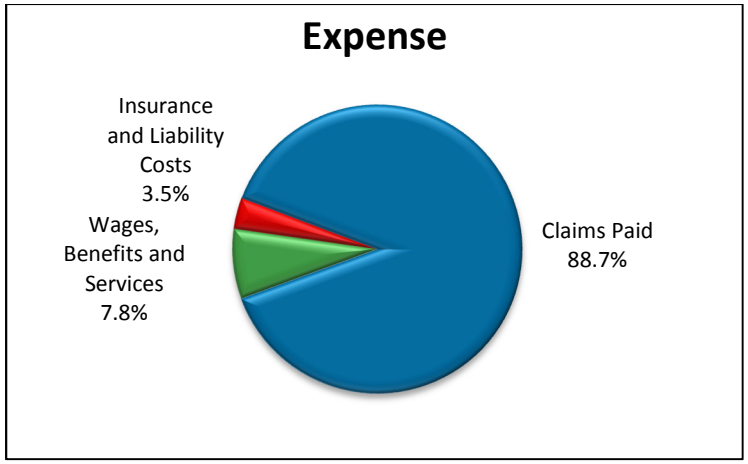
(Preliminary, subject to audit)

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.

The new claims system, Risk Master is fully implemented. We are working on new processes to provide data to Accounting more efficiently and creating new reports to analyze the data.



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
December 31, 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	$ 8,574,056	$ 8,356,112	$ 217,944	2.6	$ 4,952,858	$ 3,621,198	73.1
Accounts and notes receivable	-	131	(131)	(100.0)	250	(250)	(100.0)
Interfund accounts receivable	562,282	199,680	362,602	181.6	1,824,632	(1,262,350)	(69.2)
Other current assets	106,305	159,458	(53,153)	(33.3)	111,042	(4,737)	(4.3)
Total current assets	9,242,643	8,715,381	527,262	6.0	6,888,782	2,353,861	34.2
Total assets	9,242,643	8,715,381	527,262	6.0	6,888,782	2,353,861	34.2
Total	$ 9,242,643	$ 8,715,381	$ 527,262	6.0	$ 6,888,782	$ 2,353,861	34.2

Workers Compensation Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 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)	(100.0)	$ -	$ -	n/a
Interfund accounts payable	55,962	26,494	29,468	111.2	122,610	(66,648)	(54.4)
Accrued expenses	24,900	24,900	-	-	-	24,900	n/a
Total current liabilities	80,862	139,913	(59,051)	(42.2)	122,610	(41,748)	(34.0)
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	3,389,135	3,448,186	(59,051)	(1.7)	3,430,883	(41,748)	(1.2)
Non-current liabilities							
Other post-employment benefits	45,908	45,908	-	-	1,767	44,141	n/a
Long-term self-insurance	4,069,727	4,069,727	-	-	3,474,493	595,234	17.1
Unfunded pension liabilities	53,160	53,160	-	-	-	53,160	n/a
Total non-current liabilities	4,168,795	4,168,795	-	-	3,476,260	692,535	19.9
Total liabilities	7,557,930	7,616,981	(59,051)	(0.8)	6,907,143	650,787	9.4
Net Position							
Net position	223,449	223,448	1	-	-	223,449	n/a
Net income (loss)	1,461,264	874,952	586,312	67.0	(18,361)	1,479,625	n/a
Total net position	1,684,713	1,098,400	586,313	53.4	(18,361)	1,703,074	n/a
Total	$ 9,242,643	$ 8,715,381	$ 527,262	6.0	$ 6,888,782	$ 2,353,861	34.2

Workers Compensation Self-Insurance Fund
Statement of Activities
For the Quarter Ended December 31, 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	$ 2,408,299	$ 996,560	$ 1,411,739	141.7	$ 1,074,419	$ 4,663,981	$ 1,993,119	$ 2,670,862	134.0	$ 2,091,841
Interest income	19,572	-	19,572	-	-	35,201	-	35,201	-	-
Total revenue	2,427,871	996,560	1,431,311	143.6	1,074,419	4,699,182	1,993,119	2,706,063	135.8	2,091,841
Expense										
Wages and benefits [1]	137,653	135,074	(2,579)	(1.9)	73,957	272,297	270,148	(2,149)	(0.8)	155,299
Services	3,268	812	(2,456)	(302.5)	4,896	3,548	1,625	(1,923)	(118.3)	6,077
Materials and supplies	369	625	256	41.0	-	748	1,250	502	40.2	-
Utilities	48	150	102	68.0	-	48	300	252	84.0	-
Casualty and liability costs	88,519	56,250	(32,269)	(57.4)	218,920	177,038	112,500	(64,538)	(57.4)	274,441
Other expenses	(73,766)	101,300	175,066	172.8	27,159	(54,952)	202,600	257,552	127.1	27,534
Workers Compensation claims paid	1,826,806	996,560	(830,246)	(83.3)	983,617	3,134,646	1,993,119	(1,141,527)	(57.3)	1,808,603
Total expense	1,982,897	1,290,771	(692,126)	(53.6)	1,308,549	3,533,373	2,581,542	(951,831)	(36.9)	2,271,954
Net income (loss) before transfers	444,974	(294,211)	739,185	251.2	(234,130)	1,165,809	(588,423)	1,754,232	298.1	(180,113)
Net transfers in (out)	141,338	294,506	(153,168)	(52.0)	78,853	295,455	589,013	(293,558)	(49.8)	161,752
Net income (loss)	$ 586,312	$ 295	$ 586,017	n/a	$ (155,277)	$ 1,461,264	$ 590	$ 1,460,674	n/a	$ (18,361)

[1] - Detailed schedule included.

Workers Compensation Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 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	$ 61,385	$ 54,153	$ (7,232)	(13.4)	$ 53,335	$ 116,309	$ 108,306	$ (8,003)	(7.4)	$ 108,480
Company paid benefits										
Payroll related taxes and insurance										
FICA	3,782	4,143	361	8.7	3,193	7,772	8,285	513	6.2	6,970
Unemployment insurance	33	-	(33)	-	-	33	-	(33)	-	39
Worker's compensation insurance	53,153	61,412	8,259	13.4	-	106,305	122,825	16,520	13.5	-
Health and welfare										
Medical	10,571	5,900	(4,671)	(79.2)	10,214	21,142	11,800	(9,342)	(79.2)	20,872
Dental	262	187	(75)	(40.1)	262	568	374	(194)	(51.9)	568
Other post employment benefits	-	-	-	-	771	1,653	-	(1,653)	-	1,767
Life Insurance / AD&D	109	45	(64)	(142.2)	68	225	90	(135)	(150.0)	147
Short and Long Term Disability	348	221	(127)	(57.5)	408	754	443	(311)	(70.2)	879
FMLA administration expense	-	17	17	100.0	7	-	34	34	100.0	32
EAP expense	15	13	(2)	(15.4)	13	30	25	(5)	(20.0)	28
Retirement										
Pension expense	5,098	5,900	802	13.6	3,224	11,422	11,800	378	3.2	10,107
401 K contributions	2,897	3,083	186	6.0	2,462	6,084	6,166	82	1.3	5,410
Total company paid benefits	76,268	80,921	4,653	5.8	20,622	155,988	161,842	5,854	3.6	46,819
Total wages and benefits	$ 137,653	$ 135,074	$ (2,579)	(1.9)	$ 73,957	$ 272,297	$ 270,148	$ (2,149)	(0.8)	$ 155,299

Workers Compensation Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Operating Cash	Cash Equivalent
Balance at October 1, 2017			
Cash & investments	$ 8,356,112	$ 443,596	$ 7,912,516
Add:			
Collections	31,553	31,553	-
Receipts from Metro	198,264	198,264	-
Receipts from Gateway Arch	4,009	-	4,009
Receipts from St. Louis Downtown Airport	-	-	-
Receipts from Riverboats	19,576	19,576	-
Interest received	19,573	19,573	-
Total cash receipts	272,975	268,966	4,009
Interfund transfers	-	(700,895)	700,895
Less:			
Disbursements to Health Self-Insurance	(55,031)	(29,139)	(25,892)
Total cash disbursements	(55,031)	(29,139)	(25,892)
Balance at December 31, 2017			
Cash & investments	$ 8,574,056	$ (17,472)	$ 8,591,528

Worker's Compensation Self-Insurance Fund
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		
Receipts from customers	$	4,664,112
Payments to employees		(270,644)
Payments to vendors		(55,696)
Payments for self-insurance		(3,311,684)
Receipts (payments) from inter-fund activity		105,891
Net cash provided by (used in) operating activities		1,131,979
Cash flows from non capital financing activities		
Net transfers		295,455
Net cash provided by (used in) non capital financing activities		295,455
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
Interest received		35,199
Net cash provided by (used in) investing activities		35,199
Net increase (decrease) in cash and cash equivalents		1,462,633
Cash and cash equivalents, beginning of year		7,111,423
Cash and cash equivalents, year to date	$	8,574,056

Supplemental disclosure of cash flow information

Noncash Activities:
None

STAFFING

BI·STATE DEVELOPMENT

Staffing Level Report 105

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STAFFING

BI-STATE DEVELOPMENT
STAFFING LEVEL REPORT
December 2017

	EMPLOYEES AT END OF MONTH						
	PRIOR MONTH	ADDED	DELETED	CURRENT MONTH	BUDGETED POSITIONS	VARIANCE	PERCENT VARIANCE
A.T.U. Maintenance & Operations:							
Light Rail Vehicle Operators	104	0	(1)	103	102	1	1.0%
PT Bus Operators	98	0	(4)	94	85	9	10.6%
Bus Operators	838	0	(8)	830	828	2	0.2%
Van Operators	202	0	(9)	193	200	(7)	-3.5%
Vehicle Maintenance	286	1	(3)	284	283	1	0.4%
MetroBus Support Services and Facility Maintenance	20	0	0	20	25	(5)	-20.0%
Right of Way Maintenance	48	0	0	48	53	(5)	-9.4%
Revenue Operations & Maintenance	12	2	(1)	13	15	(2)	-13.3%
Materials Management	25	0	0	25	27	(2)	-7.4%
SUBTOTAL A.T.U. Maintenance & Operations	1,633	3	(26)	1,610	1,618	(8)	-0.5%
Other:							
A.T.U. Clerical Unit	47	0	0	47	52	(5)	-9.6%
I.B.E.W.	62	0	(1)	61	66	(5)	-7.6%
Salaried	494	4	(6)	492	540	(48)	-8.9%
SUBTOTAL Other	603	4	(7)	600	658	(58)	-8.8%
TOTAL	2,236	7	(33)	2,210	2,276	(66)	-2.9%
ARCH							
Salaried:	14	0	0	14	17	(3)	-17.6%
Hourly:*	82	6	(5)	83	84	(1)	-1.2%
TOTAL ARCH	96	6	(5)	97	101	(4)	-4.0%
AIRPORT	9	0	0	9	12	(3)	-25.0%
RIVERBOAT CRUISES							
Salaried:	11	0	0	11	11	0	0.0%
Hourly:*	56	0	0	56	49	7	14.3%
TOTAL RIVERBOAT CRUISES	67	0	0	67	60	7	11.7%
EXECUTIVE OFFICE	32	0	0	32	36	(4)	-11.1%
GRAND TOTAL	2,440	13	(38)	2,415	2,485	(70)	-2.8%

Does not include Security Officers, Interns or Temporary Employees
*Includes PT and Seasonal - Actual depends on availability; Budget based on average hours
1/22/2018

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BU170731

Open Session Item

15

2018 PERFORMANCE INDICATORS

Second Quarter

Ending December 31, 2017

BI·STATE DEVELOPMENT

Bi-State Development of the Missouri-Illinois Metropolitan District

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EXECUTIVE SUMMARY

METRO

SERVICE CHANGES AND FARE INCREASES

Metro's quarterly service update went into effect in November with minor adjustments to 26 MetroBus routes. The prior quarterly service change in August modified the operations of 33 MetroBus routes. 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 $21.8 million is 3.8% less than prior year as a result of lower ridership. Operating expenses are 9.4% greater than prior year due to higher wages and benefits, materials and supplies and casualty and liability costs.

RIDERSHIP AND OTHER CUSTOMER MEASURES

Passenger boardings for FY 2018 are 8.3% lower than the prior year. Boardings decreased 7.4% for MetroBus and 10.1% for MetroLink. Call-A-Ride boardings increased 0.7%. 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 57.7% for the system, when comparing FY 2018 to FY 2017. Customer complaints per 100,000 boardings is up 16.8% from the prior year.

BUSINESS MEASURES

The system average fare for FY 2018 is $1.07 compared to $1.03 for the prior year and a budget of $1.08. Farebox recovery is lower than the prior year due to the combination of lower passenger revenue and greater operating expense. Operating expense per passenger boarding increased 19.2% to $7.08 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 first six months of FY 2018, vehicle accidents per 100,000 vehicle miles is 1.3 which is 21.4% below prior year. Unscheduled absenteeism is 3.5%. No change from the prior year. 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 25.7% 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 travel and meetings related expenses and also other general expenses.

GATEWAY ARCH

Income before depreciation of $398.4 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 6.9% less than budget and expenses were 9.0% less than budget resulting in income before depreciation of $37.6 thousand. Airport activity varies because of the economy, special events and weather conditions. Aircraft movements decreased 15.6% from last year while the gallons of fuel sold increased 6.2% and the average number of aircraft based at the airport decreased 2.2% compared to last year.

RIVERFRONT ATTRACTIONS

Riverboat passengers for the six months ended December 31, 2017 were 3.7% greater than budget and 9.7% higher than FY 2017. There were 8 more cruises in FY 2018 than budgeted and 14 more than in FY 2017. Expenses were 5.3% lower than budget mostly due lower employee benefit costs, fuel costs, materials and supplies and casualty and liability costs. Income before depreciation for the six months ended December 31, 2017 was $494.7 thousand compared to a prior year income of $342.9 thousand.

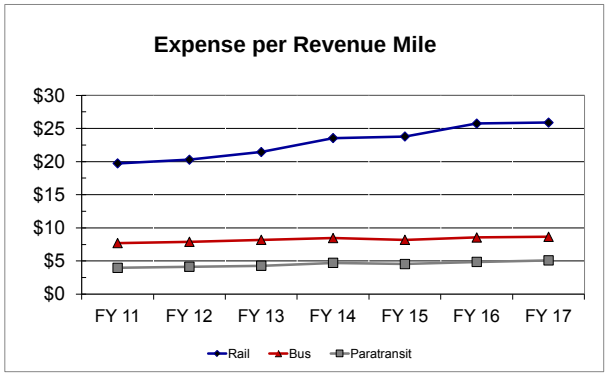
ST. LOUIS REGIONAL FREIGHTWAY

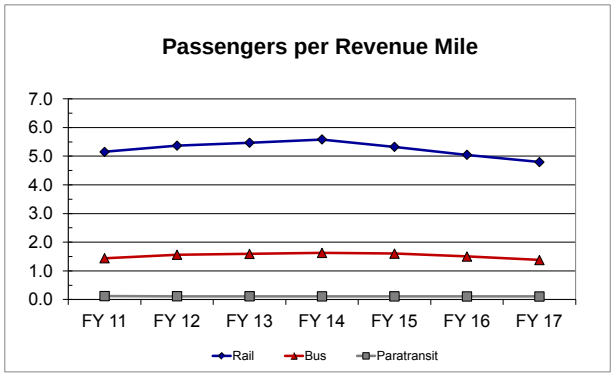
Net loss for the six months ended December 31, 2017 was $257.9 thousand. This is favorable to budget by $100.3 thousand. Revenue is $9.4 thousand or 8.2% less than budget. Expenses are 23.2% lower than budget due to less than anticipated consulting expense.

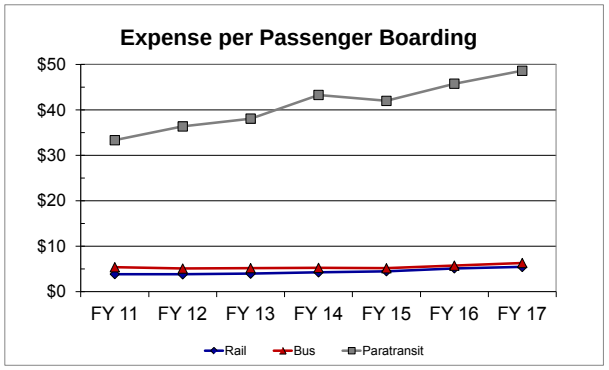
Metro

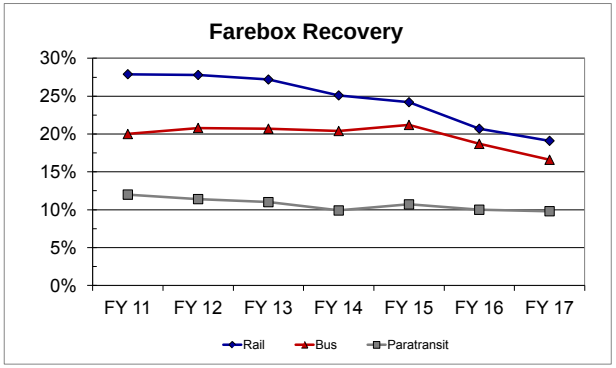
METROBUS METROLINK CALL-A-RIDE

ANNUAL TRANSIT PERFORMANCE

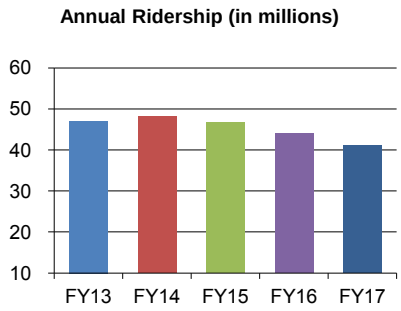


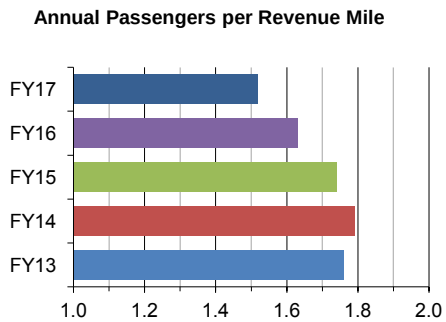






Metro System Profile

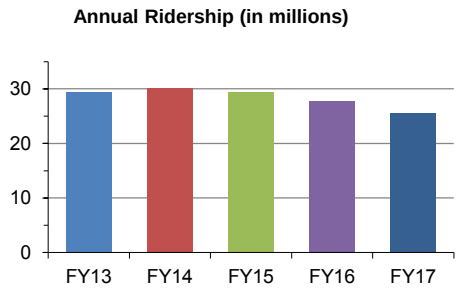


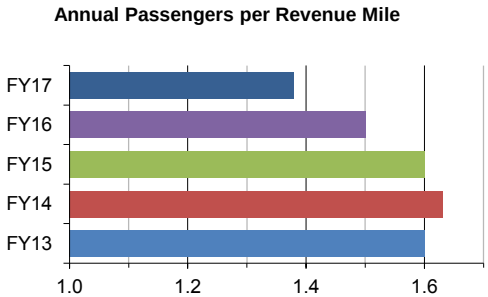


Six Months Ended December 31

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
133,983	123,413	133,548	-7.6%	Average Weekday Ridership	144,277	153,164	154,887
21,380,330	19,549,200	21,312,900	-8.3%	Passenger Boardings	23,110,350	24,551,293	24,780,866
1.2	0.5	1.3	-57.7%	Passenger Injuries per 100,000 Boardings	1.8	1.5	1.1
10.0	16.5	14.1	16.8%	Customer Complaints per 100,000 Boardings	13.4	11.7	11.7
				Business Measures			
$1.08	$1.07	$1.03	3.5%	Average Fare (Includes Fixed & Special)	$1.08	$1.09	$1.07
14.6%	15.2%	17.4%	-12.7%	Farebox Recovery	18.8%	20.9%	21.3%
$177.31	$150.98	$137.69	9.7%	Operating Expense per Revenue Hour	$145.30	$140.96	$136.54
$7.68	$7.08	$5.94	19.2%	Operating Expense per Passenger Boarding	$5.72	$5.21	$5.04
$6.31	$5.69	$4.66	22.1%	Subsidy per Passenger Boarding	$4.43	$3.91	$3.78
				Operating Measures			
1.83	1.25	1.59	-21.4%	Vehicle Accidents per 100,000 Vehicle Miles	1.75	1.64	1.47
3.1%	3.4%	3.5%	-2.9%	Unscheduled Absenteeism	3.4%	3.3%	2.9%
1.57	1.44	1.57	-8.1%	Passenger Boardings per Revenue Mile	1.71	1.82	1.79
24.09	21.31	23.17	-8.0%	Passenger Boardings per Revenue Hour	25.41	27.04	27.11

MetroBus Profile

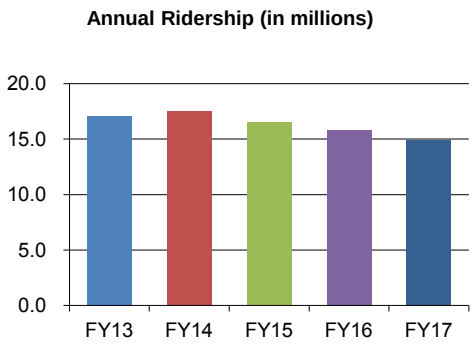


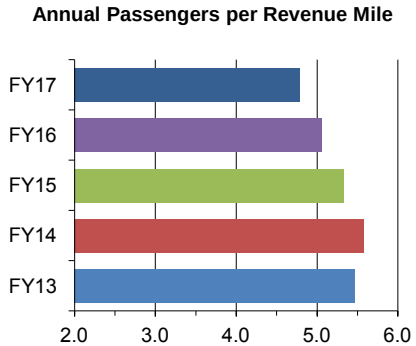


Six Months Ended December 31

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
85,036	77,847	83,649	-6.9%	Average Weekday Ridership	92,135	97,868	97,515
13,507,373	12,304,300	13,287,000	-7.4%	Passenger Boardings	14,639,057	15,523,874	15,464,723
1.5	0.7	1.8	-59.7%	Passenger Injuries per 100,000 Boardings	2.3	1.8	1.4
15.0	13.5	13.1	3.1%	Customer Complaints per 100,000 Boardings	12.0	13.8	12.2
				Business Measures			
$1.07	$1.05	$1.01	3.9%	Average Fare (Fixed and Special)	$1.06	$1.08	$1.06
15.5%	15.3%	17.5%	-13.0%	Farebox Recovery	19.6%	20.8%	21.5%
$131.35	$120.96	$109.53	10.4%	Operating Expense per Revenue Hour	$115.18	$116.90	$110.68
$6.90	$6.92	$5.80	19.2%	Operating Expense per Passenger Boarding	$5.43	$5.18	$4.93
				Operating Measures			
2.25	1.69	2.28	-26.1%	Vehicle Accidents per 100,000 Vehicle Miles	2.48	2.22	2.08
91.0%	93.2%	91.6%	1.7%	On-Time Performance	92.1%	91.3%	91.3%
1.45	1.32	1.42	-7.4%	Passenger Boardings per Revenue Mile	1.58	1.67	1.66
20.03	17.48	18.87	-7.4%	Passenger Boardings per Revenue Hour	21.21	22.57	22.45
99.9%	99.8%	99.8%	0.0%	Percent of Trips Completed	99.8%	99.8%	99.9%
22,000	23,338	19,203	21.5%	Revenue Miles Between Roadcalls	18,820	17,543	20,730

MetroLink Profile

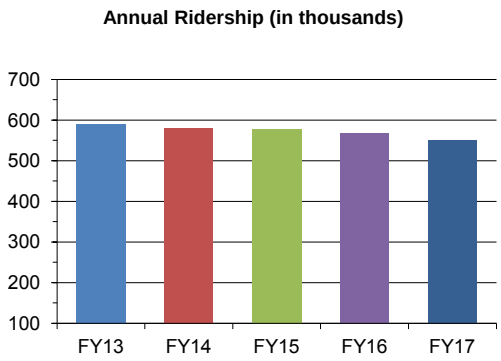


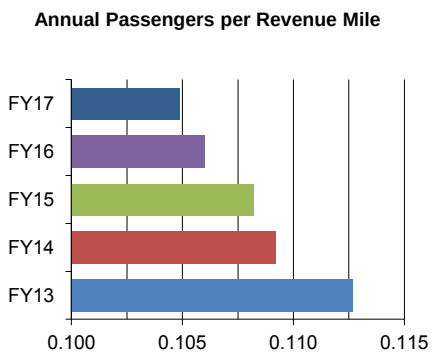


Six Months Ended December 31

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
47,125	43,696	48,053	-9.1%	Average Weekday Ridership	50,217	53,367	55,409
7,600,329	6,967,100	7,749,900	-10.1%	Passenger Boardings	8,183,650	8,739,359	9,023,696
0.5	0.1	0.3	-49.9%	Passenger Injuries per 100,000 Boardings	0.5	0.7	0.3
1.8	1.6	1.5	0.1%	Customer Complaints per 100,000 Boardings	2.9	1.3	1.4
				Business Measures			
$1.07	$1.05	$1.01	3.9%	Average Fare (Fixed and Special)	$1.06	$1.08	$1.06
14.2%	18.4%	21.3%	-13.9%	Farebox Recovery	21.6%	26.3%	26.2%
$821.54	$597.44	$552.35	8.2%	Operating Expense per Revenue Hour	$600.08	$537.42	$544.49
$7.47	$5.73	$4.73	21.1%	Operating Expense per Passenger Boarding	$4.88	$4.08	$4.05
				Operating Measures			
0.10	0.06	0.10	-33.9%	Vehicle Accidents per 100,000 Vehicle Miles	0.03	0.13	0.09
98.0%	98.3%	97.3%	1.0%	On-Time Performance	95.8%	97.7%	97.0%
4.82	4.44	4.98	-10.8%	Passenger Boardings per Revenue Mile	5.22	5.55	5.72
113.25	104.32	116.81	-10.7%	Passenger Boardings per Revenue Hour	123.08	131.60	134.28
30,000	29,032	27,282	6.4%	Vehicle Miles between Failures	30,138	47,677	38,037

Call-A-Ride Profile

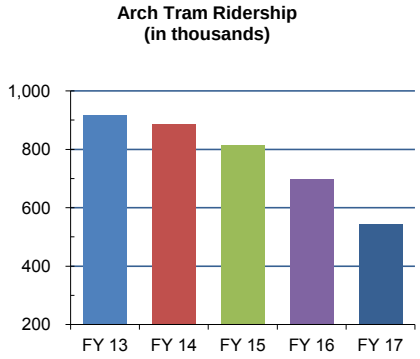


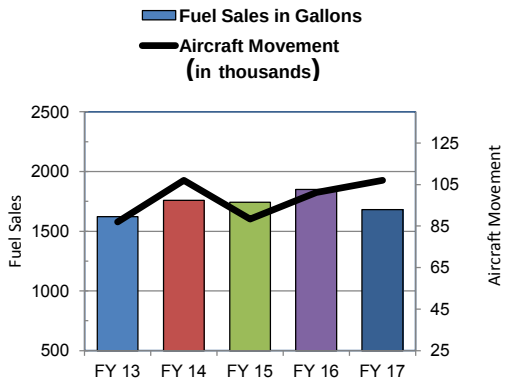


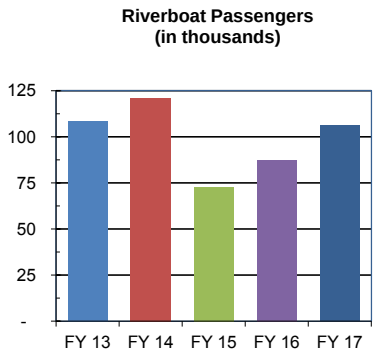
Six Months Ended December 31

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
1,822	1,870	1,845	1.3%	Average Weekday Ridership	1,925	1,928	1,964
272,628	277,800	276,000	0.7%	Passenger Boardings	287,643	288,060	292,447
6.0	3.6	7.2	-50.3%	Passenger Injuries per 100,000 Boardings	12.5	5.9	8.5
15.0	55.4	24.3	128.3%	Customer Complaints per 100,000 Boardings	25.7	27.8	17.8
				Business Measures			
$2.23	$2.50	$2.48	0.8%	Average Fare	$2.18	$2.09	$1.92
9.7%	11.1%	10.2%	8.6%	Farebox Recovery (excludes contractual)	10.1%	10.9%	10.7%
20.3%	18.9%	18.7%	1.2%	Revenue Recovery (includes contractual)	21.0%	23.4%	24.5%
$94.12	$91.75	$86.25	6.4%	Operating Expense per Revenue Hour	$83.49	$77.31	$75.73
$50.01	$48.42	$46.71	3.7%	Operating Expense per Passenger Boarding	$44.38	$41.24	$40.88
				Operating Measures			
1.25	0.93	0.66	40.7%	Vehicle Accidents per 100,000 Vehicle Miles	0.92	1.19	0.70
95.0%	91.4%	93.8%	-2.6%	On-Time Performance	92.5%	94.8%	94.2%
0.10	0.11	0.10	2.3%	Passenger Boardings per Revenue Mile	0.11	0.11	0.11
1.87	1.89	1.85	2.2%	Passenger Boardings per Revenue Hour	1.88	1.85	1.91
50,000	37,641	43,184	-12.8%	Revenue Miles between Maintenance Failure	34,223	33,039	59,397

Bi-State Development Enterprises







Six Months Ended December 31

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Gateway Arch			
$887,422	$398,392	$531,913	-25.1%	Income (Loss) Before Depreciation	$2,063,675	($4,291,640)	$1,121,975
452,850	409,697	382,131	7.2%	Tram Ridership	441,738	451,989	471,239
				Riverfront Attractions			
$379,252	$494,735	$342,888	44.3%	Income (Loss) Before Depreciation	($77,715)	($123,400)	$362,382
68,600	71,130	64,815	9.7%	Passengers	39,007	40,289	78,961
548	556	542	2.6%	Cruises	339	354	587
155	155	151	2.6%	Days of Operation	105	124	151
				St. Louis Downtown Airport			
$21,123	$37,617	($41,634)	190.4%	Income (Loss) Before Depreciation	$44,289	$29,088	$225,575
886,815	889,315	837,098	6.2%	Fuel Sales (gallons)	935,229	871,010	910,878
45,000	48,595	57,578	-15.6%	Aircraft Movements	49,722	44,412	57,712
320	313	320	-2.2%	Average Based Aircraft	329	318	326
				Executive Services			
$206,055	$153,057	$375,460	-59.2%	Income (Loss) Before Depreciation	$303,998	$584,509	$493,635
				St. Louis Regional Freightway			
($358,192)	($257,871)	($177,325)	-45.4%	Income (Loss) Before Depreciation	($7,785)	$0	$0

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**	18.7%	20.1%	18.0%	14.0%	26.1%	24.6%	25.6%	29.5%	21.1%	39.0%	11.2%	22.6%
	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**	4.83	3.83	4.85	6.30	3.72	3.48	4.63	2.95	4.49	1.65	7.26	4.37
	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	3.84
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	**3.84**
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**	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 15	65.8	54.8	51.1	65.1	40.5	48.6	49.2	72.2	58.3	78.7	50.1	**57.7**
	FY 14	64.6	73.5	55.1	65.2	41.8	62.0	50.5	74.2	62.2	63.0	54.1	**60.6**

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	**3.84**
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	1.9	2.1	1.7	-	2.3	2.0	-	2.5	2.6	**2.1**
	FY 15	1.9	1.8	2.0	2.1	1.8	-	2.4	2.0	-	2.6	2.6	**2.1**
	FY 14	1.9	1.9	2.0	1.8	1.8	-	2.6	2.0	-	2.7	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	79,047	84,399	-6.3%	46,005	50,290	-8.5%	1,879	1,860	1.1%	126,931	136,549	-7.0%
2nd Qtr YTD	77,847	83,649	-6.9%	43,696	48,053	-9.1%	1,870	1,845	1.3%	123,413	133,548	-7.6%
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	79,604	84,200	-5.5%	45,700	48,962	-6.7%	1,906	1,891	0.8%	127,210	135,053	-5.8%
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	80,901	88,577	-8.7%	43,419	49,166	-11.7%	1,965	1,927	2.0%	126,285	139,670	-9.6%
November	77,528	84,267	-8.0%	41,696	46,237	-9.8%	1,846	1,798	2.7%	121,070	132,302	-8.5%
December	71,513	75,854	-5.7%	39,045	42,044	-7.1%	1,771	1,768	0.2%	112,329	119,666	-6.1%
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	6,354,800	6,812,100	-6.7%	3,706,700	4,098,900	-9.5%	139,100	139,400	-0.2%	10,200,600	11,050,400	-7.7%
2nd Qtr YTD	12,304,300	13,287,000	-7.4%	6,967,100	7,749,900	-10.1%	277,800	276,000	0.7%	19,549,200	21,312,900	-8.3%
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	2,214,600	2,343,800	-5.5%	1,272,900	1,369,100	-7.0%	48,900	48,700	0.4%	3,536,400	3,761,600	-6.0%
September	2,156,800	2,345,500	-8.0%	1,235,600	1,386,100	-10.9%	46,400	46,800	-0.9%	3,438,800	3,778,400	-9.0%
October	2,148,800	2,347,000	-8.4%	1,178,300	1,334,700	-11.7%	48,900	47,100	3.8%	3,376,000	3,728,800	-9.5%
November	1,974,400	2,151,000	-8.2%	1,077,700	1,199,500	-10.2%	45,800	45,000	1.8%	3,097,900	3,395,500	-8.8%
December	1,826,300	1,976,900	-7.6%	1,004,400	1,116,800	-10.1%	44,000	44,500	-1.1%	2,874,700	3,138,200	-8.4%
January	-	1,985,700	-	-	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

	MetroBus						MetroLink					
	Missouri			St. Clair			Missouri			St. Clair		
Period	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	5,601,652	6,017,293	-6.9%	753,228	794,808	-5.2%	3,032,754	3,361,097	-9.8%	673,885	737,926	-8.7%
2nd Qtr YTD	10,938,788	11,810,399	-7.4%	1,365,688	1,476,640	-7.5%	5,695,168	6,343,241	-10.2%	1,271,850	1,406,781	-9.6%
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%	244,237	255,063	-4.2%	980,265	1,106,073	-11.4%	217,935	237,668	-8.3%
August	1,961,480	2,073,836	-5.4%	253,163	269,959	-6.2%	1,043,089	1,119,567	-6.8%	229,800	249,581	-7.9%
September	1,900,979	2,075,722	-8.4%	255,828	269,786	-5.2%	1,009,400	1,135,457	-11.1%	226,150	250,677	-9.8%
October	1,928,390	2,098,308	-8.1%	220,447	248,699	-11.4%	963,384	1,093,750	-11.9%	214,877	240,968	-10.8%
November	1,769,993	1,924,552	-8.0%	204,447	226,448	-9.7%	879,758	977,451	-10.0%	197,963	222,039	-10.8%
December	1,638,753	1,770,246	-7.4%	187,566	206,685	-9.3%	819,272	910,943	-10.1%	185,125	205,848	-10.1%
January	-	1,780,328	-	-	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	-

Passenger Revenue

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	$12,987,576	$13,525,622	-4.0%	$7,335,963	$7,823,962	-6.2%	$1,486,775	$1,312,111	13.3%	$21,810,312	$22,661,694	-3.8%
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	$6,119,728	$6,513,053	-6.0%	$3,347,698	$3,681,311	-9.1%	$828,718	$670,948	23.5%	$10,296,144	$10,865,311	-5.2%
3rd Qtr	-	$6,504,467	-	-	$3,715,972	-	-	$647,081	-	-	$10,867,521	-
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	9,335,220	9,332,502	0.0%	1,567,716	1,555,099	0.8%	2,634,890	2,677,406	-1.6%	13,537,825	13,565,007	-0.2%
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	1,579,218	1,560,648	1.2%	266,324	259,057	2.8%	465,637	461,251	1.0%	2,311,178	2,280,956	1.3%
November	1,522,399	1,514,068	0.6%	256,753	256,753	0.0%	434,282	434,897	-0.1%	2,213,434	2,205,718	0.3%
December	1,533,636	1,547,955	-0.9%	258,726	261,284	-1.0%	409,658	432,551	-5.3%	2,202,020	2,241,790	-1.8%
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	10,726,874	10,685,398	0.4%	1,579,042	1,567,800	0.7%	2,795,097	2,873,319	-2.7%	15,101,013	15,126,516	-0.2%
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	1,810,570	1,783,058	1.5%	268,410	261,132	2.8%	493,595	492,840	0.2%	2,572,574	2,537,030	1.4%
November	1,745,237	1,729,724	0.9%	258,716	258,716	0.0%	465,035	469,724	-1.0%	2,468,988	2,458,164	0.4%
December	1,758,767	1,768,755	-0.6%	259,624	263,280	-1.4%	434,845	467,943	-7.1%	2,453,236	2,499,979	-1.9%
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	703,862	703,973	0.0%	66,785	66,348	0.7%	146,610	149,468	-1.9%	917,256	919,788	-0.3%
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	118,433	116,988	1.2%	11,330	11,087	2.2%	25,919	25,092	3.3%	155,682	153,167	1.6%
November	114,155	113,093	0.9%	10,930	10,930	0.0%	24,265	23,785	2.0%	149,350	147,808	1.0%
December	114,448	115,301	-0.7%	11,066	11,171	-0.9%	23,160	24,409	-5.1%	148,674	150,881	-1.5%
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	758,399	757,543	0.1%	67,521	67,359	0.2%	157,636	163,196	-3.4%	983,557	988,098	-0.5%
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	127,701	125,946	1.4%	11,234	11,255	-0.2%	27,778	27,172	2.2%	166,713	164,373	1.4%
November	123,084	121,835	1.0%	11,092	11,092	0.0%	26,280	26,139	0.5%	160,456	159,065	0.9%
December	123,473	124,252	-0.6%	11,230	11,334	-0.9%	24,834	26,862	-7.5%	159,536	162,448	-1.8%
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	$85,137,390	$77,106,424	10.4%	$39,899,685	$36,647,124	8.9%	$13,451,884	$12,892,164	4.3%	$138,488,960	$126,645,714	9.4%
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	$42,745,937	$38,491,796	11.1%	$19,641,746	$18,218,339	7.8%	$6,832,036	$6,471,100	5.6%	$69,219,719	$63,181,235	9.6%
3rd Qtr	-	$39,914,305	-	-	$21,221,498	-	-	$6,453,869	-	-	$67,589,672	-
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	4.1%	4.3%	-0.3%	2.4%	2.5%	-0.1%	2.3%	1.6%	0.7%	3.6%	3.8%	-0.1%
2nd Qtr YTD	3.8%	3.9%	0.0%	2.7%	2.8%	-0.1%	2.2%	2.1%	0.1%	3.4%	3.5%	0.0%
3rd Qtr YTD	-	3.6%	-	-	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	3.9%	3.6%	0.3%	3.2%	3.7%	-0.5%	2.8%	3.2%	-0.3%	3.6%	3.6%	0.1%
November	3.7%	3.4%	0.4%	2.4%	2.0%	0.5%	2.2%	1.9%	0.3%	3.4%	3.0%	0.4%
December	3.1%	3.1%	-0.1%	3.4%	3.4%	0.0%	1.2%	2.7%	-1.5%	2.9%	3.1%	-0.2%
January	-	2.8%	-	-	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	$398,392	$531,913	-25.1%
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	409,697	382,131	7.2%
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	58,015	57,977	0.1%
November	44,740	41,189	8.6%
December	38,006	81	46821.0%
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	8,521	8,676	-1.8%
November	2,193	2,671	-17.9%
December	258	176	46.6%
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	71,130	64,815	9.7%
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	$494,735	$342,888	44.3%
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	556	542	2.6%
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	155	151	2.6%
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	156,593	157,004	-0.3%
November	133,282	128,585	3.7%
December	133,469	149,794	-10.9%
January	-	111,414	-
February	-	128,823	-
March	-	160,634	-
April	-	160,647	-
May	-	152,970	-
June	-	128,947	-

	Income (Loss) Before Depreciation		
Quarter	**FY 2018**	**FY 2017**	**Change**
1st Qtr YTD	$36,110	($38,424)	194.0%
2nd Qtr YTD	$37,617	($41,634)	190.4%
3rd Qtr YTD	-	($69,691)	-
Full year	-	($240,003)	-

	Aircraft Movements		
Quarter	**FY 2018**	**FY 2017**	**Change**
1st Qtr YTD	26,051	30,468	-14.5%
2nd Qtr YTD	48,595	57,578	-15.6%
3rd Qtr YTD	-	80,914	-
Full Year	-	106,588	-

Quarter	**FY 2018**	**FY 2017**	**Change**
1st Qtr YTD	465,971	401,715	16.0%
2nd Qtr YTD	889,315	837,098	6.2%
3rd Qtr YTD	-	1,237,969	-
Full Year	-	1,680,533	-

	Average Based Aircraft		
Quarter	**FY 2018**	**FY 2017**	**Change**
1st Qtr YTD	315	322	-2.2%
2nd Qtr YTD	313	320	-2.2%
3rd Qtr YTD	-	319	-
Full Year	-	319	-

St. Louis Regional Freightway

Net Income (Loss)

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	($172,314)	($60,025)	-187.1%
2nd Qtr YTD	($257,871)	($177,325)	-45.4%
3rd Qtr YTD	-	($302,804)	-
Full Year	-	($497,543)	-

Quarter	FY 2018	FY 2017	Change
1st Qtr	($172,314)	($60,025)	-187.1%
2nd Qtr	($85,557)	($117,300)	27.1%
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	$153,057	$375,463	-59.2%
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	($79,769)	$72,889	-209.4%
3rd Qtr	-	($154,948)	-
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 life or other equipment failure. A delay is not counted as a roadcall unless the delay is five minutes or more.

Subsidy
Subsidy as reported on "System Profile" - Expense less operating revenue except federal, state and local assistance.
Subsidy as reported on "Peer Performance - System" - Operating expense less passenger revenue.

Total hours
Revenue hours plus deadhead hours (e.g., from the facility to the start of a revenue trip).

Total miles
Revenue miles plus deadhead miles (e.g., from the facility to the start of a revenue trip).

Unscheduled absenteeism
Operator, mechanic and facility support sick time and unauthorized leave as a percent of current staffing, excluding overtime.

Vehicle accident
Incident in which an Agency vehicle makes physical contact with another vehicle, a fixed object or a person. It also includes derailments or leaving the road.

Vehicle miles
For MetroBus and Call-A-Ride, total miles and vehicle miles are the same. For MetroLink, total mileage for each car of a two-car train is included.

Non-Transit

Aircraft movement

Takeoff or landing recorded by the tower. Movements when the tower is closed are not included.

Airport fuel sales (gallons)

Number of gallons of aviation fuel delivered to the fixed base operators.

Arch tram ridership

Number of adult and child tickets sold.

Based aircraft

Average number of aircraft stored in owned or leased hangers or outside ramps. Quarterly, the amount represents the average of the month-end counts.

Riverfront Attractions

Includes the Gateway Arch Riverboats and bike rentals, operated by Metro, and a heliport owned by Metro but operated under contract by another party.

Memorandum

BI·STATE DEVELOPMENT

To: Audit, Finance and Administration Committee

From: Gregory A. Smith
Vice President Purchasing and Materials Management

Date: February 15, 2018

Subject: **Quarterly Procurement Activity Report**
Second 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.

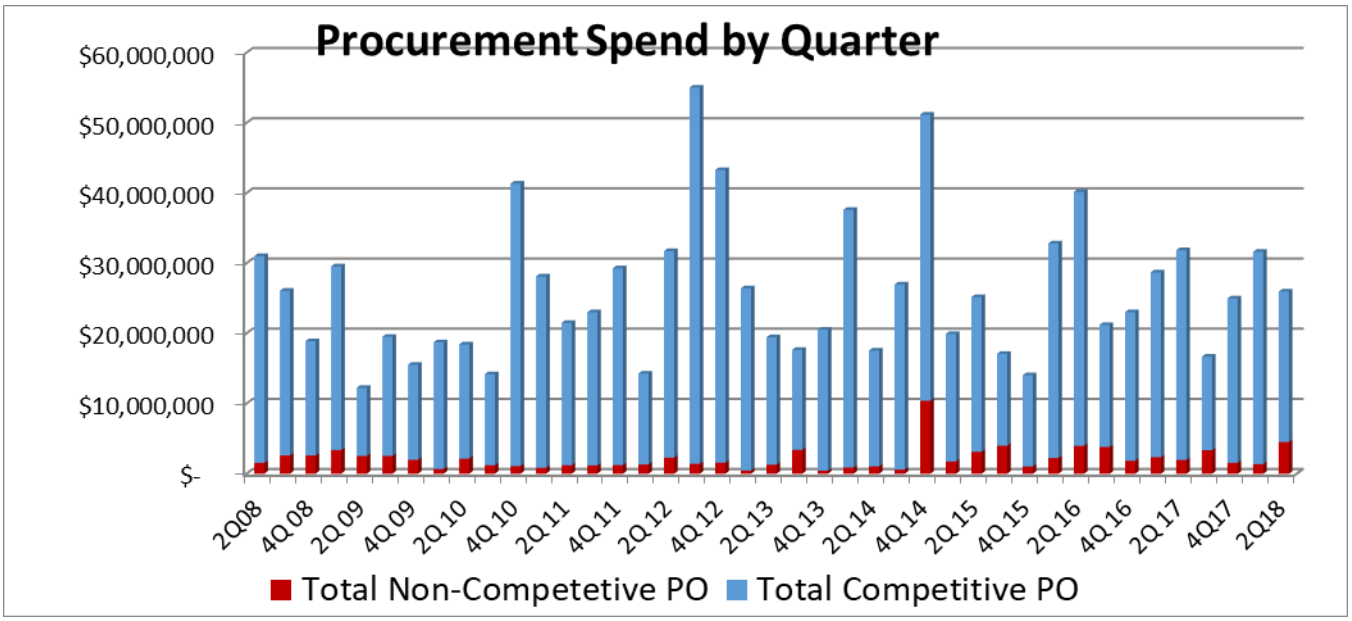
Section 5 – Procurement Card Administration

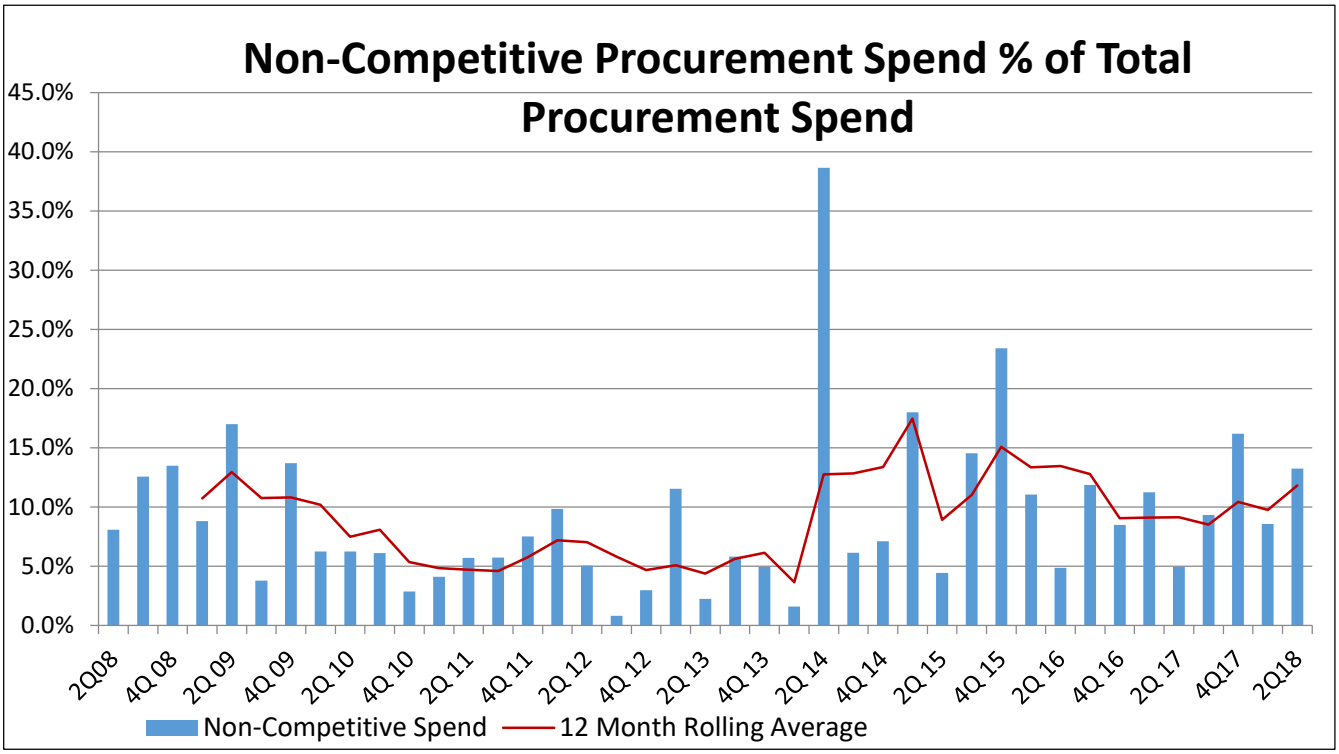
BSD's Procurement Department administers a Procurement Card Program, which provides a means for cardholders to procure low-dollar goods and services independently. This program reduces the administrative burden of processing Purchase Orders and Check Requests for small dollar purchases (typically less 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
Second Quarter FY2018

Second Quarter 2018 Non-Competitive Procurements totaled $3,273,134 or 13.2% of total Purchase Order Commitment volume of $24,704,358. Rolling last 12 months Non-Competitive Procurements totaled $12,002,038 or 11.9% of total Purchase Order Commitment volume of $100,440,248.





CONTRACT AWARDS EXCEEDING $100,000
JULY 1, 2017 - DECEMBER 31, 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
57793	0	17-RFP-104062-MD Mobile Data Terminal Replacement for Call-A-Ride (CAR) Fleet, Period of Performance October 2, 2017 -October 1, 2022	Contract Purchase Agreement	10/03/17	TRAPEZE SOFTWARE GROUP INC	$ 634,129.00	Dillard, Marian Denise	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	11%
58375	0	18-SB-104767-CG Fire Extinguisher Services, Three Base Years and Two Option Years, Period of Performance Decermber 7, 2017 - December 6, 2020	Contract Purchase Agreement	12/05/17	WEBER FIRE & SAFETY EQUIP. CO INC.	$ 592,296.00	Gates, Carol Renee	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%
58140	0	18-SB-104684-SG MetroLink Manual Ticket Sales/Revenue Services Base Year 1 November 16, 2017 - November 15, 2018.	Contract Purchase Agreement	11/10/18	ABOVE ALL PERSONNEL	$ 525,544.80	Griffin, Sandra P	Open	7%
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
58357	0	17-RFP-104440-DGR Talent Management Solution, Three Base Years with Two - One Year Options, Period of Performance December 2017 through December 2022.	Contract Purchase Agreement	12/05/17	SABA HALOGEN	$ 342,537.00	Ramsay, David George	Open	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%
57861	0	17-SB-104294-TJ St. Clair Yards & Shop Facility Cleaning,Two Base Years with Three Option Years, Period of Performance September 29, 2017 - September 28, 2022	Contract Purchase Agreement	10/09/17	MERS/GOODWILL	$ 219,963.20	Johnson, Theresa	Open	10%
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
58666	0	18-RFP-104576-SG Passenger Counting & Surveying, One Base Year and Two Option Years, Period of Performance is October 5, 2017 - October 4, 2020	Contract Purchase Agreement	10/05/17	ABOVE ALL PERSONNEL	$ 165,800.00	Griffin, Sandra P	Open	10%

CONTRACT AWARDS EXCEEDING $100,000
JULY 1, 2017 - DECEMBER 31, 2017

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%
58471	0	Kronos Annual Maintenance for Depot Service on Clocks, Timekeeper, Attendance, and Leave softwear. Period 1/23/2018 - 1/22/2019	Standard Purchase Order	12/13/17	KRONOS	$ 125,713.24	Dillard, Marian Denise	Open	0
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
58141	0	Professional Services to assist NPS and Park Partners in facility and program planning, construction and implementation related to the CityArchRiver2015 Project	Standard Purchase Order	11/08/17	TARA ANN RATH	$ 105,000.00	Gates, Carol Renee	Open	0
58394	0	Sole Source: Coventry Healthcare of MO Medicare Monthly EE (Medicare) Invoices - Period of Performance: Jan. 1, 2018 - Dec. 31, 2018	Standard Purchase Order	12/06/17	UNITEDHEALTHCARE INSURANCE CO	$ 103,000.00	Rowey, Deborah M	Open	0
57863	0	Sole Source Trapeze Software Group - Fixed Route Agency Split and Modified Rail Service	Standard Purchase Order	10/09/17	TRAPEZE SOFTWARE GROUP	$ 100,295.31	Griffin, Sandra P	Open	0
58614	0	18-SS-104906-CB Temporary Shoring of Union Station Tunnel - Emergency Services	Standard Purchase Order	12/27/17	L. KEELEY CONSTRUCTION CO	$ 100,000.00	Bonds, Charcita M	Open	0
58704	0	18-RFP-104536-DGR On-Call Consulting Services for the St. Louis Regional Freightway	Contract Purchase Agreement	11/17/17	COLLIERS INTERNATIONAL ST. LOUIS LLC	$ 100,000.00	Ramsay, David George	Open	0

Contract Modifications
July 1, 2017 to December 31, 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
10-RFP-5648-DH	CO 12	8	Farebox Collection System	Miscellaneous Changes and Allowances /Credits	Scheidt & Bachman	7%	$9,976,369	12/22/17	$28,826	$10,575,352	MO-04-0113 MO-90-X231 MO-90-X296 PROP M	0	0
10-RFP-5648-DH	CO 10 & 11	7	Farebox Collection System	Change in Scope	Scheidt & Bachmann	7%	$9,976,369	10/20/17	$191,170	$10,546,526	MO-04-0113 Prop M SCCTD	0	0
13-SB-5879-TJ		4	Fleet Tire Requirement	Time Extension Additional Funds Additional Work	Bridgestone Tires	0%	$8,626,806	09/19/17	$522,954	$10,292,429	Operations	180	2
16-SB-102360-CB	CO 16	7	Metro Downtown Transit Center	Additional Work	KCI Construction Co.	29%	$7,267,000	11/07/17	$56,427	$8,377,060	MO-90-X296	90	1
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 Ex[ansion 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
N/A Req 126381 PO 57989	Sole Source	5	Trapeze Software License and Maintenance Agreement	Change in Scope	Trapeze Software Group, Inc.	0%	$2,733,684	10/20/17	$60,559	$3,111,885	Operations	0	0
16-SB-101807-DGR		3	JNEM Gateway Arch Exhibit Rehabilitation	Extension Due to Water Intrusion or the City Arch River Rehab Project	Conference Technologies, Inc	0%	$2,244,420	12/19/17	$89,511	$2,987,844	JNEM Beneficial Fund	90	2
14-RFP-100998-DR		7	Metro Operator Uniforms	Change in Scope	Leon Uniform Company	0%	$1,951,500	10/03/17	$3,189	$2,986,444	Transit Operating Uniform Budget	0	0
14-RFP-100998-DR		6	Metro Operator Uniforms	Change in Scope	Leon Uniform Company	0%	$2,981,950	08/31/17	$1,305	$2,983,255	Transit Operating Uniform Budget	0	0

Contract Modifications
July 1, 2017 to December 31, 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
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
12-SB-5833-DAB		4	DeBaliviere Bus Cleaning	Time Extension	MERS/Goodwil	15%	$617,776	10/06/17	$84,584	$1,717,365	Operations	90	1
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
14-RFP-99536-DR		2	Temporary Help Services	Exercise Option Yr 1	5 various Temp Services	0%	$1,208,677	10/17/17	$313,442	$1,228,167	Operations	0	0
16-RFP-102886-CG		1	Development and Implementation of Marketing Activities for BSD	Modify Base Year Contract Amount	Werremeyer, Inc	0%	$600,000	11/17/17	$600,000	$1,200,000	Operations	0	0
13-SB-5989-CB		4	Missouri Ground Maintenance & Landscaping Services	Rehabilitation of detention basin North Hanley	Ideal Landscape Management, Inc.	17%	$465,948	12/05/17	$75,000	$1,089,047	Operations	0	0
14-SB-100640-SG		4	MetroLink Manual Ticket Sales/Revenue Services	Correction	Above All Personnel	10%	$666,638	10/25/17	$0	$1,063,293	Operations	90	2
14-SB-100640-SG		3	MetroLink Manual Ticket Sales/Revenue Services	Time Extension	Above All Personnel	10%	$666,638	10/18/17	$0	$1,063,293	Operations	90	2
17-SB-104164-BH		1	Brentwood Bus Cleaning	Change of scope for sevices	Innex Services Inc.	11%	$598,712	12/06/17	$224,202	$822,914	Operations	0	0
13-RFP-6019-SS/DR		3	Independent Audit Services	Exercise Option Yr 2	Crowe Horwath LLP	0%	$440,681	11/07/17	$165,329	$749,856	Operations	0	0

Contract Modifications
July 1, 2017 to December 31, 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
13-RFP-5974-SS/DR		3	Gateway Arch Communication Services	Time Extension	Common Ground Public Relations	0%	$485,000	10/04/17	$188,000	$675,461	Operations	180	1
13-RFP-5992-DR		2	Vision Insurance Services	Exercise option year 2	Eye Med Vision Care	0%	$365,570	12/06/17	$150,500	$658,070	Employee Voluntary	365	2
14-RFP-100638-SG		4	Passenger Counting Surveying	Time Extension	Critique Personnel, Inc.	10%	$165,720	08/03/17	$2,500	$653,260	Operations	30	1
15-SB-100966-DAB		2	Illinois Bus Cleaning	Time Extension	ISS Facility Services Inc.	15%	$362,410	12/15/17	$46,000	$589,614	Operations	90	1
14-RFP-98761-DR		2	Health & Welfare Consultant Services	Exercise Option Yr 1	Arthur J. Gallagher & Co.	0%	$427,000	10/04/17	$140,000	$587,934	Operations	0	0
13-SB-6013-TJ		2	Missouri Yards & Shop Facility Cleaning	Exercise Option Yr 2	World Management	17%	$333,542	10/20/17	$111,181	$555,903	Operations	0	0
17-SB-104153-CG	CO 1	1	Boyle Avenue Station and CWE Platform Extension Package 4 Communications	Change in Scope	Sachs Electric Company	9%	$540,645	10/31/17	For Existing Contingency	$540,645	MO-79-X004 Cortex	0	0
17-SB-104153-CG		1	Boyle Avenue Station and CWE Platform Extension Package 4 - Communications	Administrative Change	Sachs Electric Company	9%	$540,645	08/30/17	$0	$540,645	MO-79-X004 Cortex	0	0
15-SS-101268-DW		3	JNEM AV/IT Software Production Contract	Time Extension	Aperture Films, Ltd.	0%	$497,550	11/06/17	$0	$499,350	JNEM - OP	180	2
17-SS-104281-DW		1	ML Union Station Tunnel OCR System Sole Source	Additional Work Required	MAC Products, Inc.	0%	$336,500	11/16/17	$57,973	$394,473	MO-54-0001 Prop M	90	1
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
17-SB-103729-CG		1	Oracle Analytics Software/Annual Maintenance	Change in Scope	Mythics Inc.	0%	$198,851	10/16/17	$36,934	$235,786	Operations	0	0

Contract Modifications
July 1, 2017 to December 31, 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-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
17-RFP-103834-CG		1	e-Builder Software Services	Adminster Training for Users	e-Builder, Inc	0%	$216,605	11/27/17	$4,300	$220,905	Operations	0	0
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
16-RFP-103214-MD		2	License Monitoring Program	Additional Funds for Driver Monitoring and Reporting	Embark Safety	0%	$67,437	12/12/17	$40,000	$141,156	Operations	0	0
14-RFQ-99354-DR		5	Metro TSM,OCC,Training Instructors and Metro Group Uniforms	Incorporate Edwards Heavier Black Uniform Pant	Blue Sky Apparel & Promotions, LLC	0%	$129,913	12/14/17	$0	$129,913	Uniform Allowance	0	0
17-SB-104518-CG		1	Demolition of existing Railroad Yard Office 412 South Sarah Street.	Change in Scope	Spirtas Wrecking Company	3%	$129,900	10/12/17	($788)	$129,112	MO-79-X004 Cortex	0	0
17-SB-104145-CG		2	Concrete Slab Repair - BSD IL Bus Facility	Additional Funds Additional Work	Hank's Excavating and Landscaping	0%	$115,000	11/13/17	$ 11,870.68	$126,871	MO-90-X296 Prop M	90	1
13-SB-5982-TJ		2	ATS Van Cleaning Services	Exercise Option Yr 2 Time Extension	World Management, Inc.	15%	$62,011	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 October - December 2017

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 10315 Lake Bluff Drive , St. Louis , MO 63123		Start Date: **04/13/2016** Contract Amount: **$7,267,000.00**	End **10/03/2017**	
	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
Scally Waterproofing — Start Date: **11/20/2016**

5733925554
SURECUT LAWNCARE LLC — Start Date: **03/01/2017**

(636) 970-2710
XL Contracting Inc. — Start Date: **07/01/2016**

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 (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

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 **12/31/2017**

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** End Date: **08/01/2017**
Contract Amount: **$75,789.00**

6363495999
GERSTNER ELECTRIC
Contract ID: **SC#17020-01**
Start Date: **06/23/2017** End Date: **05/31/2018**
Contract Amount: **$377,037.00**

3148927550
Sager & Son
Contract ID: **17020-03**
Start Date: **07/01/2017** End Date: **08/01/2017**
Contract Amount: **$9,460.00**

618-274-0105
BUMPY'S STEEL ERECTION LLC
Start Date: **07/03/2017**

6369378300
D & S FENCING CO INC
Start Date: **07/03/2017**

LC9738124
D&S Fencing Co., Inc
Start Date: **07/03/2017**

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 EXTENSTION PKG 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-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		2nd QUARTER FY18		FY2018 YTD TOTAL	
	TRANSACTION COUNT	TRANSACTION AMOUNT	TRANSACTION COUNT	TRANSACTION AMOUNT	TRANSACTION COUNT	TRANSACTION AMOUNT
TOTAL TRANSACTIONS	4584	$ 1,686,879	4022	$ 1,582,660	8606	$ 3,269,539
TRANSACTIONS REVIEWED	4584	$ 1,686,879	4022	$ 1,582,660	8606	$ 3,269,539
PERCENTAGE REVIEWED	100%	100%	100%	100%	100%	100%
TRANSACTIONS INVESTIGATED	16	$ 20,845.57	8	$ 14,232.62	24	$ 35,078
PERCENTAGE OF TOTAL INVESTIGATED	0.3%	1.2%	0.2%	0.9%	0.3%	1.1%
CONFIRMED PROCEDURAL VIOLATIONS	0 TRANS 0 INCIDENTS	$ -	0 TRANS 0 INCIDENTS	$ -	0 TRANS 0 INCIDENTS	$ -
CONFIRMED VIOLATION PERCENTAGE OF TOTAL	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
TRANSACTIONS WITH SALES TAX	49	$ 11,751	39	$ 6,646	88	$ 18,397
SALES TAX CHARGED	49	$ 485	39	$ 529	33	$ 1,013
PERCENTAGE OF TOTAL TRANSACTIONS WITH SALES TAX	1.1%	0.7%	1.0%	0.4%	1.0%	0.6%
REFUNDED SALES TAX	10	$ 113	7	$ 62	17	$ 175