

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
September 25, 2020**

Board Members in Attendance via Zoom

Missouri

Rose Windmiller, Chair
Vernal Brown, Secretary
Constance Gully
Nate Johnson
Fred Pestello – Absent

Illinois

Justin Zimmerman, Vice Chair
Herbert Simmons, Treasurer
Terry Beach
Derrick Cox – Absent
Irma Golliday – Absent

Staff in Attendance via Zoom

Taulby Roach, President and Chief Executive Officer
Brenda Deertz, Administrator/Executive Assistant to the President/CEO
Barbara Enneking, General Counsel and Deputy Secretary
Myra Bennett, Manager of Board Administration
Jessica Mefford-Miller, Executive Director Metro Transit
Chris Poehler, Asst. Executive Director Engineering Systems
Mark Vago, Senior VP Chief Financial Officer
Greg Smith, VP Procurement & Inventory Management

Others in Attendance

Robyn Karimi, ASL Interpreter
Charlotte Landrum, ASL Interpreter

1. **Open Session Call to Order**
8:30 a.m. Chair Windmiller called the Open Session of the Bi-State Development Agency, Board of Commissioners Meeting to order at 8:30 a.m.
2. **Roll Call**
8:30 a.m. Roll call was taken, as noted above.
3. **Public Comment**
8:30 a.m. Myra Bennett, Manager of Board Administration, noted that no public comments were submitted for today's meeting.

4. **Approval of the Minutes from the June 26, 2020, Meeting of the Board of Commissioners, Open Session**
8:31 a.m. The minutes from the June 26, 2020, Meeting of the Board of Commissioners, Open Session were provided in the Board packet. A motion to approve the minutes was made by Commissioner Brown and seconded by Commissioner Gully. **The motion passed.**
5. **Approval of the Minutes from the July 7, 2020 Meeting of the Executive Committee of the Board of Commissioners, Open Meeting**
8:32 a.m. The minutes from the July 7, 2020 Meeting of the Executive Committee of the Board of Commissioners, Open Meeting were provided in the Board packet. A motion to approve the minutes was made by Commissioner Beach and seconded by Commissioner Brown. **The motion passed.**
6. **Approval of the Minutes from the August 27, 2020 Special Meeting of the Board of Commissioners, Open Meeting**
8:33 a.m. The minutes from the August 27, 2020 Special Meeting of the Board of Commissioners, Open Meeting were provided in the Board packet. A motion to approve the minutes was made by Commissioner Zimmerman and seconded by Commissioner Simmons. **The motion passed.**
7. **Report of the President**
8:33 a.m. President and Chief Executive Officer, Taulby Roach, stated that he will give a report in Executive Session.
8. **Report of the Combined Operations Committee and Audit, Finance, & Administration Committee**
8:34 a.m. Chair Windmiller stated that a combined meeting of the Operations Committee and Audit, Finance, & Administration Committee was held on August 27, 2020, immediately following a Special Meeting of the Board, and the draft minutes of that meeting are included in the Board Packet under Tab #8.

She reported that the Committee is introducing four (4) items on the Consent Agenda for your consideration today, under Item #11, with the Committees' recommendation of approval.

Consent Agenda Item(s):

- a. Single Bid Contract with Dove Equipment - Paint Booth Man Lifts Replacement (Resolution #1077)
- b. Contract Modification: Time Extension of Contract with Jacobs Engineering for General On-Call GEC Design and Engineering Consultant Services (Resolution #1078)
- c. Sole Source Contract with INIT for COPILOT Retrofit Project (Resolution #1079)
- d. Memorandum of Understanding Between St. Louis Regional Freightway, St. Louis Community College, and Schneider National Carriers for the Administration and Implementation of a Truck Driver Training and Apprenticeship Program (Resolution #1080)

Chair Windmiller stated that at the August Combined Committee meeting, several reports were provided to the Combined Committee, including:

- Treasury-Safekeeping Quarterly Accounts – Ending December 31, 2019

- FY2021 Annual Audit Work Plan
- Bi-State Safety Oversight: 2019 Annual Update
- IAD Audit Follow-Up Summary – 4th Qtr. FY2020
- IAD Status Report – 4th Qtr. FY2020
- IAD SSO-Status Report – 2nd Qtr.-Calendar Yr. 2020
- Treasury-Safekeeping Accts. Audit, Ending June 30, 2020
- Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of June 30, 2020
- Update on Risk Management Insurance Program
- FY2020 Quarterly Financial Statements – 4th Quarter ended June 30, 2020
- Treasurer's Report – Quarter Ended March 31, 2020
- Quarterly Procurement Report FY2020
- Compliance and Ethics "State of the Agency" Report
- Metro Transit Operations Report

9. Report of the Security Sub-Committee

8:37 a.m. Commissioner Simmons reported that a meeting of the Security Sub-Committee was held on August 13, 2020, at 8:30 a.m. He stated that the draft minutes of that meetings are included in the Board packet, under Tab #9.

He noted that the Committee is introducing one (1) item, from the August 13th meeting, on the Consent Agenda for your consideration today, under Item #11, with the Committees' recommendation of approval.

Consent Agenda Item:

- e. Law Enforcement Service Agreement with the St. Clair County, Illinois Sheriff's Department (Resolution #1081)

In addition, Commissioner Simmons noted that, at the August 13th meeting, the Committee was provided an update regarding the Metro Transit Ride and Abide Policy.

10. Adjustment of Consent Agenda

8:38 a.m. Chair Windmiller asked if there are any adjustments to the Consent Agenda; there were none noted.

11. Consent Agenda Items

8:38 a.m. Consent Agenda Items:

- a. Single Bid Contract with Dove Equipment - Paint Booth Man Lifts Replacement (Resolution #1077)
- b. Contract Modification: Time Extension of Contract with Jacobs Engineering for General On-Call GEC Design and Engineering Consultant Services (Resolution #1078)
- c. Sole Source Contract with INIT for COPILOT Retrofit Project (Resolution #1079)
- d. Memorandum of Understanding Between St. Louis Regional Freightway, St. Louis Community College, and Schneider National Carriers for the Administration and Implementation of a Truck Driver Training and Apprenticeship Program (Resolution #1080)
- e. Law Enforcement Service Agreement with the St. Clair County, Illinois Sheriff's Department (Resolution #1081)

A motion to approve the Consent Agenda Items, was made by Commissioner Simmons and seconded by Commissioner Beach. **The motion passed unanimously.**

12. Contract Award – Metro Platform Cleaning Services (Resolution #1085)

8:39 a.m. A briefing paper was provided in the Board packet, requesting that the Board of Commissioners approve a request to authorize the President and CEO to enter into a five (5) year contract with Katsam Enterprises, to provide cleaning services on all Metro platforms, as specified in Solicitation (20-RFP-106734-BH), in an amount not to exceed \$11,200,000.00. Greg Smith, VP Procurement & Inventory Management, gave a brief overview of this issue as follows:

Eight (8) proposals were received, reviewed and evaluated, in accordance with the evaluation requirements specified in the solicitation package.

The evaluation team consisted of three (3) voting members and two non-voting members:

Charles Clemins	Sr. Director Maintenance of Way (Voting) - Chairperson
Philip Butler	Supervisor Rail Facilities Maintenance (Voting)
Willie Lomax	Transit Service Manager – Light Rail (Voting)
Diana Hill	Director of Procurement – (Non-Voting)
Bryan Howard	Contracting Officer I - (Non-Voting)

All eight (8) proposals were deemed responsible and responsive and were forwarded to the evaluation committee for individual evaluation. Upon completion of the individual and consensus technical evaluation, all eight (8) firms were deemed technically qualified.

Cost and technical scores were combined and the results are as follows:

Firm	Total Score	Overall Ranking
Katsam Enterprises	313.94	1
World Management	280.00	2
ISS Facility Services	260.97	3
Simon Enterprises	242.50	4
Innex Services	231.06	5
MERS Goodwill	220.23	6
Dupriest Investments	212.69	7
Deangelo Brothers (DBI).	193.46	8

Commissioner Brown made a motion to approve this item, as presented, and the motion was seconded by Commissioner Beach. **The motion passed.**

13. Contract Award to MERS Goodwill for Cleaning of DeBaliviere Facility and DeBaliviere Bus Cleaning (Resolution #1086)

8:42 a.m. A briefing paper was provided in the Board packet, requesting that the Board of Commissioners approve a request to authorize the President & CEO to award a contract to MERS

Goodwill, in the amount not to exceed \$5,700,000.00, for bus cleaning and facility cleaning at the DeBaliviere facility. Greg Smith, VP Procurement & Inventory Management, gave a brief overview of this issue as follows:

BSD issued solicitation 20-RFP-106720-TJ DeBaliviere Facility & Bus Cleaning on May 20, 2020, to provide all equipment and supplies, materials, labor, supervision and staff, transportation necessary to provide cleaning of the DeBaliviere facility and buses. On April 27, 2020, six (6) bids were received in response to the solicitation, of which five were deemed responsive, and evaluated on their technical merit.

Each responsive firm was reviewed by an Evaluation Committee, comprised of representatives from Metros bus maintenance, facility maintenance building & grounds, according to the evaluation requirements specified in the evaluation package. After completion of the initial technical evaluation, one (1) vendor was deemed non responsive, and was eliminated from further consideration by the evaluation committee.

On July 29, 2020, as part of the technical requirement, the top four vendors were to demonstrate their ability to do a detail cleaning of a bus. They were evaluated and scored by 4 of BSDA team members: Superintendent Jeff Lowe, Superintendent Geoff Kehr, Superintendent Mike Royal and Assistant Superintendent Rodney Moore.

The cost was evaluated using a pre-established formula, where the firm with the lowest cost proposal received the maximum score of 150. Each firm thereafter received points inversely proportional to the cost proposal amount. The maximum attainable points for technical, cost and cleaning test was 628.

A summary of the final evaluation score is shown below.

Firm:				Total Score
4M Building Services				412.78
MERS Goodwill				507.26
World Management				397.07
KATSAM				263.29
ISS Facility Services				414.67

Discussion was held regarding the scores, as well as proposals for platform cleaning versus bus and facility cleaning.

Commissioner Gully made a motion to approve this item, as presented, and the motion was seconded by Commissioner Brown. **The motion passed.**

14. Sole Source Contract with Safety Vision for CCTV Upgrades for MetroBus and MetroLink Systems (Resolution #1087)

8:46 a.m. A briefing paper was provided in the Board packet, requesting that the Board of Commissioners approve a request to authorize the President and CEO to enter into a sole source

contract with Safety Vision to provide closed circuit television (CCTV) upgrades to Metro's fleet in an amount not to exceed \$1,670,000. Jessica Mefford-Miller, Executive Director of Metro Transit, provided a brief overview of this issue. She noted that Metro Transit (Metro) began installing a CCTV recording system on Metro buses, light rail vehicles [LRVs] and paratransit vans in 2005, and the most recent CCTV systems were installed in 2009. She stated that there have been significant advances in CCTV technology, the current legacy systems have reached their end of useful life, and new parts and recording media can no longer be purchased to support them. Ms. Mefford-Miller noted that the new system will provide enhanced features, including increased memory and storage of audio and video footage, and awareness monitor displays will be installed on the buses, which allow passengers to see the video that is being recorded. The system will allow for remote viewing of live feed, as well as recorded feed, and will be available to Metro teams including MetroBus, MetroLink, Call-A-Ride, Public Safety, and Security. She stated that system-wide WIFI will also enable staff to speak directly to the bus operators.

Commissioner Simmons asked if Mr. Farthing has been included in discussions relating to this upgrade, and Ms. Mefford-Miller indicated that he has been included. Commissioner Zimmerman stated that there is a great need for this upgrade. He noted that he and Commissioner Cox recently attended a tour with the Security team, and it was clear that this issue needed to be addressed. Commissioner Zimmerman asked for information as to why this is a sole source contract, and if we can ensure that the Agency is getting a fair contract price for the equipment and installation. Ms. Mefford-Miller stated that this is a continuation of an existing program. She noted that Metro began a program of upgrading mobile CCTV systems with the new Safety Vision 4100 series Digital Video Recording Systems, and the competitive procurement process was used at that time. She stated that she is asking that the Agency continue this process with the same vendor, to ensure compatibility across the system.

Commissioner Windmiller stated that she appreciates that Metro is moving forward with these upgrades, and feels that the Agency is moving in the right direction. She asked the expected life span for the new equipment. Ms. Mefford-Miller stated that the expected life cycle of the equipment would be 5 – 7 years.

A motion to approve this agenda item, as presented, was made by Commissioner Simmons and seconded by Commissioner Zimmerman. **The motion passed.**

15. Follow-up Report from OPS/AFA Meeting

9:00 a.m. A memo was included in the Board packet, providing an update on the funds owed by The Gateway Arch and the Riverfront Attractions to other areas of Bi-State Development. Mark Vago gave an overview of this issue, noting some concern regarding the status of the Riverfront Attractions, due to a history of cash flow issues over the previous decades, and the cost for the dry dock inspection which was conducted this year, in the amount of \$305,000. He noted less concern regarding the status of the Gateway Arch, stating that the Arch has had a consistent history of positive cash flow, during conventional operating periods. Commissioner Windmiller asked about the outlook for the Riverboat Attractions, if they cannot regain customers. Mr. Vago noted that they would owe the Agency 2 – 2 ½ million dollars.

President and CEO Roach noted that it is apparent that the Riverboat Attractions are our "loss leader". He stated that policy leaders have indicated that they would like to see these programs continued; however, the ultimate decision will lie with the Board of Commissioners. Commissioner Gully asked which policy leaders have indicated this. Mr. Roach stated that he

has discussed this issue with the County Executive, the St. Louis County Chairman of the Board, and the Mayor of St. Louis. Commissioner Windmiller asked if the Agency owns the boats, and Mr. Roach stated that it does. Commissioner Windmiller stated that she appreciates input from the elected officials; however, this is ultimately a financial decision for the Board of Commissioners. She asked if there are any specific, public funds coming into the Agency to support these attractions, and Mr. Roach indicated that there is not. Commissioner Zimmerman stated that it may be helpful to have some projections presented to the Board regarding this operation, as well as a series of options. He stated that he would like the Board to stay ahead of this operation. President and CEO Roach stated that the COVID situation has been devastating. Commissioner Gully noted that she has never heard of the Riverboat attractions, as being considered an economic development operation, and the Riverboat operation should be self-sustaining. She noted that the Frieghtway; however, has been considered to be an economic development operation, with anticipated long term benefits for the region. Commissioner Beach agreed that the Riverboat operation falls under tourism. Commissioner Windmiller noted that the Riverboat operation has experienced financial issues, for more than just the past year. Commissioner Gully stated that, regarding the Agency's policy, not all ancillary operations should be placed in the same category. Commissioner Simmons asked if any FEMA funds have been received, regarding the Riverboat operations, with regard to COVID, flooding, and the interruption of services. President and CEO Roach stated no; however, he will check into that issue. Commissioner Simmons asked that Mr. Roach look specifically into CARES Act funding.

It was noted that this item was provided as information only, and no action by the Board of Commissioners is required.

16. Metro Transit Operations Report

9:15 a.m. Jessica Mefford-Miller reviewed capital improvement projects that are underway and anticipated to begin in the near future, including camera system upgrades, customer facing improvements in technology, and upgrades in the design of the facilities and stations. Ms. Mefford-Miller noted a stabilization in ridership in July and August; however, MetroBus ridership continues to remain at approximately 50% below the previous fiscal year; MetroLink ridership stands at approximately 60% below; and Call-A-Ride at approximately 24% below. She noted that service changes and adjustments have been made, and will continue to made, based on ridership. She noted that there will be a shift to battery electric buses in the near future. Ms. Mefford-Miller reported that the first battery electric bus arrived last week, and she will send a video to the Commissioners.

Ms. Mefford-Miller stated that the Agency is now switching its focus to COVID recovery for fiscal year 2021-2024. She noted that how mobility is changing will be taken into consideration, and new equity and fare policies will be implemented. A draft report will be distributed to the Board at the Combined Operations Committee / Audit, Finance & Administration Committee Meeting in October.

17. Unscheduled Business

9:22 a.m. There was no unscheduled business.

18. Call of Dates for Future Board and Committee Meetings

9:22 a.m. Myra Bennett, Manager of Board Administration, advised the Commissioners of upcoming meetings, as follows:

Security Sub-Committee Meeting:	Thursday	October 8, 2020	8:30 AM
Operations/Audit Finance & Administration:	Friday	October 16, 2020	8:30 AM
Board of Commissioners Meeting:	Friday	November 20, 2020	8:30 AM

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

9:23 a.m. Chair Windmiller requested a motion to allow the Committee to move into closed session as permitted under Bi-State Development Board Policy, Chapter 10, Section 10.080, (D) (1) – Legal; (D) (3) Personnel; and (D) (10) Auditors.

A motion to move into Executive Session was made by Commissioner Simmons and seconded by Commissioner Beach. A roll call vote was taken as follows:

Rose Windmiller – Yea	Justin Zimmerman – Yea
Constance Gully – Yea	Herbert Simmons – Yea
Vernal Brown – Yea	Terry Beach – Yea
Nate Johnson – Yea	

The motion passed unanimously, and the Committee moved into Executive Session at 9:24 a.m.

20. Reconvene to Open Session

9:59 a.m. The Board of Commissioners reconvened to the Regular Meeting at approximately 9:59 a.m. Chair Windmiller noted that, per recent changes to Board Policy, no final action votes will be taken in a closed meeting or closed (executive) session. For items requiring final action, a roll call vote shall be taken in open session.

Commissioner Brown made a motion to approve the minutes from the June 26, 2020, Board of Commissioners, Executive Session, as a closed record. The motion was seconded by Commissioner Simmons.

Rose Windmiller – Yea	Justin Zimmerman – Yea
Constance Gully – Yea	Herbert Simmons – Yea
Vernal Brown – Yea	Terry Beach – Yea
Nate Johnson – Yea	

The motion passed.

Commissioner Beach made a motion to approve the Consent Agenda items including: 1) Draft – Fuel Hedging Audit – On-Call Contract Audit (Resolution #1082), and 2) Draft-Disadvantaged Business Enterprise Audit (Resolution #1083). The motion was seconded by Commissioner Gully.

Rose Windmiller – Yea
Constance Gully – Yea
Vernal Brown – Yea
Nate Johnson – Yea

Justin Zimmerman – Yea
Herbert Simmons – Yea
Terry Beach – Yea

The motion passed.

Commissioner Gully made a motion to approve the Draft-Cortex MetroLink Station Construction Audit (Resolution #1084). The motion was seconded by Commissioner Johnson.

Rose Windmiller – Abstain
Constance Gully – Yea
Vernal Brown – Yea
Nate Johnson – Yea

Justin Zimmerman – Yea
Herbert Simmons – Yea
Terry Beach – Yea

The motion passed.

Commissioner Brown made a motion to approve the release of information from Executive Session Minutes, Board of Commissioners and Committee Meetings, January 2019 – December 2019, with the redactions as presented. The motion was seconded by Commissioner Beach.

Rose Windmiller – Yea
Constance Gully – Yea
Vernal Brown – Yea
Nate Johnson – Yea

Justin Zimmerman – Yea
Herbert Simmons – Yea
Terry Beach – Yea

The motion passed.

21. Adjournment

10:02 a.m. Chair Windmiller asked if there was any further business, and being none, Commissioner Gully made a motion to adjourn the meeting. The motion was seconded by Commissioner Brown. Unanimous vote in favor taken. The motion passed, and the meeting was adjourned at approximately 10:02 a.m.



Deputy Secretary to the Board of Commissioners
Bi-State Development