

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
June 24, 2022 at 8:30 AM**

Board Members in Attendance via Zoom

Missouri

Rose Windmiller, Chair
Fred Pestello, Secretary – Absent
Vernal Brown
Nate Johnson – Absent
Sam Gladney

Illinois

Herbert Simmons, Treasurer
Irma Golliday
Derrick Cox
Terry Beach
Debra Moore

Staff in Attendance via Zoom

Taulby Roach, President and Chief Executive Officer
Brenda Deertz, Director Executive Services
Barbara Enneking, General Counsel and Deputy Secretary
Myra Bennett, Manager of Board Administration
Kevin Scott, General Manager Security
Tom Curran, Executive Vice President Administration
Charles Stewart, Executive Director Metro Transit
Mary Lamie, Executive Vice President Multi Modal Enterprises

Others in Attendance

Erin Stumpf, ASL Interpreter
Rebecca Pursley, 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**
8:31 a.m. Myra Bennett, Manager of Board Administration, noted that one public comment was received. She read the public comment as follows:

Name: Tanner Tucker

Representing: Self

Topic: Abandoned Bus Shelters

Comments: This comment is for the Friday, June 24 Commissioners Meeting.

President Roach and Members of the Board,

The Metro Reimagined Service Plan of 2019 brought the promise of more frequent service along fewer routes, the elimination of which brought hardship to many families in the region. While many long-standing routes were removed, the promise of more frequent service never came to fruition due to the pandemic's ongoing effects to the workforce and decreased ridership overall. Bi-State Development and Metro continued down the path of Metro Reimagined but failed to return to those abandoned routes and remove the infrastructure left behind. Bus shelters, many decaying or with broken glass, continue to remind neighborhoods of the service many relied on. Even in higher trafficked areas, the [99] Downtown Trolley route still has bus stops peppering the City of St. Louis' Downtown and Downtown West Neighborhoods. While no longer used for passenger traffic, these eyesores now confuse tourists and residents alike. The most egregious offense of these remaining structures is the updated advertising. While the busses no longer come, the structure advertising signage is still updated on a regular basis. It's insulting that while these routes may not have been good enough for the riders that relied on them, the advertising income is still worth keeping the structure.

I ask that this board adopt a resolution and contract with a vendor to dismantle these structures as soon as possible. Let those of us in neighborhoods with unused structures reclaim our sidewalks and not have to stare at pointless advertising.

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This e-mail was sent from the public comment form on bistatedev.org

4. **Approval of the Minutes of the April 22, 2022, Board of Commissioners, Open Meeting**
8:33 a.m. The minutes from the April 22, 2022, Board of Commissioners, Open Meeting, were provided in the Board packet. A motion to approve the minutes, as presented was made by Commissioner Cox and seconded by Commissioner Brown.

The motion passed unanimously.

5. **Approval of the Minutes of the May 9, 2022, Special Meeting, Board of Commissioners, Open Meeting**
8:34 a.m. The minutes from the May 9, 2022, Special Meeting, Board of Commissioners, Open Meeting, were provided in the Board packet. A motion to approve the minutes, as presented was made by Commissioner Moore and seconded by Commissioner Golliday.

The motion passed unanimously.

6. **Report of the President**
8:34 a.m. President and Chief Executive Officer, Taulby Roach, briefly addressed the public comment that was submitted for the meeting, noting that a formal reply will be sent to Mr. Tucker. Mr. Roach acknowledged that there have been service disruptions due to the workforce shortage, and noted that the Agency continues to offer financial incentives in an attempt to build the workforce. He also acknowledged that, due to the pandemic and economic changes, there

have been changes to the original Metro Reimagined program, which was developed several years ago.

President and CEO Roach reported that the Agency has received budget approval from the City of St. Louis, and there is a bill in process to approve the St. Louis County budget. He noted that there will be a meeting of the whole for St. Louis County on June 28th. Mr. Roach also noted that the Agency is in active negotiations with St. Clair County regarding the budget. He reported that Chuck Stewart, Executive Director Metro Transit, and Tammy Fulbright, Executive Vice-President and Chief Financial Officer, are leading the negotiations, and a modest extension may be needed to finalize those negotiations.

7. Report of the Operations Committee

8:38 a.m. Chair Windmiller reported that a virtual meeting of the Operations Committee was held on June 10, 2022, at 8:30 a.m., and the draft minutes of that meeting are included in the meeting materials, under Item #7. She reported that the Operations Committee is introducing one (1) item on the Agenda for consideration today, with the Committee's recommendation of approval, under Item #12 – Law Enforcement Services between Bi-State Development Agency and St. Clair County, Illinois for services provided by the St. Clair County, Illinois Sheriff's Department (Resolution #1214).

Chair Windmiller stated that Item #13 – Cooperation Agreement - Operation and Maintenance of Cortex MetroLink Plaza and Bike Path Located within the Brickline Greenway (Resolution #1215) was also presented to the Operations Committee; however, this item was postponed for further discussion at today's meeting.

She stated that, at the June 10th Committee meeting, an Operations Report, including a Workforce Update, was provided by Charles Stewart, Executive Director Metro Transit.

8. Report of the Audit, Finance, & Administration Committee

8:39 a.m. Commissioner Beach reported that a virtual meeting of the Audit, Finance, & Administration (AFA) Committee was held on June 10, 2022, immediately following the Operations Committee Meeting. He noted that the draft minutes of that meeting are included in the meeting materials under Item #8.

He noted that the AFA Committee is introducing two (2) items on the Consent Agenda for consideration today, with the Committee's recommendation of approval:

Item 11. Consent Agenda

- A. Contract Award: Financial Advisory Services (Resolution #1212)
- B. Collected Board Policies, Chapter 30 – Audit, Finance, and Budget (Resolution #1213)

Commissioner Beach noted that Item #14 – Contract Award: Audit Services - Bi-State Development (BSD) Pension Plans and 401(k) Retirement Savings Program (Resolution #1216) is also being presented at today's meeting, with the Committee's recommendation of approval. He stated that Item #15 – Collected Board Policies, Chapter 50 – Purchasing Revisions (Resolution #1217) was presented at the Audit, Finance & Administration Committee, as well; however, no action was taken, and the item was postponed for further discussion at today's Board Meeting.

Commissioner Beach reported that, at the June meeting, the Committee approved Revision #4 to the Internal Audit Policies and Procedures Manual, and several informational items were presented to the Committee, including:

- Internal Audit Follow-Up Summary – 3rd Quarter FY2022
- Internal Audit Status Report – 3rd Quarter FY2022
- Internal Audit State Safety Oversight Status Report - 1st Quarter Calendar Year 2022
- Quarterly Financial Statements
- Treasurer's Report
- Treasury Safekeeping Report – March 31, 2022
- Procurement Report

9. Report of the Safety & Security Committee

8:41 a.m. Commissioner Simmons reported that a virtual meeting of the Safety and Security Committee was held on May 5, 2022, at 8:30 a.m., and he stated that the draft minutes of that meeting are included in the meeting materials, under Item #9.

Commissioner Simmons noted that, at the May meeting, the Committee authorized Kevin Scott, General Manager Security, to proceed with design solicitation for professional engineering services for the MetroLink Secure Platform Plan. He stated that, in addition, staff provided an update regarding CCTV upgrades and Police Department Feeds.

Commissioner Simmons reported that an Executive Session was not held at the May 5th Committee meeting.

10. Adjustment of Consent Agenda

8:42 a.m. Chair Windmiller asked if there are any adjustments to the Consent Agenda.

11. Consent Agenda Items

8:42 a.m. Consent Agenda Items:

- A. Contract Award: Financial Advisory Services (Resolution #1212)
- B. Collected Board Policies, Chapter 30 – Audit, Finance, and Budget (Resolution #1213)

A motion to approve the Consent Agenda Items: Item A. and Item B., as referenced in the Committee Reports and as outlined on the Agenda, was made by Commissioner Gladney and seconded by Commissioner Brown.

The motion passed unanimously.

12. Law Enforcement Services Agreement between Bi-State Development Agency and St. Clair County, Illinois for Services provided by the St. Clair County, Illinois Sheriff's Department (Resolution #1214)

8:43 a.m. A briefing paper was included in the meeting materials, regarding a request that the Board of Commissioners approve a Law Enforcement Services Agreement between Bi-State Development and St. Clair County, Illinois, for law enforcement services provided by the St. Clair County, Illinois Sheriff's Department. Kevin Scott, General Manager of Security, gave an overview of this item, noting that there has been a modification of the expiration dates for the terms, in order to bring all three law enforcement contracts (St. Louis City Police, St. Louis

County Police, and St. Clair County Sheriff) into alignment. Mr. Scott also noted that the Operations Committee recommended this item for approval at the June 10, 2022 meeting.

Commission Simmons asked if the proposed agreement has any impact on secondary officers. Mr. Scott noted that it does not, as there is a separate agreement regarding secondary offices. Chair Windmiller noted that Exhibit A only provides budget figures for 2023. Mr. Scott stated that is correct, and that the Board is not approving budget figures for 2024, at this time.

Commissioner Golliday made a motion to approve this item, as presented. The motion was seconded by Commissioner Simmons.

The motion passed. (Commissioner Simmons abstained from the vote.)

13. Cooperation Agreement - Operation and Maintenance of Cortex MetroLink Plaza and Bike Path Located within the Brickline Greenway (Resolution #1215)

8:50 a.m. A briefing paper was included in the meeting materials, regarding a request that the Board of Commissioners approve a cooperation agreement with Cortex and the Great Rivers Greenway District for the operation and maintenance of Cortex MetroLink Plaza and Bike Path, located within the Brickline Greenway. Chuck Stewart, Executive Director Metro Transit gave an overview of this item, noting that Cortex already has a landscaping contract in place, and the proposed agreement would allow BSD to reimburse Cortex approximately \$20,000 per year, for greenscape and snow removal services.

Commissioner Gladney made a motion to approve this item, as presented. The motion was seconded by Commissioner Moore.

The motion passed unanimously.

14. Contract Award: Audit Services - Bi-State Development (BSD) Pension Plans and 401(k) Retirement Savings Program (Resolution #1216)

8:52 a.m. A briefing paper was included in the meeting materials, regarding a request that the Board of Commissioners approve a request to authorize the President & CEO enter into a five-year contract for Audit Services for BSD's Pension Plans and 401(k) Retirement Savings Program with UHY LLP, in the not-to-exceed amount of \$302,445.00. Tom Curran, Executive Vice President – Administration, gave an overview of this item, noting that due to UHY being the only firm that participated in submitting pricing, the sealed bid method was converted to a negotiated procurement. Mr. Curran noted that the Audit, Finance and Administration Committee recommended approval of this item at the June 10, 2022 meeting.

Commissioner Cox made a motion to approve this item, as presented. The motion was seconded by Commissioner Brown.

The motion passed. (Commissioner Beach abstained from the vote.)

15. Collected Board Policies, Chapter 50 - Purchasing Revisions (Resolution #1217)

8:54 a.m. A briefing paper was included in the meeting materials, regarding a request that the Board of Commissioners approve a request to incorporate revisions to the Collected Board Policies of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Chapter 50, Purchasing. Tom Curran, Executive Vice President Administration, gave an

overview of this item, noting that the briefing paper presents updates to expenditure thresholds that require Board of Commissioners approval, the addition of specific language addressing single bid situations, and clean-up of spelling and title errors. He reported that, at the June 10, 2022, Audit, Finance & Administration Committee Meeting, the Committee postponed this item for further review at today's Board meeting. Mr. Curran stated that the Committee requested additional information, and a memo has been distributed to the Board containing that information. Questions were posed regarding the need to modify the existing expenditure thresholds. Commissioner Gladney asked if this issue is currently affecting the Agency's ability to operate. Mr. Curran stated that it is not currently; however, this Board Policy will possibly not be revisited for many years, and with costs continuing to rise, staff felt that the issue should be addressed. He noted that many other transportation agencies are making similar changes. President/CEO Roach stated that the Agency can continue to operate under the current policies; however, staff is trying to ensure that the policy is continues to be reasonable, with the consideration of future rising costs. Commissioner Simmons stated that he is opposed to increasing the thresholds at this time. Commissioner Cox agreed with Commissioner Simmons. Discussion was held pertaining to the possibility of approving some of the proposed changes that do not include increasing the expenditure thresholds.

Commissioner Gladney made a motion to approve only the addition of specific language addressing single bid situations, and clean-up of spelling and title errors, to Chapter 50 – Purchasing, as presented. The motion was seconded by Commissioner Simmons. Chair Windmiller asked for a roll call vote on this item, with the poll of the Board being as follows:

Rose Windmiller – Yea
Vernal Brown – Yea
Sam Gladney – Yea

Herbert Simmons – Yea
Irma Golliday – Yea
Derrick Cox – Nay
Terry Beach – Yea
Debra Moore – Yea

The motion passed.

16. Approval of Slate of Officers 2022-2023 Board of Commissioners

9:05 a.m. Chair Windmiller reported that a virtual meeting of the Nominating Committee was held on May 25th at 2:00 PM. She stated that the draft minutes of that meeting have been included in the meeting materials, under Item #16. Chair Windmiller noted that the Nominating Committee voted unanimously to accept, and forward to the Board of Commissioners for approval, the following slate of officers for 2022-2023, whose positions would take effect at the adjournment of today's meeting, if approved:

Commissioner Herbert Simmons (Illinois), Chair
Commissioner Sam Gladney (Missouri), Vice-Chairman
Commissioner Terry Beach (Illinois), Treasurer
Commissioner Nate Johnson (Missouri), Secretary

Chair Windmiller asked if any discussion is needed regarding the proposed slate or if there are other nominations from the floor. Being none, Commissioner Moore made a motion to approve the Slate of Officers for 2022-2023, as presented. The motion was seconded by Commissioner Brown.

The motion passed unanimously.

17. Gateway Riverboat Kitchen Roof and HVAC Repairs

9:07 a.m. A briefing paper was included in the meeting materials, providing a follow up report regarding the May 3, 2022 emergency procurement waiver for the Gateway Riverboat kitchen roof and HVAC repairs, located on the dock barge moored along the Riverfront. Mary Lamie, Executive Vice President of Multimodal Enterprises, gave an overview of this item noting that, on May 3rd, President & CEO, Taulby Roach, approved an emergency procurement waiver for the roof repairs and the HVAC units, pursuant to Board Policy, Purchasing, Section 50.010, Procurement and Contract Administration Section M. Part 1, Waiver of Procurement Policy in the event of an emergency, and as required under the policy, notified Chair Windmiller of the following:

- A leaking roof presents a threat to food safety and potentially a code violation by the St. Louis Department of Public Health. Additionally, a leaky roof can lead to a wet floors which could result in employee slip and fall incidents and the possible exposure to mold and building dampness that could be associated with respiratory symptoms and infections – all potential OSHA violations.
- The Dockside Café was unable to open as scheduled on April 1, 2022. Furthermore, food preparation for the Riverboat dinner cruises and private charters during these conditions became logistically complicated and labor intensive due to having to use the much smaller food preparation areas and galleys on the Riverboats.
- Two bids for the roofing repairs were obtained based on site visits. Three bids were obtained for curb adjustments required for the roof repair as well as replacing the seven (7) HVAC units. Two bids were a combined bid by a roofing and HVAC contractor and the third bid was a single HVAC contractor. The third bid by an HVAC contractor did not include roof repairs and exceeded the combined roofing/HVAC bids. The low bid of \$112,420 was selected. This bid was \$6,504 less than the other combined bid and \$7,320 less than the single HVAC bid with no roof repairs.

Ms. Lamie reported that the emergency procurement waiver reduced the procurement process by several weeks and allowed the contractor to place the order for the HVAC units, while facing supply chain disruptions, and to secure staff availability for installation and repairs. She reported that the roof repairs and curb adjustments were completed the week of May 23rd, and the seven HVAC units are scheduled to be installed on June 28th.

Ms. Lamie stated that Chair Windmiller requested that this procurement, and an update regarding this expenditure, be presented at today's Board Meeting. Commissioner Cox complemented staff for proceeding with these repairs. This information was presented as information only.

18. Northside-Southside Corridor Plan

9:09 a.m. President and CEO, Taulby Roach, shared a map with the Board of Commissioners, outlining the proposed revised Northside-Southside Corridor Plan. He noted that there was a study conducted in 2018, with a locally preferred alternative in place; however, that alternative has not been moving forward, primarily due to concerns regarding the taxing capacity of the City of St. Louis. Mr. Roach stated that the Agency has been working closely with the Mayor's office and other leaders, as they look at alternative routes. He reported that the proposed route has been shared with Mokhtee Ahmad, FTA Regional Administrator Region VII, and he noted that the proposed Northside/Southside alignment is now based exclusively on Jefferson. Mr. Roach stated that this proposed alignment is quick and straight forward, and is a lower cost alternative. He noted that this alignment will also capitalize on one of the biggest public investments in the

future, as it will include two stations immediately adjacent to the new MLS Stadium on Market Street.

Mr. Roach stated that, with regard to a timeline for the project, the Agency will need to meet with the Metropolitan Planning Organization (MPO) and East-West Gateway Coordinating Council. He reported that the Agency will need to do more public outreach. He noted that a team will do ridership analysis and will be determining where the stations will be placed, and this will include a financial analysis of the alignment, so that the Agency can determine an estimated cost. Mr. Roach stated that the intent would be to apply for a new federal grant funding for a total of approximately \$420 - \$550 million. He stated that under this scenario, the proposed alignment is affordable with current resources, and these estimates have been reviewed by the Mayor's office. He reported that Mayor Jones is very supportive of the project, and the proposed alignment fits within tax revenues of a "City only" project, financially.

Mr. Roach reported that Mr. Ahmad, will be sending FTA staff in August to review the proposed financials for the alignment. He noted that Mr. Ahmad has stated that he feels this is a highly qualified project for federal grant funding, and looks forward to reviewing the Agency's application. Mr. Roach stated that the project is receiving momentum from the Agency's Federal partners. He also noted that this Northside/Southside alignment is located in a corridor of need.

19. Unscheduled Business

9:17 a.m. There was no unscheduled business.

20. Call for the Dates for Future Meetings

9:17 a.m. Myra Bennett, Manager of Board Administration, noted the following upcoming meetings:

Special Meeting:	Thursday	August 11, 2022	8:30 AM
Safety & Security Committee:	Thursday	August 11, 2022	Following Special Mtg.
Operations Committee Meeting:	Friday	August 19, 2022	8:30 AM
Audit, Finance & Administration:	Friday	August 19, 2022	Following OPS Mtg.
Board of Commissioners Meeting:	Friday	September 23, 2022	8:30 AM

21. Adjournment to Executive Session for the purpose of discussing legal, confidential, or privileged matters, as permitted under Bi-State Development Board Policy, Chapter 10, Section 10.080; (D) (1) – Legal and (D) (10) - Auditors.

9:18 a.m. Chair Windmiller stated that, with the exception of the Minutes, there is only one item on the Executive Session Agenda for approval. She noted that, as she will be abstaining from the vote on that item, therefore there will not be a quorum of the Board present to vote; therefore, she stated that she will remove Item 5. from the Executive Session Agenda, to be voted on at a future Board of Commissioners meeting, when a quorum is present.

Chair Windmiller stated that the only other item for consideration on the Executive Session Agenda is the Approval of the Minutes of the April 22, 2022, Board of Commissioners, Executive Session. She noted that, if there are no corrections to these minutes, and no discussion is needed, the Board could proceed to a vote, without going into Executive Session.

Commissioner Cox made a motion to approve the minutes from the April 22, 2022, Board of Commissioners, Executive Session, as presented, as a closed record. The motion was seconded by Commissioner Simmons. The poll of the Board being as follows:

Rose Windmiller – Yea
Vernal Brown – Yea
Sam Gladney – Yea

Herbert Simmons – Yea
Irma Golliday – Yea
Derrick Cox – Yea
Terry Beach – Yea
Debra Moore – Yea

The motion passed unanimously.

23. Adjournment

9:19 a.m. Chair Windmiller asked if there was any further business, and being none, Commissioner Brown made a motion to adjourn the meeting. The motion was seconded by Commissioner Gladney. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 9:20 a.m.


Deputy Secretary to the Board of Commissioners
Bi-State Development