

Notice of Meeting and Agenda

**Audit, Finance & Administration Committee
Friday, January 27, 2017, 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 Bi-State Development 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. Public Comment	Information	Chair Gully
4. Finance and Administration Committee Open Session Minutes: August 28, 2016	Approval	Chair Gully
5. Audit Committee Open Session Minutes: October 21, 2016	Approval	Chair Gully
6. 1 st Quarter Financial Statements	Information	K. Klevorn/M. Vago
7. 1 st Quarter Performance Indicators	Information	K. Klevorn/M. Vago
8. November Treasury Report	Information	K. Klevorn/T. Fulbright
9. 1 st Quarter Procurement Report	Information	L. Jackson
10. Treasury-Safekeeping Quarterly Accounts Audit- Ending September 30, 2016	Information	J. Cali
11. Internal Audit Status Report – 2 nd Quarter FY2017	Information	J. Cali
12. Internal Audit Follow-Up Summary – 1 st Quarter FY2017 and 2 nd Quarter FY2017	Information	J. Cali
13. 401(k) Plan Audit Update	Information	C. Stewart
14. 2016 Pension Valuations Update	Information	C. Stewart
15. Compliance and Ethics “State of the Agency”	Information	K. Swagler
16. Unscheduled Business	Approval	Chair Gully
17. Call of Dates for Future Committee Meetings	Information	S. Bryant
18. Adjournment to Executive Session	Approval	Chair Gully
<i>If such action is approved by a majority vote of The Bi-State Development Agency’s Board of Commissioners who constitute a quorum, the Board may go into closed session</i>		

Agenda	Disposition	Presentation
<p><i>to discuss legal, confidential, or privileged matters pursuant to Bi-State Development Board Policy Chapter 10, Section 10.080 (D) Closed Records: Legal under §10.080(D)(1); Real Estate under §10.080(D)(2); Personnel under §10.080(D)(3); Health Proceedings under §10.080(D)(4); Employee Negotiations under §10.080(D)(5); Data Processing under §10.080(D)(6); Purchasing and Contracts under §10.080(D)(7); Proprietary Interest under §10.080(D)(8); Hotlines under §10.080(D)(9); Auditors under §10.080(D)(10); Security under §10.080(D)(11); Computers under §10.080(D)(12); Personal Access Codes under §10.080(D)(13); Personal Information under §10.080(D)(14); Insurance Information under §10.080(D)(15); Rail, Bus, or Facilities Safety and Accidents under §10.080(D)(16) or Protected By Law under §10.080(D)(17).</i></p>		

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.

**BI-STATE DEVELOPMENT
FINANCE & ADMINISTRATION COMMITTEE MEETING
OPEN SESSION MINUTES
AUGUST 26, 2016**

Committee Members in Attendance

Missouri

Vernal Brown
Constance Gully, Chair of Meeting
Aliah Holman (via phone)

Illinois

Tadas Kicielinski, Committee Chairman (absent)
David Dietzel (absent)

Other Commissioners in Attendance

Michael Buehlhorn (via phone @ 8:03 a.m.)

Staff in Attendance

John Nations, President & CEO
Barbara Enneking, General Counsel and Deputy Secretary
Shirley Bryant, Certified Paralegal
Jim Cali, Director of Internal Audit
Larry Jackson, Executive Vice President for Administration
Kathy Klevorn, Sr. Vice-President and Chief Financial Officer
Barbara Georgeff, Director of Executive Services
Brenda Krieger, Executive Assistant
Lisa Burke, Temporary Executive Assistant
Mark Vago, Controller
Erick Dahl, Director, St. Louis Downtown Airport
Patti Beck, Director, Communications
Tammy Fulbright, Director, Treasury Services
Charlie Pogorelac, Manager, Financial Planning & Budget
Christine Olden, Supervisor Accounting
Adam Schisler, Budget System Administrator
Virginia Alt-Hildebrandt, Executive Assistant
Dave Sanders, Strategic Business Development Manager
Jenny Nixon, Executive Director Tourism Innovation
Maryanne Coley, Manager Benefits
Kathy Brittin, Director, Risk Management, Safety & Claims
Kevin Kloever, Manager, Insurance & Analysis
David Toben, Director, Benefits
Elizabeth Farr, Associate Project Manager – Economic Development
John Langa, Vice President, Economic Development
Michael Gibbs, Accountant-Business Enterprises
Charles Priscu, Director, Labor Relations
Scott Patsaros, Manager, Absence Management

Others in Attendance

None

1. Call to Order

8:02 a.m. Chair Gully called the Open Session Finance and Administration Committee Meeting to order at 8:02 a.m.

2. Roll Call

8:03 a.m. Roll call was taken.

3. Public Comment

8:03 a.m. There was no public comment.

4. Minutes from March 18, 2016 Finance and Administration Committee Meeting - Open Session

8:03 a.m. The March 18, 2016, Open Session Finance and Administration Committee Meeting minutes were provided in the Committee packet. A motion to approve the minutes was made by Commissioner Brown and seconded by Commissioner Holman. **Motion passed unanimously.**

5. Expanded Scope of Marketing Agency Services Contract with Maring Weissman (dba Dovetail)

8:04 a.m. The briefing paper regarding the Expanded Scope of Marketing Agency Services Contract with Maring Weissman d/b/a Dovetail was provided in the Committee packet. Jenny Nixon, Executive Director Tourism Innovation, introduced Dave Sanders, Strategic Business Development Manager to provide a brief overview. During the last four years the City Arch River Project (CAR) and other improvements at the Jefferson National Expansion Memorial (JNEM) have progressed and the extent of the new visitor experience at the Gateway Arch Riverfront has become clearer. Some major changes include a new ticketing center, new museum with multimedia exhibits new interactive tram load zone exhibits, and new changes to the riverfront. Because of these new changes, the Gateway Arch Riverfront brand needs to be redefined and updated to reflect the new visitor experience. A motion for the Finance & Administration Committee to approve and refer to the Board to approve the request to expand the scope and overall contract amount of the marketing Agency Services Contract (13-RFP-5975-SS) with Maring Weissman (d/b/a Dovetail) for the purpose of rebranding the Gateway Arch Riverfront brand to reflect the new visitor experience as a result of the CAR Project and other changes at the JNEM for a total cost of \$724,000 was made by Commissioner Brown and seconded by Commissioner Holman. **Motion passed unanimously.**

6. Sole Source Contracts for Hardware and Software Maintenance

8:07 a.m. The briefing paper regarding the Sole Source Contracts for Hardware and Software Maintenance was provided in the Committee packet. Larry Jackson, Executive Vice President Administration, provided a brief overview. Pursuant to the Commissioners' request at the 2013 Operations Committee meeting it was suggested that the Agency consider revising the individual contract submission for approval in favor of an annual approval of the required contracts. As such, the Bi-State Development FY17 Operating Budget allocates approximately \$2.4 million for costs associated with hardware and software maintenance contracts. Most of the contracts are less than \$100,000 and do not require Board approval; however, there are three providers whose annual costs are anticipated to exceed \$100,000 and, therefore, will require Board approval. Those providers are Kronos, Oracle, and Trapeze. A motion for the Finance and Administration Committee to approve and forward to the Board for approval the request to authorize the President & CEO to enter into "sole source" contracts for the support of Bi-State Development's hardware and software systems as required and within the amounts provided for in the FY 2017 Operating Budget as

approved by the Board on April 22, 2016, was made by Commissioner Brown and seconded by Commissioner Buehlhorn. **Motion passed unanimously.**

7. Revision of Board Policies – Section 10.060 Board and Committee Meetings, Section 10.070 Public Meetings, Section 10.080 Public Records

8:09 a.m. The briefing paper and attachments regarding the revision of Board Policies, *Section 10.060 Board and Committee Meetings, Section 10.070 Public Meetings, Section 10.080 Public Records* was provided in the Committee packet. Barbara Enneking, General Counsel provided a brief overview. These policies need to be updated to conform with current Bi-State Development (**BSD**) practices and more particularly to reflect the following changes: Board Policy, *Section 10.060 Board and Committee Meetings, Section 10.070 Public Meetings*, needs to reflect the changes to the BSD meeting notices and posting procedures due to the new Headquarters location. Board Policy, *Section 10.080 Public Records* needs to be revised to fully implement the decision in *KMOV TV, Inc. v. Bi-State Development Agency of the Missouri-Illinois Metropolitan District, d/b/a Metro* (2008), which held that the Agency is not subject to the Missouri Sunshine Law or the Illinois Freedom of Information Act. The Agency has acknowledged its desire to continue to be transparent, however, these policies, as they are currently written, allow for ambiguity or a conflict as to which jurisdiction's laws should apply. In addition, the Agency enters into closed session meetings, pursuant to Missouri Sunshine Law statutory exemptions, to discuss confidential matters. These Missouri exemptions are not always identical to the Illinois Freedom of Information Act exemptions and this could also cause ambiguity or conflicts regarding the appropriate law to use. The revision to the Board Policies, *Section 10.080 Public Records* will be policies unique to the Agency. The revised Public Records policy also indicates that the Agency reserves the right to close any records at its discretion, if it is deemed to be in the best interest of the Agency. Because of these revisions a new internal appeal provision has been added to allow for a review of a denied record request. Additionally, a twenty-five dollar (\$25) record request fee has been added to help defray the expenses of the considerable staff time that is devoted to Agency records requests. This fee can be waived or reduced in circumstances where the records would contribute to the understanding of the Agency's operations or activities. A motion for the Finance and Administration Committee to approve and refer to the Board for approval the revised Board Policies, *Section 10.060 Board and Committee Meetings, Section 10.070 Public Meetings, and Section 10.080 Public Records*; and that the Chairman of the Board designate that the proposed revisions not be tabled pursuant to *Article VI(D)* of the Board Policies; and that the Board Policies be approved at the September 23, 2016 Board meeting was made by Commissioner Brown and seconded by Commissioner Holman. **Motion passed unanimously.**

8. Sole Source Contract Award: Mike's Towing & Automotive for Towing and Wrecker Services

8:15 a.m. The briefing paper regarding the Sole Source Contract Award for Mike's Towing & Automotive for Towing and Wrecker Services was provided in the Committee packet. Larry Jackson, Executive Vice President Administration, provided a brief overview. Bi-State Development (**BSD**) solicited bids for qualified contracts to provide on-call towing and wrecker services for BSD's fleet of buses, trucks, automobiles, and vans. There were nine (9) local towing companies invited to participate and only one (1) bid was received from Mike's Towing & Automotive (Mike's Towing). Mike's Towing is the current contractor for this service and the previous contract towing costs averaged approximately \$76,940 per year. BSD has been satisfied with the service provided by this company. A motion for the Finance and Administration Committee to approve and refer to the Board to approve the sole source contract for Mike's Towing & Automotive for a three year base contract with two one-year pre-priced exercisable options for

towing and wrecker services, per the rates established in the contract was made by Commissioner Brown and seconded by Commissioner Holman. **Motion passed unanimously.**

9. 4th Quarter Financial Statements

8:22 a.m. The 4th Quarter Financial Statements Report was provided in the Committee packet. Mark Vago, Controller, provided a brief overview. The 4th Quarter Financial Statements for June 30, 2016, show results, including analysis and financial position, for each operating unit. These results are unaudited and subject to change. BSD's enterprise funds and internal service funds indicate that the government wide entity has net assets of \$1.45 billion and income before depreciation of \$9 million for FY 2016 ending June 30, 2016. Mr. Vago also discussed the total revenue, expenses and net income before depreciation for the Executive Services, Gateway Arch Trams, Riverfront Attractions, and the St. Louis Downtown Airport. Some discussion followed regarding the capital budget and the replenishment plan compared to the depreciation loss; and the Government Wide Statement of Activities. 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. 4th Quarter Performance Indicators

8:34 a.m. The 4th Quarter Performance Indicators Report was provided in the Committee packet. Mark Vago, Controller, provided a brief overview. Metro Transit's performance indicators show the two year trend for ridership for MetroBus is down about 8%, the two year trend for MetroLink is down 9.5%, and Call-A-Ride has remained stable. Fare Box Recovery has been above 20%, and this year it is down to 18.3%. The fuel sales and aircraft movement and the aircraft that are based at the airport are also up slightly and the revenue is up slightly as well. The Arch Tram ridership is down but revenue remained constant because of the pricing strategy that was initiated. The Research Institute, Arts-In-Transit, and the Freight District, at this point, do not have performance indicators. 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.

11. 4th Quarter Procurement Report

8:35 a.m. The 4th Quarter Procurement Report was provided in the Committee packet. Larry Jackson, Executive Vice President Administration, provided a brief overview. The year-end procurement activity report for FY 2016 includes information on the sole source contracts and all the contract awards for applications for the year. This report indicates that total sole source contracts at year-end was 8.6% or \$9.9 million of the \$115 million in expenditures. All sole source contracts that exceed \$100,000 are presented to the Board for approval; and although there may be a perceived high volume of sole source contracts, the amount of sole source compared to all contracts awarded is low. Mr. Jackson informed the Committee that the Procurement Department was recently awarded the Procurement Award of Excellence for the fourth year in a row. BSD is one of only two entities in the State of Missouri that has achieved this level of recognition. This report was informational only and no Committee action was required. A copy of this report will be kept at the office of the Deputy Secretary.

12. June Treasury Report

8:40 a.m. The June 30, 2016, Treasury Report was provided in the Committee packet. Tammy Fulbright, Director, Treasury Services, provided a brief overview. Bi-State Directed Funds at June 30, 2016 were approximately \$196 million. This consisted of cash, cash equivalents such as repurchase agreements, money markets, and investments of collateralized CDs, US Treasury Bills, Notes, Agency Bonds, and Agency Discount Notes. The average return on Bi-State Directed Funds averaged 15 basis points for 2014; 28 basis points in 2015; and 50 basis points in 2016. The Trustee Directed Funds are at \$50 million with an average rate of return of 1 ¼ percent. Because of poor

job reporting and actual inflation numbers, the Fed met in June and decided not to raise rates. They met again in July and the job reporting number had improved but the inflation rates were still questionable and under 2%, so they again decided to wait on raising rates. It is unlikely that they will raise rates during election time; the speculation is that they will increase in September or most likely in December. Today's markets are showing one year short term investments are trading at 56 basis points, a little higher than what they were in June. Long term rates for 2-year and 3-year agencies are up, 2-year bonds are at 1%, and 3-year bonds are at 1.10%. 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. Update on Risk Management Insurance Program

8:48 a.m. The briefing paper regarding the Update on Risk Management Insurance Program was provided in the Committee packet. Charles Stewart, Vice President Pension and Insurance, and Kathy Brittin, Director, Risk Management Safety & Claims, provided a brief overview. Risk Management is responsible for the design, implementation and monitoring of the self-insurance and insurance program. BSD has an insurance consultant contract with Arthur Gallagher Risk Management Services, Inc. to provide insurance marketing services, loss control consulting and risk financing recommendations. BSD reviews and renews coverage on July 1 of each fiscal year. Depending on market conditions and changes in operating exposures, BSD, along with the consultant, selectively markets some lines and renew others. The FY 2017 improvements were as follows: 1) Aviation liability was placed with a new insurance carrier, Starr Indemnity, that resulted in a 49% saving over the expiring contract. 2) Workers' Compensation coverage for the St. Louis Downtown Airport was marketed because the insurance carrier from last year no longer wrote airport workers' compensation coverage. The new workers' compensation insurance carrier is Starr Indemnity, and the premium increased because of payroll increases. 3) The Riverboats Marine Insurance coverage was renewed with a 7% decrease. The decrease was due in part because of the reduction in the value of the patio barge after a marine appraisal; and market competition. The Hartford package and umbrella policies decreased due to the deletion of the old headquarters building and a rate reduction. 4) Cyber liability insurance coverage was secured for FY 2017. This coverage is with Indian Harbor Insurance Company, an XL Catlin company. The liability limit is \$10,000,000 and the retention is \$100,000. Overall the insurance premiums are just under \$3 million for FY 2016, insurance premiums for FY 2017 are \$2.87 million. The savings over last year, with the same coverages in place, are just under \$100,000, which allowed Risk Management to purchase the cyber coverage and have a savings in the amount of \$12,000. 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. Pension Plan, 401K Retirement Savings Program and OPEB Trust Investment Performance Update as of June 30, 2016

8:55 a.m. The briefing paper and attachments regarding the Pension Plan, 401K Retirement Savings Program and OPEB Trust Investment Performance Update as of June 30, 2016 were provided in the Committee packet. Charles Stewart, Vice President Pension and Insurance, provided a brief overview. Asset allocation studies for the pension plans and the OPEB Trust were prepared by Ellwood. The annual valuation reports prepared by Milliman, Inc. were also reviewed by Ellwood. These reports provide details on the funding status, expected obligations and changes to actuarial assumptions. Ellwood concluded that the portfolios would likely achieve lower capital market returns over the next several years due to: 1) U.S. economic growth continuing a moderate recovery; 2) Widespread concern about global economic growth; 3) Lower and/or negative interest rates; and 4) Concerns regarding corporate earnings growth, with a potential to negatively impact stock prices. Ellwood changed expectations for returns to 6.7% for the OPEB Trust, 6.3% for the

Salaried Pension Plan, 6.3% for the IBEW Pension Plan and 6.7% for the 788 Pension Plan. There were no recommendations to alter asset allocations as a result of this analysis. As of June 30, the Salaried Pension Plan assets were \$54.1 million, and all the portfolio's investments are performing in line with expectations. The total 401(k) Plan assets are \$41.4 million. The Committee approved two changes to the 401(k) program, which were the elimination of the Goldman Sachs Money Market Fund, as well as the addition of the MetWest Total Return Fund. This transition was finalized in July 2016. The IBEW Pension Trust, Local 2 and Local 309 total assets are \$4.0 million. The IBEW Pension Trust asset allocation continues to be split between 65% equities and 35% fixed income. Ellwood recommended, and the Committee approved reinvesting \$50,000 of the Pension's cash balance with Harbor International. All of the Portfolio's investment managers are performing in line with expectations. The 788 Pension Plan total assets are \$116.2 million. Fund flows to date have been modestly negative with contributions of \$6.5 million and benefit payments and/or withdrawals of \$8 million. Longer term performance remains favorable and no action to rebalance the Portfolio is recommended at this time. BlueCrest Capital Management announced in November 2015 that they were closing their investment business to outside investors and returned client capital. The Plan has received back most of their investment and a 10% reserve will be withheld until July 2016, when the Fund completes its final audit. Due to the fund closing, the Committee approved redeploying the proceeds from BlueCrest to the existing hedge fund managers at \$2 million each. All other investment managers are performing in line with Ellwood's expectations. The OPEB Trust total assets were \$21.5 million and all of the Portfolio's investment managers were performing in line with expectations. This report was informational only and no Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

15. Unscheduled Business

9:13 a.m. Mary Lamie, Executive Director, St. Louis Regional Freightway, presented a briefing paper entitled St. Louis Regional Freightway 2016 Freight Development Project List, a copy of which was distributed to the Committee. The St. Louis Regional Freightway's mission is to develop and grow the manufacturing and logistic industries through partnerships with public and private sector leaders. The Needs Analysis and Freight Development Committee (**NAFD**) Committee prepared a priority list of multimodal transportation projects that align economic development with the region's supply chain. The projects were developed through a request for projects throughout the St. Louis region from state and local agencies and the NAFD Committee members. At the inaugural NAFD Committee meeting held on February 23, 2016, projects were vetted with public and private stakeholders from across the region. The project list was coordinated with both the Missouri and Illinois Department of Transportation, as well as the East-West Gateway Council of Governments. NAFD met on April 5, 2016 to finalize the list and release it to the public during the April 2016 Freight Summit. The list was also approved by the Freightway Council during the August 17, 2016 Council meeting. A motion for the Committee to refer this agenda item to the Board for approval of the St. Louis Regional Freightway 2016 Freight Development Project List was made by Commissioner Holman and seconded by Commissioner Brown. **Motion passed unanimously.**

16. Call of Dates for Future Committee Meetings

9:20 a.m. The next Board meeting is scheduled for Friday, September 23, 2016 at 8:00 a.m.; the next Business Services and Economic Development Committee meeting is scheduled for Friday, October 14, 2016 at 8:00 a.m.; the next Operations Committee meeting is scheduled for Tuesday, October 18, 2016 at 8:00 a.m.; and the next Audit Committee meeting is scheduled for Friday, October 21, 2016 at 8:00 a.m.

- 21. Executive Session - If such action is approved by a majority vote of the Bi-State Development's Board of Commissioners who constitute a quorum, the Board may go into closed session to discuss legal, confidential, or privileged matters under §610.021(1); RSMo; leasing, purchase or sale of real estate under §610.021(2); personnel actions under §610.021(3); discussions regarding negotiations with employee groups under §610.021(9); sealed bids, proposals and documents related to negotiated contracts under §610.021(12); personnel records or applications under §610.021(13); records which are otherwise protected from disclosure by law under §610.021(14); records relating to hotlines established for reporting abuse and wrongdoing under §610.021(16); or confidential or privileged communications with the District's auditor, including auditor work products under §610.021(17).**

8:20 a.m. Pursuant to the requirements of Section 610.021(1) of the Revised Statutes of Missouri, Chair Gully 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 Holman. A roll call vote was taken and the Commissioners present, Brown, Gully, Holman and Buehlhorn voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned.**

Deputy Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
AUDIT COMMITTEE MEETING
OPEN SESSION MINUTES
OCTOBER 21, 2016**

Committee Members in Attendance

Missouri

Constance Gully, Chair
Vincent C. Schoemehl (absent)

Illinois

David Dietzel (absent)
Jeffrey Watson (absent)

Other Commissioners in Attendance

Vernal Brown (via phone)
Tadas Kicielinski (via phone)
Aliah Holman (via phone)

Staff in Attendance

John Nations, President & CEO
Barbara Enneking, General Counsel and Deputy Secretary
Shirley Bryant, Certified Paralegal
Jim Cali, Director, Internal Audit
Rita Marion, Sr. Administrative Assistant
Kathy Klevorn, Sr. Vice-President and Chief Financial Officer
Larry Jackson, Executive Vice President for Administration
Kerry Kinkade, Acting Vice President Chief Information Officer
Patti Beck, Director of Communications
Mark Vago, Controller (via phone)
Angela Staicoff, Internal Auditor
Kelli Fitzpatrick, Internal Auditor, Part-Time
Amy Olden, Internal Audit Intern
Gary Smith, Internal Audit Intern
Karl Tyminski, Internal Auditor, Part-Time
Tammy Fulbright, Director Treasury Services
Charles Stewart, Vice President Pensions & Insurance
Jonathan Frederick, Director Accounting & Budget
Christie Olden, Supervisor Accounting
Michael Gibbs, Accountant Business Enterprises
Jim Schifferdecker, Director Passenger Revenue
Shane Jennings, Manager IT ERP Systems
Kathy Brittin, Director Risk Management Safety & Claims
Tracy Beidleman, Director Program Development & Grants
Virginia Alt-Hildebrandt, Executive Assistant
Andrew Ghiassi, Manager, Safety & Loss Control
David Toben, Director Benefits
Maryanne Coley, Manager Benefits
Dianne Williams, Vice President Communications & Marketing
Denise Williams, Sales Manager Marketing
Danielle Williams, Individual & Group Sales Supervisor

Others in Attendance

Scott Nickerson, Crowe Horwath

1. **Call to Order**
8:00 a.m. Chair Gully called the Open Session Meeting of the Audit Committee 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. **Minutes from May 20, 2016 Audit Committee Meeting - Open Session**
8:01 a.m. The May 20, 2016, Open Session Audit Committee Meeting minutes were provided in the Committee packet. A motion to approve the minutes was made by Commissioner Kicielinski and seconded by Commissioner Holman. **Motion passed unanimously.**
5. **Sole Source Contract for Performance and Management Audit**
8:01 a.m. A briefing paper regarding the sole source contract for Performance and Management Audit was provided in the Committee packet. Kathy Klevorn, Sr. Vice President and Chief Financial Officer, provided a brief overview. The Board awarded a sole source contract to Infrastructure Management Group (**IMG**) on July 29, 2011, for a five year period to comply with provisions of the Cross-County Bond Indenture and the St. Louis County requirement for periodic performance audits. Since July 2011, the Series 2002, 2005, and 2007 bonds were refunded by the Series 2013 bonds. The advanced refunding of the Series 2009 bonds is waiting on authorization from St. Louis County. A positive NPV can be achieved of more than \$10 million in the Series 2009 refunding. The program requirements within the infrastructure inspection program are being implemented as part of the State Safety and Security Oversight Program Standards. This program is monitored by the States of Missouri and Illinois Departments of Transportation and MetroLink Operations, Safety and Internal Audit employees. Bi-State Development (**BSD**) will issue a new request for proposal (**RFP**) taking into account the changes in requirements as soon as the Series 2009 bonds have been refunded. The next RFP will continue to meet the requirements of St. Louis County Ordinance #24,264 (2010). A performance audit is due in August 2018. IMG has agreed to conduct that audit partnering with ABNA Engineering for a budget not to exceed \$120,491. A motion for the Committee to approve and refer to the Board for approval the request to authorize the President & CEO to enter into a contract with IMG for a period of one year in a not-to-exceed amount of \$120,491 was made by Commissioner Kicielinski and seconded by Commissioner Brown. **Motion passed unanimously.**
6. **Pension Audit Update**
8:07 a.m. A briefing paper and Pension Audit Update reports were provided in the Committee packet. Charles Stewart, Vice President, Pension & Insurance, provided a brief overview. The Pension Data Audit, issued by Bi-State Development's Internal Audit Department in March 2012, identified policy, procedure, recordkeeping, and internal control deficiencies that affected both financial reporting and the general administration of the pension plans. The Internal Audit Department recommended that the pension trustees engage an independent certified public accounting firm to perform an annual financial statement audit. This recommendation was implemented and the audit reports show significant progress. The financial audit reports for plan

year ended 2016 were issued by Mayer Hoffman McCann, PC (MHM). MHM issued unqualified “clean” audit opinions for plan year ended 2016 for all three pension plans. All identified issues were corrected prior to the completion of the audits. Mr. Stewart noted that this is a significant milestone, because all of the audits for all of the pensions are now current. The audit report of the 401(k) Retirement Savings Program for the year ended December 31, 2015, is in process. All Pension Committees voted to seek audit proposals for the next annual audits and preparation to issue an RFP is underway. 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.

7. **Express Scripts Contract Extension and Funding Request**

8:10 a.m. A briefing paper regarding the Express Scripts contract extension and funding request was provided in the Committee packet. David Toben, Director of Benefits, provided a brief overview. Bi-State Development (BSD) is a member of the St. Louis Area Business Health Coalition (BHC) and participates in a purchasing cooperative for pharmacy benefit management services with approximately thirty other employers from the metropolitan area. Lockton Companies Excelsior Solutions group was engaged by BHC in November 2012 to conduct a request for proposal (RFP) and eight responses were received. Express Scripts (ES) was selected and BHC entered into an agreement with ES in October 2014. BSD approved this contract in November 2014 and is now entering year three of the current contract that will end September 30, 2017. The BHC/Express Scripts contract includes a provision for annual market checks to ensure continuing pricing competitiveness. The annual market check was just concluded and BSD anticipates a 7.04% savings in plan costs representing negotiated improvements in discounts, rebates and a reduction in processing fees that will help mitigate prescription drug trends and cost inflation in 2017. ES has enhanced their annual market check pricing improvements for BHC participating employers willing to extend the current contract to a fourth year beginning October 1, 2017. This would give BSD an improved savings in plan costs of 10% or 3.04% higher if we extend the contract to 2018. BHC has agreed to extend the contract for the period of October 1, 2017, to September 30, 2018. A new RFP will not be issued until early 2018. The projected 2018 gross pharmacy plan cost is \$7,438,265 with a net cost after rebates of \$6,840,946; and because of the ES enhanced pricing offer, management recommends the one year contract extension for 2018 at an estimated total cost of \$6,900,000. A motion for the Audit Committee to approve and refer to the Board for approval the request to extend the Express Scripts contract for one additional year at an estimated total cost of \$6,900,000 was made by Commissioner Kicielinski and seconded by Commissioner Brown. Commissioners Gully, Kicielinski and Brown voted “aye” and Commissioner Holman abstained. **Motion passed unanimously.**

8. **Treasury – Safekeeping Quarterly Accounts Audits – Ending June 30, 2016**

8:15 a.m. A briefing paper and the Treasury Safekeeping Quarterly Accounts Audits ending June 30, 2016, were provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. Per Board Policy, the Internal Audit Department (IAD) is required to perform a quarterly audit of the Treasury Safekeeping Accounts. IAD reviewed the Treasurer’s Report, identified the securities classified under the Safekeeping Accounts criteria, contacted each bank custodian to verify the existence of the Securities and to confirm account balances. In accordance with the new GASB Statement No. 72 *Fair Value Measurement and Application*, IAD performed an examination of each bank safekeeping custodian’s account confirmation as compared with the fair values for each investment in the Treasurer’s Report. A chart has been provided to show the individual values, the commodities and the custodians of the Safekeeping assets as part of this report. Mr. Cali noted that the spreadsheet attached to the briefing paper noted a discrepancy regarding BSD funds on deposit at Federal Home Loan (**Bank of America**) in the amount of \$2,109,121.56. Mr. Cali explained, as noted on the spreadsheet, that this is the result of a timing

issue on the transfer of some of these funds. The Treasurer's Report was issued as of June 30, but the transfer was not confirmed until July 1. Mr. Cali had confirmed that the total amount of the funds are on deposit, as represented in the Treasurer's Report. This report was informational only and no Committee action was required. A copy of this report will be kept at the office of the Deputy Secretary.

9. Internal Audit Status Report – Fourth Quarter, FY16 and First Quarter, FY17

8:17 a.m. A briefing paper and the Internal Audit Status Report, Fourth Quarter FY16 and First Quarter FY17 were provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. Due to the timing of the Audit Committee meeting, the Internal Audit Department (IAD) was able to provide status reports for the Fourth Quarter, FY16 and the First Quarter, FY17. This report provides a summary of the IAD's quarterly activity pertaining to the Annual Audit Plan. In addition to tracking the status of current audits and special projects, this report highlights the follow-up activity related to the implementation of recommendations from prior audits. During the Fourth Quarter, FY16, BKD, a certified public accounting firm, began an audit of the health insurance claims. IAD, working with the Procurement Department, completed the selection and established the On-Call list of three Cyber Security Consulting Firms. There is no retainer or costs to have these firms on the On-call list.

Mr. Cali introduced Mr. Gary Smith, who was hired in the IAD in September 2016 as an intern. Mr. Smith is a graduate of Lindenwood University, and he brings a great deal of experience in transit as a former part-time bus operator. Working part-time as a bus operator for three years, allowed him to complete his Master's Degree. IAD is fortunate to have him join their team.

Some discussion followed regarding the need for cyber insurance. This report was informational only and no Committee action was required. A copy of this report will be kept at the office of the Deputy Secretary.

10. Internal Audit Follow-Up Summary, Fourth Quarter FY 2016

8:24 a.m. A briefing paper and the Internal Audit Follow-Up Summary, Fourth Quarter FY16 report were provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. The most important part of the audit is the follow up after the audit is completed and management agrees to implement certain recommendations. The Audit follow-up process is to ensure that those recommendations and implementation schedules have been met. During this period, management worked diligently and closed out 12 audits. There are 9 audits that IAD is still tracking. There are currently 31 outstanding recommendations that management is working on, and none of them are overdue. 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. Unscheduled Business


8:26 a.m. There was no unscheduled business.

12. Call of Dates for Future Committee Meetings

8:26 a.m. The Committee was advised of the next Board Meeting date of Friday, November 18, 2016, at 8:00 a.m.

13. **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).**

8:26 a.m. Pursuant to the requirements of the Bi-State Development Board Policy, Chapter 10, Section 10.080(D) Closed Records; Legal under Section 10.080(D)(1); Real estate under Section 10.080(D)(2); Purchasing and Contracts under Section 10.080(D)(7); Security under Section 10.080(D)(11); Rail, Bus, or Facilities Safety and Accidents under Section 10.080(d)(16) or Protected by Law under Section 10.080(D)(17) Chair Gully 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 Kicielinski. A roll call vote was taken and the Commissioners present, Gully, Brown, Holman, and Kicielinski voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned.**



Deputy Secretary to the Board of Commissioners
Bi-State Development



2017

QUARTERLY FINANCIAL STATEMENTS

First Quarter
Ending September 30, 2016

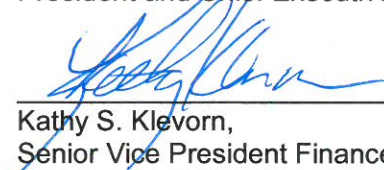


**BI·STATE
DEVELOPMENT**

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: November 1, 2016

Subject: Bi-State Development Financial Statements – September 2016

Enclosed is the financial statement package for September 30, 2016. 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) enterprise funds and the self-insurance funds indicate that the government wide entity has assets of \$1.47 billion and Income before Depreciation of \$8.5 million for the three months ending September 30, 2016. When analyzing BSD's financial position, the primary focus is on Income before Depreciation. The majority of the capital program is funded through Federal grants - not profits from operations; therefore, depreciation is not funded. Net Loss after Depreciation is \$10.4 million. The government wide financials are reflected on pages 3-5.

A combining schedule of all enterprise funds 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 Net Position, Statement of Revenues, Expenses and Changes in Net Position, 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 Government Wide Income (Loss) before Depreciation by entity. For the three months ended September 30, 2016, BSD has Income before Depreciation of \$8.5 million compared to a budget of \$9.2 million for a negative variance of \$0.7 million. Metro represents 83% of BSD's budget. This is the first financial quarter for the Casualty and Workers' Compensation Self-Insurance Funds. These funds, along with the Health Self-Insurance Fund, were established to track and monitor the total cost of BSD's self-insurance programs.

**Table 1
Government Wide Net Income (Loss) before Depreciation**

	Year-to-Date				
	Actual	Budget	Prior Year	\$ Var Bgt	\$ Var Prior Yr
Enterprise Funds					
Executive Services	\$ 302,574	\$ 239,101	\$ 325,942	\$ 63,473	\$ (23,368)
Gateway Arch Tram	1,039,951	1,549,469	555,478	(509,518)	484,473
Metro	7,044,903	7,495,424	5,379,758	(450,521)	1,665,145
St. Louis Downtown Airport	(38,424)	(25,244)	55,765	(13,180)	(94,189)
Riverfront Attractions	499,884	578,618	9,839	(78,734)	490,045
St. Louis Regional Freightway	(60,025)	(159,630)	37,779	99,605	(97,804)
BSD Research Institute	(41,477)	(13,332)	(74)	(28,145)	(41,403)
Arts In Transit, Inc.	27,811	213	26,740	27,598	1,071
Total Enterprise Funds	\$ 8,775,197	\$ 9,664,619	\$ 6,391,227	\$ (889,422)	\$ 2,383,970
Self-Insurance Funds					
Health	(174,466)	115,825	131,797	(290,291)	(306,263)
Casualty	(182,530)	(327,351)	-	144,821	(182,530)
Workers' Compensation	54,018	(243,066)	-	297,084	54,018
Total Self-Insurance Funds	\$ (302,978)	\$ (454,592)	\$ 131,797	\$ 151,614	\$ (434,775)
Total Government Wide	\$ 8,472,219	\$ 9,210,027	\$ 6,523,024	\$ (737,808)	\$ 1,949,195

Table 2 takes into account the impact of depreciation on the financial position of all enterprises resulting in a cumulative \$10.4 million loss.

**Table 2
Government Wide Net Income (Loss)**

	Year-to-Date				
	Actual	Budget	Prior Year	\$ Var Bgt	\$ Var Prior Yr
Enterprise Funds					
Executive Services	\$ 302,345	\$ 238,491	\$ 325,335	\$ 63,854	\$ (22,990)
Gateway Arch Tram	1,036,166	1,493,670	534,411	(457,504)	501,755
Metro	(11,575,288)	(10,853,689)	(12,393,012)	(721,599)	817,724
St. Louis Downtown Airport	(412,861)	(412,350)	(336,202)	(511)	(76,659)
Riverfront Attractions	435,033	499,764	(76,724)	(64,731)	511,757
St. Louis Regional Freightway	(60,025)	(159,630)	37,779	99,605	(97,804)
BSD Research Institute	(41,477)	(13,332)	(74)	(28,145)	(41,403)
Arts In Transit, Inc.	27,811	213	26,740	27,598	1,071
Total Enterprise Funds	\$ (10,288,296)	\$ (9,206,863)	\$ (11,881,747)	\$ (1,081,433)	\$ 1,593,451
Self-Insurance Funds					
Health	(174,466)	115,825	131,797	(290,291)	(306,263)
Casualty	(60,396)	(651)	-	(59,745)	(60,396)
Workers' Compensation	136,917	(290)	-	137,207	136,917
Total Self-Insurance Funds	\$ (97,945)	\$ 114,884	\$ 131,797	\$ (212,829)	\$ (229,742)
Total Government Wide	\$ (10,386,241)	\$ (9,091,979)	\$ (11,749,950)	\$ (1,294,262)	\$ 1,363,709

The Finance Division is available for any questions concerning the September 30, 2016 financial report.

Thank you.



BI-STATE
DEVELOPMENT
COMBINING FINANCIALS

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**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Government Wide
Quarterly Statement of Net Position
September 30, 2016
(unaudited)**

	Enterprise Funds Total	Self-Insurance Funds Total	Total	Eliminations	Government-Wide Financial Total
Assets					
Current assets					
Cash	\$ 138,627,240	\$ 7,831,287	\$ 146,458,527	\$ -	\$ 146,458,527
Investments	128,333,364	-	128,333,364	-	128,333,364
Accounts and notes receivable	5,236,465	18,406	5,254,871	-	5,254,871
Interfund accounts receivable	-	10,943,791	10,943,791	(10,943,791)	-
Restricted accounts receivable	254,822	-	254,822	-	254,822
Federal, state and local assistance receivable	22,284,742	-	22,284,742	-	22,284,742
Materials and supplies inventory	9,276,129	-	9,276,129	-	9,276,129
Other current assets	2,883,309	814,156	3,697,465	-	3,697,465
Total current assets	<u>306,896,071</u>	<u>19,607,640</u>	<u>326,503,711</u>	<u>(10,943,791)</u>	<u>315,559,920</u>
Capital assets					
Capital assets - motorbus	376,679,520	-	376,679,520	-	376,679,520
Capital assets - paratransit	18,234,913	-	18,234,913	-	18,234,913
Capital assets - lightrail	1,603,295,396	-	1,603,295,396	-	1,603,295,396
Capital assets	64,755,621	-	64,755,621	-	64,755,621
Total capital assets	2,062,965,450	-	2,062,965,450	-	2,062,965,450
Accumulated depreciation	(1,176,844,147)	-	(1,176,844,147)	-	(1,176,844,147)
Total capital assets, net	<u>886,121,303</u>	<u>-</u>	<u>886,121,303</u>	<u>-</u>	<u>886,121,303</u>
Land	101,741,850	-	101,741,850	-	101,741,850
Construction-in-process	38,680,533	-	38,680,533	-	38,680,533
Total capital assets	<u>1,026,543,686</u>	<u>-</u>	<u>1,026,543,686</u>	<u>-</u>	<u>1,026,543,686</u>
Non-current assets					
Restricted investments	99,182,488	-	99,182,488	-	99,182,488
Deferred charges	13,275	-	13,275	-	13,275
Other non-current assets, net amort	128,029	-	128,029	-	128,029
Total non-current assets	<u>99,323,792</u>	<u>-</u>	<u>99,323,792</u>	<u>-</u>	<u>99,323,792</u>
Total assets	<u>1,432,763,549</u>	<u>19,607,640</u>	<u>1,452,371,189</u>	<u>(10,943,791)</u>	<u>1,441,427,398</u>
Deferred outflow of resources					
Deferred pension loss	22,585,549	-	22,585,549	-	22,585,549
Deferred pension expense	2,165,753	-	2,165,753	-	2,165,753
Deferred loss on hedging instruments	58,906	-	58,906	-	58,906
Deferred loss on debt refunding	3,104,389	-	3,104,389	-	3,104,389
Total deferred outflow of resources	<u>27,914,597</u>	<u>-</u>	<u>27,914,597</u>	<u>-</u>	<u>27,914,597</u>
Total	<u>\$ 1,460,678,146</u>	<u>\$ 19,607,640</u>	<u>\$ 1,480,285,786</u>	<u>\$ (10,943,791)</u>	<u>\$ 1,469,341,995</u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Government Wide
Quarterly Statement of Net Position
September 30, 2016
(unaudited)**

	Enterprise Funds Total	Self-Insurance Funds Total	Total	Eliminations	Government-Wide Financial Total
Liabilities					
Current liabilities					
Accounts payable	\$ 4,703,235	\$ -	\$ 4,703,235	\$ -	\$ 4,703,235
Interfund accounts payable	8,985,833	1,957,958	10,943,791	(10,943,791)	-
Accrued expenses	18,128,618	109,883	18,238,501	-	18,238,501
Other current liabilities	25,002,766	-	25,002,766	-	25,002,766
Total current liabilities	<u>56,820,452</u>	<u>2,067,841</u>	<u>58,888,293</u>	<u>(10,943,791)</u>	<u>47,944,502</u>
Current liab payable from restricted assets					
Accounts payable and retention	1,485,642	-	1,485,642	-	1,485,642
Accrued interest payable	10,740,732	-	10,740,732	-	10,740,732
Short-term self-insurance	140,487	7,296,054	7,436,541	-	7,436,541
Medical self-insurance liability	-	2,255,254	2,255,254	-	2,255,254
Current portion of long-term debt	8,027,486	-	8,027,486	-	8,027,486
Total current liabilities payable from restricted assets	<u>20,394,347</u>	<u>9,551,308</u>	<u>29,945,655</u>	<u>-</u>	<u>29,945,655</u>
Total current liabilities	<u>77,214,799</u>	<u>11,619,149</u>	<u>88,833,948</u>	<u>(10,943,791)</u>	<u>77,890,157</u>
Non-current liabilities					
Other post-employment benefits	52,704,876	5,572	52,710,448	-	52,710,448
Long-term self-insurance	68,118	7,661,369	7,729,487	-	7,729,487
Long-term debt	552,495,720	-	552,495,720	-	552,495,720
Capital lease obligations	99,182,490	-	99,182,490	-	99,182,490
Unfunded pension liabilities	111,635,744	477,049	112,112,793	-	112,112,793
Other non-current liabilities	7,085,816	-	7,085,816	-	7,085,816
Total non-current liabilities	<u>823,172,764</u>	<u>8,143,990</u>	<u>831,316,754</u>	<u>-</u>	<u>831,316,754</u>
Total liabilities	<u>900,387,563</u>	<u>19,763,139</u>	<u>920,150,702</u>	<u>(10,943,791)</u>	<u>909,206,911</u>
Deferred Inflow of Resources					
Deferred pension gain salaried	411,189	-	411,189	-	411,189
Total deferred inflow of resources	<u>411,189</u>	<u>-</u>	<u>411,189</u>	<u>-</u>	<u>411,189</u>
Net Position					
Net position - capital investments	584,622,695	-	584,622,695	-	584,622,695
Net position - restricted	-	(57,554)	(57,554)	-	(57,554)
Net position - unrestricted	(14,455,005)	-	(14,455,005)	-	(14,455,005)
Net income (loss)	(10,288,296)	(97,945)	(10,386,241)	-	(10,386,241)
Total net position	<u>559,879,394</u>	<u>(155,499)</u>	<u>559,723,895</u>	<u>-</u>	<u>559,723,895</u>
Total	<u>\$ 1,460,678,146</u>	<u>\$ 19,607,640</u>	<u>\$ 1,480,285,786</u>	<u>\$ (10,943,791)</u>	<u>\$ 1,469,341,995</u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Government Wide
Statement of Activities
For the Three Months Ended September 30, 2016
(unaudited)**

	Enterprise Funds Total	Self-Insurance Fund Total	Total	Eliminations	Government-Wide Financial Total
Revenue					
Passenger and service revenues	\$ 16,209,516	\$ -	\$ 16,209,516	\$ -	\$ 16,209,516
Partnership fees	62,500	-	62,500	-	62,500
City of St. Louis	9,229,331	-	9,229,331	-	9,229,331
St. Louis County	32,539,678	-	32,539,678	-	32,539,678
St. Clair County Transit District	14,487,521	-	14,487,521	-	14,487,521
State of Missouri and Illinois	354,895	-	354,895	-	354,895
Federal funding	4,112,512	-	4,112,512	-	4,112,512
Other local/regional funding	84,468	-	84,468	-	84,468
Contributions	32,429	-	32,429	-	32,429
Advertising, maint services, rental income	2,230,610	-	2,230,610	-	2,230,610
Interest income	218,563	-	218,563	-	218,563
Other Operating Revenue	486,250	-	486,250	-	486,250
Charges for services	-	9,344,759	9,344,759	(7,738,270)	1,606,489
Total revenue	80,048,273	9,344,759	89,393,032	(7,738,270)	81,654,762
Expense					
Wages and benefits	46,564,606	390,807	46,955,413	-	46,955,413
Services	6,585,407	82,192	6,667,599	-	6,667,599
Fuel and lube consumed	3,162,425	-	3,162,425	-	3,162,425
Materials and supplies	5,176,518	5,490	5,182,008	-	5,182,008
Utilities	2,118,193	1,347	2,119,540	-	2,119,540
Insurance and liability costs	1,507,452	275,813	1,783,265	-	1,783,265
Other expenses	1,047,471	1,377	1,048,848	-	1,048,848
Interest expense	4,786,768	-	4,786,768	-	4,786,768
Contribution to outside entities	303,005	-	303,005	-	303,005
Other non-operating expense	21,231	-	21,231	-	21,231
Claims paid and insurance administrative costs	-	8,890,711	8,890,711	(7,738,270)	1,152,441
Total expense	71,273,076	9,647,737	80,920,813	(7,738,270)	73,182,543
Income (loss) before depreciation	8,775,197	(302,978)	8,472,219	-	8,472,219
Depreciation and amortization expense	18,858,460	-	18,858,460	-	18,858,460
Net income (loss) before transfers	(10,083,263)	(302,978)	(10,386,241)	-	(10,386,241)
Net transfers in (out)	(205,033)	205,033	-	-	-
Net income (loss)	\$ (10,288,296)	\$ (97,945)	\$ (10,386,241)	\$ -	\$ (10,386,241)



BI-STATE
DEVELOPMENT

COMBINING ENTERPRISE FUNDS

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**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Enterprise Funds
Quarterly Statement of Net Position
September 30, 2016
(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	\$ 5,796,867	\$ 16,571,405	\$ 11,724	\$ 487,510	\$ 115,646,176	\$ 30,000	\$ 32,173	\$ 51,385	\$ 138,627,240	\$ -	\$ 138,627,240
Investments	-	-	-	-	128,333,364	-	-	-	128,333,364	-	128,333,364
Accounts and notes receivable	63,735	7,465	16,725	128,571	5,017,683	1,857	429	-	5,236,465	-	5,236,465
Interfund accounts receivable	426,002	2,110,465	143,946	259,160	2,066,651	18,166	-	-	5,024,390	(5,024,390)	-
Restricted accounts receivable	-	-	-	-	254,822	-	-	-	254,822	-	254,822
Federal, state and local assistance receivable	-	273,651	-	-	22,011,091	-	-	-	22,284,742	-	22,284,742
Materials and supplies inventory	-	-	40,986	61,592	9,173,551	-	-	-	9,276,129	-	9,276,129
Other current assets	47,701	46,240	107,691	78,026	2,603,651	-	-	-	2,883,309	-	2,883,309
Total current assets	6,334,305	19,009,226	321,072	1,014,859	285,106,989	50,023	32,602	51,385	311,920,461	(5,024,390)	306,896,071
Capital assets											
Capital assets - motorbus	-	-	-	-	376,679,520	-	-	-	376,679,520	-	376,679,520
Capital assets - paratransit	-	-	-	-	18,234,913	-	-	-	18,234,913	-	18,234,913
Capital assets - lightrail	-	-	-	-	1,603,295,396	-	-	-	1,603,295,396	-	1,603,295,396
Capital assets	56,240	6,708,247	5,187,190	52,803,944	-	-	-	-	64,755,621	-	64,755,621
Total capital assets	56,240	6,708,247	5,187,190	52,803,944	1,998,209,829	-	-	-	2,062,965,450	-	2,062,965,450
Accumulated depreciation	(53,812)	(6,688,342)	(3,716,798)	(34,817,960)	(1,131,567,235)	-	-	-	(1,176,844,147)	-	(1,176,844,147)
Total capital assets, net	2,428	19,905	1,470,392	17,985,984	866,642,594	-	-	-	886,121,303	-	886,121,303
Land	-	-	-	4,542,564	97,199,286	-	-	-	101,741,850	-	101,741,850
Construction-in-process	-	4,801,470	-	48,404	33,830,659	-	-	-	38,680,533	-	38,680,533
Total capital assets	2,428	4,821,375	1,470,392	22,576,952	997,672,539	-	-	-	1,026,543,686	-	1,026,543,686
Non-current assets											
Restricted investments	-	-	-	-	99,182,488	-	-	-	99,182,488	-	99,182,488
Deferred charges	-	-	-	13,275	-	-	-	-	13,275	-	13,275
Other non-current assets, net amort	-	-	-	-	128,029	-	-	-	128,029	-	128,029
Total non-current assets	-	-	-	13,275	99,310,517	-	-	-	99,323,792	-	99,323,792
Total assets	6,336,733	23,830,601	1,791,464	23,605,086	1,382,090,045	50,023	32,602	51,385	1,437,787,939	(5,024,390)	1,432,763,549
Deferred outflow of resources											
Deferred pension loss	-	-	-	-	22,585,549	-	-	-	22,585,549	-	22,585,549
Deferred pension expense	-	-	-	-	2,165,753	-	-	-	2,165,753	-	2,165,753
Deferred loss on hedging instruments	-	-	-	-	58,906	-	-	-	58,906	-	58,906
Deferred loss on debt refunding	-	-	-	-	3,104,389	-	-	-	3,104,389	-	3,104,389
Total deferred outflow of resources	-	-	-	-	27,914,597	-	-	-	27,914,597	-	27,914,597
Total	\$ 6,336,733	\$ 23,830,601	\$ 1,791,464	\$ 23,605,086	\$ 1,410,004,642	\$ 50,023	\$ 32,602	\$ 51,385	\$ 1,465,702,536	\$ (5,024,390)	\$ 1,460,678,146

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Enterprise Funds
Quarterly Statement of Net Position
September 30, 2016
(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	\$ 131,657	\$ 313,975	\$ 21,626	\$ 6,275	\$ 4,197,468	\$ -	\$ 31,234	\$ 1,000	\$ 4,703,235	\$ -	\$ 4,703,235
Interfund accounts payable	187,926	598,025	581,455	422,738	11,939,744	276,617	3,718	-	14,010,223	(5,024,390)	8,985,833
Accrued expenses	268,300	58,700	108,427	65,200	17,621,091	6,900	-	-	18,128,618	-	18,128,618
Other current liabilities	98,400	14,786	93,416	7,484	24,751,180	37,500	-	-	25,002,766	-	25,002,766
Total current liabilities	686,283	985,486	804,924	501,697	58,509,483	321,017	34,952	1,000	61,844,842	(5,024,390)	56,820,452
Current liab payable from restricted assets											
Accounts payable and retention	-	112,249	-	-	1,373,393	-	-	-	1,485,642	-	1,485,642
Accrued interest payable	-	102,488	-	-	10,638,244	-	-	-	10,740,732	-	10,740,732
Short-term insurance	-	-	-	-	140,487	-	-	-	140,487	-	140,487
Current portion of long-term debt	-	147,486	-	-	7,880,000	-	-	-	8,027,486	-	8,027,486
Total current liabilities payable from restricted assets	-	362,223	-	-	20,032,124	-	-	-	20,394,347	-	20,394,347
Total current liabilities	686,283	1,347,709	804,924	501,697	78,541,607	321,017	34,952	1,000	82,239,189	(5,024,390)	77,214,799
Non-current liabilities											
Other post-employment benefits	689,216	723	300,408	279,322	51,434,568	639	-	-	52,704,876	-	52,704,876
Long-term insurance	300	7,010	33,654	27,154	-	-	-	-	68,118	-	68,118
Long-term debt	-	7,508,514	-	-	544,987,206	-	-	-	552,495,720	-	552,495,720
Capital lease obligations	-	-	-	-	99,182,490	-	-	-	99,182,490	-	99,182,490
Unfunded pension liabilities	565,501	148,931	793,381	153,620	109,962,458	11,853	-	-	111,635,744	-	111,635,744
Other non-current liabilities	-	-	-	-	7,085,816	-	-	-	7,085,816	-	7,085,816
Total non-current liabilities	1,255,017	7,665,178	1,127,443	460,096	812,652,538	12,492	-	-	823,172,764	-	823,172,764
Total liabilities	1,941,300	9,012,887	1,932,367	961,793	891,194,145	333,509	34,952	1,000	905,411,953	(5,024,390)	900,387,563
Deferred Inflow of Resources											
Deferred pension gain salaried	-	-	-	-	411,189	-	-	-	411,189	-	411,189
Total deferred inflow of resources	-	-	-	-	411,189	-	-	-	411,189	-	411,189
Net Position											
Net position - capital investments	2,728	13,743,790	1,504,045	22,604,107	546,768,025	-	-	-	584,622,695	-	584,622,695
Net position - unrestricted	4,090,360	37,758	(2,079,981)	452,047	(16,793,429)	(223,461)	39,127	22,574	(14,455,005)	-	(14,455,005)
Net income (loss)	302,345	1,036,166	435,033	(412,861)	(11,575,288)	(60,025)	(41,477)	27,811	(10,288,296)	-	(10,288,296)
Total net position	4,395,433	14,817,714	(140,903)	22,643,293	518,399,308	(283,486)	(2,350)	50,385	559,879,394	-	559,879,394
Total	\$ 6,336,733	\$ 23,830,601	\$ 1,791,464	\$ 23,605,086	\$ 1,410,004,642	\$ 50,023	\$ 32,602	\$ 51,385	\$ 1,465,702,536	\$ (5,024,390)	\$ 1,460,678,146

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Enterprise Funds
Combining Statement of Revenues, Expenses by Business Unit
For the Three Months Ended September 30, 2016
(unaudited)**

	Executive Services	Gateway Arch Tram	Riverfront Attractions	St. Louis Downtown Airport	Metro	St. Louis Regional Freightway	Bi-State Development Research Inst.	Arts In Transit, Inc.	Totals	Eliminations	Totals After Eliminations
Revenue											
Passenger and service revenues	\$ -	\$ 2,815,918	\$ 1,278,341	\$ 340,876	\$ 11,796,383	\$ -	\$ -	\$ -	\$ 16,231,518	\$ (22,002)	\$ 16,209,516
Interfund administrative fees	978,445	-	-	-	-	-	-	-	978,445	(978,445)	-
Partnership fees	-	-	-	-	-	62,500	-	-	62,500	-	62,500
City of St. Louis	-	-	-	-	9,229,331	-	-	-	9,229,331	-	9,229,331
St. Louis County	-	-	-	-	32,539,678	-	-	-	32,539,678	-	32,539,678
St. Clair County Transit District	-	-	-	-	14,487,521	-	-	-	14,487,521	-	14,487,521
State of Missouri and Illinois	-	-	-	-	354,895	-	-	-	354,895	-	354,895
Federal funding	-	-	-	-	4,112,512	-	-	-	4,112,512	-	4,112,512
Other local/regional funding	-	-	-	-	84,468	-	-	-	84,468	-	84,468
Contributions	-	-	-	-	-	-	429	32,000	32,429	-	32,429
Advertising, maint services, rental income	29,002	3,455	44,225	27,473	2,125,705	750	-	-	2,230,610	-	2,230,610
Interest income	1,144	10,513	-	455	206,451	-	-	-	218,563	-	218,563
Other operating revenue	115,652	(28,958)	-	15,506	384,050	-	-	-	486,250	-	486,250
Total revenue	1,124,243	2,800,928	1,322,566	384,310	75,320,994	63,250	429	32,000	81,048,720	(1,000,447)	80,048,273
Expense											
Wages and benefits	582,073	511,653	416,034	241,382	44,737,708	75,756	-	-	46,564,606	-	46,564,606
Services	96,184	249,405	99,891	81,512	5,978,872	34,282	41,072	4,189	6,585,407	-	6,585,407
Fuel and lube consumed	-	-	21,951	5,105	3,135,369	-	-	-	3,162,425	-	3,162,425
Materials and supplies	4,358	44,262	183,659	26,040	4,914,711	2,688	800	-	5,176,518	-	5,176,518
Utilities	1,100	40,934	25,878	44,222	2,006,059	-	-	-	2,118,193	-	2,118,193
Insurance and liability costs	-	13,876	35,163	12,918	1,445,495	-	-	-	1,507,452	-	1,507,452
Other expenses	137,954	601,457	40,106	11,555	1,246,263	10,549	34	-	2,047,918	(1,000,447)	1,047,471
Interest expense	-	76,866	-	-	4,709,902	-	-	-	4,786,768	-	4,786,768
Contribution to outside entities	-	201,293	-	-	101,712	-	-	-	303,005	-	303,005
Other non-operating expense	-	21,231	-	-	-	-	-	-	21,231	-	21,231
	821,669	1,760,977	822,682	422,734	68,276,091	123,275	41,906	4,189	72,273,523	(1,000,447)	71,273,076
Income (loss) before depreciation	302,574	1,039,951	499,884	(38,424)	7,044,903	(60,025)	(41,477)	27,811	8,775,197	-	8,775,197
Depreciation and amortization expense	229	3,785	64,851	374,437	18,415,158	-	-	-	18,858,460	-	18,858,460
Net income (loss) before transfers	302,345	1,036,166	435,033	(412,861)	(11,370,255)	(60,025)	(41,477)	27,811	(10,083,263)	-	(10,083,263)
Net transfers in (out)	-	-	-	-	(205,033)	-	-	-	(205,033)	-	(205,033)
Net income (loss)	\$ 302,345	\$ 1,036,166	\$ 435,033	\$ (412,861)	\$ (11,575,288)	\$ (60,025)	\$ (41,477)	\$ 27,811	\$ (10,288,296)	\$ -	\$ (10,288,296)



BI-STATE
DEVELOPMENT
EXECUTIVE SERVICES

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Executive Services

Three Months Ended September 30, 2016

Fast Facts

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

Cecil “Ken” Franklin has been hired as the Vice-President of Governmental Relations and Policy Initiatives. Ken graduated from Morehouse College with a B.A. in Political Science and Washington University with an Executive MBA.

Julianne Stone joins Bi-State Development as the Vice President of Strategic Initiatives. Julie has most recently served as the Director of Local Government Partnership with East-West Gateway Council of Governments.

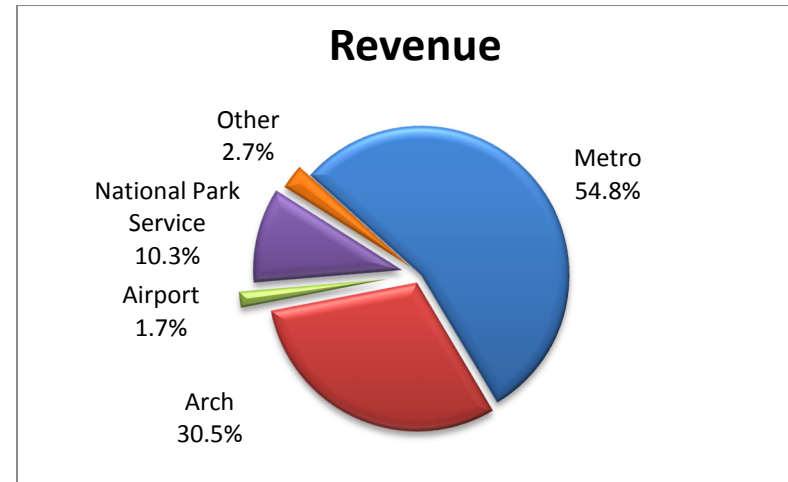
Financial Data

Income before depreciation is \$302.6 thousand and is lower than prior year. Revenues and expenses are both down from the first quarter in fiscal year 2016.

Total revenue includes the management fee assessments to Bi-State Development business units and the National Park Service. Total revenue was \$1.1 million which was down from last year’s total of \$1.3 million. Metro transit’s management fee is assessed on a percent of Executive Services total operating expense. Lower expenses for the quarter in Executive Services is creating less management fee revenue from Metro.

Other operating revenue in the prior year includes revenue generated by the Bi-State Development’s first annual meeting.

This year’s annual meeting is being held in the second fiscal quarter.

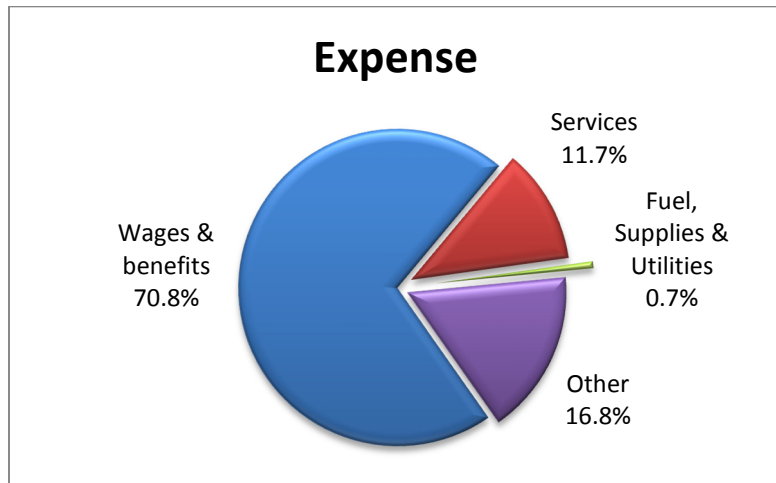


Total expense is \$821.7 thousand. **Services** expense is down nearly \$200.0 thousand from prior year. Prior year activity included expenses related to the annual meeting and internal audit consulting services which were not repeated in the current year’s totals.

Other expenses are higher in the first fiscal quarter due to one-time annual payments to the Citizens for Modern Transit and the American Public Transportation Association.

Executive Services

Three Months Ended September 30, 2016



Executive Services
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 5,796,867	\$ 4,066,098	\$ 1,730,769	42.6	\$ 4,248,275	\$ 1,548,592	36.5
Accounts and notes receivable	63,735	74,318	(10,583)	(14.2)	111,658	(47,923)	(42.9)
Interfund accounts receivable	426,002	1,801,429	(1,375,427)	(76.4)	1,653,078	(1,227,076)	(74.2)
Other current assets	47,701	40,701	7,000	17.2	-	47,701	n/a
Total current assets	<u>6,334,305</u>	<u>5,982,546</u>	<u>351,759</u>	5.9	<u>6,013,011</u>	<u>321,294</u>	5.3
Capital assets							
Capital assets	56,240	56,240	-	-	56,240	-	-
Accumulated depreciation	(53,812)	(53,584)	(228)	(0.4)	(52,254)	(1,558)	(3.0)
Total capital assets, net	<u>2,428</u>	<u>2,656</u>	<u>(228)</u>	(8.6)	<u>3,986</u>	<u>(1,558)</u>	(39.1)
Total capital assets	<u>2,428</u>	<u>2,656</u>	<u>(228)</u>	(8.6)	<u>3,986</u>	<u>(1,558)</u>	(39.1)
Total assets	<u>6,336,733</u>	<u>5,985,202</u>	<u>351,531</u>	5.9	<u>6,016,997</u>	<u>319,736</u>	5.3
Total	<u>\$ 6,336,733</u>	<u>\$ 5,985,202</u>	<u>\$ 351,531</u>	5.9	<u>\$ 6,016,997</u>	<u>\$ 319,736</u>	5.3

Executive Services
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 131,657	\$ 134,220	\$ (2,563)	(1.9)	\$ 77,960	\$ 53,697	68.9
Interfund accounts payable	187,926	221,832	(33,906)	(15.3)	177,837	10,089	5.7
Accrued expenses	268,300	268,300	-	-	214,815	53,485	24.9
Other current liabilities	98,400	18,250	80,150	439.2	-	98,400	n/a
Total current liabilities	<u>686,283</u>	<u>642,602</u>	<u>43,681</u>	6.8	<u>470,612</u>	<u>215,671</u>	45.8
Non-current liabilities							
Other post-employment benefits	689,216	683,711	5,505	0.8	846,926	(157,710)	(18.6)
Long-term insurance	300	300	-	-	300	-	-
Unfunded pension liabilities	565,501	565,501	-	-	592,090	(26,589)	(4.5)
Total non-current liabilities	<u>1,255,017</u>	<u>1,249,512</u>	<u>5,505</u>	0.4	<u>1,439,316</u>	<u>(184,299)</u>	(12.8)
Total liabilities	<u>1,941,300</u>	<u>1,892,114</u>	<u>49,186</u>	2.6	<u>1,909,928</u>	<u>31,372</u>	1.6
Net Position							
Net position - capital investments	2,728	234,215	(231,487)	(98.8)	234,215	(231,487)	(98.8)
Net position - unrestricted	4,090,360	3,547,519	542,841	15.3	3,547,519	542,841	15.3
Net income (loss)	302,345	311,354	(9,009)	(2.9)	325,335	(22,990)	(7.1)
Total net position	<u>4,395,433</u>	<u>4,093,088</u>	<u>302,345</u>	7.4	<u>4,107,069</u>	<u>288,364</u>	7.0
Total	<u>\$ 6,336,733</u>	<u>\$ 5,985,202</u>	<u>\$ 351,531</u>	5.9	<u>\$ 6,016,997</u>	<u>\$ 319,736</u>	5.3

Executive Services
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(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	\$ 616,252	\$ 753,541	\$ (137,289)	(18.2)	\$ 695,104	\$ 616,252	\$ 753,541	\$ (137,289)	(18.2)	\$ 695,104
Admin fees - Gateway Arch	342,977	353,993	(11,016)	(3.1)	242,127	342,977	353,993	(11,016)	(3.1)	242,127
Admin fees - Airport	19,216	18,818	398	2.1	18,172	19,216	18,818	398	2.1	18,172
National Park Service management fee	115,652	116,643	(991)	(0.8)	132,033	115,652	116,643	(991)	(0.8)	132,033
Other operating revenue	29,002	22,645	6,357	28.1	164,650	29,002	22,645	6,357	28.1	164,650
Interest income	1,144	675	469	69.5	662	1,144	675	469	69.5	662
Total revenue	<u>1,124,243</u>	<u>1,266,315</u>	<u>(142,072)</u>	<u>(11.2)</u>	<u>1,252,748</u>	<u>1,124,243</u>	<u>1,266,315</u>	<u>(142,072)</u>	<u>(11.2)</u>	<u>1,252,748</u>
Expense										
Wages and benefits ¹	582,073	628,104	46,031	7.3	531,665	582,073	628,104	46,031	7.3	531,665
Services	96,184	301,150	204,966	68.1	284,473	96,184	301,150	204,966	68.1	284,473
Fuel and lube consumed	-	366	366	100.0	228	-	366	366	100.0	228
Materials and supplies	4,358	6,602	2,244	34.0	2,426	4,358	6,602	2,244	34.0	2,426
Utilities	1,100	2,162	1,062	49.1	1,340	1,100	2,162	1,062	49.1	1,340
Other expenses	137,954	88,830	(49,124)	(55.3)	106,674	137,954	88,830	(49,124)	(55.3)	106,674
Total expense	<u>821,669</u>	<u>1,027,214</u>	<u>205,545</u>	<u>20.0</u>	<u>926,806</u>	<u>821,669</u>	<u>1,027,214</u>	<u>205,545</u>	<u>20.0</u>	<u>926,806</u>
Income (loss) before depreciation	<u>302,574</u>	<u>239,101</u>	<u>63,473</u>	<u>26.5</u>	<u>325,942</u>	<u>302,574</u>	<u>239,101</u>	<u>63,473</u>	<u>26.5</u>	<u>325,942</u>
Depreciation and amortization expense	229	610	381	62.5	607	229	610	381	62.5	607
Net income (loss)	<u>\$ 302,345</u>	<u>\$ 238,491</u>	<u>\$ 63,854</u>	<u>26.8</u>	<u>\$ 325,335</u>	<u>\$ 302,345</u>	<u>\$ 238,491</u>	<u>\$ 63,854</u>	<u>26.8</u>	<u>\$ 325,335</u>

¹ - Detailed schedule included.

Executive Services
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 455,443	\$ 500,534	\$ 45,091	9.0	\$ 419,608	\$ 455,443	\$ 500,534	\$ 45,091	9.0	\$ 419,608
Company paid benefits										
Payroll related taxes and insurance										
FICA	29,480	38,291	8,811	23.0	29,176	29,480	38,291	8,811	23.0	29,176
Unemployment insurance	329	735	406	55.2	486	329	735	406	55.2	486
Worker's compensation insurance	-	1,587	1,587	100.0	-	-	1,587	1,587	100.0	-
Health and welfare										
Medical	34,330	31,125	(3,205)	(10.3)	35,271	34,330	31,125	(3,205)	(10.3)	35,271
Dental	1,115	981	(134)	(13.7)	1,106	1,115	981	(134)	(13.7)	1,106
Other post employment benefits	5,741	15,599	9,858	63.2	8,476	5,741	15,599	9,858	63.2	8,476
Life insurance / AD&D	542	236	(306)	(129.7)	490	542	236	(306)	(129.7)	490
Short and long term disability	3,560	1,519	(2,041)	(134.4)	2,844	3,560	1,519	(2,041)	(134.4)	2,844
FMLA administration expense	132	101	(31)	(30.7)	128	132	101	(31)	(30.7)	128
EAP expense	66	66	-	-	65	66	66	-	-	65
Retirement										
Pension expense	27,671	17,258	(10,413)	(60.3)	13,217	27,671	17,258	(10,413)	(60.3)	13,217
401 K contributions	23,847	20,072	(3,775)	(18.8)	21,648	23,847	20,072	(3,775)	(18.8)	21,648
Other										
Benefit costs applied to capital projects.	(183)	-	183	-	(850)	(183)	-	183	-	(850)
Total company paid benefits	<u>126,630</u>	<u>127,570</u>	<u>940</u>	<u>0.7</u>	<u>112,057</u>	<u>126,630</u>	<u>127,570</u>	<u>940</u>	<u>0.7</u>	<u>112,057</u>
Total wages and benefits	<u>\$ 582,073</u>	<u>\$ 628,104</u>	<u>\$ 46,031</u>	<u>7.3</u>	<u>\$ 531,665</u>	<u>\$ 582,073</u>	<u>\$ 628,104</u>	<u>\$ 46,031</u>	<u>7.3</u>	<u>\$ 531,665</u>

Executive Services
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Executive Services Operating Fund</u>	<u>Investments Operating Fund</u>	<u>Other Restricted Fund</u>
Balance at July 1, 2016				
Cash & Investments	\$ 4,066,098	\$ 25,003	\$ 3,357,384	\$ 683,711
Add:				
Bank of America - Investment Maturity	2,405,000	2,405,000	-	-
Metro	754,351	754,351	-	-
Gateway Arch Tram	424,233	424,233	-	-
St Louis Downtown Airport	12,102	12,102	-	-
Riverfront Attractions	1,376,107	1,376,107	-	-
St. Louis Regional Freightway	2,999	2,999	-	-
Bi-State Development Research Institute	132,735	132,735	-	-
Interest received	1,144	219	925	-
Total cash receipts	<u>5,108,671</u>	<u>5,107,746</u>	<u>925</u>	<u>-</u>
Interfund transfers	-	(1,937,569)	1,932,064	5,505
Less:				
Cash disbursements	(3,377,902)	(3,170,176)	(207,726)	-
Total cash disbursements	<u>(3,377,902)</u>	<u>(3,170,176)</u>	<u>(207,726)</u>	<u>-</u>
Balance at September 30, 2016				
Cash & Investments	<u>\$ 5,796,867</u>	<u>\$ 25,004</u>	<u>\$ 5,082,647</u>	<u>\$ 689,216</u>

Executive Services
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 155,237	
Payments to employees	(576,568)	Noncash Activities:
Payments to vendors	(169,009)	None
Receipts (payments) from inter-fund activity	<u>2,319,965</u>	
Net cash provided by (used in) operating activities	<u>1,729,625</u>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
Interest received	<u>1,144</u>	
Net cash provided by (used in) investing activities	<u>1,144</u>	
Net increase (decrease) in cash and cash equivalents	1,730,769	
Cash and cash equivalents, beginning of year	<u>4,066,098</u>	
Cash and cash equivalents, year to date	<u>\$ 5,796,867</u>	

Executive Services
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2016
(unaudited)

Description	<u>Budget</u>	<u>Current</u>	<u>Year-To-Date</u>	<u>Life-To-Date</u>	<u>Balance</u>
	\$ -	\$ -	\$ -	\$ -	\$ -
Total Executive Services	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>



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Gateway Arch Tram

Three Months Ended September 30, 2016

Fast Facts

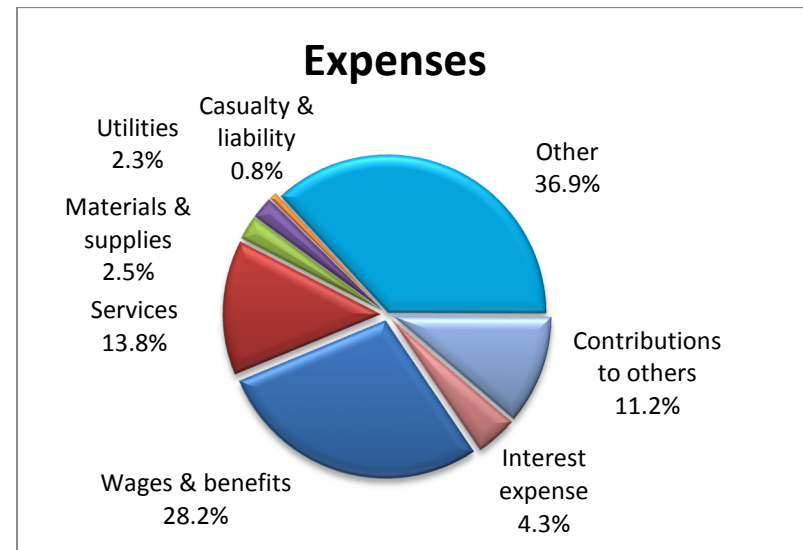
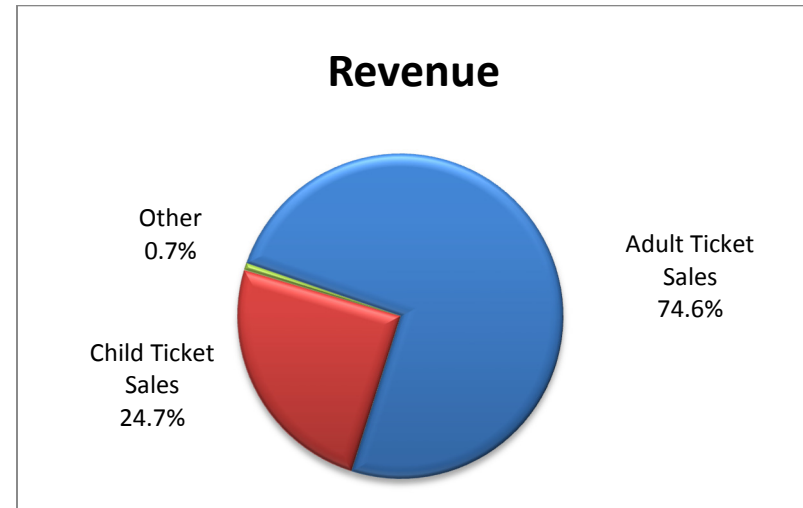
At the beginning of fiscal year 2017 the Gateway Arch visitor center remained under construction, requiring issuance of a timed-ticket for entry. Two additional ticketing locations with five points-of-sale at the Old Courthouse and three points-of-sale in a ticket booth near the Arch entrance continued to be utilized. These two items have increased expense and required additional staff.

Beginning Monday, November 28, the Arch Transportation System will close for a period of 3 months in order to replace the motor generator sets with a variable frequency drive system. Concurrent construction will occur in the exhibit areas with the installation of new audio visuals and a guest-oriented tour process.

Financial Data

Income before depreciation for the Gateway Arch Tram for the 3 months ended September 30, 2016 was \$1.0 million.

Revenue was \$2.8 million and increased \$775.6 thousand over the prior year. Although the number of adult and child tickets sold has decreased, a strategic change in ticketing pricing has resulted in increased revenue.



Gateway Arch Tram

Three Months Ended September 30, 2016

Total expense is \$1.8 million. **Wages and benefits** expense is comparable to prior year.

Contributions to outside entities for the 3 months ended September 30, 2016 was \$201.0 thousand. In September, the National Park Service requested two disbursements of their funds totaling \$177.0 thousand.

Performance Data

Tram Ridership Comparison			
	<u>Adult</u>	<u>Child</u>	<u>Total</u>
FY17 Actual	212,752	70,132	282,884
FY17 Budget	230,610	86,351	316,961
FY16 Actual	232,204	81,296	313,500

Tram ridership for the 3 months ended September 30, 2016 was 10.8% less than budget. Tram ridership decreased 9.8% compared to prior year due to the Arch grounds construction.

Gateway Arch Tram
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 16,571,405	\$ 17,987,902	\$ (1,416,497)	(7.9)	\$ 18,580,434	\$ (2,009,029)	(10.8)
Accounts and notes receivable	7,465	6,547	918	14.0	138,359	(130,894)	(94.6)
Interfund accounts receivable	2,110,465	1,398,580	711,885	50.9	395,532	1,714,933	433.6
Federal, state and local assistance receivable	273,651	16,796	256,855	n/a	(9,652)	283,303	n/a
Other current assets	46,240	-	46,240	n/a	55,076	(8,836)	(16.0)
Total current assets	<u>19,009,226</u>	<u>19,409,825</u>	<u>(400,599)</u>	<u>(2.1)</u>	<u>19,159,749</u>	<u>(150,523)</u>	<u>(0.8)</u>
Capital assets							
Capital assets	6,708,247	6,708,247	-	-	9,599,793	(2,891,546)	(30.1)
Accumulated depreciation	(6,688,342)	(6,684,557)	(3,785)	(0.1)	(9,519,984)	2,831,642	29.7
Total capital assets, net	<u>19,905</u>	<u>23,690</u>	<u>(3,785)</u>	<u>(16.0)</u>	<u>79,809</u>	<u>(59,904)</u>	<u>(75.1)</u>
Construction-in-process	4,801,470	4,114,507	686,963	16.7	1,214,835	3,586,635	295.2
Total capital assets	<u>4,821,375</u>	<u>4,138,197</u>	<u>683,178</u>	<u>16.5</u>	<u>1,294,644</u>	<u>3,526,731</u>	<u>272.4</u>
Total assets	<u>23,830,601</u>	<u>23,548,022</u>	<u>282,579</u>	<u>1.2</u>	<u>20,454,393</u>	<u>3,376,208</u>	<u>16.5</u>
Total	<u>\$ 23,830,601</u>	<u>\$ 23,548,022</u>	<u>\$ 282,579</u>	<u>1.2</u>	<u>\$ 20,454,393</u>	<u>\$ 3,376,208</u>	<u>16.5</u>

Gateway Arch Tram
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 313,975	\$ 743,267	\$ (429,292)	(57.8)	\$ 392,470	\$ (78,495)	(20.0)
Interfund accounts payable	598,025	965,850	(367,825)	(38.1)	59,225	538,800	909.8
Accrued expenses	58,700	58,700	-	-	69,601	(10,901)	(15.7)
Other current liabilities	14,786	18,848	(4,062)	(21.6)	63,427	(48,641)	(76.7)
Total current liabilities	<u>985,486</u>	<u>1,786,665</u>	<u>(801,179)</u>	<u>(44.8)</u>	<u>584,723</u>	<u>400,763</u>	<u>68.5</u>
Current liab payable from restricted assets							
Accounts payable and retention	112,249	142,246	(29,997)	(21.1)	-	112,249	n/a
Accrued interest payable	102,488	25,622	76,866	300.0	102,488	-	-
Current portion of long-term debt	147,486	147,486	-	-	-	147,486	n/a
Total current liabilities payable from restricted assets	<u>362,223</u>	<u>315,354</u>	<u>46,869</u>	<u>14.9</u>	<u>102,488</u>	<u>259,735</u>	<u>253.4</u>
Total current liabilities	<u>1,347,709</u>	<u>2,102,019</u>	<u>(754,310)</u>	<u>(35.9)</u>	<u>687,211</u>	<u>660,498</u>	<u>96.1</u>
Non-current liabilities							
Other post-employment benefits	723	-	723	n/a	10,493	(9,770)	(93.1)
Long-term insurance	7,010	7,010	-	-	2,061	4,949	240.1
Long-term debt	7,508,514	7,508,514	-	-	7,656,000	(147,486)	(1.9)
Unfunded pension liabilities	148,931	148,931	-	-	183,752	(34,821)	(18.9)
Total non-current liabilities	<u>7,665,178</u>	<u>7,664,455</u>	<u>723</u>	<u>-</u>	<u>7,852,306</u>	<u>(187,128)</u>	<u>(2.4)</u>
Total liabilities	<u>9,012,887</u>	<u>9,766,474</u>	<u>(753,587)</u>	<u>(7.7)</u>	<u>8,539,517</u>	<u>473,370</u>	<u>5.5</u>
Net Position							
Net position - capital investments	13,743,790	-	13,743,790	n/a	-	13,743,790	n/a
Net position - unrestricted	37,758	11,380,465	(11,342,707)	(99.7)	11,380,465	(11,342,707)	(99.7)
Net income (loss)	1,036,166	2,401,083	(1,364,917)	(56.8)	534,411	501,755	93.9
Total net position	<u>14,817,714</u>	<u>13,781,548</u>	<u>1,036,166</u>	<u>7.5</u>	<u>11,914,876</u>	<u>2,902,838</u>	<u>24.4</u>
Total	<u>\$ 23,830,601</u>	<u>\$ 23,548,022</u>	<u>\$ 282,579</u>	<u>1.2</u>	<u>\$ 20,454,393</u>	<u>\$ 3,376,208</u>	<u>16.5</u>

Gateway Arch Tram
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Arch tickets	\$ 2,815,918	\$ 3,169,610	\$ (353,692)	(11.2)	\$ 2,033,005	\$ 2,815,918	\$ 3,169,610	\$ (353,692)	(11.2)	\$ 2,033,005
Other operating revenue	3,455	150	3,305	2,203.3	1,415	3,455	150	3,305	2,203.3	1,415
Service fee revenue	6,099	9,600	(3,501)	(36.5)	11,307	6,099	9,600	(3,501)	(36.5)	11,307
Interest income	10,513	3,573	6,940	194.2	792	10,513	3,573	6,940	194.2	792
Sales discount	(35,057)	(38,548)	3,491	9.1	(21,192)	(35,057)	(38,548)	3,491	9.1	(21,192)
Total revenue	<u>2,800,928</u>	<u>3,144,385</u>	<u>(343,457)</u>	<u>(10.9)</u>	<u>2,025,327</u>	<u>2,800,928</u>	<u>3,144,385</u>	<u>(343,457)</u>	<u>(10.9)</u>	<u>2,025,327</u>
Expense										
Wages and benefits ¹	511,653	578,581	66,928	11.6	510,314	511,653	578,581	66,928	11.6	510,314
Services	249,405	307,639	58,234	18.9	195,280	249,405	307,639	58,234	18.9	195,280
Materials and supplies	44,262	29,620	(14,642)	(49.4)	22,363	44,262	29,620	(14,642)	(49.4)	22,363
Utilities	40,934	33,346	(7,588)	(22.8)	39,246	40,934	33,346	(7,588)	(22.8)	39,246
Insurance and liability costs	13,876	14,036	160	1.1	12,162	13,876	14,036	160	1.1	12,162
Other expenses	601,457	555,194	(46,263)	(8.3)	341,485	601,457	555,194	(46,263)	(8.3)	341,485
Interest expense	76,866	76,500	(366)	(0.5)	76,866	76,866	76,500	(366)	(0.5)	76,866
Contribution to outside entities	201,293	-	(201,293)	-	272,133	201,293	-	(201,293)	-	272,133
Other non-operating expense	21,231	-	(21,231)	-	-	21,231	-	(21,231)	-	-
Total expense	<u>1,760,977</u>	<u>1,594,916</u>	<u>(166,061)</u>	<u>(10.4)</u>	<u>1,469,849</u>	<u>1,760,977</u>	<u>1,594,916</u>	<u>(166,061)</u>	<u>(10.4)</u>	<u>1,469,849</u>
Income (loss) before depreciation	<u>1,039,951</u>	<u>1,549,469</u>	<u>(509,518)</u>	<u>(32.9)</u>	<u>555,478</u>	<u>1,039,951</u>	<u>1,549,469</u>	<u>(509,518)</u>	<u>(32.9)</u>	<u>555,478</u>
Depreciation and amortization expense	3,785	55,799	52,014	93.2	20,440	3,785	55,799	52,014	93.2	20,440
Net income (loss) before transfers	1,036,166	1,493,670	(457,504)	(30.6)	535,038	1,036,166	1,493,670	(457,504)	(30.6)	535,038
Net transfers in (out)	-	-	-	-	(627)	-	-	-	-	(627)
Net income (loss)	<u>\$ 1,036,166</u>	<u>\$ 1,493,670</u>	<u>\$ (457,504)</u>	<u>(30.6)</u>	<u>\$ 534,411</u>	<u>\$ 1,036,166</u>	<u>\$ 1,493,670</u>	<u>\$ (457,504)</u>	<u>(30.6)</u>	<u>\$ 534,411</u>

¹ - Detailed schedule included.

Gateway Arch Tram
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 431,222	\$ 452,712	\$ 21,490	4.7	\$ 429,313	\$ 431,222	\$ 452,712	\$ 21,490	4.7	\$ 429,313
Company paid benefits										
Payroll related taxes and insurance										
FICA	31,479	34,441	2,962	8.6	32,149	31,479	34,441	2,962	8.6	32,149
Unemployment insurance	4,200	6,863	2,663	38.8	3,782	4,200	6,863	2,663	38.8	3,782
Worker's compensation insurance	1,537	4,264	2,727	64.0	7,068	1,537	4,264	2,727	64.0	7,068
Health and welfare										
Medical	26,943	31,275	4,332	13.9	24,694	26,943	31,275	4,332	13.9	24,694
Dental	955	968	13	1.3	815	955	968	13	1.3	815
Other post employment benefits	2,275	6,828	4,553	66.7	3,220	2,275	6,828	4,553	66.7	3,220
Life insurance / AD&D	252	235	(17)	(7.2)	217	252	235	(17)	(7.2)	217
Short and long term disability	1,245	1,509	264	17.5	1,084	1,245	1,509	264	17.5	1,084
FMLA administration expense	930	100	(830)	(830.0)	767	930	100	(830)	(830.0)	767
EAP expense	60	65	5	7.7	52	60	65	5	7.7	52
Retirement										
Pension expense	10,012	17,272	7,260	42.0	3,604	10,012	17,272	7,260	42.0	3,604
401 K contributions	10,981	19,943	8,962	44.9	11,511	10,981	19,943	8,962	44.9	11,511
Other										
Uniform allowance	227	2,106	1,879	89.2	-	227	2,106	1,879	89.2	-
Miscellaneous benefits	332	-	(332)	-	-	332	-	(332)	-	-
Benefit costs applied to capital projects.	(10,997)	-	10,997	-	(7,962)	(10,997)	-	10,997	-	(7,962)
Total company paid benefits	80,431	125,869	45,438	36.1	81,001	80,431	125,869	45,438	36.1	81,001
Total wages and benefits	\$ 511,653	\$ 578,581	\$ 66,928	11.6	\$ 510,314	\$ 511,653	\$ 578,581	\$ 66,928	11.6	\$ 510,314

**Gateway Arch Tram
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)**

<u>Description</u>	<u>Total</u>	<u>Arch Collection Facility Fund</u>	<u>JNEM Arch Operating Fund</u>	<u>JNEM Beneficial Fund</u>	<u>Drainage Project Fund</u>	<u>Exhibit Rehabilitation Fund</u>	<u>Motor Generator Sets Design Fund</u>	<u>Corrosion Study Fund</u>	<u>Other Restricted Funds</u>	<u>2014 Arch Bonds Project Fund</u>	<u>2014 Arch Bonds Debt Service Reserve</u>	<u>2014 Arch Bonds Debt Service Fund</u>	<u>2014 Arch Bonds Debt Revenue Fund</u>
Balance at July 1, 2016													
Cash & Investments	\$ 17,987,902	\$ 926,002	\$ 1,032,156	\$ 6,062,162	\$ 504,616	\$ 3,149,201	\$ 99,319	\$ 27,406	\$ 500,000	\$ 5,195,765	\$ 453,485	\$ 37,790	\$ -
Add:													
Receipts	5,194,535	4,183,722	911,901	98,912	-	-	-	-	-	-	-	-	-
Interest received	10,513		768	3,300	272	1,702	53	17	-	3,712	327	84	278
Total cash receipts	<u>5,205,048</u>	<u>4,183,722</u>	<u>912,669</u>	<u>102,212</u>	<u>272</u>	<u>1,702</u>	<u>53</u>	<u>17</u>	<u>-</u>	<u>3,712</u>	<u>327</u>	<u>84</u>	<u>278</u>
Interfund transfers	-	(1,688,854)	(1,318,401)	27,423				(27,423)				340,091	2,667,164
Less:													
Cash disbursements	(6,621,545)	(2,857,835)	-	(177,000)	(11,404)	(42,417)	-	-	-	(865,447)	-	-	(2,667,442)
Total cash disbursements	<u>(6,621,545)</u>	<u>(2,857,835)</u>	<u>-</u>	<u>(177,000)</u>	<u>(11,404)</u>	<u>(42,417)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(865,447)</u>	<u>-</u>	<u>-</u>	<u>(2,667,442)</u>
Balance at September 30, 2016													
Cash & Investments	<u>\$ 16,571,405</u>	<u>\$ 563,035</u>	<u>\$ 626,424</u>	<u>\$ 6,014,797</u>	<u>\$ 493,484</u>	<u>\$ 3,108,486</u>	<u>\$ 99,372</u>	<u>\$ -</u>	<u>\$ 500,000</u>	<u>\$ 4,334,030</u>	<u>\$ 453,812</u>	<u>\$ 377,965</u>	<u>\$ -</u>

Gateway Arch
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 2,789,497	
Payments to employees	(510,930)	Noncash Activities:
Payments to vendors	(1,072,675)	None
Payments for self-insurance	(13,876)	
Receipts (payments) from inter-fund activity	<u>(1,422,687)</u>	
Net cash provided by (used in) operating activities	<u>(230,671)</u>	
Cash flows from non capital financing activities		
Operating assistance received	(256,855)	
Contributions to outside entities	(201,293)	
Nonoperating contributions	<u>(21,231)</u>	
Net cash provided by (used in) non capital financing activities	<u>(479,379)</u>	
Cash flows from capital and related financing activities		
Acquisitions of capital assets	<u>(716,960)</u>	
Cash flows from capital and related financing activities	<u>(716,960)</u>	
Cash flows from investing activities		
Interest received	<u>10,513</u>	
Net cash provided by (used in) investing activities	<u>10,513</u>	
Net increase (decrease) in cash and cash equivalents	(1,416,497)	
Cash and cash equivalents, beginning of year	<u>17,987,902</u>	
Cash and cash equivalents, year to date	<u>\$ 16,571,405</u>	

Gateway Arch Tram
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2016
(unaudited)

Description		Budget	Current	Year-To-Date	Life-To-Date	Balance
ATS Motor Generator Set Replacement - Construction	x	\$ 7,490,083	\$ 837,526	\$ 837,526	\$ 3,292,861	\$ 4,197,222
Arch Transportation System (ATS) Load Zone Rehab	x	2,718,280	45,729	45,729	1,039,566	1,678,714
JNEM Trench Drain Project	xy	2,288,001	11,996	11,996	1,575,278	712,723
JNEM Arch Lobby Rehabilitation	y	1,087,107	-	-	77,919	1,009,188
Arch Ticketing Upgrade	y	400,000	7,500	7,500	381,789	18,211
JNEM Rail Station Improvements	z	359,612	-	-	97,457	262,155
Gateway Arch Furnishings		156,000	-	-	-	156,000
PGAV - Arch Welcoming Portal		44,000	-	-	13,238	30,762
Total Gateway Arch		\$ 14,543,083	\$ 902,751	\$ 902,751	\$ 6,478,108	\$ 8,064,975

- 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



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Metro

Three Months Ended September 30, 2016

Fast Facts

Metro transit was recognized by the federal government for excellence in maintenance and asset management. The Federal Transit Administration (FTA) acknowledged Metro as a model for transit asset management. Specifically highlighted by the FTA in the July 26 *Federal Register* was a case study of Metro transit's industry-leading bus maintenance program and how it has been able to extend the lifespan of buses by 25 percent and decrease the rate of breakdowns by 85 percent, resulting in service reliability for the customer and substantial cost savings for the taxpayer.

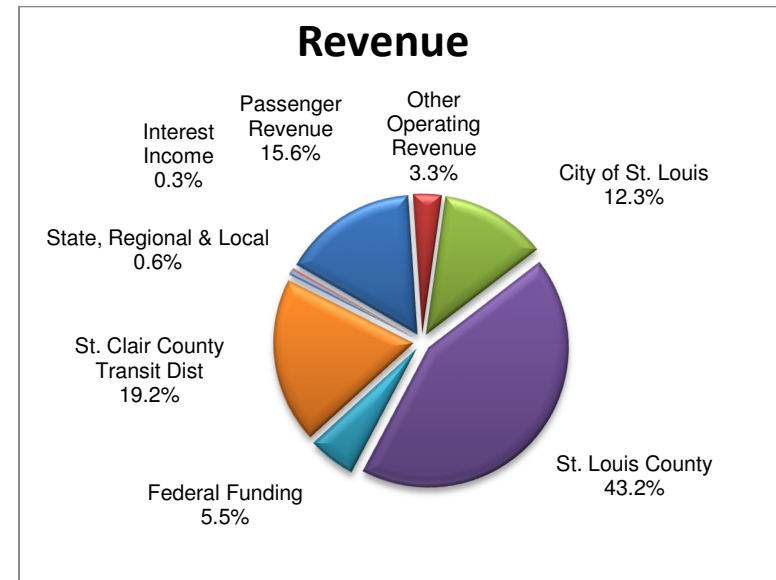
Bi-State Development, Southwestern Illinois Development Authority (SWIDA) and Bywater Development Group announced a \$10.5 million, affordable senior living development adjacent to the Swansea MetroLink Station in Swansea, IL. The development is a three-story building with 62 one- and two-bedroom apartments for older adults seeking an independent lifestyle.

Financial Data

Income before depreciation for the three months ended September 30, 2016 was \$450.5 thousand unfavorable to the budget. Compared to budget, revenue was down 11.4% and total expenses are favorable 11.9%.

Revenue

The chart illustrates the relative importance of each revenue source in fiscal year 2017.



Passenger Revenue of \$11.8 million is 16.1% less than budget and 12.2% less than prior year due to ridership decline.

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

Interest revenue is favorable to budget due to longer term investment strategy.

Contract, Sales Tax & Grant Revenue

Combined St. Louis City and County sales tax used in operations by Bi-State Development was down 1.9% from fiscal year 2016 actual. Sales taxes are remitted to Bi-State

Metro

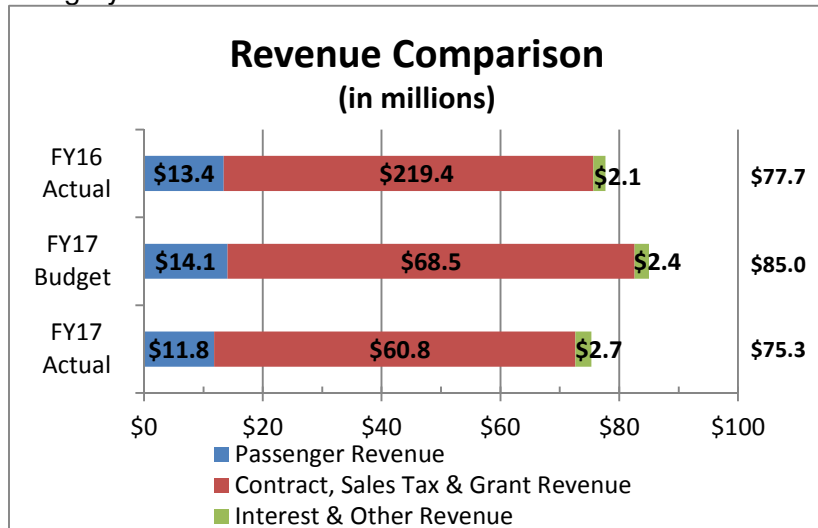
Three Months Ended September 30, 2016

Development from the local Missouri jurisdictions in return for services provided.

St. Clair County Transit District payment of \$14.5 million is 11.7% greater than budget and 8.1% greater than prior year. St. Clair County contracts for service and pays 100% of the cost of service.

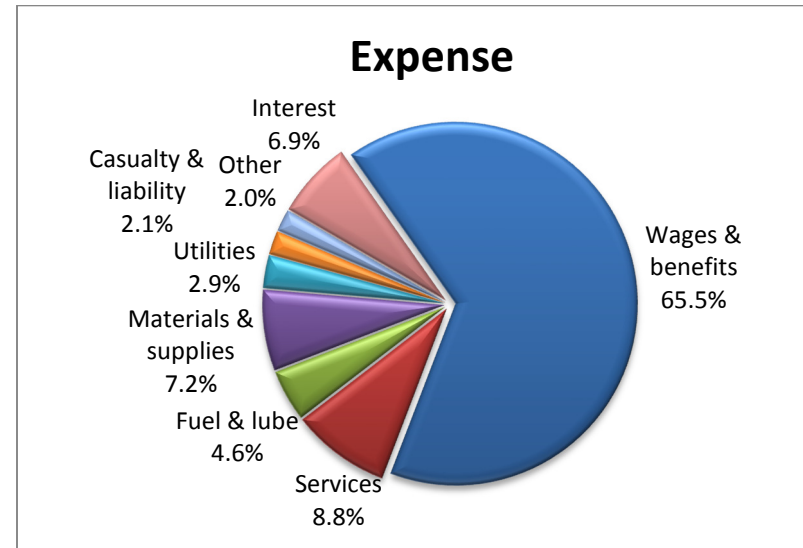
Federal funding of \$4.1 million includes federal vehicle maintenance funds of \$4.0 million.

The chart below reports revenue trends in each major revenue category.



Expense

The chart below illustrates the relative significance of each expense in FY 2017.



Wages and benefits of \$44.7 million are 5.3% favorable to budget. The favorable variance in wages and benefits is due to vacant positions, changes in retiree medical benefit policy and lower than expected medical claims.

Services of \$6.0 million are 35.9% favorable to budget as a result of less than anticipated maintenance and custodial expenses.

Fuel and lube consumed is \$3.1 million or 12.9% favorable to budget mainly due to lower diesel prices.

Materials and supplies expenditures of \$4.9 million are 25.2% favorable to budget.

Metro

Three Months Ended September 30, 2016

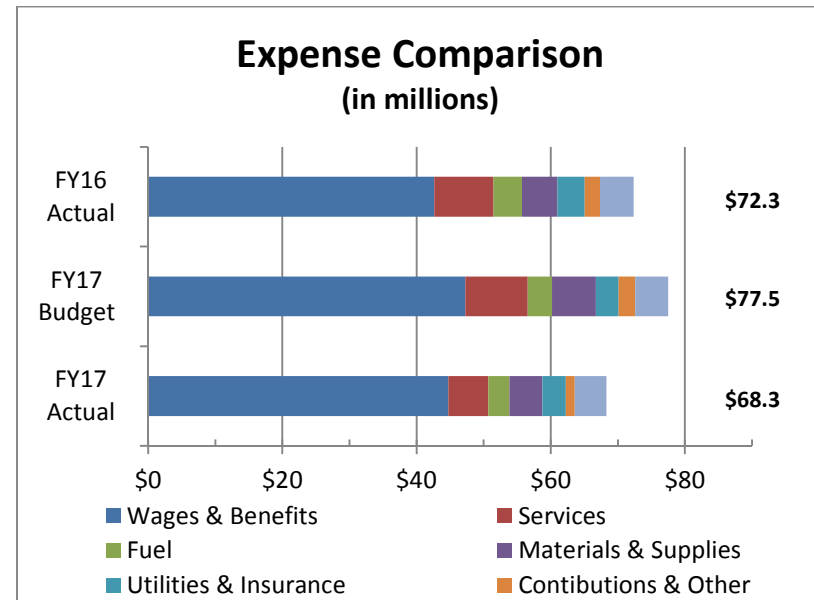
Utilities are favorable to budget by \$192.4 thousand or 8.8% as a result of lower than budgeted natural gas prices, less electric propulsion expense and electricity usage.

Casualty & liability expense is \$260.0 thousand or 21.9% unfavorable to budget due to higher than expected self-insured claims that include MetroBus and MetroLink related accidents.

Other operating expense is favorable to budget by 42.3% due to lower than budgeted agency fees.

Interest expense of \$4.7 million is 4.2% favorable to budget. The acceleration of debt lowers interest expense to BSD.

The chart below shows expense trends in each major expense category.



Metro

Three Months Ended September 30, 2016

Performance Data

Passenger boardings for the first quarter fiscal year 2017 are 8.4% below fiscal year 2016 and 14.4% below fiscal year 2015. The decrease from fiscal year 2016 for MetroBus is 9.7%, MetroLink is 6.2% and Call-A-Ride is 3.9%.

Ridership has trended downward since 2014 based on a number of factors. Lower fuel prices continue with the oil glut making it more attractive to return to the automobile. Employment centers and city population has shifted changing work commute practices. These changes have been trending away from the core city which was historically Metro's highest service area.

Passenger Boardings (in millions – YTD)			
	FY 2017	FY 2016	FY 2015
MetroBus	6.81	7.55	8.04
MetroLink	4.10	4.37	4.73
Call-A-Ride	<u>0.14</u>	<u>0.14</u>	<u>0.14</u>
Total System	11.05	12.06	12.91

Metro
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 115,646,176	\$ 86,659,206	\$ 28,986,970	33.4	\$ 157,531,311	\$ (41,885,135)	(26.6)
Investments	128,333,364	138,325,561	(9,992,197)	(7.2)	119,575,394	8,757,970	7.3
Accounts and notes receivable	5,017,683	1,867,503	3,150,180	168.7	6,261,293	(1,243,610)	(19.9)
Interfund accounts receivable	2,066,651	4,280,343	(2,213,692)	(51.7)	177,837	1,888,814	n/a
Restricted accounts receivable	254,822	220,433	34,389	15.6	94,693	160,129	169.1
Federal, state and local assistance receivable	22,011,091	35,702,842	(13,691,751)	(38.3)	25,048,538	(3,037,447)	(12.1)
Materials and supplies inventory	9,173,551	8,815,253	358,298	4.1	8,850,912	322,639	3.6
Other current assets	2,603,651	1,489,595	1,114,056	74.8	3,585,156	(981,505)	(27.4)
Total current assets	<u>285,106,989</u>	<u>277,360,736</u>	<u>7,746,253</u>	2.8	<u>321,125,134</u>	<u>(36,018,145)</u>	(11.2)
Capital assets							
Capital assets - motorbus	376,679,520	376,200,259	479,261	0.1	358,448,690	18,230,830	5.1
Capital assets - paratransit	18,234,913	18,235,313	(400)	-	18,700,775	(465,862)	(2.5)
Capital assets - lightrail	1,603,295,396	1,602,450,229	845,167	0.1	1,549,191,314	54,104,082	3.5
Total capital assets	1,998,209,829	1,996,885,801	1,324,028	0.1	1,926,340,779	71,869,050	3.7
Accumulated depreciation	(1,131,567,235)	(1,113,159,355)	(18,407,880)	(1.7)	(1,074,689,765)	(56,877,470)	(5.3)
Total capital assets, net	<u>866,642,594</u>	<u>883,726,446</u>	<u>(17,083,852)</u>	(1.9)	<u>851,651,014</u>	<u>14,991,580</u>	1.8
Land	97,199,286	97,199,286	-	-	96,207,291	991,995	1.0
Construction-in-process	33,830,659	29,428,050	4,402,609	15.0	65,782,532	(31,951,873)	(48.6)
Total capital assets	<u>997,672,539</u>	<u>1,010,353,782</u>	<u>(12,681,243)</u>	(1.3)	<u>1,013,640,837</u>	<u>(15,968,298)</u>	(1.6)
Non-current assets							
Restricted investments	99,182,488	97,643,652	1,538,836	1.6	93,110,494	6,071,994	6.5
Other non-current assets, net amort	128,029	123,354	4,675	3.8	141,631	(13,602)	(9.6)
Total non-current assets	<u>99,310,517</u>	<u>97,767,006</u>	<u>1,543,511</u>	1.6	<u>93,252,125</u>	<u>6,058,392</u>	6.5
Total assets	<u>1,382,090,045</u>	<u>1,385,481,524</u>	<u>(3,391,479)</u>	(0.2)	<u>1,428,018,096</u>	<u>(45,928,051)</u>	(3.2)
Deferred outflow of resources							
Deferred pension loss	22,585,549	24,182,213	(1,596,664)	(6.6)	2,432,686	20,152,863	828.4
Deferred pension expense	2,165,753	2,165,753	-	-	2,113,257	52,496	2.5
Deferred loss on hedging instruments	58,906	628,560	(569,654)	(90.6)	3,614,575	(3,555,669)	(98.4)
Deferred loss on debt refunding	3,104,389	3,210,592	(106,203)	(3.3)	3,528,656	(424,267)	(12.0)
Total deferred outflow of resources	<u>27,914,597</u>	<u>30,187,118</u>	<u>(2,272,521)</u>	(7.5)	<u>11,689,174</u>	<u>16,225,423</u>	138.8
Total	<u>\$ 1,410,004,642</u>	<u>\$ 1,415,668,642</u>	<u>\$ (5,664,000)</u>	(0.4)	<u>\$ 1,439,707,270</u>	<u>\$ (29,702,628)</u>	(2.1)

Metro
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 4,197,468	\$ 7,396,688	\$ (3,199,220)	(43.3)	\$ 6,734,113	\$ (2,536,645)	(37.7)
Interfund accounts payable	11,939,744	2,513,390	9,426,354	375.0	3,236,981	8,702,763	268.9
Accrued expenses	17,621,091	20,201,367	(2,580,276)	(12.8)	19,481,137	(1,860,046)	(9.5)
Other current liabilities	24,751,180	21,939,510	2,811,670	12.8	28,233,019	(3,481,839)	(12.3)
Total current liabilities	<u>58,509,483</u>	<u>52,050,955</u>	<u>6,458,528</u>	12.4	<u>57,685,250</u>	<u>824,233</u>	1.4
Current liab payable from restricted assets							
Accounts payable and retention	1,373,393	3,216,404	(1,843,011)	(57.3)	2,794,661	(1,421,268)	(50.9)
Accrued interest payable	10,638,244	5,319,122	5,319,122	100.0	11,342,144	(703,900)	(6.2)
Short-term insurance	140,487	7,436,541	(7,296,054)	(98.1)	9,405,964	(9,265,477)	(98.5)
Current portion of long-term debt	7,880,000	7,880,000	-	-	37,220,000	(29,340,000)	(78.8)
Total current liabilities payable from restricted assets	<u>20,032,124</u>	<u>23,852,067</u>	<u>(3,819,943)</u>	(16.0)	<u>60,762,769</u>	<u>(40,730,645)</u>	(67.0)
Total current liabilities	<u>78,541,607</u>	<u>75,903,022</u>	<u>2,638,585</u>	3.5	<u>118,448,019</u>	<u>(39,906,412)</u>	(33.7)
Non-current liabilities							
Other post-employment benefits	51,434,568	51,003,780	430,788	0.8	52,189,378	(754,810)	(1.4)
Long-term insurance	-	7,808,458	(7,808,458)	(100.0)	6,369,959	(6,369,959)	(100.0)
Long-term debt	544,987,206	545,608,311	(621,105)	(0.1)	555,371,295	(10,384,089)	(1.9)
Capital lease obligations	99,182,490	97,628,680	1,553,810	1.6	93,095,522	6,086,968	6.5
Unfunded pension liabilities	109,962,458	109,962,458	-	-	87,751,871	22,210,587	25.3
Other non-current liabilities	7,085,816	7,112,610	(26,794)	(0.4)	6,674,520	411,296	6.2
Total non-current liabilities	<u>812,652,538</u>	<u>819,124,297</u>	<u>(6,471,759)</u>	(0.8)	<u>801,452,545</u>	<u>11,199,993</u>	1.4
Total liabilities	<u>891,194,145</u>	<u>895,027,319</u>	<u>(3,833,174)</u>	(0.4)	<u>919,900,564</u>	<u>(28,706,419)</u>	(3.1)
Deferred Inflow of Resources							
Deferred pension gain salaried	411,189	449,739	(38,550)	(8.6)	-	411,189	n/a
Total deferred inflow of resources	<u>411,189</u>	<u>449,739</u>	<u>(38,550)</u>	(8.6)	<u>-</u>	<u>411,189</u>	n/a
Net Position							
Net position - capital investments	546,768,025	1,117,360,214	(570,592,189)	(51.1)	1,054,156,318	(507,388,293)	(48.1)
Net position - unrestricted	(16,793,429)	(521,956,600)	505,163,171	96.8	(521,956,600)	505,163,171	96.8
Net income (loss)	(11,575,288)	(75,212,030)	63,636,742	84.6	(12,393,012)	817,724	6.6
Total net position	<u>518,399,308</u>	<u>520,191,584</u>	<u>(1,792,276)</u>	(0.3)	<u>519,806,706</u>	<u>(1,407,398)</u>	(0.3)
Total	<u>\$ 1,410,004,642</u>	<u>\$ 1,415,668,642</u>	<u>\$ (5,664,000)</u>	(0.4)	<u>\$ 1,439,707,270</u>	<u>\$ (29,702,628)</u>	(2.1)

Metro
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Passenger revenue	\$ 11,796,383	\$ 14,058,553	\$ (2,262,170)	(16.1)	\$ 13,431,350	\$ 11,796,383	\$ 14,058,553	\$ (2,262,170)	(16.1)	\$ 13,431,350
City of St. Louis ¹	9,229,331	10,448,547	(1,219,216)	(11.7)	9,244,090	9,229,331	10,448,547	(1,219,216)	(11.7)	9,244,090
St. Louis County ¹	32,539,678	39,389,605	(6,849,927)	(17.4)	33,339,151	32,539,678	39,389,605	(6,849,927)	(17.4)	33,339,151
St. Clair County Transit District ¹	14,487,521	12,971,158	1,516,363	11.7	13,401,164	14,487,521	12,971,158	1,516,363	11.7	13,401,164
State of Missouri and Illinois ¹	354,895	525,389	(170,494)	(32.5)	381,336	354,895	525,389	(170,494)	(32.5)	381,336
Federal funding ¹	4,112,512	4,994,849	(882,337)	(17.7)	5,476,674	4,112,512	4,994,849	(882,337)	(17.7)	5,476,674
Other local/regional funding ¹	84,468	202,500	(118,032)	(58.3)	365,393	84,468	202,500	(118,032)	(58.3)	365,393
Contributions	-	10,000	(10,000)	(100.0)	-	-	10,000	(10,000)	(100.0)	-
Advertising, maint services, rental income	2,125,705	2,261,196	(135,491)	(6.0)	1,895,953	2,125,705	2,261,196	(135,491)	(6.0)	1,895,953
Other revenue	384,050	625	383,425	n/a	-	384,050	625	383,425	n/a	-
Interest income	206,451	152,455	53,996	35.4	171,963	206,451	152,455	53,996	35.4	171,963
Total revenue	75,320,994	85,014,877	(9,693,883)	(11.4)	77,707,074	75,320,994	85,014,877	(9,693,883)	(11.4)	77,707,074
Expense										
Wages and benefits ¹	44,737,708	47,243,085	2,505,377	5.3	42,653,073	44,737,708	47,243,085	2,505,377	5.3	42,653,073
Services	5,978,872	9,329,347	3,350,475	35.9	8,797,127	5,978,872	9,329,347	3,350,475	35.9	8,797,127
Fuel and lube consumed	3,135,369	3,600,170	464,801	12.9	4,258,417	3,135,369	3,600,170	464,801	12.9	4,258,417
Materials and supplies	4,914,711	6,572,152	1,657,441	25.2	5,309,124	4,914,711	6,572,152	1,657,441	25.2	5,309,124
Utilities	2,006,059	2,198,497	192,438	8.8	1,972,006	2,006,059	2,198,497	192,438	8.8	1,972,006
Insurance and liability costs	1,445,495	1,185,542	(259,953)	(21.9)	2,061,665	1,445,495	1,185,542	(259,953)	(21.9)	2,061,665
Other expenses	1,246,263	2,159,089	912,826	42.3	1,644,023	1,246,263	2,159,089	912,826	42.3	1,644,023
Interest expense	4,709,902	4,917,963	208,061	4.2	4,996,695	4,709,902	4,917,963	208,061	4.2	4,996,695
Contribution to outside entities	101,712	313,608	211,896	67.6	328,172	101,712	313,608	211,896	67.6	328,172
Other non-operating expense	-	-	-	-	307,014	-	-	-	-	307,014
Total expense	68,276,091	77,519,453	9,243,362	11.9	72,327,316	68,276,091	77,519,453	9,243,362	11.9	72,327,316
Income (loss) before depreciation	7,044,903	7,495,424	(450,521)	(6.0)	5,379,758	7,044,903	7,495,424	(450,521)	(6.0)	5,379,758
Depreciation and amortization expense	18,415,158	18,349,113	(66,045)	(0.4)	17,773,397	18,415,158	18,349,113	(66,045)	(0.4)	17,773,397
Net income (loss) before transfers	(11,370,255)	(10,853,689)	(516,566)	(4.8)	(12,393,639)	(11,370,255)	(10,853,689)	(516,566)	(4.8)	(12,393,639)
Net transfers in (out)	(205,033)	-	(205,033)	-	627	(205,033)	-	(205,033)	-	627
Net income (loss)	\$ (11,575,288)	\$ (10,853,689)	\$ (721,599)	(6.6)	\$ (12,393,012)	\$ (11,575,288)	\$ (10,853,689)	\$ (721,599)	(6.6)	\$ (12,393,012)

¹ - Detailed schedule included.

Metro
Detailed Schedule of Contract, Sales Tax and Grant Revenue
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Contract, sales tax and grant revenue										
Missouri assistance										
City of St. Louis 1/2 cent	\$ 4,618,695	\$ 5,703,380	\$ (1,084,685)	(19.0)	\$ 5,028,340	\$ 4,618,695	\$ 5,703,380	\$ (1,084,685)	(19.0)	\$ 5,028,340
City of St. Louis 1/4 cent	2,384,721	2,635,370	(250,649)	(9.5)	2,353,380	2,384,721	2,635,370	(250,649)	(9.5)	2,353,380
City of St. Louis Prop M2 (1/4 cent)	2,225,915	2,109,797	116,118	5.5	1,862,370	2,225,915	2,109,797	116,118	5.5	1,862,370
Total City of St. Louis	<u>9,229,331</u>	<u>10,448,547</u>	<u>(1,219,216)</u>	<u>(11.7)</u>	<u>9,244,090</u>	<u>9,229,331</u>	<u>10,448,547</u>	<u>(1,219,216)</u>	<u>(11.7)</u>	<u>9,244,090</u>
St. Louis County 1/2 cent	2,287,918	12,057,893	(9,769,975)	(81.0)	10,826,539	2,287,918	12,057,893	(9,769,975)	(81.0)	10,826,539
St. Louis County 1/4 cent	9,713,620	10,580,011	(866,391)	(8.2)	9,495,827	9,713,620	10,580,011	(866,391)	(8.2)	9,495,827
St. Louis County Prop A (1/2 cent)	20,538,140	16,751,701	3,786,439	22.6	13,016,785	20,538,140	16,751,701	3,786,439	22.6	13,016,785
Total St. Louis County	<u>32,539,678</u>	<u>39,389,605</u>	<u>(6,849,927)</u>	<u>(17.4)</u>	<u>33,339,151</u>	<u>32,539,678</u>	<u>39,389,605</u>	<u>(6,849,927)</u>	<u>(17.4)</u>	<u>33,339,151</u>
East-West Gateway Council of Govts.	40,000	40,000	-	-	40,000	40,000	40,000	-	-	40,000
Non-capital projects and other	44,468	162,500	(118,032)	(72.6)	325,393	44,468	162,500	(118,032)	(72.6)	325,393
Total other local	<u>84,468</u>	<u>202,500</u>	<u>(118,032)</u>	<u>(58.3)</u>	<u>365,393</u>	<u>84,468</u>	<u>202,500</u>	<u>(118,032)</u>	<u>(58.3)</u>	<u>365,393</u>
State of Missouri	358,305	117,228	241,077	205.6	-	358,305	117,228	241,077	205.6	-
Total State of Missouri	<u>358,305</u>	<u>117,228</u>	<u>241,077</u>	<u>205.6</u>	<u>-</u>	<u>358,305</u>	<u>117,228</u>	<u>241,077</u>	<u>205.6</u>	<u>-</u>
Total Missouri assistance	<u>42,211,782</u>	<u>50,157,880</u>	<u>(7,946,098)</u>	<u>(15.8)</u>	<u>42,948,634</u>	<u>42,211,782</u>	<u>50,157,880</u>	<u>(7,946,098)</u>	<u>(15.8)</u>	<u>42,948,634</u>
Illinois assistance										
St. Clair Transit District	14,487,521	12,971,158	1,516,363	11.7	13,401,164	14,487,521	12,971,158	1,516,363	11.7	13,401,164
State of Illinois	(3,410)	408,161	(411,571)	(100.8)	381,336	(3,410)	408,161	(411,571)	(100.8)	381,336
Total Illinois assistance	<u>14,484,111</u>	<u>13,379,319</u>	<u>1,104,792</u>	<u>8.3</u>	<u>13,782,500</u>	<u>14,484,111</u>	<u>13,379,319</u>	<u>1,104,792</u>	<u>8.3</u>	<u>13,782,500</u>
Total local and state assistance	<u>56,695,893</u>	<u>63,537,199</u>	<u>(6,841,306)</u>	<u>(10.8)</u>	<u>56,731,134</u>	<u>56,695,893</u>	<u>63,537,199</u>	<u>(6,841,306)</u>	<u>(10.8)</u>	<u>56,731,134</u>
Federal assistance										
Vehicle maintenance	4,000,000	4,000,000	-	-	4,000,000	4,000,000	4,000,000	-	-	4,000,000
Non-capital grants (i.e. JARC)	112,512	994,849	(882,337)	(88.7)	1,476,674	112,512	994,849	(882,337)	(88.7)	1,476,674
Total federal assistance	<u>4,112,512</u>	<u>4,994,849</u>	<u>(882,337)</u>	<u>(17.7)</u>	<u>5,476,674</u>	<u>4,112,512</u>	<u>4,994,849</u>	<u>(882,337)</u>	<u>(17.7)</u>	<u>5,476,674</u>
Total contract, sales tax and grant revenue	<u>\$ 60,808,405</u>	<u>\$ 68,532,048</u>	<u>\$ (7,723,643)</u>	<u>(11.3)</u>	<u>\$ 62,207,808</u>	<u>\$ 60,808,405</u>	<u>\$ 68,532,048</u>	<u>\$ (7,723,643)</u>	<u>(11.3)</u>	<u>\$ 62,207,808</u>

Metro
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 30,437,637	\$ 32,709,999	\$ 2,272,362	6.9	\$ 29,144,359	\$ 30,437,637	\$ 32,709,999	\$ 2,272,362	6.9	\$ 29,144,359
Company paid benefits										
Payroll related taxes and insurance										
FICA	2,146,405	2,475,611	329,206	13.3	2,054,815	2,146,405	2,475,611	329,206	13.3	2,054,815
Unemployment insurance	20,001	22,578	2,577	11.4	20,361	20,001	22,578	2,577	11.4	20,361
Worker's compensation insurance	1,017,002	988,178	(28,824)	(2.9)	855,759	1,017,002	988,178	(28,824)	(2.9)	855,759
Health and welfare										
Medical	5,438,974	6,618,862	1,179,888	17.8	6,225,152	5,438,974	6,618,862	1,179,888	17.8	6,225,152
Dental	157,223	143,605	(13,618)	(9.5)	143,017	157,223	143,605	(13,618)	(9.5)	143,017
Other post employment benefits	430,552	402,064	(28,488)	(7.1)	579,268	430,552	402,064	(28,488)	(7.1)	579,268
Life insurance / AD&D	114,728	128,947	14,219	11.0	110,582	114,728	128,947	14,219	11.0	110,582
Short and long term disability	83,687	50,888	(32,799)	(64.5)	64,809	83,687	50,888	(32,799)	(64.5)	64,809
FMLA administration expense	15,845	14,740	(1,105)	(7.5)	16,299	15,845	14,740	(1,105)	(7.5)	16,299
EAP expense	9,751	9,158	(593)	(6.5)	8,903	9,751	9,158	(593)	(6.5)	8,903
Retirement										
Pension expense	4,426,008	3,072,758	(1,353,250)	(44.0)	2,972,394	4,426,008	3,072,758	(1,353,250)	(44.0)	2,972,394
401 K contributions	376,680	504,460	127,780	25.3	301,614	376,680	504,460	127,780	25.3	301,614
Other										
Uniform allowance	164,973	196,423	31,450	16.0	207,297	164,973	196,423	31,450	16.0	207,297
Miscellaneous benefits	8,725	5,473	(3,252)	(59.4)	7,689	8,725	5,473	(3,252)	(59.4)	7,689
Benefit costs applied to capital projects	(110,483)	(100,659)	9,824	9.8	(59,245)	(110,483)	(100,659)	9,824	9.8	(59,245)
Total company paid benefits	<u>14,300,071</u>	<u>14,533,086</u>	<u>233,015</u>	<u>1.6</u>	<u>13,508,714</u>	<u>14,300,071</u>	<u>14,533,086</u>	<u>233,015</u>	<u>1.6</u>	<u>13,508,714</u>
Total wages and benefits	<u>\$ 44,737,708</u>	<u>\$ 47,243,085</u>	<u>\$ 2,505,377</u>	<u>5.3</u>	<u>\$ 42,653,073</u>	<u>\$ 44,737,708</u>	<u>\$ 47,243,085</u>	<u>\$ 2,505,377</u>	<u>5.3</u>	<u>\$ 42,653,073</u>

Metro
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)

	Total	Revenue Fund	Operating Fund	Internally Restricted Fund	Prop M Fund	Prop A Fund	Sales Tax Capital Fund	Commodity Funds	Insurance Funds	Other Restricted Funds
Balance July 1, 2016										
Cash & Investments	\$ 180,688,305	\$ 1,050,513	\$ 30,856,120	\$ 15,721,800	\$ 53,962,726	\$ 25,134,093	\$ 21,329,461	\$ 5,006,258	\$ 18,493,769	\$ 9,133,565
Add :										
Passenger Fares	13,562,366	13,483,884	78,482	-	-	-	-	-	-	-
City of St. Louis	5,464,048	-	5,464,048	-	-	-	-	-	-	-
St. Louis County	2,560,374	-	2,560,375	-	-	-	(1)	-	-	-
State of Illinois	218,688	-	218,688	-	-	-	-	-	-	-
St. Clair County	11,861,946	-	11,861,946	-	-	-	-	-	-	-
FTA	22,291,845	-	22,291,845	-	-	-	-	-	-	-
Commodity Fund	3,117,846	-	3,117,846	-	-	-	-	-	-	-
All Other	7,827,806	-	7,658,943	1,974	72,242	25,315	15,702	-	53,630	-
Cash Receipts	66,906,027	13,483,884	53,253,281	1,974	72,242	25,315	15,701	-	53,630	-
Interfund Transfers	-	(13,690,000)	22,620,590	-	(9,044,239)	-	(2,245,409)	-	2,028,393	330,666
Less:										
Cash Disbursements	(88,135,145)	-	(80,447,211)	-	-	-	-	(618,842)	(7,068,919)	(173)
Balance September 30, 2016										
Cash & Investments	159,459,188	844,397	26,282,780	15,723,774	44,990,729	25,159,408	19,099,753	4,387,416	13,506,873	9,464,058
Less:										
Pre-Encumbrances & Restrictions										
Local Match - Approved Grants	37,079,728	-	-	-	35,000,339	-	2,079,389	-	-	-
- Grant Applications	9,754,548	-	-	-	9,754,548	-	-	-	-	-
- Long Range Capital Programs (1)	17,256,206	-	-	-	235,842	-	17,020,364	-	-	-
SIR Worker Comp Pledged Funds	2,405,000	-	-	-	-	-	-	-	2,405,000	-
Other Restrictions	92,963,706	844,397	26,282,780	15,723,774	-	25,159,408	-	4,387,416	11,101,873	9,464,058
Total Restrictions	159,459,188	844,397	26,282,780	15,723,774	44,990,729	25,159,408	19,099,753	4,387,416	13,506,873	9,464,058
Unencumbered Cash & Investments	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

(1) Restricted to finance obligations.

Metro
Cross County Metrolink Debt
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)

	<u>Total Trustee Statements</u>	<u>Revenue Funds</u>	<u>Debt Service Funds</u>	<u>Expense Funds</u>	<u>Debt Service Reserve Funds</u>
Balance at July 1, 2016					
Cash & investments	\$ 44,311,275	\$ -	\$ 11,229,123	\$ 71,440	\$ 33,010,712
Add cash receipts:					
St. Louis County sales tax - Prop M	11,600,273	11,600,273	-	-	-
St. Louis County sales tax - Prop A	23,259,502	23,259,502	-	-	-
St. Louis City sales tax - Prop M	2,681,231	2,681,231	-	-	-
St. Louis City sales tax - Prop M2	2,681,230	2,681,230	-	-	-
Interest received	93,235	3,950	7,670	52	81,563
Total cash receipts	40,315,471	40,226,186	7,670	52	81,563
Less fund disbursements:					
Expenses/Professional service fees	(5,175)	(5,175)	-	-	-
Realized gain/(loss)	(88,984)	-	-	-	(88,984)
Total disbursements	(94,159)	(5,175)	-	-	(88,984)
Interfund transfers:					
Transfer to General Revenue Fund	-	(7,246,173)	7,281,452	-	(35,279)
Total interfund transfers	-	(7,246,173)	7,281,452	-	(35,279)
Balance at September 30, 2016					
Cash & investments	<u>\$ 84,532,587</u>	<u>\$ 32,974,838</u>	<u>\$ 18,518,245</u>	<u>\$ 71,492</u>	<u>\$ 32,968,012</u>

Metro Transit
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information	
Receipts from customers	\$ 10,771,908		
Payments to employees	(46,887,196)	Noncash Activities:	
Payments to vendors	(16,993,608)	Interest received on capital lease	\$ 1,538,836
Payments for self-insurance	(16,550,007)	Interest accrued on capital lease	(1,538,836)
Receipts (payments) from inter-fund activity	<u>11,023,794</u>	Gain on disposal of fixed assets	550,298
		Deferred Loss Amortization	106,204
Net cash provided by (used in) operating activities	<u>(58,635,109)</u>		
Cash flows from non capital financing activities			
Operating assistance received	74,465,768		
Contributions to outside entities	(101,712)		
Nonoperating contributions	<u>382,214</u>		
Net cash provided by (used in) non capital financing activities	<u>74,746,270</u>		
Cash flows from capital and related financing activities			
Acquisitions of capital assets	(7,576,927)		
Contributed capital	<u>9,783,013</u>		
Cash flows from capital and related financing activities	<u>2,206,086</u>		
Cash flows from investing activities			
Purchases of investments	(23,268,077)		
Proceeds from sale of investments	25,982,993		
Interest received	<u>203,582</u>		
Net cash provided by (used in) investing activities	<u>2,918,498</u>		
Net increase (decrease) in cash and cash equivalents	21,235,745		
Cash and cash equivalents, beginning of year	<u>94,410,431</u>		
Cash and cash equivalents, year to date	<u>\$ 115,646,176</u>		

Metro
Schedule of Aged Receivables - Invoiced
September 30, 2016
(unaudited)

	<u>Less than 30 days</u>	<u>31-60 days</u>	<u>61-90 days</u>	<u>91-180 days</u>	<u>181-360 days</u>	<u>Over 361 days</u>	<u>Total</u>
Due from TMA Customers	\$ 3,990	\$ 18,784	\$ 4,068	\$ 36,781	\$ 13,272	\$ 21,869	\$ 98,764
Due from Call-A-Ride	204,670	816	190,939	-	-	-	396,425
Due from Advertising (Marketing)	9,224	-	20	20	-	-	9,264
Due from Leases and Rents	123,107	96	-	193	2,662	-	126,058
Due from Auxiliary Services/Others	534,909	-	-	1,127	-	272,998	809,034
Due from Grants (Accounting)	2,767,648	65,579	98,832	104,098	51,213	46,810	3,134,180
Due from Passes	663,229	3,083	19,700	14,723	323,562	-	1,024,297
Total	<u>\$ 4,306,777</u>	<u>\$ 88,358</u>	<u>\$ 313,559</u>	<u>\$ 156,942</u>	<u>\$ 390,709</u>	<u>\$ 341,677</u>	<u>\$ 5,598,022</u>

Metro
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2016
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Project #					
0034 Van Procurement FY04-FY08 (X204) 2	\$ 2,740,824	\$ 19,400	\$ 19,400	\$ 2,739,871	\$ 953
1237 CAR Van Replacement FY07	2,975,815	-	-	2,913,172	62,643
1279 Fare Collection System Upgrade/Replacement (06 Earmark)	31,584,490	828,929	828,929	25,848,750	5,735,740
1361 Radio System CAD/AVL	23,857,144	687,696	687,696	11,146,668	12,710,476
1530 Eads Bridge Rehab ARRA	25,338,774	-	-	25,338,774	-
1574 CAR Van Replacement	8,650,165	7,140	7,140	7,139,448	1,510,717
1666 Slope Stabilization z	4,097,297	-	-	4,088,949	8,348
1668 Embankment Erosion z	3,223,073	4,938	4,938	578,207	2,644,866
1708 Feeder Wire/Water Mitigation MO--12 z	1,058,564	-	-	708,420	350,144
1717 Non-Revenue Vehicles FY12 MO	1,734,811	-	-	1,517,317	217,494
1722 Missouri Slopes Stability z	1,144,600	-	-	809,969	334,631
1723 MO OCS Wire Rehab z	1,663,664	14,366	14,366	1,652,529	11,135
1734 EADS Bridge Rehab Phase II	29,708,943	275,198	275,198 #	17,735,184	11,973,759
1739 Downtown Transfer Center	10,497,420	1,108,513	1,108,513	2,674,317	7,823,103
1755 IT Systems Upgrade Yr 2 - FY13	1,425,750	771	771	576,222	849,528
1756 North County Transit Center	10,280,000	38,096 #	38,096	10,146,830	133,170
1817 Radio System Tower Sites	6,555,992	-	-	3,610,540	2,945,452
1834 Rail Tie Replacement Year 2 z	1,519,022	-	-	1,519,022	-
1844 Tactile Warning Strip Phase II z	1,547,255	-	-	1,025,066	522,189
1848 Articulated Buses	11,441,280	-	-	6,490,426	4,950,854
1855 Arch Bike Trail	1,105,000	15,289	15,289	296,548	808,452
1860 Bus Procurement Duluth	20,911,804	-	-	20,910,583	1,221
1862 North County Transit Phase II	2,200,481	11,535	11,535	1,664,683	535,798

Metro
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2016
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Projects continued					
1863 Bus Procurement Duluth II	\$ 11,273,734	\$ -	\$ -	\$ 10,893,680	\$ 380,054
1869 Phase 1 Audio Frequency Circuit	3,101,678	817,727	817,727	1,171,461	1,930,217
1875 Rail Tie Replace Year 3	z 1,927,270	-	-	1,927,270	-
1885 TOI Operation Management Software	2,859,367	20,923	20,923	627,881	2,231,486
1887 TOI Transit Business Intellegence	1,031,572	-	-	-	1,031,572
1905 Buses - FY13 CMAQ	18,565,431	-	-	18,206,956	358,475
1937 Innovative High School Career	z 2,129,435	-	-	-	2,129,435
1941 Duluth Piggyback III 40'	12,698,501	-	-	12,351,743	346,758
1955 Spruce Street Bridge	7,549,171	567,469	567,469	6,277,032	1,272,139
1959 Z-Gate Ped Barriers & Fence	1,257,938	(3,199)	(3,199)	289,785	968,153
1960 Rail ROW Repairs-MP 0-15.4 MO	1,905,200	-	-	66,474	1,838,726
1962 Elevator Rehab - 8 Units - MO	2,749,100	10,905	10,905	152,030	2,597,070
1973 Portable Bus Lifting System - MO	1,004,619	-	-	535,965	468,654
1983 DC to AC Rail Car Upgrades	22,500,000	-	-	-	22,500,000
1988 Ewing Wall Rehabilitation	10,037,743	2,693,128	2,693,128	3,600,476	6,437,267
1997 IL Bus Facility Rehabilitation	1,850,692	404,691	404,691	419,541	1,431,151
2000 Administrative Facility	1,604,600	-	-	1,022,606	581,994
2020 Feeder Wire-Water Mitigation	z 1,644,372	2,334	2,334	874,434	769,938
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	1,856,000	-	-	-	1,856,000
2054 Call-A-Ride Vans (7) FY15	2,161,300	-	-	-	2,161,300

Metro
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2016
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Projects continued					
2057 Non-Rev Vehicles (16) MO FY14	\$ 1,146,145	\$ -	\$ -	\$ -	\$ 1,146,145
2060 Boyle Street ML Station	12,998,985	90,632	90,632	133,982	12,865,003
2061 CWE ML Station Rehab	1,544,046	129	129	129	1,543,917
2070 DC to AC Propulsion YR 2	2,033,859	-	-	-	2,033,859
2077 Buses FY15 Bus Facility	3,615,724	-	-	-	3,615,724
2078 Buses FY14 CMAQ	5,210,000	-	-	-	5,210,000
2079 MO Buses	4,018,076	-	-	-	4,018,076
2081 Convention Center Escalator FY15 SGR	1,103,500	-	-	-	1,103,500
2094 CAR Vans (7) FY14 Fed Formula	1,479,456	-	-	-	1,479,456
2108 Buses (8) IDOT Reimburse SCCTD	3,792,738	-	-	-	3,792,738
2109 Union Station Tunnel	5,300,000	13,790	13,790	14,047	5,285,953
2113 TAM-EAM System Development	1,411,147	-	-	-	1,411,147
2116 FY16 Preventive Maintenance	z 20,000,000	20,000,000	20,000,000	20,000,000	-
2119 Buses - FY15 CMAQ	10,000,000	-	-	-	10,000,000
2122 Buses - FY16 Bus Facility	3,504,438	-	-	-	3,504,438
2125 CAR Van Replacement FY15 STP	1,000,000	-	-	-	1,000,000
All others	*z 34,110,006	1,388,491	1,388,491	11,667,009	22,442,997
Total active projects	\$ 432,719,597	\$ 29,018,891	\$ 29,018,891	\$ 243,433,681	\$ 189,285,916

* "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.



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St. Louis Downtown Airport

Three Months Ended September 30, 2016

Fast Facts

The St. Louis Downtown Airport is slated to receive a Federal Aviation Administration safety improvement project grant of \$850,000 for taxiway rehabilitation. The grant would help pay for the first phase of project.

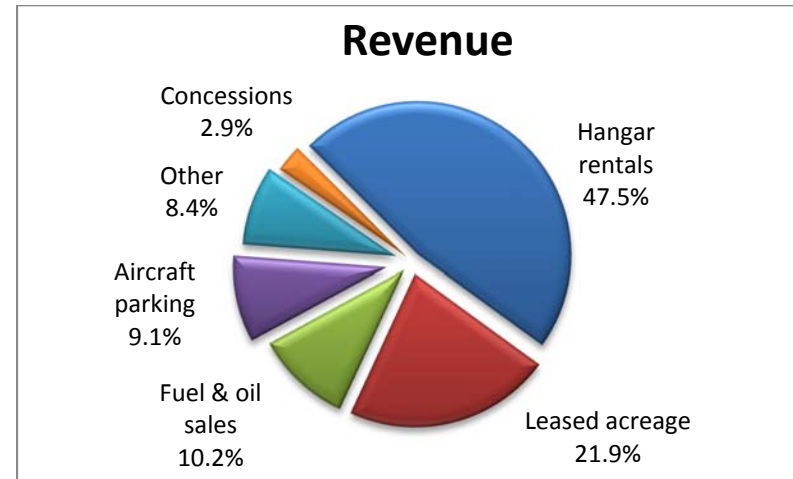
Fire Chief Michael Mavrogeorge has earned the prestigious designation as Chief Fire Officer by the Center for Public Safety Excellence, Commission on Professional Credentialing. To earn the designation, Mavrogeorge demonstrated a high level of competency, completed professional, educational, reached technical and community service achievements, and maintained high standards of performance, ethics and conduct.

The airport hosted the Legacy Flight Academy which offers a flight orientation program aimed at fostering an interest in aerospace careers among minority youth. The youth had the opportunity to pilot a plane themselves while on a short flight with a licensed pilot.

Financial Data

Loss before depreciation was \$38.4 thousand. This result is unfavorable compared to a net income of \$55.8 thousand in the prior fiscal year.

Revenue increased approximately \$19.6 thousand or 5.4% over prior year. Increased revenue is due to new hangar rental leases.



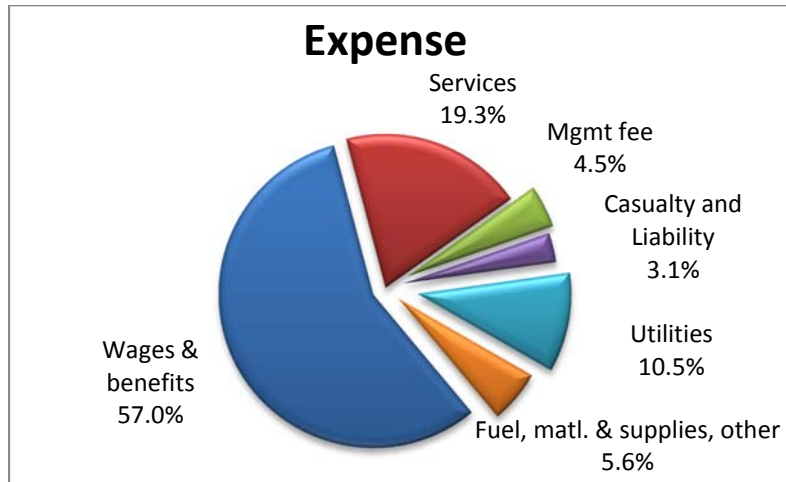
Total **Expense** is \$422.7 thousand. This is an increase of \$113.8 thousand and 36.8% over the prior year.

The increase year over year in total expense is related to **wages and benefits** and **services**. A Safety Management Specialist position was added to the Airport payroll in the fourth quarter of fiscal year 2016. The new position is reflected in the year over year increase in wages and benefits.

Services increased due to legal and consulting fees related to future airport initiatives.

St. Louis Downtown Airport

Three Months Ended September 30, 2016



Average based aircraft remains similar to prior year levels.

Aircraft movements increased 30.0% over the prior year while **fuel sales** decreased 20.9% over the prior year. Airport activity can vary because of the economy, weather conditions and special events.

Performance Data

Performance Indicators			
YTD	Fuel sales (gallons)	Aircraft movements	Avg. based aircraft
FY17 Actual	401,715	30,468	322
FY17 Budget	443,408	22,500	320
FY16 Actual	507,575	23,433	329

St. Louis Downtown Airport
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 487,510	\$ 607,682	\$ (120,172)	(19.8)	\$ 660,851	\$ (173,341)	(26.2)
Accounts and notes receivable	128,571	41,618	86,953	208.9	59,037	69,534	117.8
Interfund accounts receivable	259,160	153,954	105,206	68.3	15,907	243,253	n/a
Materials and supplies inventory	61,592	61,592	-	-	61,584	8	-
Other current assets	78,026	16,111	61,915	384.3	54,259	23,767	43.8
Total current assets	<u>1,014,859</u>	<u>880,957</u>	<u>133,902</u>	15.2	<u>851,638</u>	<u>163,221</u>	19.2
Capital assets							
Capital assets	52,803,944	52,803,944	-	-	52,728,214	75,730	0.1
Accumulated depreciation	(34,817,960)	(34,443,521)	(374,439)	(1.1)	(33,277,896)	(1,540,064)	(4.6)
Total capital assets, net	<u>17,985,984</u>	<u>18,360,423</u>	<u>(374,439)</u>	(2.0)	<u>19,450,318</u>	<u>(1,464,334)</u>	(7.5)
Land							
Land	4,542,564	4,542,564	-	-	4,542,564	-	-
Construction-in-process	48,404	18,887	29,517	156.3	144,887	(96,483)	(66.6)
Total capital assets	<u>22,576,952</u>	<u>22,921,874</u>	<u>(344,922)</u>	(1.5)	<u>24,137,769</u>	<u>(1,560,817)</u>	(6.5)
Non-current assets							
Deferred charges	13,275	5,883	7,392	125.7	16,653	(3,378)	(20.3)
Total non-current assets	<u>13,275</u>	<u>5,883</u>	<u>7,392</u>	125.7	<u>16,653</u>	<u>(3,378)</u>	(20.3)
Total assets	<u>23,605,086</u>	<u>23,808,714</u>	<u>(203,628)</u>	(0.9)	<u>25,006,060</u>	<u>(1,400,974)</u>	(5.6)
Total	<u>\$ 23,605,086</u>	<u>\$ 23,808,714</u>	<u>\$ (203,628)</u>	(0.9)	<u>\$ 25,006,060</u>	<u>\$ (1,400,974)</u>	(5.6)

St. Louis Downtown Airport
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 6,275	\$ 16,338	\$ (10,063)	(61.6)	\$ 15,703	\$ (9,428)	(60.0)
Interfund accounts payable	422,738	238,219	184,519	77.5	5,870	416,868	n/a
Accrued expenses	65,200	65,200	-	-	53,308	11,892	22.3
Other current liabilities	7,484	3,063	4,421	144.3	3,812	3,672	96.3
Total current liabilities	<u>501,697</u>	<u>322,820</u>	<u>178,877</u>	55.4	<u>78,693</u>	<u>423,004</u>	537.5
Non-current liabilities							
Other post-employment benefits	279,322	277,007	2,315	0.8	349,957	(70,635)	(20.2)
Long-term insurance	27,154	27,154	-	-	28,991	(1,837)	(6.3)
Unfunded pension liabilities	153,620	153,620	-	-	183,752	(30,132)	(16.4)
Total non-current liabilities	<u>460,096</u>	<u>457,781</u>	<u>2,315</u>	0.5	<u>562,700</u>	<u>(102,604)</u>	(18.2)
Total liabilities	<u>961,793</u>	<u>780,601</u>	<u>181,192</u>	23.2	<u>641,393</u>	<u>320,400</u>	50.0
Net Position							
Net position - capital investments	22,604,107	32,954,818	(10,350,711)	(31.4)	32,880,637	(10,276,530)	(31.3)
Net position - unrestricted	452,047	(8,179,768)	8,631,815	105.5	(8,179,768)	8,631,815	105.5
Net income (loss)	(412,861)	(1,746,937)	1,334,076	76.4	(336,202)	(76,659)	(22.8)
Total net position	<u>22,643,293</u>	<u>23,028,113</u>	<u>(384,820)</u>	(1.7)	<u>24,364,667</u>	<u>(1,721,374)</u>	(7.1)
Total	<u>\$ 23,605,086</u>	<u>\$ 23,808,714</u>	<u>\$ (203,628)</u>	(0.9)	<u>\$ 25,006,060</u>	<u>\$ (1,400,974)</u>	(5.6)

St. Louis Downtown Airport
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Airport parking	\$ 34,798	\$ 34,853	\$ (55)	(0.2)	\$ 34,838	\$ 34,798	\$ 34,853	\$ (55)	(0.2)	\$ 34,838
Leased acreage	84,134	43,169	40,965	94.9	98,656	84,134	43,169	40,965	94.9	98,656
Hangar rental	182,861	202,553	(19,692)	(9.7)	149,082	182,861	202,553	(19,692)	(9.7)	149,082
Aviation sales flowage	39,083	44,341	(5,258)	(11.9)	46,260	39,083	44,341	(5,258)	(11.9)	46,260
Other operating revenue	27,473	22,514	4,959	22.0	21,103	27,473	22,514	4,959	22.0	21,103
Concessions	11,286	28,790	(17,504)	(60.8)	12,791	11,286	28,790	(17,504)	(60.8)	12,791
Service fee revenue	4,220	50	4,170	8,340.0	-	4,220	50	4,170	8,340.0	-
Interest income	455	84	371	441.7	1,981	455	84	371	441.7	1,981
Total revenue	<u>384,310</u>	<u>376,354</u>	<u>7,956</u>	<u>2.1</u>	<u>364,711</u>	<u>384,310</u>	<u>376,354</u>	<u>7,956</u>	<u>2.1</u>	<u>364,711</u>
Expense										
Wages and benefits ¹	241,382	252,248	10,866	4.3	200,361	241,382	252,248	10,866	4.3	200,361
Services	81,512	28,945	(52,567)	(181.6)	21,668	81,512	28,945	(52,567)	(181.6)	21,668
Fuel and lube consumed	5,105	6,768	1,663	24.6	5,370	5,105	6,768	1,663	24.6	5,370
Materials and supplies	26,040	30,435	4,395	14.4	13,981	26,040	30,435	4,395	14.4	13,981
Utilities	44,222	48,664	4,442	9.1	37,766	44,222	48,664	4,442	9.1	37,766
Insurance and liability costs	12,918	17,895	4,977	27.8	16,135	12,918	17,895	4,977	27.8	16,135
Other expenses	11,555	16,643	5,088	30.6	13,665	11,555	16,643	5,088	30.6	13,665
Total expense	<u>422,734</u>	<u>401,598</u>	<u>(21,136)</u>	<u>(5.3)</u>	<u>308,946</u>	<u>422,734</u>	<u>401,598</u>	<u>(21,136)</u>	<u>(5.3)</u>	<u>308,946</u>
Income (loss) before depreciation	<u>(38,424)</u>	<u>(25,244)</u>	<u>(13,180)</u>	<u>(52.2)</u>	<u>55,765</u>	<u>(38,424)</u>	<u>(25,244)</u>	<u>(13,180)</u>	<u>(52.2)</u>	<u>55,765</u>
Depreciation and amortization expense	<u>374,437</u>	<u>387,106</u>	<u>12,669</u>	<u>3.3</u>	<u>391,967</u>	<u>374,437</u>	<u>387,106</u>	<u>12,669</u>	<u>3.3</u>	<u>391,967</u>
Net income (loss)	<u>\$ (412,861)</u>	<u>\$ (412,350)</u>	<u>\$ (511)</u>	<u>(0.1)</u>	<u>\$ (336,202)</u>	<u>\$ (412,861)</u>	<u>\$ (412,350)</u>	<u>\$ (511)</u>	<u>(0.1)</u>	<u>\$ (336,202)</u>

¹ - Detailed schedule included.

St. Louis Downtown Airport
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 153,083	\$ 168,780	\$ 15,697	9.3	\$ 136,715	\$ 153,083	\$ 168,780	\$ 15,697	9.3	\$ 136,715
Company paid benefits										
Payroll related taxes and insurance										
FICA	10,896	12,912	2,016	15.6	9,694	10,896	12,912	2,016	15.6	9,694
Unemployment insurance	39	315	276	87.6	91	39	315	276	87.6	91
Worker's compensation insurance	20,609	7,936	(12,673)	(159.7)	8,769	20,609	7,936	(12,673)	(159.7)	8,769
Health and welfare										
Medical	28,279	24,300	(3,979)	(16.4)	26,399	28,279	24,300	(3,979)	(16.4)	26,399
Dental	748	765	17	2.2	667	748	765	17	2.2	667
Other post employment benefits	2,315	6,097	3,782	62.0	2,897	2,315	6,097	3,782	62.0	2,897
Life insurance / AD&D	237	185	(52)	(28.1)	199	237	185	(52)	(28.1)	199
Short and long term disability	1,272	1,186	(86)	(7.3)	1,074	1,272	1,186	(86)	(7.3)	1,074
FMLA administration expense	79	79	-	-	78	79	79	-	-	78
EAP expense	52	51	(1)	(2.0)	47	52	51	(1)	(2.0)	47
Retirement										
Pension expense	10,669	13,473	2,804	20.8	3,552	10,669	13,473	2,804	20.8	3,552
401 K contributions	10,901	15,670	4,769	30.4	8,845	10,901	15,670	4,769	30.4	8,845
Other										
Uniform allowance	2,203	499	(1,704)	(341.5)	1,334	2,203	499	(1,704)	(341.5)	1,334
Total company paid benefits	<u>88,299</u>	<u>83,468</u>	<u>(4,831)</u>	<u>(5.8)</u>	<u>63,646</u>	<u>88,299</u>	<u>83,468</u>	<u>(4,831)</u>	<u>(5.8)</u>	<u>63,646</u>
Total wages and benefits	<u>\$ 241,382</u>	<u>\$ 252,248</u>	<u>\$ 10,866</u>	<u>4.3</u>	<u>\$ 200,361</u>	<u>\$ 241,382</u>	<u>\$ 252,248</u>	<u>\$ 10,866</u>	<u>4.3</u>	<u>\$ 200,361</u>

St. Louis Downtown Airport
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Revenue Fund</u>	<u>Investments Operating Fund</u>	<u>Other Restricted Funds</u>
Balance at July 1, 2016				
Cash & Investments	\$ 607,682	\$ 123,652	\$ 207,023	\$ 277,007
Add:				
Customer payments	334,913	334,913	-	-
Interest received	454	12	442	-
Total cash receipts	<u>335,367</u>	<u>334,925</u>	<u>442</u>	<u>-</u>
Interfund transfers	-	(405,550)	403,235	2,315
Less:				
Cash disbursements	(455,539)	(782)	(454,757)	-
Total cash disbursements	<u>(455,539)</u>	<u>(782)</u>	<u>(454,757)</u>	<u>-</u>
Balance at September 30, 2016				
Cash & Investments	<u>\$ 487,510</u>	<u>\$ 52,245</u>	<u>\$ 155,943</u>	<u>\$ 279,322</u>

St. Louis Downtown Airport
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 289,510	
Payments to employees	(239,067)	Noncash Activities:
Payments to vendors	(216,773)	None
Payments for self-insurance	(12,918)	
Receipts (payments) from inter-fund activity	<u>60,097</u>	
Net cash provided by (used in) operating activities	<u>(119,151)</u>	
Cash flows from non capital financing activities		
None		
Cash flows from capital and related financing activities		
Acquisitions of capital assets	(29,517)	
Contributed capital	<u>28,041</u>	
Cash flows from capital and related financing activities	<u>(1,476)</u>	
Cash flows from investing activities		
Interest received	<u>455</u>	
Net cash provided by (used in) investing activities	<u>455</u>	
Net increase (decrease) in cash and cash equivalents	(120,172)	
Cash and cash equivalents, beginning of year	<u>607,682</u>	
Cash and cash equivalents, year to date	<u>\$ 487,510</u>	

St. Louis Downtown Airport
Schedule of Aged Receivables - Invoiced
September 30, 2016
(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
Aviation Business Corporation	\$ 5,290	\$ 165	\$ 2,106	\$ 3,059	\$ -	\$ -	\$ 10,620
Charlie Booth	230	230	-	690	1,380	1,610	4,140
Fostaire Helicopters	2,000	-	-	-	-	-	2,000
Helicopters Inc.	2,025	(747)	356	-	-	-	1,634
Ideal Aviation Illinois, LLC	16,499	3,631	-	-	2,021	-	22,151
Jet Aviation, Cahokia, IL	64,559	-	-	-	-	-	64,559
Jet Aviation - Teterboro, NJ	10,358	-	-	1,000	-	-	11,358
Midwest Aviation	1,106	-	-	-	-	-	1,106
Parks Aviation Holdings LLC	6,076	-	-	-	-	-	6,076
William Wilson	230	230	-	690	1,150	-	2,300
Subtotal	108,373	3,509	2,462	5,439	4,551	1,610	125,944
All other customers	2,862	(580)	(2,707)	(344)	(180)	271	(678)
Total	\$ 111,235	\$ 2,929	\$ (245)	\$ 5,095	\$ 4,371	\$ 1,881	\$ 125,266

St. Louis Downtown Airport
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2016
(unaudited)

Description	<u>Budget</u>	<u>Current</u>	<u>Year-To-Date</u>	<u>Life-To-Date</u>	<u>Balance</u>
Runup taxiway,pad,enclosure	\$ 5,037,000	\$ -	\$ -	\$ -	\$ 5,037,000
Earthwork - Grade Ditch Parallel to Main Runway	x 755,490	-	-	724,820	30,670
Environmental Assessment and ALP	165,000	29,517	29,517	29,517	135,483
Terminal Roof Replacement	x 144,700	-	-	129,773	14,927
Air Condition units on terminal	52,000	-	-	-	52,000
Airport signage	36,000	-	-	-	36,000
Total St. Louis Downtown Airport	<u>\$ 6,190,190</u>	<u>\$ 29,517</u>	<u>\$ 29,517</u>	<u>\$ 884,110</u>	<u>\$ 5,306,080</u>

x Projects are carryover from prior year.



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Riverfront Attractions

Three Months Ended September 30, 2016

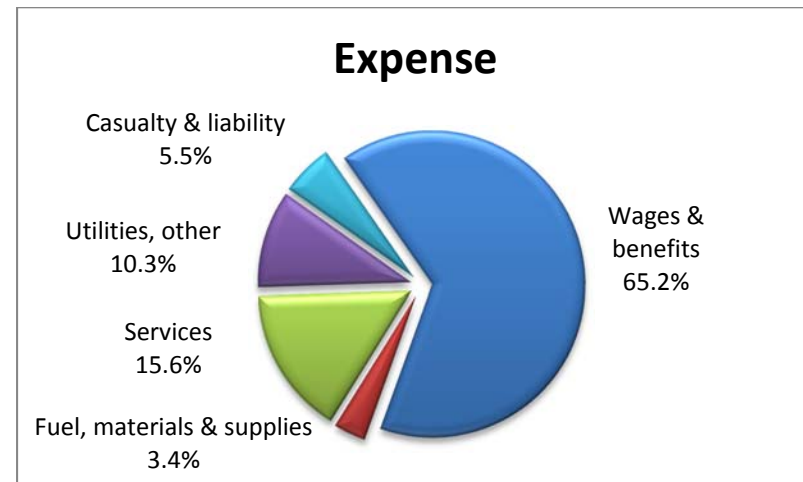
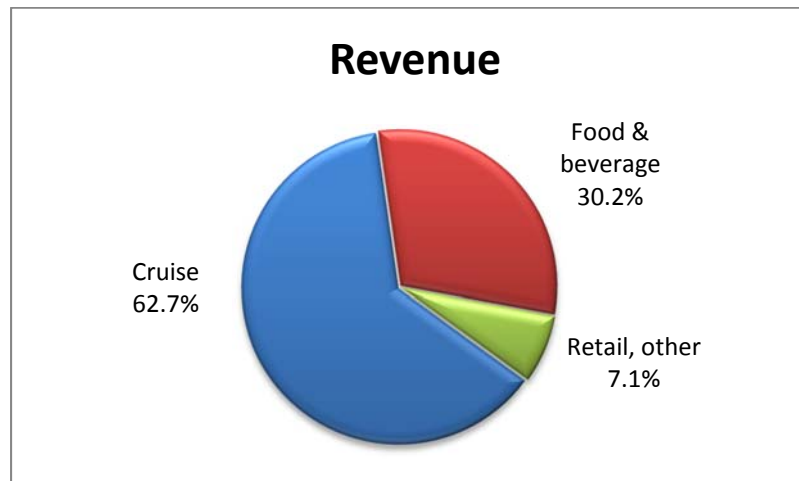
Fast Facts

Riverfront Attractions includes the Tom Sawyer and Becky Thatcher riverboats which feature sightseeing, dinner, and specialty cruises, a gift shop, snack bar, and photography sales. There is also leased heliport operations.

Financial Data

Income before depreciation for Riverfront Attractions is \$499.9 thousand compared to \$9.8 thousand in the prior year. This year's cruises were not limited by heavy flooding.

Revenue is \$1.3 million, which is more than 200% greater than prior year receipts for the same period.



Total Expense is \$822.7 thousand and is up from \$572.4 thousand last year. Costs were lower in fiscal year 2015 due to savings realized by not utilizing seasonal employees and less food purchases for dinner cruises not taken. These savings are variable costs which are only incurred when the boats are actively running cruises.

Services expense for the first quarter includes interpretive service invoices for the current year as well as additional invoices for the prior fiscal year.

The increase in **materials and supplies** over the prior year reflects the additional cost of consumable goods related to the increase number of dinner cruises in the current fiscal year.

Riverfront Attractions

Three Months Ended September 30, 2016

Performance Data

Performance Indicators			
YTD	Passengers	Cruises	Passengers per Cruise
FY17 Actual	53,292	442	121
FY17 Budget	58,610	447	131
FY16 Actual	29,308	247	119

Total **riverboat passengers and cruises** are up approximately 80% over the prior year due to fewer flooding issues. The performance data indicates the passenger attendance for cruises in both years remains constant and when cruises occur they are well attended.

Riverfront Attractions
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 11,724	\$ 93,263	\$ (81,539)	(87.4)	\$ 42,988	\$ (31,264)	(72.7)
Accounts and notes receivable	16,725	19,415	(2,690)	(13.9)	10,535	6,190	58.8
Interfund accounts receivable	143,946	530,991	(387,045)	(72.9)	4,123	139,823	n/a
Materials and supplies inventory	40,986	39,773	1,213	3.0	45,280	(4,294)	(9.5)
Other current assets	107,691	-	107,691	n/a	114,771	(7,080)	(6.2)
Total current assets	<u>321,072</u>	<u>683,442</u>	<u>(362,370)</u>	(53.0)	<u>217,697</u>	<u>103,375</u>	47.5
Capital assets							
Capital assets	5,187,190	5,187,190	-	-	5,165,207	21,983	0.4
Accumulated depreciation	(3,716,798)	(3,651,948)	(64,850)	(1.8)	(3,403,919)	(312,879)	(9.2)
Total capital assets, net	<u>1,470,392</u>	<u>1,535,242</u>	<u>(64,850)</u>	(4.2)	<u>1,761,288</u>	<u>(290,896)</u>	(16.5)
Total capital assets	<u>1,470,392</u>	<u>1,535,242</u>	<u>(64,850)</u>	(4.2)	<u>1,761,288</u>	<u>(290,896)</u>	(16.5)
Total assets	<u>1,791,464</u>	<u>2,218,684</u>	<u>(427,220)</u>	(19.3)	<u>1,978,985</u>	<u>(187,521)</u>	(9.5)
Total	<u><u>\$ 1,791,464</u></u>	<u><u>\$ 2,218,684</u></u>	<u><u>\$ (427,220)</u></u>	(19.3)	<u><u>\$ 1,978,985</u></u>	<u><u>\$ (187,521)</u></u>	(9.5)

Riverfront Attractions
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 21,626	\$ 49,148	\$ (27,522)	(56.0)	\$ 33,861	\$ (12,235)	(36.1)
Interfund accounts payable	581,455	1,396,340	(814,885)	(58.4)	1,097,987	(516,532)	(47.0)
Accrued expenses	108,427	106,000	2,427	2.3	89,803	18,624	20.7
Other current liabilities	93,416	119,075	(25,659)	(21.5)	343,389	(249,973)	(72.8)
Total current liabilities	<u>804,924</u>	<u>1,670,563</u>	<u>(865,639)</u>	(51.8)	<u>1,565,040</u>	<u>(760,116)</u>	(48.6)
Non-current liabilities							
Other post-employment benefits	300,408	297,021	3,387	1.1	374,019	(73,611)	(19.7)
Long-term insurance	33,654	33,654	-	-	33,654	-	-
Unfunded pension liabilities	793,381	793,381	-	-	449,172	344,209	76.6
Total non-current liabilities	<u>1,127,443</u>	<u>1,124,056</u>	<u>3,387</u>	0.3	<u>856,845</u>	<u>270,598</u>	31.6
Total liabilities	<u>1,932,367</u>	<u>2,794,619</u>	<u>(862,252)</u>	(30.9)	<u>2,421,885</u>	<u>(489,518)</u>	(20.2)
Net Position							
Net position - capital investments	1,504,045	254,907	1,249,138	490.0	254,907	1,249,138	490.0
Net position - unrestricted	(2,079,981)	(621,083)	(1,458,898)	(234.9)	(621,083)	(1,458,898)	(234.9)
Net income (loss)	435,033	(209,759)	644,792	307.4	(76,724)	511,757	667.0
Total net position	<u>(140,903)</u>	<u>(575,935)</u>	<u>435,032</u>	75.5	<u>(442,900)</u>	<u>301,997</u>	68.2
Total	<u>\$ 1,791,464</u>	<u>\$ 2,218,684</u>	<u>\$ (427,220)</u>	(19.3)	<u>\$ 1,978,985</u>	<u>\$ (187,521)</u>	(9.5)

Riverfront Attractions
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Cruise	\$ 829,782	\$ 926,360	\$ (96,578)	(10.4)	\$ 394,354	\$ 829,782	\$ 926,360	\$ (96,578)	(10.4)	\$ 394,354
Food and beverage	399,300	413,930	(14,630)	(3.5)	148,086	399,300	413,930	(14,630)	(3.5)	148,086
Retail	56,009	49,600	6,409	12.9	20,938	56,009	49,600	6,409	12.9	20,938
Other operating revenue	44,225	38,514	5,711	14.8	31,475	44,225	38,514	5,711	14.8	31,475
Sales discount	(6,750)	(8,205)	1,455	17.7	(12,625)	(6,750)	(8,205)	1,455	17.7	(12,625)
Total revenue	<u>1,322,566</u>	<u>1,420,199</u>	<u>(97,633)</u>	<u>(6.9)</u>	<u>582,228</u>	<u>1,322,566</u>	<u>1,420,199</u>	<u>(97,633)</u>	<u>(6.9)</u>	<u>582,228</u>
Expense										
Wages and benefits ¹	416,034	406,821	(9,213)	(2.3)	279,247	416,034	406,821	(9,213)	(2.3)	279,247
Services	99,891	65,206	(34,685)	(53.2)	86,063	99,891	65,206	(34,685)	(53.2)	86,063
Fuel and lube consumed	21,951	25,600	3,649	14.3	11,133	21,951	25,600	3,649	14.3	11,133
Materials and supplies	183,659	243,026	59,367	24.4	111,906	183,659	243,026	59,367	24.4	111,906
Utilities	25,878	22,355	(3,523)	(15.8)	19,425	25,878	22,355	(3,523)	(15.8)	19,425
Insurance and liability costs	35,163	45,499	10,336	22.7	37,406	35,163	45,499	10,336	22.7	37,406
Other expenses	40,106	33,074	(7,032)	(21.3)	27,209	40,106	33,074	(7,032)	(21.3)	27,209
Total expense	<u>822,682</u>	<u>841,581</u>	<u>18,899</u>	<u>2.2</u>	<u>572,389</u>	<u>822,682</u>	<u>841,581</u>	<u>18,899</u>	<u>2.2</u>	<u>572,389</u>
Income (loss) before depreciation	<u>499,884</u>	<u>578,618</u>	<u>(78,734)</u>	<u>(13.6)</u>	<u>9,839</u>	<u>499,884</u>	<u>578,618</u>	<u>(78,734)</u>	<u>(13.6)</u>	<u>9,839</u>
Depreciation and amortization expense	<u>64,851</u>	<u>78,854</u>	<u>14,003</u>	<u>17.8</u>	<u>86,563</u>	<u>64,851</u>	<u>78,854</u>	<u>14,003</u>	<u>17.8</u>	<u>86,563</u>
Net income (loss)	<u>\$ 435,033</u>	<u>\$ 499,764</u>	<u>\$ (64,731)</u>	<u>(13.0)</u>	<u>\$ (76,724)</u>	<u>\$ 435,033</u>	<u>\$ 499,764</u>	<u>\$ (64,731)</u>	<u>(13.0)</u>	<u>\$ (76,724)</u>

¹ - Detailed schedule included.

Riverfront Attractions
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 323,175	\$ 312,564	\$ (10,611)	(3.4)	\$ 211,769	\$ 323,175	\$ 312,564	\$ (10,611)	(3.4)	\$ 211,769
Company paid benefits										
Payroll related taxes and insurance										
FICA	23,180	23,912	732	3.1	15,312	23,180	23,912	732	3.1	15,312
Unemployment insurance	2,026	3,538	1,512	42.7	1,088	2,026	3,538	1,512	42.7	1,088
Worker's compensation insurance	734	2,181	1,447	66.3	725	734	2,181	1,447	66.3	725
Health and welfare										
Medical	21,955	25,138	3,183	12.7	20,211	21,955	25,138	3,183	12.7	20,211
Dental	891	785	(106)	(13.5)	775	891	785	(106)	(13.5)	775
Other post employment benefits	3,388	5,563	2,175	39.1	2,906	3,388	5,563	2,175	39.1	2,906
Life insurance / AD&D	263	190	(73)	(38.4)	213	263	190	(73)	(38.4)	213
Short and long term disability	1,466	1,220	(246)	(20.2)	1,141	1,466	1,220	(246)	(20.2)	1,141
FMLA administration expense	531	81	(450)	(555.6)	476	531	81	(450)	(555.6)	476
EAP expense	55	53	(2)	(3.8)	47	55	53	(2)	(3.8)	47
Retirement										
Pension expense	30,527	13,911	(16,616)	(119.4)	19,797	30,527	13,911	(16,616)	(119.4)	19,797
401 K contributions	6,580	16,123	9,543	59.2	4,787	6,580	16,123	9,543	59.2	4,787
Other										
Uniform allowance	1,263	1,562	299	19.1	-	1,263	1,562	299	19.1	-
Total company paid benefits	<u>92,859</u>	<u>94,257</u>	<u>1,398</u>	<u>1.5</u>	<u>67,478</u>	<u>92,859</u>	<u>94,257</u>	<u>1,398</u>	<u>1.5</u>	<u>67,478</u>
Total wages and benefits	<u>\$ 416,034</u>	<u>\$ 406,821</u>	<u>\$ (9,213)</u>	<u>(2.3)</u>	<u>\$ 279,247</u>	<u>\$ 416,034</u>	<u>\$ 406,821</u>	<u>\$ (9,213)</u>	<u>(2.3)</u>	<u>\$ 279,247</u>

Riverfront Attractions
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>	<u>Change Fund</u>
Balance at July 1, 2016			
Cash & Investments	\$ 93,263	\$ 87,363	\$ 5,900
Add:			
Revenue receipts	<u>1,697,830</u>	<u>1,697,830</u>	<u>-</u>
Total cash receipts	1,697,830	1,697,830	-
Interfund transfers	-	-	-
Less:			
Transfers to Executive Services	(1,376,107)	(1,376,107)	-
Transfers to Internal Service Fund - Health	(396,809)	(396,809)	-
Cash disbursements	<u>(6,453)</u>	<u>(6,453)</u>	<u>-</u>
Total cash disbursements	(1,779,369)	(1,779,369)	-
Balance at September 30, 2016			
Cash & Investments	<u>\$ 11,724</u>	<u>\$ 5,824</u>	<u>\$ 5,900</u>

Riverfront Attractions
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 1,325,255	
Payments to employees	(410,220)	Noncash Activities:
Payments to vendors	(533,571)	None
Payments for self-insurance	(35,163)	
Receipts (payments) from inter-fund activity	<u>(427,840)</u>	
Net cash provided by (used in) operating activities	<u>(81,539)</u>	
 Cash flows from non capital financing activities		
None		
 Cash flows from capital and related financing activities		
None		
 Cash flows from investing activities		
None		
 Net increase (decrease) in cash and cash equivalents	 (81,539)	
 Cash and cash equivalents, beginning of year	 <u>93,263</u>	
 Cash and cash equivalents, year to date	 <u>\$ 11,724</u>	

Riverfront Attractions
Capital Expenditures for Active Projects
For the Quarter Ended September 30, 2016
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Riverboat Gangway	\$ 121,052	\$ -	\$ -	\$ 106,768	\$ 14,284
Becky Thatcher Engines Overhaul	80,000	-	-	-	80,000
Total Riverfront Attractions	<u>\$ 201,052</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 106,768</u>	<u>\$ 94,284</u>

x Projects are carryover from prior year.



ST LOUIS REGIONAL
FREIGHTWAY

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St. Louis Regional Freightway

Three Months Ended September 30, 2016

Fast Facts

St. Louis Regional Freightway hosted a freight economy roundtable featuring Gregory Nadeau, U.S. DOT Federal Highway Administrator. It was Nadeau's 24th and final national roundtable of the year. More than 100 participants discussed a variety of freight topics including how the region will direct infrastructure investments to make freight movement faster, safer and more efficient.

The President and Chief Executive Officer of the Port of New Orleans was the guest speaker at a luncheon hosted by the St. Louis Regional Freightway. The lunch forum focused on how the St. Louis region can create economic growth opportunities through the inland port system. The St. Louis region is host to the third largest inland port and has approximately 105 million tons of cargo pass through the region annually.

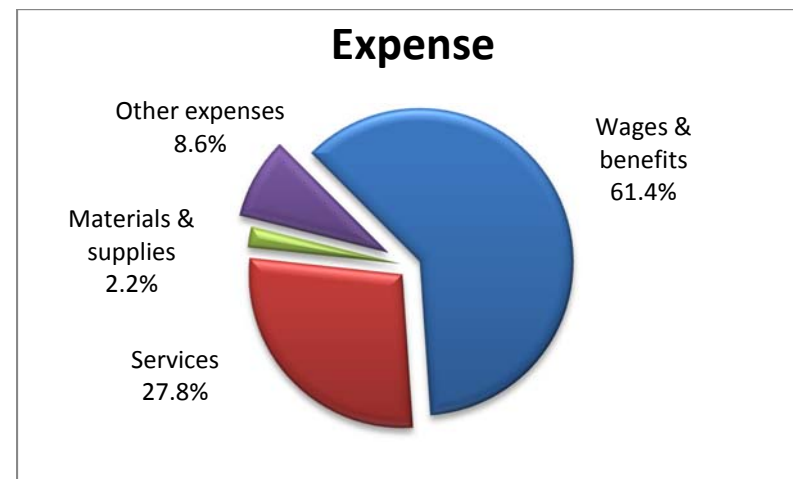
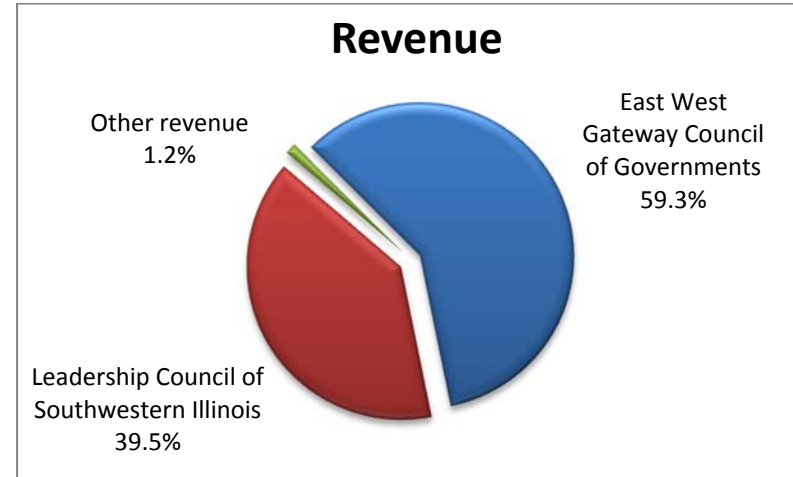
Mary Lamie, Executive Director of the St. Louis Regional Freightway, gave a presentation at the Progress 64 West meeting about the potential for the region to leverage its location and multimodal cargo transporting assets. She was also a guest speaker at the Riverbend Women's Association, speaking on success in business.

Financial Data

Net loss for the St. Louis Regional Freightway for the three months ended September 30, 2016 was \$60.0 thousand.

Revenue of \$63.3 thousand includes Partnership Revenue Fees from East-West Gateway Council of Governments and the Leadership Council of Southwestern Illinois.

Expense of \$123.3 thousand includes compensation of \$75.8 thousand and services of \$34.3 thousand.



**St. Louis Regional Freightway
Quarterly Statement of Net Position
September 30, 2016
(unaudited)**

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 30,000	\$ 6,036	\$ 23,964	397.0	\$ -	\$ 30,000	n/a
Accounts and notes receivable	1,857	152,775	(150,918)	(98.8)	86,683	(84,826)	(97.9)
Interfund accounts receivable	18,166	11,853	6,313	53.3	-	18,166	n/a
Total current assets	<u>50,023</u>	<u>170,664</u>	<u>(120,641)</u>	(70.7)	<u>86,683</u>	<u>(36,660)</u>	(42.3)
Total assets	<u>50,023</u>	<u>170,664</u>	<u>(120,641)</u>	(70.7)	<u>86,683</u>	<u>(36,660)</u>	(42.3)
Total	<u>\$ 50,023</u>	<u>\$ 170,664</u>	<u>\$ (120,641)</u>	(70.7)	<u>\$ 86,683</u>	<u>\$ (36,660)</u>	(42.3)

St. Louis Regional Freightway
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ -	\$ 4,750	\$ (4,750)	(100.0)	\$ -	\$ -	n/a
Interfund accounts payable	276,617	295,798	(19,181)	(6.5)	48,042	228,575	475.8
Accrued expenses	6,900	6,900	-	-	-	6,900	n/a
Other current liabilities	37,500	74,824	(37,324)	(49.9)	-	37,500	n/a
Total current liabilities	321,017	382,272	(61,255)	(16.0)	48,042	272,975	568.2
Non-current liabilities							
Other post-employment benefits	639	-	639	n/a	862	(223)	(25.9)
Unfunded pension liabilities	11,853	11,853	-	-	-	11,853	n/a
Total non-current liabilities	12,492	11,853	639	5.4	862	11,630	n/a
Total liabilities	333,509	394,125	(60,616)	(15.4)	48,904	284,605	582.0
Net Position							
Net position - unrestricted	(223,461)	-	(223,461)	n/a	-	(223,461)	n/a
Net income (loss)	(60,025)	(223,461)	163,436	73.1	37,779	(97,804)	(258.9)
Total net position	(283,486)	(223,461)	(60,025)	(26.9)	37,779	(321,265)	(850.4)
Total	\$ 50,023	\$ 170,664	\$ (120,641)	(70.7)	\$ 86,683	\$ (36,660)	(42.3)

St. Louis Regional Freightway
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(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	\$ 43,750	\$ 18,750	42.9	\$ 111,683	\$ 62,500	\$ 43,750	\$ 18,750	42.9	\$ 111,683
Advertising, maint services, rental income	750	10,000	(9,250)	(92.5)	-	750	10,000	(9,250)	(92.5)	-
Total revenue	<u>63,250</u>	<u>53,750</u>	<u>9,500</u>	<u>17.7</u>	<u>111,683</u>	<u>63,250</u>	<u>53,750</u>	<u>9,500</u>	<u>17.7</u>	<u>111,683</u>
Expense										
Wages and benefits ¹	75,756	58,480	(17,276)	(29.5)	51,443	75,756	58,480	(17,276)	(29.5)	51,443
Services	34,282	136,250	101,968	74.8	20,000	34,282	136,250	101,968	74.8	20,000
Materials and supplies	2,688	375	(2,313)	(616.8)	-	2,688	375	(2,313)	(616.8)	-
Utilities	-	150	150	100.0	-	-	150	150	100.0	-
Other expenses	10,549	18,125	7,576	41.8	2,461	10,549	18,125	7,576	41.8	2,461
Total expense	<u>123,275</u>	<u>213,380</u>	<u>90,105</u>	<u>42.2</u>	<u>73,904</u>	<u>123,275</u>	<u>213,380</u>	<u>90,105</u>	<u>42.2</u>	<u>73,904</u>
Net income (loss)	<u>\$ (60,025)</u>	<u>\$ (159,630)</u>	<u>\$ 99,605</u>	<u>62.4</u>	<u>\$ 37,779</u>	<u>\$ (60,025)</u>	<u>\$ (159,630)</u>	<u>\$ 99,605</u>	<u>62.4</u>	<u>\$ 37,779</u>

¹ - Detailed schedule included.

**St. Louis Regional Freightway
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016**

(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 60,062	\$ 47,824	\$ (12,238)	(25.6)	\$ 41,441	\$ 60,062	\$ 47,824	\$ (12,238)	(25.6)	\$ 41,441
Company paid benefits										
Payroll related taxes and insurance										
FICA	3,970	3,659	(311)	(8.5)	3,017	3,970	3,659	(311)	(8.5)	3,017
Unemployment insurance	172	-	(172)	-	203	172	-	(172)	-	203
Worker's compensation insurance	-	108	108	100.0	-	-	108	108	100.0	-
Health and welfare										
Medical	6,185	3,000	(3,185)	(106.2)	3,899	6,185	3,000	(3,185)	(106.2)	3,899
Dental	150	95	(55)	(57.9)	101	150	95	(55)	(57.9)	101
Other post employment benefits	815	-	(815)	-	862	815	-	(815)	-	862
Life insurance / AD&D	69	23	(46)	(200.0)	50	69	23	(46)	(200.0)	50
Short and long term disability	353	147	(206)	(140.1)	-	353	147	(206)	(140.1)	-
FMLA administration expense	15	10	(5)	(50.0)	7	15	10	(5)	(50.0)	7
EAP expense	8	6	(2)	(33.3)	4	8	6	(2)	(33.3)	4
Retirement										
Pension expense	1,730	1,666	(64)	(3.8)	205	1,730	1,666	(64)	(3.8)	205
401 K contributions	2,227	1,942	(285)	(14.7)	1,654	2,227	1,942	(285)	(14.7)	1,654
Total company paid benefits	<u>15,694</u>	<u>10,656</u>	<u>(5,038)</u>	<u>(47.3)</u>	<u>10,002</u>	<u>15,694</u>	<u>10,656</u>	<u>(5,038)</u>	<u>(47.3)</u>	<u>10,002</u>
Total wages and benefits	<u>\$ 75,756</u>	<u>\$ 58,480</u>	<u>\$ (17,276)</u>	<u>(29.5)</u>	<u>\$ 51,443</u>	<u>\$ 75,756</u>	<u>\$ 58,480</u>	<u>\$ (17,276)</u>	<u>(29.5)</u>	<u>\$ 51,443</u>

**St. Louis Regional Freightway
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)**

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>
Balance at July 1, 2016		
Cash & Investments	\$ 6,036	\$ 6,036
Add:		
Revenue receipts	<u>174,293</u>	<u>174,293</u>
Total cash receipts	174,293	174,293
Interfund transfers	-	-
Less:		
Cash disbursements	<u>(150,329)</u>	<u>(150,329)</u>
Total cash disbursements	(150,329)	(150,329)
Balance at September 30, 2016		
Cash & Investments	<u>\$ 30,000</u>	<u>\$ 30,000</u>

St. Louis Regional Freight District
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 214,168	
Payments to employees	(74,941)	Noncash Activities:
Payments to vendors	(89,769)	None
Receipts (payments) from inter-fund activity	<u>(25,494)</u>	
Net cash provided by (used in) operating activities	<u>23,964</u>	
 Cash flows from non capital financing activities		
None		
 Cash flows from capital and related financing activities		
None		
 Cash flows from investing activities		
None		
 Net increase (decrease) in cash and cash equivalents	 23,964	
 Cash and cash equivalents, beginning of year	 <u>6,036</u>	
 Cash and cash equivalents, year to date	 <u>\$ 30,000</u>	



BI-STATE DEVELOPMENT
RESEARCH
INSTITUTE

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Bi-State Development Research Institute

Three Months Ended September 30, 2016

Fast Facts

The Bi-State Development Research Institute, in partnership with St. Louis County, Department of Public Health, has recently been awarded approximately \$1.0 million for an innovative mobile clinic program. The mobile clinic will provide health screenings at several MetroLink stations. The grant from the Federal Transit Administration, was one of 19 awarded in 16 states and the only one in Missouri.

The BSD Research Institute completed spending on a Missouri Health Foundation grant of approximately \$42 thousand. The grant funds were used to study the feasibility of establishing affordable and transit accessible medical clinics at several Bi-State Development locations.

Financial Data

Net loss for September 30, 2016 is \$41.5 thousand.

Revenue includes the final reimbursement amount related to the Missouri Health Foundation grant.

Expense totals \$41.9 thousand. The majority of expense is for services and materials related to the completion of the Missouri Health Foundation grant, which closed this fiscal quarter.

Bi-State Development Research Institute
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 32,173	\$ 39,127	\$ (6,954)	(17.8)	\$ 4,644	\$ 27,529	592.8
Accounts and notes receivable	429	-	429	n/a	-	429	n/a
Total current assets	<u>32,602</u>	<u>39,127</u>	<u>(6,525)</u>	(16.7)	<u>4,644</u>	<u>27,958</u>	602.0
Total assets	<u>32,602</u>	<u>39,127</u>	<u>(6,525)</u>	(16.7)	<u>4,644</u>	<u>27,958</u>	602.0
Total	<u>\$ 32,602</u>	<u>\$ 39,127</u>	<u>\$ (6,525)</u>	(16.7)	<u>\$ 4,644</u>	<u>\$ 27,958</u>	602.0

Bi-State Development Research Institute
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 31,234	\$ -	\$ 31,234	n/a	\$ 5,000	\$ 26,234	524.7
Interfund accounts payable	3,718	-	3,718	n/a	-	3,718	n/a
Total current liabilities	34,952	-	34,952	n/a	5,000	29,952	599.0
Total liabilities	34,952	-	34,952	n/a	5,000	29,952	599.0
Net Position							
Net position - unrestricted	39,127	(282)	39,409	n/a	(282)	39,409	n/a
Net income (loss)	(41,477)	39,409	(80,886)	(205.2)	(74)	(41,403)	n/a
Total net position	(2,350)	39,127	(41,477)	(106.0)	(356)	(1,994)	(560.1)
Total	\$ 32,602	\$ 39,127	\$ (6,525)	(16.7)	\$ 4,644	\$ 27,958	602.0

Bi-State Development Research Institute
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(unaudited)

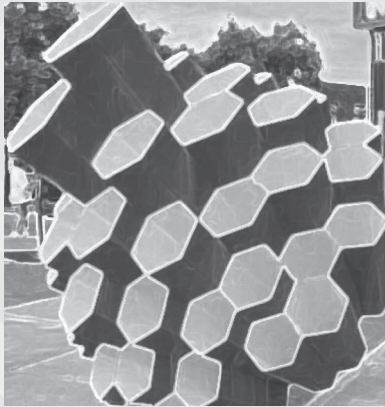
	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Not for Profit Revenue	\$ 429	\$ 15,625	\$ (15,196)	(97.3)	\$ -	\$ 429	\$ 15,625	\$ (15,196)	(97.3)	\$ -
Total revenue	<u>429</u>	<u>15,625</u>	<u>(15,196)</u>	<u>(97.3)</u>	<u>-</u>	<u>429</u>	<u>15,625</u>	<u>(15,196)</u>	<u>(97.3)</u>	<u>-</u>
Expense										
Services	41,072	27,707	(13,365)	(48.2)	74	41,072	27,707	(13,365)	(48.2)	74
Materials and supplies	800	250	(550)	(220.0)	-	800	250	(550)	(220.0)	-
Other expenses	34	1,000	966	96.6	-	34	1,000	966	96.6	-
Total expense	<u>41,906</u>	<u>28,957</u>	<u>(12,949)</u>	<u>(44.7)</u>	<u>74</u>	<u>41,906</u>	<u>28,957</u>	<u>(12,949)</u>	<u>(44.7)</u>	<u>74</u>
Net income (loss)	<u>\$ (41,477)</u>	<u>\$ (13,332)</u>	<u>\$ (28,145)</u>	<u>(211.1)</u>	<u>\$ (74)</u>	<u>\$ (41,477)</u>	<u>\$ (13,332)</u>	<u>\$ (28,145)</u>	<u>(211.1)</u>	<u>\$ (74)</u>

**Bi-State Development Research Institute
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)**

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>
Balance at July 1, 2016		
Cash & Investments	\$ 39,127	\$ 39,127
Add:		
Receipts	6,357	6,357
Total cash receipts	<u>6,357</u>	<u>6,357</u>
Interfund transfers	-	-
Less:		
Cash disbursements	(13,311)	(13,311)
Total cash disbursements	<u>(13,311)</u>	<u>(13,311)</u>
Balance at September 30, 2016		
Cash & Investments	<u>\$ 32,173</u>	<u>\$ 32,173</u>

Bi-State Development Research Institute
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Payments to vendors	\$ (10,672)	
Receipts (payments) from inter-fund activity	<u>3,718</u>	Noncash Activities:
		None
Net cash provided by (used in) operating activities	<u>(6,954)</u>	
 Cash flows from non capital financing activities		
None		
 Cash flows from capital and related financing activities		
None		
 Cash flows from investing activities		
None		
 Net increase (decrease) in cash and cash equivalents	 (6,954)	
 Cash and cash equivalents, beginning of year	 <u>39,127</u>	
 Cash and cash equivalents, year to date	 <u>\$ 32,173</u>	



Arts in Transit

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Arts In Transit, Inc.

Three Months Ended September 30, 2016

Fast Facts

Arts In Transit, Inc. is a non-profit 501(c)(3). Its primary role is to establish and coordinate a collaboration of artists to design and build stand-alone artwork, which is integrated into the transit system.

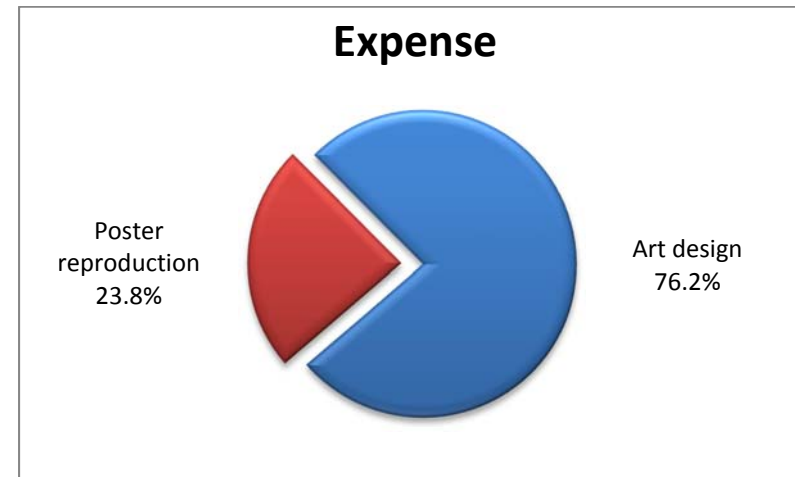
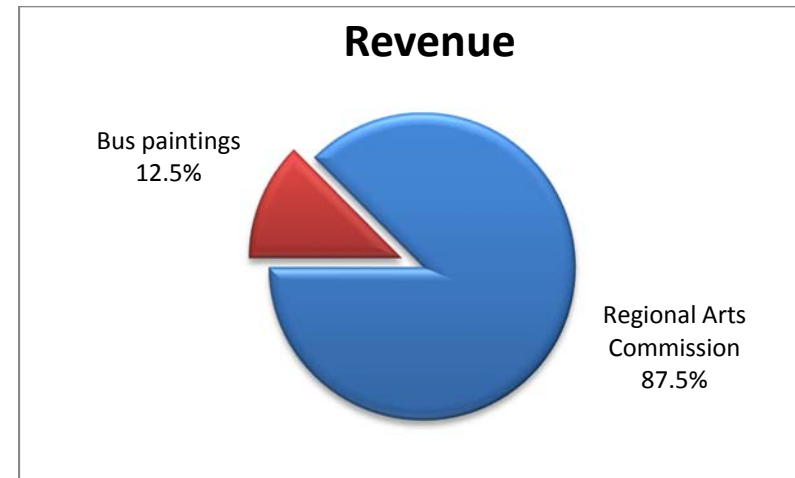
Arts In Transit dedicated a mural by Catherine Magel and Con Christeson named *Vehicle. Destination. Imagination.* at the Forest Park-DeBaliviere MetroLink Station. The 36-foot long mural combines three dimensional elements with vibrant colors to celebrate the spirit of the St. Louis region and was done in collaboration with several community groups. There was also a bus painting to benefit the St. Louis Art Museum.

Financial Data

Net Income for the three months ended September 30, 2016 was \$27.8 thousand.

Total **revenue** of \$32.0 thousand includes the annual contribution from the Regional Arts Commission and proceeds from a bus painting.

Expense of \$4.2 thousand consists of \$3.2 thousand for art design and bus wrap services related to a bus painting. There was \$1.0 thousand in expense related to MetroScape poster reproduction and various immaterial bank fees.



Arts In Transit, Inc.
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 51,385	\$ 22,573	\$ 28,812	127.6	\$ 36,586	\$ 14,799	40.4
Accounts and notes receivable	-	4,000	(4,000)	(100.0)	-	-	n/a
Interfund accounts receivable	-	-	-	n/a	6,390	(6,390)	(100.0)
Total current assets	51,385	26,573	24,812	93.4	42,976	8,409	19.6
Total assets	51,385	26,573	24,812	93.4	42,976	8,409	19.6
Total	\$ 51,385	\$ 26,573	\$ 24,812	93.4	\$ 42,976	\$ 8,409	19.6

Arts In Transit, Inc.
Quarterly Statement of Net Position
September 30, 2016
(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	\$ -	\$ 1,000	n/a	\$ -	\$ 1,000	n/a
Interfund accounts payable	-	-	-	n/a	13,975	(13,975)	(100.0)
Other current liabilities	-	4,000	(4,000)	(100.0)	-	-	n/a
Total current liabilities	<u>1,000</u>	<u>4,000</u>	<u>(3,000)</u>	<u>(75.0)</u>	<u>13,975</u>	<u>(12,975)</u>	<u>(92.8)</u>
Total liabilities	<u>1,000</u>	<u>4,000</u>	<u>(3,000)</u>	<u>(75.0)</u>	<u>13,975</u>	<u>(12,975)</u>	<u>(92.8)</u>
Net Position							
Net position - unrestricted	22,574	2,261	20,313	898.4	2,261	20,313	898.4
Net income (loss)	<u>27,811</u>	<u>20,312</u>	<u>7,499</u>	<u>36.9</u>	<u>26,740</u>	<u>1,071</u>	<u>4.0</u>
Total net position	<u>50,385</u>	<u>22,573</u>	<u>27,812</u>	<u>123.2</u>	<u>29,001</u>	<u>21,384</u>	<u>73.7</u>
Total	<u>\$ 51,385</u>	<u>\$ 26,573</u>	<u>\$ 24,812</u>	<u>93.4</u>	<u>\$ 42,976</u>	<u>\$ 8,409</u>	<u>19.6</u>

Arts In Transit, Inc.
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(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	\$ 32,000	\$ 11,875	\$ 20,125	169.5	\$ 26,775	\$ 32,000	\$ 11,875	\$ 20,125	169.5	\$ 26,775
Total revenue	<u>32,000</u>	<u>11,875</u>	<u>20,125</u>	169.5	<u>26,775</u>	<u>32,000</u>	<u>11,875</u>	<u>20,125</u>	169.5	<u>26,775</u>
Expense										
Services	4,189	11,250	7,061	62.8	35	4,189	11,250	7,061	62.8	35
Materials and supplies	-	350	350	100.0	-	-	350	350	100.0	-
Other expenses	-	62	62	100.0	-	-	62	62	100.0	-
Total expense	<u>4,189</u>	<u>11,662</u>	<u>7,473</u>	64.1	<u>35</u>	<u>4,189</u>	<u>11,662</u>	<u>7,473</u>	64.1	<u>35</u>
Net income (loss)	<u>\$ 27,811</u>	<u>\$ 213</u>	<u>\$ 27,598</u>	n/a	<u>\$ 26,740</u>	<u>\$ 27,811</u>	<u>\$ 213</u>	<u>\$ 27,598</u>	n/a	<u>\$ 26,740</u>

Arts in Transit, Inc.
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>
Balance at July 1, 2016		
Cash & Investments	\$ 22,574	\$ 22,574
Add:		
Receipts	<u>32,000</u>	<u>32,000</u>
Total cash receipts	32,000	32,000
Interfund transfers	-	-
Less:		
Cash disbursements	<u>(3,189)</u>	<u>(3,189)</u>
Total cash disbursements	(3,189)	(3,189)
Balance at September 30, 2016		
Cash & Investments	<u>\$ 51,385</u>	<u>\$ 51,385</u>

Art In Transit, Inc.
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities			Supplemental disclosure of cash flow information
Receipts from customers	\$ 36,000		
Payments to vendors	<u>(7,189)</u>		Noncash Activities:
			None.
Net cash provided by (used in) operating activities	<u>28,811</u>		
 Cash flows from non capital financing activities			
None			
 Cash flows from capital and related financing activities			
None			
 Cash flows from investing activities			
None			
 Net increase (decrease) in cash and cash equivalents	 28,811		
Cash and cash equivalents, beginning of year	<u>22,574</u>		
Cash and cash equivalents, year to date	<u>\$ 51,385</u>		



**BI-STATE
DEVELOPMENT**
COMBINING SELF-INSURANCE

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**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Self-Insurance Funds
Quarterly Statement of Net Position
September 30, 2016
(unaudited)**

	Health Self-Insurance Fund	Casualty Self-Insurance Fund	Workers Compensation Self-Insurance Fund	Totals	Interfund Eliminations	Totals After Eliminations
Assets						
Current assets						
Cash	\$ 2,666,830	\$ 2,019,447	\$ 3,145,010	\$ 7,831,287	\$ -	\$ 7,831,287
Accounts and notes receivable	18,406	-	-	18,406	-	18,406
Interfund accounts receivable	1,656,937	5,540,993	3,745,861	10,943,791	(10,943,791)	-
Other current assets	-	651,558	162,598	814,156	-	814,156
Total current assets	<u>4,342,173</u>	<u>8,211,998</u>	<u>7,053,469</u>	<u>19,607,640</u>	<u>(10,943,791)</u>	<u>8,663,849</u>
Total assets	<u>4,342,173</u>	<u>8,211,998</u>	<u>7,053,469</u>	<u>19,607,640</u>	<u>(10,943,791)</u>	<u>8,663,849</u>
Total	<u>\$ 4,342,173</u>	<u>\$ 8,211,998</u>	<u>\$ 7,053,469</u>	<u>\$ 19,607,640</u>	<u>\$ (10,943,791)</u>	<u>\$ 8,663,849</u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Self-Insurance Funds
Quarterly Statement of Net Position
September 30, 2016
(unaudited)**

	Health Self-Insurance Fund	Casualty Self-Insurance Fund	Workers Compensation Self-Insurance Fund	Totals	Interfund Eliminations	Totals After Eliminations
Liabilities						
Current liabilities						
Interfund accounts payable	\$ 1,794,311	\$ 95,796	\$ 67,851	\$ 1,957,958	\$ (10,943,791)	\$ (8,985,833)
Accrued expenses	44,600	-	65,283	109,883	-	109,883
Total current liabilities	<u>1,838,911</u>	<u>95,796</u>	<u>133,134</u>	<u>2,067,841</u>	<u>(10,943,791)</u>	<u>(8,875,950)</u>
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	2,255,254	-	-	2,255,254	-	2,255,254
Total current liabilities payable from restricted assets	<u>2,255,254</u>	<u>3,987,781</u>	<u>3,308,273</u>	<u>9,551,308</u>	<u>-</u>	<u>9,551,308</u>
Total current liabilities	<u>4,094,165</u>	<u>4,083,577</u>	<u>3,441,407</u>	<u>11,619,149</u>	<u>(10,943,791)</u>	<u>675,358</u>
Non-current liabilities						
Other post-employment benefits	2,979	1,598	995	5,572	-	5,572
Long-term self-insurance	-	4,187,219	3,474,150	7,661,369	-	7,661,369
Unfunded pension liabilities	477,049	-	-	477,049	-	477,049
Total non-current liabilities	<u>480,028</u>	<u>4,188,817</u>	<u>3,475,145</u>	<u>8,143,990</u>	<u>-</u>	<u>8,143,990</u>
Total liabilities	<u>4,574,193</u>	<u>8,272,394</u>	<u>6,916,552</u>	<u>19,763,139</u>	<u>(10,943,791)</u>	<u>8,819,348</u>
Net Position						
Net position - restricted	(57,554)	-	-	(57,554)	-	(57,554)
Net income (loss)	<u>(174,466)</u>	<u>(60,396)</u>	<u>136,917</u>	<u>(97,945)</u>	<u>-</u>	<u>(97,945)</u>
Total net position	<u>(232,020)</u>	<u>(60,396)</u>	<u>136,917</u>	<u>(155,499)</u>	<u>-</u>	<u>(155,499)</u>
Total	<u>\$ 4,342,173</u>	<u>\$ 8,211,998</u>	<u>\$ 7,053,469</u>	<u>\$ 19,607,640</u>	<u>\$ (10,943,791)</u>	<u>\$ 8,663,849</u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Self-Insurance Funds**
**Combining Statement of Revenues, Expenses by Business Unit
For the Three Months Ended September 30, 2016**
(unaudited)

	Health Self-Insurance Fund	Casualty Self-Insurance Fund	Workers Compensation Self-Insurance Fund	Totals	Eliminations	Totals After Eliminations
Revenue						
Employee medical contributions	\$ 1,536,512	\$ -	\$ -	\$ 1,536,512	\$ -	\$ 1,536,512
Employee dental contributions	123,168	-	-	123,168	-	123,168
Employee gym membership	1,663	-	-	1,663	-	1,663
Bi-State Dev medical contributions	5,551,292	-	-	5,551,292	-	5,551,292
Bi-State Dev dental contributions	152,484	-	-	152,484	-	152,484
Bi-State Dev EAP contributions	9,444	-	-	9,444	-	9,444
Healthy savings plan	(54,854)	-	-	(54,854)	-	(54,854)
Casualty revenue	-	1,007,627	-	1,007,627	-	1,007,627
Workers Compensation revenue	-	-	1,017,423	1,017,423	-	1,017,423
Total revenue	7,319,709	1,007,627	1,017,423	9,344,759	-	9,344,759
Expense						
Wages and benefits	192,806	116,658	81,343	390,807	-	390,807
Services	75,948	5,063	1,181	82,192	-	82,192
Materials and supplies	5,377	113	-	5,490	-	5,490
Utilities	1,347	-	-	1,347	-	1,347
Insurance and liability costs	-	220,292	55,521	275,813	-	275,813
Other expenses	702	300	375	1,377	-	1,377
Medical claims and prescriptions, less rebates	7,162,106	-	-	7,162,106	-	7,162,106
Stop loss, third party fees, Medicare Part D	55,889	-	-	55,889	-	55,889
Casualty claims paid	-	847,731	-	847,731	-	847,731
Workers Compensation claims paid	-	-	824,985	824,985	-	824,985
Total expense	7,494,175	1,190,157	963,405	9,647,737	-	9,647,737
Net income (loss) before transfers	(174,466)	(182,530)	54,018	(302,978)	-	(302,978)
Net transfers in (out)	-	122,134	82,899	205,033	-	205,033
Net income (loss)	\$ (174,466)	\$ (60,396)	\$ 136,917	\$ (97,945)	\$ -	\$ (97,945)



BI-STATE
DEVELOPMENT

HEALTH SELF-INSURANCE

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Health Self-Insurance Fund

Three Months Ended September 30, 2016

Fast Facts

The Health Self-Insurance Fund is directly responsible for the Benefits Department and Wellness Department. This is the second fiscal year of operations for the fund.

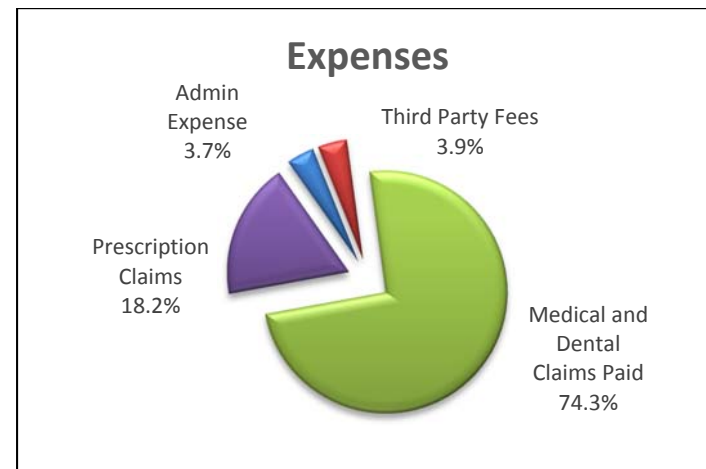
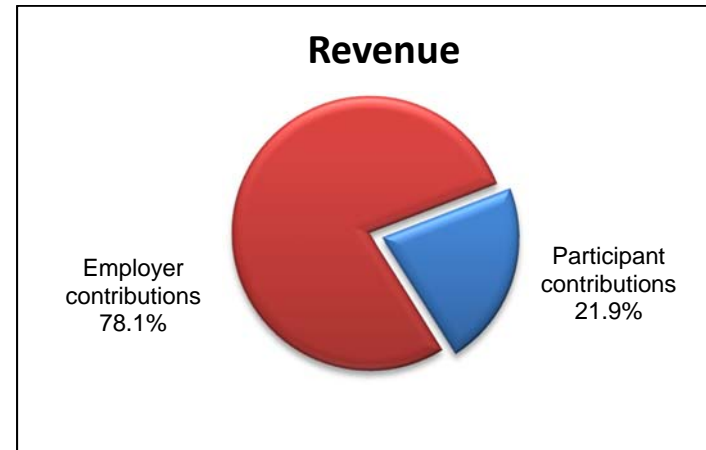
The Health Self-Insurance Fund is under the direction of Charles Stewart, Vice President.

Fund revenue is generated by charging other BSD operational units for services provided and from participant contributions. Expense includes staff compensation, general operating expenses and claims paid expense.

Financial Data

Revenue of \$7.3 million is \$1.4 million less than budget and includes \$5.7 million in employer contributions and \$1.7 million in employee/participant contributions.

Total **expense** is \$7.5 million. Medical, dental and prescription claims are responsible for nearly 93% or \$6.9 million of total expense, while administration of the fund is less than 4% or \$292.5 thousand of total expense. Total expense is \$1.1 million favorable to budget.



Health Self-Insurance Fund
Quarterly Statement of Net Position
September 30, 2016
(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	\$ 2,666,830	\$ 5,247,323	\$ (2,580,493)	(49.2)	\$ -	\$ 2,666,830	n/a
Accounts and notes receivable	18,406	18,406	-	-	-	18,406	n/a
Interfund accounts receivable	1,656,937	1,635,799	21,138	1.3	2,387,051	(730,114)	(30.6)
Total current assets	4,342,173	6,901,528	(2,559,355)	(37.1)	2,387,051	1,955,122	81.9
Total assets	4,342,173	6,901,528	(2,559,355)	(37.1)	2,387,051	1,955,122	81.9
Total	<u>\$ 4,342,173</u>	<u>\$ 6,901,528</u>	<u>\$ (2,559,355)</u>	(37.1)	<u>\$ 2,387,051</u>	<u>\$ 1,955,122</u>	81.9

Health Self-Insurance Fund
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Interfund accounts payable	\$ 1,794,311	\$ 4,181,521	\$ (2,387,210)	(57.1)	\$ -	\$ 1,794,311	n/a
Accrued expenses	44,600	44,600	-	-	-	44,600	n/a
Total current liabilities	<u>1,838,911</u>	<u>4,226,121</u>	<u>(2,387,210)</u>	(56.5)	<u>-</u>	<u>1,838,911</u>	n/a
Current liab payable from restricted assets							
Medical self-insurance liability	2,255,254	2,255,254	-	-	2,255,254	-	-
Total current liabilities payable from restricted assets	<u>2,255,254</u>	<u>2,255,254</u>	<u>-</u>	-	<u>2,255,254</u>	<u>-</u>	-
Total current liabilities	<u>4,094,165</u>	<u>6,481,375</u>	<u>(2,387,210)</u>	(36.8)	<u>2,255,254</u>	<u>1,838,911</u>	81.5
Non-current liabilities							
Other post-employment benefits	2,979	658	2,321	352.7	-	2,979	n/a
Unfunded pension liabilities	477,049	477,049	-	-	-	477,049	n/a
Total non-current liabilities	<u>480,028</u>	<u>477,707</u>	<u>2,321</u>	0.5	<u>-</u>	<u>480,028</u>	n/a
Total liabilities	<u>4,574,193</u>	<u>6,959,082</u>	<u>(2,384,889)</u>	(34.3)	<u>2,255,254</u>	<u>2,318,939</u>	102.8
Net Position							
Net position - restricted	(57,554)	-	(57,554)	n/a	-	(57,554)	n/a
Net income (loss)	(174,466)	(57,554)	(116,912)	(203.1)	131,797	(306,263)	(232.4)
Total net position	<u>(232,020)</u>	<u>(57,554)</u>	<u>(174,466)</u>	(303.1)	<u>131,797</u>	<u>(363,817)</u>	(276.0)
Total	<u>\$ 4,342,173</u>	<u>\$ 6,901,528</u>	<u>\$ (2,559,355)</u>	(37.1)	<u>\$ 2,387,051</u>	<u>\$ 1,955,122</u>	81.9

Health Self-Insurance Fund
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(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	\$ 1,536,512	\$ 1,750,000	\$ (213,488)	(12.2)	\$ 1,772,840	\$ 1,536,512	\$ 1,750,000	\$ (213,488)	(12.2)	\$ 1,772,840
Employee dental contributions	123,168	117,807	5,361	4.6	116,945	123,168	117,807	5,361	4.6	116,945
Employee gym membership	1,663	869	794	91.4	-	1,663	869	794	91.4	-
Bi-State Dev medical contributions	5,551,292	6,725,018	(1,173,726)	(17.5)	6,158,353	5,551,292	6,725,018	(1,173,726)	(17.5)	6,158,353
Bi-State Dev dental contributions	152,484	148,346	4,138	2.8	147,385	152,484	148,346	4,138	2.8	147,385
Bi-State Dev EAP contributions	9,444	10,162	(718)	(7.1)	8,556	9,444	10,162	(718)	(7.1)	8,556
Healthy Savings Plan	(54,854)	(37,500)	(17,354)	(46.3)	(47,070)	(54,854)	(37,500)	(17,354)	(46.3)	(47,070)
Total revenue	<u>7,319,709</u>	<u>8,714,702</u>	<u>(1,394,993)</u>	<u>(16.0)</u>	<u>8,157,009</u>	<u>7,319,709</u>	<u>8,714,702</u>	<u>(1,394,993)</u>	<u>(16.0)</u>	<u>8,157,009</u>
Expense										
Wages and benefits ¹	192,806	182,315	(10,491)	(5.8)	169,703	192,806	182,315	(10,491)	(5.8)	169,703
Services	75,948	63,844	(12,104)	(19.0)	24,706	75,948	63,844	(12,104)	(19.0)	24,706
Materials and supplies	5,377	750	(4,627)	(616.9)	49	5,377	750	(4,627)	(616.9)	49
Utilities	1,347	182	(1,165)	(640.1)	153	1,347	182	(1,165)	(640.1)	153
Other expenses	702	5,569	4,867	87.4	657	702	5,569	4,867	87.4	657
Medical claims paid	5,667,102	6,009,957	342,855	5.7	5,746,841	5,667,102	6,009,957	342,855	5.7	5,746,841
Contra medical	(412,441)	(725,677)	(313,236)	(43.2)	(376,518)	(412,441)	(725,677)	(313,236)	(43.2)	(376,518)
Dental claims paid	231,256	245,271	14,015	5.7	214,394	231,256	245,271	14,015	5.7	214,394
Medical TPA fees	236,609	370,061	133,452	36.1	282,025	236,609	370,061	133,452	36.1	282,025
Prescription (RX) claims/admin fees	1,360,887	1,717,749	356,862	20.8	1,786,071	1,360,887	1,717,749	356,862	20.8	1,786,071
Medical stop loss	78,693	96,189	17,496	18.2	85,474	78,693	96,189	17,496	18.2	85,474
Medicare C+ and Part D program	-	443,594	443,594	100.0	45,065	-	443,594	443,594	100.0	45,065
Other administrative and third party fees	55,889	189,073	133,184	70.4	46,592	55,889	189,073	133,184	70.4	46,592
Total expense	<u>7,494,175</u>	<u>8,598,877</u>	<u>1,104,702</u>	<u>12.8</u>	<u>8,025,212</u>	<u>7,494,175</u>	<u>8,598,877</u>	<u>1,104,702</u>	<u>12.8</u>	<u>8,025,212</u>
Net income (loss)	<u>\$ (174,466)</u>	<u>\$ 115,825</u>	<u>\$ (290,291)</u>	<u>(250.6)</u>	<u>\$ 131,797</u>	<u>\$ (174,466)</u>	<u>\$ 115,825</u>	<u>\$ (290,291)</u>	<u>(250.6)</u>	<u>\$ 131,797</u>

¹ - Detailed schedule included.

Health Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 144,578	\$ 139,372	\$ (5,206)	(3.7)	\$ 126,674	\$ 144,578	\$ 139,372	\$ (5,206)	(3.7)	\$ 126,674
Company paid benefits										
Payroll related taxes and insurance										
FICA	10,416	10,662	246	2.3	9,182	10,416	10,662	246	2.3	9,182
Unemployment insurance	129	-	(129)	-	-	129	-	(129)	-	-
Worker's compensation insurance	-	547	547	100.0	25	-	547	547	100.0	25
Health and welfare										
Medical	13,975	12,800	(1,175)	(9.2)	12,002	13,975	12,800	(1,175)	(9.2)	12,002
Dental	635	1,306	671	51.4	519	635	1,306	671	51.4	519
Other post employment benefits	2,321	1,440	(881)	(61.2)	2,372	2,321	1,440	(881)	(61.2)	2,372
Life Insurance / AD&D	212	98	(114)	(116.3)	163	212	98	(114)	(116.3)	163
Short and Long Term Disability	1,168	627	(541)	(86.3)	1,068	1,168	627	(541)	(86.3)	1,068
FMLA administration expense	62	42	(20)	(47.6)	46	62	42	(20)	(47.6)	46
EAP expense	38	27	(11)	(40.7)	28	38	27	(11)	(40.7)	28
Retirement										
Pension expense	11,692	7,107	(4,585)	(64.5)	13,534	11,692	7,107	(4,585)	(64.5)	13,534
401 K contributions	7,580	8,287	707	8.5	4,090	7,580	8,287	707	8.5	4,090
Total company paid benefits	48,228	42,943	(5,285)	(12.3)	43,029	48,228	42,943	(5,285)	(12.3)	43,029
Total wages and benefits	\$ 192,806	\$ 182,315	\$ (10,491)	(5.8)	\$ 169,703	\$ 192,806	\$ 182,315	\$ (10,491)	(5.8)	\$ 169,703

Health Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Medical Claims</u>	<u>Medical HRA</u>	<u>Medical Self Insurance</u>	<u>Medical RRA</u>
Balance at July 1, 2016					
Cash & investments	\$ 5,247,324	\$ 5,098,306	\$ 50,495	\$ 83,094	\$ 15,429
Add:					
Receipts	14,315,351	9,045,754	217,473	4,997,315	54,809
Total cash receipts	14,315,351	9,045,754	217,473	4,997,315	54,809
Less:					
Cash disbursements	(16,895,845)	(11,211,516)	(222,413)	(5,407,106)	(54,809)
Total cash disbursements	(16,895,845)	(11,211,516)	(222,413)	(5,407,106)	(54,809)
Balance at September 30, 2016					
Cash & investments	<u>\$ 2,666,830</u>	<u>\$ 2,932,544</u>	<u>\$ 45,555</u>	<u>\$ (326,698)</u>	<u>\$ 15,429</u>

Health Self-Insurance Internal Insurance Fund
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities

Payments to employees	\$ (190,485)
Payments to vendors	(83,373)
Payments for self-insurance	(7,217,998)
Receipts (payments) from inter-fund activity	<u>4,911,362</u>

Net cash provided by (used in) operating activities (2,580,494)

Supplemental disclosure of cash flow information

Noncash Activities:
None

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 (2,580,494)

Cash and cash equivalents, beginning of year 5,247,324

Cash and cash equivalents, year to date \$ 2,666,830



BI-STATE
DEVELOPMENT

CASUALTY SELF-INSURANCE FUND

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Casualty Self-Insurance Fund

Three Months Ended September 30, 2016

Fast Facts

The Casualty Self-Insurance Fund is a new fund for BSD beginning July 1, 2016. The fund was established to capture and manage all costs associated with self-insurance program related to general risk and associated administrative costs.

The fund was established as part of the 2015 Board initiative to enhance the governance of the self-insurance programs. The Health Self-Insurance fund was established in fiscal year 2016.

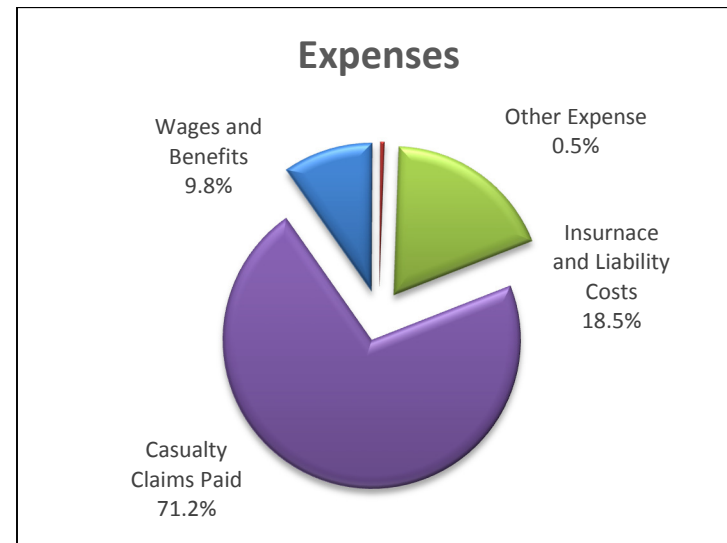
The insurance fund is under the direction of Charles Stewart, Vice President.

Revenue for the Casualty Insurance Fund is generated by charging other BSD operational units for services provided. Expense includes staff compensation and other general operating expenses to operate the fund and claims paid expense.

Financial Data

Total revenue for the three month period ended September 30, 2016 is \$1.0 million which is \$257.7 thousand above budget.

Total expense is \$1.2 million. The two largest expense items are claims paid of \$847.7 thousand and insurance liability and costs of \$220.3 thousand. Total expense is unfavorable to budget by \$112.8 thousand.



Casualty Self-Insurance Fund
Quarterly Statement of Net Position
September 30, 2016
(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	\$ 2,019,447	\$ -	\$ 2,019,447	n/a	\$ -	\$ 2,019,447	n/a
Interfund accounts receivable	5,540,993	-	5,540,993	n/a	-	5,540,993	n/a
Other current assets	651,558	-	651,558	n/a	-	651,558	n/a
Total current assets	8,211,998	-	8,211,998	n/a	-	8,211,998	n/a
Total assets	8,211,998	-	8,211,998	n/a	-	8,211,998	n/a
Total	<u>\$ 8,211,998</u>	<u>\$ -</u>	<u>\$ 8,211,998</u>	n/a	<u>\$ -</u>	<u>\$ 8,211,998</u>	n/a

Casualty Self-Insurance Fund
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Interfund accounts payable	\$ 95,796	\$ -	\$ 95,796	n/a	\$ -	\$ 95,796	n/a
Total current liabilities	95,796	-	95,796	n/a	-	95,796	n/a
Current liab payable from restricted assets							
Short-term self-insurance	3,987,781	-	3,987,781	n/a	-	3,987,781	n/a
Total current liabilities payable from restricted assets	3,987,781	-	3,987,781	n/a	-	3,987,781	n/a
Total current liabilities	4,083,577	-	4,083,577	n/a	-	4,083,577	n/a
Non-current liabilities							
Other post-employment benefits	1,598	-	1,598	n/a	-	1,598	n/a
Long-term self-insurance	4,187,219	-	4,187,219	n/a	-	4,187,219	n/a
Total non-current liabilities	4,188,817	-	4,188,817	n/a	-	4,188,817	n/a
Total liabilities	8,272,394	-	8,272,394	n/a	-	8,272,394	n/a
Net Position							
Net income (loss)	(60,396)	-	(60,396)	n/a	-	(60,396)	n/a
Total net position	(60,396)	-	(60,396)	n/a	-	(60,396)	n/a
Total	\$ 8,211,998	\$ -	\$ 8,211,998	n/a	\$ -	\$ 8,211,998	n/a

Casualty Self-Insurance Fund
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Casualty revenue	\$ 1,007,627	\$ 750,000	\$ 257,627	34.4	\$ -	\$ 1,007,627	\$ 750,000	\$ 257,627	34.4	\$ -
Total revenue	<u>1,007,627</u>	<u>750,000</u>	<u>257,627</u>	<u>34.4</u>	<u>-</u>	<u>1,007,627</u>	<u>750,000</u>	<u>257,627</u>	<u>34.4</u>	<u>-</u>
Expense										
Wages and benefits ¹	116,658	140,475	23,817	17.0	-	116,658	140,475	23,817	17.0	-
Services	5,063	26,500	21,437	80.9	-	5,063	26,500	21,437	80.9	-
Materials and supplies	113	2,000	1,887	94.4	-	113	2,000	1,887	94.4	-
Insurance and liability costs	220,292	183,376	(36,916)	(20.1)	-	220,292	183,376	(36,916)	(20.1)	-
Other expenses	300	-	(300)	-	-	300	-	(300)	-	-
Casualty claims paid	847,731	725,000	(122,731)	(16.9)	-	847,731	725,000	(122,731)	(16.9)	-
Total expense	<u>1,190,157</u>	<u>1,077,351</u>	<u>(112,806)</u>	<u>(10.5)</u>	<u>-</u>	<u>1,190,157</u>	<u>1,077,351</u>	<u>(112,806)</u>	<u>(10.5)</u>	<u>-</u>
Net income (loss) before transfers	(182,530)	(327,351)	144,821	44.2	-	(182,530)	(327,351)	144,821	44.2	-
Net transfers in (out)	<u>122,134</u>	<u>326,700</u>	<u>(204,566)</u>	<u>(62.6)</u>	<u>-</u>	<u>122,134</u>	<u>326,700</u>	<u>(204,566)</u>	<u>(62.6)</u>	<u>-</u>
Net income (loss)	<u>\$ (60,396)</u>	<u>\$ (651)</u>	<u>\$ (59,745)</u>	<u>(9,177.4)</u>	<u>\$ -</u>	<u>\$ (60,396)</u>	<u>\$ (651)</u>	<u>\$ (59,745)</u>	<u>(9,177.4)</u>	<u>\$ -</u>

¹ - Detailed schedule included.

Casualty Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 82,678	\$ 104,406	\$ 21,728	20.8	\$ -	\$ 82,678	\$ 104,406	\$ 21,728	20.8	\$ -
Company paid benefits										
Payroll related taxes and insurance										
FICA	5,834	7,987	2,153	27.0	-	5,834	7,987	2,153	27.0	-
Unemployment insurance	68	210	142	67.6	-	68	210	142	67.6	-
Worker's compensation insurance	-	314	314	100.0	-	-	314	314	100.0	-
Health and welfare										
Medical	8,523	12,000	3,477	29.0	-	8,523	12,000	3,477	29.0	-
Dental	322	380	58	15.3	-	322	380	58	15.3	-
Other post employment benefits	1,598	-	(1,598)	-	-	1,598	-	(1,598)	-	-
Life Insurance / AD&D	102	92	(10)	(10.9)	-	102	92	(10)	(10.9)	-
Short and Long Term Disability	629	588	(41)	(7.0)	-	629	588	(41)	(7.0)	-
FMLA administration expense	40	39	(1)	(2.6)	-	40	39	(1)	(2.6)	-
EAP expense	19	26	7	26.9	-	19	26	7	26.9	-
Retirement										
Pension expense	14,960	6,663	(8,297)	(124.5)	-	14,960	6,663	(8,297)	(124.5)	-
401 K contributions	1,885	7,770	5,885	75.7	-	1,885	7,770	5,885	75.7	-
Total company paid benefits	33,980	36,069	2,089	5.8	-	33,980	36,069	2,089	5.8	-
Total wages and benefits	\$ 116,658	\$ 140,475	\$ 23,817	17.0	\$ -	\$ 116,658	\$ 140,475	\$ 23,817	17.0	\$ -

Casualty Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Casualty Fund</u>
Balance at July 1, 2016		
Cash & investments	\$ -	\$ -
Add:		
Receipts	<u>2,054,442</u>	<u>2,054,442</u>
Total cash receipts	2,054,442	2,054,442
Less:		
Cash disbursements	<u>(34,995)</u>	<u>(34,995)</u>
Total cash disbursements	(34,995)	(34,995)
Balance at September 30, 2016		
Cash & investments	<u>\$ 2,019,447</u>	<u>\$ 2,019,447</u>

Casualty Self-Insurance Fund
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 1,007,627	
Payments to employees	(115,060)	Noncash Activities:
Payments to vendors	(657,034)	None
Payments for self-insurance	5,880,561	
Receipts (payments) from inter-fund activity	<u>(4,096,647)</u>	
Net cash provided by (used in) operating activities	<u>2,019,447</u>	
 Cash flows from non capital financing activities		
None		
 Cash flows from capital and related financing activities		
None		
 Cash flows from investing activities		
None		
 Net increase (decrease) in cash and cash equivalents	 2,019,447	
 Cash and cash equivalents, beginning of year	 <u>-</u>	
Cash and cash equivalents, year to date	<u>\$ 2,019,447</u>	



**BI-STATE
DEVELOPMENT
WORKER'S COMPENSATION
SELF-INSURANCE FUND**

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Worker's Compensation Self-Insurance Fund

Three Months Ended September 30, 2016

Fast Facts

The Workers' Compensation Self-Insurance Fund is a new fund for BSD beginning July 1, 2016. The fund was established to capture and manage all costs associated with self-insurance program related to worker injury claims and associated administrative costs.

The fund was established as part of a Board initiative to enhance the governance of the self-insurance programs. The Health Self-Insurance fund was established in fiscal year 2016.

All self-insurance funds are under the direction of Charles Stewart, Vice President.

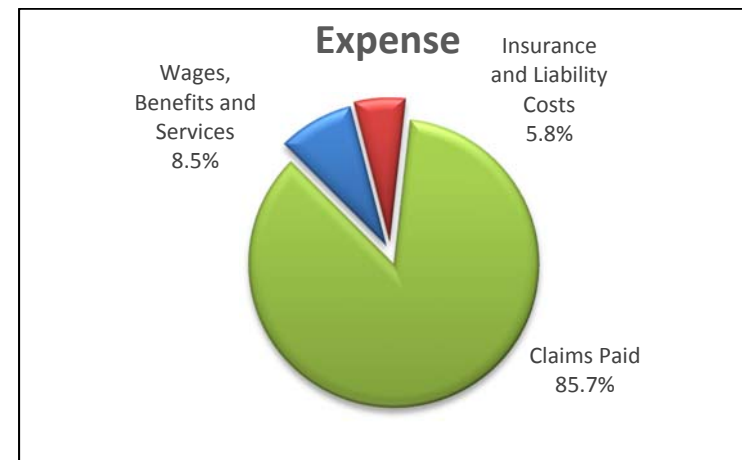
Revenue for the Worker's Compensation Self-Insurance Fund is generated by charging for services related to employees' injuries to their respective operating department within BSD. Expense includes staff compensation, other general operating expenses and claims paid.

Financial Data

Revenue of \$1.0 million is \$48.7 thousand greater than budget.

Expense of \$963.4 thousand is 20.5% favorable to budget. General operating expenses include wages and benefits, services, material and supplies, insurance and liability costs and other are \$138.4 thousand compared to a budget of \$243.1 thousand. Workers compensation claims paid were \$825.0

thousand compared to a budget of \$968.7 thousand. This amount is favorable to budget by 14.8%.



Workers Compensation Self-Insurance Fund
Quarterly Statement of Net Position
September 30, 2016
(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	\$ 3,145,010	\$ -	\$ 3,145,010	n/a	\$ -	\$ 3,145,010	n/a
Interfund accounts receivable	3,745,861	-	3,745,861	n/a	-	3,745,861	n/a
Other current assets	162,598	-	162,598	n/a	-	162,598	n/a
Total current assets	7,053,469	-	7,053,469	n/a	-	7,053,469	n/a
Total assets	7,053,469	-	7,053,469	n/a	-	7,053,469	n/a
Total	<u>\$ 7,053,469</u>	<u>\$ -</u>	<u>\$ 7,053,469</u>	n/a	<u>\$ -</u>	<u>\$ 7,053,469</u>	n/a

Workers Compensation Self-Insurance Fund
Quarterly Statement of Net Position
September 30, 2016
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Interfund accounts payable	\$ 67,851	\$ -	\$ 67,851	n/a	\$ -	\$ 67,851	n/a
Accrued expenses	65,283	-	65,283	n/a	-	65,283	n/a
Total current liabilities	<u>133,134</u>	<u>-</u>	<u>133,134</u>	n/a	<u>-</u>	<u>133,134</u>	n/a
Current liab payable from restricted assets							
Short-term self-insurance	<u>3,308,273</u>	<u>-</u>	<u>3,308,273</u>	n/a	<u>-</u>	<u>3,308,273</u>	n/a
Total current liabilities payable from restricted assets	<u>3,308,273</u>	<u>-</u>	<u>3,308,273</u>	n/a	<u>-</u>	<u>3,308,273</u>	n/a
Total current liabilities	<u>3,441,407</u>	<u>-</u>	<u>3,441,407</u>	n/a	<u>-</u>	<u>3,441,407</u>	n/a
Non-current liabilities							
Other post-employment benefits	995	-	995	n/a	-	995	n/a
Long-term self-insurance	<u>3,474,150</u>	<u>-</u>	<u>3,474,150</u>	n/a	<u>-</u>	<u>3,474,150</u>	n/a
Total non-current liabilities	<u>3,475,145</u>	<u>-</u>	<u>3,475,145</u>	n/a	<u>-</u>	<u>3,475,145</u>	n/a
Total liabilities	<u>6,916,552</u>	<u>-</u>	<u>6,916,552</u>	n/a	<u>-</u>	<u>6,916,552</u>	n/a
Net Position							
Net income (loss)	136,917	-	136,917	n/a	-	136,917	n/a
Total net position	<u>136,917</u>	<u>-</u>	<u>136,917</u>	n/a	<u>-</u>	<u>136,917</u>	n/a
Total	<u>\$ 7,053,469</u>	<u>\$ -</u>	<u>\$ 7,053,469</u>	n/a	<u>\$ -</u>	<u>\$ 7,053,469</u>	n/a

Workers Compensation Self-Insurance Fund
Statement of Revenues, Expenses and Income (Loss)
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Workers Compensation revenue	\$ 1,017,423	\$ 968,683	\$ 48,740	5.0	\$ -	\$ 1,017,423	\$ 968,683	\$ 48,740	5.0	\$ -
Total revenue	<u>1,017,423</u>	<u>968,683</u>	<u>48,740</u>	5.0	<u>-</u>	<u>1,017,423</u>	<u>968,683</u>	<u>48,740</u>	5.0	<u>-</u>
Expense										
Wages and benefits ¹	81,343	117,316	35,973	30.7	-	81,343	117,316	35,973	30.7	-
Services	1,181	-	(1,181)	-	-	1,181	-	(1,181)	-	-
Materials and supplies	-	750	750	100.0	-	-	750	750	100.0	-
Insurance and liability costs	55,521	-	(55,521)	-	-	55,521	-	(55,521)	-	-
Other expenses	375	125,000	124,625	99.7	-	375	125,000	124,625	99.7	-
Workers Compensation claims paid	824,985	968,683	143,698	14.8	-	824,985	968,683	143,698	14.8	-
Total expense	<u>963,405</u>	<u>1,211,749</u>	<u>248,344</u>	20.5	<u>-</u>	<u>963,405</u>	<u>1,211,749</u>	<u>248,344</u>	20.5	<u>-</u>
Net income (loss) before transfers	54,018	(243,066)	297,084	122.2	-	54,018	(243,066)	297,084	122.2	-
Net transfers in (out)	<u>82,899</u>	<u>242,776</u>	<u>(159,877)</u>	(65.9)	<u>-</u>	<u>82,899</u>	<u>242,776</u>	<u>(159,877)</u>	(65.9)	<u>-</u>
Net income (loss)	<u>\$ 136,917</u>	<u>\$ (290)</u>	<u>\$ 137,207</u>	n/a	<u>\$ -</u>	<u>\$ 136,917</u>	<u>\$ (290)</u>	<u>\$ 137,207</u>	n/a	<u>\$ -</u>

¹ - Detailed schedule included.

Workers Compensation Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended September 30, 2016
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 55,144	\$ 45,956	\$ (9,188)	(20.0)	\$ -	\$ 55,144	\$ 45,956	\$ (9,188)	(20.0)	\$ -
Company paid benefits										
Payroll related taxes and insurance										
FICA	3,777	3,516	(261)	(7.4)	-	3,777	3,516	(261)	(7.4)	-
Unemployment insurance	39	105	66	62.9	-	39	105	66	62.9	-
Worker's compensation insurance	-	55,798	55,798	100.0	-	-	55,798	55,798	100.0	-
Health and welfare										
Medical	10,658	5,200	(5,458)	(105.0)	-	10,658	5,200	(5,458)	(105.0)	-
Dental	306	165	(141)	(85.5)	-	306	165	(141)	(85.5)	-
Other post employment benefits	995	-	(995)	-	-	995	-	(995)	-	-
Life Insurance / AD&D	79	40	(39)	(97.5)	-	79	40	(39)	(97.5)	-
Short and Long Term Disability	471	255	(216)	(84.7)	-	471	255	(216)	(84.7)	-
FMLA administration expense	25	17	(8)	(47.1)	-	25	17	(8)	(47.1)	-
EAP expense	15	11	(4)	(36.4)	-	15	11	(4)	(36.4)	-
Retirement										
Pension expense	6,883	2,887	(3,996)	(138.4)	-	6,883	2,887	(3,996)	(138.4)	-
401 K contributions	2,951	3,366	415	12.3	-	2,951	3,366	415	12.3	-
Total company paid benefits	26,199	71,360	45,161	63.3	-	26,199	71,360	45,161	63.3	-
Total wages and benefits	<u>\$ 81,343</u>	<u>\$ 117,316</u>	<u>\$ 35,973</u>	30.7	<u>\$ -</u>	<u>\$ 81,343</u>	<u>\$ 117,316</u>	<u>\$ 35,973</u>	30.7	<u>\$ -</u>

**Workers Compensation Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended September 30, 2016
(unaudited)**

<u>Description</u>	<u>Total</u>	<u>Workers Compensation</u>
Balance at July 1, 2016		
Cash & investments	\$ -	\$ -
Add:		
Receipts	<u>3,170,058</u>	<u>3,170,058</u>
Total cash receipts	3,170,058	3,170,058
Less:		
Cash disbursements	<u>(25,048)</u>	<u>(25,048)</u>
Total cash disbursements	(25,048)	(25,048)
Balance at September 30, 2016		
Cash & investments	<u>\$ 3,145,010</u>	<u>\$ 3,145,010</u>

Worker's Compensation Self-Insurance Fund
Statement of Cash Flows
For the Three Months Ended September 30, 2016
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 1,021,389	
Payments to employees	(126,107)	Noncash Activities:
Payments to vendors	(168,120)	None
Payments for self-insurance	5,957,438	
Receipts (payments) from inter-fund activity	<u>(3,539,590)</u>	
Net cash provided by (used in) operating activities	<u>3,145,010</u>	
 Cash flows from non capital financing activities		
None		
 Cash flows from capital and related financing activities		
None		
 Cash flows from investing activities		
None		
 Net increase (decrease) in cash and cash equivalents	 3,145,010	
 Cash and cash equivalents, beginning of year	 <u>-</u>	
Cash and cash equivalents, year to date	<u>\$ 3,145,010</u>	



Staffing Level Report.....105

**BI-STATE DEVELOPMENT
STAFFING LEVEL REPORT
September 2016**

	EMPLOYEES AT END OF MONTH				BUDGETED POSITIONS	VARIANCE	PERCENT VARIANCE
	PRIOR MONTH	ADDED	DELETED	CURRENT MONTH			
A.T.U. Maintenance & Operations:							
Light Rail Vehicle Operators	99	0	(1)	98	102	(4)	-3.9%
PT Bus Operators	97	1	(8)	90	83	7	8.4%
Bus Operators	846	2	(4)	844	812	32	3.9%
Van Operators	195	6	(4)	197	200	(3)	-1.5%
Vehicle Maintenance	274	3	0	277	285	(8)	-2.8%
MetroBus Support Services and Facility Maintenance	24	0	0	24	24	0	0.0%
Maintenance of Way	52	0	(1)	51	51	0	0.0%
Revenue	13	0	(1)	12	13	(1)	-7.7%
Materials Management	<u>26</u>	<u>1</u>	<u>0</u>	<u>27</u>	<u>26</u>	<u>1</u>	<u>3.8%</u>
SUBTOTAL A.T.U. Maintenance & Operations	1,626	13	(19)	1,620	1,596	24	1.5%
Other:							
A.T.U. Clerical Unit	49	0	(1)	48	52	(4)	-7.7%
I.B.E.W.	64	1	0	65	66	(1)	-1.5%
Salaried	468	5	(3)	470	543	(73)	-13.4%
SUBTOTAL Other	581	6	(4)	583	661	(78)	-11.8%
TOTAL	2,207	19	(23)	2,203	2,257	(54)	-2.4%
ARCH							
Salaried:	13	0	0	13	14	(1)	-7.1%
Hourly:*	97	0	(14)	83	84	(1)	-1.2%
TOTAL ARCH	110	0	(14)	96	98	(2)	-2.0%
AIRPORT							
	11	1	0	12	12	0	0.0%
RIVERBOAT CRUISES							
Salaried:	12	0	0	12	12	0	0.0%
Hourly:*	54	1	0	55	49	6	12.2%
TOTAL RIVERBOAT CRUISES	66	1	0	67	61	6	9.8%
EXECUTIVE OFFICE							
	30	0	0	30	33	(3)	-9.1%
GRAND TOTAL	2,424	21	(37)	2,408	2,461	(53)	-2.2%

Does not include Security Officers, Interns or Temporary Employees

*Includes PT and Seasonal - Actual depends on availability

10/14/2016

2017 PERFORMANCE INDICATORS

First Quarter
Ending September 30, 2016



**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 change went into effect in August and introduced new schedules for Red Line and Blue Line MetroLink service, and 59 MetroBus routes. These scheduling changes improved connections for MetroLink passengers who transfer between Red Line and Blue trains at the Forest Park-DeBaliviere MetroLink Station, and ensure timely and efficient connections between MetroBus and MetroLink. The completion of the major rehabilitation project on the Eads Bridge and the reopening of both eastbound and westbound tracks across the bridge earlier this summer have allowed Metro to adjust MetroLink schedules for the first time since 2012. MetroLink trains had shared the same track over the Mississippi River for the last four years to accommodate work on the Eads Bridge. There was no fare increase in FY 2016 and none planned in FY 2017. The last fare increase was in FY 2015.

REVENUES AND EXPENSES

Passenger revenue of \$11.8 million is 12.2% less than prior year as a result of lower ridership. Operating expenses are 4.8% less than prior year. The favorable variance is related to wages and medical benefits, maintenance and custodial services, fuel and material and supplies.

RIDERSHIP AND OTHER CUSTOMER MEASURES

Passenger boardings for the first quarter FY 2017 are 8.4% lower than the prior year. By mode, the decrease was MetroBus 9.7%, MetroLink 6.1% and Call-A-Ride 3.9%. Ridership was down due to multiple factors including lower fuel prices and an employment shift away from Metro's core service area. An increase in passenger injuries, for the current quarter, combined with lower ridership has system passenger injuries per 100,000 boardings at 1.9 compared to 1.6 for the same period last year.

BUSINESS MEASURES

The average fare for the first quarter FY 2017 is \$1.04, compared to \$1.10 for the budget and \$1.09 for the prior year. Farebox recovery is lower than the prior year primarily due to lower passenger revenue. A strong first quarter is normally anchored by Fair St. Louis every July. A weak showing in July 2016 was driven by inclement weather discouraging fair goers and negatively impacting ridership and revenue. Operating expense per passenger boarding increased 3.9% to \$5.74, when compared to the prior year. The increase over prior year was due to lower ridership.

OPERATING MEASURES

In the three months ended September 30, 2016, vehicle accidents per 100,000 vehicle miles is 1.7, which is below prior year and budget. Unscheduled absenteeism is 3.8%, against a prior year of 3.5%. 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 greater than budget by \$63,473 primarily as a result of expenses being lower than budget. The lower than budgeted expenses are due to unfilled positions and lower spending on legal, auditing and consulting fees. Other expenses are higher in the first quarter due to annual membership dues for the American Public Transit Association, St. Louis Regional Chamber and Citizens for Modern Transit.

GATEWAY ARCH

Income before depreciation of \$1,039,951 is unfavorable compared to budget primarily because of lower than expected ticket revenue due to Arch grounds construction. Revenue from ticket sales, although unfavorable to budget, is favorable to prior year as a result of a strategic change in ticket pricing. Expenses are higher than budget due to special disbursements requested by the National Park Service related to a structural engineering study of the Old Courthouse and a business plan.

ST. LOUIS DOWNTOWN AIRPORT

Operating expenses grew at a higher rate than revenues causing a loss before depreciation for the airport of \$13,180 greater than budgeted. Revenue was favorable to budget by 2.1% and to prior year by 5.4%. Airport activity varies because of the economy, special events and weather conditions. Aircraft movements increased 30.0% from last year while the gallons of fuel sold decreased 20.9% and the average number of aircraft based at the airport decreased 2.0% compared to last year.

RIVERFRONT ATTRACTIONS

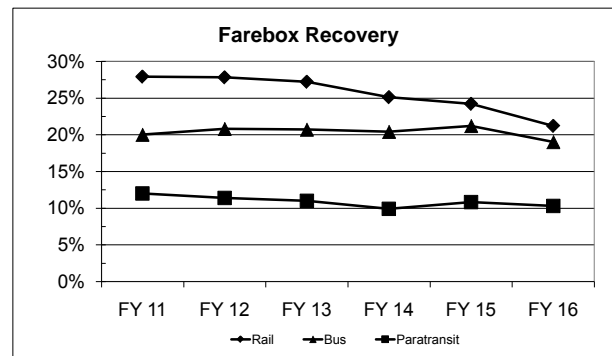
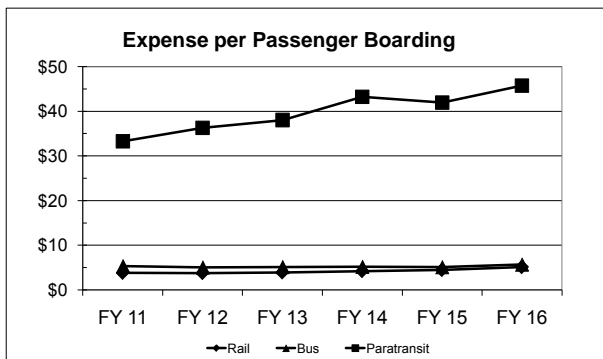
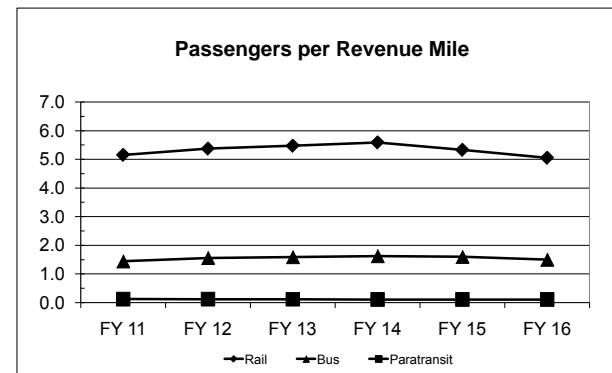
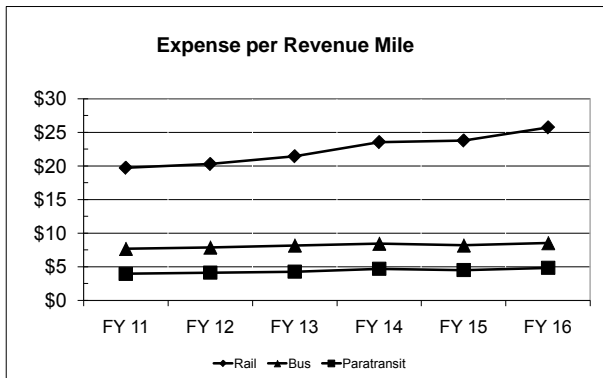
Riverboat passengers for the quarter ended September 30, 2016 were 9.1% lower than budget but 81.8% greater than FY 2016. There were 78.9% more cruises than FY 2016. Cruise days of operation in FY 2017 were 46.0% higher than FY 2016 due to fewer flooding issues. The increased number of cruises compared to prior year resulted in expenses being 43.7% higher.

ST. LOUIS REGIONAL FREIGHTWAY

Loss before depreciation for the quarter ended September 30, 2016 was \$60,025. This is favorable to budget by \$99,605. Revenue is \$9,500 or 17.7% greater than budget. Expenses are 42.2% lower than budget due to less than anticipated consulting expense.

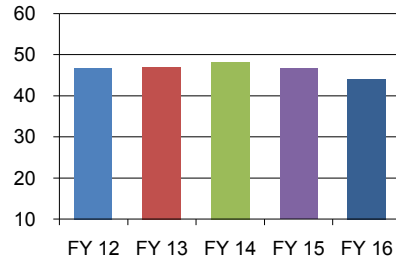


ANNUAL TRANSIT PERFORMANCE

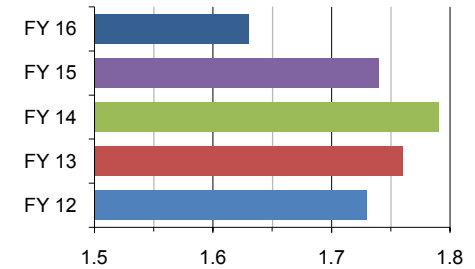


Metro System Profile

Annual Ridership (in millions)



Annual Passengers per Revenue Mile

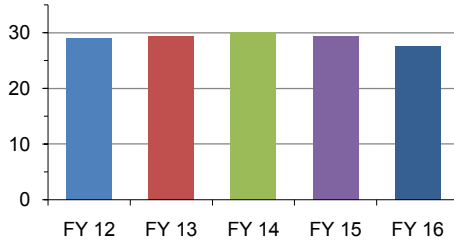


Three Months Ended September 30

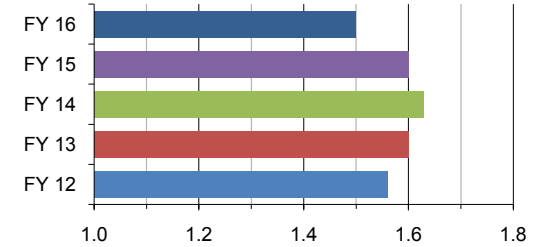
Goal	FY 2017	FY 2016	Change		FY 2015	FY 2014	FY 2013
				Customer Measures			
153,244	136,549	148,536	-8.1%	Average Weekday Ridership	159,512	158,866	154,241
12,443,025	11,050,528	12,060,036	-8.4%	Passenger Boardings	12,914,500	12,769,571	12,224,279
1.0	1.9	1.6	14.1%	Passenger Injuries per 100,000 Boardings	1.2	0.9	1.5
10.0	14.7	13.7	7.5%	Customer Complaints per 100,000 Boardings	11.0	12.0	17.1
				Business Measures			
\$1.10	\$1.04	\$1.09	-4.3%	Average Fare (Includes Fixed & Special)	\$1.11	\$1.09	\$1.10
19.5%	18.1%	19.7%	-7.8%	Farebox Recovery	23.1%	22.4%	22.6%
\$156.51	\$135.63	\$144.45	-6.1%	Operating Expense per Revenue Hour	\$134.77	\$135.38	\$130.48
\$5.87	\$5.74	\$5.53	3.9%	Operating Expense per Passenger Boarding	\$4.78	\$4.88	\$4.86
\$4.35	\$4.46	\$4.24	5.2%	Subsidy per Passenger Boarding	\$3.48	\$3.60	\$3.57
				Operating Measures			
1.9	1.7	1.8	-4.7%	Vehicle Accidents per 100,000 Vehicle Miles	1.5	1.2	1.5
3.0%	3.8%	3.5%	8.6%	Unscheduled Absenteeism	3.0%	3.0%	3.7%
1.82	1.62	1.77	-8.8%	Passenger Boardings per Revenue Mile	1.89	1.87	1.80
27.70	23.62	26.13	-9.6%	Passenger Boardings per Revenue Hour	28.17	27.72	26.85

MetroBus Profile

Annual Ridership (in millions)



Annual Passengers per Revenue Mile

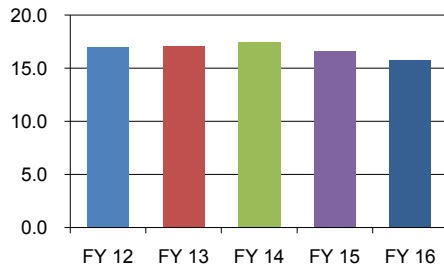


Three Months Ended September 30

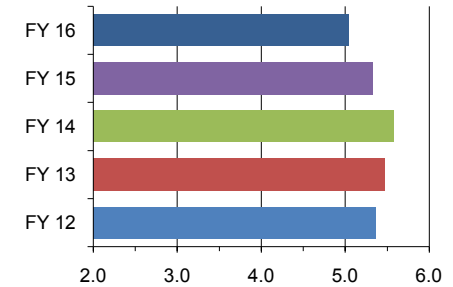
Goal	FY 2017	FY 2016	Change		FY 2015	FY 2014	FY 2013
				<u>Customer Measures</u>			
96,633	84,399	93,722	-9.9%	Average Weekday Ridership	100,687	99,124	96,859
7,781,537	6,812,101	7,547,124	-9.7%	Passenger Boardings	8,039,048	7,863,294	7,572,466
1.2	2.6	2.1	25.0%	Passenger Injuries per 100,000 Boardings	1.7	1.1	1.9
15.0	14.1	13.2	6.8%	Customer Complaints per 100,000 Boardings	13.6	12.7	21.0
				<u>Business Measures</u>			
\$1.09	\$1.02	\$1.07	-4.8%	Average Fare (Fixed and Special)	\$1.10	\$1.08	\$1.09
19.0%	18.2%	20.0%	-9.2%	Farebox Recovery	23.1%	22.3%	21.9%
\$128.81	\$107.68	\$115.77	-7.0%	Operating Expense per Revenue Hour	\$110.34	\$109.94	\$109.84
\$5.81	\$5.67	\$5.39	5.1%	Operating Expense per Passenger Boarding	\$4.77	\$4.87	\$4.99
				<u>Operating Measures</u>			
2.30	2.42	2.52	-4.0%	Vehicle Accidents per 100,000 Vehicle Miles	2.06	1.74	2.12
91.0%	91.5%	91.1%	0.4%	On-Time Performance	90.6%	91.3%	91.6%
1.65	1.45	1.61	-10.3%	Passenger Boardings per Revenue Mile	1.72	1.68	1.62
22.99	19.00	21.47	-11.5%	Passenger Boardings per Revenue Hour	23.13	22.60	21.99
99.9%	99.9%	99.8%	0.0%	Percent of Trips Completed	99.8%	99.9%	99.9%
22,000	17,773	17,271	2.9%	Revenue Miles Between Roadcalls	17,382	19,043	22,261

MetroLink Profile

Annual Ridership (in millions)



Annual Passengers per Revenue Mile

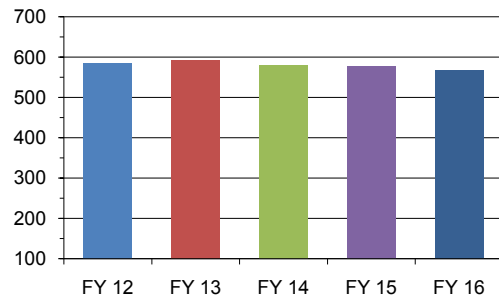


Three Months Ended September 30

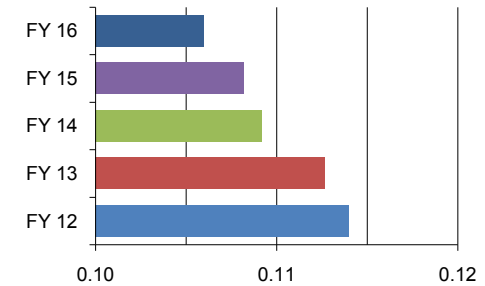
Goal	FY 2017	FY 2016	Change		FY 2015	FY 2014	FY 2013
				<u>Customer Measures</u>			
54,674	50,290	52,865	-4.9%	Average Weekday Ridership	56,877	57,758	55,327
4,517,420	4,099,023	4,367,923	-6.2%	Passenger Boardings	4,730,660	4,759,015	4,502,029
0.6	0.4	0.7	-50.0%	Passenger Injuries per 100,000 Boardings	0.4	0.4	0.5
1.8	1.8	2.8	-34.0%	Customer Complaints per 100,000 Boardings	1.2	1.3	1.5
				<u>Business Measures</u>			
\$1.09	\$1.02	\$1.07	-4.8%	Average Fare (Fixed and Special)	\$1.10	\$1.08	\$1.09
23.7%	22.5%	23.5%	-4.2%	Farebox Recovery	29.4%	28.5%	30.5%
\$604.80	\$555.75	\$591.66	-6.1%	Operating Expense per Revenue Hour	\$525.78	\$534.51	\$477.19
\$4.65	\$4.50	\$4.54	-1.0%	Operating Expense per Passenger Boarding	\$3.71	\$3.78	\$3.56
				<u>Operating Measures</u>			
0.10	0.13	0.06	102.8%	Vehicle Accidents per 100,000 Vehicle Miles	0.06	0.00	0.00
98.0%	97.2%	96.0%	1.3%	On-Time Performance	97.9%	97.3%	98.2%
5.71	5.27	5.54	-4.9%	Passenger Boardings per Revenue Mile	6.01	6.03	5.67
134.32	123.61	130.23	-5.1%	Passenger Boardings per Revenue Hour	141.84	141.31	133.99
30,000	22,882	26,285	-12.9%	Vehicle Miles between Failures	54,302	35,075	33,065

Call-A-Ride Profile

Annual Ridership (in thousands)



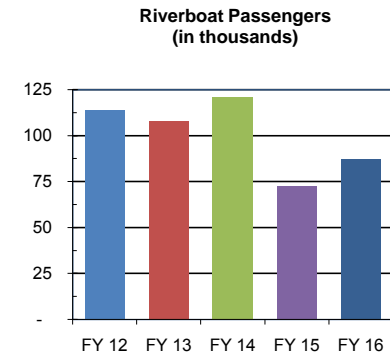
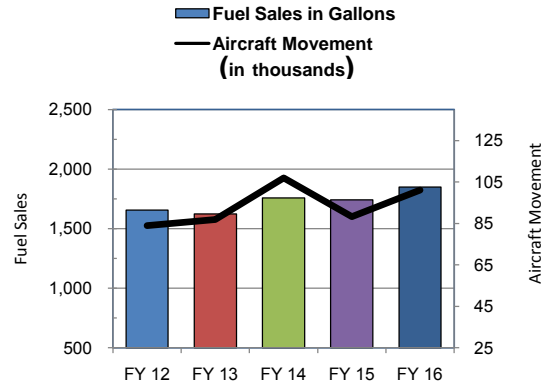
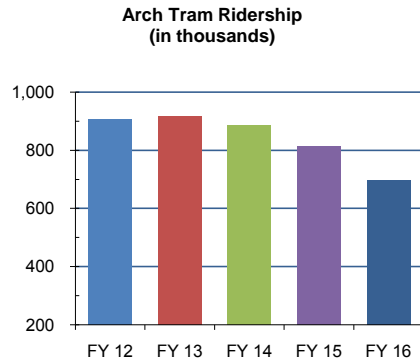
Annual Passengers per Revenue Mile



Three Months Ended September 30

Goal	FY 2017	FY 2016	Change		FY 2015	FY 2014	FY 2013
				Customer Measures			
1,937	1,860	1,949	-4.6%	Average Weekday Ridership	1,948	1,984	2,055
144,068	139,404	144,989	-3.9%	Passenger Boardings	144,792	147,262	149,784
5.0	11.5	6.9	66.4%	Passenger Injuries per 100,000 Boardings	4.8	9.5	10.0
15.0	26.5	22.8	16.6%	Customer Complaints per 100,000 Boardings	30.4	23.1	16.7
				Business Measures			
\$2.13	\$2.46	\$2.12	16.2%	Average Fare	\$2.04	\$1.92	\$1.82
9.9%	10.0%	10.3%	-3.1%	Farebox Recovery (excludes contractual)	10.9%	10.1%	11.3%
22.2%	19.0%	22.4%	-15.0%	Revenue Recovery (includes contractual)	23.9%	23.8%	28.1%
\$86.64	\$84.29	\$80.17	5.1%	Operating Expense per Revenue Hour	\$76.13	\$77.33	\$71.69
\$44.87	\$46.06	\$42.29	8.9%	Operating Expense per Passenger Boarding	\$40.77	\$41.51	\$37.01
				Operating Measures			
1.50	0.55	0.77	-28.3%	Vehicle Accidents per 100,000 Vehicle Miles	1.25	0.70	1.00
95.0%	94.8%	93.3%	1.6%	On-Time Performance	95.0%	94.7%	94.3%
0.11	0.10	0.11	-4.9%	Passenger Boardings per Revenue Mile	0.11	0.11	0.11
1.87	1.83	1.90	-3.7%	Passenger Boardings per Revenue Hour	1.87	1.86	1.94
50,000	36,452	27,230	33.9%	Revenue Miles between Maintenance Failure	27,642	46,326	32,812

Bi-State Development Enterprises



Three Months Ended September 30

Goal	FY 2017	FY 2016	Change		FY 2015	FY 2014	FY 2013
<u>Gateway Arch</u>							
1,549,469	\$1,039,951	\$555,478	87.2%	Income (Loss) Before Depreciation	\$816,318	\$1,134,536	\$1,163,455
316,961	282,884	313,500	-9.8%	Tram Ridership	327,008	347,536	340,437
<u>Riverfront Attractions</u>							
\$578,618	\$499,884	\$9,839	4980.8%	Income (Loss) Before Depreciation	\$43,256	\$444,268	\$358,506
58,610	53,292	29,308	81.8%	Passengers	31,043	67,969	56,555
447	442	247	78.9%	Cruises	256	477	519
92	92	63	46.0%	Days of Operation	55	92	92
<u>St. Louis Downtown Airport</u>							
(\$25,244)	(\$38,424)	\$55,765	-168.9%	Income (Loss) Before Depreciation	(\$20,729)	\$127,064	\$33,127
443,408	401,715	507,575	-20.9%	Fuel Sales (gallons)	431,660	478,782	414,569
22,500	30,468	23,433	30.0%	Aircraft Movements	23,874	33,603	22,762
320	322	329	-2.0%	Average Based Aircraft	317	328	317
<u>Executive Services</u>							
\$239,101	\$302,574	\$325,942	-7.2%	Income (Loss) Before Depreciation	\$415,849	\$414,537	\$448,223
<u>St. Louis Regional Freightway</u>							
(\$159,630)	(\$60,025)	\$37,779	-258.9%	Income (Loss) Before Depreciation	n/a	n/a	n/a

Peer Performance - System

CHARACTERISTICS AND PERFORMANCE MEASURES		ST. LOUIS	BUFFALO	CLEVELAND	DALLAS	DENVER	MINNEAPOLIS	PITTSBURGH	PORTLAND	SACRAMENTO	SAN DIEGO	SAN JOSE	AVERAGE
Population of service area (in millions)	FY 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
	FY 13	1.54	1.18	1.41	2.44	3.16	1.84	1.42	1.49	0.97	2.22	1.88	1.78
	FY 12	1.54	1.18	1.41	2.42	2.62	1.81	1.42	1.49	0.97	1.96	1.88	1.70
Passenger Boardings (in millions)	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
	FY 13	47.1	29.8	49.2	71.3	101.4	81.4	63.6	99.3	27.3	82.1	44.2	63.3
	FY 12	46.7	30.8	48.2	70.5	98.5	81.1	65.9	103.2	26.3	85.2	43.4	63.6
Average Weekday Passenger Boardings	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
	FY 13	149,797	102,859	134,644	239,166	333,857	266,688	215,288	316,247	94,545	261,202	144,379	205,334
	FY 12	148,190	105,078	162,601	237,516	325,050	264,273	221,239	328,358	91,235	271,069	141,162	208,706
Average Saturday Passenger Boardings	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
	FY 13	97,174	44,411	136,484	118,702	171,758	148,429	100,443	197,406	37,705	170,704	76,864	118,189
	FY 12	94,981	50,995	80,470	115,114	165,703	149,077	104,063	205,164	33,861	183,648	76,347	114,493
Average Sunday Passenger Boardings	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
	FY 13	64,565	23,566	133,918	69,308	124,157	103,615	61,827	143,471	23,715	118,200	60,281	84,238
	FY 12	63,952	22,503	50,262	67,910	114,294	104,179	62,176	146,402	23,221	112,726	69,447	76,097
Vehicles in Operated in Maximum Service	FY 14	469	361	537	1,080	1,416	861	900	894	223	690	677	737
	FY 13	467	357	531	1,071	1,328	831	951	888	221	649	667	724
	FY 12	468	366	431	807	564	774	630	600	212	294	401	504
Farebox Recovery	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%
	FY 13	22.7%	29.4%	22.4%	15.1%	26.4%	29.1%	28.0%	29.6%	22.2%	40.0%	13.0%	25.3%
	FY 12	22.0%	26.0%	22.6%	13.7%	27.4%	31.2%	26.4%	28.1%	23.7%	41.4%	13.4%	25.1%
Subsidy per Passenger Boarding	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
	FY 13	3.81	2.95	3.61	5.48	3.25	2.74	4.07	2.77	3.94	1.66	6.23	3.68
	FY 12	3.71	3.01	3.56	5.51	3.07	2.48	4.17	2.59	3.66	1.46	6.03	3.57

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 14	383	322	391	861	1,101	905	701	608	225	582	452	594
	FY 13	378	312	391	650	1,029	912	695	597	225	517	455	560
	FY 12	381	321	399	629	1,024	888	714	591	235	507	452	558
Fleet Age (average in years)	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
	FY 13	8.9	7.9	9.4	7.6	9.8	5.1	7.2	13.0	7.6	7.2	9.3	8.5
	FY 12	7.9	8.1	8.3	12.2	9.7	5.0	7.8	13.9	7.0	6.7	8.4	8.6
Passenger Boardings (in millions)	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
	FY 13	29.4	23.3	34.3	37.9	76.3	70.4	53.1	58.7	13.8	51.6	32.7	43.8
	FY 12	29.1	23.5	33.9	38.4	76.7	69.9	55.7	59.5	13.1	51.8	32.3	44.0
Bus Boardings as a Percent of System Boardings	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%
	FY 13	62.4%	78.2%	69.7%	53.2%	75.2%	86.5%	83.5%	59.1%	50.5%	62.8%	74.1%	68.7%
	FY 12	62.3%	76.3%	70.3%	54.5%	77.9%	86.2%	84.5%	57.7%	49.8%	60.8%	74.4%	68.6%
Operating Expense (in millions)	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
	FY 13	145.4	93.0	153.0	248.8	313.1	264.4	270.4	239.1	73.8	143.0	226.0	197.3
	FY 12	139.6	92.8	143.0	242.6	301.7	248.5	282.7	230.7	68.8	133.5	218.2	191.1
Operating Expense per Revenue Mile	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
	FY 13	7.87	10.72	11.80	9.13	8.82	11.43	14.32	12.51	12.52	8.67	15.27	11.19
	FY 12	7.49	10.28	11.70	8.94	9.00	10.94	15.02	12.04	12.25	8.30	14.98	10.99
Operating Expense per Passenger Mile	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
	FY 13	0.95	1.08	1.06	1.61	0.78	0.93	1.30	1.04	1.49	0.79	1.35	1.13
	FY 12	0.92	1.07	0.99	1.50	0.75	0.84	1.29	0.99	1.48	0.75	1.28	1.08
Operating Expense per Passenger Boarding	FY 14	\$ 5.00	\$ 4.42	\$ 4.84	\$ 6.38	\$ 4.27	\$ 4.14	\$ 5.18	\$ 4.03	\$ 5.71	\$ 2.69	\$ 7.25	\$ 4.90
	FY 13	4.94	4.00	4.46	6.56	4.10	3.75	5.09	4.08	5.35	2.77	6.90	4.73
	FY 12	4.79	3.95	4.22	6.32	3.93	3.56	5.08	3.88	5.23	2.58	6.75	4.57
Boardings per Revenue Mile	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
	FY 13	1.6	2.7	2.7	1.4	2.2	3.0	2.8	3.1	2.3	3.1	2.2	2.5
	FY 12	1.6	2.6	2.8	1.4	2.3	3.1	3.0	3.1	2.3	3.2	2.2	2.5
Boardings per Revenue Hour	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
	FY 13	21.7	29.4	30.4	18.1	29.3	35.1	36.5	36.2	25.9	33.4	26.7	29.3
	FY 12	21.4	28.8	32.7	19.1	28.9	35.7	37.3	36.6	26.0	34.5	26.8	29.8

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 14	87	27	48	163	172	86	83	131	76	162	99	103
	FY 13	87	27	48	163	172	62	83	131	76	175	99	102
	FY 12	87	27	48	163	171	27	83	129	76	154	99	97
Fleet Age (average in years)	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
	FY 13	14.3	28.9	32.0	11.0	7.7	3.9	21.6	16.2	17.1	15.8	11.7	16.4
	FY 12	13.3	27.9	31.0	10.0	6.7	7.7	20.4	15.2	16.1	17.2	10.7	16.0
Passenger Boardings (in millions)	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
	FY 13	17.1	6.3	2.9	29.5	23.8	10.2	8.0	39.2	13.5	29.7	10.7	17.3
	FY 12	17.0	7.1	2.9	27.7	20.6	10.5	7.1	42.2	13.2	32.7	10.4	17.4
Rail Boardings as a Percent of System Boardings	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%
	FY 13	36.2%	21.2%	5.9%	41.3%	23.4%	12.5%	12.6%	39.5%	49.5%	36.2%	24.3%	27.5%
	FY 12	36.4%	23.1%	6.0%	39.3%	20.9%	12.9%	10.8%	40.9%	50.2%	38.4%	24.0%	27.5%
Operating Expense (in millions)	FY 14	\$ 71.6	\$ 22.1	\$ 13.1	\$ 165.0	\$ 102.2	\$ 48.9	\$ 53.1	\$ 108.1	\$ 54.8	\$ 71.6	\$ 74.7	\$ 71.4
	FY 13	64.8	23.3	11.7	151.0	87.1	32.4	51.5	99.3	50.0	66.4	69.0	64.2
	FY 12	62.1	24.5	12.3	135.9	68.5	27.9	52.0	99.7	45.5	63.3	61.7	59.4
Operating Expense per Vehicle Revenue Mile	FY 14	\$ 11.47	\$ 24.34	\$ 15.78	\$ 17.92	\$ 9.16	\$ 12.21	\$ 25.66	\$ 14.00	\$ 13.92	\$ 8.41	\$ 22.03	\$ 15.90
	FY 13	10.41	23.77	14.92	16.55	8.56	14.03	25.52	12.87	12.76	8.55	21.50	15.40
	FY 12	9.82	24.22	17.65	17.98	8.10	13.56	26.98	12.88	11.91	8.39	20.00	15.59
Operating Expense per Passenger Mile	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
	FY 13	0.42	1.42	0.68	0.63	0.43	0.60	1.56	0.50	0.66	0.38	1.19	0.77
	FY 12	0.41	1.26	0.73	0.63	0.39	0.50	1.53	0.45	0.61	0.32	1.10	0.72
Operating Expense per Passenger Boarding	FY 14	\$ 4.10	\$ 4.77	\$ 4.71	\$ 5.60	\$ 3.88	\$ 3.06	\$ 6.69	\$ 2.83	\$ 4.31	\$ 1.80	\$ 6.82	\$ 4.42
	FY 12	3.65	3.45	4.32	4.92	3.32	2.66	7.30	2.36	3.45	1.94	5.95	3.94
	FY 11	3.66	4.08	4.29	6.27	3.06	2.47	6.96	2.27	3.49	1.91	5.87	4.03
Boardings per Vehicle Revenue Mile	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
	FY 13	2.7	6.5	3.7	3.2	2.3	4.4	4.0	5.1	3.5	3.8	3.4	3.9
	FY 12	2.7	7.0	4.1	3.7	2.4	5.1	3.7	5.5	3.5	4.3	3.4	4.1
Boardings per Vehicle Revenue Hour	FY 14	65.8	54.8	51.1	65.1	40.5	48.6	49.2	72.2	58.3	78.7	50.1	57.7
	FY 13	64.6	73.5	55.1	65.2	41.8	62.0	50.5	74.2	62.2	63.0	54.1	60.6
	FY 12	63.9	79.5	61.2	72.4	46.0	72.5	48.1	79.8	67.4	76.4	53.3	65.5

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 14	116	74	158	165	450	-	346	268	2	146	244	219
	FY 13	120	69	146	165	386	-	390	268	12	145	254	216
	FY 12	116	74	146	209	375	-	382	267	-	137	228	215
Fleet Age (average in years)	FY 14	5.8	4.1	4.9	1.8	4.5	-	5.6	3.7	5.0	4.1	2.9	4.2
	FY 13	4.7	5.3	4.0	0.6	5.3	-	5.4	3.7	4.0	3.1	2.4	3.8
	FY 12	3.7	5.4	3.8	5.0	4.4	-	4.9	4.7	-	3.5	4.3	4.4
Passenger Boardings (in millions)	FY 14	0.58	0.16	0.75	0.47	1.27	-	1.59	0.93	0.008	0.55	0.73	0.78
	FY 13	0.59	0.17	0.70	0.52	1.23	-	1.72	0.93	0.004	0.51	0.73	0.79
	FY 12	0.58	0.17	0.65	1.14	1.16	-	1.77	0.95	-	0.47	0.78	0.85
Demand-Response Boardings as a Percent of System Boardings	FY 14	1.2%	0.6%	1.5%	0.7%	1.2%	-	2.5%	0.9%	0.0%	0.6%	1.6%	1.2%
	FY 13	1.3%	0.6%	1.4%	0.7%	1.2%	-	2.7%	0.9%	0.0%	0.6%	1.7%	1.2%
	FY 12	1.2%	0.6%	1.3%	1.6%	1.2%	-	2.7%	0.9%	0.0%	0.6%	1.8%	1.3%
Operating Expense (in millions)	FY 14	\$ 24.7	\$ 8.3	\$ 32.4	\$ 23.7	\$ 48.1	\$ -	\$ 36.3	\$ 32.8	\$ 1.2	\$ 15.5	\$ 20.0	\$ 26.8
	FY 13	21.9	7.9	29.9	21.0	46.9	-	36.3	32.2	1.0	14.5	22.0	25.8
	FY 12	20.4	7.8	30.6	43.1	46.4	-	37.0	31.2	0.6	13.4	22.8	28.1
Operating Expense per Revenue Mile	FY 14	\$ 4.64	\$ 5.40	\$ 6.24	\$ 8.07	\$ 4.59	\$ -	\$ 3.75	\$ 5.01	\$ 36.77	\$ 4.25	\$ 3.23	\$ 5.02
	FY 13	4.17	4.93	6.00	4.99	4.68	-	3.64	4.92	61.82	4.41	3.66	4.60
	FY 12	3.97	4.78	6.35	4.88	4.51	-	3.23	4.74	-	4.46	3.84	4.53
Operating Expense per Passenger Mile	FY 14	\$ 4.29	\$ 4.86	\$ 4.45	\$ 3.81	\$ 4.64	\$ -	\$ 2.91	\$ 3.63	\$ 62.50	\$ 2.94	\$ 2.47	\$ 3.78
	FY 13	3.66	4.31	6.02	2.90	4.40	-	2.73	3.50	61.82	3.05	2.68	3.69
	FY 12	3.74	4.56	6.69	3.36	4.43	-	2.77	3.30	-	3.18	2.79	3.87
Operating Expense per Passenger Boarding	FY 14	\$ 42.53	\$ 50.63	\$ 43.07	\$ 50.56	\$ 37.85	\$ -	\$ 22.74	\$ 35.33	\$ 155.97	\$ 28.38	\$ 27.47	\$ 37.62
	FY 13	37.00	46.30	42.40	40.51	38.15	-	21.13	34.61	254.07	28.38	29.96	35.38
	FY 12	34.88	45.38	47.08	37.73	39.94	-	20.91	32.97	-	28.24	29.44	35.17
Boardings per Revenue Mile	FY 14	0.1	0.1	0.1	0.2	0.1	-	0.2	0.1	0.2	0.1	0.1	0.1
	FY 13	0.1	0.1	0.1	0.1	0.1	-	0.2	0.1	0.2	0.2	0.1	0.1
	FY 12	0.1	0.1	0.1	0.1	0.1	-	0.2	0.1	-	0.2	0.1	0.1
Boardings per Revenue Hour	FY 14	1.9	1.8	2.0	2.1	1.8	-	2.4	2.0	2.1	2.6	2.6	2.1
	FY 13	1.9	1.9	2.0	1.8	1.8	-	2.6	2.0	1.6	2.7	2.6	2.1
	FY 12	1.9	1.8	2.0	2.2	1.8	-	2.5	2.0	-	2.7	2.6	2.2

* 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 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	84,399	93,722	-9.9%	50,290	52,865	-4.9%	1,860	1,949	-4.6%	136,549	148,536	-8.1%
2nd Qtr YTD		92,135	-		50,217	-		1,925	-	-	144,277	-
3rd Qtr YTD		88,902	-		48,328	-		1,928	-	-	139,158	-
Full year		87,213	-		48,752	-		1,914	-	-	137,879	-

July	79,649	88,084	-9.6%	49,251	51,382	-4.1%	1,801	1,940	-7.2%	130,701	141,406	-7.6%
August	84,200	94,249	-10.7%	48,962	51,481	-4.9%	1,891	1,983	-4.6%	135,053	147,713	-8.6%
September	89,349	98,832	-9.6%	52,658	55,731	-5.5%	1,887	1,925	-2.0%	143,894	156,488	-8.0%
October	-	96,538	-	-	50,371	-	-	2,001	-	-	148,910	-
November	-	90,193	-	-	47,165	-	-	1,881	-	-	139,239	-
December	-	84,914	-	-	45,172	-	-	1,818	-	-	131,904	-
January	-	81,748	-	-	44,336	-	-	1,883	-	-	127,967	-
February	-	83,666	-	-	44,756	-	-	1,986	-	-	130,408	-
March	-	81,896	-	-	44,556	-	-	1,931	-	-	128,383	-
April	-	84,675	-	-	51,127	-	-	1,917	-	-	137,719	-
May	-	80,883	-	-	50,473	-	-	1,802	-	-	133,158	-
June	-	80,882	-	-	48,476	-	-	1,896	-	-	131,254	-

Passenger Boardings

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	6,812,101	7,547,124	-9.7%	4,099,023	4,367,923	-6.1%	139,404	144,989	-3.9%	11,050,528	12,060,036	-8.4%
2nd Qtr YTD	-	14,639,057	-	-	8,183,650	-	-	287,643	-	-	23,110,350	-
3rd Qtr YTD	-	21,115,622	-	-	11,743,327	-	-	430,011	-	-	33,288,960	-
Full year	-	27,701,279	-	-	15,777,584	-	-	568,097	-	-	44,046,960	-

July	2,122,798	2,435,625	-12.8%	1,343,741	1,482,226	-9.3%	43,885	49,535	-11.4%	3,510,424	3,967,386	-11.5%
August	2,343,795	2,516,668	-6.9%	1,369,148	1,386,198	-1.2%	48,670	47,939	1.5%	3,761,613	3,950,805	-4.8%
September	2,345,508	2,594,831	-9.6%	1,386,134	1,499,499	-7.6%	46,849	47,515	-1.4%	3,778,491	4,141,845	-8.8%
October	-	2,594,484	-	-	1,389,283	-	-	50,066	-	-	4,033,833	-
November	-	2,245,054	-	-	1,205,121	-	-	45,271	-	-	3,495,446	-
December	-	2,252,395	-	-	1,221,323	-	-	47,317	-	-	3,521,035	-
January	-	2,094,931	-	-	1,153,882	-	-	45,881	-	-	3,294,694	-
February	-	2,145,122	-	-	1,181,298	-	-	46,927	-	-	3,373,347	-
March	-	2,236,512	-	-	1,224,497	-	-	49,560	-	-	3,510,569	-
April	-	2,226,706	-	-	1,352,859	-	-	46,096	-	-	3,625,661	-
May	-	2,195,478	-	-	1,363,270	-	-	45,229	-	-	3,603,977	-
June	-	2,163,473	-	-	1,318,128	-	-	46,761	-	-	3,528,362	-

Passengers by Jurisdiction

Period	MetroBus						MetroLink					
	Missouri			St. Clair			Missouri			St. Clair		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	6,017,293	6,712,288	-10.4%	794,808	834,836	-4.8%	3,361,097	3,555,037	-5.5%	737,926	812,886	-9.2%
2nd Qtr YTD	-	13,092,685	-	-	1,546,372	-	-	6,674,869	-	-	1,508,781	-
3rd Qtr YTD	-	18,923,479	-	-	2,192,143	-	-	9,578,464	-	-	2,164,863	-
Full year	-	24,768,747	-	-	2,932,532	-	-	12,878,546	-	-	2,899,038	-

Month	Missouri			St. Clair			Missouri			St. Clair		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
July	1,867,735	2,162,731	-13.6%	255,063	272,894	-6.5%	1,106,073	1,208,720	-8.5%	237,668	273,506	-13.1%
August	2,073,836	2,244,861	-7.6%	269,959	271,807	-0.7%	1,119,567	1,127,630	-0.7%	249,581	258,568	-3.5%
September	2,075,722	2,304,696	-9.9%	269,786	290,135	-7.0%	1,135,457	1,218,687	-6.8%	250,677	280,812	-10.7%
October	-	2,335,913	-	-	258,571	-	-	1,135,921	-	-	253,362	-
November	-	2,023,166	-	-	221,888	-	-	986,553	-	-	218,568	-
December	-	2,021,318	-	-	231,077	-	-	997,358	-	-	223,965	-
January	-	1,886,900	-	-	208,031	-	-	942,470	-	-	211,412	-
February	-	1,930,819	-	-	214,303	-	-	959,132	-	-	222,166	-
March	-	2,013,075	-	-	223,437	-	-	1,001,993	-	-	222,504	-
April	-	1,977,577	-	-	249,129	-	-	1,104,355	-	-	248,504	-
May	-	1,941,932	-	-	253,546	-	-	1,110,695	-	-	252,575	-
June	-	1,925,759	-	-	237,714	-	-	1,085,032	-	-	233,096	-

Passenger Revenue

Period	MetroBus			MetroLink			Call-A-Ride *			System		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	\$7,012,570	\$8,143,742	-13.9%	\$4,142,651	\$4,655,536	-11.0%	\$641,163	\$632,072	1.4%	\$11,796,384	\$13,431,350	-12.2%
2nd Qtr YTD		\$15,604,859	-		\$8,622,614	-		\$1,284,900	-	\$0	\$25,512,372	-
3rd Qtr YTD		\$22,433,442	-		\$12,382,538	-		\$1,923,840	-	\$0	\$36,739,820	-
Full year		\$29,564,500	-		\$16,682,695	-		\$2,610,086	-	\$0	\$48,857,281	-

1st Qtr	\$7,012,570	\$8,143,742	-13.9%	\$4,142,651	\$4,655,536	-11.0%	\$641,163	\$632,072	1.4%	\$11,796,384	\$13,431,350	-12.2%
2nd Qtr		\$7,461,117			\$3,967,078			\$652,827			\$12,081,022	
3rd Qtr		\$6,828,583			\$3,759,925			\$638,941			\$11,227,448	
4th Qtr		\$7,131,057			\$4,300,157			\$686,245			\$12,117,459	

* 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 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	4,709,831	4,680,474	0.6%	778,004	788,550	-1.3%	1,348,707	1,334,285	1.1%	6,836,542	6,803,309	0.5%
2nd Qtr YTD	-	9,259,390	-	-	1,567,159	-	-	2,669,369	-	-	13,495,918	-
3rd Qtr YTD	-	13,810,040	-	-	2,343,414	-	-	3,997,691	-	-	20,151,145	-
Full year	-	18,470,425	-	-	3,125,069	-	-	5,344,645	-	-	26,940,139	-

July	1,562,306	1,595,537	-2.1%	261,369	267,305	-2.2%	435,057	449,461	-3.2%	2,258,731	2,312,303	-2.3%
August	1,616,850	1,563,357	3.4%	268,319	263,542	1.8%	463,203	442,206	4.7%	2,348,372	2,269,105	3.5%
September	1,530,675	1,521,581	0.6%	248,316	257,703	-3.6%	450,447	442,618	1.8%	2,229,439	2,221,902	0.3%
October	-	1,563,396	-	-	260,628	-	-	467,532	-	-	2,291,557	-
November	-	1,467,430	-	-	251,888	-	-	423,870	-	-	2,143,188	-
December	-	1,548,090	-	-	266,093	-	-	443,682	-	-	2,257,864	-
January	-	1,506,339	-	-	257,208	-	-	425,401	-	-	2,188,948	-
February	-	1,461,584	-	-	250,504	-	-	432,002	-	-	2,144,090	-
March	-	1,582,727	-	-	268,542	-	-	470,919	-	-	2,322,188	-
April	-	1,536,178	-	-	257,806	-	-	442,185	-	-	2,236,168	-
May	-	1,566,916	-	-	264,878	-	-	447,853	-	-	2,279,647	-
June	-	1,557,292	-	-	258,971	-	-	456,916	-	-	2,273,180	-

* Scheduled

May not sum to total due to rounding

Total Miles

Period	MetroBus*			MetroLink*			Call-A-Ride			System		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	5,403,860	5,347,458	1.1%	784,671	795,593	-1.4%	1,442,812	1,421,459	1.5%	7,631,344	7,564,510	0.9%
2nd Qtr YTD	-	10,554,764	-	-	1,580,915	-	-	2,840,534	-	-	14,976,214	-
3rd Qtr YTD	-	15,719,011	-	-	2,363,230	-	-	4,259,736	-	-	22,341,977	-
Full year	-	21,053,207	-	-	3,151,334	-	-	5,700,005	-	-	29,904,545	-

July	1,791,851	1,824,368	-1.8%	263,656	269,868	-2.3%	464,387	477,810	-2.8%	2,519,893	2,572,046	-2.0%
August	1,855,117	1,783,018	4.0%	270,455	265,688	1.8%	494,922	471,436	5.0%	2,620,493	2,520,142	4.0%
September	1,756,893	1,740,072	1.0%	250,561	260,038	-3.6%	483,503	472,213	2.4%	2,490,957	2,472,323	0.8%
October	-	1,778,457	-	-	262,972	-	-	497,084	-	-	2,538,513	-
November	-	1,667,475	-	-	254,048	-	-	449,616	-	-	2,371,139	-
December	-	1,761,375	-	-	268,302	-	-	472,375	-	-	2,502,051	-
January	-	1,710,021	-	-	259,197	-	-	454,722	-	-	2,423,939	-
February	-	1,662,479	-	-	252,498	-	-	460,777	-	-	2,375,754	-
March	-	1,791,748	-	-	270,620	-	-	503,703	-	-	2,566,071	-
April	-	1,749,009	-	-	259,986	-	-	473,125	-	-	2,482,120	-
May	-	1,800,429	-	-	267,105	-	-	478,690	-	-	2,546,224	-
June	-	1,784,758	-	-	261,012	-	-	488,454	-	-	2,534,224	-

* Scheduled

May not sum to total due to rounding

Revenue Hours

Period	MetroBus*			MetroLink*			Call-A-Ride			System		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	358,590	351,540	2.0%	33,160	33,541	-1.1%	76,182	76,485	-0.4%	467,933	461,566	1.4%
2nd Qtr YTD	-	690,237	-	-	66,489	-	-	152,879	-	-	909,604	-
3rd Qtr YTD	-	1,027,940	-	-	99,584	-	-	227,991	-	-	1,355,515	-
Full year	-	1,382,348	-	-	132,794	-	-	303,336	-	-	1,818,479	-

July	119,693	120,016	-0.3%	11,119	11,356	-2.1%	24,532	26,062	-5.9%	155,344	157,434	-1.3%
August	122,787	116,969	5.0%	11,388	11,230	1.4%	26,737	25,302	5.7%	160,912	153,501	4.8%
September	116,110	114,555	1.4%	10,653	10,954	-2.7%	24,913	25,121	-0.8%	151,677	150,630	0.7%
October	-	115,672	-	-	11,044	-	-	26,257	-	-	152,972	-
November	-	108,440	-	-	10,617	-	-	24,037	-	-	143,094	-
December	-	114,584	-	-	11,288	-	-	26,100	-	-	151,972	-
January	-	111,380	-	-	11,053	-	-	24,257	-	-	146,689	-
February	-	108,224	-	-	10,641	-	-	24,154	-	-	143,019	-
March	-	118,100	-	-	11,401	-	-	26,701	-	-	156,201	-
April	-	116,786	-	-	10,958	-	-	24,953	-	-	152,697	-
May	-	119,698	-	-	11,269	-	-	25,094	-	-	156,062	-
June	-	117,924	-	-	10,983	-	-	25,298	-	-	154,206	-

* Scheduled May not sum to total due to rounding

Total Hours

Period	MetroBus*			MetroLink*			Call-A-Ride			System		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	385,511	377,198	2.2%	33,678	34,073	-1.2%	83,023	82,416	0.7%	502,212	493,687	1.7%
2nd Qtr YTD	-	741,257	-	-	67,539	-	-	164,834	-	-	973,629	-
3rd Qtr YTD	-	1,103,728	-	-	101,131	-	-	246,157	-	-	1,451,016	-
Full year	-	1,484,149	-	-	134,852	-	-	328,609	-	-	1,947,610	-

July	128,511	128,751	-0.2%	11,293	11,541	-2.2%	26,947	28,057	-4.0%	166,751	168,349	-0.9%
August	132,043	125,480	5.2%	11,561	11,403	1.4%	29,001	27,273	6.3%	172,605	164,156	5.1%
September	124,957	122,967	1.6%	10,824	11,128	-2.7%	27,075	27,086	0.0%	162,856	161,181	1.0%
October	-	124,311	-	-	11,221	-	-	28,270	-	-	163,802	-
November	-	116,548	-	-	10,784	-	-	25,907	-	-	153,239	-
December	-	123,199	-	-	11,461	-	-	28,241	-	-	162,901	-
January	-	119,676	-	-	11,217	-	-	26,301	-	-	157,193	-
February	-	116,372	-	-	10,803	-	-	26,112	-	-	153,288	-
March	-	126,424	-	-	11,572	-	-	28,910	-	-	166,906	-
April	-	124,966	-	-	11,128	-	-	27,240	-	-	163,334	-
May	-	128,659	-	-	11,443	-	-	27,449	-	-	167,551	-
June	-	126,796	-	-	11,150	-	-	27,763	-	-	165,709	-

* Scheduled

May not sum to total due to rounding

Operating Expense by Mode

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	\$38,614,628	\$40,710,236	-5.1%	\$18,428,785	\$19,851,015	-7.2%	\$6,421,064	\$6,134,183	4.7%	\$63,464,477	\$66,695,435	-4.8%
2nd Qtr YTD		\$79,499,292	-		\$39,898,530	-		\$12,764,435	-		\$132,162,257	
3rd Qtr YTD		\$118,873,958	-		\$58,477,891	-		\$19,073,278	-		\$196,425,127	
Full year		\$155,518,382	-		\$78,615,734	-		\$25,401,080	-		\$259,535,196	

1st Qtr	\$38,614,628	\$40,710,236	-5.1%	\$18,428,785	\$19,851,015	-7.2%	\$6,421,064	\$6,134,183	4.7%	\$63,464,477	\$66,695,434	-4.8%
2nd Qtr		\$38,789,056	-		\$20,047,515	-		\$6,630,252			\$65,466,822	
3rd Qtr		\$39,374,666	-		\$18,579,361	-		\$6,308,843			\$64,262,870	
4th Qtr		\$36,644,423	-		\$20,137,843	-		\$6,327,802			\$63,110,068	

Unscheduled Absenteeism

Period	Operators			Maintenance			Facility Support			Total		
	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change	FY 2017	FY 2016	Change
1st Qtr YTD	4.3%	4.1%	0.2%	2.5%	2.0%	0.5%	1.6%	1.5%	0.1%	3.8%	3.5%	0.3%
2nd Qtr YTD		4.0%	-		1.8%	-		1.8%	-		3.4%	-
3rd Qtr YTD		4.2%	-		1.7%	-		2.0%	-		3.6%	-
Full year		4.2%	-		1.7%	-		2.0%	-		3.6%	-

July	4.5%	3.9%	0.7%	3.0%	2.7%	0.3%	1.2%	1.1%	0.1%	3.9%	3.4%	0.5%
August	4.5%	4.1%	0.3%	2.4%	2.2%	0.2%	1.3%	1.8%	-0.6%	3.8%	3.6%	0.2%
September	4.1%	4.3%	-0.3%	2.3%	1.1%	1.2%	2.4%	1.6%	0.8%	3.6%	3.5%	0.1%
October		4.5%	-		2.0%	-		2.7%	-		3.9%	-
November		4.0%	-		1.5%	-		1.9%	-		3.3%	-
December		3.4%	-		1.3%	-		1.5%	-		2.8%	-
January		4.5%	-		1.0%	-		2.0%	-		3.6%	-
February		4.6%	-		1.8%	-		3.0%	-		4.0%	-
March		4.8%	-		1.3%	-		2.0%	-		3.9%	-
April		4.8%	-		1.5%	-		1.2%	-		3.9%	-
May		3.9%	-		1.3%	-		2.4%	-		3.3%	-
June		4.3%	-		2.5%	-		2.5%	-		3.8%	-

Gateway Arch

	Income Before Depreciation and Transfers		
Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	\$1,039,951	\$555,478	87.2%
2nd Qtr YTD		\$2,063,675	
3rd Qtr YTD		\$1,529,447	
Full Year		\$2,399,823	

	Tram Ridership		
Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	282,884	313,500	-9.8%
2nd Qtr YTD		441,738	
3rd Qtr YTD		462,780	
Full Year		696,905	

	Tram Ridership		
Month	FY 2017	FY 2016	Change
July	136,582	151,269	-9.7%
August	90,205	101,490	-11.1%
September	56,097	60,741	-7.6%
October		55,554	
November		41,001	
December		31,683	
January		4,513	
February		-	
March		16,529	
April		48,136	
May		73,161	
June		112,828	

Riverfront Attractions

Riverboat Passengers			
Month	FY 2017	FY 2016	Change
July	26,062	1,665	1465.3%
August	16,070	17,180	-6.5%
September	11,160	10,463	6.7%
October		8,641	-100.0%
November		2,233	-100.0%
December		107	-100.0%
January		-	0.0%
February		-	0.0%
March		5,210	-100.0%
April		10,229	-100.0%
May		12,829	-100.0%
June		19,031	-100.0%

Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	53,292	29,308	81.8%
2nd Qtr YTD		40,289	
3rd Qtr YTD		45,499	
Full Year		87,588	

Income (Loss) Before Depreciation			
Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	\$499,884	\$9,839	4980.6%
2nd Qtr YTD		(\$77,714)	100.0%
3rd Qtr YTD		(\$382,265)	100.0%
Full Year		\$112,980	-100.0%

Riverboat Cruises			
Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	442	247	78.9%
2nd Qtr YTD		354	
3rd Qtr YTD		401	
Full Year		790	

Riverboat Days of Operation			
Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	92	63	46.0%
2nd Qtr YTD		124	
3rd Qtr YTD		149	
Full Year		239	

St. Louis Downtown Airport

	Fuel Sales in Gallons		
Month	FY 2017	FY 2016	Change
July	127,857	169,207	-24.4%
August	144,799	167,025	-13.3%
September	129,059	171,343	-24.7%
October		150,389	
November		123,096	
December		154,169	
January		147,092	
February		133,737	
March		156,372	
April		157,260	
May		168,594	
June		151,361	

Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	401,715	507,575	-20.9%
2nd Qtr YTD		935,229	
3rd Qtr YTD		1,372,430	
Full Year		1,849,645	

	Income (Loss) Before Depreciation		
Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	(\$38,424)	\$55,765	-168.9%
2nd Qtr YTD		\$44,289	-100.0%
3rd Qtr YTD		(\$46,886)	
Full year		(\$188,991)	

	Aircraft Movements		
Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	30,468	23,433	30.0%
2nd Qtr YTD		49,722	
3rd Qtr YTD		73,234	
Full Year		101,227	

	Average Based Aircraft		
Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	322	329	-2.0%
2nd Qtr YTD		329	
3rd Qtr YTD		328	
Full Year		326	

St. Louis Regional Freightway

Income (Loss) Before Depreciation

Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	(\$60,025)	\$37,779	-258.9%
2nd Qtr YTD		(\$7,785)	
3rd Qtr YTD		(\$27,320)	
Full Year		(\$223,461)	

Quarter	FY 2017	FY 2016	Change
1st Qtr	(\$60,025)	\$37,779	-258.9%
2nd Qtr		(\$7,785)	
3rd Qtr		(\$27,320)	
4th Qtr		(\$223,461)	

Executive Services

Income (Loss) Before Depreciation

Quarter	FY 2017	FY 2016	Change
1st Qtr YTD	\$302,574	\$325,942	-7.2%
2nd Qtr YTD		\$584,509	
3rd Qtr YTD		\$742,130	
Full Year		\$1,075,645	

Quarter	FY 2017	FY 2016	Change
1st Qtr	\$302,574	\$325,942	-7.2%
2nd Qtr		\$258,567	
3rd Qtr		\$157,622	
4th Qtr		\$333,514	

Definitions

Transit

Customer complaint

Passenger or general public dissatisfaction expressed to Customer Service by phone call, letter or email for which there is no immediate, satisfactory explanation; includes operator behavior, service, equipment maintenance or suitability, or other concerns. System customer complaints have been restated to include complaints not specifically related to an operating facility.

Expense

Excludes depreciation, amortization, debt expense and the 2% sheltered workshop pass-through. Allocations by mode are based on a management-developed model. (See also "Operating Expense.")

Failure

Metro Call A Ride: Revenue service interruption whereby a vehicle is unable to complete the assigned run and must be removed from service because of a mechanical, wheelchair lift, or other equipment failure. Road hazard tire failures, vandalism, accidents, and other failures not related to maintenance of vehicles are not reported.

MetroLink: Revenue service interruption whereby a train is delayed by five minutes or more or removed from service for mechanical reasons.

Farebox recovery

Passenger revenue as a percent of operating expense.

Fleet size

Number of revenue vehicles at the end of the reporting period.

On-time performance

MetroBus and MetroLink: A trip is considered "on-time" if the vehicle departs within the time frame of 59 seconds before schedule or arrives within 4:59 minutes after schedule.

Metro Call-A-Ride: Appointments are made giving the passenger an estimated arrival time. A trip is considered on-time if arrival for the appointment is within 20 minutes before or after the appointment time.

Operating expense

Expense less leases and rentals, which is a National Transit Database definition. Allocations by mode are based on National Transit Database instructions which are different than the management-developed cost allocation model. (See also "Expense.")

Passenger boardings

Includes original revenue vehicle boardings and all transfers based on bus farebox counts, MetroLink ridership modeling using Automatic Passenger Counter (APC) technology, and actual Call-A-Ride passengers.

Transit

Passenger injury

Physical harm or alleged physical harm to a passenger or bystander involved in an Agency accident. One vehicle accident may result in multiple injuries.

Revenue hours

Time that MetroBus/Call-A-Ride vehicles or MetroLink trains operate in passenger service including special service.

Revenue miles

Distance that MetroBus/Call-A-Ride vehicles or MetroLink trains operate in passenger service including special service.

Revenue recovery

Passenger revenue, Transit Management Association revenue, and paratransit contractual revenue as a percent of expense.

Ridership

Total passenger boardings.

Roadcall

MetroBus revenue service interruption whereby the vehicle is delayed because of mechanical, tire, farebox, wheelchair lift or other equipment failure. A delay is not counted as a roadcall unless the delay is five minutes or more.

Subsidy

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

Subsidy as reported on "Peer Performance - System" - Operating expense less passenger revenue.

Total hours

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

Total miles

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

Unscheduled absenteeism

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

Vehicle accident

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

Vehicle miles

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

Non-Transit

Aircraft movement

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

Airport fuel sales (gallons)

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

Arch tram ridership

Number of adult and child tickets sold.

Based aircraft

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

Riverfront Attractions

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

**BI-STATE DEVELOPMENT
TREASURER'S REPORT
November 30, 2016**

INVESTMENTS

Yields:

Bi-State investments had an average yield of .62% for the month of November. The Fed declined to increase rates again in November, but did vote to raise the federal funds rate 25 basis points in December. The Fed anticipates three more rate hikes in 2017.

Invested Funds:

In November, Bi-State directed \$212 million of cash and investments. Approximately 33% of the invested funds were invested in U.S. Treasury or U.S. Government Agency securities, and 14% 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 109 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%. We currently have approximately \$7.8 million in collateral.

FUEL HEDGING

In November, in conjunction with its diesel fuel hedging program, Bi-State had a *realized loss* of \$161 thousand on the sale of Home Heating Oil #2 futures contracts. After falling for most of November, oil prices rebounded at the end of the month, ending the month up from October by approximately 5%. 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: 30-Nov-2016

31-Oct-2016

BI-STATE DIRECTED:	Wt. Avg.	Dollars		Market		Wt. Avg.	Dollars		Percentage	Market
	Maturity (1)	(,000 omitted)	Of Total	Rate		Value (2)	Maturity (1)	(,000 omitted)	Of Total	Rate
Cash	0	\$19,353	12.1%	0.00%	\$19,353	0	\$14,123	9.0%	0.00%	\$14,123
Repurchase Agreements	1	23,472	14.7%	0.36%	23,472	1	22,613	14.4%	0.36%	22,613
Certificates of Deposit	229	4,150	2.6%	0.53%	4,150	259	4,150	2.6%	0.53%	4,150
U.S. Agencies (discounted)	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
U.S. Agencies (coupon)	325	11,831	7.4%	0.87%	11,833	367	22,828	14.5%	0.87%	22,847
U.S. Treasury Securities	127	25,764	16.1%	0.58%	25,850	140	22,276	14.2%	0.58%	22,362
Other Investments (3)	1	75,304	47.1%	0.29%	75,304	1	71,149	45.3%	0.22%	71,149
SUB-TOTAL BI-STATE	51	\$159,874	100.0%	0.41%	\$159,962	81	\$157,139	100.0%	0.41%	\$157,244
BI-STATE DIRECTED-PROP M:										
Certificates of Deposit	201	\$1,510	2.9%	0.87%	\$1,510	231	\$1,510	2.9%	0.87%	\$1,510
U.S. Agencies (discounted)	548	1,998	3.9%	1.08%	1,995	578	1,998	3.8%	1.08%	2,000
U.S. Agencies (coupon)	556	22,305	43.1%	1.02%	22,248	565	24,305	46.6%	1.00%	24,338
U.S. Treasury Securities	160	6,972	13.5%	0.51%	6,982	94	2,986	5.7%	0.50%	2,997
Other Investments (3)	1	18,908	36.6%	0.26%	18,908	1	21,316	40.9%	0.24%	21,316
SUB-TOTAL PROP M	289	\$51,693	100.0%	0.67%	\$51,643	298	\$52,115	100.0%	0.66%	\$52,161
TOTAL BI-STATE DIRECTED	109	\$211,567		0.47%	\$211,605	135	\$209,254		0.47%	\$209,405
TRUSTEE DIRECTED:										
Cash	0	\$0	0.0%	0.00%	\$0	0	\$0	0.0%	0.00%	\$0
Municipal Bonds	1655	8,165	19.1%	2.34%	8,145	1685	8,165	20.3%	2.34%	8,309
U.S. Agencies (coupon)	1861	11,566	27.1%	2.67%	11,802	1058	20,665	51.3%	1.49%	21,212
Commercial Paper	192	11,097	26.0%	0.13%	11,109	74	1,998	5.0%	0.00%	1,998
Other Investments (3)	1	11,820	27.7%	0.29%	11,820	1	9,454	23.5%	0.29%	9,454
SUB-TOTAL TRUSTEE	872	\$42,648	100.0%	1.29%	\$42,876	888	\$40,282	100.0%	1.31%	\$40,973
TOTAL BI-STATE & TRUSTEE	237	\$254,215		0.61%	\$254,481	256	\$249,536		0.61%	\$250,378
LRV LEASE/LEASEBACK 2001:										
Cash	0	2	0.0%	0.00%	2	0	2	0.0%	0.00%	2
US Treasury Securities	36	7,814	7.2%	0.44%	7,839	66	7,814	7.3%	0.44%	7,837
Other Investments (4)	1	100,233	92.8%	5.80%	100,233	1	99,715	92.7%	5.80%	99,715
SUB-TOTAL LRV 2001		\$108,049	100.0%	5.41%	\$108,074		\$107,531	100.0%	5.41%	\$107,554
SUB-TOTAL LEASES		\$108,049			\$108,074		\$107,531			\$107,554
Grand Total (5)		\$362,264			\$362,555		\$357,067			\$357,932

Explanatory Notes:

- (1) Approximate weighted average of days to effective maturity, from last business day of the month.
- (2) Market value of government securities provided by safekeeping agent. Cost equals market for other investments.
- (3) Includes money market funds and fuel hedging accounts.
- (4) Investment Contracts (leases). Values of investment contracts adjusted to conform to lease payment schedules.
- (5) All amounts preliminary and subject to audit and adjustment.

Prepared by: *Therese F. Gudowicz* Date: 11/9/17
Jeri Gudowicz Green, Mgr of Treas Ops

Reviewed by: *Tammy Fulbright* Date: 11/9/17
Tammy Fulbright, Dir of Treasury Services

Approved: *Kathy Klevoth* Date: 11/10/17
Kathy Klevoth, CFO

**BI-STATE DEVELOPMENT
MONTHLY TREASURER'S REPORT- ALL COMPANIES
BANK / ISSUER SUMMARY as of: 11/30/2016**

Section 1 Bank/Issuer Summary

BI-STATE DIRECTED * <i>all non debt/lease assets, inc. Prop M:</i>	CASH	CERTIFICATES OF DEPOSIT	REPURCHASE AGREEMENTS	OTHER	GOVERNMENT SECURITIES	COMMERCIAL PAPER\ BA's	TOTAL	MARKET VALUE	NOTES
BANK OF AMERICA MERRILL LYNCH	18,282,836	0	0	0	0	0	18,282,836	18,282,836	FDIC\tri-party collateral(deposits).
BLACK ROCK	0	0	0	41,583,132	0	0	41,583,132	41,583,132	Money Market Fund (Govt. Securities).
COMMERCE BANK	0	5,009,952	0	0	0	0	5,009,952	5,009,952	FDIC\FRB collateral.
FIDELITY	0	0	0	48,094,671	0	0	48,094,671	48,094,671	Money Market Fund (First Tier\Prime)
FIRST CLOVERLEAF	0	650,000	0	0	0	0	650,000	650,000	FDIC\tri-party collateral(deposits).
JEFFERSON BANK & TRUST	25,004	0	3,127,760	0	0	0	3,152,764	3,152,764	FDIC; repo collateral held at JBT.
JP MORGAN CHASE	(196,693)	0	0	0	0	0	(196,693)	(196,693)	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	464,265	0	0	0	0	0	464,265	464,265	FDIC\FRB collateral.
RBC DAIN RAUSCHER	0	0	0	2,794,332	0	0	2,794,332	2,794,332	Commodities Margin Acct. (fuel hedging)
RJ O'BRIEN	0	0	0	1,739,924	0	0	1,739,924	1,739,924	Commodities Trading Acct. (fuel hedging)
REGIONS BANK	141,892	0	0	0	0	0	141,892	141,892	FDIC Insured.
UMB BANK	880	0	20,344,000	0	0	0	20,344,880	20,344,880	FDIC\FRB Collateral.
U.S. BANK	(173,757)	0	0	0	0	0	(173,757)	(173,757)	FDIC\FRB Collateral.
ILLINOIS FUNDS	0	0	0	0	0	0	0	0	Illinois State Treasurer Investment Pool.
FARM CREDIT BANK	0	0	0	0	18,490,800	0	18,490,800	18,462,153	Safekept at Bank of America (BOA).
FEDERAL HOME LOAN BANK	0	0	0	0	17,643,058	0	17,643,058	17,614,235	Safekept at Bank of America (BOA).
U.S. TREASURY	0	0	0	0	32,735,395	0	32,735,395	32,832,025	Safekept by BOA or designated agent.
OTHER	738,790	0	0	0	0	0	738,790	738,790	
sub-total Bi-State directed	19,353,323	5,659,952	23,471,760	94,212,059	68,869,253	0	211,566,347	211,605,507	
TRUSTEE DIRECTED									
<u>DEBT ISSUES</u>									
Cross County Bonds									
Series 2009, 2013									
<u>BANK OF NEW YORK -MELLON TRUST</u>									
BANK OF NEW YORK	0	0	0	0	0	0	0	0	FDIC Insured.
GOLDMAN	0	0	0	11,820,223	0	0	11,820,223	11,820,223	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	11,565,732	0	11,565,732	11,801,636	Safekept at Bank of New York
MUNICIPAL BONDS	0	0	0	0	8,165,315	0	8,165,315	8,145,336	Safekept at Bank of New York
BOND FUNDS	0	0	0	0	0	11,096,884	11,096,884	11,108,721	Safekept at Bank of New York
sub-total	0	0	0	11,820,223	19,731,047	11,096,884	42,648,154	42,875,916	
SUB-TOTAL TRUSTEE (BONDS)	0	0	0	11,820,223	19,731,047	11,096,884	42,648,154	42,875,916	
SUB-TOTAL BI-STATE AND TRUSTEE	19,353,323	5,659,952	23,471,760	106,032,282	88,600,300	11,096,884	254,214,501	254,481,423	
LRV Lease\Leaseback 2001 C1 C2									
FSVAIG	0	0	0	100,233,334	0	0	100,233,334	100,233,334	Guaranteed Investment Contract (GIC).
US TREASURY	1,633	0	0	0	7,814,167	0	7,815,800	7,840,281	Safekept by Lease Trustee.
sub-total	1,633	0	0	100,233,334	7,814,167	0	108,049,134	108,073,615	
sub-total leases	1,633	0	0	100,233,334	7,814,167	0	108,049,134	108,073,615	
GRAND TOTAL	\$19,354,956	\$5,659,952	\$23,471,760	\$206,265,616	\$96,414,467	\$11,096,884	\$362,263,635	\$362,555,038	

* 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:

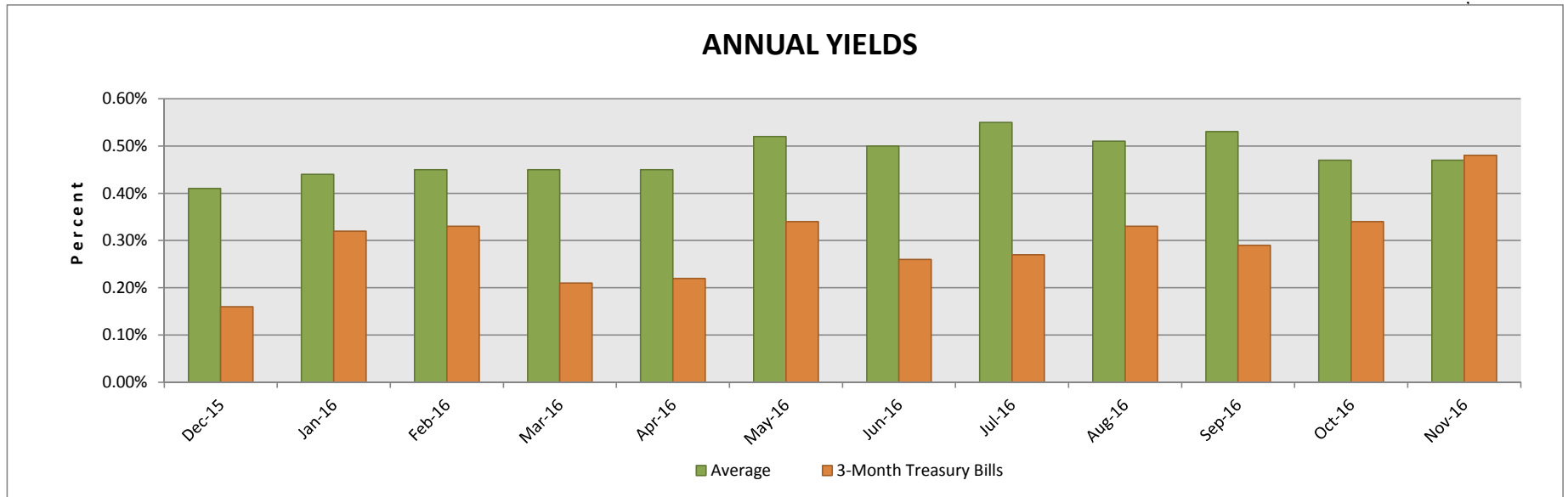
AAA Standard & Poor's, Moody's and Fitch rate credit quality on an A to C scale, with A generally regarded as "upper investment grade" and C as "speculative" (D would indicate default). Within each category are different gradients. The triple A rating indicates that the issuer's long term unsecured debt 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)	Dec-15	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16	Sep-16	Oct-16	Nov-16
Bi-State Investments	135,576	140,566	137,801	146,526	143,992	144,238	141,500	134,032	144,144	132,418	157,139	159,874
Bi-State Prop M Investments	54,763	52,845	52,234	53,057	53,263	53,310	53,951	45,424	44,917	44,979	52,115	51,693
Total	190,339	193,411	190,035	199,583	197,255	197,548	195,451	179,456	189,061	177,397	209,254	211,567
Projected Total	145,000	145,000	145,000	145,000	145,000	145,000	145,000	145,000	145,000	145,000	145,000	145,000
Trustee Investments	47,571	49,812	51,819	53,542	45,048	47,700	49,998	56,118	59,708	89,698	40,282	42,648

Yields/Rates Information	Dec-15	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16	Sep-16	Oct-16	Nov-16
Bi-State	0.37%	0.40%	0.42%	0.41%	0.41%	0.46%	0.45%	0.48%	0.44%	0.46%	0.41%	0.41%
Prop M	0.51%	0.54%	0.53%	0.56%	0.58%	0.70%	0.64%	0.74%	0.73%	0.73%	0.66%	0.67%
Average	0.41%	0.44%	0.45%	0.45%	0.45%	0.52%	0.50%	0.55%	0.51%	0.53%	0.47%	0.47%
Trustee	1.43%	1.39%	1.35%	1.39%	1.54%	1.23%	1.21%	1.05%	1.01%	0.77%	1.31%	1.32%
3-Month Treasury Bills	0.16%	0.32%	0.33%	0.21%	0.22%	0.34%	0.26%	0.27%	0.33%	0.29%	0.34%	0.48%
1 Year Treasury	0.61%	0.44%	0.60%	0.58%	0.55%	0.66%	0.44%	0.49%	0.59%	0.59%	0.66%	0.80%
Fed Funds (target)	0.50%	0.50%	0.50%	0.50%	0.50%	0.50%	0.50%	0.50%	0.50%	0.50%	0.50%	0.50%
20-Year Municipals	3.57%	3.38%	3.34%	3.38%	3.32%	3.26%	2.85%	2.85%	2.84%	3.06%	3.29%	3.80%
SIFMA (BMA) Index (month end)	0.01%	0.01%	0.01%	0.40%	0.41%	0.39%	0.41%	0.44%	0.63%	0.84%	0.63%	0.56%



Diesel Fuel Hedging Program - FY 2017

Diesel Fuel Budget \ Actual Comparison:		Nov-16	Year to Date	Life to Date
a	Gallons consumed-actual	422,785	2,371,328	76,557,677
b=(c/a)	Average cost per gallon-actual	\$ 1.54	\$ 1.53	\$ 2.13
c	Total Diesel Fuel Cost-Actual	\$ 651,131	\$ 3,618,987	\$ 162,836,593
d	Gallons consumed- budget	459,301	2,381,374	80,009,235
e=(f/d)	Average cost per gallon- budget	\$ 1.95	\$ 1.95	\$ 2.37
f	Total Diesel Fuel Cost- Budget	\$ 895,637	\$ 4,643,679	\$ 189,710,431
g=(f-c)	Budget Variance (Unfavorable)	\$ 244,506	\$ 1,024,692	\$ 26,873,838
h	Realized Futures Gains (Losses)	\$ (161,524)	\$ (886,540)	\$ (2,569,787)
i=(c-h)	Net Cost of Fuel	\$ 812,655	\$ 4,505,527	\$ 165,406,380
j=(i-f)	Net Budget Variance (Unfavorable)	\$ 82,982	\$ 138,152	\$ 24,304,051
j=(i/f)	Net Cost of Fuel, Per Gallon, inc. Hedge	\$ 1.92	\$ 1.90	\$ 2.16
k=(e-i)	Net Budget Variance Per Gallon	\$ 0.03	\$ 0.05	\$ 0.21

Futures Activity:		Price of Barrel of Oil:	
		Date	Price
Futures Contracts Purchased	20		
Futures Contracts Sold	19	07/29/2016	\$ 41.60
Futures Contracts Net Change at month end	1	08/31/2016	\$ 44.70
Total Open Futures Contracts, at month end	210	09/30/2016	\$ 48.24
Futures Contracts Unrealized Gain/(Loss) *	\$417,035	10/31/2016	\$ 46.86
(% of Estimated Future Consumption)	82%	11/30/2016	\$ 49.44

* = 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 Jan 2017 through Dec 2018 (24 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: November 2016**

Item	Investment:	Par Amount	Settled	Maturity Date	Term(days)	Yield	Purchased From	Fund
1	US Treasury Bill	\$ 1,000,000	11/17/16	07/20/17	245	0.52%	Bank of America	Sales Tax
2	US Treasury Bill	\$ 2,000,000	11/17/16	07/20/17	245	0.52%	Bank of America	Prop M City
3	US Treasury Bill	\$ 2,000,000	11/17/16	07/20/17	245	0.52%	Bank of America	Prop M County
4	US Treasury Bill	\$ 2,500,000	11/17/16	07/20/17	245	0.52%	Bank of America	Prop A
	Total	\$ 7,500,000						
					245	0.52%		

Notes:
 * Investments with an original term of over 14 days.

Bi-State Development
FY'17 Projected Transit Cash Flow (draft, discussion only)
(dollars in thousands)

Note- Figures are estimates of CASH receipts and disb.: subject to change	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	DEC	JAN	FEB	MAR	APR	MAY	JUNE	Fiscal Yr	JULY	AUG	SEPT	OCT	NOV	DEC	FY'18
	2017	2016	2016	2016	2016	2016	2016	2017	2017	2017	2017	2017	2017	2018	2017	2017	2017	2017	2017	2017	2017
BEGINNING CASH BAL. OPER.&REV. FUNDS	\$50,600	\$32,000	\$15,400	\$26,500	\$24,000	\$56,800	\$56,600	\$55,173	\$56,271	\$53,269	\$54,367	\$47,965	\$39,363	\$32,000	\$32,075	\$24,145	\$40,110	\$40,098	\$40,508	\$38,406	\$32,075
CASH RECEIPTS- SALES TAXES :																					
St Louis County 1/2 cent (est. 1974)	42,607	0	0	2,288	681	477	736	819	1,091	552	532	686	655	8,517	862	439	987	681	477	736	4,182
St Louis City 1/2 cent (est. 1974)	19,586	2,022	928	2,136	1,628	1,030	2,015	1,717	1,001	2,302	1,627	885	2,215	19,506	2,022	928	2,136	1,628	1,030	2,015	9,759
sub-total 1/2 cent (1974)	62,193	2,022	928	4,424	2,309	1,507	2,751	2,536	2,092	2,854	2,159	1,571	2,870	28,023	2,884	1,367	3,123	2,309	1,507	2,751	13,941
<i>Pledged to debt service X-County Bonds:</i>																					
St Louis County 1/4 cent Prop M (1994)	43,355	0	0	0	15,224	2,796	3,818	3,266	3,148	3,137	3,301	2,446	3,137	40,273	4,252	2,648	4,699	3,624	2,796	3,818	21,837
St Louis City 1/4 cent Prop M (1994)	10,348	0	0	0	3,565	550	1,025	880	514	1,290	866	467	1,170	10,327	1,028	489	1,163	884	550	1,025	5,139
St Louis County 1/2 cent Prop A (2010)	54,338	0	0	0	30,505	5,574	7,634	7,799	6,904	8,394	7,229	6,891	8,451	89,381	8,503	5,354	9,403	7,246	5,574	7,634	43,714
St Louis City 1/4 cent Prop M2 (2010)	10,348	0	0	0	3,565	550	1,025	880	514	1,290	866	467	1,170	10,327	1,028	489	1,163	884	550	1,025	5,139
sub-total pledged sales taxes	118,389	0	0	0	52,859	9,470	13,502	12,825	11,080	14,111	12,262	10,271	13,928	150,308	14,811	8,980	16,428	12,638	9,470	13,502	75,829
Debt Service X-County Bonds, Interest	(20,925)	0	0	0	(7,068)	(1,744)	(1,744)	(1,744)	(1,744)	(1,744)	(1,744)	(1,744)	(1,744)	(21,020)	(1,744)	(1,744)	(1,744)	(1,709)	(1,709)	(1,709)	(10,359)
Debt Service X-County Bonds, Principal	(7,719)	0	0	0	(2,611)	(690)	(690)	(690)	(690)	(690)	(690)	(690)	(690)	(8,131)	(690)	(690)	(690)	(752)	(752)	(752)	(4,326)
sub-total debt service	(28,644)	0	0	0	(9,679)	(2,434)	(2,434)	(2,434)	(2,434)	(2,434)	(2,434)	(2,434)	(2,434)	(29,151)	(2,434)	(2,434)	(2,434)	(2,461)	(2,461)	(2,461)	(14,685)
sub-total pledged sales tax less debt	89,745	0	0	0	43,180	7,036	11,068	10,391	8,646	11,677	9,828	7,837	11,494	121,157	12,377	6,546	13,994	10,177	7,009	11,041	61,144
TOTAL SALES TAX RECEIPTS LESS DEBT	151,938	2,022	928	4,424	45,489	8,543	13,819	12,927	10,738	14,531	11,987	9,408	14,364	149,180	15,261	7,913	17,117	12,486	8,516	13,792	75,085
CASH RECEIPTS- OTHER:																					
Passenger Revenue, inc. Paratransit	54,973	4,026	3,951	5,585	4,953	3,851	3,123	4,270	2,930	4,849	3,877	2,695	3,550	47,660	4,026	3,951	5,585	4,953	3,851	3,123	25,489
Other	23,078	5,569	2,364	11,205	387	2,875	1,372	512	1,461	1,213	1,471	1,281	1,321	31,031	1,000	1,000	1,000	1,000	1,000	1,000	6,000
St. Clair County (inc. State of Illinois)	50,298	405	11,496	163	4,841	9,467	9,504	166	4,605	4,612	4,561	2,836	1,778	54,434	405	11,496	163	4,841	9,467	9,504	35,876
State of Missouri	0	0	1	0	0	0	0	0	0	0	0	0	0	1	0	1	0	0	0	0	1
<i>Federal Assistance:</i>																					
Maintenance	0	0	18,756	0	0	0	0	0	0	0	0	0	0	18,756	0	18,000	0	0	0	0	18,000
CMAQ\JARC\ARRA\Other grants\reimb.	47,728	804	0	2,731	1,398	0	9,189	11,669	3,828	2,456	2,354	1,744	1,779	37,952	804	0	2,731	1,398	0	5,189	10,122
TOTAL CASH RECEIPTS	328,015	12,826	37,496	24,108	57,068	24,736	37,007	29,544	23,562	27,661	24,250	17,964	22,792	339,014	21,496	42,361	26,596	24,678	22,834	32,608	170,573
CASH DISBURSEMENTS:																					
Payroll & Related (not inc. OPEB)	(134,669)	(12,304)	(11,055)	(12,914)	(10,346)	(10,532)	(13,156)	(10,159)	(11,159)	(10,286)	(12,658)	(11,229)	(10,669)	(136,467)	(12,304)	(11,055)	(12,914)	(10,346)	(10,532)	(13,156)	(70,307)
Accounts Payable	(157,706)	(12,761)	(13,837)	(10,917)	(12,348)	(8,355)	(22,957)	(11,354)	(11,107)	(11,150)	(13,613)	(11,040)	(13,368)	(152,807)	(12,761)	(13,837)	(10,917)	(12,348)	(8,355)	(22,957)	(81,175)
Self-Insurance	(15,438)	(879)	(405)	(681)	(1,381)	(1,090)	(728)	(3,569)	(884)	(809)	(817)	(893)	(1,018)	(13,154)	(879)	(405)	(681)	(1,381)	(1,090)	(728)	(5,164)
Other (int svc fund transfer, OPEB, Pension)	(35,602)	(3,482)	(1,099)	(2,096)	(193)	(4,959)	(1,593)	(3,364)	(3,414)	(4,318)	(3,564)	(3,404)	(5,025)	(36,511)	(3,482)	(1,099)	(2,096)	(193)	(4,959)	(1,593)	(13,422)
TOTAL CASH DISBURSEMENTS	(343,415)	(29,426)	(26,396)	(26,608)	(24,268)	(24,936)	(38,434)	(28,446)	(26,564)	(26,563)	(30,652)	(26,566)	(30,080)	(338,939)	(29,426)	(26,396)	(26,608)	(24,268)	(24,936)	(38,434)	(170,068)
CASH SURPLUS (DEFICIT)	(15,400)	(16,600)	11,100	(2,500)	32,800	(200)	(1,427)	1,098	(3,002)	1,098	(6,402)	(8,602)	(7,288)	75	(7,930)	15,965	(12)	410	(2,102)	(5,826)	505
CUMULATIVE CASH SURPLUS (DEFICIT)	32,000	15,400	26,500	24,000	56,800	56,600	55,173	56,271	53,269	54,367	47,965	39,363	32,075	32,075	24,145	40,110	40,098	40,508	38,406	32,580	32,580

**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
	S&P	Moody's	Fitch	S&P	Moody's	Fitch	Rating
Bank of America, N.A.	A+	A1	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	BBB+	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			
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+	<i>NA = Fitch overall bank ratings or LT debt ratings have been withdrawn</i>			
U.S. Treasury	AA+	Aaa	AAA				
Federal Home Loan Bank (FHLB)	AA+	Aaa					
Federal Farm Credit Bank (FCB)	AA+	Aaa	AAA				

Memorandum

To: Finance and Administration Committee

From: Larry B. Jackson 
Executive Vice President – Administration

Date: January 4, 2017

**Subject: Quarterly Procurement Activity Report
First Quarter Fiscal Year 2017**

BSD Board Policy Chapter 50 Section 010 Paragraph N.3 requires that we provide quarterly reports to the Board relating to procurement activities, which exceed \$100,000, including contract modifications and award of options. The report format that has been used the past several years includes the key sections that are explained below.

Section 1 – Non-Competitive Procurement Trend

Federal regulations and Board Policy require that all procurements be conducted in a manner which fosters full and open competition. In certain instances however, competition is not feasible or practical. This section of the report summarizes the trend and relationship of non-competitive spend to total spend. All individual non-competitive contract awards exceeding \$100,000 are presented to the Board of Commissioners for approval prior to award. Other non-competitive expenditures must be approved by the appropriate Division Vice President, the Vice President of Procurement, and the President & CEO prior to award.

Section 2 – Procurement Contract Awards

This report lists all major (>\$100,000) contract awards during the reporting period and the relevant contract information for each. Information in this report is now listed in descending contract dollar value as requested previously by the Committee.

Section 3 – Contract Modifications

This report lists all contract modification actions executed during the period where the total revised contract amount exceeds \$100,000. Contract modifications include changes to contract scope, exercise of options and extensions, or other actions effecting the contract term. Information in this report is listed in descending contract dollar value as requested previously by the Committee.

Section 4 – Davis Bacon Act Projects

The Davis Bacon Act requires that all construction contracts financed with Federal assistance contain provisions requiring that all laborers and mechanics employed by the contractors or subcontractors to work on the project must be paid wages not less than those established for the area by the Secretary of Labor. The contractors listed in this section submit weekly “certified payrolls” to BSD, which we monitor in accordance with the regulatory requirements.

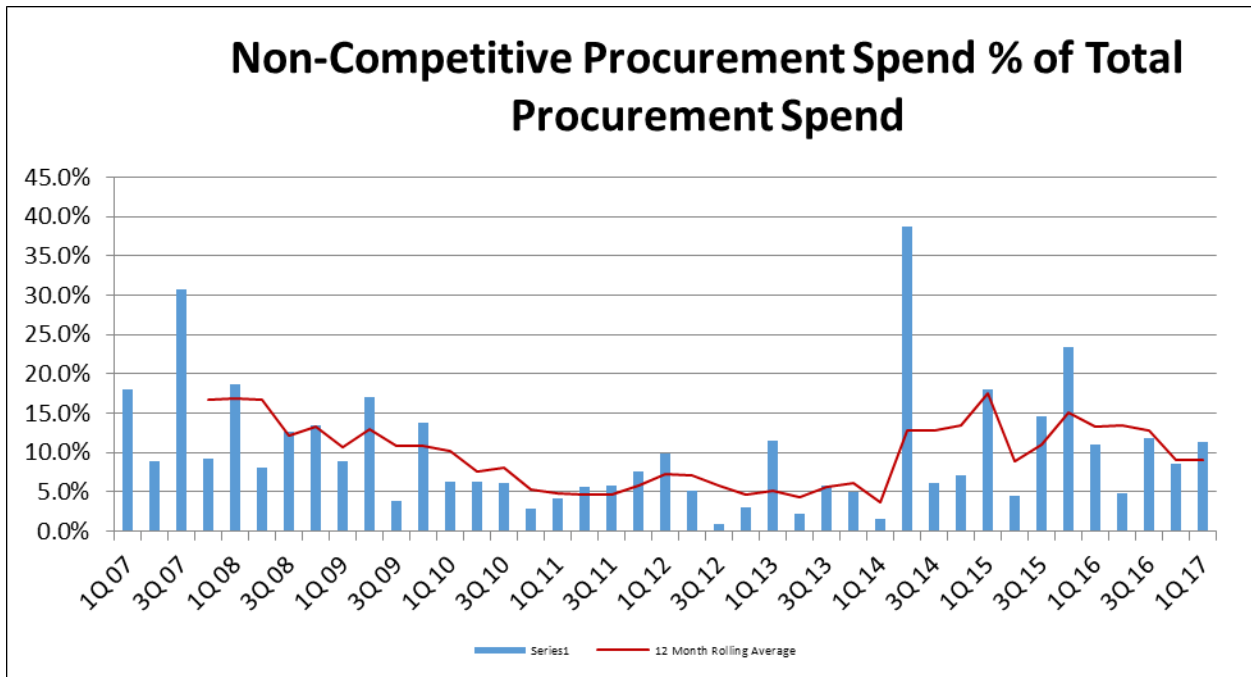
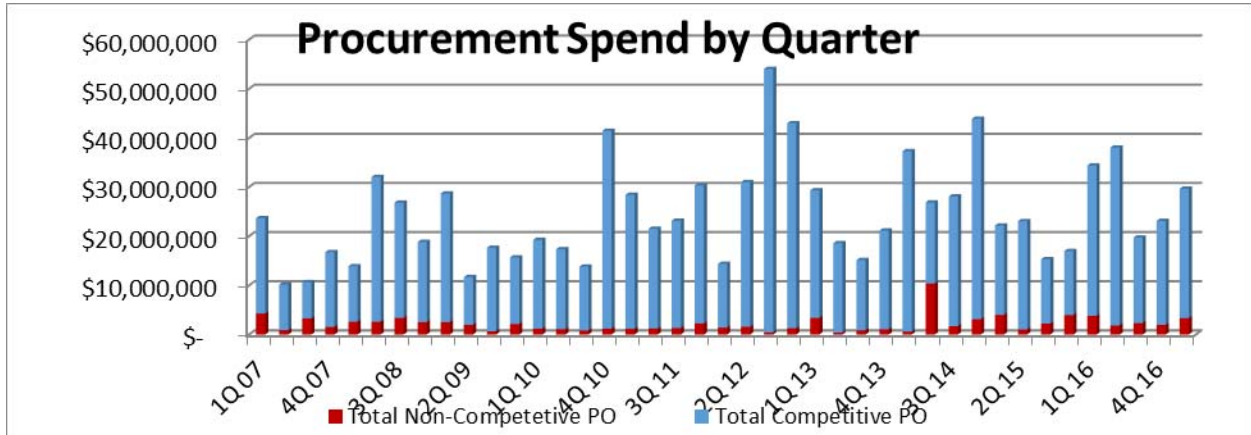
Section 5 – Procurement Card Administration

BSD’s Procurement Department administers a Procurement Card Program, which provides a means for cardholders to procure low-dollar goods and services independently. This program reduces the administrative burden of processing Purchase Orders and Check Requests for small dollar purchases (typically less than \$2500). The report included in this section details the overall volume of transactions and information related to procedural violations and administrative actions on those violations.

Please feel free to contact me with any suggestions, questions, or information requests that you may have.

Procurement Activity Report
Non-Competitive Procurement Trend
First Quarter FY2017

First Quarter 2017 Non-Competitive Procurements totaled \$3,342,582 or 11.3% of total Purchase Order Commitment volume of \$29,676,724. Last 12 months Non-Competitive Procurements totaled \$9,505,283 or 8.6% of total Purchase Order Commitment volume of \$110,566,871.



**CONTRACT AWARDS EXCEEDING \$100,000
JULY1,2016 - SEPTEMBER 30, 2016**

<u>Number</u>	<u>Rev</u>	<u>Description</u>	<u>Type</u>	<u>Order Date</u>	<u>Supplier</u>	<u>Amount</u>	<u>Buyer</u>	<u>Closure Status</u>	<u>DBE Goal</u>
N/A	0	16-RFP-102885-DR Dental Plan Services - Period of Performance: January 1,2017 - December 31, 2021	Contract Purchase Agreement	07/15/16	DELTA DENTAL OF MISSOURI	\$ 6,000,000.00	Rowey, Deborah M	Open	0
53814	0	16-RFP-102633-CB Track Maintenance Services, Three Base Years, Period of Performance July 1, 2016 - June 30, 2019	Contract Purchase Agreement	09/08/16	IRONHORSE INC	\$ 1,737,448.85	Bonds, Charcita M	Open	0
54059	0	16-RFP-102840-DR - Life and Disability Insurance Services - Three Base Years and Two Option Years - Period of Performance: January 1, 2017 - December 31, 2021	Contract Purchase Agreement	09/30/16	RELIANCE STANDARD LIFE INSURANCE COMPANY	\$ 1,312,778.00	Rowey, Deborah M	Open	0
54016	0	16-RFP-102975-CG Development and Implementation of Marketing Activities for Metro Transit, Three Base Years and Two Option Years, Period of Performance September 30, 2016 - September 29, 2021	Contract Purchase Agreement	09/28/16	PAVLOV ADVERTISING, LLC	\$ 1,200,000.00	Gates, Carol Renee	Open	0
54058	0	16-RFP-102840-DR - Life and Disability Insurance Services - Three Base Years and Two Option Years - Period of Performance: January 1, 2017 - December 31, 2021	Contract Purchase Agreement	09/30/16	STANDARD INSURANCE COMPANY	\$ 874,264.00	Rowey, Deborah M	Open	0
53355	0	16-SS-103219-CB Trigen - Spruce St. Relocation Steam Line Base Contract Period of Performance 5/26/2016 thru 8/6/2016	Standard Purchase Order	07/22/16	TRIGEN-ST LOUIS ENERGY CORPORATION	\$ 677,550.00	Bonds, Charcita M	Open	0
53671	0	Transit Master Equipment/Software Maintenance Agreement with Trapeze Group, Period of Performance July 1, 2016 - June 30, 2017.	Standard Purchase Order	08/23/16	TRAPEZE SOFTWARE GROUP	\$ 435,794.00	Hill, Diana L	Closed	0
53211	2	16-RFP-102886-CG Development and Implementation of Marketing Activities, Base Year One, Period of Performance July 7, 2016 - July 6, 2017	Standard Purchase Order	07/07/16	WERREMEYER, INC	\$ 400,000.00	Gates, Carol Renee	Open	0
53322	0	14-SB-99133-DH Lubricants - Bulk, Drum and Keg, BALANCE OF Five Base Years, Period of Performance July 20, 2016 - March 2, 2019 (Change of Distributors)	Contract Purchase Agreement	07/20/16	HERITAGE PETROLEUM, LLC	\$ 373,740.00	Hill, Diana L	Open	0
53737	0	17-RFQ-103422-DAB Winter Storm Supplies - Bag Sand and Bag Magnesium Chloride	Standard Purchase Order	08/30/16	KIRKWOOD MATERIAL SUPPLY, INC.	\$ 328,950.00	Baldwin, Deborah A	Open	0

**CONTRACT AWARDS EXCEEDING \$100,000
JULY1,2016 - SEPTEMBER 30, 2016**

<u>Number</u>	<u>Rev</u>	<u>Description</u>	<u>Type</u>	<u>Order Date</u>	<u>Supplier</u>	<u>Amount</u>	<u>Buyer</u>	<u>Closure Status</u>	<u>DBE Goal</u>
53516	0	17-SS-103496-MD AAIM Employers Association for Supervisor Training Program	Standard Purchase Order	08/05/16	AAIM MANAGEMENT ASSOCIATION	\$ 325,090.00	Dillard, Marian Denise	Open	0
53800	0	17-SB-103372-CG Feeder Wire Rehabilitation and Substation Waterproofing at MO-02, Period of Performance September 14, 2016 - April 1, 2017	Standard Purchase Order	09/07/16	TGB, INC.	\$ 288,551.00	Gates, Carol Renee	Open	0
54131	0	17-SB-103398-SG MetroBus Timetables Panel Sizes4 thru 9 Base Years September 20, 2016 to September 19, 2018 and 1 Option Year September 20, 2018 - September 19, 2019	Contract Purchase Agreement	09/16/16	JAMES MULLIGAN PRINTING CO	\$ 233,704.00	Griffin, Sandra P	Open	0
53298	1	National Park Service - Arch Transportation System Tram Mechanics & Materials - Remainder of FY16 invoices (still to be received from NPS)- Bill# BV652017002	Standard Purchase Order	07/19/16	NATIONAL PARK SERVICE	\$ 197,730.48	Dillard, Marian Denise	Open	0
53128	0	16-RFP-102778-SG - Threat Vulnerability Assessment Consultant	Contract Purchase Agreement	07/06/16	COUNTERMEASURES ASSESSMENT & SECURITY EXPERS (CASE)	\$ 195,723.06	Sandra Griffin	Open	0
53731	0	17-RFQ-103422-DAB Winter Storm Supplies - Bulk Salt	Standard Purchase Order	08/30/16	LANGE-STEGMANN CO	\$ 167,175.00	Baldwin, Deborah A	Open	0
53362	0	16-SB-102814-TJ NORTH COUNTY TRANSIT CENTER,ONE BASE YEAR & TWO ONE YEAR OPTIONS, PERIOD OF PERFORMANCE BASE YEAR 1, AUGUST 1, 2016 - JULY 31, 2017	Standard Purchase Order	07/25/16	MERS/GOODWILL	\$ 145,000.00	Johnson, Theresa	Open	13

CONTRACT MODIFICATIONS
JULY 1, 2016 - SEPTEMBER 30, 2016

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		11	Security & Fare Enforcement Services	Additional Funds for base year 3	Securitas Security Services USA, Inc	0%	\$3,235,705	08/08/16	\$100,000	\$16,320,008	Operations	0	0
13-RFP-5980-SG		10	Security & Fare Enforcement Services	Exercise Option Yr 1	Securitas Security Services USA, Inc	0%	\$3,235,705	08/08/16	\$4,766,954	\$16,220,008	Operations	0	0
10-RFP-5564-DH	CO24	13	Automatic Fare Collection and Smart Card System	Change in Scope	Indra, USA	0%	\$6,625,896	08/26/16	\$10,171	\$10,886,866	MO-04-0113 Prop M SCCTD	0	0
10-RFP-5648-DH	9	6	Farebox Collection System	Change in Scope Additional Funds	Scheidt & Bachmann	7%	\$605,121	08/26/16	\$4,653	\$10,355,356	MO-04-0113 Prop M SCCTD	0	0
10-RFP-5648-DH	8	5	Farebox Collection System	Time Extension Additional Funds	Scheidt & Bachmann	7%	\$605,121	8/2/2016	\$21,500	\$10,350,703	MO-04-0113 Prop M SCCTD	360	1
16-SB-101846-DGR		2	Spruce Street Bridge Replacement	Change in Scope	Kozney Wagner, Inc.	0	\$5,283,793	7/5/2016	\$114,432	\$5,449,642	MO-54-0001	0	0
15-SB-100842-CB	CO 8	9	North County Transfer Center-Phase 1	Change in Scope	C Rallo Contracting	15%	\$5,085,000	09/23/16	\$12,541	\$5,335,636	MO-95-X018 STCF	90	1
15-SB-100842-CB	CO7	8	North County Transfer Center-Phase 1	Change in Scope	C Rallo Contracting	15%	\$5,085,000	09/15/16	\$17,489	\$5,323,095	MO-95-X015	90	1
16-SB-101993-CB	CO1	1	Jefferson National Expansion Memorial Arch Transportaton System Motor-Generator Set Replacement	Change in Scope	The Harlan Company	0%	\$5,002,100	09/21/16	\$49,036	\$5,051,136	Arch Bond	0	0
15-RFP-101065-CB	CO 2&3	1	Design/Build Ewing Yard Retaining Wall Remediation Part 2	Change in Scope	St. Louis Bridge Construction Co.	0%	\$4,142,110	09/21/16	\$39,979	\$4,182,089	MO-90-X296 Prop M	90	1

CONTRACT MODIFICATIONS
JULY 1, 2016 - SEPTEMBER 30, 2016

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
11-RFP-5737-DGR		10	Elevator and Escalator Full Maintenance and Repair	Additional Work	ThyssenKrupp Elevator Corporation	0%	\$2,092,660	07/25/16	\$218,869	\$3,957,706	Operations	90	1
15-SB-101402-TJ		2	MO & IL Railcar Cleaning	Additional Funds Additional Work	MERS Goodwill	10%	\$1,221,058	9/8/2016	\$56,624	\$1,710,193	Operations	0	0
15-SB-101402-TJ		1	MO & IL Railcar Cleaning	Change in Scope Additional Funds	MERS Goodwill	10%	\$1,221,058	08/25/16	\$432,000	\$1,653,058	Operations	0	0
11-SB-5788-CE/DAB		4	Call-A-Ride Van Cleaning Service	Time Extension	World Management Inc.	12%	\$478,806	08/03/16	\$63,049	\$1,281,602	Operations	90	1
14-SB-99459-TJ		1	DeBaliviere Facility Cleaning	Exercise Option Yr 1	ISS Facility Services Inc	15%	\$783,395	08/10/16	\$391,698	\$1,175,093	Operations	0	0
14-SB-100640-SG		1	MetroLink Manual Ticket Sales/Revenue Services	Exercise Option Yr 1	Above All Personnel	10%	\$700,188	08/30/16	\$350,133	\$1,050,321	Operations	0	0
15-RFP-101188-CB	CO1	1	Spruce Street Bridge Replacement - Design & Construction Phase Services	Change in Scope	URS Corporation	22%	\$605,121	08/03/16	\$50,000	\$655,121	MO-95-X266	0	0
14-RFP-100638-SG		3	Passenger Counting & Surveying	Exercise Option Yr 2	Critique Personnel, Inc.	10%	\$165,720	08/23/16	\$230,020	\$650,760	Operations	0	0
13-RFP-5991-DR/MD	TO3	5	On-Call Information Technology Consulting Services	Temp to Hire	Randstad Technologies	0%	\$61,360	07/21/16	\$23,750	\$483,950	Operations	0	0
12-SB-5857-EM/TJ		5	Uniform Rental & Cleaning	Additional Funds	G & K Services	10%	\$529,886	09/21/16	\$30,000	\$458,657	Operations	180	2

CONTRACT MODIFICATIONS
JULY 1, 2016 - SEPTEMBER 30, 2016

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
11-SB-5733-DP/DAB		5	Metro's Towing & Wrecker Services	Additional Funds	Mike's Towing and Automotive Specialties, Inc.	0%	\$225,000	09/09/16	\$15,000	\$410,000	Operations	90	1
11-SB-5733-DP/DAB		4	Metro's Towing & Wrecker Services	Time Extension	Mike's Towing and Automotive Specialties, Inc.	0%	\$225,000	08/02/16	\$10,000	\$395,000	Operations	90	1
12-RFP-5791-SG		1	Financial Advisory Services	Time Extension	Columbia Capital Management, LLC	0%	\$283,250	07/18/16	\$75,000	\$363,750	Operations	180	1
14-RFP-98761-DR		9	Health & Welfare Consultant Services	Additional Funds	Arthur J. Gallagher	0%	\$287,500	08/15/16	\$10,534	\$298,034	Operations	0	0
12-RFP-5799-SG		1	Bond Counsel Services	Time Extension	Gilmore & Bell, PC	0%	\$213,000	07/18/16	\$25,000	\$238,000	Operations	180	1
16-SB-102518-CG		1	Illinois Bus Garage Floor Repair	Additional Work	L. Keeley Construction Company	0%	\$174,455	07/28/16	\$1,796	\$176,251	MO-90-X296 Prop M	0	0
13-SB-5960-TJ		2	Oil Testing & Analysis	Additional Funds	ANA Laboratories, Inc	0%	\$99,128	09/30/16	\$3,462	\$135,632	Operations	0	0
16-SB-102735-CB		1	Ewing Backup Generator-Mission Critical Emergency Power	Change in Scope	Streib Electric	0%	\$110,919	8/2/2016	\$3,258	\$114,177	MO-90-X296	0	0
16-SB-102735-CB		2	Ewing Backup Generator-Mission Critical Emergency Power	Time Extension	Streib Electric	0%	\$110,919	#####	\$0	\$114,177	MO-90-X296	90	1
13-SB-5982-TJ		1	ATS Van Cleaning Services	Exercise Option Yr 1	World Management, Inc.	15%	\$62,011	07/05/16	\$34,856	\$104,567	Operations	0	0
16-SS-102186-DW/MD		1	St. Louis Regional Freight District Support	Time Extension	Aegis Strategies, LLC	0%	\$69,500	08/04/16	\$30,500	\$100,000	Operations	180	2



Prevailing Wage Report Fiscal Year 2017 July 1, 2016 - September 30, 2016

Project: 12-SB-5786-MM EADS BRIDGE REHABILITATION FTA Grant No. MO-96-x005; MO-90-x279; MO-90-x281

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
<p>6362963300</p> <p>ST. LOUIS BRIDGE COMPANY</p> <p>Start Date: 03/06/2012 End 06/30/2016</p> <p>Contract Amount: \$36,326,411.91</p> <p>655 LANDMARK DRIVE , ARNOLD , MO 63010</p>				
	636-274-0802			
	ATK SAFETY SUPPLY INC		Start Date: 10/05/2012	End Date: 05/25/2013
	314-524-6111			
	B & P Construction, Inc.		Start Date: 10/02/2012	End Date: 09/10/2013
	773-721-9350			
	Era Valdivia Contractors Inc		Start Date: 03/23/2013	End Date: 04/25/2014
	314-892-2963			
	M.T.C. Construction dba K. Bates Steel		Start Date: 09/11/2012	End Date: 11/14/2014
	6364753500			
	THOMAS INDUSTRIAL COATINGS, INC.		Start Date: 08/19/2012	End Date: 11/14/2014
	314-773-8813			
	WESTERN WATERPROOFING		Start Date: 07/06/2013	End Date: 01/24/2014
	618-398-7575			
	Wissehr Electrical Contractor		Start Date: 09/09/2012	End Date: 11/14/2014

Project: 13-SB-5933-DGR ILLINOIS SLOPE STABILIZATION SERVICES & SCOUR PROTECTION PHASE 2 IDOT Grant IL CAP-11-98-ILL

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
6182823844				

ILLINOIS EXCAVATORS, INC.

Start Date: **08/01/2013** End **06/30/2016**
Contract Amount: **\$4,705,629.45**

55 E. MILL STREET ,
RUMA , IL 62278

3148698000
COLLINS & HERMANN

Start Date: **06/27/2013**

618-277-4280
MAYER LANDSCPAING INC

Start Date: **07/10/2013**

6185669117
N & W HORIZONTAL BORING CO.

Start Date: **06/27/2013**

636-978-0752
PJR ASSOCIATES

Start Date: **06/27/2013**

Project: 14-SB-99081-SM ARCH BIKE TRAIL SIGNAGE FTA Grant No. MO-20-x001 and GRG District

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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7853121020

STAR SIGNS

Start Date: **07/07/2014** End **07/07/2016**
Contract Amount: **\$286,266.00**

801 E. 9TH STREET ,
LAWERENCE , KS 66044

Project: 15-RFP-101065-CB EWING YARD RETAINING WALL REMEDICATION PART 2 - FTA Grant Nos. MO-05-0028, MO-54-001, MO-90-x296

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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6362963300

ST. LOUIS BRIDGE COMPANY

Start Date: **08/02/2015** End **09/02/2016**
Contract Amount: **\$4,142,110.00**

655 LANDMARK DRIVE ,
ARNOLD , MO 63010

6369378300
D & S FENCING CO INC

Start Date: **11/20/2015**

Project: 15-SB-100690-SM TACTILE WARNING STRIP REPLACEMENT II FTA Grant No. MO-90-x281

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: **10/06/2014** End **12/01/2015**
Contract Amount: **\$718,062.00**

2901 Falling Springs Road ,
Sauget , IL 62206

3147310800
X-L CONTRACTING, INC.

Start Date: **11/04/2014**
Contract Amount: **\$134,730.00**

Project: 15-SB-100757-SM SHREWSBURY PAVEMENT AND WALL REPAIR FTA Grant No. MO-05-0028

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

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

6362963300

ST. LOUIS BRIDGE COMPANY Start Date: **10/24/2014** End **07/01/2016**
Contract Amount: **\$576,890.25**

655 LANDMARK DRIVE ,
ARNOLD , MO 63010

314-524-6111
B & P Construction, Inc.

Start Date: **08/05/2015**

636-300-0908
E. Meier Contracting

Start Date: **09/13/2015**

314-892-2963
M.T.C. Construction dba K. Bates Steel

Start Date: **07/15/2015**

Project: 15-SB-100842-CB NORTH COUNTY TRANSFER CENTER - PHASE 1 FTA Grant No. MO-90-x296, MO-95-x015

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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3146642900

C. RALLO CONTRACTING CO., INC.

Start Date: **01/05/2015** End **03/30/2016**
Contract Amount: **\$5,085,000.00**

5000 Kemper ,
St. Louis , MO 63139

3149913255
AALCO ENTERPRISES, INC.

Start Date: **03/11/2015**

6366779190
ACCURATE FIRE PROTECTION SYSTEMS,
LLC.

Start Date: **03/31/2015**

6306081200
AQUA PAVING CONSTRUCTION CO.

Start Date: **02/10/2016**

314-785-0078
BRK ELECTRICAL CONTRACTORS, LLC.

Start Date: **01/27/2015**

3147070232
BRYDIE CONSTRUCTION

Start Date: **12/14/2015**

3142090935
CCR, INC.

Start Date: **09/01/2015**

3143495801
DH & A SHEET METAL

Start Date: **10/15/2015**

6363495801
DH&A Sheet Metal

Start Date: **09/01/2015**

3143301839
GATEWAY CONSTRUCTION SERVICES, INC. Start Date: **02/06/2015**

3142317799
GEORGE WEIS COMPANY Start Date: **03/11/2015**

3143530104
J. W. BOMMARITO CONSTRUCTION Start Date: **02/01/2015**

3145352222
KAEMMERLEN FACILITY SOLUTIONS Start Date: **05/01/2015**

3145206844
KSG ENTERPRISES Start Date: **02/01/2015**

6363321099
MAR-II CONCRETE CO. Start Date: **09/01/2015**

6363985255
Select Steel Services, Inc Start Date: **09/01/2015**

6362191860
NIGEL'S FLOORING, LLC Start Date: **06/01/2015**

6363871888
NOR-VEL GRADING & EXCAVATING Start Date: **02/01/2015**

6963985255
SELECT STEEL SERVICES, INC. Start Date: **08/01/2015**

6363988038
Select Steel Services Start Date: **08/01/2015**

6362966667
SHERRELL CONSTRUCTION Start Date: **11/18/2015**

6036214090
SPAN SYSTEMS, INC. Start Date: **04/01/2015** End Date: **05/31/2015**

636332889
ST. CHARLES GLASS & GLAZING Start Date: **10/22/2015**

343672181
TJ PLUMBING CO., INC.

Start Date: **03/01/2015**

6364332033
WARREN COUNTY ELECTRIC

Start Date: **02/05/2015**

Project: 15-SB-101554-DGR FEEDER WIRE REHABILITATION & SUBSTATION WATERPROOFING AT MO - 08 & 09 FTA Grant No. MO-05-0028

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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3146644444

TGB, INC.

Start Date: **07/16/2015** End **01/16/2016**
Contract Amount: **\$568,286.00**

1104 S. JEFFERSON ,
ST. LOUIS , MO 63104

3148698000
COLLINS & HERMANN

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

3146441666
Scally Waterproofing

Start Date: **10/07/2015**
Contract Amount: **\$6,750.00**

Project: 15-SB-101657-DGR MISSOURI RADIO SYSTEM TOWER SITE UPGRADES - FTA Grant No. MO-90-x231

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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8478417724

IHC Construction Companies, LLC

Start Date: **07/30/2015** End **05/30/2016**
Contract Amount: **\$1,811,307.55**

1500 Executive Drive ,
Elgin , IL 60123

3147812400
RJP Electric, LLC

Contract ID: **15180-203**
Start Date: **08/26/2015** End Date: **04/01/2016**
Contract Amount: **\$190,000.00**

Project: 16-RFQ-101937-CB AIRPORT BRIDGE (mp 0.42) SPAN 36 BEAM REPAIR - FTA Grant No. MO-54-0001

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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3145922119

Concrete Strategies

Start Date: **08/04/2015**
Contract Amount: **\$65,960.00**

End **09/20/2015**

2199 Innerbelt Business Center Drive ,
St. Louis , MO 63114

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

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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6362962012

KOZENY WAGNER

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

End **04/30/2016**

951 WEST OUTER ROAD ,
ARNOLD , MO 63010

3148698000
COLLINS & HERMANN

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

6369378300
D & S FENCING CO INC

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

3144325400
Metron Surveying & Layout Co.

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

573-893-2335
Meyer Electric Company, Inc.

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

4178646000
Palmerton & Parrish, Inc.

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

6363051877
Safway Services LLC

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

7037420020
Schnabel Foundation Company

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

6364753500
THOMAS INDUSTRIAL COATINGS, INC.

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

636-255-0808

TRAMAR CONTRACTING INC.

Start Date: 10/06/2015

3147310800

X-L CONTRACTING, INC.

Start Date: 10/06/2015

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

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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3148902351

THE HARLAN COMPANY

Start Date: 11/12/2015	End	05/31/2017
Contract Amount: \$5,002,100.00		

9810 PAGE BLVD. ,
ST. LOUIS , MO 63132

6366802178

AirMasters

Start Date: 02/08/2016	End Date: 03/31/2017
Contract Amount: \$0.00	

6363431211

Aschinger Electric

Start Date: 01/04/2016	End Date: 03/31/2017
Contract Amount: \$0.00	

6182542323

Fire Safety Inc.

Start Date: 08/01/2016	End Date: 03/31/2017
Contract Amount: \$0.00	

6369389813

Meyer Painting Company

Start Date: 03/09/2016	End Date: 03/31/2017
Contract Amount: \$0.00	

6189310729

Platinum Scaffolding

Start Date: 11/23/2015	End Date: 02/29/2016
Contract Amount: \$22,192.00	

3142802800

St. Louis Steel

Start Date: 01/04/2016	End Date: 07/31/2016
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3143681714

X-Cell Electric

Start Date: 01/04/2016	End Date: 03/31/2017
Contract Amount: \$0.00	

Project: 16-SB-102052-CG Union Station Track Z Crossing DTC Clark Avenue Improvements FTA Grant No. MO-04-0113

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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3146675913

RAINERI CONSTRUCTION

Start Date: **11/09/2015** End **02/29/2016**
Contract Amount: **\$246,938.25**

1300 Hampton Avenue Ste 200 ,
ST. LOUIS , MO 63109

Project: 16-SB-102518-CG Illinois Bus Garage Floor Repair FTA Grant No. 90-x296

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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3144215933

L. Keeley

Start Date: **03/14/2016** End **06/13/2016**
Contract Amount: **\$174,455.00**

2901 Falling Springs Road ,
Sauget , IL 62206

Project: 16-SB-102735-CB EWING BACKUP GENERATOR FTA Grant No MO-90-x296

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

Prime Contractor	Subcontractor	Sub Subcontractor	Sub Sub Subcontractor	Sub Sub Sub Subcontractor
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3144877474

STREIB ELECTRIC COMPANY

Start Date: **04/04/2016** End **08/02/2016**
Contract Amount: **\$110,919.00**

11011 LIN VALLE DRIVE ,
ST. LOUIS , MO 63123

**PROCUREMENT CARD PROGRAM
ADMINISTRATIVE REVIEW STATISTICS
JULY 1, 2015 - JUNE 30, 2016**

	FY2016 YTD TOTAL		1ST QUARTER FY17		FY2017 YTD TOTAL	
	TRANSACTION COUNT	TRANSACTION AMOUNT	TRANSACTION COUNT	TRANSACTION AMOUNT	TRANSACTION COUNT	TRANSACTION AMOUNT
TOTAL TRANSACTIONS	16742	\$ 5,906,343	4584	\$ 1,599,513	4584	\$ 1,599,513
TRANSACTIONS REVIEWED	16742	\$ 5,906,343	4584	\$ 1,599,513	4584	\$ 1,599,513
PERCENTAGE REVIEWED	100%	100%	100%	100%	100%	100%
TRANSACTIONS INVESTIGATED	38	\$ 67,805	19	\$ 20,237	19	\$ 20,237
PERCENTAGE OF TOTAL INVESTIGATED	0.2%	1.1%	0.4%	1.3%	0.4%	1.3%
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	306	\$ 64,528	33	\$ 4,221	33	\$ 4,221
SALES TAX CHARGED		\$ 2,352	33	\$ 222	33	\$ 222
PERCENTAGE OF TOTAL TRANSACTIONS WITH SALES TAX	1.8%	1.1%	0.7%	0.3%	0.7%	0.3%
REFUNDED SALES TAX	68	\$ 1,212	8	\$ 116	8	\$ 116

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
January 27, 2017**

From: James J. Cali, CPA
Director of Internal Audit
Subject: **Treasury-Safekeeping Quarterly Accounts Audit–Ending
September 30, 2016**
Briefing Paper No. 17-14
Disposition: Information
Presentation: James J. Cali, Director of Internal Audit

Objective:

To provide the Audit, Finance & Administration Committee with the results of the Treasury - Safekeeping Quarterly Accounts Audit, ending September 30, 2016.

Board Policy:

Board Policy Chapter 30 Audit, Finance and Budget, Section 30.040 Banking and Investment E.1. states:

“Securities purchased are delivered against payment and held in a custodian safekeeping account. Tri-party custodian agreements maintained with third party trust companies as well as the Federal Reserve Bank are acceptable. Hold-In-Custody repurchase agreements for fourteen days or less will be processed through special transaction accounts. These accounts will be audited quarterly by Internal Audit and the results reported through the Treasurer to the Board of Commissioners.”

Funding Source:

Funding is provided through the Internal Audit operating budget.

Background:

In accordance with the FY2017 Internal Audit Plan and the requirements of the Board Policy, the Internal Audit Department (**IAD**) performed a quarterly audit of the Treasury Safekeeping Accounts.

IAD reviewed the Treasurer’s Report, as of September 30, 2016, to identify the securities classified under the Safekeeping Accounts criteria. Each bank custodian, where the Safekeeping Accounts are held, was contacted to verify the existence of the Securities and to confirm the account balances.

For financial statements issued after June 15, 2015, the Government Accounting Standards Board (**GASB**) Statement No. 72 *Fair Value Measurement and Application* requires investments to be measured at fair value. GASB defines fair value to be the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Analysis:

In applying the new GASB Statement No. 72 *Fair Value Measurement and Application*, IAD performed an examination of each bank/safekeeping custodian's account confirmations as compared with the fair values for each investment presented in the Treasurer's Report dated September 30, 2016.

At September 30, 2016, we had approximately \$74.5 million in US Treasury and Government Agency securities. Sales tax capital represents \$56.3 million, Self-Insurance funds consist of approximately \$10.4 million, and the remaining securities represent \$7.8 million in internally restricted funds.

Conclusion:

IAD has determined that the Safekeeping Accounts exist, and the respective balances have been fairly presented. A summary of our findings is presented in the attached table.

Committee Action Requested:

This material is presented for information only; therefore, no action is required of the Audit, Finance & Administration Committee.

Attachment:

1. Safekeeping Quarterly Accounts Audit – Ending September 30, 2016

Internal Audit Department
INDEPENDENT VERIFICATION for SAFEKEEPING ACCOUNTS
September 30, 2016

Attachment 1

The Treasurer's Report as of September 30, 2016, indicates the following U. S. Securities held in Agency Safekeeping Accounts:				
Issuer-Investment (Bank Safekeeping Agent)	Treasurer's Report Balance Stated At Market Value	Confirmed Balance Per Bank Agent Stated At Fair Value	Variance	Description/Disposition
Farm Credit Bank (Bank of America)	\$31,518,927.00	\$31,518,926.00	\$1.00	Variance due to rounding issue.
Federal Home Loan (Bank of America)	\$17,673,185.10	\$17,673,185.10	\$0.00	N/A
U.S. Treasury Bills (Bank of America)	\$22,984,466.00	\$22,984,466.00	\$0.00	N/A
U.S. Treasury Bills (Jefferson Bank & Trust)	\$2,370,811.00	\$2,405,000.00	-\$34,189.00	Treasurer's report is at market value and the bank confirmation is at par value.
Total	\$74,547,389.10	\$74,581,577.10	\$34,188.00	

GASB No. 72 = For financial statements issued after June 15, 2015, the Government Accounting Standards Board (**GASB**) Statement No. 72 *Fair Value Measurement and Application* requires investments measured at fair value. GASB defines fair value to be the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
January 27, 2017**

From: James J. Cali, CPA
Director of Internal Audit
Subject: **Internal Audit Status Report – 2nd Quarter FY2017**
Briefing Paper No. 17-16
Disposition: Information
Presentation: James J. Cali, Director of Internal Audit

Objective:

To present to the Audit, Finance & Administration Committee the Internal Audit Department's (IAD) Status Report for the 2nd Quarter Fiscal Year 2017.

Board Policy:

Board Policy Chapter 30 Audit, Finance and Budget, Section 30.005 Audit Committee Charter, A. GENERAL states:

The purpose of the Audit Charter is to assist the Board of Commissioners, through its Audit Committee, in fulfilling its fiduciary oversight responsibilities as follows:

The IAD Policies and Procedures Manual, Internal Audit Charter, dated May 22, 2015, and signed by the Chair of the Board of Commissioners, the Audit Committee Chair, the President and CEO, and the Director of Internal Audit states in Section 1.1-Responsibility that the IAD had the responsibility to:

- Develop a flexible Annual Audit Plan using an appropriate risk-based methodology, including any risks or control concerns identified by Management, and submit that plan to the Audit Committee for review and approval as well as periodic updates.
- Implement the Annual Audit Plan, as approved, including as appropriate any special tasks or projects requested by Management and the Audit Committee.
- Maintain a professional audit staff with sufficient knowledge, skills, experience, and professional certifications to meet the requirements of this Charter.
- Evaluate and assess significant functions and new or changing services, processes, operations, and control processes during development, implementation, and/or expansion phases.
- Issue periodic reports to the Audit Committee and Management summarizing results of audit activities.
- Keep the Audit Committee informed of emerging trends and successful practices in internal auditing.
- Provide a list of significant measurement goals and results to the Audit Committee.
- Assist in the investigation of significant suspected fraudulent activities within the organization and notify Management and the Audit Committee of the results.

- Consider the scope of work of the external auditors and regulators, as appropriate, for the purpose of providing optimal audit coverage to the organization at a reasonable overall cost.
- Include any assignments given by the Audit Committee or the Board as a whole.

Funding Source:

Funding is provided through the Internal Audit operating budget.

Background:

Internal Audit Status Report-

This report provides the Board of Commissioners, Audit Committee Members and Senior Management with a summary of the IAD's quarterly activity pertaining to the Annual Audit Plan.

In addition to tracking the status of current audits and special projects, this report also highlights the follow-up activity related to the implementation of recommendations from prior audits.

BKD, a certified public accounting firm, engaged to perform the audit of health insurance claims. During the 2nd Quarter, BKD completed their review of claims processed by CIGNA and Delta Dental. In January 2017, BKD will begin the review of the pharmacy claims processed by Express Scripts.

Committee Action Requested:

This material is presented for information only; therefore, no action is required of the Audit, Finance & Administration Committee.

Attachments:

1. Internal Audit Status Report – 2nd Quarter FY2017
2. Internal Audit Status Report – Special Projects – 2nd Quarter FY2017

FY 2016 - Audit Plan	Start Date	Completion Date	Status	Completion Rate (Percentage)	Budget	Hours Previous Periods	Hours This Quarter	Total Hours	Hours Remaining
Audit Follow - Up	July 2016		Ongoing	50.54%	420.00	99.75	112.50	212.25	207.75
Quarterly IAD Status Report	July 2016		Ongoing	18.65%	240.00	30.75	14.00	44.75	195.25
Quarterly Treasury Safekeeping Audit	July 2016		Ongoing	25.63%	240.00	12.75	48.75	61.50	178.50
Smart Card - Passenger Revenue Testing of Internal Controls	March 2015		In Progress	50.47%	800.00	394.25	9.50	403.75	396.25
Fuel Inventory Audit	March 2015	January 2016	Complete	100.00%	400.00	325.50	0.00	325.50	74.50
ADA Compliance Audit	March 2015		On Hold	0.00%	80.00	0.00	0.00	0.00	80.00
Gateway Arch Financial Audit				0.00%	120.00	0.00	0.00	0.00	120.00
Riverboats Financial Audit				0.00%	88.00	0.00	0.00	0.00	88.00
Armored Car Service Contract Audit	January 2016	October 2016	Complete	100.00%	176.00	116.25	0.00	116.25	59.75
Passenger Revenue Hand Sales Audit	June 2016	October 2016	Complete	100.00%	240.00	191.00	3.50	194.50	45.50
RFP Legal Services	July 2015	December 2016	Complete	100.00%	100.00	51.00	0.00	51.00	49.00
Health Insurance Claims Audit	May 2016		In Progress	3.81%	1,800.00	65.25	3.25	68.50	1,731.50
ID Badge Access Audit	February 2016	May 2016	Complete	100.00%	600.00	348.75	0.00	348.75	251.25
Bus Shelter Cost Reconstruction Audit	March 2016		In Progress	97.73%	176.00	172.00	0.00	172.00	4.00
Subtotal Audit Hours					8,388.00	3,282.85	231.75	3,514.60	4,873.40

Second Quarter Status Report
Ending December 31, 2016

Bi-State Development
Internal Audit Department

FY 2016 - Audit Plan	Start Date	Completion Date	Status	Completion Rate (Percentage)	Budget	Hours Previous Periods	Hours This Quarter	Total Hours	Hours Remaining
MetroRide Store Financial Audit	January 2016	October 2016	Complete	100.00%	360.00	262.80	0.00	262.80	97.20
FTA Required - Drug and Alcohol Testing (Safety)	July 2016	October 2016	Complete	100.00%	360.00	337.25	18.00	355.25	4.75
FTA Required - Security Incident Investigation (Security)	June 2016	October 2016	Complete	100.00%	176.00	125.35	1.25	126.60	49.40
FTA Required - Security Data Analysis (Security)	July 2016		In Progress	43.04%	176.00	23.25	75.75	99.00	77.00
Accounts Payable/Vendor Payment Audit	September 2016		In Progress	62.15%	360.00	25.50	223.75	249.25	110.75
Eads Bridge Construction Audit	October 2016		In Progress	8.71%	600.00	0.00	52.25	52.25	547.75
Drug and Alcohol Program Testing Audit	November 2016		In Progress	3.33%	600.00	0.00	20.00	20.00	580.00
Shaw Park Garage Audit	December 2016		In Progress	9.06%	80.00	0.00	7.25	7.25	72.75
On-Call Bi-State Research Institute Consulting Services	December 2016		In Progress	13.75%	80.00	0.00	11.00	11.00	69.00
Grand Total Annual Audit Plan					11,540.00	4,237.00	641.00	4,878.00	6,662.00

FY 2016 - Audit Plan Summary On-Call Contract Audit Hours	Start Date	Completion Date	Status	Completion Rate (Percentage)	Budget	Hours Previous Periods	Hours This Quarter	Total Hours	Hours Remaining
Health Insurance Claims Audit			In Progress	21.93%	1,400.00	0.00	307.00	307.00	1,093.00
								0.00	0.00
								0.00	0.00
Total On-Call Contract Audit Hours					1,400.00	0.00	307.00	307.00	1,093.00

Second Quarter Status Report
Ending December 31, 2016

Bi-State Development
Internal Audit Department

FY 2016 - Audit Plan	Start Date	Completion Date	Status	Completion Rate (Percentage)	Budget	Hours Previous Periods	Hours This Quarter	Total Hours	Hours Remaining
Accounting Department Assistance			Ongoing			1.00	0.00	1.00	
AP Continuous Monitoring			Ongoing			0.00	0.00	0.00	
Auditor Recruitment / Intern Recruitment			Ongoing			0.75	0.00	0.75	
Board Meeting / Audit Committee Meeting Preparations			Ongoing			20.25	134.25	154.50	
CEO Meetings			Ongoing			5.50	6.50	12.00	
DBE Application Review			Ongoing			11.50	1.00	12.50	
Ethics Point (Fraud Hotline)			Ongoing			6.25	0.00	6.25	
Freedom of Information Act			Ongoing			0.00	0.00	0.00	
IAD Audit Research / Reading			Ongoing			26.75	20.50	47.25	
IAD Oracle Procurement			Ongoing			11.25	5.00	16.25	
Records Retention			Ongoing			55.75	61.75	117.50	
Training & Professional Development			Ongoing			68.75	174.00	242.75	
Treasury Department Assistance			Ongoing			0.00	0.00	0.00	
Casualty and Workers Compensation Internal Service Fund Implementation Assistance			In Progress			0.00	0.00	0.00	
CEO Special Request - Self Insurance Internal Service Fund			In Progress			34.50	0.00	34.50	
Subtotal Special Projects Hours						242.25	403.00	645.25	0.00

FY 2016 - Audit Plan	Start Date	Completion Date	Status	Completion Rate (Percentage)	Budget	Hours Previous Periods	Hours This Quarter	Total Hours	Hours Remaining
EEO Investigation	January 2016		Ongoing			0.00	0.00	0.00	
Total Special Projects Hours						0.00	403.00	645.25	0.00

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
January 27, 2017**

From: James J. Cali, CPA
Director of Internal Audit

Subject: **Internal Audit Follow-Up Summary - 1st Quarter FY2017 and
2nd Quarter FY2017**
Briefing Paper No. 17-17

Disposition: Information

Presentation: James J. Cali, Director of Internal Audit

Objective:

To present to the Audit, Finance & Administration Committee the Internal Audit Department's (IAD) follow-up findings regarding the status of prior recommendations during the 1st Quarter FY2017 and 2nd Quarter FY2017.

Board Policy:

Board Policy Chapter 30 Audit, Finance and Budget, Section 30.005 Audit Committee Charter, A. GENERAL, states:

The purpose of the Audit Charter is to assist the Board of Commissioners, through its Audit Committee, in fulfilling its fiduciary oversight responsibilities as follows:

(3) Internal Audit Process

- Review with Management and the Director of Internal Audit:
 - a. Significant findings on internal audits during the year and Management's responses thereto.
 - f. The Internal Audit Department's compliance with applicable standards (for example, *Government Auditing Standards*, or the Institute of Internal Auditors' (IIA's) Standards for the Professional Practice of Internal Auditing).

In addition, the IAD Policies and Procedures Manual, effective May 22, 2015, in Section 2.9-Report Follow-Up, Status Reports 2 states:

The Director of Internal Audit shall schedule follow-up reviews as necessary to determine compliance. One of our primary responsibilities as professional auditors is determining that the auditee takes corrective action on recommendations. This applies in all cases except where "Management or the Board has assumed the risk of not taking corrective action on reported findings."

Funding Source:

Funding is provided through the Internal Audit operating budget.

Background:

The Standards for the Professional Practice of Internal Auditing, Standard 2500 – Monitoring Process, states that, “The Chief Audit Executive should establish and maintain a system to monitor the disposition of audit results communicated to management.” To ensure compliance with this standard, Internal Audit regularly monitors the status of recommendations.

The Audit Follow-Up Summary Report is a comprehensive overview highlighting the current implementation status of recommendations issued in prior audit reports. Each recommendation has been reviewed and its status has been classified as follows:

- **Completed** – The recommendation has been implemented.
- **Outstanding** – The recommendation has not yet been implemented, and/or the implementation date has not occurred yet.
- **Overdue** – The recommendation remains outstanding past the established implementation date.

The report should be used to determine the timeliness and the completeness of the implementation of corrective action. Management should place specific focus on those recommendations that are determined to be overdue.

Analysis:

Not applicable.

Committee Action Requested:

This material is presented for information only; therefore, no action is required of the Audit, Finance & Administration Committee.

**1st Quarter-FY2017 and 2nd Quarter-FY2017 Audit Follow-Up
 Executive Summary**

Report Name	Number of Recommendations	Completed	Outstanding – Not Overdue	Overdue
ID Badge Access Audit	19	3	16	0
American Express Card Audit	6	5	1	0
Fuel Inventory Audit	6	3	3	0
Petty Cash/Change Fund Audit	6	6	0	0
Time and Attendance Including FMLA Audit	11	11	0	0
SSO-Security Training and Certification Audit	6	5	1	0
SSO-Security Protective Measures Audit	5	5	0	0
Procurement Card Program Audit	10	9	1	0
Staples Procurement Card Program Audit	10	10	0	0
Segregation of Duties Audit	6	6	0	0
Armored Car Contract Audit	1	1	0	0
Metro Store Financial Audit	5	4	1	0
Passenger Revenue-Special Event Hand Sales Audit	7	2	5	0
SSO-Security Incident Investigation Audit	2	0	2	0
SSO-Drug & Alcohol Testing Audit	15	9	6	0

COMPLETED FOLLOW-UP AUDIT REPORTS:

1. Leon Uniform Company Contract Audit – Closed 3rd Quarter-FY2016
2. SSO-Goals and Objectives Audit - Closed 3rd Quarter-FY2016
3. SSO-Safety Policy Audit - Closed 3rd Quarter-FY2016
4. SSO-Employee Safety Audit - Closed 3rd Quarter-FY2016
5. SSO-Accident Incident Investigation Audit - Closed 3rd Quarter-FY2016
6. FY16-Payroll Audit - Closed 3rd Quarter-FY2016
7. Petty Cash/Change Fund Audit – Closed 4th Quarter-FY2016
8. SSO-Security Protective Measures Audit - Closed 4th Quarter-FY2016
9. Segregation of Duties Audit - Closed 4th Quarter-FY2016
10. Accounts Payable Refunds Check Audit - Closed 4th Quarter-FY2016
11. SSO-Internal Safety Audit - Closed 4th Quarter-FY2016
12. SSO-Safety Certification Audit - Closed 4th Quarter-FY2016
13. Armored Car Contract Audit – Closed 2nd Quarter-FY2017
14. Staples Procurement Card Program – Closed 2nd Quarter-FY2017
15. Time and Attendance, Including FMLA Audit – Closed 2nd Quarter-FY2017

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
January 27, 2017**

From: Charles A. Stewart, Jr., Vice President, Pension & Insurance
Vice President - Pension & Insurance
Subject: **401(k) Plan Audit Update**
Disposition: Information
Presentation: Charles A. Stewart, Jr., Vice President, Pension & Insurance

Objective:

To present to the Audit, Finance & Administration Committee an update on the audit of the Bi-State Development Agency 401(k) Retirement Savings Program (**BSD 401(k) Plan**).

Board Policy:

Board Policy Chapter 70, Section 70.050, Employee's Pension and 401(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:
2. Oversee the funded status of the Plans
 3. Oversee Trustee Administration

Funding Source:

No funding request is made for this matter. The BSD 401(k) Plan is funded by employer and employee contributions.

Background:

The status of the financial audits for the BSD 401(k) Plan is as follows:

- The audit report of the BSD 401(k) Plan for the years ended December 31, 2006 – 2012 was issued in September 2014.
- The audit report of the BSD 401(k) Plan for the years ended December 31, 2013– 2014 was issued in February 2016.
- The audit report of the BSD 401(k) Plan for the years ended December 31, 2014 – 2015 was issued in November 2016.

Analysis:

Mayer Hoffman McMan P.C. (MHM) audited the financial statements of the Bi-State Development Agency 401(k) Retirement Savings Program as of December 31, 2015 and 2014 and issued a unqualified (clean) audit opinion.

Other Audit Findings or Issues

All matters discovered by MHM during the course of the audit were reviewed with management and disclosed to the plan trustees. All identified issues were corrected prior to the completion of the audit.

Request for Proposals:

At their February 2016 meeting, the plan trustees voted to seek audit proposals for the next round of annual audits. Proposals have been received and are being evaluated. Selection will take place in February 2017.

Financial Statement:

The Financial Statements for the Bi-State Development Agency 401(k) Retirement Savings Program, Years Ended December 31, 2015 and 2014 follow this report.

Committee Action Requested:

None. Information only.

Attachment:

1. Bi-State Development Agency 401(k) Retirement Savings Program Financial Statements, Years Ended December 31, 2015 and 2014.

**BI-STATE DEVELOPMENT AGENCY 401(k)
RETIREMENT SAVINGS PROGRAM**

FINANCIAL STATEMENTS

Years Ended December 31, 2015 and 2014



INDEPENDENT AUDITORS' REPORT

To the Administrative Committee of the
Bi-State Development Agency 401(k) Retirement Savings Program:

Report on the Financial Statements

We have audited the accompanying financial statements of the Bi-State Development Agency 401(k) Retirement Savings Program (the Plan), which comprise the statements of fiduciary net position as of December 31, 2015 and 2014, and the related statements of changes in fiduciary net position for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express opinions on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits as December 31, 2015 and 2014, and the changes in net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3-5 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Mayer Hoffman McCann P.C.

St. Louis, Missouri
November 9, 2016

MANAGEMENT'S DISCUSSION AND ANALYSIS

**BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

December 31, 2015 and 2014

OVERVIEW

The management's discussion and analysis (MD&A) presented is for the Bi-State Development Agency 401(k) Retirement Savings Program (the Plan). The MD&A is intended to serve as an introduction to the Plan's financial statements which consists of (1) Basic Financial Statements and (2) Notes to the Basic Financial Statements. The MD&A provides an overview for the years ended December 31, 2015 and 2014. Certain comparative information between the current year and the prior years is required and is presented in the MD&A. The analysis should be read in conjunction with the Basic Financial Statements and the Notes to the Basic Financial Statements.

HISTORY

The Plan is a defined contribution plan that began on February 1, 1985. As such, the Plan is considered a grandfathered governmental 401(k) plan (formed prior to 1986). The Plan Sponsor and Plan Administrator is Bi-State Development Agency of the Missouri-Illinois Metropolitan District (Bi-State Development). Bi-State Development established the Plan to help eligible employees save for retirement. The Plan is that of a governmental unit and, therefore, is not subject to the provisions of the Employee Retirement Income Security Act (ERISA) of 1974.

The Plan adopted Governmental Accounting Standards Board (GASB) Statement No. 67, *Financial Reporting for Pension Plans - an amendment of GASB Statement No. 25*, during the year ended December 31, 2014. As a result, certain disclosures regarding the Plan's governance structure and membership data at December 31, 2015 and 2014 were included in Note 1.

In addition, the Plan was significantly amended during the year ended December 31, 2014. The amendments changed the eligibility, normal retirement age, contribution formulas, and vesting for several groups of participants. The impact of the amendments is included in Note 1.

FINANCIAL STATEMENTS

There are two years of financial data being presented. The Statements of Fiduciary Net Position reflect the Plan's assets, liabilities and Plan net assets held in trust at the end of the years for payment of benefits. The Statements of Changes in Fiduciary Net Position summarize additions and deductions from the Plan assets, providing Plan net assets held in trust at the end of the years for benefits. The difference between assets and liabilities is one measure of the Plan's financial position and the change in this measure over time is an indication of whether the Plan's financial health is improving or deteriorating.

The Notes to the Basic Financial Statements provides additional information that is essential to a full understanding of the data provided in the Basic Financial Statements.

**BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

December 31, 2015 and 2014

CONDENSED PLAN FINANCIAL INFORMATION

(in 000's)	As of and for the Years Ended December 31,	
	2015	2014
Assets	\$ 40,299	\$ 40,507
Liabilities	-	-
Net Position Restricted for Plan Benefits	<u>\$ 40,299</u>	<u>\$ 40,507</u>
Contributions		
Employer	\$ 1,454	\$ 3,525
Employee	1,996	1,848
Rollover	81	867
Investment Income (Loss)	(101)	2,553
Benefits Paid to Participants	(3,629)	(3,627)
Administrative Expenses	(9)	(11)
Net Increase (Decrease)	<u>\$ (208)</u>	<u>\$ 5,155</u>

FINANCIAL HIGHLIGHTS

The Plan's net assets decreased \$0.21 million in 2015, and increased \$5.2 million in 2014. Net plan assets totaled \$40.3 million and \$40.5 million at December 31, 2015 and 2014, respectively. The net decrease in 2015 resulted from market conditions in addition to lower employer contributions. In 2014, there were higher contributions due to the Plan amendment to allow additional employees into the Plan and requiring additional employer contributions, as described more fully in Note 1. The continuation of the market rebounding from the 2008 difficulties which were sustained by the overall market also contributed to the increase in 2014.

The Plan received employee contributions in the amounts of \$2.0 million and \$1.8 million for the years ended December 31, 2015 and 2014, respectively. The employee contributions are based on participant elections up to an annual dollar limit set by the Internal Revenue Service. The employer matching contribution is discretionary and is described in Note 1 herein. The Plan received employer contributions from Bi-State Development in the amounts of \$1.5 million and \$3.5 million for the years ended December 31, 2015 and 2014, respectively. The year over year decrease was largely the result of a \$2.2 million employer contribution in 2014 for a Paid Time Off conversion. See Note 1 herein.

Bi-State Development

As of June 30, 2015, Bi-State Development had assets in excess of \$1.45 billion and net assets of \$561.1 million. Operating revenues for the twelve months ended June 30, 2015 were \$70.2 million and operating expenses were \$328.0 million. The main operating expenses were wages and benefits (\$165 million), depreciation and amortization (\$72 million), and materials and supplies (\$40 million). This created an operating loss of \$257.8 million. Non-operating revenues, net were \$257.5 million and were primarily comprised of grants and assistance. The

**BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

December 31, 2015 and 2014

Change in Net Position was \$(0.30) million for the year ended June 30, 2015. In addition, Bi-State Development reported a (\$90.0) cumulative adjustment to net position for *GASB Statement No. 68, Accounting and Financial Reporting for Pensions – an amendment of GASB Statement No. 27*, which establishes new standards in reporting for employers. This is a decrease from the 2014 Change in Net Position of \$4.0 million. Comprehensive Annual Financial Report (CAFR) information for the current and prior years can be found at www.bistatedev.org or by contacting the Finance Division, Bi-State Development Agency, One Metropolitan Square, 211 North Broadway, Suite 700, Mail Stop 125, St. Louis, MO 63102. The telephone number to the Finance Division is 314-982-1547. The email address is Finance@bistatedev.org.

CONDENSED CAFR DATA FOR BI-STATE DEVELOPMENT:

(In millions)

	<u>As of and for the Year Ended June 30, 2015</u>	
Assets	\$	1,452
Liabilities		<u>891</u>
Net Position	\$	<u><u>561</u></u>
Operating Revenue	\$	70
Operating Expenses		<u>328</u>
Operating Loss		<u>(258)</u>
Non-Operating Revenue, net		<u>258</u>
Change in Net Position	\$	<u><u>-</u></u>

CONTACT

The financial section is designed to provide users with a general overview of the Plan's financial activity. If you have questions about this report or need additional financial information, contact the Bi-State Development Pension Department, One Metropolitan Square, 211 North Broadway, Suite 700, Mail Stop 125, St. Louis, MO 63102.

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

STATEMENTS OF FIDUCIARY NET POSITION

December 31, 2015 and 2014

	<u>2015</u>	<u>2014</u>
<u>ASSETS</u>		
Investments at fair value	\$ 39,215,313	\$ 39,218,318
Notes receivable from participants	<u>1,083,812</u>	<u>1,288,629</u>
NET POSITION RESTRICTED FOR PLAN BENEFITS	<u>\$ 40,299,125</u>	<u>\$ 40,506,947</u>

See Notes to Financial Statements

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM**STATEMENTS OF CHANGES IN FIDUCIARY NET POSITION****Years Ended December 31, 2015 and 2014**

	<u>2015</u>	<u>2014</u>
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (1,892,345)	\$ 1,007,983
Interest and dividends	1,756,629	1,513,914
	<u>(135,716)</u>	<u>2,521,897</u>
Interest income on notes receivable from participants	<u>34,327</u>	<u>31,523</u>
Contributions:		
Employer	1,454,580	3,525,135
Participants	1,996,495	1,848,518
Rollovers	80,899	866,857
	<u>3,531,974</u>	<u>6,240,510</u>
TOTAL ADDITIONS	<u>3,430,585</u>	<u>8,793,930</u>
Benefits paid to participants	(3,629,051)	(3,627,365)
Administrative expenses	(9,356)	(11,498)
TOTAL DEDUCTIONS	<u>(3,638,407)</u>	<u>(3,638,863)</u>
NET INCREASE (DECREASE)	(207,822)	5,155,067
NET POSITION RESTRICTED FOR PLAN BENEFITS		
Beginning of year	<u>40,506,947</u>	<u>35,351,880</u>
End of year	<u>\$ 40,299,125</u>	<u>\$ 40,506,947</u>

See Notes to Financial Statements

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

NOTES TO FINANCIAL STATEMENTS

(1) Description of plan

The following description of the Bi-State Development Agency 401(k) Retirement Savings Program (the Plan) provides only general information. Participants should refer to the Plan document or Summary Plan Description for a more complete description of the Plan's provisions, which are available from the plan administrator.

General - The Plan is a defined contribution plan sponsored by Bi-State Development Agency of the Missouri-Illinois Metropolitan District (Bi-State Development or the Employer) for the benefit of its salaried employees and full-time van operators as defined in the collective bargaining agreement with Division 788 of the Amalgamated Transit Union (van operators). Effective January 1, 2014, all hourly-paid International Brotherhood of Electrical Workers (IBEW) employees who are hired on or after January 1, 2014 and who are covered by the collective bargaining agreement between Bi-State Development and with Local No. 2 and Local No. 309 of the IBEW Union became eligible for the Plan. Effective January 1, 2014, all existing participants in the Bi-State Development Agency of the Missouri-Illinois Metropolitan District and Local No. 2 and Local No. 309 International Brotherhood of Electrical Workers Employees' Pension Plan, may voluntarily choose to participate in the Plan without any matching contributions provided by Bi-State Development. Employees become eligible to participate in the Plan on the first day of the calendar month following the date on which he/she commences employment.

The Plan is that of a governmental unit and, therefore, is not subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was established on February 1, 1985. As such, the Plan is considered a grandfathered governmental 401(k) plan (formed prior to 1986).

The Administrative Committee of the Salaried Administrative Pension and 401(k) Plan (the Committee) consists of four permanent trustees (the Chief Operating Officer, the Executive Vice President of Administration and Finance, the Vice President of Human Resources, and the General Counsel) and up to five non-permanent trustees appointed by the Chairman and Bi-State Development's President. The trustees of the Committee are charged with administering, construing and interpreting the Plan.

Lincoln Financial Group is the Plan's recordkeeper, custodian and trustee. The Plan's membership consisted of the following at December 31, 2015 and 2014:

	December 31,	
	2015	2014
Active participants	829	894
Retired or separated receiving benefits	10	8
Retired or separated entitled to future benefits	100	107
Deceased with vested balance	3	2
Total participants	<u>942</u>	<u>1,011</u>

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

NOTES TO FINANCIAL STATEMENTS

(1) Description of plan (continued)

Contributions - Participants may contribute up to the annual dollar limit per Internal Revenue Code (IRC) guidelines of pretax annual compensation, as defined. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans as well as Roth contributions. Additionally, participants age 50 or older, who are making contributions to the Plan, are allowed to make catch-up contributions as defined.

Bi-State Development matching contributions are discretionary as determined by the Bi-State Development's Board of Commissioners. Bi-State Development contributes 50% of the participant's elective deferrals, excluding van operators, up to a maximum of 5% of eligible compensation. Bi-State Development contributes 50% of the van operators' elective deferrals up to a maximum of 6% of eligible compensation.

Tier 1- new hires into a salaried position- The Pension Plan for Salaried Employees of Bi-State Development Agency ("Salaried Plan") is closed to all newly-hired salaried employees. Salaried employees hired on or after July 1, 2013 become eligible for the Plan. Bi-State Development will contribute 4% of eligible compensation, regardless of whether the participant contributes. In addition, Bi-State Development will provide matching contributions of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.

Tier 2- transfers into a salaried position from a union position- Employees transitioning from a union position to a salaried position will be automatically placed in the Plan. Bi-State Development will contribute 6% of each participant's eligible compensation. Bi-State Development will provide matching contributions of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.

Effective January 1, 2014, all vested salaried employees who transferred from a union position will have their accrued sick leave and vacation leave converted to Paid Time Off (PTO). The PTO balance will have a maximum of 360 hours. Certain amounts in excess of the 360 hours will be converted to a Bi-State Development contribution to the Plan. Refer to the restated plan document for additional information.

Tier 3- non-vested salaried employees who elect to become a participant in the Plan- Effective January 1, 2014, all non-vested salaried employees in the Salaried Plan were given two options for retirement plan participation:

Participate in the Plan and receive a Bi-State Development contribution of 6% of eligible compensation along with a matching contribution from Bi-State Development of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.

Remain a member of the Salaried Plan and, as a participant, contribute 3% to the Salaried Plan. These participants may make employee contributions to the Plan along

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

NOTES TO FINANCIAL STATEMENTS

(1) Description of plan (continued)

with a matching contribution from Bi-State Development of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.

Effective January 1, 2014, all non-vested salaried employees will have their accrued sick leave and vacation leave converted to PTO. The PTO balance will have a maximum of 360 hours. Certain amounts in excess of the 360 hours will be converted to a Bi-State Development contribution to the Plan. Refer to the restated plan document for additional information.

Tier 4- vested salaried employee- defined contribution plan with a frozen accrued benefit from the defined benefit plan- Effective January 1, 2014, vested employees covered under the Salaried Plan could elect to stop participating in the Salaried Plan and Bi-State Development will contribute 6% of their eligible compensation along with a matching contribution from Bi-State Development of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.

Effective January 1, 2014, all vested salaried employees will have their accrued sick leave and vacation leave converted to PTO. The PTO balance will have a maximum of 360 hours. Certain amounts in excess of the 360 hours will be converted to a Bi-State Development contribution to the Plan. Refer to the restated plan document for additional information.

Tier 5- vested salaried employee- defined contribution plan without a frozen accrued benefit from the defined benefit plan- Effective January 1, 2014, employees who are vested in the Salaried Plan who elect to forfeit all their accrued benefits in the Salaried Plan, will receive a Bi-State Development contribution of 8% of eligible compensation. In addition, these participants will receive a matching contribution from Bi-State Development of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.

Effective January 1, 2014, all vested salaried employees will have their accrued sick leave and vacation leave converted to PTO. The PTO balance will have a maximum of 360 hours. Certain amounts in excess of the 360 hours will be converted to a Bi-State Development contribution to the Plan. Refer to the restated plan document for additional information.

Tier 6- vested salaried employee- defined benefit plan- Effective January 1, 2014, vested salaried employees covered under the Salaried Plan may elect to continue to participate in the Salaried Plan and will be required to contribute 3% of their eligible compensation to the Salaried Plan. Tier 6 participants may make employee contributions to the Plan along with a matching contribution from Bi-State Development of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

NOTES TO FINANCIAL STATEMENTS

(1) Description of plan (continued)

Effective January 1, 2014 all vested salaried employees will have their accrued sick leave and vacation leave converted to PTO. The PTO balance will have a maximum of 360 hours. Certain amounts in excess of the 360 hours will be converted to a Bi-State contribution to the Plan. Refer to the restated plan document for additional information.

IBEW -Effective January 1, 2014, IBEW employees who became eligible on or after January 1, 2014 were given two options with respect to participation:

1. Receive a Bi-State Development contribution to the Plan of 4% of their base wages with no employee contribution required. In addition, Bi-State Development will provide matching contributions of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.
2. Participate in the National Electrical Benefit Fund pension plan to which Bi-State Development would contribute 3% of the employee's base wage amount to that plan. Bi-State Development will also contribute 1% of the employee's base wage amount to the Plan. In addition, Bi-State Development will provide matching contributions of 50% of eligible employee contributions up to a maximum of 5% of an employee's eligible compensation.

Effective January 1, 2014 IBEW employees, eligible prior to that date, in the IBEW Pension Plan could voluntarily choose to participate in the Plan without any matching contributions provided by Bi-State Development.

Participant investment account options - Participants direct the investment of all contributions into various investment options offered by the Plan. As of December 31, 2015, the Plan offered 20 mutual funds and one common collective trust fund, as investment options. Participants may also purchase shares of mutual funds not offered by the Plan through a self-directed brokerage account.

Participant accounts - Each participant's account is credited with the participant's contribution and allocations of (a) Bi-State Development's contribution and (b) Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting - Participants hired prior to June 30, 2013 are immediately vested in all contributions plus actual earnings thereon.

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

NOTES TO FINANCIAL STATEMENTS

(1) Description of plan (continued)

Effective July 1, 2013, new hires receiving Bi-State Development's non-elective contributions are subject to the following vesting schedule:

<u>Years of Service</u>	<u>Vested %</u>
1	20%
2	40%
3	60%
4	80%
5	100%

Any other contributions are vested at 100% for these new hires.

Notes receivable from participants - Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at rates which are commensurate with local prevailing rates as determined by the plan administrator. Principal and interest are paid ratably through payroll deductions. The period of the loan cannot exceed 5 years unless for the purchase of a principal residence.

Payment of benefits - On termination of service due to death, disability or retirement, a participant may elect to receive either a lump sum amount equal to the value of the participant's vested interest in his or her account, or annual installments over a period not to exceed the life expectancy of the participant and his/her beneficiary. The normal retirement age is 60 for all participants. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump sum distribution. The Plan also permits hardship withdrawals, in service withdrawals for participants over normal retirement age, as defined, and required minimum distributions for participants who have attained age 70 ½.

Forfeited accounts - At December 31, 2015 and 2014, forfeited nonvested accounts totaled \$30,800 and \$52, respectively. These accounts will be used to reduce future employer contributions. Also, for the years ended December 31, 2015 and 2014, employer contributions were reduced by \$0 and \$4,342, respectively, from forfeited nonvested accounts.

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

NOTES TO FINANCIAL STATEMENTS

(2) Summary of significant accounting policies

Basis of accounting - The financial statements of the Plan are prepared on the accrual method of accounting.

Use of estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

Investment valuation and income recognition - The Plan's investments in mutual funds are stated at fair value. Units of the T. Rowe Price Stable Value Fund are valued at contract value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

New accounting pronouncement - GASB Statement No. 72, *Fair Value Measurement and Application* (GASB 72)- This statement addresses accounting and financial reporting issues related to fair value measurements. The definition of fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This statement provides guidance for determining a fair value measurement for financial reporting purposes. This statement also provides guidance for applying fair value to certain investments and disclosures related to all fair value measurements. The requirements of this statement are effective for financial statements for periods beginning after June 15, 2015. The Plan's management is currently evaluating the impact of GASB 72.

Notes receivable from participants - Notes receivable from participants are measured at their unpaid principal balance plus accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2015 and 2014.

Payment of benefits - Benefits are recorded when paid.

Administrative expenses - The general administrative expenses of the Plan are paid by Bi-State Development and are not included in the Statements of Changes in Fiduciary Net Position. These expenses may include legal, accounting, and administration fees. Expenses attributable to a participant's choice of optional investments, as well as loan or withdrawal fees, are charged to the respective participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) of fair value of investments.

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

NOTES TO FINANCIAL STATEMENTS

(3) Plan termination

Although it has not expressed any intent to do so, Bi-State Development has the right under the Plan to discontinue its contributions at any time and to terminate the Plan. In the event of Plan termination, the trustee, Lincoln Financial Group, shall liquidate the assets and disburse all funds to participants and their beneficiaries.

(4) Tax status

The Internal Revenue Service has determined and informed Bi-State Development by letter dated August 25, 2014, that the Plan and the related trust are designed in accordance with the applicable sections of the IRC.

(5) Risks and uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risk. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of fiduciary net position.

(6) Investments

The following presents investments that represent 5% or more of the Plan's net assets, which represents a concentration risk:

	<u>December 31,</u>	
	<u>2015</u>	<u>2014</u>
Vanguard 500 Index Fund Admiral Shares	\$ 7,846,374	\$ 8,013,043
Dodge & Cox Balanced Fund	5,890,949	6,420,781
T Rowe Price Stable Value Fund	5,188,730	5,967,927
William Blair Small-Mid Cap	2,739,823	2,403,794
T Rowe Price Retirement 2020 Fund	2,423,740	2,218,283
Dodge & Cox Stock Fund	2,291,927	2,258,652

Custodial credit risk is when, in the event a financial institution or counter party fails, the Plan would not be able to recover the value of deposits, investments or collateral that are in possession of an outside party. All investments held in the Plan's name are not subject to creditors of the financial institution.

Currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment. The Plan's investments during the period under audit were all in U.S. dollars.

BI-STATE DEVELOPMENT AGENCY 401(K) RETIREMENT SAVINGS PROGRAM

NOTES TO FINANCIAL STATEMENTS

(6) Investments (continued)

Credit risk is the risk that an issuer or other counterparty to a debt investment will not fulfill its obligations. The Plan's assets as of December 31, 2015 subject to credit risk are shown with their respective credit ratings below:

BB	\$ 7,438,372	50.1%
BBB	<u>7,408,384</u>	<u>49.9%</u>
	<u>\$ 14,846,756</u>	<u>100.0%</u>

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Plan does not invest in bond funds. However, the Plan does invest in a stable value fund. The underlying investments in the stable value fund include contracts with crediting rates, which are impacted by changes interest rates.

(7) Subsequent events

The Plan has evaluated subsequent events through November 9, 2016, which is the date the financial statements were available to be issued. No significant matters were identified for disclosure during this evaluation.

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
January 27, 2017**

From: Charles A. Stewart, Jr., Vice President, Pension & Insurance
Subject: **2016 Pension Valuations Update**
Disposition: Information
Presentation: Charles A. Stewart, Jr., Vice President, Pension & Insurance

Objective:

To present to the Audit, Finance & Administration Committee the 2016 pension valuation results for company sponsored defined benefit pension plans.

Board Policy:

Board Policy Chapter 70, Section 70.050, Employee's Pension and 401(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:
2. Oversee the funded status of the Plans
 3. Oversee Trustee Administration

Funding Source:

No funding request is made for this matter. The pension plans are funded by employer and employee contributions.

Background:

Milliman, Inc., has issued Valuation Reports for fiscal year ended 2016 for the three pension plans.

Analysis:

As of June 1, 2016, the funded ratio for the Salaried Pension Plan was 71.3% and the unfunded liability was \$23,991,470.

As of April 1, 2016, the funded ratio for the IBEW Pension Plan was 86.7% and the unfunded liability was \$620,046.

As of April 1, 2015, the funded ratio for the Local 788, Amalgamated Transit Union, AFL-CIO Pension Plan was 59.9% and the unfunded liability was \$82,259,201.

Comparative summaries of valuation results for the three pension plans are included as exhibits to this report.

Committee Action Requested:

None. Information only.

Attachments:

Exhibit I - Comparative Summary of Valuation Results – Bi-State Development Agency
Salaried Employees' Pension Plan

Exhibit II - Comparative Summary of Valuation Results – Bi-State Development Agency
IBEW Employees' Pension Plan

Exhibit III – Comparative Summary of Valuation Results – Bi-State Development Agency
ATU Local 788 O&M Employees' Pension Plan

Salaried Pension Plan

Salaried

	6/1/2016	6/1/2015	Change	6/1/2015	6/1/2014	Change
Total Participants	791	789	2	789	870	(81)
Actuarial Value of Assets	59,578,888	58,097,258	1,481,630	58,097,258	55,612,180	2,485,078
Entry Age Normal (EAN) Accrued Liability	83,570,358	74,159,799	9,410,559	74,159,799	73,512,998	646,801
Unfunded EAN Accrued Liability (UAL)	23,991,470	16,062,541	7,928,929	16,062,541	17,900,818	(1,838,277)
Funded Ratio	71.3%	78.3%	-7.0%	78.3%	75.6%	2.7%
Recommended Contribution	3,688,023	2,650,550	1,037,473	2,650,550	2,752,597	(102,047)

Notes: 1/1/14 - 3% employee contributions started and Stay/Freeze/Waive elections went into effect
 7/1/13 - Plan closed to new hires

2016 Changes:

- Avg salary increases 10.9% vs 4.5%
- Decrease in interest rate assumption from 7.50% to 7%
- Actuarial asset return lower than assumed return.

IBEW Pension Plan

IBEW

	04/01/16	04/01/15	Change	04/01/15	04/01/14	Change
Total Participants	72	70	2	70	70	-
Actuarial Value of Assets	4,053,469	3,586,753	466,716	3,586,753	2,916,189	670,564
Entry Age Normal (EAN) Accrued Liability	4,673,515	4,145,982	527,533	4,145,982	3,696,193	449,789
Unfunded EAN Accrued Liability (UAL)	620,046	559,229	60,817	559,229	780,004	(220,775)
Funded Ratio	86.7%	86.5%	0.2%	86.5%	78.9%	8%
Recommended Contribution	243409	220,273	23,136	220,273	244,567	(24,294)
Required Weekly Contribution Rate Per Val	83.59	73.03	10.56	73.03	78.39	(5.36)
Metro Required Weekly Contribution 70%	58.51	51.12	7.39	51.12	54.87	(3.75)
Participant Required Weekly Contribution 30%	25.08	21.91	3.17	21.91	23.52	(1.61)
Additional 5 Year 100% Funding Contribution*	47.05	47.05	0.00	47.05	47.05	0.00
Metro Required Weekly Contribution 80%	37.64	37.64	0.00	37.64	37.64	0.00
Participant Required Weekly Contribution 20%	9.41	9.41	0.00	9.41	9.41	0.00
Total Metro	96.15	88.76	7.39	88.76	92.51	(3.75)
Total Employee	34.49	31.32	3.17	31.32	32.93	(1.61)

Note: 1/1/14 Plan closed to new hires

* Five years PYE 2014 to 2018

788 ATU Combined Contribution Analysis

788

	4/1/2016	4/1/2015	Change	4/1/2015	4/1/2014	Change
Total Participants	2,687	2,627	60	2,627	2,497	130
Actuarial Value of Assets	122,802,782	117,889,375	4,913,407	117,889,375	109,670,356	8,219,019
Entry Age Normal (EAN) Accrued Liability	205,061,983	197,892,376	7,169,607	197,892,376	196,747,072	1,145,304
Unfunded EAN Accrued Liability (UAL)	82,259,201	80,003,001	2,256,200	80,003,001	87,076,716	(7,073,715)
Funded Ratio	59.9%	59.6%	0.3%	59.6%	55.7%	3.8%
Recommended Contribution	11,234,276	10,558,786	675,490	10,558,786	11,025,929	(467,143)
Required Weekly Contribution Rate	165.65	161.31	4.34	161.31	167.82	(6.51)

Note: O&M and Clerical Plans Merged April 1, 2015

Note: Pension Trustees voted in March 2015 to increase the contribution rate to \$170.50.

Note: Pension Trustees voted in December 2015 to increase the contribution rate to \$173.03.

Note: Pension Trustees voted in November 2016 to increase the contribution rate to \$175.00.

	2017		2016	
	Grandfathered Clerical (32%/68%)	O&M and New Hires (30%/70%)	Grandfathered Clerical (32%/68%)	O&M and New Hires (30%/70%)
Employee	56.00	52.50	55.37	51.91
BSD	119.00	122.50	117.66	121.12
	<u>175.00</u>	<u>175.00</u>	<u>173.03</u>	<u>173.03</u>

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
January 27, 2017**

From: Kent W. Swagler, CCEP
Director of Corporate Compliance and Ethics
Subject: **Compliance and Ethics “State of the Agency”**
Disposition: Information
Presentation: Kent W. Swagler, Director of Corporate Compliance and Ethics

Objective:

To update the Audit, Finance & Administration Committee on the “State of the Agency” for Bi-State Development’s (BSD) Corporate Compliance and Ethics requirements and programs.

Board Policy:

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

Funding Source:

Funding is provided through operating funds.

Background:

The enclosed presentation will provide the current state of the Agency with respect to meeting its documented compliance requirements for calendar year 2016. Current status of compliance and ethics programs, initiatives, and training programs will also be presented.

Analysis:

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

Committee Action Requested:

This material is presented to the Audit, Finance & Administration Committee for information only. It will also be presented to the Board of Commissioners on February 24, 2017.

Attachment:

1. Compliance and Ethics “State of the Agency” presentation as of December 31, 2016.



BI·STATE
DEVELOPMENT

Corporate Compliance & Ethics “State of the Agency” Report

As of December 31, 2016

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

Agenda

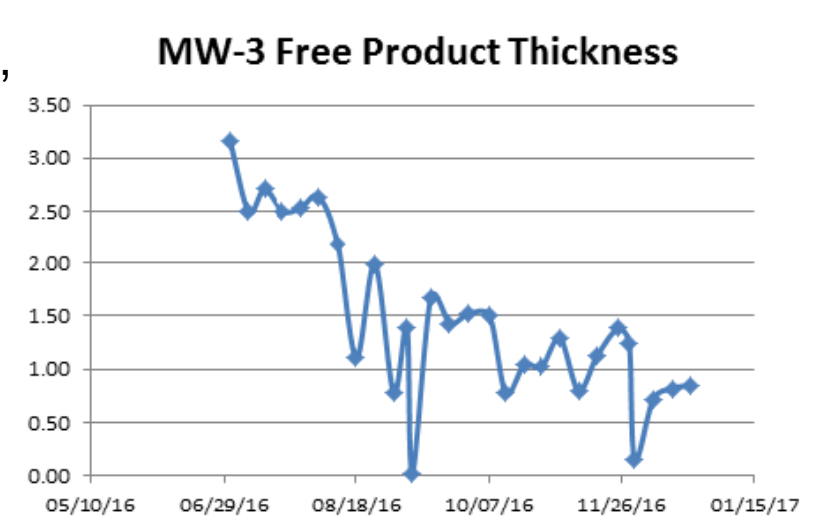
- Missouri and Illinois Bus Facility Underground Storage Tanks (UST) Update
- Consolidated Compliance Requirements Reviews
- Employee Code of Conduct Update
- Compliance and Ethics Training Program Update
- Records Retention Reviews
- Payment Card Industry (PCI) Compliance Update
- Other Accomplishments

Missouri and Illinois Bus Facility Underground Storage Tanks (UST) Update

Missouri Facilities: No additional issues since closure

Illinois Bus Facility:

- Since September 2015 tank removal, surrounding soil still being monitored and samples continue to show improvement
- Investigating better locations to further improve free product extraction
- Target final closure: May 2017



Consolidated Compliance Requirements List

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

- Requirements expanded from 250 to 343, reviews conducted annually; matrix recognized by FTA
- 2016 annual review completed; 98.8% compliant (issues identified, resolved, and closed with 4 requirements (down from 7 in 2015); all dealing with documentation updates)
- Teamed with Facility Maintenance to automatically schedule 235 facility and equipment inspections in M5
- Assisting Maintenance Division to integrate 20 policies and procedures into BSD automated policy management system
- BSD HIPAA annual self-assessment: No discrepancies

Compliance and Ethics Training Program

Completed training:

- Compliance and Ethics and Workplace Violence Prevention:
 - Salaried employees (83)
 - Arch employees (78)
 - MetroLink and Call-A-Ride Operators (32)
 - MetroBus Operators (159)
- Information Security/Records Management: 100% (68 department managers); mandatory annual refresher training conducted in May 2016
- HIPAA webinar training (a first for BSD) being conducted for all BSD employees who process employee records (190 employees)
- Completion: March 31, 2017

Compliance and Ethics Training Program

E-Learning Management System (eLMS) Initiative Update

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

Compliance and Ethics Training Program

E-Learning Management System (eLMS) and On-line Salaried Employee Training Initiative Update

- Current Status
 - RFP released; Oracle chosen as final vendor
 - Employee Hiring, Management, and Succession Planning modules available that offer automated capabilities to HR
 - By bundling, cost per module can decrease up to 20%
 - Estimated project timeline: 6 months
 - Target Go Live: July 1, 2017

Payment Card Industry (PCI) Compliance Update

- **Project Scope:**

- Identify / verify how Metro stores / transmits / processes payment card data
- Identify areas of high risk (both for data breach and for compliance)
- Identify recommended actions for closing gaps and reaching compliance
- Complete actions for compliance: December 31, 2017

- **Current Status:**

- Initial gap analysis completed: Immediate gaps identified, corrective actions and procedures implemented
- 46 PCI-related policies must be created or incorporated into existing Agency policies; 26 of 46 drafts completed
- PCI implementation requires separating PCI applications / systems on to separate computer network, setting up transaction logging / monitoring; Project on hold until IT PCI Analyst is hired

Records Retention Reviews

ADA customer eligibility records

- Records reorganized and transferred into secured office
- Approximately 1,000 pounds destroyed (25 boxes)
- Result: No discrepancies during FTA Triennial Audit

Metro Transit Employee Records

- 428 of 2,056 (21%) employee records reviewed
- Medical files not separated from performance/attendance files
- Records not stored using double-lock at one facility
- Records not transferred to gaining supervisors after job pick
- Management not trained on HIPAA employee record processing
- File sign-out/sign-in sheets not used at all facilities
- Resolution date: March 31, 2017

Records Retention Reviews

Electronic Records

- IT, Procurement reviews completed; review of aged/expired records to be completed by January 31, 2017
- Remaining departments to be completed by end of 2017

Other Accomplishments

- Provided Five-Year ROI presentation to Board
- Hired Mandi Myers, Compliance Analyst/Training Specialist