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**BI-STATE DEVELOPMENT AGENCY / METRO
BOARD OF COMMISSIONERS MEETING
OPEN SESSION MINUTES
APRIL 24, 2015**

Commissioners in Attendance

Missouri

Vernal Brown
Kelley Farrell
Constance Gully, Vice Chair
Aliah Holman
Vincent C. Schoemehl (absent)

Illinois

Michael S. Buehlhorn, Treasurer
David Dietzel, Chairman
Irma Golliday (present @ 8:06 a.m.)
Tadas Kicielinski (via phone)
Jeffrey Watson (absent)

Staff in Attendance

John Nations, President & CEO
Barbara Enneking, General Counsel and Deputy Secretary
Shirley Bryant, Certified Paralegal
Kathy Klevorn, Sr. Vice-President, Chief Financial Officer
Jim Cali, Director of Internal Audit
Ray Friem, Chief Operating Officer-Transit Services
Larry Jackson, Vice-President, Procurement, Inventory Management & Supplier Diversity
John Langa, Vice-President, Economic Development
Debbie Erickson, Vice President Chief Information Officer
Patti Beck, Director of Communications
Barbara Georgeff, Executive Assistant to President & CEO
John Wagner, Project Manager Economic Development
Kent Swagler, Director Corporate Compliance and Ethics
Charles Stewart, Vice-President, Pensions & Insurance
Tracy Beidleman, Director Program Development & Grants
Mark Vago, Controller
Tamara Fulbright, Director Treasury Services
Scott Grott, Chief MetroLink Operations
Reginald Cavitt, ATU 788
Kathy Brittin, Director Risk Management Safety & Claims
David Beal, Capital Budget & Project Development Administrator
Matthew Hibbard, Social Media Communication Manager
Richard Zott, Chief of Public Safety
Daniel Hinrichs, Business Analyst
Charles Pogorelac, Manager Financial Planning & Budget
Tom Dunn, Director Gateway Arch Riverboats
Michael Gibbs, Accountant – Business Enterprises
Jeff Braun, Director Real Estate
Chance Baragary, Project Manager Gateway Arch
Charles Priscu, Director Labor Relations

Kerry Kinkade, Director IT Applications Development
Justin Struttman, Director Gateway Arch Operations

Others in Attendance

Mike Malloy, Director of Economic Development, City of Fairview Heights
Tim Convy, C. B. Richard Ellis (CBRE)
George Convy, C. B. Richard Ellis (CBRE)
Andrew Pothast, HNTB
Judith Salih

1. Call to Order

8 a.m. Commissioner Dietzel welcomed Commissioner Farrell, as the newest member to the Board and called the Open Session Board Meeting to order at 8:00 a.m.

2. Roll Call

8:00 a.m. Roll call was taken.

3. Minutes of Prior Open Session Board Meetings

8:00 a.m. The February 27, 2015, Open Session Board Meeting Minutes were provided in the Board packet. A motion to approve the minutes was made by Commissioner Gully and seconded by Commissioner Buehlhorn. **Motion passed unanimously.**

4. Report of Treasurer

8:01 a.m. No presentation was made. This agenda item was informational only. The Treasurer's Report was provided in the Board packet and will be kept at the office of the Deputy Secretary.

5. Report of President

8:01 a.m. John Nations, President & CEO, stated that on behalf of staff he was delighted to welcome Commissioner Farrell to the Board of Commissioners and he looks forward to working with her. As a follow up, Mr. Nations stated that the Agency received the final completion letters from the Missouri Department of Natural Resources for the underground storage tanks that were processed for in-place-closure and the official closure date for the main shop is March 10, for the Brentwood and DeBaliviere facilities it's March 25. Work on the tanks at the Illinois Facility is scheduled to begin on Monday, April 20, with an expected completion date of Friday, May 8. The Illinois bus facility's closure certification is done through the Illinois State Fire Marshall, who has authorized the inspection and certification, and the final Illinois inspection certification is expected to be completed by June 15.

6. Operations Committee Report

8:04 a.m. The March 17, 2015 Open Session Operations Committee Minutes were provided in the Board packet. Commissioner Buehlhorn stated that the Operations Committee met in Open Session on March 17, 2015, and the draft minutes of that meeting were included in the Board package at tab #6. He advised that two items were being introduced for consideration and approval: 1) Consent Agenda Item #10(a) Contract Award to Leon Uniform Company for Metro Operator Uniforms; 2) Consent Agenda Item #10(d) Contract Extension of Time of Performance and Budget Increase for Transystems, Inc., for Eads Bridge Rehabilitation Engineering Services Part II. At the meeting, Ray Friem, Chief Operating Officer Transit Services, provided an overview of the Transit Operations 2015, 2nd Quarter Performance Report. As a follow up to concerns raised at the February 27, 2015 Board meeting, Mr. Friem and Pat Hall, Director of

ADA Services, provided an overview of the “No Show” Paratransit Policy, and Mr. Friem further reported that he personally met with representatives of the group and believes their concerns are addressed.

7. Business Services & Economic Development Committee Report

8:05 a.m. The March 20, 2015 Business Services & Economic Development Committee Open Session Minutes were provided in the Board packet. Commissioner Holman stated that the Business Services & Economic Development Committee met in Open Session on March 20, 2015, and the draft minutes of that meeting were included in the Board packet at tab #7. She advised that the Committee was introducing one item for consideration and approval, Consent Agenda Item #10(e) Sole Source Contract Modification: Maida Engineering for Engineering/Design Services During Construction for the Replacement of the Arch Transportation System Motor Generator Sets. The Committee also discussed the Jefferson National Expansion Memorial presentation; and the update on the Gateway Arch Operations.

****8:06 a.m. Commissioner Golliday joined the meeting.**

8. Finance & Administration Committee Report

8:06 a.m. The March 27, 2015 Finance & Administration Committee Open Session Minutes were provided in the Board packet. At the request of Commissioner Kicielinski, John Nations, President & CEO, provided the report, stating that the Committee met in Open Session on March 27, 2015 and the draft minutes were included in the Board packet at tab #8. He advised that three items were being presented for consideration and approval: 1) Consent Agenda Item #10(b) – Contract Award to BarnesCare/BJC Corporate Health Services; 2) Consent Agenda Item #10(c) – Contract Extensions – Bi-State Development Agency’s Legal Counsel; and 3) Consent Agenda Item #10(f) – Establishment of Bank Accounts for the Bi-State Development Internal Services Fund. The Committee also discussed and recommended for approval Board Agenda Item #11 – Bi-State Development Agency FY16 Operating and Capital Budget. Charles Stewart, Vice President Pension & Insurance, provided the Committee with an update on the Pension Plan and 401(k) retirement savings program investment performance. Other items discussed at the Committee meeting were the Financial Statements, Performance Indicators, and Procurement Activity Report for the 2nd Quarter FY15, as well as the January 2015 Treasury Report.

9. Adjustment of Consent Agenda

8:09 a.m. There were no adjustments to the consent agenda.

10. Consent Agenda Item(s): (a) Contract Award to Leon Uniform Company for Metro Operator Uniforms (Operations Committee Recommends Approval (Resolution #692); (b) Contract Award to BarnesCare/BJC Corporate Health Services (Finance & Administration Committee Recommends Approval) (Resolution #693); (c) Contract Extensions – Bi-State Development Agency’s Legal Counsel (Finance & Administration Committee Recommends Approval) (Resolution #689); (d) Contract Extension of Time of Performance and Budget Increase for Transystems, Inc. For Eads Bridge Rehabilitation Engineering Services Part II (Operations Committee Recommends Approval) (Resolution #690); (e) Sole Source Contract Modification; Maida Engineering for Engineering/Design Services During Construction for the Replacement of the Arch Transportation System Motor Generator Sets (Business Services & Economic Development Committee Recommends Approval) (Resolution #691); and (f) Establishment of Bank Accounts for Bi-State Development Internal Service Funds (Finance & Administration Committee Recommends Approval) (Resolution #687).

8:09 a.m. A motion to approve these Consent Agenda items was made by Commissioner Buehlhorn and seconded by Commissioner Brown. **Motion passed unanimously.**

11. Bi-State Development Agency FY16 Operating and Capital Budget (Finance & Administration Committee recommends approval)

8:10 a.m. Commissioner Dietzel stated that Agenda Items #11, #12, #13, and #14 were previously discussed and no additional presentation was required. A motion to approve the Bi-State Development Agency FY16 Operating and Capital Budget was made by Commissioner Holman and seconded by Commissioner Golliday. **Motion passed unanimously. (Resolutions #679, #680, #681, #682, #683, #684, #686)**

(NOTE: Commissioner Gully raised concerns that page 3 of the FY16 Operating and Capital Budget under “Executive Officers” was missing the name of Charles Stewart, Vice President Pension & Finance. Mr. Nations said that Mr. Stewart would be added to the document.)

12. Financial Statements, FY 2015, 2nd Quarter (Presented to Finance & Administration Committee)

8:10 a.m. No presentation was made. This agenda item was informational only and a copy will be kept at the office of the Deputy Secretary.

13. Performance Indicators, FY 2015, 2nd Quarter (Presented to Finance & Administration Committee)

8:10 a.m. No presentation was made. This agenda item was informational only and a copy will be kept at the office of the Deputy Secretary.

14. Procurement Activity Report, FY 2015, 2nd Quarter (Presented to Finance & Administration Committee)

8:10 a.m. No presentation was made. This agenda item was informational only and a copy will be kept at the office of the Deputy Secretary.

15. Unscheduled Business

8:11 a.m. There was no unscheduled business.

16. Public Comment

8:11 a.m. There was no public comment.

17. 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 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 report 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).

8:12 a.m. Pursuant to the requirements of Section 610.021(1), 610.021(2), 610.021(14), and 610.021(16) of the Revised Statutes of Missouri, Commissioner Dietzel requested a motion to allow the Board to go into closed session. A motion to go into Executive Session was made by Commissioner Gully and seconded by Commissioner Buehlhorn. A roll call vote was taken and

the Commissioners present, Brown, Farrell, Gully, Holman, Buehlhorn, Dietzel, Golliday, and Kicielinski voted to approve this agenda item. **Motion passed unanimously.**

18. Call of Dates for Future Board Meetings

9:43 a.m. The next Finance & Administration meeting is scheduled for Friday, May 15, 2015; the Operations Committee meeting is Tuesday, May 19, 2015; the Audit Committee meeting is Friday, May 22, 2015, and the next Board meeting is Friday, June 26, 2015.

19. Adjournment

9:43 a.m. A motion to adjourn the Open Session Board meeting was made by Commissioner Holman and seconded by Commissioner Gully. **Motion passed unanimously.**

Deputy Secretary to the Board of Commissioners
Bi-State Development Agency / Metro