

**BI-STATE DEVELOPMENT
OPERATIONS COMMITTEE MEETING
OPEN SESSION MINUTES
MARCH 21, 2017**

Committee Members in Attendance

Michael Buehlhorn, Chairman
David Dietzel (absent)
Irma Golliday (absent)
Aliah Holman
Justin Zimmerman

Other Commissioners in Attendance

Vernal Brown (via phone)

Staff in Attendance

John Nations, President & CEO
Barbara Enneking, General Counsel and Deputy Secretary
Shirley Bryant, Certified Paralegal
Ray Friem, Executive Director Metro Transit
Larry Jackson, Executive Vice President for Administration
Barbara Georgeff, Director of Executive Services
Kathy Klevorn, Sr. Vice President, Chief Financial Officer
Lisa Burke, Executive Assistant
Mark Vago, Controller
Patti Beck, Director, Communications
Scott Grott, General Manager MetroLink
John Wagner, Director Research Institute
Kathy Brittin, Director, Risk Management, Safety & Claims
Richard Zott, Chief of Public Safety
Charles Clemins, Sr. Director Maintenance of Way
Jerry Vallely, External Communications Manager
Charles Stewart, Vice President Pension & Insurance
Jessica Mefford-Miller, Assistant Executive Director, Transit Planning & System Development
Virginia Alt-Hildebrandt, Manager Administrative Services
John Langa, Vice President Economic Development
Elizabeth Farr, Associate Project Manager – Economic Development
Steve Devore, Public Safety Officer
Kerry Kinkade, Vice President, Chief Information Officer
Jonathan Frederick, Director Accounting & Budget
Julianne Stone, Vice President Strategic Initiatives
Fred Bakarich, Director Engineering Systems
Matthew Hibbard, Social Media Communications Manager

Others in Attendance

None

1. Call to Order

8:00 a.m. Chairman Buehlhorn called the Open Session Operations Committee Meeting to order at 8:00 a.m.

Commissioner Buehlhorn introduced the newest Illinois Board member, Commissioner Justin Zimmerman, and welcomed him to the Board.

2. Roll Call

8:01 a.m. Roll call was taken.

3. Public Comment

8:01 a.m. Commissioner Buehlhorn did not call for public comment; however, for the record there was no public comment.

4. Employee Recognition, Outstanding Employees Doing Outstanding Things

8:02 a.m. Ray Friem, Executive Director Metro Transit, stated that Public Safety Officer John Mitalovich, while on duty, observed a car accident which resulted in the vehicle catching fire. He contacted Dispatch advising them that there were three people in the car and requested police, fire and EMS to respond. He then turned his Public Safety vehicle around to block the road for safety and rushed to the car to help. He successfully carried a young child, a woman and a man to safety. Richard Zott, Chief of Public Safety, presented Officer Mitalovich with a commendation in recognition of his heroic actions in a dangerous situation.

5. Minutes from January 20, 2017 Operations Committee

8:03 a.m. The January 20, 2017, Open Session Operations Committee Meeting minutes were provided in the Committee packet. A motion to approve the minutes was made by Commissioner Holman and seconded by Commissioner Brown. **Motion passed unanimously.**

6. Contract Award: Elevator/Escalator Full Maintenance and Repair

8:04 a.m. The briefing paper regarding the contract award for Elevator/Escalator Full Maintenance and Repair was provided in the Committee packet. Larry Jackson, Executive Vice President of Administration, provided an overview. Bi-State Development (**BSD**) has twenty-seven (27) elevators and eight (8) escalators throughout the system that are required to be in continuous operation for customers and employees in accordance with American with Disabilities Act (**ADA**). The current elevator/escalator maintenance contract expires May 14, 2017. A Request for Proposal (**RFP**) was issued October 4, 2016, and three (3) responses were received. Following the individual evaluations, the recommendation was to award the contract to ThyssenKrupp Elevator (**TKE**). Management's recommendation is for the Committee to approve and forward to the Board for final approval the contract award to TKE. A motion was made by Commissioner Holman and seconded by Commissioner Brown to approve this agenda item as presented in the briefing paper and forward to the Board for final approval. **Motion passed unanimously.**

7. Sole Source Contract Award: Trapeze U.S.A., LLC, Automatic Vehicle Location Message Boards – Civic Center Transit Center

8:05 a.m. The briefing paper regarding the contract award to Trapeze U.S.A., LLC, (**Trapeze**) for Automatic Vehicle Location Message Boards – Civic Center Transit Center was provided in

the Committee packet. Larry Jackson, Executive Vice President Administration, provided an overview. The Computer Aided Dispatch/Automated Vehicle Location (**CAD/AVL**) equipment used with the transit management technology currently employed on MetroBus and existing transfer stations was supplied by Trapeze. The existing CAD/AVL infrastructure is a transit specific proprietary system; and only Trapeze equipment can be used with the Agency's existing communications and data processing structures. Management's recommendation is for the Committee to approve and forward to the Board for final approval a contract with Trapeze U.S.A., LLC. A motion was made by Commissioner Brown and seconded by Commissioner Zimmerman to approve this agenda item as presented in the briefing paper and forward to the Board for final approval. **Motion passed unanimously.**

8. Contract Modification – Jacobs Engineering – General On-Call (GEC) Design and Engineering Consultant Services – Jacobs Engineering Discipline Number 1

8:07 a.m. The briefing paper regarding the contract modification for Jacobs Engineering, General On-Call (**GEC**) Design and Engineering Consultant Services – Jacobs Engineering Discipline Number 1 was provided in the Committee packet. Larry Jackson, Executive Vice President Administration, provided an overview. Bi-State Development (**BSD**) has many types of construction, maintenance, and casualty repair projects. In April 2016, BSD procured on-call services from qualified engineering firms. Access to various engineering firms allowed for faster responses to issues as they develop. Contracts were awarded to Jacobs Engineering, HNTB, Inc.; STV, Inc.; and Isis, Inc. to provide on-call services as an extension to the BSD engineering staff. The system experienced some unusual events in the areas supported by the Discipline 1 task orders awarded to Jacobs Engineering. The Agency anticipates that it will have many significant projects requiring support in the coming years and, as such, management believes that a contract increase in the engineering support provided by Jacobs is needed. Management's recommendation is for the Committee to approve and forward to the Board to approve the request to modify the Jacobs Engineering contract for Architectural & Engineering Services. A motion was made by Commissioner Holman and seconded by Commissioner Zimmerman to approve this agenda item as presented in the briefing paper and forward to the Board for final approval. **Motion passed unanimously.**

9. Non-Competitive (Sole Source) Procurement – MAC Products Overhead Conductor Rail Supplier – Union Station Tunnel Rehabilitation

8:11 a.m. The briefing paper regarding the non-competitive sole source procurement for MAC Products Overhead Conductor Rail Supplier – Union Station Tunnel Rehabilitation was provided in the Committee packet. Fred Bakarich, Director Engineering Systems, provided an overview. Installation of a new Overhead Conductor Rail (**OCR**) system was completed in May 2016 on the Eads Bridge. The OCR system replaced the original fixed tension Overhead Catenary System (**OCS**) equipment. The OCR components were manufactured by Conductix, Inc. (**Conductix**), through an agreement with European owned RailTech, Inc., who developed and owns the proprietary design of the OCR system. Conductix is one of two known domestic OCR material suppliers that satisfy Federal Transit Administration (**FTA**) Buy America regulations. However, Conductix no longer manufactures RailTech proprietary OCR equipment. Therefore, MAC Products now is the only domestic manufacturer of RailTech OCR equipment. BSD wants to purchase the same OCR materials, including ancillary equipment for incorporation into the final product of the Union Station Tunnel Rehabilitation. Management's recommendation is for the Committee to approve and forward to the Board for final approval the procurement of OCR

material from MAC Products for the Union Station Tunnel Rehabilitation Project. A motion was made by Commissioner Holman and seconded by Commissioner Zimmerman to approve this agenda item as presented in the briefing paper and forward to the Board for final approval. **Motion passed unanimously.**

10. Affiliation Agreement, Amendments to Bylaws, and Articles of Incorporation for Research Institute

8:18 a.m. The briefing paper, Affiliation Agreement, Articles of Incorporation, and Amendments to Bylaws were included in the Committee packet. John Wagner, Director Bi-State Development Research Institute, provided an overview. The Bi-State Development Research Institute (**the “Institute”**) received a 501(c)(3) Federal income tax exemption status from the Internal Revenue Service (**IRS**) on November 25, 2014. The Institute’s involvement in a number of new grant opportunities, warranted a review of its Articles of Incorporation and the Bylaws. The review was to determine if the needs of the Institute and its anticipated operations, administration, and management were met. Amendments to these governing documents required approval from the Research Institute Board of Directors, as was done on February 10, 2017, and the BSD Board of Commissioners. Amending the Articles of Incorporation and the Bylaws would allow the Institute to work on a broader range of activities such as the implementation of a Food Kiosk Program. The amendments to the Bylaws would allow the Board of Directors of the Institute and the Executive Committee of the Board to approve, by unanimous written consent, items electronically or by mail; and make the BSD Board of Commissioners Chair, Vice Chair, the President & CEO, and the General Counsel ex officio Directors of the Institute’s Board. This would provide a greater continuity and connection between BSD and the Institute. Lastly, the Affiliation Agreement outlines the cooperative services BSD provides to the Institute such as office space, financial services, marketing, employees to operate the Institute, etc. Some discussion followed regarding the reason for initially filing as a Nonprofit Corporation under the laws of the State of Illinois. Management’s recommendation is for the Committee to approve and forward to the Board for final approval the amendments to the Articles of Incorporation and Bylaws of the Bi-State Development Research Institute; and to approve an Affiliation Agreement between BSD and the Research Institute. A motion was made by Commissioner Holman and seconded by Commissioner Zimmerman to approve this agenda item as presented in the briefing paper and forward to the Board for final approval. **Motion passed unanimously.**

11. 2nd Quarter Operations Report and Capital Projects Update

8:22 a.m. The 2nd Quarter Operations Report and Capital Projects Update was provided in the Committee packet. Ray Friem, Executive Director Metro Transit, provided a brief overview. There was an error identified in the Financial Report, Table 1, FY2017 Actual and FY2017 Budgeted. The expenses for the 2nd Quarter FY17 were \$103 million with a budgeted amount of \$116 million for FY17, and \$104.8 million in FY16. During the course of the year, the financials are expected to be below budget by \$4 million due to St. Louis County directly funding the police efforts. The rate of ridership slowed some in the 2nd Quarter of FY17 for MetroBus and MetroLink. Ridership for Call-A-Ride was down for the 2nd Quarter primarily due to lower contract trips provided through Medicare. There was a slight service increase over the prior fiscal year due to the implementation of a new service plan in support of the new North County Transit Center. There was a slight decrease in valid security complaints in the 2nd Quarter FY17 compared to the same period in FY16. The complaints continue to increase year to date for FY17. On time performance is stable or improving for all modes. As a result, there were lower

complaint rates experienced by MetroLink and Call-A-Ride through the 2nd Quarter. The Call Center continues to have significantly less call volume since the introduction of real time information apps to the public; and the percentage of calls answered increased as a result.

John Nations, President & CEO, introduced some management staff to Commissioner Zimmerman and asked Jessica Mefford-Miller, Assistant Executive Director Transit Planning & System Development, to explain her duties to the Commissioner. Ms. Mefford-Miller provided a detailed description of her job duties and the work her department does.

Mr. Friem continued his presentation and distributed a transit ridership chart showing ridership nationwide is decreasing. While ridership is down nationwide, Metro continues to search for actionable things that can help increase ridership; one of which was to conduct regional research. A full regional research report will be presented to the Committee in May. Some discussion followed regarding the efforts being made by the planning and marketing departments highlighting the information obtained through the research activities. Mr. Friem also discussed the Key Capital Projects Status report.

12. Unscheduled Business

8:44 a.m. John Nations, President & CEO, informed the Committee that in February 2017, he attended the APTA Annual Transit CEO Conference, and the topic of ridership trends dominated the discussions. Ridership loss is not just a St. Louis problem, it is an issue across the country and has gained a lot of attention industry wide. He recently met with officials at Cortex, and they were very complimentary about Ray Friem and Fred Bakarich regarding the ongoing work at the Boyle Avenue MetroLink Station, more commonly referred to as the Cortex Project.

13. Call of Dates for Future Committee Meetings

8:44 a.m. The Committee was advised of upcoming meetings as follows:

Audit, Finance & Administration Committee:	Friday, March 24, 2017, 8:00 a.m.
Board Meeting:	Friday, April 28, 2017, 8:00 a.m.
Operations Committee:	Tuesday, May 16, 2017, 8:00 a.m.

14. 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).

8:45 a.m. Pursuant to the requirements of Bi-State Development Board Policy, Chapter 10, Section 10.080(D); (1); (7); (11); and (17), Chairman Buehlhorn requested a motion to allow the Committee to go into closed session. A motion to go into Executive Session was made by

Commissioner Holman and seconded by Commissioner Brown. A roll call vote was taken, and the Commissioners present, Holman, Buehlhorn, Zimmerman, and Brown voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned at 8:45 a.m.**

Deputy Secretary to the Board of Commissioners
Bi-State Development