

Notice of Meeting and Agenda

Audit, Finance & Administration Committee

Tuesday, March 27, 2018, 8:00 a.m.

FY 2019 – 2021 Operating and Capital Budget Presentation

**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 Holman
2. Roll Call	Quorum	S. Bryant
3. Public Comment	Information	Chair Holman
4. Audit, Finance & Administration Committee Open Session Minutes: January 26, 2018	Approval	Chair Holman
5. Bi-State Development Operating and Capital Budget FY 2019 – 2021	Approval/ Presentation	K. Klevorn/M. Vago C. Davis
6. Revisions to <i>Board Policy Section 70.050, Employee's Pension and 401(k) Retirement Savings Plan</i>	Approval	C. Stewart
7. 2nd Quarter Financial Statement	Information	M. Vago/C. Welch/ M. Gibbs
8. 2nd Quarter Performance Indicators	Information	M. Vago/C. Welch/ M. Gibbs
9. December Treasury Reports	Information	T. Fulbright
10. 2nd Quarter Procurement Report	Information	G. Smith
11. Treasury-Safekeeping Quarterly Accounts Audit- Ending December 31, 2017	Information	J. Cali
12. Internal Audit Department's Quality Assessment Review (QAR)	Information	J. Cali
13. Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update – December 31, 2017	Information	C. Stewart
14. Unscheduled Business	Approval	Chair Holman
15. Call of Dates for Future Committee Meetings	Information	S. Bryant

Agenda	Disposition	Presentation
<p>16. Adjournment to Executive Session</p> <p><i>If such action is approve 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).</i></p>	Approval	Chair Holman

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
AUDIT, FINANCE & ADMINISTRATION COMMITTEE MEETING
OPEN SESSION MINUTES
JANUARY 26, 2018

Committee Members in Attendance

Aliah Holman, Chair
Constance Gully (via phone)
Vince Schoemehl (via phone)
Jeffrey Watson (absent)
Justin Zimmerman (absent)

Other Commissioners in Attendance

Vernal Brown (via phone)

Staff in Attendance

John Nations, President and Chief Executive Officer
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
Patti Beck, Director Communications
Brenda Krieger, Executive Assistant
Mark Vago, Controller
Charles Stewart, Vice President Pension & Insurance
Kathy Brittin, Director Risk Management, Safety & Claims
Tammy Fulbright, Director Treasury Services
Maryanne Coley, Manager Benefits
David Toben, Director Benefits
Virginia Alt-Hildebrandt, Manager Administrative Services
Anita Dunn, Health and Welfare Plan Manager
Kerry Kinkade, Vice President Chief Information Officer
Angela Staicoff, Sr. Internal Auditor
Gary Smith, Financial Analyst I
Karl Tyminski, Sr. Internal Auditor, Part-time
Kelli Fitzpatrick, Sr. Internal Auditor, Part-time
Jerry Vallely, External Communications Manager
Mandi Myers, Compliance & Ethics Analyst & Training Specialist, Part-Time
John Langa, Vice President Economic Development
Greg Smith, Vice President Procurement & Inventory Management
Michael Gibbs, Manager Financial Operation-Admin & Business Operation
Cynthia Davis, Director Program Development & Grants
Evan Glantz, Senior Administrative Assistant

Others in Attendance

None

1. Call to Order

8:00 a.m. Chair Holman called the Open Session Audit, Finance and Administration Committee Meeting 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 were no public comments.
4. **Audit, Finance and Administration Committee Open Session Minutes: October 20, 2017**
8:01 a.m. The August 25, 2017 Open Session Audit, Finance and Administration Committee Meeting minutes were provided in the Committee packet. A motion to approve the minutes as presented was made by Commissioner Schoemehl and seconded by Commissioner Holman.
Motion passed unanimously.
5. **1st Quarter Financial Statement**
8:01 a.m. The 1st Quarter Financial Statement report was provided in the Committee packet. Mark Vago, Controller provided a brief overview. Bi-State Development (**BSD**) business and self-insurance divisions had combined assets of \$1.44 billion. The 1st quarter FY2018 income before depreciation was \$8.4 million compared to a budget of \$9.4 million for a negative variance of \$0.8 million. The financial statement packet includes the analysis and financial position of each BSD business division.

Executive Services – The 2017 Bi-State Development Annual Meeting was held October 6, 2017, bringing together nearly 700 business and civic partners to highlight the accomplishments of BSD and to chart the course for regional initiatives for the next year. Executive Services income before depreciation was \$232.8 thousand and 23.1% less than the prior year. Revenues were up 2.3% and expenses were up 11.6%, compared to FY2017.

Gateway Arch – The Gateway Arch Transportation System was not at full capacity until the North Tram reopened on July 18, 2017, at which time the Arch Trams resumed full daily operation. The income before depreciation for the Gateway Arch was \$510.9 thousand, revenue was \$2.7 million and is \$140.1 thousand less than the prior year. The total expense was \$2.1 million compared to \$1.8 million in FY2017. Tram ridership was 15.2% less than budget. Tram ridership decreased 4.9% compared to prior year due to the Arch grounds construction, motor generator set replacement, and the flooding of the load zone which reduced total capacity longer than anticipated.

Metro – A ribbon cutting ceremony was held on August 10, 2017 to celebrate the opening of the newly expanded Civic Center Transit Center in downtown St. Louis. BSD launched an 18 month pilot program to provide access to healthy food for transit riders and residents in two areas in North St. Louis County. Work continues on the new Boyle Street MetroLink Station. BSD received a \$243,000 incentive from AmerenUE for upgrading more than 1,900 lights to LED bulbs in various Metro facilities. Passenger revenue was \$11.5 million, which is 7.9% less than budget and 2.4% less than the prior year due to ridership decline. Income before depreciation was \$8.9 million. Compared to budget, revenue was down 9.7% and total expenses were favorable 11.6%.

St. Louis Downtown Airport – Gulfstream Aerospace Services Corp, a subsidiary of General Dynamics will begin maintenance operations in the Jet Aviation location. The Airport's income before depreciation was \$36.1 thousand, which is favorable compared to the prior fiscal year by \$74.5 thousand. Revenue increased \$10.3 thousand compared to FY2017. The increase in revenue is due to higher aviation flowage sales. The actual revenue was 8.9% less than budget.

Riverfront Attractions – Income before depreciation was \$579.8 thousand compared to \$499.9 thousand in FY2017. Revenue was \$1.5 million, which is 9.9% greater than the prior year, a direct result of increased passenger cruises, and passengers on each cruise.

St. Louis Regional Freightway – Mary Lamie, Executive Director of the St. Louis Regional Freightway, was named one of the Most Influential Business Women of 2017 by the *St. Louis Business Journal*. The St. Louis Region ports were ranked the most efficient inland port district in terms of tons moved per river mile during 2015 by the U.S. Army Corps of Engineers. The St. Louis region’s barge industry handled 500,000 tons per mile. Revenue includes funds received from the East-West Gateway Council of Governments as Partnership Revenue Fees. Total expenses for the St. Louis Regional Freightway include compensation and consultant fees.

Bi-State Development Research Institute – The Bi-State Development Research Institute (**the “Institute”**) used funds received from the Missouri Foundation for Health to begin funding operating costs for the Link Market Food Kiosk project. The kiosks opened on September 28, 2017 at the North Hanley and Wellston Transit Centers. The St. Louis County Department of Public Health has deployed a mobile medical unit providing health screenings for the community. The Institute’s net income was \$49.9 thousand. Revenue from Awards/Grants funding totaled \$127.5 thousand and \$47.6 thousand of in-kind donations from BSD.

Arts In Transit, Inc. – Arts In Transit (**AIT**) was one of nine local arts organizations to receive a grant from the PNC Foundation through the PNC Arts Alive initiative. The \$20,000 grant will support MetroScapes, a program that promotes local artists by displaying their work at MetroBus shelters and transit centers throughout the St. Louis region. AIT has a net income of \$29.1 thousand and total revenue of \$84.8 thousand which includes contributions from the Regional Arts Commission, proceeds from bus paintings, and the recognition of in-kind donations from BSD.

Self-Insurance Funds – Pursuant to the direction of the BSD Board of Commissioners, the accounting and reporting has been restructured and administration has been reorganized for the Health, Casualty and Workers Compensation Self-Insurance Funds. The Health Self-Insurance Fund had revenue of \$7.5 million, of which approximately 77% were company paid contributions and 23% from participants. Expenses and claims totaled \$10.3 million for a net loss before depreciation of \$2.7 million. The Casualty Self-Insurance Fund had revenue of \$1.3 million with expenses and claims paid of \$1.1 million. This resulted in a net income before transfers and depreciation of \$250.8 thousand. The Workers’ Compensation Self-Insurance Fund had revenue of \$2.3 million with expenses and claims paid of \$1.6 million. This resulted in a net income before transfers and depreciation of \$720.8 thousand.

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.

6. 1st Quarter Performance Indicators

8:08 a.m. The 1st Quarter Performance Indicators report was provided in the Committee packet. Mark Vago, Controller, provided a brief overview. An executive summary was provided highlighting service changes. There is no fare increase planned for FY18. 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.

7. November Treasury Report

8:10 a.m. The November Treasury Report was provided in the Committee packet. Tammy Fulbright, Director Treasury Services, provided a brief overview. BSD directed \$194 million of cash and investments. Approximately 40% of the invested funds was invested in U.S. Treasury or U.S. Government Agency securities, and 6% was 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 BSD investments was approximately 152 days. Ms. Fulbright's report highlighted the Debt Restructuring 2013; the Arch Tram Revenue Bonds, 2014; BSD/St. Clair County Transit District Revenue Bonds Refunding, 2014; Capital Leases; and fuel hedging. 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.

8. 1st Quarter Procurement Report

8:15 a.m. The 1st Quarter Procurement Report was provided in the Committee packet. Larry Jackson, Executive Vice President for Administration, introduced Greg Smith, the new Vice President of Procurement & Inventory Management. Mr. Smith will be presenting all future procurement reports to the Board. Mr. Jackson provided a brief overview of this agenda item. The 1st Quarter 2018 Non-Competitive Procurement totaled \$2,833,593 or 8.6% of total Purchase Order Commitment volume of \$33,085,598. Rolling last 12 months Non-Competitive Procurements total \$10,286,147 or 9.6% of total Purchase Order Commitment volume of \$107,174,285. 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. Treasury-Safekeeping Quarterly Accounts Audit - Ending September 30, 2017

8:16 a.m. The Treasury-Safekeeping Quarterly Accounts Audit – Ending September 30, 2017, was provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. The Internal Audit Department (**IAD**) reviewed the Treasurer's Report as of September 30, 2017, 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. On September 30, 2017, BSD had approximately \$54.1 million in US Treasury and Government Agency securities. Sales tax capital represented \$48.7 million, Self-Insurance funds consisted of approximately \$2.4 million, internally restricted funds represented \$2 million, and the remaining \$1 million was held for Tower Leases. IAD determined that the Safekeeping Accounts exist, and the respective balances have been fairly presented. 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 Status Report – 2nd Quarter FY18

8:16 a.m. The Internal Audit Status Report was provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. IAD's Status Report provides the Board, this Committee and Senior Management with a summary of 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. IAD worked with Crowe Horwath during this second quarter to plan the Quality Assessment Review (**QAR**) of IAD. IAD's intern, Gary Smith, was selected by the Finance Department for the Financial Analyst position. 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. Internal Follow-Up Summary – 2nd Quarter FY18

8:17 a.m. The Internal Follow-Up Summary, 2nd Quarter FY18 was provided in the Committee packet. Jim Cali, Director of Internal Audit, provided a brief overview. 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 either Completed, Outstanding or Overdue. This report is to be used to determine the timeliness and the completeness of the implementation of corrective action; and management should place specific focus on recommendations determined to be overdue. The total number of recommendations was 104, with 83 completed, 21 outstanding – not overdue, and 0 overdue. 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. 401(k) Plan Audit Update

8:20 a.m. The 401(k) Plan Audit Update report was provided in the Committee packet. Charles Stewart, Vice President Pension & Insurance, provided a brief overview. The Bi-State Development 401(k) Plan audit report from December 31, 2006 – 2012 was issued in September 2014, followed by the audit report for the years ended December 31, 2013 – 2014 that was issued in February 2016, bringing the audits up to date. The audit report for the years ended December 31, 2014 – 2015 was issued in November 2016, and the audit report for the years ended December 31, 2015 – 2016 was issued in November 2017. Mayer Hoffman McMan P.C. (MHM) audited the financial statements of the BSD 401(k) Retirement Savings Program as of December 31, 2016 and 2015 and issued an unqualified (clean) audit opinion. MHM has been re-engaged for plan years 2017 through 2019. 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.

13. 2017 Pension Valuations Update

8:21 a.m. The 2017 Pension Valuations Update report was provided in the Committee packet. Charles Stewart, Vice President Pension & Insurance, provided a brief overview. As of June 1, 2017, the funded ratio for the Salaried Pension Plan was 76.5% and the unfunded liability was \$20,354,035. This plan closed to new hires on July 1, 2013. The 3% employee contributions started and the Stay/Freeze/Waive elections went into effect January 1, 2014. The interest rate assumption remains the same at 7.0% and the actuarial asset return is slightly lower than assumed return (6.1% vs. 7.0%). As of April 1, 2017, the funded ratio for the IBEW Pension Plan was 89.7% and the unfunded liability was \$518,278. The IBEW Pension Plan reached 100% funding as of November 30, 2017, as a result of their five-year 100% funding contribution raised in July 2017 to reach the 100% funding. As of April 1, 2017, the funded ratio for the Local 788, Amalgamated Transit Union, AFL-CIO Pension Plan was 62.5%; and the unfunded liability was \$77,422,564. The 788 Pension Trustees voted in December 2015 to increase the contribution rate to \$173.03; and in November 2016 they voted to increase the contribution rate to \$175.00. The 788 Pension Trustees have not yet voted, so pension contributions remain the same for now. 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. Compliance and Ethics “State of the Agency”

8:25 a.m. The Compliance and Ethics “State of the Agency” report was provided in the Committee packet. Kent Swagler, Director Corporate Compliance and Ethics, provided a brief overview. The presentation provided the current state of the Agency with respect to meeting its documented compliance requirements for calendar year 2017. Current status of compliance and ethics programs, initiatives, and training programs were discussed. Compliance status and results of

division reviews across the entire Agency were also presented. This report was informational only, and no further Committee action was required. A copy of the report will be kept at the office of the Deputy Secretary.

15. Unscheduled Business

8: 35a.m. There was no unscheduled business.

16. Call of Dates for Future Committee Meetings

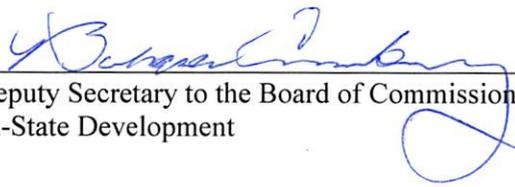
8:35 a.m. The Board was advised of the upcoming meetings, as follows:

Board Meeting:	Friday, February 23, 2018, 8:00 a.m.
Operations Committee:	Tuesday, March 13, 2018, 8:00 a.m.
Audit, Finance & Administration Committee:	Tuesday, March 27, 2018, 8:00 a.m.

17. Adjournment to Executive Session

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).

8:36 a.m. Pursuant to the requirements of Section 10.080 (D) (1), (9), (10), (11) and (17) of the Bi-State Development Board Policy, Chapter 10, Section 10.080, Chair Holman requested a motion to allow the Committee to go into closed session. A motion to go into Executive Session was made by Commissioner Schoemehl and seconded by Commissioner Brown. A roll call vote was taken and the Commissioners present, Holman, Gully, Schoemehl, and Brown voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned at 8:36 a.m.**



Deputy Secretary to the Board of Commissioners
Bi-State Development

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
March 27, 2018**

From: Kathy S. Klevorn
Sr. Vice President and Chief Financial Officer
Subject: **Bi-State Development Operating and Capital Budget FY 2019 – 2021**
Disposition: Approval/Presentation
Presentation: Kathy Klevorn, Sr. Vice President & CFO; Cynthia Davis, Director of Program Development and Grants; Mark Vago, Controller

Objective:

To present the following to the Audit, Finance & Administration Committee for discussion and approval:

- The Bi-State Development Operating and Capital Budget FY 2019 - 2021;
- The three-year Transportation Improvement Plan;
- Grant resolutions required to apply for federal and state funding necessary to support the Bi-State Development's projects and programs; and
- Authorization of management to seek grants and/or appropriations from federal programs, the City of St. Louis, St. Louis County, and the states of Missouri and Illinois.

Board Policy:

Chapter 30 Audit, Finance and Budget, Section 30.030 Annual Budget, states:

A. General. Each year the President & CEO shall prepare an annual budget for the forthcoming fiscal year that will be presented to the Board of Commissioners. The President & CEO will work with the Board in setting strategic objectives, update the Agency's long range planning document, and prepare both an operating and capital budget. The operating budget shall include proposed expenditures for current operations during the ensuing fiscal year and the method of financing such expenditures. The capital budget shall include capital expenditures during the ensuing fiscal year and the proposed method of financing such expenditures.

B. Approval. The President & CEO will present the annual budget at a regularly scheduled meeting of the Board of Commissioners. The Board of Commissioners shall approve annual operating and capital budgets prior to the beginning of the ensuing fiscal year.

Funding Source:

The funding source for the Bi-State Development's Operating and Capital Budget includes operating revenue of each entity, local, state and federal funding sources.

Background:

The attached document presents the Bi-State Development's Operating and Capital Budget for FY 2019 – 2021.

Summaries of the FY 2019 - 2021 Operating and Capital Budgets are as follows:

OPERATING BUDGET
(in millions)

	FY 2019			FY 2020			FY 2021		
	Total Revenue	Total Exp and Net Trans	Net Inc. (Def)	Total Revenue	Total Exp and Net Trans	Net Inc. (Def)	Total Revenue	Total Exp and Net Trans	Net Inc. (Def)
Executive Services	\$ 5.5	\$ 5.0	\$ 0.5	\$ 5.6	\$ 5.2	\$ 0.4	\$ 5.7	\$ 5.3	\$ 0.4
Gateway Arch	9.4	7.4	2.0	9.3	7.4	1.9	9.3	7.4	1.9
Metro Transit	338.9	347.9	(9.0)	346.3	356.4	(10.1)	355.6	365.1	(9.5)
St. Louis Downtown Airport	1.8	1.7	0.1	1.8	1.7	0.1	1.8	1.8	-
Riverfront Attractions	3.1	2.8	0.3	3.1	2.8	0.3	3.3	3.0	0.3
St. Louis Regional Freightway	0.2	1.0	(0.8)	0.3	1.1	(0.8)	0.3	1.1	(0.8)
Bi-State Development Research Institute	0.2	0.2	-	0.3	0.3	-	0.3	0.2	0.1
Arts In Transit, Inc.	0.3	0.2	0.1	0.3	0.2	0.1	0.3	0.2	0.1
Health Self-Insurance: SIF	35.2	35.2	-	35.3	35.4	(0.1)	35.7	35.7	-
Casualty Self-Insurance: SIF	5.4	5.4	-	5.7	5.5	0.2	5.7	5.6	0.1
Workers' Comp Self-Insurance: SIF	5.7	5.7	-	5.0	4.8	0.2	5.1	5.0	0.1
Intercompany Eliminations	(43.8)	(43.8)	-	(43.2)	(43.2)	-	(43.3)	(43.3)	-
Total	\$ 361.9	\$ 368.7	\$ (6.8)	\$ 369.8	\$ 377.6	\$ (7.8)	\$ 379.8	\$ 387.1	\$ (7.3)

CAPITAL BUDGET
(in millions)

	FY 2019	FY 2020	FY 2021	TOTAL
Metro Transit	\$ 456.8	\$ 100.3	\$ 141.1	\$ 698.2
Gateway Arch	0.9	1.1	3.0	5.0
St. Louis Downtown Airport	1.5	6.9	13.6	22.0
Riverfront Attractions	0.2	0.2	-	0.4
Total	\$ 459.4	\$ 108.5	\$ 157.7	\$ 725.6

Analysis:

Bi-State Development has developed the FY 2019 – 2021 Operating and Capital Budgets, taking into account current economic conditions and conservatively estimating revenue, expense, and capital replacement and rehabilitation needs. The Bi-State Development Operating and Capital Budget, as presented, is supportive of the mission and vision statements.

Committee Action Requested:

Management recommends that the Audit, Finance & Administration Committee approve and refer to the Board of Commissioners for approval the Operating and Capital Budget FY 2019 – 2021.

Attachments:

1. Bi-State Development Operating and Capital Budget FY 2019 – 2021
2. Budget Presentation

Bi-State Development

Operating and Capital Budget

FY 2019 - 2021

and

Budget Presentation

See Separate Documents

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
March 27, 2018**

From: Charles A. Stewart, Jr., Vice President, Pension & Insurance
Subject: **Revisions to *Board Policy, Section 70.050, Employees' Pension and 401(k) Retirement Savings Plan***
Disposition: Approval
Presentation: Charles A. Stewart, Jr., Vice President, Pension & Insurance

Objective:

To present to the Audit, Finance & Administration Committee for approval and referral to the Board of Commissioners the amendments to revise the selection and terms of the trustees on each of the three defined pension plans, and to request that the Board of Commissioners reappoint Jenny Nixon as the Chairperson of the Salaried Administrative Pension Committee for a one year term.

It is also requested that the Committee recommend that the Chair of the Board of Commissioners designate that the proposed revisions to *Board Policy, Section 70.050, Employees' Pension and 401(k) Retirement Savings Plan*, not be tabled pursuant to *Article VI(D)* of the Board Policies, as it is in the best interest of the Agency that these revisions be approved at the Board meeting on April 27, 2018.

Board Policy:

Board Policy, Section 70.050, Employees' 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:
3. Oversee Trustee Administration

Funding Source:

No funding request is made for this matter.

Background:

The most recent amendment to this Section of the Board Policy was on 7/29/11, and several revisions are needed at this time in order to update and clarify the provisions as follows:

- There are now three defined benefit plans rather than four; the 788 Clerical Plan was merged with the 788 O&M Plan on April, 1 2015.
- The investment policies are approved by the Trustees, with review by the Audit, Finance and Administration Committee and then the Bi-State Development (**BSD**) Board of Directors.

- Because the Salaried Plan is closed to new hires, a change is being made to allow the non-standing trustee positions to include plan retirees.
- Management position titles have changed, committee term limits did not exist and are being added, and clarification on the committee appointments is needed.
- There is no longer a Board Pension Committee of the Board of Commissioners. A Board Audit, Finance and Administration Committee now exists.
- The Vice President of Pension and Insurance is to be the liaison between the three Administrative Pension Committees and the Board of Commissioners.
- In 2014 the pension plans administration was outsourced to a Third Party Administrator.

Analysis:

The revisions made are as follows:

- Part A. The number of defined benefits plans is revised to three and management titles have been updated. A6 is deleted.
- Part B1. Last sentence adds retirees as eligible non-standing members.
- Part B1, 2 and 3. Management titles have been updated.
- Part B1, 2 and 3. Management committee term limits are set at a maximum of two three-year consecutive terms; then one or more years must elapse before the person is again committee eligible. A transition schedule is established for each plan so there is continuity as the current non-standing Trustees leave the committee.
- Part B1, 2 and 3. The Vice President of Organizational Effectiveness, with the concurrence of the BSD President and CEO, appoints the non-standing Management Trustees.
- Part B2 and 3. The Vice President of Organizational Effectiveness and the Director of Labor Relations are revised to standing Management Trustees. The 788 Plan has one non-standing Management Trustee; an Alternate Trustee is added to the 788 Pension Plan, in keeping with the former 788 Clerical Trustee position now as an Alternate. The IBEW Plan has two non-standing Management Trustees.
- Part B1, 2 and 3. The revised plans review process is to have the Trustees for the three Administrative Pension Committees report their activities to the Board Audit, Finance and Administration Committee on a semi-annual basis. (Note: This will be facilitated through the Vice President, Pension & Insurance) The Board Committee then reports the financial condition of each Plan to the full Board at the next scheduled Board of Commissioners meeting.

- Part F7 is added to include Pension Plans Third Party Administrator.

Committee Action Requested:

Management recommends that the Audit, Finance & Administration Committee accept and forward to the Board of Commissioners for approval the amendments, as outlined in the attachments, to *Board Policy, Section 70.050, Employees' Pension and 401(k) Retirement Savings Plan*, and to request that the Board of Commissioners reappoint Jenny Nixon as the Chairperson of the Salaried Administrative Pension Committee for a one year term.

In addition, it is requested that the Committee recommend that the Chair of the Board of Commissioners designate that the proposed revisions to *Board Policy, Section 70.050, Employees' Pension and 401(k) Retirement Savings Plan*, not be tabled pursuant to *Article VI(D)* of the Board Policies, as it is in the best interest of the Agency that these revisions be approved at the Board meeting on April 27, 2018.

Attachments:

1. Board Policy, Section 70.050, Employees' Pension and 401(k) Retirement Savings Plan Amendment (Redline Copy)
2. Board Policy, Section 70.050, Employees' Pension and 401(k) Retirement Savings Plan Amendment (Clean Copy)

Section 70.050 Employee's Pension & 401(k) Retirement Savings Plans

A. General (revised 6/26/09, and 07/29/11, and 4/27/2018). The Bi-State Development Agency sponsors ~~four~~ three defined benefit pension plans and one 401(k) Retirement Savings Plan for employees of the Agency. It is the responsibility of the Board of Commissioners to:

1. Appoint the Chairperson of the Salaried Administrative Pension Committee and authorize the Vice President of ~~Human Resources~~ Organizational Effectiveness, with the concurrence of the President ~~and CEO~~, to appoint non-standing Trustees from the Agency's management employees and retirees ~~staff~~;
2. Oversee the funded status of the Plans;
3. Oversee Trustee ~~a~~ Administration of the Plans;
4. Approve Plan amendments, benefit formulas, and funding;
5. Review Plan investment policies, procedures and provisions;
6. ~~Approve investment policy for the Salaried Employees' Pension Plan.~~

B. Appointment of Trustees: (Revised 12/15/06, 6/26/09, and 01/29/10, and 07/29/11 and 4/27/2018.)

1. The Salaried Administrative Pension and 401(k) Plan Committee. The Salaried Administrative Pension and 401(k) Plan Committee shall consist of four (4) standing Trustees – the ~~Chief Operating Officer~~ Executive Director Metro Transit, the Vice President of ~~Human Resources~~ Organizational Effectiveness, the ~~Sr. Vice President~~ Chief Financial Officer, and the General Counsel; and up to five (5) non-standing Trustees with expiring terms. The Board of Commissioners authorizes the ~~Vice President of Organizational Effectiveness~~ Chairperson of that Committee, with the concurrence of the President and CEO, to appoint the ~~non-standing~~ Trustees from among the Agency's ~~Salaried Plan management employees and retirees~~ employees.

In order to provide continuity for expiring terms, initially one of the current non-standing Trustees shall be appointed for a term of one year, two shall be appointed for a term of two years, and two shall be appointed for a term of three years. Thereafter non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

The General Counsel shall serve as Secretary to the ~~Trustees for the Salaried Administrative Pension and 401(k) Plan~~ Committee. The ~~Director of Benefits~~ Vice President of Pension & Insurance shall serve as Assistant

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Secretary to the ~~Trustees for the Salaried Administrative Pension and 401(k) Plan~~ Committee, but shall not be a voting member of the Committee.

2. Amalgamated Transit Union (“ATU”) Employees’ Administrative Pension Plan Committee.

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The Agency Trustees for the ~~two~~ Amalgamated Transit Union (“ATU”) ~~Employees’~~ Administrative Pension Plan Committees shall consist of ~~two~~^{one} (2+) standing Trustees, the Vice President of ~~Human Resources~~ Organizational Effectiveness and ~~the Director of Labor Relations and~~ ~~and~~ ~~one~~ (1) ~~two~~ (2) non-standing Trustees with ~~an~~ expiring terms ~~and one~~ (1) Alternate Trustee with an expiring term.

The Board of Commissioners authorizes the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the non-standing Trustees ~~for the Committee~~ from among the Agency’s ~~Salaried Plan~~ management employees.

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In order to provide continuity for expiring terms, initially ~~one~~ of the current non-standing Trustees shall be appointed for a term of ~~one year, one shall be appointed for a term of two years, and two shall be appointed for a term of three years.~~ Thereafter the non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

3. The International Brotherhood of Electrical Workers (“IBEW”) Administrative Pension Plan Committee.

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Agency Trustees for the International Brotherhood of Electrical Workers (“IBEW”) Administrative Pension Plan Committee shall consist of ~~two~~^{one} (2+) standing Trustees; the Vice President of ~~Human Resources~~ Organizational Effectiveness and ~~the Director of Labor Relations;~~ ~~two~~^{three} (2) non-standing Trustees with expiring terms.

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The Board of Commissioners authorizes the Vice President of ~~Human Resources~~ Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the ~~two~~^{three} (2) non-standing Trustees from the Agency’s management ~~employees~~ staff.

Attachment 1 – Redlined Version

In order to provide continuity for expiring terms, initially one of the current non-standing Trustees shall be appointed for a term of one year and ~~one shall be appointed for a term of two years, and one shall be appointed for a term of three years.~~ Thereafter non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

In addition, the Chairman of the Board of Commissioners shall appoint a Board Pension Committee from the Board of Commissioners. The Vice President of Pension and Insurance shall be the liaison between the three Administrative Pension Committees and the Board of Commissioners.

The Board ~~Pension~~ Audit, Finance and Administration Committee shall receive ~~semi-annual~~ quarterly investment reports and ~~an annual briefing summary of the activities of the Administrative Pension Committees's activity~~ for all Plans.

The Trustees shall administer the ~~E~~mployees' ~~P~~pension & 401(k) Plans on the Board's behalf. ~~The Board Pension Committee shall meet on an as needed basis and shall annually receive a report on the financial condition of the Plans and any other issues it deems appropriate to the full Board. The annual m~~Meetings of the Board ~~Pension~~ Audit, Finance and Administration Committee shall be held ~~regularly during the fourth quarter of the calendar year,~~ and a report on the financial condition of each Plan shall be made to the full Board at the following regularly scheduled Board of Commissioners meeting.

C. Investment Objectives ~~(revised 4/27/2018).~~ ~~It is the policy of the Board of Commissioners to see that the sponsored pension plans are managed in a manner designed to fund each plan to the fullest extent feasible, consistent with the Board's other fiscal responsibilities. The Board adopts a goal to achieve and maintain a funded status at a minimum of 100% of each plan's Pension Benefit Obligation, through contributions and investments. Contributions to the plans will be based on the recommendation of the annual actuary as a result of the actuarial valuation conducted for each P~~plan.

This policy shall be carried out through investment policies, administered by all Plan Trustees consistent with Board Policy or the requirements of the applicable collective bargaining labor agreement.

D. Investment Return Objectives. The investment return objective for each ~~P~~plan's total portfolio should be a real (inflation adjusted) annual rate of return as measured over a planning horizon that will meet the ~~P~~plan actuarial assumption. The real rate of return may deviate from this expected level of return during any single measurement period.

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E. Monitoring and Control Procedures. The Administrative Pension Committee for each Pplan will meet at least once each quarter to receive reports on each Pplan's performance, including:

1. Quarterly changes in the equity portfolio (composite characteristics) of each equity manager relative to historic pattern, volatility and style.
2. The quarterly investment performance of each equity portfolio manager compared to the performance of a broad universe of equity managers as well as a group of other managers following the same investment style.
3. Evaluate and determine whether the managers continue to satisfy the evaluation criteria as outlined in the Plan's Investment Policy.

F. Duties of each Administrative Pension Committee Trustees *(revised 4/27/2018)*. The Administrative Pension Committee Trustees shall retain the services of an:

1. Actuarial Firm through a competitive bid or request for proposal process every ~~five years~~ three years. The actuaries retained shall be Members of the Academy of Actuaries (MAAA) enrolled as a Fellow in the Society of Actuaries, with a minimum five years consulting experience with Public Retirement Systems.
2. Auditing Firm to conduct an annual audit of the plan at the end of the plan year. The auditing firm shall be secured through a competitive bid process every ~~five~~ three years. The Auditing firm retained shall be a Certified Public Accountant and have a minimum of five years' experience in public accounting.
3. Investment Advisor to regularly review the performance of each Pplan's investment portfolio to:
 - a. Recommend an investment policy for each plan designed to freely fund the Pplan.
 - b. Establish an asset allocation to provide adequate returns at an acceptable level of volatility, and, meet the liquidity needs of the Pplan, i.e., expenses and retirement benefits payments.
 - c. Provide Trustees objective performance information on investment managers to enable Trustees to make informed decisions on the selection and retention of investment managers.

The Administrative Pension Trustees may from time to time change the investment objective of the plans based on the recommendation of the Investment Advisor.

Investment Advisor Selection Criteria shall be:

- a. a minimum of ten years of investment consulting experience,

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Attachment 1 – Redlined Version

- b. a \$10 billion client base;
 - c. no conflict of interest with brokerage firms or investment management products; and
 - d. a client base of public pension funds and, for the union plans, Taft-Hartley plan clients.
4. Attorney to provide legal advice to Administrative Pension Committee Trustees to ensure Pplan compliance with state and federal mandated laws and regulations. Due to the complexity of the tax laws applicable to pension plans and the rules relating to governmental plans, the attorney retained shall have a practice ~~limited to~~ including pension and employee benefit law and a minimum of ten years' experience in the specialty.
5. Custodian and Recordkeeper to maintain the assets of the Pplans.
6. Investment Managers The Administrative Pension ~~Committee~~Board will select Investment Managers based upon the following general selection criteria for prospective equity and fixed income managers.
- a. Audited or otherwise verifiable performance and portfolio data.
 - b. Performance records of a sufficient duration to include a variety of economic and market environments; this would generally require at least 5 years of verifiable performance data for each Investment Manager, specifically 5-8 years for equity and 3-5 years for fixed income managers.
 - c. Demonstration of a long-term record of performance superiority over other managers of the same style.

7. ~~Third Party Administrator (TPA) to administer the daily operations of the plans, including:~~

- ~~Quarterly Reporting~~
- ~~Communications to Participants and Committees~~
- ~~Pension Calculations and Review, based on detailed plan provision complexities~~
- ~~Pension Database Maintenance~~
- ~~Participant and Plan Sponsor Website~~

~~Due to the complexity of the BSD pension plans, the TPA must have extensive experience in pension plan administration, sophisticated administration software and an emphasis on internal and external client communications.~~

The Administrative Pension Committees shall approve all disbursements from Pplan funds, and oversee all administrative actions in accordance with the Pplan document and

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applicable law and regulations (including, but not limited to, the provisions of the United States Internal Revenue Code applicable to qualified retirement plans).

G. Plan Structure (*revised 6/26/09, ~~and 01/29/10 and 4/27/2018~~*):

1. The ~~Two~~^{Three} Pension Plans for Hourly Employees² cover full-time employees of Division 788, the Amalgamated Transit Union, Operations, ~~and~~ [&] Maintenance Unit ~~and~~ [;] ~~Division 788, the Amalgamated Transit Union,~~ Clerical Unit; and the International Brotherhood of Electrical Workers, Local 2 and Local 309.

The Hourly Employees' Pension Plans are collectively bargained and jointly trusted by an equal number of union and management representatives. The collective bargaining agreements govern the benefit formulas, plan amendments and Agency/employee funding levels. The Hourly Employees' Pension Plans require mandatory participation for eligible employees. Employees contribute a contractually negotiated portion of the actuarially recommended funding. All amendments to the Hourly Employees' Pension Plans are submitted to the Board of Commissioners and approval is granted through the ratification of the collective bargaining agreements.

2. The Pension Plan for Salaried Employees is a defined benefit plan covering all eligible full-time salaried employees.

The 401(k) Retirement Savings Plan provides for is a voluntary defined contribution plan for full-time salaried employees, ~~and~~ full-time Paratransit Van Operators in the Division 788, Amalgamated Transit Union, Call-A-Ride Unit and all full-time IBEW employees; and an Agency funded defined contribution plan for full-time eligible salaried employees.

The Board of Commissioners shall approve Plan amendments, which change Agency contributions to individual employee accounts.

- H. Review and Revision of this Statement of Policy (*revised 4/27/2018*). The Board Pension Audit, Finance and Administration Committee will periodically review these policies to ensure that they are still reflective of the Agency's pension retirement Pplans.

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Section 70.050 Employees' Pension & 401(k) Retirement Savings Plans

A. General (revised 6/26/09, 07/29/11, and 4/27/2018). The Bi-State Development Agency sponsors three defined benefit pension plans and one 401(k) Retirement Savings Plan for employees of the Agency. It is the responsibility of the Board of Commissioners to:

1. Appoint the Chairperson of the Salaried Administrative Pension Committee and authorize the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint non-standing Trustees from the Agency's management employees and retirees;
2. Oversee the funded status of the Plans;
3. Oversee Trustee administration of the Plans;
4. Approve Plan amendments, benefit formulas, and funding;
5. Review Plan investment policies, procedures and provisions.

B. Appointment of Trustees (Revised 12/15/06, 6/26/09, 01/29/10, 07/29/11 and 4/27/2018).

1. The Salaried Administrative Pension and 401(k) Plan Committee.
The Salaried Administrative Pension and 401(k) Plan Committee shall consist of four (4) standing Trustees – the Executive Director Metro Transit, the Vice President of Organizational Effectiveness, the Sr. Vice President Chief Financial Officer, and the General Counsel; and up to five (5) non-standing Trustees with expiring terms. The Board of Commissioners authorizes the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the non-standing Trustees from among the Agency's Salaried Plan management employees and retirees.

In order to provide continuity for expiring terms, initially one of the current non-standing Trustees shall be appointed for a term of one year, two shall be appointed for a term of two years, and two shall be appointed for a term of three years. Thereafter non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

The General Counsel shall serve as Secretary to the Committee. The Vice President of Pension & Insurance shall serve as Assistant Secretary to the Committee, but shall not be a voting member of the Committee.

2. Amalgamated Transit Union (“ATU”) Employees’ Administrative Pension Plan Committee.

The Agency Trustees for the Amalgamated Transit Union (“ATU”) Administrative Pension Plan Committee shall consist of two (2) standing Trustees, the Vice President of Organizational Effectiveness and the Director of Labor Relations and one (1) non-standing Trustee with an expiring term and one (1) Alternate Trustee with an expiring term.

The Board of Commissioners authorizes the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the non-standing Trustees for the Committee from among the Agency’s management employees.

In order to provide continuity for expiring terms, initially the current non-standing Trustee shall be appointed for a term of two years. Thereafter the non-standing Trustee shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

3. The International Brotherhood of Electrical Workers (“IBEW”) Administrative Pension Plan Committee.

Agency Trustees for the International Brotherhood of Electrical Workers (“IBEW”) Administrative Pension Plan Committee shall consist of two (2) standing Trustees; the Vice President of Organizational Effectiveness and the Director of Labor Relations; two (2) non-standing Trustees with expiring terms.

The Board of Commissioners authorizes the Vice President of Organizational Effectiveness, with the concurrence of the President and CEO, to appoint the two (2) non-standing Trustees from the Agency’s management employees.

In order to provide continuity for expiring terms, initially one of the current non-standing Trustees shall be appointed for a term of one year, and one shall be appointed for a term of two years. Thereafter non-standing Trustees shall be appointed for a term of three (3) years and shall be eligible for re-appointment. However, members shall not be eligible for re-appointment after serving two consecutive three (3) year terms. Then, if a period of one year has elapsed after the end of the second three (3) year term, an individual

is again eligible for appointment as a non-standing Trustee. One half (1/2) or more of one term constitutes a full term for the purposes of this section.

The Vice President of Pension and Insurance shall be the liaison between the three Administrative Pension Committees and the Board of Commissioners.

The Board Audit, Finance and Administration Committee shall receive semi-annual investment reports and an annual briefing summary of the activities of the Administrative Pension Committees for all Plans.

The Trustees shall administer the Employees' Pension & 401(k) Plans on the Board's behalf. Meetings of the Board Audit, Finance and Administration Committee shall be held regularly, and a report on the financial condition of each Plan shall be made to the full Board at the following regularly scheduled Board of Commissioners meeting.

C. Investment Objectives (*revised 4/27/2018*). It is the policy of the Board of Commissioners to see that the sponsored pension plans are managed in a manner designed to fund each plan to the fullest extent feasible, consistent with the Board's other fiscal responsibilities. The Board adopts a goal to achieve and maintain a funded status at a minimum of 100% of each plan's Pension Benefit Obligation, through contributions and investments. Contributions to the plans will be based on the recommendation of the annual actuary as a result of the actuarial valuation conducted for each Plan.

This policy shall be carried out through investment policies, administered by all Plan Trustees consistent with Board Policy or the requirements of the applicable collective bargaining agreement.

D. Investment Return Objectives. The investment return objective for each Plan's total portfolio should be a real (inflation adjusted) annual rate of return as measured over a planning horizon that will meet the Plan actuarial assumption. The real rate of return may deviate from this expected level of return during any single measurement period.

E. Monitoring and Control Procedures. The Administrative Pension Committee for each Plan will meet at least once each quarter to receive reports on each Plan's performance, including:

1. Quarterly changes in the equity portfolio (composite characteristics) of each equity manager relative to historic pattern, volatility and style.
2. The quarterly investment performance of each equity portfolio manager compared to the performance of a broad universe of equity managers as well as a group of other managers following the same investment style.
3. Evaluate and determine whether the managers continue to satisfy the evaluation criteria as outlined in the Plan's Investment Policy.

F. Duties of each Administrative Pension Committee Trustees (revised 4/27/2018). The Administrative Pension Committee Trustees shall retain the services of an:

1. Actuarial Firm through a competitive bid or request for proposal process every five years. . The actuaries retained shall be Members of the Academy of Actuaries (MAAA) , with a minimum five years consulting experience with Public Retirement Systems.
2. Auditing Firm to conduct an annual audit of the plan at the end of the plan year. The auditing firm shall be secured through a competitive bid process every five years. The Auditing firm retained shall be a Certified Public Accountant and have a minimum of five years' experience in public accounting.
3. Investment Advisor to regularly review the performance of each Plan's investment portfolio to:
 - a. Recommend an investment policy for each plan designed to freely fund the Plan.
 - b. Establish an asset allocation to provide adequate returns at an acceptable level of volatility, and, meet the liquidity needs of the Plan, i.e., expenses and retirement benefits payments.
 - c. Provide Trustees objective performance information on investment managers to enable Trustees to make informed decisions on the selection and retention of investment managers.

The Administrative Pension Trustees may from time to time change the investment objective of the plans based on the recommendation of the Investment Advisor.

Investment Advisor Selection Criteria shall be:

- a. a minimum of ten years of investment consulting experience,
 - b. a \$10 billion client base;
 - c. no conflict of interest with brokerage firms or investment management products; and
 - d. a client base of public pension funds and, for the union plans, Taft-Hartley plan clients.
4. Attorney to provide legal advice to Administrative Pension Committee Trustees to ensure Plan compliance with state and federal mandated laws and regulations. Due to the complexity of the tax laws applicable to pension plans and the rules relating to governmental plans, the attorney retained shall have a practice including pension and employee benefit law and a minimum of ten years' experience in the specialty.

5. Custodian and Recordkeeper to maintain the assets of the Plans.
6. Investment Managers The Administrative Pension Committee will select Investment Managers based upon the following general selection criteria for prospective equity and fixed income managers.
 - a. Audited or otherwise verifiable performance and portfolio data.
 - b. Performance records of a sufficient duration to include a variety of economic and market environments; this would generally require at least 5 years of verifiable performance data for each Investment Manager.
 - c. Demonstration of a long-term record of performance superiority over other managers of the same style.
7. Third Party Administrator (TPA) to administer the daily operations of the plans, including:
 - a. Quarterly Reporting
 - b. Communications to Participants and Committees
 - c. Pension Calculations and Review, based on detailed plan provision complexities
 - d. Pension Database Maintenance
 - e. Participant and Plan Sponsor Website

Due to the complexity of the BSD pension plans, the TPA must have extensive experience in pension plan administration, sophisticated administration software and an emphasis on internal and external client communications.

The Administrative Pension Committees shall approve all disbursements from Plan funds, and oversee all administrative actions in accordance with the Plan document and applicable law and regulations (including, but not limited to, the provisions of the United States Internal Revenue Code applicable to qualified retirement plans).

G. Plan Structure (revised 6/26/09, 01/29/10 and 4/27/2018):

1. The Two Pension Plans for Hourly Employees cover full-time employees of Division 788, the Amalgamated Transit Union, Operations, & Maintenance Unit and Clerical Unit; and the International Brotherhood of Electrical Workers, Local 2 and Local 309.

The Hourly Employees' Pension Plans are collectively bargained and jointly trusted by an equal number of union and management representatives. The collective bargaining agreements govern the benefit formulas, plan amendments and Agency/employee funding levels. The Hourly Employees' Pension Plans require mandatory participation for eligible employees. Employees contribute a contractually negotiated

portion of the actuarially recommended funding. All amendments to the Hourly Employees' Pension Plans are submitted to the Board of Commissioners and approval is granted through the ratification of the collective bargaining agreements.

2. The Pension Plan for Salaried Employees is a defined benefit plan covering all eligible full-time salaried employees.

The 401(k) Retirement Savings Plan provides a voluntary defined contribution plan for full-time salaried employees, full-time Paratransit Van Operators in the Division 788, Amalgamated Transit Union, Call-A-Ride Unit and all full-time IBEW employees; and an Agency funded defined contribution plan for full-time eligible salaried employees.

The Board of Commissioners shall approve Plan amendments.

H. Review and Revision of this Statement of Policy (revised 4/27/2018). The Board Audit, Finance and Administration Committee will periodically review these policies to ensure that they are still reflective of the Agency's pension Plans.

2018 QUARTERLY FINANCIAL STATEMENTS

Second Quarter

Ending December 31, 2017



**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: February 1, 2018

Subject: Bi-State Development Financial Statements – December 2017

Enclosed is the financial statement package for December 31, 2017. 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) business divisions and the self-insurance divisions indicate that the combined entity has assets of \$1.43 billion and a net loss before depreciation of \$1.2 million for the six months ending December 31, 2017. 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 \$39.7 million. The BSD combined financials are reflected on pages 3-5.

A combining schedule of all business divisions 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 Financial Position, Statement of Activities, 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 BSD Combined Income (Loss) before Depreciation by entity. For the six months ended December 31, 2017, BSD has a net loss before depreciation of \$1.2 million compared to a budgeted income of \$1.3 million for a negative variance of \$2.5 million. Metro and the Gateway Arch Tram represent most of BSD's income before depreciation.

Table 1
BSD Combined Net Income (Loss) before Depreciation

	Year-to-Date				
	Actual	Budget	Prior Year	\$ Var Bgt	\$ Var Prior Yr
Enterprise Funds					
Executive Services	\$ 153,057	\$ 206,055	\$ 375,463	\$ (52,998)	\$ (222,406)
Gateway Arch Tram	398,392	887,422	531,913	(489,030)	(133,521)
Metro	789,224	1,127,863	9,130,815	(338,639)	(8,341,591)
St. Louis Downtown Airport	37,617	21,123	(41,634)	16,494	79,251
Riverfront Attractions	494,735	379,252	342,888	115,483	151,847
St. Louis Regional Freightway	(257,871)	(358,192)	(177,325)	100,321	(80,546)
BSD Research Institute	18,773	(25,741)	46,744	44,514	(27,971)
Arts In Transit, Inc.	15,212	(25,400)	15,630	40,612	(418)
Total Enterprise Funds	\$ 1,649,139	\$ 2,212,382	\$ 10,224,494	\$ (563,243)	\$ (8,575,355)
Self-Insurance Funds					
Health	(4,864,041)	(14,376)	(303,737)	(4,849,665)	(4,560,304)
Casualty	824,352	(293,839)	(136,847)	1,118,191	961,199
Workers' Compensation	1,165,809	(588,423)	(180,113)	1,754,232	1,345,922
Total Self-Insurance Funds	\$ (2,873,880)	\$ (896,638)	\$ (620,697)	\$ (1,977,242)	\$ (2,253,183)
Total Government Wide	\$ (1,224,741)	\$ 1,315,744	\$ 9,603,797	\$ (2,540,485)	\$ (10,828,538)

Table 2 takes into account the impact of depreciation on the financial position of all enterprises resulting in a cumulative \$39.7 million loss.

Table 2
BSD Combined Net Income (Loss)

	Year-to-Date				
	Actual	Budget	Prior Year	\$ Var Bgt	\$ Var Prior Yr
Enterprise Funds					
Executive Services	\$ 153,057	\$ 204,836	\$ 375,008	\$ (51,779)	\$ (221,951)
Gateway Arch Tram	177,114	797,969	524,219	(620,855)	(347,105)
Metro	(37,221,988)	(35,424,672)	(28,062,469)	(1,797,316)	(9,159,519)
St. Louis Downtown Airport	(668,504)	(764,128)	(783,857)	95,624	115,353
Riverfront Attractions	365,622	221,545	213,188	144,077	152,434
St. Louis Regional Freightway	(257,871)	(358,192)	(177,325)	100,321	(80,546)
BSD Research Institute	18,773	(25,741)	(46,315)	44,514	65,088
Arts In Transit, Inc.	15,212	(25,400)	(15,630)	40,612	30,842
Total Enterprise Funds	\$ (37,418,585)	\$ (35,373,783)	\$ (27,973,181)	\$ (2,044,802)	\$ (9,445,404)
Self-Insurance Funds					
Health	(4,864,041)	(14,376)	(303,737)	(4,849,665)	(4,560,304)
Casualty	1,114,745	1,230	118,052	1,113,515	996,693
Workers' Compensation	1,461,264	590	(18,361)	1,460,674	1,479,625
Total Self-Insurance Funds	\$ (2,288,032)	\$ (12,556)	\$ (204,046)	\$ (2,275,476)	\$ (2,083,986)
Total Government Wide	\$ (39,706,617)	\$ (35,386,339)	\$ (28,177,227)	\$ (4,320,278)	\$ (11,529,390)

The Finance Division is available for any questions concerning the December 31, 2017 financial report.

Thank you.



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BI-STATE
DEVELOPMENT

Combined Financials

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Bi-State Development Combined
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)**

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Assets					
Current assets					
Cash	\$ 126,197,501	\$ 12,788,246	\$ 138,985,747	\$ -	\$ 138,985,747
Investments	119,673,088	-	119,673,088	-	119,673,088
Accounts and notes receivable	3,428,316	36,207	3,464,523	-	3,464,523
Interfund accounts receivable	-	10,033,529	10,033,529	(10,033,529)	-
Restricted accounts receivable Federal, state and local assistance receivable	410,730 30,352,965	- -	410,730 30,352,965	- -	410,730 30,352,965
Materials and supplies inventory	10,186,138	-	10,186,138	-	10,186,138
Other current assets	4,959,006	513,956	5,472,962	-	5,472,962
Total current assets	<u>295,207,744</u>	<u>23,371,938</u>	<u>318,579,682</u>	<u>(10,033,529)</u>	<u>308,546,153</u>
Capital assets					
Capital assets - motorbus	386,820,383	-	386,820,383	-	386,820,383
Capital assets - paratransit	19,858,405	-	19,858,405	-	19,858,405
Capital assets - lightrail	1,609,626,589	-	1,609,626,589	-	1,609,626,589
Capital assets	<u>71,992,833</u>	<u>-</u>	<u>71,992,833</u>	<u>-</u>	<u>71,992,833</u>
Total capital assets	2,088,298,210	-	2,088,298,210	-	2,088,298,210
Accumulated depreciation	<u>(1,256,585,980)</u>	<u>-</u>	<u>(1,256,585,980)</u>	<u>-</u>	<u>(1,256,585,980)</u>
Total capital assets, net	831,712,230	-	831,712,230	-	831,712,230
Land	101,741,850	-	101,741,850	-	101,741,850
Construction-in-process	46,566,751	-	46,566,751	-	46,566,751
Total capital assets	<u>980,020,831</u>	<u>-</u>	<u>980,020,831</u>	<u>-</u>	<u>980,020,831</u>
Non-current assets					
Restricted investments	107,327,762	-	107,327,762	-	107,327,762
Deferred charges	13,531	-	13,531	-	13,531
Other non-current assets, net amort	118,058	-	118,058	-	118,058
Total non-current assets	<u>107,459,351</u>	<u>-</u>	<u>107,459,351</u>	<u>-</u>	<u>107,459,351</u>
Total assets	<u>1,382,687,926</u>	<u>23,371,938</u>	<u>1,406,059,864</u>	<u>(10,033,529)</u>	<u>1,396,026,335</u>
Deferred outflow of resources					
Deferred pension loss	17,063,208	-	17,063,208	-	17,063,208
Deferred pension expense	2,279,298	-	2,279,298	-	2,279,298
Deferred unfunded OPEB loss	9,325,404	-	9,325,404	-	9,325,404
Deferred loss on debt refunding	2,586,256	-	2,586,256	-	2,586,256
Total deferred outflow of resources	<u>31,254,166</u>	<u>-</u>	<u>31,254,166</u>	<u>-</u>	<u>31,254,166</u>
Total	<u>\$ 1,413,942,092</u>	<u>\$ 23,371,938</u>	<u>\$ 1,437,314,030</u>	<u>\$ (10,033,529)</u>	<u>\$ 1,427,280,501</u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Bi-State Development Combined
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)**

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Liabilities					
Current liabilities					
Accounts payable	\$ 6,979,619	\$ -	\$ 6,979,619	\$ -	\$ 6,979,619
Interfund accounts payable	2,849,301	7,184,228	10,033,529	(10,033,529)	-
Accrued expenses	20,099,530	110,200	20,209,730	-	20,209,730
Other current liabilities	38,206,012	-	38,206,012	-	38,206,012
Total current liabilities	<u>68,134,462</u>	<u>7,294,428</u>	<u>75,428,890</u>	<u>(10,033,529)</u>	<u>65,395,361</u>
Current liab payable from restricted assets					
Accounts payable and retention	264,877	-	264,877	-	264,877
Accrued interest payable	5,161,758	-	5,161,758	-	5,161,758
Short-term self-insurance	140,487	7,296,054	7,436,541	-	7,436,541
Medical self-insurance liability	-	2,428,000	2,428,000	-	2,428,000
Current portion of long-term debt	9,186,550	-	9,186,550	-	9,186,550
Total current liabilities payable from restricted assets	<u>14,753,672</u>	<u>9,724,054</u>	<u>24,477,726</u>	<u>-</u>	<u>24,477,726</u>
Total current liabilities	<u>82,888,134</u>	<u>17,018,482</u>	<u>99,906,616</u>	<u>(10,033,529)</u>	<u>89,873,087</u>
Non-current liabilities					
Other post-employment benefits	68,824,426	385,898	69,210,324	-	69,210,324
Long-term self-insurance	288,000	8,286,700	8,574,700	-	8,574,700
Long-term debt	532,162,682	-	532,162,682	-	532,162,682
Capital lease obligations	107,327,764	-	107,327,764	-	107,327,764
Unfunded pension liabilities	98,831,533	261,867	99,093,400	-	99,093,400
Other non-current liabilities	6,264,603	-	6,264,603	-	6,264,603
Total non-current liabilities	<u>813,699,008</u>	<u>8,934,465</u>	<u>822,633,473</u>	<u>-</u>	<u>822,633,473</u>
Total liabilities	<u>896,587,142</u>	<u>25,952,947</u>	<u>922,540,089</u>	<u>(10,033,529)</u>	<u>912,506,560</u>
Deferred Inflow of Resources					
Deferred gain on hedging instruments	2,645,748	-	2,645,748	-	2,645,748
Deferred pension gain 788 ATU and cl	4,828,908	-	4,828,908	-	4,828,908
Deferred pension gain IBEW	113,610	-	113,610	-	113,610
Deferred pension gain salaried	1,311,783	-	1,311,783	-	1,311,783
Total deferred inflow of resources	<u>8,900,049</u>	<u>-</u>	<u>8,900,049</u>	<u>-</u>	<u>8,900,049</u>
Net Position					
Net position - capital investments	498,978,974	-	498,978,974	-	498,978,974
Net position	46,894,512	(292,977)	46,601,535	-	46,601,535
Net income (loss)	(37,418,585)	(2,288,032)	(39,706,617)	-	(39,706,617)
Total net position	<u>508,454,901</u>	<u>(2,581,009)</u>	<u>505,873,892</u>	<u>-</u>	<u>505,873,892</u>
Total	<u>\$ 1,413,942,092</u>	<u>\$ 23,371,938</u>	<u>\$ 1,437,314,030</u>	<u>\$ (10,033,529)</u>	<u>\$ 1,427,280,501</u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Bi-State Development Combined
Statement of Activities
For the Six Months Ended December 31, 2017
(unaudited)**

	Business Divisions Total	Self-Insurance Divisions Total	Total	Eliminations	Bi-State Development Combined Total
Revenue					
Passenger and service revenues	\$ 28,291,886	\$ -	\$ 28,291,886	\$ -	\$ 28,291,886
Partnership fees	100,000	-	100,000	-	100,000
City of St. Louis	17,344,847	-	17,344,847	-	17,344,847
St. Louis County	68,174,751	-	68,174,751	-	68,174,751
St. Clair County Transit District	26,682,248	-	26,682,248	-	26,682,248
State of Missouri and Illinois	366,925	-	366,925	-	366,925
Federal funding	8,597,156	-	8,597,156	-	8,597,156
Other local/regional funding	361,922	-	361,922	-	361,922
Not-for-profit	248,100	-	248,100	-	248,100
Advertising, maint services, rental income	4,433,428	-	4,433,428	-	4,433,428
Interest income	1,290,438	53,559	1,343,997	-	1,343,997
Other operating revenue	212,333	-	212,333	-	212,333
Charges for services	-	23,241,304	23,241,304	(19,897,929)	3,343,376
Total revenue	156,104,034	23,294,863	179,398,897	(19,897,929)	159,500,969
Expense					
Wages and benefits	100,060,378	982,841	101,043,219	-	101,043,219
Services	15,483,065	114,960	15,598,025	-	15,598,025
Fuel and lube consumed	5,018,079	-	5,018,079	-	5,018,079
Materials and supplies	12,429,788	3,985	12,433,773	-	12,433,773
Utilities	3,676,422	2,703	3,679,125	-	3,679,125
Casualty and liability costs	5,033,889	584,689	5,618,578	-	5,618,578
Other expenses	2,256,238	(44,260)	2,211,978	-	2,211,978
Interest expense	9,470,721	-	9,470,721	-	9,470,721
Unrealized gain (loss) on investments	(464,701)	-	(464,701)	-	(464,701)
Contribution to outside entities	1,487,343	-	1,487,343	-	1,487,343
Other non-operating expense	3,673	-	3,673	-	3,673
Claims paid and insurance administrative costs	-	24,523,825	24,523,825	(19,897,929)	4,625,897
Total expense	154,454,895	26,168,743	180,623,638	(19,897,929)	160,725,710
Income (loss) before depreciation	1,649,139	(2,873,880)	(1,224,741)	-	(1,224,741)
Depreciation and amortization expense	38,481,876	-	38,481,876	-	38,481,876
Net income (loss) before transfers	(36,832,737)	(2,873,880)	(39,706,617)	-	(39,706,617)
Net transfers in (out)	(585,848)	585,848	-	-	-
Net income (loss)	\$ (37,418,585)	\$ (2,288,032)	\$ (39,706,617)	\$ -	\$ (39,706,617)



Business Divisions Statement of Financial Position 6

Business Divisions Statement of Activities 8

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Business Divisions
Quarterly Statement of Financial Position
December 31, 2017
(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	\$ 4,012,059	\$ 13,982,926	\$ 171,169	\$ 638,208	\$ 107,260,619	\$ 44,500	\$ 11,113	\$ 76,907	\$ 126,197,501	\$ -	\$ 126,197,501
Investments	-	-	-	-	119,673,088	-	-	-	119,673,088	-	119,673,088
Accounts and notes receivable	21,831	105,528	13,939	156,139	3,078,324	52,126	429	-	3,428,316	-	3,428,316
Interfund accounts receivable	2,854,278	-	169,770	-	7,583,618	-	-	-	10,607,666	(10,607,666)	-
Restricted accounts receivable	-	-	-	-	410,730	-	-	-	410,730	-	410,730
Federal, state and local assistance receivable	-	(204,383)	-	-	30,557,348	-	-	-	30,352,965	-	30,352,965
Materials and supplies inventory	-	-	44,942	61,074	10,080,122	-	-	-	10,186,138	-	10,186,138
Other current assets	40,578	39,300	70,057	48,705	4,700,366	-	60,000	-	4,959,006	-	4,959,006
Total current assets	6,928,746	13,923,371	469,877	904,126	283,344,215	96,626	71,542	76,907	305,815,410	(10,607,666)	295,207,744
Capital assets											
Capital assets - motorbus	-	-	-	-	386,820,383	-	-	-	386,820,383	-	386,820,383
Capital assets - paratransit	-	-	-	-	19,858,405	-	-	-	19,858,405	-	19,858,405
Capital assets - lightrail	-	-	-	-	1,609,626,589	-	-	-	1,609,626,589	-	1,609,626,589
Capital assets	23,883	13,957,364	5,109,041	52,767,545	-	-	135,000	-	71,992,833	-	71,992,833
Total capital assets	23,883	13,957,364	5,109,041	52,767,545	2,016,305,377	-	135,000	-	2,088,298,210	-	2,088,298,210
Accumulated depreciation	(23,883)	(7,079,442)	(3,875,521)	(36,569,170)	(1,209,037,964)	-	-	-	(1,256,585,980)	-	(1,256,585,980)
Total capital assets, net	-	6,877,922	1,233,520	16,198,375	807,267,413	-	135,000	-	831,712,230	-	831,712,230
Land	-	-	-	4,542,564	97,199,286	-	-	-	101,741,850	-	101,741,850
Construction-in-process	-	3,136,062	-	124,213	43,306,476	-	-	-	46,566,751	-	46,566,751
Total capital assets	-	10,013,984	1,233,520	20,865,152	947,773,175	-	135,000	-	980,020,831	-	980,020,831
Non-current assets											
Restricted investments	-	-	-	-	107,327,762	-	-	-	107,327,762	-	107,327,762
Deferred charges	-	-	-	13,531	-	-	-	-	13,531	-	13,531
Other non-current assets, net amort	-	-	-	-	118,058	-	-	-	118,058	-	118,058
Total non-current assets	-	-	-	13,531	107,445,820	-	-	-	107,459,351	-	107,459,351
Total assets	6,928,746	23,937,355	1,703,397	21,782,809	1,338,563,210	96,626	206,542	76,907	1,393,295,592	(10,607,666)	1,382,687,926
Deferred outflow of resources											
Deferred pension loss	-	-	-	-	17,063,208	-	-	-	17,063,208	-	17,063,208
Deferred pension expense	-	-	-	-	2,279,298	-	-	-	2,279,298	-	2,279,298
Deferred unfunded OPEB loss	-	-	-	-	9,325,404	-	-	-	9,325,404	-	9,325,404
Deferred loss on debt refunding	-	-	-	-	2,586,256	-	-	-	2,586,256	-	2,586,256
Total deferred outflow of resources	-	-	-	-	31,254,166	-	-	-	31,254,166	-	31,254,166
Total	\$ 6,928,746	\$ 23,937,355	\$ 1,703,397	\$ 21,782,809	\$ 1,369,817,376	\$ 96,626	\$ 206,542	\$ 76,907	\$ 1,424,549,758	\$ (10,607,666)	\$ 1,413,942,092

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Business Divisions
Quarterly Statement of Financial Position
December 31, 2017
(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	\$ 111,367	\$ 441,821	\$ 10,063	\$ 1,000	\$ 6,412,368	\$ -	\$ 3,000	\$ -	\$ 6,979,619	\$ -	\$ 6,979,619
Interfund accounts payable	1,017,919	2,470,584	1,089,809	563,862	7,322,195	972,030	20,568	-	13,456,967	(10,607,666)	2,849,301
Accrued expenses	267,866	74,539	109,000	72,700	19,560,525	14,900	-	-	20,099,530	-	20,099,530
Other current liabilities	-	29,817	12,688	4,204	38,135,652	15,000	8,651	-	38,206,012	-	38,206,012
Total current liabilities	1,397,152	3,016,761	1,221,560	641,766	71,430,740	1,001,930	32,219	-	78,742,128	(10,607,666)	68,134,462
Current liab payable from restricted assets											
Accounts payable and retention	-	264,877	-	-	-	-	-	-	264,877	-	264,877
Accrued interest payable	-	24,874	-	-	5,136,884	-	-	-	5,161,758	-	5,161,758
Short-term insurance	-	-	-	-	140,487	-	-	-	140,487	-	140,487
Current portion of long-term debt	-	156,550	-	-	9,030,000	-	-	-	9,186,550	-	9,186,550
Total current liabilities payable from restricted assets	-	446,301	-	-	14,307,371	-	-	-	14,753,672	-	14,753,672
Total current liabilities	1,397,152	3,463,062	1,221,560	641,766	85,738,111	1,001,930	32,219	-	93,495,800	(10,607,666)	82,888,134
Non-current liabilities											
Other post-employment benefits	922,573	5,411	324,850	364,531	67,068,774	138,287	-	-	68,824,426	-	68,824,426
Long-term insurance	-	-	-	-	288,000	-	-	-	288,000	-	288,000
Long-term debt	-	7,275,991	-	-	524,886,691	-	-	-	532,162,682	-	532,162,682
Capital lease obligations	-	-	-	-	107,327,764	-	-	-	107,327,764	-	107,327,764
Unfunded pension liabilities	191,121	56,889	281,766	57,516	98,239,149	5,092	-	-	98,831,533	-	98,831,533
Other non-current liabilities	-	-	-	-	6,264,603	-	-	-	6,264,603	-	6,264,603
Total non-current liabilities	1,113,694	7,338,291	606,616	422,047	804,074,981	143,379	-	-	813,699,008	-	813,699,008
Total liabilities	2,510,846	10,801,353	1,828,176	1,063,813	889,813,092	1,145,309	32,219	-	907,194,808	(10,607,666)	896,587,142
Deferred Inflow of Resources											
Deferred gain on hedging instruments	-	-	-	-	2,645,748	-	-	-	2,645,748	-	2,645,748
Deferred pension gain 788 ATU and cleric:	-	-	-	-	4,828,908	-	-	-	4,828,908	-	4,828,908
Deferred pension gain IBEW	-	-	-	-	113,610	-	-	-	113,610	-	113,610
Deferred pension gain salaried	-	-	-	-	1,311,783	-	-	-	1,311,783	-	1,311,783
Total deferred inflow of resources	-	-	-	-	8,900,049	-	-	-	8,900,049	-	8,900,049
Net Position											
Net position - capital investments	-	16,564,117	1,233,520	20,865,152	460,316,185	-	-	-	498,978,974	-	498,978,974
Net position - unrestricted	4,264,843	(3,605,229)	(1,723,921)	522,348	48,010,038	(790,812)	155,550	61,695	46,894,512	-	46,894,512
Net income (loss)	153,057	177,114	365,622	(668,504)	(37,221,988)	(257,871)	18,773	15,212	(37,418,585)	-	(37,418,585)
Total net position	4,417,900	13,136,002	(124,779)	20,718,996	471,104,235	(1,048,683)	174,323	76,907	508,454,901	-	508,454,901
Total	\$ 6,928,746	\$ 23,937,355	\$ 1,703,397	\$ 21,782,809	\$ 1,369,817,376	\$ 96,626	\$ 206,542	\$ 76,907	\$ 1,424,549,758	\$ (10,607,666)	\$ 1,413,942,092

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Business Divisions
Combining Statement of Activities by Business Division
For the Six Months Ended December 31, 2017
(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	\$ -	\$ 4,097,120	\$ 1,771,481	\$ 684,370	\$ 21,810,312	\$ -	\$ -	\$ -	\$ 28,363,283	\$ (71,397)	\$ 28,291,886
Interfund administrative fees	1,886,255	-	-	-	-	-	-	-	1,886,255	(1,886,255)	-
Partnership fees	-	-	-	-	-	100,000	-	-	100,000	-	100,000
City of St. Louis	-	-	-	-	17,344,847	-	-	-	17,344,847	-	17,344,847
St. Louis County	-	-	-	-	68,174,751	-	-	-	68,174,751	-	68,174,751
St. Clair County Transit District	-	-	-	-	26,682,248	-	-	-	26,682,248	-	26,682,248
State of Missouri and Illinois	-	-	-	-	366,925	-	-	-	366,925	-	366,925
Federal funding	-	-	-	-	8,597,156	-	-	-	8,597,156	-	8,597,156
Other local/regional funding	-	-	-	-	361,922	-	-	-	361,922	-	361,922
Not-for-profit	-	-	-	-	-	-	215,000	33,100	248,100	-	248,100
Contributions	-	-	-	-	-	-	98,564	98,170	196,734	(196,734)	-
Advertising, maint services, rental income	148,681	3,989	74,688	63,456	4,137,029	5,585	-	-	4,433,428	-	4,433,428
Interest income	20,274	45,774	-	1,648	1,222,742	-	-	-	1,290,438	-	1,290,438
Other operating revenue	175,436	(77,059)	947	57,730	55,279	-	-	-	212,333	-	212,333
Total revenue	2,230,646	4,069,824	1,847,116	807,204	148,753,211	105,585	313,564	131,270	158,258,420	(2,154,386)	156,104,034
Expense											
Wages and benefits	1,362,890	973,445	716,732	490,107	96,330,803	186,401	-	-	100,060,378	-	100,060,378
Services	536,320	531,733	171,937	70,289	13,808,833	150,987	269,249	91,902	15,631,250	(148,185)	15,483,065
Fuel and lube consumed	-	-	24,621	7,027	4,986,431	-	-	-	5,018,079	-	5,018,079
Materials and supplies	6,652	131,774	254,733	45,763	11,989,414	440	1,012	1,119	12,430,907	(1,119)	12,429,788
Utilities	1,588	24,508	45,129	87,580	3,517,494	-	440	282	3,677,021	(599)	3,676,422
Casualty and liability costs	-	27,737	71,136	26,686	4,908,330	-	-	-	5,033,889	-	5,033,889
Other expenses	170,139	963,899	68,093	38,462	2,947,655	25,628	24,090	22,755	4,260,721	(2,004,483)	2,256,238
Interest expense	-	150,517	-	-	9,320,204	-	-	-	9,470,721	-	9,470,721
Unrealized gain (loss) on investments	-	-	-	-	(464,701)	-	-	-	(464,701)	-	(464,701)
Contribution to outside entities	-	867,819	-	-	619,524	-	-	-	1,487,343	-	1,487,343
Other non-operating expense	-	-	-	3,673	-	-	-	-	3,673	-	3,673
Total expense	2,077,589	3,671,432	1,352,381	769,587	147,963,987	363,456	294,791	116,058	156,609,281	(2,154,386)	154,454,895
Income (loss) before depreciation	153,057	398,392	494,735	37,617	789,224	(257,871)	18,773	15,212	1,649,139	-	1,649,139
Depreciation and amortization expense	-	221,278	129,113	706,121	37,425,364	-	-	-	38,481,876	-	38,481,876
Net income (loss) before transfers	153,057	177,114	365,622	(668,504)	(36,636,140)	(257,871)	18,773	15,212	(36,832,737)	-	(36,832,737)
Net transfers in (out)	-	-	-	-	(585,848)	-	-	-	(585,848)	-	(585,848)
Net income (loss)	\$ 153,057	\$ 177,114	\$ 365,622	\$ (668,504)	\$ (37,221,988)	\$ (257,871)	\$ 18,773	\$ 15,212	\$ (37,418,585)	\$ -	\$ (37,418,585)



BI-STATE DEVELOPMENT Executive Services

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Executive Services

For the Six Months Ended December 31, 2017
(Preliminary, subject to audit)

Fast Facts

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

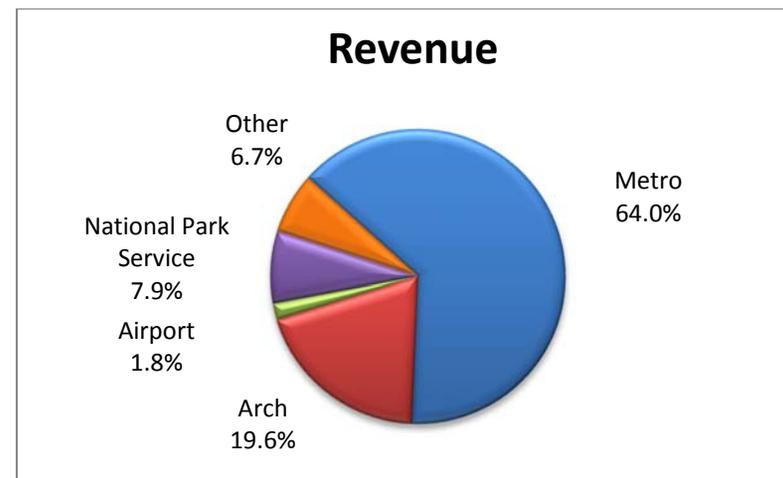
The 2017 Bi-State Annual meeting was held October 6, 2017 bringing together nearly 700 business and civic partners to highlight the accomplishments of Bi-State Development during the last year and chart the course for regional initiatives for the next 12 months. Mr. James Bullard, President and CEO of the Federal Reserve Bank of St. Louis was the keynote speaker.

Financial Data

Income before depreciation is \$153.1 thousand and 59.2% less than the prior year. Revenues are up 1.5% and expenses are up 14.0%, compared to the fiscal year 2017.

Total revenue includes the management fee assessments to Bi-State Development business units and the National Park Service. Total revenue is \$2.2 million, a slight increase from last year's total. Metro transit's management fee is assessed on a percent of Executive Services total operating expense.

Other operating revenue includes revenue and expenses for the annual meeting held in the second fiscal quarter.



Executive Services

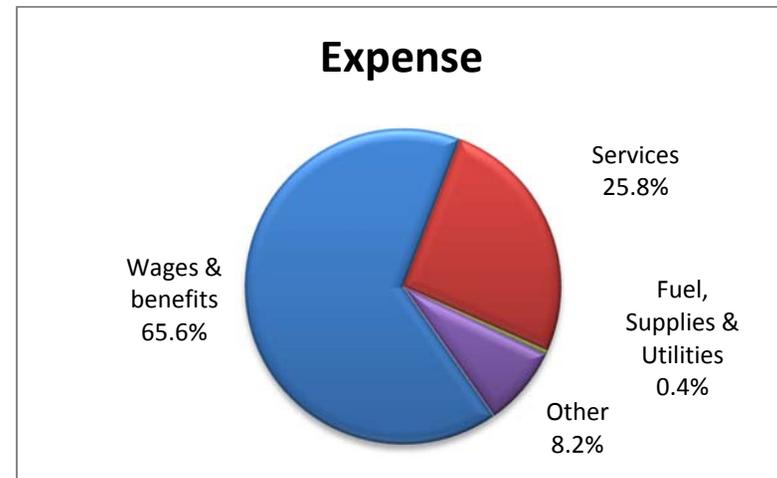
For the Six Months Ended December 31, 2017
(Preliminary, subject to audit)

Total expense is \$2.1 million compared to \$1.8 million in FY 2017.

Wages and benefits are 13.3% greater than fiscal year 2017 and 0.6% less than budget, due to a year over year increase in personnel.

Services are 25.0% greater than fiscal year 2017 and 1.6% less than budget. An increasing need for consulting fees and outside services contribute to the increase from prior fiscal year.

Other expenses are 4.5% lower than fiscal year 2017.



Executive Services
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 4,012,059	\$ 4,221,526	\$ (209,467)	(5.0)	\$ 6,042,448	\$ (2,030,389)	(33.6)
Accounts and notes receivable	21,831	36,622	(14,791)	(40.4)	216	21,615	n/a
Interfund accounts receivable	2,854,278	2,061,617	792,661	38.4	272,795	2,581,483	946.3
Other current assets	40,578	146,460	(105,882)	(72.3)	-	40,578	n/a
Total current assets	<u>6,928,746</u>	<u>6,466,225</u>	<u>462,521</u>	7.2	<u>6,315,459</u>	<u>613,287</u>	9.7
Capital assets							
Capital assets	23,883	23,883	-	-	56,240	(32,357)	(57.5)
Accumulated depreciation	(23,883)	(23,883)	-	-	(54,039)	30,156	55.8
Total capital assets, net	<u>-</u>	<u>-</u>	<u>-</u>	n/a	<u>2,201</u>	<u>(2,201)</u>	(100.0)
Total capital assets	<u>-</u>	<u>-</u>	<u>-</u>	n/a	<u>2,201</u>	<u>(2,201)</u>	(100.0)
Total assets	<u>6,928,746</u>	<u>6,466,225</u>	<u>462,521</u>	7.2	<u>6,317,660</u>	<u>611,086</u>	9.7
Total	<u>\$ 6,928,746</u>	<u>\$ 6,466,225</u>	<u>\$ 462,521</u>	7.2	<u>\$ 6,317,660</u>	<u>\$ 611,086</u>	9.7

Executive Services
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 111,367	\$ 88,878	\$ 22,489	25.3	\$ 97,293	\$ 14,074	14.5
Interfund accounts payable	1,017,919	368,865	649,054	176.0	211,957	805,962	380.2
Accrued expenses	267,866	267,119	747	0.3	268,298	(432)	(0.2)
Other current liabilities	-	130,000	(130,000)	(100.0)	10,000	(10,000)	(100.0)
Total current liabilities	<u>1,397,152</u>	<u>854,862</u>	<u>542,290</u>	63.4	<u>587,548</u>	<u>809,604</u>	137.8
Non-current liabilities							
Other post-employment benefits	922,573	922,573	-	-	856,907	65,666	7.7
Long-term insurance	-	-	-	n/a	300	(300)	(100.0)
Unfunded pension liabilities	191,121	191,121	-	-	565,501	(374,380)	(66.2)
Total non-current liabilities	<u>1,113,694</u>	<u>1,113,694</u>	<u>-</u>	-	<u>1,422,708</u>	<u>(309,014)</u>	(21.7)
Total liabilities	<u>2,510,846</u>	<u>1,968,556</u>	<u>542,290</u>	27.5	<u>2,010,256</u>	<u>500,590</u>	24.9
Net Position							
Net position - capital investments	-	-	-	n/a	2,501	(2,501)	(100.0)
Net position	4,264,843	4,264,843	-	-	3,929,895	334,948	8.5
Net income (loss)	153,057	232,826	(79,769)	(34.3)	375,008	(221,951)	(59.2)
Total net position	<u>4,417,900</u>	<u>4,497,669</u>	<u>(79,769)</u>	(1.8)	<u>4,307,404</u>	<u>110,496</u>	2.6
Total	<u>\$ 6,928,746</u>	<u>\$ 6,466,225</u>	<u>\$ 462,521</u>	7.2	<u>\$ 6,317,660</u>	<u>\$ 611,086</u>	9.7

Executive Services
Statement of Activities
For the Quarter Ended December 31, 2017
(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	\$ 724,055	\$ 792,941	\$ (68,886)	(8.7)	\$ 750,339	\$ 1,411,883	\$ 1,585,881	\$ (173,998)	(11.0)	\$ 1,366,591
Admin fees - Gateway Arch	121,087	101,936	19,151	18.8	92,591	434,012	479,482	(45,470)	(9.5)	435,567
Admin fees - Airport	20,808	21,670	(862)	(4.0)	18,522	40,360	43,340	(2,980)	(6.9)	37,737
National Park Service management fee	60,244	54,496	5,748	10.5	43,160	175,436	171,139	4,297	2.5	158,812
Other operating revenue	145,398	23,324	122,074	523.4	166,698	148,681	46,648	102,033	218.7	195,700
Interest income	9,125	281	8,844	3,147.3	2,031	20,274	563	19,711	3,501.1	3,175
Total revenue	<u>1,080,717</u>	<u>994,648</u>	<u>86,069</u>	<u>8.7</u>	<u>1,073,341</u>	<u>2,230,646</u>	<u>2,327,053</u>	<u>(96,407)</u>	<u>(4.1)</u>	<u>2,197,582</u>
Expense										
Wages and benefits ¹	663,452	685,577	22,125	3.2	620,539	1,362,890	1,371,155	8,265	0.6	1,202,612
Services	379,391	260,378	(119,013)	(45.7)	332,892	536,320	545,207	8,887	1.6	429,077
Materials and supplies	5,405	5,938	533	9.0	6,029	6,652	11,875	5,223	44.0	10,387
Utilities	881	2,171	1,290	59.4	733	1,588	4,343	2,755	63.4	1,834
Other expenses	111,357	95,567	(15,790)	(16.5)	40,259	170,139	188,418	18,279	9.7	178,209
Total expense	<u>1,160,486</u>	<u>1,049,631</u>	<u>(110,855)</u>	<u>(10.6)</u>	<u>1,000,452</u>	<u>2,077,589</u>	<u>2,120,998</u>	<u>43,409</u>	<u>2.0</u>	<u>1,822,119</u>
Income (loss) before depreciation	<u>(79,769)</u>	<u>(54,983)</u>	<u>(24,786)</u>	<u>(45.1)</u>	<u>72,889</u>	<u>153,057</u>	<u>206,055</u>	<u>(52,998)</u>	<u>(25.7)</u>	<u>375,463</u>
Depreciation and amortization expense	-	610	610	100.0	228	-	1,219	1,219	100.0	455
Net income (loss)	<u>\$ (79,769)</u>	<u>\$ (55,593)</u>	<u>\$ (24,176)</u>	<u>(43.5)</u>	<u>\$ 72,661</u>	<u>\$ 153,057</u>	<u>\$ 204,836</u>	<u>\$ (51,779)</u>	<u>(25.3)</u>	<u>\$ 375,008</u>

¹ - Detailed schedule included.

Executive Services
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 552,174	\$ 537,915	\$ (14,259)	(2.7)	\$ 514,707	\$ 1,095,117	\$ 1,075,829	\$ (19,288)	(1.8)	\$ 970,150
Company paid benefits										
Payroll related taxes and insurance										
FICA	27,491	41,150	13,659	33.2	25,095	64,286	82,301	18,015	21.9	54,575
Unemployment insurance	52	735	683	92.9	451	139	1,470	1,331	90.5	780
Worker's compensation insurance	-	1,618	1,618	100.0	-	-	3,236	3,236	100.0	-
Health and welfare										
Medical	36,563	34,000	(2,563)	(7.5)	37,036	77,157	68,000	(9,157)	(13.5)	71,366
Dental	1,018	1,078	60	5.6	1,040	2,285	2,156	(129)	(6.0)	2,155
Other post employment benefits	-	15,599	15,599	100.0	6,998	16,013	31,199	15,186	48.7	12,739
Life insurance / AD&D	793	259	(534)	(206.2)	526	1,727	519	(1,208)	(232.8)	1,068
Short and long term disability	3,069	1,275	(1,794)	(140.7)	3,076	6,547	2,550	(3,997)	(156.7)	6,636
FMLA administration expense	-	111	111	100.0	43	-	221	221	100.0	175
EAP expense	65	72	7	9.7	66	144	145	1	0.7	132
Retirement										
Pension expense	18,468	34,000	15,532	45.7	10,747	47,034	67,999	20,965	30.8	38,418
401 K contributions	23,759	17,765	(5,994)	(33.7)	20,754	52,441	35,530	(16,911)	(47.6)	44,601
Other										
Total company paid benefits	<u>111,278</u>	<u>147,662</u>	<u>36,384</u>	24.6	<u>105,832</u>	<u>267,773</u>	<u>295,326</u>	<u>27,553</u>	9.3	<u>232,462</u>
Total wages and benefits	<u>\$ 663,452</u>	<u>\$ 685,577</u>	<u>\$ 22,125</u>	3.2	<u>\$ 620,539</u>	<u>\$ 1,362,890</u>	<u>\$ 1,371,155</u>	<u>\$ 8,265</u>	0.6	<u>\$ 1,202,612</u>

Executive Services
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(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 October 1, 2017				
Cash & Investments	\$ 4,221,526	\$ 287,966	\$ 3,715,850	\$ 217,710
Add:				
Metro	170,637	7,165	163,472	-
St Louis Downtown Airport	146,244	66,744	79,500	-
Riverfront Attractions	43,362	43,362	-	-
Freightway	107,125	107,125	-	-
University of Missouri - St. Louis	-	-	-	-
Interest received	9,125	-	9,125	-
Total cash receipts	<u>476,493</u>	<u>224,396</u>	<u>252,097</u>	<u>-</u>
Interfund transfers	-	(502,150)	502,150	-
Less:				
Cash disbursements	(685,960)	(7,224)	(678,736)	-
Total cash disbursements	<u>(685,960)</u>	<u>(7,224)</u>	<u>(678,736)</u>	<u>-</u>
Balance at December 31, 2017				
Cash & Investments	<u>\$ 4,012,059</u>	<u>\$ 2,988</u>	<u>\$ 3,791,361</u>	<u>\$ 217,710</u>

Executive Services
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 377,655	
Payments to employees	(1,347,812)	Noncash Activities:
Payments to vendors	(748,503)	None
Receipts (payments) from inter-fund activity	<u>(111,821)</u>	
Net cash provided by (used in) operating activities	<u>(1,830,481)</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>20,276</u>	
Net cash provided by (used in) investing activities	<u>20,276</u>	
 Net increase (decrease) in cash and cash equivalents	 (1,810,205)	
Cash and cash equivalents, beginning of year	<u>5,822,264</u>	
Cash and cash equivalents, year to date	<u>\$ 4,012,059</u>	

Executive Services
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description	<u>Budget</u>	<u>Current</u>	<u>Year-To-Date</u>	<u>Life-To-Date</u>	<u>Balance</u>
Project #	\$ -	\$ -	\$ -	\$ -	\$ -
Total Active Projects	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>



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Gateway Arch Tram

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

Since the Arch Trams resumed full daily operation on July 18, 2017, attendance has been strong. Guest have experienced the new exhibits and tour process as they make their way to the top of the Arch.

Plans are being made for the opening of the newly renovated Arch and Arch grounds during the 4th of July festivities and the moving of the ticketing from the Old Courthouse back to the Arch during the fourth quarter of fiscal 2018.

Financial Data

Income before depreciation for the Gateway Arch Tram is \$398.4 thousand.

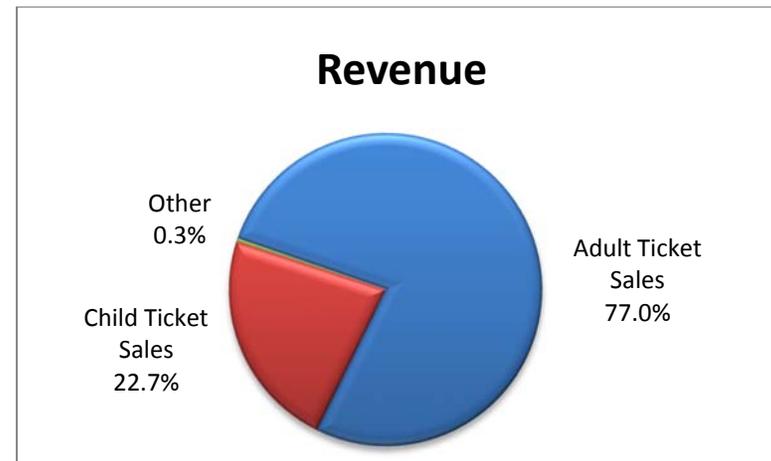
Revenue is \$4.1 million and is \$278.5 thousand more than the prior year.

Total expense is \$3.7 million compared to \$3.3 million in FY 2017.

Wages and benefits \$1.0 million in expense is 12.0% greater than prior year primarily due to the extra staffing needed now that the Arch Trams are fully operational.

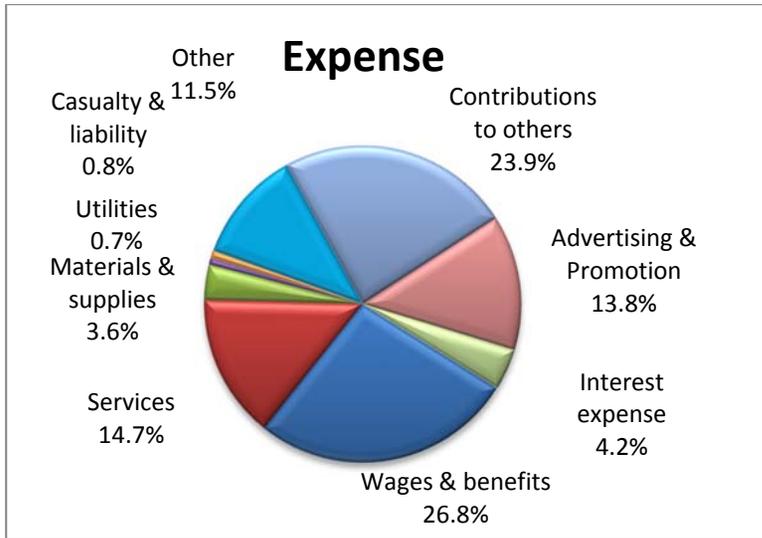
Services expense exceed prior year by \$30.1 thousand due to higher maintenance services and banking charges.

Contributions to outside entities is \$0.9 million. The majority of the payments were for expenses related to the ongoing Arch Rehabilitation project.



Gateway Arch Tram

For the Six Months Ended December 31, 2017
(Preliminary, subject to audit)



Performance Data

Tram Ridership Comparison			
	<u>Adult</u>	<u>Child</u>	<u>Total</u>
FY18 Actual	316,409	93,288	409,697
FY18 Budget	338,353	114,497	452,850
FY17 Actual	292,106	90,025	382,131

Tram ridership was 9.5% less than budget. Tram ridership increased 7.2% compared to prior year. This was due to the Arch Trams again being fully operational.

Gateway Arch Tram
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 13,982,926	\$ 12,802,223	\$ 1,180,703	9.2	\$ 15,004,475	\$ (1,021,549)	(6.8)
Accounts and notes receivable	105,528	103,435	2,093	2.0	1,586	103,942	n/a
Interfund accounts receivable	-	1,344,306	(1,344,306)	(100.0)	2,131,621	(2,131,621)	(100.0)
Federal, state and local assistance receivable	(204,383)	(191,860)	(12,523)	(6.5)	137,115	(341,498)	(249.1)
Other current assets	39,300	64,731	(25,431)	(39.3)	30,827	8,473	27.5
Total current assets	<u>13,923,371</u>	<u>14,122,835</u>	<u>(199,464)</u>	(1.4)	<u>17,305,624</u>	<u>(3,382,253)</u>	(19.5)
Capital assets							
Capital assets	13,957,364	13,798,535	158,829	1.2	6,710,501	7,246,863	108.0
Accumulated depreciation	(7,079,442)	(6,969,002)	(110,440)	(1.6)	(6,692,251)	(387,191)	(5.8)
Total capital assets, net	<u>6,877,922</u>	<u>6,829,533</u>	<u>48,389</u>	0.7	<u>18,250</u>	<u>6,859,672</u>	n/a
Construction-in-process	3,136,062	2,631,557	504,505	19.2	6,244,783	(3,108,721)	(49.8)
Total capital assets	<u>10,013,984</u>	<u>9,461,090</u>	<u>552,894</u>	5.8	<u>6,263,033</u>	<u>3,750,951</u>	59.9
Total assets	<u>23,937,355</u>	<u>23,583,925</u>	<u>353,430</u>	1.5	<u>23,568,657</u>	<u>368,698</u>	1.6
Total	<u>\$ 23,937,355</u>	<u>\$ 23,583,925</u>	<u>\$ 353,430</u>	1.5	<u>\$ 23,568,657</u>	<u>\$ 368,698</u>	1.6

Gateway Arch Tram
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 441,821	\$ 460,485	\$ (18,664)	(4.1)	\$ 399,428	\$ 42,393	10.6
Interfund accounts payable	2,470,584	1,663,311	807,273	48.5	913,564	1,557,020	170.4
Accrued expenses	74,539	74,500	39	0.1	58,700	15,839	27.0
Other current liabilities	29,817	95,454	(65,637)	(68.8)	11,384	18,433	161.9
Total current liabilities	<u>3,016,761</u>	<u>2,293,750</u>	<u>723,011</u>	31.5	<u>1,383,076</u>	<u>1,633,685</u>	118.1
Current liab payable from restricted assets							
Accounts payable and retention	264,877	259,888	4,989	1.9	112,249	152,628	136.0
Accrued interest payable	24,874	100,514	(75,640)	(75.3)	25,378	(504)	(2.0)
Current portion of long-term debt	156,550	153,468	3,082	2.0	150,447	6,103	4.1
Total current liabilities payable from restricted assets	<u>446,301</u>	<u>513,870</u>	<u>(67,569)</u>	(13.1)	<u>288,074</u>	<u>158,227</u>	54.9
Total current liabilities	<u>3,463,062</u>	<u>2,807,620</u>	<u>655,442</u>	23.3	<u>1,671,150</u>	<u>1,791,912</u>	107.2
Non-current liabilities							
Other post-employment benefits	5,411	5,411	-	-	3,255	2,156	66.2
Long-term insurance	-	-	-	n/a	7,010	(7,010)	(100.0)
Long-term debt	7,275,991	7,355,046	(79,055)	(1.1)	7,432,545	(156,554)	(2.1)
Unfunded pension liabilities	56,889	56,889	-	-	148,931	(92,042)	(61.8)
Total non-current liabilities	<u>7,338,291</u>	<u>7,417,346</u>	<u>(79,055)</u>	(1.1)	<u>7,591,741</u>	<u>(253,450)</u>	(3.3)
Total liabilities	<u>10,801,353</u>	<u>10,224,966</u>	<u>576,387</u>	5.6	<u>9,262,891</u>	<u>1,538,462</u>	16.6
Net Position							
Net position - capital investments	16,564,117	14,754,548	1,809,569	12.3	13,725,435	2,838,682	20.7
Net position	(3,605,229)	(1,795,660)	(1,809,569)	(100.8)	56,112	(3,661,341)	n/a
Net income (loss)	177,114	400,071	(222,957)	(55.7)	524,219	(347,105)	(66.2)
Total net position	<u>13,136,002</u>	<u>13,358,959</u>	<u>(222,957)</u>	(1.7)	<u>14,305,766</u>	<u>(1,169,764)</u>	(8.2)
Total	<u>\$ 23,937,355</u>	<u>\$ 23,583,925</u>	<u>\$ 353,430</u>	1.5	<u>\$ 23,568,657</u>	<u>\$ 368,698</u>	1.6

Gateway Arch Tram
Statement of Activities
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Arch tickets	\$ 1,407,866	\$ 1,358,890	\$ 48,976	3.6	\$ 983,056	\$ 4,097,120	\$ 4,528,500	\$ (431,380)	(9.5)	\$ 3,798,974
Other operating revenue	724	775	(51)	(6.6)	6,224	3,989	1,550	2,439	157.4	9,679
Service fee revenue	1,128	7,200	(6,072)	(84.3)	810	7,050	14,400	(7,350)	(51.0)	6,909
Interest income	23,625	2,813	20,812	739.9	10,107	45,774	5,625	40,149	713.8	20,620
Sales discount	(24,373)	(31,196)	6,823	21.9	(9,790)	(84,109)	(62,393)	(21,716)	(34.8)	(44,847)
Total revenue	<u>1,408,970</u>	<u>1,338,482</u>	<u>70,488</u>	5.3	<u>990,407</u>	<u>4,069,824</u>	<u>4,487,682</u>	<u>(417,858)</u>	(9.3)	<u>3,791,335</u>
Expense										
Wages and benefits ¹	439,205	508,561	69,356	13.6	357,379	973,445	1,218,036	244,591	20.1	869,032
Services	259,898	259,317	(581)	(0.2)	252,213	531,733	590,440	58,707	9.9	501,619
Materials and supplies	66,660	73,668	7,008	9.5	168,984	131,774	99,168	(32,606)	(32.9)	213,246
Utilities	11,205	24,821	13,616	54.9	14,477	24,508	61,002	36,494	59.8	55,411
Casualty and liability costs	13,868	14,917	1,049	7.0	12,913	27,737	29,834	2,097	7.0	26,789
Other expenses	377,497	392,634	15,137	3.9	236,387	963,899	1,038,897	74,998	7.2	837,844
Interest expense	75,131	75,004	(127)	(0.2)	76,622	150,517	150,008	(509)	(0.3)	153,488
Contribution to outside entities	278,023	206,437	(71,586)	(34.7)	379,469	867,819	412,875	(454,944)	(110.2)	580,762
Total expense	<u>1,521,487</u>	<u>1,555,359</u>	<u>33,872</u>	2.2	<u>1,498,444</u>	<u>3,671,432</u>	<u>3,600,260</u>	<u>(71,172)</u>	(2.0)	<u>3,259,422</u>
Income (loss) before depreciation	<u>(112,517)</u>	<u>(216,877)</u>	<u>104,360</u>	48.1	<u>(508,037)</u>	<u>398,392</u>	<u>887,422</u>	<u>(489,030)</u>	(55.1)	<u>531,913</u>
Depreciation and amortization expense	110,440	33,655	(76,785)	(228.2)	3,909	221,278	89,453	(131,825)	(147.4)	7,694
Net income (loss)	<u>\$ (222,957)</u>	<u>\$ (250,532)</u>	<u>\$ 27,575</u>	11.0	<u>\$ (511,946)</u>	<u>\$ 177,114</u>	<u>\$ 797,969</u>	<u>\$ (620,855)</u>	(77.8)	<u>\$ 524,219</u>

¹ - Detailed schedule included.

Gateway Arch Tram
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 364,707	\$ 366,140	\$ 1,433	0.4	\$ 290,057	\$ 812,805	\$ 933,195	\$ 120,390	12.9	\$ 721,280
Company paid benefits										
Payroll related taxes and insurance										
FICA	28,180	35,441	7,261	20.5	21,863	62,096	70,882	8,786	12.4	53,342
Unemployment insurance	1,017	5,919	4,902	82.8	1,430	3,374	11,838	8,464	71.5	5,630
Worker's compensation insurance	(2,974)	5,431	8,405	154.8	1,537	(2,974)	10,862	13,836	127.4	3,074
Health and welfare										
Medical	34,130	33,300	(830)	(2.5)	27,924	64,885	66,600	1,715	2.6	54,867
Dental	926	1,056	130	12.3	846	1,948	2,112	164	7.8	1,801
Other post employment benefits	-	6,828	6,828	100.0	2,532	5,411	13,655	8,244	60.4	4,807
Life insurance / AD&D	371	254	(117)	(46.1)	227	781	508	(273)	(53.7)	479
Short and long term disability	1,146	1,249	103	8.2	1,152	2,410	2,498	88	3.5	2,396
FMLA administration expense	-	108	108	100.0	216	-	216	216	100.0	1,146
EAP expense	58	71	13	18.3	54	123	142	19	13.4	114
Retirement										
Pension expense	4,144	32,411	28,267	87.2	2,687	12,471	64,821	52,350	80.8	12,699
401 K contributions	11,297	17,649	6,352	36.0	9,419	23,345	35,298	11,953	33.9	20,400
Other										
Uniform allowance	17	2,704	2,687	99.4	2,342	201	5,409	5,208	96.3	2,569
Miscellaneous benefits	3,310	-	(3,310)	-	4,141	3,310	-	(3,310)	-	4,473
Benefit costs applied to capital projects.	(7,124)	-	7,124	-	(9,048)	(16,741)	-	16,741	-	(20,045)
Total company paid benefits	<u>74,498</u>	<u>142,421</u>	<u>67,923</u>	<u>47.7</u>	<u>67,322</u>	<u>160,640</u>	<u>284,841</u>	<u>124,201</u>	<u>43.6</u>	<u>147,752</u>
Total wages and benefits	<u>\$ 439,205</u>	<u>\$ 508,561</u>	<u>\$ 69,356</u>	<u>13.6</u>	<u>\$ 357,379</u>	<u>\$ 973,445</u>	<u>\$ 1,218,036</u>	<u>\$ 244,591</u>	<u>20.1</u>	<u>\$ 869,032</u>

Gateway Arch Tram
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Arch Collection Facility Fund	Arch Levy Pass Fund	JNEM Arch Operating Fund	JNEM Beneficial Fund	Drainage Project Fund	Exhibit Rehabilitation Fund	Motor Generator Sets Design Fund	Other Restricted Fund	2014 Arch Bonds Project Fund	2014 Arch Bonds Debt Service Reserve Fund	2014 Arch Bonds Debt Service Fund	2014 Arch Bonds Debt Revenue Fund
Balance at October 1, 2017													
Cash & Investments	\$ 12,802,223	\$ 2,926,282	\$ 250	\$ 423,665	\$ 5,073,127	\$ 469,860	\$ 1,741,739	\$ 92,360	\$ 500,000	\$ 969,325	\$ 454,453	\$ 151,162	\$ -
Add:													
Revenue receipts	3,084,218	3,084,218	-	-	-	-	-	-	-	-	-	-	-
Interest received	23,625	-	-	2,218	11,736	1,066	4,243	210	-	2,115	1,059	391	587
Total cash receipts	<u>3,107,843</u>	<u>3,084,218</u>	<u>-</u>	<u>2,218</u>	<u>11,736</u>	<u>1,066</u>	<u>4,243</u>	<u>210</u>	<u>-</u>	<u>2,115</u>	<u>1,059</u>	<u>391</u>	<u>587</u>
Interfund transfers	-	(1,713,536)	-	259,163	196,000	-	-	-	-	-	(2,027)	112,981	1,147,419
Less:													
Cash disbursements	(1,927,140)	(294,275)	-	-	(22,112)	-	(81,117)	-	-	(154,886)	-	(226,744)	(1,148,006)
Total cash disbursements	<u>(1,927,140)</u>	<u>(294,275)</u>	<u>-</u>	<u>-</u>	<u>(22,112)</u>	<u>-</u>	<u>(81,117)</u>	<u>-</u>	<u>-</u>	<u>(154,886)</u>	<u>-</u>	<u>(226,744)</u>	<u>(1,148,006)</u>
Balance at December 31, 2017													
Cash & Investments	<u>\$ 13,982,926</u>	<u>\$ 4,002,689</u>	<u>\$ 250</u>	<u>\$ 685,046</u>	<u>\$ 5,258,751</u>	<u>\$ 470,926</u>	<u>\$ 1,664,865</u>	<u>\$ 92,570</u>	<u>\$ 500,000</u>	<u>\$ 816,554</u>	<u>\$ 453,485</u>	<u>\$ 37,790</u>	<u>\$ -</u>

Gateway Arch
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 4,026,124	
Payments to employees	(967,995)	Noncash Activities:
Payments to vendors	(1,917,367)	None
Payments for self-insurance	(27,737)	
Receipts (payments) from inter-fund activity	<u>1,253,358</u>	
Net cash provided by (used in) operating activities	<u>2,366,383</u>	
 Cash flows from non capital financing activities		
Operating assistance received	493,826	
Contributions to outside entities	<u>(867,819)</u>	
Net cash provided by (used in) non capital financing activities	<u>(373,993)</u>	
 Cash flows from capital and related financing activities		
Acquisitions of capital assets	(618,024)	
Payments of long-term debt	(75,971)	
Interest Paid	(150,771)	
Contributed capital	<u>(335,344)</u>	
Cash flows from capital and related financing activities	<u>(1,180,110)</u>	
 Cash flows from investing activities		
Interest received	<u>45,774</u>	
Net cash provided by (used in) investing activities	<u>45,774</u>	
 Net increase (decrease) in cash and cash equivalents	858,054	
Cash and cash equivalents, beginning of year	<u>13,124,872</u>	
Cash and cash equivalents, year to date	<u>\$ 13,982,926</u>	

Gateway Arch Tram
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description		Budget	Current	Year-To-Date	Life-To-Date	Balance
Project #						
1728	JNEM Trench Drain Project	xy \$ 2,288,001	\$ -	\$ -	\$ 1,595,315	\$ 692,686
1824	Load Zone Rehabilitation	x 3,427,280	493,145	541,278	2,835,545	591,735
1825	JNEM Rail Station Improvements	z 359,612	-	-	98,797	260,815
1826	JNEM Arch Lobby Rehabilitation	xy 1,087,107	53,712	633,725	917,957	169,150
1903	Arch Motor Generator Replacement	x 7,492,163	157,086	726,378	6,864,350	627,813
2034	Arch Ticketing Upgrade	y 468,668	-	-	402,049	66,619
2073	PGAV - Arch Welcoming Portal	44,000	-	-	13,238	30,762
2124	Gateway Arch Furnishings	156,000	1,743	1,743	67,095	88,905
2126	Professional Services to NPS	225,000	23,383	44,241	89,847	135,153
2131	JNEM Signage Project 2016	xy 590,000	1,537	3,073	32,589	557,411
2186	Design Support House Exhibits	50,000	11,737	11,737	11,737	38,263
2197	TR Advisors, LLC	105,000	11,578	11,578	11,578	93,422
2203	Tucker Theatre Repurposing - Phase 1	300,000	-	-	-	300,000
Total Active Projects		\$ 16,592,831	\$ 753,921	\$ 1,973,753	\$ 12,940,097	\$ 3,652,734

- 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



Metro[®]

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Metro

For the Six Months Ended December 31, 2017
(Preliminary, subject to audit)

Fast Facts

In December 2017, Nutritionist highlight Metro’s Healthy food options at the new food kiosks at Wellston and North Hanley transit Centers. Bi-State Development launched an 18-month pilot program to provide access to healthy food for transit riders and residents. The Link Market program is partnering with local farmers and community gardens to offer locally sourced food grown within a 100-mile radius of St. Louis.

Southwestern Illinois Development Authority (SWIDA) and Bywater Development Group along with Bi-State Development are developing a senior apartment living complex adjacent to the Swansea Metro Station. This Development will feature a three-story building with 62 affordable one- and two-bedroom apartments for older adults seeking an independent lifestyle which will allow future residents of Metro Landing at Swansea to enjoy all of the benefits of the Metro transit system. It is scheduled for completion in the spring of 2019.

Metro has two new K-9 recruits, Blake and T-Rock, to help monitor security at the platforms and in the terminals. They are in training to ride the buses and trains before they start their patrol. Metro has used K-9 dogs for the last several years to help deter crime. Safety efforts on the system are a collaboration of several counties and the city to help improve ridership safety.

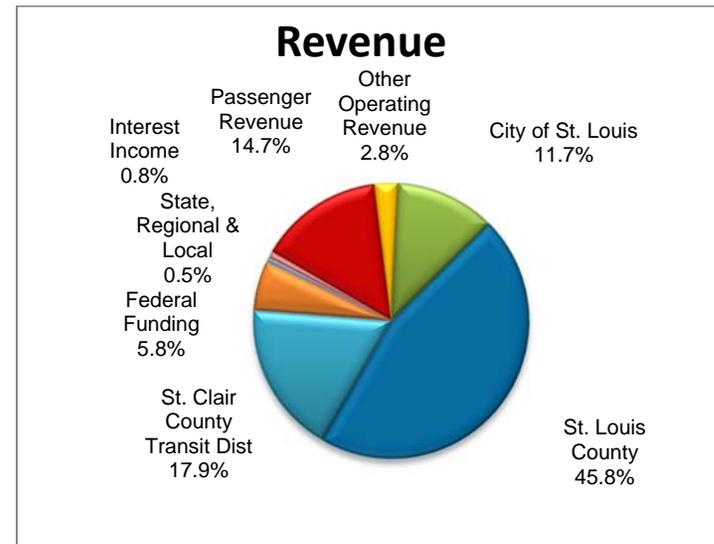
Financial Data

Income before depreciation for the six months ended December 31, 2017 was \$789.2 thousand. Compared to

budget, revenue was down 11.1% and total expenses are favorable 10.9%.

Revenue

The chart below illustrates the relative size of each revenue source in the second quarter of fiscal year 2018.



Passenger Revenue of \$21.8 million is 8.6% less than budget and 3.8% less than the prior year due to ridership decline.

Metro

For the Six Months Ended December 31, 2017 (Preliminary, subject to audit)

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 in FY 2018 due to longer term investment strategy and rising rates.

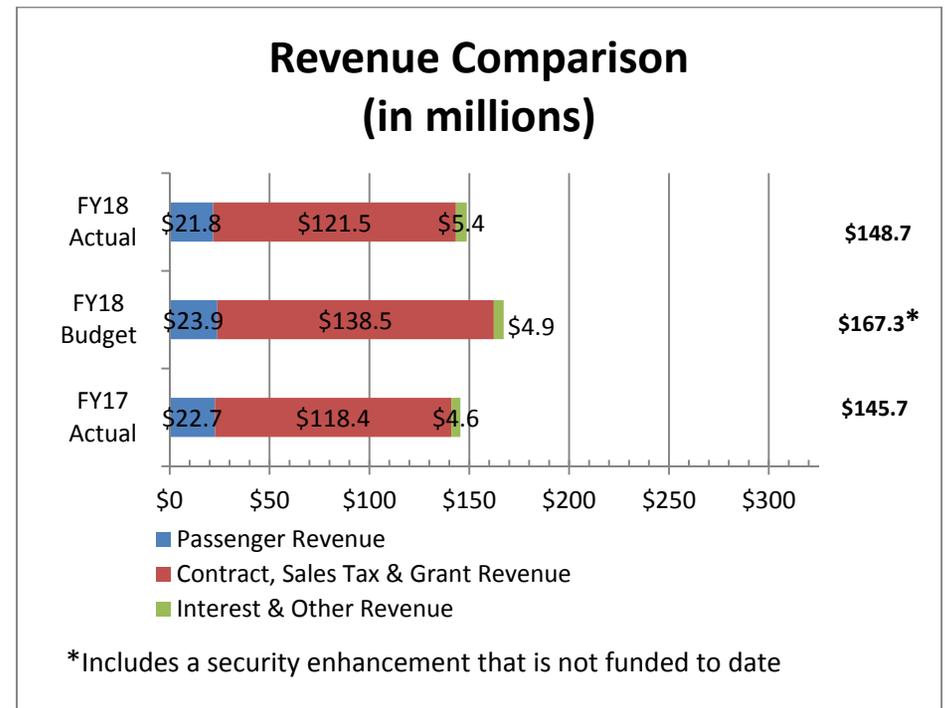
Contract, Sales Tax & Grant Revenue

Combined St. Louis City and County appropriation used in operations by Bi-State Development has increased 7.5% from FY 2017 actual. Sales taxes support the appropriation to Bi-State Development from the local Missouri funding jurisdictions in return for services provided.

St. Clair County Transit District payment of \$26.7 million is 1.7% less than budget and 6.5% less than the prior year due to the deferred OPEB adjustment for which St Clair shares. St. Clair County contracts for service and pays 100% of the cost.

Federal funding of \$8.6 million includes federal vehicle maintenance funds of \$8.0 million used for revenue and non-revenue vehicle operating costs.

The Revenue Comparison chart reports revenue trends in each major revenue category.

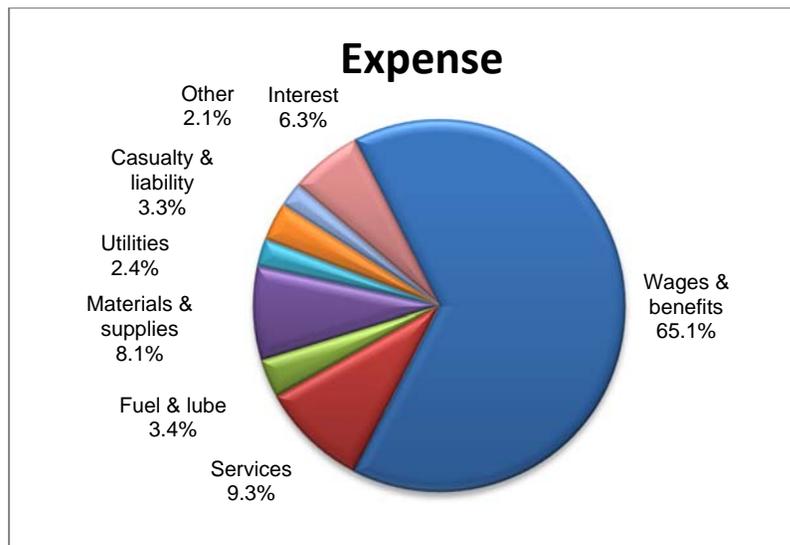


Metro

For the Six Months Ended December 31, 2017
(Preliminary, subject to audit)

Expense

The chart below illustrates the relative significance of each expense in FY 2018.



Wages and benefits of \$96.3 million are 3.1% favorable to budget. The favorable variance in wages and benefits is due to vacant positions.

Services of \$13.8 million are favorable to budget primarily due to lower outside services including \$10 million budgeted for enhanced security should additional services be determined necessary by a memorandum of understanding between Metro,

St. Louis County and the City of St. Louis which is still in progress.

Fuel and lube consumed is \$1.4 million or 21.7% favorable to budget due to lower diesel prices and usage, and more fuel efficient buses placed in service.

Materials and supplies expenditures are comparable to budget overall. The unfavorable revenue equipment parts are offset by favorable ticket stock spending.

Utilities are favorable to budget by \$0.7 million or 16.6% as a result of lower than budgeted natural gas prices, electricity and Metrolink electric propulsion.

Interest expense is comparable to budget for Tower Leases and Cross County debt.

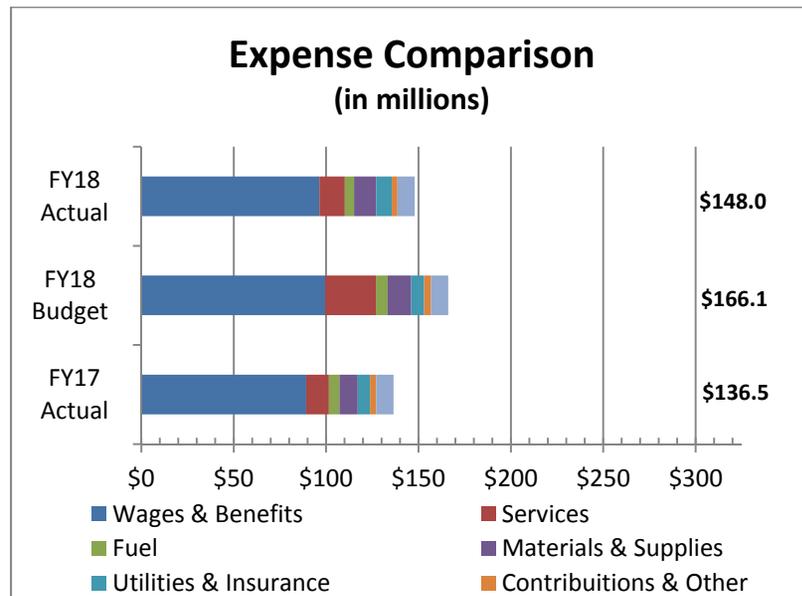
Casualty & liability expenditures are unfavorable to budget by \$2.1 million or 75.6% due to higher than expected self-insured claims that relate to MetroBus, MetroLink and Call-a-Ride.

Other expense is made up of contributions to outside entities, unrealized loss on investments, travel and meetings. They are favorable to budget by 17.8% due to lower than budgeted fees, travel and meetings expense.

Metro

For the Six Months Ended December 31, 2017
(Preliminary, subject to audit)

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



Performance Data

Passenger Boardings (in millions – YTD)			
	FY 2018	FY 2017	FY 2016
MetroBus	12.2	13.2	14.6
MetroLink	7.0	7.8	8.2
Call-A-Ride	<u>0.3</u>	<u>0.3</u>	<u>0.3</u>
Total System	19.5	21.3	23.1

Passenger Boardings for the fiscal year 2018 are 8.4% below fiscal year 2017 and 15.5% below fiscal year 2016. The decrease between fiscal year 2018 and 2017 for MetroBus is 7.4%, MetroLink is 10.1% and Call-A-Ride is 0.6%.

Metro
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 107,260,619	\$ 134,137,478	\$ (26,876,859)	(20.0)	\$ 89,730,502	\$ 17,530,117	19.5
Investments	119,673,088	94,634,994	25,038,094	26.5	136,235,672	(16,562,584)	(12.2)
Accounts and notes receivable	3,078,324	4,949,658	(1,871,334)	(37.8)	4,114,886	(1,036,562)	(25.2)
Interfund accounts receivable	7,583,618	5,509,614	2,074,004	37.6	1,517,906	6,065,712	399.6
Restricted accounts receivable	410,730	436,814	(26,084)	(6.0)	402,570	8,160	2.0
Federal, state and local assistance receivable	30,557,348	27,012,253	3,545,095	13.1	30,007,838	549,510	1.8
Materials and supplies inventory	10,080,122	9,698,378	381,744	3.9	9,419,284	660,838	7.0
Other current assets	4,700,366	3,470,214	1,230,152	35.4	3,752,510	947,856	25.3
Total current assets	<u>283,344,215</u>	<u>279,849,403</u>	<u>3,494,812</u>	1.2	<u>275,181,168</u>	<u>8,163,047</u>	3.0
Capital assets							
Capital assets - motorbus	386,820,383	377,120,848	9,699,535	2.6	377,040,279	9,780,104	2.6
Capital assets - paratransit	19,858,405	19,858,405	-	-	18,404,777	1,453,628	7.9
Capital assets - lightrail	1,609,626,589	1,609,358,226	268,363	-	1,603,534,611	6,091,978	0.4
Total capital assets	2,016,305,377	2,006,337,479	9,967,898	0.5	1,998,979,667	17,325,710	0.9
Accumulated depreciation	(1,209,037,964)	(1,190,258,717)	(18,779,247)	(1.6)	(1,149,921,880)	(59,116,084)	(5.1)
Total capital assets, net	<u>807,267,413</u>	<u>816,078,762</u>	<u>(8,811,349)</u>	(1.1)	<u>849,057,787</u>	<u>(41,790,374)</u>	(4.9)
Land	97,199,286	97,199,286	-	-	97,199,286	-	-
Construction-in-process	43,306,476	48,735,845	(5,429,369)	(11.1)	42,746,866	559,610	1.3
Total capital assets	<u>947,773,175</u>	<u>962,013,893</u>	<u>(14,240,718)</u>	(1.5)	<u>989,003,939</u>	<u>(41,230,764)</u>	(4.2)
Non-current assets							
Restricted investments	107,327,762	105,671,348	1,656,414	1.6	100,736,305	6,591,457	6.5
Other non-current assets, net amort	118,058	164,577	(46,519)	(28.3)	118,793	(735)	(0.6)
Total non-current assets	<u>107,445,820</u>	<u>105,835,925</u>	<u>1,609,895</u>	1.5	<u>100,855,098</u>	<u>6,590,722</u>	6.5
Total assets	<u>1,338,563,210</u>	<u>1,347,699,221</u>	<u>(9,136,011)</u>	(0.7)	<u>1,365,040,205</u>	<u>(26,476,995)</u>	(1.9)
Deferred outflow of resources							
Deferred pension loss	17,063,208	18,906,642	(1,843,434)	(9.8)	20,988,886	(3,925,678)	(18.7)
Deferred pension expense	2,279,298	2,279,298	-	-	2,165,753	113,545	5.2
Deferred unfunded OPEB loss	9,325,404	9,815,730	(490,326)	(5.0)	-	9,325,404	n/a
Deferred loss on debt refunding	2,586,256	2,684,955	(98,699)	(3.7)	3,000,391	(414,135)	(13.8)
Total deferred outflow of resources	<u>31,254,166</u>	<u>33,686,625</u>	<u>(2,432,459)</u>	(7.2)	<u>26,155,030</u>	<u>5,099,136</u>	19.5
Total	<u>\$ 1,369,817,376</u>	<u>\$ 1,381,385,846</u>	<u>\$ (11,568,470)</u>	(0.8)	<u>\$ 1,391,195,235</u>	<u>\$ (21,377,859)</u>	(1.5)

Metro
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 6,412,368	\$ 4,354,608	\$ 2,057,760	47.3	\$ 4,115,964	\$ 2,296,404	55.8
Interfund accounts payable	7,322,195	7,357,617	(35,422)	(0.5)	8,851,892	(1,529,697)	(17.3)
Accrued expenses	19,560,525	18,304,202	1,256,323	6.9	18,512,901	1,047,624	5.7
Other current liabilities	38,135,652	21,668,666	16,466,986	76.0	23,253,465	14,882,187	64.0
Total current liabilities	71,430,740	51,685,093	19,745,647	38.2	54,734,222	16,696,518	30.5
Current liab payable from restricted assets							
Accounts payable and retention	-	1,175,931	(1,175,931)	(100.0)	1,495,688	(1,495,688)	(100.0)
Accrued interest payable	5,136,884	10,480,644	(5,343,760)	(51.0)	5,240,322	(103,438)	(2.0)
Short-term insurance	140,487	140,487	-	-	140,487	-	-
Current portion of long-term debt	9,030,000	8,275,000	755,000	9.1	8,275,000	755,000	9.1
Total current liabilities payable from restricted assets	14,307,371	20,072,062	(5,764,691)	(28.7)	15,151,497	(844,126)	(5.6)
Total current liabilities	85,738,111	71,757,155	13,980,956	19.5	69,885,719	15,852,392	22.7
Non-current liabilities							
Other post-employment benefits	67,068,774	67,068,774	-	-	63,853,045	3,215,729	5.0
Long-term insurance	288,000	288,000	-	-	(444,406)	732,406	164.8
Long-term debt	524,886,691	534,433,834	(9,547,143)	(1.8)	536,128,579	(11,241,888)	(2.1)
Capital lease obligations	107,327,764	105,671,350	1,656,414	1.6	100,736,307	6,591,457	6.5
Unfunded pension liabilities	98,239,149	98,239,149	-	-	109,962,458	(11,723,309)	(10.7)
Other non-current liabilities	6,264,603	6,287,664	(23,061)	(0.4)	7,063,874	(799,271)	(11.3)
Total non-current liabilities	804,074,981	811,988,771	(7,913,790)	(1.0)	817,299,857	(13,224,876)	(1.6)
Total liabilities	889,813,092	883,745,926	6,067,166	0.7	887,185,576	2,627,516	0.3
Deferred Inflow of Resources							
Deferred gain on hedging instruments	2,645,748	1,099,237	1,546,511	140.7	1,515,477	1,130,271	74.6
Deferred pension gain 788 ATU and clerical	4,828,908	5,173,830	(344,922)	(6.7)	-	4,828,908	n/a
Deferred pension gain IBEW	113,610	121,725	(8,115)	(6.7)	-	113,610	n/a
Deferred pension gain salaried	1,311,783	1,428,429	(116,646)	(8.2)	372,639	939,144	252.0
Total deferred inflow of resources	8,900,049	7,823,221	1,076,828	13.8	1,888,116	7,011,933	371.4
Net Position							
Net position - capital investments	460,316,185	473,811,008	(13,494,823)	(2.8)	504,416,862	(44,100,677)	(8.7)
Net position	48,010,038	26,060,433	21,949,605	84.2	25,767,150	22,242,888	86.3
Net income (loss)	(37,221,988)	(10,054,742)	(27,167,246)	(270.2)	(28,062,469)	(9,159,519)	(32.6)
Total net position	471,104,235	489,816,699	(18,712,464)	(3.8)	502,121,543	(31,017,308)	(6.2)
Total	\$ 1,369,817,376	\$ 1,381,385,846	\$ (11,568,470)	(0.8)	\$ 1,391,195,235	\$ (21,377,859)	(1.5)

Metro
Statement of Activities
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Passenger revenue	\$ 10,296,142	\$ 11,356,880	\$ (1,060,738)	(9.3)	\$ 10,865,311	\$ 21,810,312	\$ 23,854,943	\$ (2,044,631)	(8.6)	\$ 22,661,694
City of St. Louis ¹	7,482,016	8,476,777	(994,761)	(11.7)	8,431,083	17,344,847	19,285,325	(1,940,478)	(10.1)	17,660,413
St. Louis County ¹	30,452,956	28,492,076	1,960,880	6.9	29,364,160	68,174,751	70,485,696	(2,310,945)	(3.3)	61,903,839
St. Clair County Transit District ¹	10,244,765	13,565,648	(3,320,883)	(24.5)	14,063,239	26,682,248	27,131,297	(449,049)	(1.7)	28,550,761
State of Missouri and Illinois ¹	365,815	399,841	(34,026)	(8.5)	215,651	366,925	799,682	(432,757)	(54.1)	570,546
Federal funding ¹	4,099,713	5,152,594	(1,052,881)	(20.4)	5,426,137	8,597,156	10,305,187	(1,708,031)	(16.6)	9,538,649
Other local/regional funding ¹	128,499	5,223,106	(5,094,607)	(97.5)	81,284	361,922	10,446,212	(10,084,290)	(96.5)	165,752
Advertising, maint services, rental income	1,964,946	2,197,094	(232,148)	(10.6)	1,750,622	4,137,029	4,477,707	(340,678)	(7.6)	3,876,327
Other revenue	-	-	-	-	-	55,279	-	55,279	-	-
Interest income	717,868	254,770	463,098	181.8	471,371	1,222,742	447,750	774,992	173.1	677,821
Total revenue	<u>65,752,720</u>	<u>75,118,786</u>	<u>(9,366,066)</u>	<u>(12.5)</u>	<u>70,668,858</u>	<u>148,753,211</u>	<u>167,233,799</u>	<u>(18,480,588)</u>	<u>(11.1)</u>	<u>145,605,802</u>
Expense										
Wages and benefits ¹	47,860,452	49,160,244	1,299,792	2.6	44,479,939	96,330,803	99,444,747	3,113,944	3.1	89,217,647
Services	7,153,463	13,420,098	6,266,635	46.7	6,332,548	13,808,833	27,508,975	13,700,142	49.8	12,311,420
Fuel and lube consumed	2,449,875	3,118,862	668,987	21.4	2,560,114	4,986,431	6,370,584	1,384,153	21.7	5,695,483
Materials and supplies	5,712,651	6,363,124	650,473	10.2	4,982,746	11,989,414	12,688,503	699,089	5.5	9,897,458
Utilities	1,559,738	2,056,304	496,566	24.1	1,542,832	3,517,494	4,216,515	699,021	16.6	3,548,891
Casualty and liability costs	2,903,108	1,396,467	(1,506,641)	(107.9)	1,638,093	4,908,330	2,795,737	(2,112,593)	(75.6)	3,083,588
Other expenses	1,580,432	1,729,542	149,110	8.6	1,644,964	2,947,655	3,422,171	474,516	13.9	2,891,227
Interest expense	4,632,124	4,652,684	20,560	0.4	4,668,757	9,320,204	9,305,368	(14,836)	(0.2)	9,378,658
Unrealized gain (loss) on investments	(464,701)	-	464,701	-	-	(464,701)	-	464,701	-	-
Contribution to outside entities	276,769	176,668	(100,101)	(56.7)	136,200	619,524	353,336	(266,188)	(75.3)	237,912
Other non-operating expense	191,740	-	(191,740)	-	596,753	-	-	-	-	212,703
Total expense	<u>73,855,651</u>	<u>82,073,993</u>	<u>8,218,342</u>	<u>10.0</u>	<u>68,582,946</u>	<u>147,963,987</u>	<u>166,105,936</u>	<u>18,141,949</u>	<u>10.9</u>	<u>136,474,987</u>
Income (loss) before depreciation	<u>(8,102,931)</u>	<u>(6,955,207)</u>	<u>(1,147,724)</u>	<u>(16.5)</u>	<u>2,085,912</u>	<u>789,224</u>	<u>1,127,863</u>	<u>(338,639)</u>	<u>(30.0)</u>	<u>9,130,815</u>
Depreciation and amortization expense	18,779,248	18,020,581	(758,667)	(4.2)	18,361,473	37,425,364	35,668,453	(1,756,911)	(4.9)	36,776,633
Net income (loss) before transfers	<u>(26,882,179)</u>	<u>(24,975,788)</u>	<u>(1,906,391)</u>	<u>(7.6)</u>	<u>(16,275,561)</u>	<u>(36,636,140)</u>	<u>(34,540,590)</u>	<u>(2,095,550)</u>	<u>(6.1)</u>	<u>(27,645,818)</u>
Net transfers in (out)	<u>(285,067)</u>	<u>(442,041)</u>	<u>156,974</u>	<u>35.5</u>	<u>(211,618)</u>	<u>(585,848)</u>	<u>(884,082)</u>	<u>298,234</u>	<u>33.7</u>	<u>(416,651)</u>
Net income (loss)	<u>\$ (27,167,246)</u>	<u>\$ (25,417,829)</u>	<u>\$ (1,749,417)</u>	<u>(6.9)</u>	<u>\$ (16,487,179)</u>	<u>\$ (37,221,988)</u>	<u>\$ (35,424,672)</u>	<u>\$ (1,797,316)</u>	<u>(5.1)</u>	<u>\$ (28,062,469)</u>

¹ - Detailed schedule included.

Metro
Detailed Schedule of Contract, Sales Tax and Grant Revenue
For the Quarter Ended December 31, 2017
(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										
City of St. Louis 1/2 cent	\$ 4,263,955	\$ 4,145,829	\$ 118,126	2.8	\$ 3,780,324	\$ 9,659,820	\$ 10,016,631	\$ (356,811)	(3.6)	\$ 8,399,018
City of St. Louis 1/4 cent	1,934,793	2,398,010	(463,217)	(19.3)	2,190,911	4,508,447	5,145,549	(637,102)	(12.4)	4,575,632
City of St. Louis Prop M2 (1/4 cent)	1,283,268	1,932,938	(649,670)	(33.6)	2,459,848	3,176,580	4,123,145	(946,565)	(23.0)	4,685,763
Total City of St. Louis	<u>7,482,016</u>	<u>8,476,777</u>	<u>(994,761)</u>	<u>(11.7)</u>	<u>8,431,083</u>	<u>17,344,847</u>	<u>19,285,325</u>	<u>(1,940,478)</u>	<u>(10.1)</u>	<u>17,660,413</u>
St. Louis County 1/2 cent	9,574,472	3,712,415	5,862,057	157.9	1,864,347	21,246,276	8,177,813	13,068,463	159.8	4,152,265
St. Louis County 1/4 cent	7,906,752	8,483,142	(576,390)	(6.8)	8,611,457	18,035,070	18,667,259	(632,189)	(3.4)	18,325,077
St. Louis County Prop A (1/2 cent)	12,971,732	16,296,519	(3,324,787)	(20.4)	18,888,356	28,893,405	43,640,624	(14,747,219)	(33.8)	39,426,497
Total St. Louis County	<u>30,452,956</u>	<u>28,492,076</u>	<u>1,960,880</u>	<u>6.9</u>	<u>29,364,160</u>	<u>68,174,751</u>	<u>70,485,696</u>	<u>(2,310,945)</u>	<u>(3.3)</u>	<u>61,903,839</u>
East-West Gateway Council of Govts.	45,650	40,000	5,650	14.1	40,000	85,650	80,000	5,650	7.1	80,000
Non-capital projects and other	82,849	5,183,106	(5,100,257)	(98.4)	41,284	276,272	10,366,212	(10,089,940)	(97.3)	85,752
Total other local	<u>128,499</u>	<u>5,223,106</u>	<u>(5,094,607)</u>	<u>(97.5)</u>	<u>81,284</u>	<u>361,922</u>	<u>10,446,212</u>	<u>(10,084,290)</u>	<u>(96.5)</u>	<u>165,752</u>
State of Missouri	365,815	116,047	249,768	215.2	206,118	365,815	232,094	133,721	57.6	564,423
Total State of Missouri	<u>365,815</u>	<u>116,047</u>	<u>249,768</u>	<u>215.2</u>	<u>206,118</u>	<u>365,815</u>	<u>232,094</u>	<u>133,721</u>	<u>57.6</u>	<u>564,423</u>
Total Missouri	<u>38,429,286</u>	<u>42,308,006</u>	<u>(3,878,720)</u>	<u>(9.2)</u>	<u>38,082,645</u>	<u>86,247,335</u>	<u>100,449,327</u>	<u>(14,201,992)</u>	<u>(14.1)</u>	<u>80,294,427</u>
Illinois										
St. Clair Transit District	10,244,765	13,565,648	(3,320,883)	(24.5)	14,063,239	26,682,248	27,131,297	(449,049)	(1.7)	28,550,761
State of Illinois	-	283,794	(283,794)	(100.0)	9,533	1,110	567,588	(566,478)	(99.8)	6,123
Total Illinois	<u>10,244,765</u>	<u>13,849,442</u>	<u>(3,604,677)</u>	<u>(26.0)</u>	<u>14,072,772</u>	<u>26,683,358</u>	<u>27,698,885</u>	<u>(1,015,527)</u>	<u>(3.7)</u>	<u>28,556,884</u>
Total local and state	<u>48,674,051</u>	<u>56,157,448</u>	<u>(7,483,397)</u>	<u>(13.3)</u>	<u>52,155,417</u>	<u>112,930,693</u>	<u>128,148,212</u>	<u>(15,217,519)</u>	<u>(11.9)</u>	<u>108,851,311</u>
Federal										
Vehicle maintenance	4,000,000	4,000,000	-	-	4,000,000	8,000,000	8,000,000	-	-	8,000,000
Non-capital grants (i.e. JARC)	99,713	1,152,594	(1,052,881)	(91.3)	1,426,137	597,156	2,305,187	(1,708,031)	(74.1)	1,538,649
Total federal	<u>4,099,713</u>	<u>5,152,594</u>	<u>(1,052,881)</u>	<u>(20.4)</u>	<u>5,426,137</u>	<u>8,597,156</u>	<u>10,305,187</u>	<u>(1,708,031)</u>	<u>(16.6)</u>	<u>9,538,649</u>
Total contract, sales tax and grant revenue	<u>\$ 52,773,764</u>	<u>\$ 61,310,042</u>	<u>\$ (8,536,278)</u>	<u>(13.9)</u>	<u>\$ 57,581,554</u>	<u>\$ 121,527,849</u>	<u>\$ 138,453,399</u>	<u>\$ (16,925,550)</u>	<u>(12.2)</u>	<u>\$ 118,389,960</u>

Metro
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 31,460,048	\$ 32,636,762	\$ 1,176,714	3.6	\$ 30,036,247	\$ 63,429,001	\$ 66,244,799	\$ 2,815,798	4.3	\$ 60,473,884
Company paid benefits										
Payroll related taxes and insurance										
FICA	2,196,445	2,468,163	271,718	11.0	2,099,167	4,450,246	5,006,307	556,061	11.1	4,245,572
Unemployment insurance	9,777	16,717	6,940	41.5	11,174	23,186	40,463	17,277	42.7	31,175
Worker's compensation insurance	2,411,273	1,001,220	(1,410,053)	(140.8)	1,074,419	4,666,955	2,002,440	(2,664,515)	(133.1)	2,091,421
Health and welfare										
Medical	5,582,085	6,685,096	1,103,011	16.5	5,465,699	11,147,447	13,425,482	2,278,035	17.0	10,904,673
Dental	144,494	145,998	1,504	1.0	143,228	293,722	293,802	80	-	300,452
Other post employment benefits	490,326	399,141	(91,185)	(22.8)	431,211	1,387,300	801,085	(586,215)	(73.2)	861,763
Life insurance / AD&D	87,316	93,126	5,810	6.2	156,372	143,101	186,867	43,766	23.4	271,100
Short and long term disability	48,614	38,648	(9,966)	(25.8)	40,262	104,411	77,295	(27,116)	(35.1)	123,949
FMLA administration expense	-	15,085	15,085	100.0	5,330	-	30,361	30,361	100.0	21,175
EAP expense	8,974	9,417	443	4.7	8,942	18,219	18,949	730	3.9	18,693
Retirement										
Pension expense	4,912,674	4,941,400	28,726	0.6	4,570,622	9,643,668	9,925,233	281,565	2.8	8,996,630
401 K contributions	359,785	570,853	211,068	37.0	315,090	774,359	1,141,707	367,348	32.2	691,769
Other										
Uniform allowance	213,238	234,278	21,040	9.0	228,186	410,210	441,280	31,070	7.0	393,157
Miscellaneous benefits	652	5,601	4,949	88.4	714	677	11,199	10,522	94.0	9,441
Benefit costs applied to capital projects	(65,249)	(101,261)	(36,012)	(35.6)	(106,724)	(161,699)	(202,522)	(40,823)	(20.2)	(217,207)
Total company paid benefits	<u>16,400,404</u>	<u>16,523,482</u>	<u>123,078</u>	<u>0.7</u>	<u>14,443,692</u>	<u>32,901,802</u>	<u>33,199,948</u>	<u>298,146</u>	<u>0.9</u>	<u>28,743,763</u>
Total wages and benefits	<u>\$ 47,860,452</u>	<u>\$ 49,160,244</u>	<u>\$ 1,299,792</u>	<u>2.6</u>	<u>\$ 44,479,939</u>	<u>\$ 96,330,803</u>	<u>\$ 99,444,747</u>	<u>\$ 3,113,944</u>	<u>3.1</u>	<u>\$ 89,217,647</u>

Metro
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

	<u>Total</u>	<u>Revenue Fund</u>	<u>Operating Fund</u>	<u>Internally Restricted Fund</u>	<u>Missouri Local Funds</u>	<u>Commodity Fund</u>	<u>Insurance Fund</u>	<u>Cross County Trustee Funds (2)</u>	<u>Other Restricted Fund</u>
Balance October 1, 2017									
Cash & Investments	\$ 228,772,471	\$ 1,647,120	\$ 33,950,750	\$ 15,834,893	\$ 107,927,984	\$ 4,107,738	\$ 5,344,591	\$ 51,463,285	\$ 8,496,110
Add :									
Passenger Fares	10,741,375	10,741,375	-	-	-	-	-	-	-
City of St. Louis	12,445,067	-	7,988,532	-	-	-	-	4,456,535	-
St. Louis County	51,801,002	-	27,485,494	-	-	-	-	24,315,508	-
State of Illinois	188,721	-	188,721	-	-	-	-	-	-
St. Clair County	11,711,486	-	11,711,486	-	-	-	-	-	-
FTA	2,804,096	-	2,804,096	-	-	-	-	-	-
Commodity Fund	379,285	-	-	-	-	379,285	-	-	-
All Other	25,256,653	-	24,602,457	21,954	329,666	-	8,080	292,999	1,497
Cash Receipts	115,327,685	10,741,375	74,780,786	21,954	329,666	379,285	8,080	29,065,042	1,497
Interfund Transfers	-	(10,830,316)	7,505,757	-	2,418,000	(3,000,000)	3,901,953	-	4,606
Less:									
Cash Disbursements	(117,166,449)	(139,586)	(72,397,356)	-	(836,241)	-	(3,624,818)	(40,168,448)	-
Balance December 31, 2017									
Cash & Investments	226,933,707	1,418,593	43,839,937	15,856,847	109,839,409	1,487,023	5,629,806	40,359,879	8,502,213
Less:									
Pre-Encumbrances & Restrictions									
Local Match - Approved Grants	37,823,853	-	-	-	37,823,853	-	-	-	-
- Grant Applications	14,468,431	-	-	-	14,468,431	-	-	-	-
- Long Range Capital Programs (1)	57,547,125	-	-	-	57,547,125	-	-	-	-
Other Restrictions	117,094,298	1,418,593	43,839,937	15,856,847	-	1,487,023	5,629,806	40,359,879	8,502,213
Total Restrictions	226,933,707	1,418,593	43,839,937	15,856,847	109,839,409	1,487,023	5,629,806	40,359,879	8,502,213
Unencumbered Cash & Investments	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

(1) Restricted to finance obligations.

(2) Cross County Trustee Funds are being added to the Metro Cash Receipts and Disbursements Schedule

Metro Transit
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities

Receipts from customers	\$ 25,481,936
Payments to employees	(92,660,145)
Payments to vendors	(20,537,833)
Payments for self-insurance	(4,908,330)
Receipts (payments) from inter-fund activity	<u>(4,366,725)</u>

Net cash provided by (used in) operating activities (96,991,097)

Cash flows from non capital financing activities

None	
Operating assistance received	124,895,717
Contributions to outside entities	(619,524)
Net transfers	(585,848)
Nonoperating contributions	<u>38,212</u>

Net cash provided by (used in) non capital financing activities 123,728,557

Cash flows from capital and related financing activities

None	
Acquisitions of capital assets	(10,805,205)
Payments of long-term debt	(8,275,000)
Interest Paid	(10,480,644)
Contributed capital	<u>14,486,142</u>

Cash flows from capital and related financing activities (15,074,707)

Cash flows from investing activities

None	
Purchases of investments	(58,280,387)
Proceeds from sale of investments	44,062,617
Interest received	<u>1,208,155</u>

Net cash provided by (used in) investing activities (13,009,615)

Net increase (decrease) in cash and cash equivalents (1,346,862)

Cash and cash equivalents, beginning of year 108,607,481

Cash and cash equivalents, year to date \$ 107,260,619

Supplemental disclosure of cash flow information

Noncash Activities:

Interest received on capital lease	\$ 3,312,828
Interest accrued on capital lease	(3,312,828)
Changes in Unfunded Pension Liability	2,747,502
Changes in Unrealized Loss on Fuel Hedge	3,196,519
Deferred Unfunded OPEB Loss	980,652
Deferred Loss Amortization	204,419
Deferred charges	37,028
Capital tower lease interest amortization	(20,998)
Unrealized Loss on Investments	464,701
Discounts on bonds	(4,057)
Premium on bonds	14,587
Gain on disposal of fixed assets	17,067

Metro
Schedule of Aged Receivables
December 31, 2017
(unaudited)

	Less than 30 days	31-60 days	61-90 days	91-180 days	181-360 days	Over 361 days	Total
Due from TMA Customers	\$ 505,516	\$ 355,897	\$ 3,267	\$ 66,188	\$ 36,942	\$ 686	\$ 968,496
Due from Call-A-Ride	170,242	364	-	839	428	-	171,873
Due from Advertising (Marketing)	106,167	-	-	375,688	-	-	481,855
Due from Leases and Rents	105,015	1,180	53,755	17,837	6,000	518	184,305
Due from Auxiliary Services/Others	325,207	65,532	375,413	458,222	-	-	1,224,374
Due from Grants (Accounting)	1,297,796	1,942,908	1,728,935	1,424,988	2,758,274	393,978	9,546,879
Due from Passes	295,835	95,659	50,539	124,976	114,870	672	682,551
Total	\$ 2,805,778	\$ 2,461,540	\$ 2,211,909	\$ 2,468,738	\$ 2,916,514	\$ 395,854	\$ 13,260,333

Metro
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Project #					
1237 CAR Van Replacement FY07	\$ 3,467,603	\$ -	\$ -	\$ 2,916,821	\$ 550,782
1279 Fare Collection System Upgrade/Replacement (06 Earmark)	31,584,490	212,219	755,492	28,030,526	3,553,964
1361 Radio System CAD/AVL	23,869,707	361,687	476,485	14,478,661	9,391,046
1574 CAR Van Replacement	8,596,457	-	-	8,334,096	262,361
1668 Embankment Erosion	z 3,223,073	-	1,110	646,800	2,576,273
1708 Feeder Wire/Water Mitigation MO--12	z 1,058,564	38,680	38,680	725,649	332,915
1722 Missouri Slopes Stability	z 1,144,600	613	2,408	855,344	289,256
1734 EADS Bridge Rehab Phase II	20,211,239	-	-	17,836,813	2,374,426
1739 Civic Center Transfer Center	10,590,828	252,473	2,079,009	9,725,795	865,033
1755 IT Systems Upgrade Yr 2 - FY13	1,225,750	58,898	161,104	881,486	344,264
1756 North County Transit Center	10,379,975	-	-	10,279,428	100,547
1817 Radio System Tower Sites	6,555,992	-	537,829	4,406,680	2,149,312
1844 Tactile Warning Strip Phase II	z 1,547,254	-	-	1,026,830	520,424
1848 Articulated Buses	11,416,297	-	-	6,490,426	4,925,871
1855 Arch Bike Trail	z 1,105,000	9,781	9,781	1,006,329	98,671
1860 Bus Procurement Duluth	20,911,804	-	-	20,910,583	1,221
1862 North County Transit Phase II	2,200,481	-	-	1,664,683	535,798
1863 Bus Procurement Duluth II	11,221,910	-	-	10,895,813	326,097
1869 Phase 1 Audio Frequency Circuit	3,101,678	-	-	1,374,287	1,727,391

Metro
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Projects continued					
1885 TOI Operation Management Software	\$ 2,859,367	\$ 4,625	\$ (21,384)	\$ 1,251,367	\$ 1,608,000
1887 TOI Transit Business Intellegence	1,031,572	4,800	9,600	11,403	1,020,169
1905 Buses - FY13 CMAQ	18,565,431	16,327	16,327	18,223,283	342,148
1937 Innovative High School Career	z 2,129,435	97,625	97,625	97,625	2,031,810
1941 Duluth Piggyback III 40'	12,694,943	3,873	3,873	12,357,708	337,235
1955 Spruce Street Bridge	7,549,171	268,363	349,391	7,365,529	183,642
1959 Z-Gate Ped Barriers & Fence	1,257,938	17,180	31,408	351,839	906,099
1960 Rail ROW Repairs-MP 0-15.4 MO	1,905,200	-	-	66,612	1,838,588
1962 Elevator Rehab - 8 Units - MO	2,749,100	16,035	24,080	238,868	2,510,232
1973 Portable Bus Lifting System - MO	1,018,482	-	341,325	877,290	141,192
1983 DC to AC Rail Car Upgrades	22,500,000	-	-	-	22,500,000
1988 Ewing Wall Rehabilitation	10,037,743	-	-	4,975,303	5,062,440
1991 Financial Report-Budget Software	1,056,763	30,100	181,332	729,932	326,831
1997 IL Bus Facility Rehabilitation	1,850,692	136,425	148,438	763,852	1,086,840
2000 Administrative Facility	1,604,600	-	-	1,176,677	427,923
2020 Feeder Wire-Water Mitigation	z 1,644,372	-	-	925,353	719,019
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	3,238,353	-	-	-	3,238,353
2054 Call-A-Ride Vans (7) FY15	2,161,300	-	-	849,320	1,311,980

Metro
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description	Budget	Current	Year-To-Date	Life-To-Date	Balance
Projects continued					
2057 Non-Rev Vehicles (16) MO FY14	\$ 1,146,145	\$ 410,089	\$ 410,089	\$ 410,089	\$ 736,056
2060 Boyle Street ML Station	13,303,577	1,983,749	2,592,048	4,729,660	8,573,917
2061 CWE ML Station Rehab	1,644,046	11,692	95,313	338,962	1,305,084
2070 DC to AC Propulsion YR 2	3,900,303	-	-	-	3,900,303
2077 Buses FY15 Bus Facility	3,615,724	-	-	3,065,699	550,025
2078 Buses FY14 CMAQ	5,210,000	-	-	4,817,527	392,473
2079 MO Buses	4,018,076	-	-	3,503,656	514,420
2081 Convention Center Escalator FY15 SGR	1,103,500	-	-	-	1,103,500
2094 CAR Vans (7) FY14 Fed Formula	1,479,456	-	-	849,320	630,136
2108 Buses (8) IDOT Reimburse SCCTD	3,792,738	-	-	1,751,828	2,040,910
2109 Union Station Tunnel	40,136,324	174,827	294,024	997,103	39,139,221
2113 TAM-EAM System Development	3,000,000	235,500	235,500	235,500	2,764,500
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
2143 CCTV Cameras	2,100,500	-	-	-	2,100,500
2145 Public Address System Upgrade	1,960,000	-	-	-	1,960,000
2149 Non-Revenue Vehicles MO (26) FY15/16	1,137,500	-	-	-	1,137,500
2175 Buses FY16 Fed Formula	1,356,532	-	-	-	1,356,532
2181 Buses FY17 Bus Formula	3,544,079	-	-	-	3,544,079
2205 IT Systems Upgrade FY15	1,713,739	-	-	-	1,713,739
2207 IT Systems Upgrade FY16	1,700,000	-	-	-	1,700,000
All others	*z 43,390,716	1,188,968	1,627,349	20,681,554	22,709,162
Total Active Projects	\$ 428,506,143	\$ 5,534,529	\$ 10,498,236	\$ 236,199,594	\$ 192,306,549

* "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

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

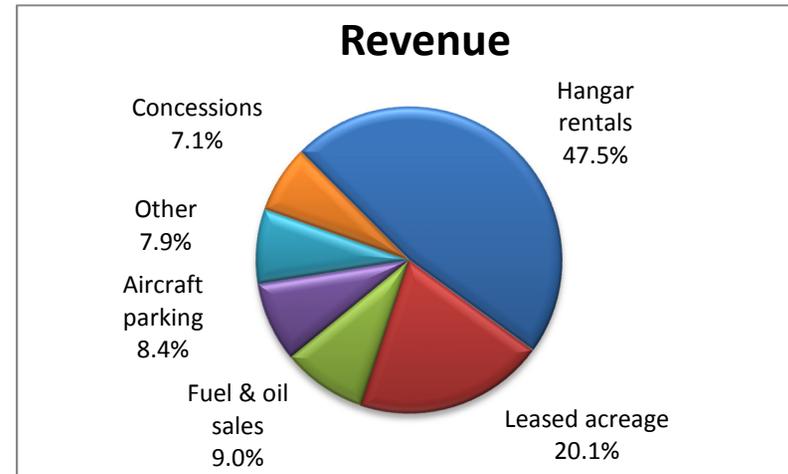
Fast Facts

Gulfstream Aerospace Services Corp, a subsidiary of General Dynamics, will begin maintenance operations in the Jet Aviation location. This move gives Gulfstream additional support capabilities for their customers.

Financial Data

Income before depreciation was \$37.6 thousand. This result is favorable compared to the prior fiscal year by \$79.2 thousand.

Revenue increased approximately \$39.8 thousand compared to prior fiscal year. Increased revenue is due to higher hanger rental income and After Hours ARFF services. Actual revenue was 6.9% less than budget.



Total **Expense** is \$769.6 thousand. This is a decrease of \$39.5 thousand under the prior year and \$76.1 thousand under budget.

Wages and benefits are 2.9% greater than fiscal year 2017.

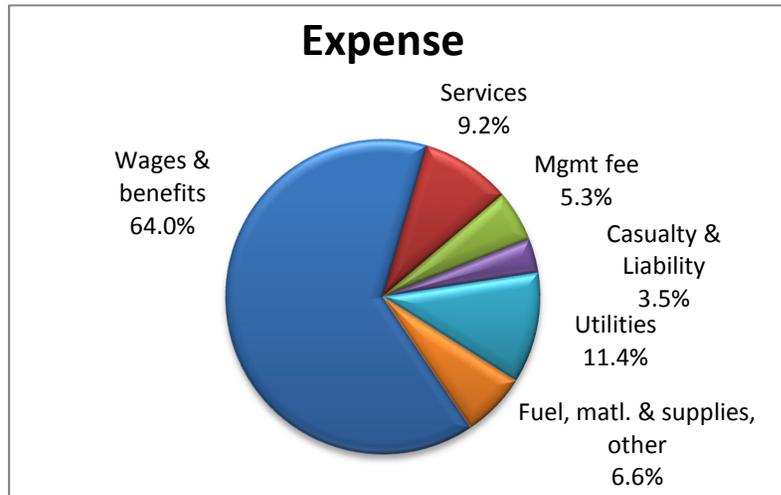
Services decreased \$51.4 thousand compared to the prior year due to less consulting fees and temporary help.

Utilities are less than the prior year by \$2.2 thousand.

St. Louis Downtown Airport

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)



Performance Data

Performance Indicators			
YTD	Fuel sales (gallons)	Aircraft movements	Avg. based aircraft
FY18 Actual	889,315	48,595	313
FY18 Budget	886,815	45,000	320
FY17 Actual	837,098	57,578	320

Average based aircraft is seven below prior year levels and FY18 budget.

Aircraft movements decreased 15.6% from the prior year while fuel sales increased 6.2% over the prior year. Airport activity can vary because of the economy, weather conditions, time of the year, and special events.

St. Louis Downtown Airport
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 638,208	\$ 410,338	\$ 227,870	55.5	\$ 41,471	\$ 596,737	n/a
Accounts and notes receivable	156,139	179,515	(23,376)	(13.0)	73,993	82,146	111.0
Interfund accounts receivable	-	-	-	n/a	442,438	(442,438)	(100.0)
Materials and supplies inventory	61,074	61,074	-	-	61,592	(518)	(0.8)
Other current assets	48,705	73,057	(24,352)	(33.3)	47,721	984	2.1
Total current assets	<u>904,126</u>	<u>723,984</u>	<u>180,142</u>	24.9	<u>667,215</u>	<u>236,911</u>	35.5
Capital assets							
Capital assets	52,767,545	52,830,145	(62,600)	(0.1)	52,803,944	(36,399)	(0.1)
Accumulated depreciation	(36,569,170)	(36,275,178)	(293,992)	(0.8)	(35,185,745)	(1,383,425)	(3.9)
Total capital assets, net	<u>16,198,375</u>	<u>16,554,967</u>	<u>(356,592)</u>	(2.2)	<u>17,618,199</u>	<u>(1,419,824)</u>	(8.1)
Land	4,542,564	4,542,564	-	-	4,542,564	-	-
Construction-in-process	124,213	105,816	18,397	17.4	54,408	69,805	128.3
Total capital assets	<u>20,865,152</u>	<u>21,203,347</u>	<u>(338,195)</u>	(1.6)	<u>22,215,171</u>	<u>(1,350,019)</u>	(6.1)
Non-current assets							
Deferred charges	13,531	3,916	9,615	245.5	17,138	(3,607)	(21.0)
Total non-current assets	<u>13,531</u>	<u>3,916</u>	<u>9,615</u>	245.5	<u>17,138</u>	<u>(3,607)</u>	(21.0)
Total assets	<u>21,782,809</u>	<u>21,931,247</u>	<u>(148,438)</u>	(0.7)	<u>22,899,524</u>	<u>(1,116,715)</u>	(4.9)
Total	<u>\$ 21,782,809</u>	<u>\$ 21,931,247</u>	<u>\$ (148,438)</u>	(0.7)	<u>\$ 22,899,524</u>	<u>\$ (1,116,715)</u>	(4.9)

St. Louis Downtown Airport
Quarterly Statement of Financial Position
December 31, 2017
(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	\$ 26,646	\$ (25,646)	(96.2)	\$ 11,800	\$ (10,800)	(91.5)
Interfund accounts payable	563,862	352,555	211,307	59.9	73,480	490,382	667.4
Accrued expenses	72,700	72,700	-	-	65,200	7,500	11.5
Other current liabilities	4,204	4,368	(164)	(3.8)	8,806	(4,602)	(52.3)
Total current liabilities	<u>641,766</u>	<u>456,269</u>	<u>185,497</u>	40.7	<u>159,286</u>	<u>482,480</u>	302.9
Non-current liabilities							
Other post-employment benefits	364,531	364,531	-	-	346,601	17,930	5.2
Long-term insurance	-	-	-	n/a	27,154	(27,154)	(100.0)
Unfunded pension liabilities	57,516	57,516	-	-	153,620	(96,104)	(62.6)
Total non-current liabilities	<u>422,047</u>	<u>422,047</u>	<u>-</u>	-	<u>527,375</u>	<u>(105,328)</u>	(20.0)
Total liabilities	<u>1,063,813</u>	<u>878,316</u>	<u>185,497</u>	21.1	<u>686,661</u>	<u>377,152</u>	54.9
Net Position							
Net position - capital investments	20,865,152	21,203,347	(338,195)	(1.6)	22,236,321	(1,371,169)	(6.2)
Net position	522,348	166,677	355,671	213.4	760,399	(238,051)	(31.3)
Net income (loss)	(668,504)	(317,093)	(351,411)	(110.8)	(783,857)	115,353	14.7
Total net position	<u>20,718,996</u>	<u>21,052,931</u>	<u>(333,935)</u>	(1.6)	<u>22,212,863</u>	<u>(1,493,867)</u>	(6.7)
Total	<u>\$ 21,782,809</u>	<u>\$ 21,931,247</u>	<u>\$ (148,438)</u>	(0.7)	<u>\$ 22,899,524</u>	<u>\$ (1,116,715)</u>	(4.9)

St. Louis Downtown Airport
Statement of Activities
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Airport parking	\$ 33,945	\$ 35,439	\$ (1,494)	(4.2)	\$ 34,798	\$ 67,908	\$ 70,878	\$ (2,970)	(4.2)	\$ 69,595
Leased acreage	82,338	148,413	(66,075)	(44.5)	90,943	162,292	296,826	(134,534)	(45.3)	175,077
Hangar rental	205,732	130,594	75,138	57.5	185,661	381,601	261,187	120,414	46.1	368,522
Aviation sales flowage	30,120	47,184	(17,064)	(36.2)	41,409	72,569	94,368	(21,799)	(23.1)	80,493
Other operating revenue	30,298	41,928	(11,630)	(27.7)	18,626	63,456	83,856	(20,400)	(24.3)	46,099
Concessions	28,718	29,286	(568)	(1.9)	11,387	57,435	58,572	(1,137)	(1.9)	22,673
Service fee revenue	295	50	245	490.0	-	295	100	195	195.0	4,220
Interest income	863	506	357	70.6	275	1,648	1,013	635	62.7	730
Total revenue	<u>412,309</u>	<u>433,400</u>	<u>(21,091)</u>	<u>(4.9)</u>	<u>383,099</u>	<u>807,204</u>	<u>866,800</u>	<u>(59,596)</u>	<u>(6.9)</u>	<u>767,409</u>
Expense										
Wages and benefits ¹	246,280	270,168	23,888	8.8	234,931	490,107	540,358	50,251	9.3	476,313
Services	48,838	29,080	(19,758)	(67.9)	40,224	70,289	58,161	(12,128)	(20.9)	121,736
Fuel and lube consumed	2,841	6,263	3,422	54.6	3,231	7,027	13,313	6,286	47.2	8,336
Materials and supplies	21,745	32,394	10,649	32.9	22,134	45,763	63,596	17,833	28.0	48,174
Utilities	47,136	43,749	(3,387)	(7.7)	45,600	87,580	90,884	3,304	3.6	89,821
Casualty and liability costs	13,343	15,048	1,705	11.3	12,935	26,686	30,041	3,355	11.2	25,853
Other expenses	26,944	30,020	3,076	10.2	27,255	38,462	49,324	10,862	22.0	38,810
Other non-operating expense	3,673	-	(3,673)	-	-	3,673	-	(3,673)	-	-
Total expense	<u>410,800</u>	<u>426,722</u>	<u>15,922</u>	<u>3.7</u>	<u>386,310</u>	<u>769,587</u>	<u>845,677</u>	<u>76,090</u>	<u>9.0</u>	<u>809,043</u>
Income (loss) before depreciation	<u>1,509</u>	<u>6,678</u>	<u>(5,169)</u>	<u>(77.4)</u>	<u>(3,211)</u>	<u>37,617</u>	<u>21,123</u>	<u>16,494</u>	<u>78.1</u>	<u>(41,634)</u>
Depreciation and amortization expense	352,920	398,145	45,225	11.4	367,786	706,121	785,251	79,130	10.1	742,223
Net income (loss)	<u>\$ (351,411)</u>	<u>\$ (391,467)</u>	<u>\$ 40,056</u>	<u>10.2</u>	<u>\$ (370,997)</u>	<u>\$ (668,504)</u>	<u>\$ (764,128)</u>	<u>\$ 95,624</u>	<u>12.5</u>	<u>\$ (783,857)</u>

¹ - Detailed schedule included.

St. Louis Downtown Airport
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 172,151	\$ 174,670	\$ 2,519	1.4	\$ 156,566	\$ 332,983	\$ 349,341	\$ 16,358	4.7	\$ 309,649
Company paid benefits										
Payroll related taxes and insurance										
FICA	12,077	13,362	1,285	9.6	11,051	23,313	26,725	3,412	12.8	21,948
Unemployment insurance	129	525	396	75.4	134	291	1,050	759	72.3	173
Worker's compensation insurance	11,009	12,002	993	8.3	17,387	22,019	24,004	1,985	8.3	37,996
Health and welfare										
Medical	34,864	24,200	(10,664)	(44.1)	31,584	70,884	48,400	(22,484)	(46.5)	59,863
Dental	821	767	(54)	(7.0)	712	1,779	1,535	(244)	(15.9)	1,460
Other post employment benefits	-	6,074	6,074	100.0	2,174	4,619	12,171	7,552	62.0	4,489
Life insurance / AD&D	284	185	(99)	(53.5)	205	632	369	(263)	(71.3)	443
Short and long term disability	879	908	29	3.2	1,053	1,908	1,815	(93)	(5.1)	2,325
FMLA administration expense	-	79	79	100.0	22	-	157	157	100.0	100
EAP expense	44	51	7	13.7	46	97	103	6	5.8	98
Retirement										
Pension expense	-	24,200	24,200	100.0	2,687	6,123	48,400	42,277	87.3	13,356
401 K contributions	9,694	12,644	2,950	23.3	9,165	20,462	25,289	4,827	19.1	20,066
Other										
Uniform allowance	4,328	501	(3,827)	(763.9)	2,145	4,997	999	(3,998)	(400.2)	4,347
Total company paid benefits	<u>74,129</u>	<u>95,498</u>	<u>21,369</u>	<u>22.4</u>	<u>78,365</u>	<u>157,124</u>	<u>191,017</u>	<u>33,893</u>	<u>17.7</u>	<u>166,664</u>
Total wages and benefits	<u>\$ 246,280</u>	<u>\$ 270,168</u>	<u>\$ 23,888</u>	<u>8.8</u>	<u>\$ 234,931</u>	<u>\$ 490,107</u>	<u>\$ 540,358</u>	<u>\$ 50,251</u>	<u>9.3</u>	<u>\$ 476,313</u>

St. Louis Downtown Airport
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Revenue Fund</u>	<u>Investments Operating Fund</u>	<u>Other Restricted Fund</u>
Balance at October 1, 2017				
Cash & Investments	\$ 410,338	\$ 121,664	\$ -	\$ 288,674
Add:				
Customer payments	427,967	427,967	-	-
Interest received	862	-	862	-
Total cash receipts	<u>428,829</u>	<u>427,967</u>	<u>862</u>	<u>-</u>
Interfund transfers	-	(459,825)	457,844	1,981
Less:				
Cash disbursements	<u>(200,959)</u>	<u>(82,259)</u>	<u>(118,700)</u>	<u>-</u>
Total cash disbursements	<u>(200,959)</u>	<u>(82,259)</u>	<u>(118,700)</u>	<u>-</u>
Balance at December 31, 2017				
Cash & Investments	<u>\$ 638,208</u>	<u>\$ 7,547</u>	<u>\$ 340,006</u>	<u>\$ 290,655</u>

St. Louis Downtown Airport
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 712,453	
Payments to employees	(485,488)	Noncash Activities:
Payments to vendors	(353,977)	None
Payments for self-insurance	(26,686)	
Receipts (payments) from inter-fund activity	<u>256,506</u>	
Net cash provided by (used in) operating activities	<u>102,808</u>	
 Cash flows from non capital financing activities		
None		
 Cash flows from capital and related financing activities		
Acquisitions of capital assets	(19,185)	
Contributed capital	<u>17,477</u>	
Cash flows from capital and related financing activities	<u>(1,708)</u>	
 Cash flows from investing activities		
Interest received	<u>1,648</u>	
Net cash provided by (used in) investing activities	<u>1,648</u>	
 Net increase (decrease) in cash and cash equivalents	102,748	
Cash and cash equivalents, beginning of year	<u>535,460</u>	
Cash and cash equivalents, year to date	<u>\$ 638,208</u>	

St. Louis Downtown Airport
Schedule of Aged Receivables - Invoiced
December 31, 2017
(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
A & S Helicopters	\$ 1,294	\$ -	\$ -	\$ 1,261	\$ -	\$ -	\$ 2,555
Air & Sea Leasing	1,319	-	-	1,250	-	-	2,569
Aviation Business Corporation	4,347	222	303	130	-	-	5,002
Fostaire Helicopters	42	-	-	792	408	-	1,242
Greater St. Louis Air & Space Museum	36	960	213	36	-	-	1,245
Ideal Aviation Illinois, LLC	15,497	12,072	8,318	31,476	-	-	67,363
Jet Aviation - Cahokia, IL	30,791	-	-	-	-	-	30,791
Jet Aviation - St. Louis, MO	13,289	8,805	218	732	-	-	23,044
Kenneth Wellbacher	5,811	-	-	-	-	-	5,811
Parks Aviation Holdings LLC	3,037	1,845	1,846	3,047	-	-	9,775
William Wilson	-	-	-	-	690	3,220	3,910
Subtotal	75,463	23,904	10,898	38,724	1,098	3,220	153,307
All other customers	(221)	982 ¹	108	1,153	297 ¹	589	2,908
Total	\$ 75,242	\$ 24,886	\$ 11,006	\$ 39,877	\$ 1,395	\$ 3,809	\$ 156,215

¹ Some customers pay ahead creating credit balances on this report.

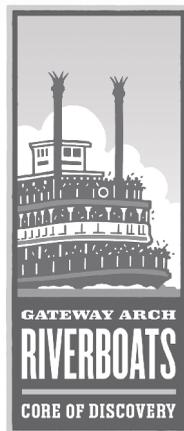
St. Louis Downtown Airport
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description	<u>Budget</u>	<u>Current</u>	<u>Year-To-Date</u>	<u>Life-To-Date</u>	<u>Balance</u>
Project #					
Taxiway Bravo - Phase 1	\$ 4,755,151	\$ -	\$ -	\$ -	\$ 4,755,151
Earthwork - Grade Ditch Parallel to Main Runway	x 755,490	-	-	754,701	789
Environmental Assessment and ALP	x 165,000	18,397	18,397	105,071	59,929
Airport Terminal Roof - Phase 1	x 144,700	-	-	129,773	14,927
Airport Terminal Restaurant Sewer	95,103	-	-	-	95,103
80' Man Lift	84,536	-	-	-	84,536
Air Condition units on terminal	52,835	-	-	-	52,835
Airport Terminal Roof - Phase 2	47,552	-	-	-	47,552
Airport signage	x 36,000	-	-	-	36,000
Zero-Turn Mower	17,964	-	-	-	17,964
Total Active Projects	<u>\$ 6,154,331</u>	<u>\$ 18,397</u>	<u>\$ 18,397</u>	<u>\$ 989,545</u>	<u>\$ 5,164,786</u>

x Projects are carryover from prior year.



BI-STATE
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INSTITUTE



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Riverfront Attractions

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

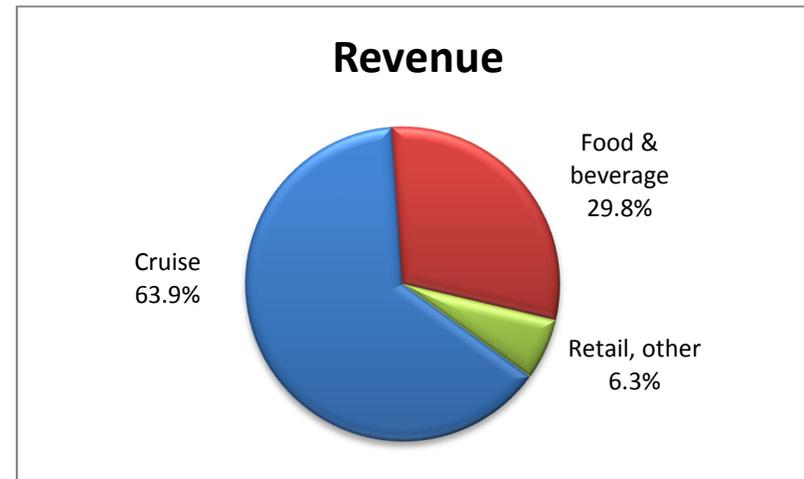
The riverboats and heliport experienced increased attendance for the daily sightseeing cruises, dinner cruises, and helicopter rides. There is also an increase in private charter cruises.

Because of the unseasonably warm weather the riverboats were able to run sightseeing cruises in the month of December. However, due to severe cold temperatures the New Year's Eve cruise had to be cancelled.

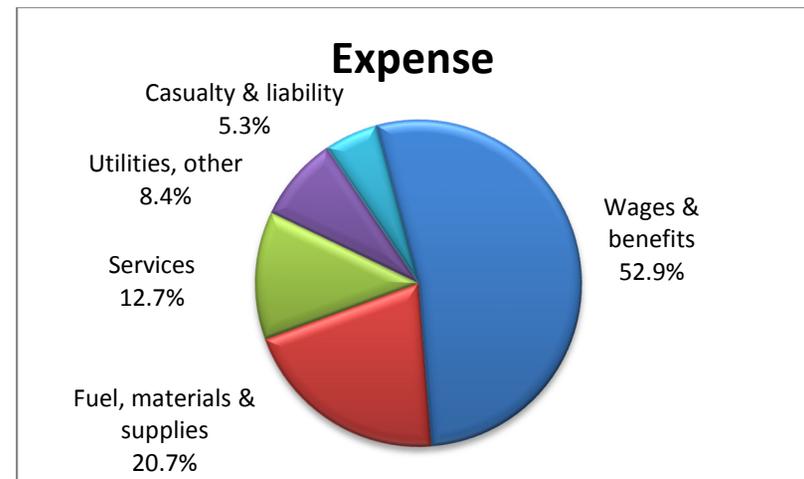
Financial Data

Income before depreciation for Riverfront Attractions is \$494.7 thousand compared to \$342.9 thousand in the prior year.

Revenue is \$1.8 million, which is 12.5% greater than the prior year, a direct result of increased passengers, cruises, and passengers on each cruise.



Total Expense is \$1.4 million up 5.2% from last year.



Riverfront Attractions

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Services Expense are 8.7% greater than the prior year due to increased credit card fees and entertainment costs, a direct result of increased passengers and cruises.

The 8.0% increase in **materials and supplies** over the prior year reflects the additional cost of consumable goods related to the increased number of cruises.

Performance Data

Performance Indicators			
YTD	Passengers	Cruises	Passengers per Cruise
FY18 Actual	71,130	556	128
FY18 Budget	68,600	548	125
FY17 Actual	64,815	542	120

Total **riverboat passengers** are up 9.7% over the prior year and cruises are up 2.6% over the prior year, both due to fewer flooding issues and the unseasonably warm weather which allowed for sightseeing cruises during the month of December. The performance data indicates that the passenger attendance for FY18 cruises is strong, trending up, and cruises are well attended.

Riverfront Attractions
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 171,169	\$ 106,882	\$ 64,287	60.1	\$ 44,628	\$ 126,541	283.5
Accounts and notes receivable	13,939	14,186	(247)	(1.7)	5,500	8,439	153.4
Interfund accounts receivable	169,770	201,382	(31,612)	(15.7)	39,675	130,095	327.9
Materials and supplies inventory	44,942	44,912	30	0.1	45,397	(455)	(1.0)
Other current assets	70,057	105,085	(35,028)	(33.3)	71,794	(1,737)	(2.4)
Total current assets	<u>469,877</u>	<u>472,447</u>	<u>(2,570)</u>	(0.5)	<u>206,994</u>	<u>262,883</u>	127.0
Capital assets							
Capital assets	5,109,041	5,098,609	10,432	0.2	5,165,414	(56,373)	(1.1)
Accumulated depreciation	(3,875,521)	(3,810,790)	(64,731)	(1.7)	(3,759,872)	(115,649)	(3.1)
Total capital assets, net	<u>1,233,520</u>	<u>1,287,819</u>	<u>(54,299)</u>	(4.2)	<u>1,405,542</u>	<u>(172,022)</u>	(12.2)
Construction-in-process	-	10,432	(10,432)	(100.0)	-	-	n/a
Total capital assets	<u>1,233,520</u>	<u>1,298,251</u>	<u>(64,731)</u>	(5.0)	<u>1,405,542</u>	<u>(172,022)</u>	(12.2)
Total assets	<u>1,703,397</u>	<u>1,770,698</u>	<u>(67,301)</u>	(3.8)	<u>1,612,536</u>	<u>90,861</u>	5.6
Total	<u>\$ 1,703,397</u>	<u>\$ 1,770,698</u>	<u>\$ (67,301)</u>	(3.8)	<u>\$ 1,612,536</u>	<u>\$ 90,861</u>	5.6

Riverfront Attractions
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 10,063	\$ 23,810	\$ (13,747)	(57.7)	\$ 16,145	\$ (6,082)	(37.7)
Interfund accounts payable	1,089,809	964,833	124,976	13.0	651,581	438,228	67.3
Accrued expenses	109,000	109,794	(794)	(0.7)	106,000	3,000	2.8
Other current liabilities	12,688	40,616	(27,928)	(68.8)	71,923	(59,235)	(82.4)
Total current liabilities	<u>1,221,560</u>	<u>1,139,053</u>	<u>82,507</u>	7.2	<u>845,649</u>	<u>375,911</u>	44.5
Non-current liabilities							
Other post-employment benefits	324,850	324,850	-	-	302,600	22,250	7.4
Long-term insurance	-	-	-	n/a	33,654	(33,654)	(100.0)
Unfunded pension liabilities	281,766	281,766	-	-	793,381	(511,615)	(64.5)
Total non-current liabilities	<u>606,616</u>	<u>606,616</u>	<u>-</u>	-	<u>1,129,635</u>	<u>(523,019)</u>	(46.3)
Total liabilities	<u>1,828,176</u>	<u>1,745,669</u>	<u>82,507</u>	4.7	<u>1,975,284</u>	<u>(147,108)</u>	(7.4)
Net Position							
Net position - capital investments	1,233,520	1,298,251	(64,731)	(5.0)	1,439,195	(205,675)	(14.3)
Net position	(1,723,921)	(1,788,652)	64,731	3.6	(2,015,131)	291,210	14.5
Net income (loss)	365,622	515,430	(149,808)	(29.1)	213,188	152,434	71.5
Total net position	<u>(124,779)</u>	<u>25,029</u>	<u>(149,808)</u>	(598.5)	<u>(362,748)</u>	<u>237,969</u>	65.6
Total	<u>\$ 1,703,397</u>	<u>\$ 1,770,698</u>	<u>\$ (67,301)</u>	(3.8)	<u>\$ 1,612,536</u>	<u>\$ 90,861</u>	5.6

Riverfront Attractions
Statement of Activities
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Cruise	\$ 217,661	\$ 203,950	\$ 13,711	6.7	\$ 182,685	\$ 1,180,770	\$ 1,155,650	\$ 25,120	2.2	\$ 1,012,467
Food and beverage	144,609	135,795	8,814	6.5	104,448	549,546	551,325	(1,779)	(0.3)	503,748
Retail	12,533	7,250	5,283	72.9	10,001	70,138	56,850	13,288	23.4	66,009
Other operating revenue	30,244	21,720	8,524	39.2	23,955	74,688	63,331	11,357	17.9	68,180
Other revenue	947	-	947	-	-	947	-	947	-	-
Sales discount	(12,187)	(5,470)	(6,717)	(122.8)	(1,382)	(28,973)	(19,145)	(9,828)	(51.3)	(8,133)
Total revenue	<u>393,807</u>	<u>363,245</u>	<u>30,562</u>	<u>8.4</u>	<u>319,707</u>	<u>1,847,116</u>	<u>1,808,011</u>	<u>39,105</u>	<u>2.2</u>	<u>1,642,271</u>
Expense										
Wages and benefits ¹	287,856	319,304	31,448	9.8	263,908	716,732	748,248	31,516	4.2	679,942
Services	38,108	50,454	12,346	24.5	58,317	171,937	169,939	(1,998)	(1.2)	158,209
Fuel and lube consumed	13,729	12,000	(1,729)	(14.4)	6,199	24,621	30,000	5,379	17.9	28,150
Materials and supplies	54,868	54,114	(754)	(1.4)	52,181	254,733	278,733	24,000	8.6	235,840
Utilities	18,869	21,398	2,529	11.8	19,179	45,129	45,352	223	0.5	45,057
Casualty and liability costs	35,507	42,169	6,662	15.8	35,163	71,136	85,389	14,253	16.7	70,326
Other expenses	29,946	36,937	6,991	18.9	27,655	68,093	71,098	3,005	4.2	67,761
Other non-operating expense	-	-	-	-	14,098	-	-	-	-	14,098
Total expense	<u>478,883</u>	<u>536,376</u>	<u>57,493</u>	<u>10.7</u>	<u>476,700</u>	<u>1,352,381</u>	<u>1,428,759</u>	<u>76,378</u>	<u>5.3</u>	<u>1,299,383</u>
Income (loss) before depreciation	<u>(85,076)</u>	<u>(173,131)</u>	<u>88,055</u>	<u>50.9</u>	<u>(156,993)</u>	<u>494,735</u>	<u>379,252</u>	<u>115,483</u>	<u>30.5</u>	<u>342,888</u>
Depreciation and amortization expense	64,732	78,853	14,121	17.9	64,850	129,113	157,707	28,594	18.1	129,700
Net income (loss)	<u>\$ (149,808)</u>	<u>\$ (251,984)</u>	<u>\$ 102,176</u>	<u>40.5</u>	<u>\$ (221,843)</u>	<u>\$ 365,622</u>	<u>\$ 221,545</u>	<u>\$ 144,077</u>	<u>65.0</u>	<u>\$ 213,188</u>

¹ - Detailed schedule included.

Riverfront Attractions
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 213,967	\$ 227,170	\$ 13,203	5.8	\$ 197,079	\$ 546,814	\$ 552,308	\$ 5,494	1.0	\$ 520,254
Company paid benefits										
Payroll related taxes and insurance										
FICA	15,481	17,380	1,899	10.9	14,281	40,187	42,254	2,067	4.9	37,461
Unemployment insurance	356	971	615	63.3	542	1,782	4,520	2,738	60.6	2,567
Worker's compensation insurance	-	2,321	2,321	100.0	734	-	4,641	4,641	100.0	1,468
Health and welfare										
Medical	21,215	25,300	4,085	16.1	20,973	42,430	50,600	8,170	16.1	42,928
Dental	708	802	94	11.7	736	1,533	1,604	71	4.4	1,627
Other post employment benefits	-	5,563	5,563	100.0	2,192	5,488	11,126	5,638	50.7	5,579
Life insurance / AD&D	309	193	(116)	(60.1)	219	669	386	(283)	(73.3)	482
Short and long term disability	1,025	949	(76)	(8.0)	1,260	2,222	1,898	(324)	(17.1)	2,726
FMLA administration expense	-	82	82	100.0	145	-	164	164	100.0	675
EAP expense	44	54	10	18.5	46	94	108	14	13.0	100
Retirement										
Pension expense	29,635	25,300	(4,335)	(17.1)	18,803	63,606	50,600	(13,006)	(25.7)	49,330
401 K contributions	5,116	13,219	8,103	61.3	5,202	11,706	26,438	14,732	55.7	11,782
Other										
Uniform allowance	-	-	-	-	1,696	201	1,601	1,400	87.4	2,963
Total company paid benefits	<u>73,889</u>	<u>92,134</u>	<u>18,245</u>	<u>19.8</u>	<u>66,829</u>	<u>169,918</u>	<u>195,940</u>	<u>26,022</u>	<u>13.3</u>	<u>159,688</u>
Total wages and benefits	<u>\$ 287,856</u>	<u>\$ 319,304</u>	<u>\$ 31,448</u>	<u>9.8</u>	<u>\$ 263,908</u>	<u>\$ 716,732</u>	<u>\$ 748,248</u>	<u>\$ 31,516</u>	<u>4.2</u>	<u>\$ 679,942</u>

Riverfront Attractions
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>	<u>Change Fund</u>
Balance at October 1, 2017			
Cash & Investments	\$ 106,882	\$ 100,982	\$ 5,900
Add:			
Revenue receipts	380,342	380,342	-
Total cash receipts	<u>380,342</u>	<u>380,342</u>	<u>-</u>
Interfund transfers	-	-	-
Less:			
Cash disbursements	(316,055)	(316,055)	-
Total cash disbursements	<u>(316,055)</u>	<u>(316,055)</u>	<u>-</u>
 Balance at December 31, 2017			
Cash & Investments	<u><u>\$ 171,169</u></u>	<u><u>\$ 165,269</u></u>	<u><u>\$ 5,900</u></u>

Riverfront Attractions
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 1,848,557	
Payments to employees	(711,267)	Noncash Activities:
Payments to vendors	(760,120)	None
Payments for self-insurance	(71,136)	
Receipts (payments) from inter-fund activity	<u>(160,040)</u>	
Net cash provided by (used in) operating activities	<u>145,994</u>	
Cash flows from non capital financing activities		
Nonoperating contributions	<u>947</u>	
Net cash provided by (used in) non capital financing activities	<u>947</u>	
Cash flows from capital and related financing activities		
Acquisitions of capital assets	(10,431)	
Cash flows from capital and related financing activities	<u>(10,431)</u>	
Cash flows from investing activities		
None		
Net increase (decrease) in cash and cash equivalents	136,510	
Cash and cash equivalents, beginning of year	<u>34,659</u>	
Cash and cash equivalents, year to date	<u>\$ 171,169</u>	

Riverfront Attractions
Capital Expenditures for Active Projects
For the Quarter Ended December 31, 2017
(unaudited)

Description		<u>Budget</u>	<u>Current</u>	<u>Year-To-Date</u>	<u>Life-To-Date</u>	<u>Balance</u>
Project #						
Riverboat Gangway	x	\$ 121,052	\$ -	-	\$ 106,833	\$ 14,219
Becky Thatcher Inspection/Dry Docking		175,000	-	-	-	175,000
Total Active Projects		<u>\$ 296,052</u>	<u>\$ -</u>	<u>-</u>	<u>\$ 106,833</u>	<u>\$ 189,219</u>

x Projects are carryover from prior year.



ST LOUIS REGIONAL
FREIGHTWAY

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St. Louis Regional Freightway

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

Mary Lamie, Executive Director, received the Regional Unity Award by the Construction Forum STL on October 25, 2017 in recognition of “her unique ability to transcend industry, political, and geographic borders to help the region market itself as an epicenter globally for freight logistics.”

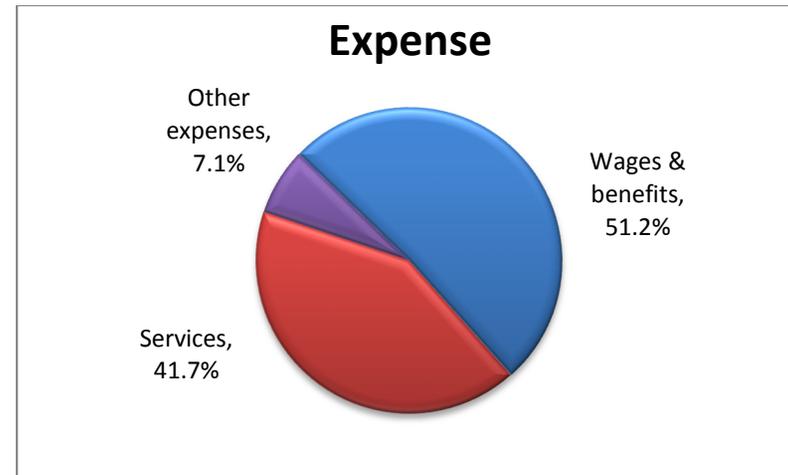
On November 17, 2017 the East-West Gateway Council of Governments presented the St. Louis Regional Freightway with the 2017 Outstanding Local Government Achievement Award for exemplary intergovernmental collaboration.

Financial Data

Net loss for the St. Louis Regional Freightway is \$257.9 thousand.

Revenue of \$75.0 thousand is from East-West Council of Governments as Partnership Revenue Fees and \$25.0 thousand is from The Leadership Council of Southern Illinois.

Expense of \$363.5 thousand includes compensation and benefits of \$186.4 thousand. Services were \$151.0 thousand due to consulting, legal fees, and immaterial office supplies expense. Other expenses were \$25.6 thousand, primarily for dues and subscriptions.



St. Louis Regional Freightway
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 44,500	\$ 49,035	\$ (4,535)	(9.2)	\$ 3,000	\$ 41,500	n/a
Accounts and notes receivable	52,126	25,210	26,916	106.8	249	51,877	n/a
Interfund accounts receivable	-	49,591	(49,591)	(100.0)	-	-	n/a
Total current assets	<u>96,626</u>	<u>123,836</u>	<u>(27,210)</u>	(22.0)	<u>3,249</u>	<u>93,377</u>	n/a
Total assets	<u>96,626</u>	<u>123,836</u>	<u>(27,210)</u>	(22.0)	<u>3,249</u>	<u>93,377</u>	n/a
Total	<u>\$ 96,626</u>	<u>\$ 123,836</u>	<u>\$ (27,210)</u>	(22.0)	<u>\$ 3,249</u>	<u>\$ 93,377</u>	n/a

St. Louis Regional Freightway
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Interfund accounts payable	\$ 972,030	\$ 928,683	\$ 43,347	4.7	\$ 383,649	\$ 588,381	153.4
Accrued expenses	14,900	14,900	-	-	6,900	8,000	115.9
Other current liabilities	15,000	-	15,000	n/a	-	15,000	n/a
Total current liabilities	<u>1,001,930</u>	<u>943,583</u>	<u>58,347</u>	6.2	<u>390,549</u>	<u>611,381</u>	156.5
Non-current liabilities							
Other post-employment benefits	138,287	138,287	-	-	71,442	66,845	93.6
Unfunded pension liabilities	5,092	5,092	-	-	11,853	(6,761)	(57.0)
Total non-current liabilities	<u>143,379</u>	<u>143,379</u>	<u>-</u>	-	<u>83,295</u>	<u>60,084</u>	72.1
Total liabilities	<u>1,145,309</u>	<u>1,086,962</u>	<u>58,347</u>	5.4	<u>473,844</u>	<u>671,465</u>	141.7
Net Position							
Net position	(790,812)	(790,812)	-	-	(293,270)	(497,542)	(169.7)
Net income (loss)	(257,871)	(172,314)	(85,557)	(49.7)	(177,325)	(80,546)	(45.4)
Total net position	<u>(1,048,683)</u>	<u>(963,126)</u>	<u>(85,557)</u>	(8.9)	<u>(470,595)</u>	<u>(578,088)</u>	(122.8)
Total	<u>\$ 96,626</u>	<u>\$ 123,836</u>	<u>\$ (27,210)</u>	(22.0)	<u>\$ 3,249</u>	<u>\$ 93,377</u>	n/a

**St. Louis Regional Freightway
Statement of Activities
For the Quarter Ended December 31, 2017**
(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	\$ 47,500	\$ 15,000	31.6	\$ 37,500	\$ 100,000	\$ 95,000	\$ 5,000	5.3	\$ 100,000
Other revenue	5,585	10,000	(4,415)	(44.2)	-	5,585	20,000	(14,415)	(72.1)	750
Total revenue	<u>68,085</u>	<u>57,500</u>	<u>10,585</u>	18.4	<u>37,500</u>	<u>105,585</u>	<u>115,000</u>	<u>(9,415)</u>	(8.2)	<u>100,750</u>
Expense										
Wages and benefits ¹	93,722	75,626	(18,096)	(23.9)	78,191	186,401	151,251	(35,150)	(23.2)	153,947
Services	33,823	136,250	102,427	75.2	66,676	150,987	272,500	121,513	44.6	100,958
Materials and supplies	354	196	(158)	(80.6)	194	440	391	(49)	(12.5)	2,882
Utilities	-	150	150	100.0	-	-	300	300	100.0	-
Other expenses	25,743	24,375	(1,368)	(5.6)	9,739	25,628	48,750	23,122	47.4	20,288
Total expense	<u>153,642</u>	<u>236,597</u>	<u>82,955</u>	35.1	<u>154,800</u>	<u>363,456</u>	<u>473,192</u>	<u>109,736</u>	23.2	<u>278,075</u>
Net income (loss)	<u>\$ (85,557)</u>	<u>\$ (179,097)</u>	<u>\$ 93,540</u>	52.2	<u>\$ (117,300)</u>	<u>\$ (257,871)</u>	<u>\$ (358,192)</u>	<u>\$ 100,321</u>	28.0	<u>\$ (177,325)</u>

¹ - Detailed schedule included.

**St. Louis Regional Freightway
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017**

(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 77,217	\$ 60,115	\$ (17,102)	(28.4)	\$ 64,755	\$ 147,811	\$ 120,230	\$ (27,581)	(22.9)	\$ 124,817
Company paid benefits										
Payroll related taxes and insurance										
FICA	2,489	4,599	2,110	45.9	1,860	7,124	9,198	2,074	22.5	5,831
Unemployment insurance	63	-	(63)	-	99	104	-	(104)	-	271
Worker's compensation insurance	-	180	180	100.0	-	-	361	361	100.0	-
Health and welfare										
Medical	9,573	4,000	(5,573)	(139.3)	7,795	18,541	8,000	(10,541)	(131.8)	13,980
Dental	236	127	(109)	(85.8)	180	474	254	(220)	(86.6)	329
Other post employment benefits	-	313	313	100.0	994	2,271	625	(1,646)	(263.4)	1,810
Life insurance / AD&D	118	31	(87)	(280.6)	65	240	61	(179)	(293.4)	134
Short and long term disability	385	150	(235)	(156.7)	344	809	300	(509)	(169.7)	697
FMLA administration expense	-	13	13	100.0	8	-	26	26	100.0	23
EAP expense	12	8	(4)	(50.0)	8	23	17	(6)	(35.3)	16
Retirement										
Pension expense	-	4,000	4,000	100.0	-	1,733	8,000	6,267	78.3	1,730
401 K contributions	3,629	2,090	(1,539)	(73.6)	2,083	7,271	4,179	(3,092)	(74.0)	4,309
Total company paid benefits	<u>16,505</u>	<u>15,511</u>	<u>(994)</u>	<u>(6.4)</u>	<u>13,436</u>	<u>38,590</u>	<u>31,021</u>	<u>(7,569)</u>	<u>(24.4)</u>	<u>29,130</u>
Total wages and benefits	<u>\$ 93,722</u>	<u>\$ 75,626</u>	<u>\$ (18,096)</u>	<u>(23.9)</u>	<u>\$ 78,191</u>	<u>\$ 186,401</u>	<u>\$ 151,251</u>	<u>\$ (35,150)</u>	<u>(23.2)</u>	<u>\$ 153,947</u>

**St. Louis Regional Freightway
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)**

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>	<u>Externally Restricted</u>
Balance at October 1, 2017			
Cash & Investments	\$ 49,035	\$ 49,035	\$ -
Add:			
Revenue receipts	102,591	102,591	-
Total cash receipts	<u>102,591</u>	<u>102,591</u>	<u>-</u>
Interfund transfers	-	(15,000)	15,000
Less:			
Cash disbursements	(107,126)	(107,126)	-
Total cash disbursements	<u>(107,126)</u>	<u>(107,126)</u>	<u>-</u>
 Balance at December 31, 2017			
Cash & Investments	<u>\$ 44,500</u>	<u>\$ 29,500</u>	<u>\$ 15,000</u>

St. Louis Regional Freight District
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 78,800	
Payments to employees	(184,130)	Noncash Activities:
Payments to vendors	(191,206)	None
Receipts (payments) from inter-fund activity	<u>258,398</u>	
Net cash provided by (used in) operating activities	<u>(38,138)</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	 (38,138)	
 Cash and cash equivalents, beginning of year	 <u>82,638</u>	
 Cash and cash equivalents, year to date	 <u>\$ 44,500</u>	



BI-STATE DEVELOPMENT
RESEARCH
INSTITUTE

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Bi-State Development Research Institute

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

Bi-State Development Research Institute used funds from the Missouri Foundation for health to begin funding operating costs for the Link Market Food Kiosk project.

The kiosks opened to the public September 28, 2017, at the North Hanley and Wellston Transit Centers, providing access to healthy and affordable food options including fresh fruits and vegetables eliminating the “food deserts” in that area. Additionally, nutritionists from the University of Missouri Extension conduct monthly food demonstrations to focus on nutrition and healthy food options to the customers.

The St. Louis County Department of Public Health has deployed a mobile medical unit providing health screenings for the community. The program is designed to provide underserved residents with easier access to health care. The mobile unit will serve the North Hanley MetroLink Station, the Rock Road MetroLink Station and the Wellston MetroLink Station.

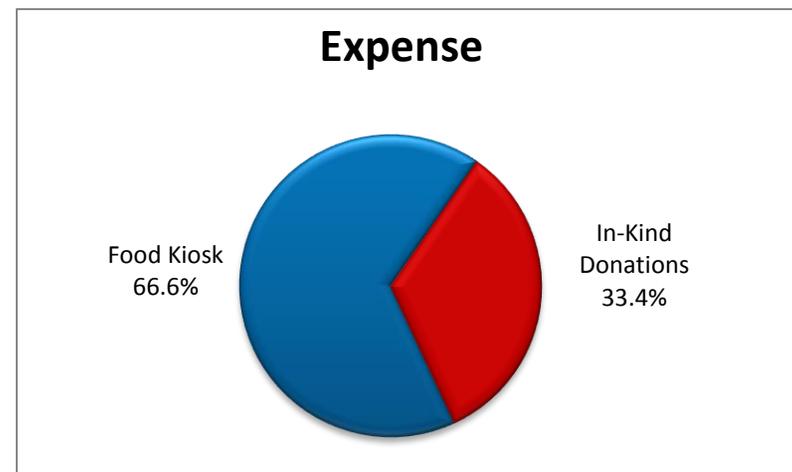
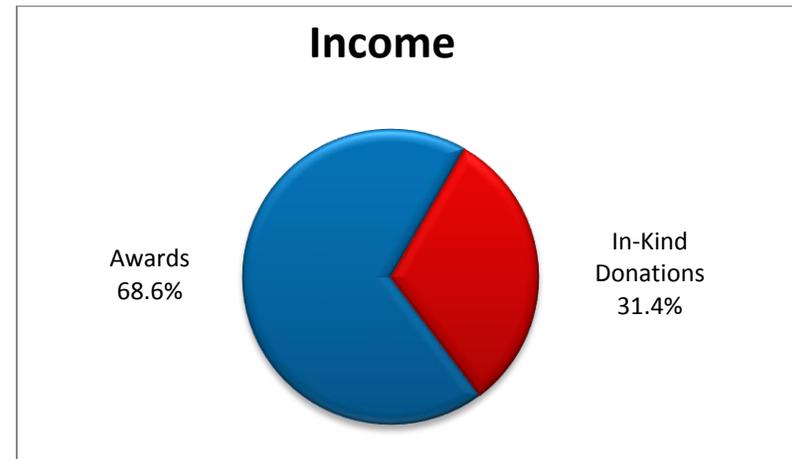
Financial Data

Net Income is \$18.8 thousand.

Revenue from Awards/Grants funding totaled \$215.0 thousand and \$98.6 thousand of In-kind donations from Bi-State Development.

Expense totals \$294.8 thousand. The majority of expense is related to the Missouri Health Foundation grant being used to establish the Link Market Food Kiosk project and \$98.6

thousand of In-kind donations from the Bi-State Development Agency.



Bi-State Development Research Institute
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 11,113	\$ 98,628	\$ (87,515)	(88.7)	\$ 421,262	\$ (410,149)	(97.4)
Accounts and notes receivable	429	429	-	-	429	-	-
Other current assets	60,000	90,000	(30,000)	(33.3)	-	60,000	n/a
Total current assets	71,542	189,057	(117,515)	(62.2)	421,691	(350,149)	(83.0)
Construction-in-process	135,000	135,000	-	-	-	135,000	n/a
Total capital assets	135,000	135,000	-	-	-	135,000	n/a
Total assets	206,542	324,057	(117,515)	(36.3)	421,691	(215,149)	(51.0)
Total	\$ 206,542	\$ 324,057	\$ (117,515)	(36.3)	\$ 421,691	\$ (215,149)	(51.0)

Bi-State Development Research Institute
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ 3,000	\$ 3,000	\$ -	-	\$ 3,000	\$ -	-
Interfund accounts payable	20,568	19,433	1,135	5.8	7,228	13,340	184.6
Other current liabilities	8,651	96,152	(87,501)	(91.0)	418,651	(410,000)	(97.9)
Total current liabilities	32,219	118,585	(86,366)	(72.8)	428,879	(396,660)	(92.5)
Total liabilities	32,219	118,585	(86,366)	(72.8)	428,879	(396,660)	(92.5)
Net Position							
Net position	155,550	155,550	-	-	39,127	116,423	297.6
Net income (loss)	18,773	49,922	(31,149)	(62.4)	(46,315)	65,088	140.5
Total net position	174,323	205,472	(31,149)	(15.2)	(7,188)	181,511	n/a
Total	\$ 206,542	\$ 324,057	\$ (117,515)	(36.3)	\$ 421,691	\$ (215,149)	(51.0)

Bi-State Development Research Institute
Statement of Activities
For the Quarter Ended December 31, 2017
(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	\$ 87,500	\$ 16,000	\$ 71,500	446.9	\$ -	\$ 215,000	\$ 32,000	\$ 183,000	571.9	\$ 429
Contributions ¹	50,958	-	50,958	-	-	98,564	-	98,564	-	-
Total revenue	<u>138,458</u>	<u>16,000</u>	<u>122,458</u>	<u>765.4</u>	<u>-</u>	<u>313,564</u>	<u>32,000</u>	<u>281,564</u>	<u>879.9</u>	<u>429</u>
Expense										
Services	154,695	27,590	(127,105)	(460.7)	4,499	269,249	55,180	(214,069)	(387.9)	45,571
Materials and supplies	1,012	130	(882)	(678.5)	-	1,012	261	(751)	(287.7)	800
Utilities	368	150	(218)	(145.3)	-	440	300	(140)	(46.7)	-
Interfund admin fees	11,791	-	(11,791)	-	-	22,349	-	(22,349)	-	-
Other expenses	1,741	1,000	(741)	(74.1)	339	1,741	2,000	259	13.0	373
Total expense	<u>169,607</u>	<u>28,870</u>	<u>(140,737)</u>	<u>(487.5)</u>	<u>4,838</u>	<u>294,791</u>	<u>57,741</u>	<u>(237,050)</u>	<u>(410.5)</u>	<u>46,744</u>
Net income (loss)	<u>\$ (31,149)</u>	<u>\$ (12,870)</u>	<u>\$ (18,279)</u>	<u>(142.0)</u>	<u>\$ (4,838)</u>	<u>\$ 18,773</u>	<u>\$ (25,741)</u>	<u>\$ 44,514</u>	<u>172.9</u>	<u>\$ (46,315)</u>

¹ - Contributions include in-kind donations of services, supplies and materials from other BSD business units.

**Bi-State Development Research Institute
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)**

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>	<u>Restricted Fund</u>
Balance at October 1, 2017			
Cash & Investments	\$ 98,628	\$ 2,477	\$ 96,151
Add:			
Receipts	-	-	-
Total cash receipts	-	-	-
Interfund transfers	-	-	-
Less:			
Cash disbursements	(87,515)	-	(87,515)
Total cash disbursements	(87,515)	-	(87,515)
Balance at December 31, 2017			
Cash & Investments	<u>\$ 11,113</u>	<u>\$ 2,477</u>	<u>\$ 8,636</u>

Bi-State Development Research Institute
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

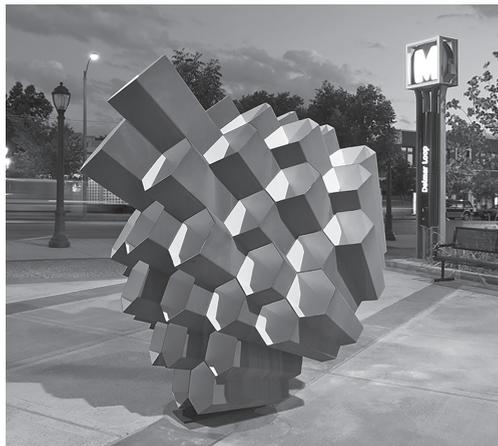
Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 313,564	
Payments to vendors	(507,442)	Noncash Activities:
Receipts (payments) from inter-fund activity	<u>(21,214)</u>	None
Net cash provided by (used in) operating activities	<u>(215,092)</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	 (215,092)	
 Cash and cash equivalents, beginning of year	 <u>226,205</u>	
 Cash and cash equivalents, year to date	 <u>\$ 11,113</u>	



ARTS IN TRANSIT



BI-STATE DEVELOPMENT



Arts in Transit

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Arts In Transit, Inc.

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

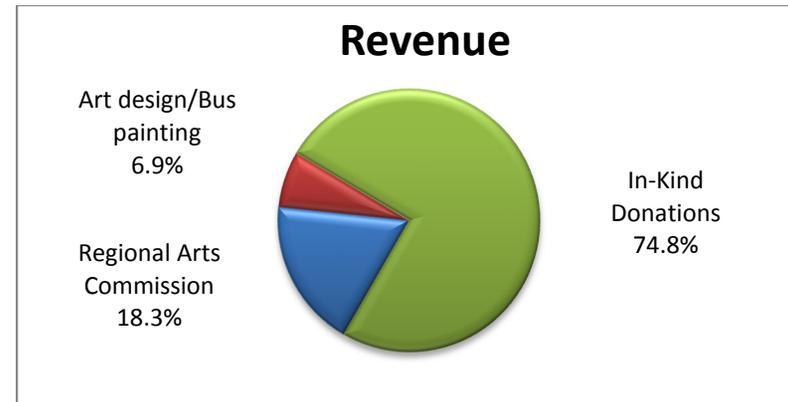
Arts In Transit was one of nine local arts organizations to receive a grant from the PNC Foundation through the PNC Arts Alive initiative. The \$20,000 grant will support MetroScapes, a program that promotes local artists by displaying their work at MetroBus shelters and transit centers throughout the St. Louis region. 148 entries were received and 10 designs will be chosen to display at 200 area bus shelters for a year with smaller versions available for sale.

Arts in Transit received over 100 entries for the 2017 MetroLines poetry contest, 14 of which were selected to be displayed on MetroBus vehicles and MetroLink trains for one year for the customers and public to read and enjoy.

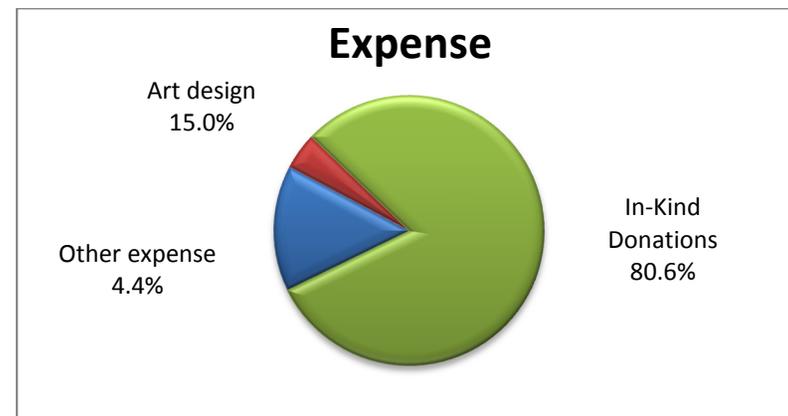
Financial Data

Net Income is \$15.2 thousand.

Total revenue of \$131.2 thousand includes contributions from the Regional Arts Commission, proceeds from bus paintings, and the recognition of In-kind donations from the Bi-State Development Agency.



Expense of \$116.0 thousand consists of \$17.4 thousand for art design and bus wrap services related to a bus painting, \$5.1 thousand in expense related to MetroScape posters and immaterial bank fees, and \$93.5 thousand of In-kind donations from Bi-State Development.



Arts In Transit, Inc.
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Assets							
Current assets							
Cash	\$ 76,907	\$ 86,833	\$ (9,926)	(11.4)	\$ 38,204	\$ 38,703	101.3
Accounts and notes receivable	-	4,000	(4,000)	(100.0)	-	-	n/a
Total current assets	<u>76,907</u>	<u>90,833</u>	<u>(13,926)</u>	(15.3)	<u>38,204</u>	<u>38,703</u>	101.3
Total assets	<u>76,907</u>	<u>90,833</u>	<u>(13,926)</u>	(15.3)	<u>38,204</u>	<u>38,703</u>	101.3
Total	<u>\$ 76,907</u>	<u>\$ 90,833</u>	<u>\$ (13,926)</u>	(15.3)	<u>\$ 38,204</u>	<u>\$ 38,703</u>	101.3

Arts In Transit, Inc.
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Net Position							
Net position	\$ 61,695	\$ 61,695	\$ -	-	\$ 22,574	\$ 39,121	173.3
Net income (loss)	15,212	29,138	(13,926)	(47.8)	15,630	(418)	(2.7)
Total net position	76,907	90,833	(13,926)	(15.3)	38,204	38,703	101.3
Total	<u>\$ 76,907</u>	<u>\$ 90,833</u>	<u>\$ (13,926)</u>	(15.3)	<u>\$ 38,204</u>	<u>\$ 38,703</u>	101.3

Arts In Transit, Inc.
Statement of Activities
For the Quarter Ended December 31, 2017
(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	\$ (3,900)	\$ 12,500	\$ (16,400)	(131.2)	\$ 507	\$ 33,100	\$ 25,000	\$ 8,100	32.4	\$ 32,507
Contributions ¹	50,346	-	50,346	-	-	98,170	-	98,170	-	-
Total revenue	<u>46,446</u>	<u>12,500</u>	<u>33,946</u>	271.6	<u>507</u>	<u>131,270</u>	<u>25,000</u>	<u>106,270</u>	425.1	<u>32,507</u>
Expense										
Services	47,992	25,000	(22,992)	(92.0)	12,688	91,902	50,000	(41,902)	(83.8)	16,877
Materials and supplies	-	137	137	100.0	-	1,119	275	(844)	(306.9)	-
Utilities	141	-	(141)	-	-	282	-	(282)	-	-
Interfund admin fees	8,954	-	(8,954)	-	-	18,374	-	(18,374)	-	-
Other expenses	3,285	62	(3,223)	(5,198.4)	-	4,381	125	(4,256)	(3,404.8)	-
Total expense	<u>60,372</u>	<u>25,199</u>	<u>(35,173)</u>	(139.6)	<u>12,688</u>	<u>116,058</u>	<u>50,400</u>	<u>(65,658)</u>	(130.3)	<u>16,877</u>
Net income (loss)	<u>\$ (13,926)</u>	<u>\$ (12,699)</u>	<u>\$ (1,227)</u>	(9.7)	<u>\$ (12,181)</u>	<u>\$ 15,212</u>	<u>\$ (25,400)</u>	<u>\$ 40,612</u>	159.9	<u>\$ 15,630</u>

¹ - Contributions include in-kind donations of services, supplies and materials from other BSD business units.

Arts in Transit, Inc.
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Operating Fund</u>
Balance at October 1, 2017		
Cash & Investments	\$ 86,833	\$ 86,833
Add:		
Receipts	100	100
Total cash receipts	<u>100</u>	<u>100</u>
Interfund transfers	-	-
Less:		
Cash disbursements	<u>(10,026)</u>	<u>(10,026)</u>
Total cash disbursements	<u>(10,026)</u>	<u>(10,026)</u>
Balance at December 31, 2017		
Cash & Investments	<u>\$ 76,907</u>	<u>\$ 76,907</u>

Art In Transit, Inc.
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 131,270	
Payments to vendors	(97,684)	Noncash Activities:
Receipts (payments) from inter-fund activity	<u>(18,374)</u>	None noted.
Net cash provided by (used in) operating activities	<u>15,212</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	 15,212	
Cash and cash equivalents, beginning of year	<u>61,695</u>	
Cash and cash equivalents, year to date	<u>\$ 76,907</u>	



BI-STATE DEVELOPMENT
Self-Insurance Funds

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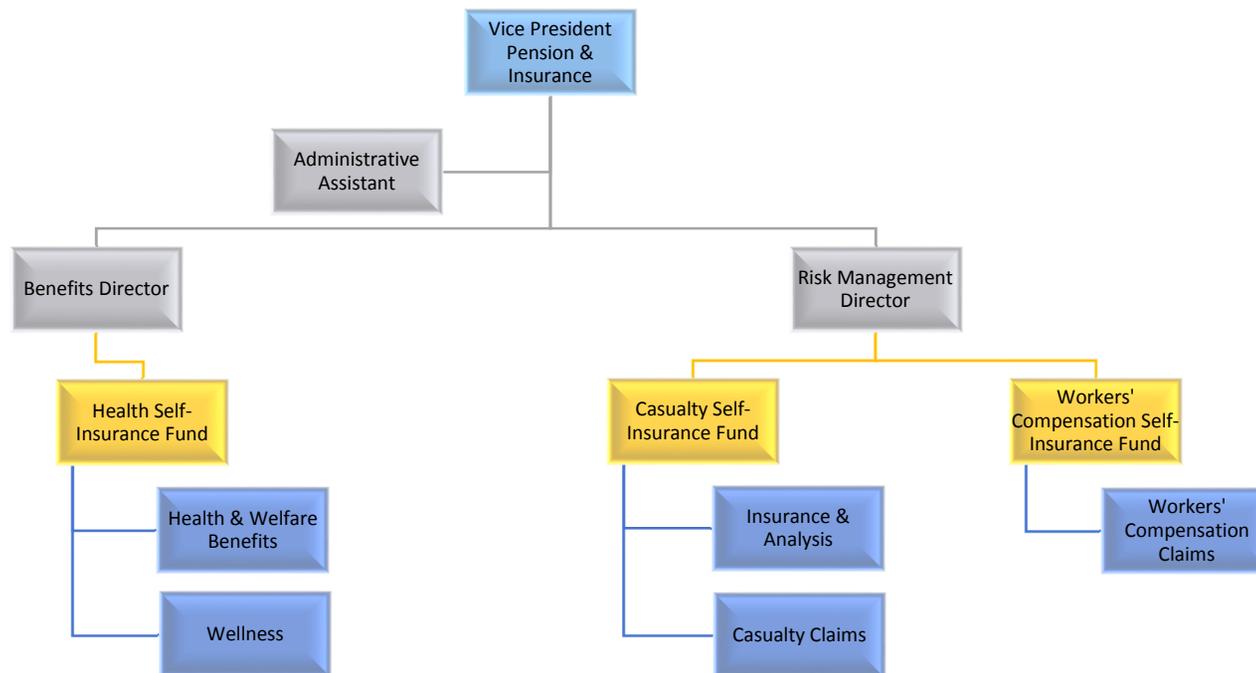
Self-Insurance Funds

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

As directed by the BSD Board of Commissioners, in order to improve overall accountability and governance, accounting and reporting has been restructured and administration has been reorganized for the Health, Casualty and Workers Compensation Self-Insurance Funds. The objective is comprehensive management and accounting, and reporting for assets, sources of revenue, expenses and related administrative costs for these self-insured activities.

The major costs and administrative components of the Health Self-Insurance Fund reside in the Benefits Department. The major costs and administrative components of the Casualty and Workers Compensation Self-Insurance Funds reside in the Risk Management Department. The administration of these departments and their related activities has been reorganized to achieve the accountability and governance objectives as shown below:



**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Self-Insurance Divisions
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)**

	Health Self-Insurance Division	Casualty Self-Insurance Division	Workers Compensation Self-Insurance Division	Totals	Interfund Eliminations	Totals After Eliminations
Assets						
Current assets						
Cash	\$ 432,123	\$ 3,782,067	\$ 8,574,056	\$ 12,788,246	\$ -	\$ 12,788,246
Accounts and notes receivable	36,207	-	-	36,207	-	36,207
Interfund accounts receivable	2,589,779	6,881,468	562,282	10,033,529	(10,033,529)	-
Other current assets	-	407,651	106,305	513,956	-	513,956
Total current assets	<u>3,058,109</u>	<u>11,071,186</u>	<u>9,242,643</u>	<u>23,371,938</u>	<u>(10,033,529)</u>	<u>13,338,409</u>
Total assets	<u>3,058,109</u>	<u>11,071,186</u>	<u>9,242,643</u>	<u>23,371,938</u>	<u>(10,033,529)</u>	<u>13,338,409</u>
Total	<u>\$ 3,058,109</u>	<u>\$ 11,071,186</u>	<u>\$ 9,242,643</u>	<u>\$ 23,371,938</u>	<u>\$ (10,033,529)</u>	<u>\$ 13,338,409</u>

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Self-Insurance Divisions
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)**

	Health Self-Insurance Division	Casualty Self-Insurance Division	Workers Compensation Self-Insurance Division	Totals	Interfund Eliminations	Totals After Eliminations
Liabilities						
Current liabilities						
Interfund accounts payable	\$ 7,128,266	\$ -	\$ 55,962	\$ 7,184,228	\$ (10,033,529)	\$ (2,849,301)
Accrued expenses	44,700	40,600	24,900	110,200	-	110,200
Total current liabilities	7,172,966	40,600	80,862	7,294,428	(10,033,529)	(2,739,101)
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	2,428,000	-	-	2,428,000	-	2,428,000
Total current liabilities payable from restricted assets	2,428,000	3,987,781	3,308,273	9,724,054	-	9,724,054
Total current liabilities	9,600,966	4,028,381	3,389,135	17,018,482	(10,033,529)	6,984,953
Non-current liabilities						
Other post-employment benefits	181,829	158,161	45,908	385,898	-	385,898
Long-term self-insurance	-	4,216,973	4,069,727	8,286,700	-	8,286,700
Unfunded pension liabilities	76,941	131,766	53,160	261,867	-	261,867
Total non-current liabilities	258,770	4,506,900	4,168,795	8,934,465	-	8,934,465
Total liabilities	9,859,736	8,535,281	7,557,930	25,952,947	(10,033,529)	15,919,418
Net Position						
Net position	(1,937,586)	1,421,160	223,449	(292,977)	-	(292,977)
Net income (loss)	(4,864,041)	1,114,745	1,461,264	(2,288,032)	-	(2,288,032)
Total net position	(6,801,627)	2,535,905	1,684,713	(2,581,009)	-	(2,581,009)
Total	\$ 3,058,109	\$ 11,071,186	\$ 9,242,643	\$ 23,371,938	\$ (10,033,529)	\$ 13,338,409

**Bi-State Development Agency of the
Missouri-Illinois Metropolitan District
Self-Insurance Divisions
Combining Statement of Activities by Business Division
For the Six Months Ended December 31, 2017
(unaudited)**

	Health Self-Insurance Division	Casualty Self-Insurance Division	Workers Compensation Self-Insurance Division	Totals	Eliminations	Totals After Eliminations
Revenue						
Employee medical contributions	\$ 3,164,310	\$ -	\$ -	\$ 3,164,310	\$ -	\$ 3,164,310
Employee dental contributions	248,259	-	-	248,259	-	248,259
Employee gym membership	2,860	-	-	2,860	-	2,860
Bi-State Dev medical contributions	11,434,281	-	-	11,434,281	(80,787)	11,353,494
Bi-State Dev dental contributions	308,002	-	-	308,002	(2,736)	305,266
Bi-State Dev EAP contributions	18,859	-	-	18,859	(159)	18,700
Healthy savings plan	(155,736)	-	-	(155,736)	-	(155,736)
Charges for services - Casualty	-	3,556,488	-	3,556,488	-	3,556,488
Charges for services - Workers Compensation	-	-	4,663,981	4,663,981	-	4,663,981
Interest Income	-	18,358	35,201	53,559	-	53,559
Total revenue	15,020,835	3,574,846	4,699,182	23,294,863	(83,683)	23,211,181
Expense						
Wages and benefits	426,946	283,598	272,297	982,841	-	982,841
Services	108,162	3,250	3,548	114,960	-	114,960
Materials and supplies	1,652	1,585	748	3,985	-	3,985
Utilities	2,477	178	48	2,703	-	2,703
Casualty and liability costs	-	407,651	177,038	584,689	-	584,689
Other expenses	8,910	1,782	(54,952)	(44,260)	-	(44,260)
Medical claims and prescriptions, less rebates	19,228,013	-	-	19,228,013	(83,683)	19,144,331
Stop loss, third party fees, Medicare Part D	108,716	-	-	108,716	-	108,716
Casualty claims paid	-	2,052,450	-	2,052,450	-	2,052,450
Workers Compensation claims paid	-	-	3,134,646	3,134,646	-	3,134,646
Total expense	19,884,876	2,750,494	3,533,373	26,168,743	(83,683)	26,085,061
Net income (loss) before transfers	(4,864,041)	824,352	1,165,809	(2,873,880)	-	(2,873,880)
Net transfers in (out)	-	290,393	295,455	585,848	-	585,848
Net income (loss)	\$ (4,864,041)	\$ 1,114,745	\$ 1,461,264	\$ (2,288,032)	\$ -	\$ (2,288,032)



BI·STATE
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Health Self-Insurance
Fund

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Health Self-Insurance Fund

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

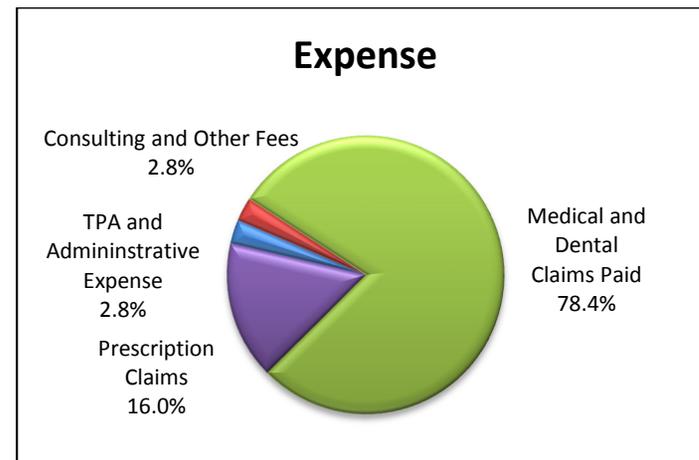
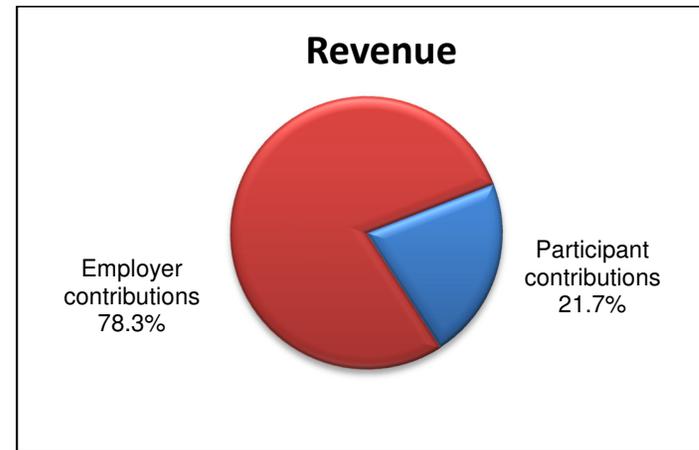
The Health Self-Insurance Fund (SIF) includes all operating revenue and expenses related to the organizations medical, prescription drug and dental employee benefit programs. Health SIF employer and employee/retiree contribution rates are set annually based on actuarial assessment of historical health claim costs, anticipated health care inflation, and plan management expenses along with plan participant demographic and enrollment data.

Financial Data

Revenue is generated by charging other BSD operational units for Health SIF provided employee benefit program services and collecting enrolled employee/retiree contributions through payroll and pension deductions. The fiscal year revenue of \$15.0 million consists of \$11.6 million in employer and \$3.4 million in plan participant contributions.

Expenses are generated by medical, prescription drug and dental claim costs, third party administrative fees, health and welfare plan consulting fees and internal benefit team operating costs. Current fiscal year expenses of \$19.9 million consists of \$19.3 million or 97.2% related to direct medical and prescription benefit claims and third party claim processing fees, cost management programs, plan consulting fees and health care reform costs. Internal staff and wellness initiative costs are \$0.6 million or 2.8%. Expenses are running unfavorable to budget due to a large increase in the volume of catastrophic medical claims which are expected to continue into the next reporting

period. Fiscal YTD, there have been 96 plan participants each accumulating claims of \$25,000 or more.



Health Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 2017
(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	\$ 432,123	\$ 1,464,814	\$ (1,032,691)	(70.5)	\$ 1,504,332	\$ (1,072,209)	(71.3)
Accounts and notes receivable	36,207	40,048	(3,841)	(9.6)	37,422	(1,215)	(3.2)
Interfund accounts receivable	2,589,779	1,944,087	645,692	33.2	1,774,167	815,612	46.0
Total current assets	<u>3,058,109</u>	<u>3,448,949</u>	<u>(390,840)</u>	(11.3)	<u>3,315,921</u>	<u>(257,812)</u>	(7.8)
Total assets	<u>3,058,109</u>	<u>3,448,949</u>	<u>(390,840)</u>	(11.3)	<u>3,315,921</u>	<u>(257,812)</u>	(7.8)
Total	<u>\$ 3,058,109</u>	<u>\$ 3,448,949</u>	<u>\$ (390,840)</u>	(11.3)	<u>\$ 3,315,921</u>	<u>\$ (257,812)</u>	(7.8)

Health Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Interfund accounts payable	\$ 7,128,266	\$ 5,367,584	\$ 1,760,682	32.8	\$ 895,518	\$ 6,232,748	696.0
Accrued expenses	44,700	44,700	-	-	44,600	100	0.2
Total current liabilities	<u>7,172,966</u>	<u>5,412,284</u>	<u>1,760,682</u>	32.5	<u>940,118</u>	<u>6,232,848</u>	663.0
Current liab payable from restricted assets							
Medical self-insurance liability	2,428,000	2,428,000	-	-	2,255,254	172,746	7.7
Total current liabilities payable from restricted assets	<u>2,428,000</u>	<u>2,428,000</u>	<u>-</u>	-	<u>2,255,254</u>	<u>172,746</u>	7.7
Total current liabilities	<u>9,600,966</u>	<u>7,840,284</u>	<u>1,760,682</u>	22.5	<u>3,195,372</u>	<u>6,405,594</u>	200.5
Non-current liabilities							
Other post-employment benefits	181,829	181,829	-	-	4,967	176,862	n/a
Unfunded pension liabilities	76,941	76,941	-	-	477,049	(400,108)	(83.9)
Total non-current liabilities	<u>258,770</u>	<u>258,770</u>	<u>-</u>	-	<u>482,016</u>	<u>(223,246)</u>	(46.3)
Total liabilities	<u>9,859,736</u>	<u>8,099,054</u>	<u>1,760,682</u>	21.7	<u>3,677,388</u>	<u>6,182,348</u>	168.1
Net Position							
Net position	(1,937,586)	(1,937,586)	-	-	(57,730)	(1,879,856)	n/a
Net income (loss)	(4,864,041)	(2,712,519)	(2,151,522)	(79.3)	(303,737)	(4,560,304)	n/a
Total net position	<u>(6,801,627)</u>	<u>(4,650,105)</u>	<u>(2,151,522)</u>	(46.3)	<u>(361,467)</u>	<u>(6,440,160)</u>	n/a
Total	<u>\$ 3,058,109</u>	<u>\$ 3,448,949</u>	<u>\$ (390,840)</u>	(11.3)	<u>\$ 3,315,921</u>	<u>\$ (257,812)</u>	(7.8)

Health Self-Insurance Fund
Statement of Activities
For the Quarter Ended December 31, 2017
(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	\$ 1,577,465	\$ 1,709,691	\$ (132,226)	(7.7)	\$ 1,591,843	\$ 3,164,310	\$ 3,419,382	\$ (255,072)	(7.5)	\$ 3,128,355
Employee dental contributions	123,987	129,512	(5,525)	(4.3)	125,282	248,259	259,024	(10,765)	(4.2)	248,450
Employee gym membership	1,416	1,316	100	7.6	1,691	2,860	2,633	227	8.6	3,354
Bi-State Dev medical contributions	5,723,687	6,012,792	(289,105)	(4.8)	5,562,628	11,434,281	12,025,584	(591,303)	(4.9)	11,113,920
Bi-State Dev dental contributions	154,363	150,536	3,827	2.5	152,555	308,002	301,073	6,929	2.3	305,038
Bi-State Dev EAP contributions	9,271	9,803	(532)	(5.4)	9,515	18,859	19,605	(746)	(3.8)	18,959
Healthy Savings Plan	(107,963)	(41,125)	(66,838)	(162.5)	(48,261)	(155,736)	(82,250)	(73,486)	(89.3)	(103,115)
Total revenue	<u>7,482,226</u>	<u>7,972,525</u>	<u>(490,299)</u>	<u>(6.1)</u>	<u>7,395,253</u>	<u>15,020,835</u>	<u>15,945,051</u>	<u>(924,216)</u>	<u>(5.8)</u>	<u>14,714,961</u>
Expense										
Wages and benefits ¹	206,962	248,164	41,202	16.6	176,644	426,946	496,328	69,382	14.0	369,451
Services	75,493	116,525	41,032	35.2	411,990	108,162	236,050	127,888	54.2	487,938
Materials and supplies	1,237	10,566	9,329	88.3	1,976	1,652	21,133	19,481	92.2	7,353
Utilities	1,237	745	(492)	(66.0)	894	2,477	1,490	(987)	(66.2)	2,241
Other expenses	7,054	13,454	6,400	47.6	8,573	8,910	26,908	17,998	66.9	9,275
Medical claims paid	7,593,684	5,736,685	(1,856,999)	(32.4)	5,684,738	15,805,304	11,473,371	(4,331,933)	(37.8)	11,351,839
Contra medical	(401,058)	(747,448)	(346,390)	(46.3)	(383,318)	(865,092)	(1,494,895)	(629,803)	(42.1)	(795,759)
Dental claims paid	231,090	247,539	16,449	6.6	229,431	464,870	495,078	30,208	6.1	460,688
Medical TPA fees	212,145	356,162	144,017	40.4	(169,851)	453,146	712,325	259,179	36.4	66,759
Prescription (RX) claims/admin fees	1,568,185	1,731,652	163,467	9.4	1,321,664	3,185,921	3,463,305	277,384	8.0	2,682,551
Medical stop loss	91,750	99,075	7,325	7.4	78,132	183,864	198,150	14,286	7.2	156,825
Other administrative and third party fees	45,969	165,092	119,123	72.2	163,648	108,716	330,184	221,468	67.1	219,537
Total expense	<u>9,633,748</u>	<u>7,978,211</u>	<u>(1,655,537)</u>	<u>(20.8)</u>	<u>7,524,521</u>	<u>19,884,876</u>	<u>15,959,427</u>	<u>(3,925,449)</u>	<u>(24.6)</u>	<u>15,018,698</u>
Net income (loss)	<u>\$ (2,151,522)</u>	<u>\$ (5,686)</u>	<u>\$ (2,145,836)</u>	n/a	<u>\$ (129,268)</u>	<u>\$ (4,864,041)</u>	<u>\$ (14,376)</u>	<u>\$ (4,849,665)</u>	n/a	<u>\$ (303,737)</u>

¹ - Detailed schedule included.

Health Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 158,086	\$ 163,523	\$ 5,437	3.3	\$ 137,267	\$ 319,345	\$ 327,047	\$ 7,702	2.4	\$ 281,845
Company paid benefits										
Payroll related taxes and insurance										
FICA	11,137	12,510	1,373	11.0	9,567	22,940	25,019	2,079	8.3	19,983
Unemployment insurance	13	-	(13)	-	66	169	-	(169)	-	195
Worker's compensation insurance	-	489	489	100.0	-	-	979	979	100.0	-
Health and welfare										
Medical	17,374	26,775	9,401	35.1	13,683	35,060	53,550	18,490	34.5	27,657
Dental	607	1,560	953	61.1	532	1,316	3,120	1,804	57.8	1,166
Other post employment benefits	-	1,544	1,544	100.0	1,812	4,785	3,088	(1,697)	(55.0)	4,133
Life Insurance / AD&D	286	148	(138)	(93.2)	174	620	296	(324)	(109.5)	387
Short and Long Term Disability	958	728	(230)	(31.6)	1,011	1,990	1,455	(535)	(36.8)	2,179
FMLA administration expense	-	60	60	100.0	17	-	120	120	100.0	79
EAP expense	36	41	5	12.2	195	79	82	3	3.7	233
Retirement										
Pension expense	10,502	19,400	8,898	45.9	5,910	23,740	38,800	15,060	38.8	17,602
401 K contributions	7,673	10,137	2,464	24.3	6,135	16,611	20,273	3,662	18.1	13,716
Other										
Miscellaneous benefits	290	11,249	10,959	97.4	275	291	22,499	22,208	98.7	276
Total company paid benefits	<u>48,876</u>	<u>84,641</u>	<u>35,765</u>	<u>42.3</u>	<u>39,377</u>	<u>107,601</u>	<u>169,281</u>	<u>61,680</u>	<u>36.4</u>	<u>87,606</u>
Total wages and benefits	<u>\$ 206,962</u>	<u>\$ 248,164</u>	<u>\$ 41,202</u>	<u>16.6</u>	<u>\$ 176,644</u>	<u>\$ 426,946</u>	<u>\$ 496,328</u>	<u>\$ 69,382</u>	<u>14.0</u>	<u>\$ 369,451</u>

Health Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

<u>Description</u>	<u>Total</u>	<u>Medical Self-Insurance</u>	<u>Medical Claims</u>	<u>Medical RRA</u>	<u>Medical HRA</u>
Balance at October 1, 2017					
Cash & investments	\$ 1,464,814	\$ 1,651,745	\$ (252,730)	\$ 15,429	\$ 50,370
Add:					
Funding from Metro	5,938,514	5,938,514	-	-	-
Receipts from Executive Services	448,284	448,284	-	-	-
Receipts from Gateway Arch Tram System	308,430	308,430	-	-	-
Receipts from St. Louis Downtown Airport	54,200	54,200	-	-	-
Receipts from Riverfront Attractions	251,971	251,971	-	-	-
Receipts from Casualty Self-Insurance	311,881	311,881	-	-	-
Receipts from Workers Comp Self-Insurance	55,033	55,033	-	-	-
Total cash receipts	<u>7,368,312</u>	<u>7,368,312</u>	<u>-</u>	<u>-</u>	<u>-</u>
Interfund transfers	-	(7,560,733)	7,224,082	65,216	271,435
Less:					
Cash disbursements	(7,658,564)	(231,010)	(7,088,415)	(65,216)	(273,923)
Total cash disbursements	<u>(8,401,003)</u>	<u>(973,449)</u>	<u>(7,088,415)</u>	<u>(65,216)</u>	<u>(273,923)</u>
Balance at December 31, 2017					
Cash & investments	<u>\$ 432,123</u>	<u>\$ 485,875</u>	<u>\$ (117,063)</u>	<u>\$ 15,429</u>	<u>\$ 47,882</u>

Health Self-Insurance Fund
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 3,025	
Payments to employees	(422,162)	Noncash Activities:
Payments to vendors	(121,202)	None
Payments for self-insurance	(19,336,727)	
Receipts (payments) from inter-fund activity	<u>18,771,693</u>	
Net cash provided by (used in) operating activities	<u>(1,105,373)</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	 (1,105,373)	
 Cash and cash equivalents, beginning of year	 <u>1,537,496</u>	
 Cash and cash equivalents, year to date	 <u>\$ 432,123</u>	



BI-STATE DEVELOPMENT

Casualty Self-Insurance Fund

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Casualty Self-Insurance Fund

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

The Casualty Self-Insurance Fund (SIF) includes all operating revenue and expenses related to the organization's casualty claims which includes vehicle liability and general liability claims.

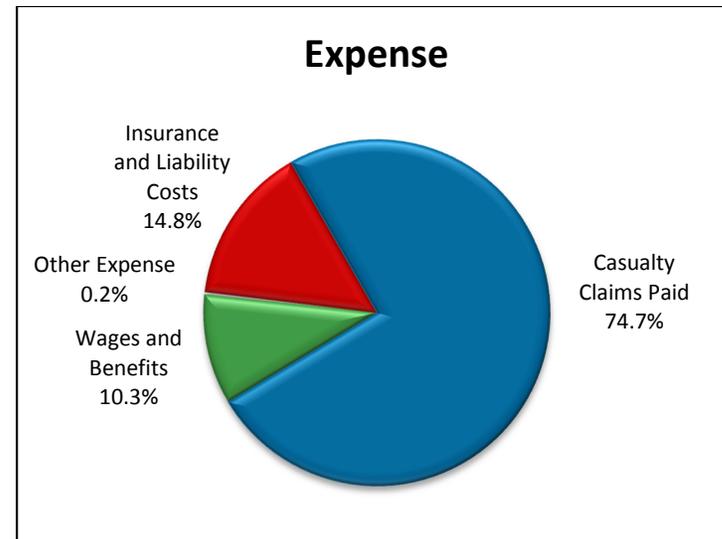
The casualty claims department has seven employees: Manager Casualty Claims, Litigation Specialist, Subrogation Specialist, three Claims Representatives and a Claims Processor.

The new claims system, Risk Master is fully implemented. We are working on new processes to provide data to Accounting more efficiently and creating new reports to analyze the data.

Financial Data

Revenue for the Casualty SIF is generated by charging other BSD operational units based on ultimate claim costs. An actuarial assessment is performed by a third party annually to establish the ultimate claim cost.

Expenses include: paid claims for vehicle liability and general liability claims; excess liability insurance premiums that provide coverage above the self-insured retention of \$5 million; wage and benefit costs for casualty claims adjusters and a portion of Risk Management personnel; actuarial and broker services fees; and administrative costs.



Casualty Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 2017
(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	\$ 3,782,067	\$ 4,003,302	\$ (221,235)	(5.5)	\$ 3,753,349	\$ 28,718	0.8
Interfund accounts receivable	6,881,468	5,891,726	989,742	16.8	4,298,610	2,582,858	60.1
Other current assets	407,651	611,476	(203,825)	(33.3)	434,372	(26,721)	(6.2)
Total current assets	<u>11,071,186</u>	<u>10,506,504</u>	<u>564,682</u>	5.4	<u>8,486,331</u>	<u>2,584,855</u>	30.5
Total assets	<u>11,071,186</u>	<u>10,506,504</u>	<u>564,682</u>	5.4	<u>8,486,331</u>	<u>2,584,855</u>	30.5
Total	<u>\$ 11,071,186</u>	<u>\$ 10,506,504</u>	<u>\$ 564,682</u>	5.4	<u>\$ 8,486,331</u>	<u>\$ 2,584,855</u>	30.5

Casualty Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Interfund accounts payable	\$ -	\$ 152,629	\$ (152,629)	(100.0)	\$ 190,365	\$ (190,365)	(100.0)
Accrued expenses	40,600	40,600	-	-	-	40,600	n/a
Total current liabilities	<u>40,600</u>	<u>193,229</u>	<u>(152,629)</u>	<u>(79.0)</u>	<u>190,365</u>	<u>(149,765)</u>	<u>(78.7)</u>
Current liab payable from restricted assets							
Short-term self-insurance	3,987,781	3,987,781	-	-	3,987,781	-	-
Total current liabilities payable from restricted assets	<u>3,987,781</u>	<u>3,987,781</u>	<u>-</u>	<u>-</u>	<u>3,987,781</u>	<u>-</u>	<u>-</u>
Total current liabilities	<u>4,028,381</u>	<u>4,181,010</u>	<u>(152,629)</u>	<u>(3.7)</u>	<u>4,178,146</u>	<u>(149,765)</u>	<u>(3.6)</u>
Non-current liabilities							
Other post-employment benefits	158,161	158,161	-	-	3,069	155,092	n/a
Long-term self-insurance	4,216,973	4,216,973	-	-	4,187,219	29,754	0.7
Unfunded pension liabilities	131,766	131,766	-	-	-	131,766	n/a
Total non-current liabilities	<u>4,506,900</u>	<u>4,506,900</u>	<u>-</u>	<u>-</u>	<u>4,190,288</u>	<u>316,612</u>	<u>7.6</u>
Total liabilities	<u>8,535,281</u>	<u>8,687,910</u>	<u>(152,629)</u>	<u>(1.8)</u>	<u>8,368,434</u>	<u>166,847</u>	<u>2.0</u>
Net Position							
Net position	1,421,160	1,421,161	(1)	-	(155)	1,421,315	n/a
Net income (loss)	<u>1,114,745</u>	<u>397,433</u>	<u>717,312</u>	<u>180.5</u>	<u>118,052</u>	<u>996,693</u>	<u>844.3</u>
Total net position	<u>2,535,905</u>	<u>1,818,594</u>	<u>717,311</u>	<u>39.4</u>	<u>117,897</u>	<u>2,418,008</u>	<u>n/a</u>
Total	<u>\$ 11,071,186</u>	<u>\$ 10,506,504</u>	<u>\$ 564,682</u>	<u>5.4</u>	<u>\$ 8,486,331</u>	<u>\$ 2,584,855</u>	<u>30.5</u>

Casualty Self-Insurance Fund
Statement of Activities
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Charges for Services	\$ 2,263,926	\$ 721,000	\$ 1,542,926	214.0	\$ 1,227,344	\$ 3,556,488	\$ 1,442,000	\$ 2,114,488	146.6	\$ 2,234,971
Interest income	9,453	-	9,453	-	-	18,358	-	18,358	-	-
Total revenue	<u>2,273,379</u>	<u>721,000</u>	<u>1,552,379</u>	215.3	<u>1,227,344</u>	<u>3,574,846</u>	<u>1,442,000</u>	<u>2,132,846</u>	147.9	<u>2,234,971</u>
Expense										
Wages and benefits ¹	138,298	141,594	3,296	2.3	121,513	283,598	283,189	(409)	(0.1)	238,171
Services	3,250	812	(2,438)	(300.2)	10,289	3,250	1,625	(1,625)	(100.0)	15,352
Materials and supplies	518	938	420	44.8	173	1,585	1,875	290	15.5	286
Utilities	178	700	522	74.6	-	178	1,400	1,222	87.3	-
Casualty and liability costs	203,825	221,250	17,425	7.9	217,186	407,651	442,500	34,849	7.9	437,478
Other expenses	1,485	2,875	1,390	48.3	790	1,782	5,750	3,968	69.0	1,090
Casualty claims paid	1,352,243	499,750	(852,493)	(170.6)	831,709	2,052,450	999,500	(1,052,950)	(105.3)	1,679,441
Total expense	<u>1,699,797</u>	<u>867,919</u>	<u>(831,878)</u>	(95.8)	<u>1,181,660</u>	<u>2,750,494</u>	<u>1,735,839</u>	<u>(1,014,655)</u>	(58.5)	<u>2,371,818</u>
Net income (loss) before transfers	573,582	(146,919)	720,501	490.4	45,684	824,352	(293,839)	1,118,191	380.5	(136,847)
Net transfers in (out)	143,729	147,535	(3,806)	(2.6)	132,765	290,393	295,069	(4,676)	(1.6)	254,899
Net income (loss)	<u>\$ 717,311</u>	<u>\$ 616</u>	<u>\$ 716,695</u>	n/a	<u>\$ 178,449</u>	<u>\$ 1,114,745</u>	<u>\$ 1,230</u>	<u>\$ 1,113,515</u>	n/a	<u>\$ 118,052</u>

¹ - Detailed schedule included.

Casualty Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 100,113	\$ 101,393	\$ 1,280	1.3	\$ 91,851	\$ 202,674	\$ 202,785	\$ 111	0.1	\$ 174,529
Company paid benefits										
Payroll related taxes and insurance										
FICA	6,635	7,757	1,122	14.5	6,035	14,143	15,513	1,370	8.8	11,868
Unemployment insurance	56	105	49	46.7	112	105	210	105	50.0	180
Worker's compensation insurance	-	304	304	100.0	-	-	609	609	100.0	-
Health and welfare										
Medical	12,595	12,300	(295)	(2.4)	10,659	24,585	24,600	15	0.1	19,182
Dental	411	390	(21)	(5.4)	341	852	780	(72)	(9.2)	664
Other post employment benefits	-	-	-	-	1,316	3,113	-	(3,113)	-	2,914
Life Insurance / AD&D	181	94	(87)	(92.6)	103	374	188	(186)	(98.9)	205
Short and Long Term Disability	537	461	(76)	(16.5)	539	1,130	923	(207)	(22.4)	1,169
FMLA administration expense	-	38	38	100.0	13	-	76	76	100.0	53
EAP expense	24	26	2	7.7	20	50	52	2	3.8	39
Retirement										
Pension expense	14,646	12,300	(2,346)	(19.1)	8,596	30,165	24,600	(5,565)	(22.6)	23,557
401 K contributions	3,100	6,426	3,326	51.8	1,928	6,407	12,853	6,446	50.2	3,811
Total company paid benefits	<u>38,185</u>	<u>40,201</u>	<u>2,016</u>	5.0	<u>29,662</u>	<u>80,924</u>	<u>80,404</u>	<u>(520)</u>	(0.6)	<u>63,642</u>
Total wages and benefits	<u>\$ 138,298</u>	<u>\$ 141,594</u>	<u>\$ 3,296</u>	2.3	<u>\$ 121,513</u>	<u>\$ 283,598</u>	<u>\$ 283,189</u>	<u>\$ (409)</u>	(0.1)	<u>\$ 238,171</u>

Casualty Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)

Description	Total	Operating Cash	Cash Equivalent
Balance at October 1, 2017			
Cash & investments	\$ 4,003,302	\$ 27,521	\$ 3,975,781
Add:			
Collections	77,693	77,693	-
Receipts from Executive Services	3,000	-	3,000
Receipts from Riverfront Attractions	500	500	-
Interest received	9,453	9,453	-
Total cash receipts	<u>90,646</u>	<u>87,646</u>	<u>3,000</u>
Interfund transfers	-	(47,952)	47,952
Less:			
Disbursements to Health Self-Insurance	(311,881)	(47,500)	(264,381)
Total cash disbursements	<u>(311,881)</u>	<u>(47,500)</u>	<u>(264,381)</u>
Balance at December 31, 2017			
Cash & investments	<u>\$ 3,782,067</u>	<u>\$ 19,715</u>	<u>\$ 3,762,352</u>

Casualty Self-Insurance Fund
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities	
Receipts from customers	\$ 3,556,489
Payments to employees	(280,486)
Payments to vendors	(414,445)
Payments for self-insurance	(2,460,101)
Receipts (payments) from inter-fund activity	<u>(987,559)</u>
Net cash provided by (used in) operating activities	<u>(586,102)</u>
 Cash flows from non capital financing activities	
Operating assistance received	-
Contributions to outside entities	-
Net transfers	290,393
Nonoperating contributions	<u>-</u>
Net cash provided by (used in) non capital financing activities	<u>290,393</u>
 Cash flows from capital and related financing activities	
Acquisitions of capital assets	-
Payments of long-term debt	-
Interest Paid	-
Contributed capital	<u>-</u>
Cash flows from capital and related financing activities	<u>-</u>
 Cash flows from investing activities	
Purchases of investments	-
Proceeds from sale of investments	-
Interest received	<u>18,358</u>
Net cash provided by (used in) investing activities	<u>18,358</u>
 Net increase (decrease) in cash and cash equivalents	<u>(277,351)</u>
Cash and cash equivalents, beginning of year	<u>4,059,419</u>
Cash and cash equivalents, year to date	<u>\$ 3,782,068</u>



BI-STATE DEVELOPMENT

Worker's Compensation Self-insurance Fund

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Worker's Compensation Self-Insurance Fund

For the Six Months Ended December 31, 2017

(Preliminary, subject to audit)

Fast Facts

The Workers' Compensation Self-Insurance Fund (SIF) includes all operating revenue and expenses related to the organization's workers' compensation claims.

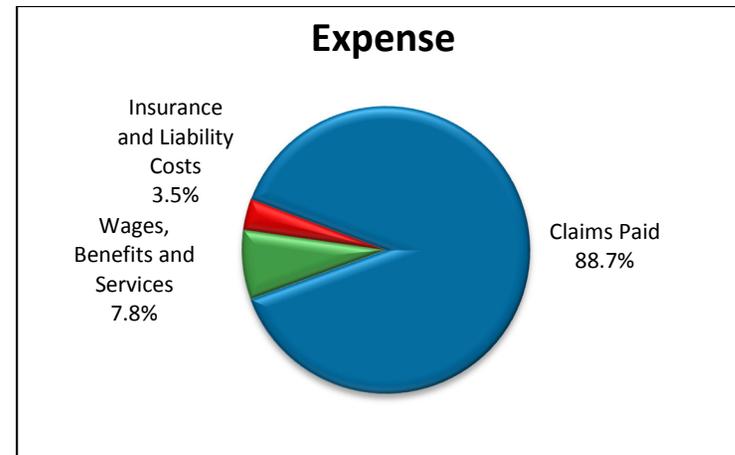
The workers' compensation claims department has three employees: Manager Workers' Compensation Claims, Claims Representative and a Claims Assistant.

The new claims system, Risk Master is fully implemented. We are working on new processes to provide data to Accounting more efficiently and creating new reports to analyze the data.

Financial Data

Revenue for the workers' compensation SIF is generated by charging other BSD operational units based on ultimate claim costs. An actuarial assessment is performed by a third party annually to establish the ultimate claim cost.

Expenses include: paid claims; self-insurance fees for Missouri and Illinois; excess liability insurance premiums that provide coverage above the self-insured retention of \$1 million; wage and benefit costs for workers' compensation claims staff and a portion of Risk Management personnel; actuarial and broker services fees; and administrative costs.



Workers Compensation Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 2017
(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	\$ 8,574,056	\$ 8,356,112	\$ 217,944	2.6	\$ 4,952,858	\$ 3,621,198	73.1
Accounts and notes receivable	-	131	(131)	(100.0)	250	(250)	(100.0)
Interfund accounts receivable	562,282	199,680	362,602	181.6	1,824,632	(1,262,350)	(69.2)
Other current assets	106,305	159,458	(53,153)	(33.3)	111,042	(4,737)	(4.3)
Total current assets	<u>9,242,643</u>	<u>8,715,381</u>	<u>527,262</u>	6.0	<u>6,888,782</u>	<u>2,353,861</u>	34.2
Total assets	<u>9,242,643</u>	<u>8,715,381</u>	<u>527,262</u>	6.0	<u>6,888,782</u>	<u>2,353,861</u>	34.2
Total	<u>\$ 9,242,643</u>	<u>\$ 8,715,381</u>	<u>\$ 527,262</u>	6.0	<u>\$ 6,888,782</u>	<u>\$ 2,353,861</u>	34.2

Workers Compensation Self-Insurance Fund
Quarterly Statement of Financial Position
December 31, 2017
(unaudited)

	Current				Prior Year		
	Current Period	Prior Period	Dollar Change	Percent Change	Prior Year	Dollar Change	Percent Change
Liabilities							
Current liabilities							
Accounts payable	\$ -	\$ 88,519	\$ (88,519)	(100.0)	\$ -	\$ -	n/a
Interfund accounts payable	55,962	26,494	29,468	111.2	122,610	(66,648)	(54.4)
Accrued expenses	24,900	24,900	-	-	-	24,900	n/a
Total current liabilities	<u>80,862</u>	<u>139,913</u>	<u>(59,051)</u>	<u>(42.2)</u>	<u>122,610</u>	<u>(41,748)</u>	<u>(34.0)</u>
Current liab payable from restricted assets							
Short-term self-insurance	3,308,273	3,308,273	-	-	3,308,273	-	-
Total current liabilities payable from restricted assets	<u>3,308,273</u>	<u>3,308,273</u>	<u>-</u>	<u>-</u>	<u>3,308,273</u>	<u>-</u>	<u>-</u>
Total current liabilities	<u>3,389,135</u>	<u>3,448,186</u>	<u>(59,051)</u>	<u>(1.7)</u>	<u>3,430,883</u>	<u>(41,748)</u>	<u>(1.2)</u>
Non-current liabilities							
Other post-employment benefits	45,908	45,908	-	-	1,767	44,141	n/a
Long-term self-insurance	4,069,727	4,069,727	-	-	3,474,493	595,234	17.1
Unfunded pension liabilities	53,160	53,160	-	-	-	53,160	n/a
Total non-current liabilities	<u>4,168,795</u>	<u>4,168,795</u>	<u>-</u>	<u>-</u>	<u>3,476,260</u>	<u>692,535</u>	<u>19.9</u>
Total liabilities	<u>7,557,930</u>	<u>7,616,981</u>	<u>(59,051)</u>	<u>(0.8)</u>	<u>6,907,143</u>	<u>650,787</u>	<u>9.4</u>
Net Position							
Net position	223,449	223,448	1	-	-	223,449	n/a
Net income (loss)	1,461,264	874,952	586,312	67.0	(18,361)	1,479,625	n/a
Total net position	<u>1,684,713</u>	<u>1,098,400</u>	<u>586,313</u>	<u>53.4</u>	<u>(18,361)</u>	<u>1,703,074</u>	<u>n/a</u>
Total	<u>\$ 9,242,643</u>	<u>\$ 8,715,381</u>	<u>\$ 527,262</u>	<u>6.0</u>	<u>\$ 6,888,782</u>	<u>\$ 2,353,861</u>	<u>34.2</u>

Workers Compensation Self-Insurance Fund
Statement of Activities
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Revenue										
Charges for Services	\$ 2,408,299	\$ 996,560	\$ 1,411,739	141.7	\$ 1,074,419	\$ 4,663,981	\$ 1,993,119	\$ 2,670,862	134.0	\$ 2,091,841
Interest income	19,572	-	19,572	-	-	35,201	-	35,201	-	-
Total revenue	<u>2,427,871</u>	<u>996,560</u>	<u>1,431,311</u>	143.6	<u>1,074,419</u>	<u>4,699,182</u>	<u>1,993,119</u>	<u>2,706,063</u>	135.8	<u>2,091,841</u>
Expense										
Wages and benefits ¹	137,653	135,074	(2,579)	(1.9)	73,957	272,297	270,148	(2,149)	(0.8)	155,299
Services	3,268	812	(2,456)	(302.5)	4,896	3,548	1,625	(1,923)	(118.3)	6,077
Materials and supplies	369	625	256	41.0	-	748	1,250	502	40.2	-
Utilities	48	150	102	68.0	-	48	300	252	84.0	-
Casualty and liability costs	88,519	56,250	(32,269)	(57.4)	218,920	177,038	112,500	(64,538)	(57.4)	274,441
Other expenses	(73,766)	101,300	175,066	172.8	27,159	(54,952)	202,600	257,552	127.1	27,534
Workers Compensation claims paid	1,826,806	996,560	(830,246)	(83.3)	983,617	3,134,646	1,993,119	(1,141,527)	(57.3)	1,808,603
Total expense	<u>1,982,897</u>	<u>1,290,771</u>	<u>(692,126)</u>	(53.6)	<u>1,308,549</u>	<u>3,533,373</u>	<u>2,581,542</u>	<u>(951,831)</u>	(36.9)	<u>2,271,954</u>
Net income (loss) before transfers	444,974	(294,211)	739,185	251.2	(234,130)	1,165,809	(588,423)	1,754,232	298.1	(180,113)
Net transfers in (out)	141,338	294,506	(153,168)	(52.0)	78,853	295,455	589,013	(293,558)	(49.8)	161,752
Net income (loss)	<u>\$ 586,312</u>	<u>\$ 295</u>	<u>\$ 586,017</u>	n/a	<u>\$ (155,277)</u>	<u>\$ 1,461,264</u>	<u>\$ 590</u>	<u>\$ 1,460,674</u>	n/a	<u>\$ (18,361)</u>

¹ - Detailed schedule included.

Workers Compensation Self-Insurance Fund
Detailed Schedule of Wages and Benefits
For the Quarter Ended December 31, 2017
(unaudited)

	Current					Year to Date				
	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year	Actual	Budget	\$ Favorable (Unfavorable)	% Fav (Unfav)	Prior Year
Personnel expense										
Wages	\$ 61,385	\$ 54,153	\$ (7,232)	(13.4)	\$ 53,335	\$ 116,309	\$ 108,306	\$ (8,003)	(7.4)	\$ 108,480
Company paid benefits										
Payroll related taxes and insurance										
FICA	3,782	4,143	361	8.7	3,193	7,772	8,285	513	6.2	6,970
Unemployment insurance	33	-	(33)	-	-	33	-	(33)	-	39
Worker's compensation insurance	53,153	61,412	8,259	13.4	-	106,305	122,825	16,520	13.5	-
Health and welfare										
Medical	10,571	5,900	(4,671)	(79.2)	10,214	21,142	11,800	(9,342)	(79.2)	20,872
Dental	262	187	(75)	(40.1)	262	568	374	(194)	(51.9)	568
Other post employment benefits	-	-	-	-	771	1,653	-	(1,653)	-	1,767
Life Insurance / AD&D	109	45	(64)	(142.2)	68	225	90	(135)	(150.0)	147
Short and Long Term Disability	348	221	(127)	(57.5)	408	754	443	(311)	(70.2)	879
FMLA administration expense	-	17	17	100.0	7	-	34	34	100.0	32
EAP expense	15	13	(2)	(15.4)	13	30	25	(5)	(20.0)	28
Retirement										
Pension expense	5,098	5,900	802	13.6	3,224	11,422	11,800	378	3.2	10,107
401 K contributions	2,897	3,083	186	6.0	2,462	6,084	6,166	82	1.3	5,410
Total company paid benefits	<u>76,268</u>	<u>80,921</u>	<u>4,653</u>	5.8	<u>20,622</u>	<u>155,988</u>	<u>161,842</u>	<u>5,854</u>	3.6	<u>46,819</u>
Total wages and benefits	<u>\$ 137,653</u>	<u>\$ 135,074</u>	<u>\$ (2,579)</u>	(1.9)	<u>\$ 73,957</u>	<u>\$ 272,297</u>	<u>\$ 270,148</u>	<u>\$ (2,149)</u>	(0.8)	<u>\$ 155,299</u>

**Workers Compensation Self-Insurance Fund
Cash Receipts and Disbursements Schedule
For the Quarter Ended December 31, 2017
(unaudited)**

Description	Total	Operating Cash	Cash Equivalent
Balance at October 1, 2017			
Cash & investments	\$ 8,356,112	\$ 443,596	\$ 7,912,516
Add:			
Collections	31,553	31,553	-
Receipts from Metro	198,264	198,264	-
Receipts from Gateway Arch	4,009	-	4,009
Receipts from St. Louis Downtown Airport	-	-	-
Receipts from Riverboats	19,576	19,576	-
Interest received	19,573	19,573	-
Total cash receipts	<u>272,975</u>	<u>268,966</u>	<u>4,009</u>
Interfund transfers	-	(700,895)	700,895
Less:			
Disbursements to Health Self-Insurance	(55,031)	(29,139)	(25,892)
Total cash disbursements	<u>(55,031)</u>	<u>(29,139)</u>	<u>(25,892)</u>
Balance at December 31, 2017			
Cash & investments	<u>\$ 8,574,056</u>	<u>\$ (17,472)</u>	<u>\$ 8,591,528</u>

Worker's Compensation Self-Insurance Fund
Statement of Cash Flows
For the Six Months Ended December 31, 2017
(unaudited)

Cash flows from operating activities		Supplemental disclosure of cash flow information
Receipts from customers	\$ 4,664,112	
Payments to employees	(270,644)	Noncash Activities:
Payments to vendors	(55,696)	None
Payments for self-insurance	(3,311,684)	
Receipts (payments) from inter-fund activity	<u>105,891</u>	
Net cash provided by (used in) operating activities	<u>1,131,979</u>	
Cash flows from non capital financing activities		
Net transfers	<u>295,455</u>	
Net cash provided by (used in) non capital financing activities	<u>295,455</u>	
Cash flows from capital and related financing activities		
None		
Cash flows from investing activities		
Interest received	<u>35,199</u>	
Net cash provided by (used in) investing activities	<u>35,199</u>	
Net increase (decrease) in cash and cash equivalents	1,462,633	
Cash and cash equivalents, beginning of year	<u>7,111,423</u>	
Cash and cash equivalents, year to date	<u>\$ 8,574,056</u>	



STAFFING



BI-STATE DEVELOPMENT



Staffing Level Report..... 105



**BI-STATE DEVELOPMENT
STAFFING LEVEL REPORT
December 2017**

	EMPLOYEES AT END OF MONTH			CURRENT MONTH	BUDGETED POSITIONS	VARIANCE	PERCENT VARIANCE
	PRIOR MONTH	ADDED	DELETED				
A.T.U. Maintenance & Operations:							
Light Rail Vehicle Operators	104	0	(1)	103	102	1	1.0%
PT Bus Operators	98	0	(4)	94	85	9	10.6%
Bus Operators	838	0	(8)	830	828	2	0.2%
Van Operators	202	0	(9)	193	200	(7)	-3.5%
Vehicle Maintenance	286	1	(3)	284	283	1	0.4%
MetroBus Support Services and Facility Maintenance	20	0	0	20	25	(5)	-20.0%
Right of Way Maintenance	48	0	0	48	53	(5)	-9.4%
Revenue Operations & Maintenance	12	2	(1)	13	15	(2)	-13.3%
Materials Management	<u>25</u>	<u>0</u>	<u>0</u>	<u>25</u>	<u>27</u>	<u>(2)</u>	<u>-7.4%</u>
SUBTOTAL A.T.U. Maintenance & Operations	1,633	3	(26)	1,610	1,618	(8)	-0.5%
Other:							
A.T.U. Clerical Unit	47	0	0	47	52	(5)	-9.6%
I.B.E.W.	62	0	(1)	61	66	(5)	-7.6%
Salaried	494	4	(6)	492	540	(48)	-8.9%
SUBTOTAL Other	603	4	(7)	600	658	(58)	-8.8%
TOTAL	2,236	7	(33)	2,210	2,276	(66)	-2.9%
ARCH							
Salaried:	14	0	0	14	17	(3)	-17.6%
Hourly:*	82	6	(5)	83	84	(1)	-1.2%
TOTAL ARCH	96	6	(5)	97	101	(4)	-4.0%
AIRPORT							
	9	0	0	9	12	(3)	-25.0%
RIVERBOAT CRUISES							
Salaried:	11	0	0	11	11	0	0.0%
Hourly:*	56	0	0	56	49	7	14.3%
TOTAL RIVERBOAT CRUISES	67	0	0	67	60	7	11.7%
EXECUTIVE OFFICE							
	32	0	0	32	36	(4)	-11.1%
GRAND TOTAL	2,440	13	(38)	2,415	2,485	(70)	-2.8%

Does not include Security Officers, Interns or Temporary Employees

*Includes PT and Seasonal - Actual depends on availability; Budget based on average hours

1/22/2018

2018 PERFORMANCE INDICATORS

Second Quarter

Ending December 31, 2017



**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 update went into effect in November with minor adjustments to 26 MetroBus routes. The prior quarterly service change in August modified the operations of 33 MetroBus routes. Metro regularly monitors and reviews feedback from riders and bus operators and uses the feedback and other trip data to make updates to MetroBus routes and schedules each quarter. There is no fare increase planned for FY 2018. The last fare increase was in FY 2015.

REVENUES AND EXPENSES

Passenger revenue of \$21.8 million is 3.8% less than prior year as a result of lower ridership. Operating expenses are 9.4% greater than prior year due to higher wages and benefits, materials and supplies and casualty and liability costs.

RIDERSHIP AND OTHER CUSTOMER MEASURES

Passenger boardings for FY 2018 are 8.3% lower than the prior year. Boardings decreased 7.4% for MetroBus and 10.1% for MetroLink. Call-A-Ride boardings increased 0.7%. Ridership was down due to a number of factors including lower fuel prices and an employment shift away from Metro's core service area as well as perceived security issues. Passenger injuries per 100,000 boardings is down 57.7% for the system, when comparing FY 2018 to FY 2017. Customer complaints per 100,000 boardings is up 16.8% from the prior year.

BUSINESS MEASURES

The system average fare for FY 2018 is \$1.07 compared to \$1.03 for the prior year and a budget of \$1.08. Farebox recovery is lower than the prior year due to the combination of lower passenger revenue and greater operating expense. Operating expense per passenger boarding increased 19.2% to \$7.08 when compared to the prior year. The increase in cost per boarding over prior year is due to lower ridership and increased expenses.

OPERATING MEASURES

For the first six months of FY 2018, vehicle accidents per 100,000 vehicle miles is 1.3 which is 21.4% below prior year. Unscheduled absenteeism is 3.5%. No change from the prior year. 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 less than budget by 25.7% as both total revenues and total expenses are lower than budget. The lower than budgeted revenues are primarily a result of lower management fees received from Metro Transit and the Gateway Arch. The lower than budgeted expenses are primarily due to lower travel and meetings related expenses and also other general expenses.

GATEWAY ARCH

Income before depreciation of \$398.4 thousand is unfavorable compared to budget because of lower than expected ticket revenue due to Arch grounds construction. Income is lower than budget also because of disbursements requested by the National Park Service primarily for the Arch visitor center lobby rehabilitation. Wages and benefits, Services, Utilities and Other expenses are favorable to budget. Wages and benefits are favorable to budget because of unfilled positions.

ST. LOUIS DOWNTOWN AIRPORT

Airport revenues were 6.9% less than budget and expenses were 9.0% less than budget resulting in income before depreciation of \$37.6 thousand. Airport activity varies because of the economy, special events and weather conditions. Aircraft movements decreased 15.6% from last year while the gallons of fuel sold increased 6.2% and the average number of aircraft based at the airport decreased 2.2% compared to last year.

RIVERFRONT ATTRACTIONS

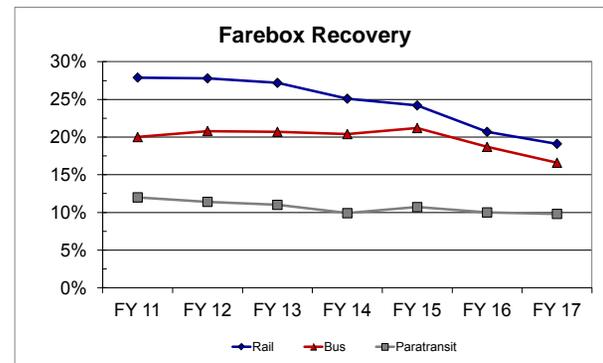
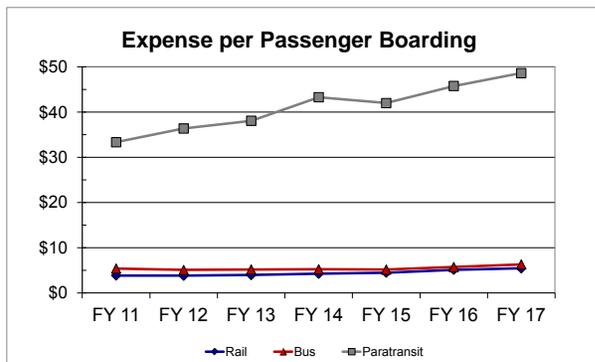
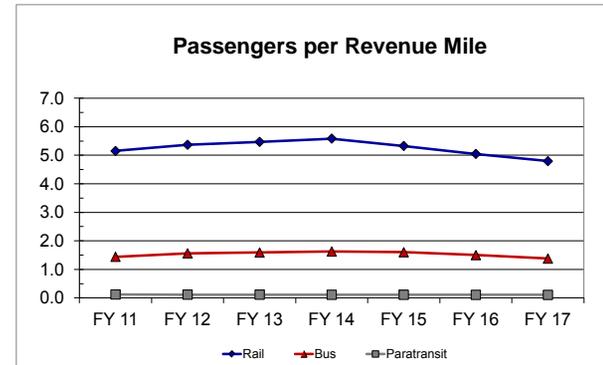
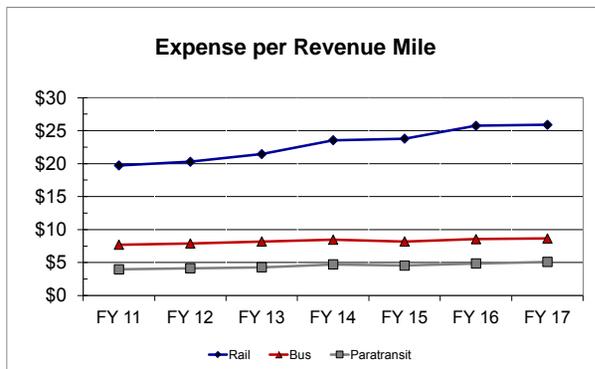
Riverboat passengers for the six months ended December 31, 2017 were 3.7% greater than budget and 9.7% higher than FY 2017. There were 8 more cruises in FY 2018 than budgeted and 14 more than in FY 2017. Expenses were 5.3% lower than budget mostly due lower employee benefit costs, fuel costs, materials and supplies and casualty and liability costs. Income before depreciation for the six months ended December 31, 2017 was \$494.7 thousand compared to a prior year income of \$342.9 thousand.

ST. LOUIS REGIONAL FREIGHTWAY

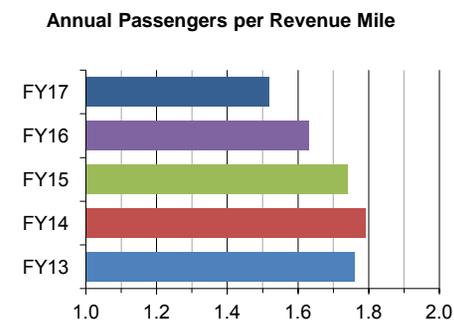
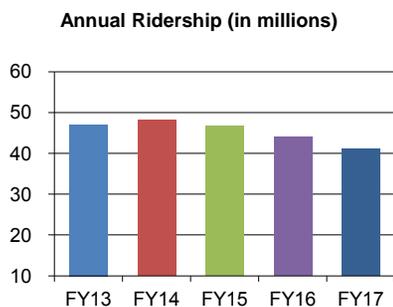
Net loss for the six months ended December 31, 2017 was \$257.9 thousand. This is favorable to budget by \$100.3 thousand. Revenue is \$9.4 thousand or 8.2% less than budget. Expenses are 23.2% lower than budget due to less than anticipated consulting expense.



ANNUAL TRANSIT PERFORMANCE



Metro System Profile

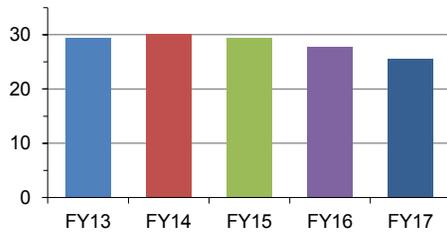


Six Months Ended December 31

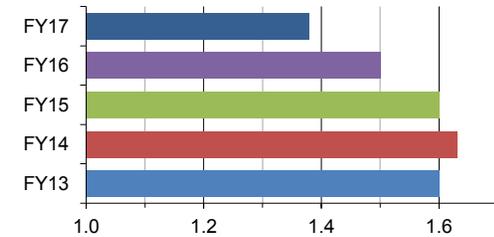
Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				<u>Customer Measures</u>			
133,983	123,413	133,548	-7.6%	Average Weekday Ridership	144,277	153,164	154,887
21,380,330	19,549,200	21,312,900	-8.3%	Passenger Boardings	23,110,350	24,551,293	24,780,866
1.2	0.5	1.3	-57.7%	Passenger Injuries per 100,000 Boardings	1.8	1.5	1.1
10.0	16.5	14.1	16.8%	Customer Complaints per 100,000 Boardings	13.4	11.7	11.7
				<u>Business Measures</u>			
\$1.08	\$1.07	\$1.03	3.5%	Average Fare (Includes Fixed & Special)	\$1.08	\$1.09	\$1.07
14.6%	15.2%	17.4%	-12.7%	Farebox Recovery	18.8%	20.9%	21.3%
\$177.31	\$150.98	\$137.69	9.7%	Operating Expense per Revenue Hour	\$145.30	\$140.96	\$136.54
\$7.68	\$7.08	\$5.94	19.2%	Operating Expense per Passenger Boarding	\$5.72	\$5.21	\$5.04
\$6.31	\$5.69	\$4.66	22.1%	Subsidy per Passenger Boarding	\$4.43	\$3.91	\$3.78
				<u>Operating Measures</u>			
1.83	1.25	1.59	-21.4%	Vehicle Accidents per 100,000 Vehicle Miles	1.75	1.64	1.47
3.1%	3.4%	3.5%	-2.9%	Unscheduled Absenteeism	3.4%	3.3%	2.9%
1.57	1.44	1.57	-8.1%	Passenger Boardings per Revenue Mile	1.71	1.82	1.79
24.09	21.31	23.17	-8.0%	Passenger Boardings per Revenue Hour	25.41	27.04	27.11

MetroBus Profile

Annual Ridership (in millions)



Annual Passengers per Revenue Mile

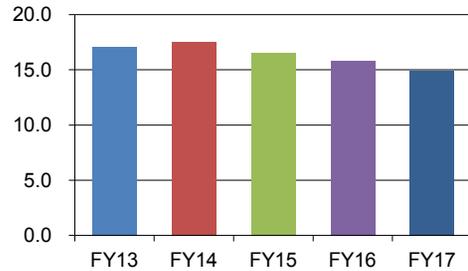


Six Months Ended December 31

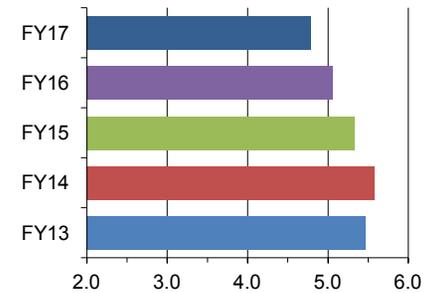
Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
85,036	77,847	83,649	-6.9%	Average Weekday Ridership	92,135	97,868	97,515
13,507,373	12,304,300	13,287,000	-7.4%	Passenger Boardings	14,639,057	15,523,874	15,464,723
1.5	0.7	1.8	-59.7%	Passenger Injuries per 100,000 Boardings	2.3	1.8	1.4
15.0	13.5	13.1	3.1%	Customer Complaints per 100,000 Boardings	12.0	13.8	12.2
				Business Measures			
\$1.07	\$1.05	\$1.01	3.9%	Average Fare (Fixed and Special)	\$1.06	\$1.08	\$1.06
15.5%	15.3%	17.5%	-13.0%	Farebox Recovery	19.6%	20.8%	21.5%
\$131.35	\$120.96	\$109.53	10.4%	Operating Expense per Revenue Hour	\$115.18	\$116.90	\$110.68
\$6.90	\$6.92	\$5.80	19.2%	Operating Expense per Passenger Boarding	\$5.43	\$5.18	\$4.93
				Operating Measures			
2.25	1.69	2.28	-26.1%	Vehicle Accidents per 100,000 Vehicle Miles	2.48	2.22	2.08
91.0%	93.2%	91.6%	1.7%	On-Time Performance	92.1%	91.3%	91.3%
1.45	1.32	1.42	-7.4%	Passenger Boardings per Revenue Mile	1.58	1.67	1.66
20.03	17.48	18.87	-7.4%	Passenger Boardings per Revenue Hour	21.21	22.57	22.45
99.9%	99.8%	99.8%	0.0%	Percent of Trips Completed	99.8%	99.8%	99.9%
22,000	23,338	19,203	21.5%	Revenue Miles Between Roadcalls	18,820	17,543	20,730

MetroLink Profile

Annual Ridership (in millions)



Annual Passengers per Revenue Mile

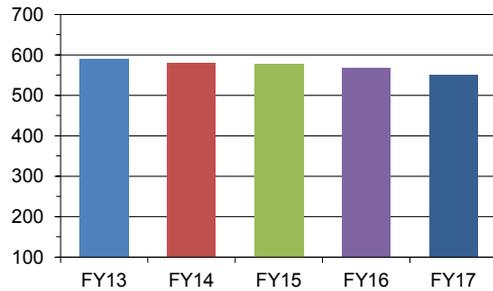


Six Months Ended December 31

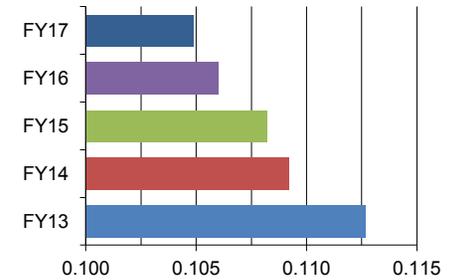
Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
47,125	43,696	48,053	-9.1%	Average Weekday Ridership	50,217	53,367	55,409
7,600,329	6,967,100	7,749,900	-10.1%	Passenger Boardings	8,183,650	8,739,359	9,023,696
0.5	0.1	0.3	-49.9%	Passenger Injuries per 100,000 Boardings	0.5	0.7	0.3
1.8	1.6	1.5	0.1%	Customer Complaints per 100,000 Boardings	2.9	1.3	1.4
				Business Measures			
\$1.07	\$1.05	\$1.01	3.9%	Average Fare (Fixed and Special)	\$1.06	\$1.08	\$1.06
14.2%	18.4%	21.3%	-13.9%	Farebox Recovery	21.6%	26.3%	26.2%
\$821.54	\$597.44	\$552.35	8.2%	Operating Expense per Revenue Hour	\$600.08	\$537.42	\$544.49
\$7.47	\$5.73	\$4.73	21.1%	Operating Expense per Passenger Boarding	\$4.88	\$4.08	\$4.05
				Operating Measures			
0.10	0.06	0.10	-33.9%	Vehicle Accidents per 100,000 Vehicle Miles	0.03	0.13	0.09
98.0%	98.3%	97.3%	1.0%	On-Time Performance	95.8%	97.7%	97.0%
4.82	4.44	4.98	-10.8%	Passenger Boardings per Revenue Mile	5.22	5.55	5.72
113.25	104.32	116.81	-10.7%	Passenger Boardings per Revenue Hour	123.08	131.60	134.28
30,000	29,032	27,282	6.4%	Vehicle Miles between Failures	30,138	47,677	38,037

Call-A-Ride Profile

Annual Ridership (in thousands)



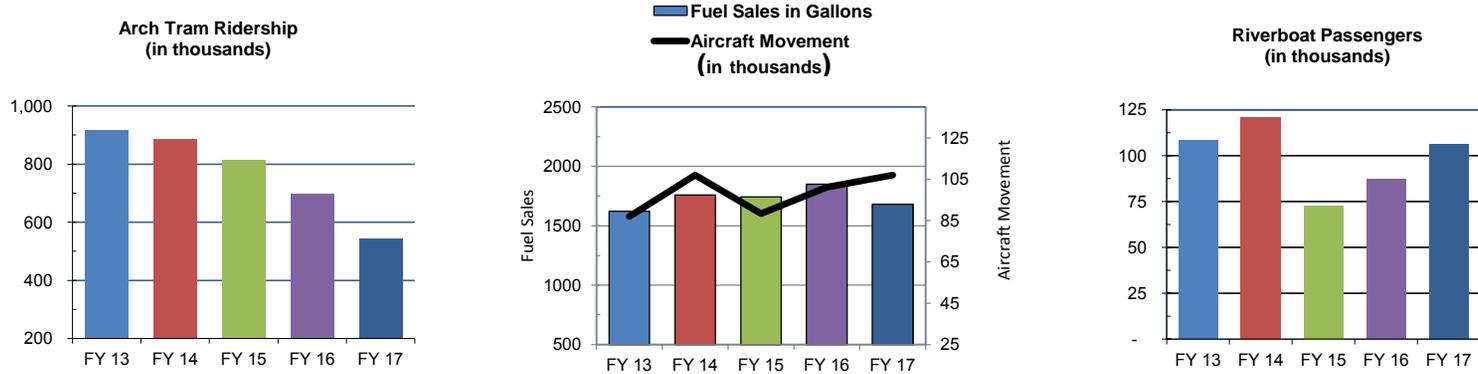
Annual Passengers per Revenue Mile



Six Months Ended December 31

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
				Customer Measures			
1,822	1,870	1,845	1.3%	Average Weekday Ridership	1,925	1,928	1,964
272,628	277,800	276,000	0.7%	Passenger Boardings	287,643	288,060	292,447
6.0	3.6	7.2	-50.3%	Passenger Injuries per 100,000 Boardings	12.5	5.9	8.5
15.0	55.4	24.3	128.3%	Customer Complaints per 100,000 Boardings	25.7	27.8	17.8
				Business Measures			
\$2.23	\$2.50	\$2.48	0.8%	Average Fare	\$2.18	\$2.09	\$1.92
9.7%	11.1%	10.2%	8.6%	Farebox Recovery (excludes contractual)	10.1%	10.9%	10.7%
20.3%	18.9%	18.7%	1.2%	Revenue Recovery (includes contractual)	21.0%	23.4%	24.5%
\$94.12	\$91.75	\$86.25	6.4%	Operating Expense per Revenue Hour	\$83.49	\$77.31	\$75.73
\$50.01	\$48.42	\$46.71	3.7%	Operating Expense per Passenger Boarding	\$44.38	\$41.24	\$40.88
				Operating Measures			
1.25	0.93	0.66	40.7%	Vehicle Accidents per 100,000 Vehicle Miles	0.92	1.19	0.70
95.0%	91.4%	93.8%	-2.6%	On-Time Performance	92.5%	94.8%	94.2%
0.10	0.11	0.10	2.3%	Passenger Boardings per Revenue Mile	0.11	0.11	0.11
1.87	1.89	1.85	2.2%	Passenger Boardings per Revenue Hour	1.88	1.85	1.91
50,000	37,641	43,184	-12.8%	Revenue Miles between Maintenance Failure	34,223	33,039	59,397

Bi-State Development Enterprises



Six Months Ended December 31

Goal	FY 2018	FY 2017	Change		FY 2016	FY 2015	FY 2014
Gateway Arch							
\$887,422	\$398,392	\$531,913	-25.1%	Income (Loss) Before Depreciation	\$2,063,675	(\$4,291,640)	\$1,121,975
452,850	409,697	382,131	7.2%	Tram Ridership	441,738	451,989	471,239
Riverfront Attractions							
\$379,252	\$494,735	\$342,888	44.3%	Income (Loss) Before Depreciation	(\$77,715)	(\$123,400)	\$362,382
68,600	71,130	64,815	9.7%	Passengers	39,007	40,289	78,961
548	556	542	2.6%	Cruises	339	354	587
155	155	151	2.6%	Days of Operation	105	124	151
St. Louis Downtown Airport							
\$21,123	\$37,617	(\$41,634)	190.4%	Income (Loss) Before Depreciation	\$44,289	\$29,088	\$225,575
886,815	889,315	837,098	6.2%	Fuel Sales (gallons)	935,229	871,010	910,878
45,000	48,595	57,578	-15.6%	Aircraft Movements	49,722	44,412	57,712
320	313	320	-2.2%	Average Based Aircraft	329	318	326
Executive Services							
\$206,055	\$153,057	\$375,460	-59.2%	Income (Loss) Before Depreciation	\$303,998	\$584,509	\$493,635
St. Louis Regional Freightway							
(\$358,192)	(\$257,871)	(\$177,325)	-45.4%	Income (Loss) Before Depreciation	(\$7,785)	\$0	\$0

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 16	1.57	0.98	1.41	2.38	2.92	1.84	1.42	1.56	1.03	2.46	1.93	1.77
	FY 15	1.62	0.98	1.41	2.35	2.88	1.84	1.42	1.56	1.04	2.46	1.88	1.77
	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
Passenger Boardings (in millions)	FY 16	44.0	28.1	44.3	66.8	103.3	82.6	63.8	101.7	24.3	92.4	44.0	63.2
	FY 15	46.6	26.3	47.0	69.8	102.3	85.8	65.2	101.4	25.6	94.9	45.1	64.5
	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
Average Weekday Passenger Boardings	FY 16	139,220	95,481	144,075	220,747	345,143	266,918	214,639	322,154	83,687	298,940	141,298	206,573
	FY 15	146,826	89,830	151,756	232,322	335,088	276,408	218,583	323,289	89,197	305,952	145,378	210,421
	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
Average Saturday Passenger Boardings	FY 16	92,040	42,871	81,506	111,912	178,333	151,532	99,206	197,318	32,019	176,603	77,750	112,826
	FY 15	98,135	38,258	89,554	119,014	182,305	166,145	105,391	196,604	34,890	184,603	80,485	117,762
	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
Average Sunday Passenger Boardings	FY 16	63,185	25,405	55,409	68,914	132,658	114,011	64,433	149,804	21,582	121,768	64,195	80,124
	FY 15	67,147	26,145	63,396	73,799	123,909	119,555	65,857	147,793	22,004	128,004	66,344	82,178
	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
Vehicles in Operated in Maximum Service	FY 16	480	352	545	1,069	1,435	843	939	950	232	765	686	754
	FY 15	473	351	547	1,042	1,395	885	912	918	222	732	679	741
	FY 14	469	361	537	1,080	1,416	861	900	894	223	690	677	737
Farebox Recovery	FY 16	18.7%	20.1%	18.0%	14.0%	26.1%	24.6%	25.6%	29.5%	21.1%	39.0%	11.2%	22.6%
	FY 15	21.0%	25.3%	19.8%	15.0%	25.7%	25.2%	27.2%	31.5%	21.8%	40.6%	12.4%	24.1%
	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%
Subsidy per Passenger Boarding	FY 16	4.83	3.83	4.85	6.30	3.72	3.48	4.63	2.95	4.49	1.65	7.26	4.37
	FY 15	4.25	3.62	4.09	5.65	3.42	3.29	4.21	2.65	4.11	1.51	6.66	3.95
	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

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 16	394	320	402	648	1,047	902	727	648	222	595	511	583
	FY 15	390	316	396	636	1,127	907	705	643	219	605	507	586
	FY 14	383	322	391	861	1,101	905	701	608	225	582	452	594
Fleet Age (average in years)	FY 16	7.3	9.8	8.3	4.0	5.8	4.7	7.2	9.4	6.8	6.0	10.5	7.3
	FY 15	7.4	9.3	7.9	4.5	6.5	4.9	7.4	9.5	8.0	6.6	9.4	7.4
	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
Passenger Boardings (in millions)	FY 16	27.7	22.7	34.8	33.5	73.3	58.9	53.7	60.0	12.1	51.9	32.6	41.9
	FY 15	29.4	21.7	37.3	36.4	75.5	62.1	54.8	62.1	13.7	53.9	33.0	43.6
	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
Bus Boardings as a Percent of System Boardings	FY 16	62.9%	80.8%	78.6%	50.1%	70.9%	71.3%	84.1%	59.0%	49.7%	56.1%	74.1%	67.1%
	FY 15	63.1%	82.5%	79.4%	52.1%	73.8%	72.4%	84.0%	61.2%	53.5%	56.8%	73.2%	68.4%
	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%
Operating Expense (in millions)	FY 16	\$ 156.8	\$ 101.7	\$ 178.4	\$ 243.7	\$ 324.2	\$ 298.2	\$ 301.4	\$ 251.2	\$ 79.3	\$ 154.1	\$ 244.6	\$ 212.1
	FY 15	153.2	96.6	161.7	233.6	314.6	296.5	284.3	236.8	77.2	147.7	240.5	203.9
	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
Operating Expense per Revenue Mile	FY 16	\$ 8.49	\$ 12.05	\$ 12.92	\$ 8.86	\$ 8.82	\$ 12.13	\$ 14.46	\$ 12.14	\$ 12.98	\$ 7.83	\$ 15.57	\$ 11.48
	FY 15	8.32	11.46	11.61	8.54	8.69	12.27	14.08	11.74	12.82	8.03	15.57	11.19
	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
Operating Expense per Passenger Mile	FY 16	\$ 1.14	\$ 1.30	\$ 1.33	\$ 1.68	\$ 0.96	\$ 1.16	\$ 1.31	\$ 0.91	\$ 1.81	\$ 0.77	\$ 1.27	\$ 1.24
	FY 15	1.04	1.25	1.09	1.62	0.80	1.17	1.24	0.83	1.50	0.74	1.36	1.15
	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
Operating Expense per Passenger Boarding	FY 16	\$ 5.66	\$ 4.48	\$ 5.45	\$ 7.27	\$ 4.43	\$ 5.06	\$ 5.62	\$ 4.19	\$ 6.55	\$ 2.97	\$ 7.50	\$ 5.38
	FY 15	5.20	4.45	4.75	6.42	4.17	4.77	5.18	3.81	5.64	2.74	7.28	4.95
	FY 14	5.00	4.42	4.84	6.38	4.27	4.14	5.18	4.03	5.71	2.69	7.25	3.84
Boardings per Revenue Mile	FY 16	1.5	2.7	2.6	1.2	2.0	2.4	2.6	2.9	2.0	2.6	2.1	2.2
	FY 15	1.6	2.6	3.0	1.3	2.1	2.6	2.7	3.1	2.3	2.9	2.1	2.4
	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
Boardings per Revenue Hour	FY 16	20.0	28.9	27.3	15.5	26.0	28.8	33.8	32.7	21.8	28.7	24.1	26.1
	FY 15	21.6	27.6	32.4	16.9	27.3	30.7	35.7	35.4	24.9	32.3	25.0	28.2
	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

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 16	80	27	48	163	172	86	83	143	85	130	99	101
	FY 15	87	27	34	163	172	86	83	133	76	130	99	99
	FY 14	87	27	48	163	172	86	83	131	76	162	99	103
Fleet Age (average in years)	FY 16	17.3	31.9	35.0	13.9	10.7	5.5	24.6	16.7	21.1	12.9	14.7	18.6
	FY 15	16.3	30.9	31.0	13.0	9.7	4.5	23.6	18.0	19.1	11.9	13.7	17.4
	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
Passenger Boardings (in millions)	FY 16	15.8	5.2	2.5	29.8	24.6	23.0	8.1	40.2	12.2	39.6	10.7	19.2
	FY 15	16.6	4.4	2.6	29.8	25.5	23.0	8.0	37.7	12.1	40.1	11.6	19.2
	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
Rail Boardings as a Percent of System Boardings	FY 16	35.9%	18.5%	5.6%	44.6%	23.8%	27.8%	12.7%	39.5%	50.1%	42.8%	24.3%	29.6%
	FY 15	35.7%	16.8%	5.5%	42.8%	24.9%	26.8%	12.3%	37.2%	47.1%	42.2%	25.8%	28.8%
	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%
Operating Expense (in millions)	FY 16	\$ 79.6	\$ 23.6	\$ 13.5	\$ 178.4	\$ 104.6	\$ 66.5	\$ 60.3	\$ 128.6	\$ 58.9	\$ 75.5	\$ 92.4	\$ 80.17
	FY 15	73.3	22.2	13.5	168.2	111.0	64.7	55.7	111.5	56.9	73.1	81.3	75.59
	FY 14	73.3	22.2	13.5	168.2	111.0	64.7	55.7	111.5	56.9	73.1	81.3	75.59
Operating Expense per Vehicle Revenue Mile	FY 16	\$ 12.73	\$ 24.88	\$ 17.44	\$ 18.15	\$ 9.21	\$ 12.73	\$ 27.78	\$ 14.53	\$ 13.49	\$ 8.71	\$ 26.63	\$ 16.93
	FY 15	11.73	26.73	16.03	17.30	10.00	12.59	26.08	14.22	14.46	8.50	23.11	16.43
	FY 14	11.73	26.73	16.03	17.30	10.00	12.59	26.08	14.22	14.46	8.50	23.11	16.43
Operating Expense per Passenger Mile	FY 16	\$ 0.62	\$ 1.67	\$ 0.92	\$ 0.73	\$ 0.50	\$ 0.71	\$ 1.97	\$ 0.59	\$ 0.85	\$ 0.34	\$ 1.69	\$ 0.96
	FY 15	0.53	1.81	0.90	0.68	0.61	0.66	1.79	0.54	0.83	0.33	1.33	0.91
	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
Operating Expense per Passenger Boarding	FY 16	\$ 5.04	\$ 4.52	\$ 5.49	\$ 5.99	\$ 4.26	\$ 2.90	\$ 7.42	\$ 3.20	\$ 4.82	\$ 1.91	\$ 8.62	\$ 4.92
	FY 15	4.40	5.03	5.19	5.64	4.35	2.81	6.92	2.95	4.72	1.82	7.17	4.64
	FY 14	4.10	4.77	4.71	5.60	3.88	3.06	6.69	2.83	4.31	1.80	6.82	3.84
Boardings per Vehicle Revenue Mile	FY 16	2.5	5.5	3.2	3.0	2.2	4.4	3.8	4.5	2.8	4.6	3.1	3.6
	FY 15	2.7	5.3	3.1	3.1	2.3	4.5	3.8	4.8	3.1	4.7	3.2	3.7
	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
Boardings per Vehicle Revenue Hour	FY 16	62.9	52.8	46.1	63.7	40.6	54.0	47.9	70.6	55.3	80.9	51.1	56.9
	FY 15	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 14	64.6	73.5	55.1	65.2	41.8	62.0	50.5	74.2	62.2	63.0	54.1	60.6

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 16	121	74	166	115	416	-	362	268	-	200	227	217
	FY 15	118	74	159	118	404	-	346	219	-	202	242	209
	FY 14	116	74	158	165	450	-	346	268	-	146	244	219
Fleet Age (average in years)	FY 16	5.5	5.7	4.2	3.7	3.7	-	5.8	4.3	-	4.4	4.4	4.6
	FY 15	4.5	5.1	4.3	2.8	5.0	-	4.5	5.6	-	6.0	3.7	4.6
	FY 14	5.8	4.1	4.9	1.8	4.5	-	5.6	3.7	-	4.1	2.9	4.2
Passenger Boardings (in millions)	FY 16	0.57	0.19	0.63	0.33	1.19	-	1.53	0.93	-	0.63	0.65	0.74
	FY 15	0.58	0.18	0.70	0.40	1.23	-	0.79	0.92	-	0.59	0.72	0.68
	FY 14	0.58	0.16	0.75	0.47	1.27	-	1.59	0.93	-	0.55	0.73	0.78
Demand-Response Boardings as a Percent of System Boardings	FY 16	1.3%	0.7%	1.4%	0.5%	1.2%	-	2.4%	0.9%	-	0.7%	1.5%	1.2%
	FY 15	1.2%	0.7%	1.5%	0.6%	1.2%	-	1.2%	0.9%	-	0.6%	1.6%	1.1%
	FY 14	1.2%	0.6%	1.5%	0.7%	1.2%	-	2.5%	0.9%	-	0.6%	1.6%	1.2%
Operating Expense (in millions)	FY 16	\$ 25.3	\$ 9.3	\$ 33.6	\$ 13.7	\$ 45.4	-	\$ 35.0	\$ 33.4	-	\$ 19.0	\$ 23.0	26.4
	FY 15	24.7	8.3	32.4	23.7	48.1	-	36.3	32.8	-	15.5	20.0	26.8
	FY 14	21.9	7.9	29.9	21.0	46.9	-	36.3	32.2	-	14.5	22.0	25.8
Operating Expense per Revenue Mile	FY 16	\$ 4.74	\$ 5.57	\$ 6.28	\$ 6.87	\$ 4.13	-	\$ 3.68	\$ 5.25	-	\$ 4.11	\$ 4.66	5.03
	FY 15	4.57	5.20	6.04	6.97	4.18	-	3.89	5.15	-	4.21	3.54	4.86
	FY 14	4.64	5.40	6.24	8.07	4.59	-	3.75	5.01	-	4.25	3.23	5.02
Operating Expense per Passenger Mile	FY 16	\$ 4.54	\$ 5.30	\$ 6.72	\$ 3.36	\$ 4.32	-	\$ 2.92	\$ 3.90	-	\$ 3.02	\$ 3.49	4.17
	FY 15	4.26	4.85	5.35	3.34	4.39	-	3.07	3.74	-	2.99	3.10	3.90
	FY 14	4.29	4.86	4.45	3.81	4.64	-	2.91	3.63	-	2.94	2.47	3.78
Operating Expense per Passenger Boarding	FY 16	\$ 44.59	\$ 49.58	\$ 52.97	\$ 40.76	\$ 38.26	-	\$ 22.92	\$ 36.04	-	\$ 30.13	\$ 35.28	38.95
	FY 15	42.28	48.96	45.64	41.73	37.07	-	23.89	35.25	-	29.41	29.11	37.04
	FY 14	42.53	50.63	43.07	50.56	37.85	-	22.74	35.33	-	28.38	27.47	3.84
Boardings per Revenue Mile	FY 16	0.1	0.1	0.1	0.2	0.1	-	0.2	0.2	-	0.1	0.1	0.1
	FY 15	0.1	0.1	0.1	0.2	0.1	-	0.2	0.1	-	0.1	0.1	0.1
	FY 14	0.1	0.1	0.1	0.2	0.1	-	0.2	0.1	-	0.1	0.1	0.1
Boardings per Revenue Hour	FY 16	1.9	1.9	1.9	2.1	1.7	-	2.3	2.0	-	2.5	2.6	2.1
	FY 15	1.9	1.8	2.0	2.1	1.8	-	2.4	2.0	-	2.6	2.6	2.1
	FY 14	1.9	1.9	2.0	1.8	1.8	-	2.6	2.0	-	2.7	2.6	2.1

* 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 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	79,047	84,399	-6.3%	46,005	50,290	-8.5%	1,879	1,860	1.1%	126,931	136,549	-7.0%
2nd Qtr YTD	77,847	83,649	-6.9%	43,696	48,053	-9.1%	1,870	1,845	1.3%	123,413	133,548	-7.6%
3rd Qtr YTD	-	82,040	-	-	46,576	-	-	1,862	-	-	130,478	-
Full year	-	80,731	-	-	46,180	-	-	1,857	-	-	128,768	-

July	74,070	79,649	-7.0%	44,258	49,251	-10.1%	1,803	1,801	0.1%	120,131	130,701	-8.1%
August	79,604	84,200	-5.5%	45,700	48,962	-6.7%	1,906	1,891	0.8%	127,210	135,053	-5.8%
September	83,466	89,349	-6.6%	48,058	52,658	-8.7%	1,929	1,887	2.2%	133,453	143,894	-7.3%
October	80,901	88,577	-8.7%	43,419	49,166	-11.7%	1,965	1,927	2.0%	126,285	139,670	-9.6%
November	77,528	84,267	-8.0%	41,696	46,237	-9.8%	1,846	1,798	2.7%	121,070	132,302	-8.5%
December	71,513	75,854	-5.7%	39,045	42,044	-7.1%	1,771	1,768	0.2%	112,329	119,666	-6.1%
January	-	76,062	-	-	41,744	-	-	1,817	-	-	119,623	-
February	-	83,550	-	-	45,478	-	-	1,961	-	-	130,989	-
March	-	76,853	-	-	43,646	-	-	1,906	-	-	122,405	-
April	-	77,265	-	-	46,904	-	-	1,889	-	-	126,058	-
May	-	76,473	-	-	44,403	-	-	1,790	-	-	122,666	-
June	-	76,673	-	-	43,668	-	-	1,851	-	-	122,192	-

Passenger Boardings

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	6,354,800	6,812,100	-6.7%	3,706,700	4,098,900	-9.5%	139,100	139,400	-0.2%	10,200,600	11,050,400	-7.7%
2nd Qtr YTD	12,304,300	13,287,000	-7.4%	6,967,100	7,749,900	-10.1%	277,800	276,000	0.7%	19,549,200	21,312,900	-8.3%
3rd Qtr YTD	-	19,405,500	-	-	11,230,800	-	-	414,700	-	-	31,051,000	-
Full year	-	25,549,700	-	-	14,898,200	-	-	550,700	-	-	40,998,600	-

July	1,983,400	2,122,800	-6.6%	1,198,200	1,343,700	-10.8%	43,800	43,900	-0.2%	3,225,400	3,510,400	-8.1%
August	2,214,600	2,343,800	-5.5%	1,272,900	1,369,100	-7.0%	48,900	48,700	0.4%	3,536,400	3,761,600	-6.0%
September	2,156,800	2,345,500	-8.0%	1,235,600	1,386,100	-10.9%	46,400	46,800	-0.9%	3,438,800	3,778,400	-9.0%
October	2,148,800	2,347,000	-8.4%	1,178,300	1,334,700	-11.7%	48,900	47,100	3.8%	3,376,000	3,728,800	-9.5%
November	1,974,400	2,151,000	-8.2%	1,077,700	1,199,500	-10.2%	45,800	45,000	1.8%	3,097,900	3,395,500	-8.8%
December	1,826,300	1,976,900	-7.6%	1,004,400	1,116,800	-10.1%	44,000	44,500	-1.1%	2,874,700	3,138,200	-8.4%
January	-	1,985,700	-	-	1,128,400	-	-	44,900	-	-	3,159,000	-
February	-	2,038,400	-	-	1,142,600	-	-	44,700	-	-	3,225,700	-
March	-	2,094,400	-	-	1,209,900	-	-	49,100	-	-	3,353,400	-
April	-	1,984,800	-	-	1,233,900	-	-	44,000	-	-	3,262,700	-
May	-	2,089,700	-	-	1,230,000	-	-	46,200	-	-	3,365,900	-
June	-	2,069,700	-	-	1,203,500	-	-	45,800	-	-	3,319,000	-

Boardings are rounded to the nearest hundred

Passengers by Jurisdiction

Period	MetroBus						MetroLink					
	Missouri			St. Clair			Missouri			St. Clair		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	5,601,652	6,017,293	-6.9%	753,228	794,808	-5.2%	3,032,754	3,361,097	-9.8%	673,885	737,926	-8.7%
2nd Qtr YTD	10,938,788	11,810,399	-7.4%	1,365,688	1,476,640	-7.5%	5,695,168	6,343,241	-10.2%	1,271,850	1,406,781	-9.6%
3rd Qtr YTD	-	17,293,756	-	-	2,111,794	-	-	9,186,344	-	-	2,044,550	-
Full year	-	22,718,228	-	-	2,831,566	-	-	12,172,302	-	-	2,725,989	-

Month	Missouri			St. Clair			Missouri			St. Clair		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
July	1,739,193	1,867,735	-6.9%	244,237	255,063	-4.2%	980,265	1,106,073	-11.4%	217,935	237,668	-8.3%
August	1,961,480	2,073,836	-5.4%	253,163	269,959	-6.2%	1,043,089	1,119,567	-6.8%	229,800	249,581	-7.9%
September	1,900,979	2,075,722	-8.4%	255,828	269,786	-5.2%	1,009,400	1,135,457	-11.1%	226,150	250,677	-9.8%
October	1,928,390	2,098,308	-8.1%	220,447	248,699	-11.4%	963,384	1,093,750	-11.9%	214,877	240,968	-10.8%
November	1,769,993	1,924,552	-8.0%	204,447	226,448	-9.7%	879,758	977,451	-10.0%	197,963	222,039	-10.8%
December	1,638,753	1,770,246	-7.4%	187,566	206,685	-9.3%	819,272	910,943	-10.1%	185,125	205,848	-10.1%
January	-	1,780,328	-	-	205,337	-	-	920,599	-	-	207,793	-
February	-	1,825,807	-	-	212,591	-	-	930,786	-	-	211,822	-
March	-	1,877,222	-	-	217,226	-	-	991,718	-	-	218,154	-
April	-	1,753,161	-	-	231,618	-	-	1,006,330	-	-	227,532	-
May	-	1,844,879	-	-	244,844	-	-	1,002,562	-	-	227,485	-
June	-	1,826,432	-	-	243,310	-	-	977,066	-	-	226,422	-

Passenger Revenue

Period	MetroBus			MetroLink			Call-A-Ride *			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	\$6,867,848	\$7,012,569	-2.1%	\$3,988,265	\$4,142,651	-3.7%	\$658,057	\$641,163	2.6%	\$11,514,170	\$11,796,383	-2.4%
2nd Qtr YTD	\$12,987,576	\$13,525,622	-4.0%	\$7,335,963	\$7,823,962	-6.2%	\$1,486,775	\$1,312,111	13.3%	\$21,810,312	\$22,661,694	-3.8%
3rd Qtr YTD	-	\$20,030,089	-	-	\$11,539,934	-	-	\$1,959,192	-	-	\$33,529,215	-
Full year	-	\$26,674,896	-	-	\$15,388,145	-	-	\$2,620,037	-	-	\$44,683,078	-

1st Qtr	\$6,867,848	\$7,012,569	-2.1%	\$3,988,265	\$4,142,651	-3.7%	\$658,057	\$641,163	2.6%	\$11,514,170	\$11,796,383	-2.4%
2nd Qtr	\$6,119,728	\$6,513,053	-6.0%	\$3,347,698	\$3,681,311	-9.1%	\$828,718	\$670,948	23.5%	\$10,296,144	\$10,865,311	-5.2%
3rd Qtr	-	\$6,504,467	-	-	\$3,715,972	-	-	\$647,081	-	-	\$10,867,521	-
4th Qtr	-	\$6,644,807	-	-	\$3,848,211	-	-	\$660,845	-	-	\$11,153,863	-

* 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 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	4,699,967	4,709,831	-0.2%	785,913	778,004	1.0%	1,325,313	1,348,707	-1.7%	6,811,193	6,836,542	-0.4%
2nd Qtr YTD	9,335,220	9,332,502	0.0%	1,567,716	1,555,099	0.8%	2,634,890	2,677,406	-1.6%	13,537,825	13,565,007	-0.2%
3rd Qtr YTD	-	13,884,401	-	-	2,325,578	-	-	3,955,721	-	-	20,165,700	-
Full year	-	18,552,453	-	-	3,107,518	-	-	5,250,386	-	-	26,910,358	-

July	1,557,395	1,562,306	-0.3%	262,438	261,369	0.4%	419,134	435,057	-3.7%	2,238,967	2,258,731	-0.9%
August	1,616,680	1,616,850	0.0%	268,321	268,319	0.0%	464,541	463,203	0.3%	2,349,542	2,348,372	0.0%
September	1,525,892	1,530,675	-0.3%	255,154	248,316	2.8%	441,638	450,447	-2.0%	2,222,684	2,229,439	-0.3%
October	1,579,218	1,560,648	1.2%	266,324	259,057	2.8%	465,637	461,251	1.0%	2,311,178	2,280,956	1.3%
November	1,522,399	1,514,068	0.6%	256,753	256,753	0.0%	434,282	434,897	-0.1%	2,213,434	2,205,718	0.3%
December	1,533,636	1,547,955	-0.9%	258,726	261,284	-1.0%	409,658	432,551	-5.3%	2,202,020	2,241,790	-1.8%
January	-	1,539,785	-	-	260,823	-	-	419,739	-	-	2,220,347	-
February	-	1,421,802	-	-	241,266	-	-	417,737	-	-	2,080,804	-
March	-	1,590,312	-	-	268,391	-	-	440,839	-	-	2,299,542	-
April	-	1,517,838	-	-	255,680	-	-	416,902	-	-	2,190,420	-
May	-	1,591,016	-	-	266,910	-	-	440,660	-	-	2,298,586	-
June	-	1,559,199	-	-	259,350	-	-	437,103	-	-	2,255,652	-

May not sum to total due to rounding

Total Miles

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	5,412,301	5,403,860	0.2%	792,291	784,671	1.0%	1,401,622	1,442,812	-2.9%	7,606,215	7,631,344	-0.3%
2nd Qtr YTD	10,726,874	10,685,398	0.4%	1,579,042	1,567,800	0.7%	2,795,097	2,873,319	-2.7%	15,101,013	15,126,516	-0.2%
3rd Qtr YTD	-	15,887,422	-	-	2,344,536	-	-	4,234,468	-	-	22,466,426	-
Full year	-	21,251,722	-	-	3,133,603	-	-	5,610,397	-	-	29,995,722	-

July	1,791,846	1,791,851	0.0%	264,728	263,656	0.4%	443,207	464,387	-4.6%	2,499,781	2,519,893	-0.8%
August	1,861,334	1,855,117	0.3%	270,374	270,455	0.0%	491,034	494,922	-0.8%	2,622,742	2,620,493	0.1%
September	1,759,122	1,756,893	0.1%	257,189	250,561	2.6%	467,381	483,503	-3.3%	2,483,692	2,490,957	-0.3%
October	1,810,570	1,783,058	1.5%	268,410	261,132	2.8%	493,595	492,840	0.2%	2,572,574	2,537,030	1.4%
November	1,745,237	1,729,724	0.9%	258,716	258,716	0.0%	465,035	469,724	-1.0%	2,468,988	2,458,164	0.4%
December	1,758,767	1,768,755	-0.6%	259,624	263,280	-1.4%	434,845	467,943	-7.1%	2,453,236	2,499,979	-1.9%
January	-	1,759,607	-	-	262,891	-	-	449,829	-	-	2,472,327	-
February	-	1,625,884	-	-	243,355	-	-	442,862	-	-	2,312,102	-
March	-	1,816,533	-	-	270,490	-	-	468,458	-	-	2,555,481	-
April	-	1,742,101	-	-	258,176	-	-	441,662	-	-	2,441,939	-
May	-	1,828,998	-	-	269,347	-	-	469,763	-	-	2,568,107	-
June	-	1,793,201	-	-	261,544	-	-	464,504	-	-	2,519,249	-

May not sum to total due to rounding

Revenue Hours

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	356,825	358,590	-0.5%	33,459	33,160	0.9%	73,266	76,182	-3.8%	463,551	467,933	-0.9%
2nd Qtr YTD	703,862	703,973	0.0%	66,785	66,348	0.7%	146,610	149,468	-1.9%	917,256	919,788	-0.3%
3rd Qtr YTD	-	1,036,160	-	-	99,174	-	-	221,722	-	-	1,357,056	-
Full year	-	1,390,550	-	-	132,444	-	-	293,281	-	-	1,816,276	-

July	118,415	119,693	-1.1%	11,186	11,119	0.6%	23,225	24,532	-5.3%	152,827	155,344	-1.6%
August	122,460	122,787	-0.3%	11,404	11,388	0.1%	25,655	26,737	-4.0%	159,518	160,912	-0.9%
September	115,950	116,110	-0.1%	10,869	10,653	2.0%	24,386	24,913	-2.1%	151,206	151,677	-0.3%
October	118,433	116,988	1.2%	11,330	11,087	2.2%	25,919	25,092	3.3%	155,682	153,167	1.6%
November	114,155	113,093	0.9%	10,930	10,930	0.0%	24,265	23,785	2.0%	149,350	147,808	1.0%
December	114,448	115,301	-0.7%	11,066	11,171	-0.9%	23,160	24,409	-5.1%	148,674	150,881	-1.5%
January	-	114,656	-	-	11,157	-	-	23,857	-	-	149,670	-
February	-	105,981	-	-	10,263	-	-	23,136	-	-	139,380	-
March	-	111,550	-	-	11,407	-	-	25,261	-	-	148,218	-
April	-	115,412	-	-	10,892	-	-	23,026	-	-	149,330	-
May	-	120,663	-	-	11,354	-	-	24,313	-	-	156,330	-
June	-	118,315	-	-	11,024	-	-	24,220	-	-	153,559	-

May not sum to total due to rounding

Total Hours

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	384,141	385,511	-0.4%	33,966	33,678	0.9%	78,744	83,023	-5.2%	496,851	502,212	-1.1%
2nd Qtr YTD	758,399	757,543	0.1%	67,521	67,359	0.2%	157,636	163,196	-3.4%	983,557	988,098	-0.5%
3rd Qtr YTD	-	1,123,010	-	-	100,683	-	-	241,068	-	-	1,464,761	-
Full year	-	1,504,329	-	-	134,485	-	-	318,045	-	-	1,956,859	-

July	127,360	128,511	-0.9%	11,360	11,293	0.6%	24,909	26,947	-7.6%	163,628	166,751	-1.9%
August	131,928	132,043	-0.1%	11,574	11,561	0.1%	27,649	29,001	-4.7%	171,151	172,605	-0.8%
September	124,854	124,957	-0.1%	11,032	10,824	1.9%	26,186	27,075	-3.3%	162,072	162,856	-0.5%
October	127,701	125,946	1.4%	11,234	11,255	-0.2%	27,778	27,172	2.2%	166,713	164,373	1.4%
November	123,084	121,835	1.0%	11,092	11,092	0.0%	26,280	26,139	0.5%	160,456	159,065	0.9%
December	123,473	124,252	-0.6%	11,230	11,334	-0.9%	24,834	26,862	-7.5%	159,536	162,448	-1.8%
January	-	123,580	-	-	11,322	-	-	25,984	-	-	160,886	-
February	-	114,244	-	-	10,423	-	-	24,801	-	-	149,468	-
March	-	127,644	-	-	11,578	-	-	27,087	-	-	166,309	-
April	-	124,177	-	-	11,069	-	-	24,698	-	-	159,944	-
May	-	129,880	-	-	11,537	-	-	26,231	-	-	167,647	-
June	-	127,262	-	-	11,196	-	-	26,048	-	-	164,506	-

May not sum to total due to rounding

Operating Expense by Mode

Period	MetroBus			MetroLink			Call-A-Ride			System		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	\$42,391,453	\$38,614,628	9.8%	\$20,257,939	\$18,428,785	9.9%	\$6,619,848	\$6,421,064	3.1%	\$69,269,240	\$63,464,477	9.1%
2nd Qtr YTD	\$85,137,390	\$77,106,424	10.4%	\$39,899,685	\$36,647,124	8.9%	\$13,451,884	\$12,892,164	4.3%	\$138,488,960	\$126,645,714	9.4%
3rd Qtr YTD	-	\$117,020,729	-	-	\$57,868,622	-	-	\$19,346,033	-	-	\$194,235,384	-
Full year	-	\$152,291,548	-	-	\$76,350,447	-	-	\$25,335,118	-	-	\$253,977,113	-

1st Qtr	\$42,391,453	\$38,614,628	9.8%	\$20,257,939	\$18,428,785	9.9%	\$6,619,848	\$6,421,064	3.1%	\$69,269,240	\$63,464,477	9.1%
2nd Qtr	\$42,745,937	\$38,491,796	11.1%	\$19,641,746	\$18,218,339	7.8%	\$6,832,036	\$6,471,100	5.6%	\$69,219,719	\$63,181,235	9.6%
3rd Qtr	-	\$39,914,305	-	-	\$21,221,498	-	-	\$6,453,869	-	-	\$67,589,672	-
4th Qtr	-	\$35,270,819	-	-	\$18,481,825	-	-	\$5,989,085	-	-	\$59,741,729	-

FY 2017 contains audited amounts

Unscheduled Absenteeism

Period	Operators			Maintenance			Facility Support			Total		
	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change	FY 2018	FY 2017	Change
1st Qtr YTD	4.1%	4.3%	-0.3%	2.4%	2.5%	-0.1%	2.3%	1.6%	0.7%	3.6%	3.8%	-0.1%
2nd Qtr YTD	3.8%	3.9%	0.0%	2.7%	2.8%	-0.1%	2.2%	2.1%	0.1%	3.4%	3.5%	0.0%
3rd Qtr YTD	-	3.6%	-	-	2.7%	-	-	1.8%	-	-	3.3%	-
Full year	-	3.8%	-	-	2.6%	-	-	1.9%	-	-	3.4%	-

July	5.3%	4.5%	0.8%	2.0%	3.0%	-1.1%	2.2%	1.2%	1.1%	4.4%	3.9%	0.5%
August	3.4%	4.5%	-1.0%	2.5%	2.4%	0.1%	2.5%	1.3%	1.2%	3.2%	3.8%	-0.6%
September	3.5%	4.1%	-0.5%	2.9%	2.3%	0.6%	2.2%	2.4%	-0.2%	3.3%	3.6%	-0.3%
October	3.9%	3.6%	0.3%	3.2%	3.7%	-0.5%	2.8%	3.2%	-0.3%	3.6%	3.6%	0.1%
November	3.7%	3.4%	0.4%	2.4%	2.0%	0.5%	2.2%	1.9%	0.3%	3.4%	3.0%	0.4%
December	3.1%	3.1%	-0.1%	3.4%	3.4%	0.0%	1.2%	2.7%	-1.5%	2.9%	3.1%	-0.2%
January	-	2.8%	-	-	2.4%	-	-	1.4%	-	-	2.6%	-
February	-	2.7%	-	-	2.3%	-	-	0.7%	-	-	2.4%	-
March	-	3.6%	-	-	2.6%	-	-	1.3%	-	-	3.2%	-
April	-	4.5%	-	-	2.4%	-	-	0.9%	-	-	3.8%	-
May	-	4.8%	-	-	2.6%	-	-	2.6%	-	-	4.2%	-
June	-	4.4%	-	-	2.3%	-	-	2.9%	-	-	3.9%	-

Gateway Arch

	Income Before Depreciation and Transfers		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	\$510,911	\$1,039,951	-50.9%
2nd Qtr YTD	\$398,392	\$531,913	-25.1%
3rd Qtr YTD	-	(\$539,823)	-
Full Year	-	(\$562,677)	-

	Tram Ridership		
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	268,936	282,884	-4.9%
2nd Qtr YTD	409,697	382,131	7.2%
3rd Qtr YTD	-	384,735	-
Full Year	-	543,013	-

	Tram Ridership		
Month	FY 2018	FY 2017	Change
July	105,926	136,582	-22.4%
August	103,844	90,205	15.1%
September	59,166	56,097	5.5%
October	58,015	57,977	0.1%
November	44,740	41,189	8.6%
December	38,006	81	46821.0%
January	-	907	-
February	-	1,339	-
March	-	358	-
April	-	18,874	-
May	-	54,657	-
June	-	84,747	-

Riverfront Attractions

Riverboat Passengers			
Month	FY 2018	FY 2017	Change
July	29,632	26,062	13.7%
August	19,641	16,070	22.2%
September	10,885	11,160	-2.5%
October	8,521	8,676	-1.8%
November	2,193	2,671	-17.9%
December	258	176	46.6%
January	-	-	-
February	-	-	-
March	-	4,166	-
April	-	8,795	-
May	-	6,856	-
June	-	21,143	-

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	60,158	53,292	12.9%
2nd Qtr YTD	71,130	64,815	9.7%
3rd Qtr YTD	-	68,981	-
Full Year	-	105,775	-

Income (Loss) Before Depreciation			
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	\$579,811	\$499,884	16.0%
2nd Qtr YTD	\$494,735	\$342,888	44.3%
3rd Qtr YTD	-	\$108,251	-
Full Year	-	\$343,840	-

Riverboat Cruises			
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	444	442	0.5%
2nd Qtr YTD	556	542	2.6%
3rd Qtr YTD	-	593	-
Full Year	-	909	-

Riverboat Days of Operation			
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	92	92	0.0%
2nd Qtr YTD	155	151	2.6%
3rd Qtr YTD	-	179	-
Full Year	-	249	-

St. Louis Downtown Airport

Fuel Sales in Gallons			
Month	FY 2018	FY 2017	Change
July	156,971	127,857	22.8%
August	170,223	144,799	17.6%
September	138,777	129,059	7.5%
October	156,593	157,004	-0.3%
November	133,282	128,585	3.7%
December	133,469	149,794	-10.9%
January	-	111,414	-
February	-	128,823	-
March	-	160,634	-
April	-	160,647	-
May	-	152,970	-
June	-	128,947	-

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	465,971	401,715	16.0%
2nd Qtr YTD	889,315	837,098	6.2%
3rd Qtr YTD	-	1,237,969	-
Full Year	-	1,680,533	-

Income (Loss) Before Depreciation			
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	\$36,110	(\$38,424)	194.0%
2nd Qtr YTD	\$37,617	(\$41,634)	190.4%
3rd Qtr YTD	-	(\$69,691)	-
Full year	-	(\$240,003)	-

Aircraft Movements			
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	26,051	30,468	-14.5%
2nd Qtr YTD	48,595	57,578	-15.6%
3rd Qtr YTD	-	80,914	-
Full Year	-	106,588	-

Average Based Aircraft			
Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	315	322	-2.2%
2nd Qtr YTD	313	320	-2.2%
3rd Qtr YTD	-	319	-
Full Year	-	319	-

St. Louis Regional Freightway

Net Income (Loss)

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	(\$172,314)	(\$60,025)	-187.1%
2nd Qtr YTD	(\$257,871)	(\$177,325)	-45.4%
3rd Qtr YTD	-	(\$302,804)	-
Full Year	-	(\$497,543)	-

Quarter	FY 2018	FY 2017	Change
1st Qtr	(\$172,314)	(\$60,025)	-187.1%
2nd Qtr	(\$85,557)	(\$117,300)	27.1%
3rd Qtr	-	(\$125,479)	-
4th Qtr	-	(\$194,737)	-

Executive Services

Income (Loss) Before Depreciation

Quarter	FY 2018	FY 2017	Change
1st Qtr YTD	\$232,826	\$302,574	-23.1%
2nd Qtr YTD	\$153,057	\$375,463	-59.2%
3rd Qtr YTD	-	\$220,515	-
Full Year	-	\$248,464	-

Quarter	FY 2018	FY 2017	Change
1st Qtr	\$232,826	\$302,574	-23.1%
2nd Qtr	(\$79,769)	\$72,889	-209.4%
3rd Qtr	-	(\$154,948)	-
4th Qtr	-	\$27,949	-

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
December 29, 2017**

INVESTMENTS

Yields:

Bi-State investments had an average yield of 1.16 % for the month of December, up from 1.05% in November. The Federal Reserve voted to raise the Federal Funds Rate to 1.5%, citing continued growth of the US economy, and strong job creation. Three more rate hikes are expected in 2018, though there is potential for four if inflation picks up.

Invested Funds:

In December, Bi-State directed \$210 million of cash and investments. Approximately 40% of the invested funds were invested in U.S. Treasury or U.S. Government Agency securities, and 5% 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 187 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%. In January, the aggregate market value of pledged collateral was determined to be approximately \$1 million more than required. Our current collateral requirement is approximately \$6.8 million.

FUEL HEDGING

In December, in conjunction with its diesel fuel hedging program, Bi-State had an *unrealized gain* of \$2.6 million on the sale of Home Heating Oil #2 futures contracts. December oil prices ended the month at \$60.42 a barrel, a 5% increase since the end of November. 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: 29-Dec-2017

30-Nov-2017

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	Value (2)
Cash	0	\$6,960	4.3%	0.00%	\$6,960	0	\$9,324	6.4%	0.00%	\$9,324
Repurchase Agreements	3	5,336	3.3%	1.18%	5,336	1	6,041	4.1%	1.15%	6,041
Certificates of Deposit	314	3,000	1.8%	1.46%	3,000	343	3,000	2.0%	1.46%	3,000
U.S. Agencies (discounted)	357	1,476	0.9%	1.56%	1,474	0	0	0.0%	0.00%	0
U.S. Agencies (coupon)	744	29,899	18.3%	1.49%	29,731	575	20,471	14.0%	1.36%	20,358
U.S. Treasury Securities	187	21,194	13.0%	1.20%	21,230	216	21,194	14.5%	1.20%	21,210
Other Investments (3)	3	95,333	58.4%	1.03%	95,333	1	86,392	59.0%	0.88%	86,392
SUB-TOTAL BI-STATE	171	\$163,198	100.0%	1.16%	\$163,064	119	\$146,422	100.0%	1.03%	\$146,325
BI-STATE DIRECTED-PROP M:										
Certificates of Deposit	350	\$1,530	3.2%	1.31%	\$1,530	379	\$1,530	3.2%	1.31%	\$1,530
U.S. Agencies (discounted)	90	3,983	8.4%	0.93%	3,994	27	3,983	8.4%	0.93%	3,991
U.S. Agencies (coupon)	368	28,307	59.9%	1.21%	28,152	372	30,307	64.2%	1.20%	30,169
U.S. Treasury Securities	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
Other Investments (3)	3	13,435	28.4%	1.06%	13,435	1	11,365	24.1%	0.96%	11,365
SUB-TOTAL PROP M	240	\$47,255	100.0%	1.15%	\$47,111	254	\$47,185	100.0%	1.12%	\$47,055
TOTAL BI-STATE DIRECTED	187	\$210,453		1.16%	\$210,175	152	\$193,607		1.05%	\$193,380
TRUSTEE DIRECTED:										
Cash	0	\$0	0.0%	0.00%	\$0	0	\$0	0.0%	0.00%	\$0
Municipal Bonds	1261	8,165	19.6%	2.34%	8,045	1290	8,165	20.7%	2.34%	8,059
U.S. Agencies (coupon)	1315	13,763	33.0%	2.50%	13,873	1445	12,764	32.4%	2.60%	12,874
Commercial Paper	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
Bonds	3	1,488	3.6%	0.70%	1,498	22	10,459	26.6%	0.18%	10,467
Other Investments (3)	3	18,251	43.8%	1.10%	18,251	1	7,974	20.3%	0.28%	7,974
SUB-TOTAL TRUSTEE	683	\$41,667	100.0%	1.79%	\$41,667	742	\$39,362	100.0%	1.43%	\$39,374
TOTAL BI-STATE & TRUSTEE	269	\$252,120		1.26%	\$251,842	252	\$232,969		1.11%	\$232,754
LRV LEASELEASEBACK 2001:										
Cash	0	0	0.0%	0.00%	0	0	0	0.0%	0.00%	0
US Treasury Securities	6	6,840	6.0%	0.63%	6,883	35	6,840	6.0%	0.63%	5,910
Other Investments (4)		107,328	94.0%	5.80%	107,328		106,776	94.0%	5.80%	106,776
SUB-TOTAL LRV 2001		\$114,168	100.0%	5.49%	\$114,211		\$113,616	100.0%	5.49%	\$112,686
SUB-TOTAL LEASES		\$114,168			\$114,211		\$113,616			\$112,686
Grand Total (5)		\$366,288			\$366,053		\$346,585			\$345,440

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: *Terri Gudowicz Green* 1/29/18
 Terri Gudowicz Green, Mgr of Treas Ops Date
 Reviewed by: *Tammy Fulbright* 1/25/18
 Tammy Fulbright, Dir of Treasury Services Date
 Approved: *Kathy Klevorn* 1/29/18
 Kathy Klevorn, CFO Date

**BI-STATE DEVELOPMENT
MONTHLY TREASURER'S REPORT- ALL COMPANIES
BANK / ISSUER SUMMARY as of: 12/29/2017**

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	2,243,313	0	0	0	0	0	2,243,313	2,243,313	FDIC\tri-party collateral(deposits).
BLACK ROCK	0	0	0	30,012,221	0	0	30,012,221	30,012,221	Money Market Fund (Govt. Securities).
COMMERCE BANK	0	1,529,985	0	0	0	0	1,529,985	1,529,985	FDIC\FRB collateral.
FIDELITY	0	0	0	61,523,941	0	0	61,523,941	61,523,941	Money Market Fund (First Tier\Prime)
INVESCO	0	0	0	15,745,513	0	0	15,745,513	15,745,513	Money Market Fund (First Tier\Prime)
JEFFERSON BANK & TRUST	383	0	0	0	0	0	383	383	FDIC; repo collateral held at JBT.
JP MORGAN CHASE	(81,875)	0	0	0	0	0	(81,875)	(81,875)	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	4,107,720	0	3,188,434	0	0	0	7,296,154	7,296,154	FDIC\FRB collateral.
RBC DAIN RAUSCHER	0	0	0	2,771,877	0	0	2,771,877	2,771,877	Commodities Margin Acct. (fuel hedging)
RJ O'BRIEN	0	0	0	(1,284,741)	0	0	(1,284,741)	(1,284,741)	Commodities Trading Acct. (fuel hedging)
RELIANCE BANK	0	3,000,000	0	0	0	0	3,000,000	3,000,000	FDIC\FRB collateral.
REGIONS BANK	6,314	0	0	0	0	0	6,314	6,314	FDIC Insured.
UMB BANK	358	0	2,148,000	0	0	0	2,148,358	2,148,358	FDIC\FRB Collateral.
U.S. BANK	(101,870)	0	0	0	0	0	(101,870)	(101,870)	FDIC\FRB Collateral.
FARM CREDIT BANK	0	0	0	0	47,379,586	0	47,379,586	47,129,354	Safekept at Bank of America (BOA).
FEDERAL HOME LOAN BANK	0	0	0	0	16,284,491	0	16,284,491	16,221,572	Safekept at Bank of America (BOA).
U.S. TREASURY	0	0	0	0	21,194,264	0	21,194,264	21,229,408	Safekept by BOA or designated agent.
OTHER	712,220	0	0	0	0	0	712,220	712,220	
sub-total Bi-State directed	6,956,669	4,529,985	5,336,434	108,768,811	84,858,341	0	210,450,240	210,172,233	
TRUSTEE DIRECTED									
DEBT ISSUES									
Cross County Bonds									
Series 2009, 2013									
BANK OF NEW YORK -MELLON TRUST									
BANK OF NEW YORK	0	0	0	0	0	0	0	0	FDIC Insured.
GOLDMAN	0	0	0	18,251,362	0	0	18,251,362	18,251,362	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	13,762,660	0	13,762,660	13,873,413	Safekept at Bank of New York
MUNICIPAL BONDS	0	0	0	0	8,165,315	0	8,165,315	8,044,629	Safekept at Bank of New York
BOND FUNDS	0	0	0	0	0	1,488,370	1,488,370	1,497,953	Safekept at Bank of New York
sub-total	0	0	0	18,251,362	21,927,975	1,488,370	41,667,707	41,667,357	
SUB-TOTAL TRUSTEE (BONDS)	0	0	0	18,251,362	21,927,975	1,488,370	41,667,707	41,667,357	
SUB-TOTAL BI-STATE AND TRUSTEE	6,956,669	4,529,985	5,336,434	127,020,173	106,786,316	1,488,370	252,117,947	251,839,590	
LRV Lease\Leaseback 2001 C1 C2									
FSAVIG	0	0	0	107,327,760	0	0	107,327,760	107,327,760	Guaranteed Investment Contract (GIC).
US TREASURY	3,130	0	0	0	6,839,504	0	6,842,634	6,885,716	Safekept by Lease Trustee.
sub-total	3,130	0	0	107,327,760	6,839,504	0	114,170,394	114,213,476	
sub-total leases	3,130	0	0	107,327,760	6,839,504	0	114,170,394	114,213,476	
GRAND TOTAL	\$6,959,799	\$4,529,985	\$5,336,434	\$234,347,933	\$113,625,820	\$1,488,370	\$366,288,341	\$366,053,066	

* 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:

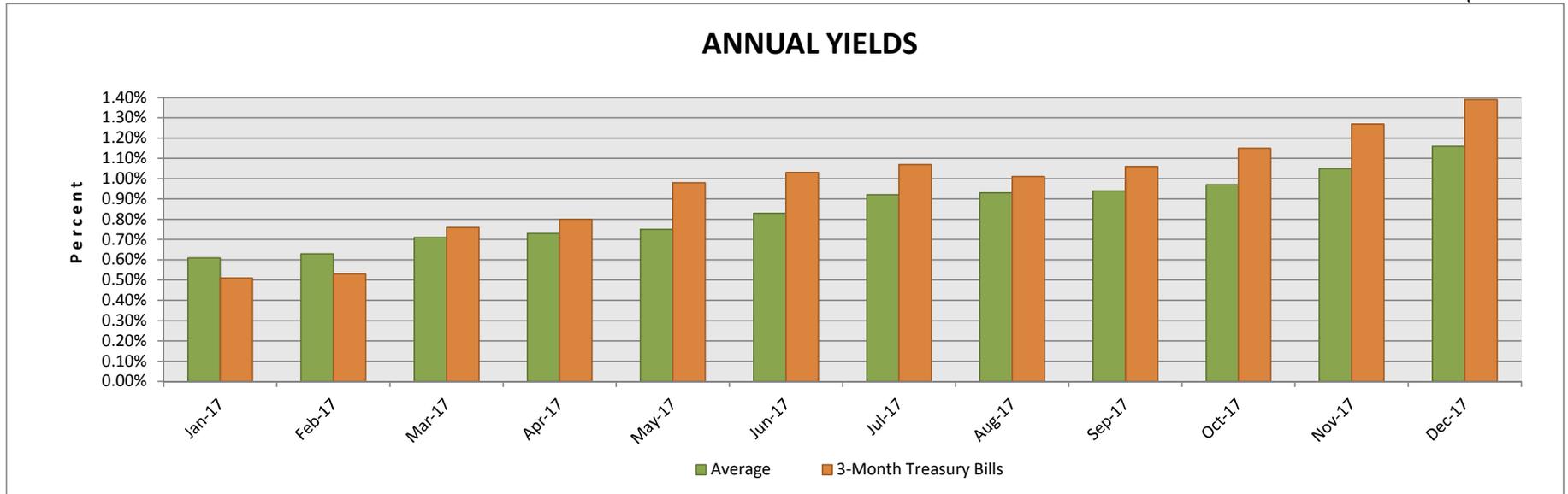
AAA Standard & Poor's, Moody's and Fitch rate credit quality on an A to C scale, with A generally regarded as "upper investment grade" and C as "speculative" (D would indicate default). Within each category are different gradients. The triple A rating indicates that the issuer's long term unsecured debt 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)	Jan-17	Feb-17	Mar-17	Apr-17	May-17	Jun-17	Jul-17	Aug-17	Sep-17	Oct-17	Nov-17	Dec-17
Bi-State Investments	162,958	146,426	151,805	157,884	145,640	141,033	142,764	127,236	155,802	152,006	146,422	163,198
Bi-State Prop M Investments	51,535	50,600	50,669	49,633	48,143	48,198	47,121	47,139	47,252	47,120	47,185	47,255
Total	214,493	197,026	202,474	207,517	193,783	189,231	189,885	174,375	203,054	199,126	193,607	210,453
Trustee Investments	46,759	49,144	50,795	42,194	44,780	47,016	53,922	57,633	53,038	36,642	39,362	41,667

Yields/Rates Information	Jan-17	Feb-17	Mar-17	Apr-17	May-17	Jun-17	Jul-17	Aug-17	Sep-17	Oct-17	Nov-17	Dec-17
Bi-State	0.51%	0.54%	0.62%	0.64%	0.67%	0.75%	0.86%	0.87%	0.89%	0.93%	1.03%	1.16%
Prop M	0.90%	0.91%	0.98%	1.00%	1.01%	1.04%	1.10%	1.10%	1.11%	1.11%	1.12%	1.15%
Average	0.61%	0.63%	0.71%	0.73%	0.75%	0.83%	0.92%	0.93%	0.94%	0.97%	1.05%	1.16%
Trustee	1.21%	1.16%	1.14%	1.32%	1.26%	1.38%	1.29%	1.37%	1.34%	1.52%	1.43%	1.79%
3-Month Treasury Bills	0.51%	0.53%	0.76%	0.80%	0.98%	1.03%	1.07%	1.01%	1.06%	1.15%	1.27%	1.39%
1 Year Treasury	0.81%	0.88%	1.03%	1.07%	1.17%	1.24%	1.23%	1.23%	1.31%	1.43%	1.62%	1.76%
Fed Funds (target)	0.75%	0.75%	1.00%	1.00%	1.00%	1.25%	1.25%	1.25%	1.25%	1.25%	1.25%	1.50%
20-Year Municipals	3.83%	3.94%	3.86%	3.77%	3.61%	3.58%	3.52%	3.51%	3.64%	3.65%	3.59%	3.44%
SIFMA (BMA) Index (month end)	0.66%	0.62%	0.91%	0.90%	0.76%	0.91%	0.82%	0.79%	0.94%	0.92%	0.97%	1.71%



Diesel Fuel Hedging Program - FY 2018

Diesel Fuel Budget \ Actual Comparison:		Dec-17	Year to Date	Life to Date
a	Gallons consumed-actual	423,760	2,724,837	82,386,201
b=(c/a)	Average cost per gallon-actual	\$ 2.03	\$ 1.84	\$ 2.10
c	Total Diesel Fuel Cost-Actual	\$ 862,182	\$ 5,002,133	\$ 173,013,320
d	Gallons consumed- budget	465,520	2,855,052	86,170,957
e=(f/d)	Average cost per gallon- budget	\$ 1.83	\$ 1.83	\$ 2.34
f	Total Diesel Fuel Cost- Budget	\$ 851,902	\$ 5,224,745	\$ 201,383,183
g=(f-c)	Budget Variance (Unfavorable)	\$ (10,280)	\$ 222,612	\$ 28,369,863
h	Realized Futures Gains (Losses)	\$ 167,425	\$ 525,508	\$ (2,193,507)
i=(c-h)	Net Cost of Fuel	\$ 694,757	\$ 4,476,625	\$ 175,206,827
j=(i-f)	Net Budget Variance (Unfavorable)	\$ 157,145	\$ 748,120	\$ 26,176,356
j=(i/f)	Net Cost of Fuel, Per Gallon, inc. Hedge	\$ 1.64	\$ 1.64	\$ 2.13
k=(e-i)	Net Budget Variance Per Gallon	\$ 0.19	\$ 0.19	\$ 0.21
Futures Activity:		Price of Barrel of Oil:		
	Futures Contracts Purchased	10	Date	Price
	Futures Contracts Sold	20	08/31/2017	\$ 47.23
	Futures Contracts Net Change at month end	(10)	09/29/2017	\$ 51.67
	Total Open Futures Contracts, at month end	195	10/31/2017	\$ 54.38
	Futures Contracts Unrealized Gain/(Loss) *	\$2,645,748	11/30/2017	\$ 57.40
	(% of Estimated Future Consumption)	79%	12/29/2017	\$ 60.42

* = 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 Feb 2018 through Dec 2019 (23 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 Agency dba Metr
Credit Ratings of Financial Institutions (see also page 5)**

Depository Banks:	Long-Term Debt Rating			Short-Term Debt Rating			Fitch Bank Rating
	S&P	Moody's	Fitch	S&P	Moody's	Fitch	
Bank of America, N.A.	A+	Aa3	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	A-	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		
Invesco Government and Agency		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				

Bi-State Development				
Mass Transit Sales Tax Appropriation Cross-County Bonds & St Louis County Loan				
Series	2009	2013		Total Cross County
	Refunding	2013A Bonds	2013B Loan	
Issue date	9-Nov-09	1-Aug-13	1-Aug-13	
Principal (original)	\$97,220,000	\$381,225,000	\$75,000,000	
Principal (currently outstanding)	\$97,220,000	\$290,835,000	\$135,000,000	\$523,055,000
Lien on 1\4 cent Prop M, Prop M2, Prop A tax	Senior	Senior	Subordinate	
Stand alone credit rating (S&P\Moody's)	AA+\Aa3	AA+\Aa2	NA	
Maturity date(s)	2023 – 2039	2048	2053	
Optional Call Date	2019	Various	Anytime	
Optional Put Date	NA	NA	2018	
Interest rate mode	Fixed	Fixed	1% + SIFMA	
Rate	4.50%-5.00%	3.00%-5.00%	1.02%-1.06%	
Interest pmt. Dates (4/1 &10/1)	April, October	April, October	April, October	
Annual debt service:				
Interest - FY 2018	\$4,767,975	\$14,140,812	\$1,413,000	\$20,321,787
Principal - (Previous payment 10/1/17 - \$8,275,000) (next payment 10/1/18 - \$9,030,000)	\$0	\$9,030,000	\$0	\$9,030,000
total princ.&int.	\$4,767,975	\$23,170,812	\$1,413,000	\$29,351,787
Debt Service Reserve Fund (DSRF)	\$9.1 million in DSRF with bond trustee, BONY-Mellon.	\$23.7 million in DSRF with bond trustee, BONY-Mellon.	NA	
Other	Refunded balance of 2002 A	Refunded Series 2002A,B,C, 2007, and Series 2010B	Refunded Series 2010A Bonds	

Memorandum

To: Audit, Finance and Administration Committee

From: Gregory A. Smith
Vice President Purchasing and Materials Management

Date: February 15, 2018

**Subject: Quarterly Procurement Activity Report
Second Quarter Fiscal Year 2018**

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.

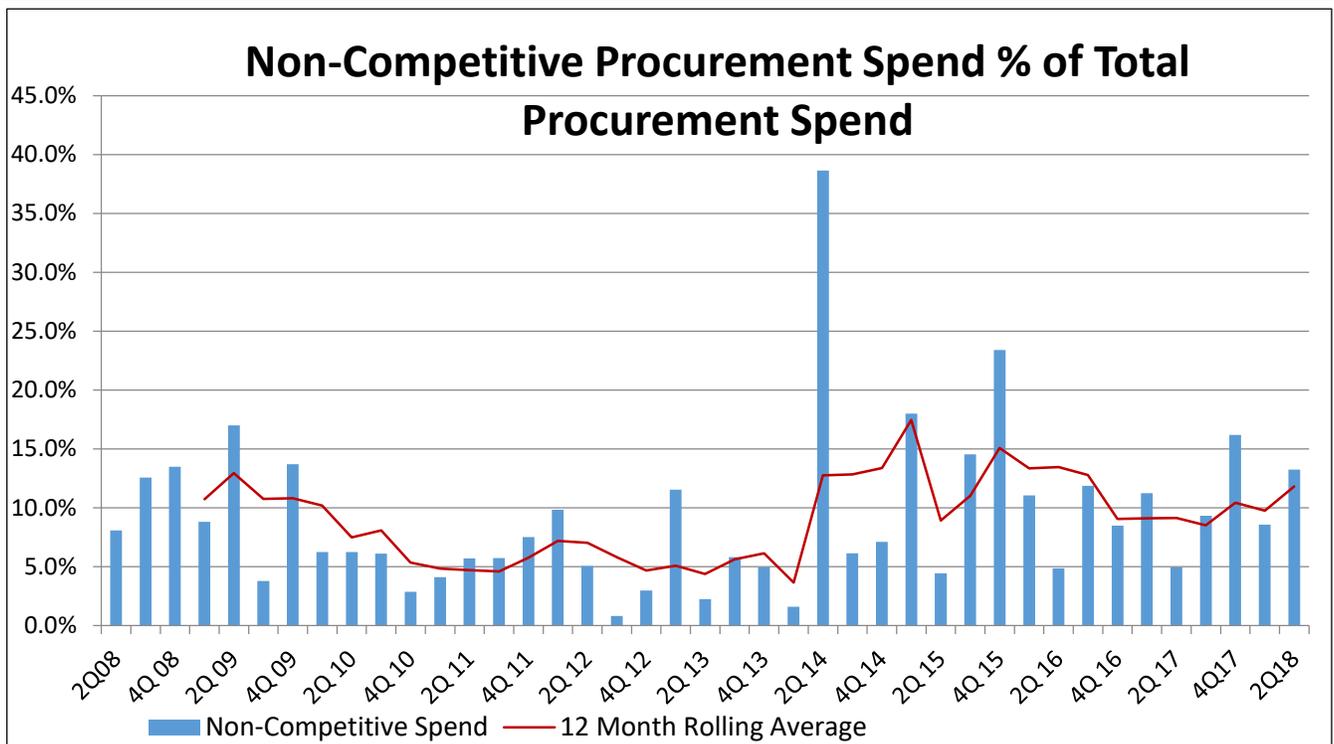
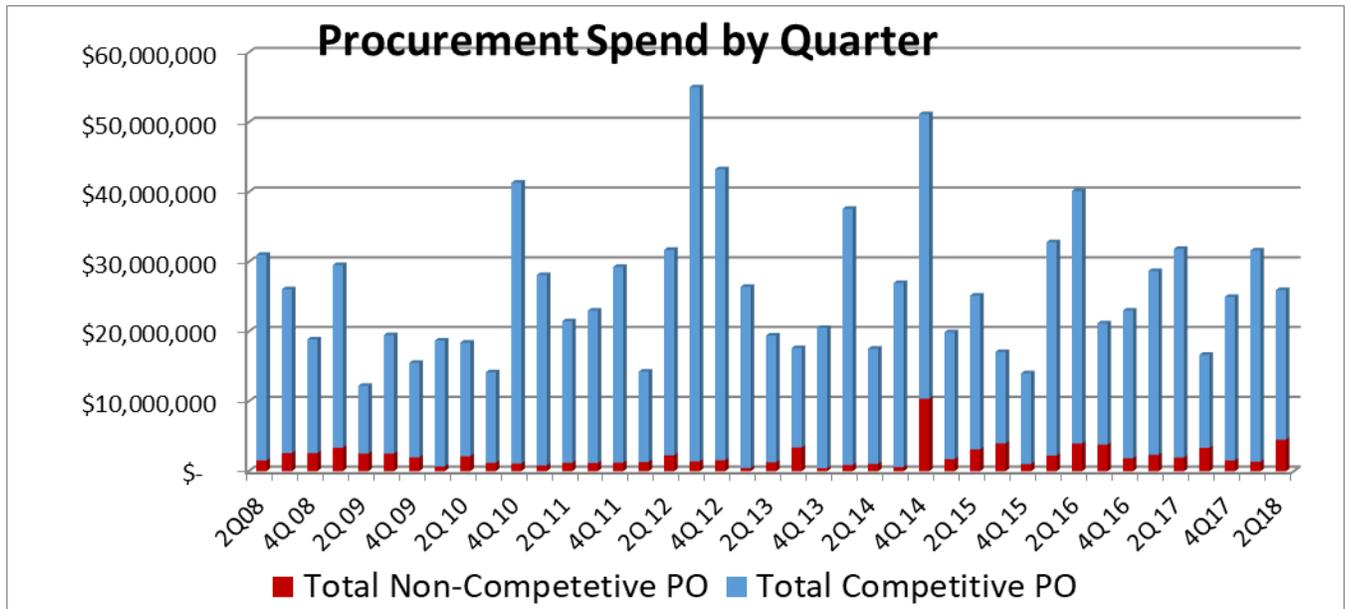
Section 5 – Procurement Card Administration

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
Second Quarter FY2018

Second Quarter 2018 Non-Competitive Procurements totaled \$3,273,134 or 13.2% of total Purchase Order Commitment volume of \$24,704,358. Rolling last 12 months Non-Competitive Procurements totaled \$12,002,038 or 11.9% of total Purchase Order Commitment volume of \$100,440,248.



**CONTRACT AWARDS EXCEEDING \$100,000
JULY 1, 2017 - DECEMBER 31, 2017**

Number	Rev	Description	Type	Order Date	Supplier	Amount	Buyer	Closure Status	DBE Goal
57563	0	17-SB-104151-DGR Boyle Avenue Station & Central West End Platform Extension Package 2 - Track Period of Performance September 2017 through September 2018	Contract Purchase Agreement	09/11/17	RAILWORKS TRACK SERVICES INC	\$ 1,808,394.00	Ramsay, David George	Open	7%
56973	0	17-SB-104152-CB Boyle Station-CWE Platform Extension - Pkg. 3 - Signals, Period of Performance July , 2017 - July 31, 2018	Standard Purchase Order	07/20/17	WISSEHR ELECTRIC, INC	\$ 726,787.03	Bonds, Charcita M	Open	0
57793	0	17-RFP-104062-MD Mobile Data Terminal Replacement for Call-A-Ride (CAR) Fleet, Period of Performance October 2, 2017 -October 1, 2022	Contract Purchase Agreement	10/03/17	TRAPEZE SOFTWARE GROUP INC	\$ 634,129.00	Dillard, Marian Denise	Open	0
57021	4	17-SB-104164-BH Brentwood Bus Cleaning 2 base years and 3 options years July 29, 2017 - July 30, 2022	Contract Purchase Agreement	07/24/17	INNEX SERVICE CO INC	\$ 598,712.28	Howard, Bryan L	Open	11%
58375	0	18-SB-104767-CG Fire Extinguisher Services, Three Base Years and Two Option Years, Period of Performance Decermber 7, 2017 - December 6, 2020	Contract Purchase Agreement	12/05/17	WEBER FIRE & SAFETY EQUIP. CO INC.	\$ 592,296.00	Gates, Carol Renee	Open	0
57137	0	17-SB-104153-CG Boyle Avenue Station and Central West End Platform Extension Package 4-Communications, Period of Performance August 18, 2017 - January 18, 2018	Contract Purchase Agreement	08/03/17	SACHS ELECTRIC	\$ 540,645.00	Gates, Carol Renee	Open	9%
58140	0	18-SB-104684-SG MetroLink Manual Ticket Sales/Revenue Services Base Year 1 November 16, 2017 - November 15, 2018.	Contract Purchase Agreement	11/10/18	ABOVE ALL PERSONNEL	\$ 525,544.80	Griffin, Sandra P	Open	7%
57144	0	17-SB-104091-TJ Illinois Facility Cleaning , Base Year 2, Period of Performance August 14, 2017 -August 13, 2019	Contract Purchase Agreement	08/04/17	MERS/GOODWILL	\$ 515,100.56	Johnson, Theresa	Open	10%
57216	0	Sole Source Transit Master Annual Maintenance Agreement 07 01 17 - 06 30 18	Standard Purchase Order	08/10/17	TRAPEZE SOFTWARE GROUP	\$ 457,584.00	Hill, Diana L	Closed	0
58357	0	17-RFP-104440-DGR Talent Management Solution, Three Base Years with Two - One Year Options, Period of Performance December 2017 through December 2022.	Contract Purchase Agreement	12/05/17	SABA HALOGEN	\$ 342,537.00	Ramsay, David George	Open	0
56917	1	17-RFP-104061-CB Accounts Payable Automation System, Three Base Years and Five Option Years, Period of Performance July 14, 2017 - July 13, 2025	Contract Purchase Agreement	07/14/17	DATASERV LLC	\$ 327,429.00	Bonds, Charcita M	Open	0
57077	1	17-SB-104494-CB, Repair & Replace Concrete at DeBaliviere Bus Facility, 120 calendar days, Period of Performance August 10, 2017 - December 18, 2017	Contract Purchase Agreement	07/28/17	L. KEELEY CONSTRUCTION CO	\$ 287,927.75	Bonds, Charcita M	Open	3%
57861	0	17-SB-104294-TJ St. Clair Yards & Shop Facility Cleaning,Two Base Years with Three Option Years, Period of Performance September 29, 2017 - September 28, 2022	Contract Purchase Agreement	10/09/17	MERS/GOODWILL	\$ 219,963.20	Johnson, Theresa	Open	10%
57636	0	17-RFP-104090-LIGHT RAIL VEHICLE WRAPPING OF TRAINS	Contract Purchase Agreement	09/18/17	INDEPENDENTS GRAPHIC & DISPLAY, LLC	\$ 191,664.00	Johnson, Theresa	Open	0
58666	0	18-RFP-104576-SG Passenger Counting & Surveying, One Base Year and Two Option Years, Period of Performance is October 5, 2017 - October 4, 2020	Contract Purchase Agreement	10/05/17	ABOVE ALL PERSONNEL	\$ 165,800.00	Griffin, Sandra P	Open	10%

**CONTRACT AWARDS EXCEEDING \$100,000
JULY 1, 2017 - DECEMBER 31, 2017**

57721	0	17-RFQ-104495-MD PCI Network Design & Implementation, One (1) Base Year Period of Performance September 28, 2017 - September 27, 2018	Standard Purchase Order	09/26/17	UBERLEGEN TECHNOLOGY GROUP	\$ 140,000.00	Dillard, Marian Denise	Open	0
57129	0	17-SB-104518-CG Demolition of existing Railroad Yard Office - 412 South Sarah Street - Period of Performance August 3, 2017 - November 2, 2017	Contract Purchase Agreement	08/02/17	SPIRTAS WRECKING COMPANY	\$ 129,900.00	Gates, Carol Renee	Open	3%
58471	0	Kronos Annual Maintenance for Depot Service on Clocks, Timekeeper, Attendance, and Leave software. Period 1/23/2018 - 1/22/2019	Standard Purchase Order	12/13/17	KRONOS	\$ 125,713.24	Dillard, Marian Denise	Open	0
57156	1	16-RFP-102111-CG On-Call GEC Services/Multiple Disciplines-Task Order 10 Wellston Station Hydraulic Analyst and Construction Drawings, Period of Performance August 4, 2017 - October 4, 2017	Standard Purchase Order	08/04/17	JACOBS ENGINEERING GROUP INC	\$ 125,696.00	Gates, Carol Renee	Open	0
58141	0	Professional Services to assist NPS and Park Partners in facility and program planning, construction and implementation related to the CityArchRiver2015 Project	Standard Purchase Order	11/08/17	TARA ANN RATH	\$ 105,000.00	Gates, Carol Renee	Open	0
58394	0	Sole Source: Coventry Healthcare of MO Medicare Monthly EE (Medicare) Invoices - Period of Performance: Jan. 1, 2018 - Dec. 31, 2018	Standard Purchase Order	12/06/17	UNITEDHEALTHCARE INSURANCE CO	\$ 103,000.00	Rowey, Deborah M	Open	0
57863	0	Sole Source Trapeze Software Group - Fixed Route Agency Split and Modified Rail Service	Standard Purchase Order	10/09/17	TRAPEZE SOFTWARE GROUP	\$ 100,295.31	Griffin, Sandra P	Open	0
58614	0	18-SS-104906-CB Temporary Shoring of Union Station Tunnel - Emergency Services	Standard Purchase Order	12/27/17	L. KEELEY CONSTRUCTION CO	\$ 100,000.00	Bonds, Charcita M	Open	0
58704	0	18-RFP-104536-DGR On-Call Consulting Services for the St. Louis Regional Freightway	Contract Purchase Agreement	11/17/17	COLLIERS INTERNATIONAL ST. LOUIS LLC	\$ 100,000.00	Ramsay, David George	Open	0

Contract Modifications
July 1, 2017 to December 31, 2017

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		14	Security & Fare Enforcement Services	Exercise Option Yr 2	Securitas Security Services USA, Inc.	10%	\$3,235,705	08/18/17	\$5,376,676	\$21,936,684	Operations	0	0
10-RFP-5648-DH	CO 12	8	Farebox Collection System	Miscellaneous Changes and Allowances /Credits	Scheidt & Bachman	7%	\$9,976,369	12/22/17	\$28,826	\$10,575,352	MO-04-0113 MO-90-X231 MO-90-X296 PROP M	0	0
10-RFP-5648-DH	CO 10 & 11	7	Farebox Collection System	Change in Scope	Scheidt & Bachmann	7%	\$9,976,369	10/20/17	\$191,170	\$10,546,526	MO-04-0113 Prop M SCCTD	0	0
13-SB-5879-TJ		4	Fleet Tire Requirement	Time Extension Additional Funds Additional Work	Bridgestone Tires	0%	\$8,626,806	09/19/17	\$522,954	\$10,292,429	Operations	180	2
16-SB-102360-CB	CO 16	7	Metro Downtown Transit Center	Additional Work	KCI Construction Co.	29%	\$7,267,000	11/07/17	\$56,427	\$8,377,060	MO-90-X296	90	1
16-SB-102360-CB	16	6	Metro Downtown Transit Center	Time extension Additional Funds	KCI Construction Co.	29%	\$7,267,000	09/08/17	\$393,077	\$8,320,633	MO-90-X296	90	1
14-SB-99550-SM/CG		3	MetroLink Station Cleaning	Exercise Option Yr 1	Katsam Enterprises	27%	\$5,770,470	09/21/17	\$1,930,451	\$7,735,921	Operations	0	0
16-SB-101993-CB		4	Jefferson National Expansion Memorial Arch Transportation System Motor-Generator Set Replacement	Additional Funds Change in Scope	The Harlan Company	0%	\$5,002,100	09/18/17	\$99,781	\$5,597,500	Arch Bond	90	1
16-SB-101993-CB		3	Jefferson National Expansion Memorial Arch Transportation System Motor-Generator Set Replacement	Change in Scope	The Harlan Company	0%	\$5,002,100	08/04/17	\$262,187	\$5,497,719	Arch Bond	90	1
N/A Req 126381 PO 57989	Sole Source	5	Trapeze Software License and Maintenance Agreement	Change in Scope	Trapeze Software Group, Inc.	0%	\$2,733,684	10/20/17	\$60,559	\$3,111,885	Operations	0	0
16-SB-101807-DGR		3	JNEM Gateway Arch Exhibit Rehabilitation	Extension Due to Water Intrusion or the City Arch River Rehab Project	Conference Technologies, Inc	0%	\$2,244,420	12/19/17	\$89,511	\$2,987,844	JNEM Beneficial Fund	90	2
14-RFP-100998-DR		7	Metro Operator Uniforms	Change in Scope	Leon Uniform Company	0%	\$1,951,500	10/03/17	\$3,189	\$2,986,444	Transit Operating Uniform Budget	0	0
14-RFP-100998-DR		6	Metro Operator Uniforms	Change in Scope	Leon Uniform Company	0%	\$2,981,950	08/31/17	\$1,305	\$2,983,255	Transit Operating Uniform Budget	0	0

Contract Modifications
July 1, 2017 to December 31, 2017

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
15-SB-101402-TJ		3	Missouri & Illinois Railcar Cleaning	Exercise Option Yr 3	MERS Goodwill	0%	\$867,408	08/18/17	\$856,614	\$2,565,989	Operations	0	0
12-SB-5833-DAB		4	DeBaliviere Bus Cleaning	Time Extension	MERS/Goodwil	15%	\$617,776	10/06/17	\$84,584	\$1,717,365	Operations	90	1
14-SB-99459-TJ		2	DeBaliviere Facility Cleaning	Exercise Option Yr 2	ISS Facility Services Inc.	15%	\$783,395	08/31/17	\$392,000	\$1,567,093	Operations	0	0
15/SB-101528-CG		1	Oracle Annual Maintenance E-Business Suite	Exercise Option Yr 1	Mythics, Inc.	0%	\$894,867	07/21/17	\$468,419	\$1,360,286	Operations	0	0
15-RFP-101514-DR		1	On-Call Internal Audit Consulting Services	Exercise Option Yr 1	Various Contractors	0%	\$1,080,000	07/26/17	\$270,000	\$1,350,000	Operations FTA Funding	0	0
14-RFP-99536-DR		2	Temporary Help Services	Exercise Option Yr 1	5 various Temp Services	0%	\$1,208,677	10/17/17	\$313,442	\$1,228,167	Operations	0	0
16-RFP-102886-CG		1	Development and Implementation of Marketing Activities for BSD	Modify Base Year Contract Amount	Werremeyer, Inc	0%	\$600,000	11/17/17	\$600,000	\$1,200,000	Operations	0	0
13-SB-5989-CB		4	Missouri Ground Maintenance & Landscaping Services	Rehabilitation of detention basin North Hanley	Ideal Landscape Management, Inc.	17%	\$465,948	12/05/17	\$75,000	\$1,089,047	Operations	0	0
14-SB-100640-SG		4	MetroLink Manual Ticket Sales/Revenue Services	Correction	Above All Personnel	10%	\$666,638	10/25/17	\$0	\$1,063,293	Operations	90	2
14-SB-100640-SG		3	MetroLink Manual Ticket Sales/Revenue Services	Time Extension	Above All Personnel	10%	\$666,638	10/18/17	\$0	\$1,063,293	Operations	90	2
17-SB-104164-BH		1	Brentwood Bus Cleaning	Change of scope for sevices	Innex Services Inc.	11%	\$598,712	12/06/17	\$224,202	\$822,914	Operations	0	0
13-RFP-6019-SS/DR		3	Independent Audit Services	Exercise Option Yr 2	Crowe Horwath LLP	0%	\$440,681	11/07/17	\$165,329	\$749,856	Operations	0	0

Contract Modifications
July 1, 2017 to December 31, 2017

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
17-SB-104152-CB		1	Boyle Avenue & Central West End - Signals	Additional Work	Wissehr Electrical Contractors	0%	\$726,787	08/18/17	\$0	\$726,787	MO-79-X004 Cortex	0	0
14-SB-100640-SG		2	MetroLink Manual Ticket Sales/Revenue Services	Time Extension	Above All Personnel	10%	\$700,188	08/31/17	\$12,972	\$713,114	Operations	45	1
13-RFP-5974-SS/DR		3	Gateway Arch Communication Services	Time Extension	Common Ground Public Relations	0%	\$485,000	10/04/17	\$188,000	\$675,461	Operations	180	1
13-RFP-5992-DR		2	Vision Insurance Services	Exercise option year 2	Eye Med Vision Care	0%	\$365,570	12/06/17	\$150,500	\$658,070	Employee Voluntary	365	2
14-RFP-100638-SG		4	Passenger Counting Surveying	Time Extension	Critique Personnel, Inc.	10%	\$165,720	08/03/17	\$2,500	\$653,260	Operations	30	1
15-SB-100966-DAB		2	Illinois Bus Cleaning	Time Extension	ISS Facility Services Inc.	15%	\$362,410	12/15/17	\$46,000	\$589,614	Operations	90	1
14-RFP-98761-DR		2	Health & Welfare Consultant Services	Exercise Option Yr 1	Arthur J. Gallagher & Co.	0%	\$427,000	10/04/17	\$140,000	\$587,934	Operations	0	0
13-SB-6013-TJ		2	Missouri Yards & Shop Facility Cleaning	Exercise Option Yr 2	World Management	17%	\$333,542	10/20/17	\$111,181	\$555,903	Operations	0	0
17-SB-104153-CG	CO 1	1	Boyle Avenue Station and CWE Platform Extension Package 4 Communications	Change in Scope	Sachs Electric Company	9%	\$540,645	10/31/17	For Existing Contingency	\$540,645	MO-79-X004 Cortex	0	0
17-SB-104153-CG		1	Boyle Avenue Station and CWE Platform Extension Package 4 - Communications	Administrative Change	Sachs Electric Company	9%	\$540,645	08/30/17	\$0	\$540,645	MO-79-X004 Cortex	0	0
15-SS-101268-DW		3	JNEM AV/IT Software Production Contract	Time Extension	Aperture Films, Ltd.	0%	\$497,550	11/06/17	\$0	\$499,350	JNEM - OP	180	2
17-SS-104281-DW		1	ML Union Station Tunnel OCR System Sole Source	Additional Work Required	MAC Products, Inc.	0%	\$336,500	11/16/17	\$57,973	\$394,473	MO-54-0001 Prop M	90	1
17-SB-103489-DAB		1	Industrial Cleaning Central (Main Shop) Facility	Additional Funds	LRL Commercial Cleaning Inc.	12%	\$217,626	09/19/17	\$56,400	\$274,026	Operations	0	0
17-SB-103729-CG		1	Oracle Analytics Software/Annual Maintenance	Change in Scope	Mythics Inc.	0%	\$198,851	10/16/17	\$36,934	\$235,786	Operations	0	0

Contract Modifications
July 1, 2017 to December 31, 2017

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-SB-6006-CB		2	Ultrasonic Rail Testing	Exercise Option Yr 2	Sperry Rail Inc.	0%	\$132,319	08/04/17	\$44,400	\$222,601	Operations	0	0
17-RFP-103834-CG		1	e-Builder Software Services	Adminster Training for Users	e-Builder, Inc	0%	\$216,605	11/27/17	\$4,300	\$220,905	Operations	0	0
13-SB-5960-TJ		4	Oil Testing & Analysis	Additional Funds	ANA Laboratories, Inc.	0%	\$99,128	09/13/17	\$6,918	\$177,093	Operations	90	1
16-RFP-102859-DR		2	Pre-Employment Background Investigation Services	Exercise Option Yr 1	AccuSource, Inc.	0%	\$75,000	09/27/17	\$75,000	\$150,000	Operations	0	0
16-RFP-103214-MD		2	License Monitoring Program	Additional Funds for Driver Monitoring and Reporting	Embark Safety	0%	\$67,437	12/12/17	\$40,000	\$141,156	Operations	0	0
14-RFQ-99354-DR		5	Metro TSM,OCC,Training Instructors and Metro Group Uniforms	Incorporate Edwards Heavier Black Uniform Pant	Blue Sky Apparel & Promotions, LLC	0%	\$129,913	12/14/17	\$0	\$129,913	Uniform Allowance	0	0
17-SB-104518-CG		1	Demolition of existing Railroad Yard Office 412 South Sarah Street.	Change in Scope	Spirtas Wrecking Company	3%	\$129,900	10/12/17	(\$788)	\$129,112	MO-79-X004 Cortex	0	0
17-SB-104145-CG		2	Concrete Slab Repair - BSD IL Bus Facility	Additional Funds Additional Work	Hank's Excavating and Landscaping	0%	\$115,000	11/13/17	\$ 11,870.68	\$126,871	MO-90-X296 Prop M	90	1
13-SB-5982-TJ		2	ATS Van Cleaning Services	Exercise Option Yr 2 Time Extension	World Management, Inc.	15%	\$62,011	09/28/17	\$21,000	\$125,567	Operations	90	1
14-RFP-99137-DW/MD		1	Commissioned Artwork-Downtown Transfer Center	Additional Funds	Art.Site Integration of Art & Architecture	0%	\$60,000	09/18/17	\$60,500	\$120,500	MO-90-X231	0	0
17-SB-104145-CG		1	Concrete Slab Repair - BSD IL Bus Facility	Time Extension	Hank's Excavating and Landscaping	0%	\$115,000	08/31/17	\$0	\$115,000	MO-90-X296 Prop M	90	1

Prevailing Wage Report Fiscal Year 2018 October - December 2017

Project: 16-SB-102360-CB METRO DOWNTOWN TRANSIT CENTER - FTA GRANT NO# MO-04-0013; MO-90-X296; MO-95-X261

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

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

3148948888

KCI Construction

Start Date: **04/13/2016** End **10/03/2017**
 Contract Amount: **\$7,267,000.00**

10315 Lake Bluff Drive ,
 St. Louis , MO 63123

314-535-6063

Acme Glass

Start Date: **02/15/2017**

6369490605

ACOUSTICAL CEILINGS INC

Start Date: **05/01/2017**

3147766686

Allied Waterproofing Company, Inc.

Start Date: **03/01/2017**

636-937-7500

Blakely Sheet Metal, LLC

Start Date: **02/01/2017**

314-741-1637

Control Line, Inc.

Start Date: **07/01/2017**

636-343-5769

CR Painting and More, Inc

Start Date: **06/15/2017**

3144862038

D&L Painting and Drywall, LLC

Start Date: **03/01/2017**

3142003550

Enterprise Industrial Construction

Start Date: **07/15/2016**

314-329-9300

Flooring Systems

Start Date: **06/01/2017**

314-892-7622

Gateway Fire Protection Systems, Inc

Start Date: **05/01/2017**

3149977440

GEOTECHNOLOGY, INC.

Start Date: **06/01/2016**

6364091115

Hawkins Construction & Flatwork Contracting

Start Date: **07/21/2017**

3145346664

ICS CONSTRUCTION SERVICES

Start Date: **06/01/2017**

314-658-5203

Kaemmerlen Electric Company

Start Date: **04/25/2016**

3148723400

KMEIER Roof Systems, Inc

Start Date: **01/02/2017**

618-277-4280

MAYER LANDSCAING INC

Start Date: **06/01/2016**

3148431000
Merlo Plumbing Co Inc
Start Date: **09/19/2016**

3143618090
MISSOURI TERRAZZO
Start Date: **12/01/2016**

8477053863
Penn Services LLC
Start Date: **11/01/2016**

6363494990
RF MEEH CO
Start Date: **04/15/2017**

3146441666
Scally Waterproofing
Start Date: **11/20/2016**

5733925554
SURECUT LAWN CARE LLC
Start Date: **03/01/2017**

(636) 970-2710
XL Contracting Inc.
Start Date: **07/01/2016**

Project: 17-RFQ-104190-MD PLUMBING WORK FOR PIPE LINE AT METROLINK MO-12 (FTA GRANT MO-05-0028 AND PROP M)

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

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

3148563262
Nu Flow of St. Louis
Start Date: **06/12/2017** End **07/12/2017**
Contract Amount: **\$38,680.00**

11134D Lindbergh Business Court ,
St. Louis , MO 63123

Project: 17-RFQ-104461-DW INSTALLATION OF BRAKE TESTER (FTA GRANT MO-90-X296 AND PROP M)

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

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

3144017497
Alfred F. Mullen Concrete Contr Co. Inc.
Start Date: **06/01/2017** End **09/01/2017**
Contract Amount: **\$99,416.00**

222 Sugar Creek Ridge ,
St. Louis , MO 63122

Project: 17-SB-103454-CB ELEVATOR REHAB - 8 UNITS - MO (FTA GRANTS MO-05-0028, MO-54-0001 AND PROP M)

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

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

3148902351
THE HARLAN COMPANY
Start Date: **05/26/2017** End **07/31/2018**
Contract Amount: **\$2,145,450.00**

1515 PAGE INDUSTRIAL BLVD. ,
ST. LOUIS , MO 63132

Project: 17-SB-103800 BULK SALT STORAGE AT ILLINOIS BUSFACILITY (FTA GRANT MO-90-x296 AND SCCTD)

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

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

3142182120
BEN HUR CONSTRUCTION
Start Date: **07/03/2017** End **11/03/2017**
Contract Amount: **\$151,498.00**

3783 RIDER TRAIL SOUTH ,
EARTH CITY , MO 63045

6182775781
K&F Electric, Inc.
Start Date: **10/04/2017**

Project: 17-SB-104145-CG CONCRETE SLAB REPAIR - METRO ILLINOIS BUS FACILITY (FTA GRANT MO-90-X296 AND SCCTD)

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

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

6183985556

HANKS EXCAVATING & LANDSCAPING INC.

Start Date: **05/29/2017** End **12/31/2017**
Contract Amount: **\$115,000.00**

5825 WEST STATE ROUTE 161 ,
BELLEVILLE , IL 62223

Project: 17-SB-104149-DR - BOYLE - CENTRAL WEST END METROLINK STATION - FACILITIES (FTA GRANT MO-79-X004 AND CORTEX)

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: **06/29/2017** End **10/31/2018**
Contract Amount: **\$6,405,349.00**

500 South Ewing Avenue , Suite G
St. Louis , MO 63103

3147850078

BRK ELECTRICAL CONTRACTORS LLC

Start Date: **07/03/2017**

6363524818

Brandt Contracting, Inc.

Contract ID: **17020-03**

Start Date: **07/01/2017**

End Date: **08/01/2017**

Contract Amount: **\$75,789.00**

Contract ID: **SC#17020-01**

6363495999

GERSTNER ELECTRIC

Start Date: **06/23/2017**

End Date: **05/31/2018**

Contract Amount: **\$377,037.00**

3148927550

Sager & Son

Contract ID: **17020-03**

Start Date: **07/01/2017**

End Date: **08/01/2017**

Contract Amount: **\$9,460.00**

618-274-0105

BUMPY'S STEEL ERECTION LLC

Start Date: **07/03/2017**

6369378300

D & S FENCING CO INC

Start Date: **07/03/2017**

LC9738124

D&S Fencing Co., Inc

Start Date: **07/03/2017**

618-277-4280

MAYER LANDSCAING INC

Start Date: **07/03/2017**

6036214090

SPAN SYSTEMS, INC.

Start Date: **07/03/2017**

6362257800

Traffic Control Company

Start Date: **07/03/2017**

Project: 17-SB-104153-CG BOYLE AVENUE STATION AND CENTRAL WEST END PLATFORM EXTENSTION PKG 4- COMMUNICATIONS (FTA GRANT # MO-79-X004 & CORTEX)

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

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

3145322000

SACHS ELECTRIC

Start Date: **08/23/2017** End **03/01/2018**
Date:

PO BOX 96 ,
ST. LOUIS , MO 63166

Project: 17-SB-104518-CG DEMOLITION OF EXISTING RAILROAD YARD OFFICE 412 SOUTH SARAH STREET - (FTA GRANT No. MO-79-x004 & CORTEX)

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

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

**PROCUREMENT CARD PROGRAM
ADMINISTRATIVE REVIEW STATICS
JULY 1, 2017 - SEPTEMBER 30, 2017**

	1ST QUARTER FY18		2nd QUARTER FY18		FY2018 YTD TOTAL	
	TRANSACTION COUNT	TRANSACTION AMOUNT	TRANSACTION COUNT	TRANSACTION AMOUNT	TRANSACTION COUNT	TRANSACTION AMOUNT
TOTAL TRANSACTIONS	4584	\$ 1,686,879	4022	\$ 1,582,660	8606	\$ 3,269,539
TRANSACTIONS REVIEWED	4584	\$ 1,686,879	4022	\$ 1,582,660	8606	\$ 3,269,539
PERCENTAGE REVIEWED	100%	100%	100%	100%	100%	100%
TRANSACTIONS INVESTIGATED	16	\$ 20,845.57	8	\$ 14,232.62	24	\$ 35,078
PERCENTAGE OF TOTAL INVESTIGATED	0.3%	1.2%	0.2%	0.9%	0.3%	1.1%
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	49	\$ 11,751	39	\$ 6,646	88	\$ 18,397
SALES TAX CHARGED	49	\$ 485	39	\$ 529	33	\$ 1,013
PERCENTAGE OF TOTAL TRANSACTIONS WITH SALES TAX	1.1%	0.7%	1.0%	0.4%	1.0%	0.6%
REFUNDED SALES TAX	10	\$ 113	7	\$ 62	17	\$ 175

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
March 27, 2018**

From: James J. Cali, CPA
Director of Internal Audit
Subject: **Treasury-Safekeeping Quarterly Accounts Audit–
Ending December 31, 2017**
Briefing Paper No. 18-31
Disposition: Information
Presentation: James J. Cali, Director of Internal Audit

Objective:

To provide the Audit, Finance and Administration Committee with the results of the Treasury - Safekeeping Quarterly Accounts Audit, ending December 31, 2017.

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 FY2018 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 December 31, 2017, 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 December 31, 2017.

At December 31, 2017, we had approximately \$84.6 million in US Treasury and Government Agency securities. Sales tax capital represented \$71.8 million, Self-Insurance funds consisted of approximately \$2.4 million, internally restricted funds represented \$4.5 million, FTA funds represented \$4.9 million and the remaining \$1 million was held for Tower Leases.

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 December 31, 2017.

Internal Audit Department
INDEPENDENT VERIFICATION for SAFEKEEPING ACCOUNTS
December 31, 2017

ATTACHMENT 1

The Treasurer's Report as of December 31, 2017 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)	\$47,129,354.00	\$47,129,353.00	-\$1.00	
Federal Home Loan (Bank of America)	\$16,221,572.00	\$16,221,572.00	\$0.00	
U.S. Treasury Bills (Bank of America)	\$18,848,718.00	\$18,848,718.00	\$0.00	
U.S. Treasury Bills (Jefferson Bank & Trust)	\$2,380,690.00	\$2,405,000.00	\$24,310.00	Treasurer's report shows this security at market value. The confirmation from JBT is shown at Par value.
Total	\$84,580,334.00	\$84,604,643.00	\$24,309.00	

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 and Administration Committee
March 27, 2018**

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

Subject: **Internal Audit Department's – Quality Assessment Review (QAR)**
Briefing Paper No. 18-32

Disposition: Information

Presentation: James J. Cali, Director of Internal Audit, Internal Audit Department Staff,
Mark Maraccini, Partner, Crowe Horwath, LLP

Objective:

To assess the efficiency and effectiveness of the Internal Audit Department's (**IAD**) charter and mission as well as the expectations of the Audit, Finance and Administration Committee, the Board of Commissioners, Senior Management, and Internal Audit Clients.

Board Policy:

Board Policy, Chapter 30 Audit, Finance and Budget Section 30.005 Audit Committee Charter, B. AUTHORITY. The Audit Committee ("committee") has the authority to conduct or authorize investigations into any matters within its scope of responsibility. It is empowered to perform the following functions which include:

- (3) Internal Audit Process
 - F. The Internal Audit Department's compliance with applicable standards (The Institute of Internal Auditors' (**IIA**'s) International Professional Practices Framework, the Standards for the Professional Practice of Internal Auditing).

Funding Source:

Internal Audit Department Budget.

Background:

IIA's Practice Guide, Quality Assurance and Improvement Program (**QAIP**) states that, "Quality should be built in to, and not on to, the way the activity conducts its business – through its internal audit methodology, policies, procedures, and human resource practices." Imbedded in this process of building quality is the concept of value as defined by stakeholders. The practice guide further states, "Delivering quality requires a systematic and disciplined approach as professionals – quality does not just happen; it is the combination of the right people, the right systems, and a commitment to excellence."

Building an effective Quality Assurance and Improvement Program is similar to establishing a total quality management program where products and services are analyzed to verify they meet stakeholder expectations. The External Quality Assessment Review (**QAR**) helps management evaluate the efficiency and effectiveness of the Internal Audit Department and confirms their conformance to the IIA's Standards for the Professional Practice of Internal Auditing.

The Internal Auditor Charter approved by the Board of Commissioners requires the Internal Audit Department to maintain auditing standards consistent with those established by the Institute of Internal Auditors. An external assessment is required to be performed at least once every five (5) years by a qualified independent reviewer or review team outside the organization. This report represents the results of a self-assessment with independent external validation.

Analysis:

An External Quality Assessment Review of the IAD, for the Period January 1, 2015 – December 31, 2017, was conducted in accordance with the IIA's Standards during the month of February 2018 by auditors from Crowe Horwath, LLP. Based on the procedures performed, Crowe Horwath, LLP found that the Bi-State Development (**BSD**) Internal Audit Department received a rating of "**Generally Conforms**" which is the **highest rating possible**, with respect to complying with the IIA's International Professional Practices Framework, the Standards for the Professional Practice of Internal Auditing.

As part of the QAR, members of BSD Management and the IAD staff were interviewed and completed a survey on the performance of IAD. The results of the survey were compared to the results of thousands of other internal audit departments across the country. **BSD's IAD ranked higher than the national average in every category with the Value Added category ranking the highest against the national averages.** Appendix D of the QAR Report provided a breakdown of IAD's ranking for each category (see Attachment).

Committee Action Requested:

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

Attachment:

1. External Quality Assessment Review Report



Smart decisions. Lasting value.™

External Quality Assessment of the Bi-State Development Internal Audit Department

For the Period of January 1, 2015 – December 31, 2017
March 2018

Report Contents

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 - Appendix C - Personnel Interviewed 24
 - Appendix D - Survey Results 25

The background of the slide is a warm, golden-orange color with a soft, glowing light source. In the center, there are silhouettes of two hands, one from the left and one from the right, reaching towards each other. Between the hands is a bright, glowing orb or sphere. The overall mood is one of hope, unity, and shared success.

Executive Summary

Executive Summary

Overall we found that the Bi-State Development (BSD) Internal Audit Department (IAD or Department) received a rating of **Generally Conforms**, which is the highest rating possible, with respect to complying with the Institute of Internal Auditors (IIA) International Professional Practices Framework (IPPF).

As part of this review, members of BSD management were interviewed and completed a survey on the performance of the IAD. The results of the survey were compared to the results of thousands of other internal audit departments across the country. BSD's IAD ranked **Higher Than** the national average in every category with the **Value Added** category ranking the highest against the national averages. ***Appendix D*** to this report provides a break down of BSD's ranking by category.

Detailed observations are contained in the Compliance Observations section of this report. On the next pages, we have provided a summary of these observations and our best practice recommendations noted during our review.

Executive Summary

Compliance Observations:

1. IAD has continuously taken steps to improve their Quality Assurance and Improvement Program (QAIP) over the past three years. To further enhance this program, we recommend that IAD formalize a process to conduct an annual internal assessment of the Department for compliance with IIA standards and report the results of this self-assessment to the Audit Committee including any deficiencies and corrective actions.
2. The audit reports issued by IAD did not specifically reference that the reports were issued in conformance with IIA standards. We recommend that IAD revise the language within their audit reports to specifically state that the audits were conducted in accordance with IIA standards. Furthermore, references to other standards such as *Government Auditing Standards* should be removed from the reports to avoid confusion of the standards followed.

Executive Summary

Best Practice Recommendations:

1. We recommend that BSD amend the Audit Committee Charter to include language that the Internal Audit Director should meet privately with the Audit Committee or the Audit Committee Chair on a periodic basis. Private sessions with the head of internal audit allow him or her to provide candid, often confidential comments to the audit committee on matters such as management's attitude, finance function and external auditor effectiveness.
2. Neither the Internal Audit Charter nor the Audit Committee Charter specifically addresses the protocol for the annual performance evaluation of the Internal Audit Director. We recommend that language be added to the Audit Committee Charter to discuss the Committee's role in the annual performance evaluation process for the Internal Audit Director.

A white ceramic cup filled with a golden liquid, likely tea, sits on a matching saucer. A silver spoon rests on the saucer. The set is placed on a reflective, light-colored tray. The background is a warm, golden glow, suggesting a bright light source like the sun. The word "Introduction" is overlaid in the center in a bold, black, sans-serif font.

Introduction

Project Background

At the request of BSD, an External Quality Assessment Review (QAR) of the IAD was performed by Crowe Horwath LLP (Crowe) for the period of January 1, 2015 through December 31, 2017. A QAR is required under IIA standards at least once every five years.

The objectives of this review were to:

- Evaluate the IA activity's conformity with IIA.
- Evaluate the IA activity's effectiveness in carrying out its mission, as set forth in its charter and expressed in the expectations of BSD's management.
- Identify opportunities and innovative practice suggestions we have derived from our experience, for improving performance and increasing value added by the IA Division to the organization.

Scope and Methodology

The review included, but was not limited to the following:

- Analyzed survey responses prepared by BSD senior leadership and IAD personnel (See **Appendix C** for listing personnel surveyed and **Appendix D** for and analysis of the survey results).
- Conducted interviews with members of BSD's senior leadership and IAD personnel (See **Appendix A** for listing of personnel interviewed and **Appendix B** for interview results).
- Completed a review to assess:
 - Organization of the Internal Audit Activity
 - Risk Assessment and Engagement Planning Process
 - Staff Professional Proficiency
 - Information Technology Audit Coverage
 - Production and Value Added
- Reviewed the working papers and reports for nine audits completed between 2015 and 2017.

Leading Practices

We have noted below several leading practices that IAD has implemented.

- BSD senior management views the IAD as a valued part of the organization. The IAD director and staff are seen as professional, objective, and knowledgeable.
- The IAD has developed an extensive process for maintaining its workpapers in a clean and organized manner. An individual with no prior experience in conducting the audit would have the ability to follow what was done and repeat the steps given the level of organized detail.
- The IAD is active in following up on prior audit findings to determine that corrective actions have taken place.
- The IAD collects survey data from audit customers to assess the value added to each customer and to identify areas of opportunity for improvement going forward.
- The IAD maintains a well developed and extensive procedure manual that provides staff with detailed information on audit documentation, workpaper development, and other essential IAD processes.

A person is seen from behind, writing on a whiteboard in a meeting room. The whiteboard has some handwritten text, including "COMPLIANCE" and "EVALUATION". The room is brightly lit, and there are other people and tables visible in the background, though they are out of focus.

IIA Compliance Evaluation

IIA Compliance Evaluation

Rating Categories and Definitions

Generally Conforms (GC)

GC – means the evaluator has concluded that the Internal Audit Department’s charter, structure, policies, and procedures, as well as the processes by which they are applied, are judged to be in accordance with the Standards with some opportunities for improvement being possible.

Partially Conforms (PC)

PC – means the evaluator has concluded that a deviation from the Standards exist and action is needed to improve conformity. These deviations are not however significant enough to preclude the Internal Audit Department from carrying out its responsibilities in an acceptable manner.

Does Not Conforms (DNC)

DNC – means the evaluator has concluded the Internal Audit Department’s is not aware of, is not making a good-faith efforts to comply with, or is failing to achieve conformity with many/all of the Standards thus impacting its ability to carry out its mission.

IIA Compliance Evaluation



IIA Compliance Evaluation



Compliance Observations



Compliance Observations

IIA Standards

Observation	Recommendation	Management Response
<p>Section 1310-1: <i>Requirements of the Quality Assurance and Improvement Program</i> of the IPPF states “All CAEs are required to develop a QAIP that includes both internal and external assessments. Internal assessments will include both ongoing monitoring and periodic self-assessment.”</p> <p>Section 1311 – <i>Internal Assessments</i> of the IPPF states “Internal assessments must include:</p> <ul style="list-style-type: none"> • Periodic self-assessments or assessments by other persons within the organization with sufficient knowledge of internal audit practices.” <p>The section goes on to state that “At least annually, the CAE reports the results of internal assessments, necessary action plans, and their successful implementation to senior management and the board.”</p>	<p>We recommend that IAD implement a process whereas the Internal Audit Director would conduct a periodic formal review of the Department’s compliance with the audit Charter, IIA standards and IIA’s code of ethics. Though, many of these items may currently be done on an informal basis, we recommend that this process be formalized, documented and include the following:</p> <ul style="list-style-type: none"> • Semi-annual work paper reviews for performance in accordance with internal audit policies and with the Standards (using Tool 17 of The IIA Quality Assessment Manual) • Review of internal audit performance metrics and benchmarking of best practices, prepared and analyzed in accordance with Audit Policies and Procedures <p>The Results of internal assessments should be reported to the Audit Committee and to the senior management at least annually.</p>	<p>Management Concur.</p>

Compliance Observations

IIA Standards

Observation	Recommendation	Management Response
<p>The audit reports issued during the QAR period stated “Our examination was conducted in accordance with Generally Accepted Government Auditing Standards (GAGAS) issued by the Comptroller General of the United States.”</p>	<p>We recommend that IAD remove this language from the internal audit reports and either</p> <ul style="list-style-type: none">A) have the reports remain silent as to professional standards followed (i.e. the report would not contain language that the reports conform to any professional standards) orB) Contingent on continued conformance with IIA standards through internal and external assessments, include language in the report that the audit was “Conducted in Conformance with the International Standards for the Professional Practice of Internal Auditing Issued by the Institute of Internal Auditors”.	<p>Management Concur.</p>

Best Practice Recommendations



Best Practice Recommendations

International Professional Practices Framework

Observation – IIA Best Practice	Recommendation	Management Response
<p>Section 1110-1: <i>Organizational Independence</i> of the IPPF states that “Functional reporting to the board typically involves the board: Receiving communications from the CAE on the results of the internal audit activities or other matters that the CAE determines are necessary, including private meetings with the CAE without management present...”</p> <p>The IIA – Internal Audit Oversight best practices states, “Internal audit independence is furthered by periodic private meetings between the audit committee and the CAE, during which time sensitive issues are discussed, without management’s presence.”</p>	<p>We recommend that the Internal Audit Director meet privately with the Audit Committee or the Audit Committee Chair on a periodic basis. Private sessions with the head of internal audit allow him or her to provide candid, often confidential comments to the audit committee on matters such as management’s attitude, finance function and external auditor effectiveness. In addition, these meetings allow the audit committee to ask questions on matters that might not have been specifically addressed in the formal part of the audit committee meeting.</p> <p>We also recommend that BSD consider amending the Audit Committee Charter to include the following provision. On a regular basis, the Audit Committee will meet separately with the Internal Audit Director to discuss any matters that the committee or internal audit believes should be discussed privately.</p>	<p>Management Concur.</p>

Best Practice Recommendations

International Professional Practices Framework

Observation – IIA Best Practice	Recommendation	Management Response
<p>Section 1110 – <i>Organization Independence</i> of the IPPF states that Functional reporting to the board typically involves the board: Approving all decisions regarding the performance evaluation, appointment, or removal of the CAE.</p> <p>We understand that in practice the Audit Committee conducts a performance evaluation of the Internal Audit Director. However, this function is not stated in the Audit Committee Charter.</p>	<p>We recommend that BSD consider amending the Audit Committee Charter to include language that at least once per year, the Audit Committee will review the performance of the Internal Audit Director and concur with the annual compensation and salary adjustment.</p>	<p>Management Concurs.</p>

Disclaimer – The procedures performed during this project were conducted under consulting standards promulgated by the American Institute of Certified Public Accountants (AICPA) and thus do not constitute an audit, review, or examination in accordance with AICPA standards. We have not and will not express an opinion on BSD’s compliance with IIA. This report and the information contained herein (the “Report”) is intended solely for the use of the authorized employees of BSD for the purposes set forth herein. The observations and recommendations rendered do not and are not intended to constitute legal advice. BSD’s should consult their legal team, as deemed necessary, prior to implementing recommendations provided in this report.



Appendices

Appendices

- Appendix A – Listing of the personnel interviewed by phone or in-person during fieldwork
- Appendix B – Summary of items noted during interviews with personnel
- Appendix C – Listing of the personnel who participated in a survey about their experience with the Internal Audit division
- Appendix D – An analytical comparison of the survey results with IA industry averages

Appendix A - Personnel Interviewed

Management

- President & CEO– John Nations
- Chief Information Officer – Kerry Kinkade
- Chief Financial Officer – Kathy Klevorn
- Chief Operating Officer – Ray Friem
- Controller – Mark Vago
- Director of Treasury Services – Tammy Fulbright
- Executive Vice President for Administration – Larry Jackson
- Director of Risk Management – Kathy Britton

Internal Audit

- Director of Internal Audit – Jim Cali
- Senior Administrative Assistant– Rita Marion
- Senior Internal Auditor – Angie Staicoff
- Senior Internal Auditor– Kelli Fitzpatrick
- Senior Internal Auditor – Karl Tyminski

Appendix B - Interview Results

The summarized results below are from the interviews with previously identified personnel.

Strengths

- IAD staff operate objectively and professionally in all interactions with departments across BSD.
- IAD staff have an extensive understanding of the operations with BSD which enables them to have the knowledge and skills to understand the risks and be able to provide useful recommendations.
- When disagreements arise regarding audit findings, IAD is understanding of different viewpoints and willing to work with the department in developing a solution.

Opportunities

- Continue to work to issue audit reports timely and assess the duration of audits and impact on department resources.

Appendix C – Personnel Surveyed

Management

- Chief Mechanical Officer– Darren Curry
- Executive Vice President Administration – Larry Jackson
- Manager of Procurement – Kelly Schneider
- Procurement Specialist – Cynthia Templeton
- Chief Information Officer – Kerry Kinkade
- Director of Passenger Revenue – Jim Schifferdecker
- Controller – Mark Vago
- Executive Director Transit – Ray Friem

Internal Audit Division

- See personnel listed in Appendix A under Internal Audit

Appendix D - BSD's Audit Client Survey Results

Answer Options	BSD's Rating Average	IIA Average	Comparison
1. RELATIONSHIPS WITH MANAGEMENT			
1. Internal audit as a valued member of the management team.	4.00	3.12	0.88
2. Organizational placement of the internal audit activity to ensure its independence and ability to fulfill its responsibilities.	3.75	3.29	0.46
3. Auditors have free and unrestricted access to records, information, locations, and employees during the performance of their engagements.	4.00	3.51	0.49
4. The internal audit activity promotes a customer orientation by providing quality work.	3.50	3.02	0.48
2. AUDIT STAFF			
5. Objectivity of the internal auditors.	3.63	3.16	0.47
6. Professionalism of auditors.	3.88	3.24	0.64
7. Knowledge of your industry/organization/processes/success factors.	3.50	2.84	0.66
8. Quality of relationship and rapport between auditors and your department.	3.63	3.20	0.43
3. SCOPE OF AUDIT WORK			
9. Selection of important areas or topics for audit.	3.50	3.03	0.47
10. Pre-audit notification to you of audit purpose and scope.	3.88	3.17	0.71
11. Inclusion of your suggestions for areas or topics to audit.	3.88	3.09	0.79
4. AUDIT PROCESS AND REPORT			
12. Feedback to you on emerging issues during audits.	3.75	3.02	0.73
13. Duration of the audit.	3.25	2.89	0.36
14. Timeliness of the audit report.	3.38	2.95	0.43
15. Accuracy of the audit findings.	3.75	2.98	0.77
16. Clarity of the audit report.	3.63	3.04	0.59
17. Usefulness of the audit in improving business process and controls.	3.50	2.95	0.55
18. Internal audit follow-up on corrective action.	3.63	3.03	0.60
5. MANAGEMENT OF THE INTERNAL AUDIT ACTIVITY			
19. Your understanding of the internal audit activity's purpose.	3.88	3.24	0.64
20. Effectiveness of internal audit management.	4.00	3.11	0.89
21. Quality of staff development for subsequent transfer to/from other departments.	3.50	2.79	0.71
6. VALUE ADDED			
22. Assistance to management in risk assessment.	3.75	2.92	0.83
23. Partnership with management on control issues.	3.88	3.01	0.87
24. Degree of impact on corporate governance.	3.75	2.95	0.80

**Bi-State Development
Agenda Item
Audit, Finance & Administration Committee
March 27, 2018**

From: Charles A. Stewart, Jr., Vice President, Pension & Insurance
Subject: **Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of December 31, 2017**
Disposition: Information
Presentation: Charles A. Stewart, Jr., Vice President, Pension & Insurance

Objective:

To present to the Audit, Finance and Administration Committee the Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of December 31, 2017.

Board Policy:

Board Policy, Section 70.050, Employee's Pension and 401(k) Retirement Savings Plan states (in part) that:

- A. General. The Bi-State Development Agency (**BSD**) sponsors three defined benefit pension plans and one defined contribution 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 and 401(k) retirement savings programs are funded by employer and employee contributions. The OPEB Trust is funded in the budget.

Background:

Year to Date December 31, 2017, Pension Plans, 401(k) Retirement Savings Program and OPEB Investment Performance Reports were presented to the respective trustees by Ellwood Associates at the February 2018 trustee meetings.

Analysis:

BSD 401(k) Retirement Savings Program

- Total 401(k) Program assets are \$54.8M as of the end of calendar year 2017. This is up \$10.3M from calendar year end 2016 at \$44.5M.
- Contributions into the Plan have been consistent throughout all market environments. During calendar year 2017, the Plan saw \$4.4M in new contributions. The pacing during 2017 was slightly higher than last year's contribution rate when inflows were \$4.0M. The contribution rate will continue to grow as more Salaried and IBEW new hires receive a Base BSD contribution rather than a Defined Benefit Plan benefit.

- The T. Rowe Price Lifecycle Funds continue to grow in popularity. 28% of participant money is now held in these funds.
- Allocations to individual funds and asset types remain relatively unchanged from the beginning of the year. The Vanguard Index Fund remains the most popular investment option among participants with \$10.6M in participant money or 19% of total assets. The Dodge & Cox Balanced Fund (13%) and T. Rowe Price Stable Value Fund (11%) both also have significant participation.

Salaried Pension Plan

- As of December 31, Total Plan assets were \$67.5M, up by \$11.8M since the beginning of the calendar year.
- Cash flows are positive for the year. A total of \$8.2M of new contributions was offset by outflows of \$4.7M. In addition, the Plan's strong investment performance boosted market values by \$8.3M.
- The Portfolio gained 3.3% during the fourth quarter, which brought the calendar year 2017 returns to 14.9%. Since inception dating back to 1988, the Total Portfolio has gained 7.7% outpacing its benchmark by 40 basis points. The Portfolio also outperformed its current actuarial return target of 7.0%.
- Program investment managers are performing in line with Ellwood's expectations. Asset allocation remains within target guidelines – no recommendations for rebalancing were required at this time.

IBEW Pension Plan

- As of December 31, Plan assets are now \$5.4M, gaining \$1.1M since the beginning of the calendar year. Total Portfolio Market values have steadily increased over the past 7 years – in 2008 the market value fell to \$1.1M, but has quadrupled since reaching the market bottom. BSD and the IBEW employees have made special contributions to help the Plan reach a fully funded status, and the additional cash flows were successful in reaching the fully funded goal.

- The Portfolio has performed favorably in the 2017 calendar, gaining +15.8%. The IBEW Pension Trust has strong long-term performance gaining +7.3% and +8.8% over the trailing 3- and 5-year periods, respectively. Since inception the Plan has gained 6.4%.
- All of the Portfolio's investment managers are performing in line with expectations. No recommendations for replacement were advised at this time.
- Ellwood stated their intent to review the Portfolio's asset allocation at the Committee's next meeting. Given the significant progress made in the funding status, this is an important time to reassess the Committee's risk tolerances.

ATU 788 Pension Plan

- Total Plan assets are now \$191.7M – up by \$17.6M since the beginning of the calendar year. Fund flows over the past few years have been consistently negative, and 2017 continued this trend. Year to date cash inflows of \$13.7M were less than outflows of \$16.3M. However, strong investment gains boosted overall Portfolio values after investment earnings of \$20.2M.
- Through December 31, the Portfolio has gained +16.8% as the equity market continued its strong rally. Longer term performance remains favorable, gaining +7.6% and +9.9% over the trailing 3- and 5-year periods, respectively. The asset allocation changes approved by the Committee in 2013 have aided overall fund performance and should help to mute Portfolio's downside volatility during market declines.
- The Portfolio is in the process of liquidating the Och-Ziff and BlueCrest hedge fund investments, with expected final distributions in 2018. At the August 2017 meeting, Ellwood recommended, and the Committee approved, a new hedge fund structure retaining Davidson Kempner as an additional hedge fund manager in the portfolio in addition to retaining the HBK hedge fund. All transactions occurred as directed with completion in December 2017.
- All other investment managers are performing in line with Ellwood's expectations. No additional recommendations were advised at this time.

OPEB Trust

- The Trust ended the 2017 calendar year with a Total Portfolio market value of \$29.0M which is a \$6.5M increase over the prior year.
- Through December 31, the Total Portfolio gained 14.8%, equating to \$3.5M in investment earnings since the beginning of the year. Longer term performance remains favorable, gaining +6.0% over the trailing 3year period.
- All segments of the investment program are performing favorably. The Portfolio's equity investments were the primary driver of quarterly gains; both domestic (+19.3%) and non-US (+25.1%) equities continued their trajectory of strong performance. In addition, the hedge fund and fixed income segments advanced +8.4% and +1.3% respectively.
- Ellwood stated continued confidence in the program's overall asset allocation and structure. The Portfolio continues to be well positioned to achieve its objectives. All managers are performing in line with Ellwood's expectations and no manager changes were recommended at this time.

Committee Action Requested:

None. Information only.

Attachments:

1. BSD 401(k) Retirement Savings Program 4th Quarter 2017 Performance Report
2. BSD Salaried Pension Plan 4th Quarter 2017 Performance Report
3. IBEW Pension Trust Local 2 and Local 309 4th Quarter 2017 Performance Report
4. Div. 788 A.T.U. AFL-CIO Pension 4th Quarter 2017 Performance Report
5. BSD OPEB Retirement Trust 4th Quarter 2017 Performance Report

Q4

Fourth Quarter 2017 Performance Report

Bi-State Development Agency 401(k)
Retirement Savings Program



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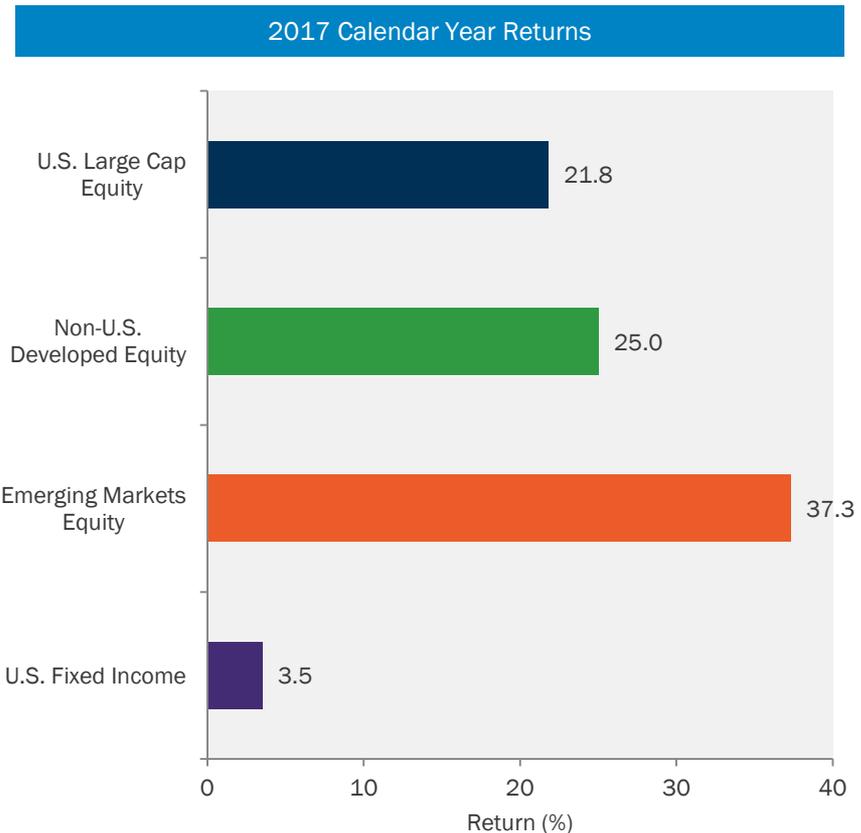
Table of Contents

- I. Capital Markets Overview
- II. 401(k) Retirement Savings Portfolio Review
- III. Investment Manager Appendix
 - Manager Performance Review
 - Investment Program Fee Review

4th Quarter 2017

Capital Markets Exhibits

Market Drivers of 2017

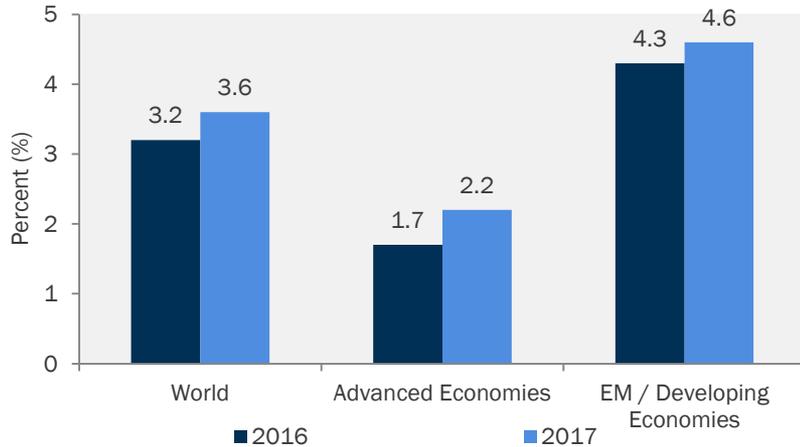


Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P, MSCI, Bloomberg Finance, LP
Returns represent the S&P 500 Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

The 2017 calendar year produced positive results in the equity markets as synchronized global economic growth and rising corporate profits produced a new sense of optimism to the markets. In both the developed and emerging markets, the technology sector was the largest contributor to the equity markets as innovation and potential spurred the top performers in the sector.

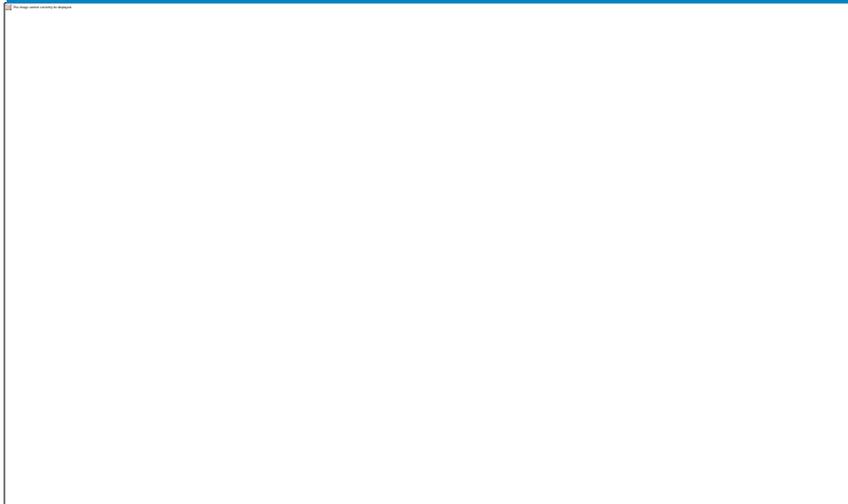
Synchronized Global Economic Growth

Global Real GDP Growth Forecasts



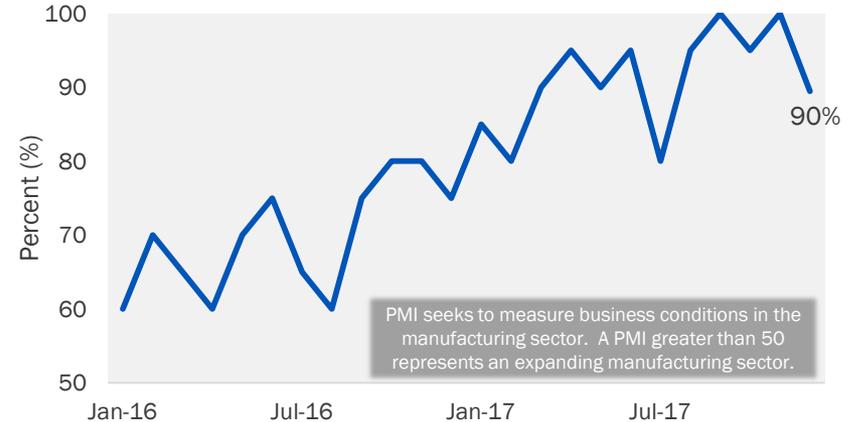
Source: International Monetary Fund

Global Real GDP Growth Overview



Source: International Monetary Fund

Percent of Countries with Manufacturing PMI Greater Than 50 Largest 20 Countries by GDP (80% of Global GDP)



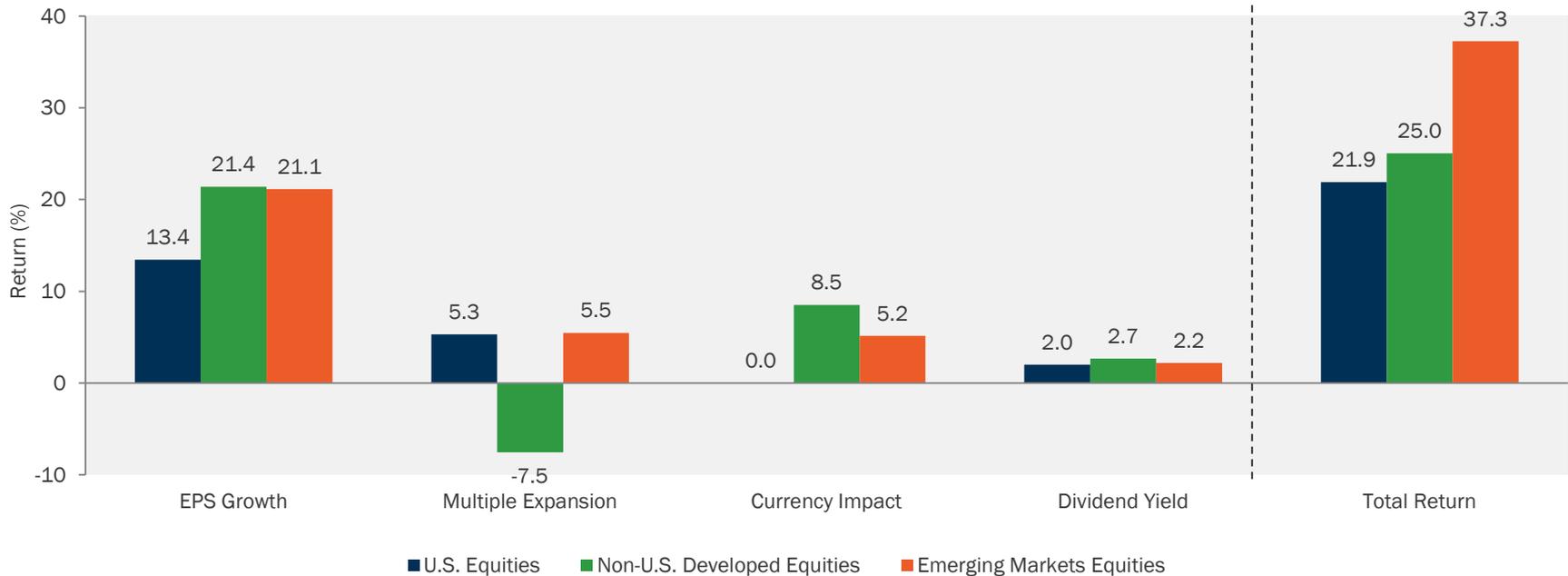
Source: Bloomberg Finance, LP

Observations

- Global GDP in 2017 saw an uptick in growth compared to 2016 with both Advanced Economies and EM/Developing Economies increasing. Global central banks remained accommodative in their policies in hopes of advancing their country's economic outlooks.
- In tracking the largest twenty countries by GDP, the number of countries registering expansionary growth trends (PMI above 50) during each month of 2017 ranged from 80 to 100%. At the start of 2016, only 60% of countries were in an expansionary mode.
- Of the 193 countries the IMF tracks, 93% are estimated to have positive real GDP growth, with 38% estimated to have real GDP growth between 0% and 3%, and 44% estimated to have real GDP growth between 3% and 6%.

Strong Corporate Earnings

2017 Market Returns by Component



Returns represent the MSCI USA Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

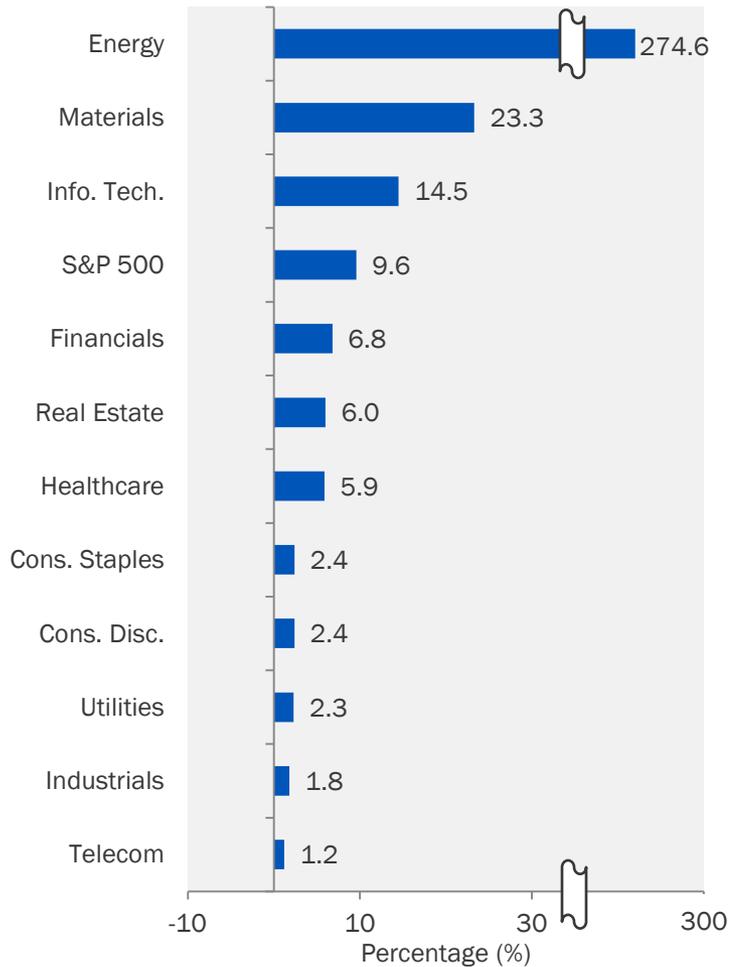
Note: Components do not sum to the Total Return due to the effects of compounding.

Observations

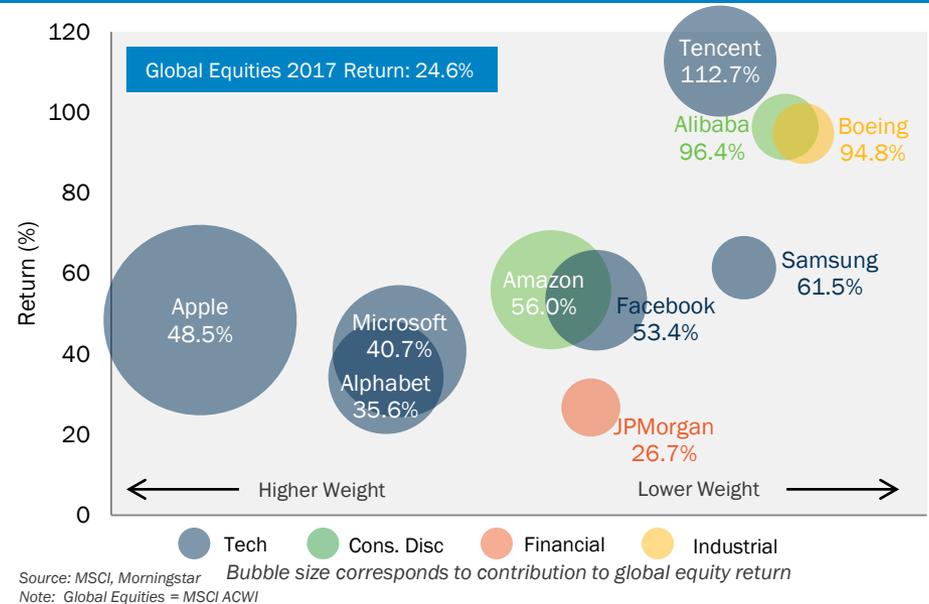
- The key driver to equity returns across the globe in 2017 was an acceleration of earnings per share (EPS) growth. EPS growth in 2017 was the strongest it has been since 2011, driven by strong revenue growth, profit margin expansion, share buybacks, and a stabilization of oil prices.
- Global earnings are forecasted to grow by double digits in 2018 with U.S. corporate tax cuts having the potential to add an additional 5% to 10% to U.S. domiciled company's earnings.
- Non-U.S. equities received a direct boost to returns from the depreciation of the dollar while U.S. companies with a significant portion of sales outside the U.S. experienced faster earnings growth.

Technological Innovation

Estimated Calendar Year 2017 Earnings Growth



Top 10 Contributors to Global Equity Returns



Comments

- Improving global growth and innovation drove technology and tech-related (e.g. Amazon, Alibaba) stocks to record highs in 2017. The technology sector returned 39% in 2017 and earnings per share growth was meaningfully higher than the broad market. Energy, the sector with the highest EPS growth, was rebounding from negative earnings in 2016.
- The technology sector has the highest percentage of revenues from overseas (60% non-U.S. revenues). The economic recovery outside the U.S. combined with a declining dollar was also a tailwind for tech companies.
- The chart above highlights the ten largest contributors to global equity market performance as measured by the MSCI ACWI Index. Eight of the largest contributors are technology or technology related.

S&P 500 Scorecard

Sector Returns

	<u>Div. Yield⁽¹⁾</u>	<u>P/E Ratio⁽²⁾</u>	<u>15-Yr Avg.⁽³⁾</u>		
Technology	1.2%	24.6x	21.0x	9.0%	38.8%
Materials	1.9%	27.3x	18.9x	6.9%	23.8%
Consumer Discretionary	1.3%	25.1x	18.9x	9.9%	23.0%
Financials	1.6%	17.7x	14.6x	8.6%	22.2%
Health Care	1.6%	23.9x	20.6x	1.5%	22.1%
S&P 500	1.8%	23.2x	17.3x	6.6%	21.8%
Industrials	1.9%	23.9x	18.1x	6.1%	21.0%
Consumer Staples	2.6%	21.9x	19.2x	6.5%	13.5%
Utilities	3.5%	21.1x	16.5x	0.2%	12.1%
Real Estate	3.3%	38.1x	38.0x	3.2%	10.8%
Energy	2.7%	35.2x	15.2x	6.0%	-1.0%
Telecom	5.0%	16.1x	19.8x	3.6%	-1.3%

■ 4th Quarter 2017 ■ Calendar Year 2017

Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global

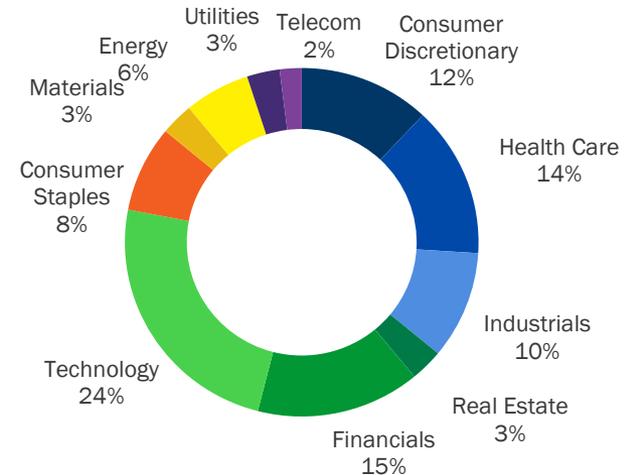
⁽¹⁾Trailing 12 month Dividend Yield as of 12/31/2017.

⁽²⁾Trailing 12 month P/E as of 12/31/2017.

⁽³⁾15-year average trailing 12 month P/E as of 12/31/2017.

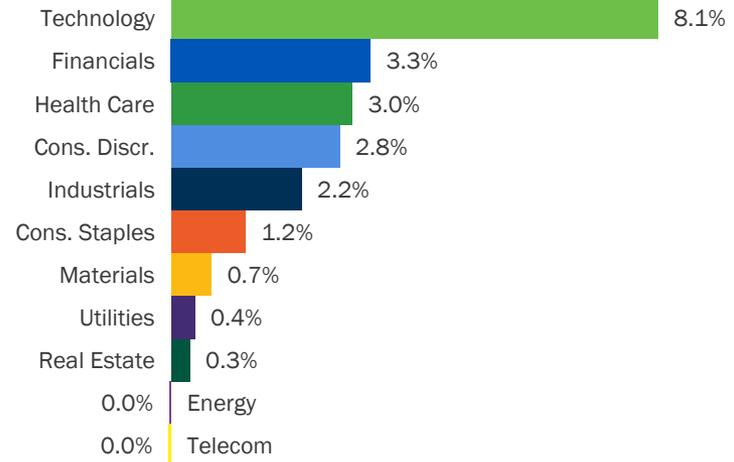


Sector Weights



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P

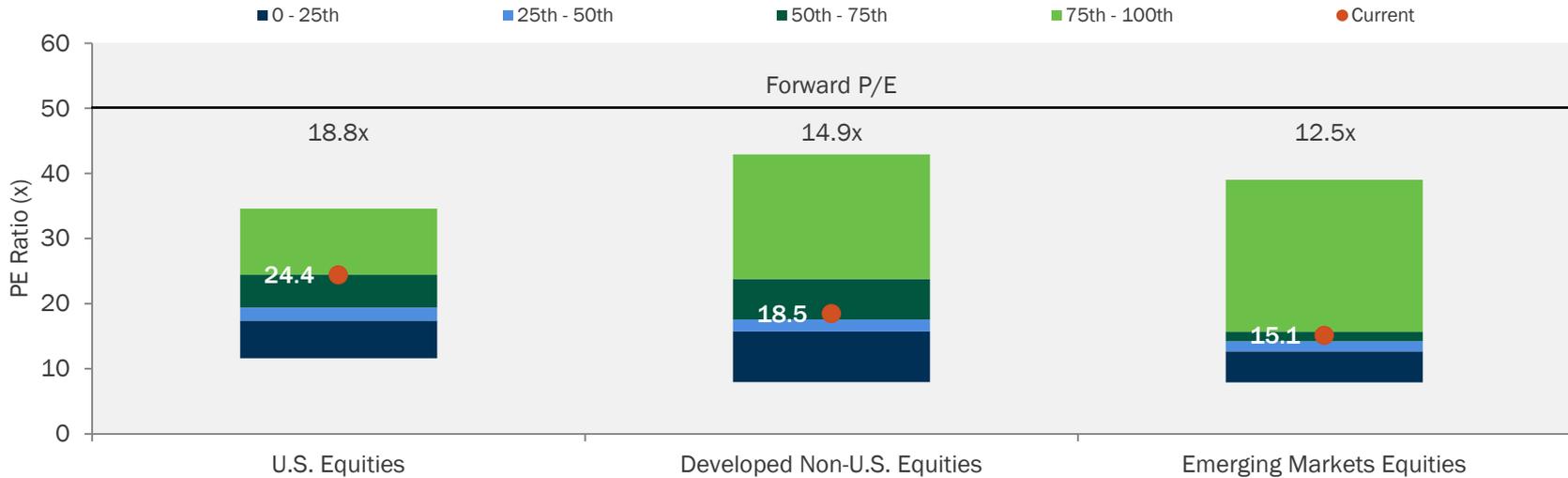
Sector Calendar Year Contribution



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, GICS

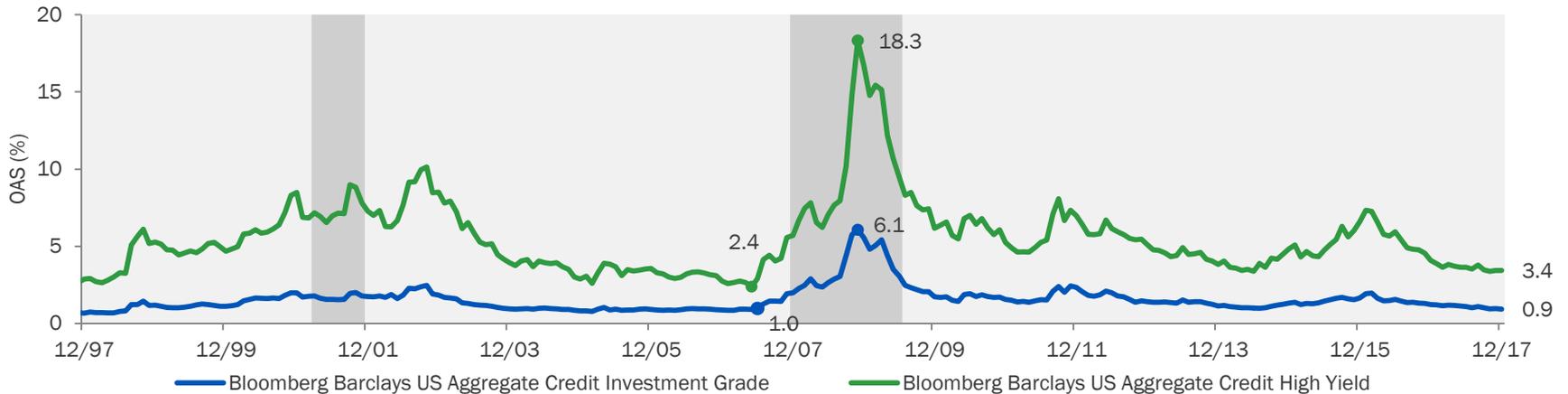
Market Indicators

Trailing Price to Earnings Ratio (Last 20 Years)



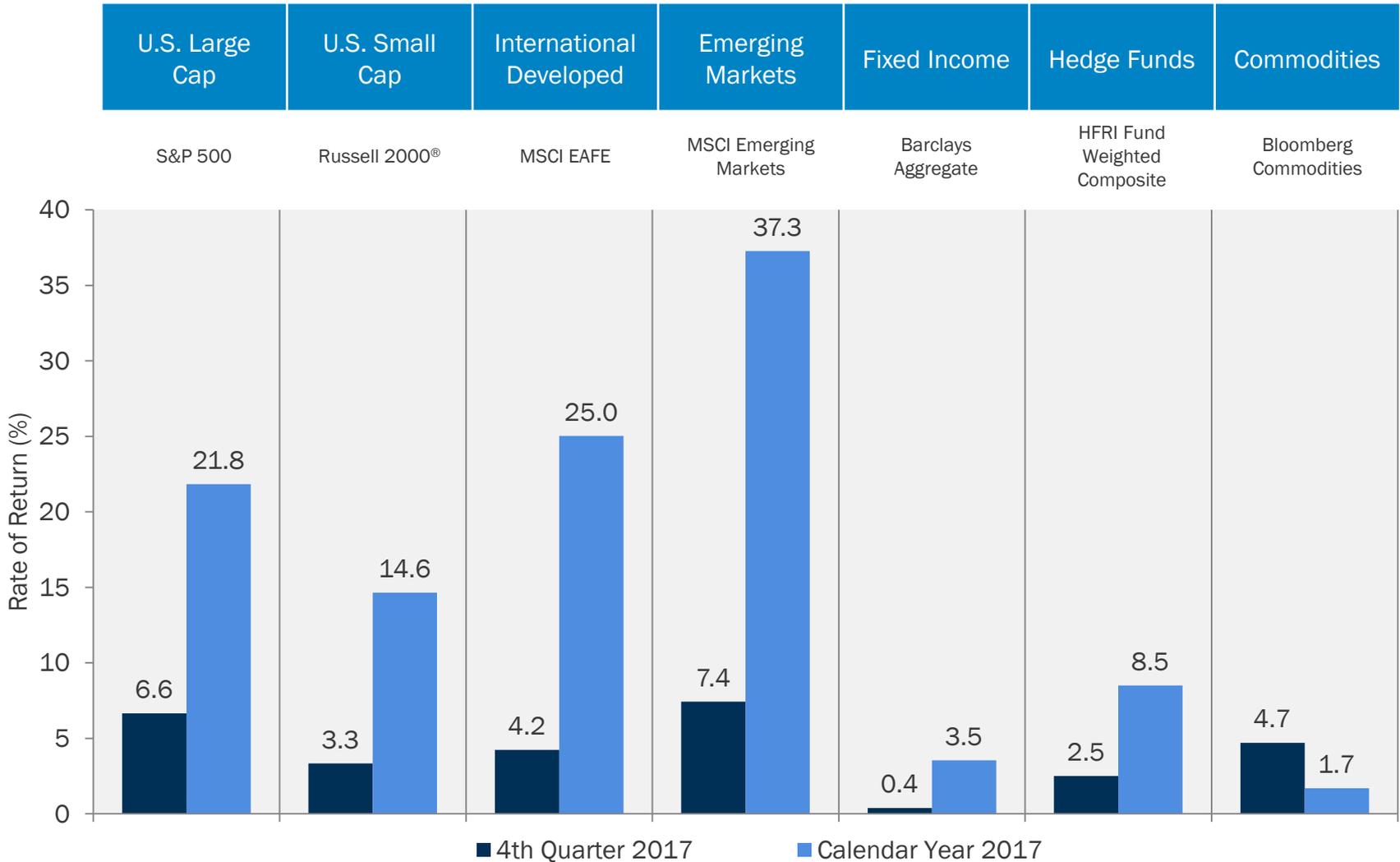
Source: Factset, MSCI, As of 1/2/2018

Fixed Income Spreads Relative to Treasuries (Last 20 Years)



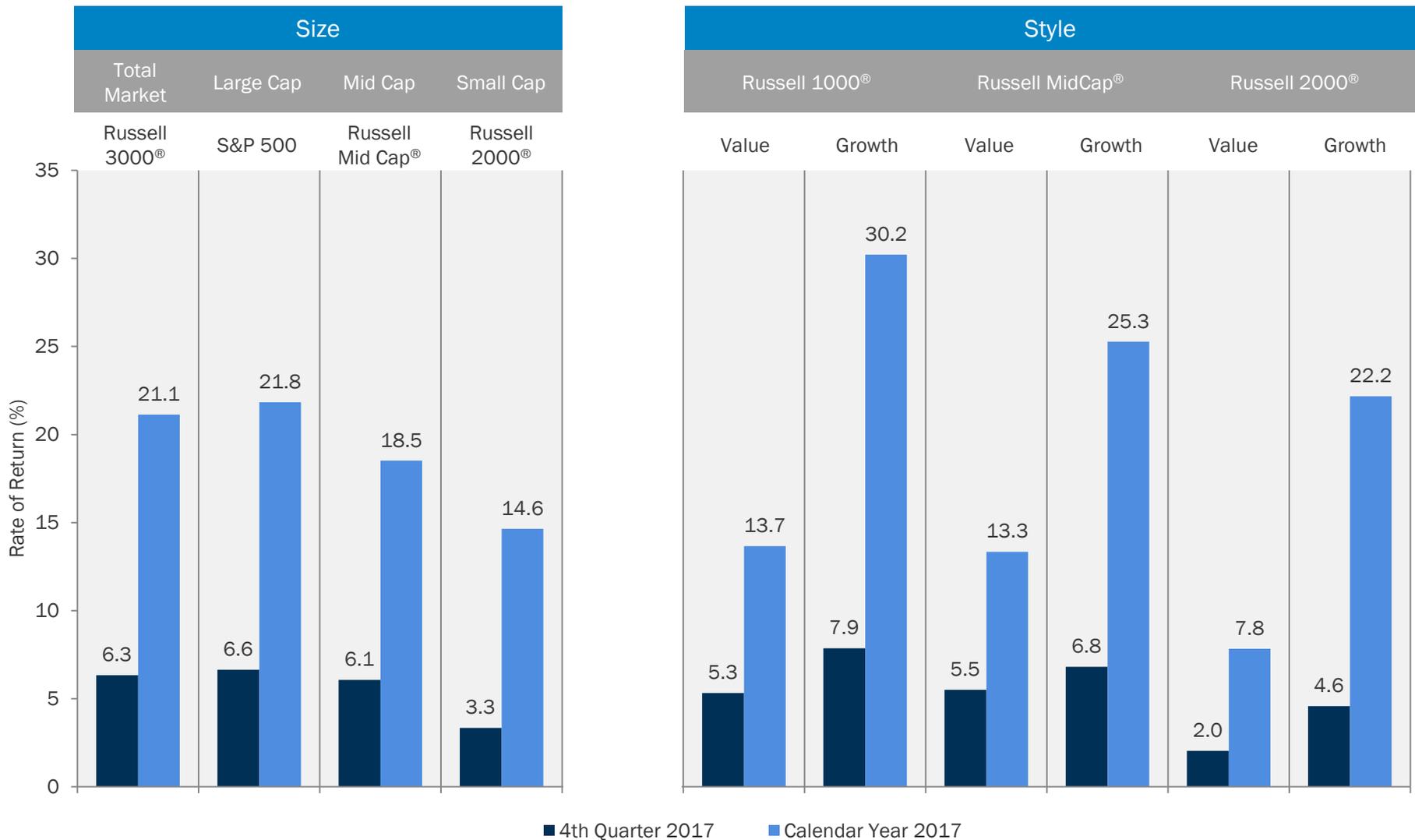
Source: Factset, Bloomberg Finance, LP, As of 1/2/2018

Market Overview



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, Russell, MSCI, HFRI, Bloomberg Finance, LP

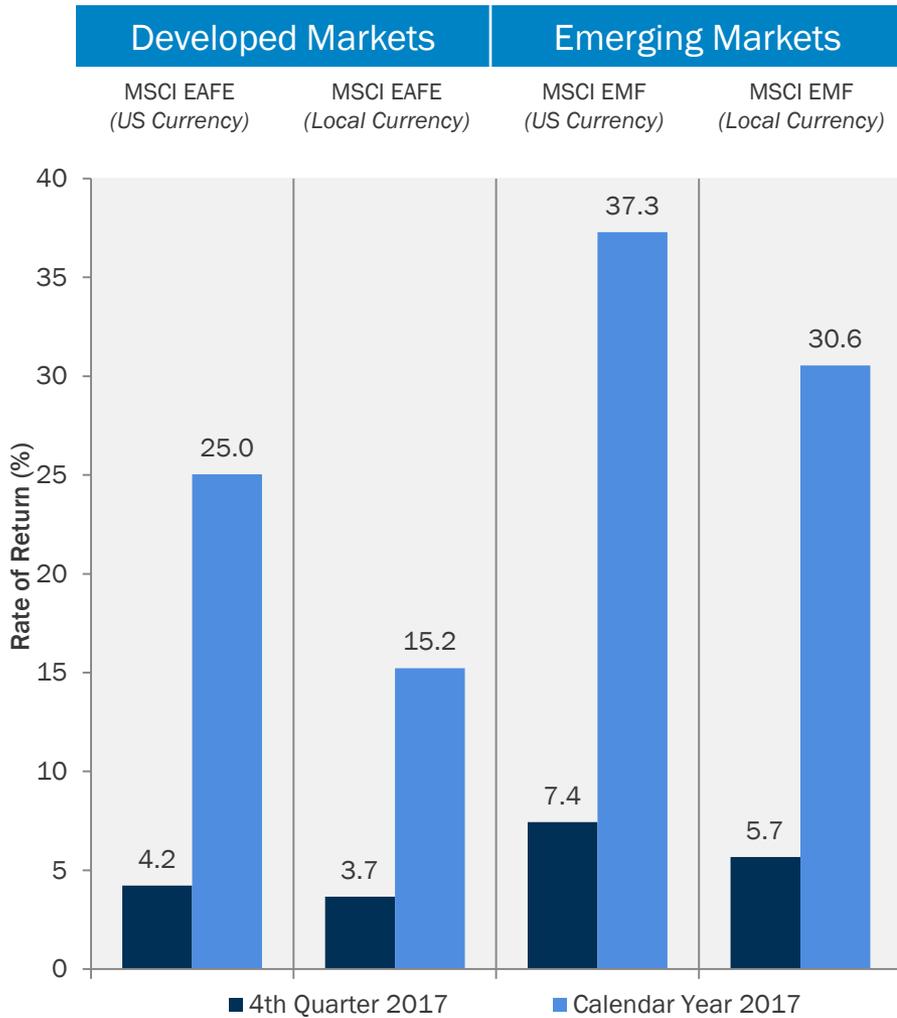
U.S. Equity Market Performance



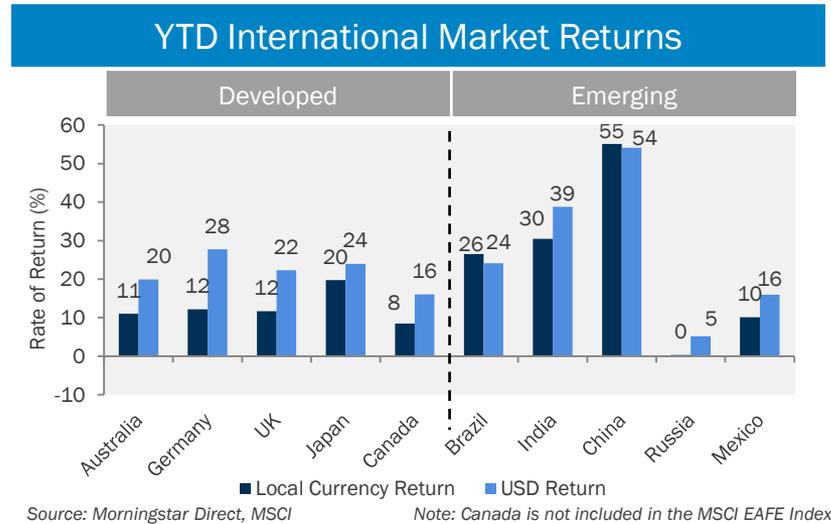
Source: Morningstar Direct, Russell, S&P Dow Jones Indices LLC, a division of S&P Global

Note: Russell Style Indices shown; Russell 3000®, Russell Mid Cap®, Russell 2000®.

Non-U.S. Equity Market

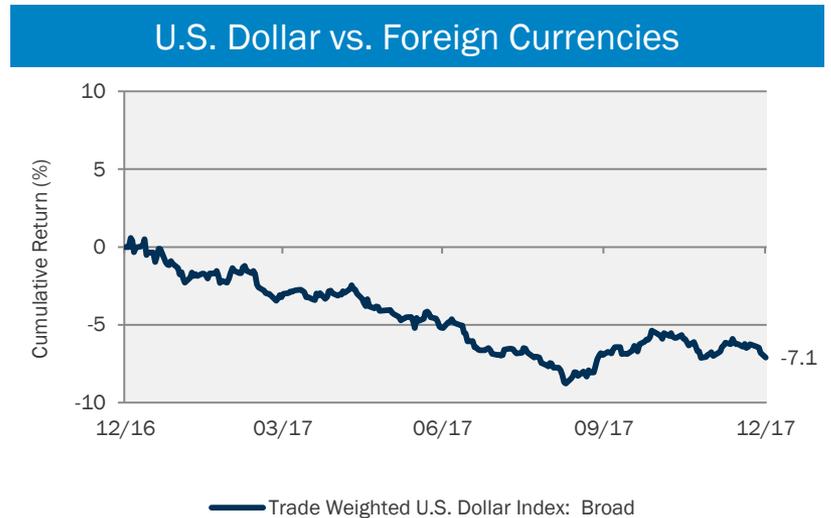


Source: Morningstar Direct, MSCI



Source: Morningstar Direct, MSCI

Note: Canada is not included in the MSCI EAFE Index



Source: Federal Reserve Board; US trade-weighted index, As of 12/29/2017

This presentation is accompanied by additional disclosures which can be found on the last pages. All information herein is confidential and proprietary.

Fixed Income Markets

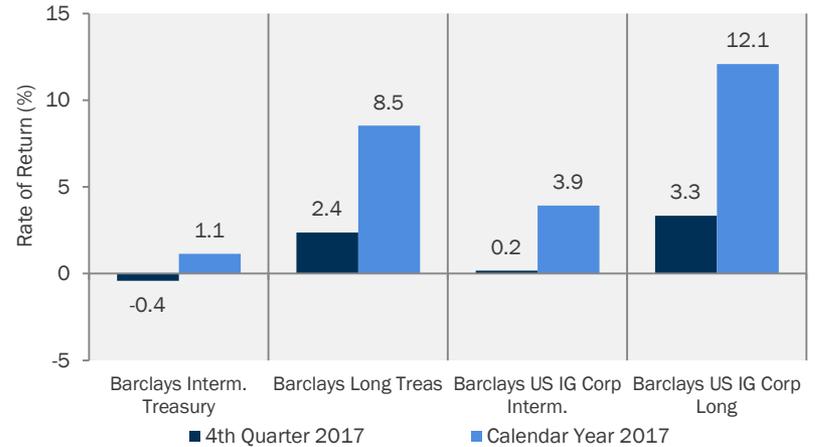
Bond Market Returns

Returns by Sector



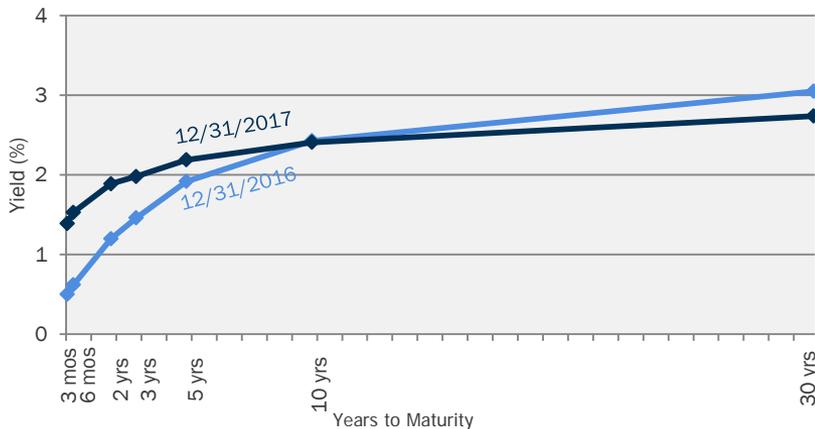
Source: Bloomberg Finance, LP

Returns by Duration



Source: Bloomberg Finance, LP

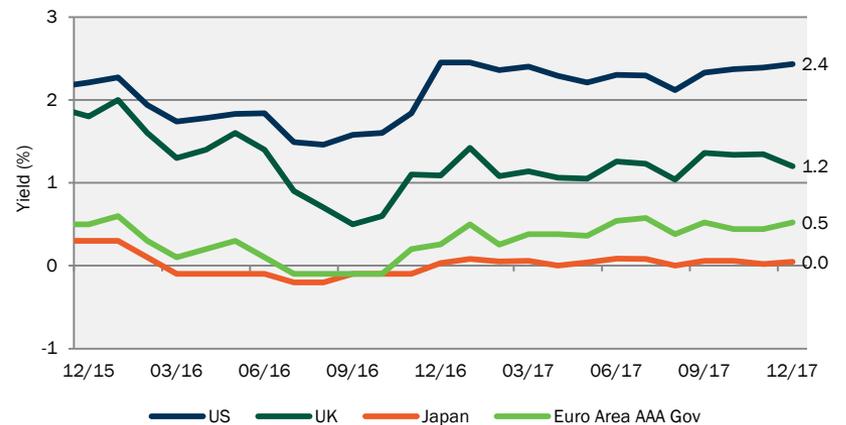
U.S. Treasury Yield Curve



Source: Barclays



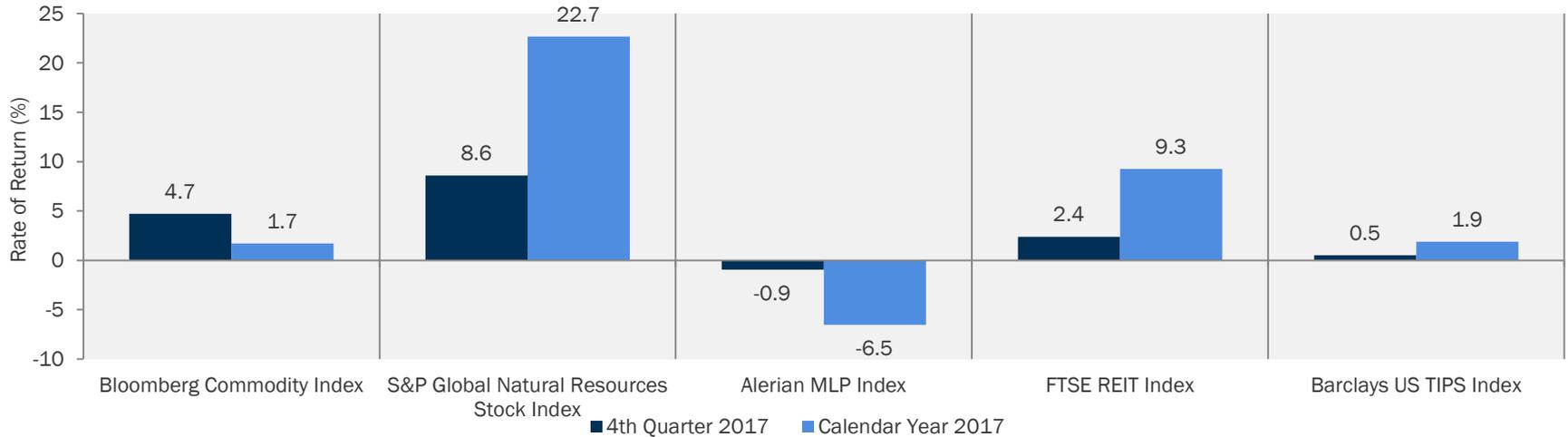
Global Ten Year Government Spot Yields



Source: Factset Economics

Real Assets

Asset Class Performance



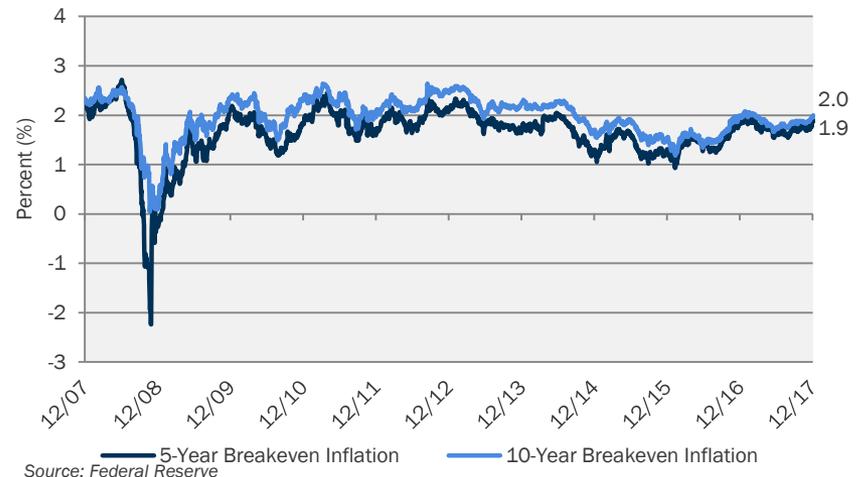
Source: Morningstar Direct, Bloomberg Finance, LP, S&P, Barclays, S&P Dow Jones Indices LLC, a division of S&P Global, Alerian, FTSE

WTI Crude Oil Prices



Source: FactSet Economics

United States Breakeven Inflation



Source: Federal Reserve

World Markets Heat Map

Calendar Year Returns										
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017
U.S. Equity										
S&P 100 Index	-35.3%	22.3%	12.5%	3.2%	16.1%	30.4%	12.7%	2.6%	11.4%	22.0%
S&P 500 Index	-37.0%	26.5%	15.1%	2.1%	16.0%	32.4%	13.7%	1.4%	12.0%	21.8%
Russell 1000 Value Index	-36.9%	19.7%	15.5%	0.4%	17.5%	32.5%	13.5%	-3.8%	17.3%	13.7%
Russell 1000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell 2000 Index	-33.8%	27.2%	26.8%	-4.2%	16.4%	38.8%	4.9%	-4.4%	21.3%	14.6%
Russell 2000 Value Index	-28.9%	20.5%	24.5%	-5.5%	18.1%	34.5%	4.2%	-7.5%	31.7%	7.8%
Russell 2000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell Micro Cap Index	-39.8%	27.5%	28.9%	-9.3%	19.7%	45.6%	3.6%	-5.2%	20.4%	13.2%
Non U.S. Equity										
MSCI ACWI ex U.S. Index	-45.5%	41.5%	11.2%	-13.7%	16.8%	15.3%	-3.9%	-5.7%	4.5%	27.2%
MSCI EAFE Index	-43.4%	31.8%	7.7%	-12.1%	17.3%	22.8%	-4.9%	-0.8%	1.0%	25.0%
MSCI EAFE Small Cap Index	-47.0%	46.8%	22.0%	-15.9%	20.0%	29.3%	-4.9%	9.6%	2.2%	33.0%
MSCI Emerging Markets Index	-53.3%	78.5%	18.9%	-18.4%	18.2%	-2.6%	-2.2%	-14.9%	11.2%	37.3%
MSCI Emerging Mkts. Small Cap Index	-58.2%	113.8%	27.2%	-27.2%	22.2%	1.0%	1.0%	-6.8%	2.3%	33.8%
MSCI Frontier Markets Index	-54.1%	11.6%	23.8%	-18.7%	8.9%	25.9%	6.8%	-14.5%	2.7%	31.9%
Global										
MSCI ACWI Index	-42.2%	34.6%	12.7%	-7.4%	16.1%	22.8%	4.2%	-2.4%	7.9%	24.0%
Fixed Income										
Barclays US Aggregate Index	5.2%	5.9%	6.5%	7.8%	4.2%	-2.0%	6.0%	0.5%	2.6%	3.5%
Barclays US Inv. Grade. Corp. Index	-4.9%	18.7%	9.0%	8.1%	9.8%	-1.5%	7.4%	-0.7%	6.1%	6.4%
Barclays High Yield Index	-26.2%	58.2%	15.1%	5.0%	15.8%	7.4%	2.5%	-4.5%	17.1%	7.5%
Barclays US Corp Long AA+ Index	8.2%	4.9%	10.1%	19.1%	10.1%	-7.8%	18.7%	-1.1%	6.9%	10.8%
Barclays US Treasury Long Index	24.0%	-12.9%	9.4%	29.9%	3.6%	-12.7%	25.1%	-1.2%	1.3%	8.5%
Barclays U.S. Municipal Bond Index	-2.5%	12.9%	2.4%	10.7%	6.8%	-2.6%	9.1%	3.3%	0.2%	5.4%
Barclays Global Agg. ex. U.S. Index	4.4%	7.5%	4.9%	4.4%	4.1%	-3.1%	-3.1%	-6.0%	1.5%	10.5%
Barclays EM Debt (Local) Gov't Index	--	17.1%	12.5%	0.3%	13.9%	-4.3%	-1.9%	-10.4%	5.9%	14.3%
Alternatives										
Bloomberg Commodity Index	-35.6%	18.9%	16.8%	-13.3%	-1.1%	-9.5%	-17.0%	-24.7%	11.8%	1.7%
Bloomberg Commodity - Gold	3.9%	22.9%	28.7%	9.6%	6.1%	-28.7%	-1.7%	-10.9%	7.7%	12.8%
Bloomberg Commodity - WTI Crude Oil	-53.2%	4.4%	3.8%	-3.6%	-11.8%	6.8%	-41.7%	-44.3%	7.1%	5.1%
Bloomberg Commodity - Agriculture	-27.5%	13.7%	38.5%	-14.4%	4.0%	-14.3%	-9.2%	-15.6%	2.1%	-11.0%
HFRI FOF Composite Index	-21.4%	11.5%	5.7%	-5.7%	4.8%	9.0%	3.4%	-0.3%	0.5%	6.8%
HFRI Equity Hedge Index	-26.6%	24.6%	10.5%	-8.4%	7.4%	14.3%	1.8%	-1.0%	5.5%	13.2%
Alerian MLP Index	-36.9%	76.4%	35.9%	13.9%	4.8%	27.6%	4.8%	-32.6%	18.3%	-6.5%
FTSE REIT Index	-37.3%	27.4%	27.6%	7.3%	20.1%	3.2%	27.1%	2.3%	9.3%	9.3%

Source: Morningstar Direct, Bloomberg Finance, LP, Russell, S&P Dow Jones Indices LLC, a division of S&P, FTSE, Alerian, HFRI Factset; As of 12/31/2017

Annualized Returns							
	YTD	1-Yr	3-Yr	5-Yr	10-Yr	TTM P/E	Div. Yield
U.S. Equity							
S&P 100 Index	22.0%	22.0%	11.7%	15.4%	8.1%	22.7x	2.1%
S&P 500 Index	21.8%	21.8%	11.4%	15.8%	8.5%	22.9x	1.9%
Russell 1000 Value Index	13.7%	13.7%	8.7%	14.0%	7.1%	19.6x	2.4%
Russell 1000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%	26.5x	1.3%
Russell 2000 Index	14.6%	14.6%	10.0%	14.1%	8.7%	22.4x	1.4%
Russell 2000 Value Index	7.8%	7.8%	9.5%	13.0%	8.2%	19.9x	2.1%
Russell 2000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%	25.6x	0.7%
Russell Micro Cap Index	13.2%	13.2%	8.9%	14.3%	7.7%	19.0x	1.2%
Non U.S. Equity							
MSCI ACWI ex U.S. Index	27.2%	27.2%	7.8%	6.8%	1.8%	16.7x	3.0%
MSCI EAFE Index	25.0%	25.0%	7.8%	7.9%	1.9%	17.6x	3.2%
MSCI EAFE Small Cap Index	33.0%	33.0%	14.2%	12.9%	5.8%	16.5x	2.4%
MSCI Emerging Markets Index	37.3%	37.3%	9.1%	4.3%	1.7%	14.7x	2.4%
MSCI Emerging Mkts. Small Cap Index	33.8%	33.8%	8.4%	5.4%	2.8%	15.0x	2.6%
MSCI Frontier Markets Index	31.9%	31.9%	5.0%	9.3%	-1.4%	6.5x	3.1%
Global							
MSCI ACWI Index	24.0%	24.0%	9.3%	10.8%	4.6%	19.4x	2.4%
Fixed Income							
Barclays US Aggregate Index	3.5%	3.5%	2.2%	2.1%	4.0%	6.0	2.7%
Barclays US Inv. Grade. Corp. Index	6.4%	6.4%	3.9%	3.5%	5.6%	7.6	3.3%
Barclays High Yield Index	7.5%	7.5%	6.4%	5.8%	8.0%	3.9	5.7%
Barclays US Corp Long AA+ Index	10.8%	10.8%	5.4%	5.1%	7.7%	14.6	3.5%
Barclays US Treasury Long Index	8.5%	8.5%	2.8%	3.5%	6.6%	17.6	2.7%
Barclays U.S. Municipal Bond Index	5.4%	5.4%	3.0%	3.0%	4.5%	5.8	2.4%
Barclays Global Agg. ex. U.S. Index	10.5%	10.5%	1.8%	-0.2%	2.4%	7.8	0.8%
Barclays EM Debt (Local) Gov't Index	14.3%	14.3%	2.7%	0.3%	--	5.9	4.1%
Alternatives							
Bloomberg Commodity Index	1.7%	1.7%	-5.0%	-8.5%	-6.8%	--	--
Bloomberg Commodity - Gold	12.8%	12.8%	2.7%	-5.4%	3.8%	--	--
Bloomberg Commodity - WTI Crude Oil	5.1%	5.1%	-14.4%	-17.2%	-16.3%	--	--
Bloomberg Commodity - Agriculture	-11.0%	-11.0%	-8.5%	-9.8%	-4.9%	--	--
HFRI FOF Composite Index	6.8%	6.8%	2.3%	3.8%	1.0%	--	--
HFRI Equity Hedge Index	13.2%	13.2%	5.7%	6.6%	3.2%	--	--
Alerian MLP Index	-6.5%	-6.5%	-9.3%	-0.1%	6.0%	--	--
FTSE REIT Index	9.3%	9.3%	6.9%	9.9%	7.7%	--	--

Source: Morningstar Direct, Bloomberg Finance, LP, Russell, S&P Dow Jones Indices LLC, a division of S&P, FTSE, Alerian, HFRI Factset; As of 12/31/2017

401(k) Retirement Savings Portfolio Review

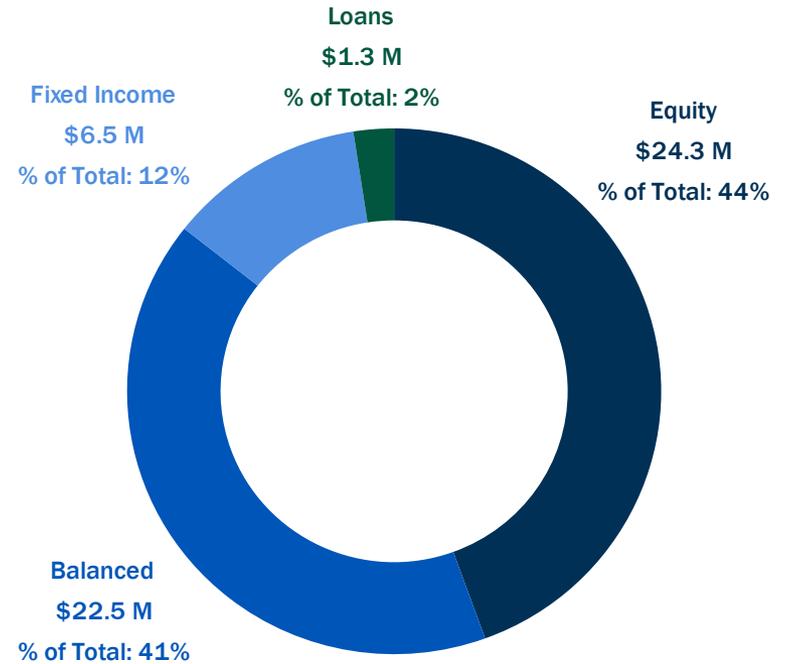
Bi-State Development Agency 401(k) Retirement Savings Program

As of December 31, 2017

Growth of Assets



Asset Allocation



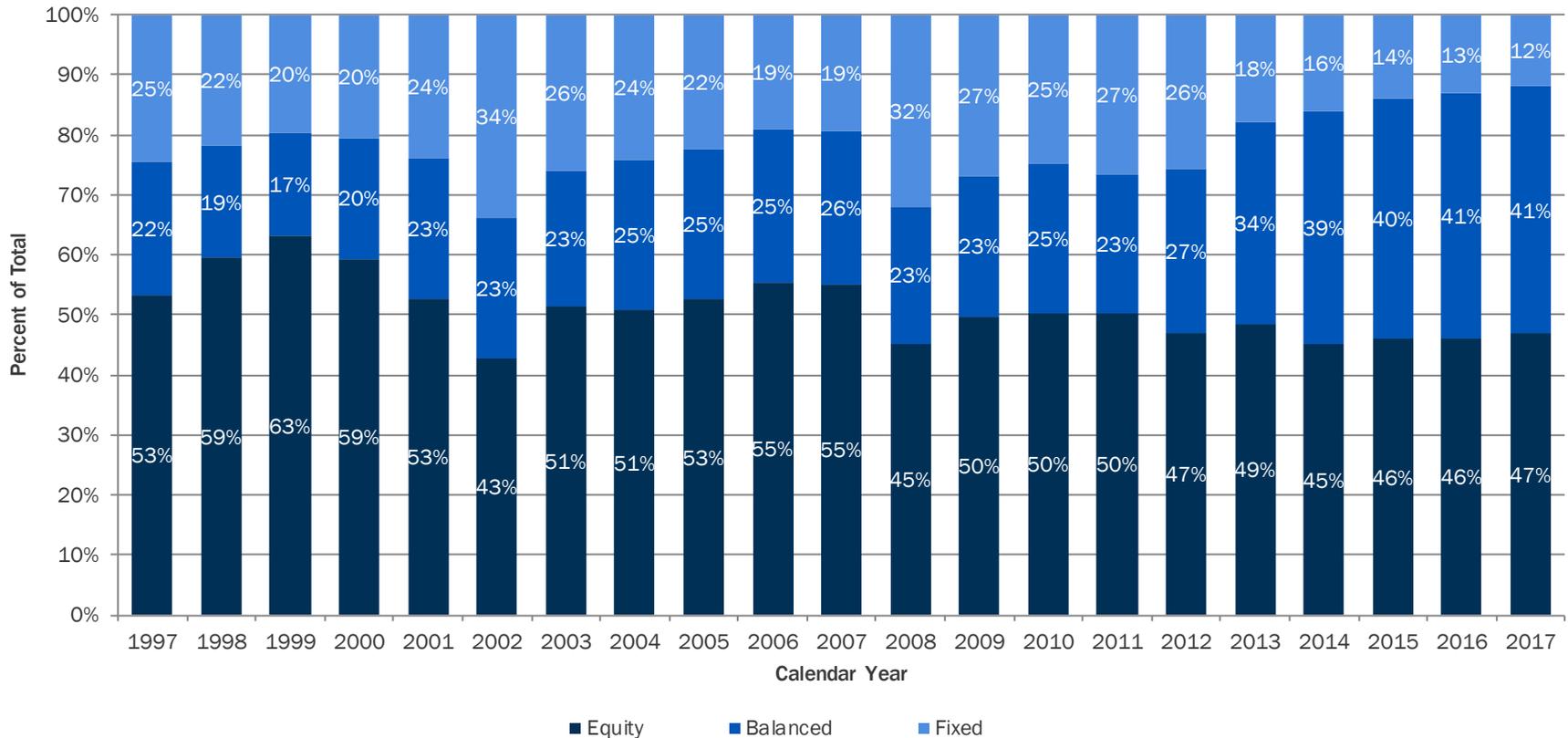
Total Assets: \$54.8 million

Note: Totals may not equal 100% due to rounding.

Bi-State Development Agency 401(k) Retirement Savings Program

As of December 31, 2017

Historical Allocations

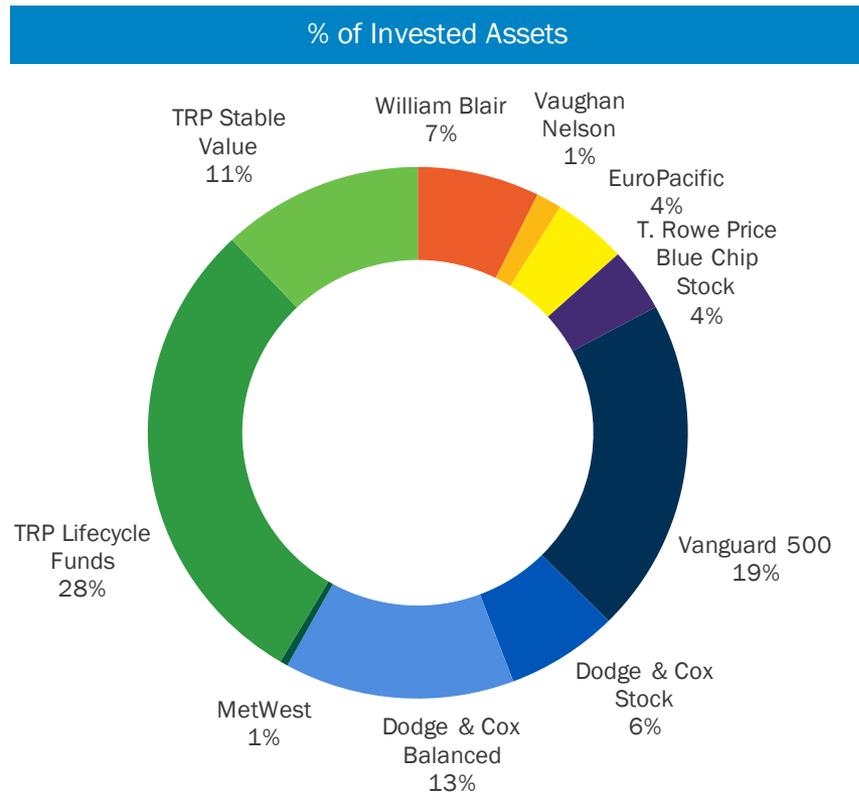


Note: Historical allocations exclude loans and self directed accounts.

Bi-State Development Agency 401(k) Retirement Savings Overview

As of December 31, 2017

Asset Allocation (\$, millions)		
Investment Option	1/1/2017	12/31/2017
	Assets	Assets
William Blair SMID Growth	\$2.8	\$3.8
Vaughan Nelson Value Opportunity	\$0.7	\$0.8
EuroPacific Growth	\$1.6	\$2.3
T. Rowe Price Blue Chip Stock	-	\$2.0
Vanguard Index Trust 500	\$8.8	\$10.6
Dodge & Cox Stock	\$2.9	\$3.5
Dodge & Cox Balanced	\$6.4	\$7.2
T. Rowe Price Lifecycle Funds	\$11.4	\$15.3
T. Rowe Price Stable Value	\$6.1	\$6.3
MetWest Total Return	<u>\$0.2</u>	<u>\$0.2</u>
Total	\$40.8	\$52.1
Self-Directed	\$1.0	\$1.3
Loan Account	<u>\$1.3</u>	<u>\$1.3</u>
Total Plan Assets	<u>\$44.5</u>	<u>\$54.8</u>



Bi-State Development Agency 401(k) Retirement Savings Program

Plan Activity – As of December 31, 2017

Calendar Year	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008
Beginning Assets (\$000)	\$14,553	\$17,488	\$16,584	\$16,142	\$15,159	\$18,930	\$21,456	\$23,321	\$25,945	\$28,132
Inflows	1,506	1,561	1,659	1,704	1,859	2,071	2,266	2,171	2,133	2,388
Outflows	<u>(1,031)</u>	<u>(2,294)</u>	<u>(1,588)</u>	<u>(908)</u>	<u>(1,207)</u>	<u>(1,556)</u>	<u>(2,092)</u>	<u>(2,641)</u>	<u>(1,774)</u>	<u>(2,336)</u>
Net Cash Flow	475	(733)	71	796	652	515	174	(470)	359	52
Investment Earnings	<u>2,460</u>	<u>(179)</u>	<u>(513)</u>	<u>(1,779)</u>	<u>3,119</u>	<u>2,011</u>	<u>1,691</u>	<u>3,094</u>	<u>1,828</u>	<u>(7,911)</u>
Ending Market Value (\$000)	\$17,488	\$16,584	\$16,142	\$15,159	\$18,930	\$21,456	\$23,321	\$25,945	\$28,132	\$20,273
Loan Balance (\$000)	--	--	--	--	--	\$421	\$543	\$770	\$835	\$736

Calendar Year	2009	2010	2011	2012	2013	2014	2015	2016	2017
Beginning Assets (\$000)	\$20,273	\$23,312	\$24,987	\$23,794	\$27,252	\$34,404	\$39,218	\$39,185	\$44,482
Inflows	2,222	2,141	2,169	2,166	2,322	6,239	3,515	3,981	4,444
Outflows	<u>(3,215)</u>	<u>(2,707)</u>	<u>(2,714)</u>	<u>(1,281)</u>	<u>(1,581)</u>	<u>(3,746)</u>	<u>(3,634)</u>	<u>(3,548)</u>	<u>(1,949)</u>
Net Cash Flow	(993)	(566)	(545)	885	740	2,493	(118)	433	2,495
Investment Earnings	<u>4,032</u>	<u>2,241</u>	<u>(648)</u>	<u>2,573</u>	<u>6,412</u>	<u>1,321</u>	<u>85</u>	<u>5,343</u>	<u>\$7,779</u>
Ending Market Value (\$000)	\$23,312	\$24,987	\$23,794	\$27,252	\$34,404	\$39,218	\$39,185	\$44,482	54,756
Loan Balance (\$000)	\$569	\$626	\$632	\$925	\$1,042	\$1,288	\$1,084	\$1,255	\$1,338

Benchmark Definitions

Investment Option

MetWest Total Return

T. Rowe Price Stable Value

T. Rowe Price Lifecycle Funds

Dodge & Cox Balanced

Dodge & Cox Stock

Vanguard 500 Index

T. Rowe Price Blue Chip Growth Stock Fund

EuroPacific Growth

Vaughan Nelson Value Opportunity

William Blair Small/Mid Growth

Benchmark

Barclays Aggregate Bond Index

Average GIC Pooled Fund

Custom Target Benchmark

60% S&P 500 Index/40% Barclays Capital Aggregate Bond Index

Russell 1000 Value Index

S&P 500 Index

Russell 1000 Growth Index

MSCI EAFE Index

Russell Mid Cap Value Index

Russell 2000 Growth Index

Equity Options Performance Summary

Periods Ended December 31, 2017

Manager	Quarter	2017	Five Years	Ten Years	Since Inception	Inception Date
Dodge & Cox Stock Fund	5.7	18.3	16.3	7.7	7.9	7/20/06
Russell 1000 Value Index	5.3	13.7	14.0	7.1	7.5	
Vanguard 500 Index Fund	6.6	21.8	15.8	8.5	7.1	1/2/98
S&P 500 Index	6.6	21.8	15.8	8.5	7.2	
T. Rowe Price Blue Chip Growth Stock Fund	7.0	36.7	18.9	10.5	19.3	5/3/17
Russell 1000 Growth Index	7.9	30.2	17.3	10.0	16.9	
Vaughan Nelson Value Opportunity	5.0	13.2	12.8	–	2.5	7/14/15
Russell Mid Cap Value Index	5.5	13.3	14.7	9.1	10.6	
William Blair SMID Growth	5.6	28.9	17.3	10.7	10.2	3/16/06
Russell 2000 Growth Index	4.6	22.2	15.2	9.2	8.6	
American Funds EuroPacific Growth	4.2	30.7	8.8	3.6	7.0	6/4/01
MSCI EAFE Index	4.2	25.0	7.9	1.9	5.3	

Note: Illustrative performance shown prior to manager inception. Returns less than one year are not annualized.

Balanced and Fixed Income Options Performance Summary

Periods Ended December 31, 2017

Manager	Quarter	2017	Five Years	Ten Years	Since Inception	Inception Date
Dodge & Cox Balanced Fund	3.6	12.6	12.2	7.1	8.5	1/2/98
Blended Benchmark	4.1	14.2	10.3	7.0	6.2	
MetWest Total Return Fund	0.4	3.4	2.5	5.6	1.0	6/30/16
Barclays Aggregate Bond Index	0.4	3.5	2.1	4.0	0.6	
T. Rowe Price Retirement Income	2.2	10.4	5.8	5.0	5.2	1/31/08
T. Rowe Price Retirement 2005	2.2	10.7	6.1	5.1	5.5	1/31/08
T. Rowe Price Retirement 2010	2.3	11.7	6.9	5.2	5.7	1/31/08
T. Rowe Price Retirement 2015	2.7	13.3	8.0	5.7	6.2	1/31/08
T. Rowe Price Retirement 2020	3.1	15.7	9.1	6.1	6.7	1/31/08
T. Rowe Price Retirement 2025	3.5	17.7	10.1	6.3	7.1	1/31/08
T. Rowe Price Retirement 2030	3.8	19.4	10.9	6.6	7.4	1/31/08
T. Rowe Price Retirement 2035	4.1	20.9	11.5	6.8	7.7	1/31/08
T. Rowe Price Retirement 2040	4.3	22.0	12.0	7.1	7.9	1/31/08
T. Rowe Price Retirement 2045	4.4	22.4	12.0	7.1	7.9	1/31/08
T. Rowe Price Retirement 2050	4.4	22.4	12.0	--	7.9	1/31/08
T. Rowe Price Retirement 2055	4.4	22.3	12.0	--	7.9	1/31/08
T. Rowe Price Retirement 2060	4.4	22.3	12.0	--	--	6/30/15
T. Rowe Price Stable Value Fund	0.5	1.9	1.9	2.8	4.3	12/31/94
Stable Value Universe	0.4	1.4	1.2	1.9	3.7	

Note: Illustrative performance shown prior to manager inception. Returns less than one year are not annualized.

Manager Performance Review

Dodge & Cox Stock

As of 12/31/2017

Portfolio Statistics

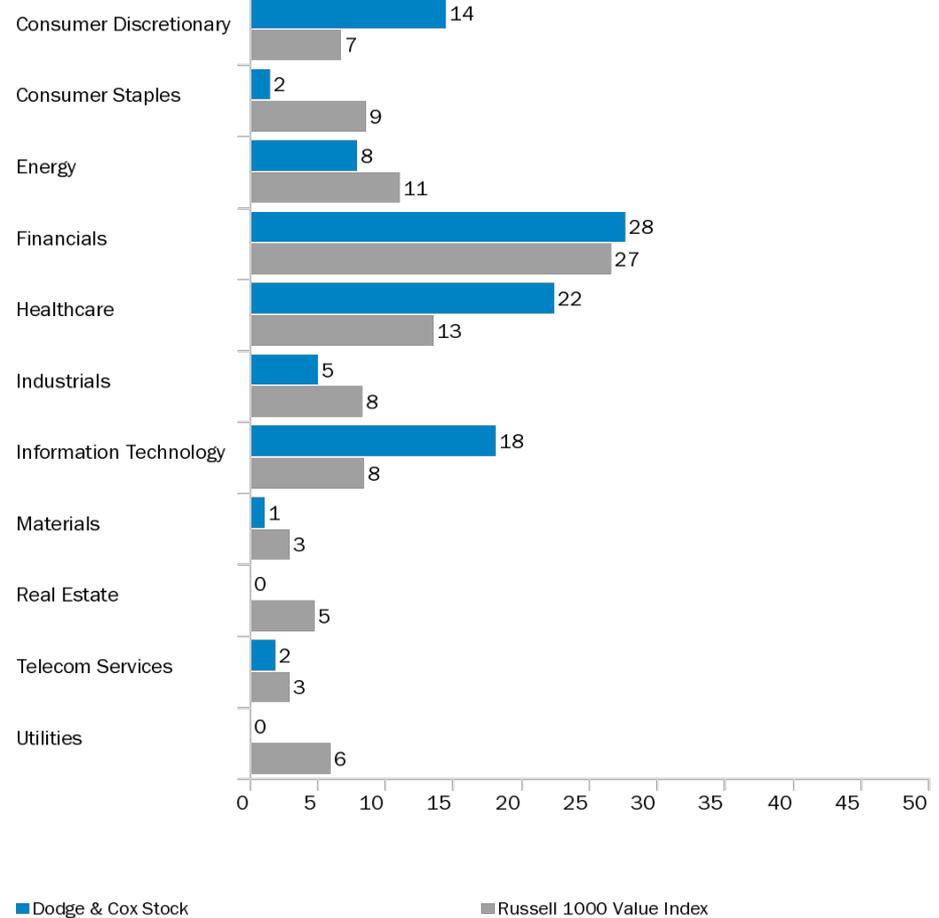
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	140.9	126.4
P/E Ratio	21.2	19.8
P/B Ratio	2.2	2.0
Dividend Yield (%)	1.6	2.3

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Bank of America Corporation	Financials	3.8	35.3
Charles Schwab Corp	Financials	3.5	31.0
Wells Fargo & Co	Financials	3.5	12.9
Capital One Financial Corp	Financials	3.3	16.0
Charter Communications Inc A	Consumer Discretionary	3.1	16.7
Sanofi SA ADR	Health Care	3.0	10.4
Goldman Sachs Group Inc	Financials	2.9	7.6
Novartis AG ADR	Health Care	2.7	19.0
Alphabet Inc C	Information Technology	2.7	35.6
Microsoft Corp	Information Technology	2.7	40.2

Sector Allocation (%)



Source: Morningstar Direct

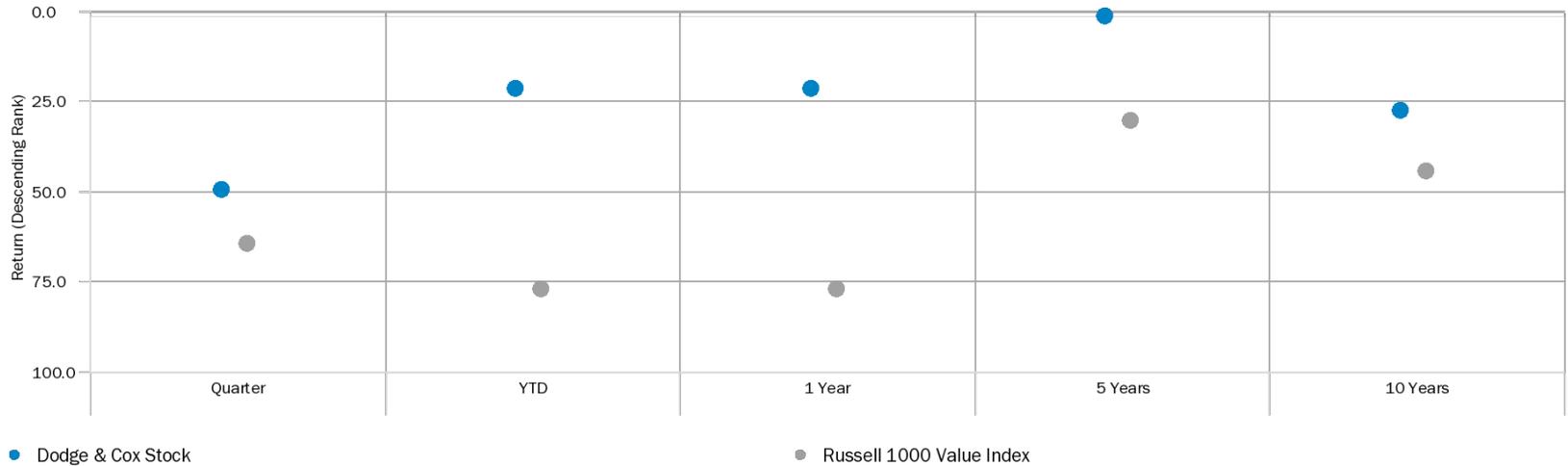


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Dodge & Cox Stock

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Value



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
Dodge & Cox Stock	5.7	18.3	18.3	16.3	7.7
Peer group percentile	49	21	21	1	27
Russell 1000 Value Index	5.3	13.7	13.7	14.0	7.1
Peer group percentile	64	77	77	30	44
25th Percentile	6.7	17.9	17.9	14.3	7.8
50th Percentile	5.7	16.1	16.1	13.3	6.9
75th Percentile	5.0	13.9	13.9	12.3	5.9

Source: Morningstar Direct



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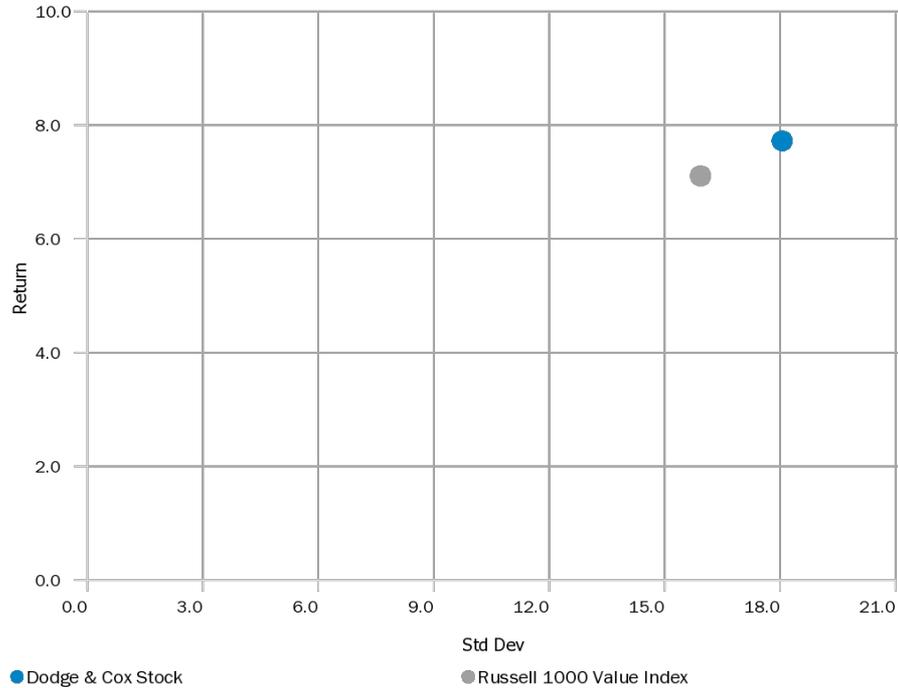
Dodge & Cox Stock

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Dodge & Cox Stock	-43.3	31.3	13.5	-4.1	22.0	40.5	10.4	-4.5	21.3	18.3	11.1	16.3	7.7
Russell 1000 Value Index	-36.8	19.7	15.5	0.4	17.5	32.5	13.5	-3.8	17.3	13.7	8.7	14.0	7.1

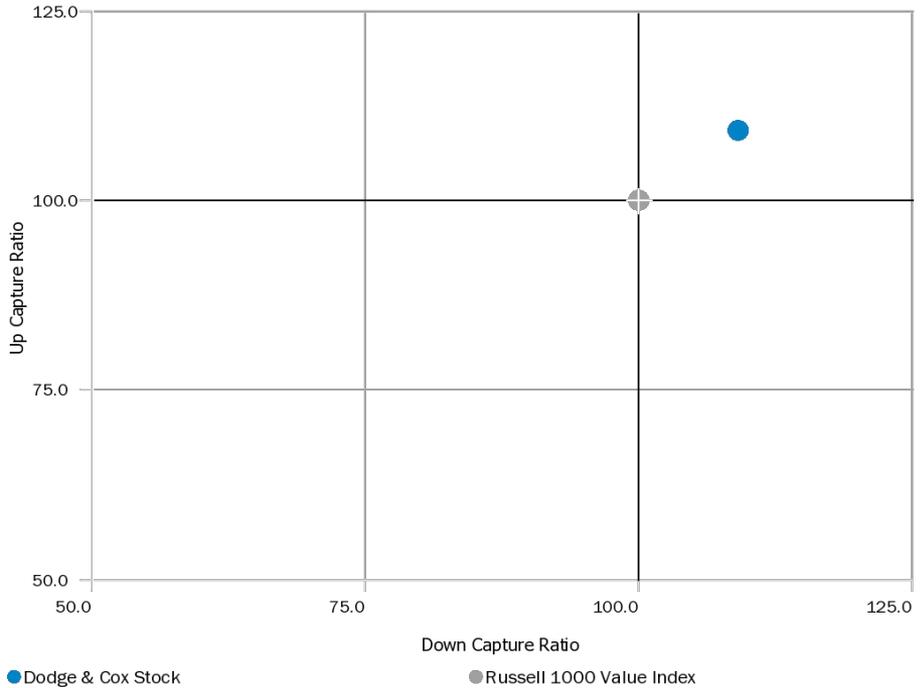
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



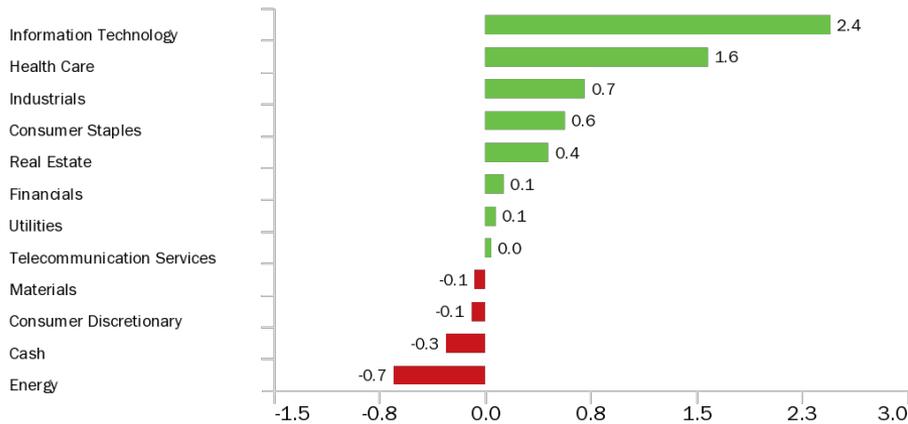
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Dodge & Cox Stock

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Anylam Pharmaceuticals Inc	0.6	239.3	0.7
Cigna Corp	2.0	52.3	0.6
FedEx Corp	2.1	35.2	0.5
Wal-Mart Stores Inc	0.5	46.5	0.4
Charles Schwab Corp	3.6	31.2	0.4

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Apache Corp	1.2	-32.1	-0.5
Hewlett Packard Enterprise Co	2.7	7.4	-0.5
Sprint Corp	1.2	-30.0	-0.3
Goldman Sachs Group Inc	2.2	7.7	-0.3
DISH Network Corp Class A	0.8	-17.6	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	15.2	12.5	1.9	5.7	13.6	0.8	0.0	-0.1	-0.1
Consumer Staples	1.5	46.5	0.7	8.6	12.8	1.1	0.1	0.5	0.6
Energy	7.4	-15.5	-1.4	11.4	-1.1	-0.3	0.6	-1.3	-0.7
Financials	28.0	20.7	5.9	26.3	20.5	5.3	0.0	0.1	0.1
Health Care	19.5	25.0	4.4	12.3	18.6	2.0	0.4	1.2	1.6
Industrials	4.5	23.1	1.0	9.4	9.7	0.9	0.1	0.6	0.7
Information Technology	18.6	34.5	5.9	9.0	27.3	2.2	1.3	1.2	2.4
Materials	1.1	38.5	0.4	2.9	25.3	0.7	-0.2	0.1	-0.1
Real Estate	0.0	0.0	0.0	4.8	4.8	0.2	0.4	0.0	0.4
Telecommunication Services	1.8	-16.1	-0.3	3.3	-3.1	-0.1	0.3	-0.3	0.0
Utilities	0.0	0.0	0.0	6.3	12.2	0.7	0.1	0.0	0.1
Cash	2.3	1.0	0.0	0.0	0.0	0.0	-0.3	0.0	-0.3
Attribution Total	100.0	18.4	18.4	100.0	13.6	13.6	2.8	2.1	4.9

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Vanguard 500 Index

As of 12/31/2017

Portfolio Statistics

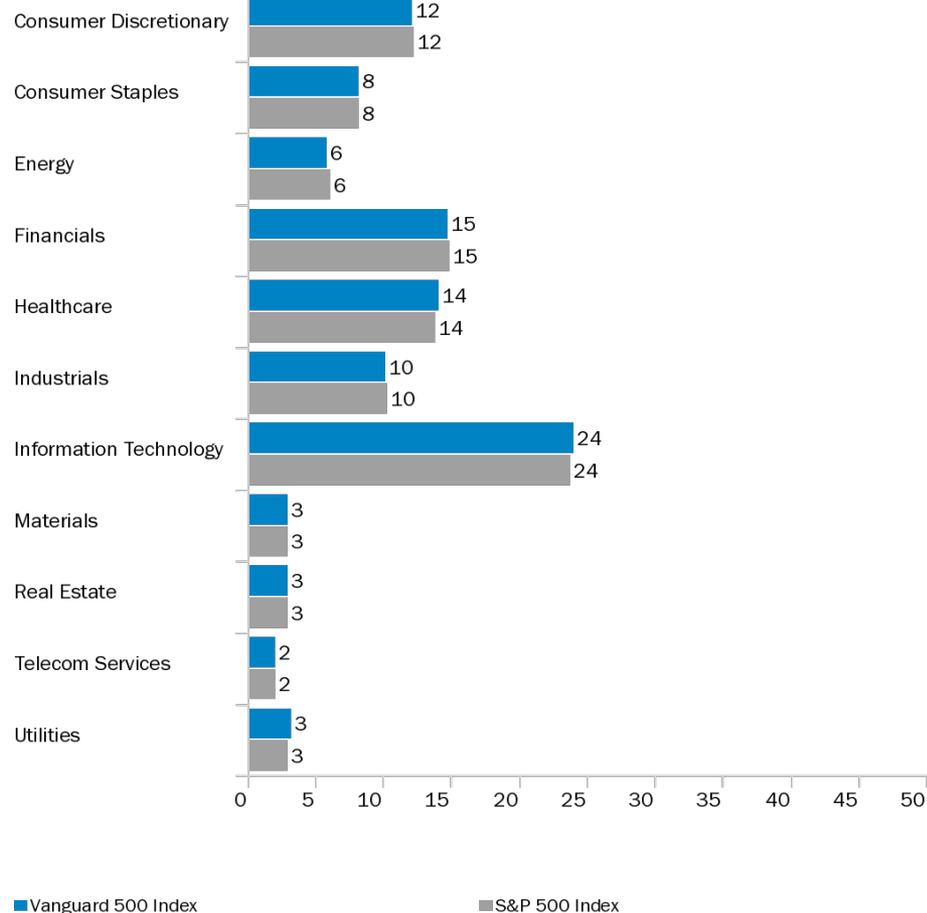
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	196.7	197.0
P/E Ratio	23.2	23.2
P/B Ratio	3.2	3.2
Dividend Yield (%)	1.8	1.8

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Apple Inc	Information Technology	3.9	48.2
Microsoft Corp	Information Technology	2.8	40.2
Amazon.com Inc	Consumer Discretionary	2.1	56.0
Facebook Inc A	Information Technology	1.8	53.4
Johnson & Johnson	Health Care	1.6	24.2
JPMorgan Chase & Co	Financials	1.6	26.3
Berkshire Hathaway Inc B	Financials	1.6	21.6
Exxon Mobil Corp	Energy	1.6	-3.9
Alphabet Inc A	Information Technology	1.4	32.9
Alphabet Inc C	Information Technology	1.4	35.6

Sector Allocation (%)



Source: Morningstar Direct



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Vanguard 500 Index

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Blend



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Vanguard 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	36	30	30	13	18
S&P 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	36	29	29	12	18
25th Percentile	7.0	22.1	22.1	15.4	8.3
50th Percentile	6.5	21.0	21.0	14.7	7.7
75th Percentile	5.7	18.8	18.8	13.5	6.8

Source: Morningstar Direct



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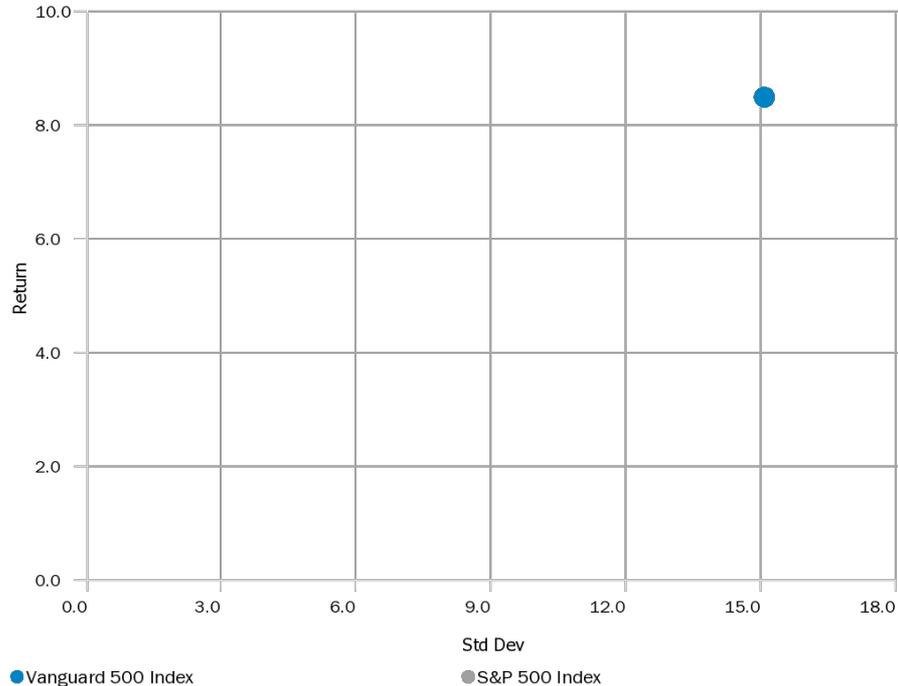
Vanguard 500 Index

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Vanguard 500 Index	-37.0	26.6	15.1	2.1	16.0	32.3	13.6	1.4	11.9	21.8	11.4	15.8	8.5
S&P 500 Index	-37.0	26.5	15.1	2.1	16.0	32.4	13.7	1.4	12.0	21.8	11.4	15.8	8.5

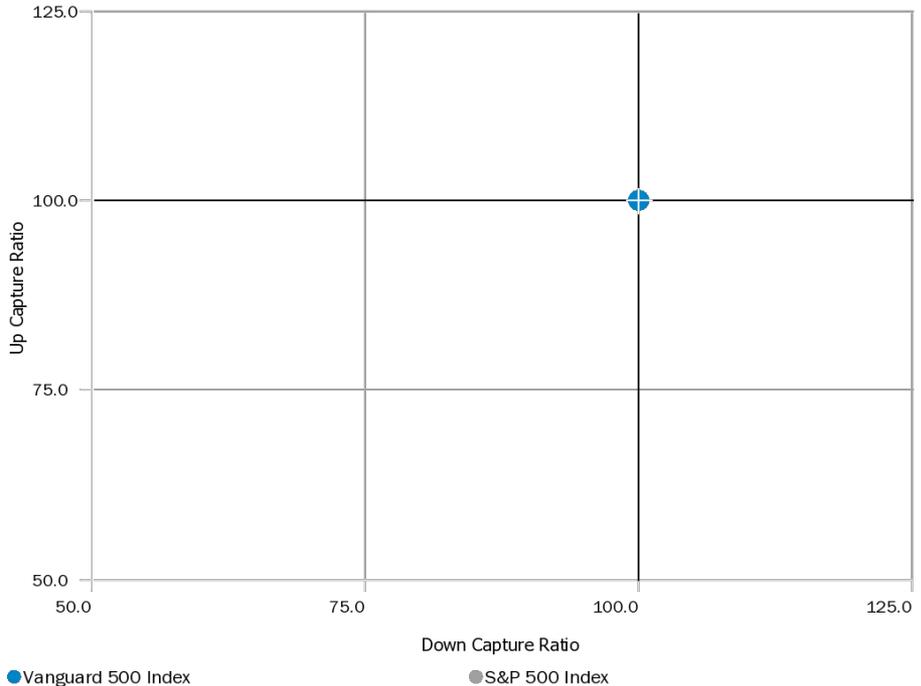
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



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T. Rowe Price Blue Chip Growth

As of 12/31/2017

Portfolio Statistics

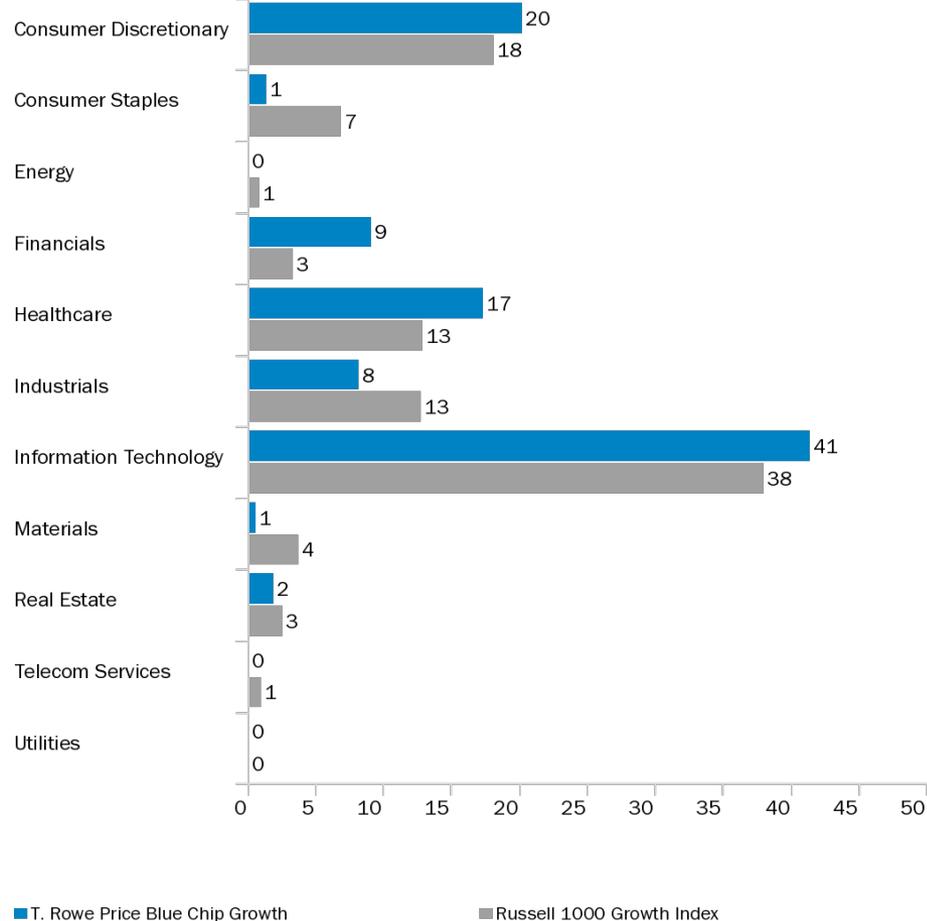
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	251.4	227.4
P/E Ratio	32.3	27.2
P/B Ratio	5.7	6.4
Dividend Yield (%)	0.7	1.3

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Amazon.com Inc	Consumer Discretionary	7.7	56.0
Facebook Inc A	Information Technology	5.5	53.4
Alphabet Inc C	Information Technology	4.2	35.6
The Priceline Group Inc	Consumer Discretionary	4.1	18.5
Microsoft Corp	Information Technology	3.9	40.2
Alibaba Group Holding Ltd ADR	Information Technology	3.9	96.4
Visa Inc Class A	Information Technology	3.3	47.0
Mastercard Inc A	Information Technology	2.7	47.4
UnitedHealth Group Inc	Health Care	2.6	39.5
Boeing Co	Industrials	2.6	93.1

Sector Allocation (%)



Source: Morningstar Direct

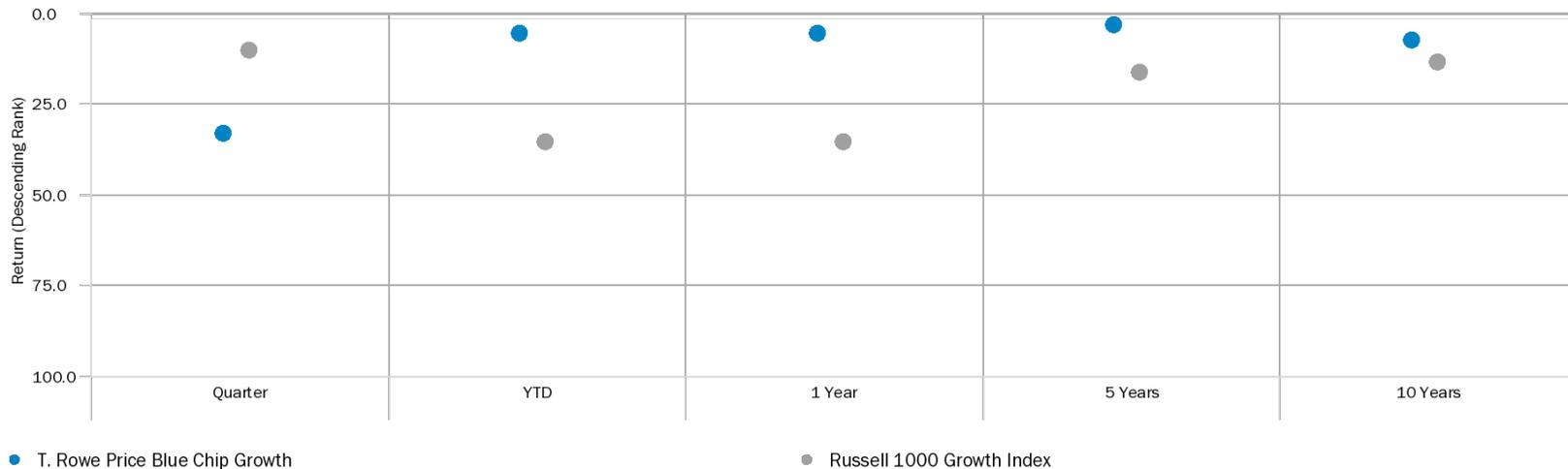


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T. Rowe Price Blue Chip Growth

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Growth



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
T. Rowe Price Blue Chip Growth	7.0	36.7	36.7	18.9	10.5
Peer group percentile	33	5	5	3	7
Russell 1000 Growth Index	7.9	30.2	30.2	17.3	10.0
Peer group percentile	10	35	35	16	13
25th Percentile	7.3	31.7	31.7	16.6	9.3
50th Percentile	6.5	28.4	28.4	15.6	8.4
75th Percentile	5.6	24.6	24.6	14.2	7.4

Source: Morningstar Direct



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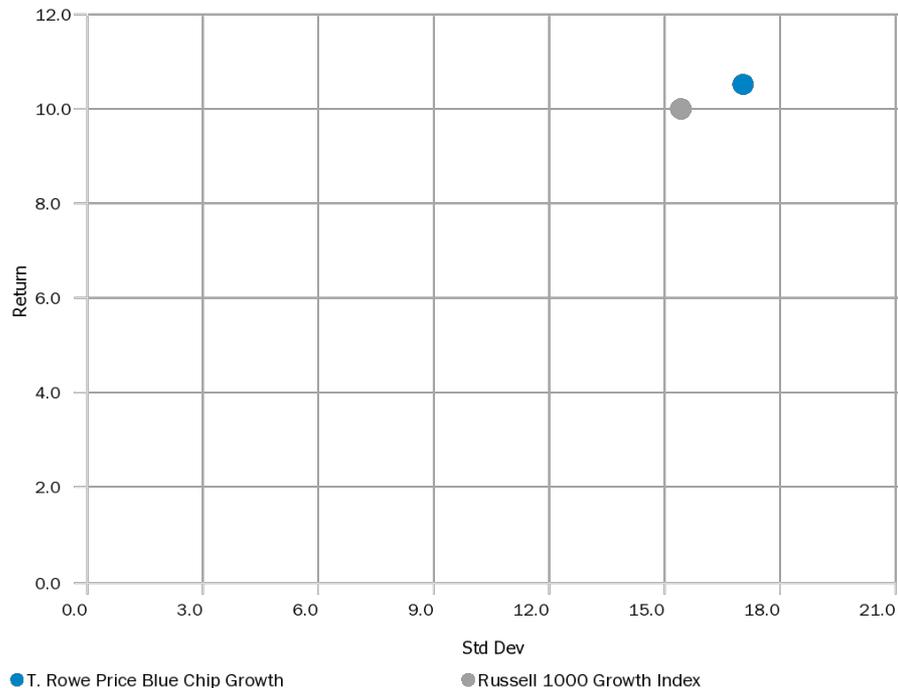
T. Rowe Price Blue Chip Growth

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
T. Rowe Price Blue Chip Growth	-42.6	42.6	16.4	1.5	18.4	41.6	9.3	11.1	1.1	36.7	15.4	18.9	10.5
Russell 1000 Growth Index	-38.4	37.2	16.7	2.6	15.3	33.5	13.0	5.7	7.1	30.2	13.8	17.3	10.0

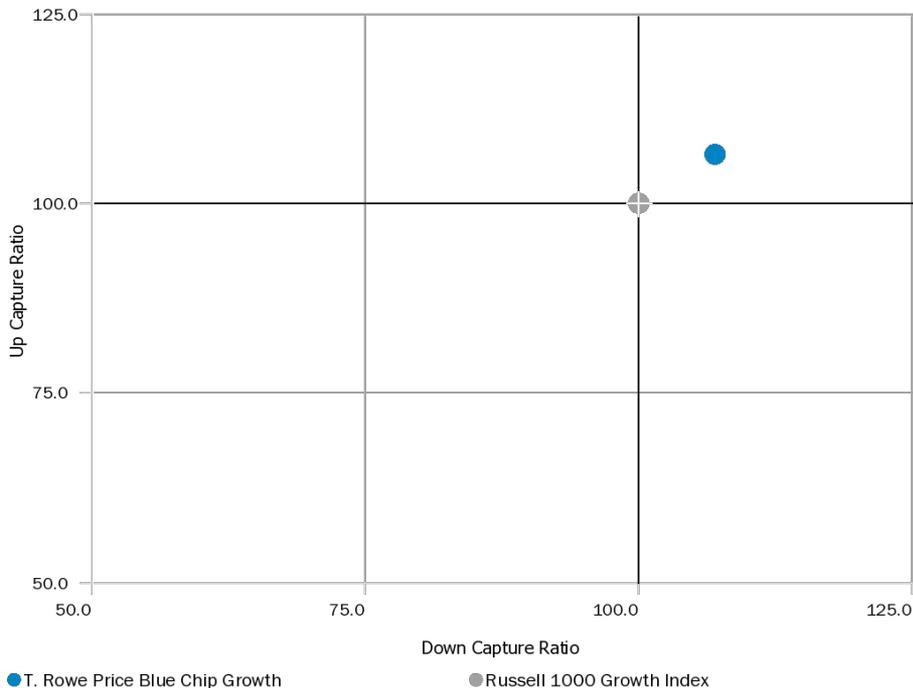
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



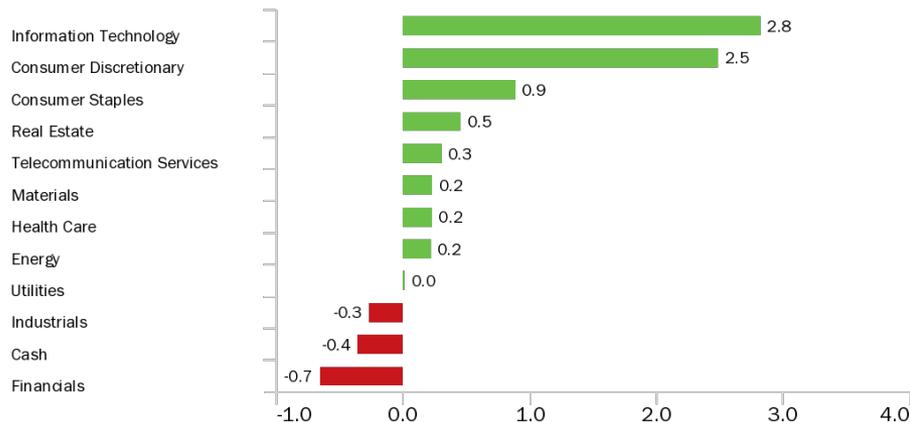
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T. Rowe Price Blue Chip Growth

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Amazon.com Inc	5.2	56.0	1.4
Tencent Holdings Ltd	1.9	112.7	1.1
Alibaba Group Holding Ltd ADR	2.8	96.4	1.0
Boeing Co	0.8	94.8	0.6
Intuitive Surgical Inc	1.0	72.6	0.4

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Alaska Air Group Inc	0.7	-15.9	-0.4
Apple Inc	-5.1	48.5	-0.4
American Airlines Group Inc	1.5	12.4	-0.3
Alexion Pharmaceuticals Inc	0.8	-2.3	-0.3
O'Reilly Automotive Inc	0.4	-13.6	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	22.8	37.2	8.4	19.4	26.2	5.2	-0.2	2.7	2.5
Consumer Staples	2.1	2.9	0.1	8.0	13.6	1.2	1.1	-0.2	0.9
Energy	0.0		0.0	0.7	-4.9	0.0	0.2	0.0	0.2
Financials	9.0	24.0	2.4	3.1	31.8	1.0	0.1	-0.7	-0.7
Health Care	17.2	28.7	5.0	14.7	25.8	3.9	-0.3	0.5	0.2
Industrials	7.9	29.3	2.5	11.6	31.2	3.8	-0.1	-0.1	-0.3
Information Technology	37.1	49.9	17.4	35.1	41.7	13.9	0.2	2.6	2.8
Materials	0.5	20.4	0.1	3.6	23.2	0.9	0.3	0.0	0.2
Real Estate	2.0	36.9	0.7	2.7	19.1	0.5	0.1	0.4	0.5
Telecommunication Services	0.0		0.0	1.0	4.8	0.1	0.3	0.0	0.3
Utilities	0.2	34.4	0.1	0.0	69.1	0.0	0.1	-0.1	0.0
Cash	1.1	0.7	0.0	0.0		0.0	-0.4	0.0	-0.4
Attribution Total	100.0	36.8	36.8	100.0	30.4	30.4	1.3	5.0	6.4

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Portfolio Statistics

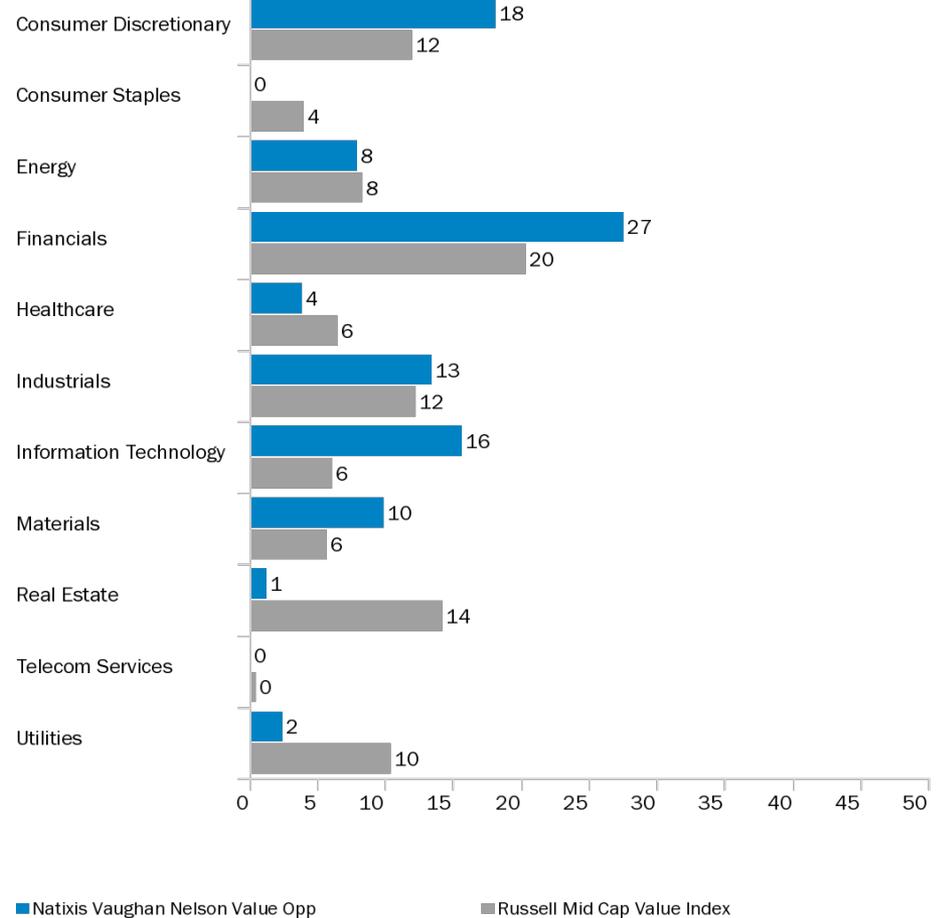
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	9.9	14.4
P/E Ratio	20.6	19.1
P/B Ratio	2.2	2.0
Dividend Yield (%)	1.7	2.1

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Mohawk Industries Inc	Consumer Discretionary	2.7	38.2
Bank of N.T Butterfield & Son Ltd	Financials	2.6	19.5
New Residential Investment Corp	Financials	2.6	26.3
Ares Capital Corp	Financials	2.4	4.5
Atlantica Yield PLC	Utilities	2.4	15.0
WPX Energy Inc Class A	Energy	2.4	-3.4
Fidelity National Information Services Inc	Information Technology	2.4	25.9
PolyOne Corp	Materials	2.1	37.6
Investors Bancorp Inc	Financials	2.1	1.9
Snap-on Inc	Industrials	2.1	3.5

Sector Allocation (%)



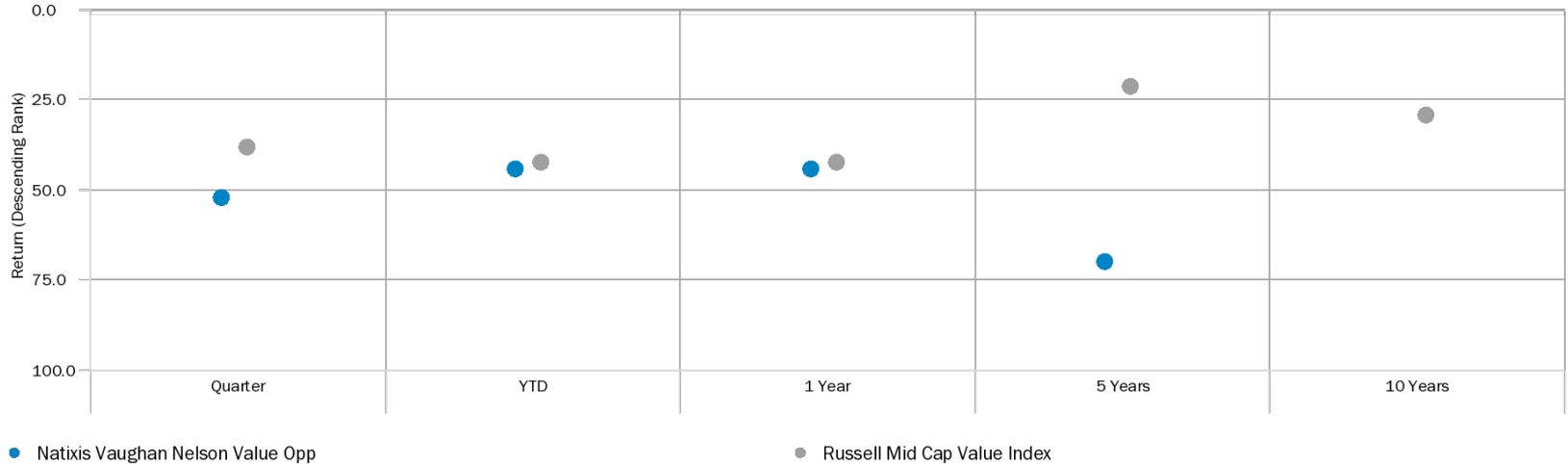
Source: Morningstar Direct



Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Mid-Cap Value



Trailing Returns (%)					
	Quarter	YTD	1 Year	5 Years	10 Years
Natixis Vaughan Nelson Value Opp	5.0	13.2	13.2	12.8	
Peer group percentile	52	44	44	70	
Russell Mid Cap Value Index	5.5	13.3	13.3	14.7	9.1
Peer group percentile	38	42	42	21	29
25th Percentile	5.8	15.1	15.1	14.5	9.3
50th Percentile	5.1	12.6	12.6	13.6	8.0
75th Percentile	4.5	10.9	10.9	12.5	7.1

Source: Morningstar Direct



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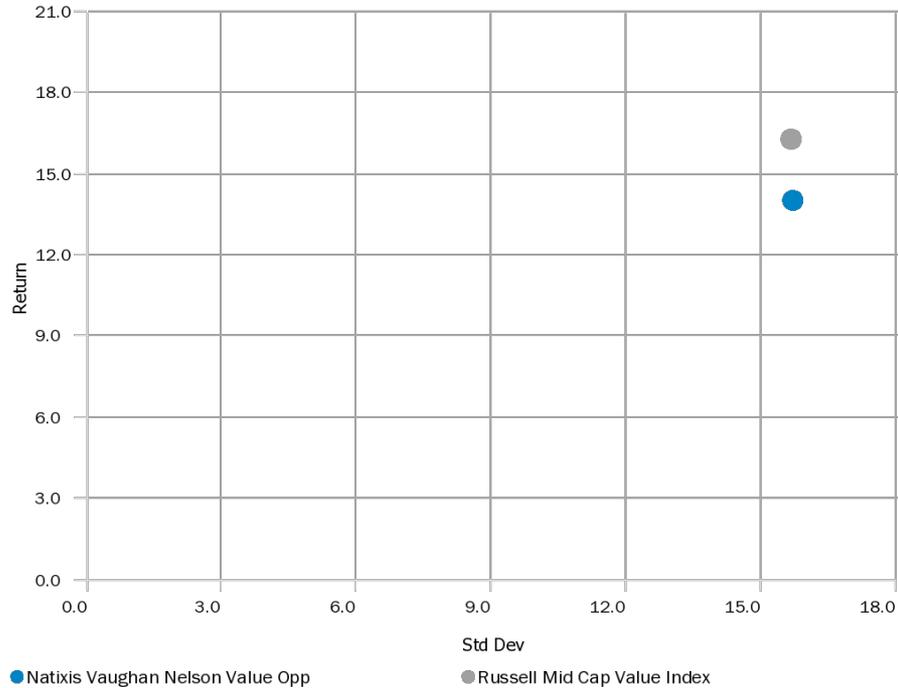
Natixis Vaughan Nelson Value Opp

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Natixis Vaughan Nelson Value Opp		31.4	20.0	-2.5	16.3	41.5	11.2	-3.5	6.1	13.2	5.1	12.8	
Russell Mid Cap Value Index	-38.4	34.2	24.8	-1.4	18.5	33.5	14.7	-4.8	20.0	13.3	9.0	14.7	9.1

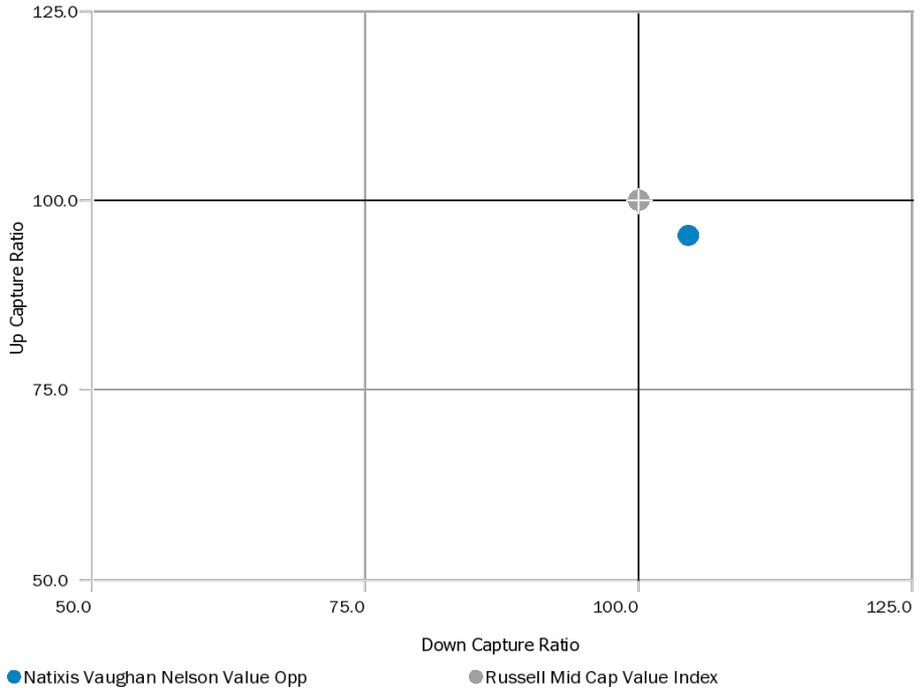
9 Year Risk vs. Return

Time Period: 1/1/2009 to 12/31/2017



9 Year Market Capture

Time Period: 1/1/2009 to 12/31/2017



Source: Morningstar Direct



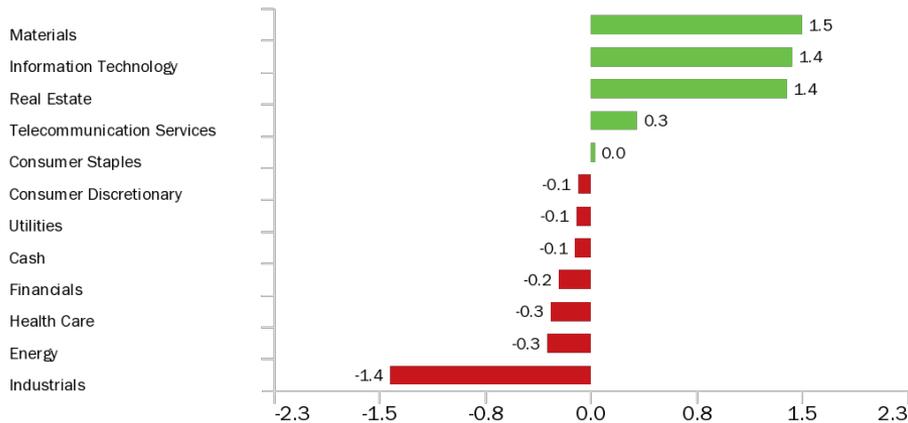
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Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Constellium NV A	1.5	89.0	0.8
RingCentral Inc Class A	1.1	135.0	0.8
Centene Corp	1.4	78.5	0.7
Grand Canyon Education Inc	1.6	53.2	0.6
First American Financial Corp	1.8	57.9	0.6

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Envision Healthcare Corp	1.6	-45.4	-1.1
QEP Resources Inc	1.2	-48.0	-0.8
NCR Corp	1.8	-16.2	-0.8
Signet Jewelers Ltd	0.8	-38.9	-0.7
Mednax Inc	0.7	-18.5	-0.5

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	16.4	16.4	2.4	10.2	17.9	1.7	0.3	-0.4	-0.1
Consumer Staples	0.0		0.0	3.6	12.0	0.4	0.0	0.0	0.0
Energy	7.0	-18.0	-1.2	8.6	-6.4	-0.8	0.6	-0.9	-0.3
Financials	26.8	15.8	4.2	19.9	17.9	3.5	0.3	-0.5	-0.2
Health Care	7.9	-0.3	0.4	5.4	13.2	0.5	0.7	-1.0	-0.3
Industrials	11.4	9.3	1.2	12.6	22.0	2.6	-0.1	-1.3	-1.4
Information Technology	17.5	26.2	4.4	7.5	24.5	1.8	1.1	0.3	1.4
Materials	9.4	35.7	3.1	5.7	23.6	1.3	0.5	0.9	1.5
Real Estate	1.0	27.4	0.3	14.3	4.8	0.7	1.1	0.3	1.4
Telecommunication Services	0.0		0.0	1.0	-21.1	-0.2	0.3	0.0	0.3
Utilities	1.2	4.1	0.1	11.1	12.4	1.3	-0.1	0.0	-0.1
Cash	1.5	0.8	0.0	0.0		0.0	-0.1	0.0	-0.1
Attribution Total	100.0	15.1	15.1	100.0	12.9	12.9	4.7	-2.6	2.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



William Blair Small-Mid Cap Gr

As of 12/31/2017

Portfolio Statistics

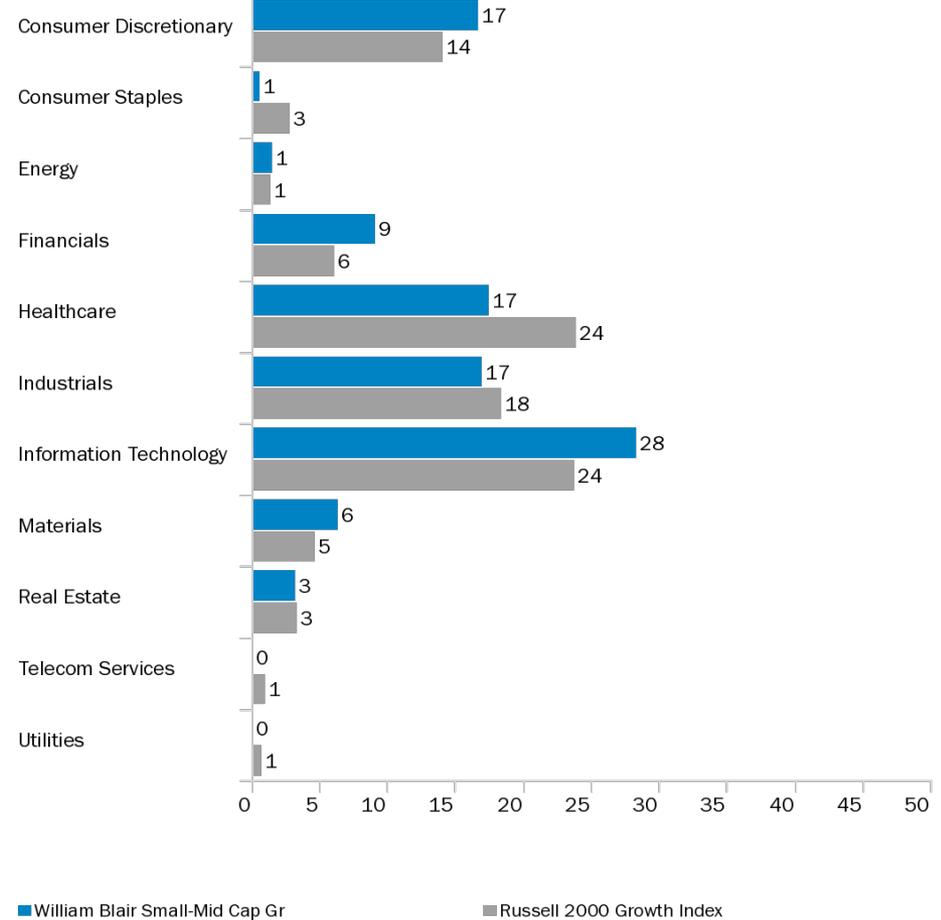
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	7.0	2.7
P/E Ratio	32.4	23.2
P/B Ratio	4.8	4.2
Dividend Yield (%)	0.6	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Copart Inc	Industrials	3.2	55.9
CoStar Group Inc	Information Technology	3.0	57.5
BWX Technologies Inc	Industrials	2.9	53.4
Six Flags Entertainment Corp	Consumer Discretionary	2.3	15.4
Domino's Pizza Inc	Consumer Discretionary	2.2	19.8
Guidewire Software Inc	Information Technology	2.1	50.5
Take-Two Interactive Software Inc	Information Technology	2.1	122.7
Booz Allen Hamilton Holding Corp	Information Technology	2.0	7.6
Vantiv Inc Class A	Information Technology	1.9	23.4
Rogers Corp	Information Technology	1.9	110.8

Sector Allocation (%)



Source: Morningstar Direct

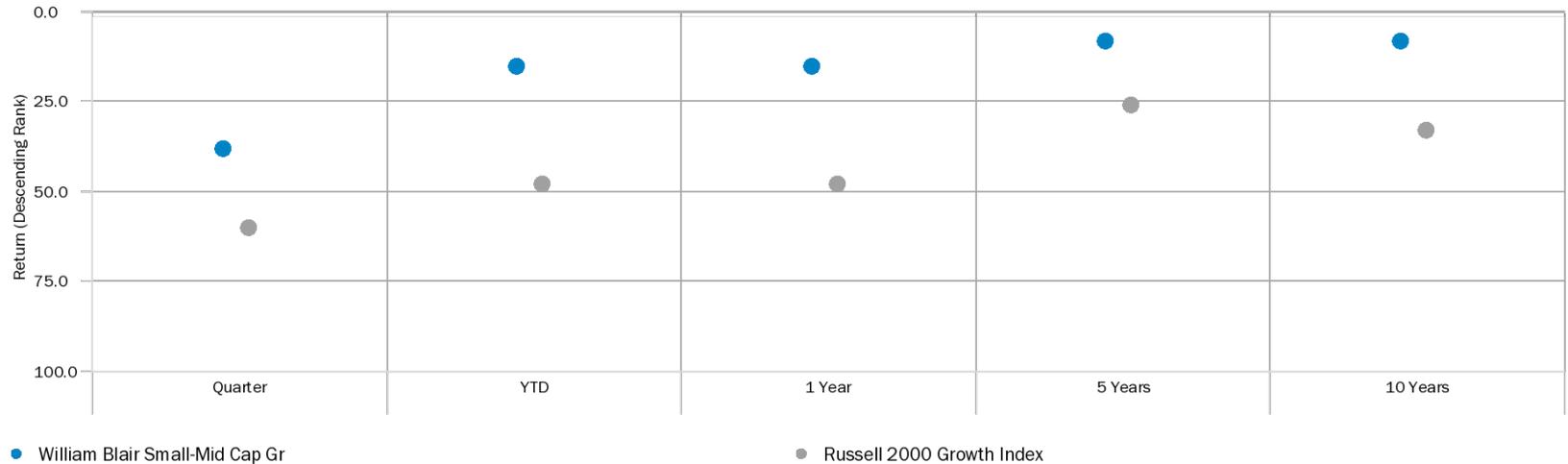


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William Blair Small-Mid Cap Gr

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Small Growth



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
William Blair Small-Mid Cap Gr	5.6	28.9	28.9	17.3	10.7
Peer group percentile	38	15	15	8	8
Russell 2000 Growth Index	4.6	22.2	22.2	15.2	9.2
Peer group percentile	60	48	48	26	33
25th Percentile	6.2	26.3	26.3	15.2	9.5
50th Percentile	5.0	21.9	21.9	14.0	8.6
75th Percentile	3.8	17.5	17.5	12.8	7.5

Source: Morningstar Direct



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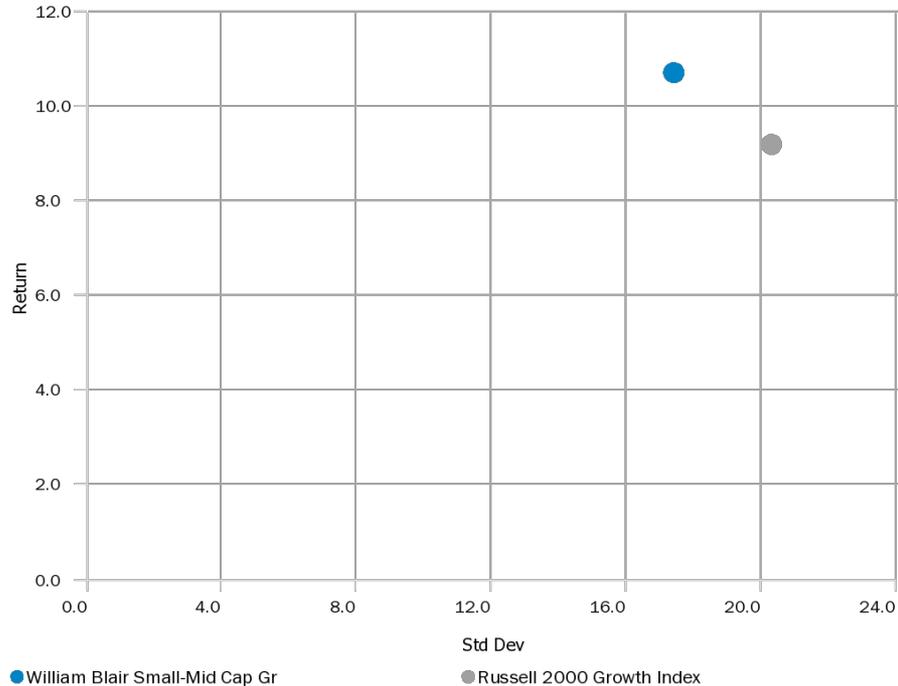
William Blair Small-Mid Cap Gr

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
William Blair Small-Mid Cap Gr	-37.5	44.3	23.1	0.0	12.4	41.9	8.6	4.7	6.7	28.9	12.9	17.3	10.7
Russell 2000 Growth Index	-38.5	34.5	29.1	-2.9	14.6	43.3	5.6	-1.4	11.3	22.2	10.3	15.2	9.2

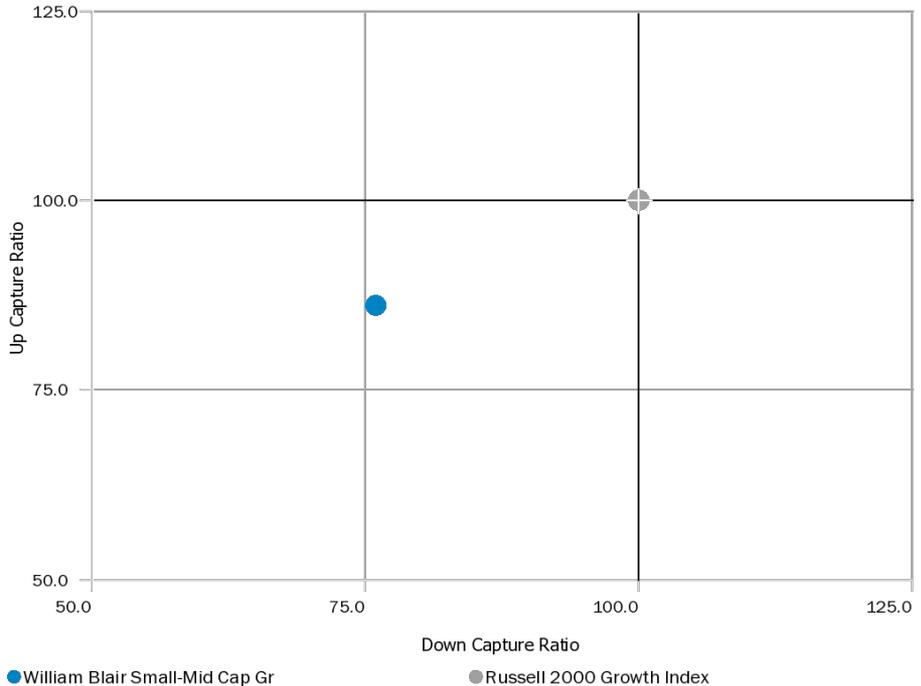
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



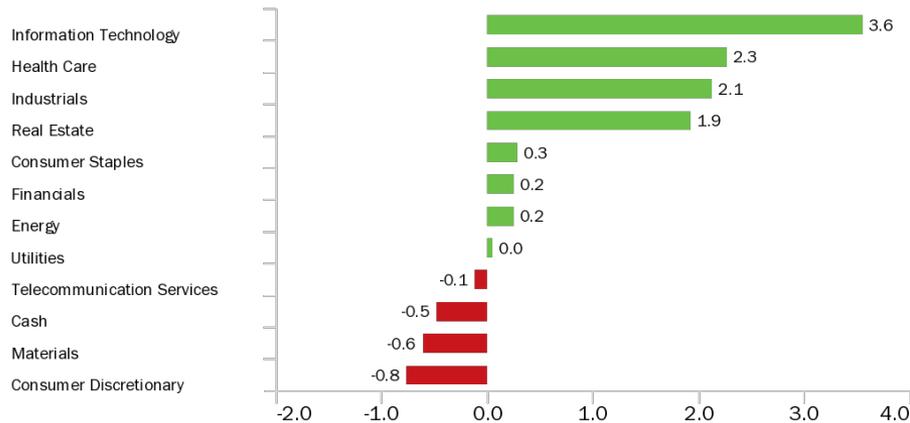
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William Blair Small-Mid Cap Gr

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Exact Sciences Corp	1.0	293.3	1.7
Arista Networks Inc	1.5	143.4	1.4
Take-Two Interactive Software Inc	1.4	122.7	1.1
Align Technology Inc	1.3	131.1	1.1
2U Inc	1.4	114.0	1.0

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Tractor Supply Co	1.8	0.3	-0.6
Akamai Technologies Inc	0.5	-29.3	-0.6
j2 Global Inc	1.6	-6.5	-0.6
Universal Electronics Inc	1.1	-26.8	-0.6
Cambrex Corp	1.2	-11.0	-0.6

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	13.5	11.6	1.9	14.2	17.7	2.6	0.3	-1.1	-0.8
Consumer Staples	1.5	20.9	0.3	3.0	11.4	0.4	0.1	0.2	0.3
Energy	1.5	-1.1	0.0	1.2	-23.9	-0.3	-0.3	0.5	0.2
Financials	10.3	21.5	2.3	5.8	15.5	1.0	-0.4	0.6	0.2
Health Care	19.5	49.6	9.0	22.7	36.9	7.7	-0.2	2.4	2.3
Industrials	16.7	34.2	5.7	17.0	20.0	3.7	-0.2	2.3	2.1
Information Technology	23.9	35.2	8.2	24.9	19.9	4.9	-0.1	3.7	3.6
Materials	6.1	14.1	0.9	5.0	22.8	1.1	0.0	-0.6	-0.6
Real Estate	4.6	58.5	2.5	4.5	13.2	0.7	0.0	2.0	1.9
Telecommunication Services	0.0		0.0	1.0	35.5	0.3	-0.1	0.0	-0.1
Utilities	0.0		0.0	0.8	16.4	0.1	0.0	0.0	0.0
Cash	2.4	1.0	0.0	0.0		0.0	-0.5	0.0	-0.5
Attribution Total	100.0	30.8	30.8	100.0	22.1	22.1	-1.4	10.1	8.7

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



American Funds Europacific Growth

As of 12/31/2017

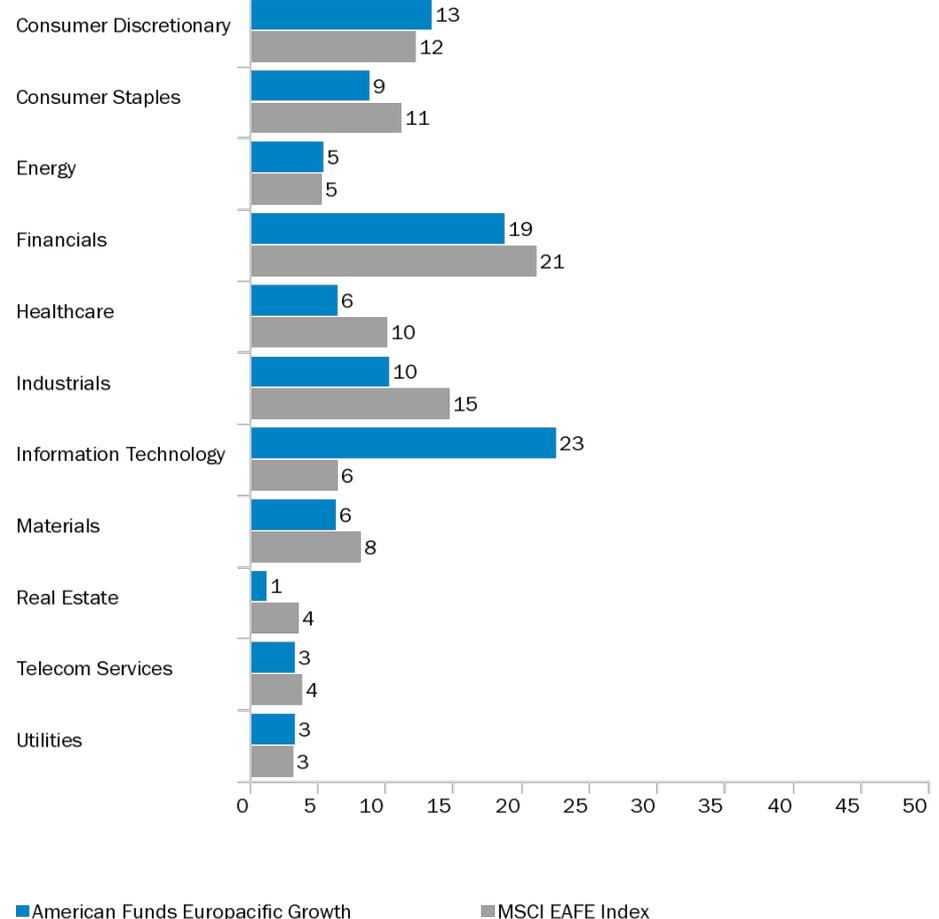
Regional Allocation (%)

	Manager	Index
North America	5.6	1.0
Latin America Emerging	2.2	0.0
United Kingdom	12.9	18.0
Europe Developed	26.5	44.9
Europe Emerging	0.7	0.0
Africa/Middle East	1.2	0.4
Japan	14.9	23.5
Australia/New Zealand	0.7	7.0
Asia Developed	15.5	4.6
Asia Emerging	19.8	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Samsung Electronics Co Ltd	Information Technology	3.0	60.8
Alibaba Group Holding Ltd ADR	Information Technology	2.8	96.4
British American Tobacco PLC	Consumer Staples	2.3	24.0
AIA Group Ltd	Financials	2.3	53.1
Taiwan Semiconductor Manufacturing Co Ltd	Information Technology	2.1	41.1
HDFC Bank Ltd	Financials	1.9	66.0
Tencent Holdings Ltd	Information Technology	1.9	112.6
SoftBank Group Corp	Telecommunication Services	1.9	19.5
Airbus SE	Industrials	1.9	52.8
Nintendo Co Ltd	Information Technology	1.8	76.1

Sector Allocation (%)



Source: Morningstar Direct

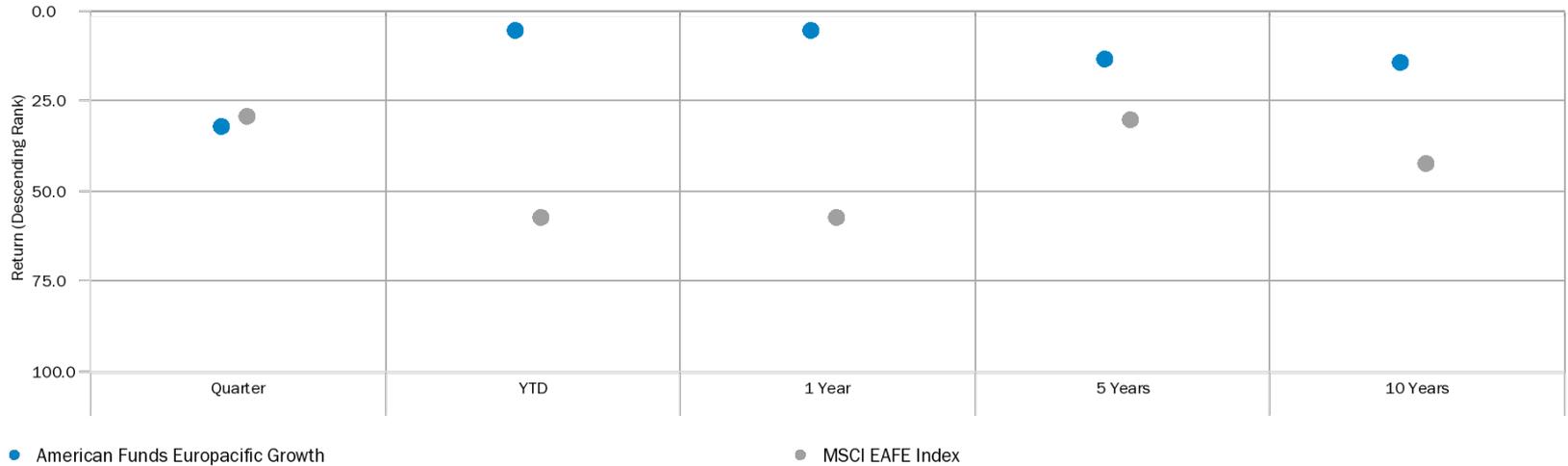


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American Funds Europacific Growth

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Large Blend



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
American Funds Europacific Growth	4.2	30.7	30.7	8.8	3.6
Peer group percentile	32	5	5	13	14
MSCI EAFE Index	4.2	25.0	25.0	7.9	1.9
Peer group percentile	29	57	57	30	42
25th Percentile	4.4	27.4	27.4	8.1	2.7
50th Percentile	3.8	25.3	25.3	7.3	1.7
75th Percentile	3.3	24.0	24.0	6.4	0.9

Source: Morningstar Direct



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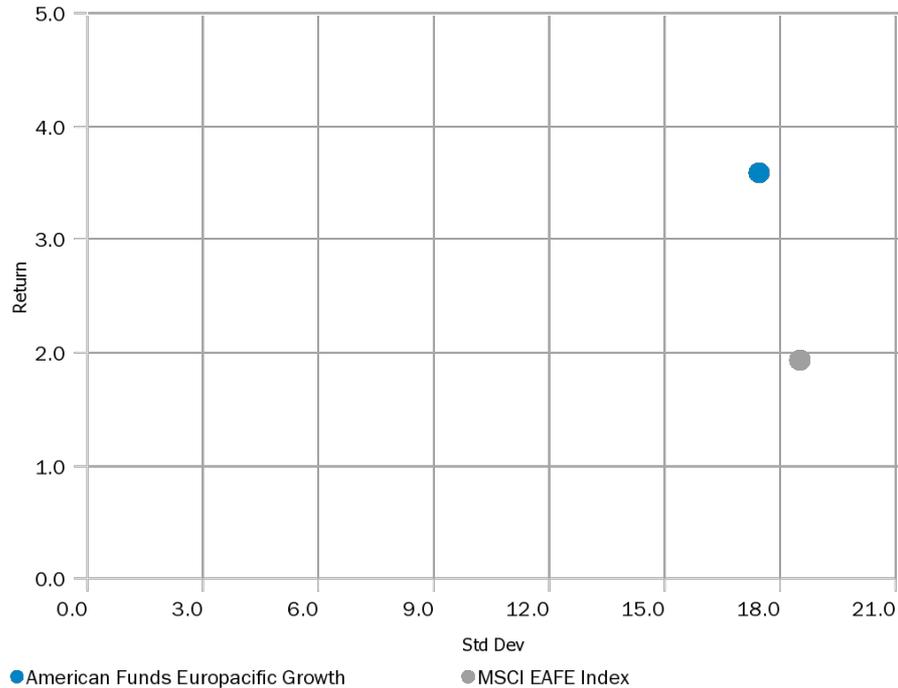
American Funds Europacific Growth

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
American Funds Europacific Growth	-40.5	39.1	9.4	-13.6	19.2	20.2	-2.6	-0.8	0.7	30.7	9.3	8.8	3.6
MSCI EAFE Index	-43.4	31.8	7.8	-12.1	17.3	22.8	-4.9	-0.8	1.0	25.0	7.8	7.9	1.9

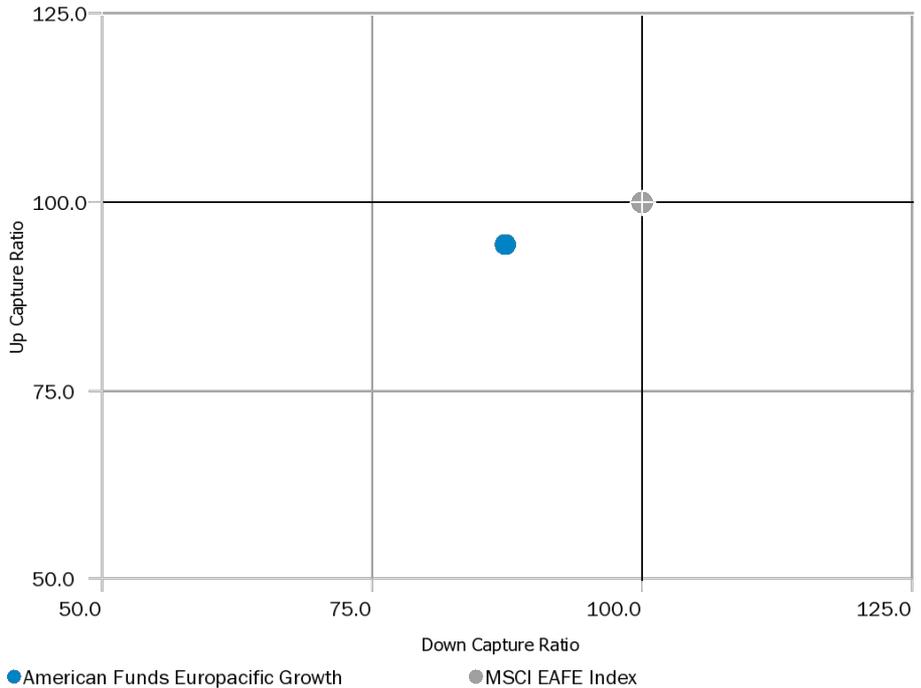
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



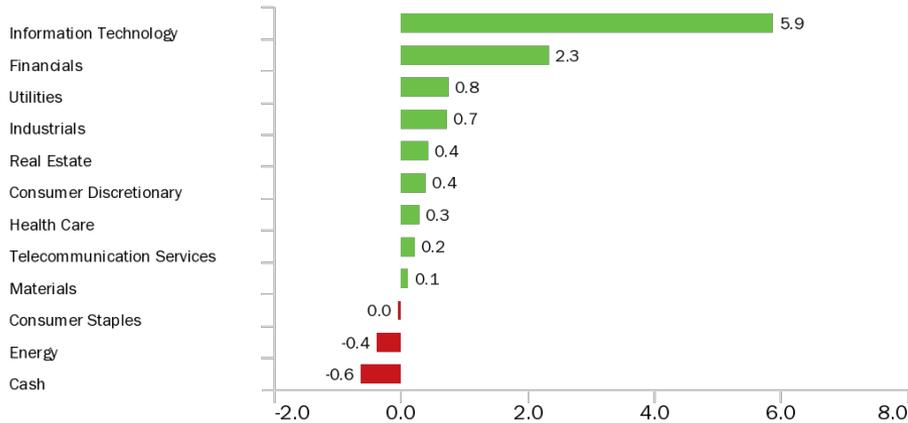
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American Funds Europacific Growth

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Tencent Holdings Ltd	2.0	112.7	1.3
Alibaba Group Holding Ltd ADR	2.5	96.4	1.2
HDFC Bank Ltd	1.9	66.2	0.7
Reliance Industries Ltd	1.6	82.3	0.7
Naspers Ltd Class N	0.9	89.8	0.6

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Altice NV A	1.0	-47.1	-1.0
Barclays PLC	1.0	0.9	-0.4
UniCredit SpA	0.3	-6.1	-0.3
Teva Pharmaceutical Industries Ltd ADR	0.1	-46.0	-0.3
Schlumberger Ltd	0.4	-17.4	-0.2

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	13.8	28.0	3.9	12.4	25.5	3.2	0.0	0.4	0.4
Consumer Staples	6.6	24.5	1.7	10.4	25.0	2.6	0.0	-0.1	0.0
Energy	6.0	18.4	1.3	5.1	22.5	1.2	-0.1	-0.3	-0.4
Financials	18.5	38.0	7.0	21.5	25.4	5.5	0.0	2.3	2.3
Health Care	7.2	17.0	1.4	10.9	17.6	1.9	0.4	-0.1	0.3
Industrials	10.0	40.1	4.0	14.4	30.4	4.3	-0.2	0.9	0.7
Information Technology	20.1	62.9	11.4	6.0	39.5	2.2	1.9	4.0	5.9
Materials	6.7	37.2	2.5	8.0	33.5	2.6	-0.2	0.3	0.1
Real Estate	1.5	42.4	0.6	3.5	21.1	0.8	0.1	0.3	0.4
Telecommunication Services	3.9	15.9	0.7	4.3	13.3	0.6	0.1	0.1	0.2
Utilities	3.1	43.8	1.3	3.4	19.7	0.7	0.0	0.7	0.8
Cash	2.5	1.0	0.0	0.0	0.0	0.0	-0.6	0.0	-0.6
Attribution Total	100.0	35.7	35.7	100.0	25.6	25.6	1.4	8.7	10.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

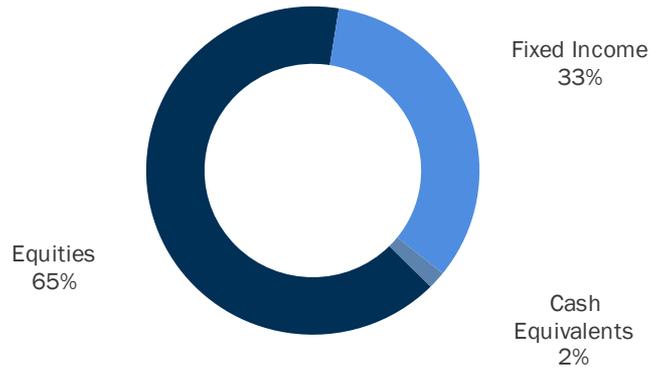
Source: Morningstar Direct



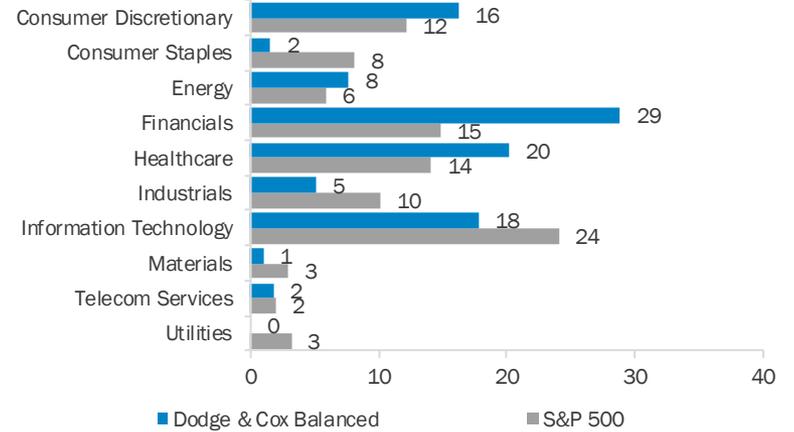
Dodge & Cox Balanced

As of 12/31/2017

Asset Allocation



Sector Allocation (%)



Top Ten Holdings

		% of	YTD
	Sector	Portfolio	Return
Wells Fargo & Co.	Financials	4.0%	12.9%
JPMorgan Chase & Co.	Financials	3.4%	26.3%
Bank of America Corp.	Financials	3.0%	35.3%
Charles Schwab Corp.	Financials	2.7%	35.0%
Capital One Financial	Financials	2.6%	16.0%
Comcast Corp.	Consumer Discretionary	2.1%	17.4%
Alphabet, Inc.	Information Technology	2.0%	35.6%
Microsoft Corp.	Information Technology	1.9%	40.2%
Charter Communications, Inc.	Information Technology	1.8%	16.7%
Novartis AG	Information Technology	1.8%	19.0%

Portfolio Bond Characteristics

	Dodge & Cox	BC Agg Index
Duration	4.1 yrs	6.0 yrs
Average Maturity	8.6 yrs	8.3 yrs
Average Quality	AA	AA
Yield-to-Maturity	3.4%	2.6%
% Non-Investment Grade	3%	0%

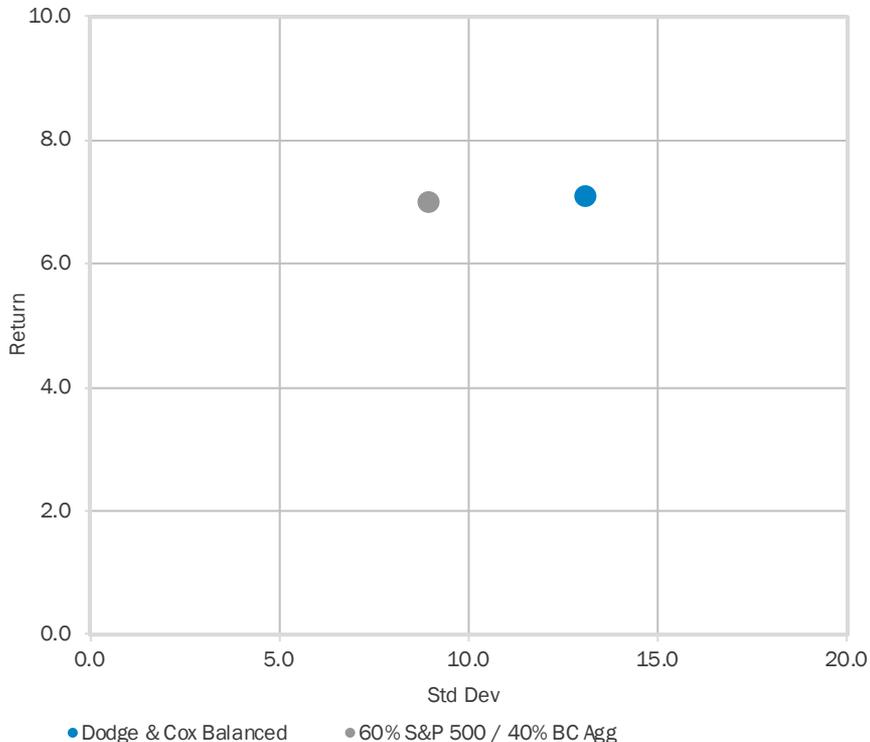
Dodge & Cox Balanced

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
Dodge & Cox Balanced	1.7	-33.6	28.4	12.2	-1.7	18.3	28.4	8.9	-2.9	16.6	12.6	8.4	12.2	7.1
60% S&P 500 / 40% BC Agg	6.2	-22.1	18.4	12.1	4.7	11.3	17.6	10.6	1.3	8.3	14.2	7.8	10.3	7.0

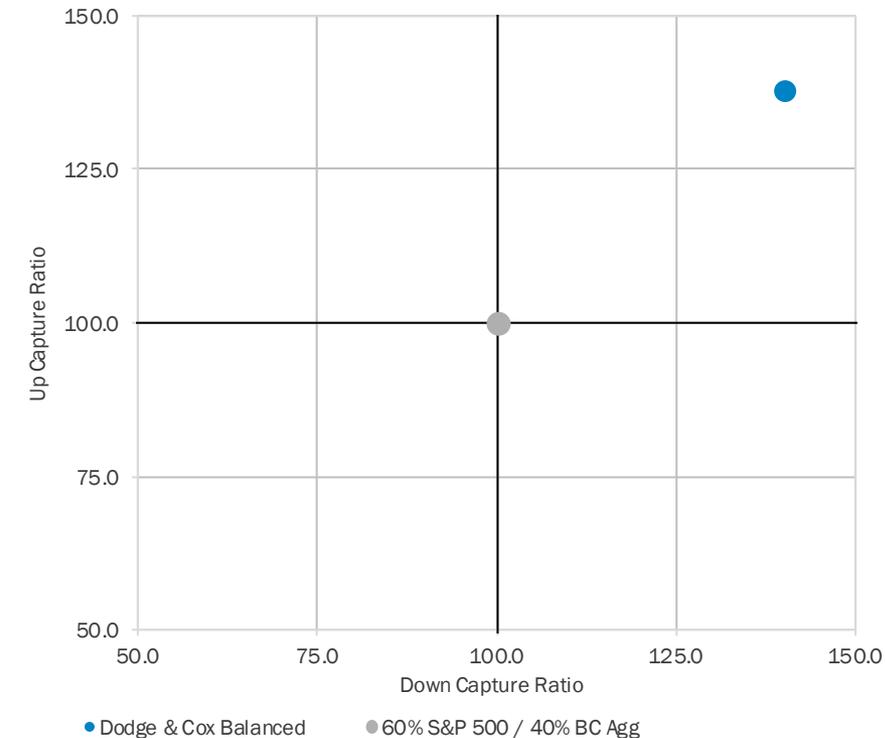
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Fixed Income Overview: MetWest Total Return Bond

As of 9/30/2017

Portfolio Characteristics	MetWest Total Return Bond	Barclays Aggregate Bond
Duration	5.7 yrs	6.0 yrs
Average Maturity	7.4 yrs	8.3 yrs
Average Quality	--	AA
Yield to Maturity	2.8%	2.6%

Maturity Breakdown	MetWest Total Return Bond	Barclays Aggregate Bond
0-1 Years	8%	0%
1-3 Years	9%	20%
3-5 Years	26%	19%
5-10 Years	44%	44%
10-20 Years	4%	4%
20+ Years	10%	12%

Sector Allocation	MetWest Total Return Bond	Barclays Aggregate Bond
Cash	-1%	0%
U.S. Treasury	26%	37%
Direct Agency	0%	2%
Agency Mortgages	29%	28%
Non-Agency Mortgages	6%	0%
CMBS	5%	2%
Asset-Backed	5%	0%
Investment Grade Corp.	27%	21%
Non-Investment Grade Corp.	2%	0%
Municipals	1%	1%
Non-U.S.	0%	9%
Other	0%	0%

Quality Breakdown	MetWest Total Return Bond	Barclays Aggregate Bond
AAA	60%	71%
AA	6%	4%
A	20%	11%
BBB	10%	14%
Below Investment Grade	5%	0%
Other	0%	0%

Note: All data provided by the investment manager.

Note: Data is as of September 30, 2017. Data as of December 31, 2017 is not yet available.

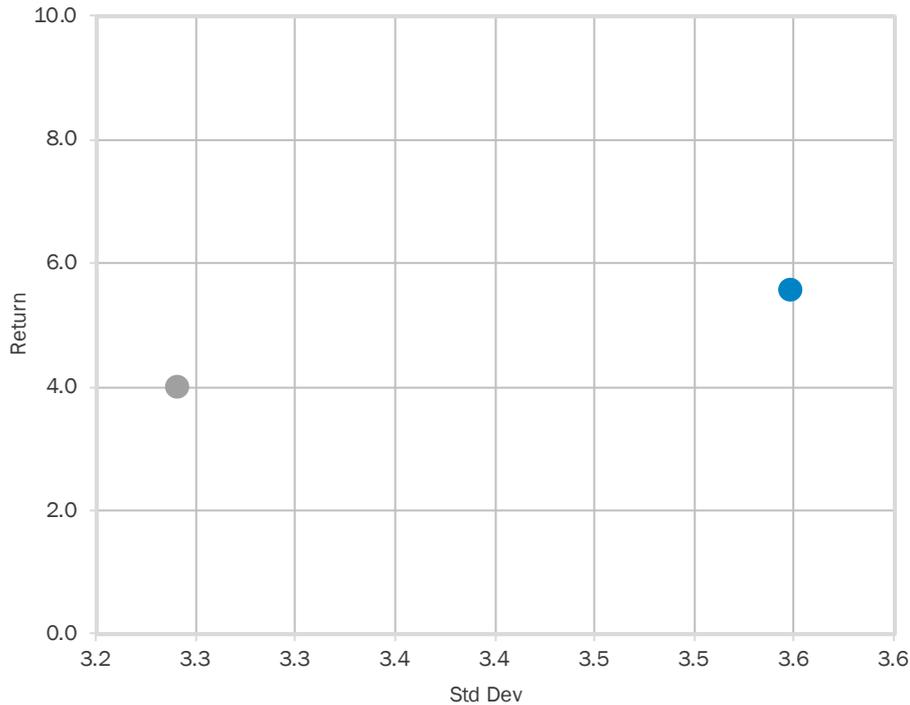
MetWest Total Return Bond Fund

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
MetWest Total Return Bond Fund	6.5	-1.3	17.3	11.7	5.5	11.5	0.5	6.0	0.3	2.5	3.4	2.0	2.5	5.6
Barclays Aggregate Bond Index	7.0	5.2	5.9	6.5	7.8	4.2	-2.0	6.0	0.5	2.6	3.5	2.2	2.1	4.0

10 Year Risk vs. Return

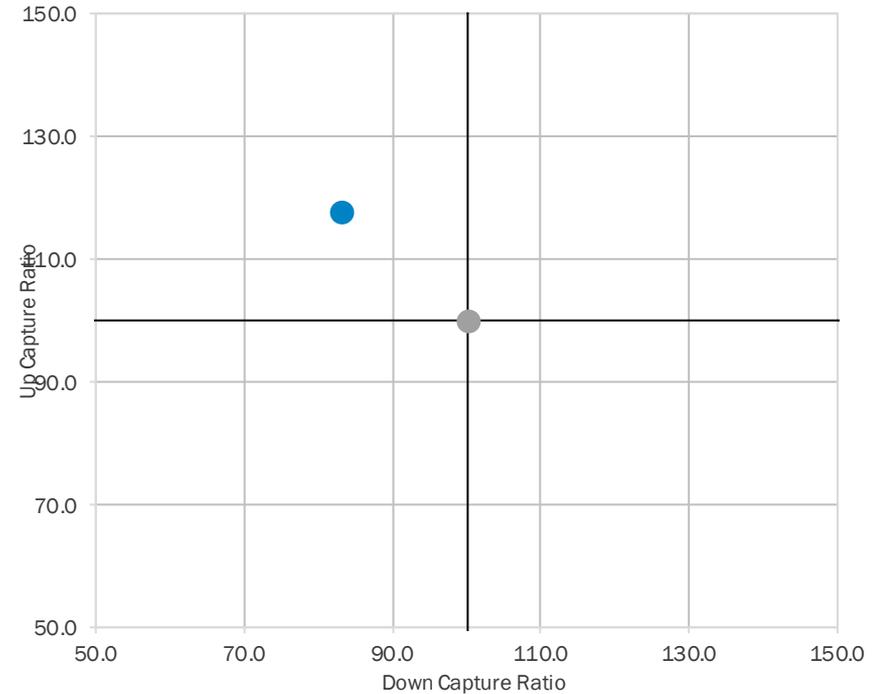
Time Period: 1/1/2008 to 12/31/2017



● MetWest Total Return Bond Fund ● Barclays Aggregate Bond Index

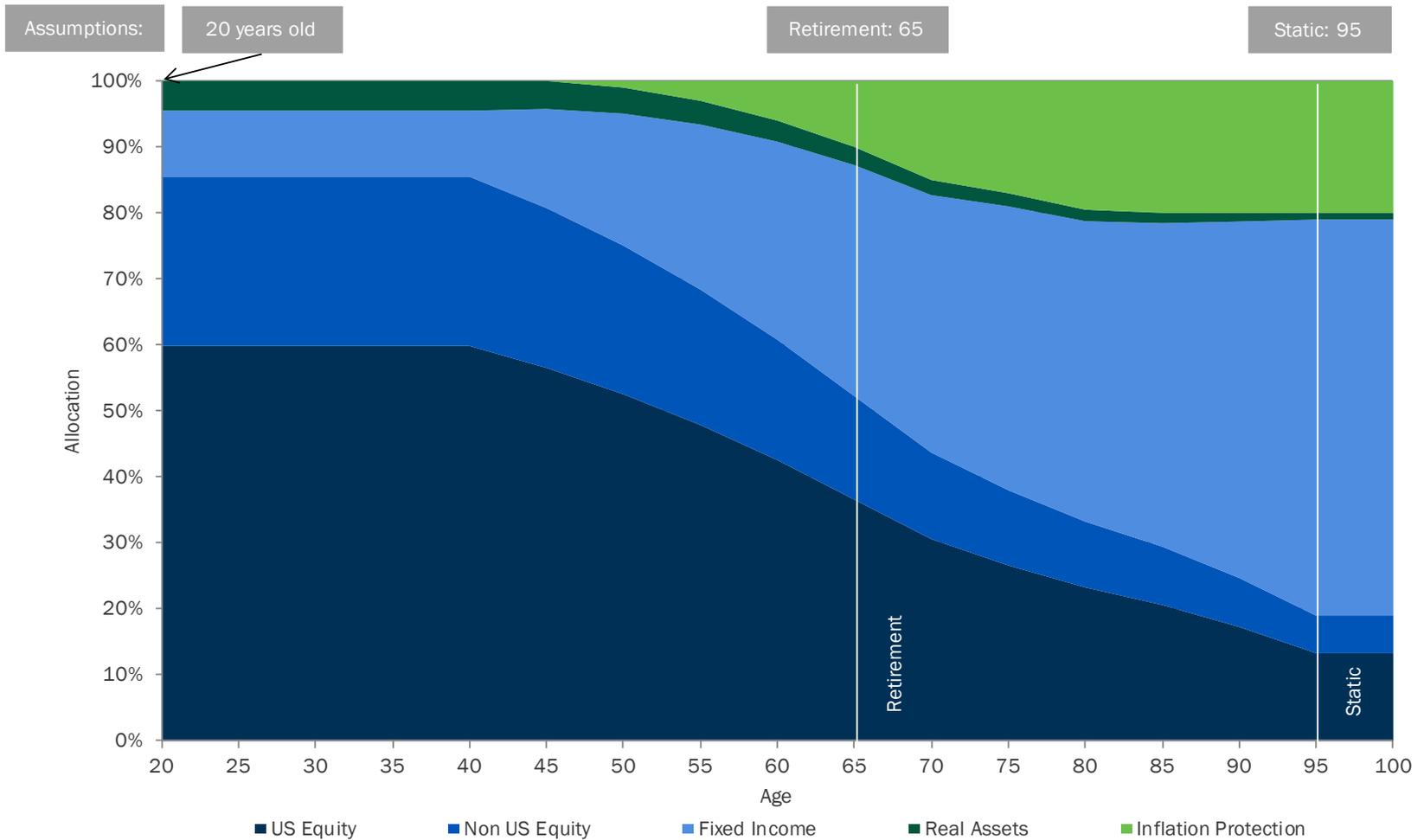
10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



● MetWest Total Return Bond Fund ● Barclays Aggregate Bond Index

Glide Path Overview: T. Rowe Price Retirement Date Funds

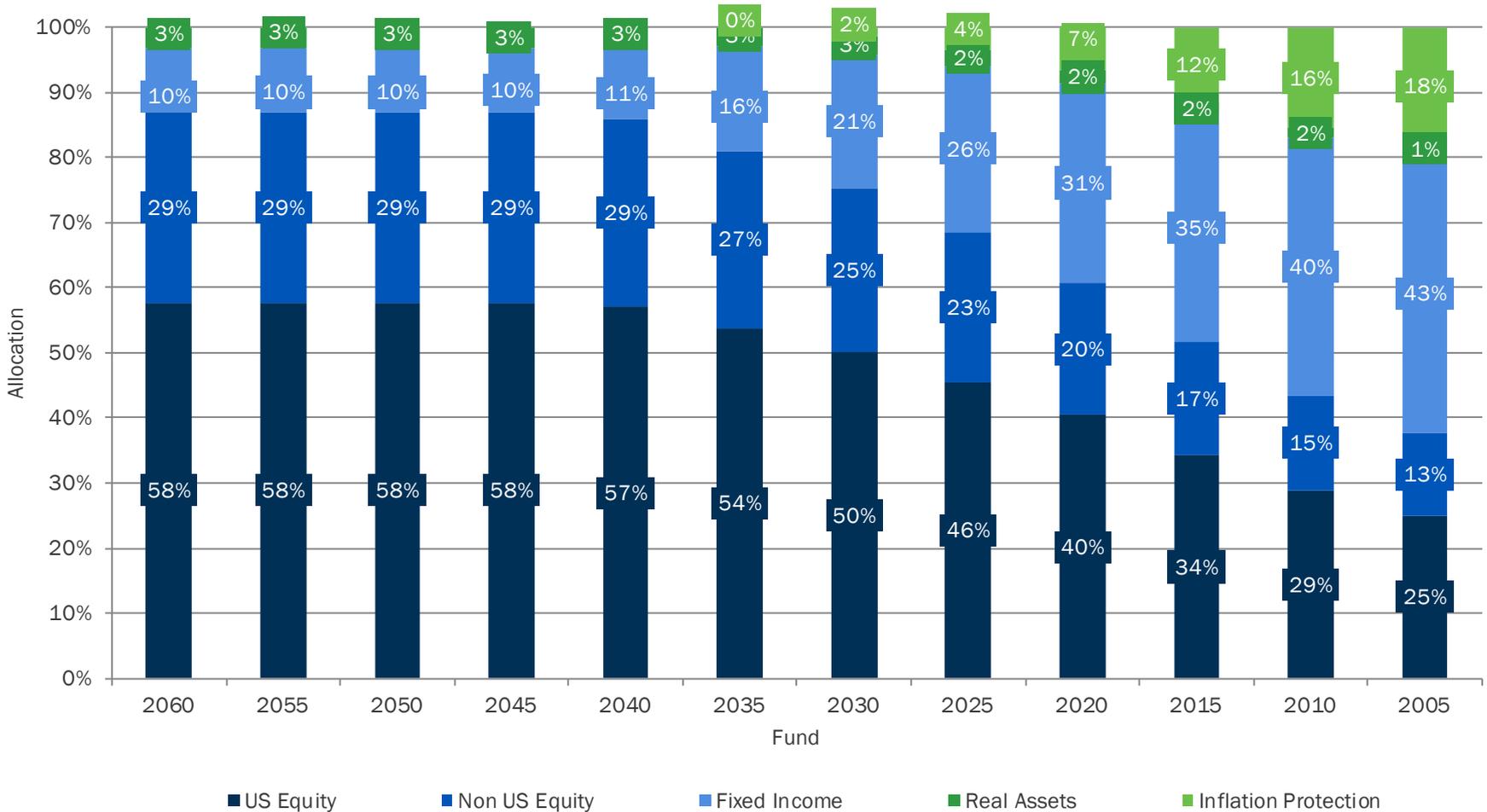


Note: All data provided by the investment manager. □

Fund Composition Overview: T. Rowe Price (To Retirement)

	Equity Index 500 Fund	Growth Stock Fund	Value Fund	Mid-Cap Growth Fund	Mid-Cap Value Fund	Small-Cap Value Fund	Small-Cap Stock Fund	New Horizons Fund	International Growth and Income Fund	Overseas Stock Fund	International Stock Fund	Emerging Markets Stock Fund	Real Assets Fund	New Income Fund	High Yield Fund	International Bond Fund	Emerging Markets Bond Fund	Inflation Focused Bond Fund
2005 Fund	20%	0%	0%	1%	1%	1%	1%	1%	4%	4%	3%	2%	1%	30%	4%	4%	4%	18%
2010 Fund	23%	0%	0%	1%	2%	1%	1%	1%	4%	4%	4%	2%	2%	28%	4%	4%	4%	16%
2015 Fund	22%	3%	2%	2%	2%	1%	1%	1%	5%	5%	4%	3%	2%	25%	4%	4%	4%	12%
2020 Fund	18%	7%	7%	2%	2%	1%	1%	1%	6%	6%	5%	3%	2%	21%	3%	3%	3%	7%
2025 Fund	15%	11%	10%	2%	3%	2%	2%	1%	6%	7%	6%	4%	3%	18%	3%	3%	3%	4%
2030 Fund	12%	14%	13%	3%	3%	2%	2%	1%	7%	7%	6%	4%	3%	15%	2%	2%	2%	2%
2035 Fund	10%	17%	16%	3%	3%	2%	2%	1%	8%	8%	7%	5%	3%	11%	2%	2%	2%	0%
2040 Fund	8%	19%	19%	3%	3%	2%	2%	1%	8%	8%	7%	5%	3%	8%	1%	1%	1%	0%
2045 Fund	7%	20%	19%	3%	3%	2%	2%	1%	8%	8%	7%	5%	3%	7%	1%	1%	1%	0%
2050 Fund	7%	20%	19%	3%	3%	2%	2%	1%	8%	8%	7%	5%	3%	7%	1%	1%	1%	0%
2055 Fund	7%	20%	19%	3%	3%	2%	2%	1%	8%	8%	7%	5%	3%	7%	1%	1%	1%	0%
2060 Fund	7%	20%	19%	3%	3%	2%	2%	1%	8%	8%	7%	5%	3%	7%	1%	1%	1%	0%

Glide Path Overview: T. Rowe Price Retirement Date Funds



Note: All data provided by the investment manager.

T. Rowe Price Target Retirement Funds

As of 12/31/2017

	Returns (%)												
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)
T.Rowe Price Retirement Income	6.1	-18.4	22.1	10.1	1.4	10.1	9.2	3.9	-0.7	6.5	10.4	5.3	5.8
S&P Retirement Income Benchmark	6.2	-13.1	11.4	9.1	4.0	7.5	6.3	4.9	-0.2	5.0	8.5	4.4	4.9
T.Rowe Price Retirement 2005	6.7	-22.2	24.6	11.5	1.4	11.4	9.7	4.7	-0.7	6.7	10.7	5.4	6.1
S&P Retirement Income Benchmark	6.2	-13.1	11.4	9.1	4.0	7.5	6.3	4.9	-0.2	5.0	8.5	4.4	4.9
T.Rowe Price Retirement 2010	6.7	-26.7	27.9	12.7	0.5	12.4	11.9	5.0	-0.8	7.1	11.7	5.9	6.9
S&P Retirement 2010 Benchmark	6.4	-17.4	14.6	10.6	2.6	9.0	9.4	5.1	-0.2	5.8	9.9	5.1	5.9
T.Rowe Price Retirement 2015	6.7	-30.2	31.4	13.8	-0.3	13.8	15.2	5.4	-0.6	7.3	13.3	6.5	8.0
S&P Retirement 2015 Benchmark	6.5	-21.3	17.5	11.8	1.5	10.3	12.2	5.5	-0.2	6.6	11.4	5.8	7.0
T.Rowe Price Retirement 2020	6.7	-33.5	34.2	14.7	-1.2	15.0	18.1	5.6	-0.3	7.4	15.7	7.4	9.1
S&P Retirement 2020 Benchmark	6.6	-24.8	19.9	12.9	0.6	11.5	14.8	5.7	-0.2	7.2	12.8	6.5	7.9
T.Rowe Price Retirement 2025	6.8	-35.9	36.3	15.4	-2.1	16.0	20.8	5.8	-0.2	7.5	17.7	8.1	10.1
S&P Retirement 2025 Benchmark	6.6	-27.8	22.0	13.8	-0.3	12.5	17.0	5.6	-0.3	7.8	14.5	7.2	8.8
T.Rowe Price Retirement 2030	6.8	-37.8	38.0	16.0	-2.7	16.8	23.1	6.1	0.0	7.7	19.4	8.7	10.9
S&P Retirement 2030 Benchmark	6.7	-30.5	23.7	14.5	-1.2	13.4	19.1	5.6	-0.3	8.3	16.2	7.9	9.6
T.Rowe Price Retirement 2035	6.8	-38.9	39.0	16.3	-3.3	17.4	24.9	6.1	0.1	7.6	20.9	9.2	11.5
S&P Retirement 2035 Benchmark	7.0	-34.0	26.0	15.4	-2.2	14.7	22.1	5.7	-0.4	9.2	19.0	8.6	10.6
T.Rowe Price Retirement 2040	6.8	-38.9	39.1	16.5	-3.5	17.5	25.9	6.2	0.2	7.6	22.0	9.6	12.0
S&P Retirement 2040 Benchmark	7.0	-34.0	26.0	15.4	-2.2	14.7	22.1	5.7	-0.4	9.2	18.9	8.9	10.8
T.Rowe Price Retirement 2045	6.8	-38.8	39.1	16.4	-3.5	17.6	25.9	6.1	0.2	7.7	22.4	9.7	12.0
S&P Retirement 2045 Benchmark	7.0	-35.2	26.4	15.6	-2.6	15.1	23.1	5.7	-0.5	9.5	19.6	9.2	11.1
T.Rowe Price Retirement 2050	6.8	-38.8	38.9	16.4	-3.4	17.6	25.9	6.2	0.2	7.7	22.4	9.7	12.0
S&P 2050+ Benchmark	--	--	--	--	--	15.5	24.1	5.7	-0.5	9.7	20.2	9.5	11.6
T.Rowe Price Retirement 2055	6.8	-38.9	39.0	16.4	-3.3	17.6	25.9	6.2	0.2	7.7	22.3	9.7	12.0
S&P 2050+ Benchmark	--	--	--	--	--	15.5	24.1	5.7	-0.5	9.7	20.2	9.5	12.2

Stable Value Overview: T. Rowe Price

As of 9/30/2017

Asset Allocation

Corporate, Foreign, Gov't. Entities	41.6%
U.S. Treasuries, Agencies, Other	27.1%
Mortgage Backed Securities	13.8%
Asset-Backed Securities	9.2%
Cash Reserves	6.6%
Guaranteed Investment Contracts (GICS)	1.7%
Total	100.0%

Fund Facts

Effective Yield (%)	1.97%
Average Maturity (Years)	3.1
Average Credit Quality	AA
Number of Holdings	12
Assets in Fund (\$MM)	\$11,223.8

Note: Data is as of September 30, 2017. Data as of December 31, 2017 is not yet available.

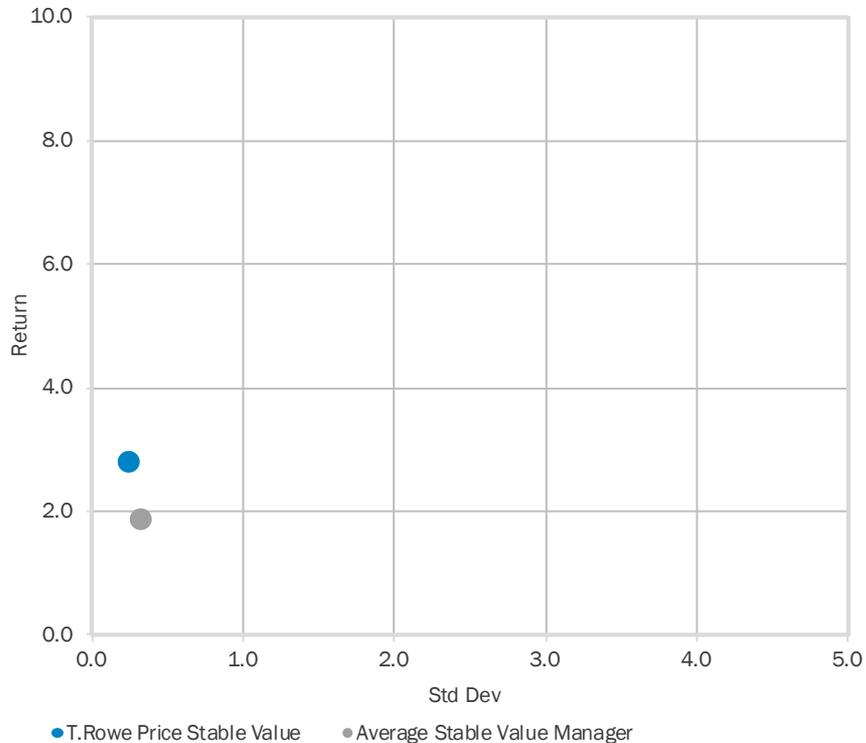
T.Rowe Price Stable Value

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
T.Rowe Price Stable Value	4.6	4.6	4.1	4.1	3.3	2.4	2.2	2.0	1.7	1.8	1.9	1.8	1.9	2.8
Average Stable Value Manager	4.4	4.1	2.4	2.3	2.3	1.6	1.3	1.1	1.2	1.2	1.4	1.3	1.2	1.9

10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



Investment Program Fee Review

Bi-State Development Agency 401(k) Plan Fee Summary

As of December 31, 2017

Investment Manager	Style	Manager Expense Ratio	Annual Fee In Dollar Terms	Morningstar Average Expense Ratio
Dodge & Cox Stock	US Large Cap	0.52%	\$18,260	1.12%
Vanguard Index Trust 500	US Large Cap	0.05%	\$5,306	1.20%
T. Rowe Price Blue Chip Growth	US Large Cap	0.58%	\$11,724	1.18%
William Blair SMID Growth	US Mid Cap	1.10%	\$41,965	1.29%
Vaughan Nelson Value Opp.	US Small Cap	1.23%	\$9,822	1.36%
EuroPacific Growth	Non-US Equity	0.85%	\$19,660	1.18%
Dodge & Cox Balanced	Balanced	0.43%	\$38,102	1.25%
MetWest Total Return Bond Fund	Fixed Income	0.53%	\$1,042	1.23%
T. Rowe Price Retirement Income	Balanced	0.56%	\$5,501	0.87%
T. Rowe Price Retirement 2005	Balanced	0.58%	\$968	0.82%
T. Rowe Price Retirement 2010	Balanced	0.58%	\$3,262	0.82%
T. Rowe Price Retirement 2015	Balanced	0.62%	\$6,849	0.83%
T. Rowe Price Retirement 2020	Balanced	0.66%	\$21,030	0.90%
T. Rowe Price Retirement 2025	Balanced	0.69%	\$16,574	0.87%
T. Rowe Price Retirement 2030	Balanced	0.72%	\$19,658	0.94%
T. Rowe Price Retirement 2035	Balanced	0.74%	\$11,143	0.90%
T. Rowe Price Retirement 2040	Balanced	0.75%	\$11,939	0.96%
T. Rowe Price Retirement 2045	Balanced	0.75%	\$5,086	0.91%
T. Rowe Price Retirement 2050	Balanced	0.75%	\$2,097	0.97%
T. Rowe Price Retirement 2055	Balanced	0.75%	\$786	0.91%
T. Rowe Price Retirement 2060	Balanced	0.75%	\$370	0.91%
T. Rowe Price Stable Value	Stable Value	0.45%	\$28,333	0.85%
Total Investment Management Fees ⁽¹⁾		0.50%	\$279,478	
Ellwood Associates Consulting Fee ⁽²⁾		0.04%	\$19,874	
Lincoln Alliance Program Fee ⁽³⁾		0.14%	\$76,659	
Total Fees		0.68%	\$376,011	

⁽¹⁾ Investment management fee calculated based on December 31, 2017 market values.

⁽²⁾ Ellwood fee based on most recent invoice.

⁽³⁾ Many of the mutual funds listed above participate in revenue sharing, which helps to offset a portion of Lincoln's expenses.

Note: Participants electing to invest in the self-directed brokerage option pay a \$100 fee, plus any trading costs associated with the account.

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Q4

Fourth Quarter 2017 Performance Report

Bi-State Development Agency
Salaried Pension Plan



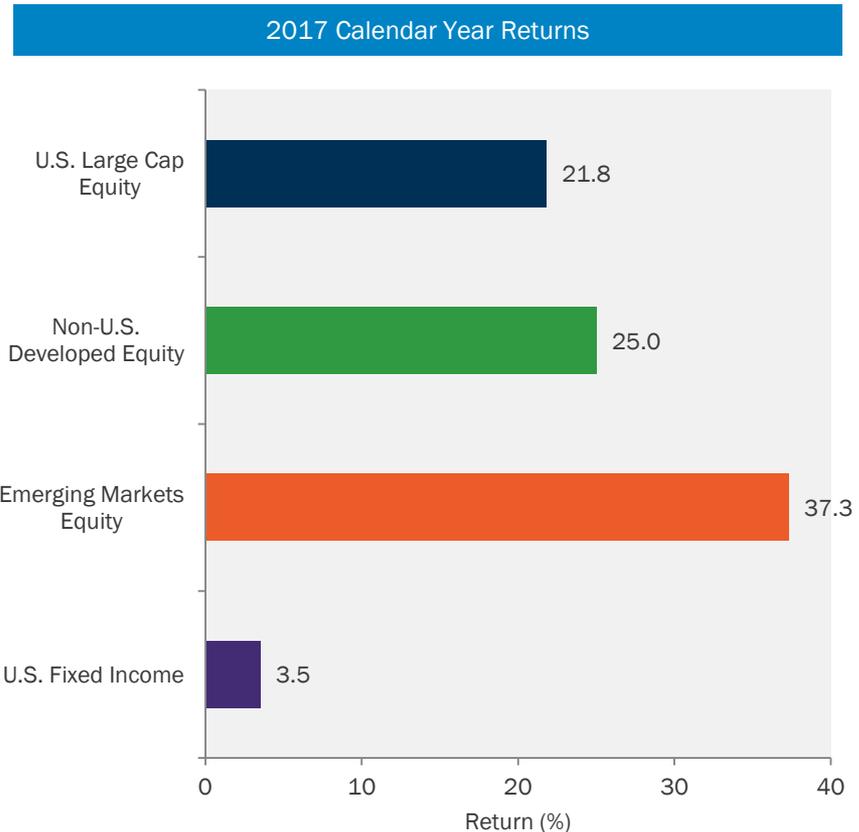
Table of Contents

- I. Capital Markets Overview
- II. Pension Plan Portfolio Review
- III. Investment Manager Appendix
 - Manager Performance Review
 - Investment Program Fee Review

4th Quarter 2017

Capital Markets Exhibits

Market Drivers of 2017

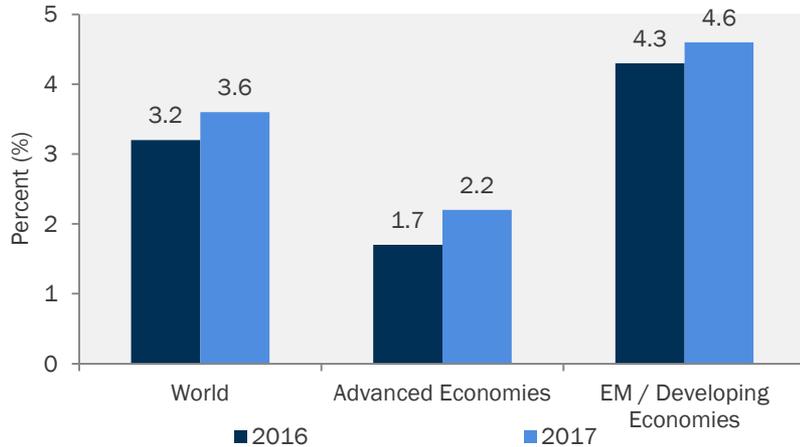


Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P, MSCI, Bloomberg Finance, LP
Returns represent the S&P 500 Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

The 2017 calendar year produced positive results in the equity markets as synchronized global economic growth and rising corporate profits produced a new sense of optimism to the markets. In both the developed and emerging markets, the technology sector was the largest contributor to the equity markets as innovation and potential spurred the top performers in the sector.

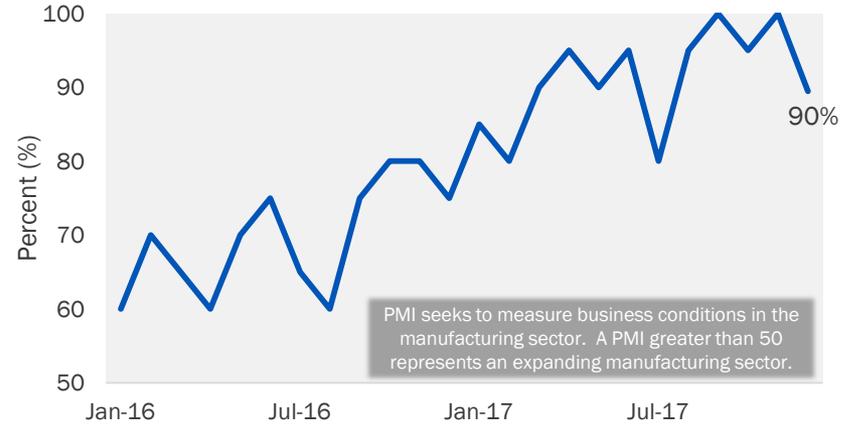
Synchronized Global Economic Growth

Global Real GDP Growth Forecasts



Source: International Monetary Fund

Percent of Countries with Manufacturing PMI Greater Than 50 Largest 20 Countries by GDP (80% of Global GDP)

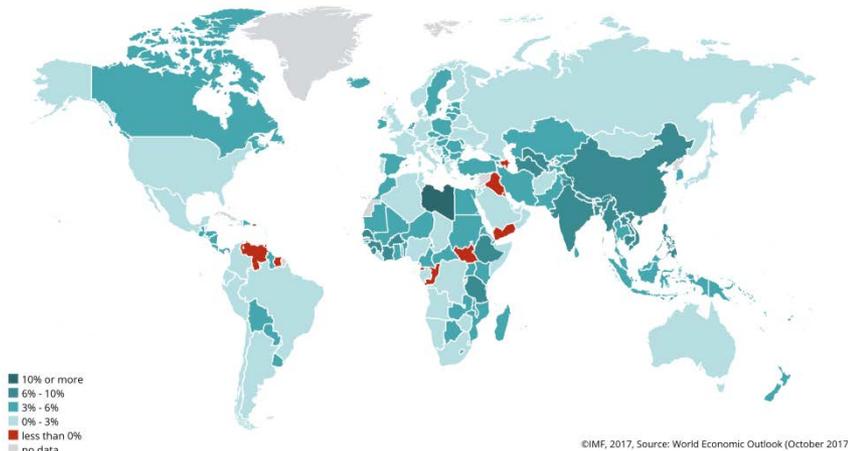


Source: Bloomberg Finance, LP

Global Real GDP Growth Overview

IMF DataMapper

Real GDP growth (Annual percent change, 2017)



©IMF, 2017. Source: World Economic Outlook (October 2017)

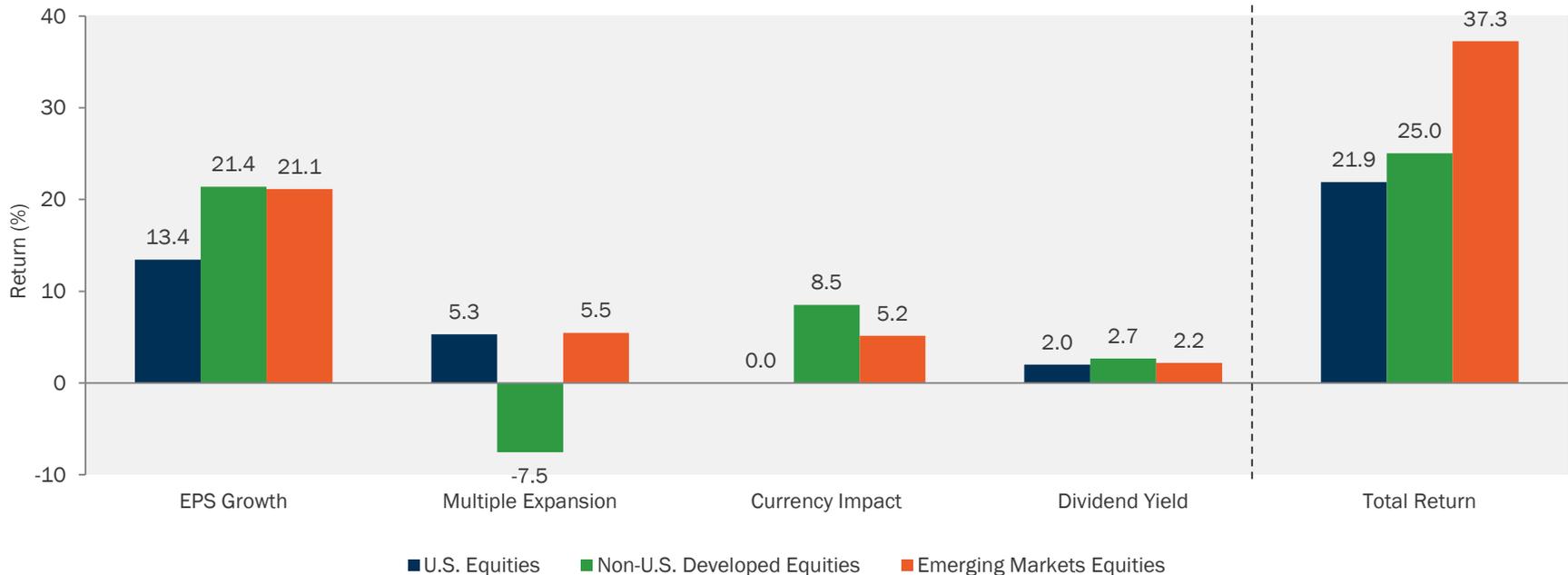
Source: International Monetary Fund

Observations

- Global GDP in 2017 saw an uptick in growth compared to 2016 with both Advanced Economies and EM/Developing Economies increasing. Global central banks remained accommodative in their policies in hopes of advancing their country's economic outlooks.
- In tracking the largest twenty countries by GDP, the number of countries registering expansionary growth trends (PMI above 50) during each month of 2017 ranged from 80 to 100%. At the start of 2016, only 60% of countries were in an expansionary mode.
- Of the 193 countries the IMF tracks, 93% are estimated to have positive real GDP growth, with 38% estimated to have real GDP growth between 0% and 3%, and 44% estimated to have real GDP growth between 3% and 6%.

Strong Corporate Earnings

2017 Market Returns by Component



Returns represent the MSCI USA Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

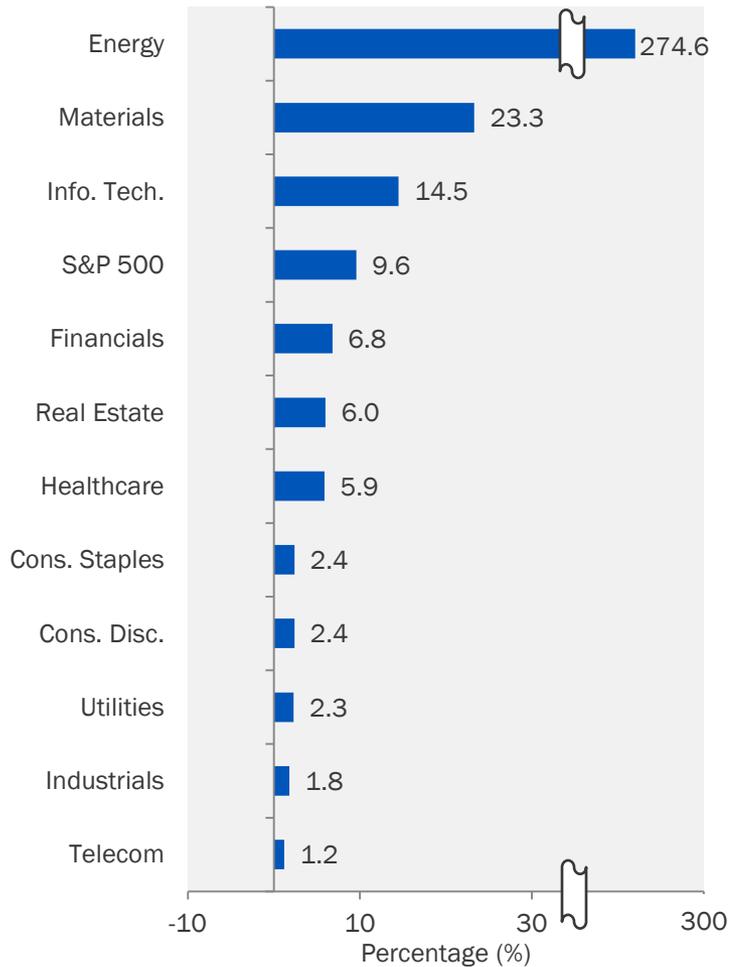
Note: Components do not sum to the Total Return due to the effects of compounding.

Observations

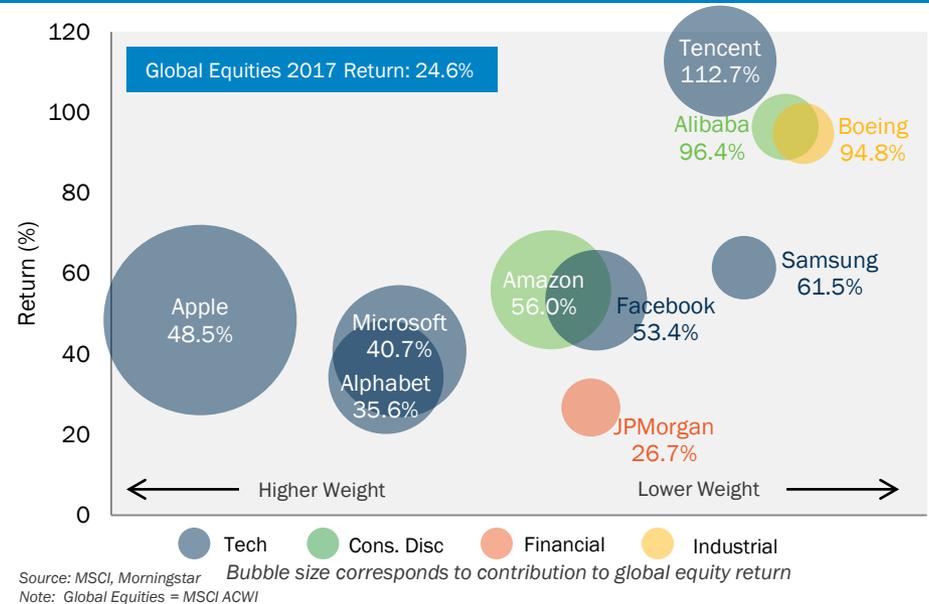
- The key driver to equity returns across the globe in 2017 was an acceleration of earnings per share (EPS) growth. EPS growth in 2017 was the strongest it has been since 2011, driven by strong revenue growth, profit margin expansion, share buybacks, and a stabilization of oil prices.
- Global earnings are forecasted to grow by double digits in 2018 with U.S. corporate tax cuts having the potential to add an additional 5% to 10% to U.S. domiciled company's earnings.
- Non-U.S. equities received a direct boost to returns from the depreciation of the dollar while U.S. companies with a significant portion of sales outside the U.S. experienced faster earnings growth.

Technological Innovation

Estimated Calendar Year 2017 Earnings Growth



Top 10 Contributors to Global Equity Returns



Comments

- Improving global growth and innovation drove technology and tech-related (e.g. Amazon, Alibaba) stocks to record highs in 2017. The technology sector returned 39% in 2017 and earnings per share growth was meaningfully higher than the broad market. Energy, the sector with the highest EPS growth, was rebounding from negative earnings in 2016.
- The technology sector has the highest percentage of revenues from overseas (60% non-U.S. revenues). The economic recovery outside the U.S. combined with a declining dollar was also a tailwind for tech companies.
- The chart above highlights the ten largest contributors to global equity market performance as measured by the MSCI ACWI Index. Eight of the largest contributors are technology or technology related.

S&P 500 Scorecard

Sector Returns

	<u>Div. Yield⁽¹⁾</u>	<u>P/E Ratio⁽²⁾</u>	<u>15-Yr Avg.⁽³⁾</u>		
Technology	1.2%	24.6x	21.0x	9.0%	38.8%
Materials	1.9%	27.3x	18.9x	6.9%	23.8%
Consumer Discretionary	1.3%	25.1x	18.9x	9.9%	23.0%
Financials	1.6%	17.7x	14.6x	8.6%	22.2%
Health Care	1.6%	23.9x	20.6x	1.5%	22.1%
S&P 500	1.8%	23.2x	17.3x	6.6%	21.8%
Industrials	1.9%	23.9x	18.1x	6.1%	21.0%
Consumer Staples	2.6%	21.9x	19.2x	6.5%	13.5%
Utilities	3.5%	21.1x	16.5x	0.2%	12.1%
Real Estate	3.3%	38.1x	38.0x	3.2%	10.8%
Energy	2.7%	35.2x	15.2x	6.0%	-1.0%
Telecom	5.0%	16.1x	19.8x	3.6%	-1.3%

■ 4th Quarter 2017 ■ Calendar Year 2017

Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global

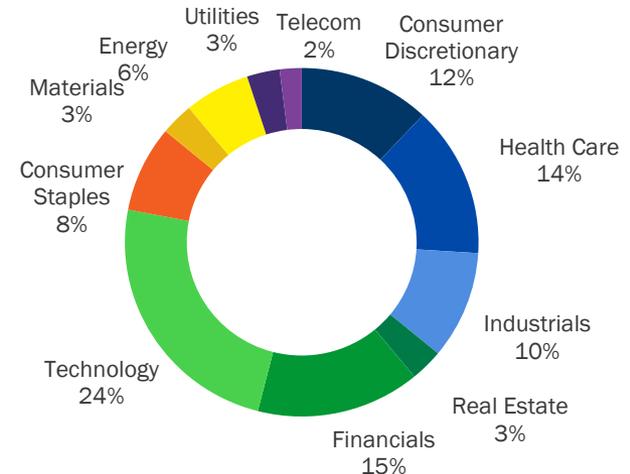
⁽¹⁾Trailing 12 month Dividend Yield as of 12/31/2017.

⁽²⁾Trailing 12 month P/E as of 12/31/2017.

⁽³⁾15-year average trailing 12 month P/E as of 12/31/2017.

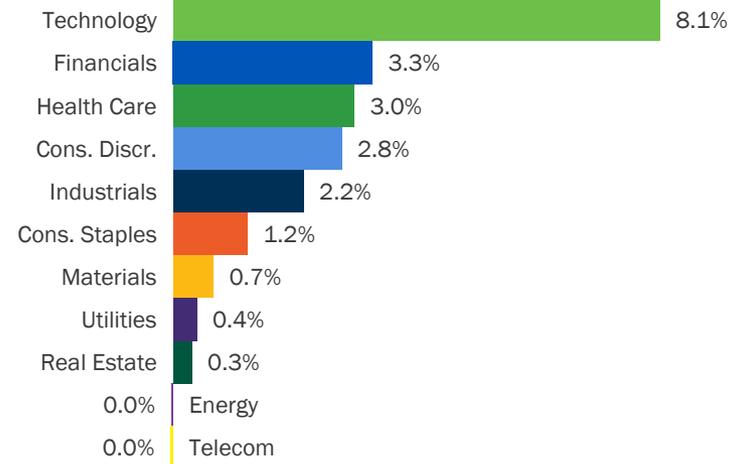


Sector Weights



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P

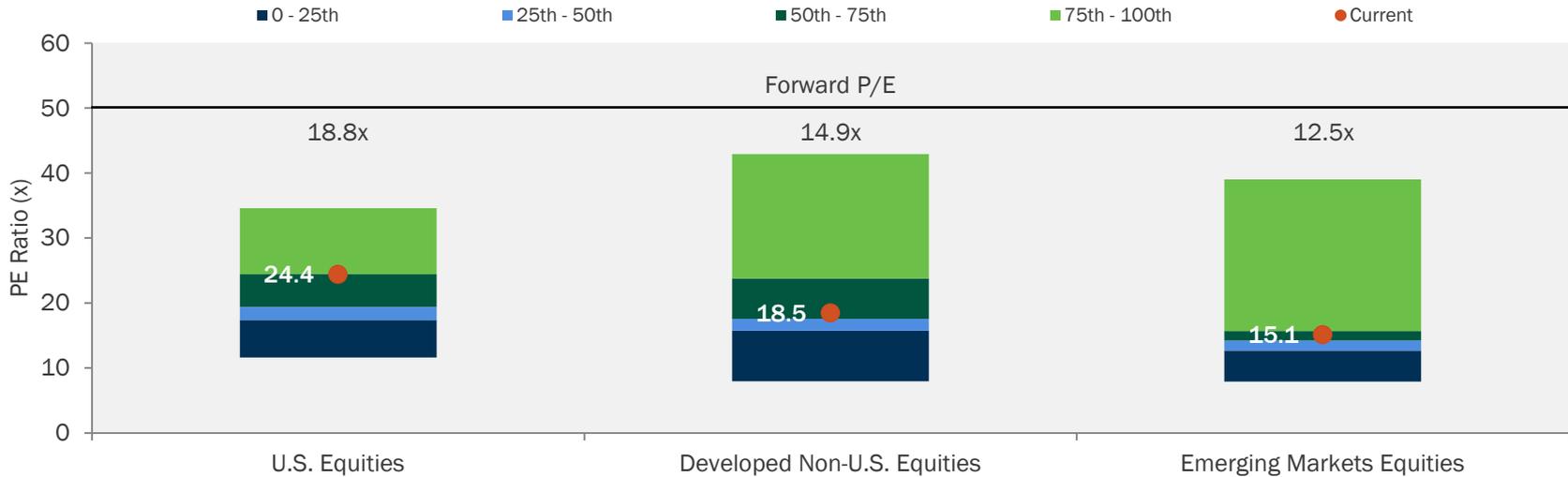
Sector Calendar Year Contribution



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, GICS

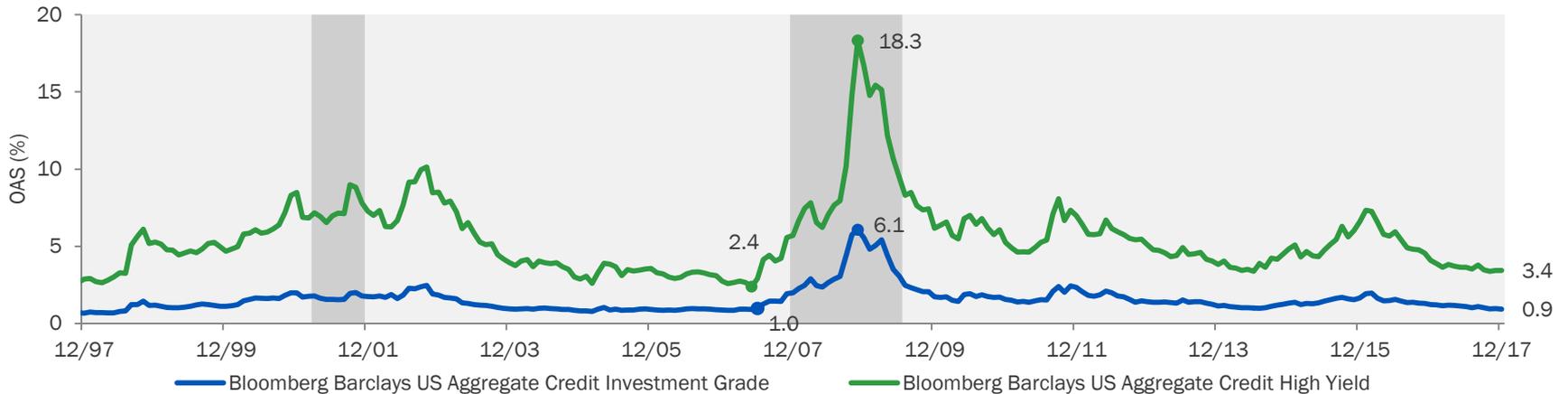
Market Indicators

Trailing Price to Earnings Ratio (Last 20 Years)



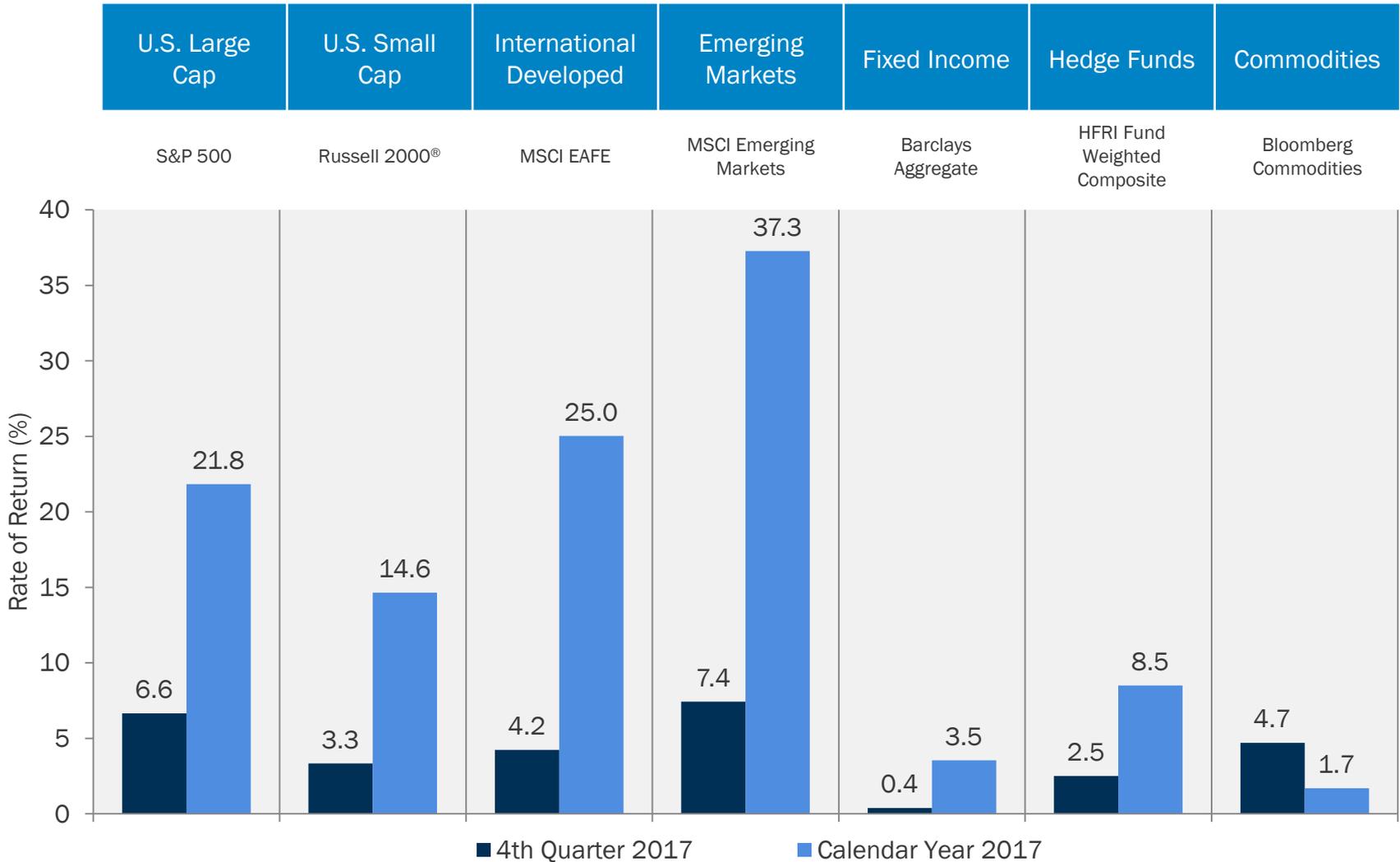
Source: Factset, MSCI, As of 1/2/2018

Fixed Income Spreads Relative to Treasuries (Last 20 Years)



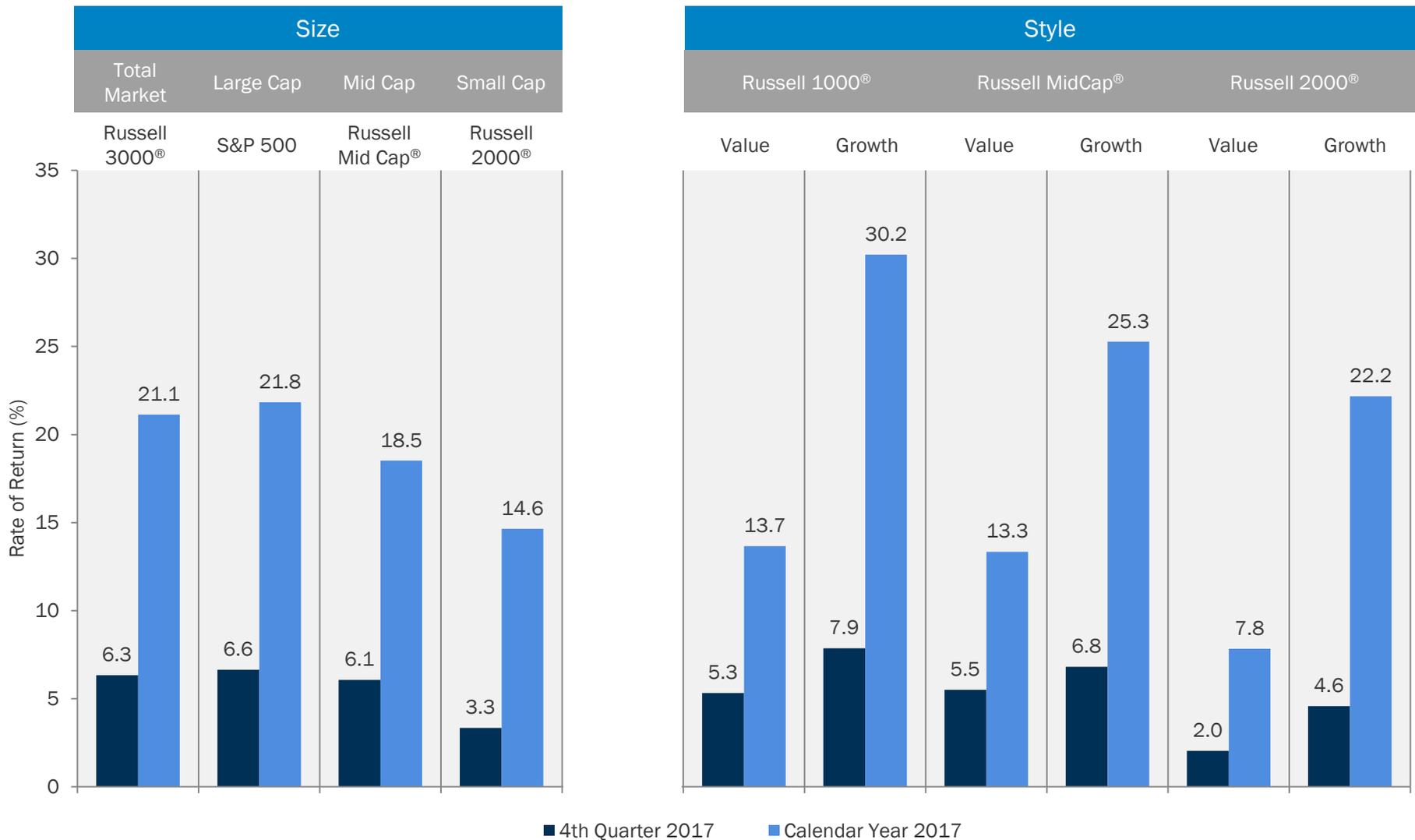
Source: Factset, Bloomberg Finance, LP, As of 1/2/2018

Market Overview



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, Russell, MSCI, HFRI, Bloomberg Finance, LP

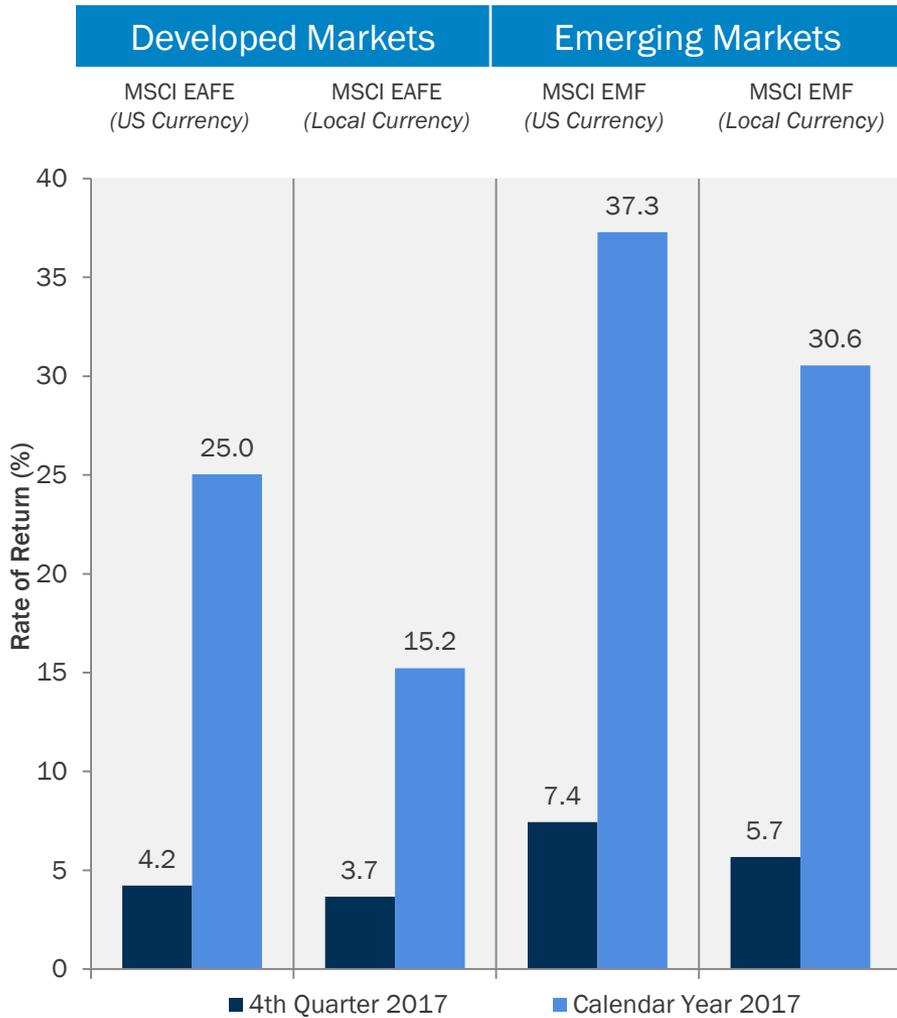
U.S. Equity Market Performance



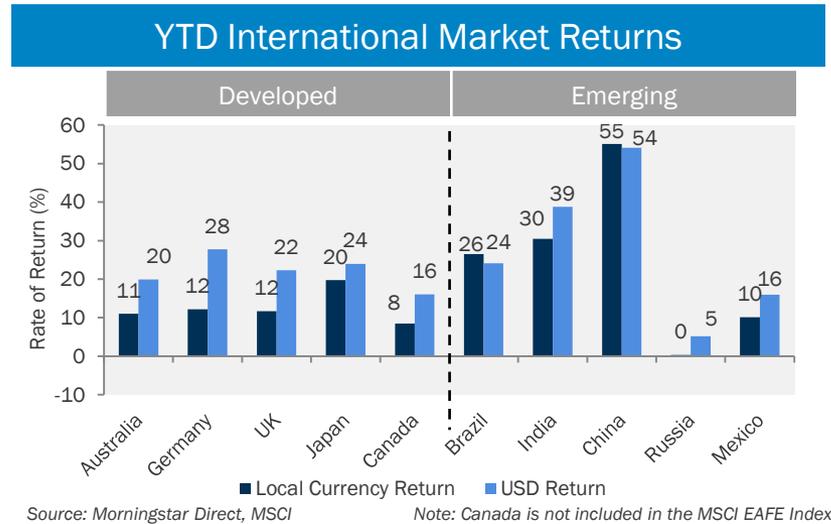
Source: Morningstar Direct, Russell, S&P Dow Jones Indices LLC, a division of S&P Global

Note: Russell Style Indices shown; Russell 3000®, Russell Mid Cap®, Russell 2000®.

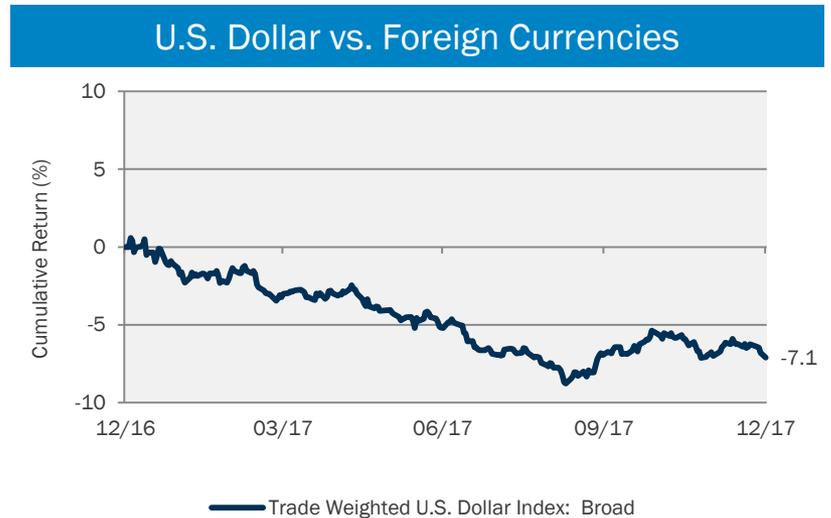
Non-U.S. Equity Market



Source: Morningstar Direct, MSCI



Source: Morningstar Direct, MSCI Note: Canada is not included in the MSCI EAFE Index



Source: Federal Reserve Board; US trade-weighted index, As of 12/29/2017

This presentation is accompanied by additional disclosures which can be found on the last pages. All information herein is confidential and proprietary.

Fixed Income Markets

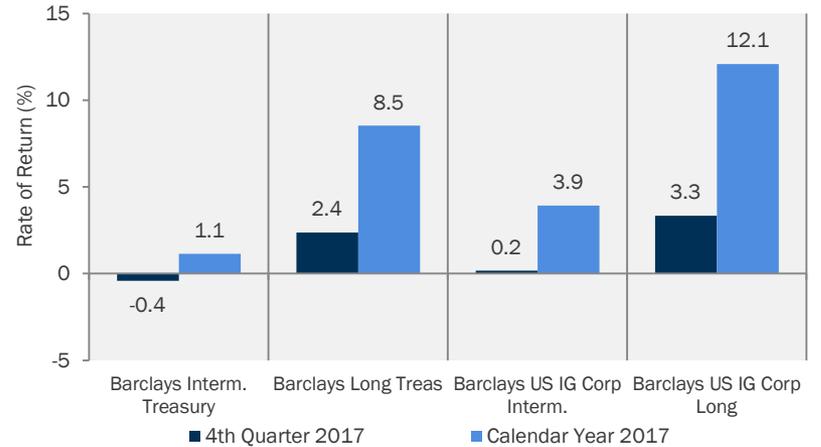
Bond Market Returns

Returns by Sector



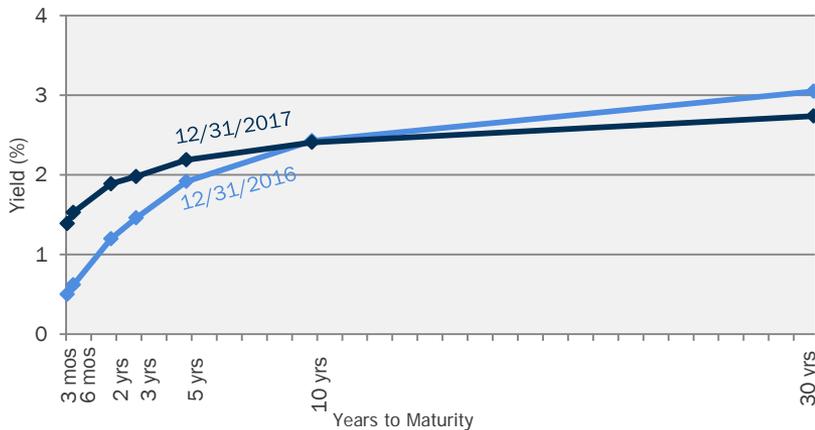
Source: Bloomberg Finance, LP

Returns by Duration



Source: Bloomberg Finance, LP

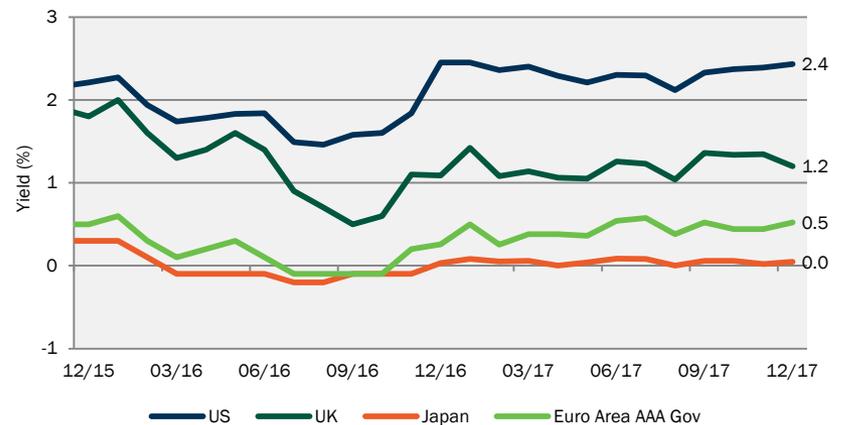
U.S. Treasury Yield Curve



Source: Barclays



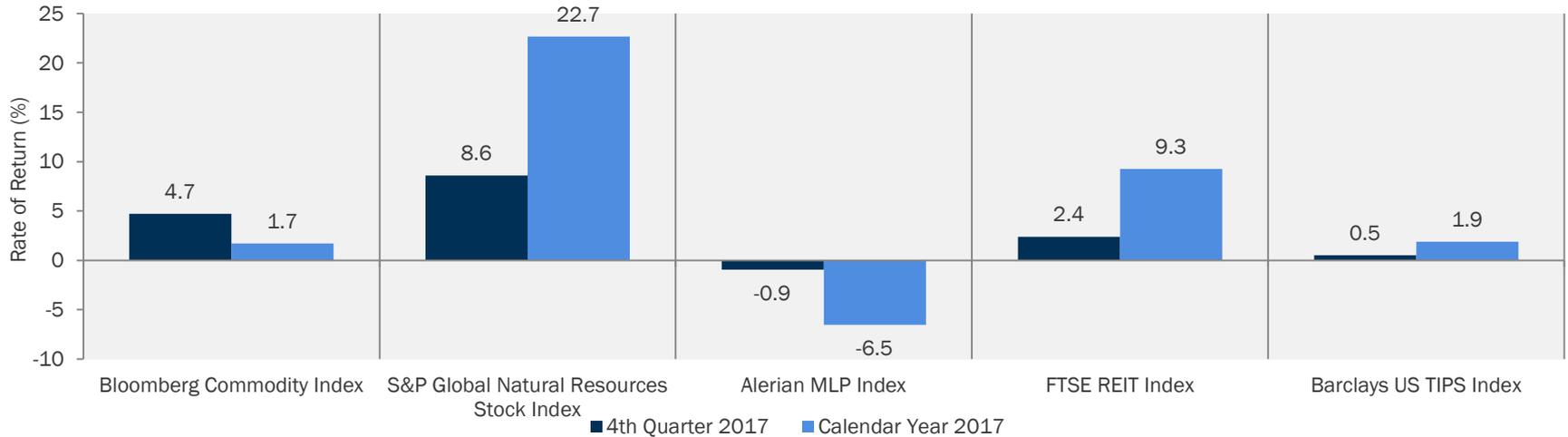
Global Ten Year Government Spot Yields



Source: Factset Economics

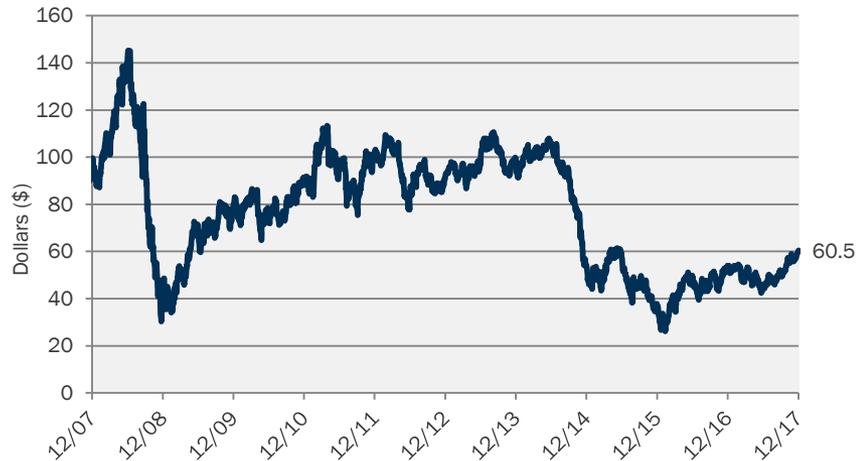
Real Assets

Asset Class Performance



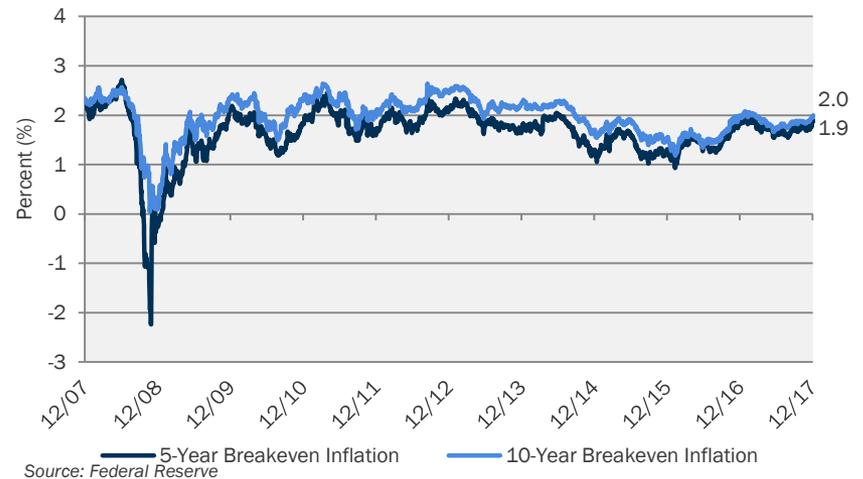
Source: Morningstar Direct, Bloomberg Finance, LP, S&P, Barclays, S&P Dow Jones Indices LLC, a division of S&P Global, Alerian, FTSE

WTI Crude Oil Prices



Source: FactSet Economics

United States Breakeven Inflation



Source: Federal Reserve

World Markets Heat Map

	Calendar Year Returns									
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017
U.S. Equity										
S&P 100 Index	-35.3%	22.3%	12.5%	3.2%	16.1%	30.4%	12.7%	2.6%	11.4%	22.0%
S&P 500 Index	-37.0%	26.5%	15.1%	2.1%	16.0%	32.4%	13.7%	1.4%	12.0%	21.8%
Russell 1000 Value Index	-36.9%	19.7%	15.5%	0.4%	17.5%	32.5%	13.5%	-3.8%	17.3%	13.7%
Russell 1000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell 2000 Index	-33.8%	27.2%	26.8%	-4.2%	16.4%	38.8%	4.9%	-4.4%	21.3%	14.6%
Russell 2000 Value Index	-28.9%	20.5%	24.5%	-5.5%	18.1%	34.5%	4.2%	-7.5%	31.7%	7.8%
Russell 2000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell Micro Cap Index	-39.8%	27.5%	28.9%	-9.3%	19.7%	45.6%	3.6%	-5.2%	20.4%	13.2%
Non U.S. Equity										
MSCI ACWI ex U.S. Index	-45.5%	41.5%	11.2%	-13.7%	16.8%	15.3%	-3.9%	-5.7%	4.5%	27.2%
MSCI EAFE Index	-43.4%	31.8%	7.7%	-12.1%	17.3%	22.8%	-4.9%	-0.8%	1.0%	25.0%
MSCI EAFE Small Cap Index	-47.0%	46.8%	22.0%	-15.9%	20.0%	29.3%	-4.9%	9.6%	2.2%	33.0%
MSCI Emerging Markets Index	-53.3%	78.5%	18.9%	-18.4%	18.2%	-2.6%	-2.2%	-14.9%	11.2%	37.3%
MSCI Emerging Mkts. Small Cap Index	-58.2%	113.8%	27.2%	-27.2%	22.2%	1.0%	1.0%	-6.8%	2.3%	33.8%
MSCI Frontier Markets Index	-54.1%	11.6%	23.8%	-18.7%	8.9%	25.9%	6.8%	-14.5%	2.7%	31.9%
Global										
MSCI ACWI Index	-42.2%	34.6%	12.7%	-7.4%	16.1%	22.8%	4.2%	-2.4%	7.9%	24.0%
Fixed Income										
Barclays US Aggregate Index	5.2%	5.9%	6.5%	7.8%	4.2%	-2.0%	6.0%	0.5%	2.6%	3.5%
Barclays US Inv. Grade. Corp. Index	-4.9%	18.7%	9.0%	8.1%	9.8%	-1.5%	7.4%	-0.7%	6.1%	6.4%
Barclays High Yield Index	-26.2%	58.2%	15.1%	5.0%	15.8%	7.4%	2.5%	-4.5%	17.1%	7.5%
Barclays US Corp Long AA+ Index	8.2%	4.9%	10.1%	19.1%	10.1%	-7.8%	18.7%	-1.1%	6.9%	10.8%
Barclays US Treasury Long Index	24.0%	-12.9%	9.4%	29.9%	3.6%	-12.7%	25.1%	-1.2%	1.3%	8.5%
Barclays U.S. Municipal Bond Index	-2.5%	12.9%	2.4%	10.7%	6.8%	-2.6%	9.1%	3.3%	0.2%	5.4%
Barclays Global Agg. ex. U.S. Index	4.4%	7.5%	4.9%	4.4%	4.1%	-3.1%	-3.1%	-6.0%	1.5%	10.5%
Barclays EM Debt (Local) Gov't Index	--	17.1%	12.5%	0.3%	13.9%	-4.3%	-1.9%	-10.4%	5.9%	14.3%
Alternatives										
Bloomberg Commodity Index	-35.6%	18.9%	16.8%	-13.3%	-1.1%	-9.5%	-17.0%	-24.7%	11.8%	1.7%
Bloomberg Commodity - Gold	3.9%	22.9%	28.7%	9.6%	6.1%	-28.7%	-1.7%	-10.9%	7.7%	12.8%
Bloomberg Commodity - WTI Crude Oil	-53.2%	4.4%	3.8%	-3.6%	-11.8%	6.8%	-41.7%	-44.3%	7.1%	5.1%
Bloomberg Commodity - Agriculture	-27.5%	13.7%	38.5%	-14.4%	4.0%	-14.3%	-9.2%	-15.6%	2.1%	-11.0%
HFRI FOF Composite Index	-21.4%	11.5%	5.7%	-5.7%	4.8%	9.0%	3.4%	-0.3%	0.5%	6.8%
HFRI Equity Hedge Index	-26.6%	24.6%	10.5%	-8.4%	7.4%	14.3%	1.8%	-1.0%	5.5%	13.2%
Alerian MLP Index	-36.9%	76.4%	35.9%	13.9%	4.8%	27.6%	4.8%	-32.6%	18.3%	-6.5%
FTSE REIT Index	-37.3%	27.4%	27.6%	7.3%	20.1%	3.2%	27.1%	2.3%	9.3%	9.3%

Source: Morningstar Direct, Bloomberg Finance, LP, Russell, S&P Dow Jones Indices LLC, a division of S&P, FTSE, Alerian, HFRI Factset; As of 12/31/2017

	Annualized Returns					TTM P/E	Div. Yield
	YTD	1-Yr	3-Yr	5-Yr	10-Yr		
U.S. Equity							
S&P 100 Index	22.0%	22.0%	11.7%	15.4%	8.1%	22.7x	2.1%
S&P 500 Index	21.8%	21.8%	11.4%	15.8%	8.5%	22.9x	1.9%
Russell 1000 Value Index	13.7%	13.7%	8.7%	14.0%	7.1%	19.6x	2.4%
Russell 1000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%	26.5x	1.3%
Russell 2000 Index	14.6%	14.6%	10.0%	14.1%	8.7%	22.4x	1.4%
Russell 2000 Value Index	7.8%	7.8%	9.5%	13.0%	8.2%	19.9x	2.1%
Russell 2000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%	25.6x	0.7%
Russell Micro Cap Index	13.2%	13.2%	8.9%	14.3%	7.7%	19.0x	1.2%
Non U.S. Equity							
MSCI ACWI ex U.S. Index	27.2%	27.2%	7.8%	6.8%	1.8%	16.7x	3.0%
MSCI EAFE Index	25.0%	25.0%	7.8%	7.9%	1.9%	17.6x	3.2%
MSCI EAFE Small Cap Index	33.0%	33.0%	14.2%	12.9%	5.8%	16.5x	2.4%
MSCI Emerging Markets Index	37.3%	37.3%	9.1%	4.3%	1.7%	14.7x	2.4%
MSCI Emerging Mkts. Small Cap Index	33.8%	33.8%	8.4%	5.4%	2.8%	15.0x	2.6%
MSCI Frontier Markets Index	31.9%	31.9%	5.0%	9.3%	-1.4%	6.5x	3.1%
Global							
MSCI ACWI Index	24.0%	24.0%	9.3%	10.8%	4.6%	19.4x	2.4%
Fixed Income							
Barclays US Aggregate Index	3.5%	3.5%	2.2%	2.1%	4.0%	6.0	2.7%
Barclays US Inv. Grade. Corp. Index	6.4%	6.4%	3.9%	3.5%	5.6%	7.6	3.3%
Barclays High Yield Index	7.5%	7.5%	6.4%	5.8%	8.0%	3.9	5.7%
Barclays US Corp Long AA+ Index	10.8%	10.8%	5.4%	5.1%	7.7%	14.6	3.5%
Barclays US Treasury Long Index	8.5%	8.5%	2.8%	3.5%	6.6%	17.6	2.7%
Barclays U.S. Municipal Bond Index	5.4%	5.4%	3.0%	3.0%	4.5%	5.8	2.4%
Barclays Global Agg. ex. U.S. Index	10.5%	10.5%	1.8%	-0.2%	2.4%	7.8	0.8%
Barclays EM Debt (Local) Gov't Index	14.3%	14.3%	2.7%	0.3%	--	5.9	4.1%
Alternatives							
Bloomberg Commodity Index	1.7%	1.7%	-5.0%	-8.5%	-6.8%	--	--
Bloomberg Commodity - Gold	12.8%	12.8%	2.7%	-5.4%	3.8%	--	--
Bloomberg Commodity - WTI Crude Oil	5.1%	5.1%	-14.4%	-17.2%	-16.3%	--	--
Bloomberg Commodity - Agriculture	-11.0%	-11.0%	-8.5%	-9.8%	-4.9%	--	--
HFRI FOF Composite Index	6.8%	6.8%	2.3%	3.8%	1.0%	--	--
HFRI Equity Hedge Index	13.2%	13.2%	5.7%	6.6%	3.2%	--	--
Alerian MLP Index	-6.5%	-6.5%	-9.3%	-0.1%	6.0%	--	--
FTSE REIT Index	9.3%	9.3%	6.9%	9.9%	7.7%	--	--

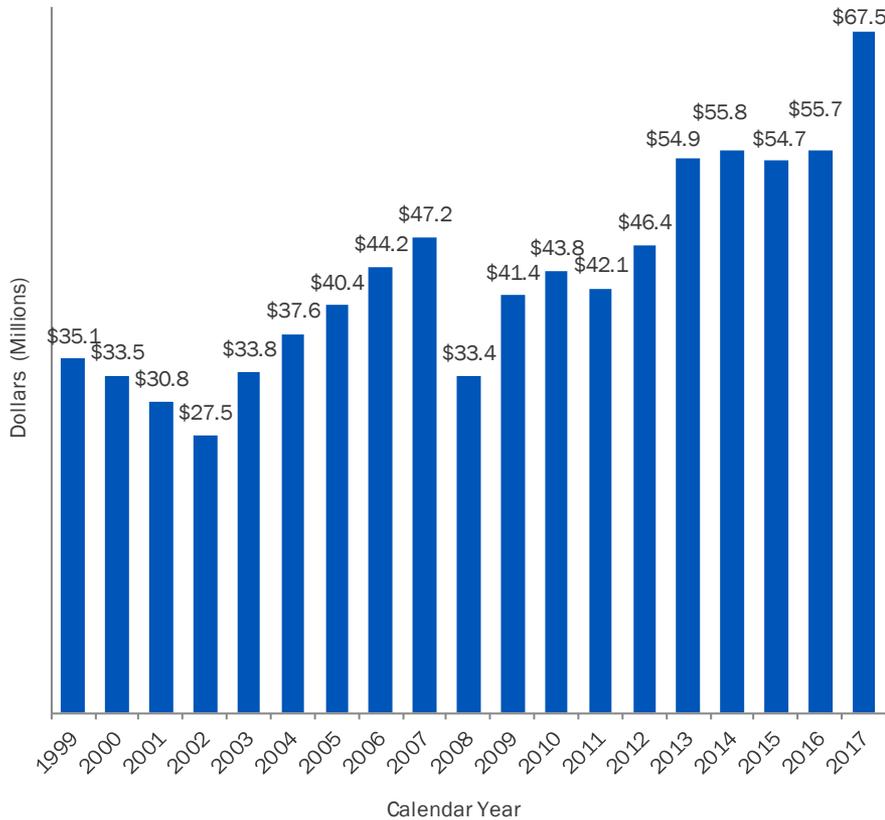
Source: Morningstar Direct, Bloomberg Finance, LP, Russell, S&P Dow Jones Indices LLC, a division of S&P, FTSE, Alerian, HFRI Factset; As of 12/31/2017

Pension Plan Portfolio Review

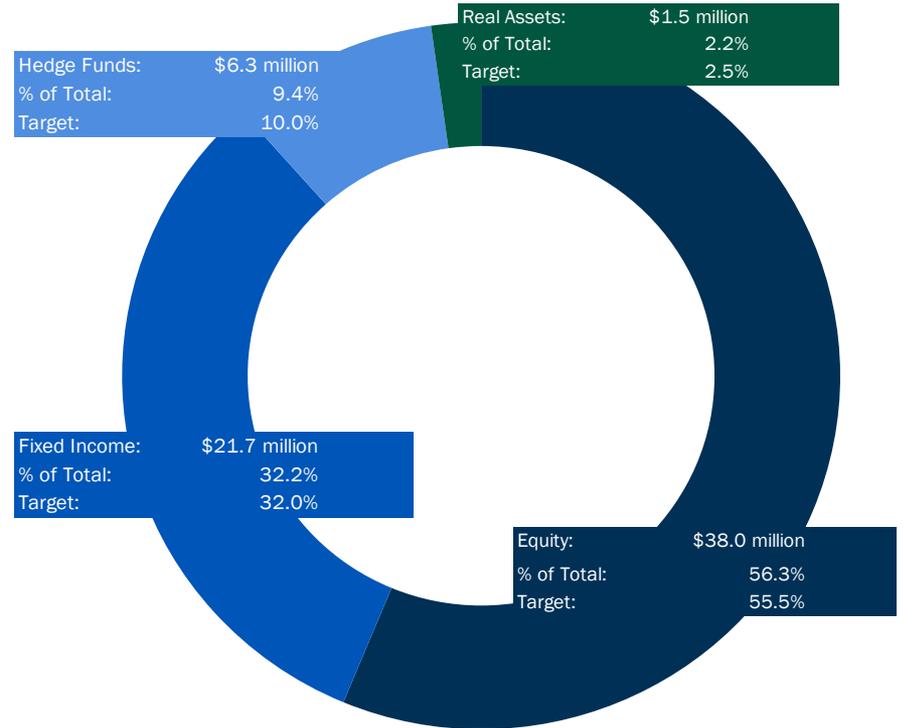
Bi-State Development Agency Pension Plan for Salaried Employees

As of December 31, 2017

Growth of Assets



Asset Allocation



Total Assets: \$67.5 million

Cash Flow Activity (\$, millions)

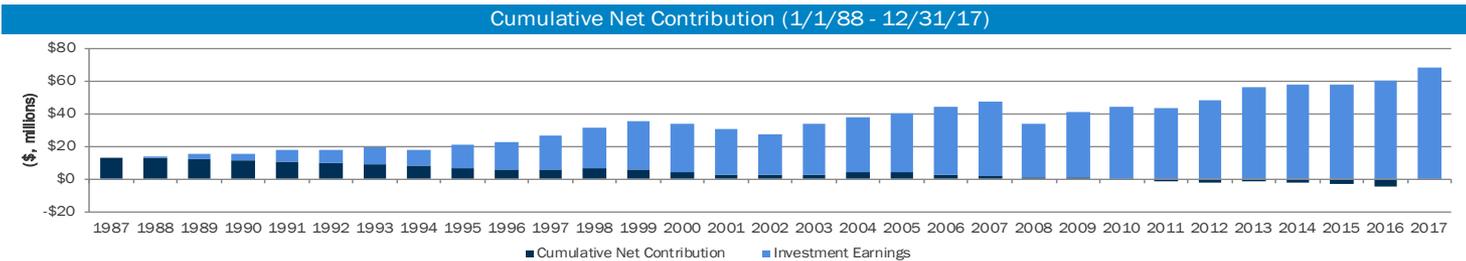
4th Quarter 2017 Activity (\$, millions)

Beginning Value: (10/1/17)	\$65.4
Contributions:	\$1.1
Withdrawals:	(\$1.2)
Investment Earnings:	<u>\$2.1</u>
Ending Value: (12/31/17)	\$67.5

Year to Date Activity (\$, millions)

Beginning Value: (1/1/17)	\$55.7
Contributions:	\$8.2
Withdrawals:	(\$4.7)
Investment Earnings:	<u>\$8.3</u>
Ending Value: (12/31/17)	\$67.5

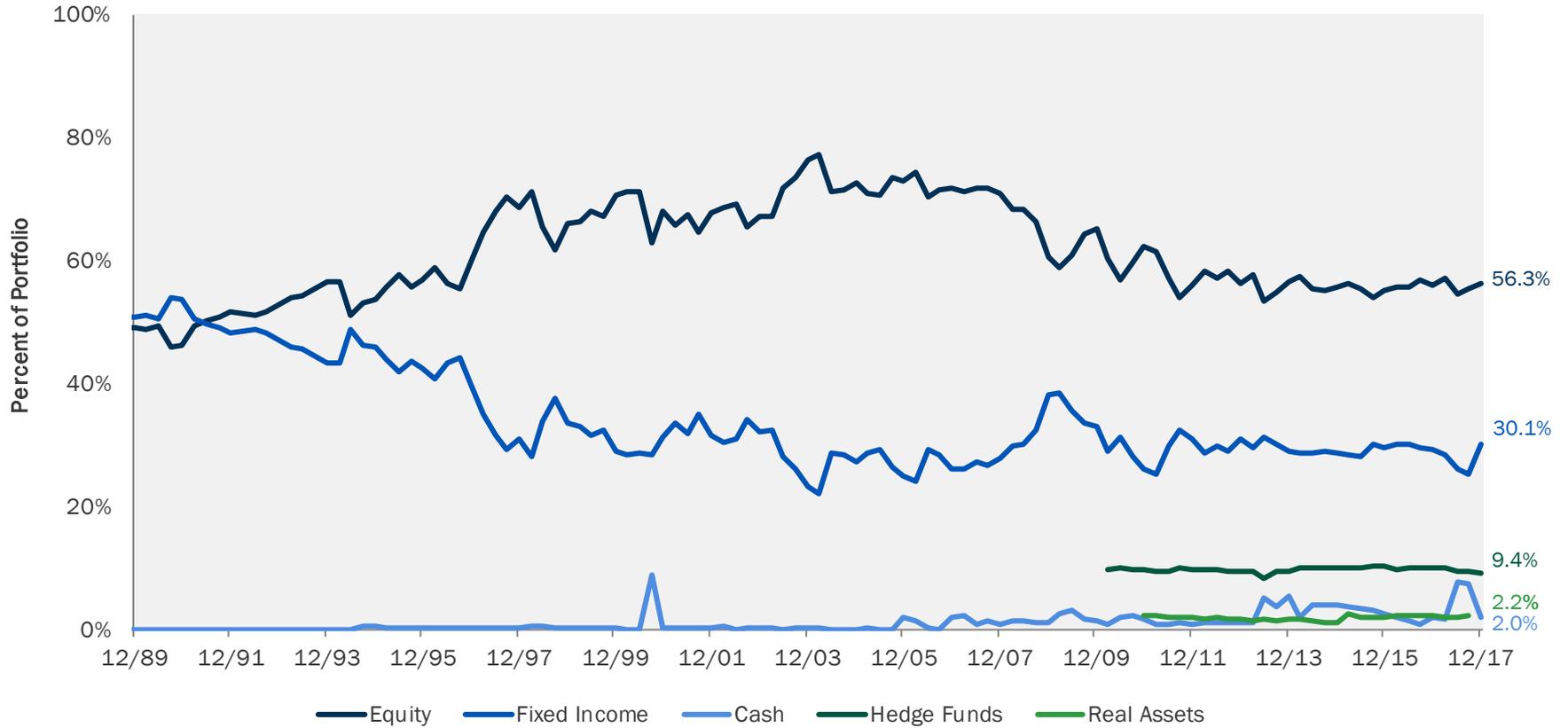
Cumulative Net Contribution



Date	Gross Annual Contributions	Annual Benefit Payout	Administrative Expenses	Investment Manager/Trustee Fees	Cumulative Net Contributions	Market Value
1990	\$324,213	(\$687,710)	(\$29,471)	(\$20,554)	\$11,773,134	\$15,554,108
1991	\$0	(\$720,225)	(\$44,878)	(\$21,047)	\$10,986,984	\$17,755,455
1992	\$0	(\$754,064)	(\$52,007)	(\$20,188)	\$10,160,725	\$17,978,573
1993	\$0	(\$879,720)	(\$65,631)	(\$15,956)	\$9,199,418	\$19,186,820
1994	\$0	(\$1,079,871)	(\$46,503)	(\$11,199)	\$8,061,845	\$17,910,124
1995	\$0	(\$1,057,901)	(\$62,504)	(\$8,195)	\$6,933,245	\$20,891,920
1996	\$0	(\$1,016,598)	(\$52,482)	(\$8,292)	\$5,855,873	\$22,519,224
1997	\$1,120,835	(\$1,057,077)	(\$69,050)	(\$10,228)	\$5,840,352	\$27,017,887
1998	\$1,637,043	(\$1,083,921)	(\$40,981)	(\$10,748)	\$6,341,745	\$31,794,159
1999	\$570,990	(\$1,321,114)	(\$51,384)	(\$11,141)	\$5,529,096	\$35,067,175
2000	\$0	(\$1,416,294)	(\$82,101)	(\$8,621)	\$4,022,080	\$33,536,818
2001	\$0	(\$1,568,522)	(\$84,608)	(\$9,120)	\$2,359,830	\$30,754,383
2002	\$1,954,273	(\$1,702,309)	(\$82,717)	(\$35,000)	\$2,494,077	\$27,540,094
2003	\$2,455,949	(\$1,820,593)	(\$72,799)	(\$43,750)	\$3,012,883	\$33,834,408
2004	\$3,047,580	(\$1,945,517)	(\$77,885)	(\$52,500)	\$3,984,560	\$37,564,406
2005	\$2,262,978	(\$2,148,209)	(\$74,974)	(\$39,651)	\$3,984,704	\$40,394,710
2006	\$1,264,827	(\$2,405,995)	(\$124,105)	(\$56,891)	\$2,657,609	\$44,160,741
2007	\$1,767,645	(\$2,557,973)	(\$49,995)	(\$57,679)	\$1,759,607	\$47,201,766
2008	\$2,506,163	(\$2,605,321)	(\$112,896)	(\$92,235)	\$1,455,318	\$33,434,895
2009	\$2,711,299	(\$3,078,219)	(\$82,034)	(\$34,287)	\$972,078	\$41,361,914
2010	\$2,385,034	(\$3,779,604)	(\$122,342)	(\$53,985)	(\$598,819)	\$43,761,278
2011	\$2,451,120	(\$3,181,470)	(\$141,850)	(\$60,305)	(\$1,531,324)	\$42,085,042
2012	\$3,370,764	(\$3,534,775)	(\$131,804)	(\$7,500)	(\$1,834,639)	\$46,360,323
2013	\$4,457,696	(\$3,617,356)	(\$83,236)	\$0	(\$1,077,535)	\$54,852,581
2014	\$5,226,227	(\$5,982,312)	(\$289,585)	(\$54,258)	(\$2,177,463)	\$55,771,713
2015	\$3,673,091	(\$4,173,495)	(\$253,673)	(\$49,598)	(\$2,981,138)	\$54,723,406
2016	\$3,249,237	(\$4,325,540)	(\$196,884)	(\$59,581)	(\$4,313,906)	\$55,741,926
2017	\$8,165,275	(\$4,489,373)	(\$56,307)	(\$139,449)	(\$833,760)	\$67,522,683
Cumulative Totals	\$54,602,238	(\$63,991,078)	(\$2,634,687)	(\$991,957)		

Total Portfolio Asset Allocation

Total Portfolio Allocation



Total Portfolio Manager Allocation

As of December 31, 2017

	Value	Core	Growth	
U.S. Large Cap	Dodge & Cox: \$6.9 million % of Equity: 18%	Vanguard: \$6.5 million % of Equity: 17%	T. Rowe Price: \$6.4 million % of Equity: 17%	= \$19.8 million % of Equity: 52% Target: 52%
U.S. Mid/ Small Cap	Vaughan Nelson: \$2.8 million % of Equity: 8%	William Blair: \$3.7 million % of Equity: 9%		= \$6.5 million % of Equity: 17% Target: 16%
Non-U.S. Large Cap	Brandes: \$4.2 million % of Equity: 10%	EuroPacific: \$5.6 million % of Equity: 14%		= \$11.7 million % of Equity: 31% Target: 32%
Non-U.S. Small Cap	Templeton: \$1.9 million % of Equity: 5%			
				= \$38.0 million 100% of Equity
Real Assets	Credit Suisse: \$0.7 million % of Real Assets: 48%	Jennison: \$0.8 million % of Real Assets: 52%		= \$1.5 million 100% of Real Assets
Fixed Income	Short/Intermediate MetWest: \$20.3 million % of Fixed Income: 94%	Cash Equivalents BNY Mellon STIF: \$1.4 million % of Fixed Income: 6%		= \$21.7 million 100% of Fixed Income
Hedge Funds	Forester: \$3.0 million % of Hedge Funds: 48%	Wellington: \$3.3 million % of Hedge Funds: 52%		= \$6.3 million 100% of Hedge Funds
				= \$67.5 million 100% of Total Portfolio

Fund Segment Market Benchmark Definitions

Target Allocations (%)

<u>Market Benchmark</u>	<u>Total Fund</u>	<u>Equity Segment</u>	<u>Real Asset Segment</u>	<u>Hedge Fund Segment</u>	<u>Fixed Income Segment</u>
Wilshire 5000 Index	37.5%	68%	0%	0%	0%
MSCI EAFE Index	18%	32%	0%	0%	0%
Bloomberg Commodity Index	2.5%	0%	100%	0%	0%
HFRI Strategic Fund-of-Funds Benchmark	10%	0%	0%	100%	0%
Merrill Lynch 1-3 Year Treasury Index	<u>32%</u>	<u>0%</u>	<u>0%</u>	<u>0%</u>	<u>100%</u>
	100%	100%	100%	100%	100%

Note: Prior to 3/31/09, the Total Fund Benchmark was 49% Wilshire 5000, 21% MSCI EAFE and 30% Merrill Lynch 1-3 Year Treasury Indexes

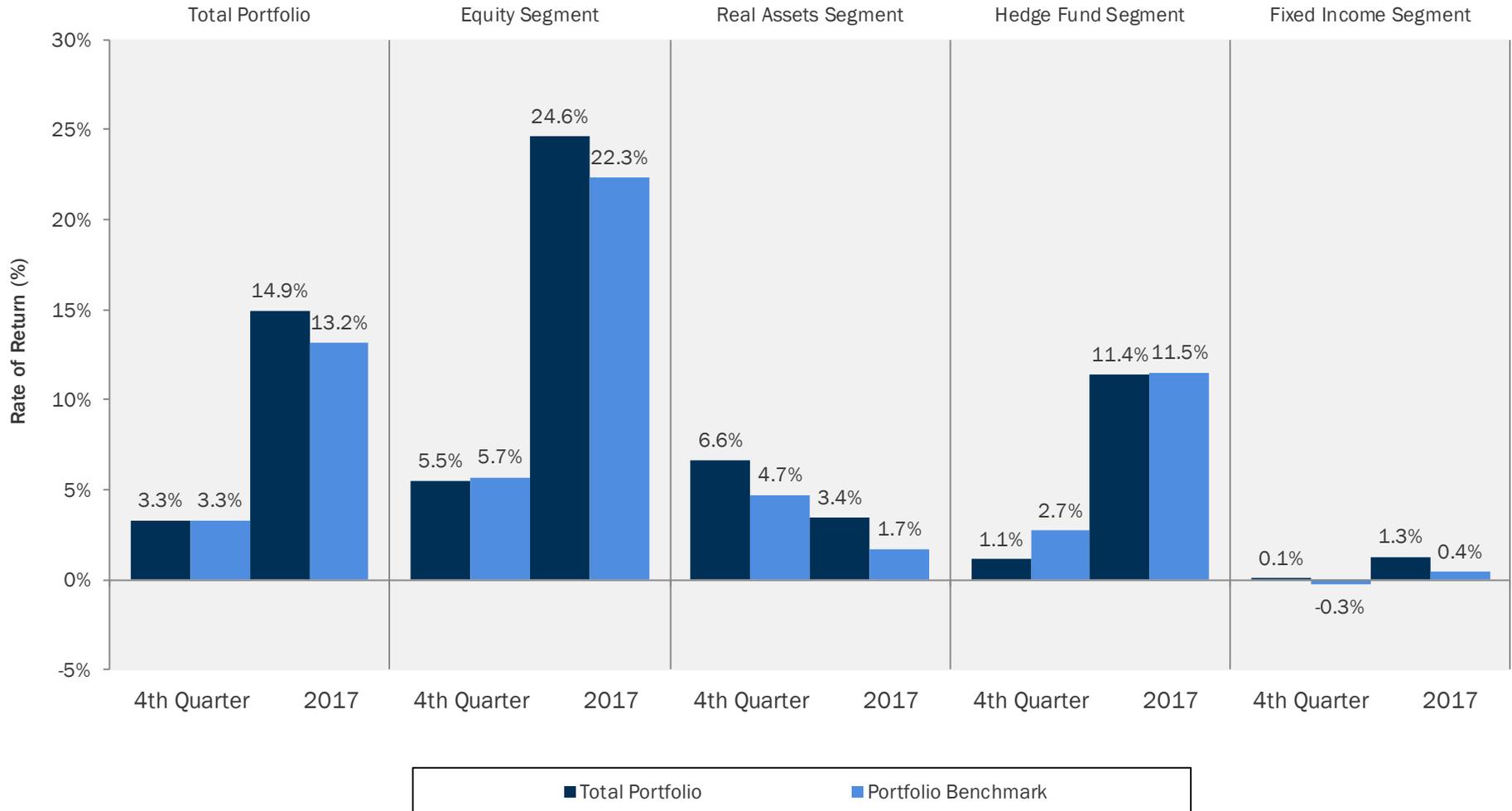
From 4/1/09 through 2/28/10, the Total Fund Benchmark was 46%, Wilshire 5000, 19% MSCI EAFE, and 35% Merrill Lynch 1-3 Year Treasury Indexes

From 2/28/10 through 2/28/11, the Total Fund Benchmark was 42% Wilshire 5000, 16% MSCI EAFE, 10% HFRI Strategic Hedge, and 32% Merrill Lynch 1-3 Year Treasury Indexes

From 2/28/11-present, the Total Fund Benchmark is 37.5% Wilshire 5000, 18% MSCI EAFE, 10% HFRI Strategic Hedge, 32% Merrill Lynch 1-3 Year Treasury, and 2.5% Bloomberg Commodity Indexes

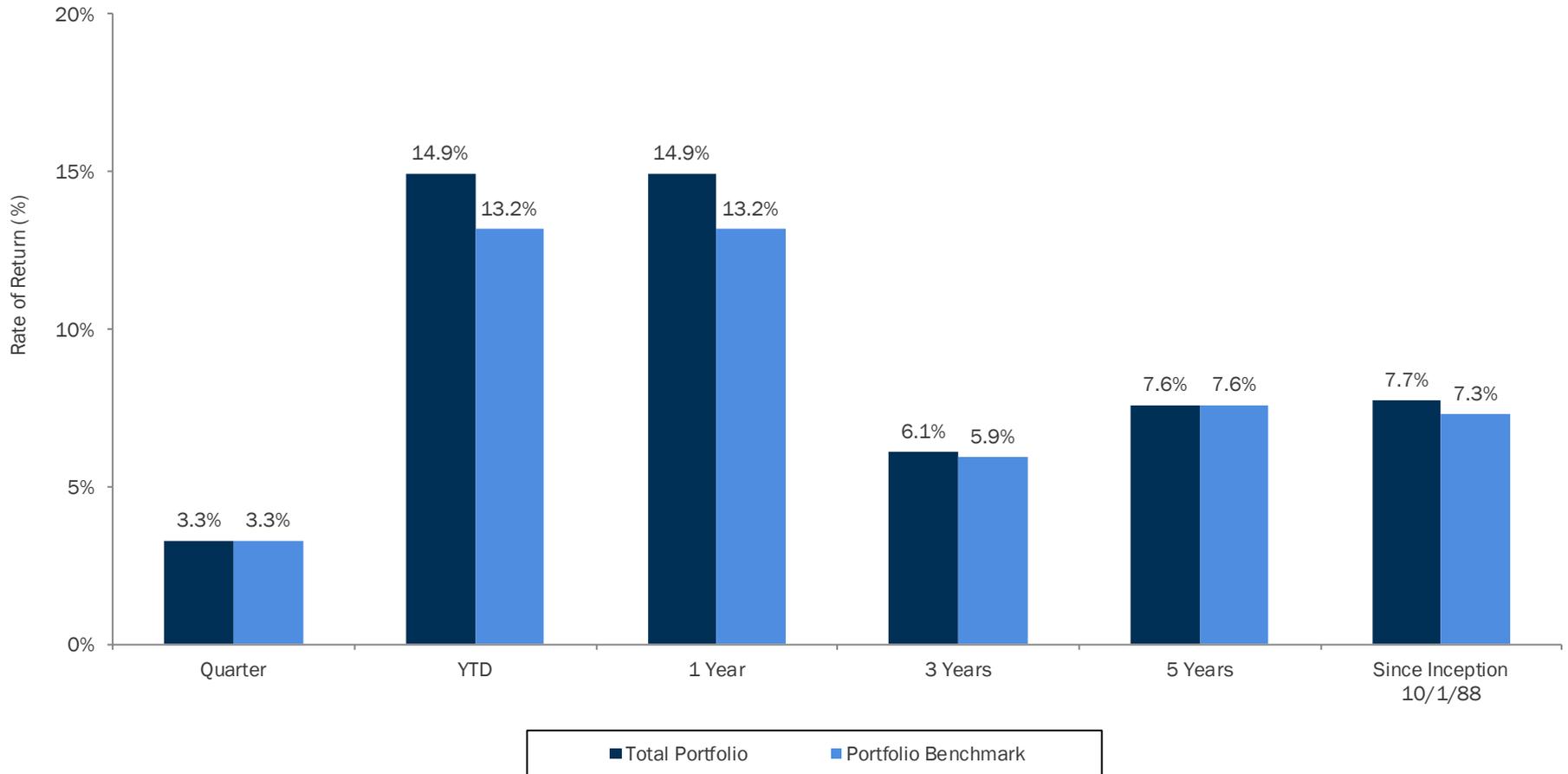
Bi-State Development Agency Pension Plan for Salaried Employees

Asset Class Performance as of December 31, 2017



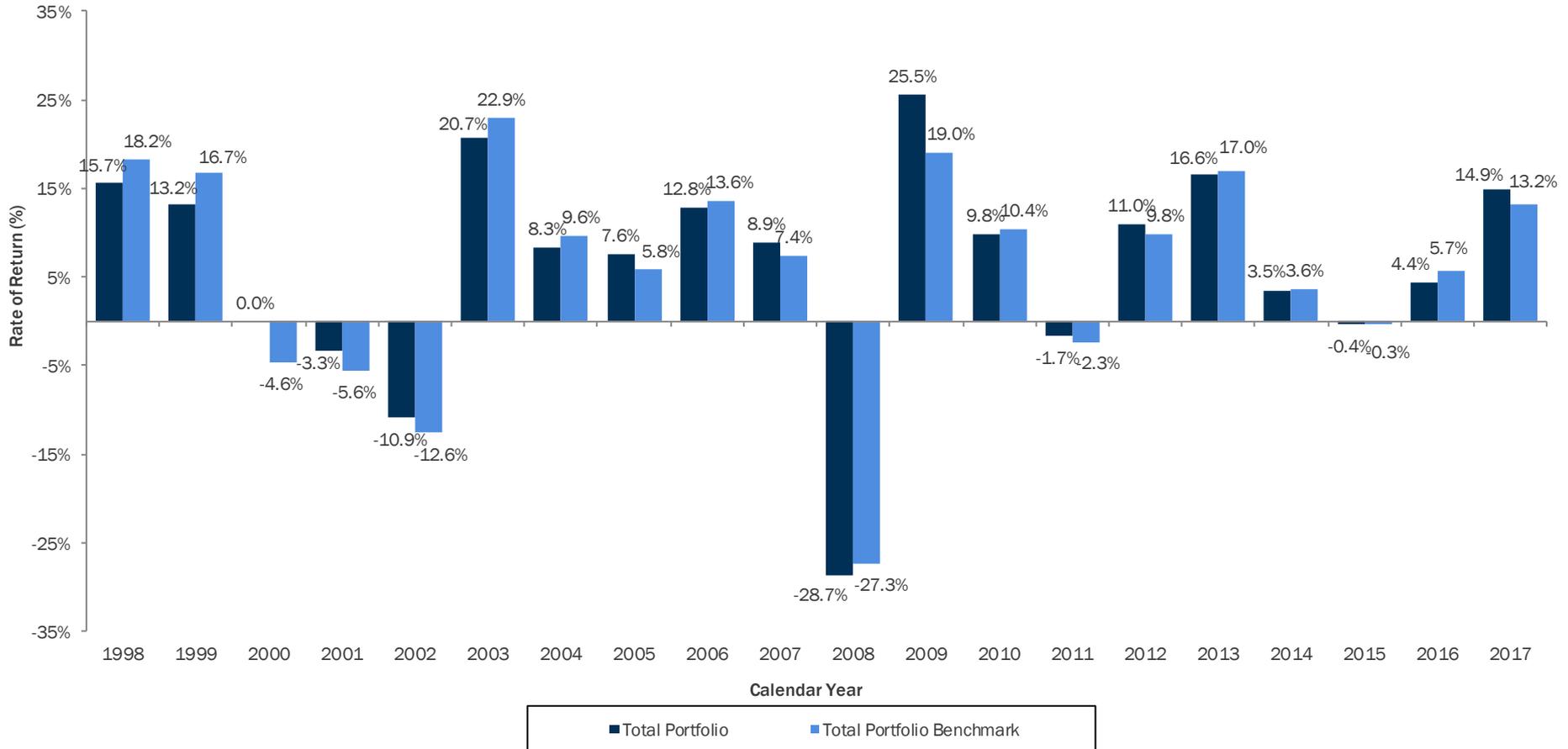
Bi-State Development Agency Plan for Salaried Employees

Total Portfolio Performance as of December 31, 2017



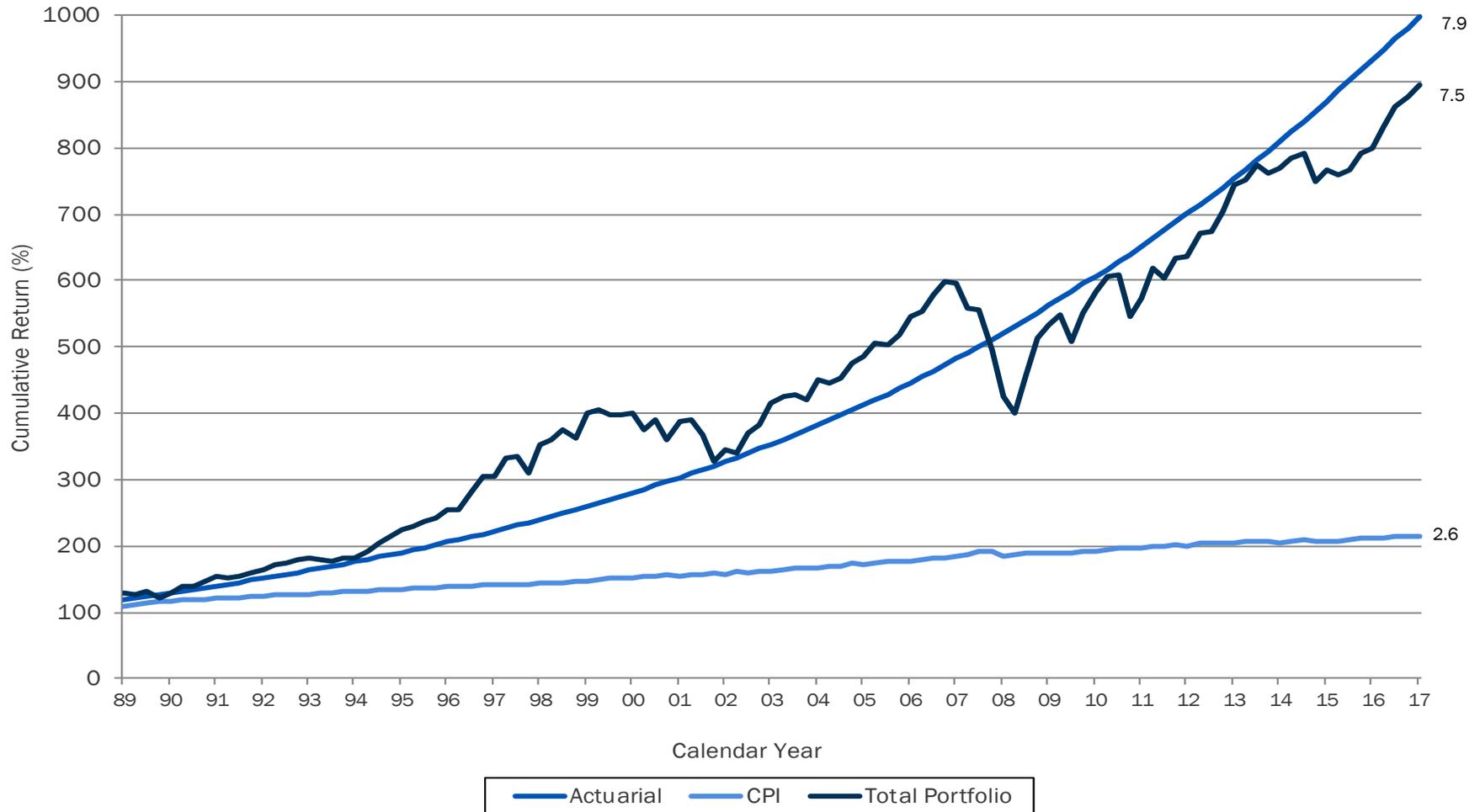
Bi-State Development Agency Plan for Salaried Employees

Calendar Year Performance



Performance Summary

Total Portfolio vs. Inflation – 30 Years (1987 – December 31, 2017)



Manager Performance Summary

Periods Ended December 31, 2017

	Quarter	YTD	Five Years	Ten Years	Since Inception	Inception Date
U.S. Equity						
Dodge & Cox Stock Fund	5.7	18.3	16.3	7.7	9.5	10/10/2000
Russell 1000 Value Index	5.3	13.7	14.0	7.1	7.6	
Vanguard 500 Index	6.6	21.8	15.8	8.5	14.8	3/15/2017
S&P 500 Index	6.6	21.8	15.8	8.5	14.8	
T. Rowe Price Blue Chip Growth	7.0	36.7	18.9	10.5	23.7	3/16/2017
Russell 1000 Growth Index	7.9	30.2	17.3	10.0	19.4	
Vaughan Nelson Value Opportunity	5.0	13.2	12.8	-	6.6	2/18/2014
Russell 2000 Value Index	2.0	7.8	13.0	8.2	8.8	
William Blair SMID Growth	5.6	28.9	17.3	10.7	11.7	1/11/2008
Russell 2000 Growth Index	4.6	22.2	15.2	9.2	10.2	
Non-U.S. Equity						
Brandes International Equity	1.8	15.1	8.1	1.3	7.0	5/19/2009
MSCI EAFE Index	4.2	25.0	7.9	1.9	8.5	
EuroPacific Growth Fund	4.2	30.7	8.8	3.6	8.2	11/2/2001
MSCI EAFE Index	4.2	25.0	7.9	1.9	6.6	
Templeton Foreign Small Cos.	5.4	34.2	9.9	6.4	8.2	2/28/2011
MSCI EAFE Small Cap Index	6.1	33.0	12.9	5.8	8.9	

Notes: Illustrative performance shown prior to manager inception: Returns less than one year are not annualized.

Manager Performance Summary

Periods Ended December 31, 2017

	Quarter	YTD	Five Years	Ten Years	Since Inception	Inception Date
Real Assets						
Credit Suisse Commodity Return Strategy	4.4	1.7	-8.5	-6.7	-8.7	2/28/2011
Jennison Natural Resources	8.9	5.3	-2.4	-2.9	-5.7	2/28/2011
Bloomberg Commodities Index	4.7	1.7	-8.5	-6.8	-8.6	
Hedge Funds						
Wellington Archipelego	0.5	13.0	7.3	5.0	6.6	3/1/2010
HFRI Strategic Index	2.7	11.5	4.8	1.1	3.7	
Forester Offshore	1.7	9.6	5.7	4.0	4.8	6/30/2013
HFRI Strategic Index	2.7	11.5	4.8	1.1	4.6	
Fixed Income						
MetWest Low Duration Bond Fund	0.0	1.3	1.4	2.4	1.0	12/2/2014
Merrill U.S. Treasuries (1-3 Y)	-0.3	0.4	0.6	1.4	0.6	

Notes: Illustrative performance shown prior to manager inception: Returns less than one year are not annualized.

Manager Performance Review

Dodge & Cox Stock

As of 12/31/2017

Portfolio Statistics

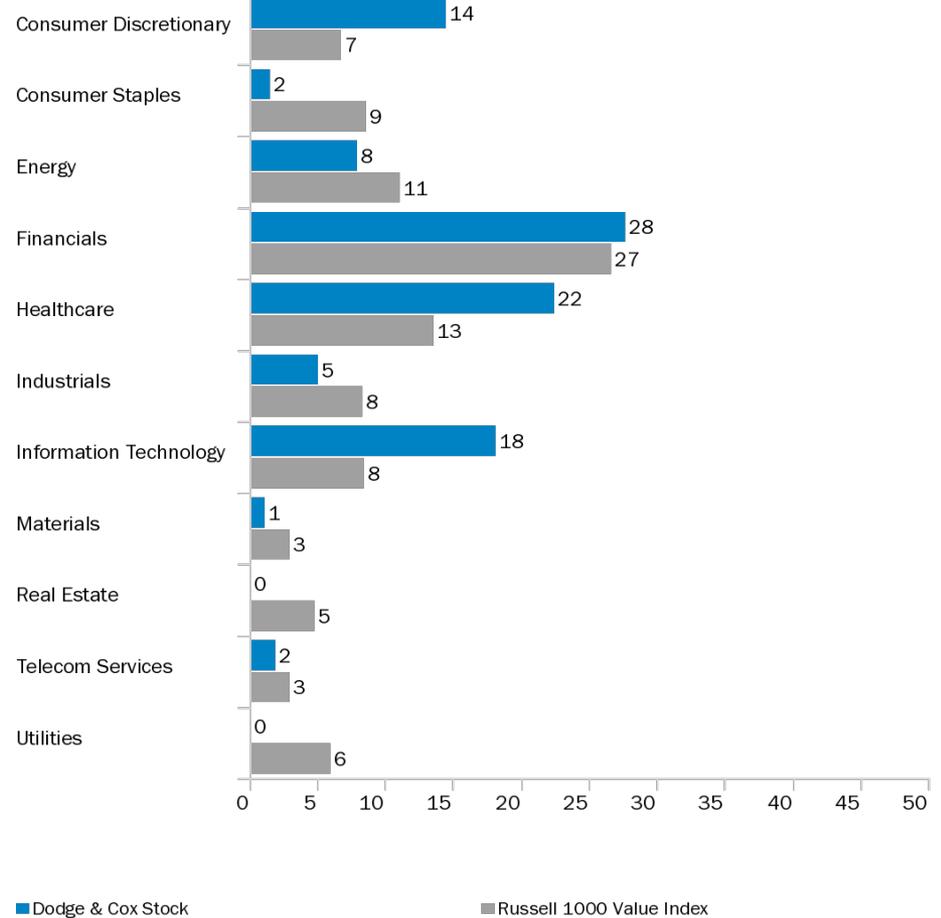
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	140.9	126.4
P/E Ratio	21.2	19.8
P/B Ratio	2.2	2.0
Dividend Yield (%)	1.6	2.3

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Bank of America Corporation	Financials	3.8	35.3
Charles Schwab Corp	Financials	3.5	31.0
Wells Fargo & Co	Financials	3.5	12.9
Capital One Financial Corp	Financials	3.3	16.0
Charter Communications Inc A	Consumer Discretionary	3.1	16.7
Sanofi SA ADR	Health Care	3.0	10.4
Goldman Sachs Group Inc	Financials	2.9	7.6
Novartis AG ADR	Health Care	2.7	19.0
Alphabet Inc C	Information Technology	2.7	35.6
Microsoft Corp	Information Technology	2.7	40.2

Sector Allocation (%)



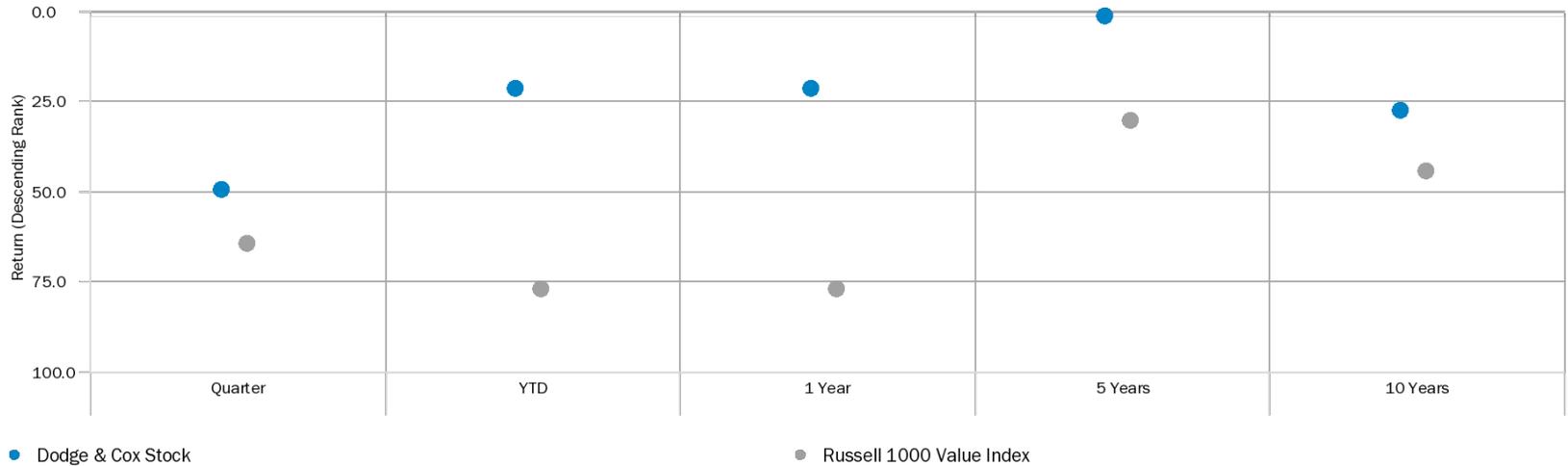
Source: Morningstar Direct



Dodge & Cox Stock

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Value



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
Dodge & Cox Stock	5.7	18.3	18.3	16.3	7.7
Peer group percentile	49	21	21	1	27
Russell 1000 Value Index	5.3	13.7	13.7	14.0	7.1
Peer group percentile	64	77	77	30	44
25th Percentile	6.7	17.9	17.9	14.3	7.8
50th Percentile	5.7	16.1	16.1	13.3	6.9
75th Percentile	5.0	13.9	13.9	12.3	5.9

Source: Morningstar Direct



This presentation is accompanied by additional disclosures which can be found on the last pages. All information herein is confidential and proprietary.

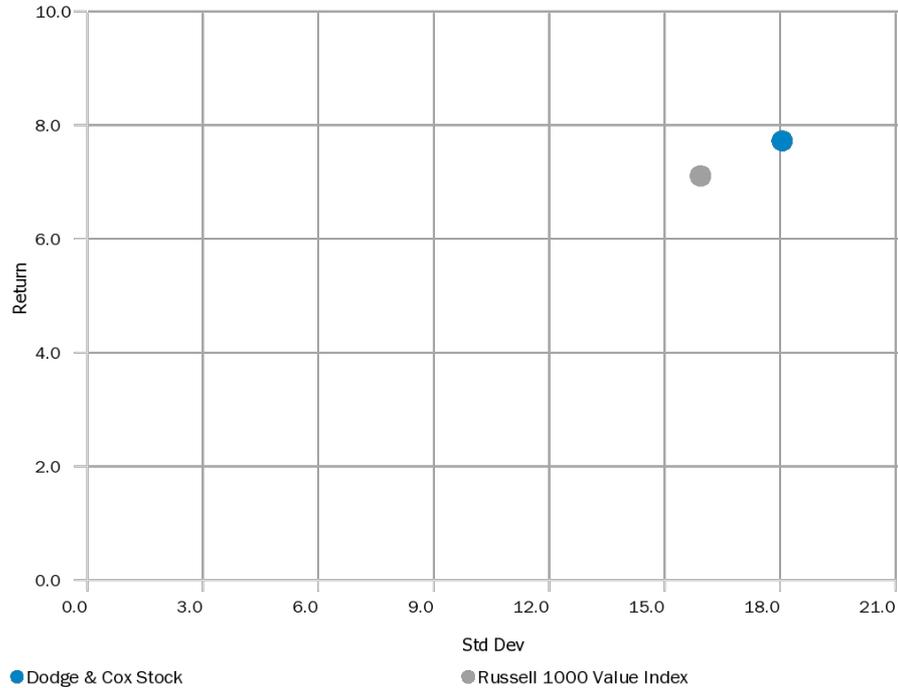
Dodge & Cox Stock

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Dodge & Cox Stock	-43.3	31.3	13.5	-4.1	22.0	40.5	10.4	-4.5	21.3	18.3	11.1	16.3	7.7
Russell 1000 Value Index	-36.8	19.7	15.5	0.4	17.5	32.5	13.5	-3.8	17.3	13.7	8.7	14.0	7.1

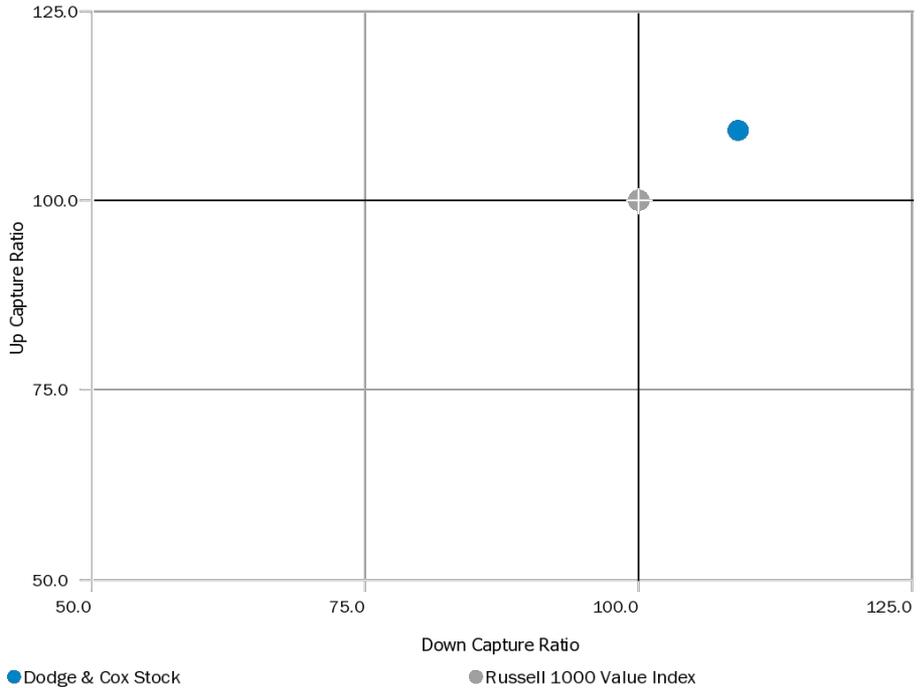
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



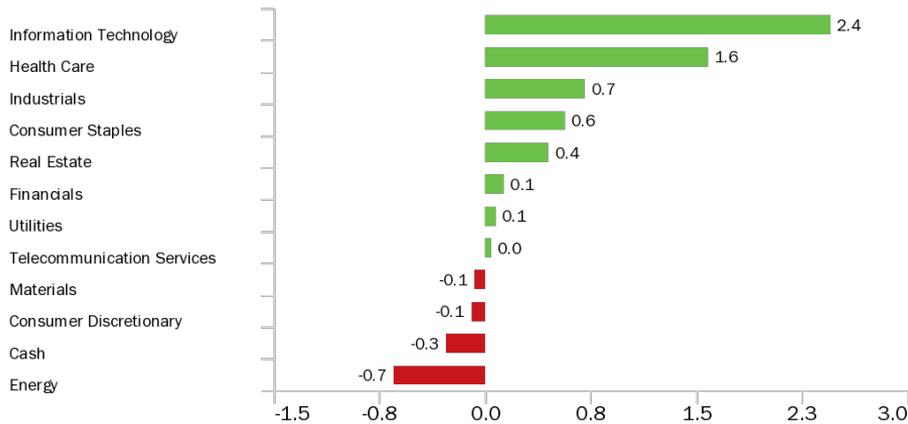
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Dodge & Cox Stock

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Anylam Pharmaceuticals Inc	0.6	239.3	0.7
Cigna Corp	2.0	52.3	0.6
FedEx Corp	2.1	35.2	0.5
Wal-Mart Stores Inc	0.5	46.5	0.4
Charles Schwab Corp	3.6	31.2	0.4

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Apache Corp	1.2	-32.1	-0.5
Hewlett Packard Enterprise Co	2.7	7.4	-0.5
Sprint Corp	1.2	-30.0	-0.3
Goldman Sachs Group Inc	2.2	7.7	-0.3
DISH Network Corp Class A	0.8	-17.6	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	15.2	12.5	1.9	5.7	13.6	0.8	0.0	-0.1	-0.1
Consumer Staples	1.5	46.5	0.7	8.6	12.8	1.1	0.1	0.5	0.6
Energy	7.4	-15.5	-1.4	11.4	-1.1	-0.3	0.6	-1.3	-0.7
Financials	28.0	20.7	5.9	26.3	20.5	5.3	0.0	0.1	0.1
Health Care	19.5	25.0	4.4	12.3	18.6	2.0	0.4	1.2	1.6
Industrials	4.5	23.1	1.0	9.4	9.7	0.9	0.1	0.6	0.7
Information Technology	18.6	34.5	5.9	9.0	27.3	2.2	1.3	1.2	2.4
Materials	1.1	38.5	0.4	2.9	25.3	0.7	-0.2	0.1	-0.1
Real Estate	0.0	0.0	0.0	4.8	4.8	0.2	0.4	0.0	0.4
Telecommunication Services	1.8	-16.1	-0.3	3.3	-3.1	-0.1	0.3	-0.3	0.0
Utilities	0.0	0.0	0.0	6.3	12.2	0.7	0.1	0.0	0.1
Cash	2.3	1.0	0.0	0.0	0.0	0.0	-0.3	0.0	-0.3
Attribution Total	100.0	18.4	18.4	100.0	13.6	13.6	2.8	2.1	4.9

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Vanguard 500 Index

As of 12/31/2017

Portfolio Statistics

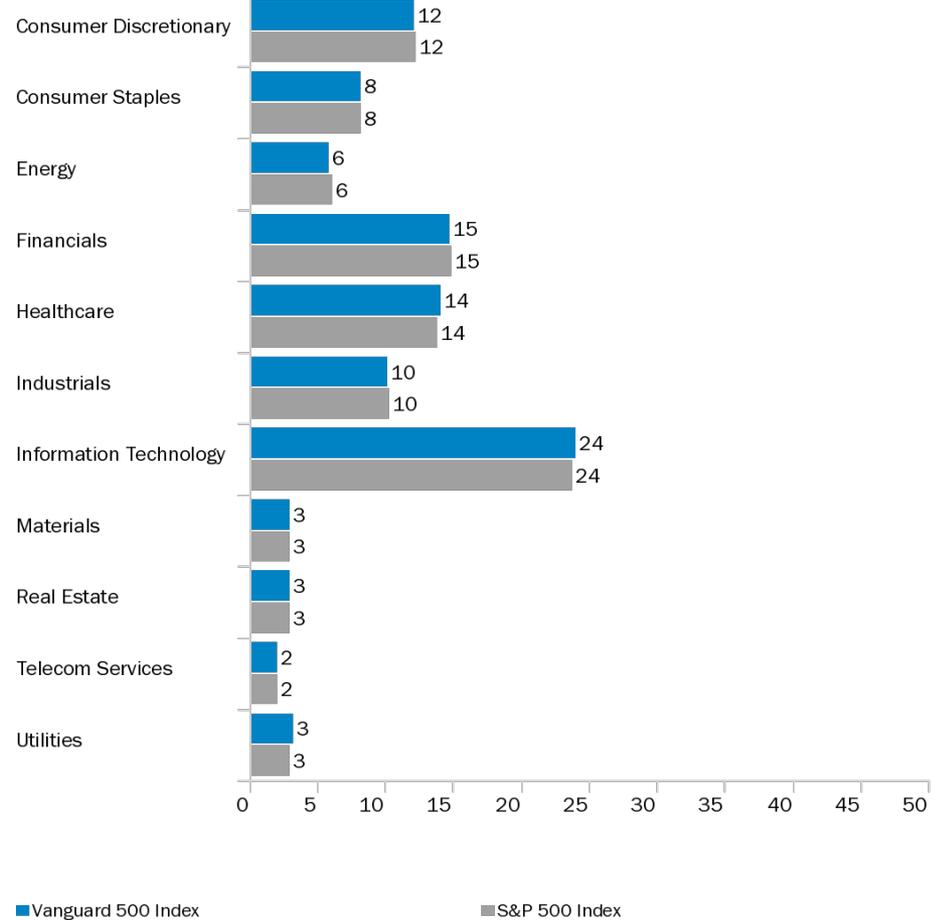
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	196.7	197.0
P/E Ratio	23.2	23.2
P/B Ratio	3.2	3.2
Dividend Yield (%)	1.8	1.8

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Apple Inc	Information Technology	3.9	48.2
Microsoft Corp	Information Technology	2.8	40.2
Amazon.com Inc	Consumer Discretionary	2.1	56.0
Facebook Inc A	Information Technology	1.8	53.4
Johnson & Johnson	Health Care	1.6	24.2
JPMorgan Chase & Co	Financials	1.6	26.3
Berkshire Hathaway Inc B	Financials	1.6	21.6
Exxon Mobil Corp	Energy	1.6	-3.9
Alphabet Inc A	Information Technology	1.4	32.9
Alphabet Inc C	Information Technology	1.4	35.6

Sector Allocation (%)



Source: Morningstar Direct



Vanguard 500 Index

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Blend



Trailing Returns (%)					
	Quarter	YTD	1 Year	5 Years	10 Years
Vanguard 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	36	30	30	13	18
S&P 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	36	29	29	12	18
25th Percentile	7.0	22.1	22.1	15.4	8.3
50th Percentile	6.5	21.0	21.0	14.7	7.7
75th Percentile	5.7	18.8	18.8	13.5	6.8

Source: Morningstar Direct



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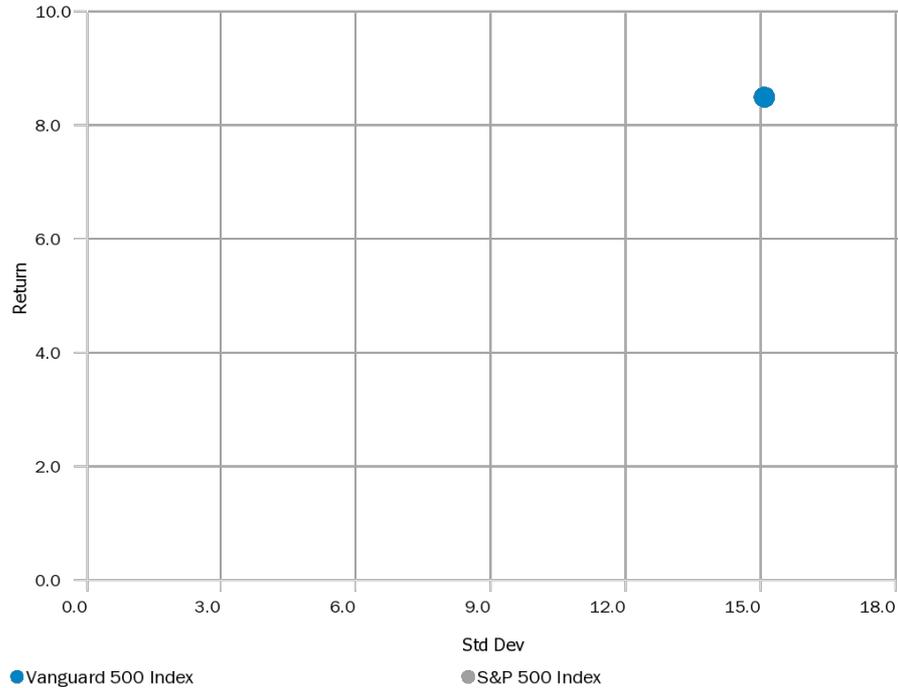
Vanguard 500 Index

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Vanguard 500 Index	-37.0	26.6	15.1	2.1	16.0	32.3	13.6	1.4	11.9	21.8	11.4	15.8	8.5
S&P 500 Index	-37.0	26.5	15.1	2.1	16.0	32.4	13.7	1.4	12.0	21.8	11.4	15.8	8.5

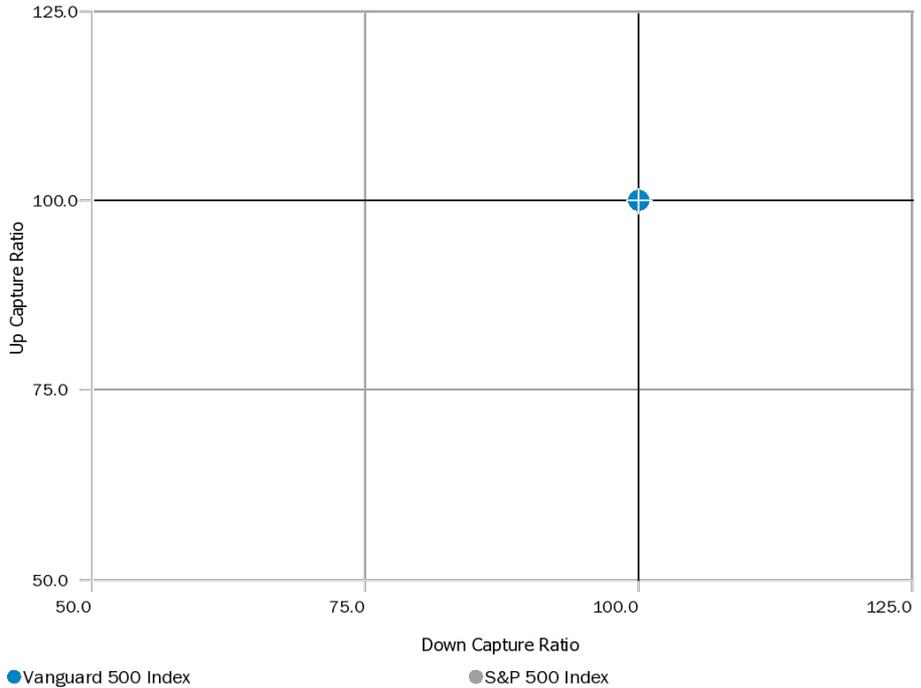
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



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T. Rowe Price Blue Chip Growth

As of 12/31/2017

Portfolio Statistics

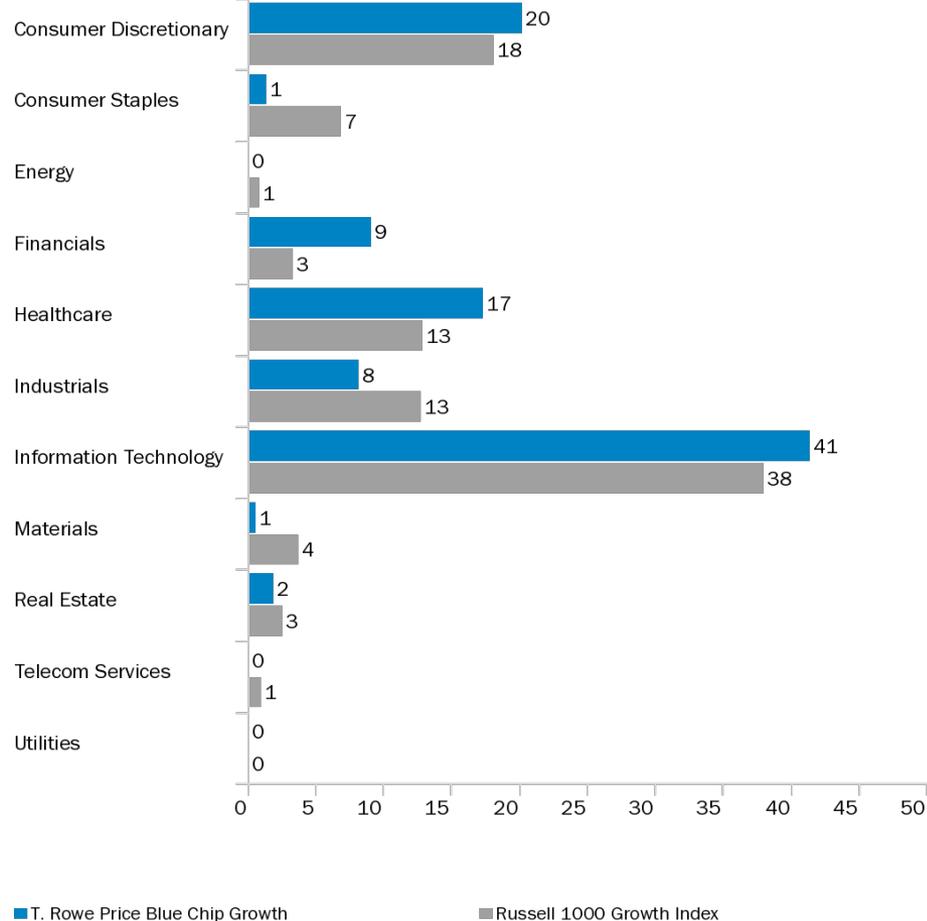
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	251.4	227.4
P/E Ratio	32.3	27.2
P/B Ratio	5.7	6.4
Dividend Yield (%)	0.7	1.3

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Amazon.com Inc	Consumer Discretionary	7.7	56.0
Facebook Inc A	Information Technology	5.5	53.4
Alphabet Inc C	Information Technology	4.2	35.6
The Priceline Group Inc	Consumer Discretionary	4.1	18.5
Microsoft Corp	Information Technology	3.9	40.2
Alibaba Group Holding Ltd ADR	Information Technology	3.9	96.4
Visa Inc Class A	Information Technology	3.3	47.0
Mastercard Inc A	Information Technology	2.7	47.4
UnitedHealth Group Inc	Health Care	2.6	39.5
Boeing Co	Industrials	2.6	93.1

Sector Allocation (%)



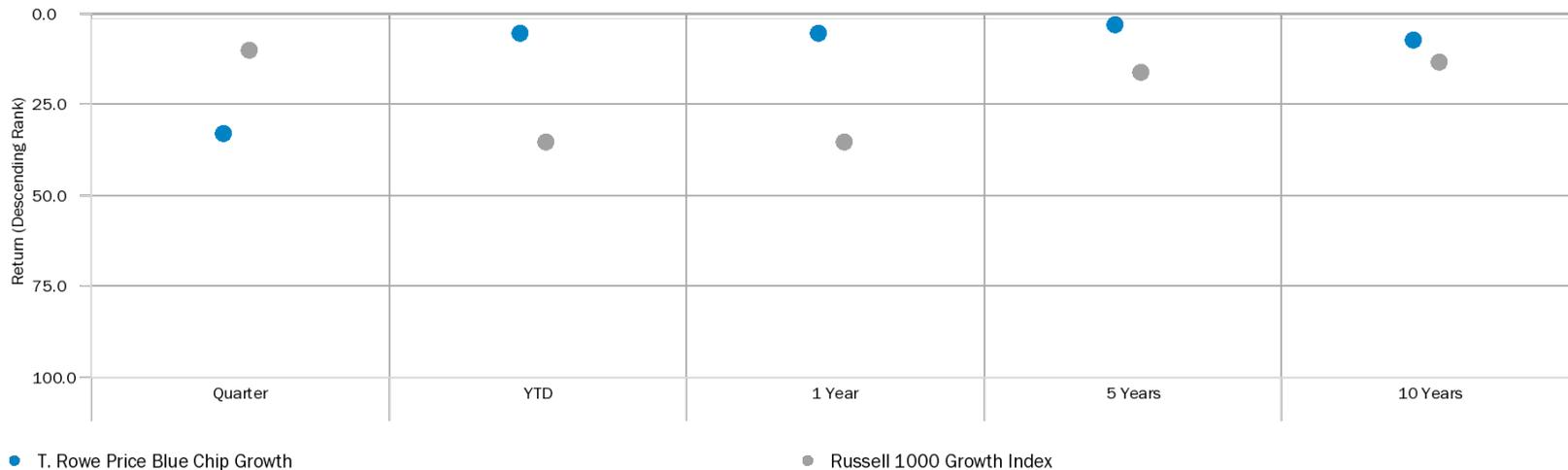
Source: Morningstar Direct



T. Rowe Price Blue Chip Growth

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Growth



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
T. Rowe Price Blue Chip Growth	7.0	36.7	36.7	18.9	10.5
Peer group percentile	33	5	5	3	7
Russell 1000 Growth Index	7.9	30.2	30.2	17.3	10.0
Peer group percentile	10	35	35	16	13
25th Percentile	7.3	31.7	31.7	16.6	9.3
50th Percentile	6.5	28.4	28.4	15.6	8.4
75th Percentile	5.6	24.6	24.6	14.2	7.4

Source: Morningstar Direct



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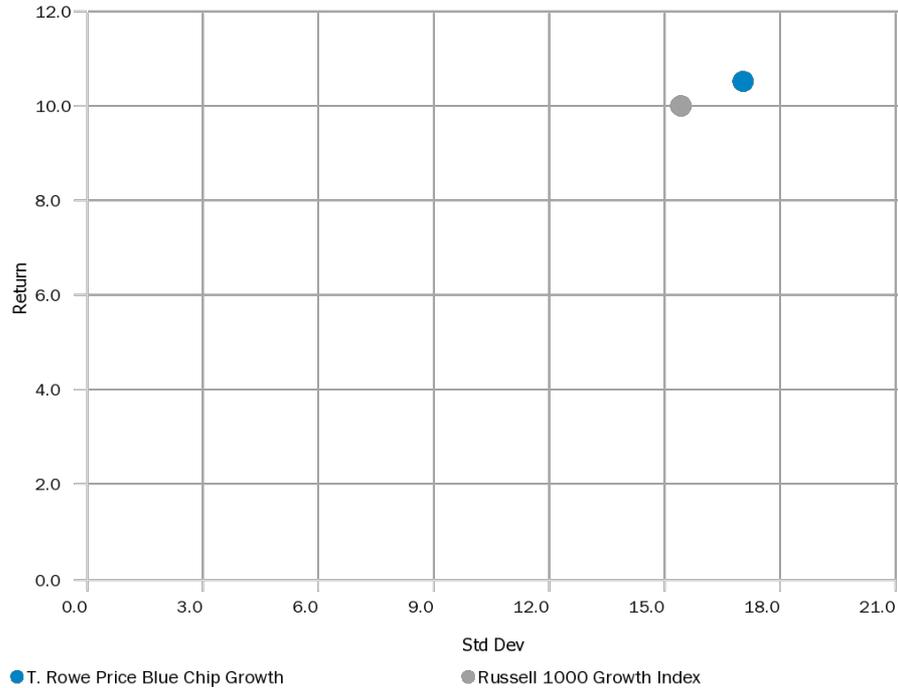
T. Rowe Price Blue Chip Growth

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
T. Rowe Price Blue Chip Growth	-42.6	42.6	16.4	1.5	18.4	41.6	9.3	11.1	1.1	36.7	15.4	18.9	10.5
Russell 1000 Growth Index	-38.4	37.2	16.7	2.6	15.3	33.5	13.0	5.7	7.1	30.2	13.8	17.3	10.0

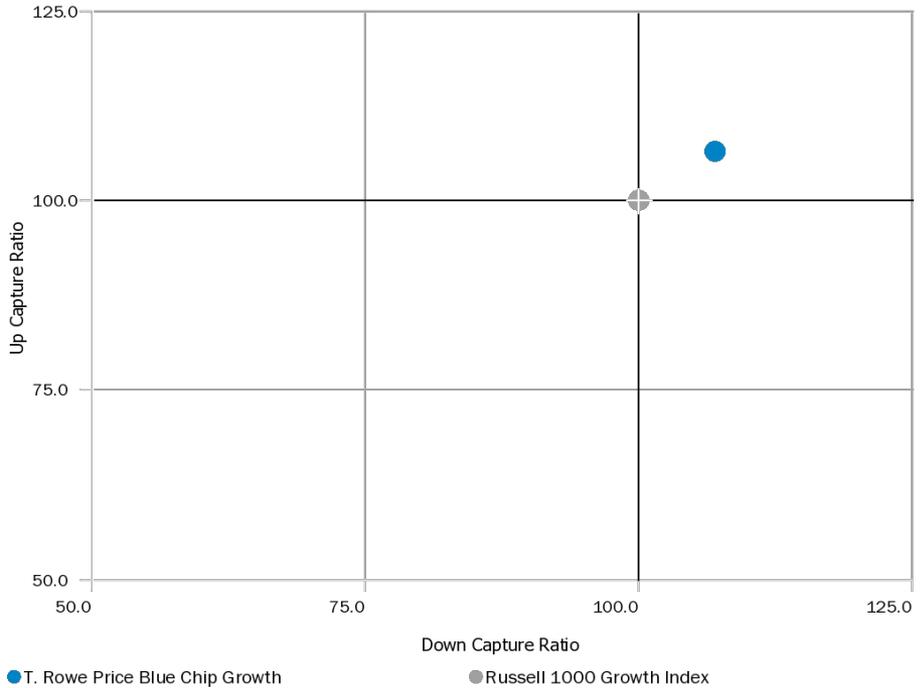
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



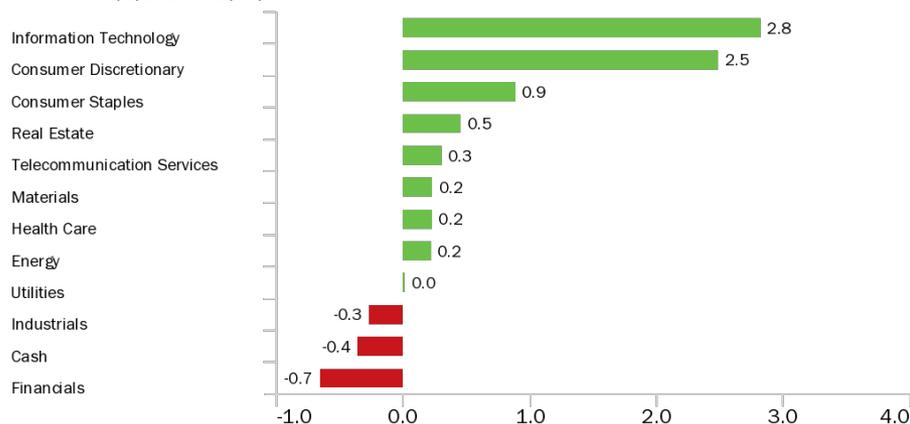
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T. Rowe Price Blue Chip Growth

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Amazon.com Inc	5.2	56.0	1.4
Tencent Holdings Ltd	1.9	112.7	1.1
Alibaba Group Holding Ltd ADR	2.8	96.4	1.0
Boeing Co	0.8	94.8	0.6
Intuitive Surgical Inc	1.0	72.6	0.4

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Alaska Air Group Inc	0.7	-15.9	-0.4
Apple Inc	-5.1	48.5	-0.4
American Airlines Group Inc	1.5	12.4	-0.3
Alexion Pharmaceuticals Inc	0.8	-2.3	-0.3
O'Reilly Automotive Inc	0.4	-13.6	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	22.8	37.2	8.4	19.4	26.2	5.2	-0.2	2.7	2.5
Consumer Staples	2.1	2.9	0.1	8.0	13.6	1.2	1.1	-0.2	0.9
Energy	0.0		0.0	0.7	-4.9	0.0	0.2	0.0	0.2
Financials	9.0	24.0	2.4	3.1	31.8	1.0	0.1	-0.7	-0.7
Health Care	17.2	28.7	5.0	14.7	25.8	3.9	-0.3	0.5	0.2
Industrials	7.9	29.3	2.5	11.6	31.2	3.8	-0.1	-0.1	-0.3
Information Technology	37.1	49.9	17.4	35.1	41.7	13.9	0.2	2.6	2.8
Materials	0.5	20.4	0.1	3.6	23.2	0.9	0.3	0.0	0.2
Real Estate	2.0	36.9	0.7	2.7	19.1	0.5	0.1	0.4	0.5
Telecommunication Services	0.0		0.0	1.0	4.8	0.1	0.3	0.0	0.3
Utilities	0.2	34.4	0.1	0.0	69.1	0.0	0.1	-0.1	0.0
Cash	1.1	0.7	0.0	0.0		0.0	-0.4	0.0	-0.4
Attribution Total	100.0	36.8	36.8	100.0	30.4	30.4	1.3	5.0	6.4

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Portfolio Statistics

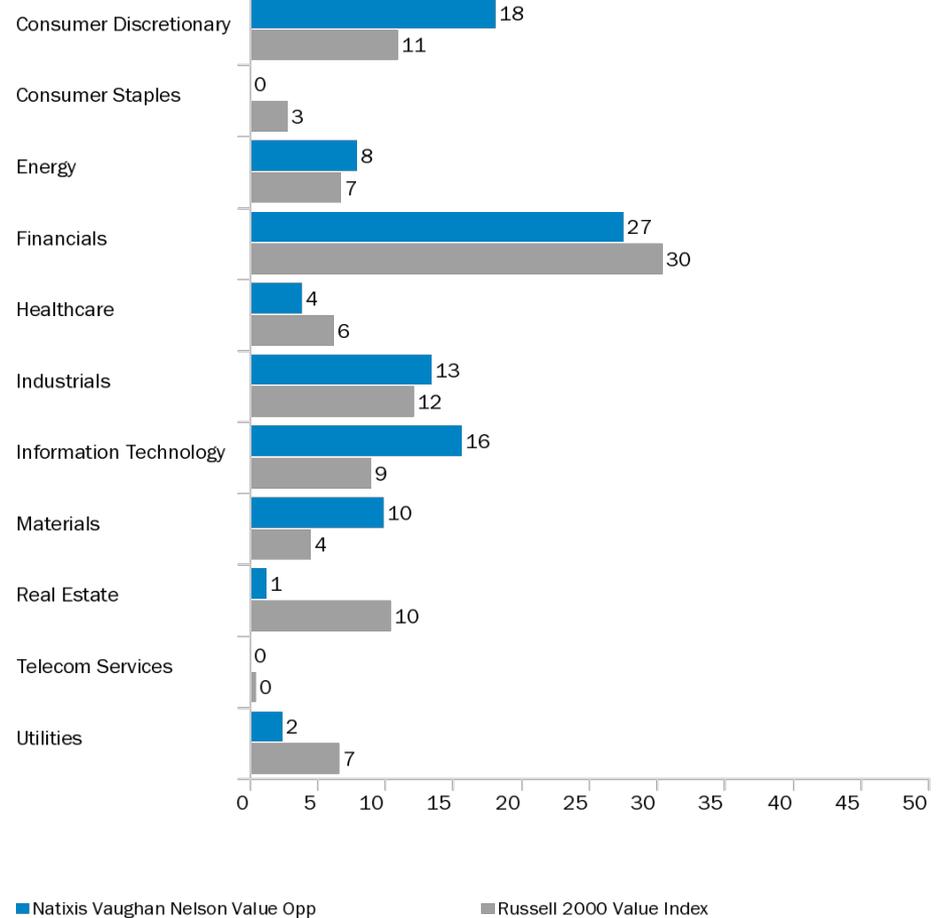
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	9.9	2.1
P/E Ratio	20.6	19.2
P/B Ratio	2.2	1.5
Dividend Yield (%)	1.7	1.8

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Mohawk Industries Inc	Consumer Discretionary	2.7	38.2
Bank of N.T Butterfield & Son Ltd	Financials	2.6	19.5
New Residential Investment Corp	Financials	2.6	26.3
Ares Capital Corp	Financials	2.4	4.5
Atlantica Yield PLC	Utilities	2.4	15.0
WPX Energy Inc Class A	Energy	2.4	-3.4
Fidelity National Information Services Inc	Information Technology	2.4	25.9
PolyOne Corp	Materials	2.1	37.6
Investors Bancorp Inc	Financials	2.1	1.9
Snap-on Inc	Industrials	2.1	3.5

Sector Allocation (%)



Source: Morningstar Direct



Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Small Value



Trailing Returns (%)					
	Quarter	YTD	1 Year	5 Years	10 Years
Natixis Vaughan Nelson Value Opp	5.0	13.2	13.2	12.8	
Peer group percentile	20	13	13	52	
Russell 2000 Value Index	2.0	7.8	7.8	13.0	8.2
Peer group percentile	83	62	62	48	59
25th Percentile	4.5	11.9	11.9	14.0	9.4
50th Percentile	3.3	9.0	9.0	12.9	8.5
75th Percentile	2.7	6.4	6.4	11.5	7.4

Source: Morningstar Direct



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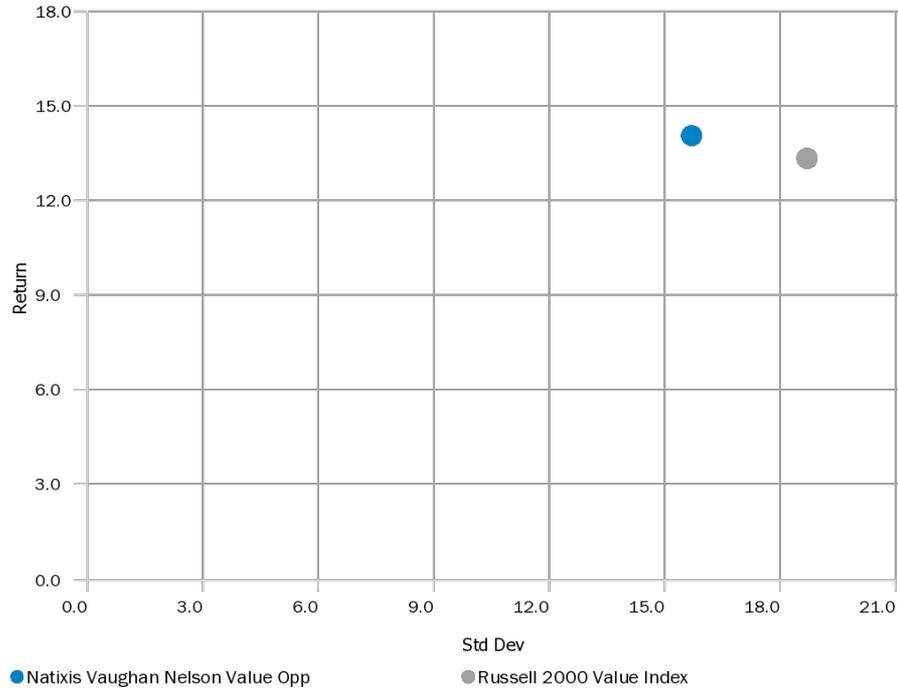
Natixis Vaughan Nelson Value Opp

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Natixis Vaughan Nelson Value Opp		31.4	20.0	-2.5	16.3	41.5	11.2	-3.5	6.1	13.2	5.1	12.8	
Russell 2000 Value Index	-28.9	20.6	24.5	-5.5	18.1	34.5	4.2	-7.5	31.7	7.8	9.5	13.0	8.2

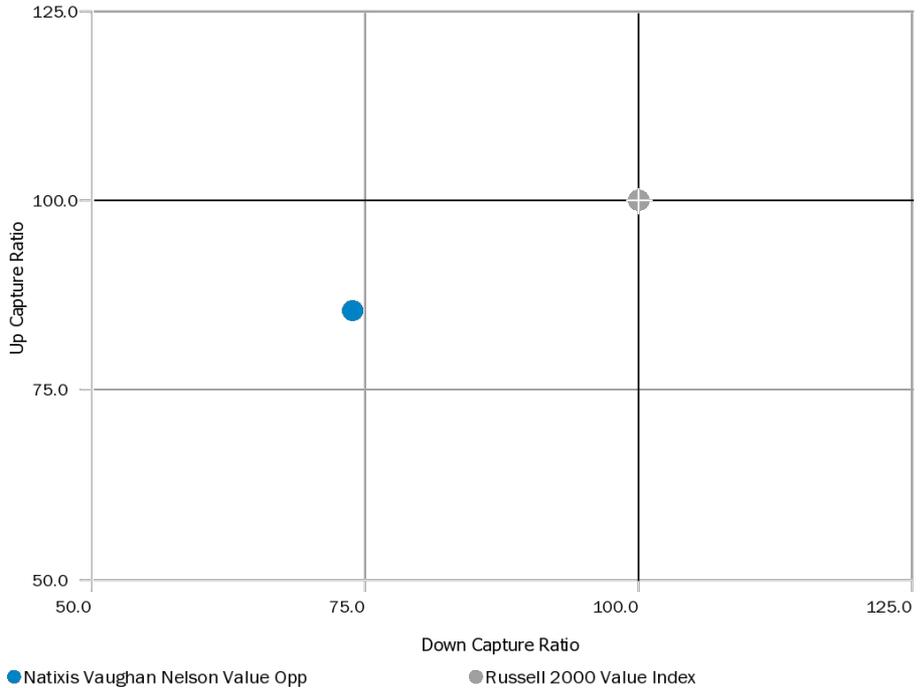
9 Year Risk vs. Return

Time Period: 1/1/2009 to 12/31/2017



9 Year Market Capture

Time Period: 1/1/2009 to 12/31/2017



Source: Morningstar Direct



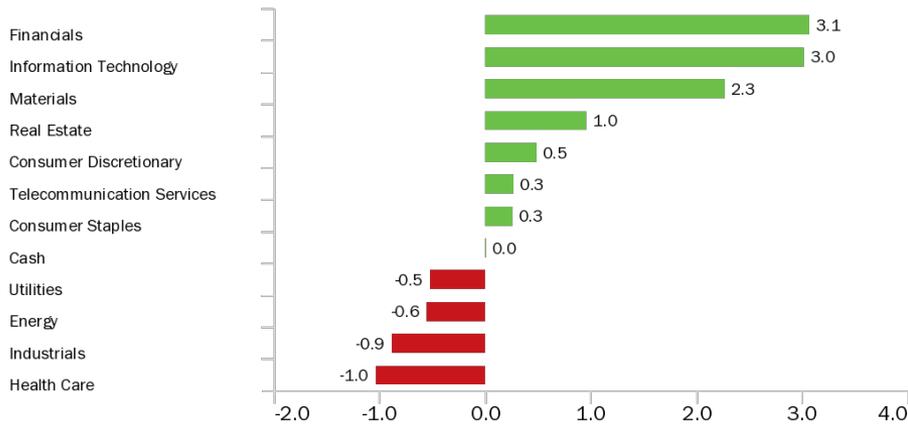
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Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
RingCentral Inc Class A	1.1	135.0	1.0
Constellation NV A	1.5	89.0	1.0
First American Financial Corp	1.9	57.9	0.9
Micron Technology Inc	1.1	93.4	0.8
Grand Canyon Education Inc	1.6	53.2	0.8

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Envision Healthcare Corp	1.7	-45.4	-1.5
Endo International PLC	0.5	-61.3	-0.8
QEP Resources Inc	1.3	-48.0	-0.7
Newell Brands Inc	2.1	-29.4	-0.6
Signet Jewelers Ltd	0.9	-38.9	-0.6

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	16.4	16.4	2.4	10.1	12.3	1.3	0.4	0.1	0.5
Consumer Staples	0.0		0.0	2.8	-1.1	0.0	0.3	0.0	0.3
Energy	7.0	-18.0	-1.2	5.7	-17.2	-0.8	-0.6	0.1	-0.6
Financials	26.8	15.8	4.2	31.4	4.8	1.4	0.2	2.9	3.1
Health Care	7.9	-0.3	0.4	5.3	31.0	1.4	1.1	-2.1	-1.0
Industrials	11.4	9.3	1.2	12.4	18.1	2.1	-0.1	-0.8	-0.9
Information Technology	17.5	26.2	4.4	9.8	9.4	0.9	0.2	2.8	3.0
Materials	9.4	35.7	3.1	4.5	12.5	0.5	0.3	2.0	2.3
Real Estate	1.0	27.4	0.3	10.7	1.3	0.1	0.7	0.3	1.0
Telecommunication Services	0.0		0.0	0.6	-27.5	-0.2	0.3	0.0	0.3
Utilities	1.2	4.1	0.1	6.6	14.2	0.9	-0.5	-0.1	-0.5
Cash	1.5	0.8	0.0	0.0		0.0	0.0	0.0	0.0
Attribution Total	100.0	15.1	15.1	100.0	7.7	7.7	2.2	5.2	7.3

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



William Blair Small-Mid Cap Gr

As of 12/31/2017

Portfolio Statistics

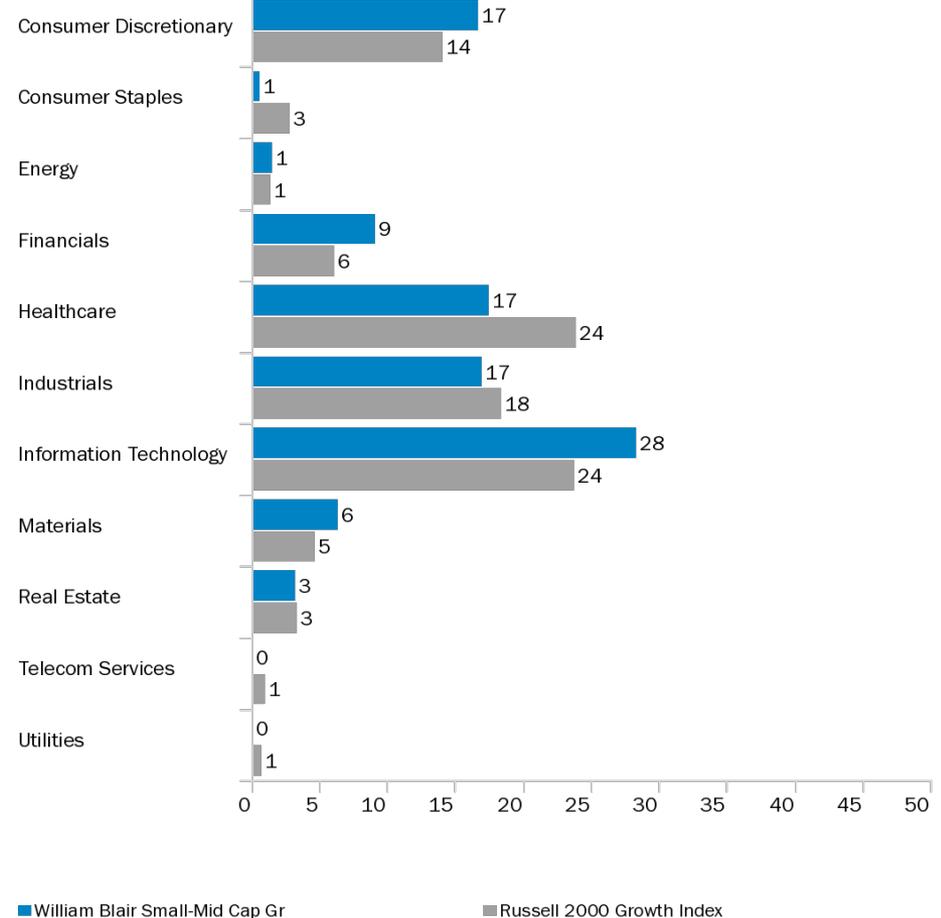
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	7.0	2.7
P/E Ratio	32.4	23.2
P/B Ratio	4.8	4.2
Dividend Yield (%)	0.6	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Copart Inc	Industrials	3.2	55.9
CoStar Group Inc	Information Technology	3.0	57.5
BWX Technologies Inc	Industrials	2.9	53.4
Six Flags Entertainment Corp	Consumer Discretionary	2.3	15.4
Domino's Pizza Inc	Consumer Discretionary	2.2	19.8
Guidewire Software Inc	Information Technology	2.1	50.5
Take-Two Interactive Software Inc	Information Technology	2.1	122.7
Booz Allen Hamilton Holding Corp	Information Technology	2.0	7.6
Vantiv Inc Class A	Information Technology	1.9	23.4
Rogers Corp	Information Technology	1.9	110.8

Sector Allocation (%)



Source: Morningstar Direct

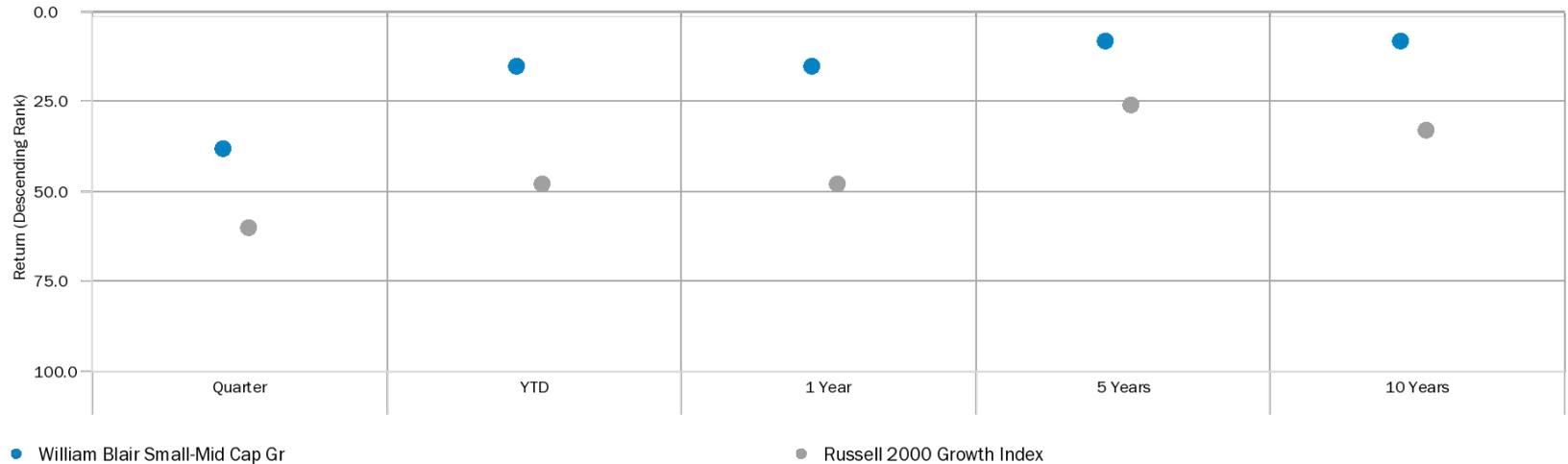


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William Blair Small-Mid Cap Gr

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Small Growth



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
William Blair Small-Mid Cap Gr	5.6	28.9	28.9	17.3	10.7
Peer group percentile	38	15	15	8	8
Russell 2000 Growth Index	4.6	22.2	22.2	15.2	9.2
Peer group percentile	60	48	48	26	33
25th Percentile	6.2	26.3	26.3	15.2	9.5
50th Percentile	5.0	21.9	21.9	14.0	8.6
75th Percentile	3.8	17.5	17.5	12.8	7.5

Source: Morningstar Direct



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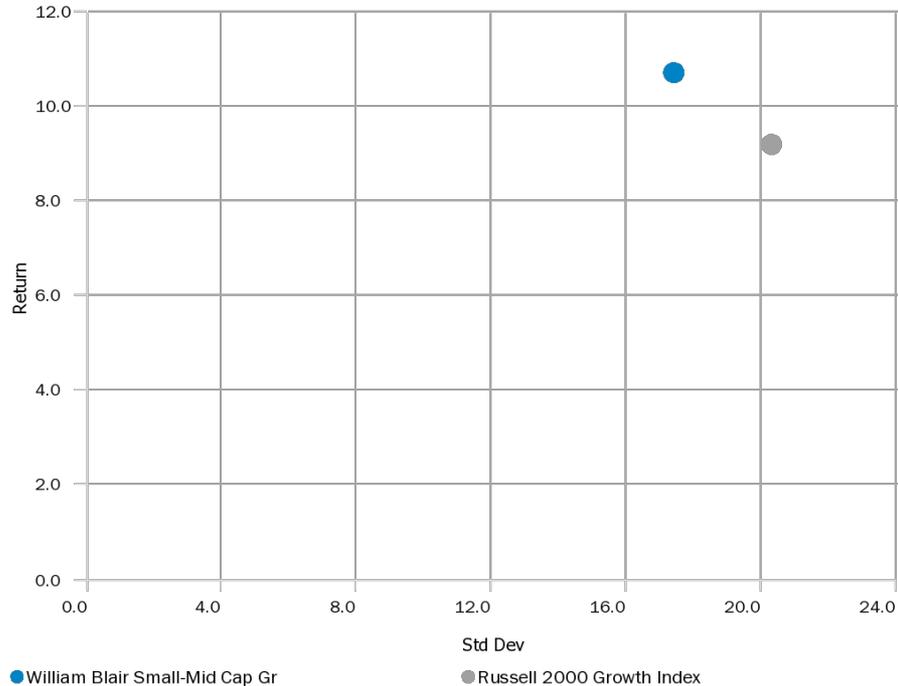
William Blair Small-Mid Cap Gr

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
William Blair Small-Mid Cap Gr	-37.5	44.3	23.1	0.0	12.4	41.9	8.6	4.7	6.7	28.9	12.9	17.3	10.7
Russell 2000 Growth Index	-38.5	34.5	29.1	-2.9	14.6	43.3	5.6	-1.4	11.3	22.2	10.3	15.2	9.2

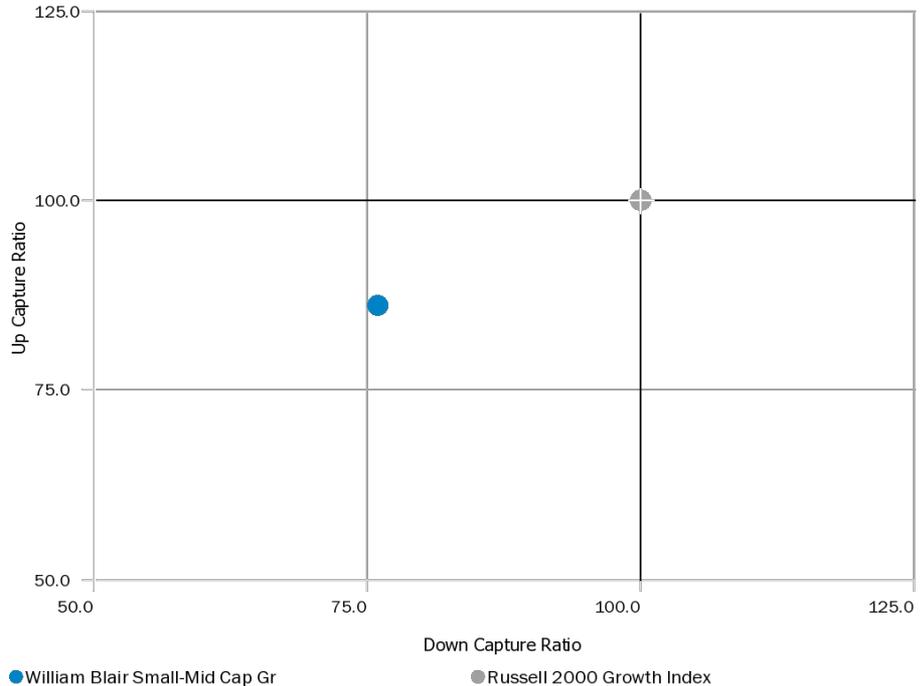
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



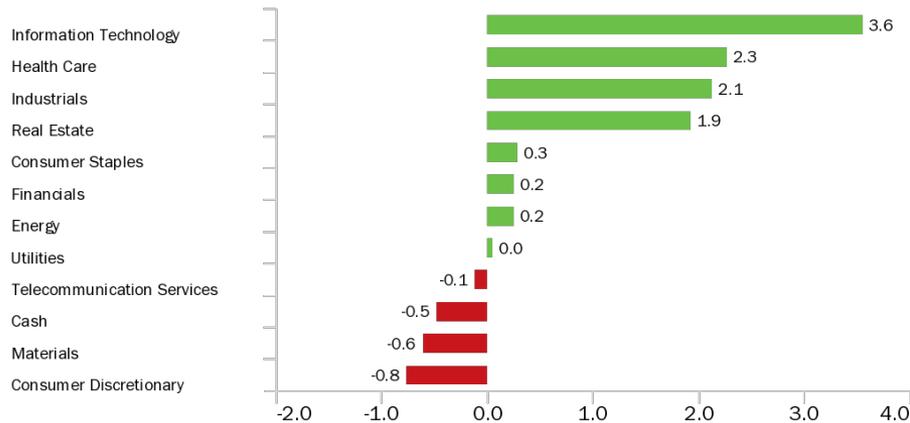
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William Blair Small-Mid Cap Gr

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Exact Sciences Corp	1.0	293.3	1.7
Arista Networks Inc	1.5	143.4	1.4
Take-Two Interactive Software Inc	1.4	122.7	1.1
Align Technology Inc	1.3	131.1	1.1
2U Inc	1.4	114.0	1.0

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Tractor Supply Co	1.8	0.3	-0.6
Akamai Technologies Inc	0.5	-29.3	-0.6
j2 Global Inc	1.6	-6.5	-0.6
Universal Electronics Inc	1.1	-26.8	-0.6
Cambrex Corp	1.2	-11.0	-0.6

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	13.5	11.6	1.9	14.2	17.7	2.6	0.3	-1.1	-0.8
Consumer Staples	1.5	20.9	0.3	3.0	11.4	0.4	0.1	0.2	0.3
Energy	1.5	-1.1	0.0	1.2	-23.9	-0.3	-0.3	0.5	0.2
Financials	10.3	21.5	2.3	5.8	15.5	1.0	-0.4	0.6	0.2
Health Care	19.5	49.6	9.0	22.7	36.9	7.7	-0.2	2.4	2.3
Industrials	16.7	34.2	5.7	17.0	20.0	3.7	-0.2	2.3	2.1
Information Technology	23.9	35.2	8.2	24.9	19.9	4.9	-0.1	3.7	3.6
Materials	6.1	14.1	0.9	5.0	22.8	1.1	0.0	-0.6	-0.6
Real Estate	4.6	58.5	2.5	4.5	13.2	0.7	0.0	2.0	1.9
Telecommunication Services	0.0		0.0	1.0	35.5	0.3	-0.1	0.0	-0.1
Utilities	0.0		0.0	0.8	16.4	0.1	0.0	0.0	0.0
Cash	2.4	1.0	0.0	0.0		0.0	-0.5	0.0	-0.5
Attribution Total	100.0	30.8	30.8	100.0	22.1	22.1	-1.4	10.1	8.7

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Brandes International Equity

As of 12/31/2017

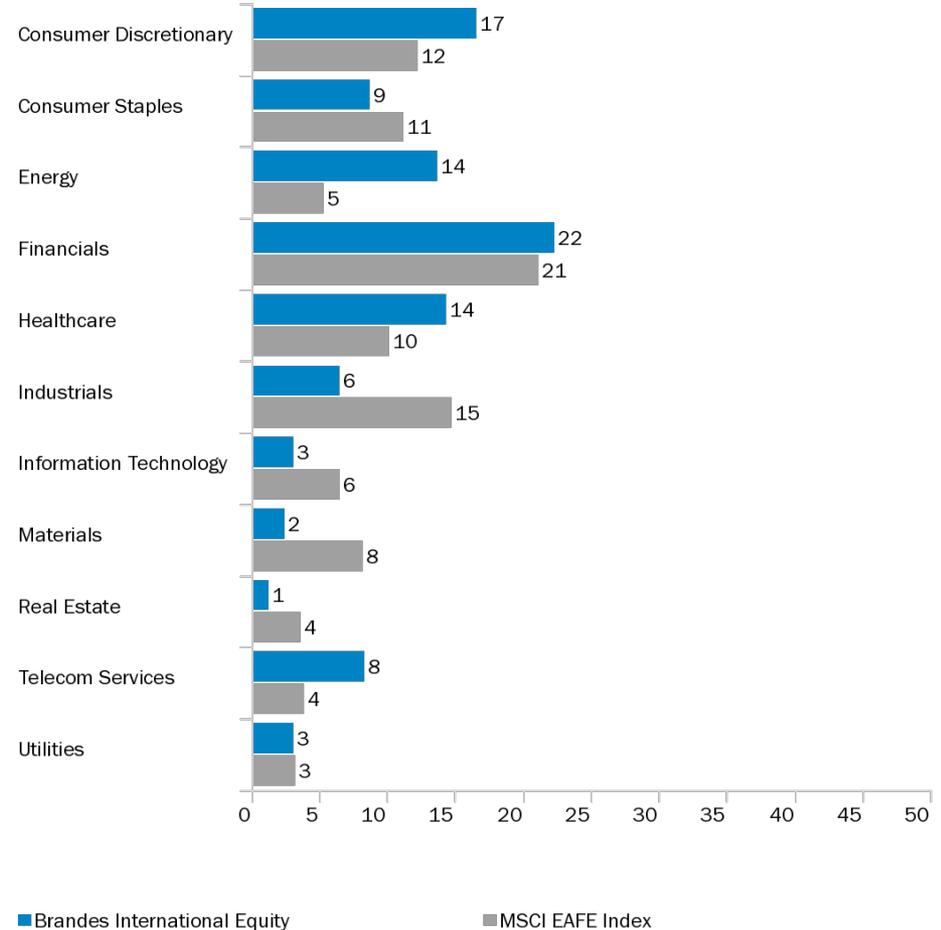
Regional Allocation (%)

	Manager	Index
North America	1.0	1.0
Latin America Emerging	7.7	0.0
United Kingdom	22.5	18.0
Europe Developed	38.7	44.9
Europe Emerging	5.0	0.0
Africa/Middle East	0.5	0.4
Japan	16.8	23.5
Australia/New Zealand	0.0	7.0
Asia Developed	6.2	4.6
Asia Emerging	1.6	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Eni SpA	Energy	2.9	7.4
Engie SA	Utilities	2.8	42.6
GlaxoSmithKline PLC	Health Care	2.8	-1.7
BP PLC	Energy	2.7	18.9
Sanofi SA	Health Care	2.6	10.8
Carrefour	Consumer Staples	2.5	-6.8
Marks & Spencer Group PLC	Consumer Discretionary	2.3	4.3
Credit Suisse Group AG	Financials	2.3	33.7
Tesco PLC	Consumer Staples	2.1	11.3
UBS Group AG	Financials	2.1	17.3

Sector Allocation (%)



Source: Morningstar Direct

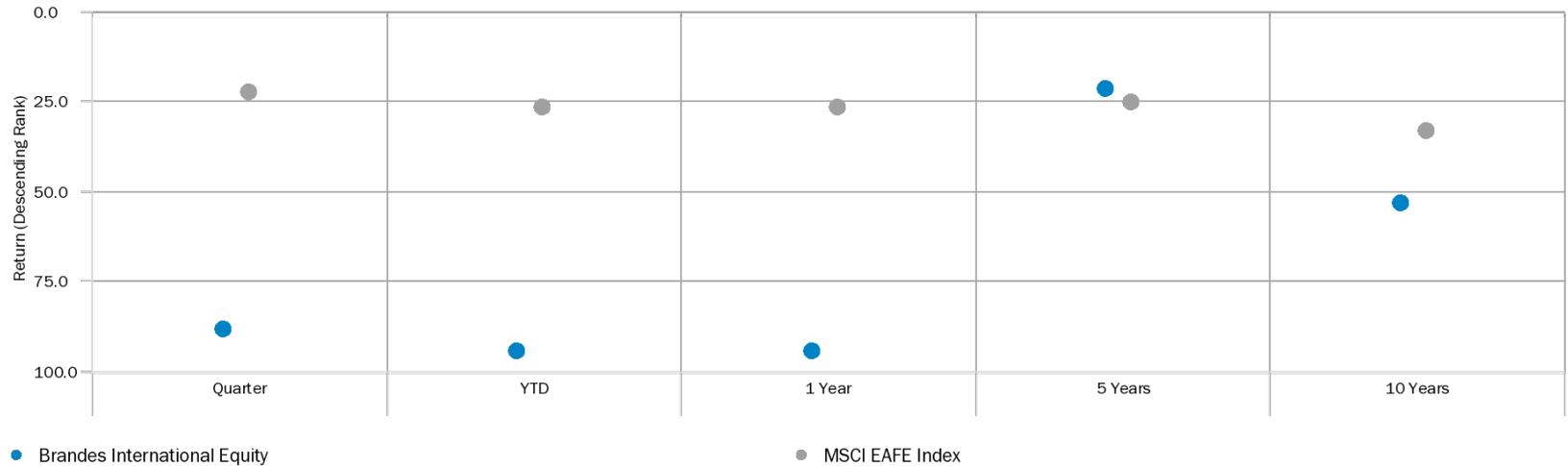


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Brandes International Equity

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Large Value



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Brandes International Equity	1.8	15.1	15.1	8.1	1.3
Peer group percentile	88	94	94	21	53
MSCI EAFE Index	4.2	25.0	25.0	7.9	1.9
Peer group percentile	22	26	26	25	33
25th Percentile	4.1	25.1	25.1	7.9	2.2
50th Percentile	3.6	22.8	22.8	6.8	1.4
75th Percentile	2.5	21.0	21.0	5.7	0.3

Source: Morningstar Direct



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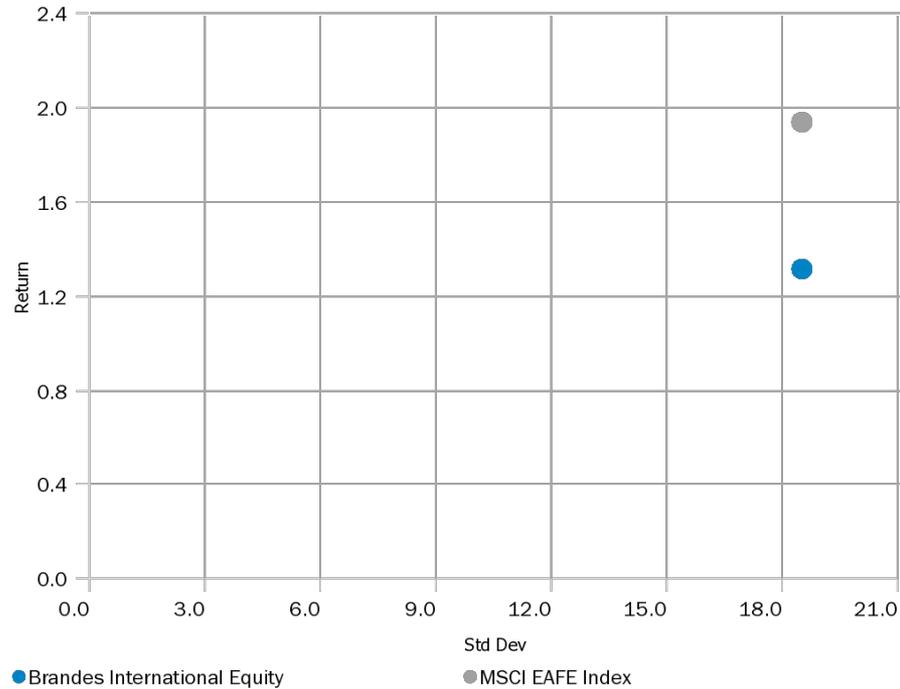
Brandes International Equity

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Brandes International Equity	-37.2	19.5	5.0	-11.9	11.2	26.5	-5.0	-1.4	8.1	15.1	7.1	8.1	1.3
MSCI EAFE Index	-43.4	31.8	7.8	-12.1	17.3	22.8	-4.9	-0.8	1.0	25.0	7.8	7.9	1.9

10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



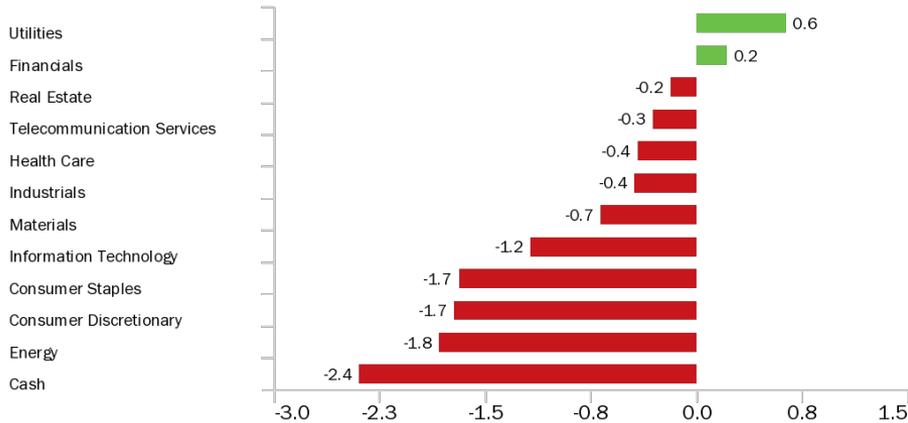
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Brandes International Equity

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Hana Financial Group Inc	1.5	81.0	0.6
Engie SA	2.6	42.9	0.6
Takeda Pharmaceutical Co Ltd	1.8	41.5	0.4
Erste Group Bank AG.	1.2	52.1	0.3
Daiichi Sankyo Co Ltd	1.5	30.7	0.2

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Carrefour	2.2	-7.4	-0.8
Nokia Oyj	1.1	-3.1	-0.5
Cemex SAB de CV ADR	1.4	-2.9	-0.5
Marks & Spencer Group PLC	2.0	3.9	-0.4
Morrison (Wm) Supermarkets PLC	2.1	6.7	-0.4

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	14.1	12.7	1.9	12.2	25.5	3.2	0.0	-1.8	-1.7
Consumer Staples	8.4	5.7	0.5	11.3	25.1	2.8	0.0	-1.7	-1.7
Energy	11.2	12.9	1.1	5.0	22.5	1.2	-0.7	-1.1	-1.8
Financials	20.7	26.1	5.2	21.3	25.4	5.4	0.0	0.2	0.2
Health Care	12.3	16.2	1.8	10.8	17.5	1.9	-0.2	-0.2	-0.4
Industrials	6.7	27.9	1.8	14.2	30.4	4.2	-0.3	-0.1	-0.4
Information Technology	3.3	7.1	0.4	6.0	39.5	2.2	-0.3	-0.9	-1.2
Materials	2.8	18.5	0.6	8.0	33.5	2.6	-0.4	-0.3	-0.7
Real Estate	0.8	-8.3	-0.1	3.5	21.1	0.7	0.1	-0.3	-0.2
Telecommunication Services	7.8	14.8	1.1	4.3	13.3	0.6	-0.4	0.1	-0.3
Utilities	2.8	42.9	1.1	3.4	19.7	0.7	0.0	0.6	0.6
Cash	9.0	1.0	0.1	0.0		0.0	-2.4	0.0	-2.4
Attribution Total	100.0	15.6	15.6	100.0	25.6	25.6	-4.6	-5.4	-10.0

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



American Funds Europacific Growth

As of 12/31/2017

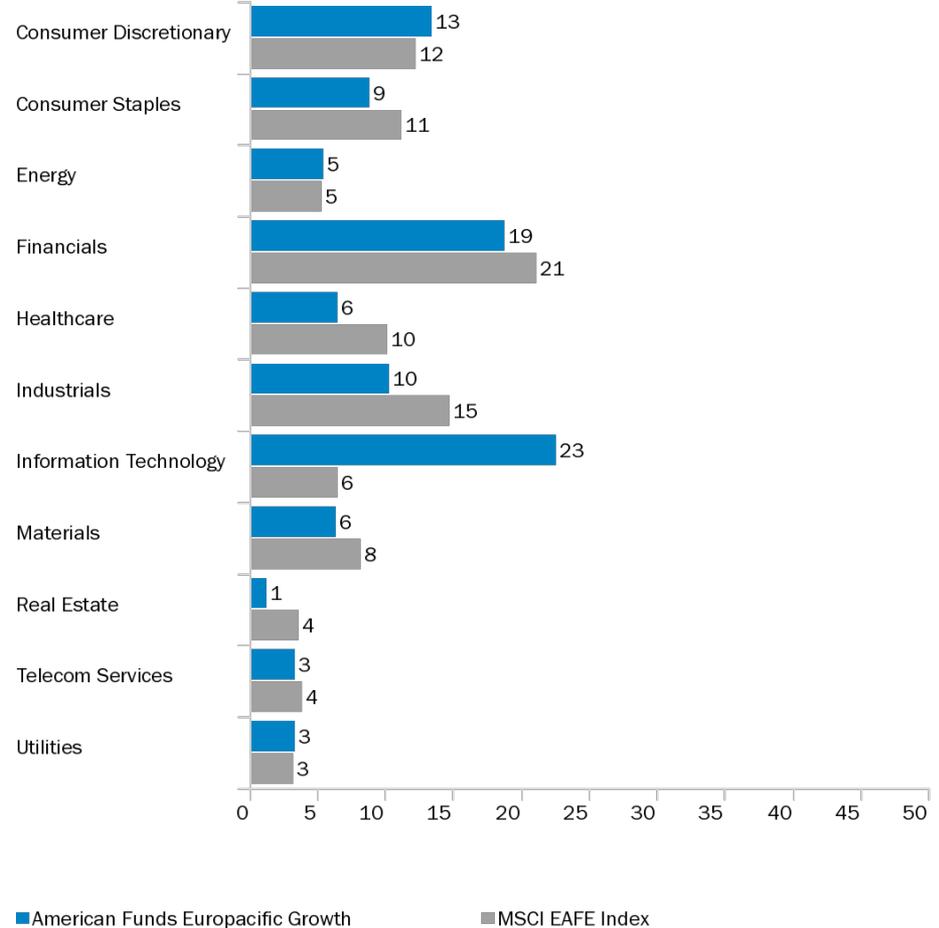
Regional Allocation (%)

	Manager	Index
North America	5.6	1.0
Latin America Emerging	2.2	0.0
United Kingdom	12.9	18.0
Europe Developed	26.5	44.9
Europe Emerging	0.7	0.0
Africa/Middle East	1.2	0.4
Japan	14.9	23.5
Australia/New Zealand	0.7	7.0
Asia Developed	15.5	4.6
Asia Emerging	19.8	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Samsung Electronics Co Ltd	Information Technology	3.0	60.8
Alibaba Group Holding Ltd ADR	Information Technology	2.8	96.4
British American Tobacco PLC	Consumer Staples	2.3	24.0
AIA Group Ltd	Financials	2.3	53.1
Taiwan Semiconductor Manufacturing Co Ltd	Information Technology	2.1	41.1
HDFC Bank Ltd	Financials	1.9	66.0
Tencent Holdings Ltd	Information Technology	1.9	112.6
SoftBank Group Corp	Telecommunication Services	1.9	19.5
Airbus SE	Industrials	1.9	52.8
Nintendo Co Ltd	Information Technology	1.8	76.1

Sector Allocation (%)



Source: Morningstar Direct

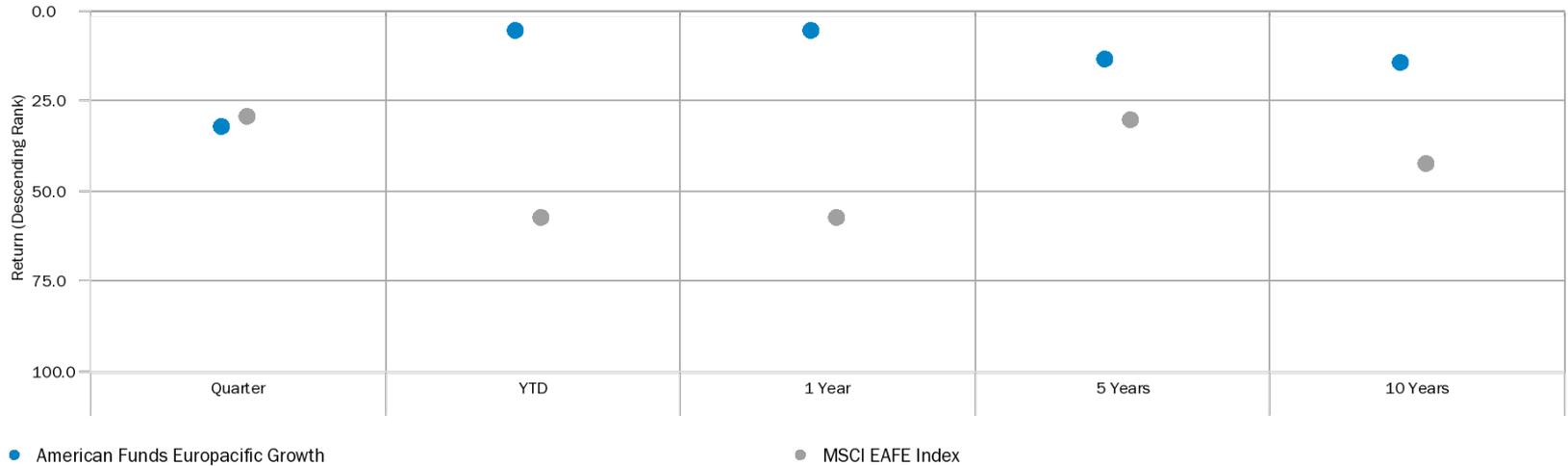


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American Funds Europacific Growth

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Large Blend



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
American Funds Europacific Growth	4.2	30.7	30.7	8.8	3.6
Peer group percentile	32	5	5	13	14
MSCI EAFE Index	4.2	25.0	25.0	7.9	1.9
Peer group percentile	29	57	57	30	42
25th Percentile	4.4	27.4	27.4	8.1	2.7
50th Percentile	3.8	25.3	25.3	7.3	1.7
75th Percentile	3.3	24.0	24.0	6.4	0.9

Source: Morningstar Direct



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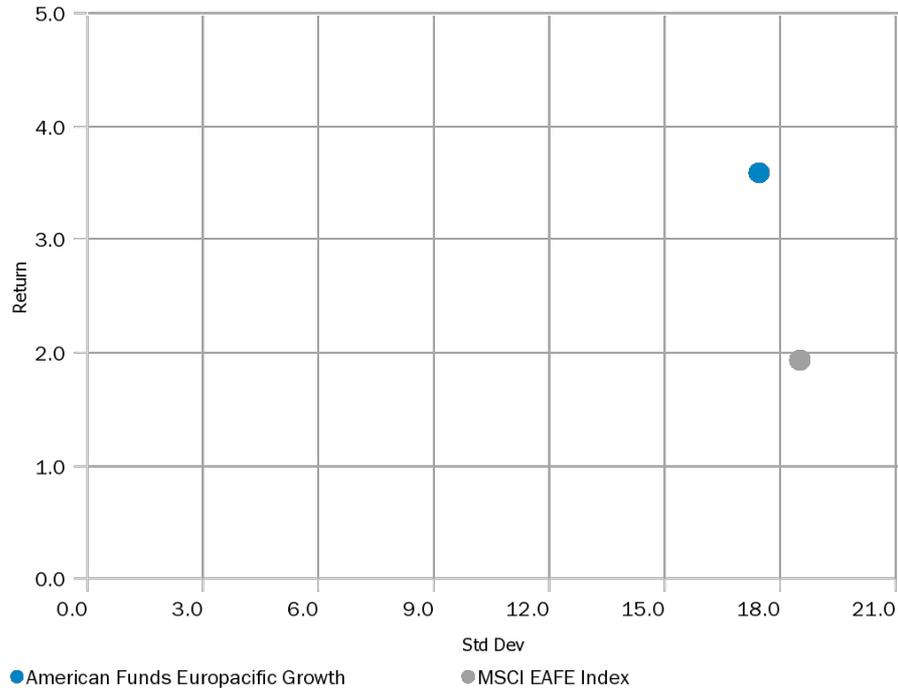
American Funds Europacific Growth

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
American Funds Europacific Growth	-40.5	39.1	9.4	-13.6	19.2	20.2	-2.6	-0.8	0.7	30.7	9.3	8.8	3.6
MSCI EAFE Index	-43.4	31.8	7.8	-12.1	17.3	22.8	-4.9	-0.8	1.0	25.0	7.8	7.9	1.9

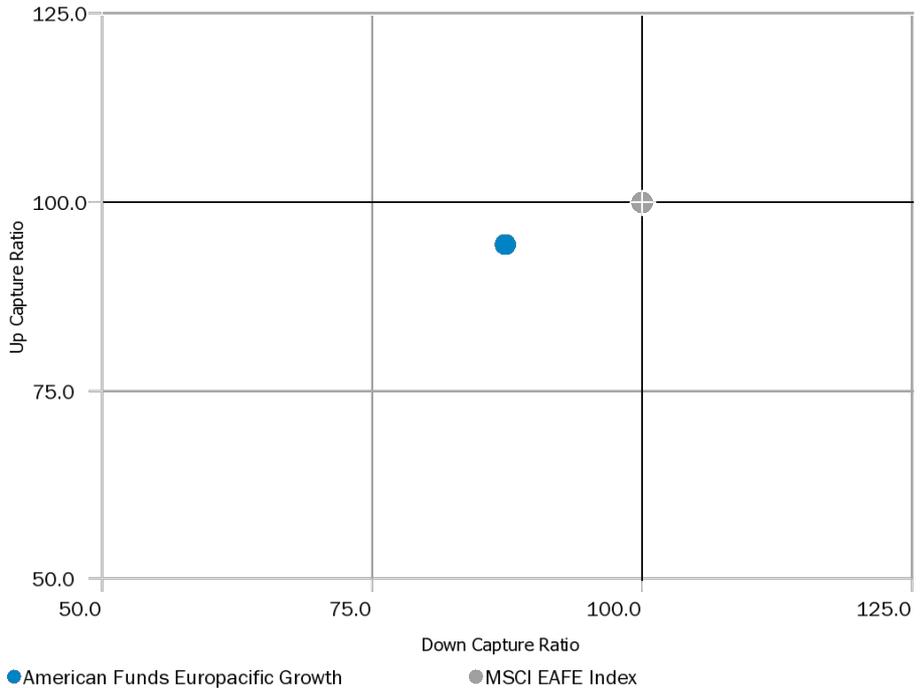
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



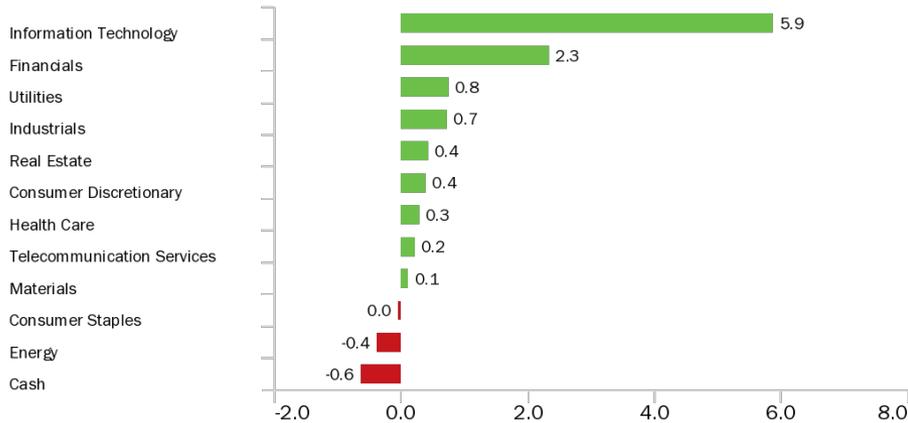
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American Funds Europacific Growth

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Tencent Holdings Ltd	2.0	112.7	1.3
Alibaba Group Holding Ltd ADR	2.5	96.4	1.2
HDFC Bank Ltd	1.9	66.2	0.7
Reliance Industries Ltd	1.6	82.3	0.7
Naspers Ltd Class N	0.9	89.8	0.6

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Altice NV A	1.0	-47.1	-1.0
Barclays PLC	1.0	0.9	-0.4
UniCredit SpA	0.3	-6.1	-0.3
Teva Pharmaceutical Industries Ltd ADR	0.1	-46.0	-0.3
Schlumberger Ltd	0.4	-17.4	-0.2

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	13.8	28.0	3.9	12.4	25.5	3.2	0.0	0.4	0.4
Consumer Staples	6.6	24.5	1.7	10.4	25.0	2.6	0.0	-0.1	0.0
Energy	6.0	18.4	1.3	5.1	22.5	1.2	-0.1	-0.3	-0.4
Financials	18.5	38.0	7.0	21.5	25.4	5.5	0.0	2.3	2.3
Health Care	7.2	17.0	1.4	10.9	17.6	1.9	0.4	-0.1	0.3
Industrials	10.0	40.1	4.0	14.4	30.4	4.3	-0.2	0.9	0.7
Information Technology	20.1	62.9	11.4	6.0	39.5	2.2	1.9	4.0	5.9
Materials	6.7	37.2	2.5	8.0	33.5	2.6	-0.2	0.3	0.1
Real Estate	1.5	42.4	0.6	3.5	21.1	0.8	0.1	0.3	0.4
Telecommunication Services	3.9	15.9	0.7	4.3	13.3	0.6	0.1	0.1	0.2
Utilities	3.1	43.8	1.3	3.4	19.7	0.7	0.0	0.7	0.8
Cash	2.5	1.0	0.0	0.0	0.0	0.0	-0.6	0.0	-0.6
Attribution Total	100.0	35.7	35.7	100.0	25.6	25.6	1.4	8.7	10.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Templeton Ins Foreign Smaller Co Series

As of 12/31/2017

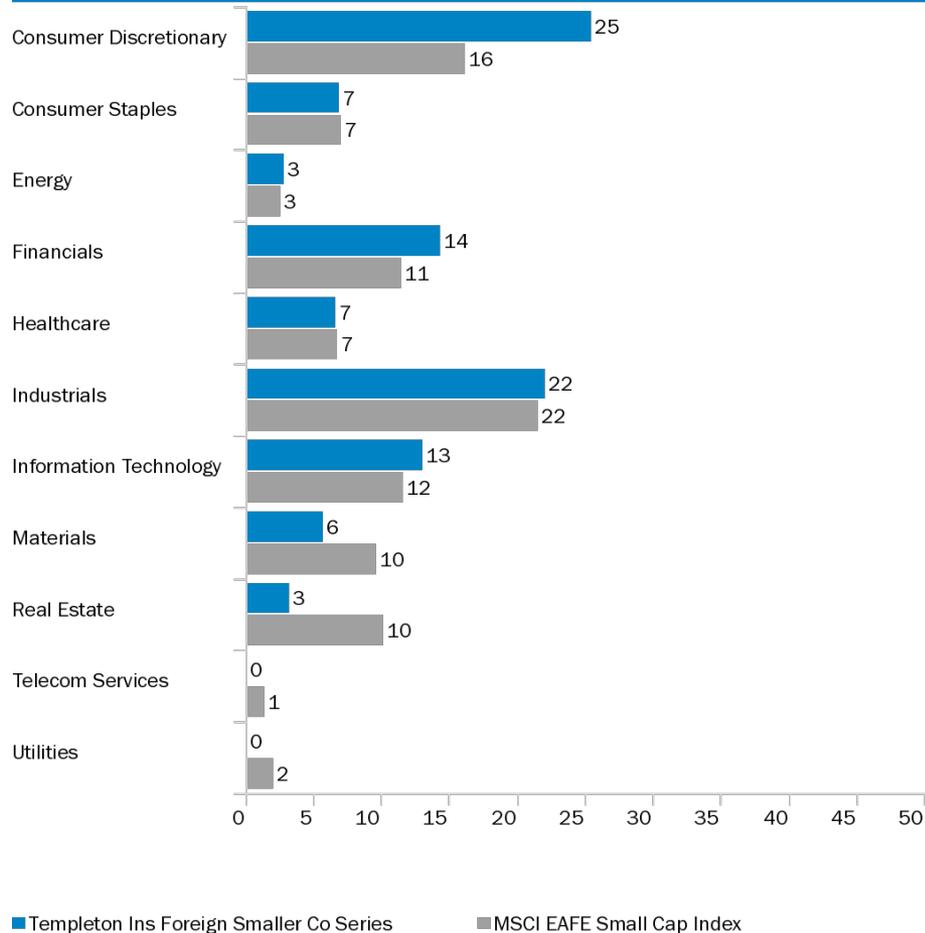
Regional Allocation (%)

	Manager	Index
North America	9.4	0.8
Latin America Emerging	2.2	0.1
United Kingdom	9.6	18.1
Europe Developed	36.2	38.7
Europe Emerging	1.5	0.1
Africa/Middle East	0.0	1.6
Japan	20.9	29.7
Australia/New Zealand	0.0	7.1
Asia Developed	12.6	3.2
Asia Emerging	7.7	0.7

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Rational AG	Industrials	2.0	46.9
Techtronic Industries Co Ltd	Consumer Discretionary	2.0	83.8
Interpump Group SpA	Industrials	2.0	93.4
Bucher Industries AG	Industrials	1.9	66.8
Thule Group AB	Consumer Discretionary	1.9	52.5
Dewan Housing Finance Corp Ltd	Financials	1.8	156.9
Technogym SpA	Consumer Discretionary	1.8	109.1
Meitec Corp	Industrials	1.7	40.6
Jeoptik AG	Information Technology	1.7	92.7
Kobayashi Pharmaceutical Co Ltd	Consumer Staples	1.7	52.7

Sector Allocation (%)



Source: Morningstar Direct

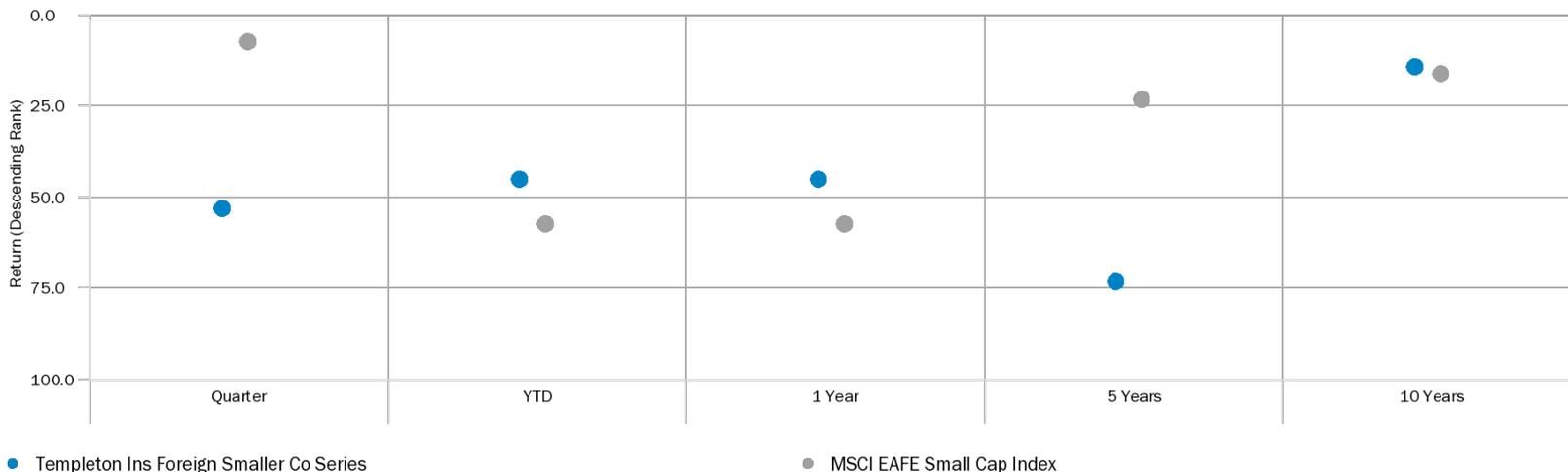


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Templeton Ins Foreign Smaller Co Series

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Small/Mid Blend



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Templeton Ins Foreign Smaller Co Series	5.4	34.2	34.2	9.9	6.4
Peer group percentile	53	45	45	73	14
MSCI EAFE Small Cap Index	6.1	33.0	33.0	12.9	5.8
Peer group percentile	7	57	57	23	16
25th Percentile	5.7	36.6	36.6	12.7	5.6
50th Percentile	5.5	33.8	33.8	11.6	4.9
75th Percentile	4.1	30.3	30.3	9.8	4.3

Source: Morningstar Direct



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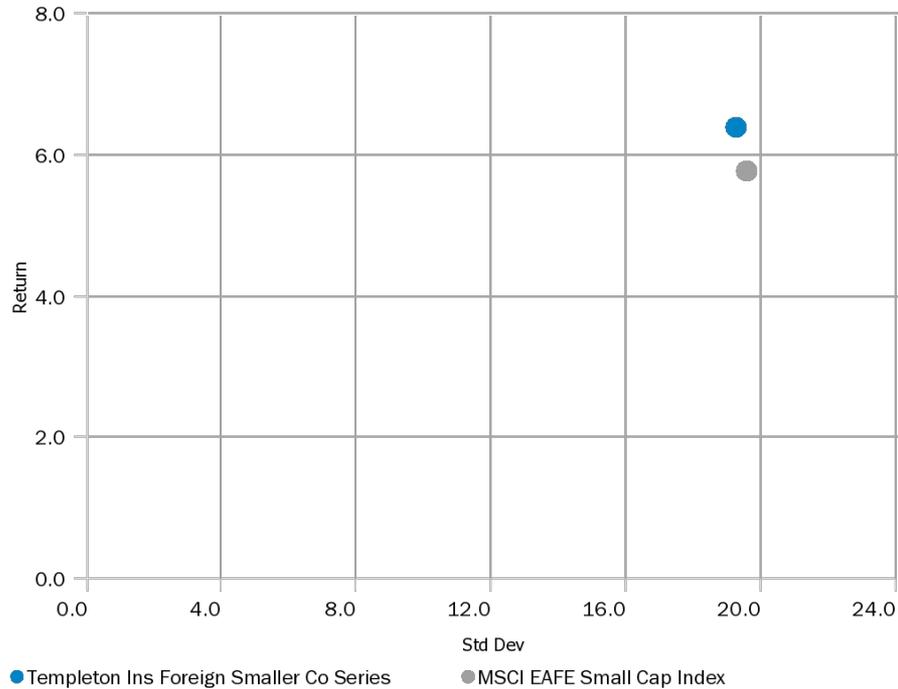
Templeton Ins Foreign Smaller Co Series

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Templeton Ins Foreign Smaller Co Series	-47.3	68.0	21.4	-11.3	21.6	22.2	-3.3	1.9	-0.9	34.2	10.7	9.9	6.4
MSCI EAFE Small Cap Index	-47.0	46.8	22.0	-15.9	20.0	29.3	-4.9	9.6	2.2	33.0	14.2	12.9	5.8

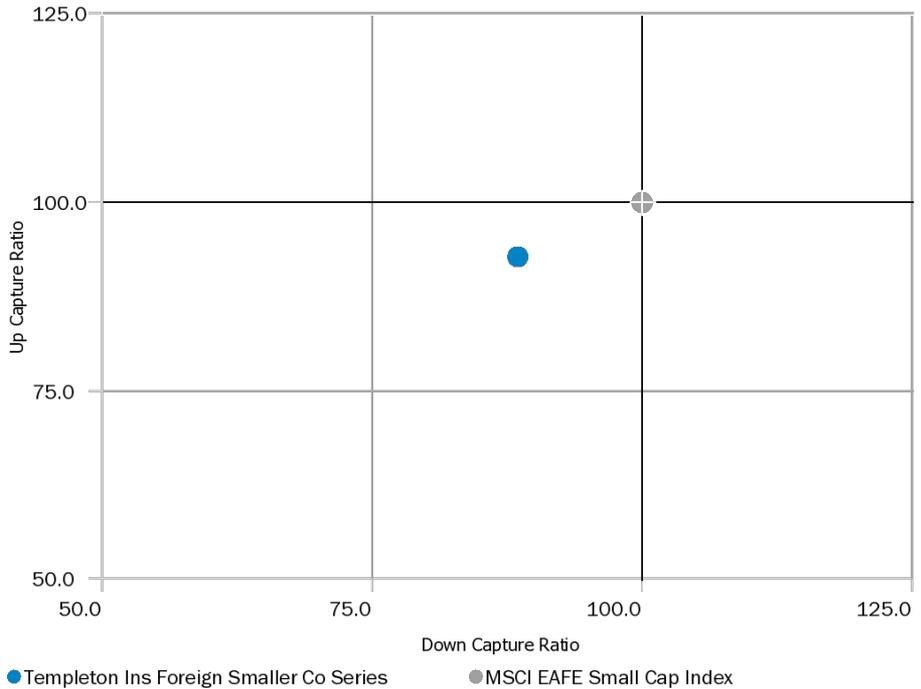
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



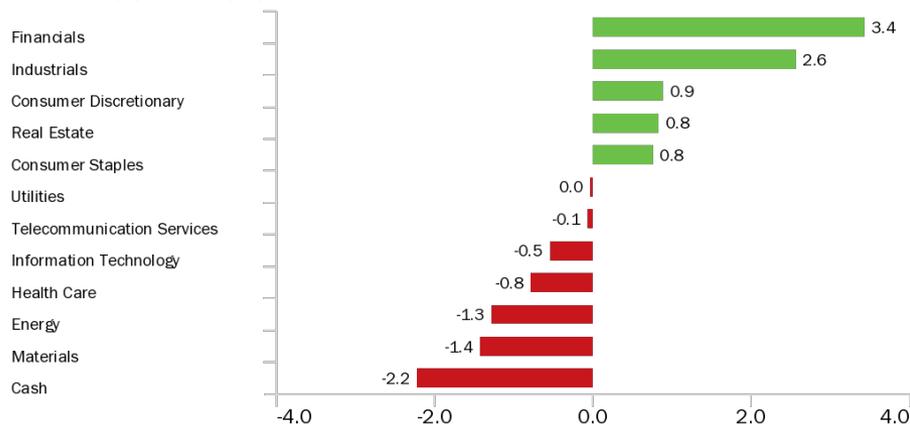
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Templeton Ins Foreign Smaller Co Series

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

	Relative Weights*	Return	Active Return
Dewan Housing Finance Corp Ltd	1.8	157.3	1.7
Interpump Group SpA	1.9	93.4	1.0
Techtronic Industries Co Ltd	1.8	84.6	0.9
China ZhengTong Auto Services Holdings Ltd	0.7	254.3	0.8
Man Group PLC	1.2	100.5	0.7

Bottom 5 Stock Relative Performers

	Relative Weights*	Return	Active Return
ASICS Corp	1.3	-19.3	-0.9
Badger Daylighting Ltd	1.4	-8.0	-0.8
Axis Capital Holdings Ltd	1.0	-21.0	-0.5
Huhtamäki Oyj	1.5	15.3	-0.5
DOWA Holdings Co Ltd	1.2	9.0	-0.4

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	23.8	33.9	8.3	16.0	28.7	4.7	-0.4	1.3	0.9
Consumer Staples	6.6	43.2	2.7	6.7	31.3	2.1	0.0	0.7	0.8
Energy	3.7	-4.8	-0.3	2.5	10.8	0.3	-0.5	-0.8	-1.3
Financials	14.4	54.6	7.3	11.3	28.3	3.2	-0.1	3.6	3.4
Health Care	6.5	20.9	1.4	7.0	31.8	2.2	0.0	-0.8	-0.8
Industrials	19.9	51.7	9.7	22.3	37.5	8.2	-0.1	2.7	2.6
Information Technology	11.0	45.8	4.5	11.2	50.1	5.3	0.0	-0.6	-0.5
Materials	4.9	21.0	1.1	9.4	41.7	3.8	-0.3	-1.1	-1.4
Real Estate	3.3	28.3	1.0	10.3	23.8	2.6	0.7	0.1	0.8
Telecommunication Services	0.0		0.0	1.2	39.6	0.5	-0.1	0.0	-0.1
Utilities	0.0		0.0	2.1	35.4	0.7	0.0	0.0	0.0
Cash	5.8	1.0	0.1	0.0	0.2	0.0	-2.2	0.0	-2.2
Attribution Total	100.0	35.7	35.7	100.0	33.6	33.6	-3.0	5.2	2.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct

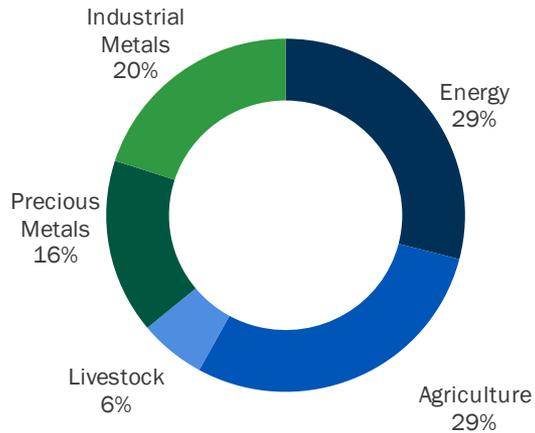


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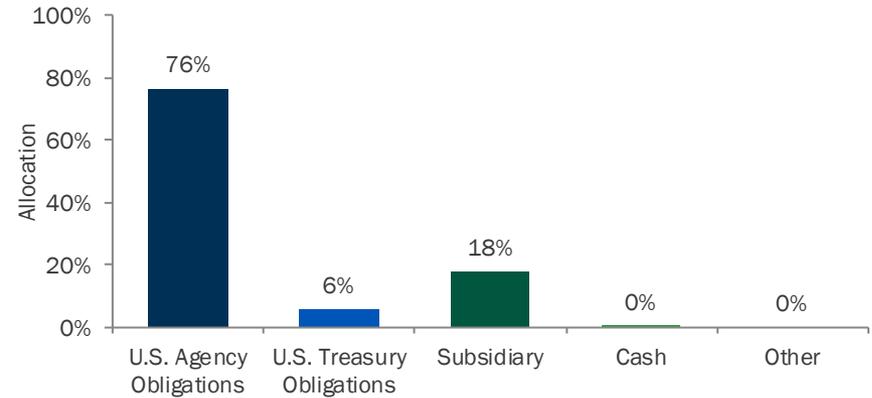
Real Assets Overview: Credit Suisse Commodity Real Return

As of 9/30/2017

Commodities Allocation



Collateral Allocation



Note: All data provided by the investment manager.

Note: All data provided by the investment manager.

Data shown as of September 30, 2017. Data as of December 31, 2017 is not yet available.

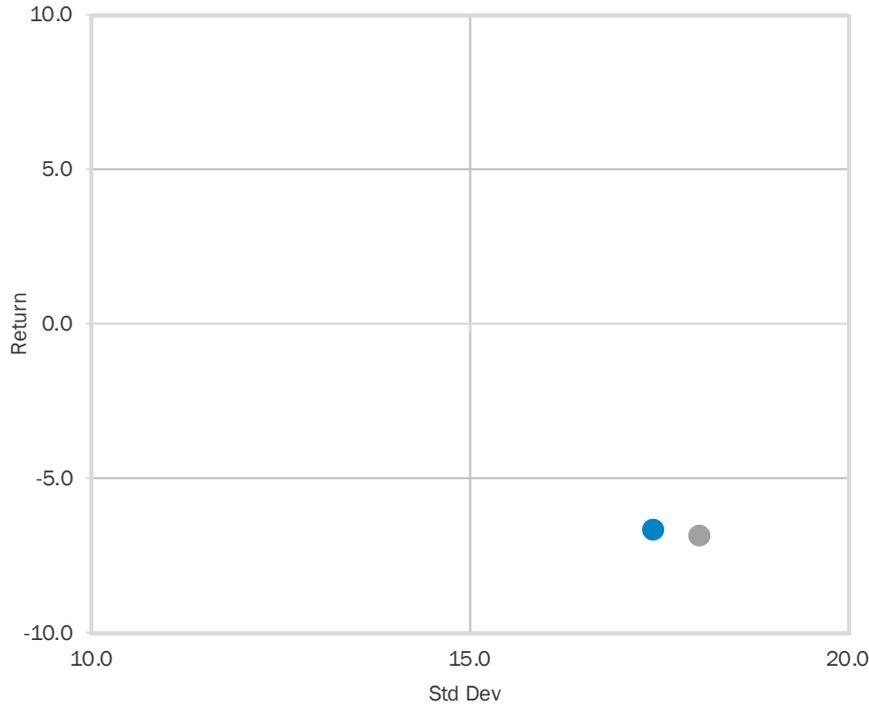
Credit Suisse Commodity Return

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
Credit Suisse Commodity Return	-35.5	20.1	16.9	-12.3	-1.8	-10.0	-16.9	-25.0	12.4	1.7	-5.0	-8.5	-6.7
Bloomberg Commodities Index	-35.6	18.9	16.8	-13.3	-1.1	-9.5	-17.0	-24.7	11.8	1.7	-5.0	-8.5	-6.8

10 Year Risk vs. Return

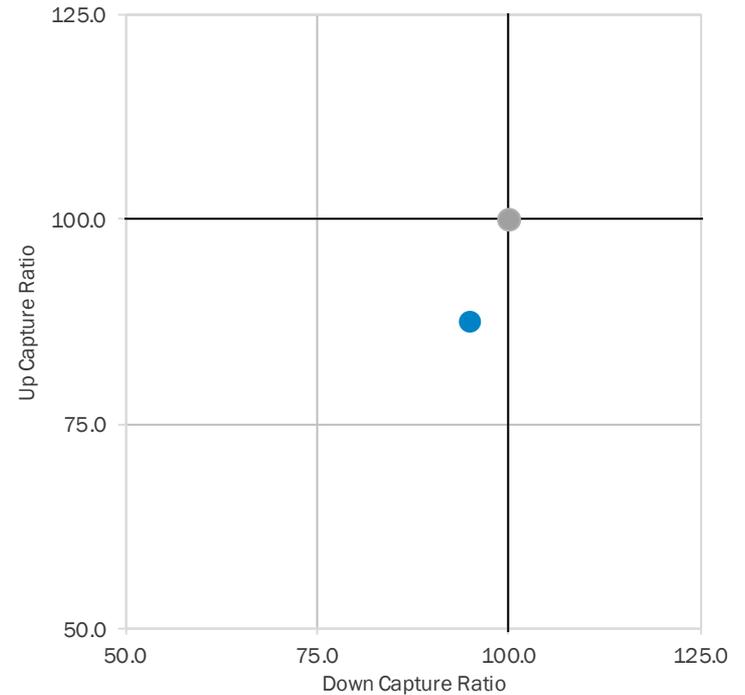
Time Period: 1/1/2008 to 12/31/2017



● Credit Suisse Commodity Return ● Bloomberg Commodities Index

10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



● Credit Suisse Commodity Return

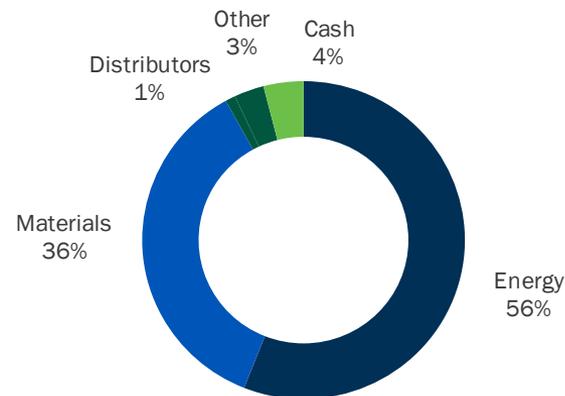
Real Assets Overview: Jennison Natural Resources

As of 12/31/2017

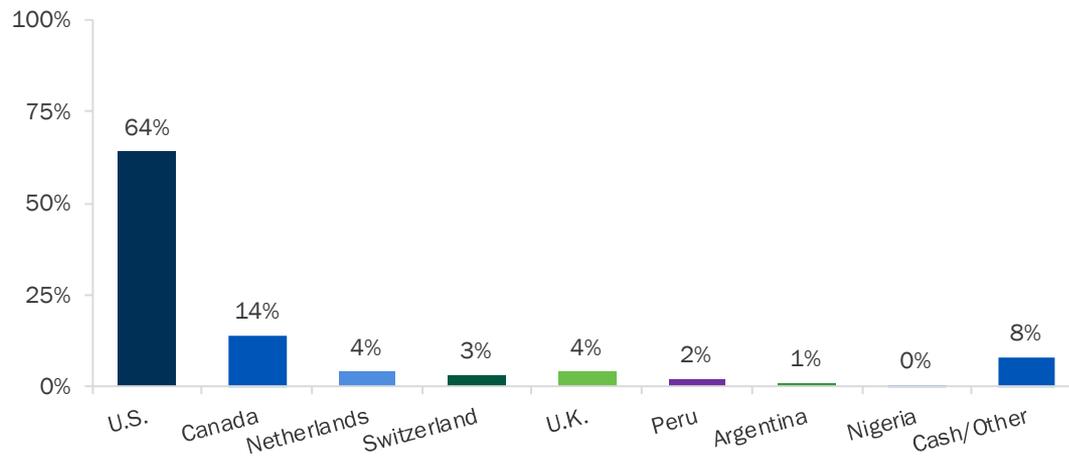
Top Ten Holdings

<u>Name</u>	<u>Sector</u>	<u>% of Portfolio</u>	<u>YTD Return</u>
Concho Resources Inc	Energy	3.8%	13.3%
Halliburton Co	Energy	3.8%	-8.3%
EOG Resources Inc	Energy	3.5%	7.4%
Suncor Energy Inc	Energy	2.9%	15.6%
Schlumberger Ltd	Energy	2.8%	-17.3%
Anadarko Petroleum Corp	Energy	2.7%	-22.8%
Noble Energy Inc	Energy	2.4%	-22.4%
Cimarex Energy Co	Energy	2.3%	-10.0%
WPX Energy Inc Class A	Energy	2.3%	-3.4%
Glencore PLC	Materials	2.2%	56.2%

Jennison Natural Resources Sector Allocation



Geographic Allocation



Note: All data provided by the investment manager.

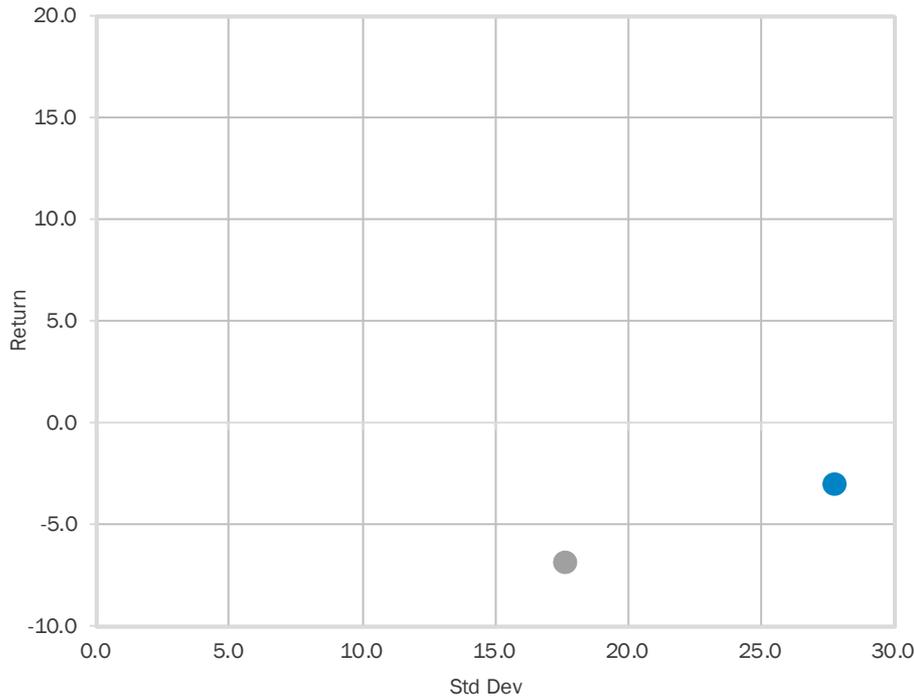
Jennison Natural Resources

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
Jennison Natural Resources	46.5	-52.7	73.7	28.1	-18.5	-2.4	10.1	-19.7	-29.2	34.6	5.3	0.1	-2.4	-2.9
Bloomberg Commodities Index	16.2	-35.6	18.9	16.8	-13.3	-1.1	-9.5	-17.0	-24.7	11.8	1.7	-5.0	-8.5	-6.8

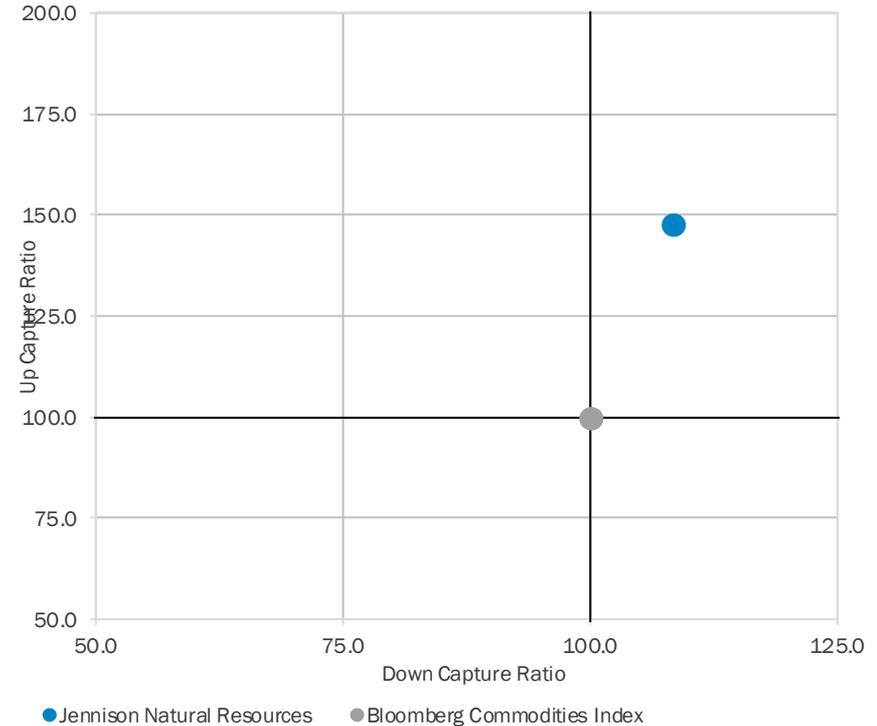
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



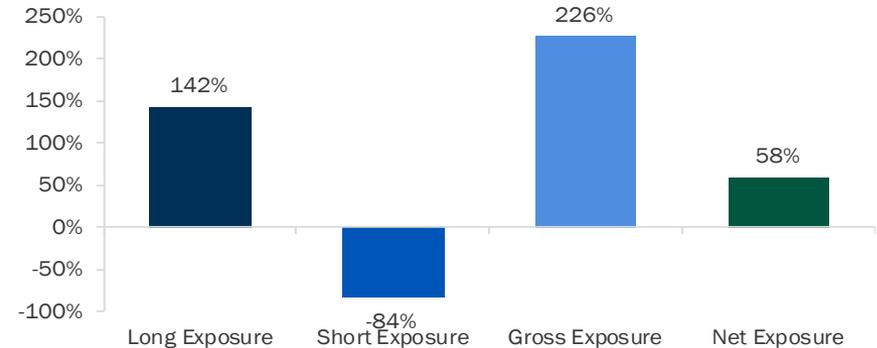
Hedge Fund of Funds Overview: Wellington Archipelago

As of 9/30/2017

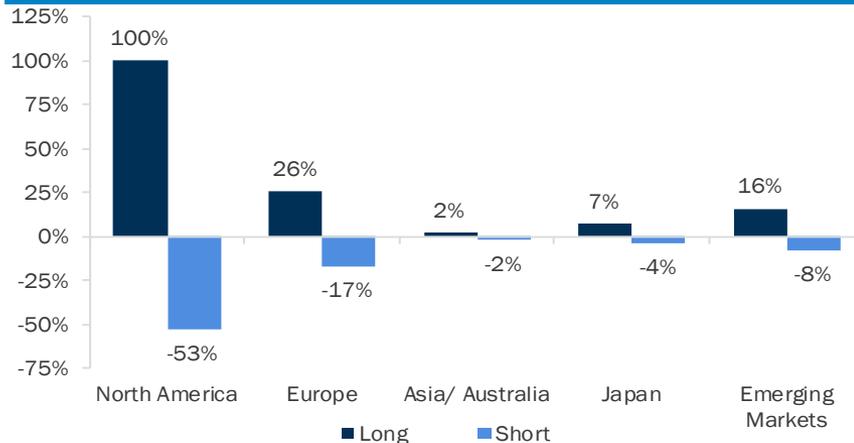
Organizational Overview

Strategy Type	Equity Long/Short Hedge Fund-of-Funds
Location of Headquarters	Boston, MA
Year Founded	1928
Firm Assets Under Management (\$, B)	\$14.5
Fund Assets Under Management (\$, B)	\$2.2

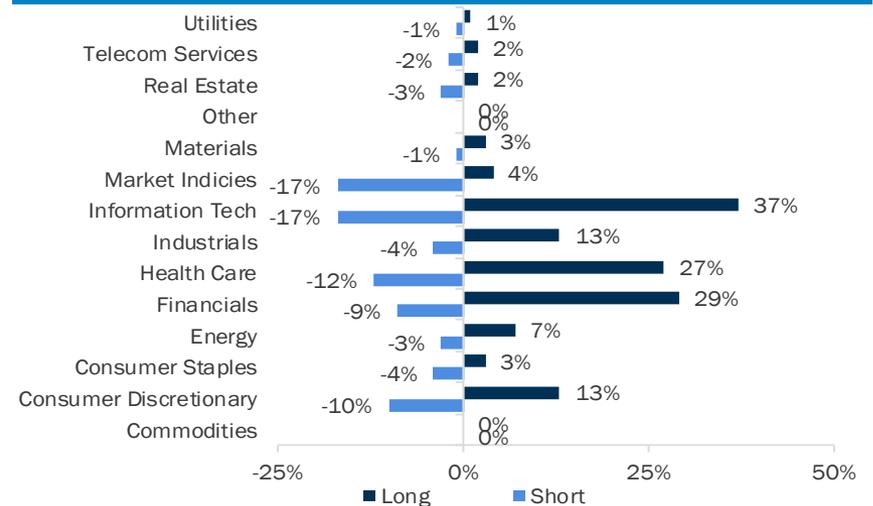
Fund Exposure



Geographic Exposure



Sector Exposure



Note: All data provided by the investment manager. □

Note: Data provided by the investment manager.
Data shown as of September 30, 2017. Data as of December 31, 2017 is not yet available.

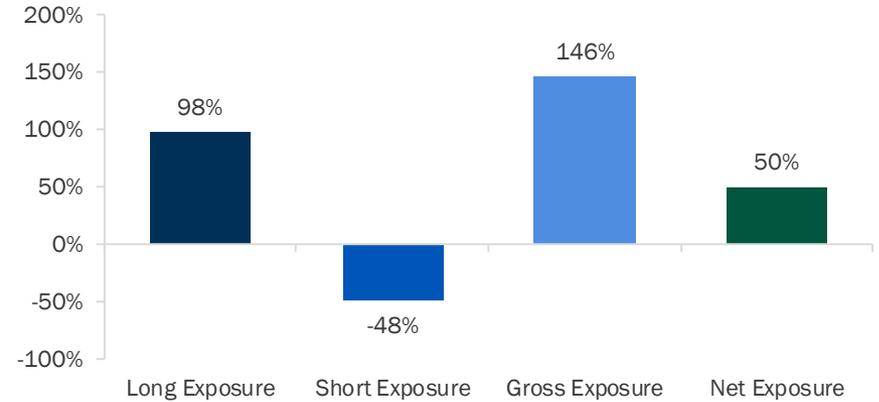
Hedge Fund of Funds Overview: Forester Partners

As of 6/30/2017

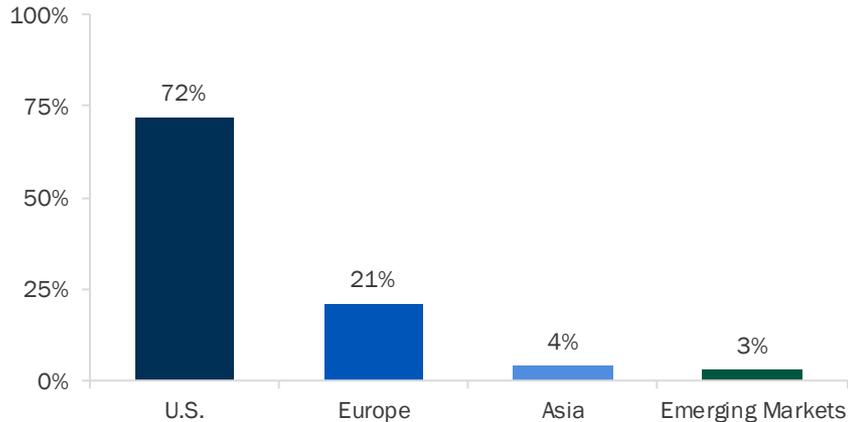
Organizational Overview

Strategy Type	Equity Long/Short Hedge Fund-of-Funds
Location of Headquarters	Greenwich, CT
Year Founded	2000
Firm Assets Under Management (\$, B)	\$2.7
Fund Assets Under Management (\$, B)	\$1.0

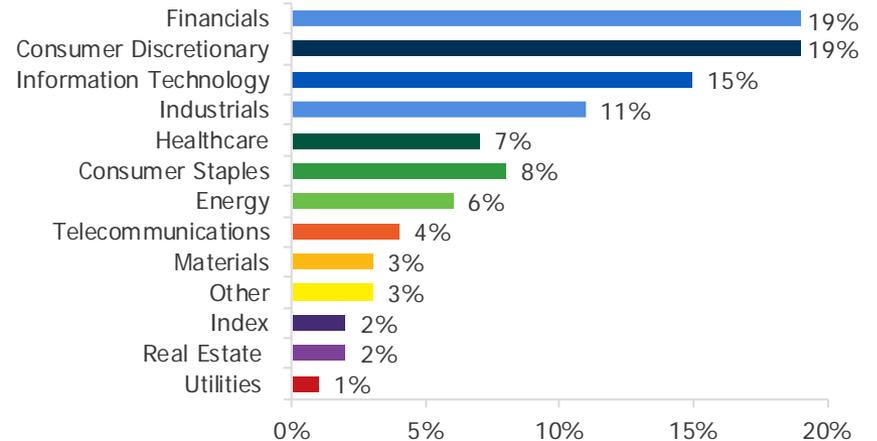
Fund Exposure



Geographic Exposure



Strategy Exposure



Source: Data Provided by Investment Manager
Data shown as of June 30, 2017. Data as of September 30, 2017 is not yet available.

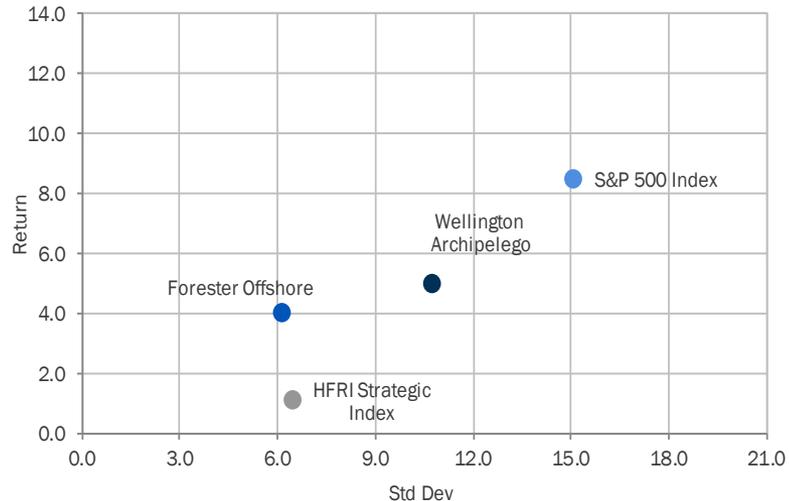
Hedge Fund Managers

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
Wellington Archipelego	13.6	-28.6	39.0	11.2	-5.9	9.8	19.6	3.3	5.3	-3.0	13.0	4.9	7.3	5.0
Forester Offshore	18.6	-13.0	14.6	5.6	-2.4	9.5	15.5	5.7	0.3	-1.5	9.6	2.7	5.7	4.0
S&P 500 Index	5.5	-37.0	26.5	15.1	2.1	16.0	32.4	13.7	1.4	12.0	21.8	11.4	15.8	8.5
HFRI Strategic Index	12.8	-25.2	13.2	6.3	-7.3	5.8	10.5	3.1	-0.5	-0.1	11.5	3.5	4.8	1.1

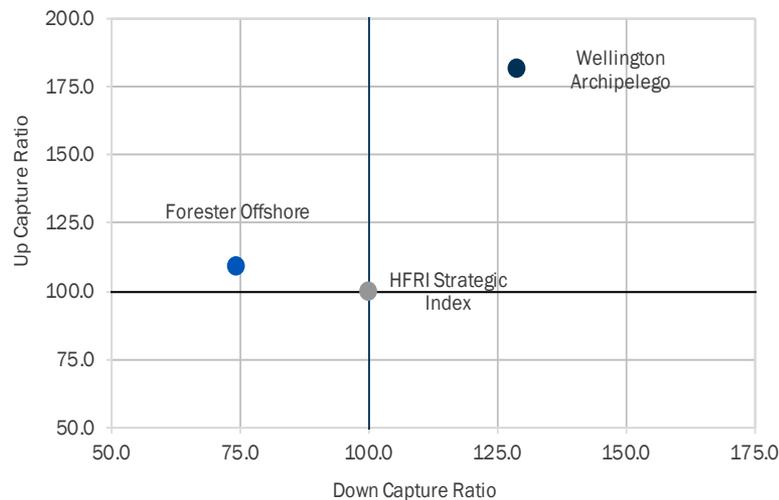
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Fixed Income Overview: MetWest Low Duration

As of 9/30/2017

Portfolio Characteristics	MetWest Low Duration	Merrill U.S. Treasuries (1-3 Y)
Duration	1.6 yrs	1.9 yrs
Average Maturity	2.3 yrs	1.9 yrs
Average Quality	--	AAA
Yield to Maturity	2.1%	1.5%

Maturity Breakdown	MetWest Low Duration	Merrill U.S. Treasuries (1-3 Y)
0-1 Years	28%	0%
1-3 Years	52%	100%
3-5 Years	10%	0%
5-10 Years	9%	0%
10-20 Years	1%	0%
20+ Years	0%	0%

Sector Allocation	MetWest Low Duration	Merrill U.S. Treasuries (1-3 Y)
Cash	8%	0%
U.S. Treasury	31%	100%
Direct Agency	0%	0%
Agency Mortgages	7%	0%
Non-Agency Mortgages	12%	0%
CMBS	10%	0%
Asset-Backed	5%	0%
Investment Grade Corp.	27%	0%
Non-Investment Grade Corp.	0%	0%
Municipals	0%	0%
Non-U.S.	0%	0%
Other	0%	0%

Quality Breakdown	MetWest Low Duration	Merrill U.S. Treasuries (1-3 Y)
AAA	57%	100%
AA	7%	0%
A	21%	0%
BBB	11%	0%
Below Investment Grade	3%	0%
Other	0%	0%

Note: All data provided by the investment manager.

Data shown as of September 30, 2017. Data as of December 31, 2017 is not yet available.

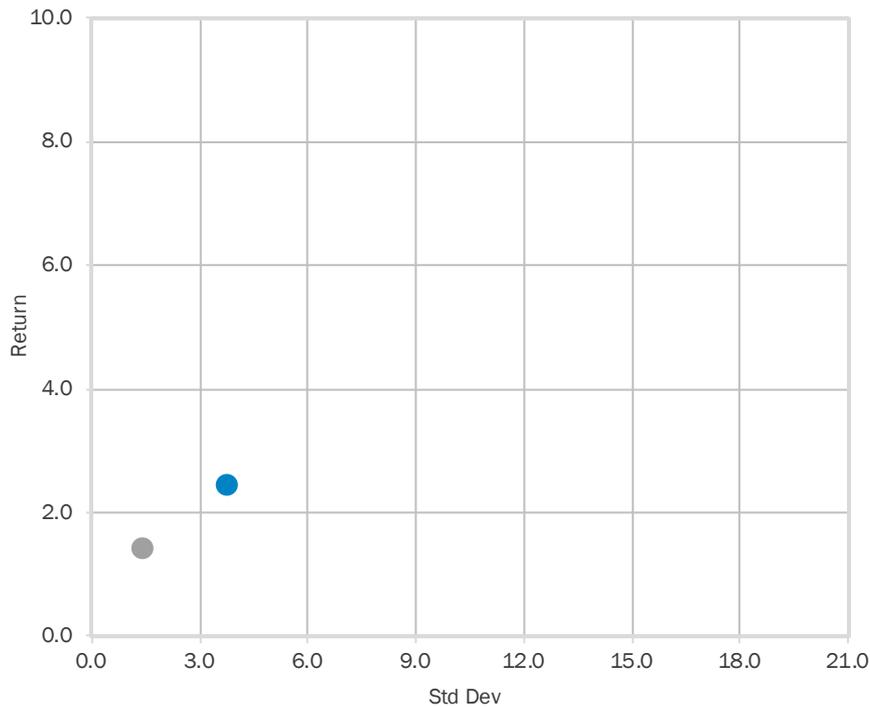
MetWest Low Duration

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
MetWest Low Duration	-14.6	15.3	10.6	1.2	7.9	2.0	1.6	0.4	1.5	1.3	1.1	1.4	2.4
ML 1-3 Year Treasury Index	6.6	0.8	2.3	1.6	0.4	0.4	0.6	0.5	0.9	0.4	0.6	0.6	1.4

10 Year Risk vs. Return

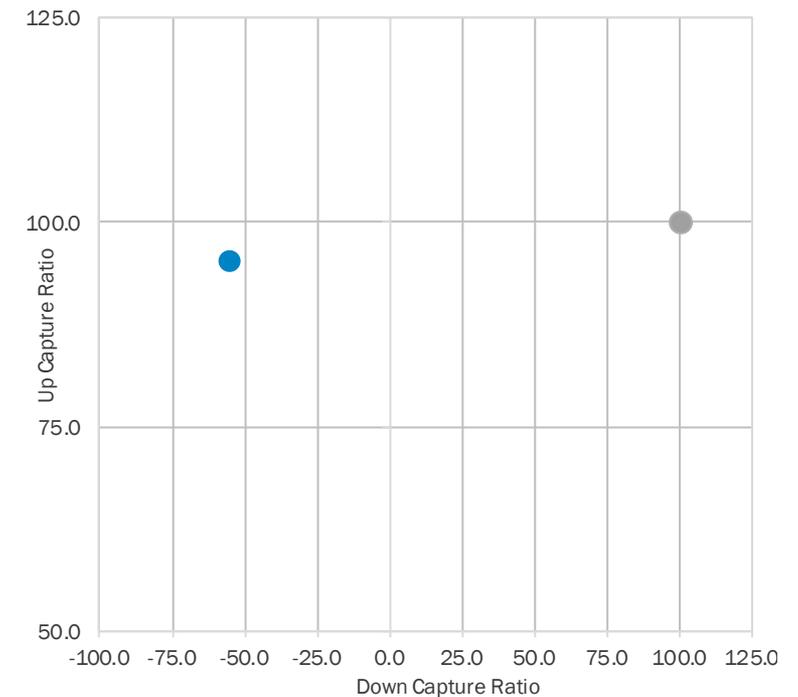
Time Period: 1/1/2008 to 12/31/2017



● MetWest Low Duration ● ML 1-3 Year Treasury Index

10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



● MetWest Low Duration ● ML 1-3 Year Treasury Index

Investment Program Fee Review

Bi-State Development Agency Pension Plan Fee Summary

As of December 31, 2017

Investment Manager	Style	Fund Expense Ratio	Annual Fee in Dollar Terms	Morningstar Average Expense Ratio
Dodge & Cox Stock	Large Cap Value	0.52%	\$35,669	1.12%
Vanguard 500 Index	Large Cap Core	0.04%	\$2,616	1.07%
T. Rowe Price Blue Chip Growth	Large Cap Growth	0.58%	\$37,040	1.18%
Vaughan Nelson Value Opportunity	Small-Mid Cap Value	0.98%	\$27,589	1.38%
William Blair SMID Growth	Small-Mid Cap Growth	1.10%	\$40,363	1.29%
Brandes International Equity	Non-US Large Value	0.98%	\$41,222	1.25%
EuroPacific Growth	Non-US Large Blend	0.83%	\$46,680	1.18%
Templeton Foreign Smaller Companies	Non-US Small \ Mid	0.98%	\$18,514	1.53%
Credit Suisse Commodity Return Strategy	Commodity	0.78%	\$5,665	1.38%
Jennison Natural Resources	Natural Resources	0.92%	\$7,188	1.45%
Forester Offshore	Hedge Fund	1.00%	\$30,259	1.86%
Wellington Archipelago	Hedge Fund	1.00%	\$32,883	1.86%
MetWest Low Duration	Fixed Income	0.39%	\$79,284	0.84%
BNY Cash	Money Market	0.18%	\$2,485	–
Total Investment Management Fees ⁽¹⁾		0.59%	\$407,457	
Ellwood Associates Consulting Fee ⁽²⁾		0.09%	\$62,918	
Total Fees		0.68%	\$470,375	

⁽¹⁾ Investment management fee in dollar terms based on December 31, 2017 market values.

⁽²⁾ Consulting fee based on most recent invoice.

Endnotes

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Q4

Fourth Quarter 2017 Performance Report

Bi-State Development Agency

IBEW Pension Trust

Local 2 and Local 309



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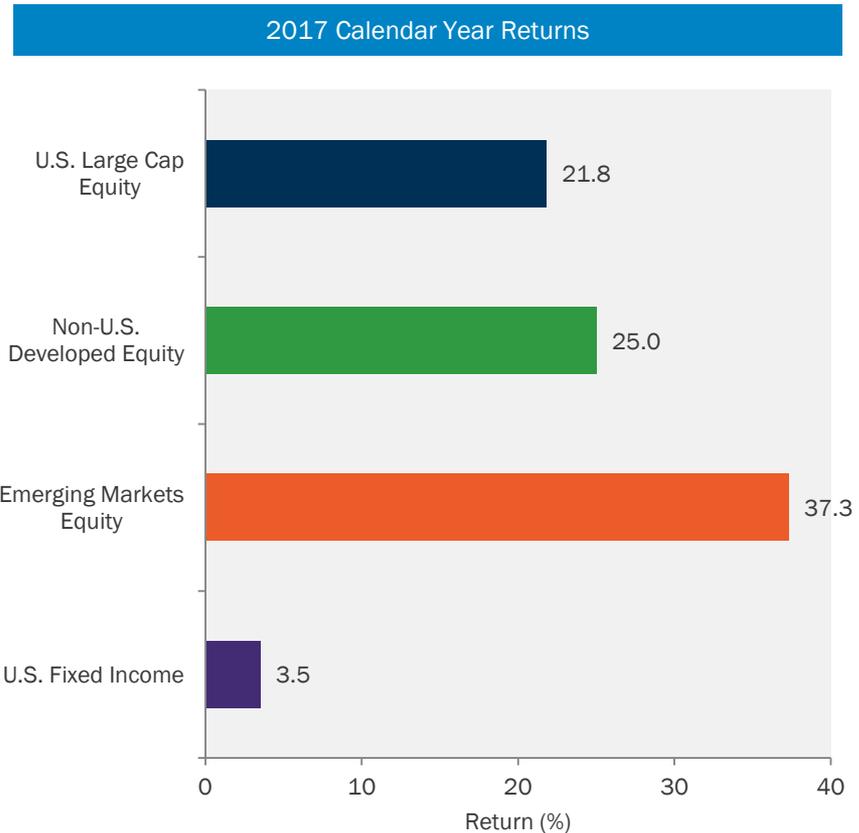
Table of Contents

- I. Capital Markets Overview
- II. IBEW Pension Trust Portfolio Review
- III. Investment Manager Appendix
 - Manager Performance Review
 - Investment Program Fee Review

4th Quarter 2017

Capital Markets Exhibits

Market Drivers of 2017

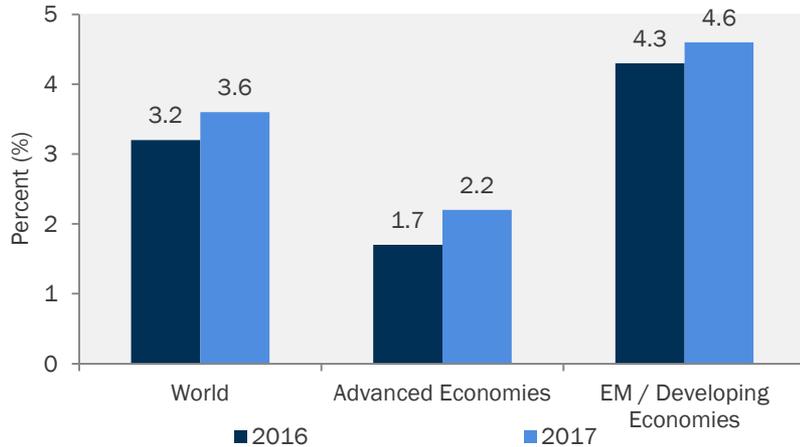


Source: Morningstar Direct, S&P, MSCI, Bloomberg
Returns represent the S&P 500 Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

The 2017 calendar year produced positive results in the equity markets as synchronized global economic growth and rising corporate profits produced a new sense of optimism to the markets. In both the developed and emerging markets, the technology sector was the largest contributor to the equity markets as innovation and potential spurred the top performers in the sector.

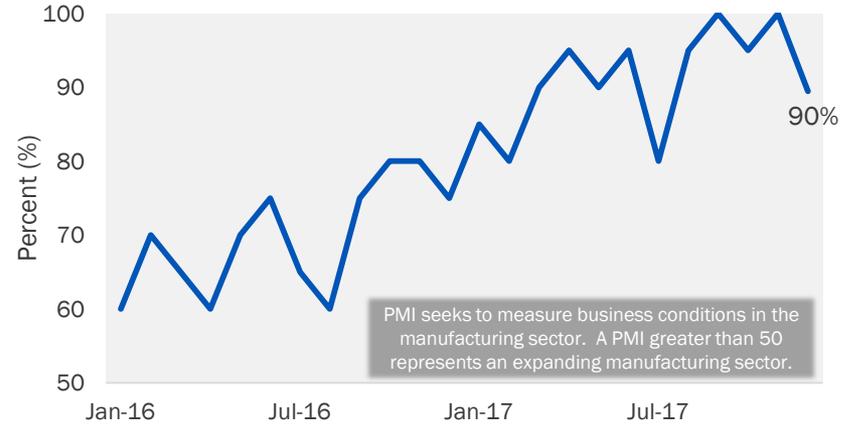
Synchronized Global Economic Growth

Global Real GDP Growth Forecasts



Source: IMF

Percent of Countries with Manufacturing PMI Greater Than 50 Largest 20 Countries by GDP (80% of Global GDP)

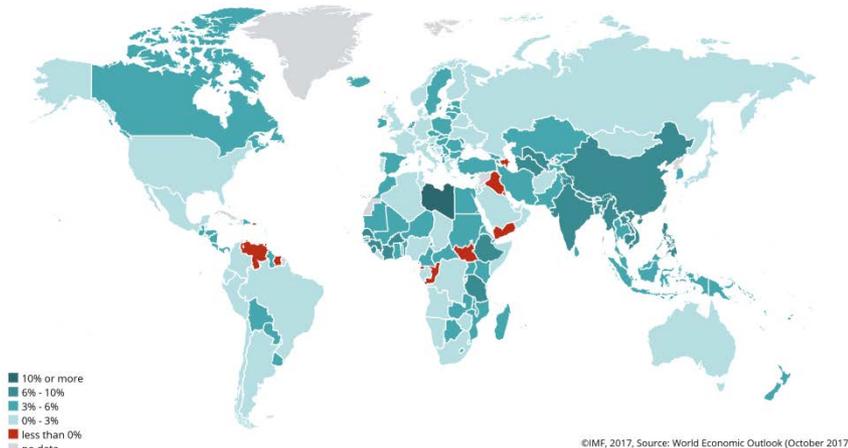


Source: Bloomberg

Global Real GDP Growth Overview

IMF DataMapper

Real GDP growth (Annual percent change, 2017)



©IMF, 2017. Source: World Economic Outlook (October 2017)

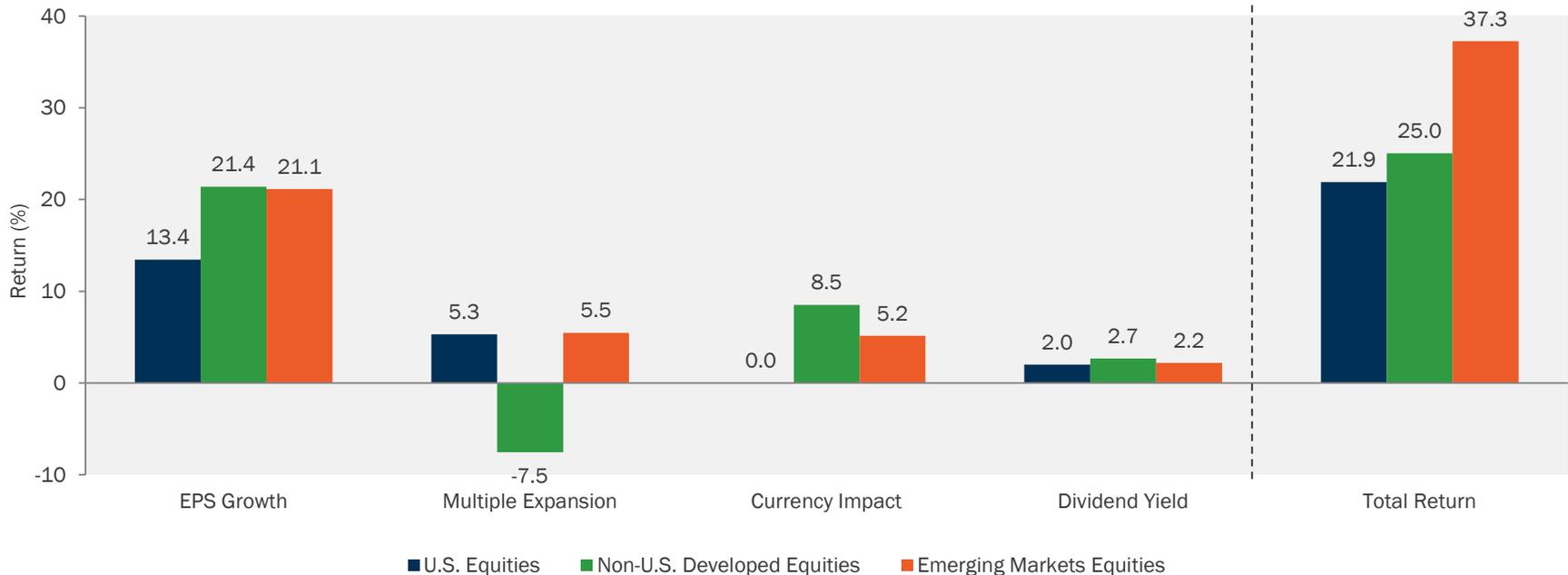
Source: IMF

Observations

- Global GDP in 2017 saw an uptick in growth compared to 2016 with both Advanced Economies and EM/Developing Economies increasing. Global central banks remained accommodative in their policies in hopes of advancing their country's economic outlooks.
- In tracking the largest twenty countries by GDP, the number of countries registering expansionary growth trends (PMI above 50) during each month of 2017 ranged from 80 to 100%. At the start of 2016, only 60% of countries were in an expansionary mode.
- Of the 193 countries the IMF tracks, 93% are estimated to have positive real GDP growth, with 38% estimated to have real GDP growth between 0% and 3%, and 44% estimated to have real GDP growth between 3% and 6%.

Strong Corporate Earnings

2017 Market Returns by Component



Returns represent the MSCI USA Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

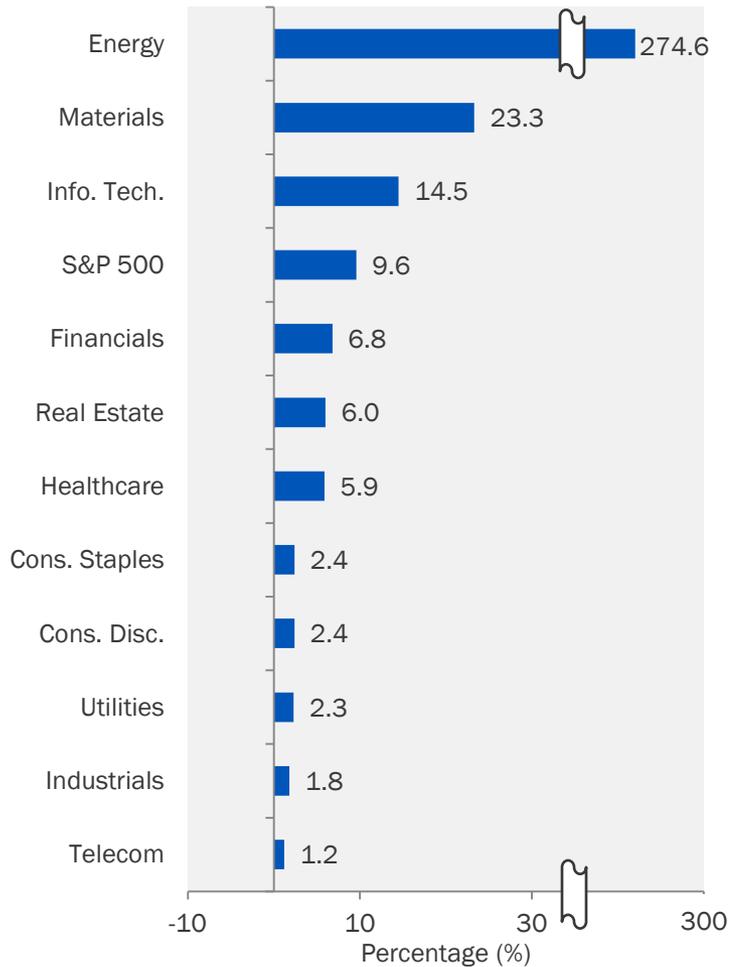
Note: Components do not sum to the Total Return due to the effects of compounding.

Observations

- The key driver to equity returns across the globe in 2017 was an acceleration of earnings per share (EPS) growth. EPS growth in 2017 was the strongest it has been since 2011, driven by strong revenue growth, profit margin expansion, share buybacks, and a stabilization of oil prices.
- Global earnings are forecasted to grow by double digits in 2018 with U.S. corporate tax cuts having the potential to add an additional 5% to 10% to U.S. domiciled company's earnings.
- Non-U.S. equities received a direct boost to returns from the depreciation of the dollar while U.S. companies with a significant portion of sales outside the U.S. experienced faster earnings growth.

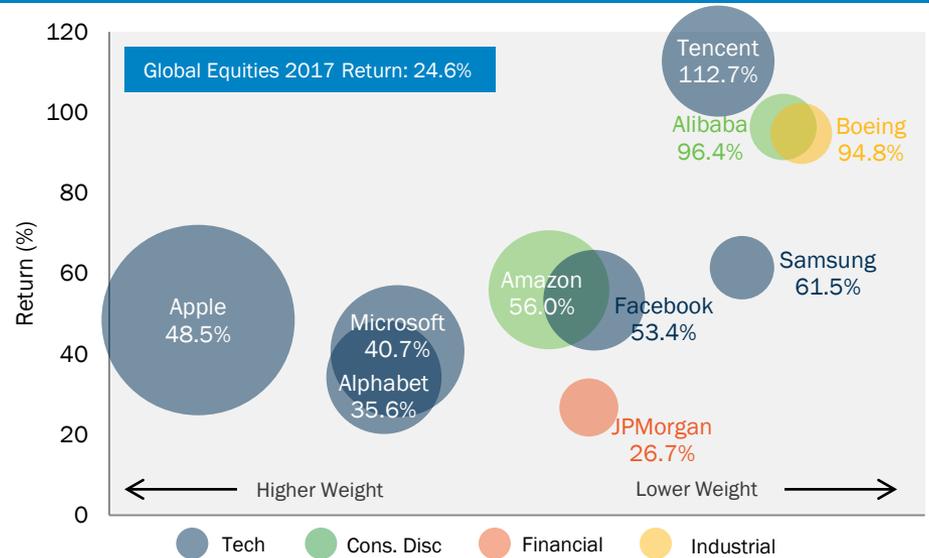
Technological Innovation

Estimated Calendar Year 2017 Earnings Growth



Source: Factset, MSCI

Top 10 Contributors to Global Equity Returns



Source: MSCI, Morningstar
Note: Global Equities = MSCI ACWI
Bubble size corresponds to contribution to global equity return

Comments

- Improving global growth and innovation drove technology and tech-related (e.g. Amazon, Alibaba) stocks to record highs in 2017. The technology sector returned 39% in 2017 and earnings per share growth was meaningfully higher than the broad market. Energy, the sector with the highest EPS growth, was rebounding from negative earnings in 2016.
- The technology sector has the highest percentage of revenues from overseas (60% non-U.S. revenues). The economic recovery outside the U.S. combined with a declining dollar was also a tailwind for tech companies.
- The chart above highlights the ten largest contributors to global equity market performance as measured by the MSCI ACWI Index. Eight of the largest contributors are technology or technology related.

This presentation is accompanied by additional disclosures which can be found on the last pages.
All information herein is confidential and proprietary.

S&P 500 Scorecard

Sector Returns

	<u>Div. Yield⁽¹⁾</u>	<u>P/E Ratio⁽²⁾</u>	<u>15-Yr Avg.⁽³⁾</u>		
Technology	1.2%	24.6x	21.0x	9.0%	38.8%
Materials	1.9%	27.3x	18.9x	6.9%	23.8%
Consumer Discretionary	1.3%	25.1x	18.9x	9.9%	23.0%
Financials	1.6%	17.7x	14.6x	8.6%	22.2%
Health Care	1.6%	23.9x	20.6x	1.5%	22.1%
S&P 500	1.8%	23.2x	17.3x	6.6%	21.8%
Industrials	1.9%	23.9x	18.1x	6.1%	21.0%
Consumer Staples	2.6%	21.9x	19.2x	6.5%	13.5%
Utilities	3.5%	21.1x	16.5x	0.2%	12.1%
Real Estate	3.3%	38.1x	38.0x	3.2%	10.8%
Energy	2.7%	35.2x	15.2x	6.0%	-1.0%
Telecom	5.0%	16.1x	19.8x	3.6%	-1.3%

■ 4th Quarter 2017 ■ Calendar Year 2017

Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global

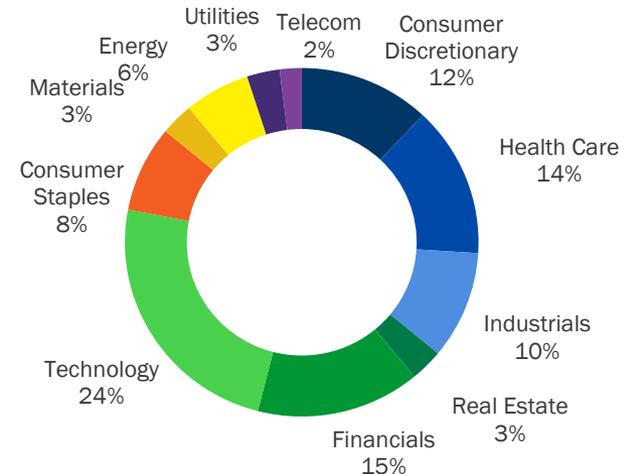
⁽¹⁾Trailing 12 month Dividend Yield as of 12/31/2017.

⁽²⁾Trailing 12 month P/E as of 12/31/2017.

⁽³⁾15-year average trailing 12 month P/E as of 12/31/2017.

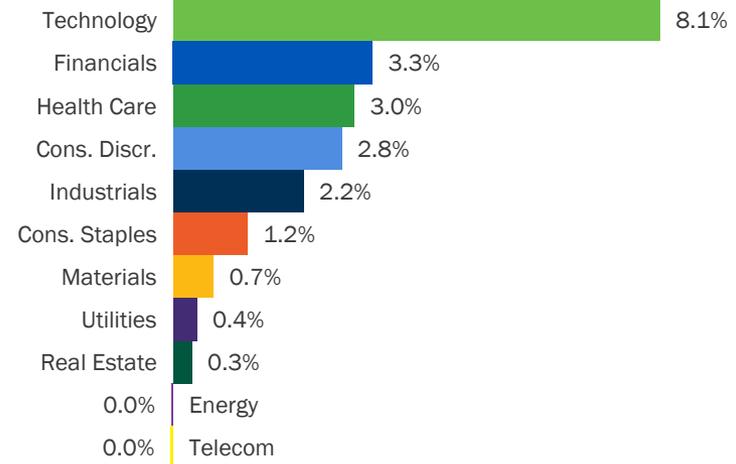


Sector Weights



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P

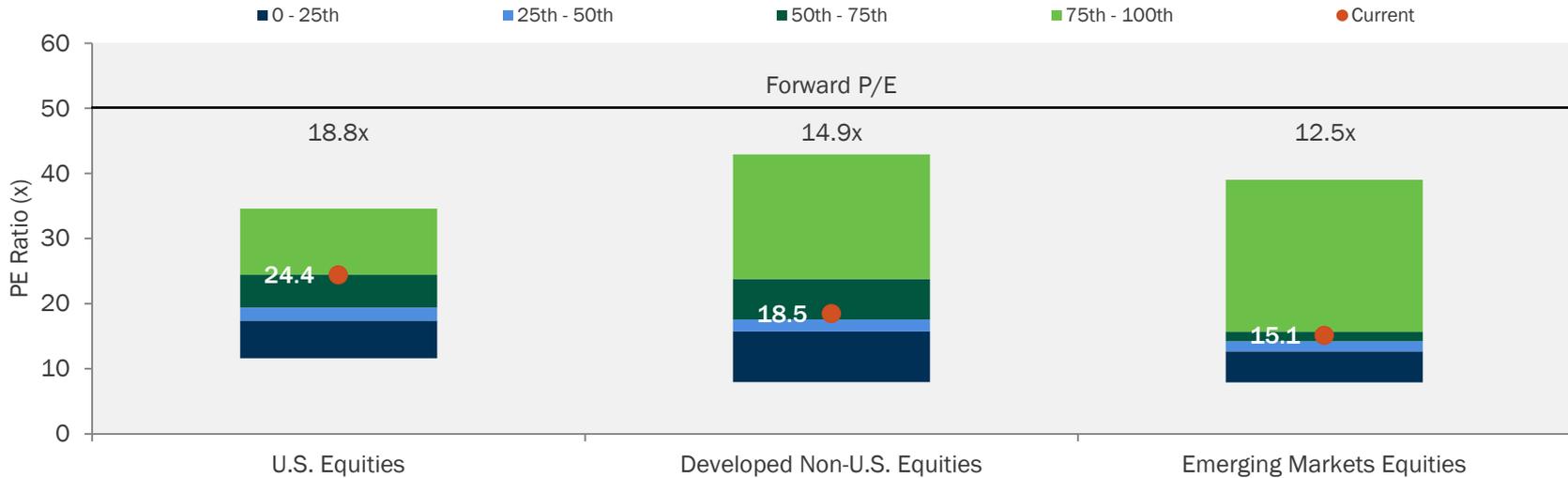
Sector Calendar Year Contribution



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, GICS

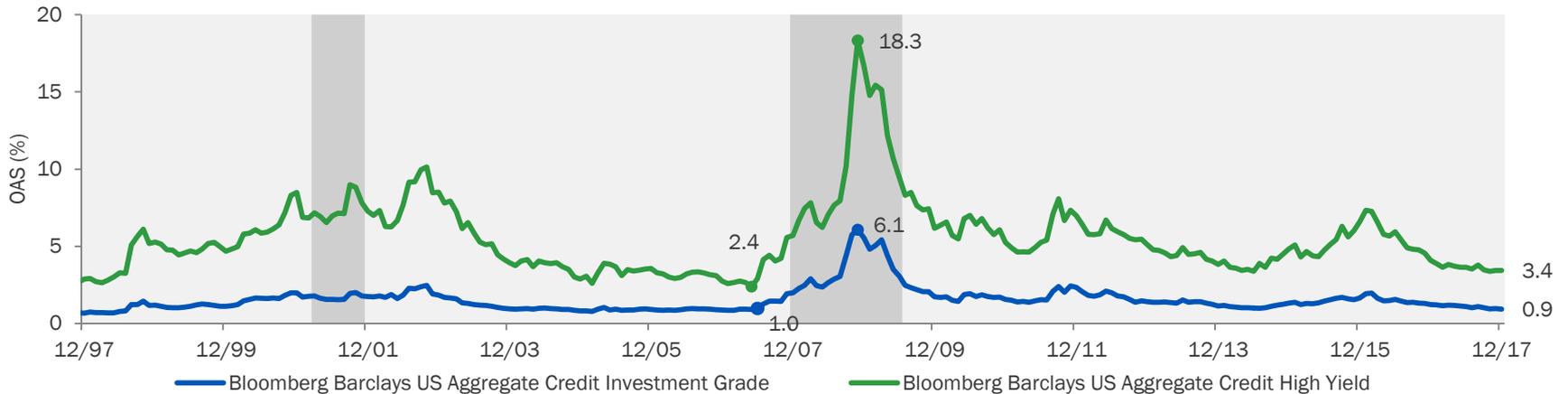
Market Indicators

Trailing Price to Earnings Ratio (Last 20 Years)



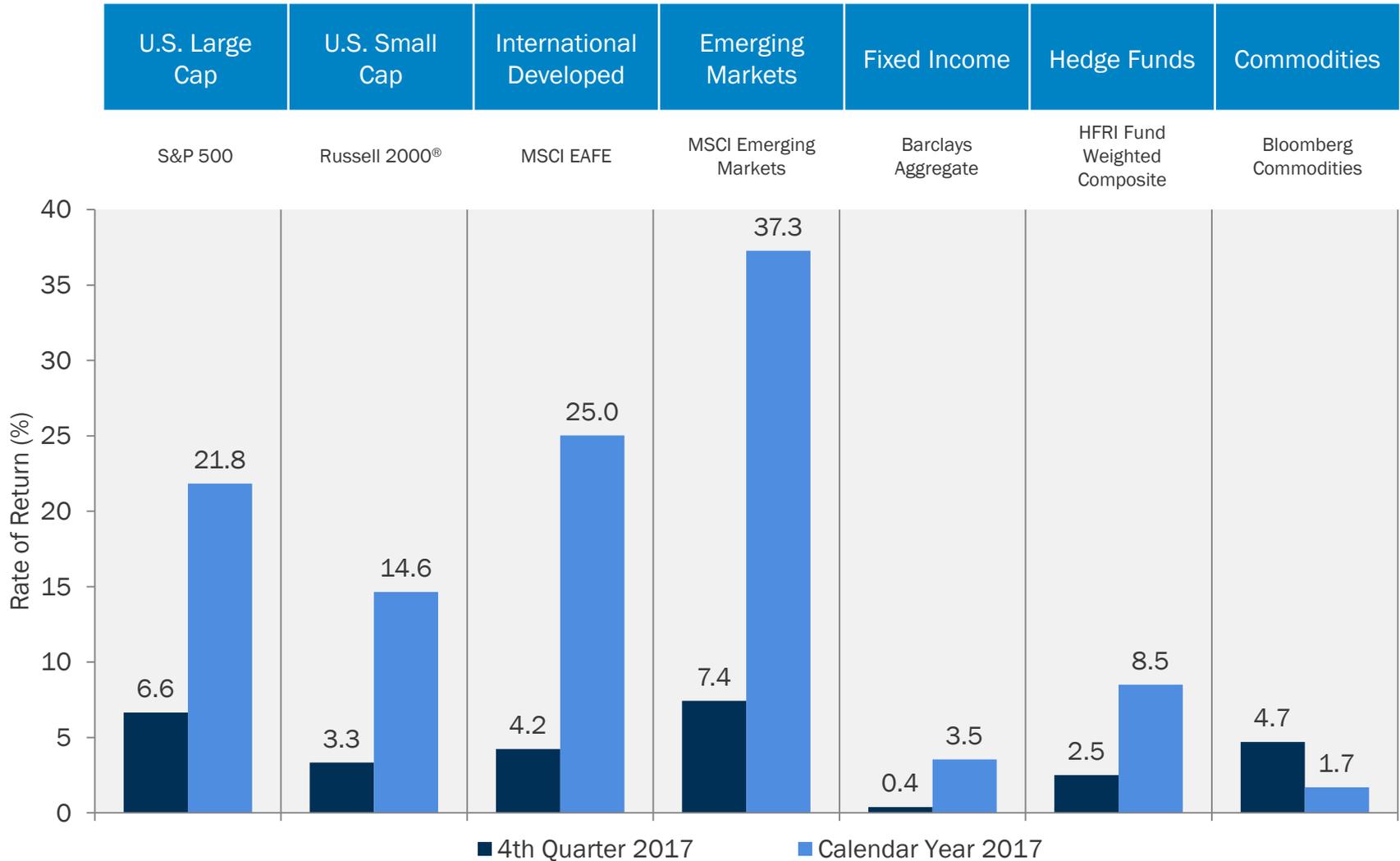
Source: Factset, MSCI, As of 1/2/2018

Fixed Income Spreads Relative to Treasuries (Last 20 Years)



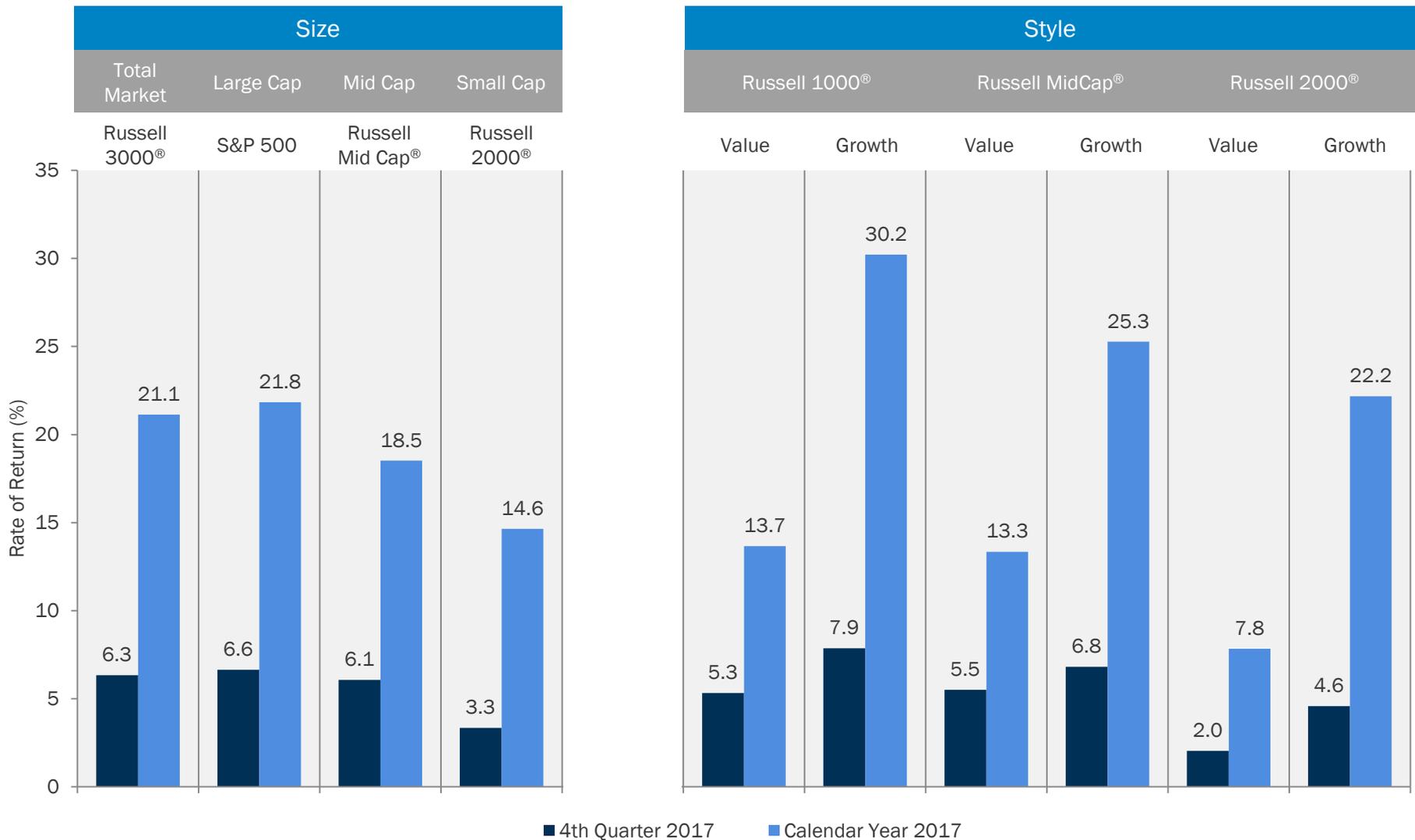
Source: Factset, Bloomberg Barclays, As of 1/2/2018

Market Overview



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, Russell, MSCI, Barclays, HFRI, Bloomberg

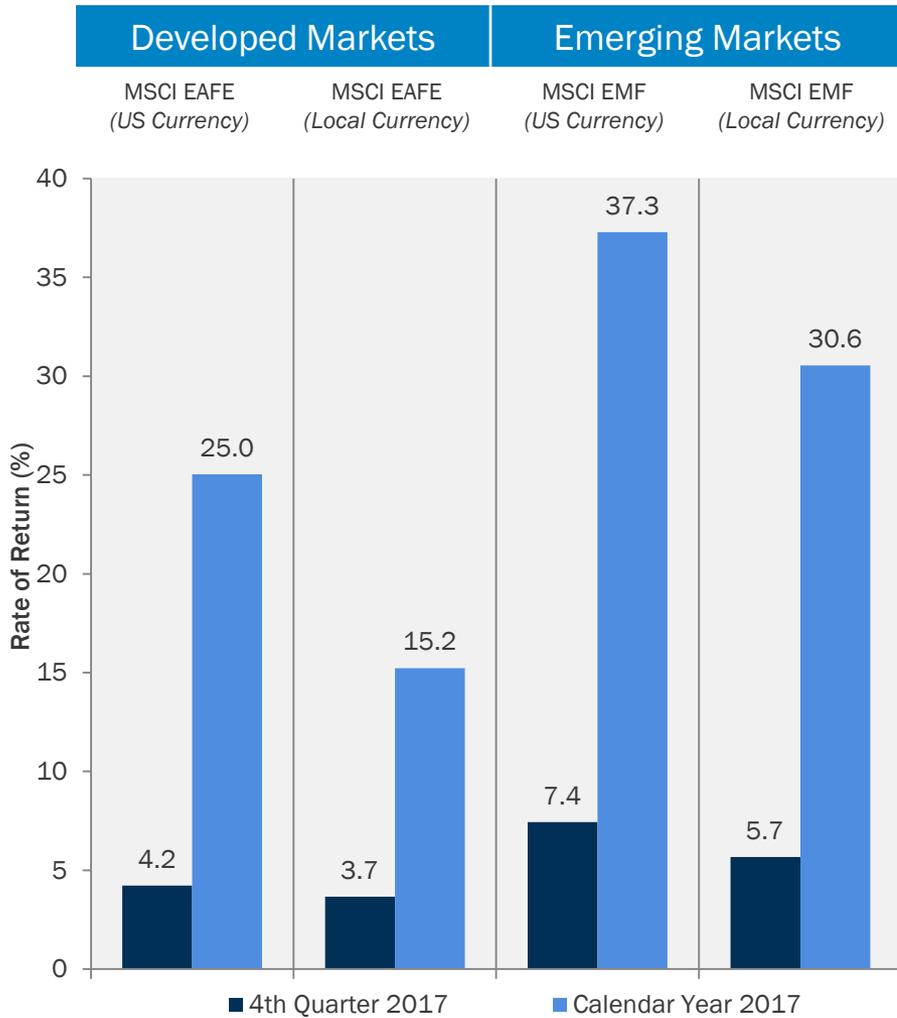
U.S. Equity Market Performance



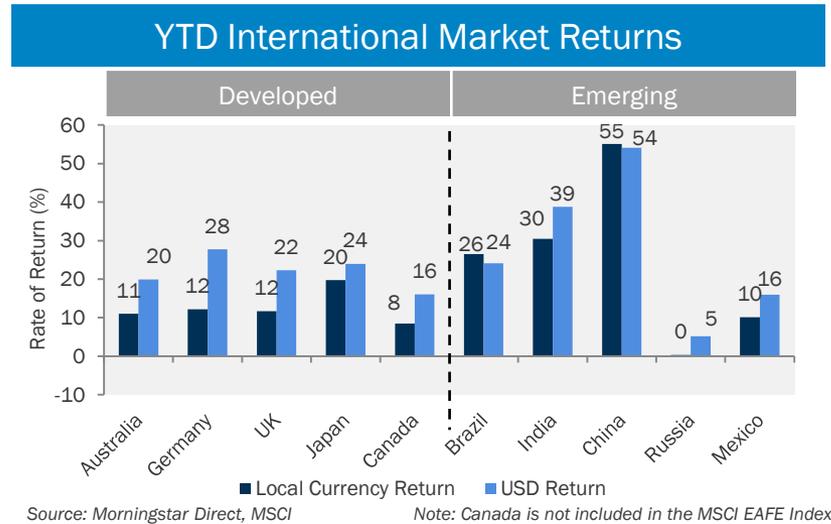
Source: Morningstar Direct, Russell, S&P Dow Jones Indices LLC, a division of S&P Global

Note: Russell Style Indices shown; Russell 3000®, Russell Mid Cap®, Russell 2000®.

Non-U.S. Equity Market

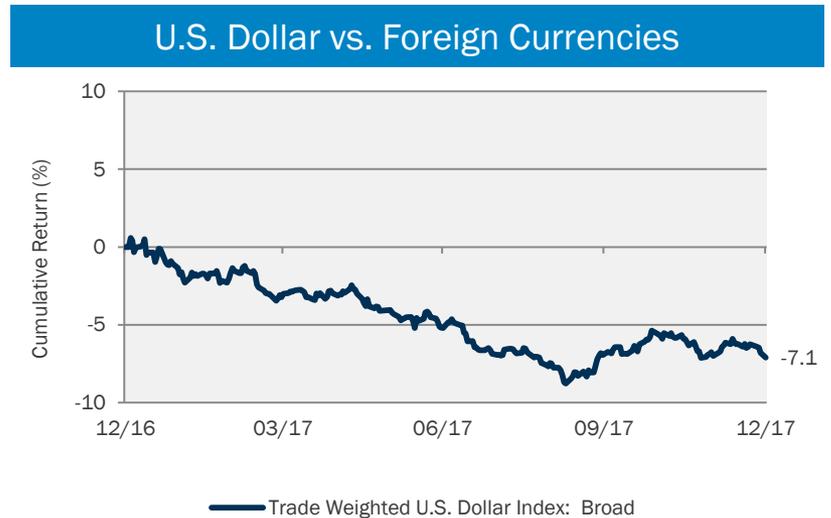


Source: Morningstar Direct, MSCI



Source: Morningstar Direct, MSCI

Note: Canada is not included in the MSCI EAFE Index



Source: Federal Reserve Board; US trade-weighted index, As of 12/29/2017

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Fixed Income Markets

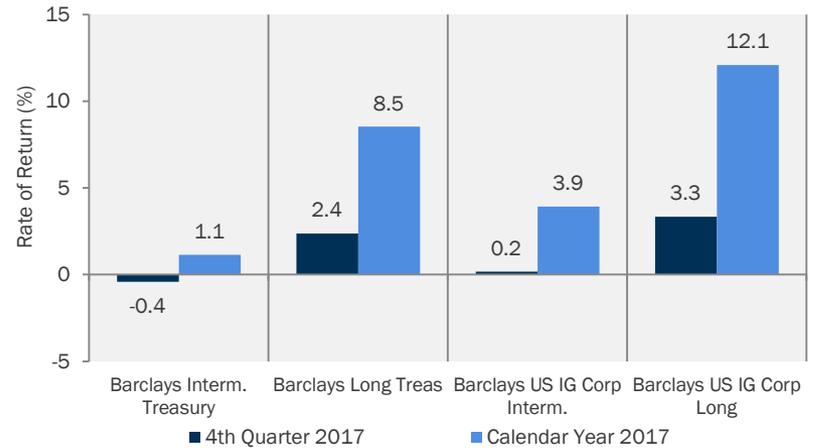
Bond Market Returns

Returns by Sector



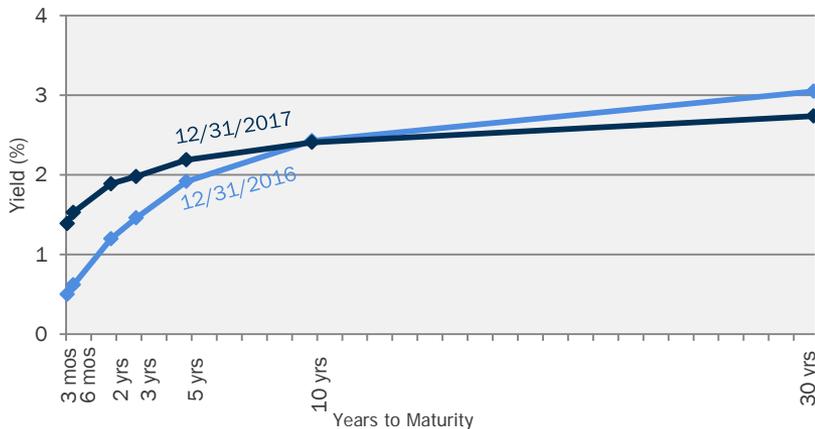
Source: Bloomberg Barclays

Returns by Duration



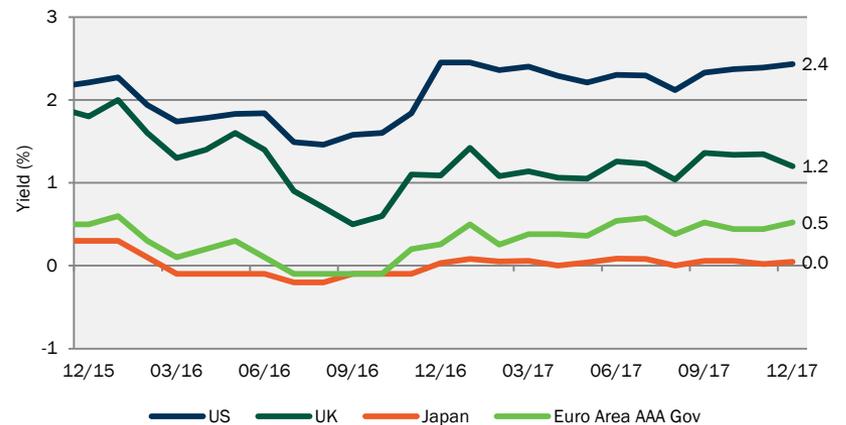
Source: Bloomberg Barclays

U.S. Treasury Yield Curve



Source: Barclays

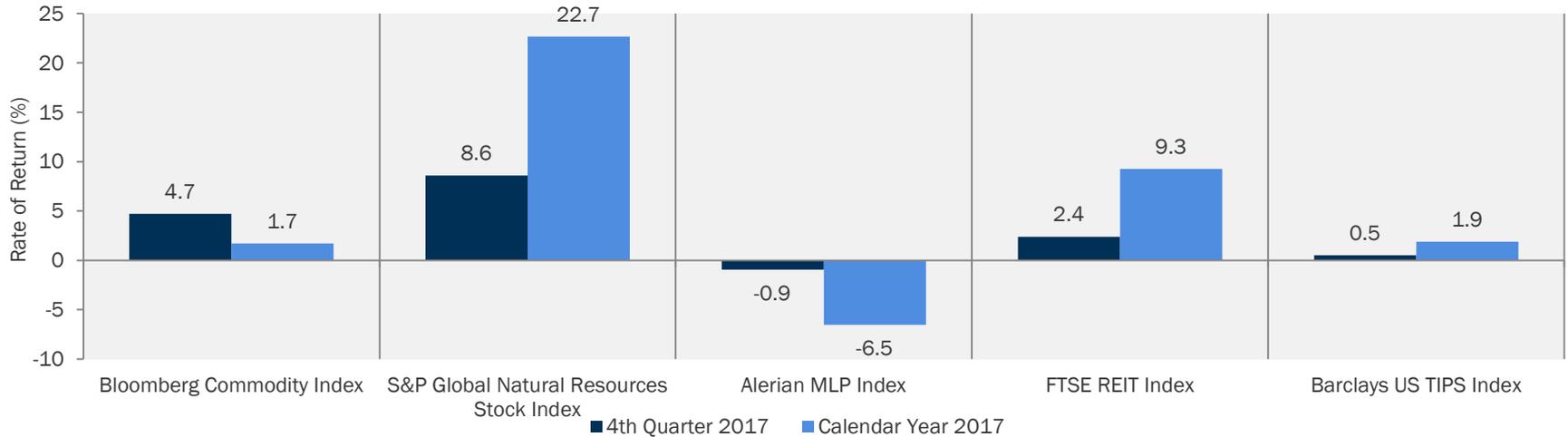
Global Ten Year Government Spot Yields



Source: Factset Economics

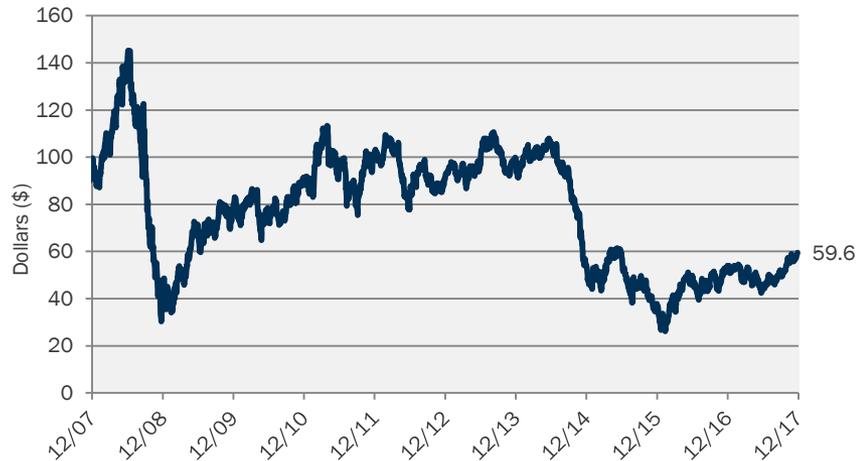
Real Assets

Asset Class Performance



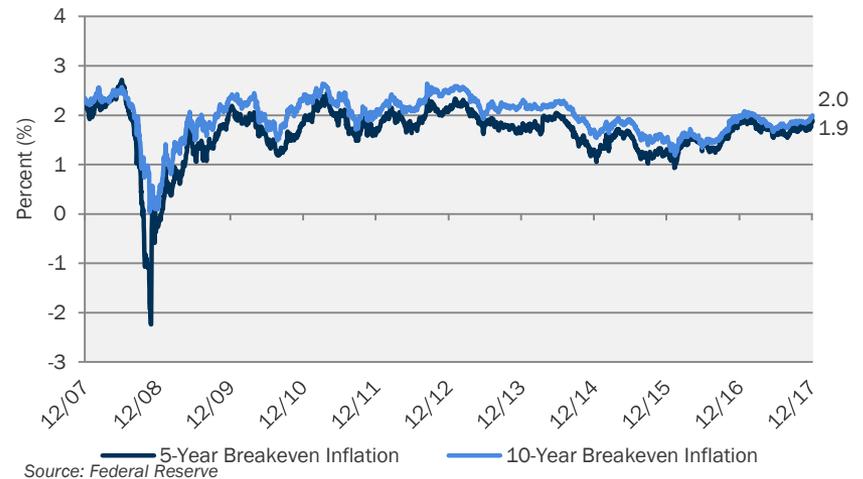
Source: Morningstar Direct, Bloomberg, S&P, Barclays, S&P Dow Jones Indices LLC, a division of S&P Global, Alerian, FTSE

WTI Crude Oil Prices



Source: FactSet Economics

United States Breakeven Inflation



Source: Federal Reserve

World Markets Heat Map

Calendar Year Returns										
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017
U.S. Equity										
S&P 100 Index	-35.3%	22.3%	12.5%	3.2%	16.1%	30.4%	12.7%	2.6%	11.4%	22.0%
S&P 500 Index	-37.0%	26.5%	15.1%	2.1%	16.0%	32.4%	13.7%	1.4%	12.0%	21.8%
Russell 1000 Value Index	-36.9%	19.7%	15.5%	0.4%	17.5%	32.5%	13.5%	-3.8%	17.3%	13.7%
Russell 1000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell 2000 Index	-33.8%	27.2%	26.8%	-4.2%	16.4%	38.8%	4.9%	-4.4%	21.3%	14.6%
Russell 2000 Value Index	-28.9%	20.5%	24.5%	-5.5%	18.1%	34.5%	4.2%	-7.5%	31.7%	7.8%
Russell 2000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell Micro Cap Index	-39.8%	27.5%	28.9%	-9.3%	19.7%	45.6%	3.6%	-5.2%	20.4%	13.2%
Non U.S. Equity										
MSCI ACWI ex U.S. Index	-45.5%	41.5%	11.2%	-13.7%	16.8%	15.3%	-3.9%	-5.7%	4.5%	27.2%
MSCI EAFE Index	-43.4%	31.8%	7.7%	-12.1%	17.3%	22.8%	-4.9%	-0.8%	1.0%	25.0%
MSCI EAFE Small Cap Index	-47.0%	46.8%	22.0%	-15.9%	20.0%	29.3%	-4.9%	9.6%	2.2%	33.0%
MSCI Emerging Markets Index	-53.3%	78.5%	18.9%	-18.4%	18.2%	-2.6%	-2.2%	-14.9%	11.2%	37.3%
MSCI Emerging Mkts. Small Cap Index	-58.2%	113.8%	27.2%	-27.2%	22.2%	1.0%	1.0%	-6.8%	2.3%	33.8%
MSCI Frontier Markets Index	-54.1%	11.6%	23.8%	-18.7%	8.9%	25.9%	6.8%	-14.5%	2.7%	31.9%
Global										
MSCI ACWI Index	-42.2%	34.6%	12.7%	-7.4%	16.1%	22.8%	4.2%	-2.4%	7.9%	24.0%
Fixed Income										
Barclays US Aggregate Index	5.2%	5.9%	6.5%	7.8%	4.2%	-2.0%	6.0%	0.5%	2.6%	3.5%
Barclays US Inv. Grade. Corp. Index	-4.9%	18.7%	9.0%	8.1%	9.8%	-1.5%	7.4%	-0.7%	6.1%	6.4%
Barclays High Yield Index	-26.2%	58.2%	15.1%	5.0%	15.8%	7.4%	2.5%	-4.5%	17.1%	7.5%
Barclays US Corp Long AA+ Index	8.2%	4.9%	10.1%	19.1%	10.1%	-7.8%	18.7%	-1.1%	6.9%	10.8%
Barclays US Treasury Long Index	24.0%	-12.9%	9.4%	29.9%	3.6%	-12.7%	25.1%	-1.2%	1.3%	8.5%
Barclays U.S. Municipal Bond Index	-2.5%	12.9%	2.4%	10.7%	6.8%	-2.6%	9.1%	3.3%	0.2%	5.4%
Barclays Global Agg. ex. U.S. Index	4.4%	7.5%	4.9%	4.4%	4.1%	-3.1%	-3.1%	-6.0%	1.5%	10.5%
Barclays EM Debt (Local) Gov't Index	--	17.1%	12.5%	0.3%	13.9%	-4.3%	-1.9%	-10.4%	5.9%	14.3%
Alternatives										
Bloomberg Commodity Index	-35.6%	18.9%	16.8%	-13.3%	-1.1%	-9.5%	-17.0%	-24.7%	11.8%	1.7%
Bloomberg Commodity - Gold	3.9%	22.9%	28.7%	9.6%	6.1%	-28.7%	-1.7%	-10.9%	7.7%	12.8%
Bloomberg Commodity - WTI Crude Oil	-53.2%	4.4%	3.8%	-3.6%	-11.8%	6.8%	-41.7%	-44.3%	7.1%	5.1%
Bloomberg Commodity - Agriculture	-27.5%	13.7%	38.5%	-14.4%	4.0%	-14.3%	-9.2%	-15.6%	2.1%	-11.0%
HFRI FOF Composite Index	-21.4%	11.5%	5.7%	-5.7%	4.8%	9.0%	3.4%	-0.3%	0.5%	6.8%
HFRI Equity Hedge Index	-26.6%	24.6%	10.5%	-8.4%	7.4%	14.3%	1.8%	-1.0%	5.5%	13.2%
Alerian MLP Index	-36.9%	76.4%	35.9%	13.9%	4.8%	27.6%	4.8%	-32.6%	18.3%	-6.5%
FTSE REIT Index	-37.3%	27.4%	27.6%	7.3%	20.1%	3.2%	27.1%	2.3%	9.3%	9.3%

Source: Morningstar Direct, Bloomberg, Factset

Annualized Returns							
	YTD	1-Yr	3-Yr	5-Yr	10-Yr	TTM P/E	Div. Yield
U.S. Equity							
S&P 100 Index	22.0%	22.0%	11.7%	15.4%	8.1%	22.7x	2.1%
S&P 500 Index	21.8%	21.8%	11.4%	15.8%	8.5%	22.9x	1.9%
Russell 1000 Value Index	13.7%	13.7%	8.7%	14.0%	7.1%	19.6x	2.4%
Russell 1000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%	26.5x	1.3%
Russell 2000 Index	14.6%	14.6%	10.0%	14.1%	8.7%	22.4x	1.4%
Russell 2000 Value Index	7.8%	7.8%	9.5%	13.0%	8.2%	19.9x	2.1%
Russell 2000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%	25.6x	0.7%
Russell Micro Cap Index	13.2%	13.2%	8.9%	14.3%	7.7%	19.0x	1.2%
Non U.S. Equity							
MSCI ACWI ex U.S. Index	27.2%	27.2%	7.8%	6.8%	1.8%	16.7x	3.0%
MSCI EAFE Index	25.0%	25.0%	7.8%	7.9%	1.9%	17.6x	3.2%
MSCI EAFE Small Cap Index	33.0%	33.0%	14.2%	12.9%	5.8%	16.5x	2.4%
MSCI Emerging Markets Index	37.3%	37.3%	9.1%	4.3%	1.7%	14.7x	2.4%
MSCI Emerging Mkts. Small Cap Index	33.8%	33.8%	8.4%	5.4%	2.8%	15.0x	2.6%
MSCI Frontier Markets Index	31.9%	31.9%	5.0%	9.3%	-1.4%	6.5x	3.1%
Global							
MSCI ACWI Index	24.0%	24.0%	9.3%	10.8%	4.6%	19.4x	2.4%
Fixed Income							
Barclays US Aggregate Index	3.5%	3.5%	2.2%	2.1%	4.0%	6.0	2.7%
Barclays US Inv. Grade. Corp. Index	6.4%	6.4%	3.9%	3.5%	5.6%	7.6	3.3%
Barclays High Yield Index	7.5%	7.5%	6.4%	5.8%	8.0%	3.9	5.7%
Barclays US Corp Long AA+ Index	10.8%	10.8%	5.4%	5.1%	7.7%	14.6	3.5%
Barclays US Treasury Long Index	8.5%	8.5%	2.8%	3.5%	6.6%	17.6	2.7%
Barclays U.S. Municipal Bond Index	5.4%	5.4%	3.0%	3.0%	4.5%	5.8	2.4%
Barclays Global Agg. ex. U.S. Index	10.5%	10.5%	1.8%	-0.2%	2.4%	7.8	0.8%
Barclays EM Debt (Local) Gov't Index	14.3%	14.3%	2.7%	0.3%	--	5.9	4.1%
Alternatives							
Bloomberg Commodity Index	1.7%	1.7%	-5.0%	-8.5%	-6.8%	--	--
Bloomberg Commodity - Gold	12.8%	12.8%	2.7%	-5.4%	3.8%	--	--
Bloomberg Commodity - WTI Crude Oil	5.1%	5.1%	-14.4%	-17.2%	-16.3%	--	--
Bloomberg Commodity - Agriculture	-11.0%	-11.0%	-8.5%	-9.8%	-4.9%	--	--
HFRI FOF Composite Index	6.8%	6.8%	2.3%	3.8%	1.0%	--	--
HFRI Equity Hedge Index	13.2%	13.2%	5.7%	6.6%	3.2%	--	--
Alerian MLP Index	-6.5%	-6.5%	-9.3%	-0.1%	6.0%	--	--
FTSE REIT Index	9.3%	9.3%	6.9%	9.9%	7.7%	--	--

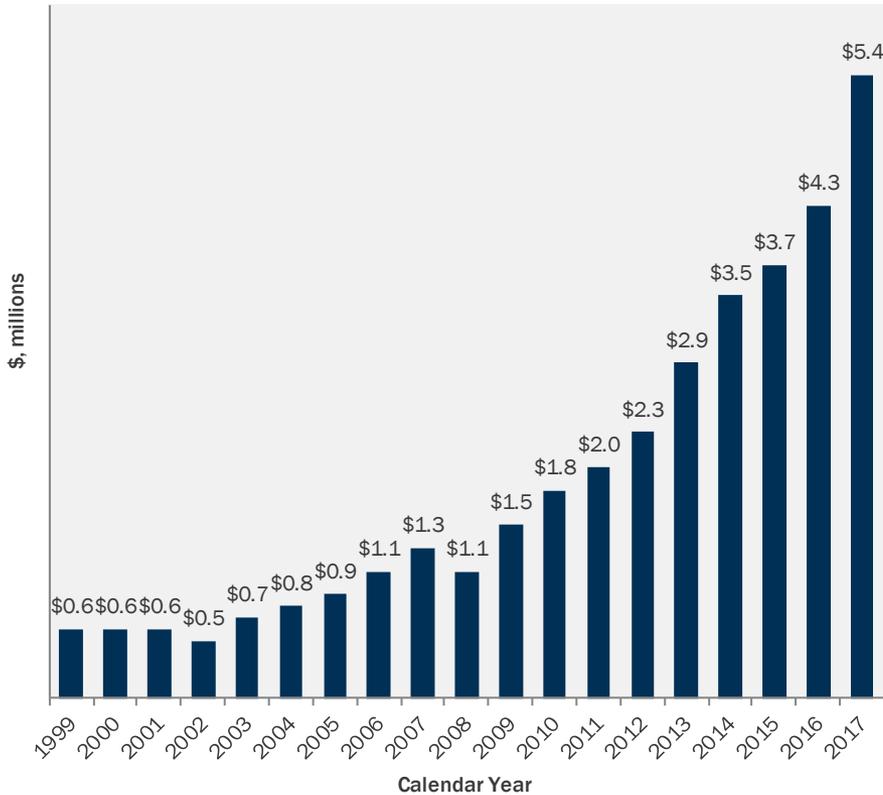
Source: Morningstar Direct, Bloomberg, Factset

IBEW Pension Trust Portfolio Review

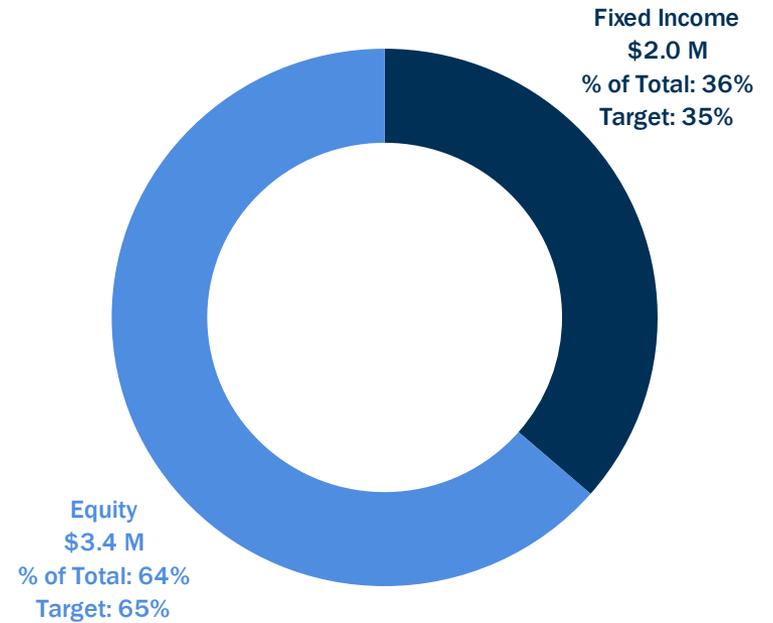
Bi-State Development Agency IBEW Pension Trust – Local 2 and Local 309

As of December 31, 2017

Growth of Assets



Asset Allocation



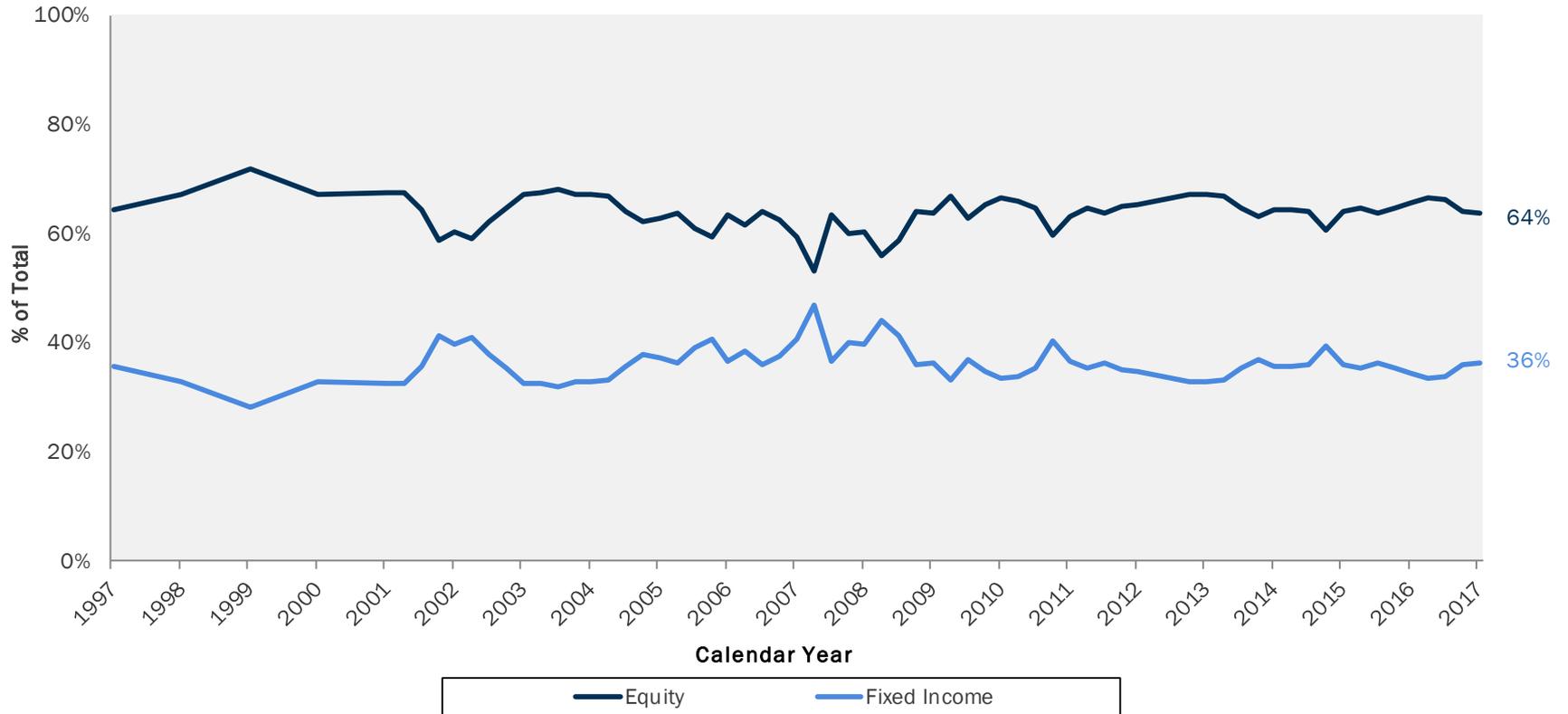
Total Assets: \$5.4 Million

Note: Totals may not add up to 100% due to rounding.

Total Portfolio Asset Allocation

As of December 31, 2017

Total Portfolio Allocation



Total Portfolio Manager Allocation

As of December 31, 2017

	Value	Core	Growth	
Large Cap		Vanguard S&P 500 Index \$2.1 million %of Equity: 62%		= \$2.1 million % of Equity: 62%
Mid/Small Cap	Vaughan Nelson \$0.3 million %of Equity: 8%		Artisan Small Cap \$0.3 million %of Equity: 8%	= \$0.5 million % of Equity: 16%
International	Harbor International Fund \$0.8 million %of Equity: 23%			= \$0.8 million % of Equity: 23%
				= \$3.4 million % of Equity: 100%
	Intermediate-Term	Short-Term		
Fixed Income	Dodge & Cox Income \$1.7 million % of Fixed Income: 88%	Cash Equivalents \$0.2 million % of Fixed Income: 12%		= \$2.0 million 100% of Fixed Income
				= \$5.4 million 100% of Total Portfolio

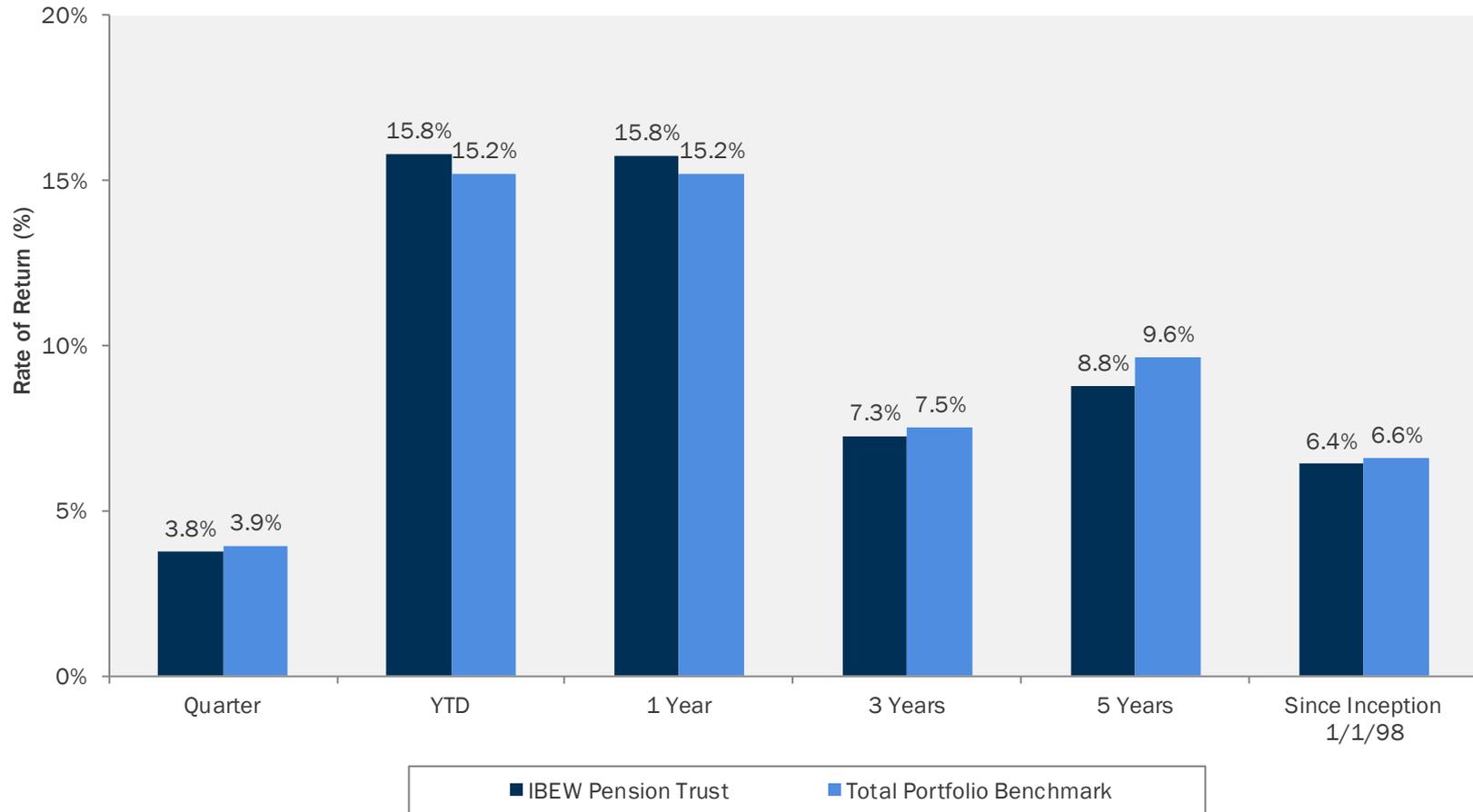
Market Benchmark Definitions

Market Benchmark	Total Portfolio	Total Equity	Total Fixed
Wilshire 5000 Index	50%	77%	0%
MSCI EAFE Index	15%	23%	0%
Barclays Aggregate Bond Index	<u>35%</u>	<u>0%</u>	<u>100%</u>
	100%	100%	100%

Note: Prior to 1/1/09, the equity segment benchmark was 85% Wilshire 5000 Index and 15% MSCI EAFE Index.

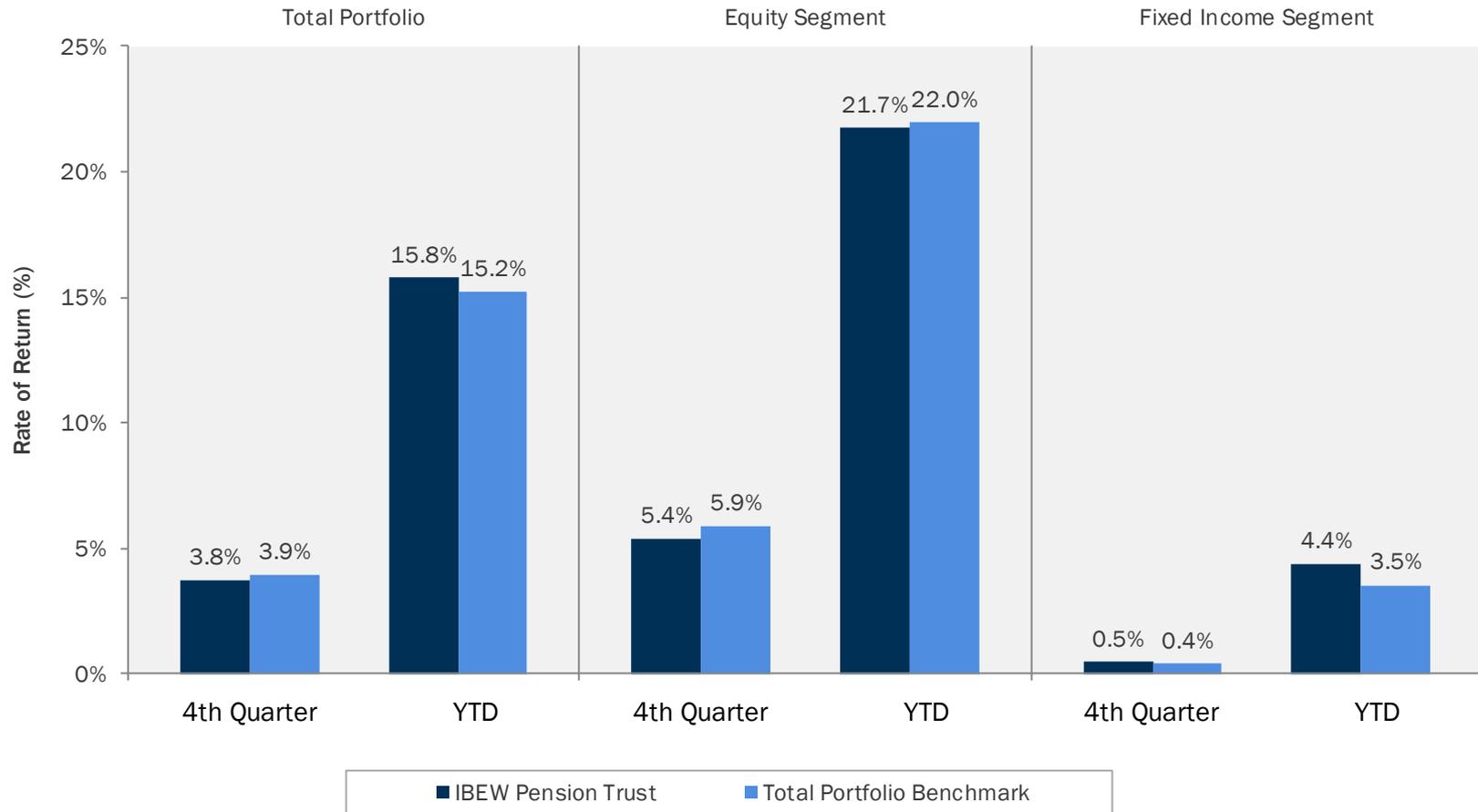
Total Portfolio Performance Review

As of December 31, 2017



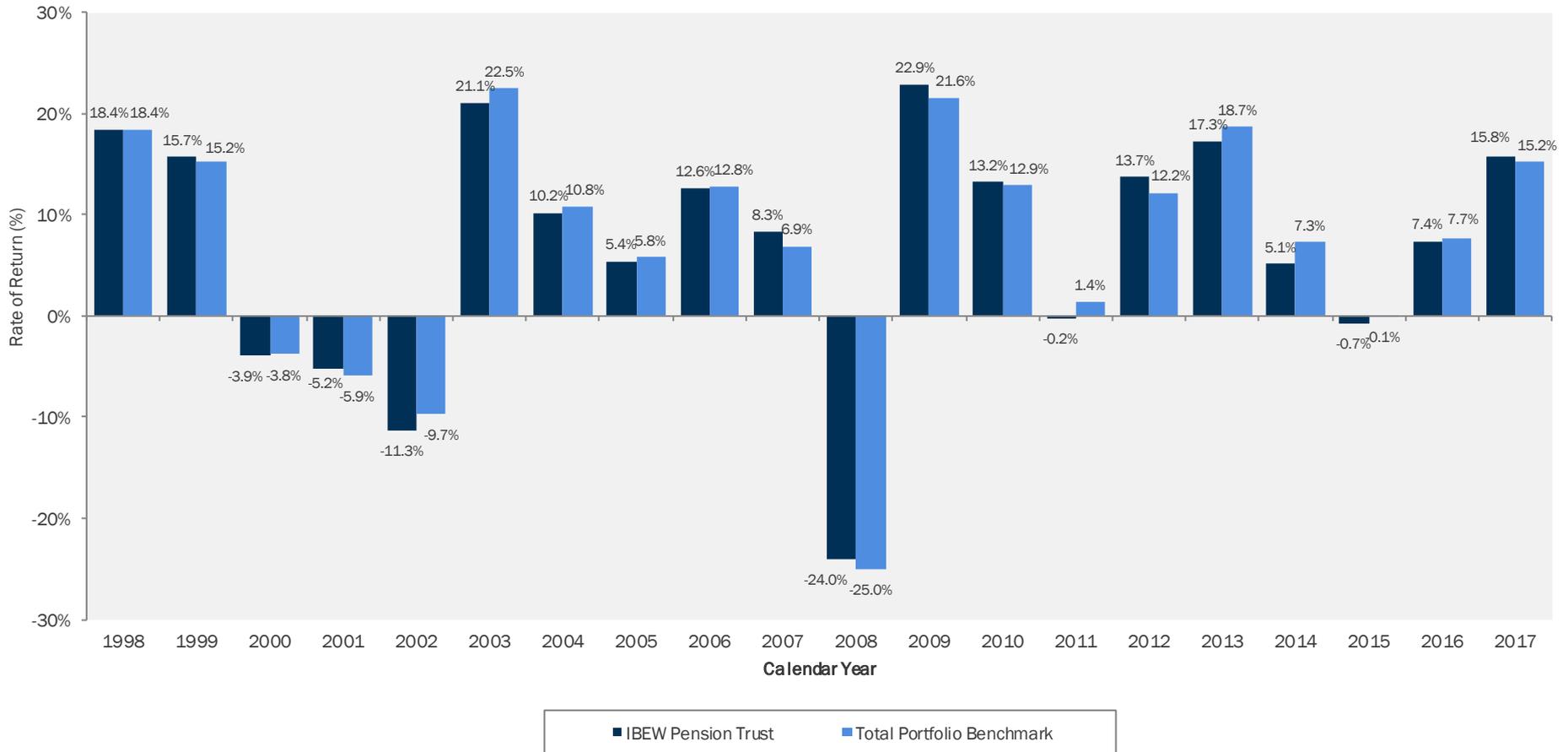
Asset Class Performance Review

As of December 31, 2017



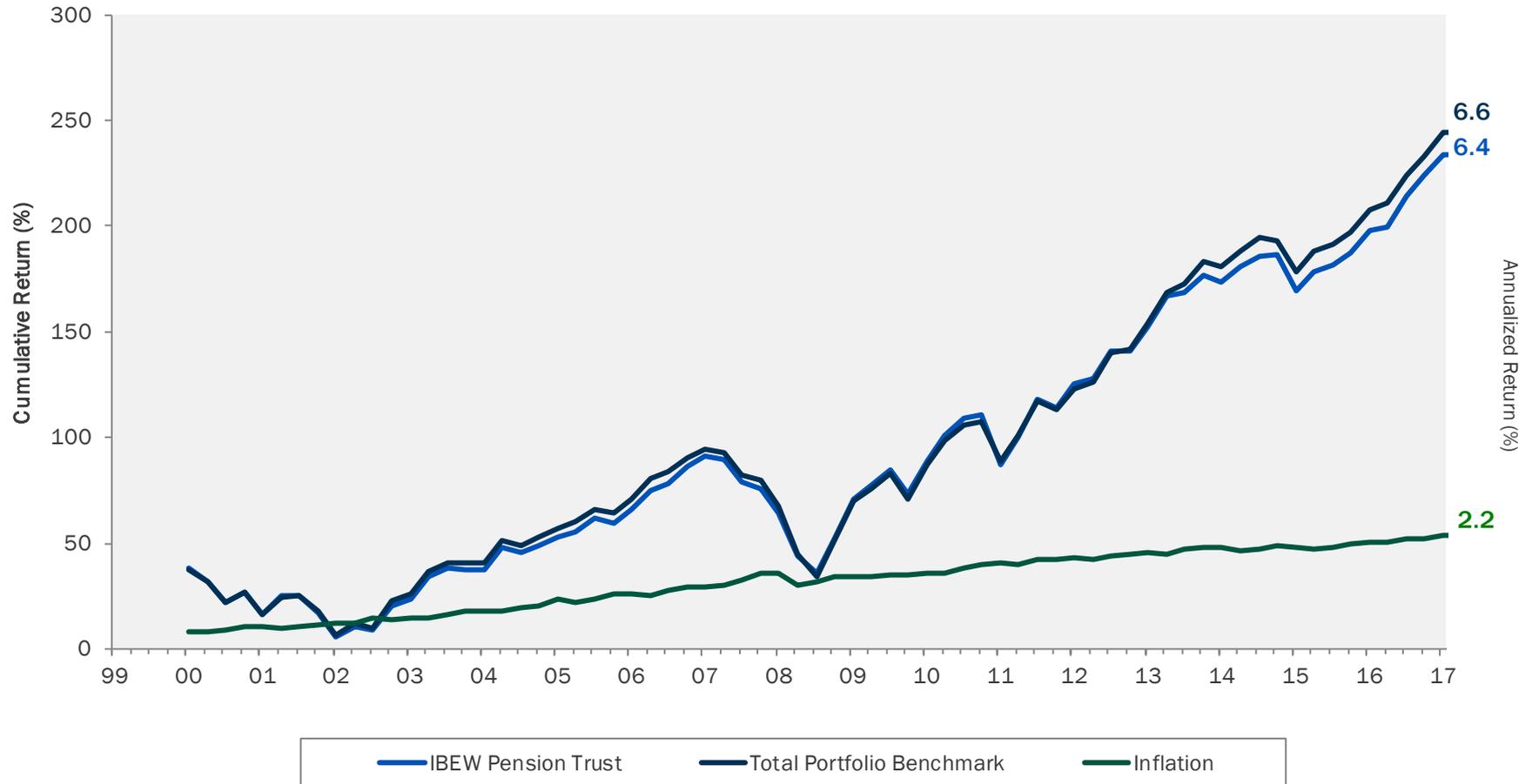
Bi-State Development Agency IBEW Pension Trust

Calendar Year Performance



Performance Summary

Total Portfolio vs. Inflation – 20 Years (1998 – December 2017)



Manager Performance

As of December 31, 2017

Asset Class	Quarter	YTD	Annualized			Inception Date
			Five Years	Ten Years	Since Inception	
U.S. Equity						
Vanguard S&P 500 Index	6.6%	21.8%	15.8%	8.5%	7.1%	12/31/97
S&P 500 Index	6.6%	21.8%	15.8%	8.5%	7.2%	
Vaughan Nelson Value Opp.	5.0%	13.2%	12.8%	--	2.3%	5/28/15
Russell Mid Cap Value Index	5.5%	13.3%	14.7%	9.1%	9.0%	
Artisan Small Cap Growth	5.6%	26.8%	13.7%	8.9%	10.5%	8/28/13
Russell 2000 Growth Index	4.6%	22.2%	15.2%	9.2%	12.1%	
Non U.S. Equity						
Harbor International	2.2%	23.0%	5.3%	2.1%	1.9%	5/22/14
MSCI EAFE Index	4.2%	25.0%	7.9%	1.9%	4.2%	
Fixed Income						
Dodge & Cox Income	0.5%	4.4%	3.1%	5.0%	3.0%	12/02/14
Barclays Aggregate Bond Index	0.4%	3.5%	2.1%	4.0%	2.1%	

Note: Illustrative performance shown prior to manager inception.
Returns less than one year are not annualized.

Manager Performance Review

Vanguard 500 Index

As of 12/31/2017

Portfolio Statistics

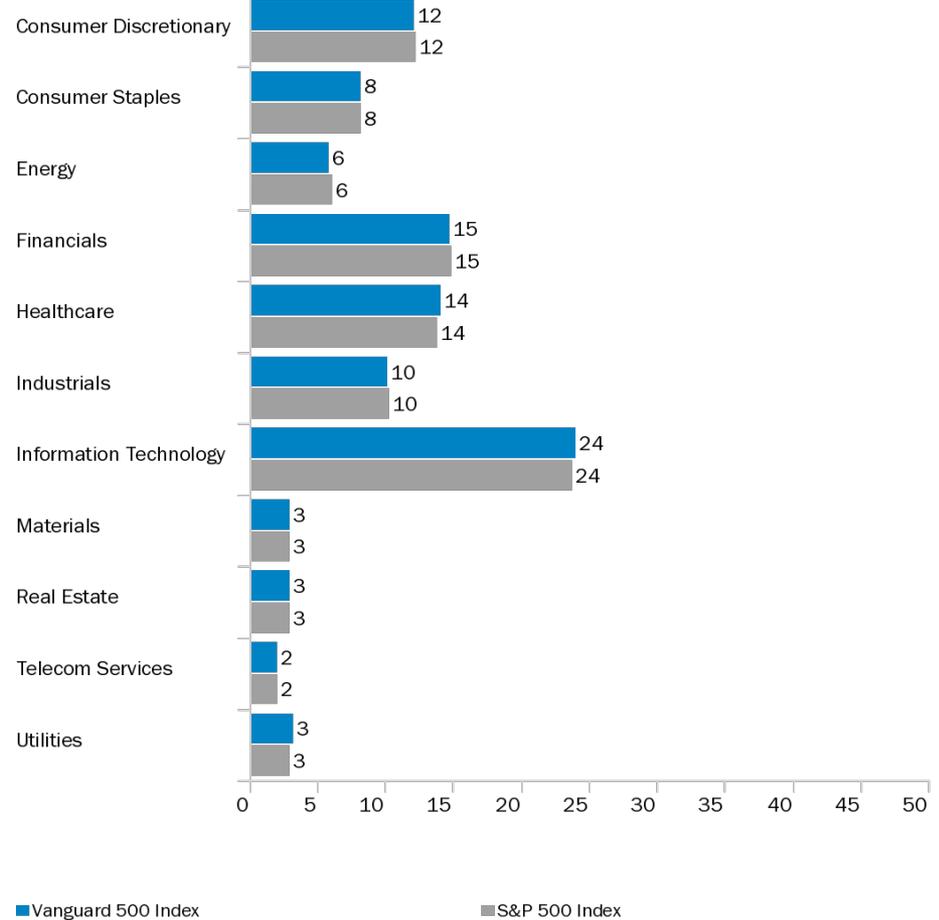
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	196.7	197.0
P/E Ratio	23.2	23.2
P/B Ratio	3.2	3.2
Dividend Yield (%)	1.8	1.8

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Apple Inc	Information Technology	3.9	48.2
Microsoft Corp	Information Technology	2.8	40.2
Amazon.com Inc	Consumer Discretionary	2.1	56.0
Facebook Inc A	Information Technology	1.8	53.4
Johnson & Johnson	Health Care	1.6	24.2
JPMorgan Chase & Co	Financials	1.6	26.3
Berkshire Hathaway Inc B	Financials	1.6	21.6
Exxon Mobil Corp	Energy	1.6	-3.9
Alphabet Inc A	Information Technology	1.4	32.9
Alphabet Inc C	Information Technology	1.4	35.6

Sector Allocation (%)



Source: Morningstar Direct



This presentation is accompanied by additional disclosures which can be found on the last pages. All information herein is confidential and proprietary.

Vanguard 500 Index

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Blend



Trailing Returns (%)					
	Quarter	YTD	1 Year	5 Years	10 Years
Vanguard 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	36	30	30	13	18
S&P 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	36	29	29	12	18
25th Percentile	7.0	22.1	22.1	15.4	8.3
50th Percentile	6.5	21.0	21.0	14.7	7.7
75th Percentile	5.7	18.8	18.8	13.5	6.8

Source: Morningstar Direct



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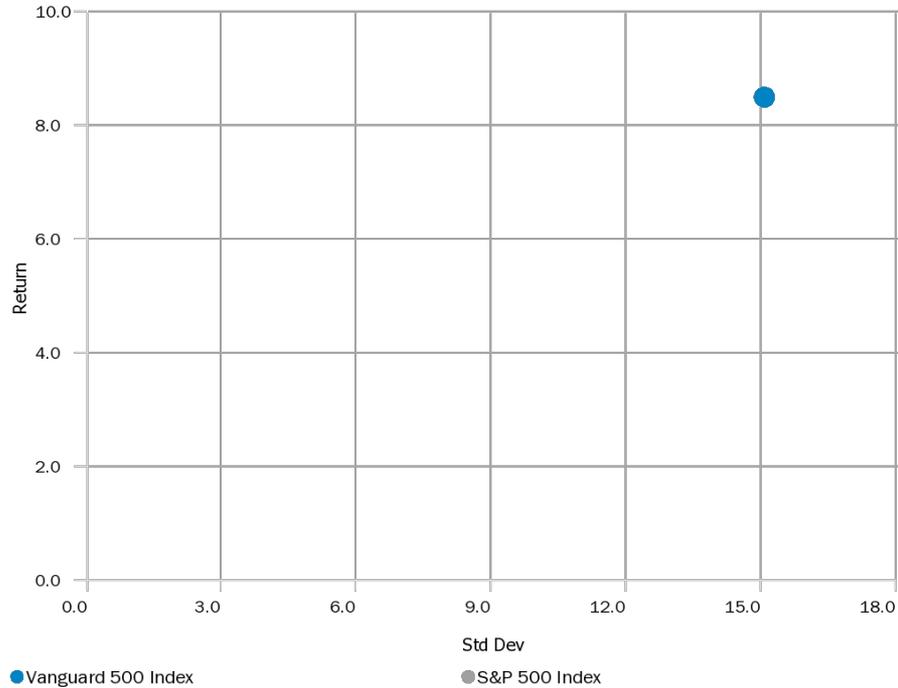
Vanguard 500 Index

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Vanguard 500 Index	-37.0	26.6	15.1	2.1	16.0	32.3	13.6	1.4	11.9	21.8	11.4	15.8	8.5
S&P 500 Index	-37.0	26.5	15.1	2.1	16.0	32.4	13.7	1.4	12.0	21.8	11.4	15.8	8.5

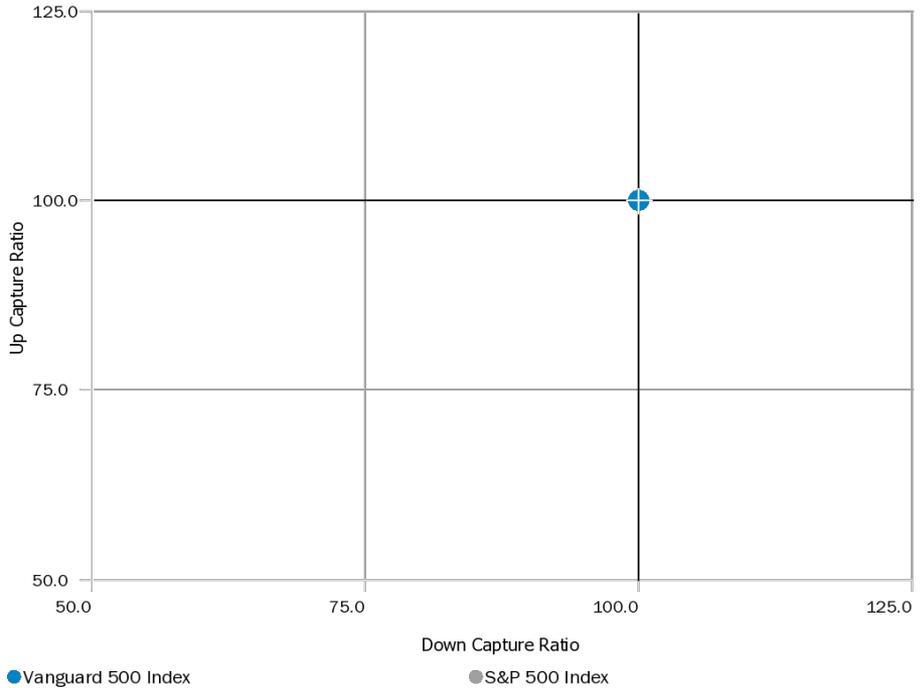
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



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Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Portfolio Statistics

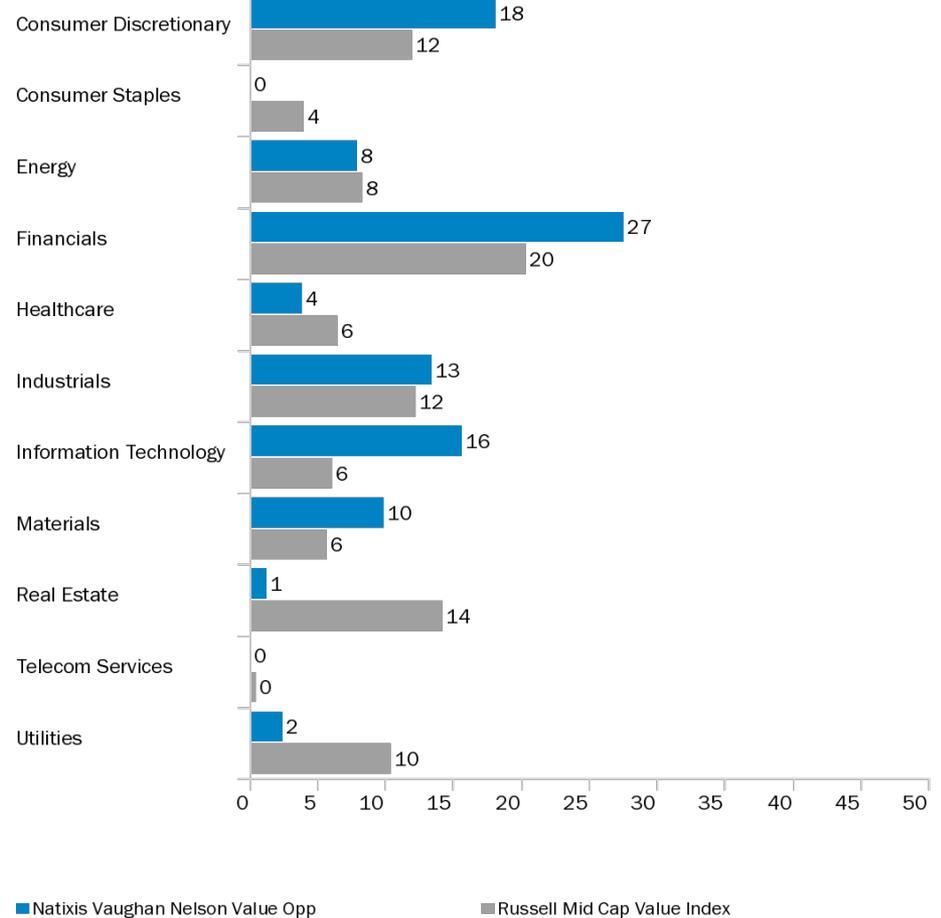
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	9.9	14.4
P/E Ratio	20.6	19.1
P/B Ratio	2.2	2.0
Dividend Yield (%)	1.7	2.1

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Mohawk Industries Inc	Consumer Discretionary	2.7	38.2
Bank of N.T Butterfield & Son Ltd	Financials	2.6	19.5
New Residential Investment Corp	Financials	2.6	26.3
Ares Capital Corp	Financials	2.4	4.5
Atlantica Yield PLC	Utilities	2.4	15.0
WPX Energy Inc Class A	Energy	2.4	-3.4
Fidelity National Information Services Inc	Information Technology	2.4	25.9
PolyOne Corp	Materials	2.1	37.6
Investors Bancorp Inc	Financials	2.1	1.9
Snap-on Inc	Industrials	2.1	3.5

Sector Allocation (%)



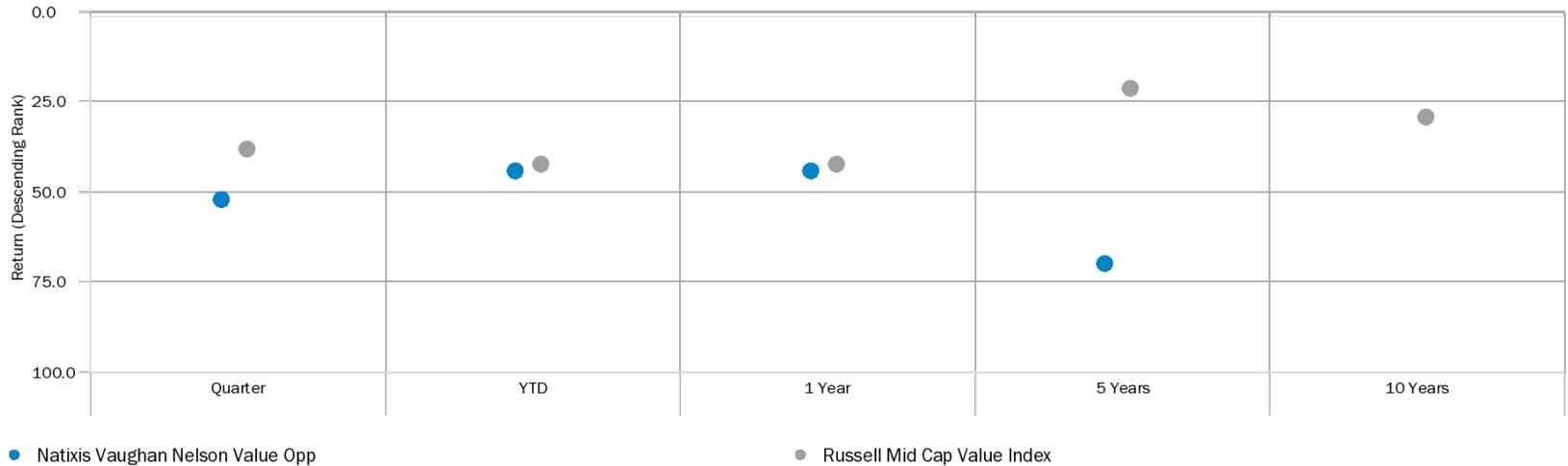
Source: Morningstar Direct



Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Mid-Cap Value



Trailing Returns (%)					
	Quarter	YTD	1 Year	5 Years	10 Years
Natixis Vaughan Nelson Value Opp	5.0	13.2	13.2	12.8	
Peer group percentile	52	44	44	70	
Russell Mid Cap Value Index	5.5	13.3	13.3	14.7	9.1
Peer group percentile	38	42	42	21	29
25th Percentile	5.8	15.1	15.1	14.5	9.3
50th Percentile	5.1	12.6	12.6	13.6	8.0
75th Percentile	4.5	10.9	10.9	12.5	7.1

Source: Morningstar Direct



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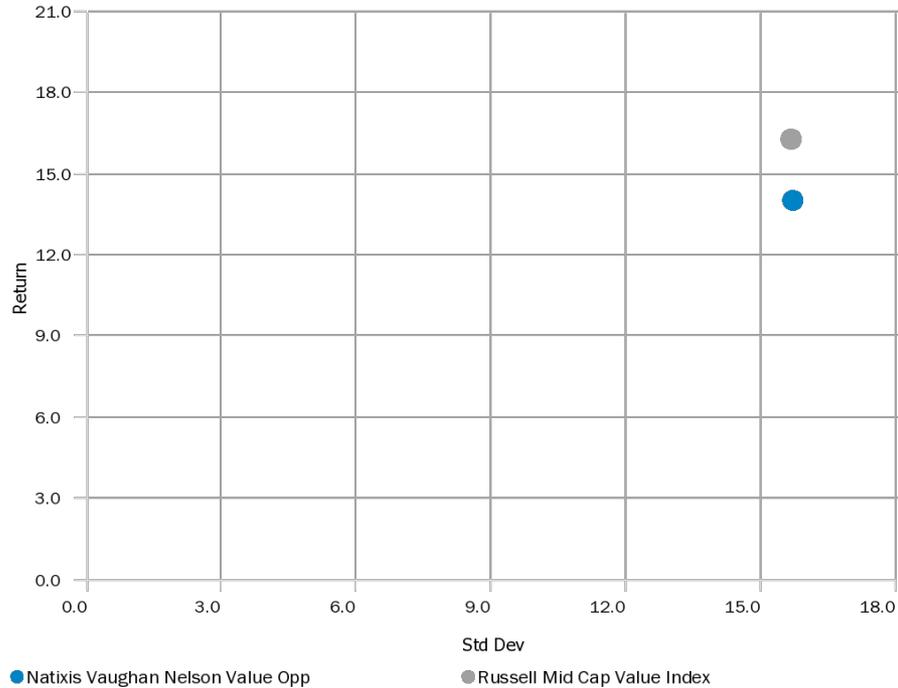
Natixis Vaughan Nelson Value Opp

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Natixis Vaughan Nelson Value Opp		31.4	20.0	-2.5	16.3	41.5	11.2	-3.5	6.1	13.2	5.1	12.8	
Russell Mid Cap Value Index	-38.4	34.2	24.8	-1.4	18.5	33.5	14.7	-4.8	20.0	13.3	9.0	14.7	9.1

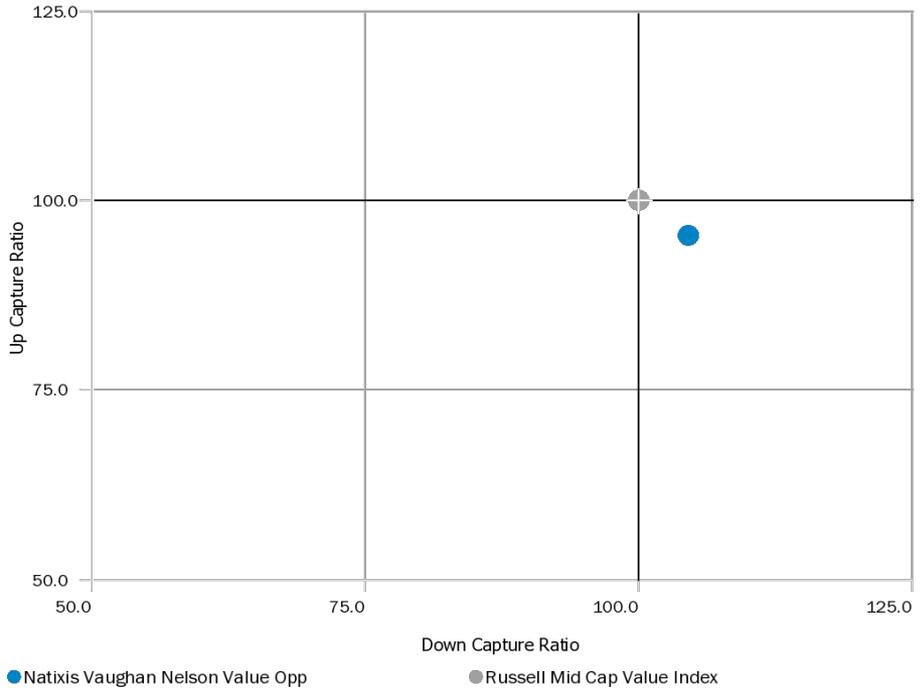
9 Year Risk vs. Return

Time Period: 1/1/2009 to 12/31/2017



9 Year Market Capture

Time Period: 1/1/2009 to 12/31/2017



Source: Morningstar Direct



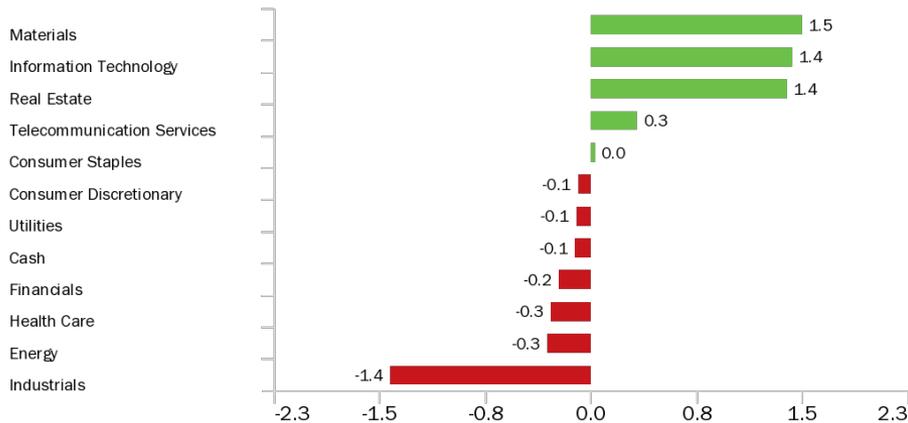
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Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Constellium NV A	1.5	89.0	0.8
RingCentral Inc Class A	1.1	135.0	0.8
Centene Corp	1.4	78.5	0.7
Grand Canyon Education Inc	1.6	53.2	0.6
First American Financial Corp	1.8	57.9	0.6

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Envision Healthcare Corp	1.6	-45.4	-1.1
QEP Resources Inc	1.2	-48.0	-0.8
NCR Corp	1.8	-16.2	-0.8
Signet Jewelers Ltd	0.8	-38.9	-0.7
Mednax Inc	0.7	-18.5	-0.5

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	16.4	16.4	2.4	10.2	17.9	1.7	0.3	-0.4	-0.1
Consumer Staples	0.0		0.0	3.6	12.0	0.4	0.0	0.0	0.0
Energy	7.0	-18.0	-1.2	8.6	-6.4	-0.8	0.6	-0.9	-0.3
Financials	26.8	15.8	4.2	19.9	17.9	3.5	0.3	-0.5	-0.2
Health Care	7.9	-0.3	0.4	5.4	13.2	0.5	0.7	-1.0	-0.3
Industrials	11.4	9.3	1.2	12.6	22.0	2.6	-0.1	-1.3	-1.4
Information Technology	17.5	26.2	4.4	7.5	24.5	1.8	1.1	0.3	1.4
Materials	9.4	35.7	3.1	5.7	23.6	1.3	0.5	0.9	1.5
Real Estate	1.0	27.4	0.3	14.3	4.8	0.7	1.1	0.3	1.4
Telecommunication Services	0.0		0.0	1.0	-21.1	-0.2	0.3	0.0	0.3
Utilities	1.2	4.1	0.1	11.1	12.4	1.3	-0.1	0.0	-0.1
Cash	1.5	0.8	0.0	0.0		0.0	-0.1	0.0	-0.1
Attribution Total	100.0	15.1	15.1	100.0	12.9	12.9	4.7	-2.6	2.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Artisan Small Cap

As of 12/31/2017

Portfolio Statistics

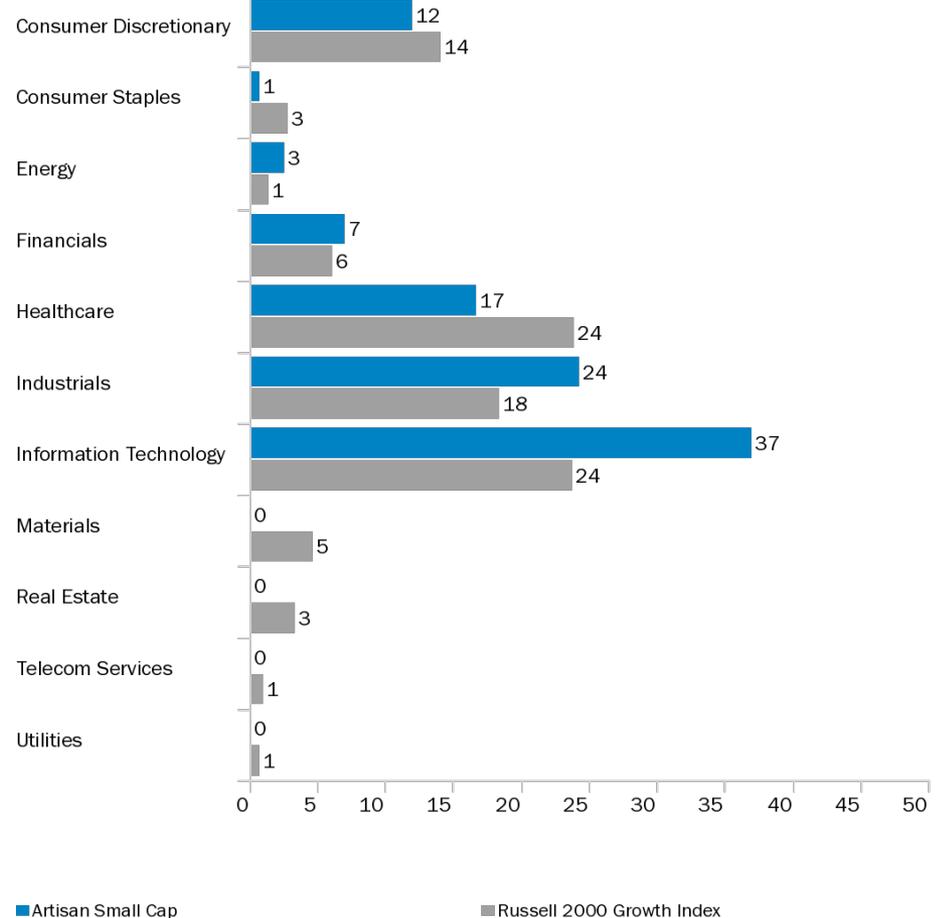
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	6.0	2.7
P/E Ratio	40.5	23.2
P/B Ratio	5.4	4.2
Dividend Yield (%)	0.2	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Teledyne Technologies Inc	Industrials	3.7	47.3
Guidewire Software Inc	Information Technology	3.5	50.5
BWX Technologies Inc	Industrials	3.3	53.4
John Bean Technologies Corp	Industrials	3.3	29.4
Veeva Systems Inc Class A	Health Care	3.3	35.8
Proofpoint Inc	Information Technology	3.2	25.7
Visteon Corp	Consumer Discretionary	3.2	55.8
Cognex Corp	Information Technology	3.1	92.8
Q2 Holdings Inc	Information Technology	3.0	27.7
Take-Two Interactive Software Inc	Information Technology	3.0	122.7

Sector Allocation (%)



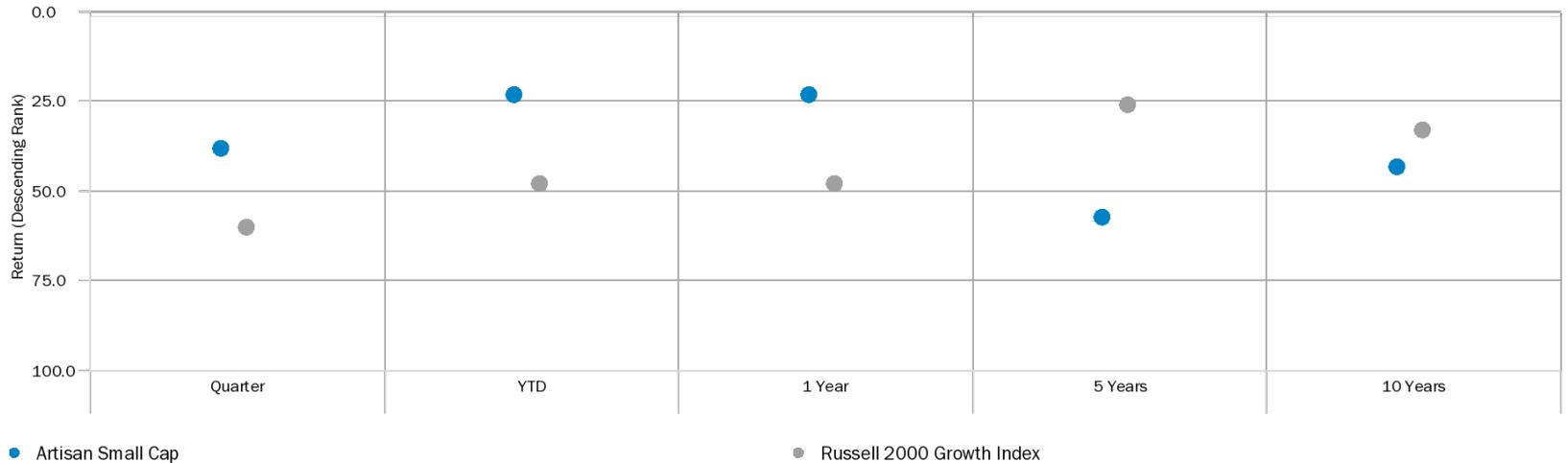
Source: Morningstar Direct



Artisan Small Cap

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Small Growth



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Artisan Small Cap	5.6	26.8	26.8	13.7	8.9
Peer group percentile	38	23	23	57	43
Russell 2000 Growth Index	4.6	22.2	22.2	15.2	9.2
Peer group percentile	60	48	48	26	33
25th Percentile	6.2	26.3	26.3	15.2	9.5
50th Percentile	5.0	21.9	21.9	14.0	8.6
75th Percentile	3.8	17.5	17.5	12.8	7.5

Source: Morningstar Direct



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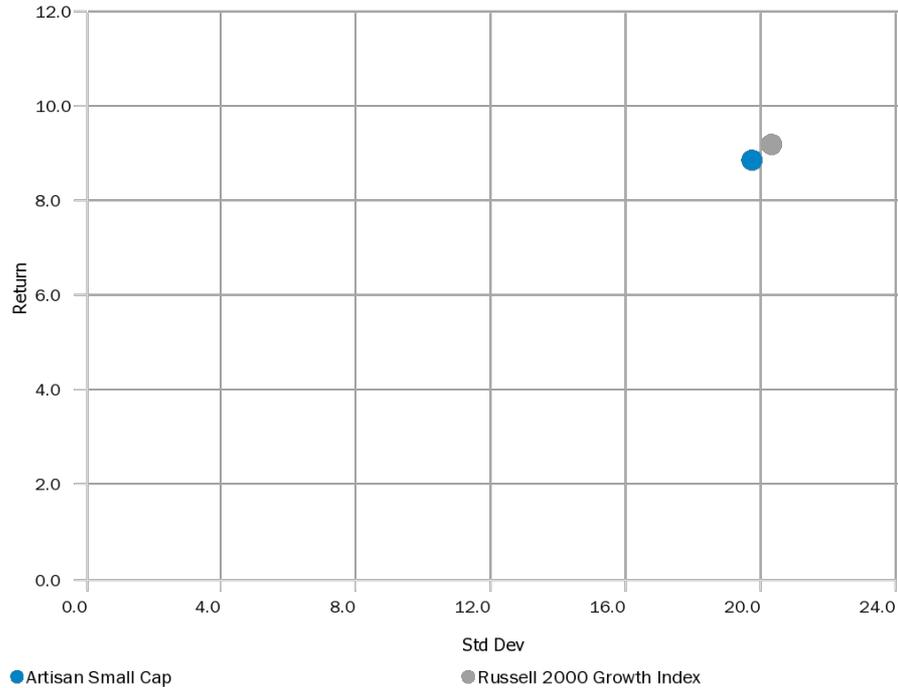
Artisan Small Cap

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Artisan Small Cap	-43.9	44.1	20.5	7.0	17.8	42.8	-0.8	0.3	5.5	26.8	10.3	13.7	8.9
Russell 2000 Growth Index	-38.5	34.5	29.1	-2.9	14.6	43.3	5.6	-1.4	11.3	22.2	10.3	15.2	9.2

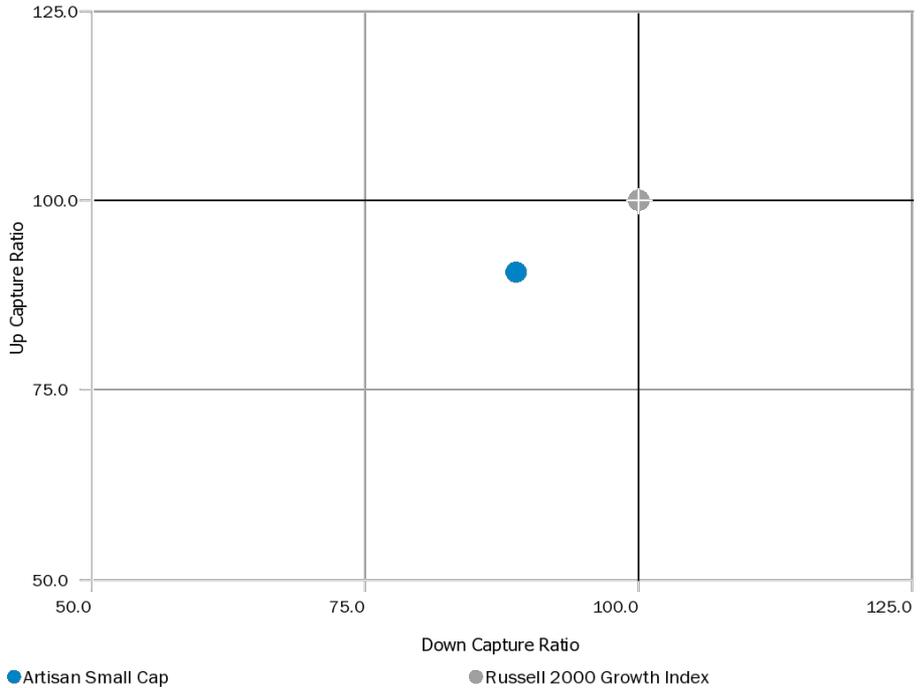
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



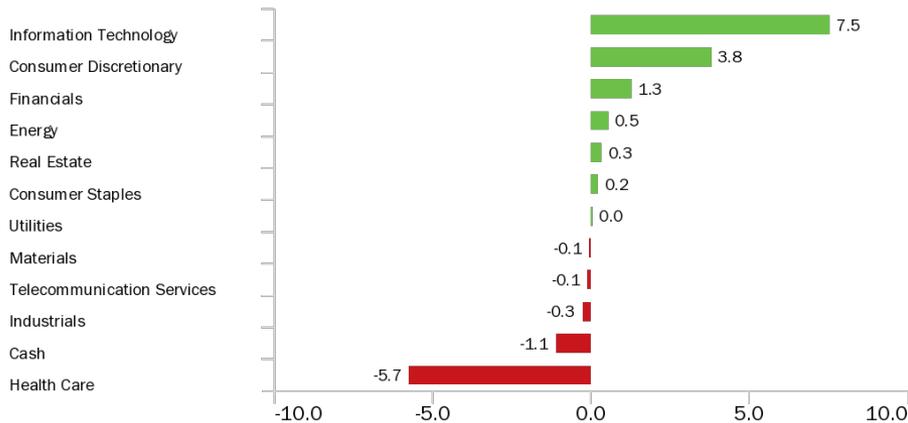
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Artisan Small Cap

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Cognex Corp	3.7	92.9	2.2
Take-Two Interactive Software Inc	2.1	122.7	1.6
Atlassian Corporation PLC A	1.8	89.0	1.1
Ollie's Bargain Outlet Holdings Inc	1.7	87.2	1.1
CBOE Holdings Inc	1.7	54.9	0.9

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Acuity Brands Inc	3.7	-23.5	-2.2
DexCom Inc	3.2	-3.9	-1.5
GenMark Diagnostics Inc	0.9	-65.9	-1.3
Envision Healthcare Corp	1.0	-45.4	-1.0
Pandora Media Inc	0.7	-41.0	-0.8

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	11.6	51.0	5.7	14.2	17.7	2.6	0.2	3.6	3.8
Consumer Staples	1.2	9.1	0.2	3.0	11.4	0.4	0.2	0.1	0.2
Energy	1.5	-2.8	0.3	1.2	-23.9	-0.3	0.2	0.4	0.5
Financials	5.5	31.8	2.2	5.8	15.5	1.0	0.2	1.1	1.3
Health Care	17.4	4.7	1.0	22.7	36.9	7.7	-0.3	-5.4	-5.7
Industrials	23.4	20.4	5.2	17.0	20.0	3.7	-0.2	-0.1	-0.3
Information Technology	34.6	43.4	14.0	24.9	19.9	4.9	-0.3	7.9	7.5
Materials	0.0		0.0	5.0	22.8	1.1	-0.1	0.0	-0.1
Real Estate	0.0		0.0	4.5	13.2	0.7	0.3	0.0	0.3
Telecommunication Services	0.0		0.0	1.0	35.5	0.3	-0.1	0.0	-0.1
Utilities	0.0		0.0	0.8	16.4	0.1	0.0	0.0	0.0
Cash	4.8	1.0	0.1	0.0		0.0	-1.1	0.0	-1.1
Attribution Total	100.0	28.6	28.6	100.0	22.1	22.1	-1.1	7.6	6.5

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Harbor International

As of 12/31/2017

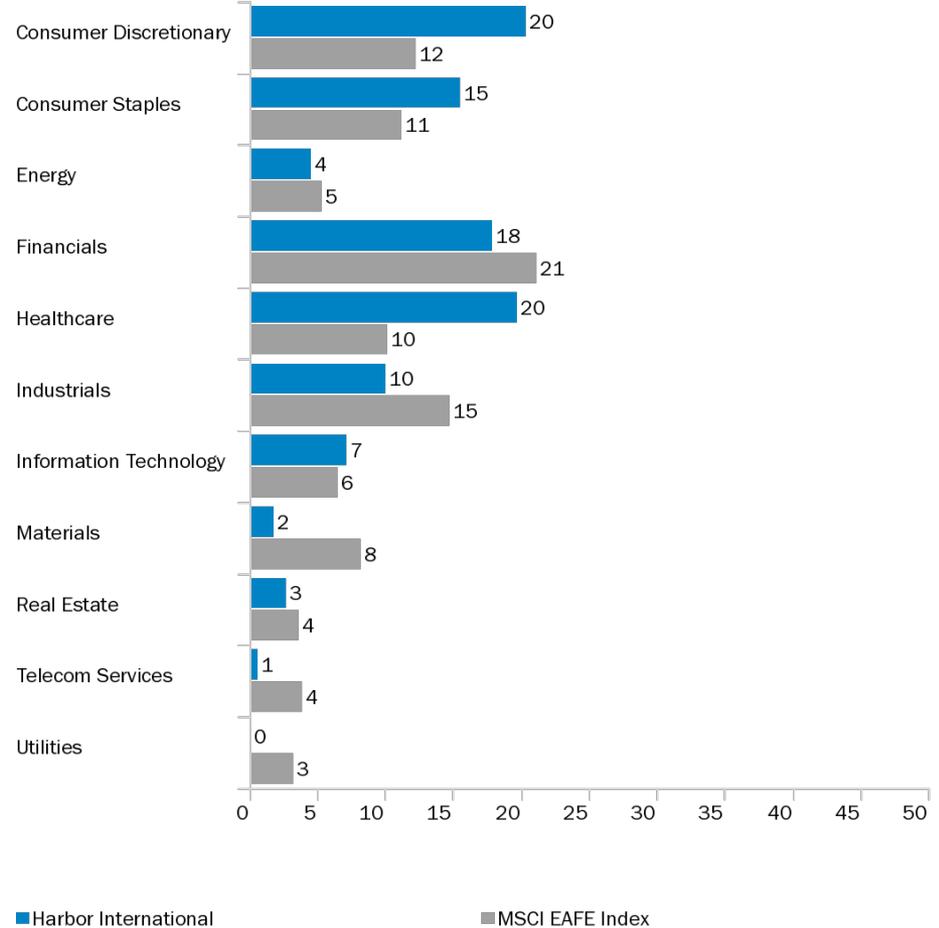
Regional Allocation (%)

	Manager	Index
North America	17.0	1.0
Latin America Emerging	5.1	0.0
United Kingdom	12.4	18.0
Europe Developed	50.1	44.9
Europe Emerging	0.0	0.0
Africa/Middle East	1.2	0.4
Japan	10.5	23.5
Australia/New Zealand	0.0	7.0
Asia Developed	0.1	4.6
Asia Emerging	3.5	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Las Vegas Sands Corp	Consumer Discretionary	6.6	35.6
Schlumberger Ltd	Energy	3.5	-17.3
Wynn Resorts Ltd	Consumer Discretionary	3.3	97.2
Alibaba Group Holding Ltd ADR	Information Technology	3.2	96.4
Vivendi SA	Consumer Discretionary	3.1	43.9
Bayer AG	Health Care	3.0	22.5
Fanuc Corp	Industrials	2.3	43.9
Heineken NV	Consumer Staples	2.3	41.1
Shire PLC	Health Care	2.3	-8.3
Atlas Copco AB A	Industrials	2.2	44.3

Sector Allocation (%)



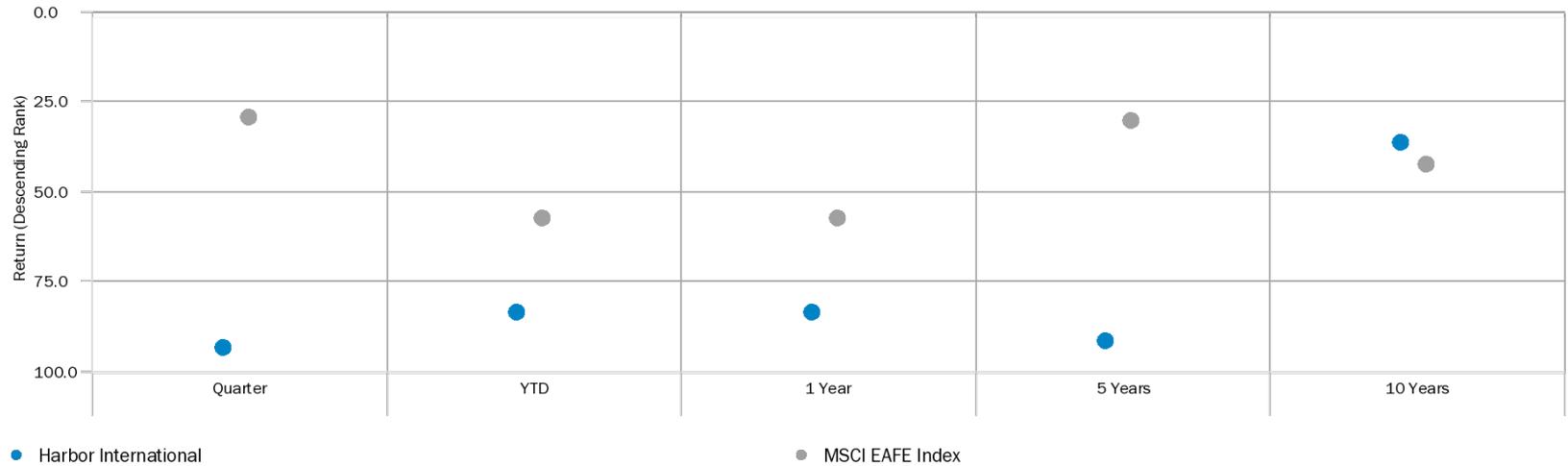
Source: Morningstar Direct



Harbor International

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Large Blend



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Harbor International	2.2	23.0	23.0	5.3	2.1
Peer group percentile	93	83	83	91	36
MSCI EAFE Index	4.2	25.0	25.0	7.9	1.9
Peer group percentile	29	57	57	30	42
25th Percentile	4.4	27.4	27.4	8.1	2.7
50th Percentile	3.8	25.3	25.3	7.3	1.7
75th Percentile	3.3	24.0	24.0	6.4	0.9

Source: Morningstar Direct



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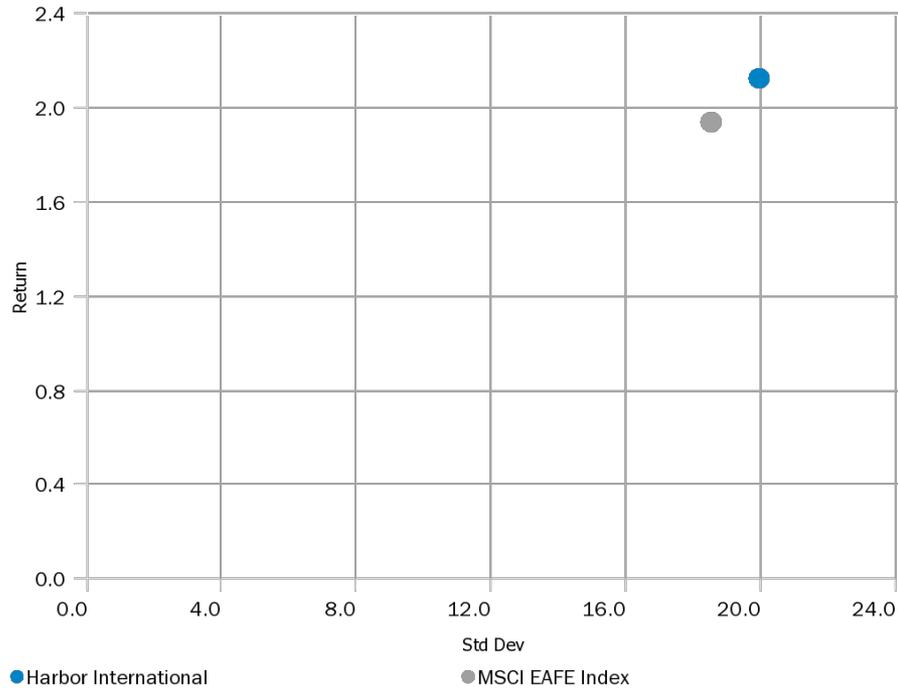
Harbor International

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Harbor International	-42.7	38.6	12.0	-11.1	20.9	16.8	-6.8	-3.8	0.3	23.0	5.9	5.3	2.1
MSCI EAFE Index	-43.4	31.8	7.8	-12.1	17.3	22.8	-4.9	-0.8	1.0	25.0	7.8	7.9	1.9

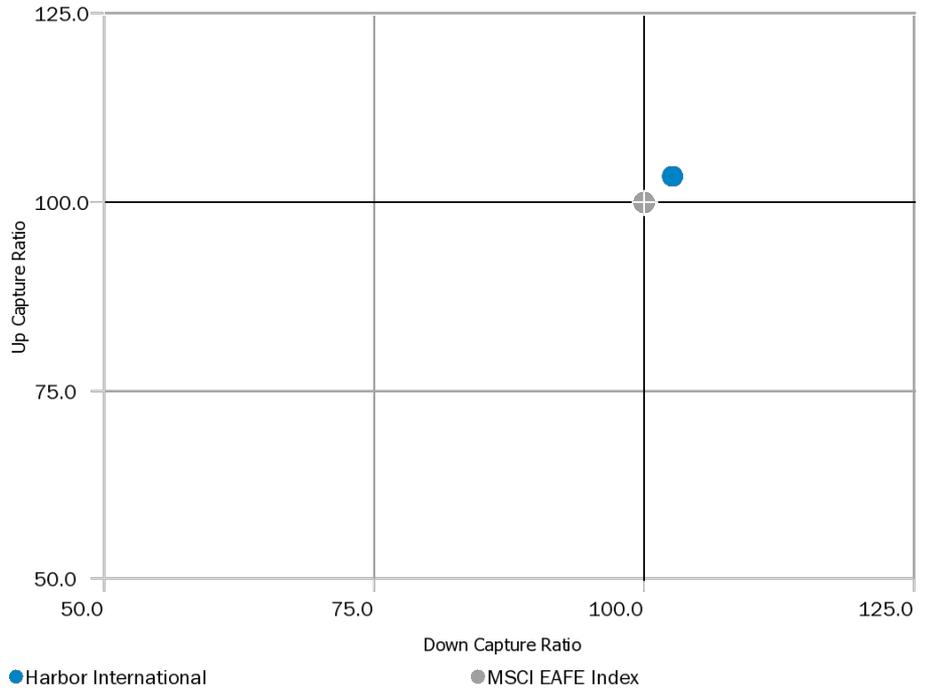
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



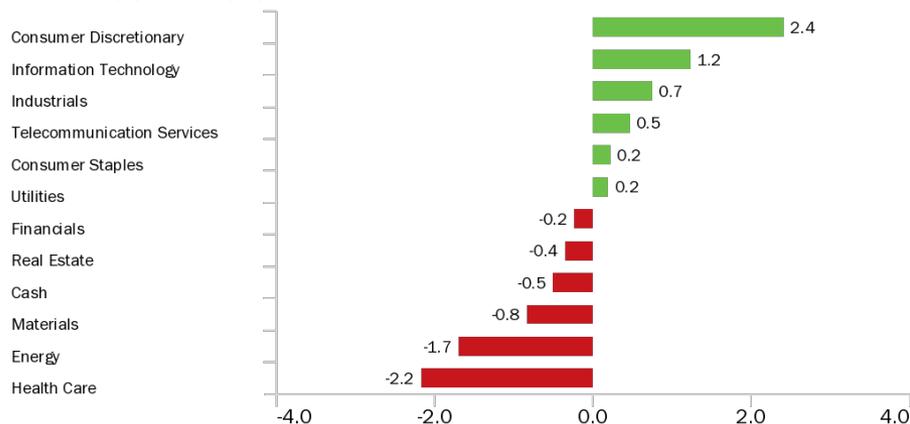
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Harbor International

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Wynn Resorts Ltd	3.1	98.1	1.9
Alibaba Group Holding Ltd ADR	2.7	96.4	1.1
Las Vegas Sands Corp	6.1	36.2	0.6
Vivendi SA	2.3	44.5	0.5
Pernod Ricard SA	1.8	48.3	0.4

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Schlumberger Ltd	3.4	-17.4	-1.7
Shire PLC	2.2	-8.4	-0.7
Teva Pharmaceutical Industries Ltd ADR	0.7	-39.6	-0.6
Grupo Televisa SAB ADR	0.6	-10.3	-0.4
Dentsu Inc	1.0	-8.5	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	18.6	39.4	6.9	12.2	25.5	3.2	0.1	2.3	2.4
Consumer Staples	16.3	26.4	4.3	11.3	25.1	2.8	0.0	0.2	0.2
Energy	4.2	-12.2	-0.6	5.0	22.5	1.2	0.0	-1.7	-1.7
Financials	18.3	23.9	4.4	21.3	25.4	5.4	0.0	-0.2	-0.2
Health Care	19.9	11.2	2.2	10.8	17.6	1.9	-0.8	-1.4	-2.2
Industrials	9.9	41.0	3.8	14.2	30.4	4.2	-0.2	1.0	0.7
Information Technology	6.5	63.0	3.4	6.0	39.5	2.2	0.1	1.2	1.2
Materials	3.1	14.8	0.6	8.0	33.5	2.6	-0.4	-0.4	-0.8
Real Estate	1.4	-7.2	-0.1	3.5	21.1	0.7	0.1	-0.4	-0.4
Telecommunication Services	0.1	-7.1	0.0	4.3	13.3	0.6	0.5	-0.1	0.5
Utilities	0.0		0.0	3.4	19.7	0.7	0.2	0.0	0.2
Cash	1.8	1.0	0.0	0.0		0.0	-0.5	0.0	-0.5
Attribution Total	100.0	25.0	25.0	100.0	25.6	25.6	-0.9	0.4	-0.5

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



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Fixed Income Overview: Dodge & Cox Income

As of 9/30/2017

Portfolio Characteristics	Dodge & Cox Income	Barclays Aggregate Bond
Duration	4.2 yrs	6.0 yrs
Average Maturity	7.8 yrs	8.3 yrs
Average Quality	--	AA
Yield to Maturity	2.8%	2.6%

Maturity Breakdown	Dodge & Cox Income	Barclays Aggregate Bond
0-1 Years	9%	0%
1-3 Years	20%	20%
3-5 Years	28%	19%
5-10 Years	25%	44%
10-20 Years	8%	4%
20+ Years	10%	12%

Sector Allocation	Dodge & Cox Income	Barclays Aggregate Bond
Cash	3%	0%
U.S. Treasury	16%	37%
Direct Agency	0%	2%
Agency Mortgages	34%	28%
Non-Agency Mortgages	7%	0%
CMBS	0%	2%
Asset-Backed	3%	0%
Investment Grade Corp.	31%	21%
Non-Investment Grade Corp.	6%	0%
Municipals	0%	1%
Non-U.S.	0%	9%
Other	0%	0%

Quality Breakdown	Dodge & Cox Income	Barclays Aggregate Bond
AAA	52%	71%
AA	4%	4%
A	3%	11%
BBB	30%	14%
Below Investment Grade	8%	0%
Other	3%	0%

Note: All data provided by the investment manager.

Note: Data shown as of 9/30/2017. Fourth Quarter 2017 data is not yet available.

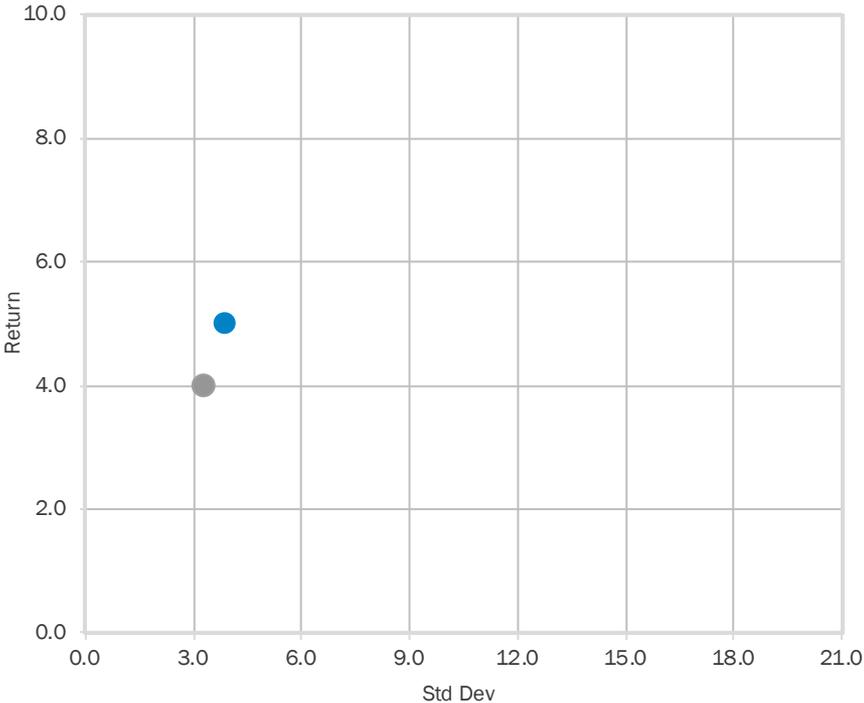
Dodge & Cox Income Fund

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
Dodge & Cox Income Fund	4.7	-0.3	16.1	7.2	4.8	7.9	0.6	5.5	-0.6	5.6	4.4	3.1	3.1	5.0
Barclays Aggregate Index	7.0	5.2	5.9	6.5	7.8	4.2	-2.0	6.0	0.5	2.6	3.5	2.2	2.1	4.0

10 Year Risk vs. Return

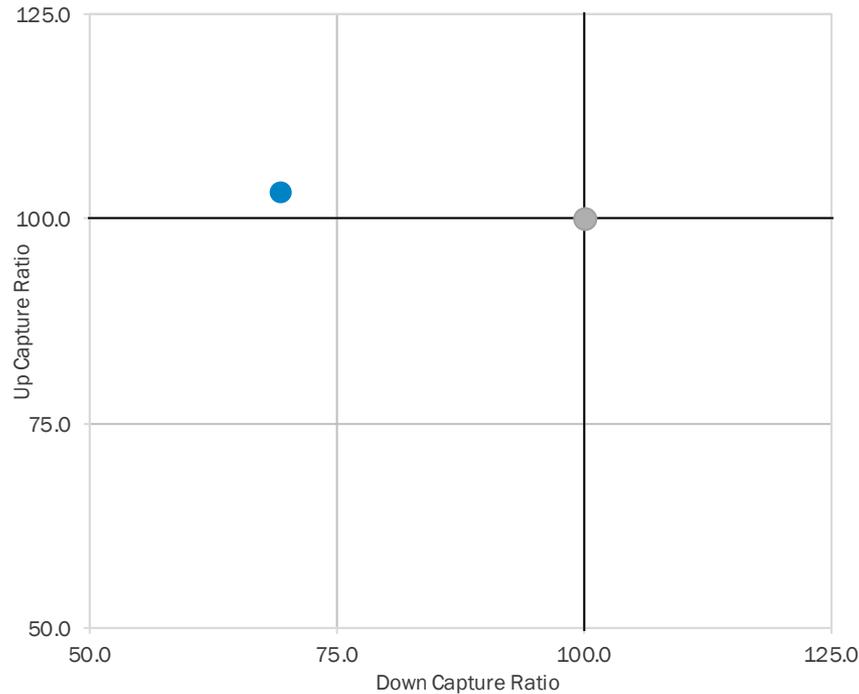
Time Period: 1/1/2008 to 12/31/2017



● Dodge & Cox Income Fund ● Barclays Aggregate Index

10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



● Dodge & Cox Income Fund ● Barclays Aggregate Index

Investment Program Fee Review

IBEW Pension Trust Investment Program Fee Summary

Style	Fund	Market Value (\$, M)	Manager Expense Ratio	Projected Annual Fee (\$)	Morningstar Average Expense Ratio
Large Cap Core Equity	Vanguard 500 Index Fund	\$2.1	0.04%	\$848	1.08%
Mid Cap Value Equity	Vaughan Nelson Value Opportunity	\$0.3	0.98%	\$2,507	1.24%
Small Cap Growth	Artisan Small Cap Growth	\$0.3	1.23%	\$3,239	1.38%
International Equity	Harbor International	\$0.8	0.71%	\$5,620	1.21%
Fixed Income	Dodge & Cox Income	\$1.7	0.43%	\$7,449	0.85%
Money Market	First American Prime Obligation	\$0.2	0.45%	\$1,036	0.13%
Total		\$5.4	0.38%	\$20,697	1.01%

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Q4

Fourth Quarter 2017 Performance Report

Bi-State Development Agency
Division 788 A.T.U. AFL-CIO Pension Plan

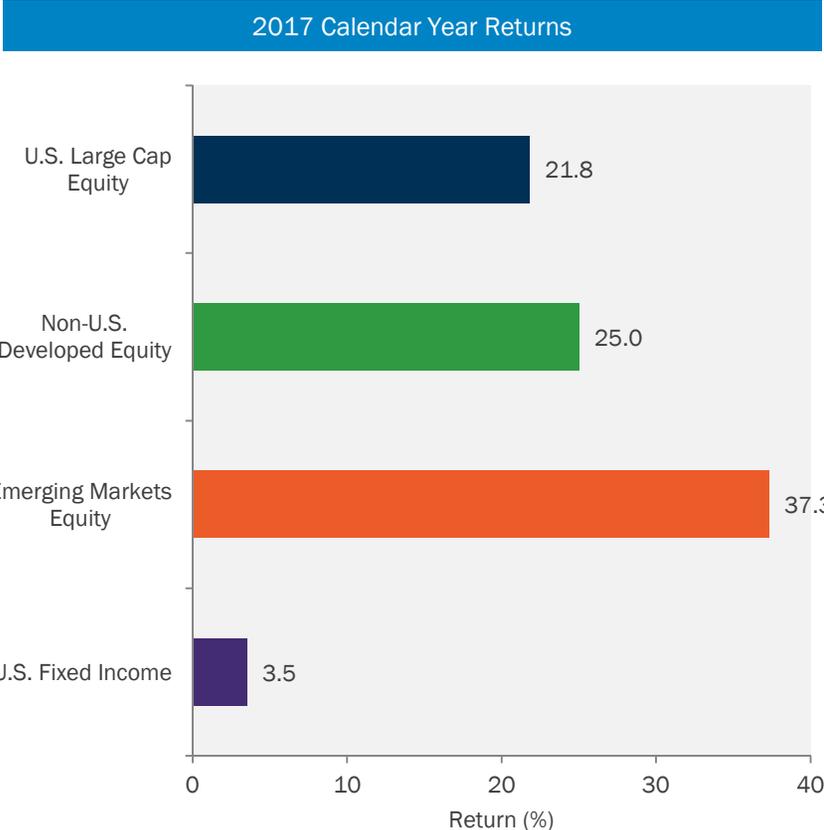


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4th Quarter 2017

Capital Markets Exhibits

Market Drivers of 2017

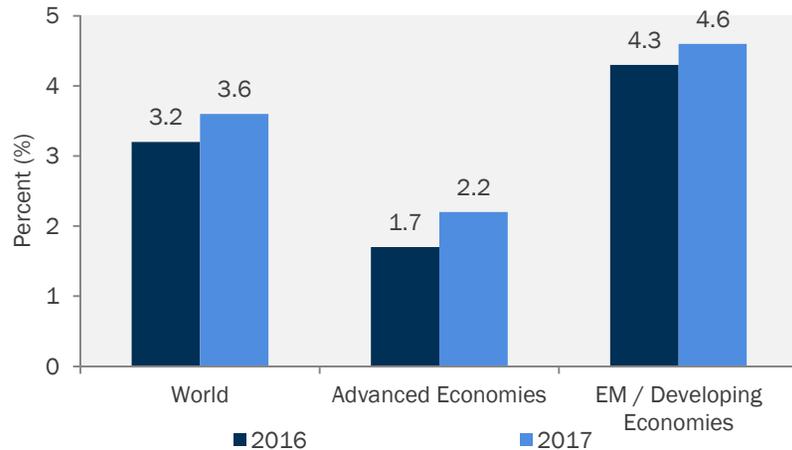


Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P, MSCI, Bloomberg Finance, LP
Returns represent the S&P 500 Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

The 2017 calendar year produced positive results in the equity markets as synchronized global economic growth and rising corporate profits produced a new sense of optimism to the markets. In both the developed and emerging markets, the technology sector was the largest contributor to the equity markets as innovation and potential spurred the top performers in the sector.

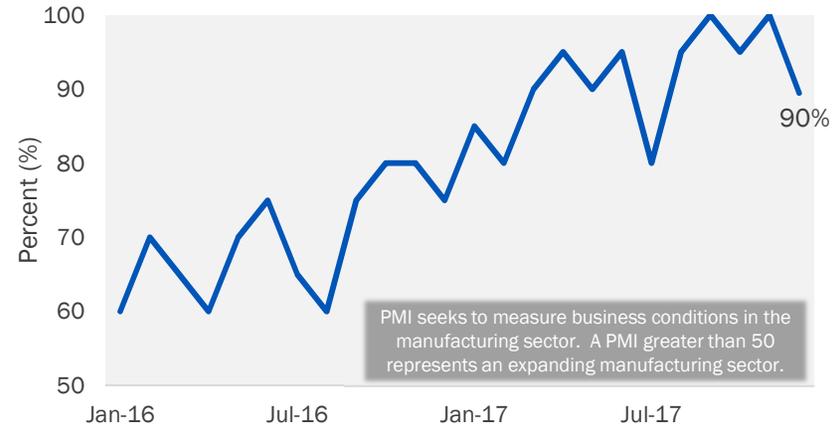
Synchronized Global Economic Growth

Global Real GDP Growth Forecasts



Source: International Monetary Fund

Percent of Countries with Manufacturing PMI Greater Than 50 Largest 20 Countries by GDP (80% of Global GDP)

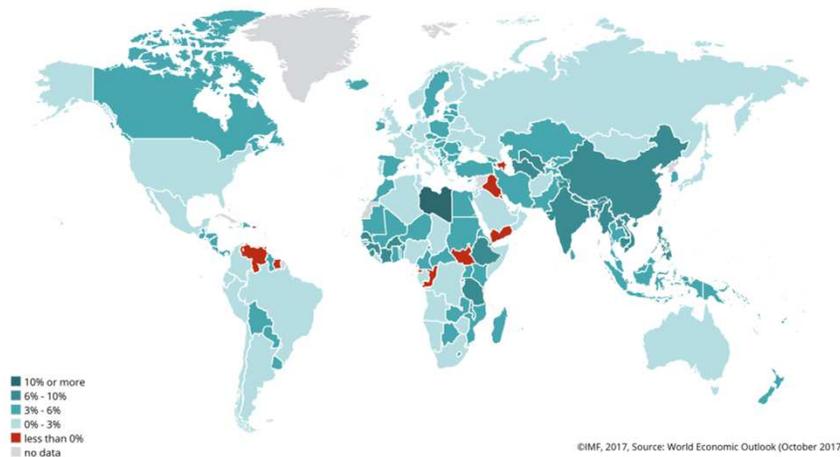


Source: Bloomberg Finance, LP

Global Real GDP Growth Overview

IMF DataMapper

Real GDP growth (Annual percent change, 2017)



Source: International Monetary Fund

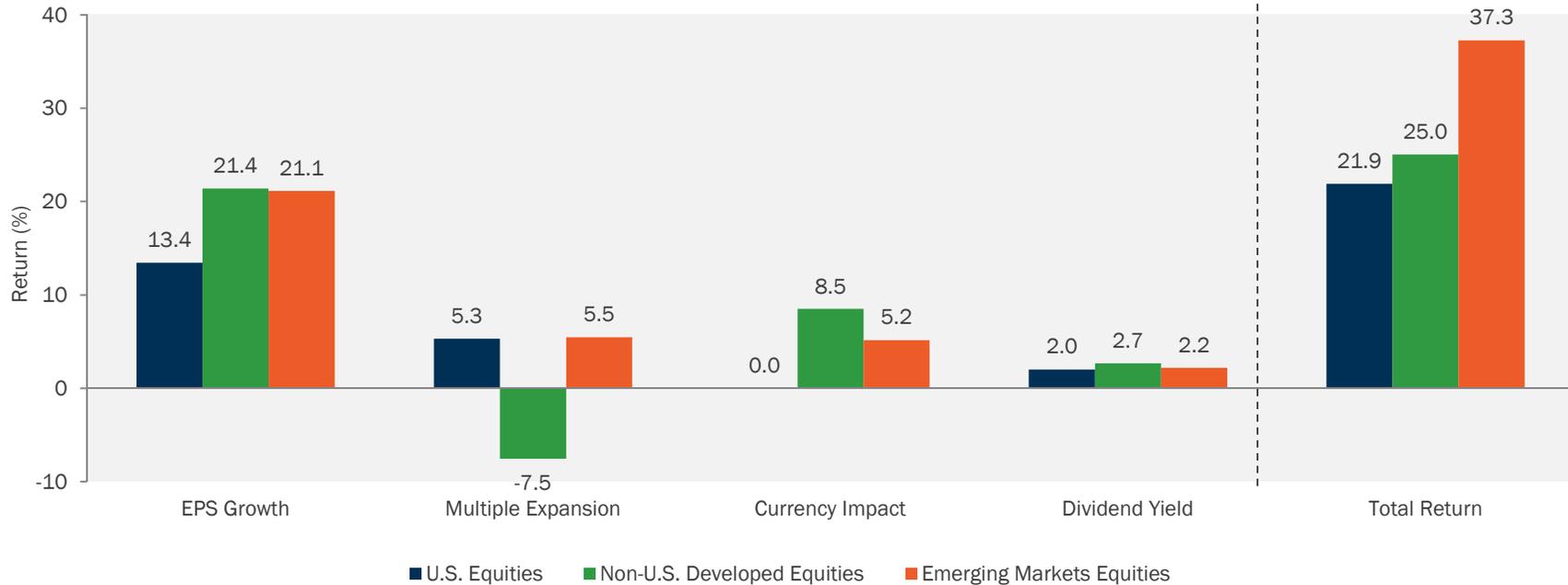
Observations

- Global GDP in 2017 saw an uptick in growth compared to 2016 with both Advanced Economies and EM/Developing Economies increasing. Global central banks remained accommodative in their policies in hopes of advancing their country's economic outlooks.
- In tracking the largest twenty countries by GDP, the number of countries registering expansionary growth trends (PMI above 50) during each month of 2017 ranged from 80 to 100%. At the start of 2016, only 60% of countries were in an expansionary mode.
- Of the 193 countries the IMF tracks, 93% are estimated to have positive real GDP growth, with 38% estimated to have real GDP growth between 0% and 3%, and 44% estimated to have real GDP growth between 3% and 6%.

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Strong Corporate Earnings

2017 Market Returns by Component



Returns represent the MSCI USA Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

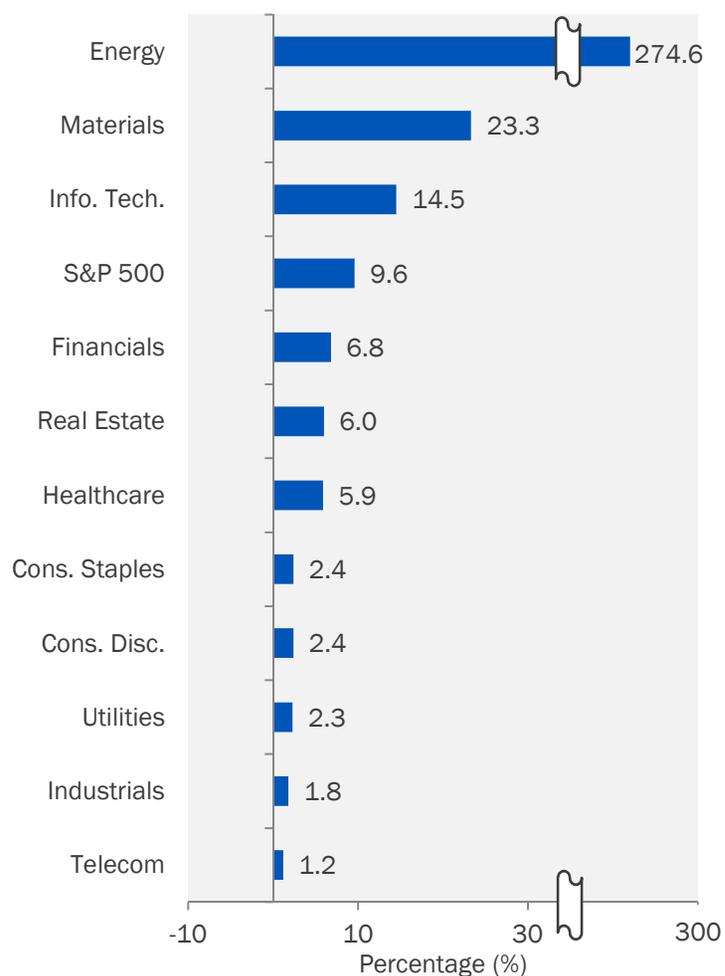
Note: Components do not sum to the Total Return due to the effects of compounding.

Observations

- The key driver to equity returns across the globe in 2017 was an acceleration of earnings per share (EPS) growth. EPS growth in 2017 was the strongest it has been since 2011, driven by strong revenue growth, profit margin expansion, share buybacks, and a stabilization of oil prices.
- Global earnings are forecasted to grow by double digits in 2018 with U.S. corporate tax cuts having the potential to add an additional 5% to 10% to U.S. domiciled company's earnings.
- Non-U.S. equities received a direct boost to returns from the depreciation of the dollar while U.S. companies with a significant portion of sales outside the U.S. experienced faster earnings growth.

Technological Innovation

Estimated Calendar Year 2017 Earnings Growth



Source: Factset, MSCI

Top 10 Contributors to Global Equity Returns



Source: MSCI, Morningstar
Note: Global Equities = MSCI ACWI
Bubble size corresponds to contribution to global equity return

Comments

- Improving global growth and innovation drove technology and tech-related (e.g. Amazon, Alibaba) stocks to record highs in 2017. The technology sector returned 39% in 2017 and earnings per share growth was meaningfully higher than the broad market. Energy, the sector with the highest EPS growth, was rebounding from negative earnings in 2016.
- The technology sector has the highest percentage of revenues from overseas (60% non-U.S. revenues). The economic recovery outside the U.S. combined with a declining dollar was also a tailwind for tech companies.
- The chart above highlights the ten largest contributors to global equity market performance as measured by the MSCI ACWI Index. Eight of the largest contributors are technology or technology related.

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S&P 500 Scorecard

Sector Returns

	<u>Div. Yield⁽¹⁾</u>	<u>P/E Ratio⁽²⁾</u>	<u>15-Yr Avg.⁽³⁾</u>	4 th Quarter 2017	Calendar Year 2017
Technology	1.2%	24.6x	21.0x	9.0%	38.8%
Materials	1.9%	27.3x	18.9x	6.9%	23.8%
Consumer Discretionary	1.3%	25.1x	18.9x	9.9%	23.0%
Financials	1.6%	17.7x	14.6x	8.6%	22.2%
Health Care	1.6%	23.9x	20.6x	1.5%	22.1%
S&P 500	1.8%	23.2x	17.3x	6.6%	21.8%
Industrials	1.9%	23.9x	18.1x	6.1%	21.0%
Consumer Staples	2.6%	21.9x	19.2x	6.5%	13.5%
Utilities	3.5%	21.1x	16.5x	0.2%	12.1%
Real Estate	3.3%	38.1x	38.0x	3.2%	10.8%
Energy	2.7%	35.2x	15.2x	6.0%	-1.0%
Telecom	5.0%	16.1x	19.8x	3.6%	-1.3%

■ 4th Quarter 2017 ■ Calendar Year 2017

Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global

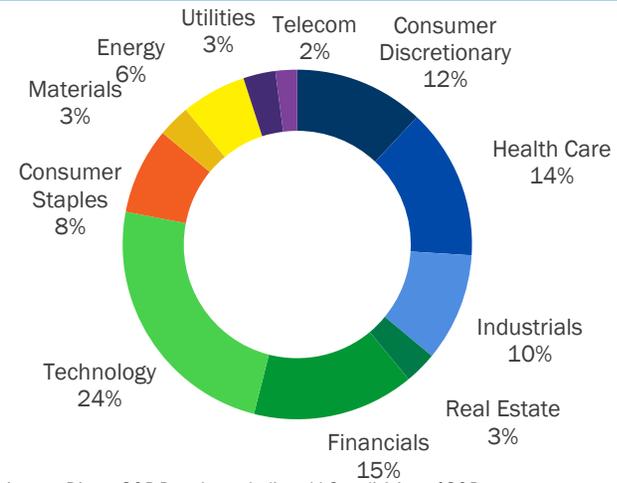
⁽¹⁾Trailing 12 month Dividend Yield as of 12/31/2017.

⁽²⁾Trailing 12 month P/E as of 12/31/2017.

⁽³⁾15-year average trailing 12 month P/E as of 12/31/2017.

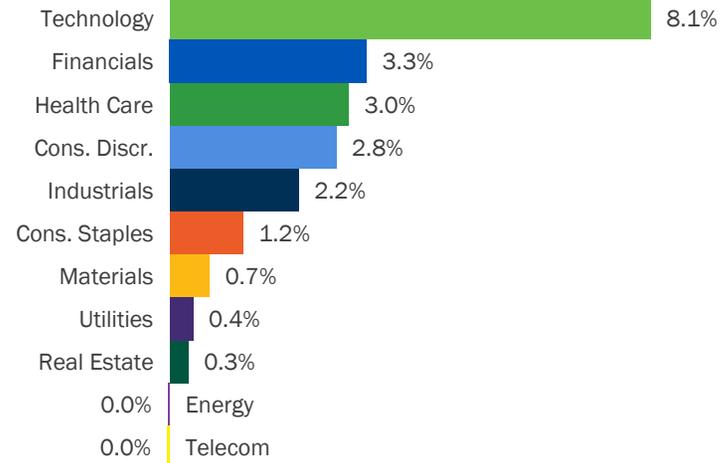


Sector Weights



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P

Sector Calendar Year Contribution

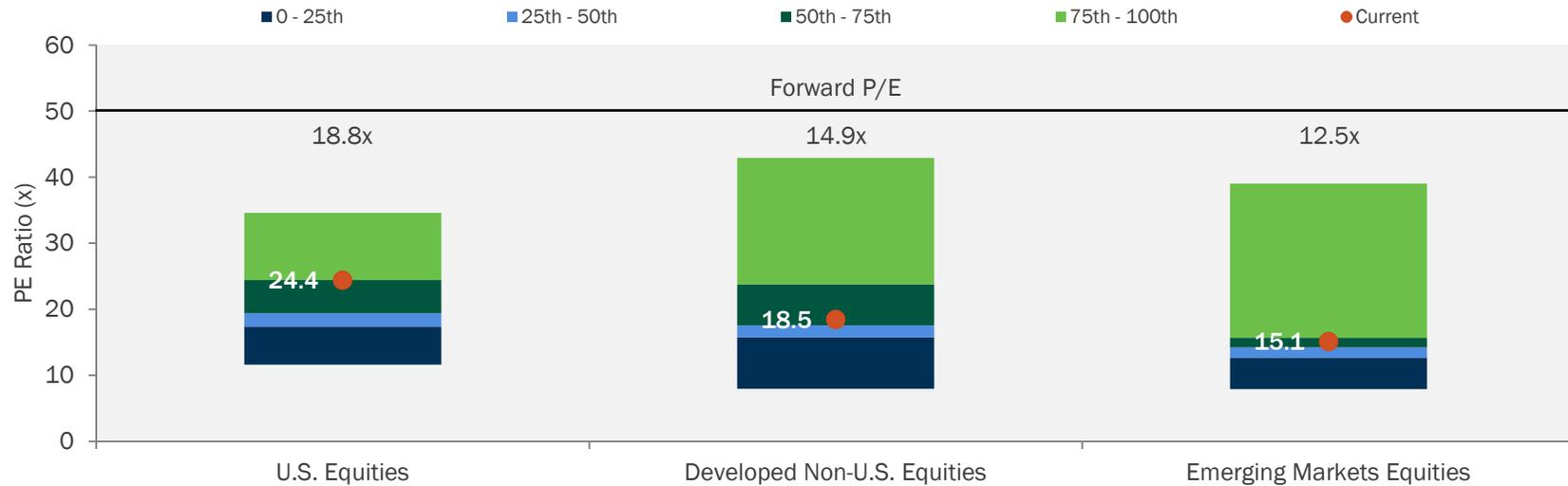


Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, GICS

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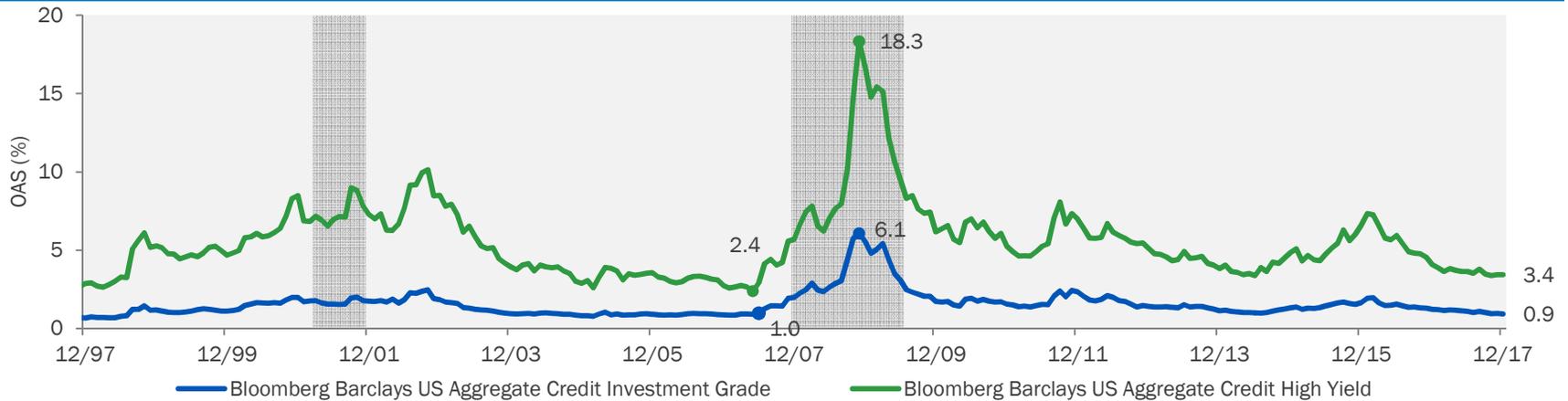
Market Indicators

Trailing Price to Earnings Ratio (Last 20 Years)



Source: Factset, MSCI, As of 1/2/2018

Fixed Income Spreads Relative to Treasuries (Last 20 Years)

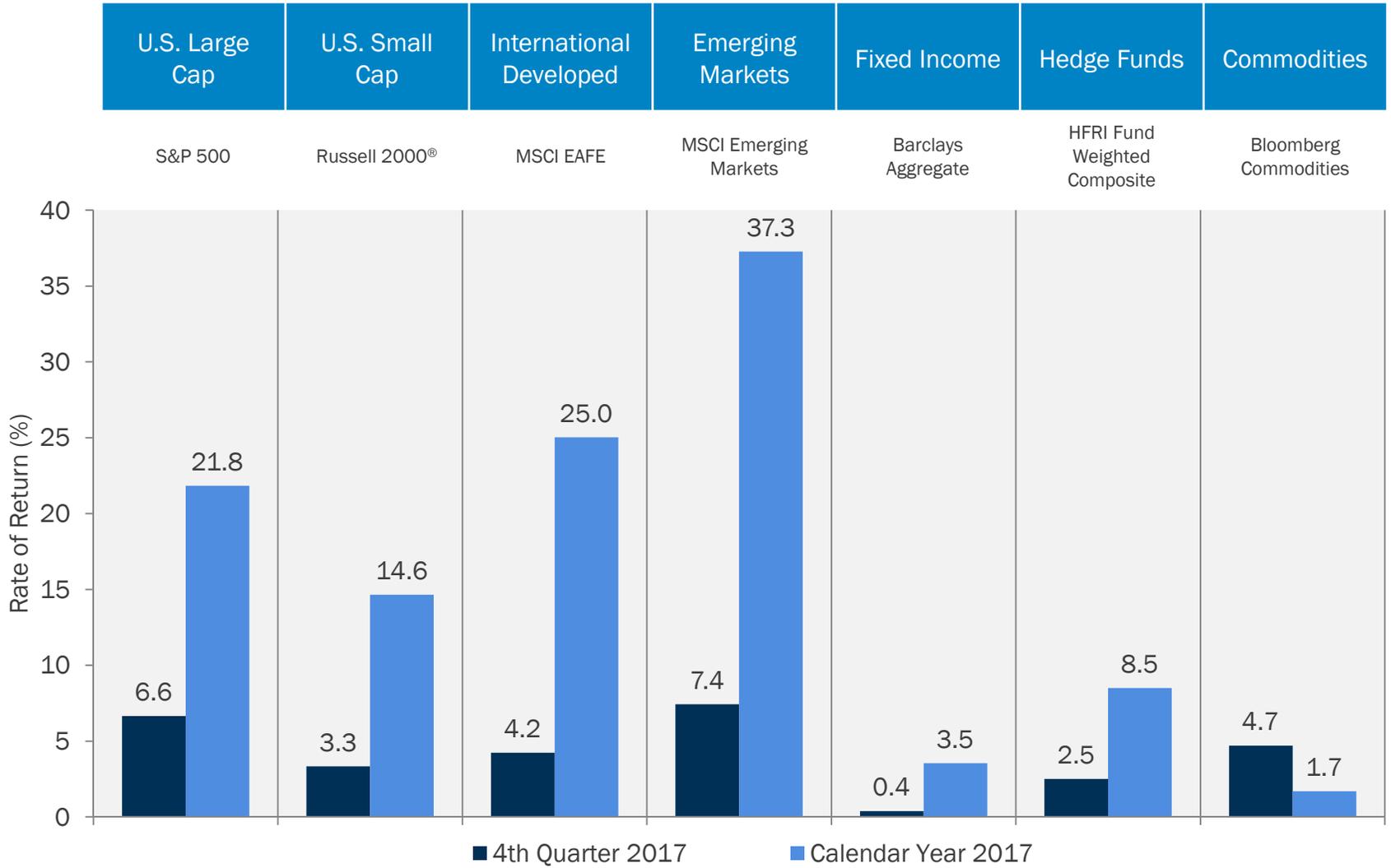


Source: Factset, Bloomberg Finance, LP, As of 1/2/2018



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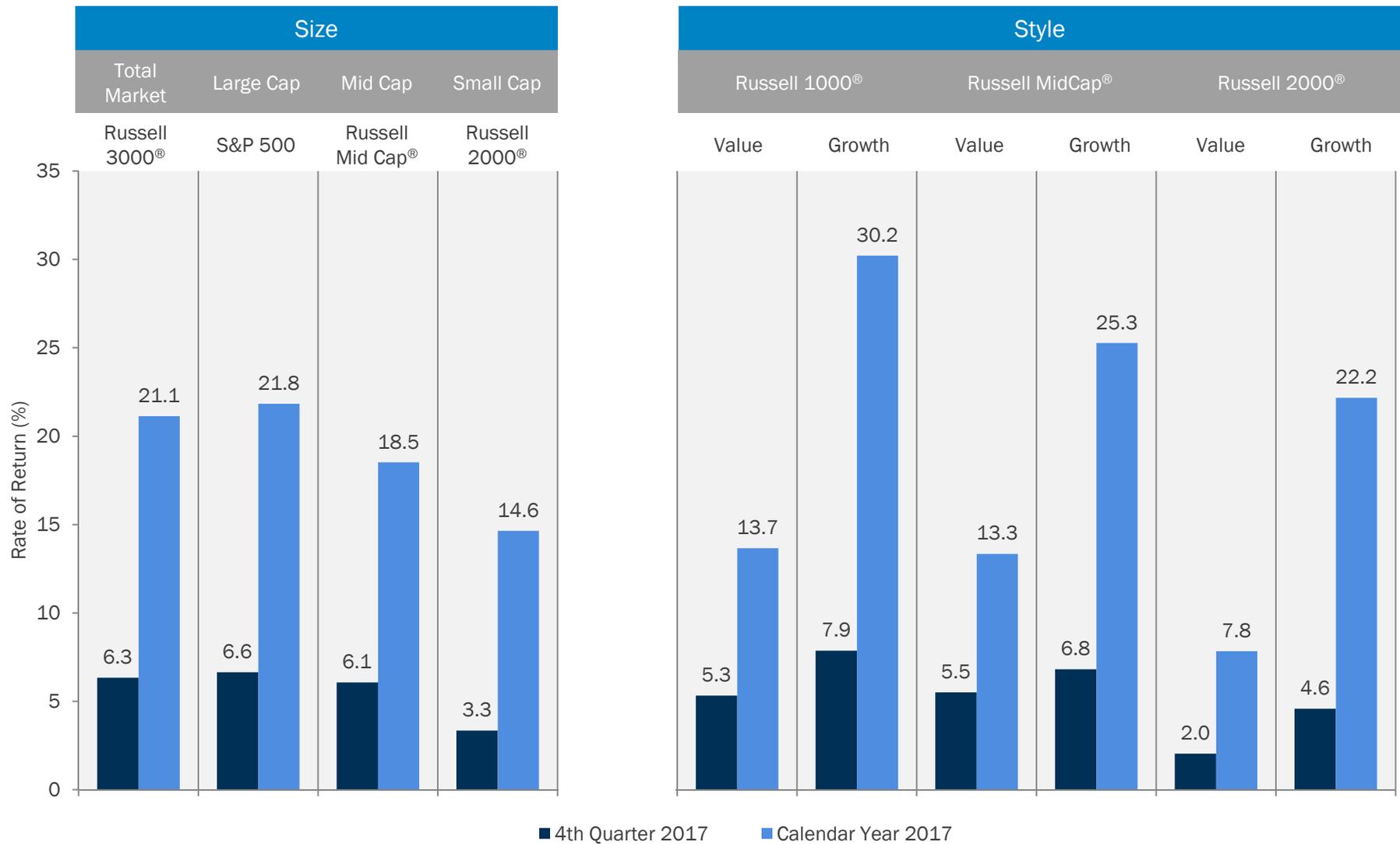
Market Overview



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, Russell, MSCI, HFRI, Bloomberg Finance, LP



U.S. Equity Market Performance



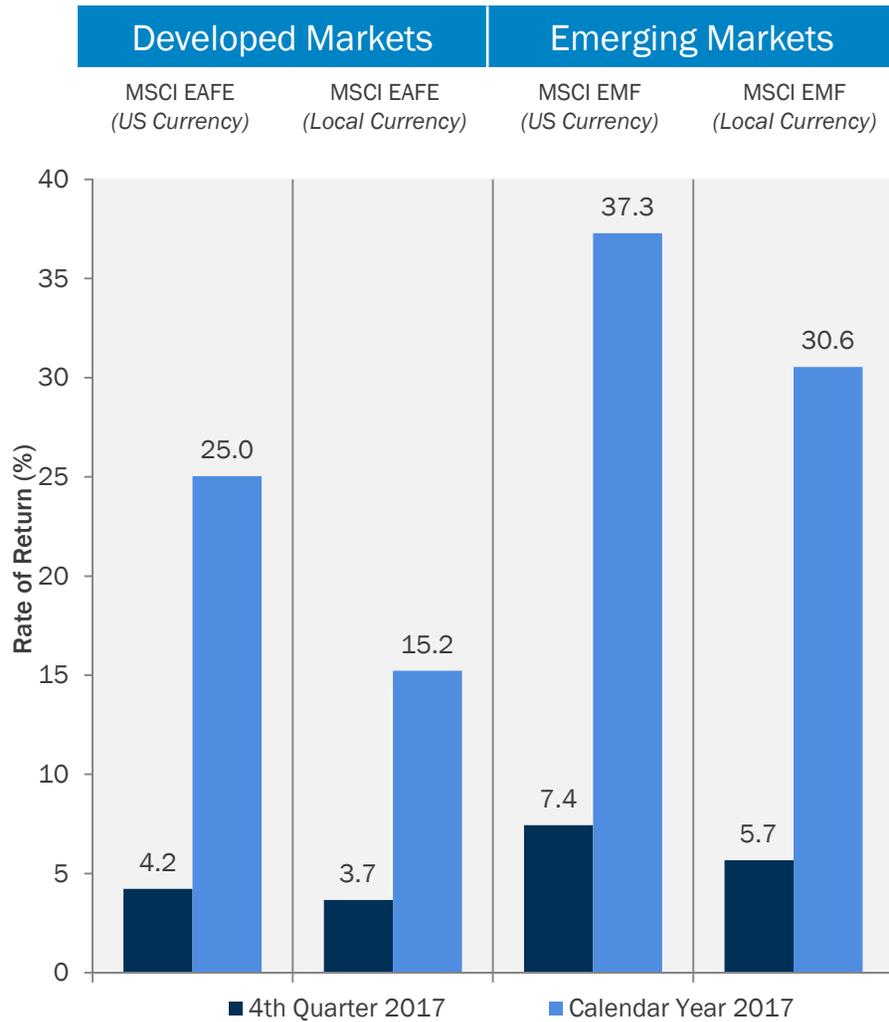
Source: Morningstar Direct, Russell, S&P Dow Jones Indices LLC, a division of S&P Global

Note: Russell Style Indices shown; Russell 3000®, Russell Mid Cap®, Russell 2000®.

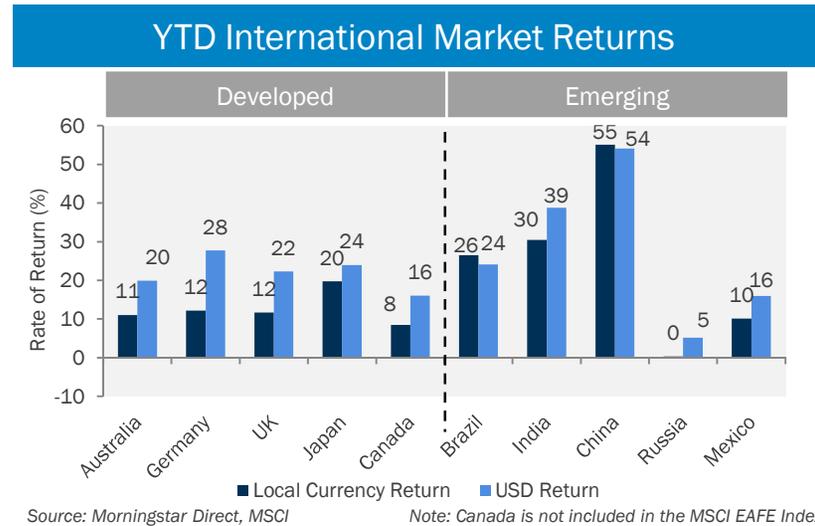


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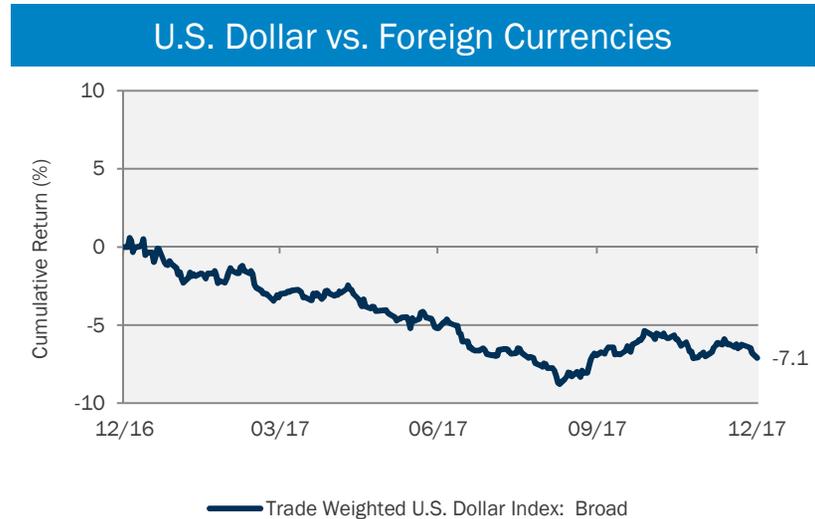
Non-U.S. Equity Market



Source: Morningstar Direct, MSCI



Source: Morningstar Direct, MSCI Note: Canada is not included in the MSCI EAFE Index



Source: Federal Reserve Board; US trade-weighted index, As of 12/29/2017

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Fixed Income Markets

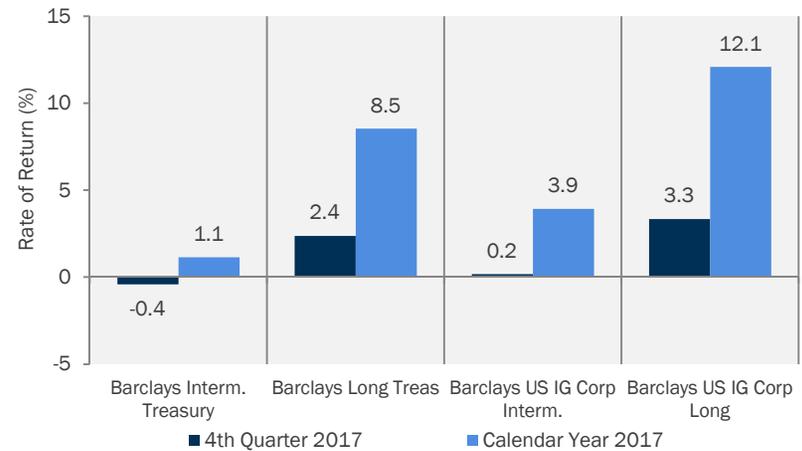
Bond Market Returns

Returns by Sector



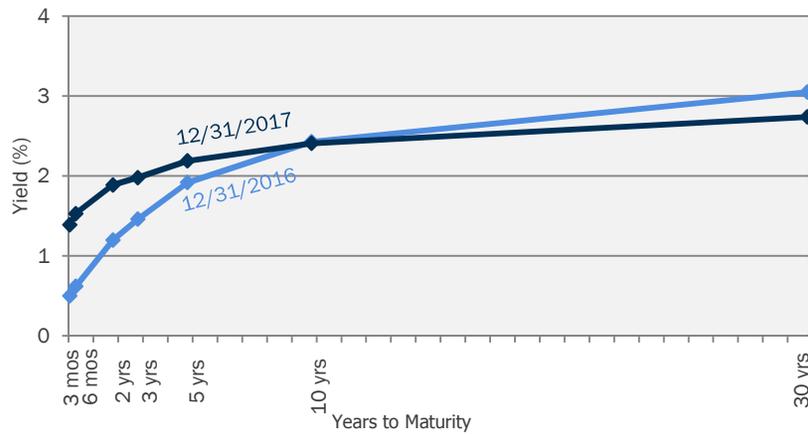
Source: Bloomberg Finance, LP

Returns by Duration



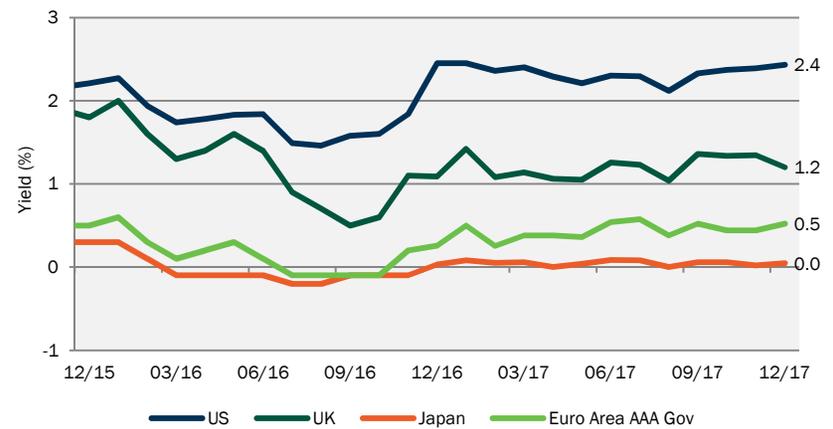
Source: Bloomberg Finance, LP

U.S. Treasury Yield Curve



Source: Barclays

Global Ten Year Government Spot Yields



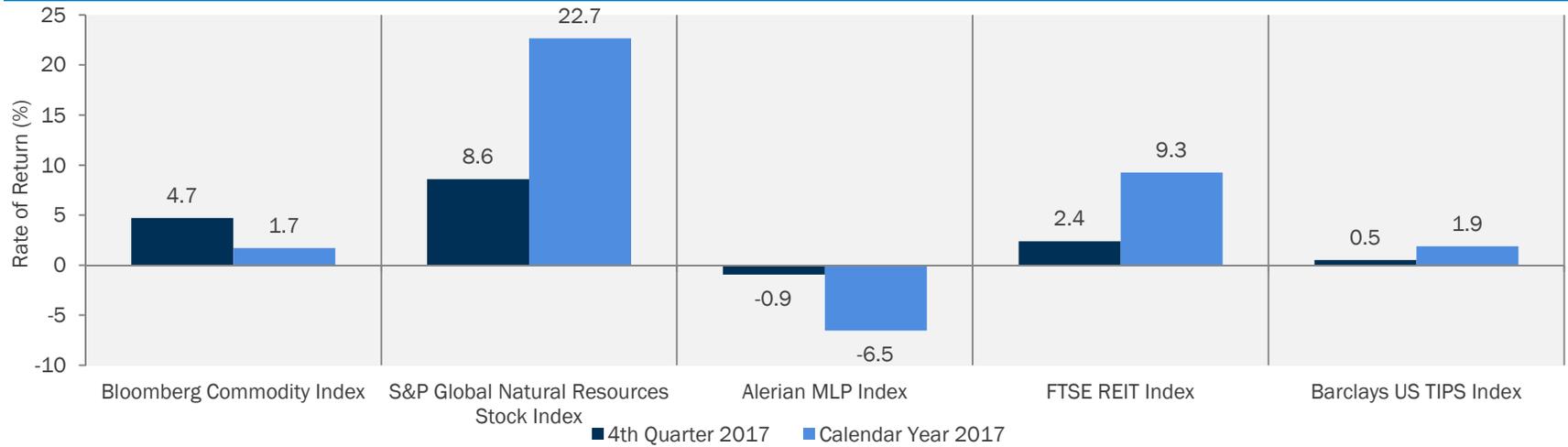
Source: Factset Economics



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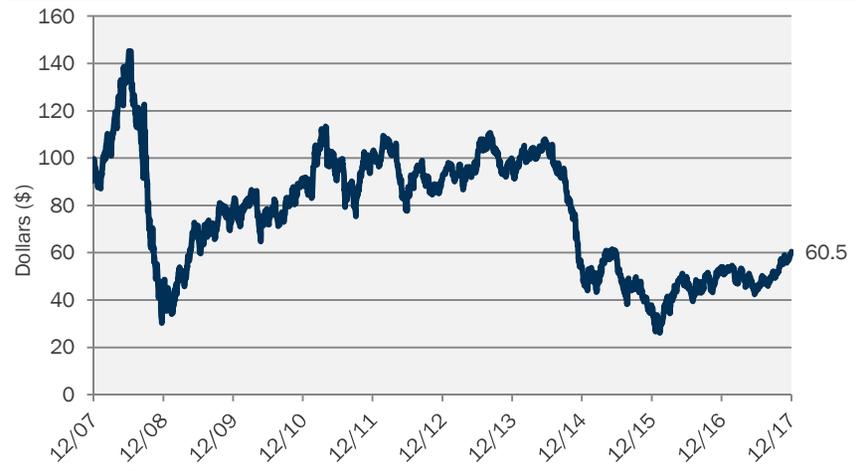
Real Assets

Asset Class Performance



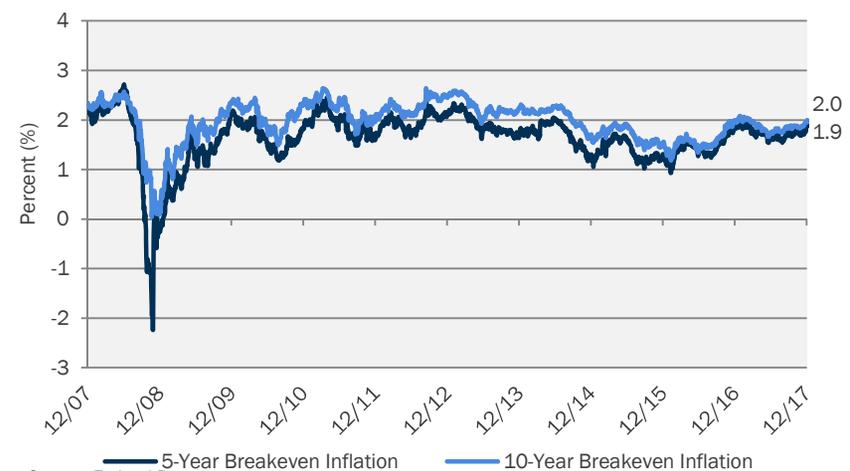
Source: Morningstar Direct, Bloomberg Finance, LP, S&P, Barclays, S&P Dow Jones Indices LLC, a division of S&P Global, Alerian, FTSE

WTI Crude Oil Prices



Source: FactSet Economics

United States Breakeven Inflation



Source: Federal Reserve



World Markets Heat Map

	Calendar Year Returns									
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017
U.S. Equity										
S&P 100 Index	-35.3%	22.3%	12.5%	3.2%	16.1%	30.4%	12.7%	2.6%	11.4%	22.0%
S&P 500 Index	-37.0%	26.5%	15.1%	2.1%	16.0%	32.4%	13.7%	1.4%	12.0%	21.8%
Russell 1000 Value Index	-36.9%	19.7%	15.5%	0.4%	17.5%	32.5%	13.5%	-3.8%	17.3%	13.7%
Russell 1000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell 2000 Index	-33.8%	27.2%	26.8%	-4.2%	16.4%	38.8%	4.9%	-4.4%	21.3%	14.6%
Russell 2000 Value Index	-28.9%	20.5%	24.5%	-5.5%	18.1%	34.5%	4.2%	-7.5%	31.7%	7.8%
Russell 2000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell Micro Cap Index	-39.8%	27.5%	28.9%	-9.3%	19.7%	45.6%	3.6%	-5.2%	20.4%	13.2%
Non U.S. Equity										
MSCI ACWI ex U.S. Index	-45.5%	41.5%	11.2%	-13.7%	16.8%	15.3%	-3.9%	-5.7%	4.5%	27.2%
MSCI EAFE Index	-43.4%	31.8%	7.7%	-12.1%	17.3%	22.8%	-4.9%	-0.8%	1.0%	25.0%
MSCI EAFE Small Cap Index	-47.0%	46.8%	22.0%	-15.9%	20.0%	29.3%	-4.9%	9.6%	2.2%	33.0%
MSCI Emerging Markets Index	-53.3%	78.5%	18.9%	-18.4%	18.2%	-2.6%	-2.2%	-14.9%	11.2%	37.3%
MSCI Emerging Mkts. Small Cap Index	-58.2%	113.8%	27.2%	-27.2%	22.2%	1.0%	1.0%	-6.8%	2.3%	33.8%
MSCI Frontier Markets Index	-54.1%	11.6%	23.8%	-18.7%	8.9%	25.9%	6.8%	-14.5%	2.7%	31.9%
Global										
MSCI ACWI Index	-42.2%	34.6%	12.7%	-7.4%	16.1%	22.8%	4.2%	-2.4%	7.9%	24.0%
Fixed Income										
Barclays US Aggregate Index	5.2%	5.9%	6.5%	7.8%	4.2%	-2.0%	6.0%	0.5%	2.6%	3.5%
Barclays US Inv. Grade. Corp. Index	-4.9%	18.7%	9.0%	8.1%	9.8%	-1.5%	7.4%	-0.7%	6.1%	6.4%
Barclays High Yield Index	-26.2%	58.2%	15.1%	5.0%	15.8%	7.4%	2.5%	-4.5%	17.1%	7.5%
Barclays US Corp Long AA+ Index	8.2%	4.9%	10.1%	19.1%	10.1%	-7.8%	18.7%	-1.1%	6.9%	10.8%
Barclays US Treasury Long Index	24.0%	-12.9%	9.4%	29.9%	3.6%	-12.7%	25.1%	-1.2%	1.3%	8.5%
Barclays U.S. Municipal Bond Index	-2.5%	12.9%	2.4%	10.7%	6.8%	-2.6%	9.1%	3.3%	0.2%	5.4%
Barclays Global Agg. ex. U.S. Index	4.4%	7.5%	4.9%	4.4%	4.1%	-3.1%	-3.1%	-6.0%	1.5%	10.5%
Barclays EM Debt (Local) Gov't Index	--	17.1%	12.5%	0.3%	13.9%	-4.3%	-1.9%	-10.4%	5.9%	14.3%
Alternatives										
Bloomberg Commodity Index	-35.6%	18.9%	16.8%	-13.3%	-1.1%	-9.5%	-17.0%	-24.7%	11.8%	1.7%
Bloomberg Commodity - Gold	3.9%	22.9%	28.7%	9.6%	6.1%	-28.7%	-1.7%	-10.9%	7.7%	12.8%
Bloomberg Commodity - WTI Crude Oil	-53.2%	4.4%	3.8%	-3.6%	-11.8%	6.8%	-41.7%	-44.3%	7.1%	5.1%
Bloomberg Commodity - Agriculture	-27.5%	13.7%	38.5%	-14.4%	4.0%	-14.3%	-9.2%	-15.6%	2.1%	-11.0%
HFRI FOF Composite Index	-21.4%	11.5%	5.7%	-5.7%	4.8%	9.0%	3.4%	-0.3%	0.5%	6.8%
HFRI Equity Hedge Index	-26.6%	24.6%	10.5%	-8.4%	7.4%	14.3%	1.8%	-1.0%	5.5%	13.5%
Alerian MLP Index	-36.9%	76.4%	35.9%	13.9%	4.8%	27.6%	4.8%	-32.6%	18.3%	-6.5%
FTSE REIT Index	-37.3%	27.4%	27.6%	7.3%	20.1%	3.2%	27.1%	2.3%	9.3%	9.3%

Source: Morningstar Direct, Bloomberg Finance, LP, Russell, S&P Dow Jones Indices LLC, a division of S&P, FTSE, Alerian, HFRI Factset; As of 12/31/2017

	Annualized Returns						TTM P/E	Div. Yield
	YTD	1-Yr	3-Yr	5-Yr	10-Yr			
U.S. Equity								
S&P 100 Index	22.0%	22.0%	11.7%	15.4%	8.1%		22.7x	2.1%
S&P 500 Index	21.8%	21.8%	11.4%	15.8%	8.5%		22.9x	1.9%
Russell 1000 Value Index	13.7%	13.7%	8.7%	14.0%	7.1%		19.6x	2.4%
Russell 1000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%		26.5x	1.3%
Russell 2000 Index	14.6%	14.6%	10.0%	14.1%	8.7%		22.4x	1.4%
Russell 2000 Value Index	7.8%	7.8%	9.5%	13.0%	8.2%		19.9x	2.1%
Russell 2000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%		25.6x	0.7%
Russell Micro Cap Index	13.2%	13.2%	8.9%	14.3%	7.7%		19.0x	1.2%
Non U.S. Equity								
MSCI ACWI ex U.S. Index	27.2%	27.2%	7.8%	6.8%	1.8%		16.7x	3.0%
MSCI EAFE Index	25.0%	25.0%	7.8%	7.9%	1.9%		17.6x	3.2%
MSCI EAFE Small Cap Index	33.0%	33.0%	14.2%	12.9%	5.8%		16.5x	2.4%
MSCI Emerging Markets Index	37.3%	37.3%	9.1%	4.3%	1.7%		14.7x	2.4%
MSCI Emerging Mkts. Small Cap Index	33.8%	33.8%	8.4%	5.4%	2.8%		15.0x	2.6%
MSCI Frontier Markets Index	31.9%	31.9%	5.0%	9.3%	-1.4%		6.5x	3.1%
Global								
MSCI ACWI Index	24.0%	24.0%	9.3%	10.8%	4.6%		19.4x	2.4%
Fixed Income								
Barclays US Aggregate Index	3.5%	3.5%	2.2%	2.1%	4.0%	6.0	2.7%	
Barclays US Inv. Grade. Corp. Index	6.4%	6.4%	3.9%	3.5%	5.6%	7.6	3.3%	
Barclays High Yield Index	7.5%	7.5%	6.4%	5.8%	8.0%	3.9	5.7%	
Barclays US Corp Long AA+ Index	10.8%	10.8%	5.4%	5.1%	7.7%	14.6	3.5%	
Barclays US Treasury Long Index	8.5%	8.5%	2.8%	3.5%	6.6%	17.6	2.7%	
Barclays U.S. Municipal Bond Index	5.4%	5.4%	3.0%	3.0%	4.5%	5.8	2.4%	
Barclays Global Agg. ex. U.S. Index	10.5%	10.5%	1.8%	-0.2%	2.4%	7.8	0.8%	
Barclays EM Debt (Local) Gov't Index	14.3%	14.3%	2.7%	0.3%	--	5.9	4.1%	
Alternatives								
Bloomberg Commodity Index	1.7%	1.7%	-5.0%	-8.5%	-6.8%	--	--	
Bloomberg Commodity - Gold	12.8%	12.8%	2.7%	-5.4%	3.8%	--	--	
Bloomberg Commodity - WTI Crude Oil	5.1%	5.1%	-14.4%	-17.2%	-16.3%	--	--	
Bloomberg Commodity - Agriculture	-11.0%	-11.0%	-8.5%	-9.8%	-4.9%	--	--	
HFRI FOF Composite Index	6.8%	6.8%	2.3%	3.8%	1.0%	--	--	
HFRI Equity Hedge Index	13.5%	13.5%	5.8%	6.6%	3.2%	--	--	
Alerian MLP Index	-6.5%	-6.5%	-9.3%	-0.1%	6.0%	--	--	
FTSE REIT Index	9.3%	9.3%	6.9%	9.9%	7.7%	--	--	

Source: Morningstar Direct, Bloomberg Finance, LP, Russell, S&P Dow Jones Indices LLC, a division of S&P, FTSE, Alerian, HFRI Factset; As of 12/31/2017



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Division 788 Pension Plan

Total Portfolio Overview

As of December 31, 2017

Total Fund Activity (\$, millions)

Assets as of 1/1/2017 \$122.1

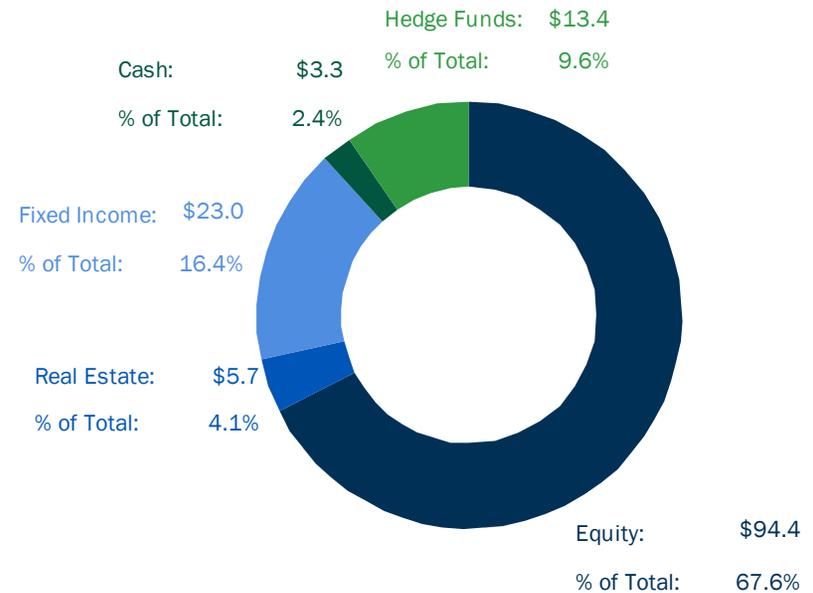
Contributions \$13.7

Withdrawals (\$16.3)

Investment Earnings \$20.2

Assets as of 12/31/2017 \$139.7

Portfolio Overview (\$, millions)



Note: Totals may not add up to 100% due to rounding.

Historical Asset Growth

As of December 31, 2017



Portfolio Cash Flows (\$, millions)					
	Quarter I	Quarter II	Quarter III	Quarter IV	2017
Beginning Assets	\$122.1	\$128.3	\$131.4	\$135.7	\$122.1
Contributions	\$3.4	\$3.3	\$3.6	\$3.4	\$13.7
Withdrawals	(\$4.1)	(\$4.1)	(\$4.0)	(\$4.1)	(\$16.3)
Investment Earnings	\$6.8	\$3.9	\$4.8	\$4.7	\$20.2
Ending Assets	\$128.3	\$131.4	\$135.7	\$139.7	\$139.7

Notes: All performance data shown net of investment fees. Historical data prior to 2013 has been provided by the previous consultant.
Totals may not add up to 100% due to rounding.



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Asset Allocation Overview

As of December 31, 2017

	Current Allocation	Target Allocation	+/- Target
<u>Domestic Equity</u>			
Dodge & Cox	13.3%	12.0%	1.3%
Piedmont Strategic Core	6.2%	6.0%	0.2%
Argent Large Cap Growth	12.4%	12.0%	0.4%
Artisan Mid Cap	5.7%	5.0%	0.7%
Vaughan Nelson Value	5.2%	5.0%	0.2%
Total Domestic Equity	42.8%	40.0%	2.8%
<u>International Equity</u>			
EuroPacific Growth Fund	10.5%	10.0%	0.5%
Harbor International	9.0%	10.0%	-1.0%
DFA Emerging Markets Value	5.3%	5.0%	0.3%
Total International Equity	24.7%	25.0%	-0.3%
<u>Hedge Funds</u>			
HBK Master Fund II	4.5%	5.0%	-0.5%
Davidson Kempner Partners Fund	4.2%	5.0%	-0.8%
Och-Ziff OZ Overseas Fund II	0.9%	0.0%	0.9%
Total Hedge Funds	9.5%	10.0%	-0.5%
<u>Real Estate</u>			
Principal US Real Estate	4.1%	5.0%	-0.9%
Total Real Estate	4.1%	5.0%	-0.9%
<u>Fixed Income</u>			
MetWest Total Return	9.7%	10.0%	-0.3%
Dodge & Cox Income	6.8%	8.0%	-1.2%
Cash	2.4%	2.0%	0.4%
Total Fixed Income	18.8%	20.0%	-1.2%
Total Portfolio	100%	100%	-

Notes: Totals may not add up to 100% due to rounding.

BlueCrest AllBlue Fund is in process of redemption. Full proceeds are expected in 2018.

Och-Ziff is in the process of redemption. 75% of proceeds were received in July 2017, the remaining balance is expected back on September 30, 2018.



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Total Portfolio Manager Allocation

As of December 31, 2017

	Value	Core	Growth	
U.S. Large Cap	Dodge & Cox: \$18.6 million % of Equity: 20%	Piedmont: \$8.6 million % of Equity: 9%	Argent: \$17.3 million % of Equity: 18%	= \$44.5 million % of Equity: 47%
U.S. Mid/ Small Cap	Vaughan Nelson: \$7.3 million % of Equity: 8%		Artisan: \$8.0 million % of Equity: 8%	= \$15.4 million % of Equity: 16%
Non-U.S. Developed	Harbor: \$12.5 million % of Equity: 13%		American Funds: \$14.7 million % of Equity: 16%	= \$27.2 million % of Equity: 29%
Emerging Markets	DFA: \$7.3 million % of Equity: 8%			= \$7.3 million % of Equity: 8%
				= \$94.4 million 100% of Equity
Hedge Funds	Davidson Kempner: \$5.8 million % of Hedge Funds: 44%	HBK: \$6.3 million % of Hedge Funds: 47%	Och-Ziff: \$1.2 million % of Hedge Funds: 9%	= \$13.3 million 100% of Hedge Funds
Real Estate	Principal: \$5.7 million % of Real Assets: 100%			= \$5.7 million 100% of Real Estate
	Intermediate		Cash Equivalents	
Fixed Income	MetWest: \$13.5 million % of Fixed Income: 52%	Dodge & Cox: \$9.4 million % of Fixed Income: 36%	Cash: \$3.3 million % of Fixed Income: 13%	= \$26.3 million 100% of Fixed Income
				= \$139.7 million 100% of Total Portfolio

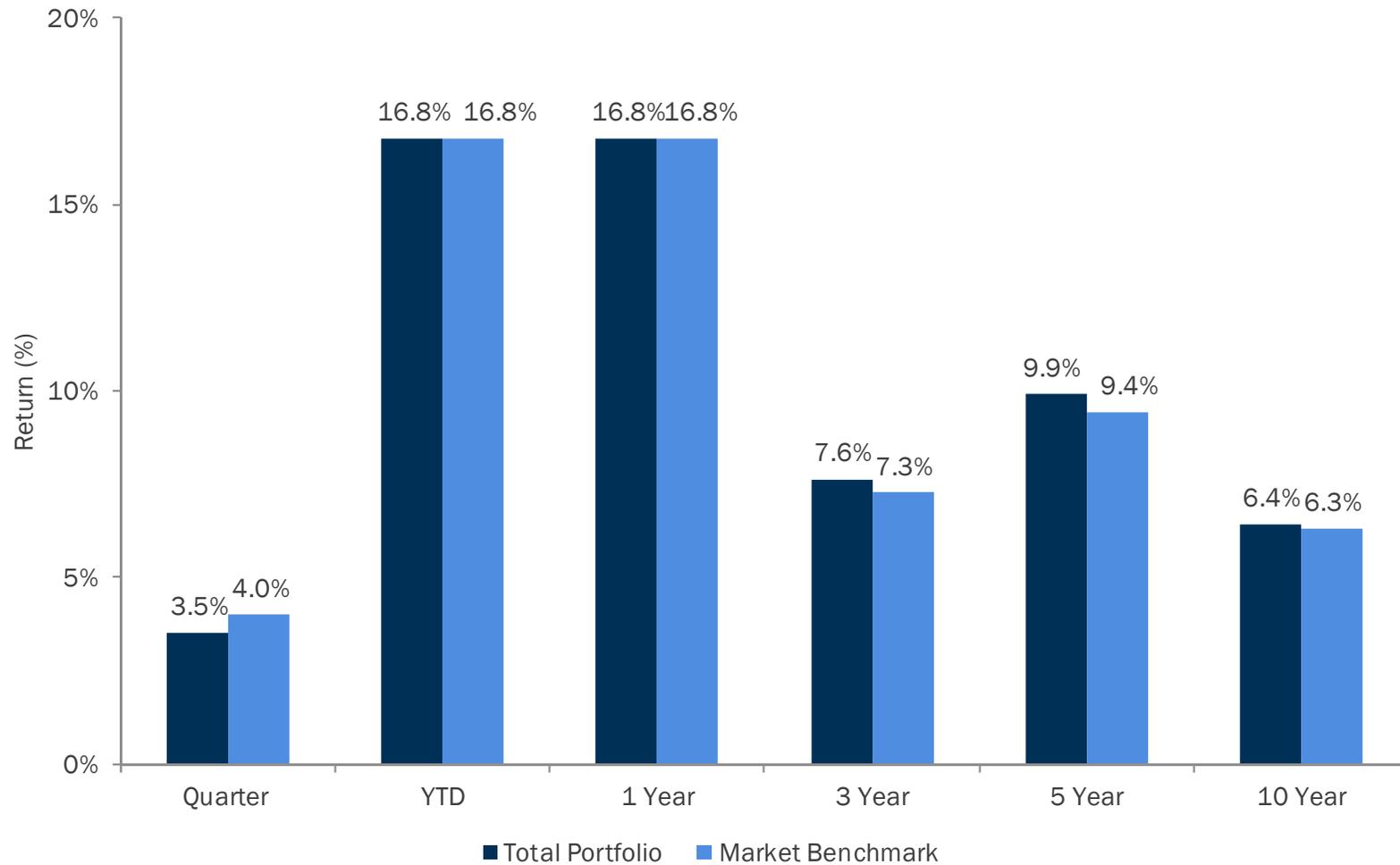
Notes: Totals may not add up to 100% due to rounding.

BlueCrest AllBlue Fund is in process of redemption. Full proceeds are expected in 2018.

Och-Ziff is in the process of redemption. 75% of proceeds were received in July 2017, the remaining balance is expected back on September 30, 2018.

Total Portfolio Performance Overview

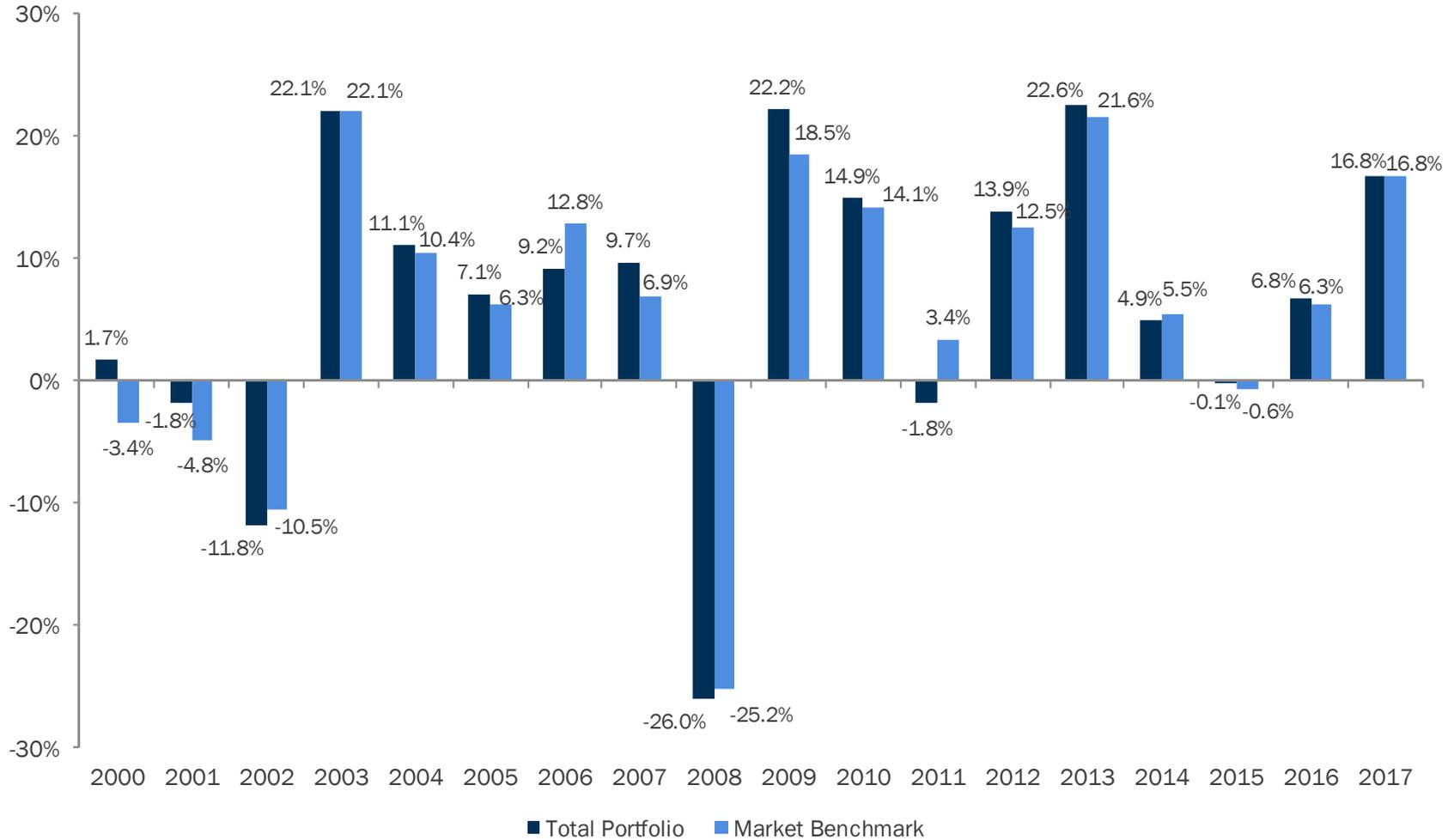
As of December 31, 2017



Notes: Market Benchmark is currently 65% MSCI ACWI Index, 10% HFRI FOF Conservative Index, 5% NCREIF Open-End Diversified Core Index, and 20% Barclays Aggregate Index. Prior to June 2014, the Market Benchmark was 60% Dow Jones U.S. Total Stock Market Index, 5% MSCI EAFE Index, 5% NFI Index, and 30% Barclays Aggregate Index.
 All performance data shown net of investment fees. Historical data prior to 2013 has been provided by the previous consultant.

Total Portfolio Annual Return Comparison

As of December 31, 2017



Notes: Market Benchmark is currently 65% MSCI ACWI Index, 10% HFRI FOF Conservative Index, 5% NCREIF Open-End Diversified Core Index, and 20% Barclays Aggregate Index. Prior to June 2014, the Market Benchmark was 60% Dow Jones U.S. Total Stock Market Index, 5% MSCI EAFE Index, 5% NFI Index, and 30% Barclays Aggregate Index. All performance data shown net of investment fees. Historical data prior to 2013 has been provided by the previous consultant.

Asset Class Performance Summary

As of December 31, 2017

Plan Performance	QTD	YTD	1 Year	3 Year	5 Year	10 Year
U.S. Equity	5.0%	19.8%	19.8%	9.7%	14.5%	--
<i>U.S. Equity Benchmark</i>	6.5%	21.0%	21.0%	10.8%	15.5%	--
Non-U.S. Equity	4.2%	28.6%	28.6%	8.1%	7.6%	--
<i>Non-U.S. Equity Benchmark</i>	4.9%	27.5%	27.5%	8.1%	6.9%	--
Hedge Funds	1.7%	7.6%	7.6%	4.3%	--	--
<i>HFRI FOF Conservative Index</i>	1.1%	4.1%	4.1%	2.1%	--	--
Real Estate	1.8%	7.9%	7.9%	10.0%	11.0%	--
<i>NCREIF Open-End Diversified Core Index</i>	1.8%	7.3%	7.3%	10.3%	11.4%	--
Fixed Income	0.4%	3.8%	3.8%	2.5%	2.1%	--
<i>Barclays Aggregate Bond Index</i>	0.4%	3.5%	3.5%	2.2%	2.1%	--
Total Portfolio	3.5%	16.8%	16.8%	7.6%	9.9%	6.4%
Market Benchmark	4.0%	16.8%	16.8%	7.3%	9.4%	6.3%

Notes: U.S. Equity Benchmark is a weighted benchmark comprised of each manager's respective benchmark.

Non-U.S. Equity Benchmark is a weighted benchmark comprised of each manager's respective benchmark.

Market Benchmark is currently 65% MSCI ACWI Index, 10% HFRI FOF Conservative Index, 5% NCREIF Open-End Diversified Core Index, and 20% Barclays Aggregate Index.

All performance data shown net of investment fees. Historical data prior to 2013 has been provided by the previous consultant.

NCREIF Open-End Diversified Core Index is estimated for the current quarter as the information is not yet available.

Manager Performance Summary

As of December 31, 2017

	Quarter	YTD	1 Year	3 Year	5 Year	10 Year
<u>U.S. Equity</u>						
Dodge & Cox Stock	5.7%	18.3%	18.3%	11.1%	16.3%	7.7%
Russell 1000 Value Index	5.3%	13.7%	13.7%	8.7%	14.0%	7.1%
Piedmont Strategic Core	8.6%	23.2%	23.2%	10.5%	14.1%	6.9%
S&P 500 Index	6.6%	21.8%	21.8%	11.4%	15.8%	8.5%
Argent Large Cap Growth	3.6%	22.3%	22.3%	11.3%	15.2%	8.4%
Russell 1000 Growth Index	7.9%	30.2%	30.2%	13.8%	17.3%	10.0%
Vaughan Nelson Value Opportunity	5.0%	13.2%	13.2%	5.1%	12.8%	8.2%
Russell Midcap Value Index	5.5%	13.3%	13.3%	9.0%	14.7%	9.1%
Artisan Mid Cap	3.0%	20.8%	20.8%	7.1%	12.4%	8.9%
Russell Midcap Growth Index	6.8%	25.3%	25.3%	10.3%	15.3%	9.1%
<u>Non - U.S. Equity</u>						
EuroPacific Growth Fund	4.2%	31.2%	31.2%	9.7%	9.2%	3.9%
MSCI EAFE Index	4.2%	25.0%	25.0%	7.8%	7.9%	1.9%
Harbor International	2.2%	22.9%	22.9%	5.8%	5.2%	2.1%
MSCI EAFE Index	4.2%	25.0%	25.0%	7.8%	7.9%	1.9%
DFA Emerging Markets Value	7.9%	33.8%	33.8%	9.2%	3.7%	1.4%
MSCI Emerging Markets Index	7.4%	37.3%	37.3%	9.1%	4.3%	1.7%
<u>Hedge Funds</u>						
HBK	2.1%	5.1%	5.1%	3.4%	4.1%	4.4%
HFRI Fund Weighted Composite Index	2.7%	8.7%	8.7%	4.3%	5.0%	3.2%
Davidson Kempner	0.7%	6.4%	6.4%	4.9%	5.8%	5.5%
HFRI Fund Weighted Composite Index	2.7%	8.7%	8.7%	4.3%	5.0%	3.2%
Och-Ziff	0.8%	10.7%	10.7%	4.4%	6.5%	5.9%
HFRI Fund Weighted Composite Index	2.7%	8.7%	8.7%	4.3%	5.0%	3.2%
<u>Real Estate</u>						
Principal US Real Estate	1.8%	7.9%	7.9%	10.0%	11.2%	4.2%
NCREIF Open-End Diversified Core Index	1.8%	7.3%	7.3%	10.3%	11.4%	5.0%
<u>Fixed Income</u>						
MetWest Total Return	0.4%	3.4%	3.4%	2.0%	2.5%	5.6%
Barclays Aggregate Bond Index	0.4%	3.5%	3.5%	2.2%	2.1%	4.0%
Dodge & Cox Income	0.5%	4.4%	4.4%	3.1%	3.1%	5.0%
Barclays Aggregate Bond Index	0.4%	3.5%	3.5%	2.2%	2.1%	4.0%

Notes: Performance prior to inception is shown for illustrative purposes.

All performance data shown net of investment fees. Historical data prior to 2013 has been provided by the previous consultant
NCREIF Open-End Diversified Core Index is estimated for the current quarter as the information is not yet available.

Manager Performance Review

Dodge & Cox Stock

As of 12/31/2017

Portfolio Statistics

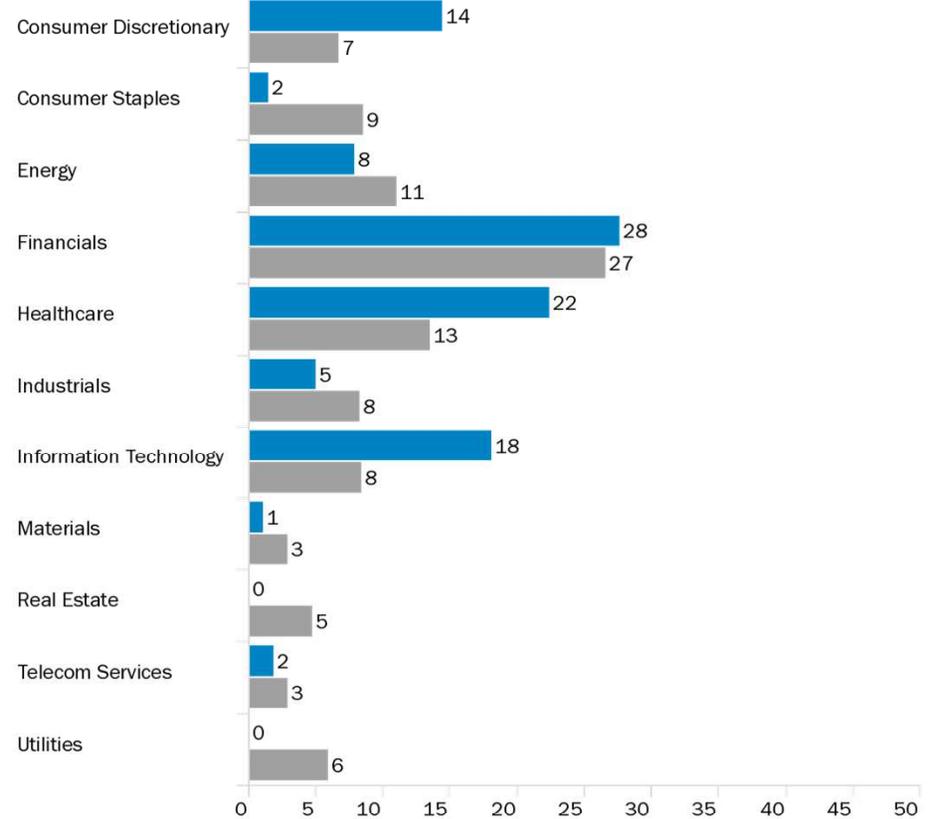
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	140.9	126.4
P/E Ratio	21.2	19.8
P/B Ratio	2.2	2.0
Dividend Yield (%)	1.6	2.3

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Bank of America Corporation	Financials	3.8	35.3
Charles Schwab Corp	Financials	3.5	31.0
Wells Fargo & Co	Financials	3.5	12.9
Capital One Financial Corp	Financials	3.3	16.0
Charter Communications Inc A	Consumer Discretionary	3.1	16.7
Sanofi SA ADR	Health Care	3.0	10.4
Goldman Sachs Group Inc	Financials	2.9	7.6
Novartis AG ADR	Health Care	2.7	19.0
Alphabet Inc C	Information Technology	2.7	35.6
Microsoft Corp	Information Technology	2.7	40.2

Sector Allocation (%)



Dodge & Cox Stock

Russell 1000 Value Index

Source: Morningstar Direct

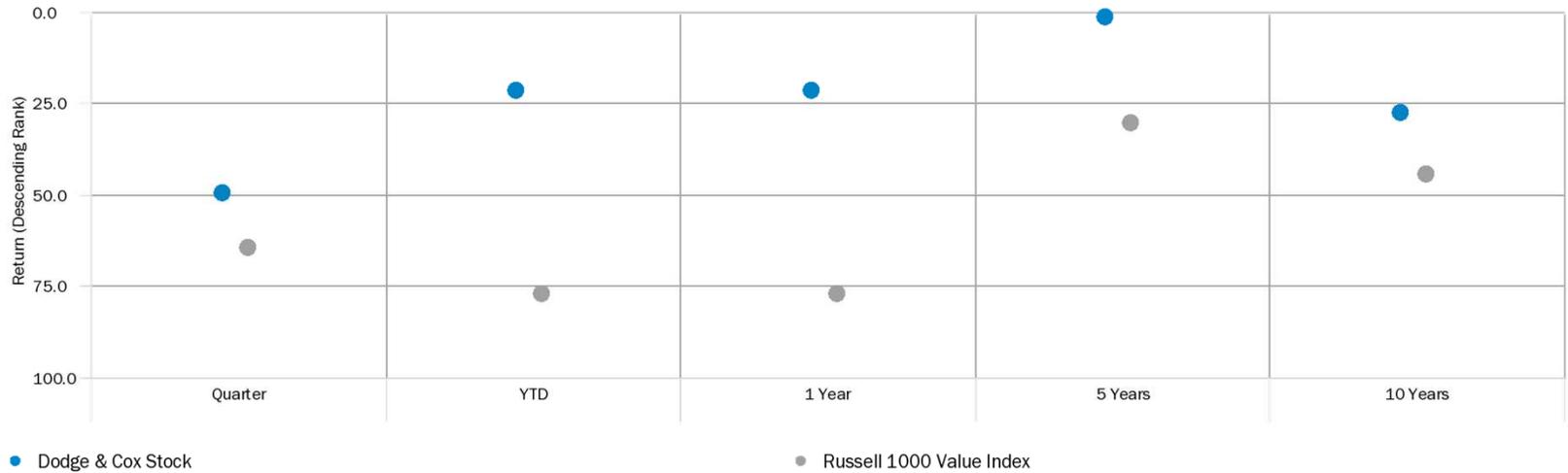


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Dodge & Cox Stock

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Value



Trailing Returns (%)					
	Quarter	YTD	1 Year	5 Years	10 Years
Dodge & Cox Stock	5.7	18.3	18.3	16.3	7.7
Peer group percentile	49	21	21	1	27
Russell 1000 Value Index	5.3	13.7	13.7	14.0	7.1
Peer group percentile	64	77	77	30	44
25th Percentile	6.7	17.9	17.9	14.3	7.8
50th Percentile	5.7	16.1	16.1	13.3	6.9
75th Percentile	5.0	13.9	13.9	12.3	5.9

Source: Morningstar Direct



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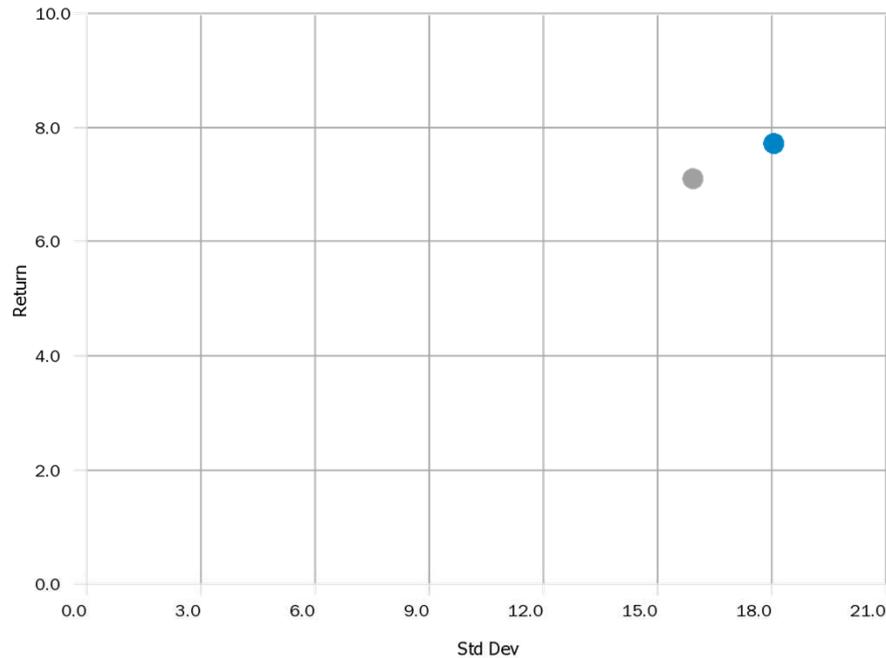
Dodge & Cox Stock

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Dodge & Cox Stock	-43.3	31.3	13.5	-4.1	22.0	40.5	10.4	-4.5	21.3	18.3	11.1	16.3	7.7
Russell 1000 Value Index	-36.8	19.7	15.5	0.4	17.5	32.5	13.5	-3.8	17.3	13.7	8.7	14.0	7.1

10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017

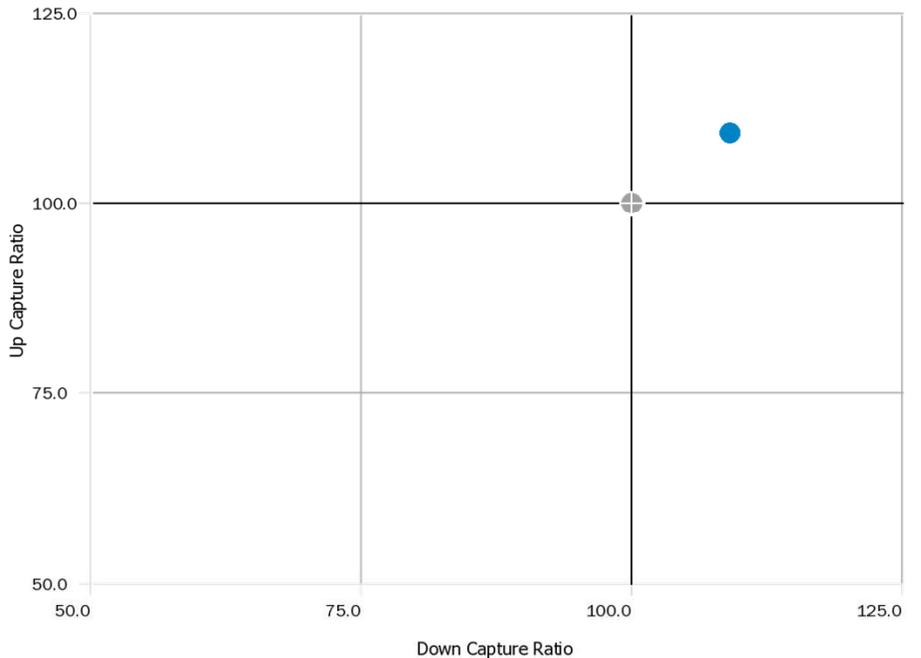


● Dodge & Cox Stock

● Russell 1000 Value Index

10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



● Dodge & Cox Stock

● Russell 1000 Value Index

Source: Morningstar Direct



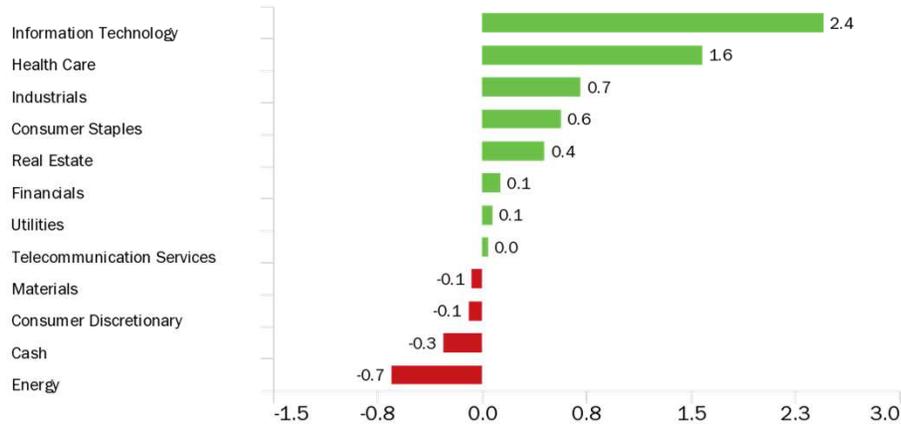
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Dodge & Cox Stock

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Anylam Pharmaceuticals Inc	0.6	239.3	0.7
Cigna Corp	2.0	52.3	0.6
FedEx Corp	2.1	35.2	0.5
Wal-Mart Stores Inc	0.5	46.5	0.4
Charles Schwab Corp	3.6	31.2	0.4

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Apache Corp	1.2	-32.1	-0.5
Hewlett Packard Enterprise Co	2.7	7.4	-0.5
Sprint Corp	1.2	-30.0	-0.3
Goldman Sachs Group Inc	2.2	7.7	-0.3
DISH Network Corp Class A	0.8	-17.6	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	15.2	12.5	1.9	5.7	13.6	0.8	0.0	-0.1	-0.1
Consumer Staples	1.5	46.5	0.7	8.6	12.8	1.1	0.1	0.5	0.6
Energy	7.4	-15.5	-1.4	11.4	-1.1	-0.3	0.6	-1.3	-0.7
Financials	28.0	20.7	5.9	26.3	20.5	5.3	0.0	0.1	0.1
Health Care	19.5	25.0	4.4	12.3	18.6	2.0	0.4	1.2	1.6
Industrials	4.5	23.1	1.0	9.4	9.7	0.9	0.1	0.6	0.7
Information Technology	18.6	34.5	5.9	9.0	27.3	2.2	1.3	1.2	2.4
Materials	1.1	38.5	0.4	2.9	25.3	0.7	-0.2	0.1	-0.1
Real Estate	0.0	0.0	0.0	4.8	4.8	0.2	0.4	0.0	0.4
Telecommunication Services	1.8	-16.1	-0.3	3.3	-3.1	-0.1	0.3	-0.3	0.0
Utilities	0.0	0.0	0.0	6.3	12.2	0.7	0.1	0.0	0.1
Cash	2.3	1.0	0.0	0.0	0.0	0.0	-0.3	0.0	-0.3
Attribution Total	100.0	18.4	18.4	100.0	13.6	13.6	2.8	2.1	4.9

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



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Piedmont Strategic Core

As of 12/31/2017

Portfolio Statistics

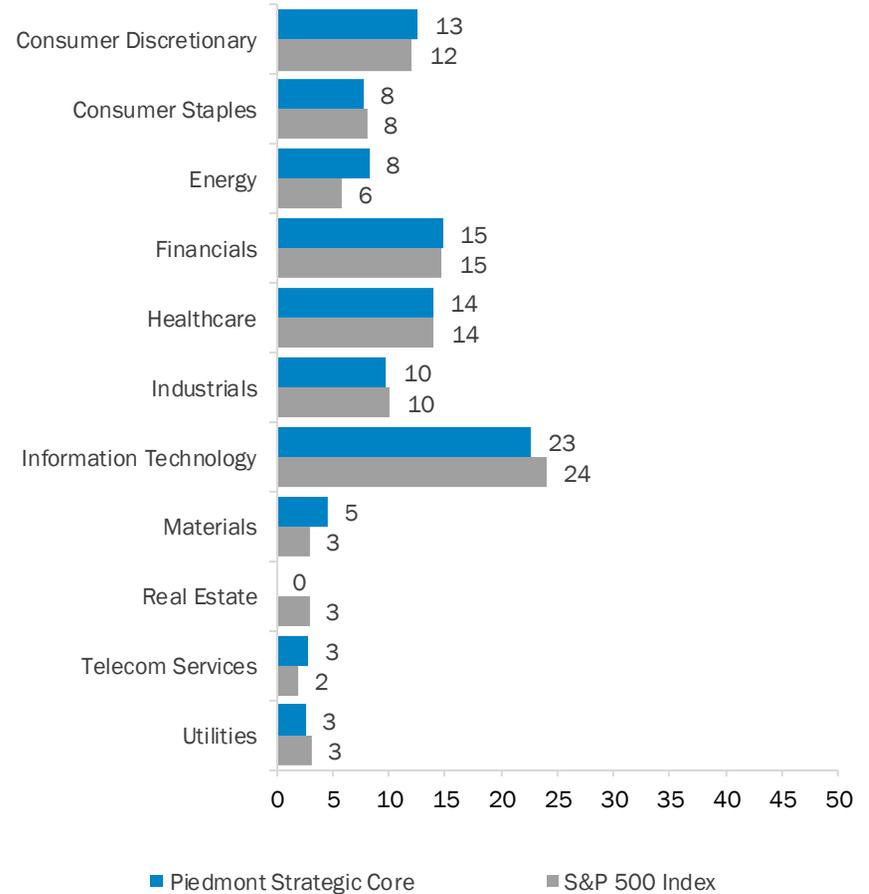
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	213.1	196.6
P/E Ratio	22.5	23.2
P/B Ratio	3.3	3.2
Dividend Yield (%)	1.7	1.8

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Microsoft Corporation	Information Technology	4.4%	40.7%
Alphabet Inc. Class A	Information Technology	4.2%	32.9%
Johnson & Johnson	Health Care	3.9%	24.4%
Chevron Corporation	Energy	3.5%	10.6%
Wal-Mart Stores, Inc.	Consumer Staples	3.5%	46.5%
Amazon.com, Inc.	Consumer Discretionary	3.4%	56.0%
Apple Inc.	Information Technology	3.4%	48.5%
JPMorgan Chase & Co.	Financials	3.3%	26.7%
Facebook, Inc. Class A	Information Technology	3.2%	53.4%
Aetna Inc.	Health Care	3.0%	47.3%

Sector Allocation (%)



Source: FactSet

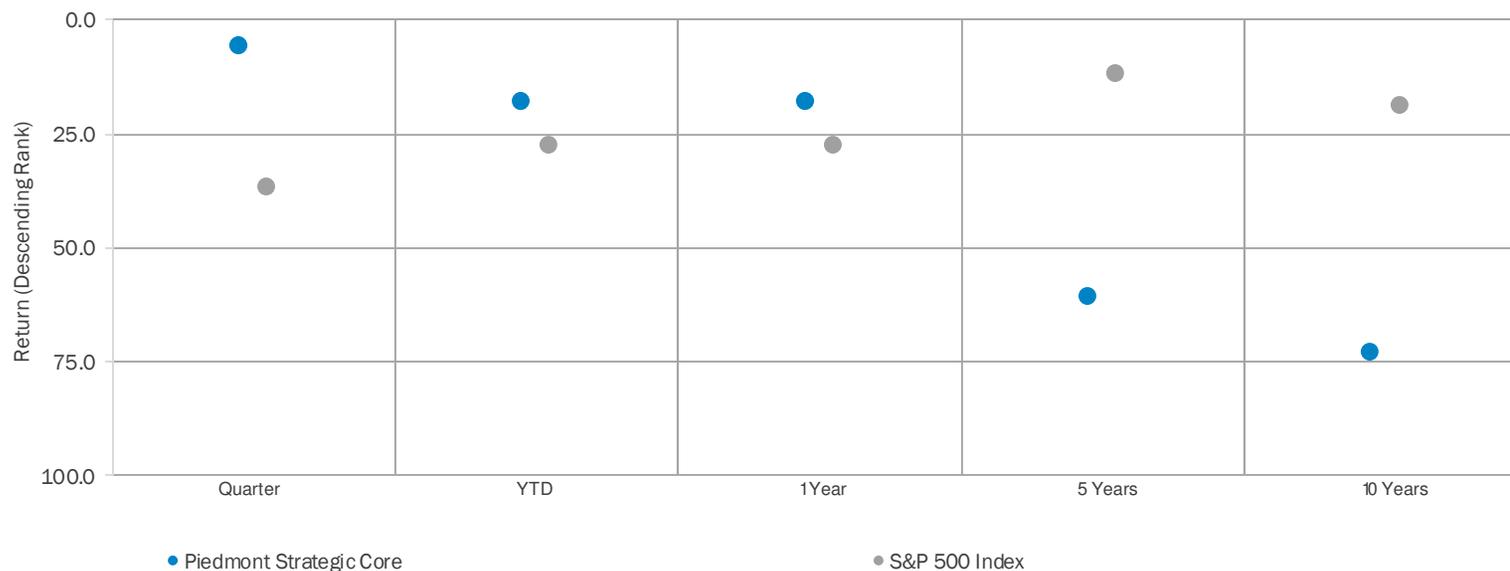


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Piedmont Strategic Core

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Cap Core



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Piedmont Strategic Core	8.6	23.2	23.2	14.1	6.9
Peer group percentile	6	18	18	61	73
S&P 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	37	28	28	12	19
25th Percentile	7.1	22.0	22.0	15.4	8.3
50th Percentile	6.4	20.7	20.7	14.6	7.7
75th Percentile	5.5	17.9	17.9	13.2	6.8

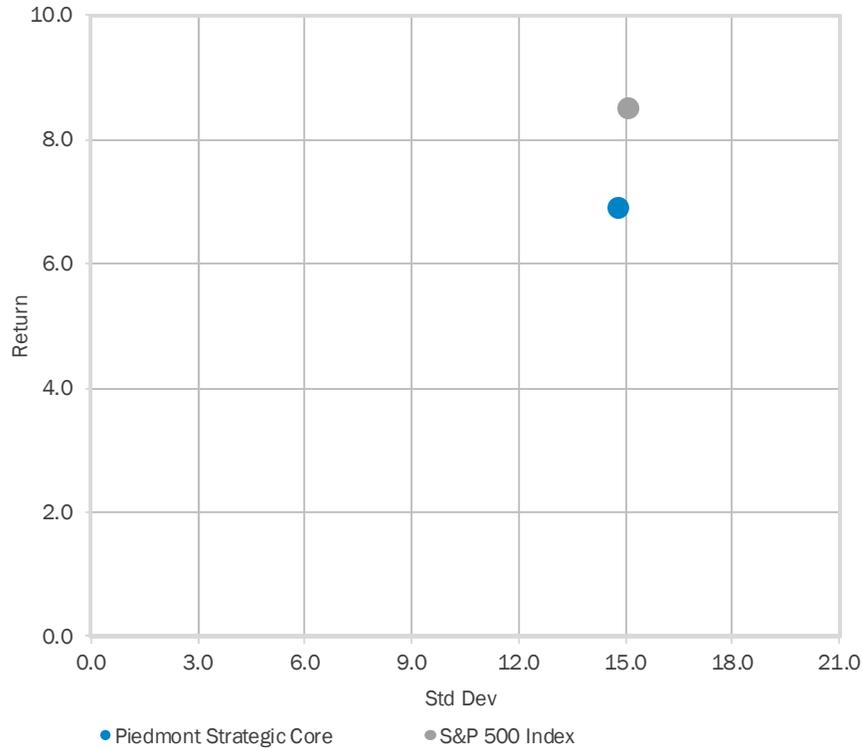
Piedmont Strategic Core

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Piedmont Strategic Core	-36.7	25.4	15.3	-4.8	15.3	29.4	10.8	5.2	4.1	23.2	10.5	14.1	6.9
S&P 500 Index	-37.0	26.5	15.1	2.1	16.0	32.4	13.7	1.4	12.0	21.8	11.4	15.8	8.5

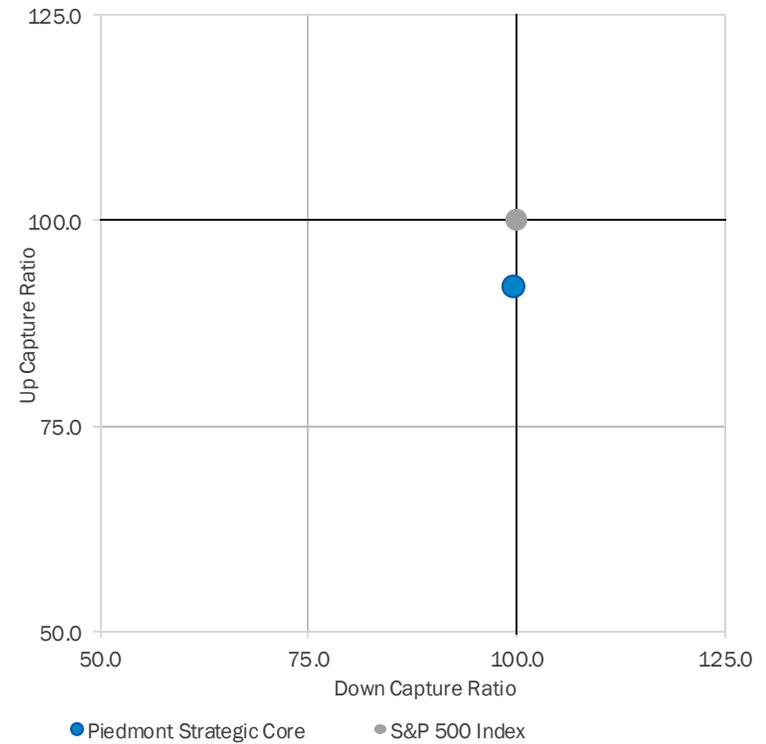
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017

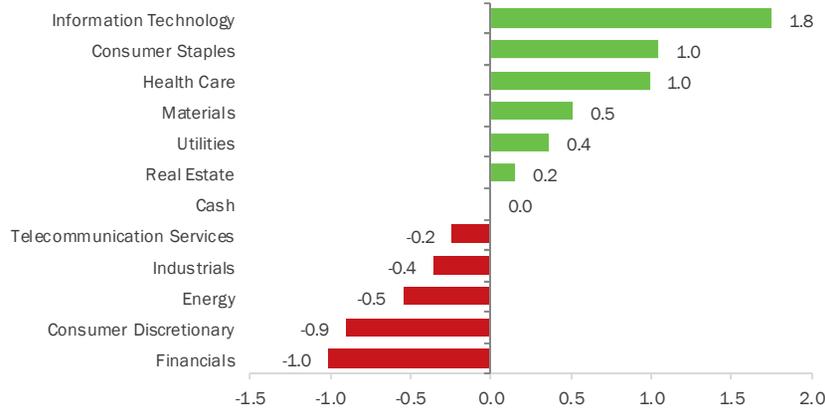


Piedmont Strategic Core

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

	Relative Weights*	Return	Active Return
General Electric Company	-1.1	-42.9	0.8
VMware, Inc. Class A	2.2	59.2	0.8
Wal-Mart Stores, Inc.	3.0	46.5	0.6
Electronic Arts Inc.	0.8	33.4	0.6
Aetna Inc.	2.7	47.3	0.5

Bottom 5 Stock Relative Performers

	Relative Weights*	Return	Active Return
Pioneer Natural Resources Company	1.3	-4.0	-1.0
Nabors Industries Ltd.	0.5	-57.1	-0.9
Devon Energy Corporation	1.5	-8.7	-0.6
Yelp Inc	0.3	10.0	-0.5
Verizon Communications Inc.	0.0	4.0	-0.5

Attribution/Contribution

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	12.1	15.9	1.9	12.2	23.0	2.8	-0.2	-0.7	-0.9
Consumer Staples	8.3	26.8	2.2	8.9	13.5	1.3	0.0	1.0	1.0
Energy	6.6	-6.3	-0.8	6.2	-1.1	-0.3	-0.2	-0.4	-0.5
Financials	13.3	15.4	1.9	14.6	22.6	3.2	-0.1	-0.9	-1.0
Health Care	14.0	29.9	4.1	14.1	22.1	3.2	0.0	1.0	1.0
Industrials	9.8	16.5	1.8	10.2	21.2	2.2	0.0	-0.3	-0.4
Information Technology	26.1	43.9	10.8	22.6	38.7	8.2	0.5	1.2	1.8
Materials	3.9	31.0	1.4	2.9	23.8	0.7	0.0	0.5	0.5
Real Estate	0.4	-3.5	-0.1	2.9	10.8	0.3	0.3	-0.1	0.2
Telecommunication Services	2.0	-9.2	-0.4	2.2	-1.3	-0.1	0.0	-0.2	-0.2
Utilities	3.5	22.6	0.8	3.2	11.8	0.4	0.0	0.4	0.4
Cash	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Attribution Total	100.0	23.6	23.6	100.0	21.8	21.8	0.4	1.4	1.8

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: FactSet



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Argent Large Cap Growth

As of 12/31/2017

Portfolio Statistics

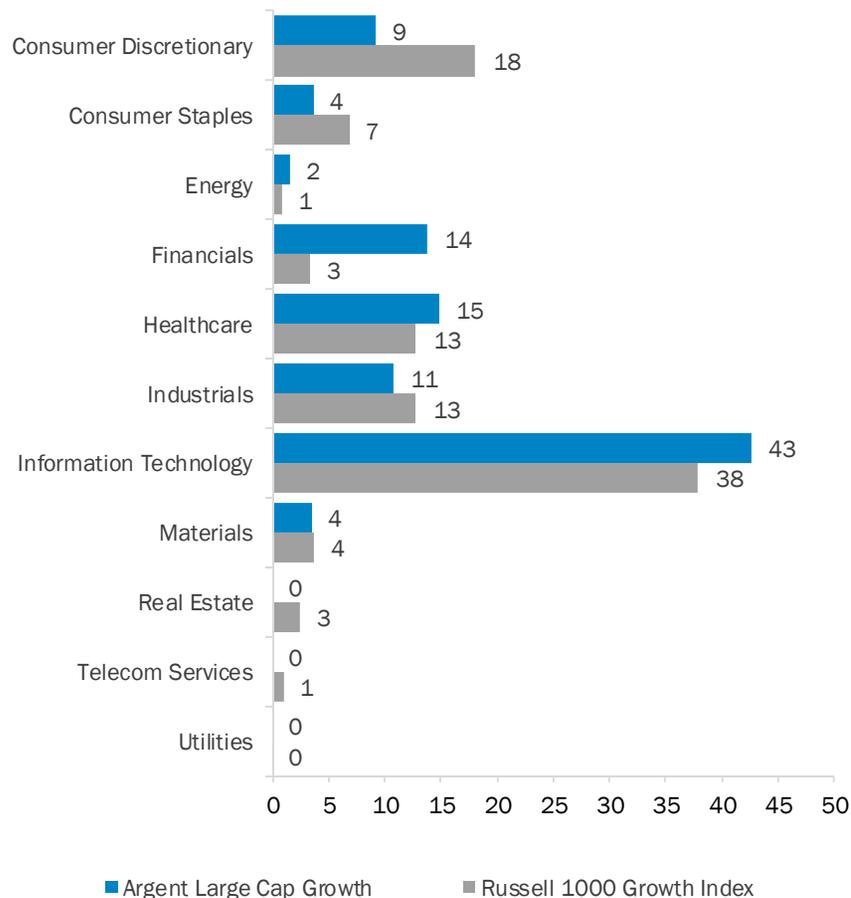
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	147.1	227.4
P/E Ratio	27.4	27.2
P/B Ratio	3.3	6.4
Dividend Yield (%)	0.8	1.3

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Alphabet Inc. Class A	Information Technology	7.1%	32.9%
ON Semiconductor Corporatio	Information Technology	4.8%	64.1%
Marvell Technology Group Ltd	Information Technology	4.7%	56.9%
Baxter International Inc.	Health Care	4.7%	47.3%
Masco Corporation	Industrials	4.6%	40.5%
Wynn Resorts, Limited	Consumer Discretionary	4.5%	98.1%
Red Hat, Inc.	Information Technology	4.4%	72.3%
JPMorgan Chase & Co.	Financials	4.2%	26.7%
Fortive Corp.	Industrials	3.9%	35.5%
Lincoln National Corporation	Financials	3.7%	18.0%

Sector Allocation (%)



Source: FactSet

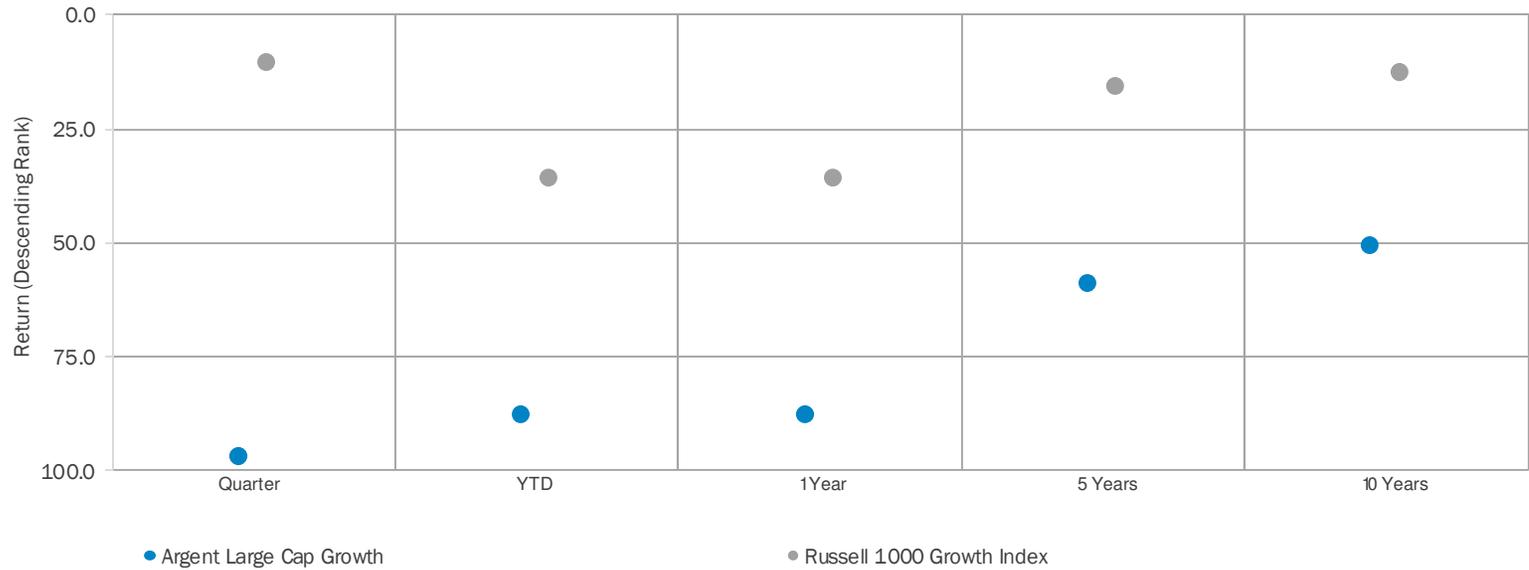


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Argent Large Cap Growth

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Cap Growth



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Argent Large Cap Growth	3.6	22.3	22.3	15.2	8.4
Peer group percentile	97	88	88	59	51
Russell 1000 Growth Index	7.9	30.2	30.2	17.3	10.0
Peer group percentile	11	36	36	16	13
25th Percentile	7.3	31.7	31.7	16.6	9.3
50th Percentile	6.5	28.4	28.4	15.6	8.4
75th Percentile	5.6	24.6	24.6	14.2	7.4

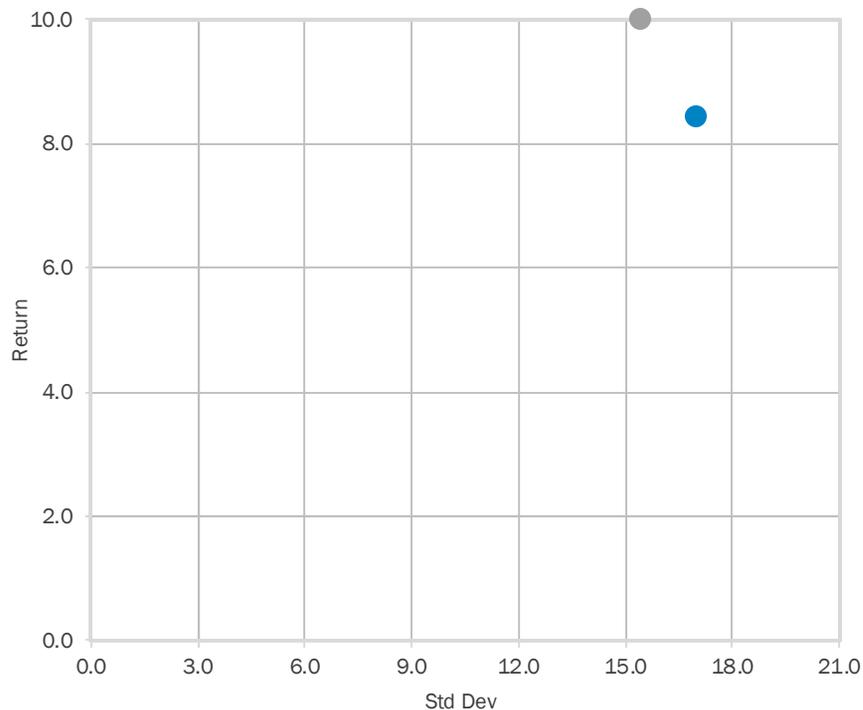
Argent Large Cap Growth

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Argent Large Cap Growth	-40.0	34.4	15.3	-1.4	21.0	31.5	12.0	5.4	7.0	22.3	11.3	15.2	8.4
Russell 1000 Growth Index	-38.4	37.2	16.7	2.6	15.3	33.5	13.0	5.7	7.1	30.2	13.8	17.3	10.0

10 Year Risk vs. Return

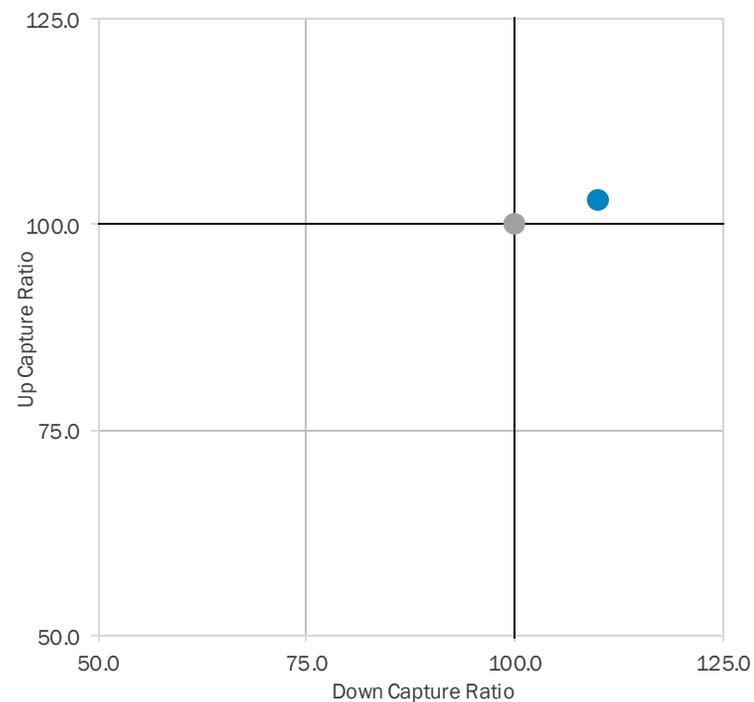
Time Period: 1/1/2008 to 12/31/2017



● Argent Large Cap Growth ● Russell 1000 Growth Index

10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



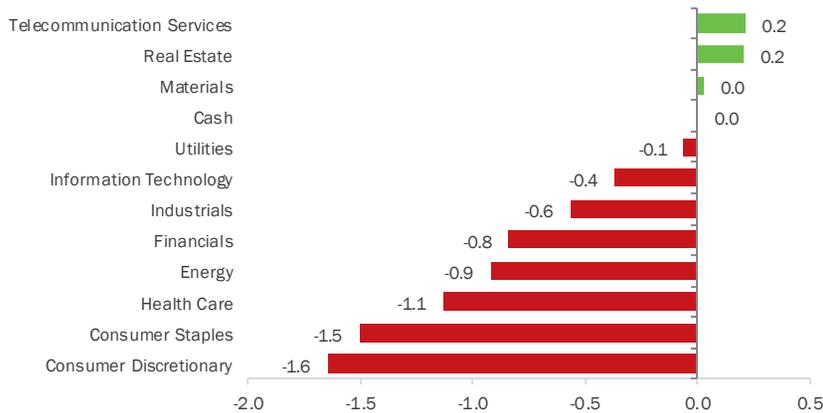
● Argent Large Cap Growth ● Russell 1000 Growth Index

Argent Large Cap Growth

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Wynn Resorts, Limited	3.6	98.1	1.6
Red Hat, Inc.	3.7	72.3	1.1
ON Semiconductor Corporation	4.1	64.1	1.1
Marvell Technology Group Ltd.	4.1	56.9	0.9
Baxter International Inc.	4.5	47.3	0.6

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Post Holdings, Inc.	4.1	-1.4	-1.2
Conagra Brands, Inc.	1.6	-2.6	-1.0
Celgene Corporation	1.7	-9.8	-1.0
Schlumberger NV	1.8	-17.4	-1.0
Iempur Sealy International Inc	0.3	-8.2	-0.9

Attribution/Contribution

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	11.2	7.7	1.1	19.3	25.8	5.1	0.3	-1.9	-1.6
Consumer Staples	6.7	-6.9	-0.6	8.0	13.1	1.1	0.1	-1.6	-1.5
Energy	1.8	-17.4	-0.4	0.7	-6.7	0.0	-0.7	-0.3	-0.9
Financials	13.1	25.5	3.1	3.1	31.6	1.0	-0.1	-0.8	-0.8
Health Care	14.0	21.9	2.6	14.6	25.7	4.1	-0.3	-0.8	-1.1
Industrials	11.8	28.1	3.2	11.6	31.4	3.6	-0.3	-0.3	-0.6
Information Technology	37.9	40.6	13.8	35.3	41.5	13.9	-0.1	-0.3	-0.4
Materials	3.5	27.9	0.9	3.7	23.6	0.9	-0.1	0.1	0.0
Real Estate	0.0	0.0	0.0	2.6	19.2	0.5	0.2	0.0	0.2
Telecommunication Services	0.0	0.0	0.0	1.0	4.8	0.0	0.2	0.0	0.2
Utilities	0.0	0.0	0.0	0.0	70.8	0.0	-0.1	0.0	-0.1
Cash	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Attribution Total	100.0	23.6	23.6	100.0	30.2	30.2	-0.8	-5.8	-6.6

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: FactSet



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Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Portfolio Statistics

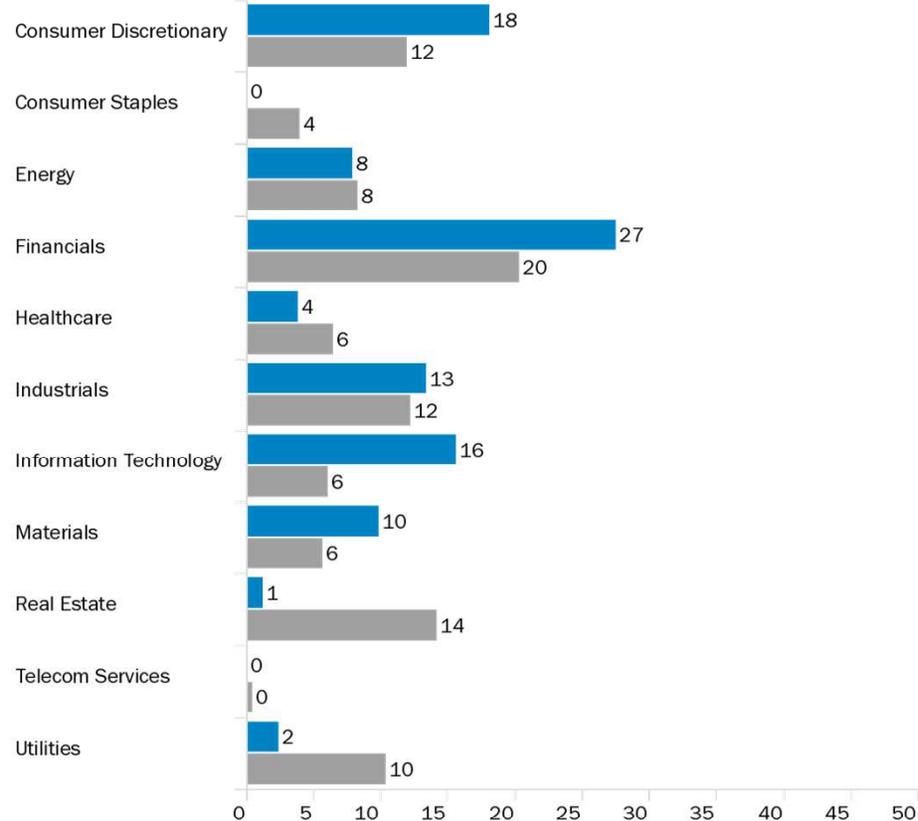
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	9.9	14.4
P/E Ratio	20.6	19.1
P/B Ratio	2.2	2.0
Dividend Yield (%)	1.7	2.1

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Mohawk Industries Inc	Consumer Discretionary	2.7	38.2
Bank of N.T Butterfield & Son Ltd	Financials	2.6	19.5
New Residential Investment Corp	Financials	2.6	26.3
Ares Capital Corp	Financials	2.4	4.5
Atlantica Yield PLC	Utilities	2.4	15.0
WPX Energy Inc Class A	Energy	2.4	-3.4
Fidelity National Information Services Inc	Information Technology	2.4	25.9
PolyOne Corp	Materials	2.1	37.6
Investors Bancorp Inc	Financials	2.1	1.9
Snap-on Inc	Industrials	2.1	3.5

Sector Allocation (%)



■ Natixis Vaughan Nelson Value Opp

■ Russell Mid Cap Value Index

Source: Morningstar Direct

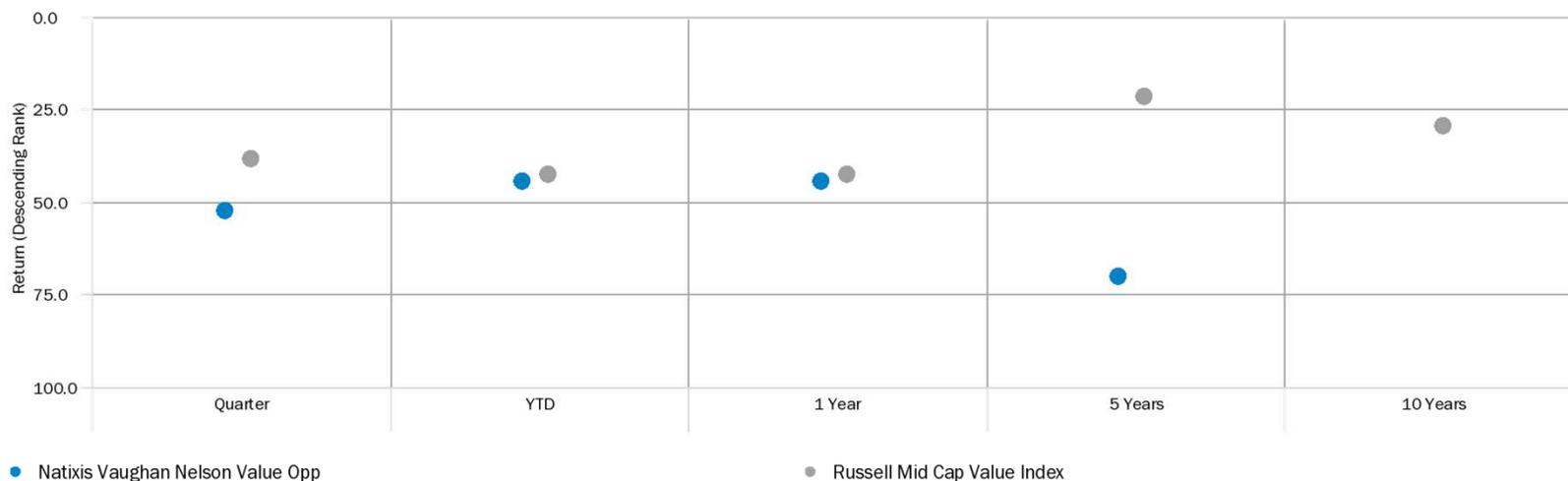


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Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Mid-Cap Value



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Natixis Vaughan Nelson Value Opp	5.0	13.2	13.2	12.8	
Peer group percentile	52	44	44	70	
Russell Mid Cap Value Index	5.5	13.3	13.3	14.7	9.1
Peer group percentile	38	42	42	21	29
25th Percentile	5.8	15.1	15.1	14.5	9.3
50th Percentile	5.1	12.6	12.6	13.6	8.0
75th Percentile	4.5	10.9	10.9	12.5	7.1

Source: Morningstar Direct



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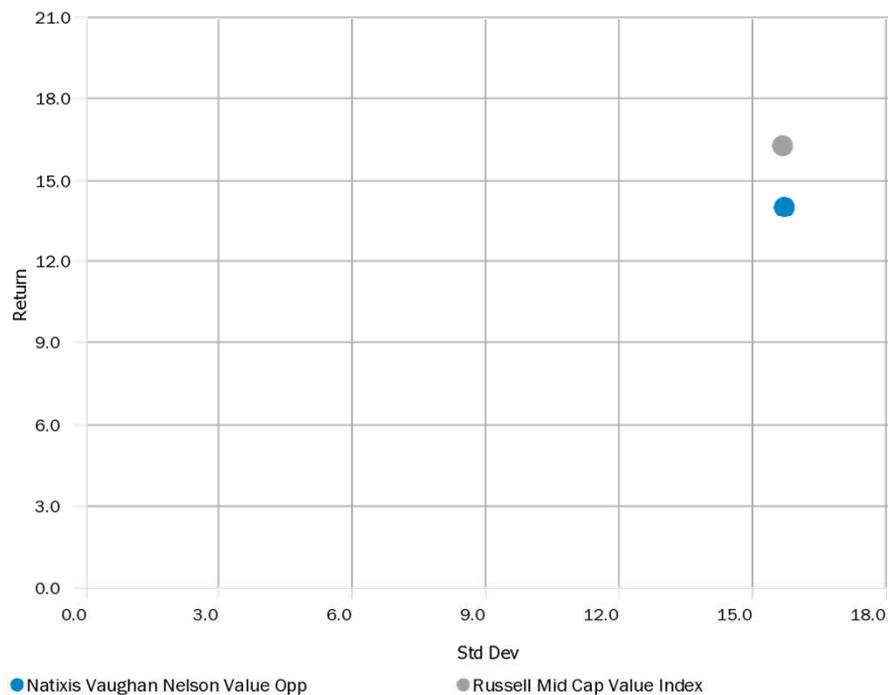
Natixis Vaughan Nelson Value Opp

As of 12/31/2017

	Returns (%)										3Yrs (A)	5Yrs (A)	10Yrs (A)
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017			
Natixis Vaughan Nelson Value Opp		31.4	20.0	-2.5	16.3	41.5	11.2	-3.5	6.1	13.2	5.1	12.8	
Russell Mid Cap Value Index	-38.4	34.2	24.8	-1.4	18.5	33.5	14.7	-4.8	20.0	13.3	9.0	14.7	9.1

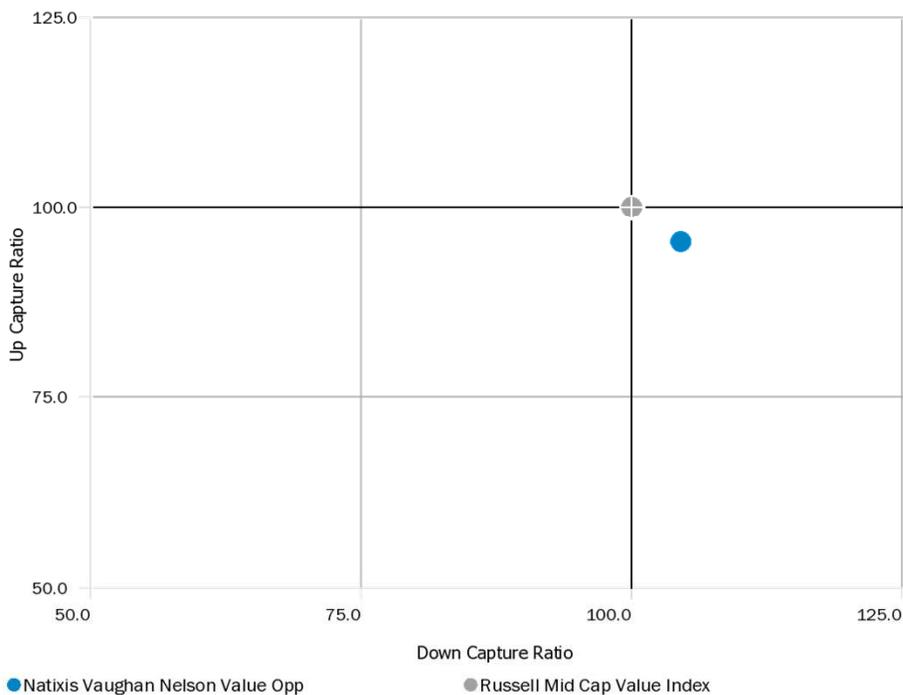
9 Year Risk vs. Return

Time Period: 1/1/2009 to 12/31/2017



9 Year Market Capture

Time Period: 1/1/2009 to 12/31/2017



Source: Morningstar Direct



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Natixis Vaughan Nelson Value Opp

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Constellium NV A	1.5	89.0	0.8
RingCentral Inc Class A	1.1	135.0	0.8
Centene Corp	1.4	78.5	0.7
Grand Canyon Education Inc	1.6	53.2	0.6
First American Financial Corp	1.8	57.9	0.6

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Envision Healthcare Corp	1.6	-45.4	-1.1
QEP Resources Inc	1.2	-48.0	-0.8
NCR Corp	1.8	-16.2	-0.8
Signet Jewelers Ltd	0.8	-38.9	-0.7
Mednax Inc	0.7	-18.5	-0.5

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	16.4	16.4	2.4	10.2	17.9	1.7	0.3	-0.4	-0.1
Consumer Staples	0.0		0.0	3.6	12.0	0.4	0.0	0.0	0.0
Energy	7.0	-18.0	-1.2	8.6	-6.4	-0.8	0.6	-0.9	-0.3
Financials	26.8	15.8	4.2	19.9	17.9	3.5	0.3	-0.5	-0.2
Health Care	7.9	-0.3	0.4	5.4	13.2	0.5	0.7	-1.0	-0.3
Industrials	11.4	9.3	1.2	12.6	22.0	2.6	-0.1	-1.3	-1.4
Information Technology	17.5	26.2	4.4	7.5	24.5	1.8	1.1	0.3	1.4
Materials	9.4	35.7	3.1	5.7	23.6	1.3	0.5	0.9	1.5
Real Estate	1.0	27.4	0.3	14.3	4.8	0.7	1.1	0.3	1.4
Telecommunication Services	0.0		0.0	1.0	-21.1	-0.2	0.3	0.0	0.3
Utilities	1.2	4.1	0.1	11.1	12.4	1.3	-0.1	0.0	-0.1
Cash	1.5	0.8	0.0	0.0		0.0	-0.1	0.0	-0.1
Attribution Total	100.0	15.1	15.1	100.0	12.9	12.9	4.7	-2.6	2.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



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Artisan Mid Cap

As of 12/31/2017

Portfolio Statistics

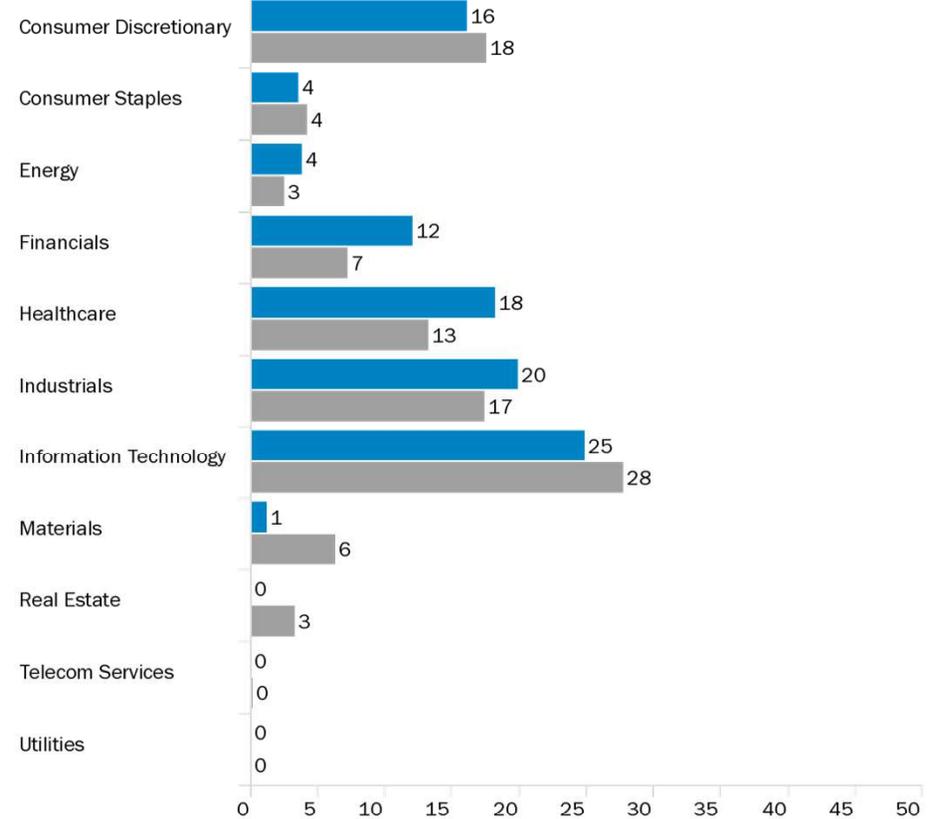
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	19.1	15.6
P/E Ratio	31.9	28.9
P/B Ratio	4.7	5.5
Dividend Yield (%)	0.5	1.0

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
LKQ Corp	Consumer Discretionary	4.8	32.7
Global Payments Inc	Information Technology	4.6	44.5
IHS Markit Ltd A	Industrials	3.7	27.5
Progressive Corp	Financials	3.5	60.6
S&P Global Inc	Financials	3.4	59.0
Cigna Corp	Health Care	2.9	52.3
Boston Scientific Corp	Health Care	2.6	14.6
Concho Resources Inc	Energy	2.5	13.3
Becton, Dickinson and Co	Health Care	2.2	31.1
Atlassian Corporation PLC A	Information Technology	2.2	89.0

Sector Allocation (%)



■ Artisan Mid Cap

■ Russell Mid Cap Growth Index

Source: Morningstar Direct

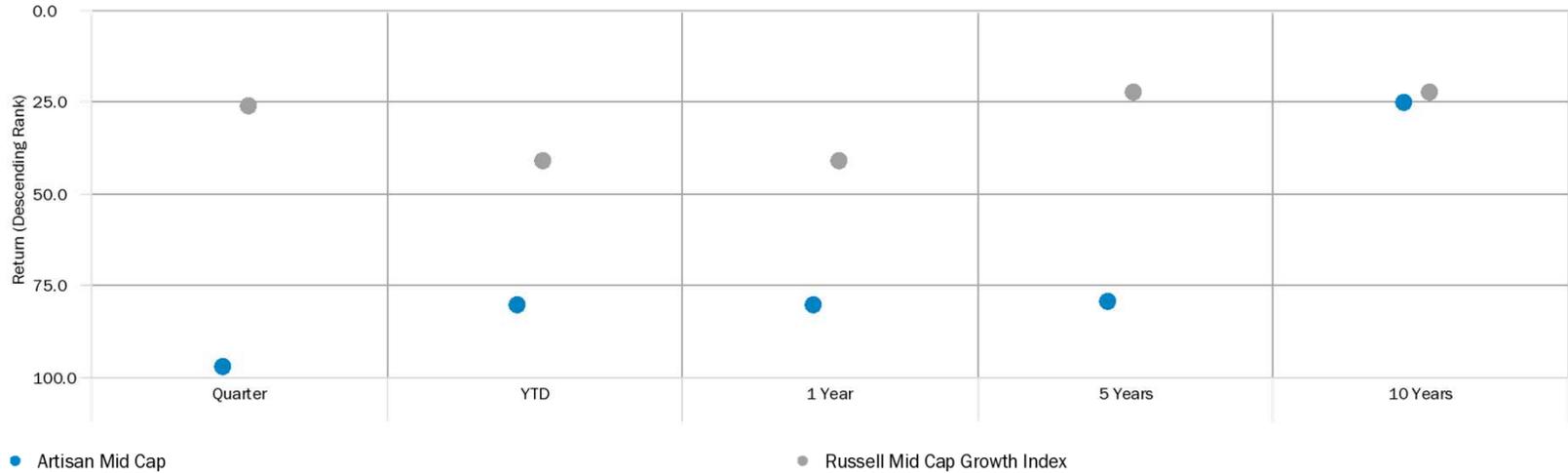


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Artisan Mid Cap

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Mid-Cap Growth



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Artisan Mid Cap	3.0	20.8	20.8	12.4	8.9
Peer group percentile	97	80	80	79	25
Russell Mid Cap Growth Index	6.8	25.3	25.3	15.3	9.1
Peer group percentile	26	41	41	22	22
25th Percentile	6.9	27.4	27.4	15.1	8.9
50th Percentile	5.8	24.6	24.6	13.6	7.9
75th Percentile	5.0	21.5	21.5	12.6	6.8

Source: Morningstar Direct



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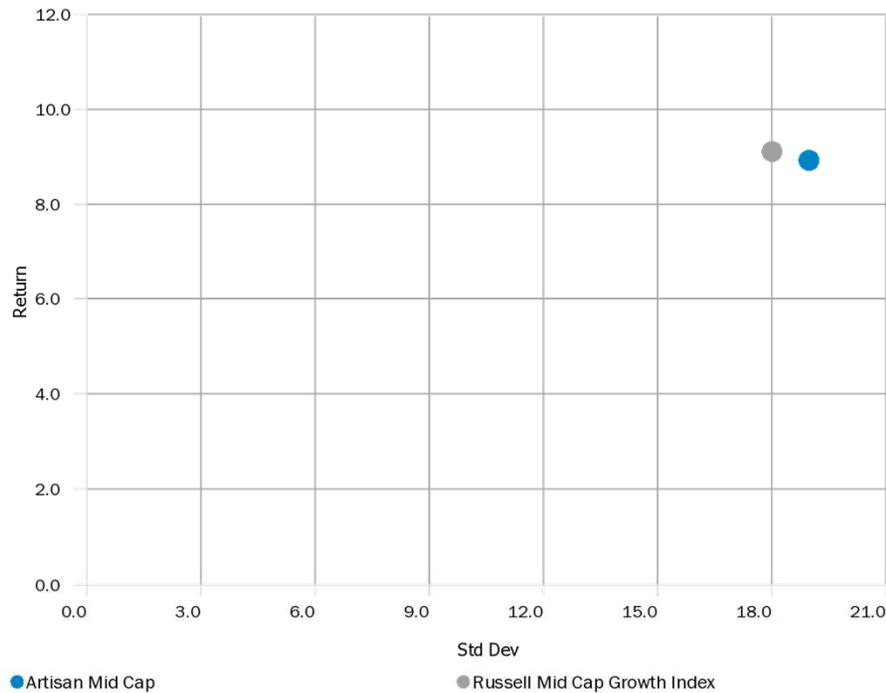
Artisan Mid Cap

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Artisan Mid Cap	-44.0	50.6	31.9	-1.8	19.8	37.7	6.0	2.4	-0.6	20.8	7.1	12.4	8.9
Russell Mid Cap Growth Index	-44.3	46.3	26.4	-1.7	15.8	35.7	11.9	-0.2	7.3	25.3	10.3	15.3	9.1

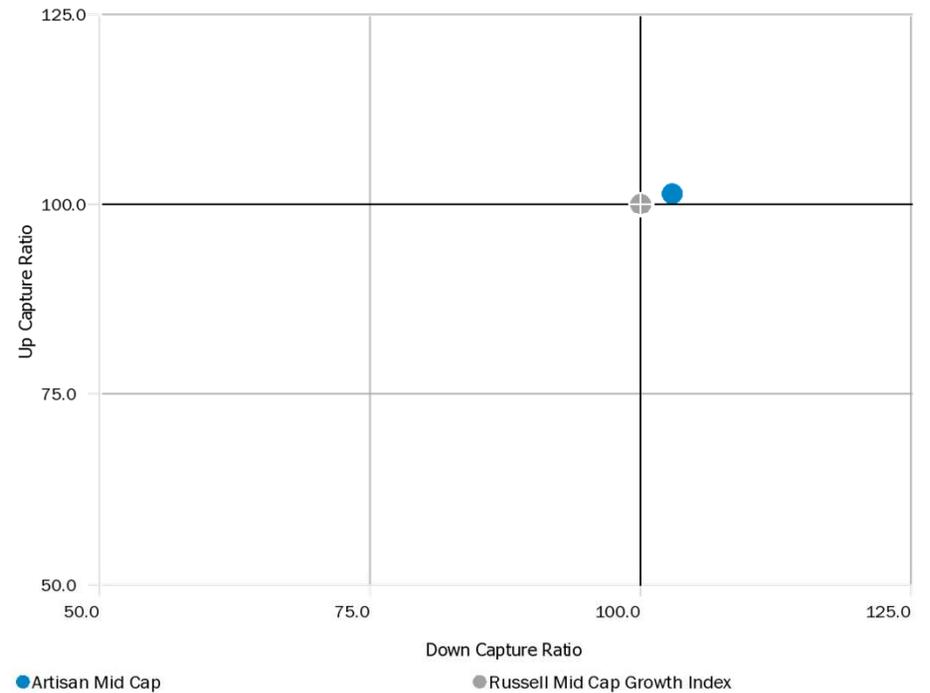
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



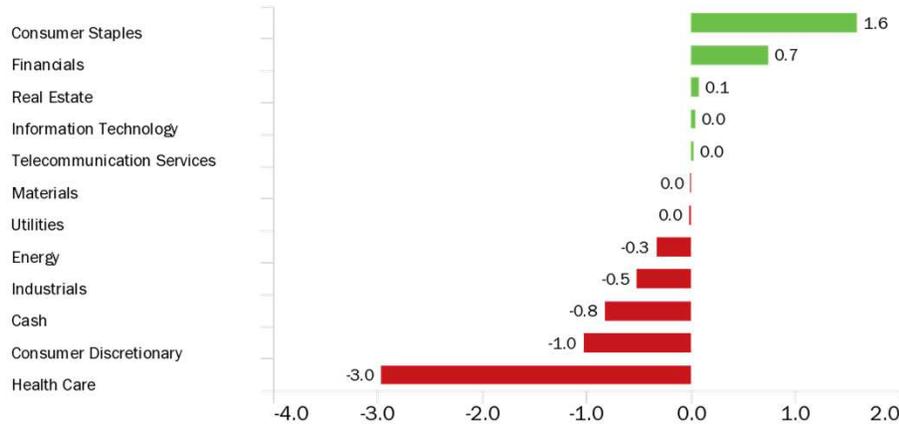
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Artisan Mid Cap

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
S&P Global Inc	3.8	59.3	0.8
LKQ Corp	4.0	32.7	0.7
Monster Beverage Corp	1.8	42.7	0.6
Cigna Corp	2.8	52.3	0.5
Atlassian Corporation PLC A	1.2	89.0	0.5

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Envision Healthcare Corp	1.3	-45.4	-1.3
Newell Brands Inc	1.1	-29.4	-0.9
Regeneron Pharmaceuticals Inc	2.9	2.4	-0.7
Advance Auto Parts Inc	0.6	-41.3	-0.6
Boston Scientific Corp	4.0	14.6	-0.6

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	17.2	6.7	1.2	20.2	15.2	3.1	0.4	-1.4	-1.0
Consumer Staples	3.2	39.3	1.3	5.5	8.0	0.4	0.6	1.0	1.6
Energy	3.9	5.1	0.4	1.8	-4.0	0.1	-0.9	0.5	-0.3
Financials	11.3	37.5	4.1	6.2	33.3	2.1	0.4	0.3	0.7
Health Care	18.9	14.0	2.7	15.0	31.9	4.6	0.2	-3.2	-3.0
Industrials	20.7	22.0	4.7	15.8	23.8	4.0	-0.2	-0.3	-0.5
Information Technology	20.3	41.5	7.6	25.1	37.4	8.8	-0.6	0.6	0.0
Materials	1.5	8.7	0.2	5.8	21.6	1.3	0.2	-0.2	0.0
Real Estate	0.0		0.0	4.3	23.1	1.0	0.1	0.0	0.1
Telecommunication Services	0.0		0.0	0.2	12.0	0.0	0.0	0.0	0.0
Utilities	0.0		0.0	0.0	65.8	0.0	0.0	0.0	0.0
Cash	3.0	1.0	0.0	0.0		0.0	-0.8	0.0	-0.8
Attribution Total	100.0	22.2	22.2	100.0	25.5	25.5	-0.6	-2.7	-3.3

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



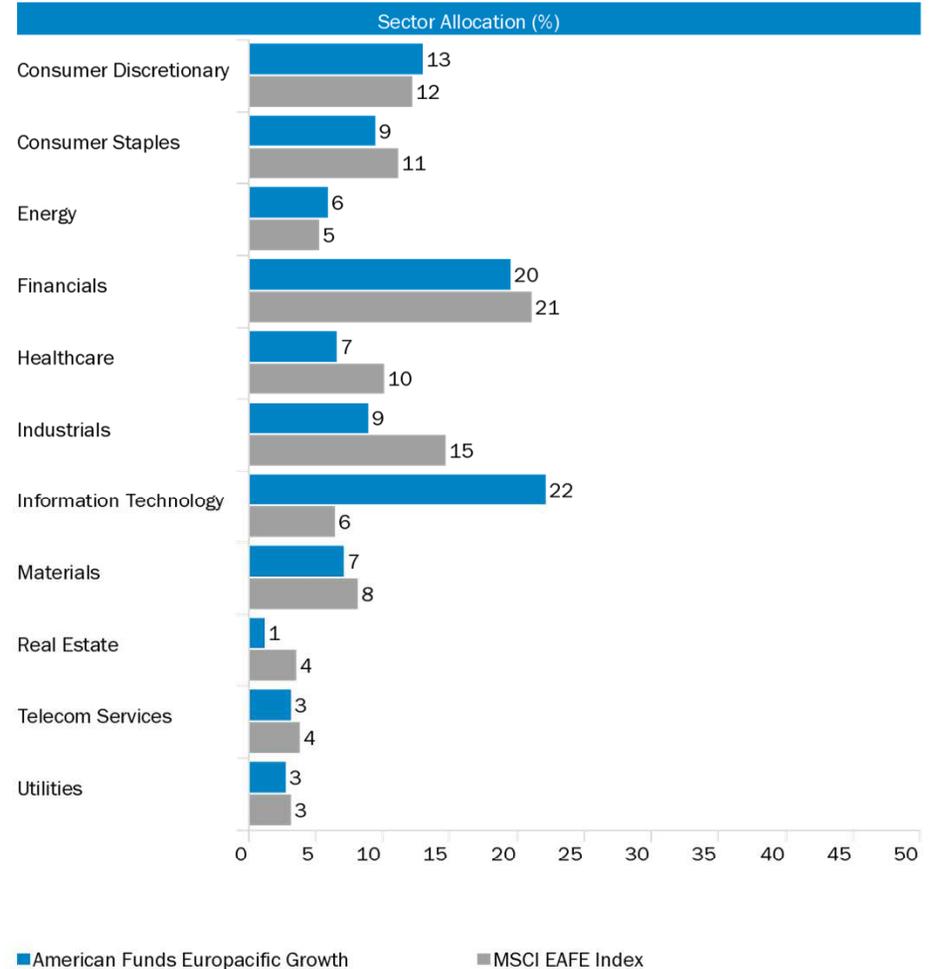
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American Funds Europacific Growth

As of 12/31/2017

Regional Allocation (%)		
	Manager	Index
North America	5.7	1.0
Latin America Emerging	3.4	0.0
United Kingdom	13.7	17.6
Europe Developed	24.8	44.7
Europe Emerging	0.8	0.0
Africa/Middle East	1.6	0.5
Japan	14.2	24.1
Australia/New Zealand	0.4	7.0
Asia Developed	16.4	4.7
Asia Emerging	19.1	0.6

Top Ten Holdings			
	Sector	% of Portfolio	YTD Return
Samsung Electronics Co Ltd	Information Technology	3.2	60.8
AIA Group Ltd	Financials	2.6	53.1
British American Tobacco PLC	Consumer Staples	2.5	24.0
Taiwan Semiconductor Manufacturing Co Ltd	Information Technology	2.0	41.1
Alibaba Group Holding Ltd ADR	Information Technology	2.0	96.4
Reliance Industries Ltd	Energy	2.0	82.0
Airbus SE	Industrials	2.0	52.8
HDFC Bank Ltd	Financials	2.0	66.0
Tencent Holdings Ltd	Information Technology	1.9	112.6
SoftBank Group Corp	Telecommunication Services	1.8	19.5



Source: Morningstar Direct

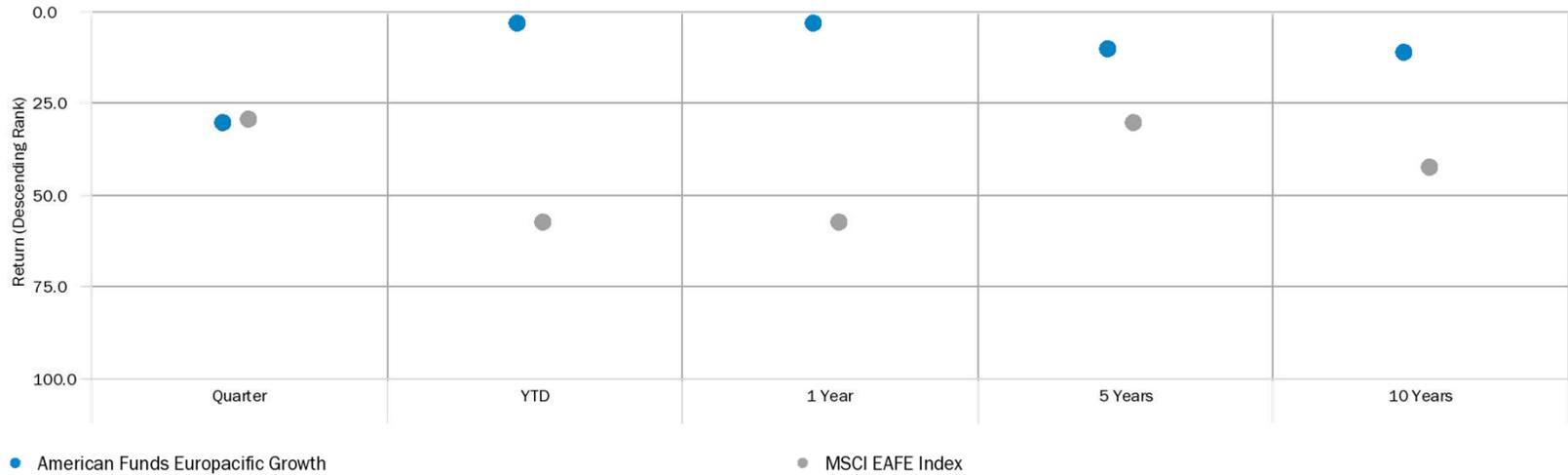


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American Funds Europacific Growth

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Large Blend



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
American Funds Europacific Growth	4.2	31.2	31.2	9.2	3.9
Peer group percentile	30	3	3	10	11
MSCI EAFE Index	4.2	25.0	25.0	7.9	1.9
Peer group percentile	29	57	57	30	42
25th Percentile	4.4	27.4	27.4	8.1	2.7
50th Percentile	3.8	25.3	25.3	7.3	1.7
75th Percentile	3.3	24.0	24.0	6.4	0.9

Source: Morningstar Direct



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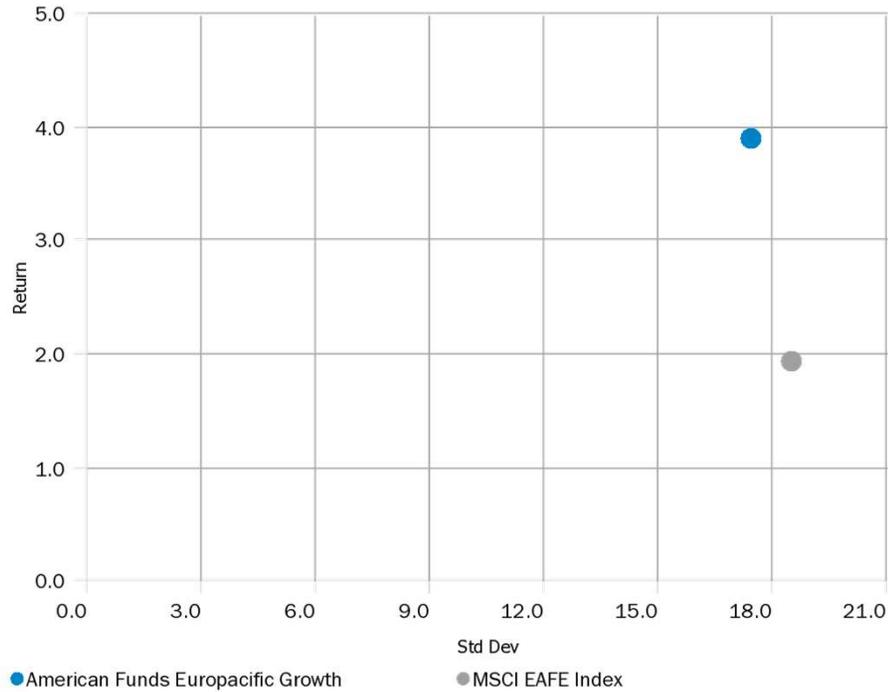
American Funds Europacific Growth

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
American Funds Europacific Growth	-40.5	39.4	9.8	-13.3	19.6	20.6	-2.3	-0.5	1.0	31.2	9.7	9.2	3.9
MSCI EAFE Index	-43.4	31.8	7.8	-12.1	17.3	22.8	-4.9	-0.8	1.0	25.0	7.8	7.9	1.9

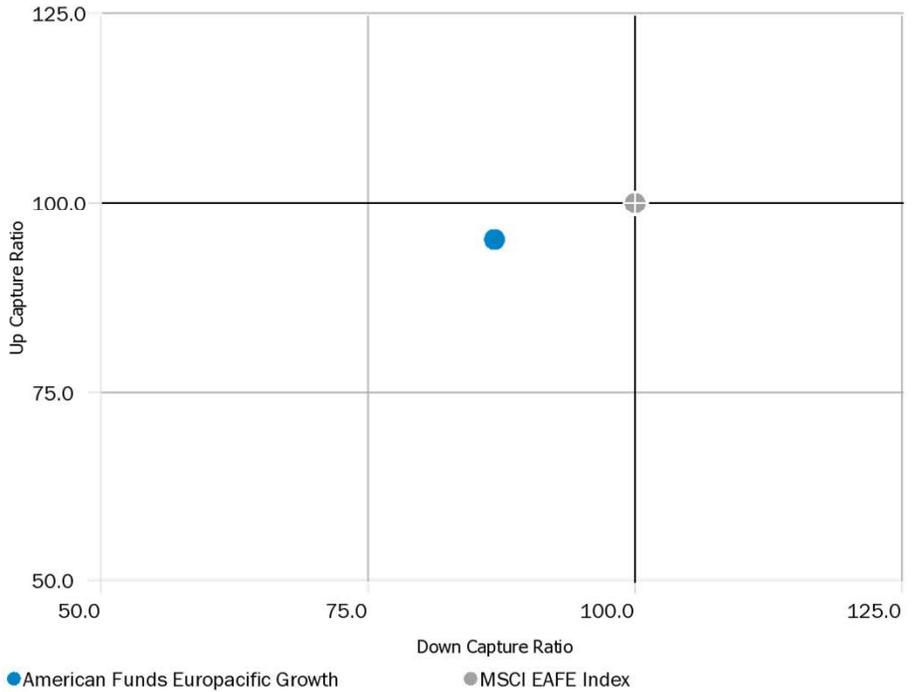
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



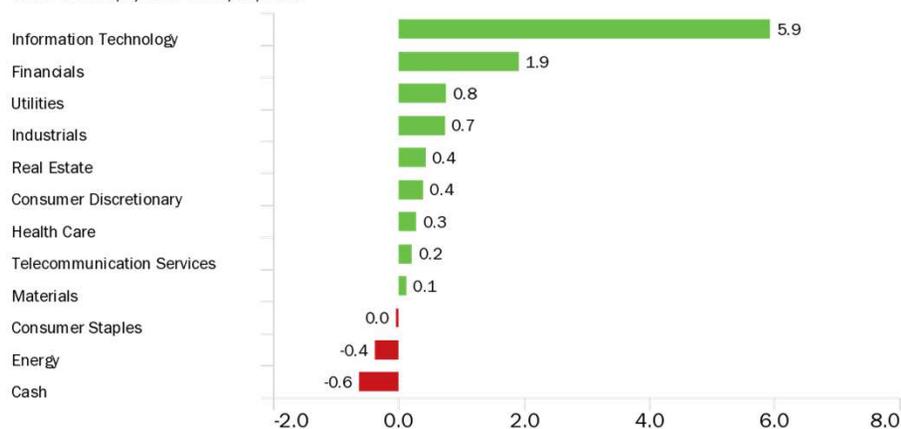
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American Funds Europacific Growth

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Tencent Holdings Ltd	2.0	112.7	1.3
Alibaba Group Holding Ltd ADR	2.5	96.4	1.2
HDFC Bank Ltd	1.9	66.2	0.7
Reliance Industries Ltd	1.6	82.3	0.7
Naspers Ltd Class N	0.9	89.8	0.6

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Altice NV A	1.0	-47.1	-1.0
Barclays PLC	1.0	0.9	-0.4
UniCredit SpA	0.3	-6.1	-0.3
Teva Pharmaceutical Industries Ltd ADR	0.1	-46.0	-0.3
Schlumberger Ltd	0.4	-17.4	-0.2

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	13.9	28.0	3.9	12.4	25.5	3.2	0.0	0.4	0.4
Consumer Staples	6.7	24.5	1.7	10.4	25.0	2.6	0.0	-0.1	0.0
Energy	6.1	18.4	1.3	5.1	22.5	1.2	-0.1	-0.3	-0.4
Financials	18.0	35.8	6.4	21.6	25.4	5.5	0.0	1.9	1.9
Health Care	7.3	17.0	1.4	10.9	17.6	1.9	0.4	-0.1	0.3
Industrials	10.1	40.1	4.0	14.4	30.4	4.3	-0.2	0.9	0.7
Information Technology	20.3	62.9	11.4	6.1	39.5	2.2	1.9	4.1	5.9
Materials	6.7	37.1	2.5	7.9	33.2	2.6	-0.2	0.3	0.1
Real Estate	1.5	42.4	0.6	3.5	21.1	0.8	0.1	0.3	0.4
Telecommunication Services	4.0	15.9	0.7	4.3	13.3	0.6	0.1	0.1	0.2
Utilities	3.2	43.8	1.3	3.4	19.7	0.7	0.0	0.7	0.8
Cash	2.5	1.0	0.0	0.0		0.0	-0.6	0.0	-0.6
Attribution Total	100.0	35.3	35.3	100.0	25.6	25.6	1.3	8.4	9.7

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



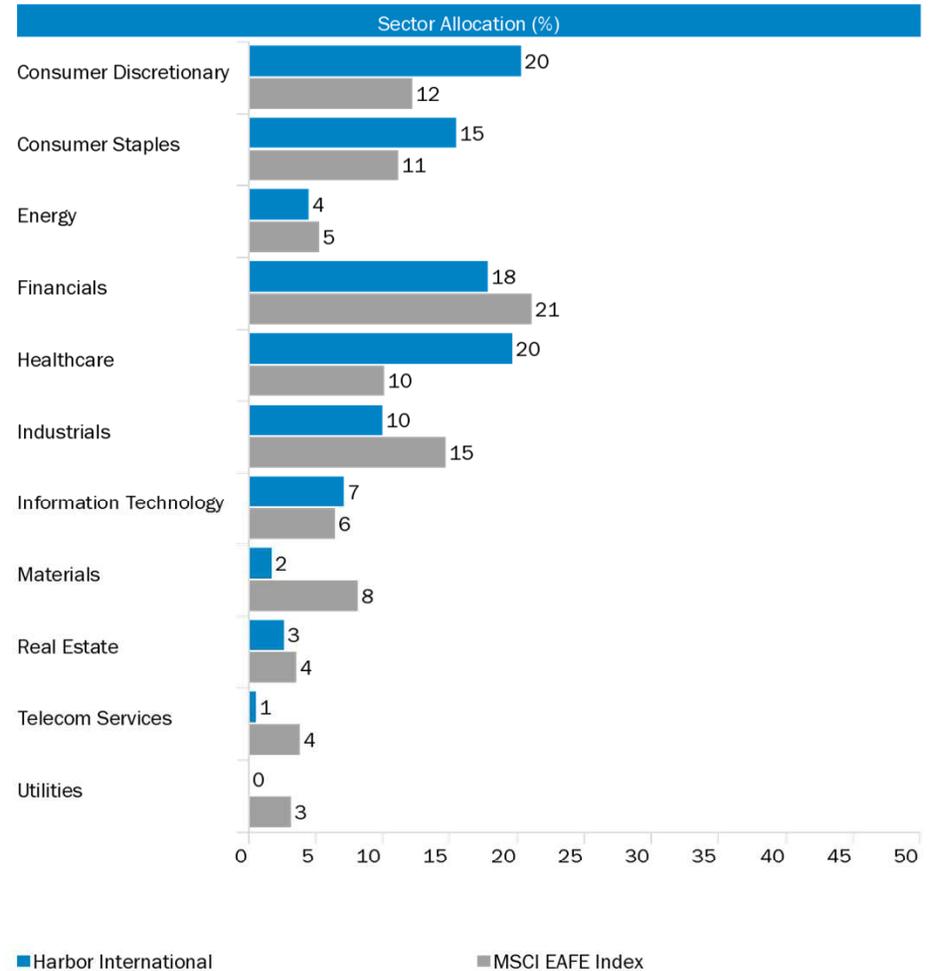
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Harbor International

As of 12/31/2017

Regional Allocation (%)		
	Manager	Index
North America	17.0	1.0
Latin America Emerging	5.1	0.0
United Kingdom	12.4	18.0
Europe Developed	50.1	44.9
Europe Emerging	0.0	0.0
Africa/Middle East	1.2	0.4
Japan	10.5	23.5
Australia/New Zealand	0.0	7.0
Asia Developed	0.1	4.6
Asia Emerging	3.5	0.6

Top Ten Holdings			
	Sector	% of Portfolio	YTD Return
Las Vegas Sands Corp	Consumer Discretionary	6.6	35.6
Schlumberger Ltd	Energy	3.5	-17.3
Wynn Resorts Ltd	Consumer Discretionary	3.3	97.2
Alibaba Group Holding Ltd ADR	Information Technology	3.2	96.4
Vivendi SA	Consumer Discretionary	3.1	43.9
Bayer AG	Health Care	3.0	22.5
Fanuc Corp	Industrials	2.3	43.9
Heineken NV	Consumer Staples	2.3	41.1
Shire PLC	Health Care	2.3	-8.3
Atlas Copco AB A	Industrials	2.2	44.3



Source: Morningstar Direct

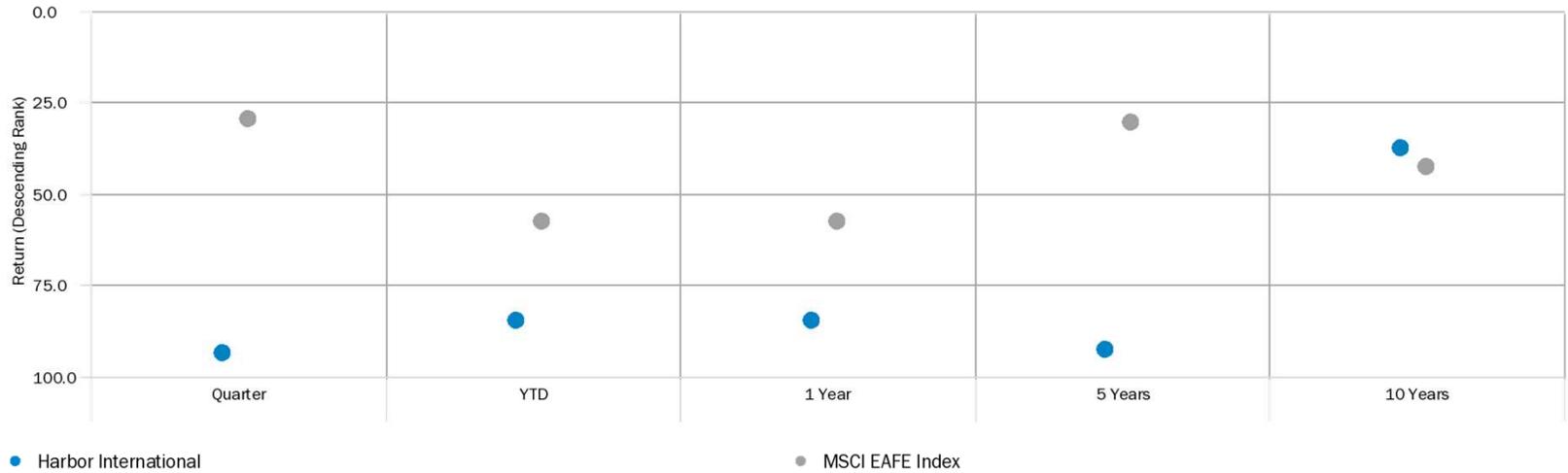


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Harbor International

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Large Blend



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Harbor International	2.2	22.9	22.9	5.2	2.1
Peer group percentile	93	84	84	92	37
MSCI EAFE Index	4.2	25.0	25.0	7.9	1.9
Peer group percentile	29	57	57	30	42
25th Percentile	4.4	27.4	27.4	8.1	2.7
50th Percentile	3.8	25.3	25.3	7.3	1.7
75th Percentile	3.3	24.0	24.0	6.4	0.9

Source: Morningstar Direct



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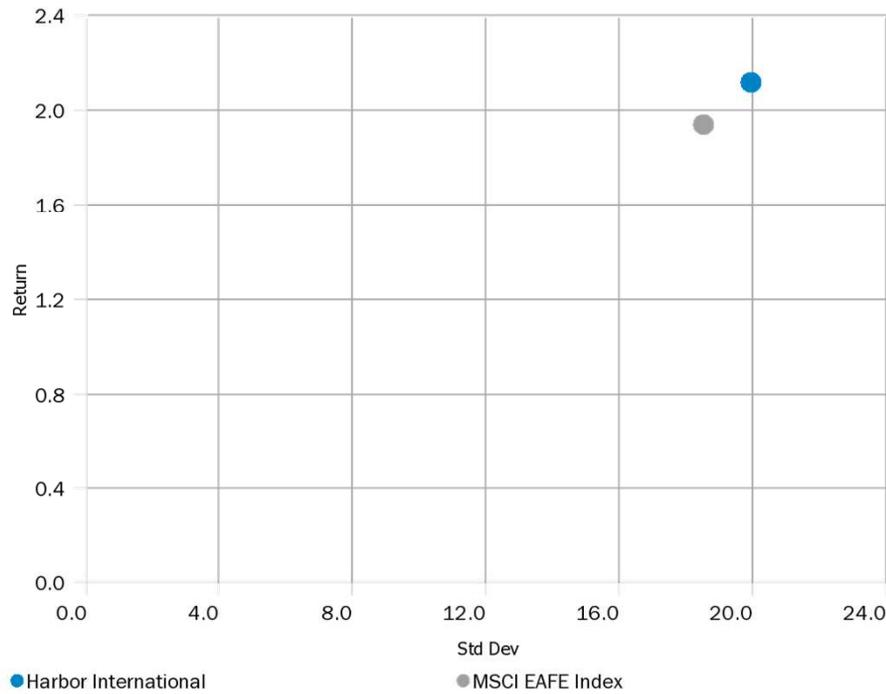
Harbor International

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Harbor International	-42.7	38.6	12.0	-11.1	20.9	16.8	-6.8	-3.8	0.2	22.9	5.8	5.2	2.1
MSCI EAFE Index	-43.4	31.8	7.8	-12.1	17.3	22.8	-4.9	-0.8	1.0	25.0	7.8	7.9	1.9

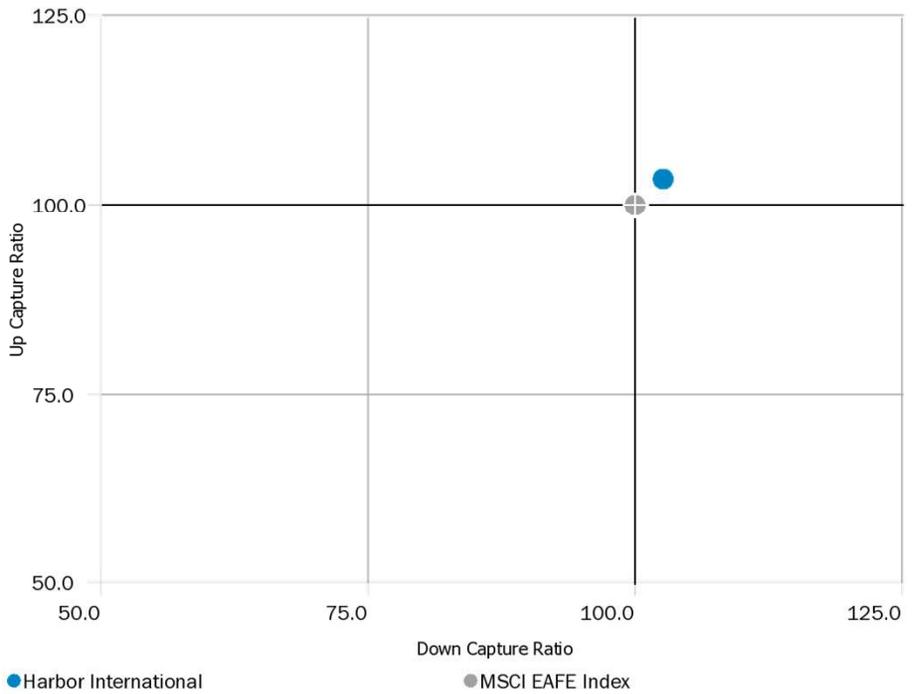
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



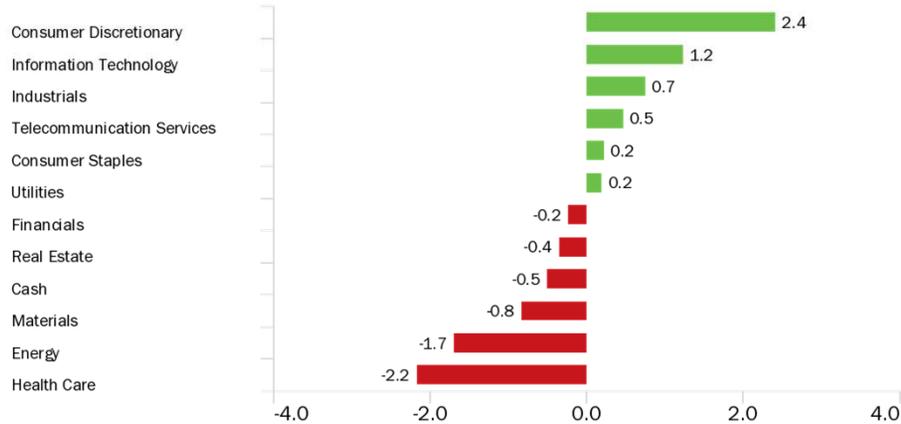
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Harbor International

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Wynn Resorts Ltd	3.1	98.1	1.9
Alibaba Group Holding Ltd ADR	2.7	96.4	1.1
Las Vegas Sands Corp	6.1	36.2	0.6
Vivendi SA	2.3	44.5	0.5
Pernod Ricard SA	1.8	48.3	0.4

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Schlumberger Ltd	3.4	-17.4	-1.7
Shire PLC	2.2	-8.4	-0.7
Teva Pharmaceutical Industries Ltd ADR	0.7	-39.6	-0.6
Grupo Televisa SAB ADR	0.6	-10.3	-0.4
Dentsu Inc	1.0	-8.5	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	18.6	39.4	6.9	12.2	25.5	3.2	0.1	2.3	2.4
Consumer Staples	16.3	26.4	4.3	11.3	25.1	2.8	0.0	0.2	0.2
Energy	4.2	-12.2	-0.6	5.0	22.5	1.2	0.0	-1.7	-1.7
Financials	18.3	23.9	4.4	21.3	25.4	5.4	0.0	-0.2	-0.2
Health Care	19.9	11.2	2.2	10.8	17.6	1.9	-0.8	-1.4	-2.2
Industrials	9.9	41.0	3.8	14.2	30.4	4.2	-0.2	1.0	0.7
Information Technology	6.5	63.0	3.4	6.0	39.5	2.2	0.1	1.2	1.2
Materials	3.1	14.8	0.6	8.0	33.5	2.6	-0.4	-0.4	-0.8
Real Estate	1.4	-7.2	-0.1	3.5	21.1	0.7	0.1	-0.4	-0.4
Telecommunication Services	0.1	-7.1	0.0	4.3	13.3	0.6	0.5	-0.1	0.5
Utilities	0.0		0.0	3.4	19.7	0.7	0.2	0.0	0.2
Cash	1.8	1.0	0.0	0.0		0.0	-0.5	0.0	-0.5
Attribution Total	100.0	25.0	25.0	100.0	25.6	25.6	-0.9	0.4	-0.5

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



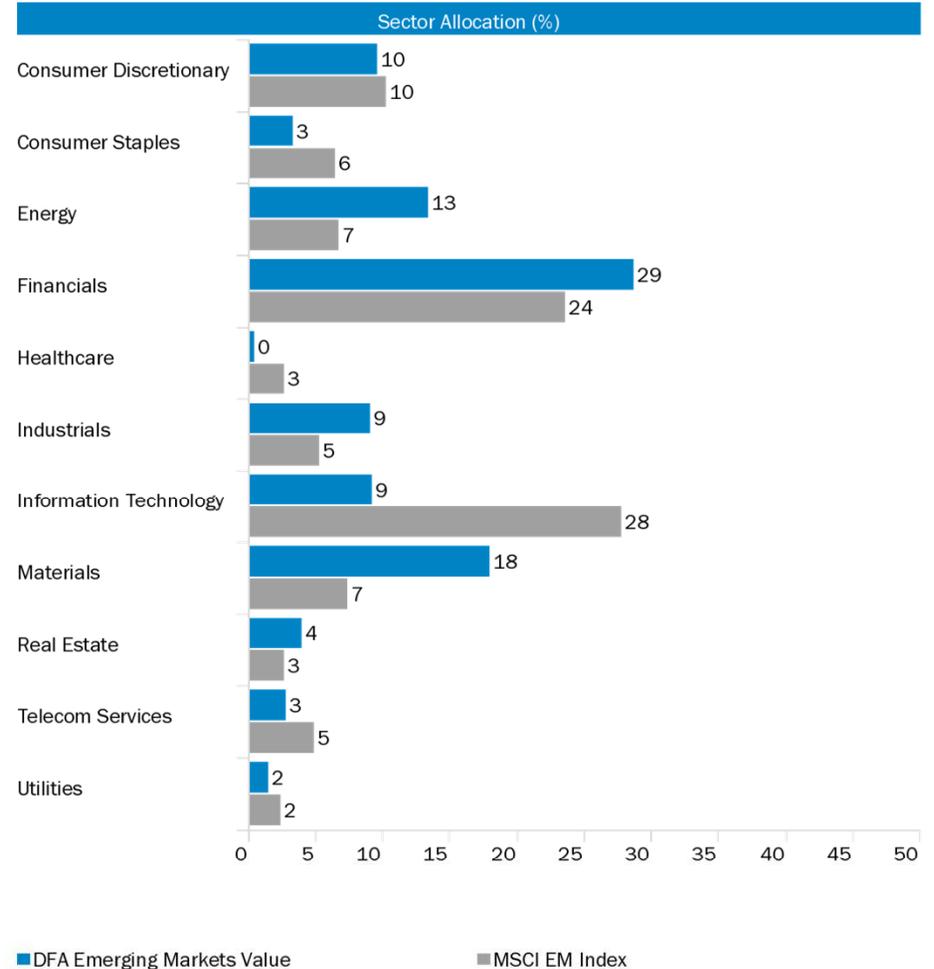
This presentation is accompanied by additional disclosures which can be found on the last pages. All information herein is confidential and proprietary.

DFA Emerging Markets Value

As of 12/31/2017

Regional Allocation (%)		
	Manager	Index
North America	0.0	0.1
Latin America Emerging	13.5	11.8
United Kingdom	0.0	0.0
Europe Developed	0.6	0.6
Europe Emerging	5.3	6.1
Africa/Middle East	6.5	7.8
Japan	0.0	0.0
Australia/New Zealand	0.0	0.0
Asia Developed	34.7	27.3
Asia Emerging	39.3	46.3

Top Ten Holdings			
	Sector	% of Portfolio	YTD Return
China Construction Bank Corp H	Financials	2.6	24.9
Reliance Industries Ltd	Energy	2.5	82.0
Industrial And Commercial Bank Of China Ltd H	Financials	2.1	39.9
Vale SA	Materials	1.5	58.9
Hyundai Motor Co	Consumer Discretionary	1.3	21.3
Vale SA ADR	Materials	1.3	65.9
Standard Bank Group Ltd	Financials	1.1	48.5
Bank Of China Ltd H	Financials	1.1	16.3
Ptt PLC Shs Foreign Registered	Energy	1.0	49.1
POSCO	Materials	1.0	47.7



Source: Morningstar Direct

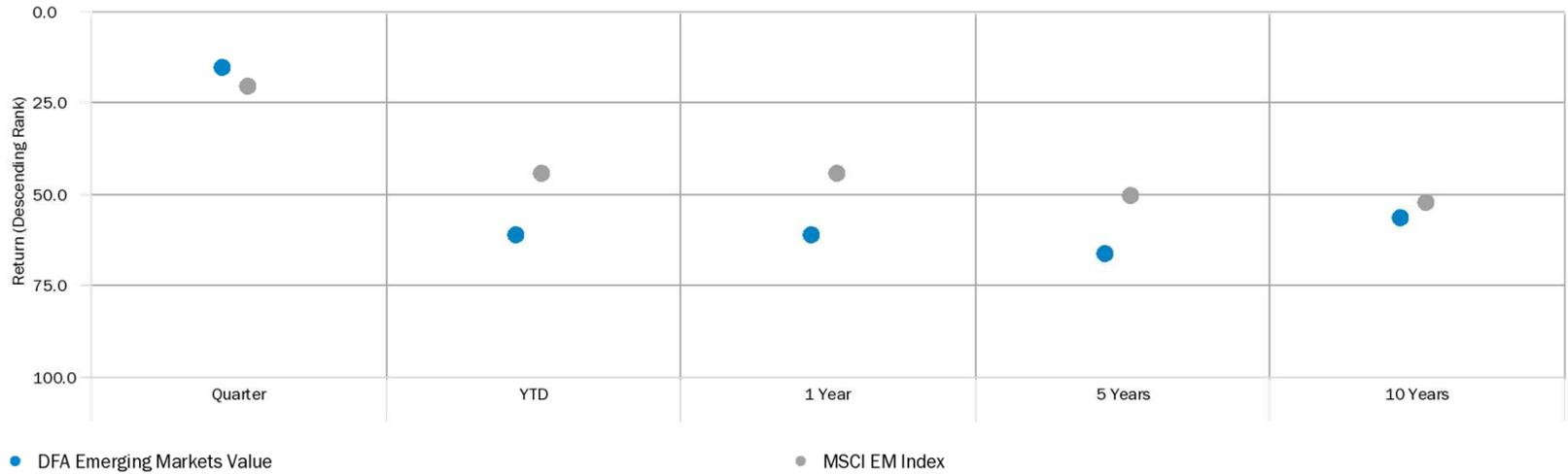


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DFA Emerging Markets Value

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Diversified Emerging Mkts



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
DFA Emerging Markets Value	7.9	33.8	33.8	3.7	1.4
Peer group percentile	15	61	61	66	56
MSCI EM Index	7.4	37.3	37.3	4.3	1.7
Peer group percentile	20	44	44	50	52
25th Percentile	7.2	40.6	40.6	5.9	2.7
50th Percentile	6.3	36.0	36.0	4.3	1.8
75th Percentile	5.3	30.6	30.6	3.2	0.8

Source: Morningstar Direct



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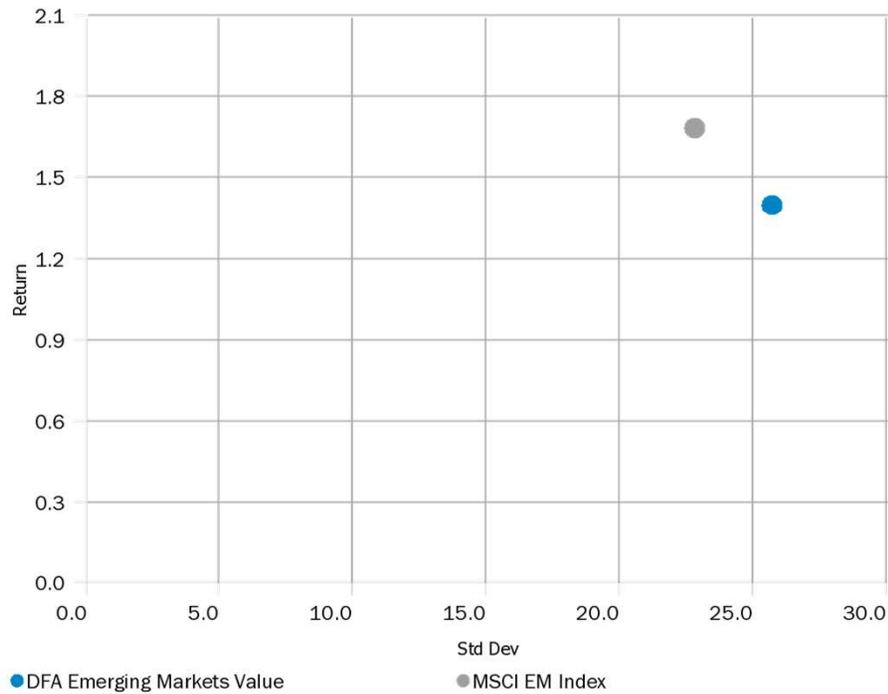
DFA Emerging Markets Value

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
DFA Emerging Markets Value	-53.9	92.3	22.1	-25.6	19.4	-3.8	-4.4	-18.8	19.8	33.8	9.2	3.7	1.4
MSCI EM Index	-53.3	78.5	18.9	-18.4	18.2	-2.6	-2.2	-14.9	11.2	37.3	9.1	4.3	1.7

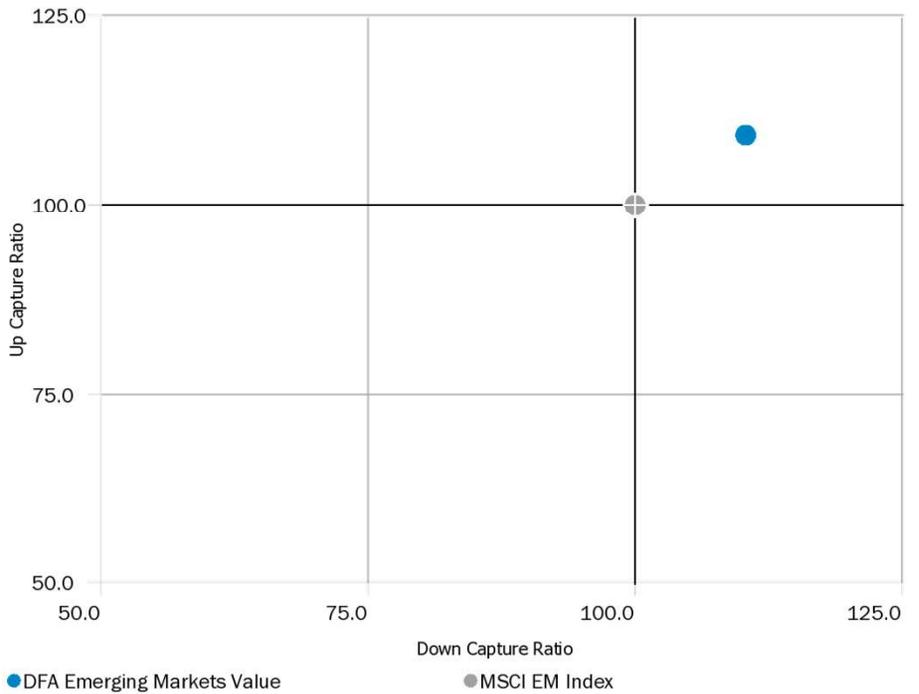
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



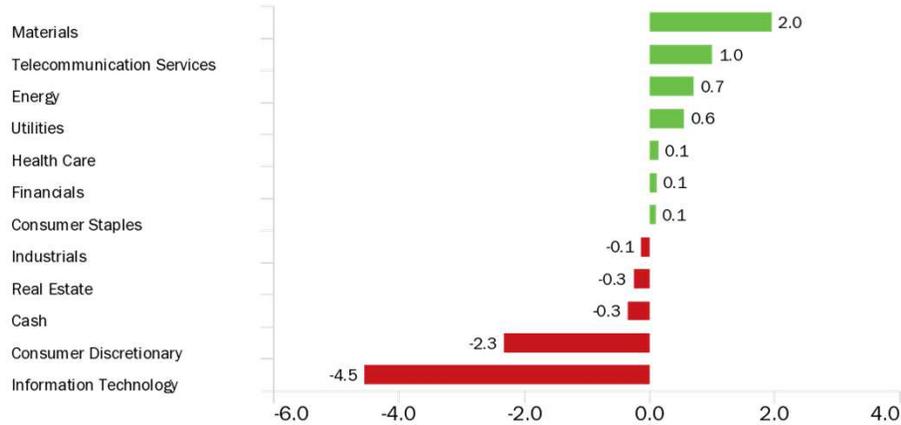
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DFA Emerging Markets Value

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
China Industrial Steel Inc	0.1	-75.0	0.7
Reliance Industries Ltd	1.5	82.3	0.6
Ptt PLC Shs Foreign Registered	1.1	49.8	0.4
LG Electronics Inc	0.4	131.8	0.3
Vale SA ADR	1.0	67.5	0.3

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Steinhoff International Holdings NV	0.3	-92.7	-0.6
Gazprom PJSC ADR	1.1	-6.5	-0.5
Cemex SAB de CV ADR	0.7	-2.9	-0.3
Kia Motors Corp	0.4	-3.7	-0.2
Petroleo Brasileiro SA Petrobras ADR	0.8	1.8	-0.2

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	9.8	17.8	1.8	10.5	39.8	4.1	0.0	-2.3	-2.3
Consumer Staples	3.6	18.0	0.7	6.7	25.7	1.8	0.4	-0.3	0.1
Energy	13.3	32.8	4.6	6.6	21.9	1.5	-0.9	1.6	0.7
Financials	29.2	34.1	10.1	23.9	33.1	8.1	-0.2	0.3	0.1
Health Care	0.4	47.2	0.2	2.4	33.7	0.9	0.1	0.1	0.1
Industrials	9.2	27.2	2.5	5.8	23.5	1.4	-0.5	0.3	-0.1
Information Technology	9.2	48.6	4.1	26.1	61.1	14.3	-3.5	-1.1	-4.5
Materials	16.8	47.4	7.8	7.4	34.4	2.6	-0.2	2.2	2.0
Real Estate	3.5	40.5	1.3	2.6	49.2	1.2	0.1	-0.3	-0.3
Telecommunication Services	2.2	27.7	0.7	5.4	17.4	1.0	0.7	0.3	1.0
Utilities	1.6	36.0	0.6	2.7	17.0	0.5	0.2	0.3	0.6
Cash	0.9	1.0	0.0	0.0		0.0	-0.3	0.0	-0.3
Attribution Total	100.0	34.4	34.4	100.0	37.4	37.4	-4.2	1.2	-3.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



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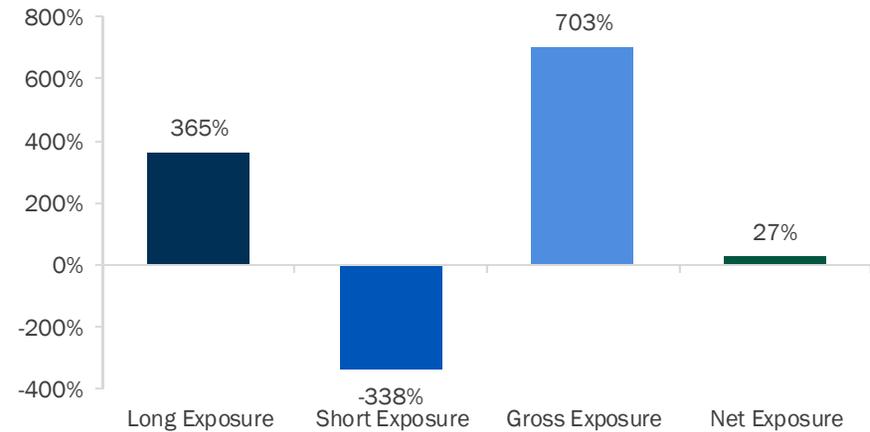
Hedge Fund Overview: HBK

As of 12/31/2017

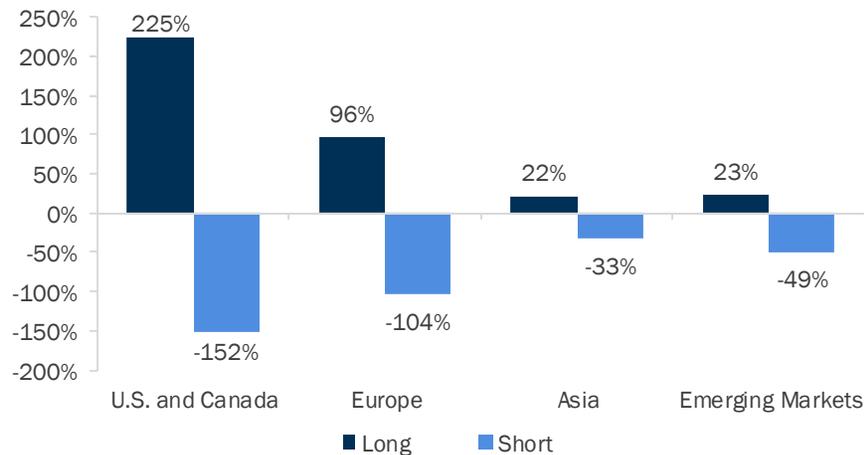
Organizational Overview

Strategy Type	Multi-Strategy - Relative Value
Location of Headquarters	Dallas, TX
Year Founded	1991
Firm Assets Under Management (\$, B)	\$10.6
Fund Assets Under Management (\$, B)	\$7.9

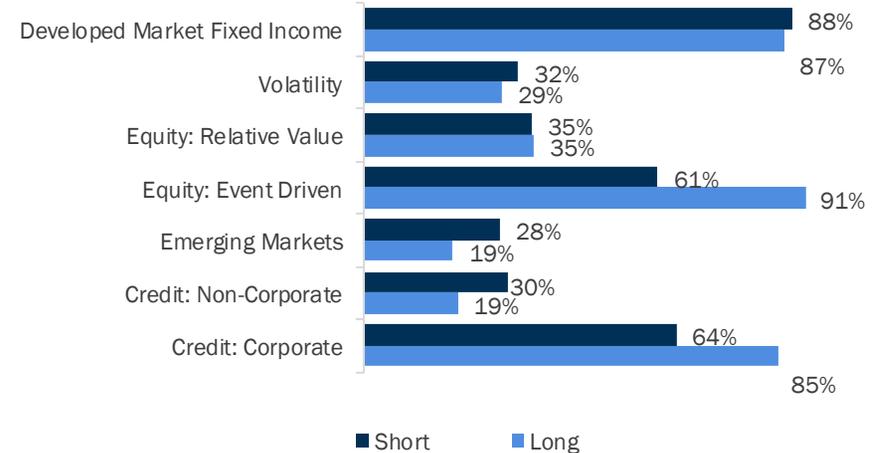
Fund Exposure



Regional Allocation (Long/Short)



Sector Allocation (Long/Short)



Notes: All data provided by the investment manager.

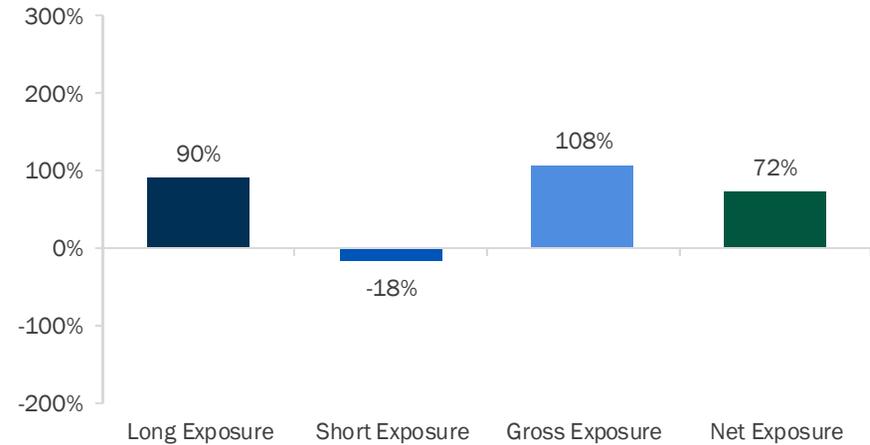
Hedge Fund Overview: Davidson Kempner Partners Fund

As of 9/30/2017

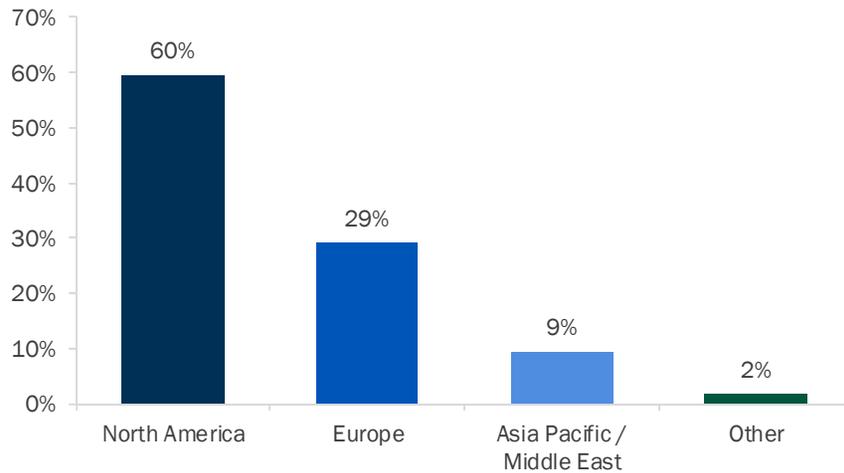
Organizational Overview

Strategy Type	Multi-Strategy
Location of Headquarters	New York, NY
Year Founded	1983
Firm Assets Under Management (\$, B)	\$27.6
Fund Assets Under Management (\$, B)	\$20.9

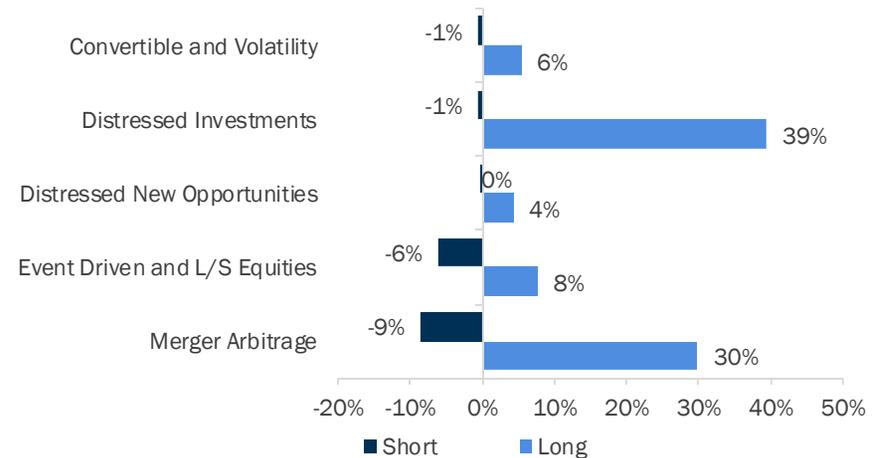
Fund Exposure



Regional Exposure (% of Gross)



Strategy Exposure (Long/Short)



Notes: All data provided by the investment manager.
Data is as of September 30, 2017. Data as of December 31, 2017 is not yet available.



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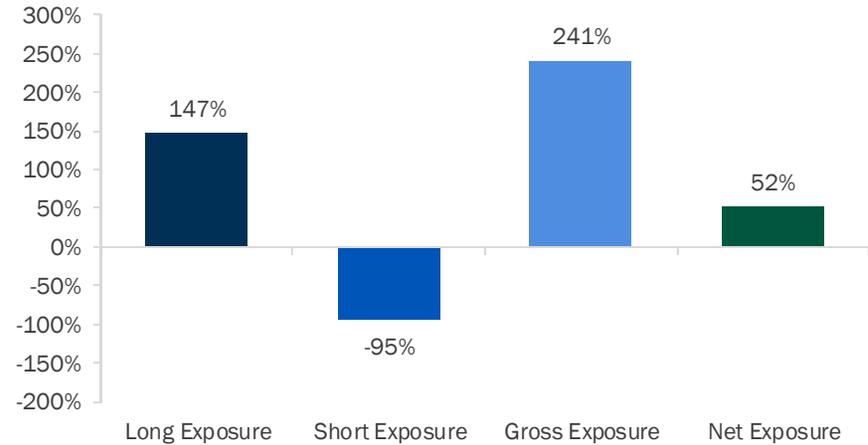
Hedge Fund Overview: Och-Ziff Master Fund II

As of 9/30/2017

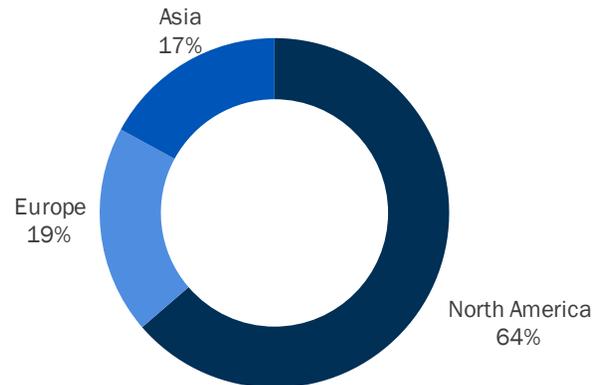
Organizational Overview

Strategy Type	Multi-Strategy
Location of Headquarters	New York, NY
Year Founded	1994
Firm Assets Under Management (\$, B)	\$31.8
Fund Assets Under Management (\$, B)	\$13.5

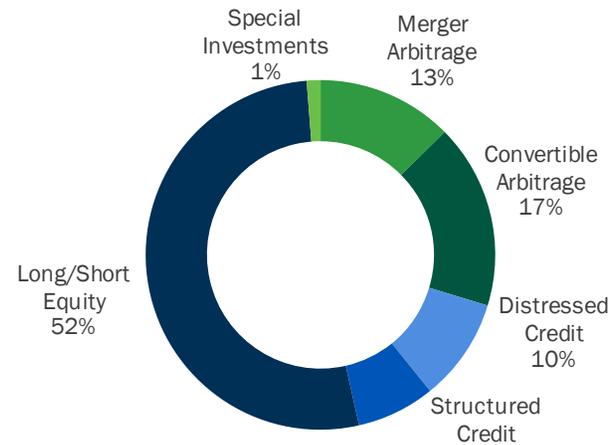
Fund Exposure



Geographic Exposure



Strategy Exposure



Notes: All data provided by the investment manager.
Data is as of September 30, 2017. Data as of December 31, 2017 is not yet available.

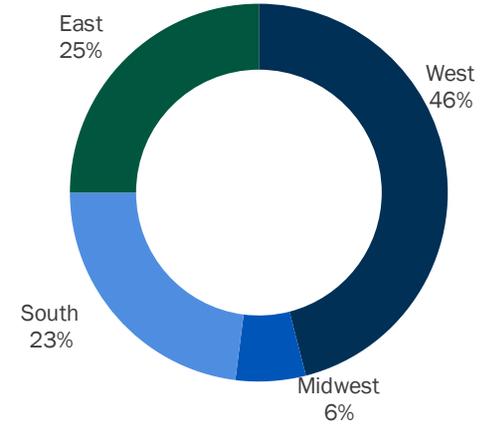
Real Estate Overview: Principal U.S. Property

As of 9/30/2017

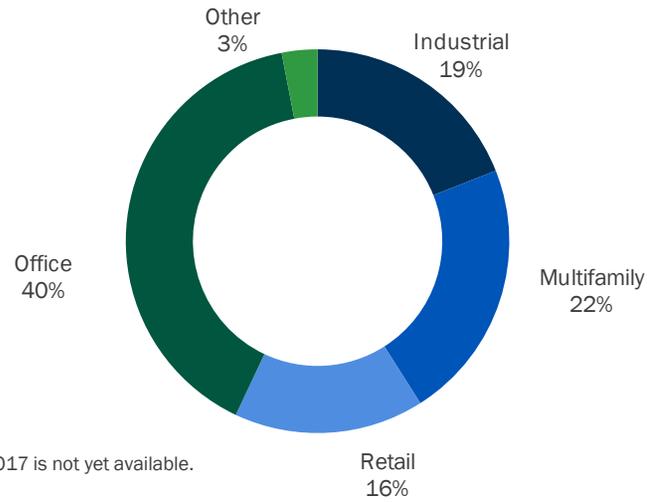
Portfolio Characteristics

Gross Asset Value (\$,B):	\$9.5
Portfolio Leverage:	21.4%
Current Occupancy:	92.5%
Properties Held:	141

Geographic Exposure



Property Type



Note: Data is as of September 30, 2017. Data as of December 31, 2017 is not yet available.



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Fixed Income Overview: MetWest Total Return

As of 12/31/2017

Portfolio Characteristics	MetWest Total Return	Barclays US Agg Bond	Maturity Breakdown	MetWest Total Return	Barclays US Agg Bond
Duration	5.7 yrs	6.0 yrs	0-1 Years	12%	0%
Average Maturity	7.1 yrs	8.3 yrs	1-3 Years	10%	21%
Average Quality	--	AA	3-5 Years	22%	19%
Yield to Maturity	2.9%	2.7%	5-10 Years	43%	44%
			10-20 Years	4%	4%
			20+ Years	10%	13%

Sector Allocation	MetWest Total Return	Barclays US Agg Bond	Quality Breakdown	MetWest Total Return	Barclays US Agg Bond
Cash	3%	0%	AAA	55%	71%
U.S. Treasury	23%	37%	AA	4%	4%
Direct Agency	0%	2%	A	22%	11%
Agency Mortgages	26%	28%	BBB	11%	14%
Non-Agency Mortgages	6%	0%	Below Investment Grade	5%	0%
CMBS	5%	2%	Other	2%	0%
Asset-Backed	5%	1%			
Investment Grade Corp.	28%	22%			
Non-Investment Grade Corp.	2%	0%			
Municipals	1%	1%			
Non-U.S.	0%	9%			
Other	0%	0%			

Notes: All data provided by the investment manager.



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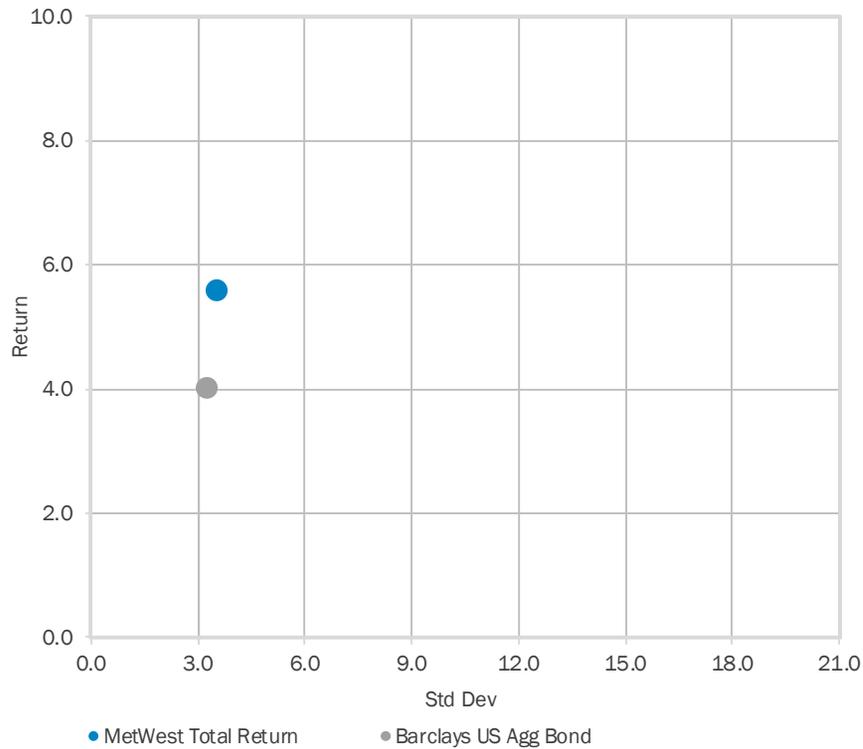
MetWest Total Return

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
MetWest Total Return	-1.3	17.3	11.7	5.5	11.5	0.5	6.0	0.3	2.5	3.4	2.0	2.5	5.6
Barclays US Agg Bond	5.2	5.9	6.5	7.8	4.2	-2.0	6.0	0.5	2.6	3.5	2.2	2.1	4.0

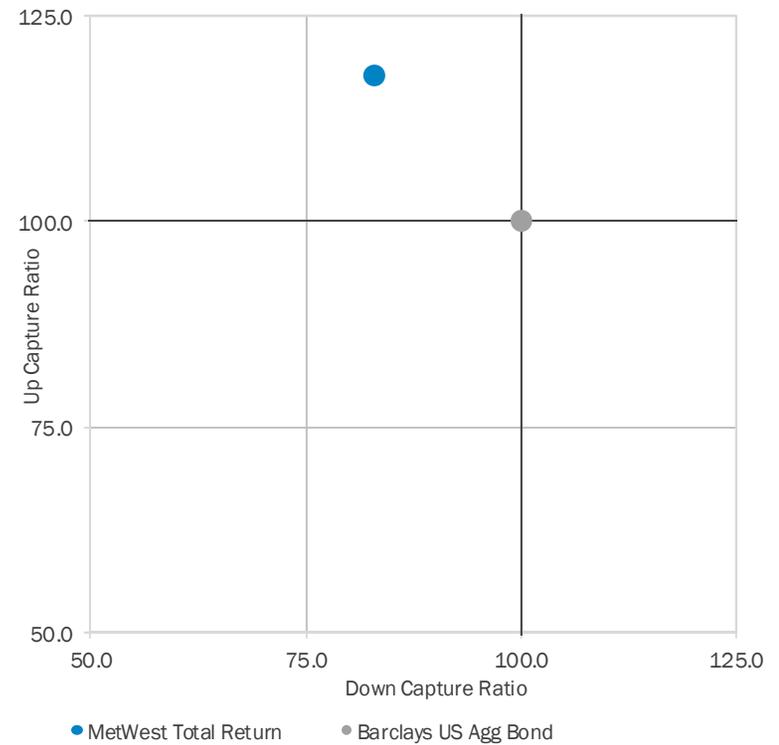
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Fixed Income Overview: Dodge & Cox Income

As of 12/31/2017

Portfolio Characteristics	Dodge & Cox Income	Barclays US Agg Bond
Duration	4.2 yrs	6.0 yrs
Average Maturity	7.5 yrs	8.3 yrs
Average Quality	--	AA
Yield to Maturity	3.0%	2.7%

Maturity Breakdown	Dodge & Cox Income	Barclays US Agg Bond
0-1 Years	10%	0%
1-3 Years	18%	21%
3-5 Years	27%	19%
5-10 Years	28%	44%
10-20 Years	7%	4%
20+ Years	10%	13%

Sector Allocation	Dodge & Cox Income	Barclays US Agg Bond
Cash	3%	0%
U.S. Treasury	20%	37%
Direct Agency	0%	2%
Agency Mortgages	33%	28%
Non-Agency Mortgages	7%	0%
CMBS	0%	2%
Asset-Backed	3%	1%
Investment Grade Corp.	34%	22%
Non-Investment Grade Corp.	0%	0%
Municipals	0%	1%
Non-U.S.	0%	9%
Other	0%	0%

Quality Breakdown	Dodge & Cox Income	Barclays US Agg Bond
AAA	57%	71%
AA	4%	4%
A	4%	11%
BBB	28%	14%
Below Investment Grade	7%	0%
Other	0%	0%

Notes: All data provided by the investment manager.



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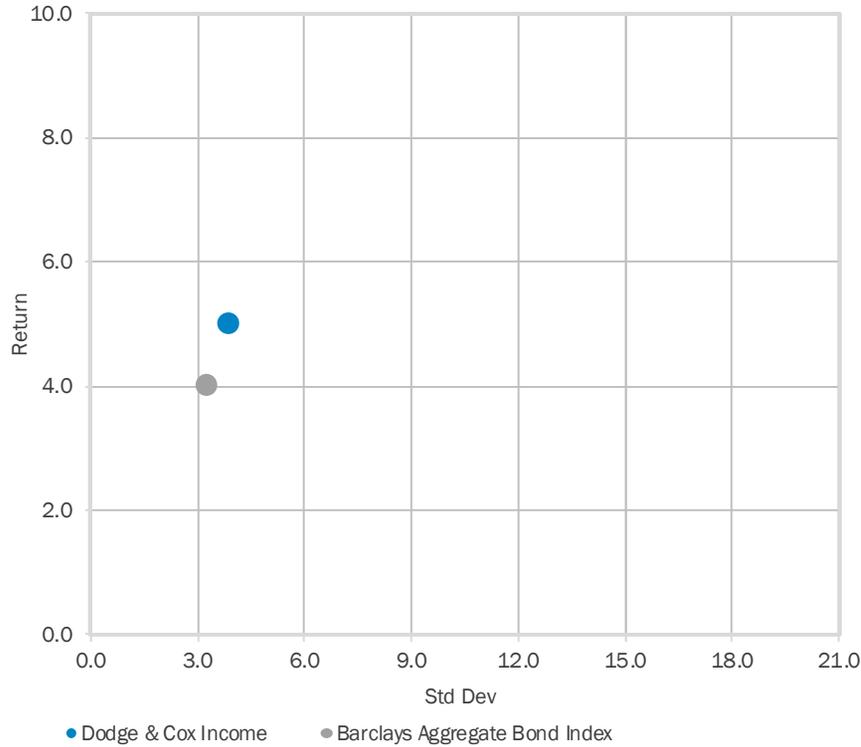
Dodge & Cox Income

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Dodge & Cox Income	-0.3	16.1	7.2	4.8	7.9	0.6	5.5	-0.6	5.6	4.4	3.1	3.1	5.0
Barclays Aggregate Bond Index	5.2	5.9	6.5	7.8	4.2	-2.0	6.0	0.5	2.6	3.5	2.2	2.1	4.0

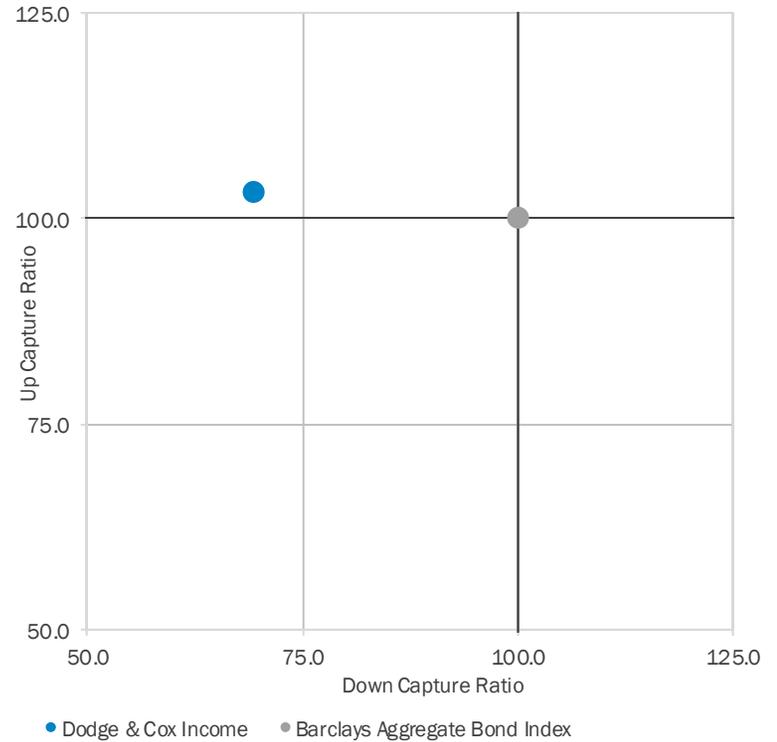
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Appendix:

Investment Manager Fee Review

Bi-State 788 Pension Plan

Investment Manager Fees

Style	Manager	Market Value (\$,M)	Management Fee	Projected Annual Fee (\$)	Average Expense Ratio for Style
Large Cap Value Equity	Dodge & Cox Stock	\$18.6	0.52%	\$96,466	0.90%
Large Cap Core Equity	Piedmont Strategic Core	\$8.6	0.65%	\$55,940	0.89%
Large Cap Growth Equity	Argent Large Cap Growth	\$17.3	0.57%	\$98,722	0.95%
Mid Cap Growth Equity	Artisan Mid Cap	\$8.0	0.95%	\$76,168	1.08%
Mid Cap Value Equity	Vaughan Nelson Value Opportunity	\$7.3	1.23%	\$90,206	1.02%
International Equity	EuroPacific Growth Fund	\$14.7	0.50%	\$73,518	1.05%
International Equity	Harbor International	\$12.5	0.64%	\$80,034	1.05%
Emerging Markets Equity	DFA Emerging Markets Value	\$7.3	0.56%	\$41,137	1.30%
Real Estate	Principal US Real Estate	\$5.7	1.10%	\$62,816	1.05%
Hedge Fund	HBK Master Fund II	\$6.3	1.50%	\$94,555	1.73%
Hedge Fund	Davidson Kempner Partners Fund	\$5.8	1.50%	\$87,513	1.73%
Hedge Fund	Och-Ziff OZ Overseas Fund II	\$1.2	2.00%	\$23,894	1.73%
Fixed Income	MetWest Total Return	\$13.5	0.44%	\$59,510	0.66%
Fixed Income	Dodge & Cox Income	\$9.4	0.43%	\$40,602	0.66%
Money Market	First American Prime Obligation	\$3.3	0.29%	\$9,523	0.13%
Total		\$139.7	0.71%	\$990,605	1.00%

Notes: Fees shown use actual market values as of December 31.
Hedge Fund managers also have an incentive fee structure.
Average expense ratio shown using Morningstar peer group data.

Endnotes

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Q4

Fourth Quarter 2017 Performance Report

Bi-State Development Agency
OPEB Retirement Trust



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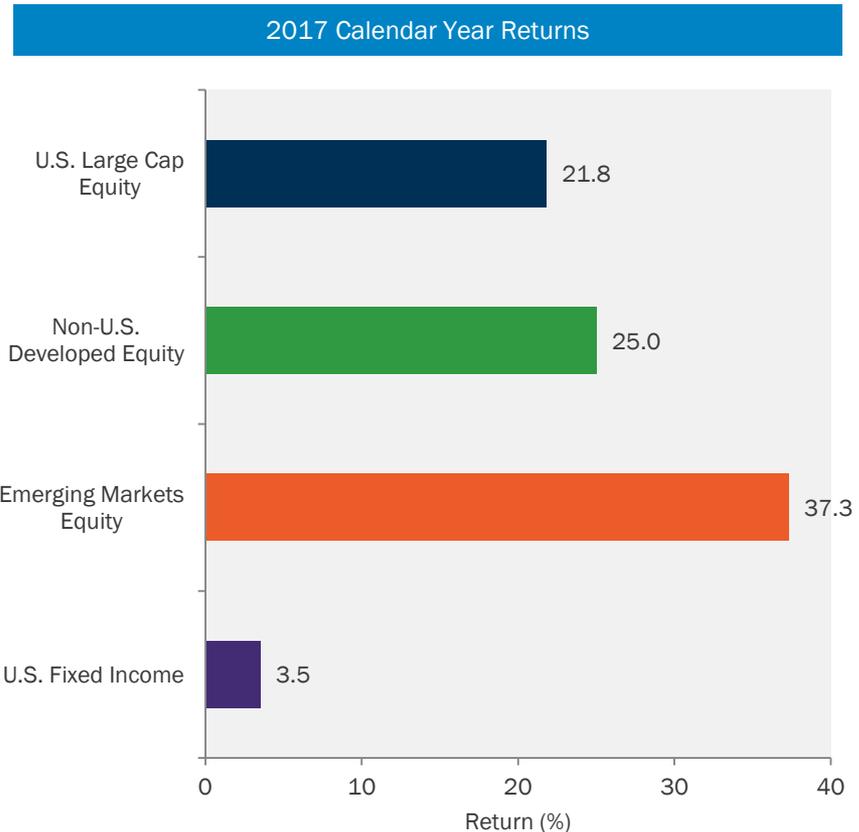
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- I. Capital Markets Overview
- II. OPEB Retirement Trust Portfolio Review
- III. Investment Manager Appendix
 - Manager Performance Review
 - Investment Program Fee Review

4th Quarter 2017

Capital Markets Exhibits

Market Drivers of 2017

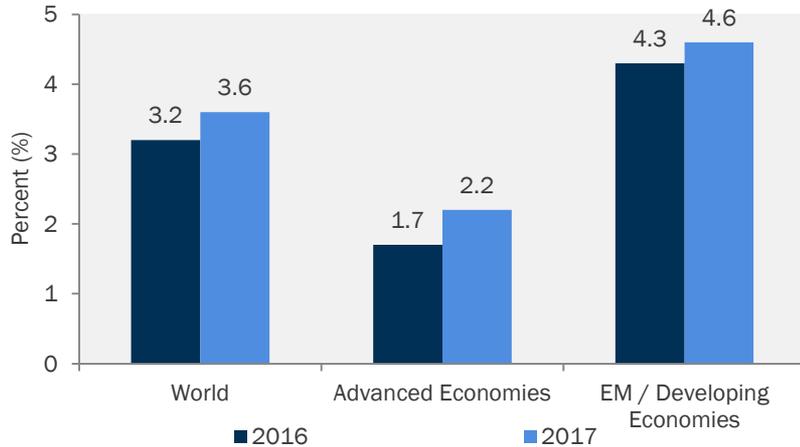


Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P, MSCI, Bloomberg Finance, LP
Returns represent the S&P 500 Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

The 2017 calendar year produced positive results in the equity markets as synchronized global economic growth and rising corporate profits produced a new sense of optimism to the markets. In both the developed and emerging markets, the technology sector was the largest contributor to the equity markets as innovation and potential spurred the top performers in the sector.

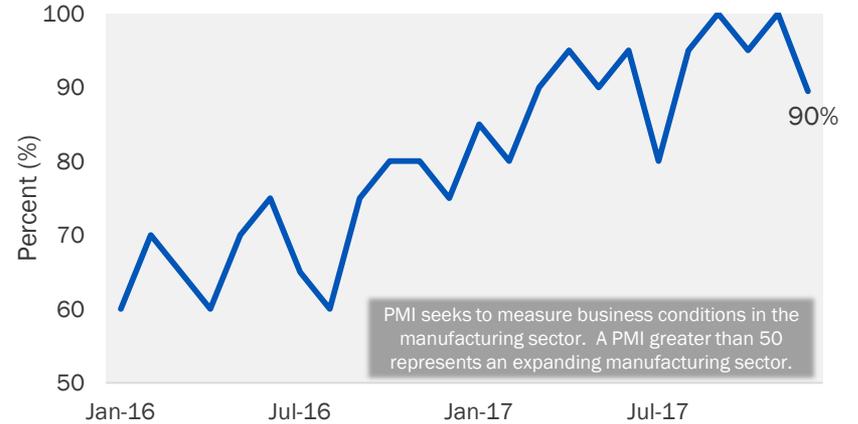
Synchronized Global Economic Growth

Global Real GDP Growth Forecasts



Source: IMF

Percent of Countries with Manufacturing PMI Greater Than 50 Largest 20 Countries by GDP (80% of Global GDP)

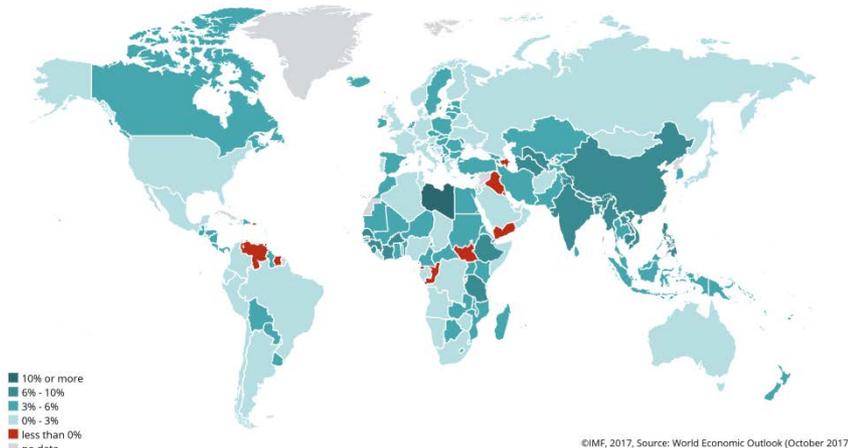


Source: Bloomberg

Global Real GDP Growth Overview

IMF DataMapper

Real GDP growth (Annual percent change, 2017)



©IMF, 2017. Source: World Economic Outlook (October 2017)

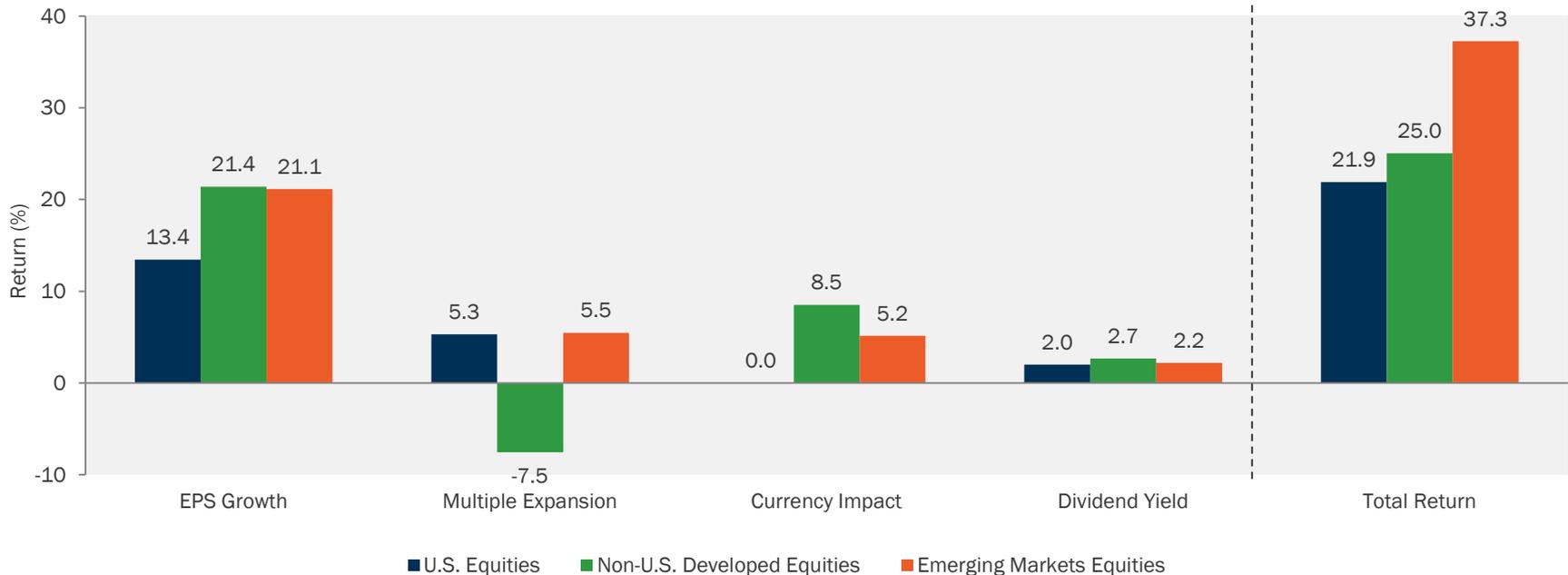
Source: IMF

Observations

- Global GDP in 2017 saw an uptick in growth compared to 2016 with both Advanced Economies and EM/Developing Economies increasing. Global central banks remained accommodative in their policies in hopes of advancing their country's economic outlooks.
- In tracking the largest twenty countries by GDP, the number of countries registering expansionary growth trends (PMI above 50) during each month of 2017 ranged from 80 to 100%. At the start of 2016, only 60% of countries were in an expansionary mode.
- Of the 193 countries the IMF tracks, 93% are estimated to have positive real GDP growth, with 38% estimated to have real GDP growth between 0% and 3%, and 44% estimated to have real GDP growth between 3% and 6%.

Strong Corporate Earnings

2017 Market Returns by Component



Returns represent the MSCI USA Index, MSCI EAFE Index, MSCI EM Index, and Bloomberg Barclays U.S. Agg. Bond Index

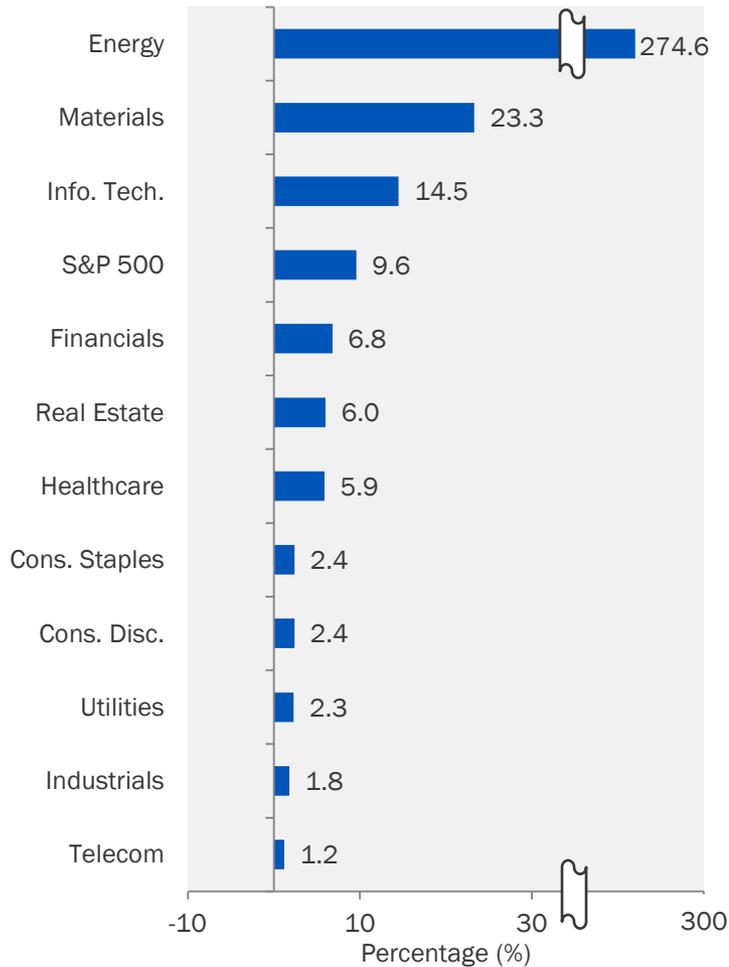
Note: Components do not sum to the Total Return due to the effects of compounding.

Observations

- The key driver to equity returns across the globe in 2017 was an acceleration of earnings per share (EPS) growth. EPS growth in 2017 was the strongest it has been since 2011, driven by strong revenue growth, profit margin expansion, share buybacks, and a stabilization of oil prices.
- Global earnings are forecasted to grow by double digits in 2018 with U.S. corporate tax cuts having the potential to add an additional 5% to 10% to U.S. domiciled company's earnings.
- Non-U.S. equities received a direct boost to returns from the depreciation of the dollar while U.S. companies with a significant portion of sales outside the U.S. experienced faster earnings growth.

Technological Innovation

Estimated Calendar Year 2017 Earnings Growth



Source: Factset, MSCI

Top 10 Contributors to Global Equity Returns



Source: MSCI, Morningstar
Note: Global Equities = MSCI ACWI
Bubble size corresponds to contribution to global equity return

Comments

- Improving global growth and innovation drove technology and tech-related (e.g. Amazon, Alibaba) stocks to record highs in 2017. The technology sector returned 39% in 2017 and earnings per share growth was meaningfully higher than the broad market. Energy, the sector with the highest EPS growth, was rebounding from negative earnings in 2016.
- The technology sector has the highest percentage of revenues from overseas (60% non-U.S. revenues). The economic recovery outside the U.S. combined with a declining dollar was also a tailwind for tech companies.
- The chart above highlights the ten largest contributors to global equity market performance as measured by the MSCI ACWI Index. Eight of the largest contributors are technology or technology related.

This presentation is accompanied by additional disclosures which can be found on the last pages.
All information herein is confidential and proprietary.

S&P 500 Scorecard

Sector Returns

	<u>Div. Yield⁽¹⁾</u>	<u>P/E Ratio⁽²⁾</u>	<u>15-Yr Avg.⁽³⁾</u>		
Technology	1.2%	24.6x	21.0x	9.0%	38.8%
Materials	1.9%	27.3x	18.9x	6.9%	23.8%
Consumer Discretionary	1.3%	25.1x	18.9x	9.9%	23.0%
Financials	1.6%	17.7x	14.6x	8.6%	22.2%
Health Care	1.6%	23.9x	20.6x	1.5%	22.1%
S&P 500	1.8%	23.2x	17.3x	6.6%	21.8%
Industrials	1.9%	23.9x	18.1x	6.1%	21.0%
Consumer Staples	2.6%	21.9x	19.2x	6.5%	13.5%
Utilities	3.5%	21.1x	16.5x	0.2%	12.1%
Real Estate	3.3%	38.1x	38.0x	3.2%	10.8%
Energy	2.7%	35.2x	15.2x	6.0%	-1.0%
Telecom	5.0%	16.1x	19.8x	3.6%	-1.3%

■ 4th Quarter 2017 ■ Calendar Year 2017

Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global

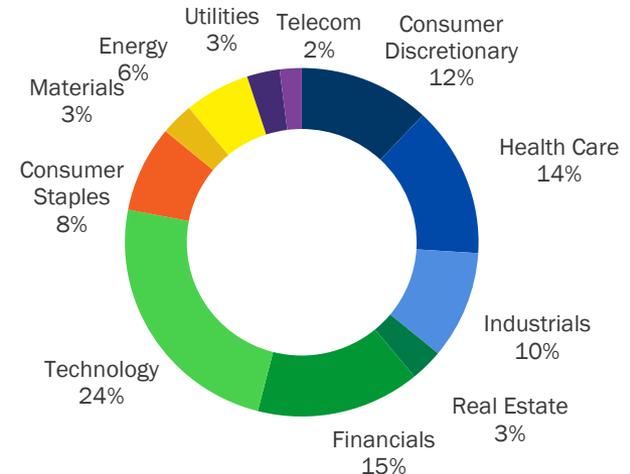
⁽¹⁾Trailing 12 month Dividend Yield as of 12/31/2017.

⁽²⁾Trailing 12 month P/E as of 12/31/2017.

⁽³⁾15-year average trailing 12 month P/E as of 12/31/2017.

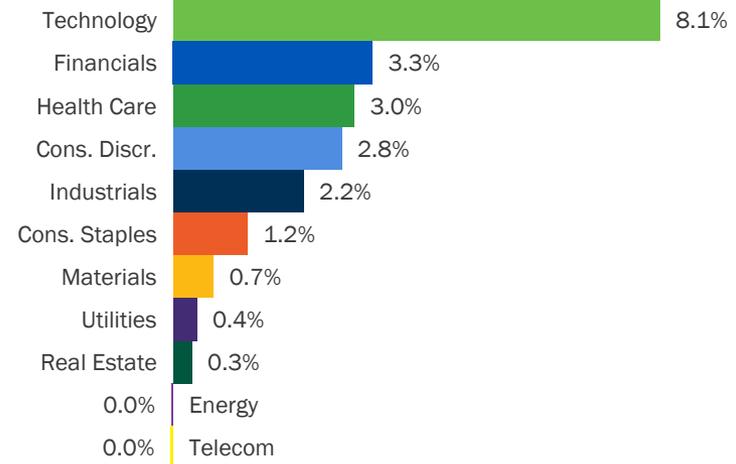


Sector Weights



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P

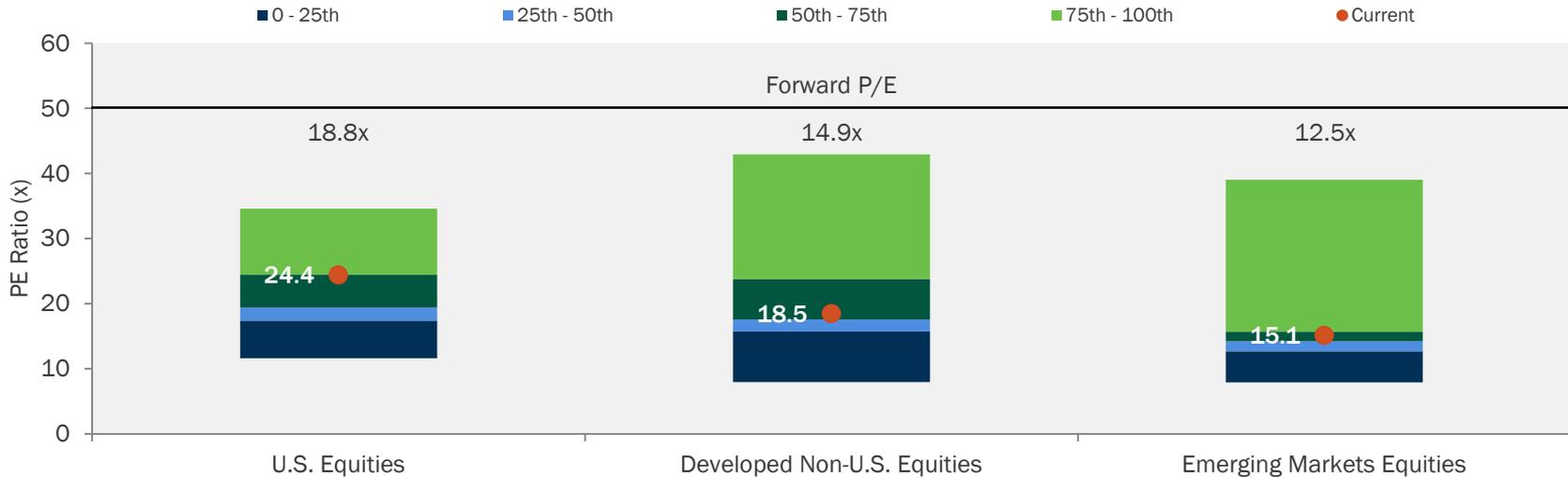
Sector Calendar Year Contribution



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, GICS

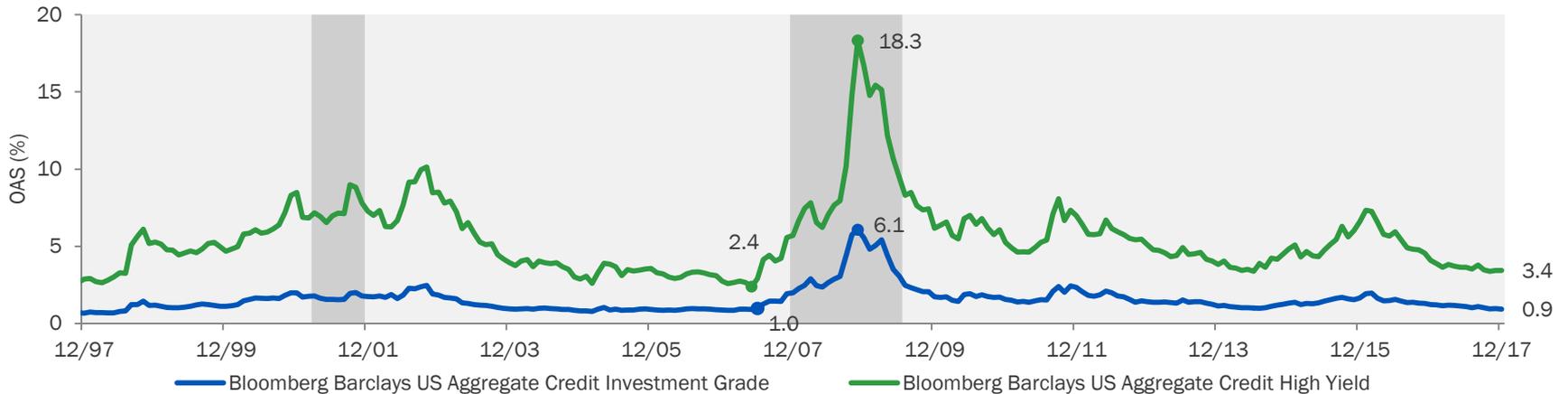
Market Indicators

Trailing Price to Earnings Ratio (Last 20 Years)



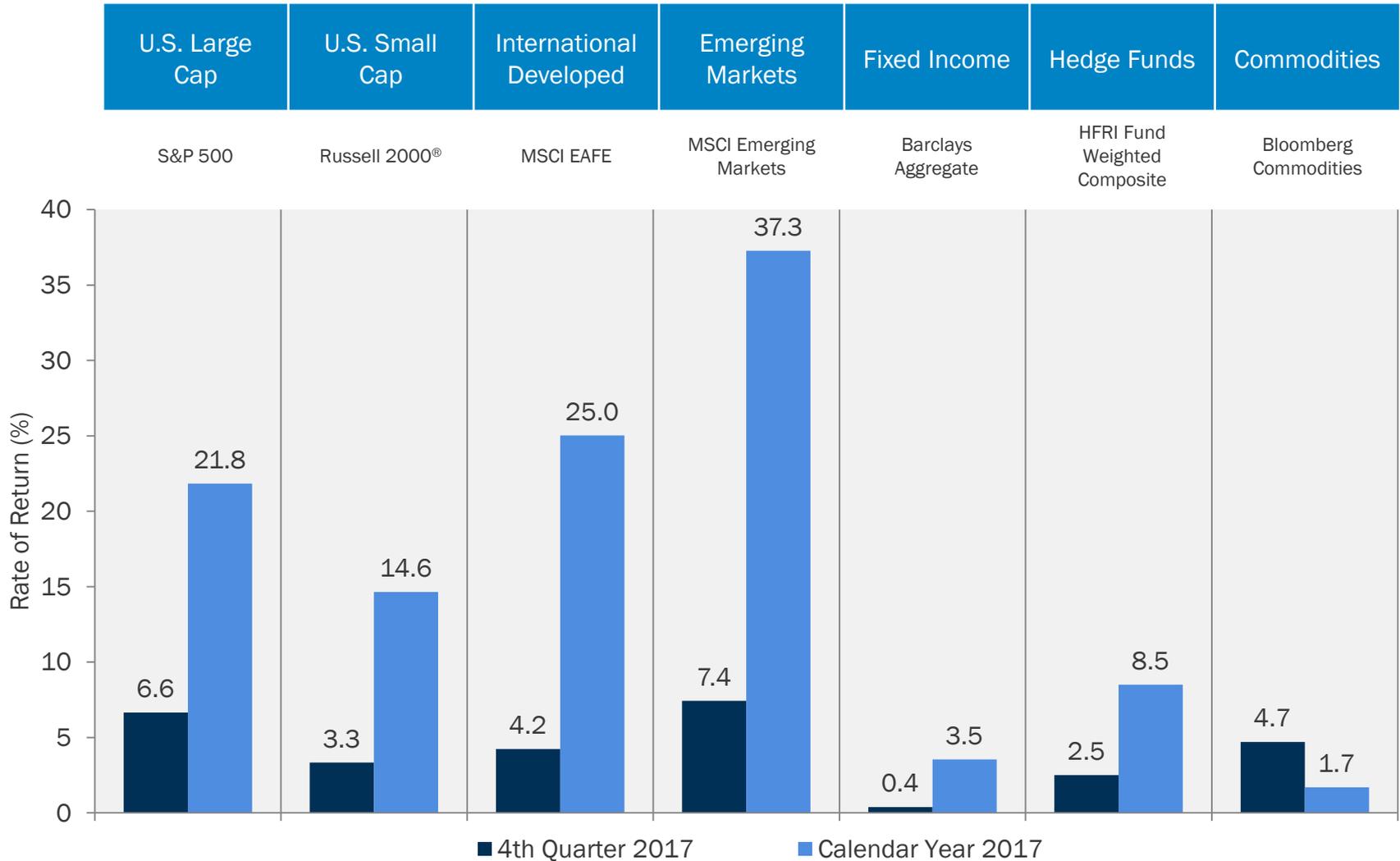
Source: Factset, MSCI, As of 1/2/2018

Fixed Income Spreads Relative to Treasuries (Last 20 Years)



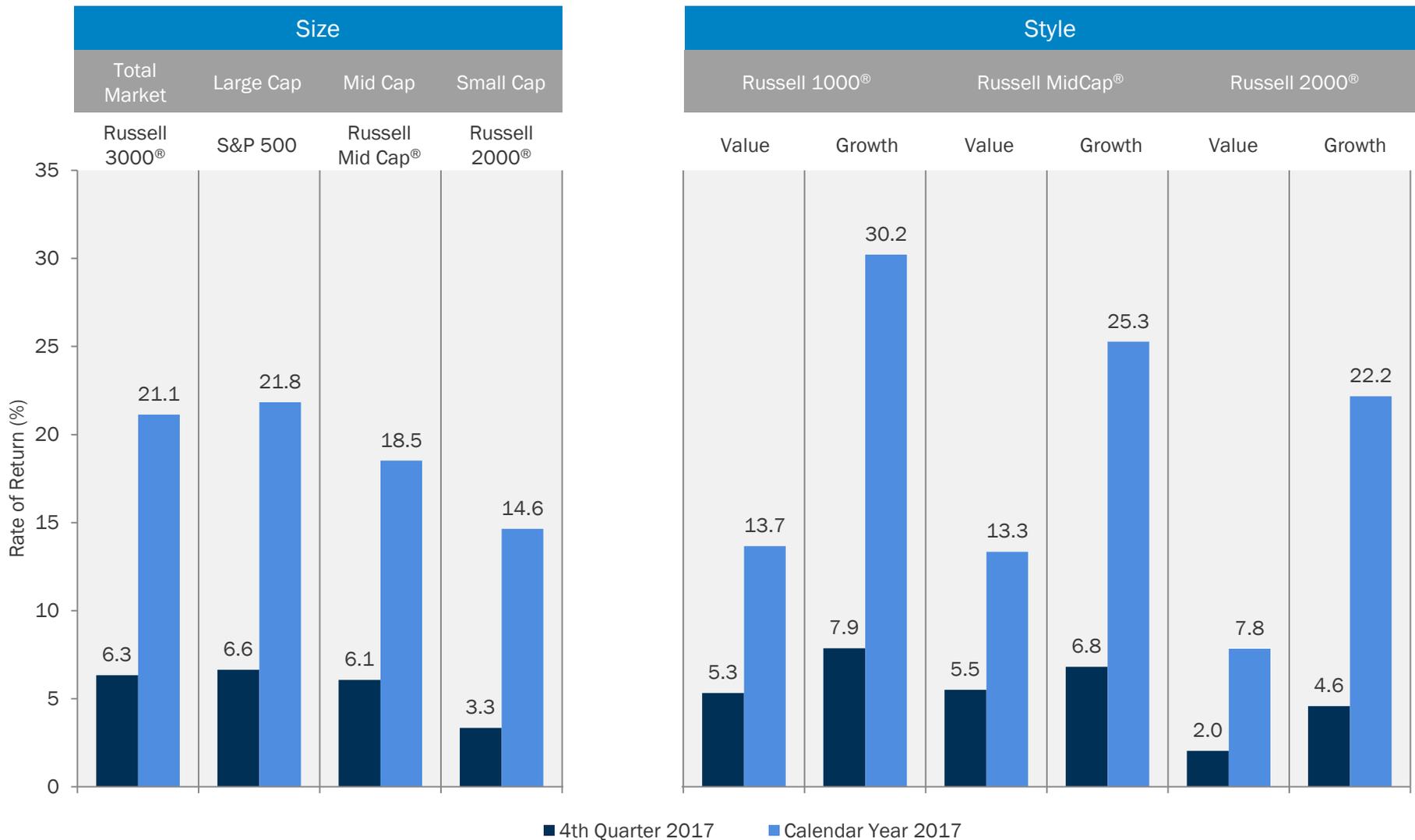
Source: Factset, Bloomberg Barclays, As of 1/2/2018

Market Overview



Source: Morningstar Direct, S&P Dow Jones Indices LLC, a division of S&P Global, Russell, MSCI, Barclays, HFRI, Bloomberg

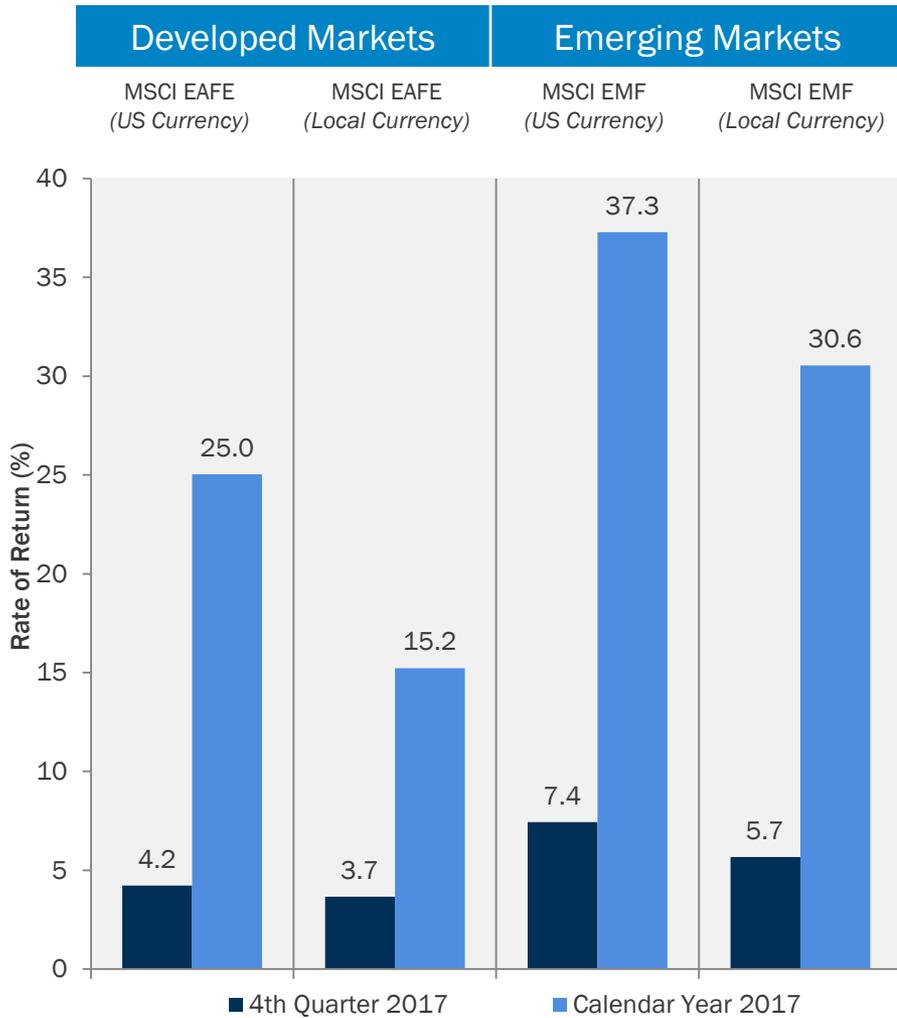
U.S. Equity Market Performance



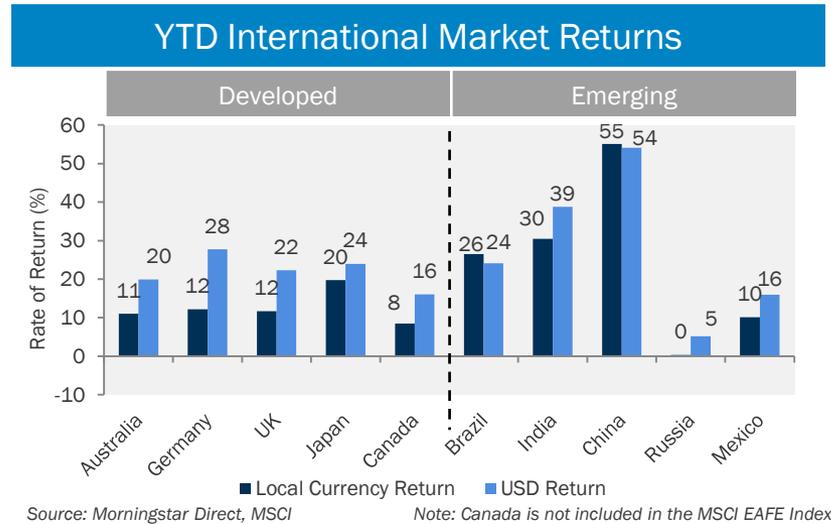
Source: Morningstar Direct, Russell, S&P Dow Jones Indices LLC, a division of S&P Global

Note: Russell Style Indices shown; Russell 3000®, Russell Mid Cap®, Russell 2000®.

Non-U.S. Equity Market

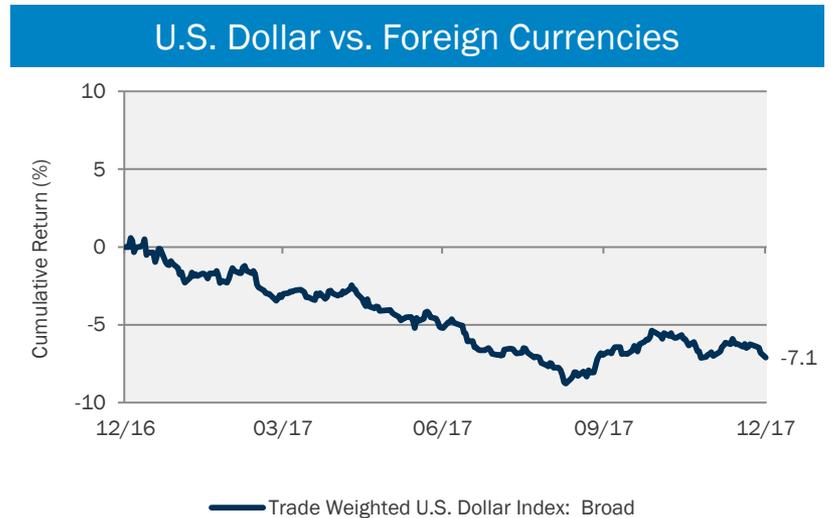


Source: Morningstar Direct, MSCI



Source: Morningstar Direct, MSCI

Note: Canada is not included in the MSCI EAFE Index



Source: Federal Reserve Board; US trade-weighted index, As of 12/29/2017

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Fixed Income Markets

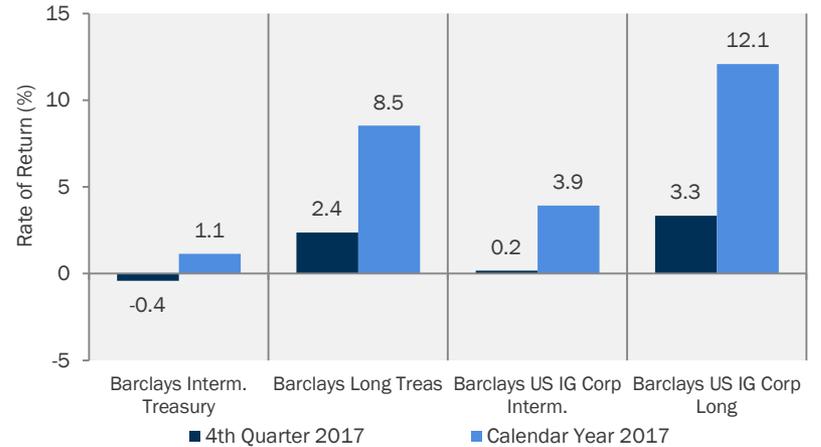
Bond Market Returns

Returns by Sector



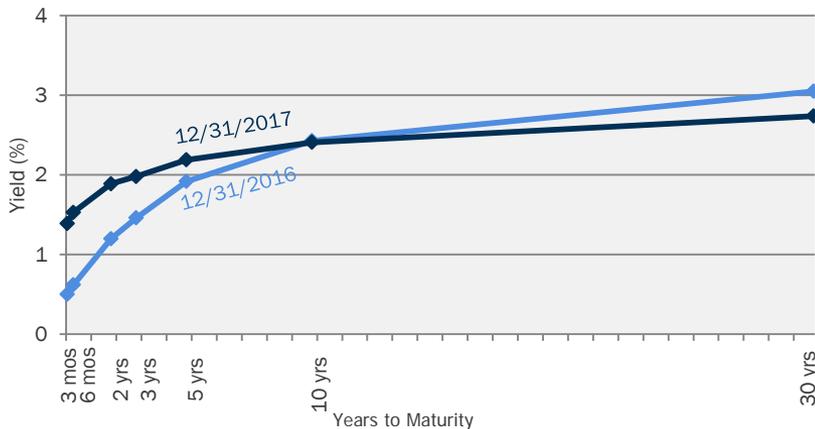
Source: Bloomberg Barclays

Returns by Duration



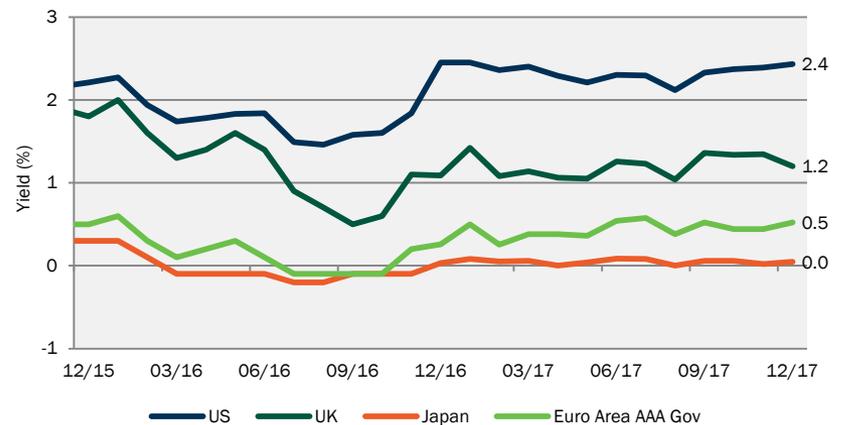
Source: Bloomberg Barclays

U.S. Treasury Yield Curve



Source: Barclays

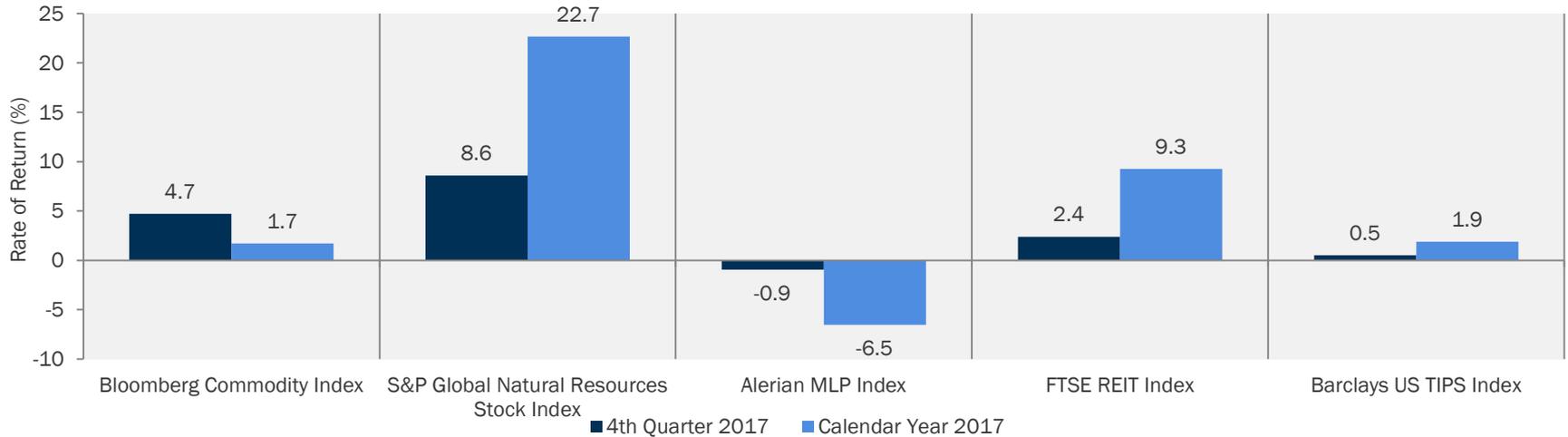
Global Ten Year Government Spot Yields



Source: Factset Economics

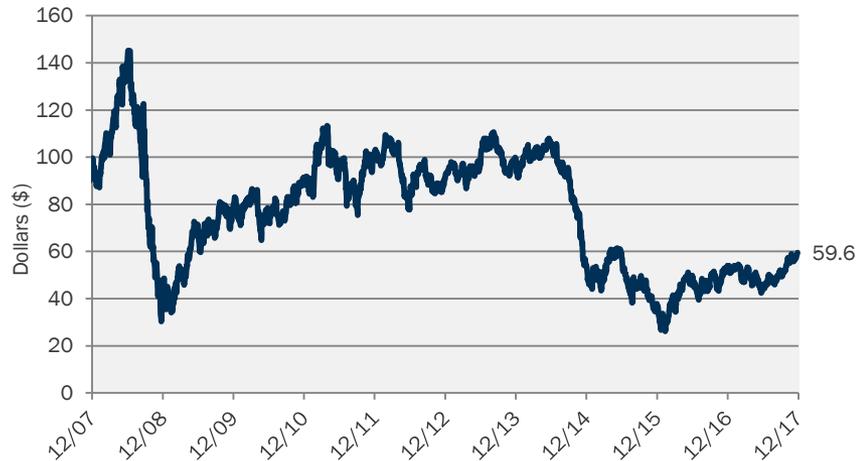
Real Assets

Asset Class Performance



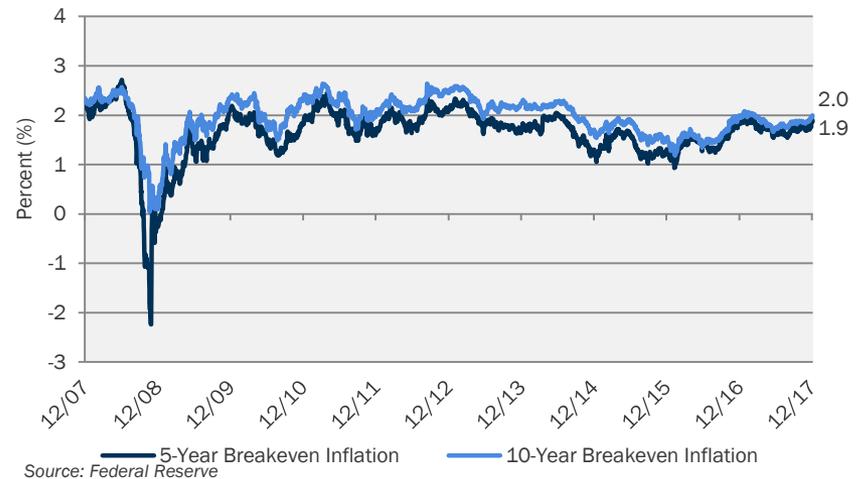
Source: Morningstar Direct, Bloomberg, S&P, Barclays, S&P Dow Jones Indices LLC, a division of S&P Global, Alerian, FTSE

WTI Crude Oil Prices



Source: FactSet Economics

United States Breakeven Inflation



Source: Federal Reserve

World Markets Heat Map

Calendar Year Returns										
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017
U.S. Equity										
S&P 100 Index	-35.3%	22.3%	12.5%	3.2%	16.1%	30.4%	12.7%	2.6%	11.4%	22.0%
S&P 500 Index	-37.0%	26.5%	15.1%	2.1%	16.0%	32.4%	13.7%	1.4%	12.0%	21.8%
Russell 1000 Value Index	-36.9%	19.7%	15.5%	0.4%	17.5%	32.5%	13.5%	-3.8%	17.3%	13.7%
Russell 1000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell 2000 Index	-33.8%	27.2%	26.8%	-4.2%	16.4%	38.8%	4.9%	-4.4%	21.3%	14.6%
Russell 2000 Value Index	-28.9%	20.5%	24.5%	-5.5%	18.1%	34.5%	4.2%	-7.5%	31.7%	7.8%
Russell 2000 Growth Index	-38.5%	34.5%	29.1%	-2.9%	14.6%	43.3%	5.6%	-1.4%	11.3%	22.2%
Russell Micro Cap Index	-39.8%	27.5%	28.9%	-9.3%	19.7%	45.6%	3.6%	-5.2%	20.4%	13.2%
Non U.S. Equity										
MSCI ACWI ex U.S. Index	-45.5%	41.5%	11.2%	-13.7%	16.8%	15.3%	-3.9%	-5.7%	4.5%	27.2%
MSCI EAFE Index	-43.4%	31.8%	7.7%	-12.1%	17.3%	22.8%	-4.9%	-0.8%	1.0%	25.0%
MSCI EAFE Small Cap Index	-47.0%	46.8%	22.0%	-15.9%	20.0%	29.3%	-4.9%	9.6%	2.2%	33.0%
MSCI Emerging Markets Index	-53.3%	78.5%	18.9%	-18.4%	18.2%	-2.6%	-2.2%	-14.9%	11.2%	37.3%
MSCI Emerging Mkts. Small Cap Index	-58.2%	113.8%	27.2%	-27.2%	22.2%	1.0%	1.0%	-6.8%	2.3%	33.8%
MSCI Frontier Markets Index	-54.1%	11.6%	23.8%	-18.7%	8.9%	25.9%	6.8%	-14.5%	2.7%	31.9%
Global										
MSCI ACWI Index	-42.2%	34.6%	12.7%	-7.4%	16.1%	22.8%	4.2%	-2.4%	7.9%	24.0%
Fixed Income										
Barclays US Aggregate Index	5.2%	5.9%	6.5%	7.8%	4.2%	-2.0%	6.0%	0.5%	2.6%	3.5%
Barclays US Inv. Grade. Corp. Index	-4.9%	18.7%	9.0%	8.1%	9.8%	-1.5%	7.4%	-0.7%	6.1%	6.4%
Barclays High Yield Index	-26.2%	58.2%	15.1%	5.0%	15.8%	7.4%	2.5%	-4.5%	17.1%	7.5%
Barclays US Corp Long AA+ Index	8.2%	4.9%	10.1%	19.1%	10.1%	-7.8%	18.7%	-1.1%	6.9%	10.8%
Barclays US Treasury Long Index	24.0%	-12.9%	9.4%	29.9%	3.6%	-12.7%	25.1%	-1.2%	1.3%	8.5%
Barclays U.S. Municipal Bond Index	-2.5%	12.9%	2.4%	10.7%	6.8%	-2.6%	9.1%	3.3%	0.2%	5.4%
Barclays Global Agg. ex. U.S. Index	4.4%	7.5%	4.9%	4.4%	4.1%	-3.1%	-3.1%	-6.0%	1.5%	10.5%
Barclays EM Debt (Local) Gov't Index	--	17.1%	12.5%	0.3%	13.9%	-4.3%	-1.9%	-10.4%	5.9%	14.3%
Alternatives										
Bloomberg Commodity Index	-35.6%	18.9%	16.8%	-13.3%	-1.1%	-9.5%	-17.0%	-24.7%	11.8%	1.7%
Bloomberg Commodity - Gold	3.9%	22.9%	28.7%	9.6%	6.1%	-28.7%	-1.7%	-10.9%	7.7%	12.8%
Bloomberg Commodity - WTI Crude Oil	-53.2%	4.4%	3.8%	-3.6%	-11.8%	6.8%	-41.7%	-44.3%	7.1%	5.1%
Bloomberg Commodity - Agriculture	-27.5%	13.7%	38.5%	-14.4%	4.0%	-14.3%	-9.2%	-15.6%	2.1%	-11.0%
HFRI FOF Composite Index	-21.4%	11.5%	5.7%	-5.7%	4.8%	9.0%	3.4%	-0.3%	0.5%	6.8%
HFRI Equity Hedge Index	-26.6%	24.6%	10.5%	-8.4%	7.4%	14.3%	1.8%	-1.0%	5.5%	13.2%
Alerian MLP Index	-36.9%	76.4%	35.9%	13.9%	4.8%	27.6%	4.8%	-32.6%	18.3%	-6.5%
FTSE REIT Index	-37.3%	27.4%	27.6%	7.3%	20.1%	3.2%	27.1%	2.3%	9.3%	9.3%

Source: Morningstar Direct, Bloomberg, Factset

Annualized Returns							
	YTD	1-Yr	3-Yr	5-Yr	10-Yr	TTM P/E	Div. Yield
U.S. Equity							
S&P 100 Index	22.0%	22.0%	11.7%	15.4%	8.1%	22.7x	2.1%
S&P 500 Index	21.8%	21.8%	11.4%	15.8%	8.5%	22.9x	1.9%
Russell 1000 Value Index	13.7%	13.7%	8.7%	14.0%	7.1%	19.6x	2.4%
Russell 1000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%	26.5x	1.3%
Russell 2000 Index	14.6%	14.6%	10.0%	14.1%	8.7%	22.4x	1.4%
Russell 2000 Value Index	7.8%	7.8%	9.5%	13.0%	8.2%	19.9x	2.1%
Russell 2000 Growth Index	22.2%	22.2%	10.3%	15.2%	9.2%	25.6x	0.7%
Russell Micro Cap Index	13.2%	13.2%	8.9%	14.3%	7.7%	19.0x	1.2%
Non U.S. Equity							
MSCI ACWI ex U.S. Index	27.2%	27.2%	7.8%	6.8%	1.8%	16.7x	3.0%
MSCI EAFE Index	25.0%	25.0%	7.8%	7.9%	1.9%	17.6x	3.2%
MSCI EAFE Small Cap Index	33.0%	33.0%	14.2%	12.9%	5.8%	16.5x	2.4%
MSCI Emerging Markets Index	37.3%	37.3%	9.1%	4.3%	1.7%	14.7x	2.4%
MSCI Emerging Mkts. Small Cap Index	33.8%	33.8%	8.4%	5.4%	2.8%	15.0x	2.6%
MSCI Frontier Markets Index	31.9%	31.9%	5.0%	9.3%	-1.4%	6.5x	3.1%
Global							
MSCI ACWI Index	24.0%	24.0%	9.3%	10.8%	4.6%	19.4x	2.4%
Fixed Income							
Barclays US Aggregate Index	3.5%	3.5%	2.2%	2.1%	4.0%	6.0	2.7%
Barclays US Inv. Grade. Corp. Index	6.4%	6.4%	3.9%	3.5%	5.6%	7.6	3.3%
Barclays High Yield Index	7.5%	7.5%	6.4%	5.8%	8.0%	3.9	5.7%
Barclays US Corp Long AA+ Index	10.8%	10.8%	5.4%	5.1%	7.7%	14.6	3.5%
Barclays US Treasury Long Index	8.5%	8.5%	2.8%	3.5%	6.6%	17.6	2.7%
Barclays U.S. Municipal Bond Index	5.4%	5.4%	3.0%	3.0%	4.5%	5.8	2.4%
Barclays Global Agg. ex. U.S. Index	10.5%	10.5%	1.8%	-0.2%	2.4%	7.8	0.8%
Barclays EM Debt (Local) Gov't Index	14.3%	14.3%	2.7%	0.3%	--	5.9	4.1%
Alternatives							
Bloomberg Commodity Index	1.7%	1.7%	-5.0%	-8.5%	-6.8%	--	--
Bloomberg Commodity - Gold	12.8%	12.8%	2.7%	-5.4%	3.8%	--	--
Bloomberg Commodity - WTI Crude Oil	5.1%	5.1%	-14.4%	-17.2%	-16.3%	--	--
Bloomberg Commodity - Agriculture	-11.0%	-11.0%	-8.5%	-9.8%	-4.9%	--	--
HFRI FOF Composite Index	6.8%	6.8%	2.3%	3.8%	1.0%	--	--
HFRI Equity Hedge Index	13.2%	13.2%	5.7%	6.6%	3.2%	--	--
Alerian MLP Index	-6.5%	-6.5%	-9.3%	-0.1%	6.0%	--	--
FTSE REIT Index	9.3%	9.3%	6.9%	9.9%	7.7%	--	--

Source: Morningstar Direct, Bloomberg, Factset

OPEB Retirement Trust Portfolio Review

Bi-State Development Agency OPEB Trust

As of December 31, 2017

YTD Activity (\$, millions)

Beginning Value (1/1/17): \$22.6

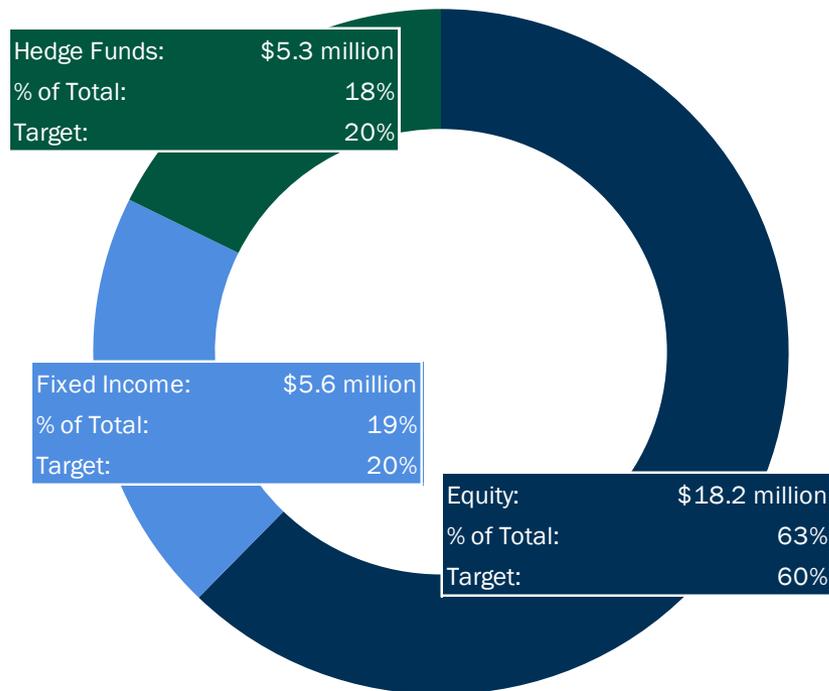
Contributions: \$3.0

Withdrawals: \$0.0

Investment Earnings: \$3.5

Ending Value (12/31/17): \$29.0

Asset Allocation



Total Assets: \$29.0 million

Note: Totals may not add to 100% due to rounding.

Asset Allocation Overview

As of December 31, 2017

	Current Allocation	Target Allocation	+/- Target
Domestic Equity			
Vanguard Institutional Index	25.5%	24.0%	1.5%
DFA Targeted Value Small Cap Value	6.3%	6.0%	0.3%
Artisan Mid Cap Fund	5.7%	6.0%	-0.3%
Total Domestic Equity	37.5%	36.0%	1.5%
International Equity			
Neuberger Berman International	12.9%	12.0%	0.9%
Harbor International	12.1%	12.0%	0.1%
Total International Equity	25.0%	24.0%	1.0%
Hedge Funds			
Blackstone Park	11.3%	10.0%	1.3%
Blackstone Hedged Equity	7.0%	10.0%	-3.0%
Total Hedge Funds	18.3%	20.0%	-1.7%
Fixed Income			
TCW MetWest Low Duration	19.0%	20.0%	-1.0%
Cash	0.2%	0.0%	0.2%
Total Fixed Income	19.1%	20.0%	-0.9%
Total Portfolio	100.0%	100.0%	--

Notes: Totals may not add to 100% due to rounding.
Cash balance is \$48,521 as of December 31, 2017.

Portfolio Manager Allocations

As of December 31, 2017

Equity Manager Structure

	Value	Growth
U.S. Large Cap	Vanguard S&P 500 Index \$7.4 million 25.5% of Total	
U.S. Mid/ Small Cap	DFA Targeted Value Small Cap Value \$1.8 million 6.3% of Total	Artisan Mid Cap Growth \$1.7 million 5.7% of Total
Int'l Large Cap	Neuberger Berman International Equity \$3.7 million 12.9% of Total	Harbor International Equity \$3.5 million 12.1% of Total

Total Equity = 63% of Total

Fixed Income Manager Structure

TCW MetWest Low Duration \$5.5 million 19.0% of Total	Cash \$0.0 million 0.2% of Total
--	--

Total Fixed Income = 19% of Total

Alternative Manager Structure

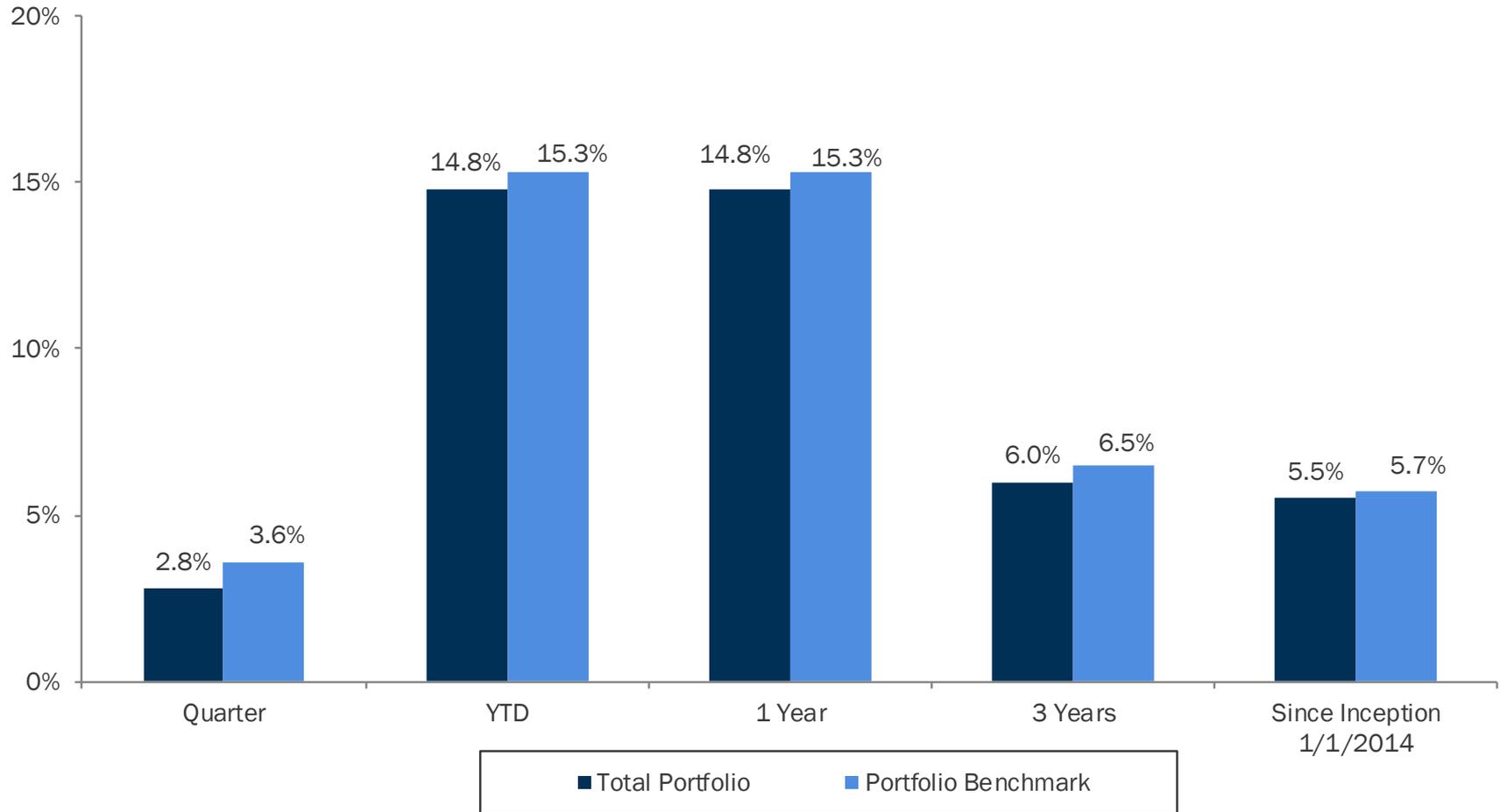
Blackstone Park \$3.3 million 11.3% of Total	Blackstone Hedged Equity \$2.0 million 7.0% of Total
---	---

Total Alternatives = 18% of Total

Notes: Totals may not add to 100% due to rounding.
 Cash balance is \$48,521 as of December 31, 2017.

Total Portfolio Performance

As of December 31, 2017



Asset Class Performance Review

As of December 31, 2017

Asset Class	Quarter	YTD	Three Years	Since Inception	Inception Date
Domestic Equity	5.7%	19.3%	10.3%	10.4%	1/1/2014
<i>Russell 3000 Index</i>	6.3%	21.1%	11.1%	10.9%	
International Equity	3.0%	25.1%	7.3%	4.2%	1/1/2014
<i>MSCI EAFE Index</i>	4.2%	25.0%	7.8%	4.5%	
Hedge Funds	-0.1%	8.4%	2.0%	2.9%	1/1/2014
<i>HFRI Fund of Funds Strategic Index</i>	3.2%	12.0%	3.6%	3.6%	
Fixed Income	0.0%	1.3%	1.0%	1.1%	1/1/2014
<i>ML 1-3 Year Treasury Index</i>	-0.3%	0.4%	0.6%	0.6%	

⁽¹⁾ The Total Portfolio Benchmark is a market value weighted benchmark comprised of the Russell 3000 Index, MSCI EAFE Index, HFRI Fund of Funds Strategic Index, and the ML 1-3 Year Treasury Index.

Manager Performance Review

As of December 31, 2017

Asset Class	Quarter	YTD	Five Years	Ten Years	Since Inception	Inception Date
U.S. Equity						
Vanguard S&P 500 Index Fund	6.6%	21.8%	15.8%	8.5%	11.9%	1/1/2014
<i>S&P 500 Index</i>	6.6%	21.8%	15.8%	8.5%	12.0%	
Artisan Mid Cap Growth Fund	2.9%	20.5%	12.1%	8.6%	6.6%	1/1/2014
<i>Russell 2000 Growth Index</i>	4.6%	22.2%	15.2%	9.2%	9.1%	
DFA Targeted Value Fund	4.5%	9.6%	14.1%	9.3%	7.8%	1/1/2014
<i>Russell 2000 Value Index</i>	2.0%	7.8%	13.0%	8.2%	8.2%	
Non U.S. Equity						
Neuberger Berman Int'l Equity Fund	3.8%	27.2%	8.3%	3.2%	6.0%	1/1/2014
<i>MSCI EAFE Index</i>	4.2%	25.0%	7.9%	1.9%	4.5%	
Harbor International Fund	2.2%	23.0%	5.3%	2.1%	2.5%	1/1/2014
<i>MSCI EAFE Index</i>	4.2%	25.0%	7.9%	1.9%	4.5%	
Hedge Funds						
Blackstone Park	-0.3%	7.0%	5.2%	3.5%	2.0%	2/1/2015
<i>HFRI Fund of Funds Strategic Index</i>	3.2%	12.0%	4.9%	1.1%	3.8%	
Blackstone Hedged Equity	0.3%	10.3%	6.4%	3.1%	3.7%	1/1/2014
<i>HFRI Fund of Funds Strategic Index</i>	3.2%	12.0%	4.9%	1.1%	3.5%	
Fixed Income						
TCW MetWest Low Duration	0.0%	1.3%	1.4%	2.4%	1.2%	1/1/2014
<i>ML 1-3 Year Treasury Index</i>	-0.3%	0.4%	0.6%	1.4%	0.6%	

Note: Performance prior to manager's inception is illustrative.

Manager Performance Review

Vanguard 500 Index

As of 12/31/2017

Portfolio Statistics

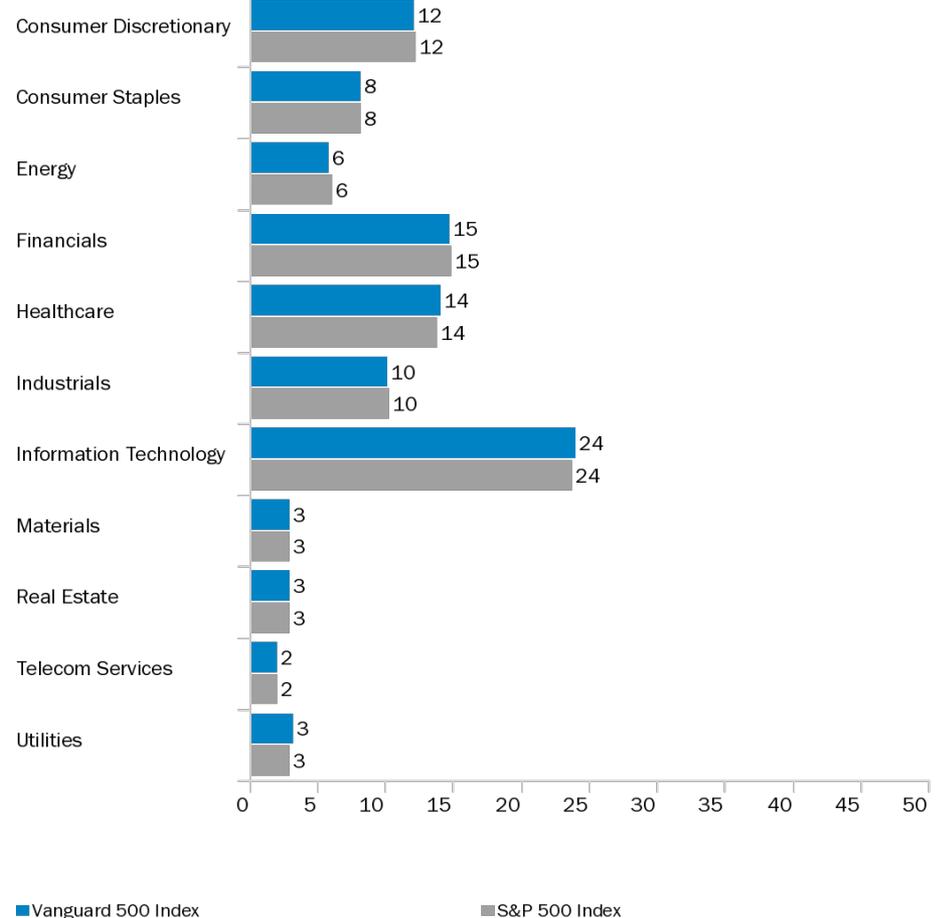
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	196.7	197.0
P/E Ratio	23.2	23.2
P/B Ratio	3.2	3.2
Dividend Yield (%)	1.8	1.8

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Apple Inc	Information Technology	3.9	48.2
Microsoft Corp	Information Technology	2.8	40.2
Amazon.com Inc	Consumer Discretionary	2.1	56.0
Facebook Inc A	Information Technology	1.8	53.4
Johnson & Johnson	Health Care	1.6	24.2
JPMorgan Chase & Co	Financials	1.6	26.3
Berkshire Hathaway Inc B	Financials	1.6	21.6
Exxon Mobil Corp	Energy	1.6	-3.9
Alphabet Inc A	Information Technology	1.4	32.9
Alphabet Inc C	Information Technology	1.4	35.6

Sector Allocation (%)



Source: Morningstar Direct



This presentation is accompanied by additional disclosures which can be found on the last pages. All information herein is confidential and proprietary.

Vanguard 500 Index

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Large Blend



Trailing Returns (%)					
	Quarter	YTD	1 Year	5 Years	10 Years
Vanguard 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	36	30	30	13	18
S&P 500 Index	6.6	21.8	21.8	15.8	8.5
Peer group percentile	36	29	29	12	18
25th Percentile	7.0	22.1	22.1	15.4	8.3
50th Percentile	6.5	21.0	21.0	14.7	7.7
75th Percentile	5.7	18.8	18.8	13.5	6.8

Source: Morningstar Direct



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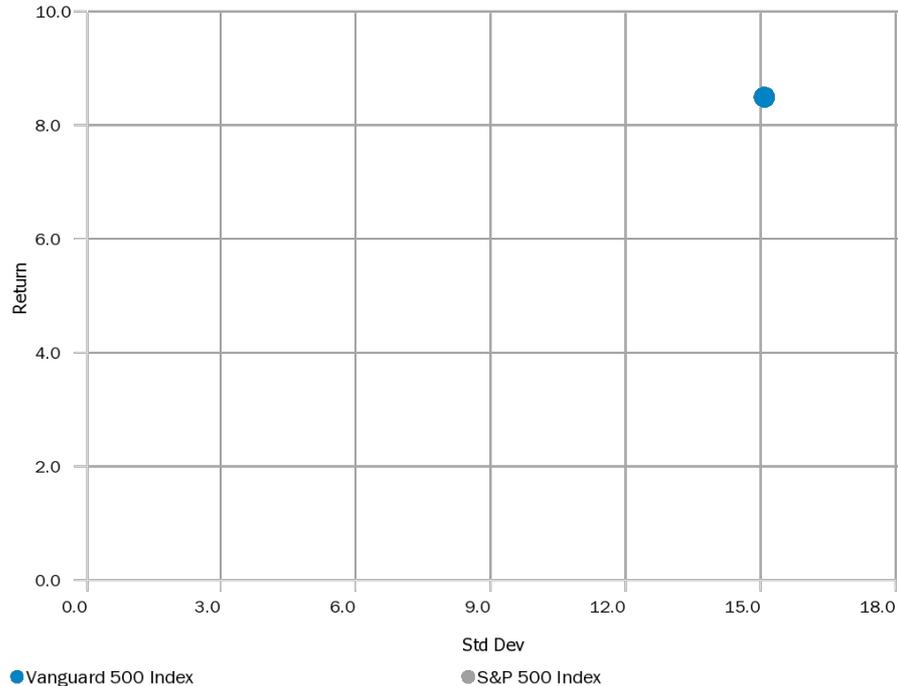
Vanguard 500 Index

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Vanguard 500 Index	-37.0	26.6	15.1	2.1	16.0	32.3	13.6	1.4	11.9	21.8	11.4	15.8	8.5
S&P 500 Index	-37.0	26.5	15.1	2.1	16.0	32.4	13.7	1.4	12.0	21.8	11.4	15.8	8.5

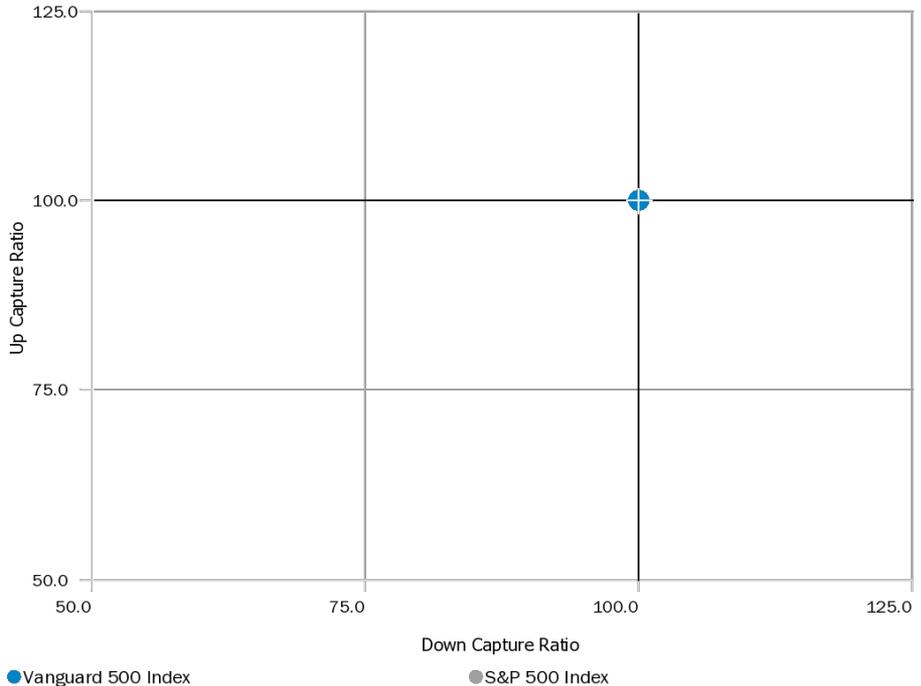
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



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Artisan Mid Cap

As of 12/31/2017

Portfolio Statistics

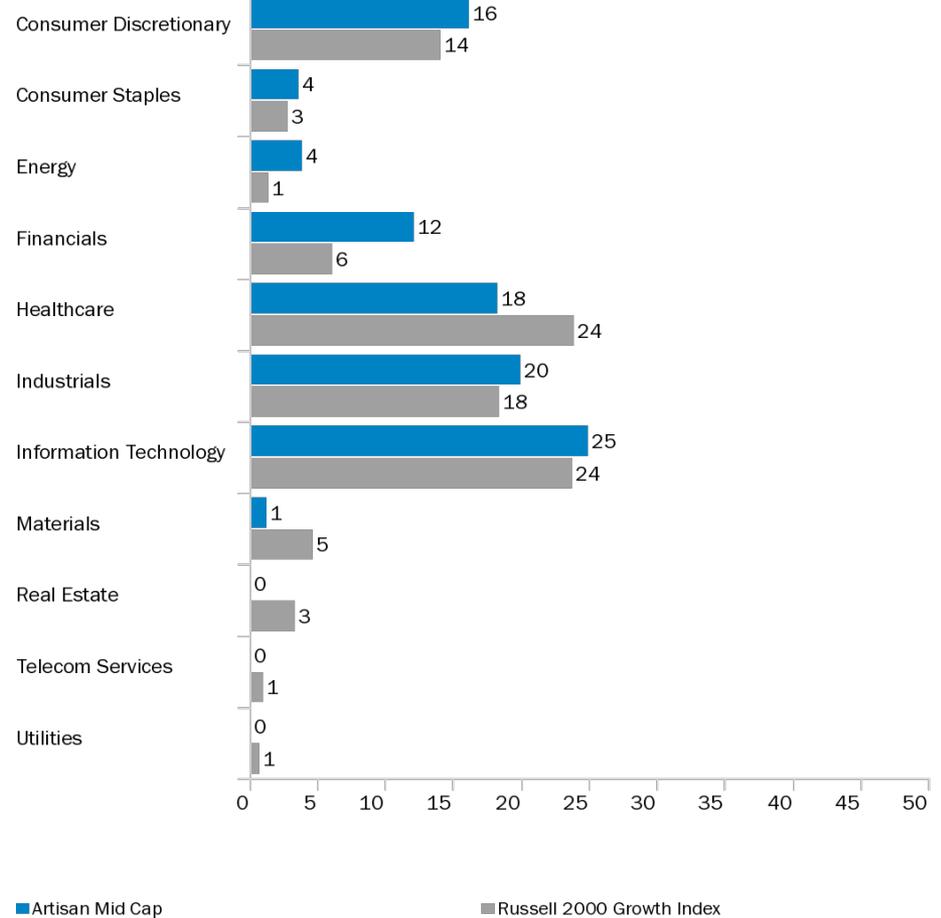
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	19.8	2.7
P/E Ratio	32.4	23.2
P/B Ratio	4.3	4.2
Dividend Yield (%)	0.5	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
IHS Markit Ltd A	Industrials	4.4	27.5
Global Payments Inc	Information Technology	4.4	44.5
LKQ Corp	Consumer Discretionary	4.3	32.7
Boston Scientific Corp	Health Care	3.7	14.6
S&P Global Inc	Financials	3.2	59.0
Cigna Corp	Health Care	3.0	52.3
Regeneron Pharmaceuticals Inc	Health Care	2.4	2.4
Progressive Corp	Financials	2.3	60.6
Delphi Automotive PLC	Consumer Discretionary	2.3	50.7
Waste Connections Inc	Industrials	2.2	36.8

Sector Allocation (%)



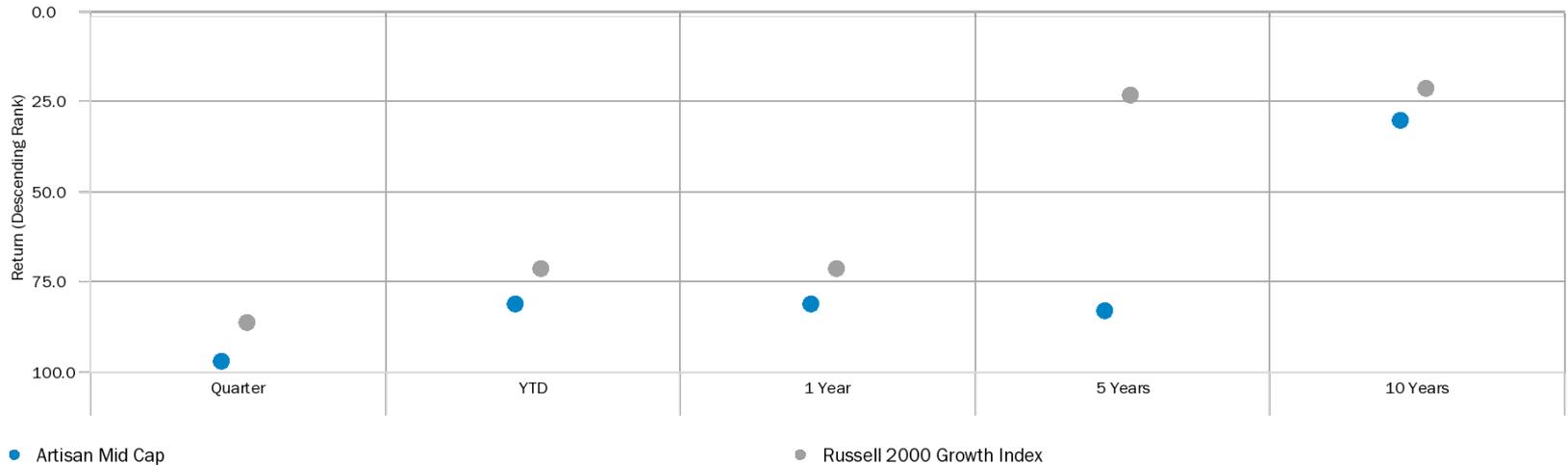
Source: Morningstar Direct



Artisan Mid Cap

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Mid-Cap Growth



	Trailing Returns (%)				
	Quarter	YTD	1 Year	5 Years	10 Years
Artisan Mid Cap	2.9	20.5	20.5	12.1	8.6
Peer group percentile	97	81	81	83	30
Russell 2000 Growth Index	4.6	22.2	22.2	15.2	9.2
Peer group percentile	86	71	71	23	21
25th Percentile	6.9	27.4	27.4	15.1	8.9
50th Percentile	5.8	24.6	24.6	13.6	7.9
75th Percentile	5.0	21.5	21.5	12.6	6.8

Source: Morningstar Direct



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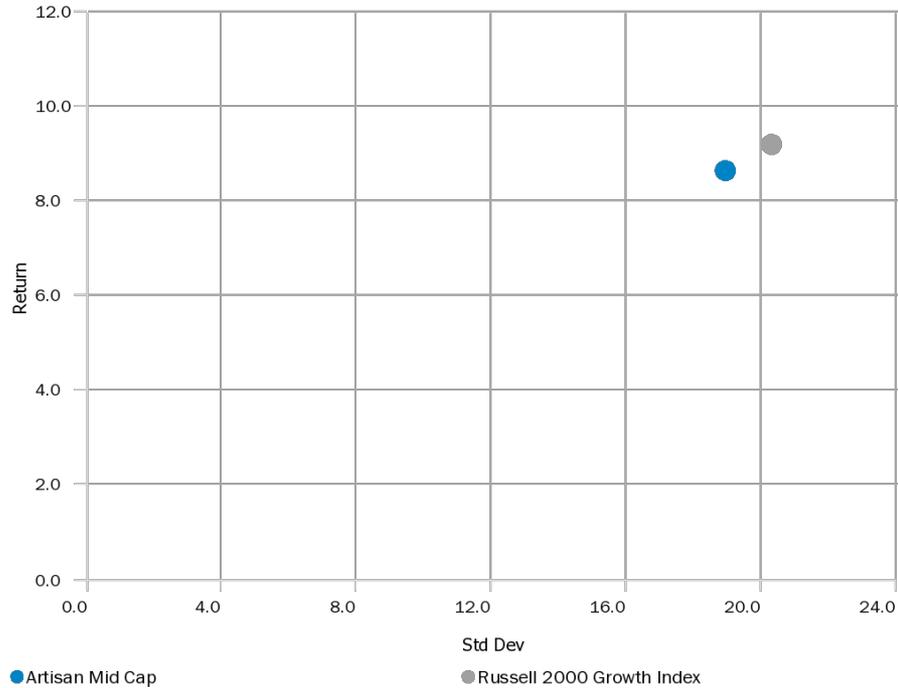
Artisan Mid Cap

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Artisan Mid Cap	-44.1	50.3	31.6	-2.1	19.5	37.4	5.7	2.2	-0.9	20.5	6.9	12.1	8.6
Russell 2000 Growth Index	-38.5	34.5	29.1	-2.9	14.6	43.3	5.6	-1.4	11.3	22.2	10.3	15.2	9.2

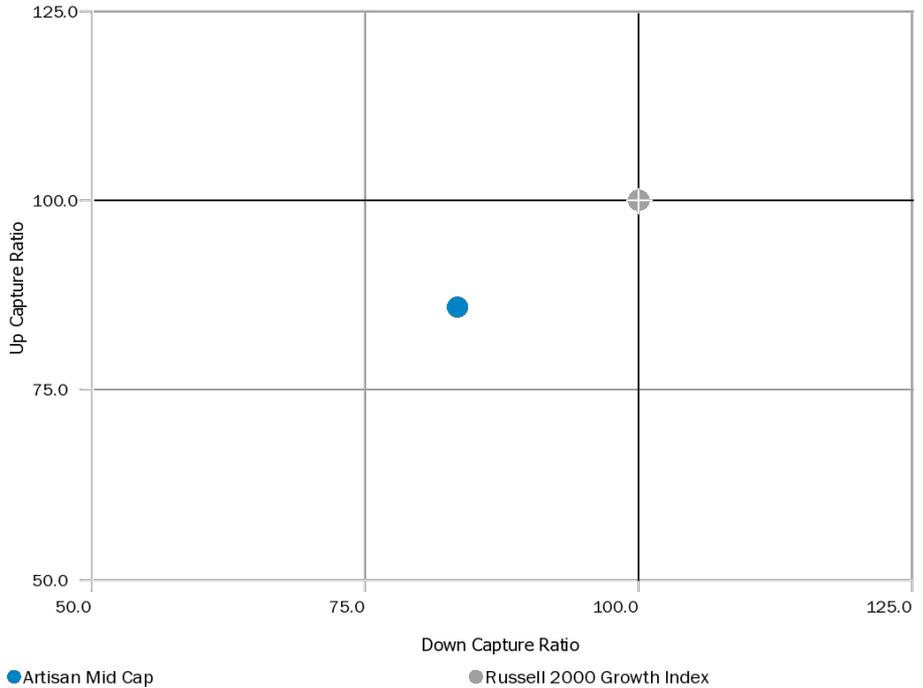
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



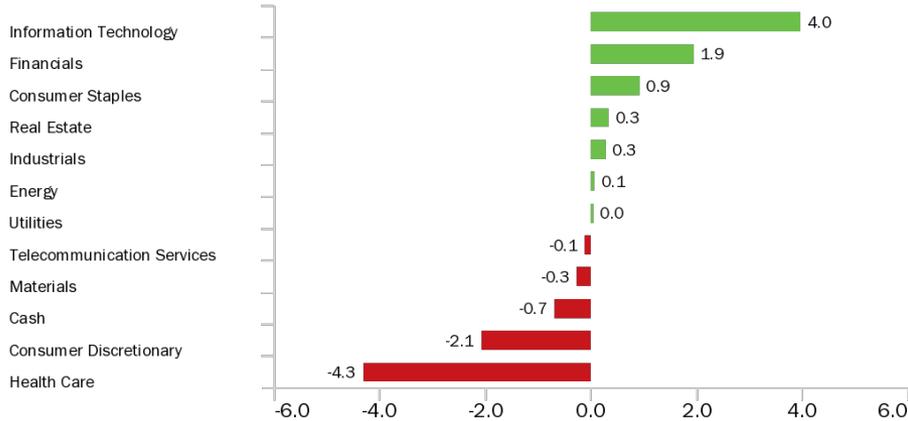
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Artisan Mid Cap

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
S&P Global Inc	3.8	59.3	1.5
Concho Resources Inc	2.2	13.3	1.0
Global Payments Inc	4.2	44.5	0.9
Atlassian Corporation PLC A	1.3	89.0	0.8
Activision Blizzard Inc	1.3	76.4	0.7

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Envision Healthcare Corp	1.4	-45.4	-1.4
Regeneron Pharmaceuticals Inc	2.9	2.4	-0.9
Newell Brands Inc	1.5	-29.4	-0.8
Advance Auto Parts Inc	0.8	-41.3	-0.8
Boston Scientific Corp	4.0	14.6	-0.7

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	17.2	6.7	1.2	14.2	17.7	2.6	-0.2	-1.8	-2.1
Consumer Staples	3.2	39.3	1.3	3.0	11.4	0.4	0.0	0.9	0.9
Energy	3.9	5.1	0.4	1.2	-23.9	-0.3	-1.4	1.5	0.1
Financials	11.3	37.5	4.1	5.8	15.5	1.0	-0.3	2.2	1.9
Health Care	18.9	14.0	2.7	22.7	36.9	7.7	-0.2	-4.1	-4.3
Industrials	20.7	22.0	4.7	17.0	20.0	3.7	-0.3	0.6	0.3
Information Technology	20.3	41.5	7.6	24.9	19.9	4.9	-0.1	4.0	4.0
Materials	1.5	8.7	0.2	5.0	22.8	1.1	0.0	-0.2	-0.3
Real Estate	0.0		0.0	4.5	13.2	0.7	0.3	0.0	0.3
Telecommunication Services	0.0		0.0	1.0	35.5	0.3	-0.1	0.0	-0.1
Utilities	0.0		0.0	0.8	16.4	0.1	0.0	0.0	0.0
Cash	3.0	1.0	0.0	0.0		0.0	-0.7	0.0	-0.7
Attribution Total	100.0	22.2	22.2	100.0	22.1	22.1	-3.0	3.1	0.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



DFA US Targeted Value

As of 12/31/2017

Portfolio Statistics

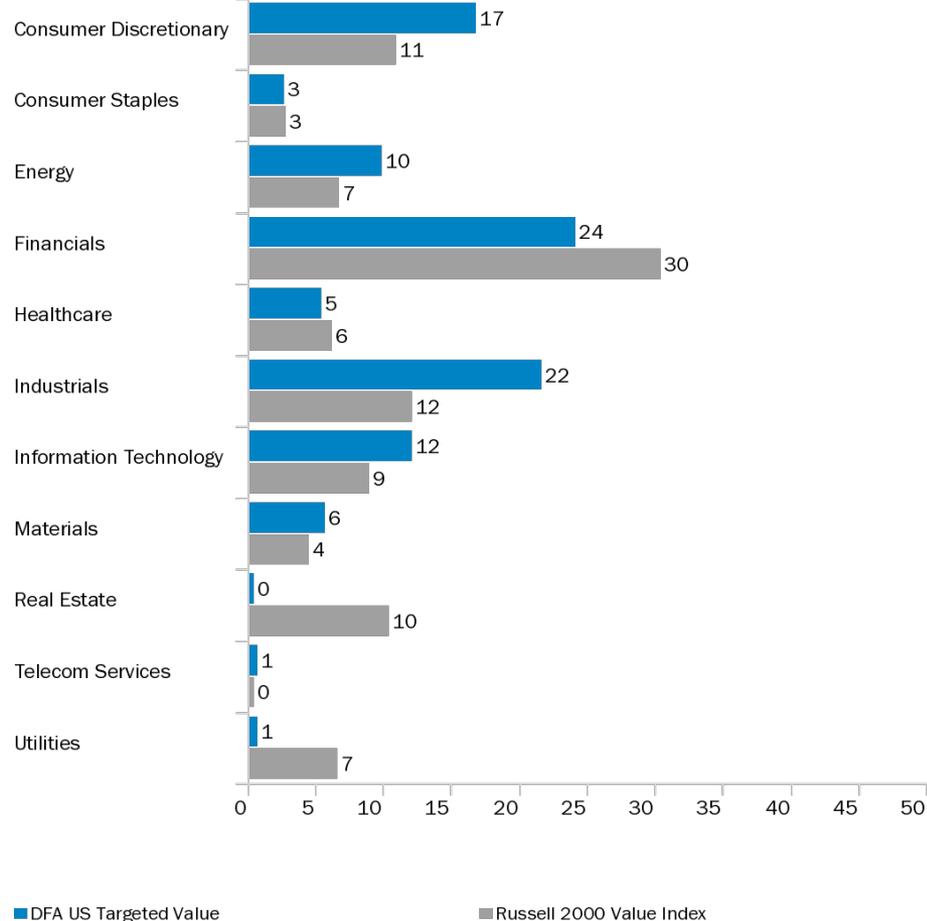
As of Date: 12/31/2017

	Manager	Index
Market Cap (\$,B)	3.4	2.1
P/E Ratio	19.8	19.2
P/B Ratio	1.5	1.5
Dividend Yield (%)	1.2	1.8

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
PulteGroup Inc	Consumer Discretionary	0.9	82.9
S+P500 EMINI FUT DEC17 XCME 20171215		0.9	
Toll Brothers Inc	Consumer Discretionary	0.9	55.7
Owens-Corning Inc	Industrials	0.8	79.9
HolyFrontier Corp	Energy	0.8	60.4
Arrow Electronics Inc	Information Technology	0.7	12.8
Jacobs Engineering Group Inc	Industrials	0.7	16.8
Kohl's Corp	Consumer Discretionary	0.7	14.3
People's United Financial Inc	Financials	0.7	0.1
CalAtlantic Group Inc	Consumer Discretionary	0.6	66.3

Sector Allocation (%)



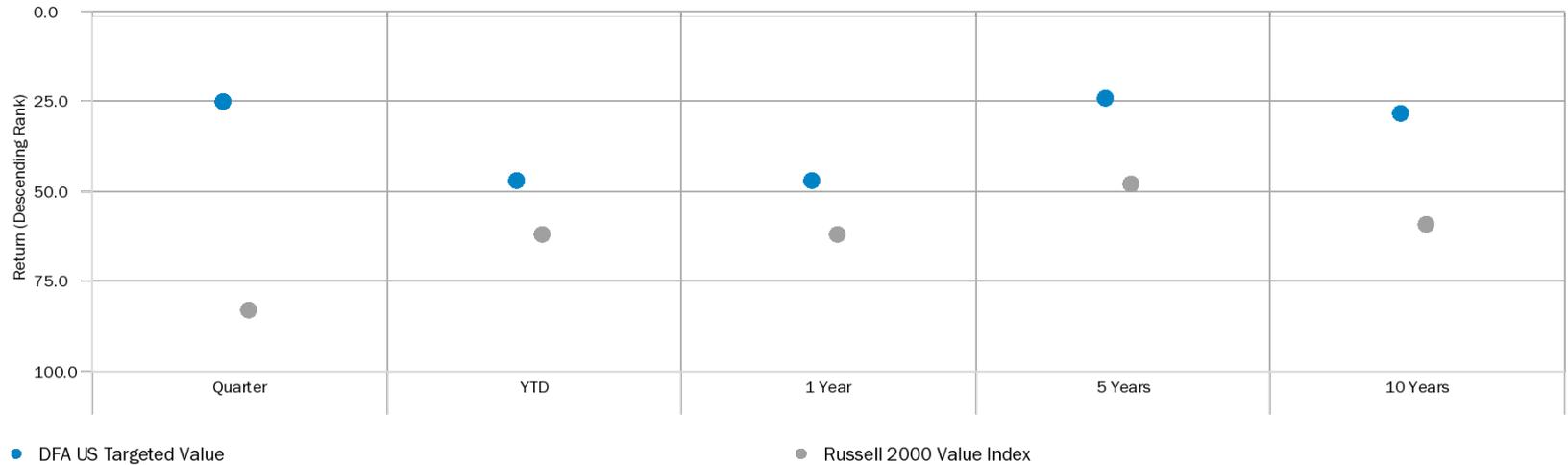
Source: Morningstar Direct



DFA US Targeted Value

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Small Value



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
DFA US Targeted Value	4.5	9.6	9.6	14.1	9.3
Peer group percentile	25	47	47	24	28
Russell 2000 Value Index	2.0	7.8	7.8	13.0	8.2
Peer group percentile	83	62	62	48	59
25th Percentile	4.5	11.9	11.9	14.0	9.4
50th Percentile	3.3	9.0	9.0	12.9	8.5
75th Percentile	2.7	6.4	6.4	11.5	7.4

Source: Morningstar Direct



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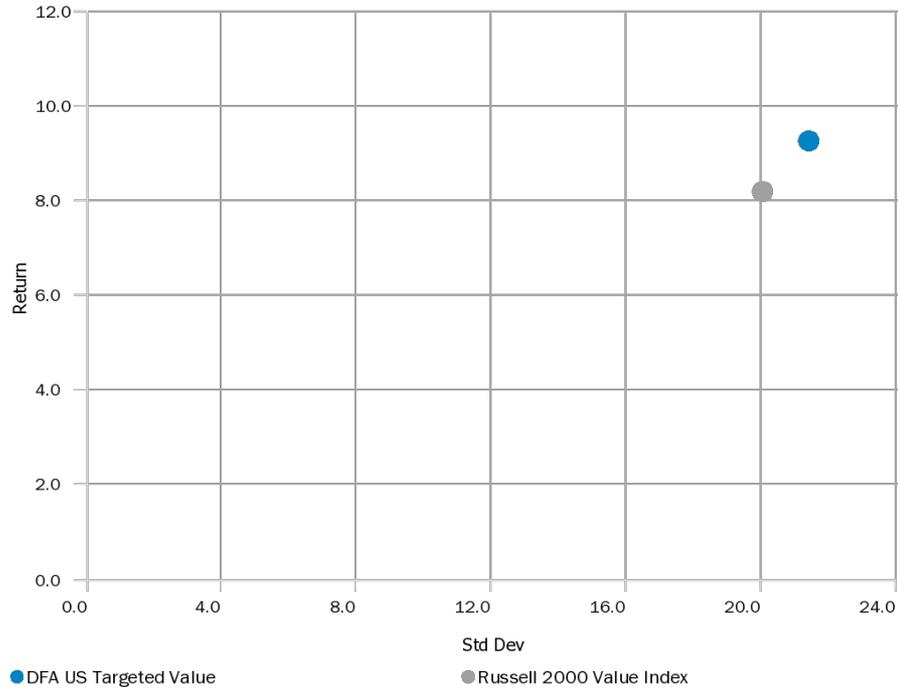
DFA US Targeted Value

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
DFA US Targeted Value	-33.8	31.9	29.0	-6.3	19.2	43.0	2.9	-5.7	26.9	9.6	9.4	14.1	9.3
Russell 2000 Value Index	-28.9	20.6	24.5	-5.5	18.1	34.5	4.2	-7.5	31.7	7.8	9.5	13.0	8.2

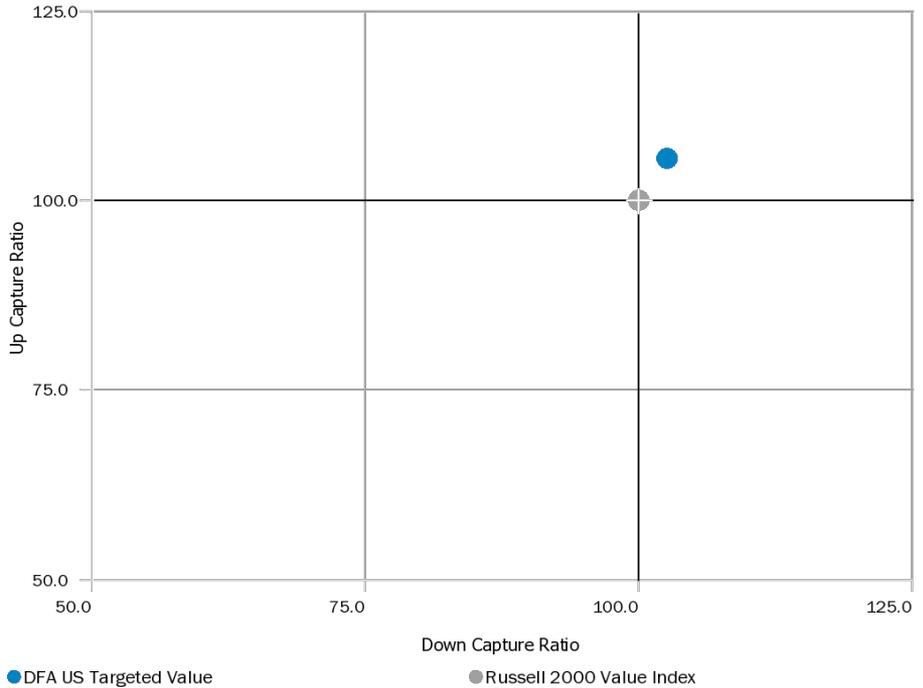
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



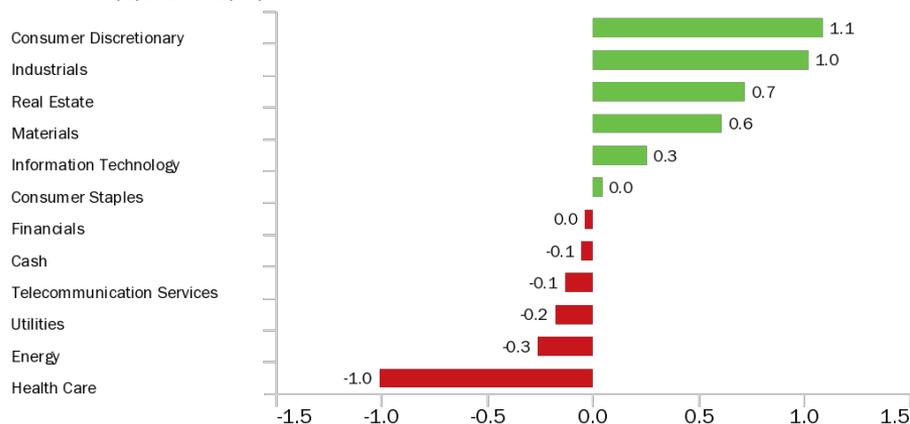
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DFA US Targeted Value

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Company	Relative Weights*	Return	Active Return
HollyFrontier Corp	0.6	63.2	0.5
PulteGroup Inc	0.8	83.4	0.4
Owens-Corning Inc	0.7	80.3	0.3
Toll Brothers Inc	0.7	55.8	0.3
CalAtlantic Group Inc	0.4	66.5	0.2

Bottom 5 Stock Relative Performers

Company	Relative Weights*	Return	Active Return
Mallinckrodt PLC	0.2	-54.7	-0.3
Envision Healthcare Corp	0.2	-45.4	-0.2
Avnet Inc	0.7	-15.3	-0.2
Frontier Communications Corp Class B	0.1	-81.8	-0.2
Nabors Industries Ltd	0.2	-57.1	-0.2

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	14.9	17.7	2.8	10.1	12.3	1.3	0.3	0.8	1.1
Consumer Staples	2.6	0.2	0.0	2.8	-1.1	0.0	0.0	0.0	0.0
Energy	8.8	-11.6	-0.7	5.7	-17.2	-0.8	-0.9	0.6	-0.3
Financials	25.5	3.8	0.9	31.4	4.8	1.4	0.2	-0.2	0.0
Health Care	5.3	10.6	0.5	5.3	31.0	1.4	0.1	-1.1	-1.0
Industrials	21.3	18.8	3.8	12.4	18.1	2.1	0.9	0.1	1.0
Information Technology	12.8	10.6	1.3	9.8	9.4	0.9	0.1	0.2	0.3
Materials	5.7	21.8	1.2	4.5	12.5	0.5	0.1	0.5	0.6
Real Estate	0.5	6.0	0.0	10.7	1.3	0.1	0.7	0.0	0.7
Telecommunication Services	0.8	-30.9	-0.3	0.6	-27.5	-0.2	-0.1	-0.1	-0.1
Utilities	0.6	47.6	0.3	6.6	14.2	0.9	-0.4	0.2	-0.2
Cash	1.3	1.0	0.0	0.0	0.0	0.0	-0.1	0.0	-0.1
Attribution Total	100.0	9.8	9.8	100.0	7.7	7.7	1.0	1.0	2.1

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Neuberger Berman International Equity

As of 12/31/2017

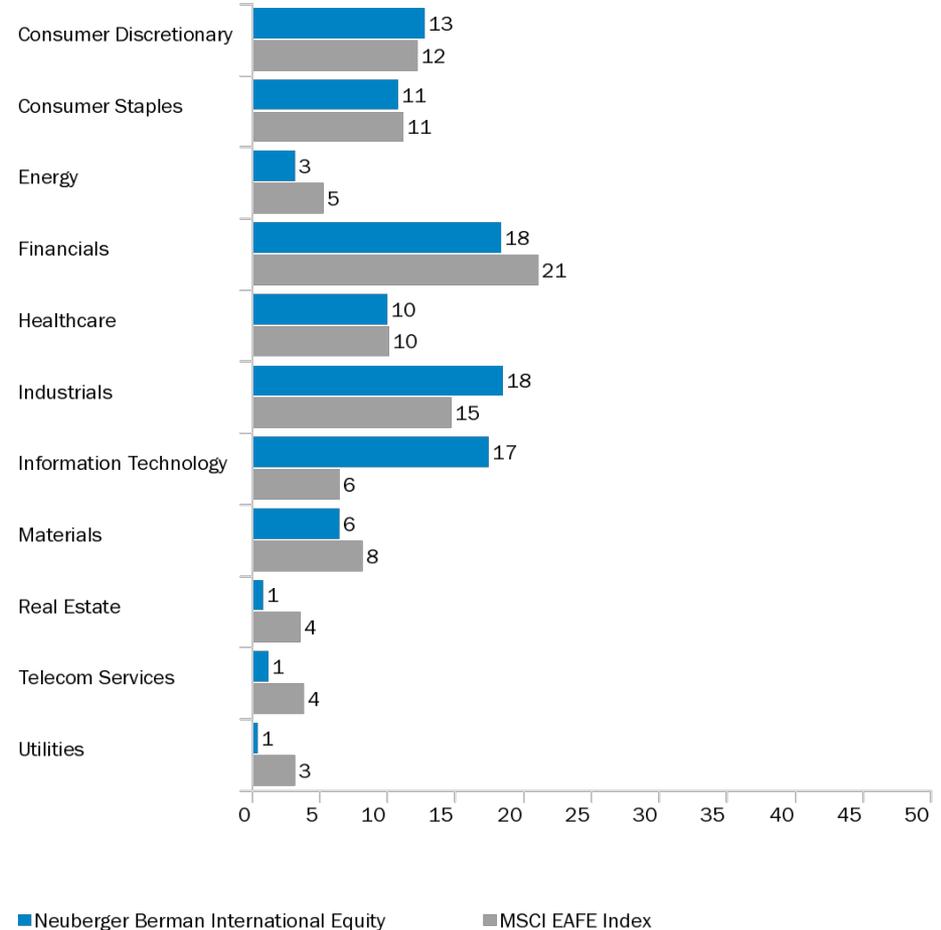
Regional Allocation (%)

	Manager	Index
North America	10.3	1.0
Latin America Emerging	0.5	0.0
United Kingdom	16.2	17.2
Europe Developed	47.9	45.1
Europe Emerging	0.0	0.0
Africa/Middle East	2.1	0.4
Japan	16.1	24.3
Australia/New Zealand	1.3	6.8
Asia Developed	2.2	4.6
Asia Emerging	3.4	0.5

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
State Str Instl Invt Tr Treas Mmkt Fd Inst		3.5	
ASML Holding NV	Information Technology	2.7	56.2
Keyence Corp	Information Technology	2.6	63.3
Alibaba Group Holding Ltd ADR	Information Technology	2.1	96.4
SAP SE ADR	Information Technology	1.9	31.5
Daikin Industries Ltd	Industrials	1.8	29.9
Tecan Group Ltd	Health Care	1.8	34.2
Valeo SA	Consumer Discretionary	1.6	32.4
Check Point Software Technologies Ltd	Information Technology	1.5	22.7
Givaudan SA	Materials	1.5	29.0

Sector Allocation (%)



Source: Morningstar Direct

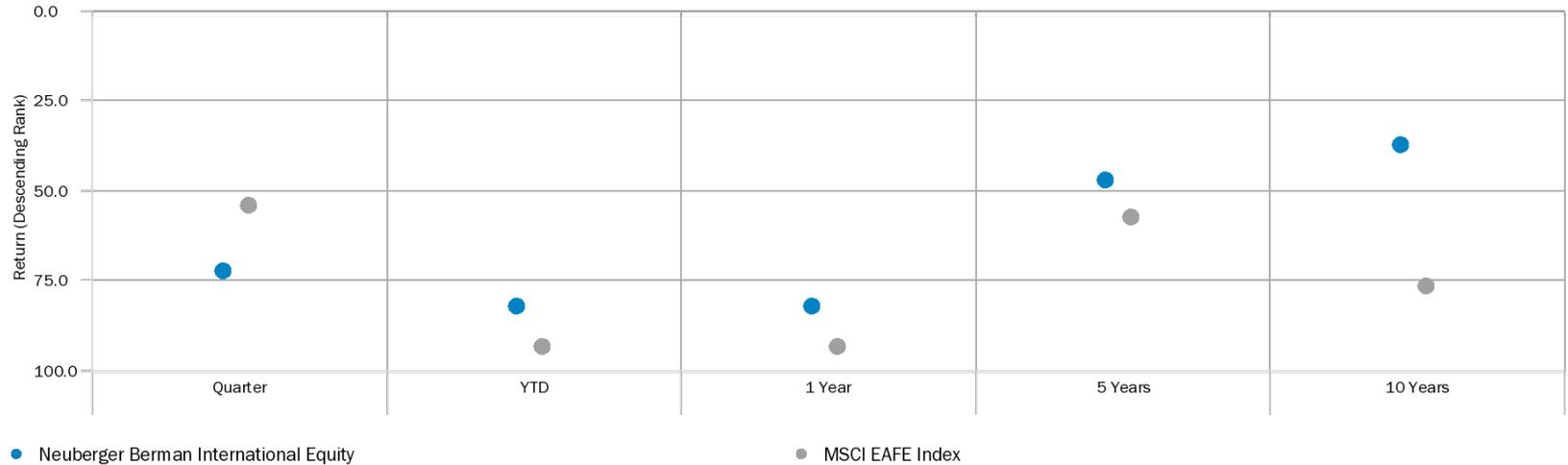


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Neuberger Berman International Equity

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Large Growth



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
Neuberger Berman International Equity	3.8	27.2	27.2	8.3	3.2
Peer group percentile	72	82	82	47	37
MSCI EAFE Index	4.2	25.0	25.0	7.9	1.9
Peer group percentile	54	93	93	57	76
25th Percentile	5.1	34.5	34.5	9.2	3.8
50th Percentile	4.3	31.2	31.2	8.1	2.8
75th Percentile	3.7	27.9	27.9	7.3	2.0

Source: Morningstar Direct



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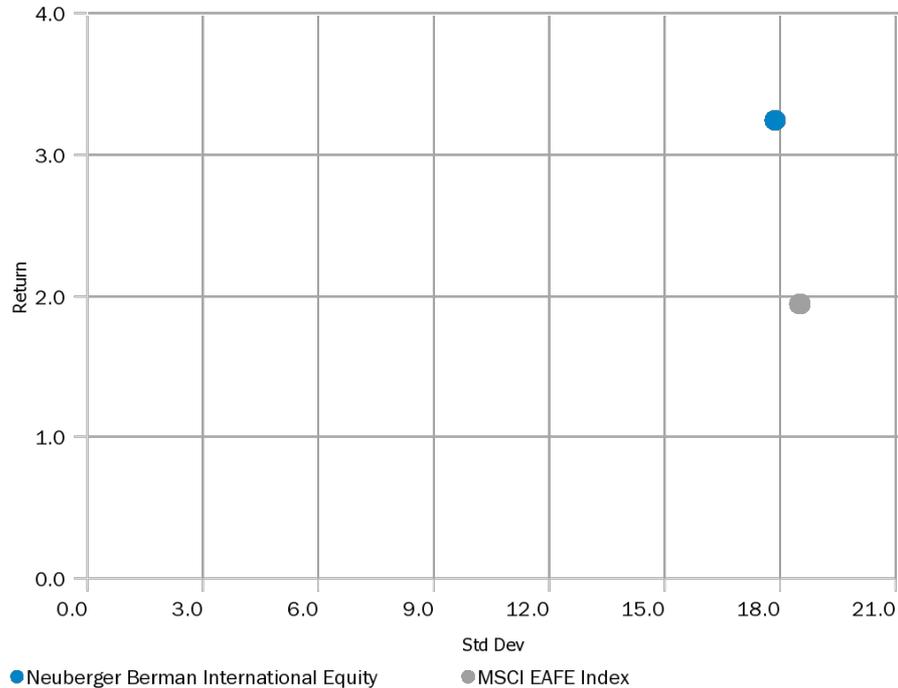
Neuberger Berman International Equity

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Neuberger Berman International Equity	-45.7	37.0	18.6	-11.7	18.8	18.0	-1.9	2.1	-1.1	27.2	8.7	8.3	3.2
MSCI EAFE Index	-43.4	31.8	7.8	-12.1	17.3	22.8	-4.9	-0.8	1.0	25.0	7.8	7.9	1.9

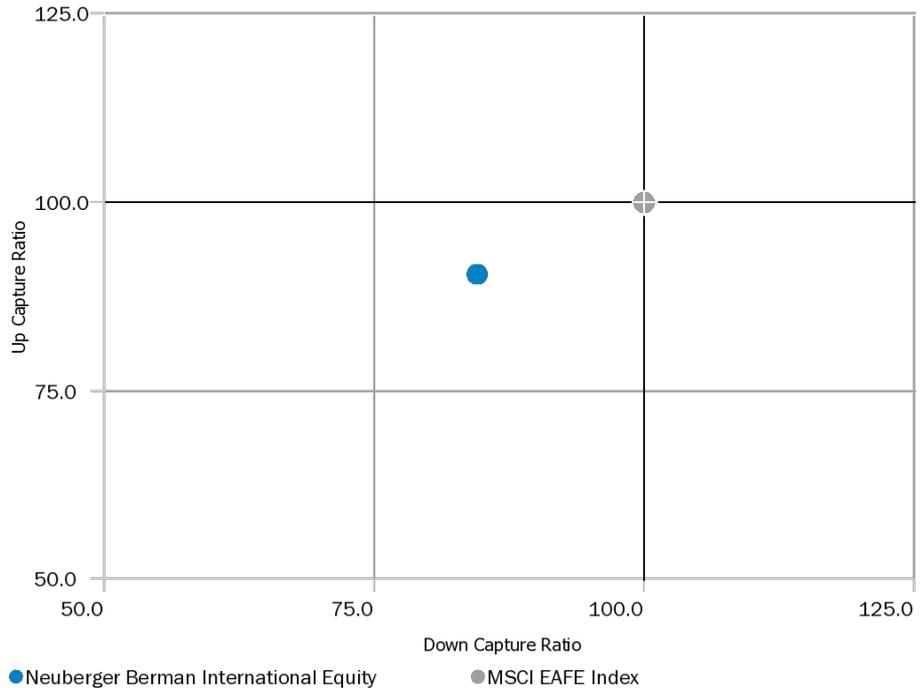
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



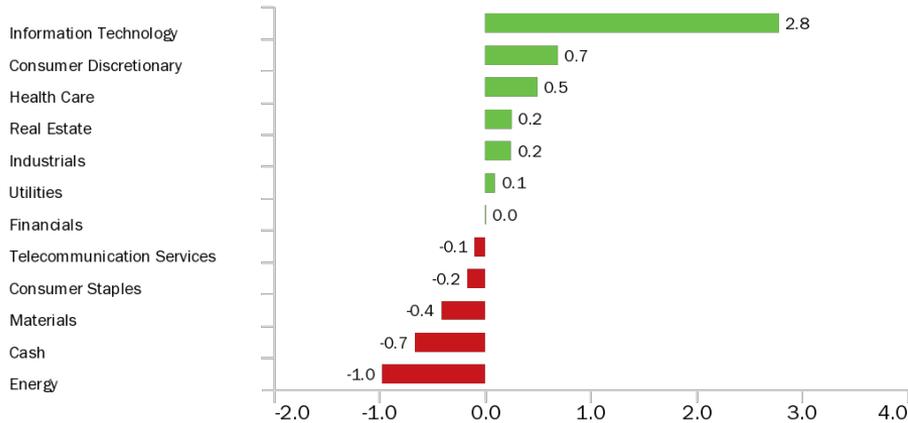
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Neuberger Berman International Equity

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

	Relative Weights*	Return	Active Return
Alibaba Group Holding Ltd ADR	1.8	96.4	0.7
Clinigen Group PLC	1.4	59.7	0.5
SMC Corp	1.2	74.0	0.4
KOSE Corp	0.6	89.7	0.4
Samsonite International SA	1.1	63.5	0.4

Bottom 5 Stock Relative Performers

	Relative Weights*	Return	Active Return
Home Capital Group Inc	0.2	-43.5	-0.6
Nielsen Holdings PLC	1.0	-10.3	-0.5
Bezeq The Israeli Telecommunication Corp Ltd	0.6	-19.9	-0.4
Virbac SA	0.6	-15.9	-0.4
Peyto Exploration & Development Corp	0.4	-28.5	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	10.7	31.4	3.4	12.3	25.5	3.2	0.0	0.7	0.7
Consumer Staples	9.6	22.5	2.3	11.3	25.1	2.8	0.0	-0.2	-0.2
Energy	3.9	4.0	0.0	5.0	22.5	1.2	-0.2	-0.8	-1.0
Financials	18.3	25.5	4.7	21.4	25.4	5.4	0.0	0.0	0.0
Health Care	10.4	21.6	2.3	10.8	17.6	1.9	0.0	0.5	0.5
Industrials	18.6	30.8	5.7	14.3	30.4	4.2	0.2	0.0	0.2
Information Technology	16.8	48.2	7.5	6.0	39.5	2.2	1.5	1.3	2.8
Materials	5.7	28.4	1.6	7.8	33.2	2.6	-0.1	-0.3	-0.4
Real Estate	0.3	24.3	0.1	3.5	21.1	0.8	0.1	0.1	0.2
Telecommunication Services	2.7	15.8	0.2	4.3	13.3	0.6	0.3	-0.4	-0.1
Utilities	0.1	-12.2	-0.1	3.4	19.7	0.7	0.2	-0.1	0.1
Cash	3.0	1.0	0.0	0.0	0.0	0.0	-0.7	0.0	-0.7
Attribution Total	100.0	27.8	27.8	100.0	25.6	25.6	1.5	0.8	2.2

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



Harbor International

As of 12/31/2017

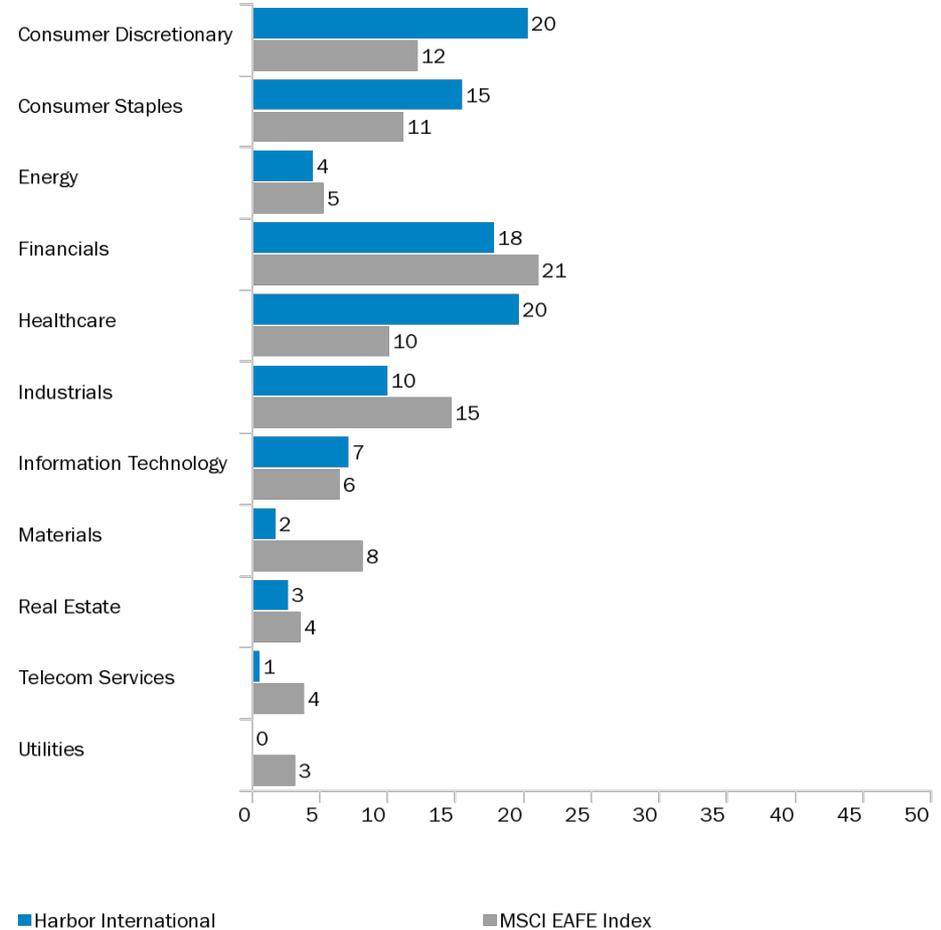
Regional Allocation (%)

	Manager	Index
North America	17.0	1.0
Latin America Emerging	5.1	0.0
United Kingdom	12.4	18.0
Europe Developed	50.1	44.9
Europe Emerging	0.0	0.0
Africa/Middle East	1.2	0.4
Japan	10.5	23.5
Australia/New Zealand	0.0	7.0
Asia Developed	0.1	4.6
Asia Emerging	3.5	0.6

Top Ten Holdings

	Sector	% of Portfolio	YTD Return
Las Vegas Sands Corp	Consumer Discretionary	6.6	35.6
Schlumberger Ltd	Energy	3.5	-17.3
Wynn Resorts Ltd	Consumer Discretionary	3.3	97.2
Alibaba Group Holding Ltd ADR	Information Technology	3.2	96.4
Vivendi SA	Consumer Discretionary	3.1	43.9
Bayer AG	Health Care	3.0	22.5
Fanuc Corp	Industrials	2.3	43.9
Heineken NV	Consumer Staples	2.3	41.1
Shire PLC	Health Care	2.3	-8.3
Atlas Copco AB A	Industrials	2.2	44.3

Sector Allocation (%)



Source: Morningstar Direct

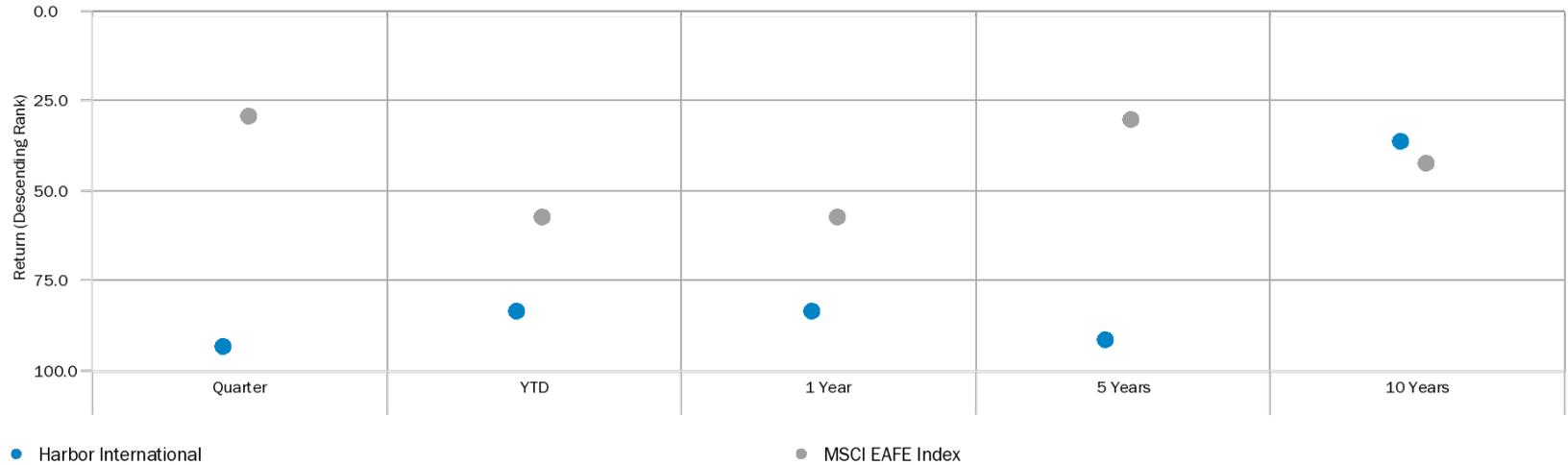


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Harbor International

As of 12/31/2017

Peer Group: Open End Funds - U.S. - Foreign Large Blend



Trailing Returns (%)

	Quarter	YTD	1 Year	5 Years	10 Years
Harbor International	2.2	23.0	23.0	5.3	2.1
Peer group percentile	93	83	83	91	36
MSCI EAFE Index	4.2	25.0	25.0	7.9	1.9
Peer group percentile	29	57	57	30	42
25th Percentile	4.4	27.4	27.4	8.1	2.7
50th Percentile	3.8	25.3	25.3	7.3	1.7
75th Percentile	3.3	24.0	24.0	6.4	0.9

Source: Morningstar Direct



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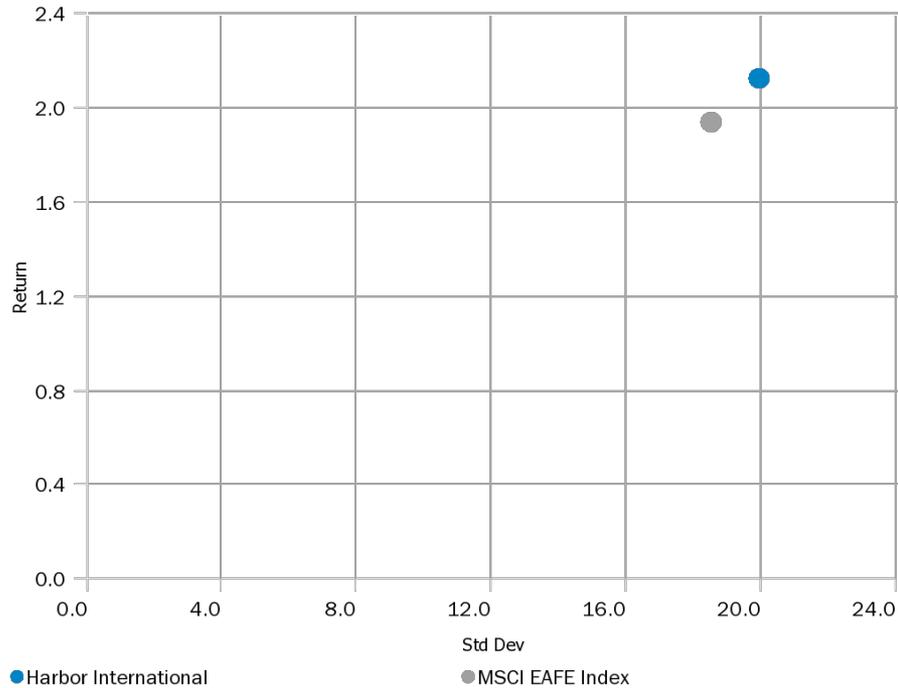
Harbor International

As of 12/31/2017

	Returns (%)												
	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	3Yrs (A)	5Yrs (A)	10Yrs (A)
Harbor International	-42.7	38.6	12.0	-11.1	20.9	16.8	-6.8	-3.8	0.3	23.0	5.9	5.3	2.1
MSCI EAFE Index	-43.4	31.8	7.8	-12.1	17.3	22.8	-4.9	-0.8	1.0	25.0	7.8	7.9	1.9

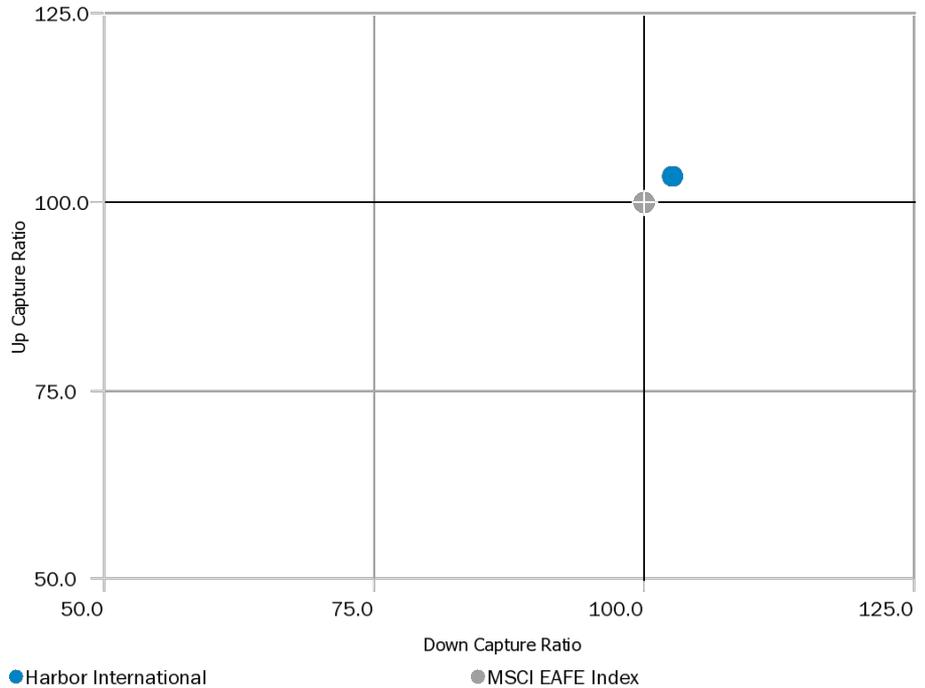
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Source: Morningstar Direct



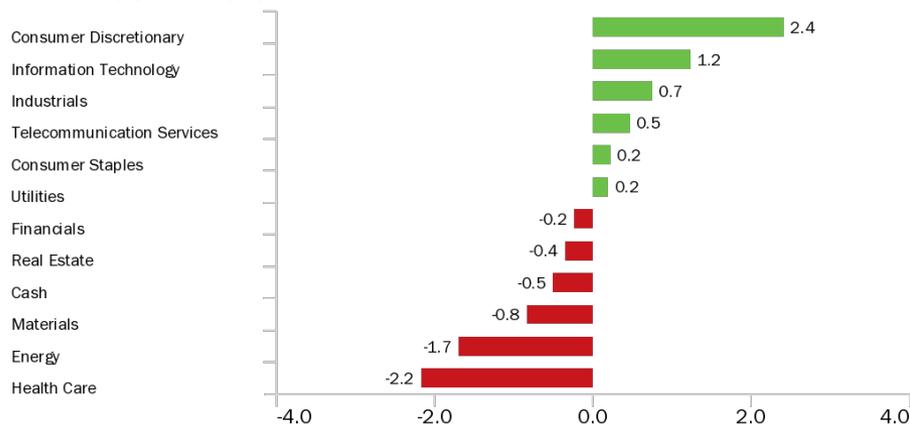
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Harbor International

As of 12/31/2017

Sector Relative Performance: Total Effect

Time Period: 1/1/2017 to 12/31/2017



Top 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Wynn Resorts Ltd	3.1	98.1	1.9
Alibaba Group Holding Ltd ADR	2.7	96.4	1.1
Las Vegas Sands Corp	6.1	36.2	0.6
Vivendi SA	2.3	44.5	0.5
Pernod Ricard SA	1.8	48.3	0.4

Bottom 5 Stock Relative Performers

Stock	Relative Weights*	Return	Active Return
Schlumberger Ltd	3.4	-17.4	-1.7
Shire PLC	2.2	-8.4	-0.7
Teva Pharmaceutical Industries Ltd ADR	0.7	-39.6	-0.6
Grupo Televisa SAB ADR	0.6	-10.3	-0.4
Dentsu Inc	1.0	-8.5	-0.3

Contribution/Attribution Detail

Time Period: 1/1/2017 to 12/31/2017

	Portfolio Weights	Portfolio Return	Portfolio Contribution	Index Weights	Index Return	Index Contribution	Allocation Effect	Selection Effect	Active Return
Consumer Discretionary	18.6	39.4	6.9	12.2	25.5	3.2	0.1	2.3	2.4
Consumer Staples	16.3	26.4	4.3	11.3	25.1	2.8	0.0	0.2	0.2
Energy	4.2	-12.2	-0.6	5.0	22.5	1.2	0.0	-1.7	-1.7
Financials	18.3	23.9	4.4	21.3	25.4	5.4	0.0	-0.2	-0.2
Health Care	19.9	11.2	2.2	10.8	17.6	1.9	-0.8	-1.4	-2.2
Industrials	9.9	41.0	3.8	14.2	30.4	4.2	-0.2	1.0	0.7
Information Technology	6.5	63.0	3.4	6.0	39.5	2.2	0.1	1.2	1.2
Materials	3.1	14.8	0.6	8.0	33.5	2.6	-0.4	-0.4	-0.8
Real Estate	1.4	-7.2	-0.1	3.5	21.1	0.7	0.1	-0.4	-0.4
Telecommunication Services	0.1	-7.1	0.0	4.3	13.3	0.6	0.5	-0.1	0.5
Utilities	0.0		0.0	3.4	19.7	0.7	0.2	0.0	0.2
Cash	1.8	1.0	0.0	0.0		0.0	-0.5	0.0	-0.5
Attribution Total	100.0	25.0	25.0	100.0	25.6	25.6	-0.9	0.4	-0.5

*Manager's average stock weight - Index's average stock weight = Relative Weights.

Source: Morningstar Direct



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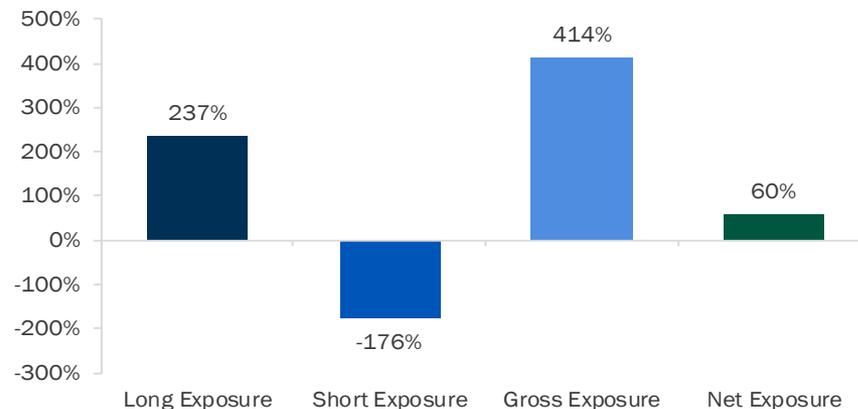
Hedge Fund of Funds Overview: Blackstone Park

As of 9/30/2017

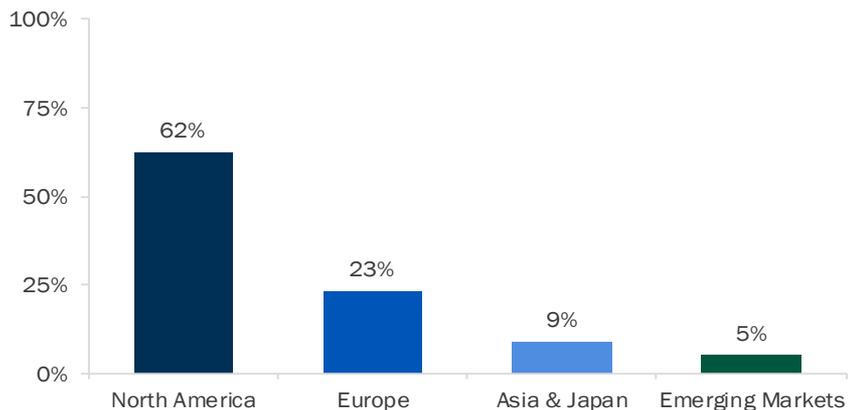
Organizational Overview

Strategy Type	Equity Long/Short Hedge Fund-of-Funds
Location of Headquarters	New York, NY
Year Founded	1985
Firm Assets Under Management (\$, B)	\$73.0
Fund Assets Under Management (\$, B)	\$2.3

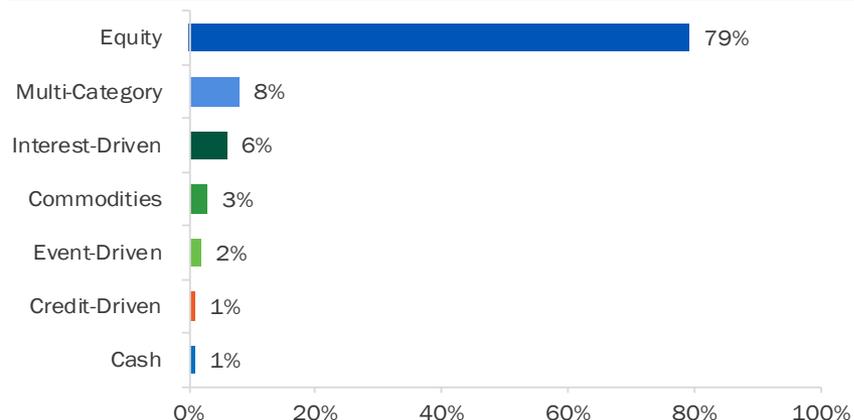
Fund Exposure



Geographic Exposure



Strategy Exposure



Data is as of September 30, 2017. Data as of December 31, 2017 is not yet available.

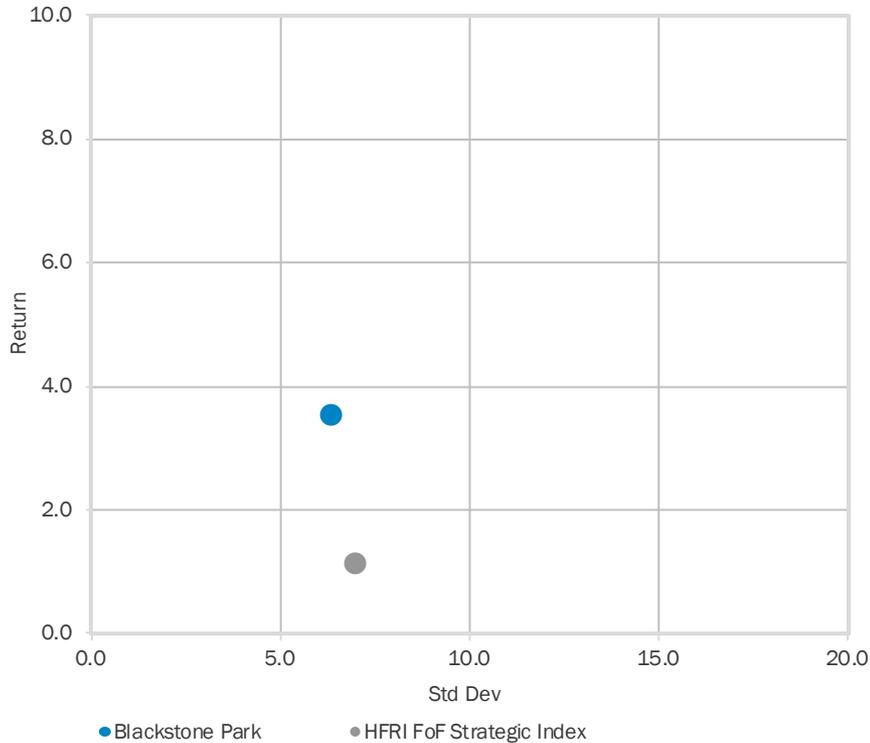
Blackstone Park

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
Blackstone Park	18.9	-19.3	14.7	8.0	-0.4	10.2	14.9	6.2	2.5	-3.5	7.0	1.9	5.2	3.5
HFRI FoF Strategic Index	12.8	-25.2	13.2	6.3	-7.3	5.8	10.5	3.1	-0.5	-0.1	12.0	3.6	4.9	1.1

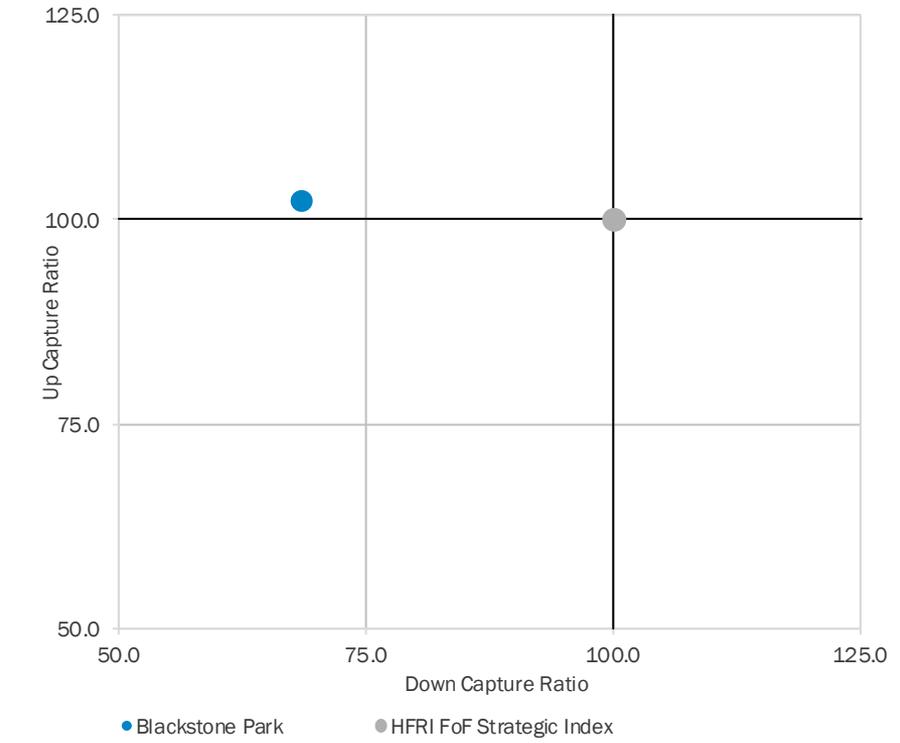
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



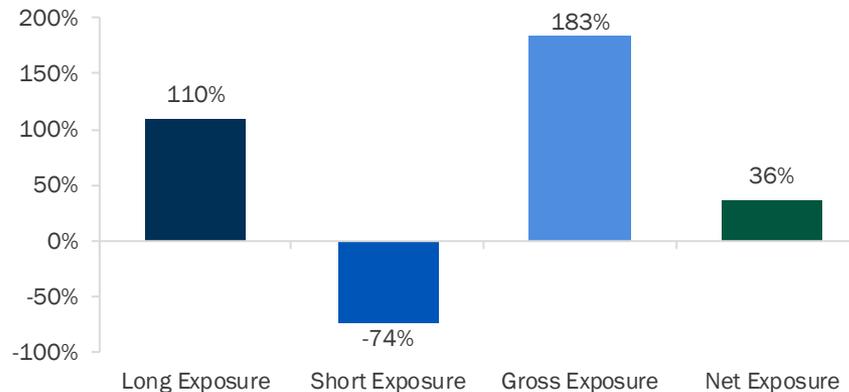
Hedge Fund-of-Funds Overview: Blackstone Hedged Equity

As of 6/30/2017

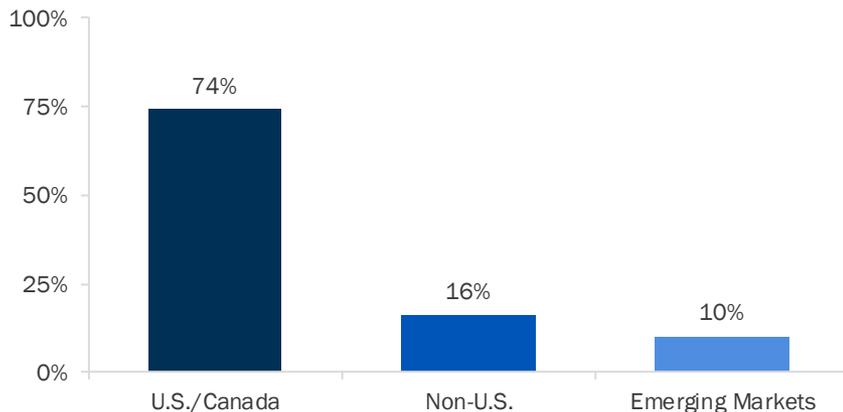
Organizational Overview

Strategy Type	Long/Short Hedge Fund-of-Funds
Location of Headquarters	New York, NY
Year Founded	1985
Firm Assets Under Management (\$, B)	\$73.0
Fund Assets Under Management (\$, B)	\$0.4

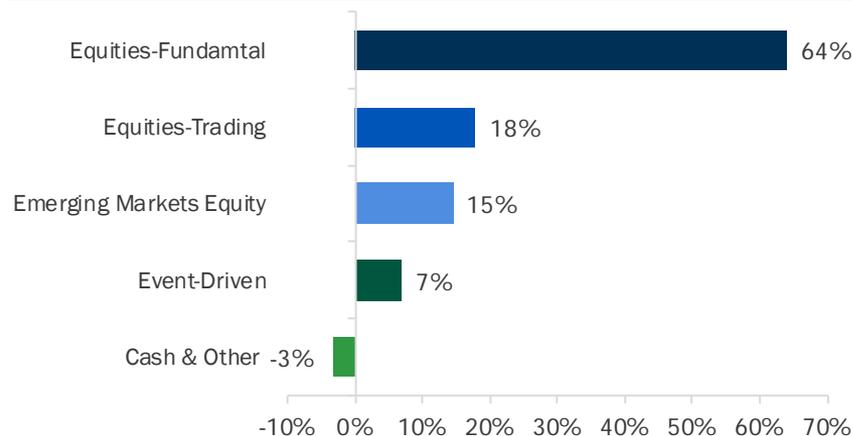
Fund Exposure



Geographic Exposure



Strategy Exposure



Note: All data provided by the investment manager.
Data is as of June 30, 2017. Data as of September 30, 2017 is not yet available.

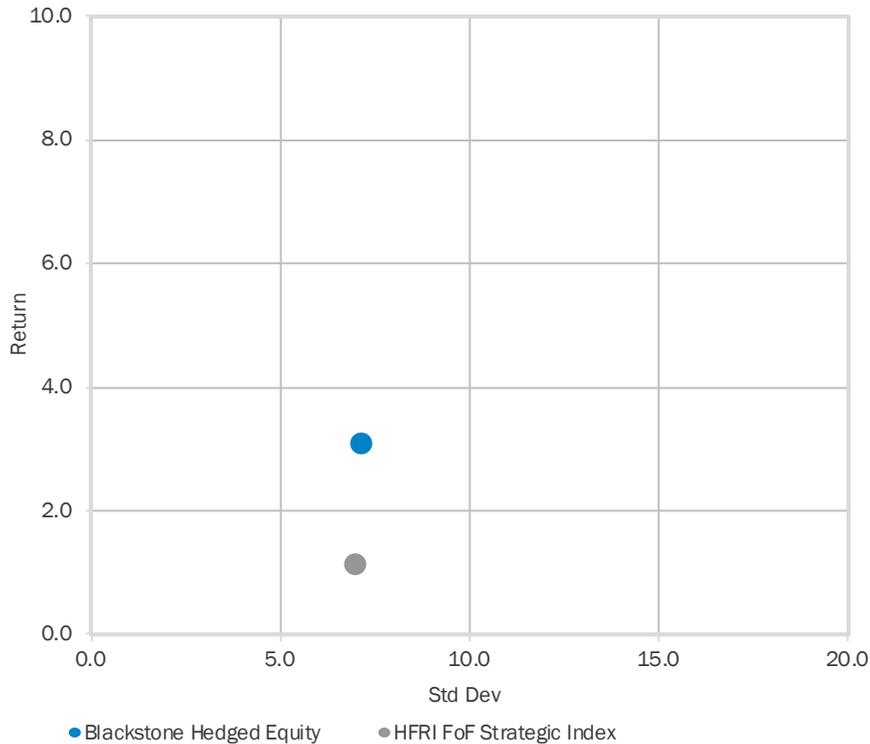
Blackstone Hedged Equity

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
Blackstone Hedged Equity	12.9	-24.6	13.1	6.8	-1.0	10.2	17.9	8.9	1.3	-5.0	10.3	2.0	6.4	3.1
HFRI FoF Strategic Index	12.8	-25.2	13.2	6.3	-7.3	5.8	10.5	3.1	-0.5	-0.1	12.0	3.6	4.9	1.1

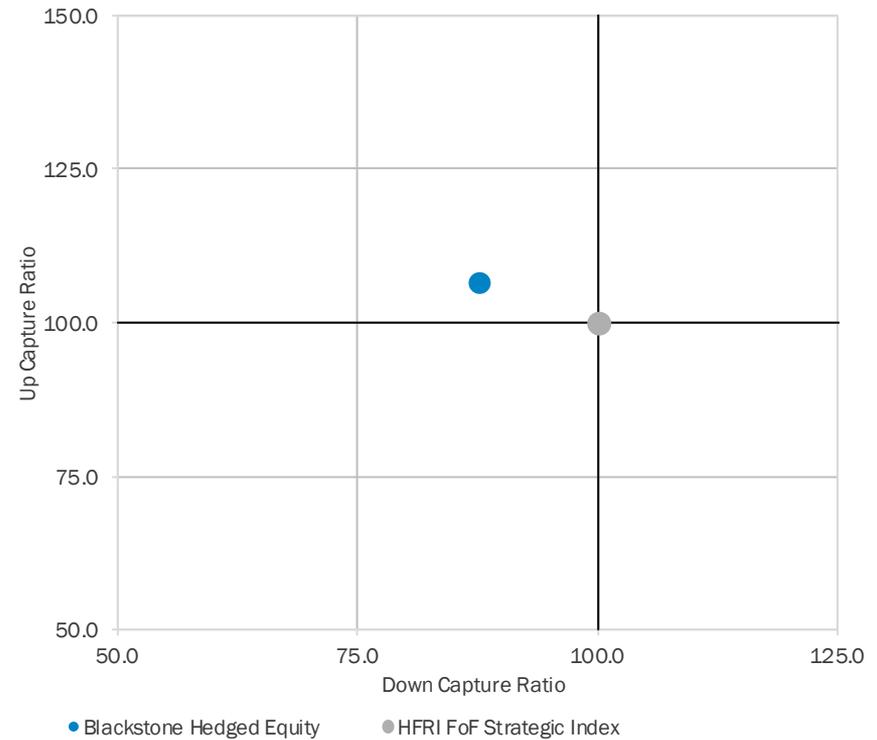
10 Year Risk vs. Return

Time Period: 1/1/2008 to 12/31/2017



10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



Fixed Income Overview: MetWest Low Duration

As of 9/30/2017

Portfolio Characteristics	MetWest Low Duration	Merrill U.S. Treasuries (1-3 Y)
Duration	1.6 yrs	1.9 yrs
Average Maturity	2.3 yrs	1.9 yrs
Average Quality	--	AAA
Yield to Maturity	2.1%	1.5%

Maturity Breakdown	MetWest Low Duration	Merrill U.S. Treasuries (1-3 Y)
0-1 Years	28%	0%
1-3 Years	52%	100%
3-5 Years	10%	0%
5-10 Years	9%	0%
10-20 Years	1%	0%
20+ Years	0%	0%

Sector Allocation	MetWest Low Duration	Merrill U.S. Treasuries (1-3 Y)
Cash	8%	0%
U.S. Treasury	31%	100%
Direct Agency	0%	0%
Agency Mortgages	7%	0%
Non-Agency Mortgages	12%	0%
CMBS	10%	0%
Asset-Backed	5%	0%
Investment Grade Corp.	27%	0%
Non-Investment Grade Corp.	0%	0%
Municipals	0%	0%
Non-U.S.	0%	0%
Other	0%	0%

Quality Breakdown	MetWest Low Duration	Merrill U.S. Treasuries (1-3 Y)
AAA	57%	100%
AA	7%	0%
A	21%	0%
BBB	11%	0%
Below Investment Grade	3%	0%
Other	0%	0%

Note: All data provided by the investment manager.

Data is as of June 30, 2017. Data as of September 30, 2017 is not yet available.

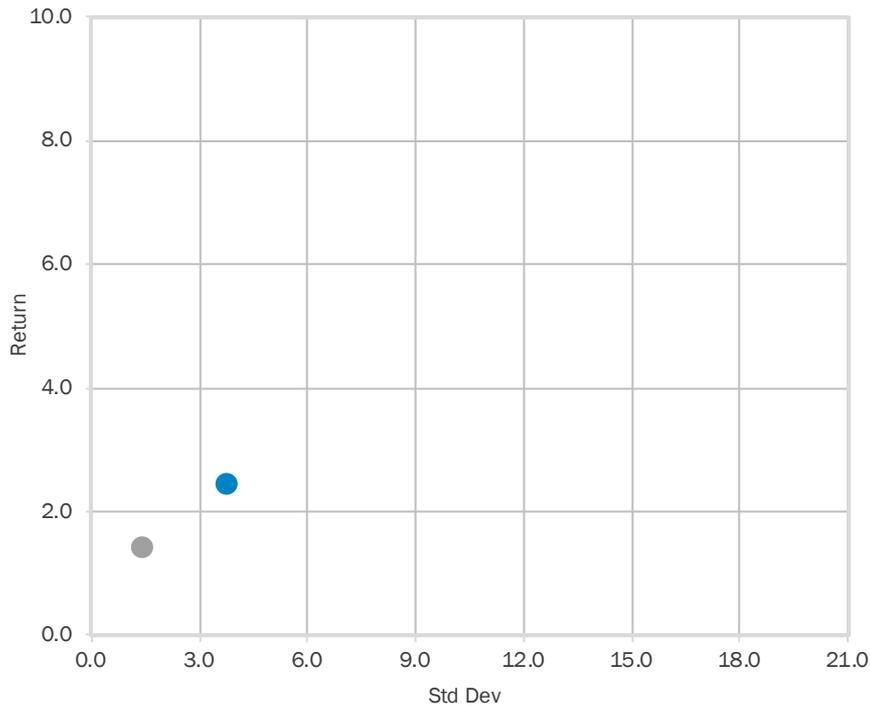
MetWest Low Duration

As of 12/31/2017

	Returns (%)													
	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	YTD	3Yrs (A)	5Yrs (A)	10Yrs (A)
MetWest Low Duration	2.7	-14.6	15.3	10.6	1.2	7.9	2.0	1.6	0.4	1.5	1.3	1.1	1.4	2.4
ML 1-3 Year Treasury Index	7.3	6.6	0.8	2.3	1.6	0.4	0.4	0.6	0.5	0.9	0.4	0.6	0.6	1.4

10 Year Risk vs. Return

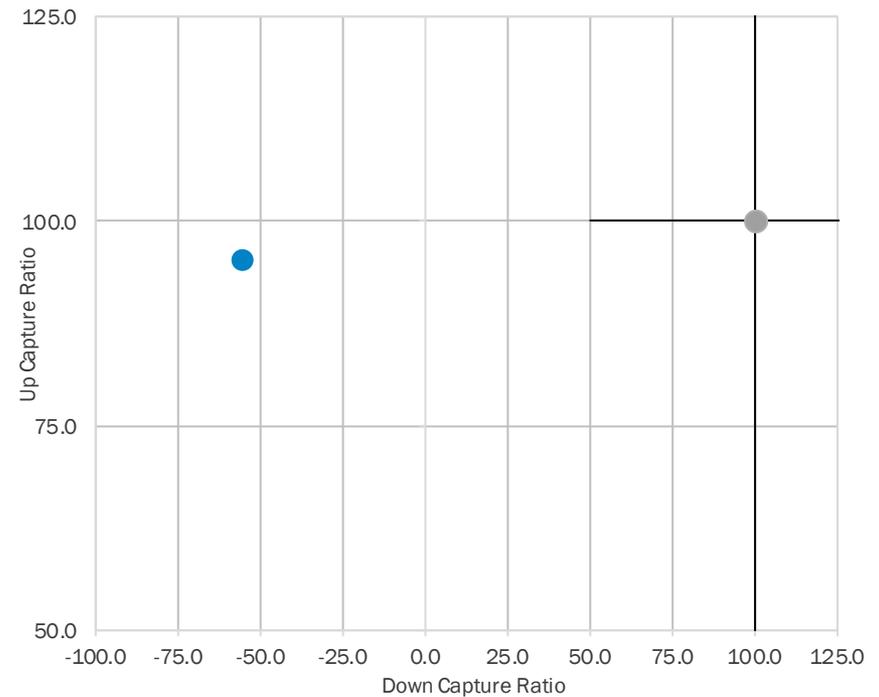
Time Period: 1/1/2008 to 12/31/2017



● MetWest Low Duration ● ML 1-3 Year Treasury Index

10 Year Market Capture

Time Period: 1/1/2008 to 12/31/2017



● MetWest Low Duration ● ML 1-3 Year Treasury Index

Investment Program Fee Review

OPEB Retirement Trust Investment Program Fee Summary

Style	Fund	Market Value (\$, M)	Management Fee	Projected Annual Fee (\$)	Morningstar Average Expense Ratio
Large Cap Core Equity	Vanguard 500 Index Fund	\$7.4	0.04%	\$2,959	1.00%
Mid Cap Growth Equity	Artisan Mid Cap Fund	\$1.7	1.19%	\$19,696	1.12%
Small Cap Value Equity	DFA Targeted Value SCV	\$1.8	0.37%	\$6,808	1.19%
International Equity	Neuberger Berman International	\$3.7	0.85%	\$31,796	1.12%
International Equity	Harbor International	\$3.5	0.71%	\$25,044	1.12%
Hedge Funds	Blackstone Park	\$3.3	1.25%	\$40,860	1.70%
Hedge Funds	Blackstone Hedged Equity	\$2.0	1.25%	\$25,584	1.70%
Fixed Income	TCW MetWest Low Duration	\$5.5	0.39%	\$21,481	0.70%
Money Market	Fidelity Prime Money Market	\$0.1	0.18%	\$106	0.13%
Total		\$29.0	0.60%	\$174,334	1.12%

Endnotes

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