

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS MEETING
OPEN SESSION MINUTES
FRIDAY, SEPTEMBER 28, 2018**

Board Members in Attendance

Missouri

Vernal Brown
Constance Gully, Chair
Aliah Holman, Treasurer
Vincent C. Schoemehl
Rose Windmiller

Illinois

Michael S. Buehlhorn, Vice-Chair
Derrick Cox
Irma Golliday, (via phone)
Jeffrey Watson
Justin Zimmerman, Secretary, (via phone)

Staff in Attendance

John Nations, President and Chief Executive Officer
Barbara Enneking, General Counsel and Deputy Secretary
Shirley Bryant-Taylor, Corporate Legal Department Manager
Barbara Georgeff, Director of Executive Services
Jim Cali, Director Internal Audit
Jessica Mefford-Miller, Executive Director Metro Transit
Larry Jackson, Executive Vice President Administration
John Langa, Vice President Economic Development
Patti Beck, Director Communications
Mary Lamie, Executive Director St. Louis Regional Freightway
Diana Bentz, Vice President Organizational Effectiveness
Scott Grott, General Manager MetroLink
Kathy Brittin, Director Risk Management Safety & Claims
Mark Vago, Sr. VP Chief Financial Officer
Chris Poehler, Asst. Executive Director Engineering Systems
Matthew Hibbard, Social Media Communications Manager
Charles Stewart, Vice President, Pension & Insurance
Diana Wagner-Hilliard, Director Workforce Diversity/EEO
Kevin Kloever, Manager Insurance & Analysis
Kent Swagler, Director Corporate Compliance & Ethics
Tamara Fulbright, Sr. Director Financial Planning & Treasury
Angela Staicoff, Sr. Internal Auditor
Kelli Fitzpatrick, Sr. Internal Auditor/PT
David Toben, Director of Benefits
Annissa Stanley, Casualty Claims Manager
Virginia Alt-Hildebrandt, Manager Administrative Services

Trenise Winters, General Manager MetroBus
Stacy McMurray, Director Organizational Development
Amy Krekeler Weber, EEO Specialist
Brenda Krieger, Executive Assistant
Karl Tyminski, Sr. Internal Auditor/PT
Cynthia Davis, Director Program Development & Grants
Kerry Kinkade, VP Chief Information Officer
Evan Glantz, Executive Assistant
John Wagner, Director Research Institute

Others in Attendance

Tom Curran, St. Louis County

1. **Open Session Call to Order**
8:00 a.m. Chair Gully called the Open Session Board Meeting to order at 8:00 a.m.
2. **Roll Call**
8:00 a.m. Roll call was taken.
3. **Minutes of June 22, 2018, Open Session Board Meeting**
8:01 a.m. The June 22, 2018, Open Session Board Meeting minutes were provided in the Board packet. A motion to approve the minutes was made by Commissioner Schoemehl and seconded by Commissioner Buehlhorn. Commissioner Windmiller abstained because she did not attend the June 22, 2018 meeting. **Motion passed with a majority vote.**
4. **Minutes of July 19, 2018, Open Session Special Meeting of the Board of Commissioners**
8:01 a.m. The July 19, 2018, Open Session minutes of the Special Meeting of the Board of Commissioners were provided in the Board packet. A motion to approve the minutes was made by Commissioner Holman and seconded by Commissioner Brown. **Motion passed unanimously.**
5. **Minutes of September 17, 2018, Open Session Executive Selection Committee Meeting**
8:02 a.m. The September 17, 2018 Open Session Executive Selection Committee Meeting minutes were provided in the Board packet. A motion to approve the minutes was made by Commissioner Buehlhorn and seconded by Commissioner Holman. **Motion passed unanimously.**
6. **Report of Treasurer – 4th Quarter, FY2018**
8:02 a.m. The Treasurer's Report was provided in the Board packet. No presentation was made. This agenda item was informational only. A copy of the report will be kept at the office of the Deputy Secretary.
7. **Report of President**
8:03 a.m. John Nations, President & CEO, informed the Board that since their June Board meeting, Ray Friem, the Executive Director of Metro Transit, retired. Effective July 1, 2018, the Assistant Executive Director for Planning and System Development, Jessica Mefford-Miller was

appointed as the Interim. This past week Ms. Mefford-Miller was made permanent and she is now the Executive Director of Metro Transit. Ms. Mefford-Miller has been a tremendous asset to our team and will be a leader in this field doing great things for our company and the industry. Additionally, Mr. Nations informed the Board that the Bi-State Development (BSD) Procurement Department earned the 2018 Annual Achievement of Excellence and Procurement Award. This award recognizes organizational excellence in public and non-profit procurement. The award criteria is designed to measure innovation, professionalism, e-procurement, productivity and leadership attributes of the procurement function. BSD is one of only three agencies in the State of Missouri and one of 29 special districts of the United States and Canada to receive this award. BSD has received this award for 6 consecutive years, and that is a tremendous credit to our procurement department. Mr. Nations also invited the Board to join the BSD staff from 6:30 pm to 7:30 pm at the North County Transit Center for a reception that will showcase young people who participated in the Hip Hop Architecture Camp that was held in north St. Louis County this summer. The camp activities focused on creating music as part of designing their ideal future communities around one of the Metro Transit Centers. The children included homeless shelters, low income housing and Quik Trips in their ideal communities; as well as pools, skateboard parks and retail businesses. The children were encouraged to get creative through design and hip hop music and they created a music video to emphasize their experience. An example of one of the children's models was on display in the Boardroom. That concluded the President's Report.

8. Report of Operations Committee

8:05 a.m. Committee Chair Buehlhorn reported that the Operations Committee met in Open Session on August 21, 2018, at 8:00 a.m., and that the draft minutes of that meeting were contained in the Board packet under Tab #8. Two items were being introduced on the Consent Agenda for Board consideration, with the Committee's recommendation of approval, as follows: 1) Consent Agenda Item #11(c) – Contract Modification for MetroLink – Boyle Avenue (CORTEX) Station/Central West End Platform Extension Construction Contract; 2) Consent Agenda Item #11(e) – St. Louis Regional Freightway 2019 Multimodal Transportation Project List. The Committee also recommends approval of Agenda Item #12 – Contract Award to Data and Analysis Consulting Services for St. Louis Regional Freightway. Commissioner Buehlhorn reported that the 4th quarter Operations Summary was discussed highlighting ridership, service levels, electric buses, Metro Reimagined, CORTEX MetroLink Station and new technology allowing text messages by customers. This report was informational only and no Board action was required. A copy of the report will be kept at the office of the Deputy Secretary.

9. Report of the Audit, Finance & Administration Committee

8:07 a.m. Committee Chair Holman reported that the Audit, Finance & Administration Committee met in Open Session on August 24, 2018, at 8:00 a.m., and that the draft minutes of that meeting were contained in the Board packet under Tab #9. Three items were being introduced on the Consent Agenda for Board consideration, with the Committee's recommendation of approval, as follows: 1) Consent Agenda Item #11(a) – Contract Award for Independent Audit Services; 2) Consent Agenda Item #11(b) – Contract Award Light Vehicle Leasing and Maintenance Program; and 3) Consent Agenda Item #11(d) – Contract Modification for Additional Funds for Voluntary Critical Illness and Accident Insurance Program. The Committee also discussed and approved changes to the State Safety Oversight Internal Audit Process. The Committee reviewed the Audit Follow-Up Summary, 4th quarter FY18, and the Treasury – Safekeeping Quarterly Accounts Audit for June 30, 2018. Updates regarding the Pension Plan, 401(k) Retirement Savings Program, OPEB Trust Investment Performance, and the

FY19 Risk Management Insurance Program were presented to the Committee. The following three additional items on the agenda were presented at the Committee: Agenda Item #13 – Financial Statement, 4th Quarter FY18; Agenda Item #14 – Performance Indicators, 4th Quarter FY18; and Agenda Item #15 – Procurement Activity Report, 4th Quarter FY18. The 4th Quarter Treasury Report was also presented at the Committee meeting. This report was informational only, and no Board action was required. A copy of the report will be kept at the office of the Deputy Secretary.

10. **Adjustment of Consent Agenda**
8:09 a.m. There was no adjustment to the Consent Agenda.
11. **Consent Agenda Item(s)**
8:09 a.m. **Consent Agenda Item(s): 11(a) – Contract Award for Independent Audit Services (Audit, Finance & Administration Committee Recommends Approval) (Resolution #915); 11(b) – Contract Award: Light Vehicle Leasing and Maintenance Program (Audit, Finance & Administration Committee Recommends Approval) (Resolution #923); 11(c) – Contract Modification: MetroLink – Boyle Avenue (CORTEX) Station/Central West End Platform Extension Construction Contract (Operations Committee Recommends Approval) (Resolution #922); 11(d) – Contract Modification: Additional Funds for Voluntary Critical Illness and Accident Insurance Program (Audit, Finance & Administration Committee Recommends Approval) (Resolution #914); 11(e) – St. Louis Regional Freightway 2019 Multimodal Transportation Project List (Operation Committee Recommends Approval) (Resolution #919).** A motion to approve the Consent Agenda Items as presented was made by Commissioner Schoemehl and seconded by Commissioner Holman. **Motion passed unanimously.**
12. **Contract Award: Data and Analysis Consulting Services for St. Louis Regional Freightway (Operations Committee Recommends Approval)**
8:10 a.m. The briefing paper regarding the contract award to Data and Analysis Consulting Services for St. Louis Regional Freightway was provided in the Board packet and no additional presentation was made. A motion to approve this agenda item as presented was made by Commissioner Schoemehl and seconded by Commissioner Buehlhorn. **Motion passed unanimously. (Resolution #924)**
13. **Financial Statements – 4th Quarter, FY18 (Presented to Audit, Finance & Administration Committee)**
8:10 a.m. The Financial Statements, 4th Quarter FY18 report was provided in the Board packet and no additional presentation was made. This agenda item was informational only and no Board action was required. A copy of this report will be kept at the office of the Deputy Secretary.
14. **Performance Indicators – 4th Quarter, FY18 (Presented to Audit, Finance & Administration Committee)**
8:10 a.m. The Performance Indicators, 4th Quarter FY18 report was provided in the Board packet and no additional presentation was made. This agenda item was informational only and no Board action was required. A copy of this report will be kept at the office of the Deputy Secretary.
15. **Procurement Activity Report – 4th Quarter, FY18 (Presented to Audit, Finance & Administration Committee)**

8:10 a.m. The Procurement Activity Report, 4th Quarter FY18 was provided in the Board packet and no additional presentation was made. This agenda item was informational only and no Board action was required. A copy of this report will be kept at the office of the Deputy Secretary.

16. Unscheduled Business

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

17. Public Comment

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

18. Call of Dates for Future Board and Committee Meetings

8:11 a.m. The Board was advised of the upcoming meetings, as follows:

Operations Committee:	Tuesday, October 16, 2018, 8:00 a.m.
Audit, Finance & Administration Committee:	Friday, October 19, 2018, 8:00 a.m.
Board Meeting:	Friday, November 16, 2018, 8:00 a.m.

19. Adjournment to 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, §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).

8:11 a.m. Pursuant to the requirements of Section 10.080 (D) (1); (2); (3); (5); (7); (10); (11); (16) and (17) of the Bi-State Development Agency’s Board Policy, Chapter 10, Chair Gully requested a motion to allow the Board to go into closed session. A motion to go into Executive Session was made by Commissioner Cox and seconded by Commissioner Schoemehl. A roll call vote was taken and the Commissioners present, Brown, Gully, Holman, Schoemehl, Windmiller, Buehlhorn, Cox, Golliday, Zimmerman, and Watson voted to approve this agenda item. **Motion passed unanimously, and the Open Session meeting was adjourned at 8:11 a.m.**


Deputy Secretary to the Board of Commissioners
Bi-State Development