

**BI-STATE DEVELOPMENT  
BOARD OF COMMISSIONERS MEETING  
(Virtual Meeting)  
OPEN SESSION MINUTES  
April 24, 2020**

**Board Members in Attendance via Zoom**

**Missouri**

Aliah Holman, Vice Chair  
Constance Gully  
Fred Pestello  
Rose Windmiller  
Vernal Brown, Secretary – absent

**Illinois**

Terry Beach  
Justin Zimmerman, Treasurer  
Derrick Cox  
Herbert Simmons  
Irma Golliday – absent

**Staff in Attendance via Zoom**

Taulby Roach, President and Chief Executive Officer  
Barbara Enneking, General Counsel and Deputy Secretary  
Myra Bennett, Manager of Board Administration  
Brenda Deertz, Executive Assistant  
Jessica Mefford-Miller, Executive Director Metro Transit  
Mary Lamie, Executive Vice President Multi Modal Enterprises  
Tamara Fulbright, Sr. Director Financial Planning & Treasury

**Others in Attendance via Zoom**

Brett Runge, ASL Interpreter

**1. Open Session Call to Order**

**8:35 a.m.** Vice Chair Holman called the Open Session of the Bi-State Development Agency, Board of Commissioners Meeting to order at 8:35 a.m.

**2. Roll Call**

**8:35 a.m.** Roll call was taken, as noted above.

**3. Public Comment**

**8:36 a.m.** Vice Chair Holman asked Ms. Bennett if any speaker cards had been submitted for the meeting, and Ms. Bennett indicated that none were received.

**4. Minutes from the February 21, 2020, Meeting of the Board of Commissioners, Open Session**

**8:37 a.m.** The minutes from the February 21, 2020, Meeting of the Board of Commissioners, Open Session were provided in the Board packet. A motion to approve the minutes was made by Commissioner Cox and seconded by Commissioner Zimmerman.

**The motion passed unanimously.**

**5. Report of the President**

**8:38 a.m.** President and Chief Executive Officer, Taulby Roach, noted that a memorial for Metro Operator, Dennis Wallace, was held on Wednesday. He stated that he was encouraged to see the courage of our operators and their commitment to keep the city moving. Mr. Roach stated that he was inspired by this difficult day.

President/CEO Roach stated that Metro will be moving forward with the implementation of hazard pay, beginning this week. He noted that there was a modest change in service implemented on Monday, which has gone well, and no trips have been missed. Mr. Roach noted that additional information regarding the effects from the COVID situation would be addressed on slides 9 – 20 of today's budget presentation.

**6. Report of the Combined Operations Committee and Audit, Finance, & Administration Committee**

**8:24 a.m.** Vice Chair Holman stated that a combined meeting of the Operations Committee and Audit, Finance, & Administration Committee was held on March 20, 2020, and the draft minutes of that meeting are included in the Board Packet under Tab #6.

She reported that the Committee is introducing seven (7) items on the Consent Agenda for consideration today, under Item #9, with the Committees' recommendation of approval.

Consent Agenda Item(s):

- a. Intergovernmental Agreement between Bi-State Development and the Madison County Mass Transit District (Resolution #1038)
- b. Title VI Program and Policy Updates (Resolution #1039)
- c. Sole Source Contract Renewal with Remix Software (Resolution #1040)
- d. Sole Source Contract Award – Public Address & Customer Information System (PA/CIS) Upgrade (Resolution #1041)
- e. Contract Modification: New Flyer, To Purchase 14 Battery Electric Articulated Buses (Resolution #1042)
- f. Revision to Board Policies – Section 10.060 – Board and Committee Meetings (Resolution #1043)
- g. Letter of Agreement between Bi-State Development and The Jerry Costello Group, LLC for Consulting Services for the St. Louis Regional Freightway and Bi-State Development (Resolution #1044)

Vice Chair Holman stated that the Committee is presenting three (3) additional items for the Board's consideration today, with the Committees' recommendation for approval, which include agenda items:

11. Bi-State Development Operating and Capital Budget FY 2021 – 2023 (Resolution #1045), which includes the authorization and approval of grant resolutions and agreements, noted as Resolution #1046 through Resolution #1052
12. Contract Award – Temporary Help Services (Resolution #1053)
13. Discussion Regarding Potential Refunding of Series 2013 Bonds for Savings (Resolution #1054)

She noted that several reports were also provided at that meeting including:

- Financial Statements
- Treasurer's Report
- Metro Transit Operations Report

**7. Report of the Security Sub-Committee**

**8:49 a.m.** Commissioner Windmiller reported that a meeting of the Security Sub-Committee was held on February 25, 2020, at 3:30 p.m., and the draft minutes of that meeting are included in the Board Packet under Tab #7. She reported that, at the February meeting, Ms. Lurae Stuart, WSP, provided a presentation to the Sub-Committee regarding the Metro System Security Strategy, and the Committee approved the WSP security strategy plan. In addition, an update regarding the status of the General Law Enforcement Contracts, Secondary Law Enforcement Contracts and the Transition to F4S was provided by Stephen Berry, General Manager of Public Safety, Vernon Summers, Manager - Contract Security, and Kevin Scott, Director of Security. An update was also provided regarding updates to the Rider Code of Conduct and the Ride and Abide Policy.

**8. Adjustment of Consent Agenda**

**8:51a.m.** Vice Chair Holman asked if there are any adjustments to be made to the Consent Agenda. Commissioner Zimmerman asked that Item 9. g. Letter of Agreement between Bi-State Development and The Jerry Costello Group, LLC for Consulting Services for the St. Louis Regional Freightway and Bi-State Development (Resolution #1044), be removed from the Consent Agenda, to be voted on separately. A motion to approve the Consent Agenda Items, 9. a. through 9. f., with the removal of Item 9. g., was made by Commissioner Zimmerman and seconded by Commissioner Simmons. **The motion passed unanimously.**

**9. Consent Agenda Items**

**8:51 a.m.** Consent Agenda Items:

- a. Intergovernmental Agreement Between Bi-State Development and the Madison County Mass Transit District (Resolution #1038)
- b. Title VI Program and Policy Updates (Resolution #1039)
- c. Sole Source Contract Renewal with Remix Software (Resolution #1040)
- d. Sole Source Contract Award – Public Address & Customer Information System (PA/CIS) Upgrade (Resolution #1041)
- e. Contract Modification: New Flyer, To Purchase 14 Battery Electric Articulated Buses (Resolution #1042)
- f. Revision to Board Policies – Section 10.060 – Board and Committee Meetings (Resolution #1043)

A motion to approve Consent Agenda Items, 9. a. through 9. f., was made by Commissioner Windmiller and seconded by Commissioner Zimmerman. **The motion passed unanimously.**

A motion to approve Item 9. g. Letter of Agreement between Bi-State Development and The Jerry Costello Group, LLC for Consulting Services for the St. Louis Regional Freightway and Bi-State Development (Resolution #1044), was made by Commissioner Windmiller and seconded by Commissioner Gully. Discussion was held regarding this issue. Commissioner Zimmerman noted that he voted against this item at the Committee level, and stated that he did not feel he has

good financial information regarding these types of consulting services. Commissioner Cox stated that he agrees with Commissioner Zimmerman. Commissioner Windmiller asked for clarification of the contract. President and CEO Roach gave an overview of the current lobbying efforts, and indicated that additional lobbying efforts will be needed regarding the CARES Act. He noted that he agrees that it is important that these types of contracts be managed effectively. Additional discussion was held regarding the number of consultants currently under contract with BSD. Mr. Roach reported that there has been an elimination of several contracts during the past fiscal year, and that BSD is currently under contract with three consultants. The Board of Commissioners agreed that this issue should be discussed in greater detail at the next Committee meeting. **The motion to approve the item failed,** as indicated below:

Aliah Holman – Yea  
Constance Gully – Yea  
Rose Windmiller – Yea  
Fred Pestello – Yea

Terry Beach – Abstain  
Derrick Cox – Abstain  
Herbert Simmons – Yea  
Justin Zimmerman – Nay

**10. FY 2020 External Audit - Client Service Plan from RubinBrown**

**9:01 a.m.** A briefing paper was provided in the Board packet, regarding this item. It was noted that this item was presented at the March 2020 Combined Operations / Audit, Finance and Administration Committee Meeting. This item was presented for information only.

**11. Bi-State Development Operating and Capital Budget FY 2021 – 2023 (Resolution #1045)**

(Note: Included with the adoption of the budget is the authorization and approval of grant resolutions and agreements, noted as Resolution #1046 through Resolution #1052.)

**9:01 a.m.** A briefing paper was provided in the Board packet, regarding this item, as well as the budget document and Board presentation. President/CEO Roach stated that a full presentation of the budget was provided at the March Operations/Audit, Finance, and Administration Committee Meeting, and therefore, staff will be focusing on pages 9-20 of the presentation, specifically referencing changes due to the COVID-19 situation. He noted that Bi-State Development has implemented aggressive COVID protection procedures since March 23<sup>rd</sup>, to limit exposure to staff and customers, and estimates of the costs associated with those procedures were provided. He noted that BSD will be working to secure CARES funding to cover those costs. Tammy Fulbright, Senior Director of Financial Planning and Treasury, provided an overview of the Metro Transit, Statement of Activity, which included updated figures for the FY2021 Budget, noting the impacts of COVID, and the effects on revenue. Commissioner Pestello noted that there could be a significant time frame for recovery, and Bi-State must be prepared for the potential loss of revenue and ridership. Commissioner Holman reiterated that she would like to see a system where transit is free to all riders.

President and CEO Roach stated that Bi-State could feel the impact for 20 to 30 months. He stated that he will be reaching out to our partners to discuss the impact, and what steps are appropriate to address these issues. He noted that passenger revenues are down significantly. Mr. Roach stated that fares are not being collected on the system; however, the ATU and operators have indicated that they would like to see the fares re-implemented. He noted that it may be appropriate to offer a fare free or reduced fare system, in order to regain ridership during the recovery period. Commissioner Pestello thanked Mr. Roach and staff, stating that he understands that hard decisions must be made. The Board of Commissioners agreed.

Mary Lamie, Executive Vice President of Multi Modal Enterprises, and Tammy Fulbright, provided a summary of the Statements of Activity for the Gateway Arch and Riverfront Attractions, noting the COVID impact and decrease in revenue for both. Commissioner Windmiller asked if there are plans to furlough any employees. Discussion was held. Commissioner Windmiller stated that, if there are plans to furlough employees, now is the time to implement those actions, due to the fact that, currently, the Federal government is helping to supplement those actions. Commissioner Pestello agreed. President and CEO Roach noted that these issues will continue to be reviewed and addressed in Executive Session.

Ms. Lamie gave an overview of the Statement of Activity, with COVID impacts, for the St. Louis Downtown Airport, also noting a loss of approximately \$100,000 in revenue. Discussion was held regarding the reduced number of charter flights. It was noted that there are opportunities to supplement these revenues through the CARES Act. Commissioner Windmiller posed questions regarding the requirements for use of funds through the CARES Act. Mr. Roach stated that some of these issues will be addressed in more detail in Executive Session; however, the majority of the CARES Act funding received by Bi-State Development, will be used specifically for “transit”, to make up the delta from the decrease in sales tax funding.

Commissioner Gully asked the process for budget adjustments throughout the year. Mr. Roach stated that staff will be watching closely how the first quarter of the budget year plays out, with the cushion from the CARES Act. He noted that he anticipates that we will be holding increased discussions with our funding partners for the first half of the year.

A motion to approve this agenda item, as presented, was made by Commissioner Gully and seconded by Commissioner Windmiller. **The motion passed unanimously.**

**12. Contract Award – Temporary Help Services (Resolution #1053)**

**9:39 a.m.** A briefing paper was provided in the Board packet, regarding a request that the Board of Commissioners approve a request to authorize the President and CEO to enter into a contract which consists of three (3) base years and two (2) options years with all ten (10) firms to provide temporary staffing services, on an as-needed basis, in a not to exceed amount of \$1,900,000.00. President and CEO Roach provided a brief overview of this issue.

A motion to approve this agenda item, as presented, was made by Commissioner Windmiller and seconded by Commissioner Gully. **The motion passed unanimously.**

**13. Potential Refunding of Series 2013 Bonds for Savings (Resolution #1054)**

**9:40 a.m.** A briefing paper was provided in the Board packet, regarding a request that the Board of Commissioners authorize a refinancing of the Series 2013A Bonds, and noting that this item was recommended for approval at the Combined Meeting of the Operations Committee and Audit, Finance and Administration Committee. President and CEO Roach provided a brief overview of this issue.

A motion to approve this agenda item, as presented, was made by Commissioner Beach and seconded by Commissioner Simmons. **The motion passed unanimously.**

**14. Metro Transit Operations Report**

**9:41 a.m.** Jessica Mefford-Miller, Executive Director, Metro Transit, gave an update regarding the emergency response measures that have been implemented, due to the COVID situation. She noted that there has been a high level of absenteeism, and service levels have been adjusted three times to ensure a sustainable service level for customers. She reported that Metro anticipates ramping up service in June, taking into consideration service demands. Ms. Mefford-Miller noted that employee incentives have been implemented to reward employees for their work, including a \$200 per week incentive for employees who do not miss any shifts. She stated that these types of incentives have helped reduce the rate of absenteeism.

Ms. Mefford-Miller gave an overview of the Federal funding that has been received through the CARES Act, but noted that a summer without sports and events would further impact ridership and revenue numbers. She stated that her team is tired, but are doing well, and Metro Transit is working to get the team members some breaks. Commissioner Holman thanked Ms. Mefford-Miller for her report, and posed the question regarding what areas of operation are currently the most difficult. Ms. Mefford-Miller stated that the major concern is covering service areas, with limited human resources. She stated that she is also concerned about getting operators back to work and the decrease in revenue. Ms. Mefford-Miller noted that fare collection has been temporarily suspended, but anticipates reinstating fare collecting in the coming weeks. Commissioner Windmiller expressed gratitude to the operators for their hard work and dedication, during these incredibly difficult times. She thanked Ms. Mefford-Miller and the staff for the steps that have been taken to protect the safety of the customers and operators.

**15. Unscheduled Business**

**10:02 a.m.** There was no unscheduled business.

**16. Call of Dates for Future Board and Committee Meetings**

**10:02 a.m.** Myra Bennett, Manager of Board Administration, advised the Committee of the upcoming meetings, as follows:

|  |          |               |         |
|--|----------|---------------|---------|
| Security Sub-Committee Meeting:            | Thursday | May 14, 2020  | 8:30 AM |
| Operations/Audit Finance & Administration: | Thursday | May 21, 2020  | 8:30 AM |
| Board of Commissioners Meeting:            | Friday   | June 26, 2020 | 8:30 AM |

- 17. 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).**


**10:03 a.m.** Vice Chair Holman requested a motion to allow the Committee to move into closed session as permitted under Bi-State Development Board Policy, Chapter 10, Section 10.080, (D) (1) – Legal; (D) (2) Real Estate; (D) (3) Personnel; and (D) (10) – Audit.

A motion to move into Executive Session was made by Commissioner Simmons and seconded by Commissioner Windmiller. A roll call vote was taken as follows:

Aliah Holman – Yea  
Constance Gully – Yea  
Rose Windmiller – Yea  
Fred Pestello – Yea

Terry Beach – Yea  
Derrick Cox – Yea  
Herbert Simmons – Yea  
Justin Zimmerman – Yea

**Motion passed unanimously, and the Committee moved into Executive Session at 10:04 a.m.**

  
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Deputy Secretary to the Board of Commissioners  
Bi-State Development