



Board of Commissioners  
Open Meeting  
April 24, 2020  
8:30 AM

## Open Session Agenda



## Notice of Meeting and Agenda

**Bi-State Development  
Board of Commissioners Meeting (Virtual Meeting)  
Friday, April 24, 2020 at 8:30 AM**

**Headquarters - Board Room, 6<sup>th</sup> Floor  
One Metropolitan Square, 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	Vice Chair Holman
2. Roll Call	Quorum	M. Bennett
3. Public Comment	Information	Vice Chair Holman
4. Approval of the Minutes of the February 21, 2020 Board of Commissioners, Open Meeting	Approval	Vice Chair Holman
5. Report of the President	Information	T. Roach
6. Report of the Combined Operations Committee and Audit, Finance, & Administration Committee	Information	Vice Chair Holman
7. Report of the Security Sub Committee	Information	Commissioner Windmiller
8. Adjustment of Consent Agenda	Approval	Vice Chair Holman
9. Consent Agenda	Approval	Vice Chair Holman
a. Intergovernmental Agreement Between Bi-State Development and the Madison County Mass Transit District (Resolution #1038)	Approval	
b. Title VI Program and Policy Updates (Resolution #1039)	Approval	
c. Sole Source Contract Renewal with Remix Software (Resolution #1040)	Approval	
d. Sole Source Contract Award – Public Address & Customer Information System (PA/CIS) Upgrade (Resolution #1041)	Approval	
e. Contract Modification: New Flyer, To Purchase 14 Battery Electric Articulated Buses (Resolution #1042)	Approval	
f. Revision to Board Policies – Section 10.060 – Board and Committee Meetings (Resolution #1043)	Approval	

Agenda	Disposition	Presentation
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)	Approval	
10. FY 2020 External Audit - Client Service Plan from RubinBrown	Information	M. Vago / R. Duncan / A. Barnum
11. Bi-State Development Operating and Capital Budget FY 2021 – 2023 (Resolution #1045) (Included with the adoption of the budget is the authorization and approval of grant resolutions and agreements, noted as Resolution #1046 – Resolution #1052)	Approval	M. Vago / T. Fulbright / L. Rusbarsky
12. Contract Award – Temporary Help Services (Resolution #1053)	Approval	C. Stewart / D. Bentz / G. Smith / L. Jackson
13. Discussion Regarding Potential Refunding of Series 2013 Bonds for Savings (Resolution #1054)	Approval	M. Vago / T. Fulbright
14. Operations Report	Information	J. Mefford-Miller
15. Unscheduled Business	Approval	Vice Chair Holman
16. Call for the Dates of Future Board & Committee Meetings	Information	M. Bennett
17. Adjournment to Executive Session**	Approval	Vice Chair Holman
18. Reconvene to Open Session	Approval	Vice Chair Holman
19. Adjournment	Approval	Vice Chair Holman
<p><i>**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).</i></p>		

**\*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. No public comment shall be allowed by parties or their legal counsel in connection with any matter involving a pending bid protest, litigation, or legal matter. The following rules shall be observed: 1) All individuals shall state their name, address and topic for comment; 2) All individuals shall address the Chair and shall not proceed with public comment until recognized by the Chair; 3) No disrespectful language may be used or comments with respect to personalities shall be made; 4) An individual called to order by the Chair shall immediately desist from speaking until permitted to continue by the Chair; and 5) Public comment by an individual shall be limited to five minutes, unless permission to continue is given by motion adopted by the Board.

**Open Session Item**

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**BI-STATE DEVELOPMENT  
BOARD OF COMMISSIONERS MEETING  
OPEN SESSION MINUTES  
February 21, 2020**

**Board Members in Attendance**

**Missouri**

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

**Illinois**

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

**Staff in Attendance**

Taulby Roach, President and Chief Executive Officer  
Barbara Enneking, General Counsel and Deputy Secretary  
Myra Bennett, Manager of Board Administration  
Brenda Deertz, Administrator/Executive Assistant to President/CEO  
Jim Cali, Chief Audit Executive  
Kelli Fitzpatrick, Sr. Internal Auditor/PT  
Ted Zimmerman, Vice President Marketing & Communications  
LaSilvia Franklin, Financial Analyst and Administrator  
Patti Beck, Director Communications  
Jerry Vallely, External Communications Manager  
John Langa, Vice President Economic Development  
Jeff Braun, Director Real Estate  
Jessica Mefford-Miller, Executive Director Metro Transit  
Kent Swagler, Director Corporate Compliance & Ethics  
Angela Staicoff, Sr. Internal Auditor  
Kerry Kinkade, VP Chief Information Officer  
Lisa Burke, Executive Assistant  
Sally Bender, Internal Auditor PT  
Larry Jackson, Executive Vice President Administration  
Chris Poehler, Asst. Executive Director Engineering Systems  
Stephen Berry, General Manager Public Safety  
Charles Stewart, Executive Vice President, Organizational Effectiveness  
Chance Baragary, Project Director – Arch  
Betty Keaton, Budget System Administrator and Analyst  
Larry Rusbarsky, Director Financial Planning & Budget  
Tamara Fulbright, Sr. Director Financial Planning & Treasury  
Scott Grott, General Manager MetroLink

Mark Kollitz, Senior Project Manager Engineering  
Tim Nittler, Director Capital Projects  
Trenise Winters, General Manager MetroBus  
Vernice Kelly, Director of Human Resources  
Greg Smith, Vice President Procurement & Inventory Management  
Shirley Bryant, Corporate Legal Department Manager  
Jessica Gershman, Assistant Executive Director Planning Systems

### **Others in Attendance**

Jim Wild, EWGCOG  
Tom Sullivan  
Mitch Eagles, Transit Rider Empowerment Project  
Justin Raine, Transit Rider Empowerment Project  
Jack Villarreal, Transit Rider Empowerment Project  
Matt Ruzicka, Transit Rider Empowerment Project  
Andrew Nguyen, St. Louis Post-Dispatch  
Jerica Robinson, RYEC  
David Daucanski, Vector Media  
Ken Haggerty, Transit Rider Empowerment Project  
Kae Petrin, STLPR  
Katie Kaufmann, Ready by 21  
Jason Terry, Gilmore & Bell  
Gary Dodson, Vector Media  
Paul Hampel, St. Louis County  
Erica Brooks, Grassroots Organizer to Save Bus Route #79  
Nassim Benchaabane, St. Louis Post-Dispatch  
Shanise Johnson, SLJP  
Mitch Jorstad  
Nataly Garzon, United Way  
Alex Klein  
Serena Bugett-Teague, Link Market  
Eddie Cuminale  
Tim Bailey, NGFS  
Erin Godwin  
Elliot Davis, KTVI  
Reno DuBois

- 1. Open Session Call to Order**  
**8:30 a.m.** Vice Chair Holman called the Open Session of the Bi-State Development Agency, Board of Commissioners Meeting to order at 8:30 a.m.
- 2. Roll Call**  
**8:30 a.m.** Roll call was taken, as noted above.

### 3. Public Comment

**8:31 a.m.** Vice Chair Holman noted that several speaker cards were submitted for today's meeting. She noted that several individuals indicated that they will be speaking on the same topic. She stated that, since time is limited, if a previous speaker has already expressed your concern, we would ask that you please refrain from duplication.

Eddie Cuminale submitted a speaker card, but was not in attendance when her name was called.

Tom Sullivan addressed the Board, stating that he is sorry that Commissioner Mike Buehlhorn resigned, noting that Commissioner Buehlhorn always treated people fairly. He posed questions regarding Washington University and a plan for the Loop Trolley. He stated that the Board of Commissioners rejected the plan for the Loop Trolley, and it should stay that way. With regard to the public comment policy, he stated that the Board should work to reduce the barrier for the public to communicate with the Board.

Lin Ferguson submitted a speaker card, but was not in attendance when her name was called.

Erica Brooks addressed the Board regarding bus routes, specifically Route #79, as well as time extensions for transfers, as a result of Metro Reimagined. She also asked that electric buses be incorporated into the routes for North St. Louis County.

Jerica Robinson, representing the Regional Youth Employment Coalition, addressed the Board regarding the Gateway Go program, for reduced fare "Go Cards" for youth ages 13-25. She noted that the program has been a success in assisting youth with transportation to and from work during the summers, and asked that Bi-State Development continue the program. She stated that they have raised money for half of the cost, and are asking Bi-State Development for the other half of the cost.

Shanese Johnson, representing the St. Louis Regional Youth Employment Coalition, addressed the Board asking for their continued support of the Gateway Go program. She stated that this program not only benefits individuals, but also the community, and increases ridership. She noted that this program has been offered to over 3,000 youth in the area, who could potentially become a pool of committed transit customers for Metro Transit in the future.

Katie Kaufmann, representing the Regional Youth Employment Coalition, addressed the Board regarding the Gateway Go program, noting that this program has had a huge impact on the youth that it serves. Ms. Kaufmann distributed a handout regarding the program, and she noted that this is an opportunity for Bi-State Development to demonstrate its support for equity and inclusion.

Mitch Eagles addressed the Board stating that he was excited to see the Board consider changing the time requirement for the submittal of speaker cards. He noted that he is a transit user; however, he has experienced difficulties with the current fare system. He stated that he wants to ensure that he and other users of transit are being served. Mr. Eagles submitted a petition with approximately 50 signatures in support of mobile ticketing. He also stated that he is a supporter of the Gateway Go program.

Mitch Jorstad addressed the Board voicing support of mobile ticketing. He stated that Metro Transit should make it easier to use the system, and entice people to use public transit. He stated



that he feels that this is something that could be implemented quickly, and have an immediate impact on the system.

Alex Klein and Erin Godwin submitted speaker cards, but were not in attendance when their names were called.

Matt Ruzicka, representing the Transit Rider Empowerment Project, addressed the Board noting that he has had many bad experiences using Metro Transit, and he feels that those issues could have been avoided by mobile ticketing. He noted a number of issues regarding the current fare system, and stated that he would like to sell his car and use public transit exclusively; however, he does not feel that this is feasible, with Metro's current fare system.

Justin Raine addressed the Board in support of mobile ticketing. He noted that he was excited to use public transit, and owns a Gateway Card; however, he has found it difficult to reload the card, and he typically does not carry cash, making it very difficult to use the system. He stated that he previously lived in Houston, Texas, and the transit system there is much more convenient and accessible.

Stuart Keating submitted a speaker card, but was not in attendance when his name was called.

Ken Haggerty addressed the Board in support of mobile ticketing. He noted that he is a Gateway Card holder, but hopes a mobile app can be developed quickly and thoughtfully. He noted that even the best ideas can fail if not developed thoughtfully.

Reno DuBois and Tyler Schlichenmeyer submitted speaker cards, but were not in attendance when their names were called.

Jake Villarreal addressed the Board, stating that the way in which the meetings are designed are not conducive to public participation. He noted that, with an 8:30 a.m. start time during the week, no one with a 9 to 5 job can attend. He also stated that he feels that it would be good practice to allow anyone who shows up at a meeting to speak. In addition, Mr. Villarreal noted issues with the current Metro Transit system, stating that most people from outside of the St. Louis area do not know how to use the system, and it is very difficult for visitors and tourists to use. He noted support for mobile ticketing.

Vice Chair Holman provided an opportunity for anyone who had submitted a speaker card, but arrived after their name was called, to speak.

Eddie Cuminale addressed the Board, voicing support for the Loop Trolley. She stated that she would like Bi-State Development to reconsider managing the Loop Trolley. She noted that the Metro Transit leadership team has done a great job with Metro Reimagined, and she feels that they could do the same with the Loop Trolley. She stated that Metro has a proven track record and could make it work. (Ms. Cuminale supplied a written statement at the conclusion of the meeting, and asked that it be included with the public record. See attached Exhibit A.)

Erin Godwin addressed the Board, stating that she feels that public transit is an economic justice issue, especially for those who need it most. She stated that there is broad base support for the

system, but expressed issues with the way in which the current fare system operates and difficulty in understanding the system, and how transfers operate.

**4. Minutes from the November 22, 2019, Meeting of the Board of Commissioners, Open Session**

**9:21 a.m.** The minutes from the November 22, 2019, Meeting of the Board of Commissioners, Open Session were provided in the Board packet. A motion to approve the minutes was made by Commissioner Pestello and seconded by Commissioner Brown. **The motion passed unanimously.**

**5. Minutes from the December 10, 2019, Special Meeting of the Board of Commissioners, Open Session**

**9:21 a.m.** The minutes from the December 10, 2019, Special Meeting of the Board of Commissioners, Open Session were provided in the Committee packet. Commissioner Cox asked that, on page 4, under Item #8, the minutes be amended to read, “President and CEO Roach stated that the contract would enact the draft plan, which was previously submitted to the Security Sub-Committee. *Commissioner Cox asked if the Board would be voting on the actual new security plan. Mr. Roach replied, yes.*” A motion to approve the minutes, as amended, was made by Commissioner Cox and seconded by Commissioner Zimmerman. **The motion passed unanimously.**

**6. Minutes from the January 3, 2020, Special Meeting of the Board of Commissioners, Open Session**

**9:23 a.m.** The minutes from the January 3, 2020, Special Meeting of the Board of Commissioners, Open Session were provided in the Committee packet. A motion to approve the minutes was made by Commissioner Zimmerman and seconded by Commissioner Pestello. Commissioner Windmiller abstained from the vote. **The motion passed.**

**7. Report of the President**

**9:24 a.m.** President & CEO, Taulby Roach, stated that he has asked Jessica Mefford-Miller, Executive Director Metro Transit and Ted Zimmerman, Vice President Marketing & Communications, to begin a pilot program with regard to mobile ticketing, and he asked Ms. Mefford-Miller to provide an update.

Ms. Mefford-Miller thanked the riders who came to speak today to give input on what they would like to see with regard to improvements to the system. She stated that Gateway Go was a summer program for 2019 and 2020. She stated that they are currently gearing up for a continuation of that program, and are meeting with their funding partners, to see if there is interest in maintaining the program. Ms. Mefford-Miller stated that this will be part of a larger review of fare policies. She stated that over the course of the next year, there will be public engagement activities regarding the fare policies and pricing. She noted that they are interested in developing an electronic fare collection program, inclusive of mobile ticketing. Ms. Mefford-Miller noted that the first step in the implementation of mobile ticketing is the launching of Wi-Fi throughout the system and installation of validation equipment, which is being included in the budgeting process. She stated that she would like to speak further with those who gave comments today, and asked that they speak with Ted Zimmerman before they leave today, to ensure that we have contact information for them.

Vice Chair Holman thanked Ms. Mefford-Miller for her update. She noted that at a recent meeting, there was a request for approval of Trapeze software, and she noted that, at that time, she asked the question of when we can be on the “leading edge” of this technology. She stated that she would like to reiterate that question. Ms. Mefford-Miller stated that the pilot program was designed as a learning process, and she believes the scope of work in the current RFP will get us to that point; however, she noted that the rollout will be incremental. Commissioner Cox stated that, with regard to mobile ticketing, when the roll-out begins, he would like to see the public be involved in that process. President & CEO Roach stated that it is accurate to say that we are playing “catch up”, but we are dedicated to modernizing the system.

President & CEO Roach stated that on today’s agenda is the final of the three Police Department contracts, the contract with St. Louis City. He stated that this is a new era of collaboration, and it is the first time in over six years that we have been under contract with all three Police Departments.

Mr. Roach noted that a long time, distinguished member of the team, Scott Grott, is retiring. Ms. Mefford-Miller commended Mr. Grott for his 18 years of service to Metro Transit and acknowledged his accomplishments.

Commissioner Gully extended congratulations to Mr. Grott on his retirement, and asked about the succession plan for his position. Ms. Mefford-Miller stated that, for now, Martin Gulley, Director of Light Rail Operations, will be reporting directly to her, and they are currently in the process of important succession planning.

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

**9:33 a.m.** Vice Chair Holman stated that a combined meeting of the Operations Committee and Audit, Finance, & Administration Committee was held on January 24, 2020, at 8:30 a.m., and the draft minutes of that meeting are included in the Board Packet today under Tab #8.

She stated that the Committee is introducing eight (8) items on the Consent Agenda for consideration today, under Item #11, with the Committees’ recommendation of approval. Those items include the following:

Consent Agenda Item(s):

- a. Contract Award – Gillig, To Purchase 4 Battery Electric Buses (Resolution #1024)
- b. Contract Award – Transit and MetroLink Station Advertising Services (Resolution #1025)
- c. Bi-State Development Research Institute Pilot Food Kiosks Donation (Resolution #1026)
- d. Contract Award – Design Services for Repurposing of Tucker Theater at the Gateway Arch (Resolution #1027)
- e. Police Assistance Services Agreement with the St. Louis City Metropolitan Police Department (Resolution # 1028)
- f. Sole Source Contract for Temporary Financial Consultant (Resolution #1029)
- g. Appointment of Successor Trustee for Light Rail Vehicle Lease Transactions (Resolution #1030)
- h. Contract Modification – Extension of Contract with Arthur J. Gallagher (Resolution #1031)

She stated that the Committee is presenting two (2) additional items for the Board's consideration today, with the Committees' recommendation for approval, which include the following items:

12. Contract Award – Microtransit Pilot Project (Resolution #1032)
13. Contract Award – Construction of Charging Infrastructure for Battery Electric Buses (Resolution #1033)

Vice Chair Holman also noted that, at the January meeting, several reports were provided, including:

- 2019 Pension Valuations Update
- 401(k) Plan Audit Update
- Financial Statements
- Treasurers Report
- Procurement Report 1st Quarter – FY20
- SSO-Accident & Incident Investigations Audit
- Treasury Safekeeping Report 09/30/2019
- IAD Follow-Up 2nd Quarter FY 2020
- IAD Status Report 2nd Quarter FY 2020
- IAD SSO Status Report 4th Quarter Calendar Year 2019

**(Note: Item #9 was addressed after Items 10 & 11.)**

**10. Adjustment of Consent Agenda**

**9:37 a.m.** Vice Chair Holman asked if there were any changes to be made to the Consent Agenda. None were noted.

**11. Consent Agenda Items**

**9:37 a.m.** Consent Agenda Items:

- a. Contract Award – Gillig, To Purchase 4 Battery Electric Buses (Resolution #1024)
- b. Contract Award – Transit and MetroLink Station Advertising Services (Resolution #1025)
- c. Bi-State Development Research Institute Pilot Food Kiosks Donation (Resolution #1026)
- d. Contract Award – Design Services for Repurposing of Tucker Theater at the Gateway Arch (Resolution #1027)
- e. Police Assistance Services Agreement with the St. Louis City Metropolitan Police Department (Resolution # 1028)
- f. Sole Source Contract for Temporary Financial Consultant (Resolution #1029)
- g. Appointment of Successor Trustee for Light Rail Vehicle Lease Transactions (Resolution #1030)
- h. Contract Modification – Extension of Contract with Arthur J. Gallagher (Resolution #1031)

A motion to approve the Consent Agenda Items, as presented, was made by Commissioner Brown and seconded by Commissioner Simmons. **Motion passed unanimously.**

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

**9:39 a.m.** Commissioner Simmons reported that a meeting of the Security Sub-Committee was held on January 8, 2020, at 8:30 a.m., and the draft minutes of that meeting are included in the Board Packet under Tab #9. He noted that, at the January meeting, an update regarding Contract Security and the Status of Secondary Officers was provided by Stephen Berry, General Manager of Public Safety, and Kevin Scott, Director of Security.

Commissioner Cox stated that he sits on the Security Sub-Committee and we spent \$900,000 on the WSP report, and he has been asking for months, that the Committee go through the actual study, and then present what we think, the Board would like to vote on. He stated that there are a lot of changes that we have heard about, but this Board has never voted on any of the changes contained in the plan. He stated that, if criticism comes, it was not even a Board decision. Commissioner Cox stated that he is confused, and would like to know who sets the policy for Bi-State regarding security.

President & CEO Roach stated that as we negotiate complex transit services, ATU contracts, etc., we bring these items to decision points for the Board of Commissioners. He stated that the Board does not have time to review the details of every contract, so staff negotiates the contracts and boil down items to decisions points to bring to the Board. He noted that all Police Department contracts were brought to the Board for a vote, and the Security team reported several times to the Sub-Committee on the status of the security contract, for input from the Board to be incorporated. Mr. Roach stated that the draft Security Plan is now complete, and will be presented by WSP at the next Security Sub-Committee Meeting on February 25<sup>th</sup>. He stated that he disagrees that there has not been opportunity for the Board to comment on the plan, and we take those comments quite seriously. He noted that he only received the completed WSP report last night, and that report will be distributed to the Board.

Commissioner Cox stated that he feels that Mr. Roach does not understand his concerns. He stated that, for example, with the new security contract with G4S, the Security Sub-Committee was told that they were down to two or three companies, but then the Board was only given one contract to vote on. He stated that the Board was not given input on the other companies that were being considered. Commissioner Cox stated that this was the same situation regarding disarming of our security, which will happen on April 1<sup>st</sup>. He stated that the Board never voted on that issue, so if criticism comes, the Board never voted on these issues.

President and CEO Roach stated that he agrees that we are guided by policy from the Board; however, there are millions of dollars of Bi-State contracts that utilize our sophisticated procurement process. He stated that we use panels to analyze the bids for all contracts, that takes dozens and dozens of hours of time, and then at the conclusion of those procurement processes, we ask for endorsement of the process by the Board. He stated that the role of the Board is to come to a final decision on a contract, yea or nay, with input from staff, which they provide to the Board.

Commissioner Zimmerman stated that, on February 4<sup>th</sup>, President & CEO Roach shared information with the Board regarding G4S, and a USA Today article. He thanked Mr. Roach for that information. He stated that he wants to make sure we get off on the right foot with G4S. He stated that he would like to see the specific questions we asked them, and the actual e-mails with G4S. He asked if that information could be supplied in advance of the meeting next Tuesday.

Mr. Roach stated yes. Mr. Roach stated that Mr. Scott led most of those conversations, and he will speak to Mr. Scott regarding that process, and also have him report on this issue at the Security Sub-Committee Meeting.

Commissioner Cox stated that, he asked on December 10<sup>th</sup>, will the Board get to vote on the new security plan, and the answer was yes. He stated that he would like to know if that is still the plan, and if that vote will take place before April 1<sup>st</sup>. President/CEO Roach stated that, for clarification, he feels that he has been very transparent with the Board as to how we have moved forward with this process. He stated that Lurae Stuart, WSP, will be making a presentation to the Security Sub-Committee on February 25<sup>th</sup>, and noted that it will be on the agenda for approval, and that Commissioner Cox would have the opportunity to voice any objections to the plan, at that time.

Commissioner Windmiller asked for clarification, if Commissioner Zimmerman is asking that the G4S issue be an agenda item at the Security Sub-Committee Meeting. Commissioner Zimmerman stated that it would just be an informational item for discussion. He stated that since the article referred to improper hiring practices, which causes concerns, he wants to make sure we have answers before moving forward. Commissioner Windmiller stated that she concurs with that, and she would be happy to have that conversation at the meeting. Commissioner Beach stated that he concurs; however, he thinks it is important to note that this G4S is a large corporation, with over 600,000 employees, and in an organization of that size, it is not unusual for there to be some “bad apples”. Commissioner Pestello asked if Mr. Roach could resend the G4S information that was previously sent, in advance of Tuesday’s meeting, as well. Mr. Roach stated that the information will be resent.

**12. Contract Award – Microtransit Pilot Project (Resolution #1032)**

**9:54 a.m.** A briefing paper was provided in the Board packet, regarding a request to refer to the Board of Commissioners, for approval, a request to authorize the BSD President and CEO to enter into a contract with the highest ranking firm, Via Transportation; to provide the necessary services to provide the Microtransit Pilot Project, for one base year and three option years, in a not to exceed amount of \$5,866,886.00.

Jessica Gershman, Assistant Executive Director for Planning & System Development, provided a brief overview of this issue, noting that a 12-month pilot project is anticipated, with the total contract consisting of one base year and three option years for Bi-State Development (BSD) to renew at its discretion.

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

**13. Contract Award – Construction of Charging Infrastructure for Battery Electric Buses (Resolution #1033)**

**9:57 a.m.** A briefing paper was provided in the Board packet, regarding a request to authorize the President and CEO to enter into a contract with New Flyer Infrastructure Solutions to provide the necessary services for the Construction of Charging Infrastructure for Battery Electric Buses (E-Bus Infrastructure), in an amount not to exceed \$8,720,000, which includes a 15% contingency.

Chris Poehler, Assistant Executive Director of Engineering Systems, provided a brief overview of this issue, stating that Bi-State Development / Metro is in the process of procuring an initial fleet of Battery Electric Buses (BEBs) to partially replace diesel buses currently in operation. He noted that, in order to enable operation of this initial battery electric fleet, charging infrastructure is necessary at the Brentwood Bus Maintenance Facility and at the Broadway-Taylor Transit Center. This charging infrastructure will consist of charging units themselves, new dedicated power supplies, and mounting structures to enable safe operation. The chargers at Brentwood will provide overnight charging capability and the chargers at Broadway-Taylor will enable on-route charging as necessary to maintain a sufficient state of charge to complete scheduled operations. He stated that management is recommending approval of a contract with New Flyer Infrastructure Solutions to provide the necessary services for the Construction of Charging Infrastructure for Battery Electric Buses (E-Bus Infrastructure), in an amount not to exceed \$8,720,000.

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

**14. Reimbursement Agreement between Bi-State Development and Great Rivers Greenway for a Pedestrian Crossing Gate Improvement (Resolution #1034)**

**9:58 a.m.** A briefing paper was provided in the Board packet, regarding a request for approval for Bi-State Development staff to finalize, and the President and CEO execute, the reimbursement agreement (Agreement) between BSD and Great Rivers Greenway (GRG), a public entity, for a Pedestrian Crossing Gate improvement along the BSD MetroLink alignment near the Wellston MetroLink station. Jeff Braun, Director, Real Estate, 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 Zimmerman. **The motion passed unanimously.**

**Commissioner Gully left the meeting at approximately 10:00 a.m.**

**15. Bi-State Development Public Comment Policy**

**10:00 a.m.** A memo was provided in the Board packet, regarding potential changes to Board Policy with regard to submittal of public comment cards. Barbara Enneking, General Counsel, reviewed the proposed changes to the policy, contained in the red-lined version of the policy, contained in the Board packet. Discussion was held regarding additional potential changes, such as allowing submittal of speaker cards on the day of the meeting, as long as they are submitted prior to the start of the meeting, and changing the allotted time to speak from 5 minutes per person, to 3 minutes per person. Ms. Enneking will revise the policy, as has been directed by the Board, and this item will be presented for Committee consideration at the Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee in March, 2020.

**16. Metro Transit Operations Report**

**10:11 a.m.** A Metro Transit Operations, Quarterly Update, was provided in the Board Packet. Jessica Mefford-Miller, Executive Director Metro Transit, provided a brief update to the Board, noting a year over year ridership increase. She noted that staff is moving forward with Metro Reimagined. She stated that a grant was recently received which will be used for the purpose of increasing connectivity of routes. Ms. Mefford-Miller also noted that they are actively recruiting for Bus Operators.

**17. Unscheduled Business**

**10:13 a.m.** There was no unscheduled business. Commissioner Cox read an excerpt from a letter from John Meyer, President of the Loop Trolley, to St. Louis County Executive Sam Page, Mayor Krewson, and Mr. Roach, indicating that Mr. Mokhtee Ahmad has stated at our recent Board Meeting, that the funds discussed at that meeting could only be used for the Loop Trolley project. Commissioner Cox read an excerpt from the minutes of the Bi-State Board of Commissioners meeting, which noted that the flex funds could be used for another project, as long as the project meets the criteria. Commissioner Cox stated that he wanted to address the fact that what is contained in Mr. Meyer's letter, is not what happened at the meeting.

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

This item was not addressed at the meeting.

**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).**

**10:16 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) (7) – Purchasing and Contracts; and (D) (10) – Audit.

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

Aliah Holman – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Rose Windmiller – Yea

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

**The motion passed unanimously, and the Committee moved into Executive Session at approximately 10:17 a.m.**

The Board of Commissioners reconvened to the Regular Meeting at approximately 10:32 a.m.

Vice Chair Holman noted that, per recent changes to Board Policy, no final action votes will be taken in a closed meeting or closed (executive) session. For items requiring final action, a roll call vote shall be taken in open session.



Commissioner Windmiller made a motion to approve the minutes from the November 22, 2019, Executive Session Meeting of the Board of Commissioners, as presented, as a closed record. The motion was seconded by Commissioner Zimmerman.

Aliah Holman – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Rose Windmiller – Yea

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

**The motion passed unanimously.**

Commissioner Simmons made a motion to approve the Consent Agenda Items, as presented, including: Draft Office Supply Program Audit (Resolution #1035), Final Pharmacy Benefits – Express Scripts Clinical Edits Audit (Resolution #1036), and Draft Healthcare Claims Audit (Resolution #1037). The motion was seconded by Commissioner Brown.

Aliah Holman – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Rose Windmiller – Yea

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

**The motion passed unanimously.**

Vice Chair Holman asked if there was any further business, and being none, Commissioner Brown made a motion to adjourn the meeting. The motion was seconded by Simmons. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 10:34 a.m.

**Statement of Eedie Cuminale to Bi State Development Board of Commissioners meeting 2/21/20**

**RE: LOOP TROLLEY**

**I am here to ask you to reconsider your decision regarding Metro running the Loop Trolley. It is not in anybody's best interest to "throw the baby out with the bathwater".**

**The exceptional leadership team at Metro has assured all parties that the trolley can run without any additional funding for a finite period (I think it was 4 years). Believe in that Leadership team they have done an amazing job on Metro Reimagined and I think they will do an equally amazing job with the Trolley; if necessary and to promote a more regional view it could be renamed The History Museum Trolley with the added attraction of traveling a historic route and being able to connect with the Forest Park Trolley to other points of interest all accessible by public transit !**

**It is a greater jeopardy to federal public transit funding for our region to kill the Trolley before it even has a chance to work than to allow Metro, with a proven record, to make it work and become part of the fabric of our neighborhoods. It might even help to stimulate economic development along its route.**

**I hope that you will reconsider your decision and see the benefit to the region to give the Trolley a chance.**

**Thank you,  
Eedie Cuminale  
9601 Lackland Road  
St. Louis, Mo. 63114**

**Open Session Item**

**6**

**BI-STATE DEVELOPMENT  
COMBINED OPERATIONS / AUDIT, FINANCE & ADMINISTRATION  
COMMITTEE MEETING  
OPEN SESSION MINUTES  
March 20, 2020**

**Operations Committee Members in Attendance via Phone**

Derrick Cox  
Irma Golliday  
Vernal Brown  
Rose Windmiller

**Audit, Finance & Administration Committee Members in Attendance via Phone**

Aliah Holman, Chair  
Constance Gully  
Justin Zimmerman  
Herbert Simmons  
Fred Pestello – Absent

**Other Board Members in Attendance via Phone**

Terry Beach

**Staff in Attendance**

Taulby Roach, President and Chief Executive Officer  
Barbara Enneking, General Counsel and Deputy Secretary  
Myra Bennett, Manager of Board Administration  
Jessica Mefford-Miller, Executive Director Metro Transit  
Tammy Fulbright, Sr. Director, Financial Planning & Treasury  
Mary Lamie, Executive Vice President Multimodal Enterprises  
Jerry Vallely, External Communications Manager

1. **Open Session Call to Order**  
**8:35 a.m.** Chairman Holman called the Open Session of the Combined Operations / Audit, Finance & Administration Committee Meeting to order at 8:35 a.m.
2. **Roll Call**  
**8:35 a.m.** Roll call was taken, as noted above.

Chair Holman noted that, with the change in format of today's meeting, she would like to ask that everyone please have patience with the Board and staff, as some new technology is being used today. She noted that the meeting is being conducted with limited staff in attendance, and if there are questions for specific staff who are not in attendance, there may be a slight delay in the meeting, while phone calls are made to ask staff members join the meeting via phone. She stated that she appreciates everyone's efforts to make today's meeting possible.

Chair Holman stated that, in an effort for brevity,, President & CEO Roach has recommended removing several items from today's Agenda, with the Board's approval. Those items include: Item #15, Item #17, Item #19, Item #20, and Item #23. A motion to amend the Agenda, as noted, was made by Commissioner Windmiller and seconded by Commissioner Simmons.

**The motion passed unanimously.**

**3. Public Comment**

**8:43 a.m.** Chair Holman asked Ms. Bennett if any speaker cards were submitted for today's meeting. Ms. Bennett stated that three speaker cards were submitted; however, one card pertains to personnel matters, and per Board Policy, this topic will not be addressed at an open meeting. She noted that copies of all speaker cards will be distributed to the Commissioners electronically, at the conclusion of the meeting. Ms. Bennett read the comments that were submitted by Tom Sullivan and Mitch Eagles, and noted the speaker card that was submitted by Ernda Williams (see attached Exhibit A).

**4. Minutes of the January 24, 2020 Combined Operations Committee and Audit, Finance & Administration Committee, Open Meeting**

**8:48 a.m.** The minutes of the January 24, 2020, Combined Operations Committee and Audit, Finance & Administration Committee, Open Meeting were provided in the Committee packet. A motion to approve the minutes was made by Commissioner Zimmerman and seconded by Commissioner Windmiller. **The motion passed unanimously.**

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

**8:48 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, for approval, the tentative Audit Plan, submitted by RubinBrown. Tammy Fulbright, Sr. Director, Financial Planning & Treasury, noted that the tentative Audit Plan is included in the Board information, and asked if there were any questions.

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

**6. Bi-State Development Operating and Capital Budget FY 2021 – 2023**

**8:50 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, for approval, the FY 2021 Operating and Capital Budget.

President & CEO, Taulby Roach, noted that Jessica Mefford-Miller, Executive Director of Metro Transit, and Mary Lamie, Executive Vice-President Multi Modal Enterprises, are in attendance to

address issues pertaining to their departments. He noted that the FY 2021 Budget was prepared without knowing the significant changes in our society, due to COVID-19. He noted that additional comments will be provided under the “President’s Report” and in Executive Session.

Mr. Roach noted the Metro Transit Facts, on page 2 of the presentation, gives an overview of the essential aspects of Transit Operations. He referenced page 4 of the presentation, stating that safety and security of the system is the highest priority, and feels that we have been successful in changing the entire dynamic of our security strategy. Mr. Roach noted that new police contracts have been signed with all three of our jurisdictions, and we will be implementing the new security contract with G4S on April 1<sup>st</sup>. He noted that some access control measures have been implemented, and additional access control measures are programmed for implementation throughout FY21-23. Mr. Roach noted the change in leadership in security for Metro. He stated that the experience of Stephen Berry, General Manager of Public Safety, has been invaluable.

President & CEO Roach stated that another crucial aspect of operations is fiscal responsibility. He noted that financial responsibility and stability are critical to the organization. He reported that the projected cost increase from FY20 to FY21 is 1.66% and is minimal. He commended staff for their efforts in keeping FY21 costs to a minimum. Mr. Roach stated that staff is also looking into ways to ensure long term stability, as noted in the successful refunding of the Series 2009 bonds and callable Series 2013 bonds, which will generate \$49.1 million in savings over time for the organization, but most importantly, nearly \$20 million in capital to be used in safety and security. He referenced page 6 of the presentation, which indicates the transit system cost stabilization, and the projected trend over time. He noted that the trend indicates a two-year annual growth rate of .85%, and he is very proud of this achievement.

President & CEO Roach referenced page 7 of the presentation, noting upcoming goals for the organization, including: 1) Improving the perception of safety for Metro Transit and the image of Bi-State Development, which includes improving passenger revenue by restoring customer confidence in the system; and improving sales tax appropriation by restoring and building trust; and 2) Creating operational efficiencies (eliminating redundant or outdated processes and procedures), which includes the financial benefits of offsetting declining sales tax growth, by providing cost savings, and improving cost trends through system redesign. Mr. Roach gave an overview of sales tax collections, as noted on page 8 of the presentation.

Tammy Fulbright, Sr. Director, Financial Planning & Treasury, provided an overview of the Metro Transit Statement of Activity, noting revenue and expenses for operations, as well as a review of the breakdown of operating expenses, as referenced on pages 9 and 10 of the presentation.

Jessica Mefford-Miller, Executive Director Metro Transit, reviewed some of the costs impacting Metro Transit, including the new labor contract with Amalgamated Transit Union (ATU) Local 788; new security and police contracts; and workers’ compensation and casualty insurance. She noted that Metro continues to negotiate the new contract with the IBEW. She referenced the Transit compensation and benefits comparison for FY20 to FY21, and commended the benefits team for maintaining a level cost for the organization. In addition, she reviewed the various revenue sources, referenced on page 15 of the presentation.

Ms. Mefford-Miller reviewed information pertaining to peer transit comparisons and passenger boardings. She noted that Metro had seen ridership growth in the months in January and February; however, unfortunately, this will change due to the COVID-19 situation. President & CEO Roach noted that additional information regarding the effects of the COVID-19 situation on ridership will be discussed later in the meeting. He added that the questions from the Commissioners are welcome today, or can be e-mailed to him. He stated that the budget will be presented to the full Board of Commissioners at the April meeting.

Tammy Fulbright gave an overview of Federal sources of capital funds, as well as local funding sources. President & CEO Roach noted that, on page 22 of the presentation, the "Formula 5307" funds, are the funds that could be moved from capital and reallocated to operating expenses, under the recent FTA emergency order. Ms. Mefford-Miller reviewed the capital cash flow by use. She gave an overview of the projected FY21-FY23 major capital expenditures, which include: revenue rolling stock replacement; light rail vehicle upgrades/replacement; Union Station Tunnel project; MetroLink infrastructure improvements; facility infrastructure improvements; and safety/security initiatives.

Commissioner Windmiller stated that she appreciates the comparison with cities of comparable size and the cost per mile; however, she would be interested in ridership numbers for those cities, as well, to determine if their ridership is considerably higher or lower than ours. Ms. Mefford-Miller stated that they do have these numbers from the national data base, and would be happy to provide them to the Board. Commissioner Holman suggested that the staff provide a walk-through of the comparison numbers with the full Board, and how we are comparing ourselves to other transit agencies. She added that she feels that the general public does not always share the same comparison point, and so perhaps Metro may want to add to the consideration set, not just a comparison from our perspective, but also from the public perspective. Ms. Mefford-Miller stated that staff will compile that information and share with the Board.

Commissioner Windmiller posed questions regarding a significant increase in casualty insurance. Ms. Fulbright stated that we are seeing rising costs in what we have paid out and so an increase was built in, in order to compensate for that issue.

Commissioner Windmiller stated that she would like more information with regard to the FTA emergency order pertaining to the COVID-19 situation, allowing for the use of capital funds for potential budget shortfalls. President & CEO Roach noted that this will be addressed in greater detail later in today's meeting. He also noted that, with regard to the casualty insurance issue, we are currently exceeding the budget projection, and staff would have liked to increase the figure even more than what is represented in the draft budget. He noted that these figures will be tracked closely.

Mary Lamie, Executive Vice-President Multi Modal Enterprises, gave an overview of the statement of activity for the Gateway Arch, noting revenues and expenses. She gave a summary of the projected Gateway Arch capital projects for FY21-FY23 which includes JNEM Park Identifying Signage and the Tucker Theater Repurposing project.

Ms. Lamie gave an overview of the statements of activity for Riverfront Attractions, the St. Louis Downtown Airport, and St. Louis Regional Freightway, including revenue and expenses for each, as well as projected projects.

Ms. Fulbright gave a summary of the statements of activity for Executive Services, Internal Services Funds, Casualty Self-Insurance Fund, and Workers' Compensation Self-Insurance Fund, including an overview of revenues and expenses. President & CEO Roach noted that there is little activity in the Agency Non-Profits at this time. Mr. Roach noted that this concludes the overview of the FY21-FY23 Budget, and he thanked everyone for their time.

Chair Holman stated that this was a great presentation, and she also thanked President & CEO Roach and the staff for their work.

Commissioner Zimmerman stated that, with the money we are receiving from MCT (Madison County Mass Transit), he would strongly encourage Mary Lamie to set up a time to go there and make a presentation to keep them up to date on the activities of the Regional Freightway and how the money is being spent. Commissioner Zimmerman also asked that the increasing costs of casualty insurance and legal expenses be looked at a little deeper, to explore how we can reduce those costs.

A motion to forward this item to the full Board for approval, as presented, was made by Commissioner Gully and seconded by Commissioner Brown. **The motion passed unanimously.**

**7. Intergovernmental Agreement between Bi-State Development and the Madison County Mass Transit District**

**9:42 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, for approval, renewal of an agreement with the Madison County Mass Transit District governing the allocation of Section 5307 federal federal funds, access to transit services and facilities, fare coordination, and support of the St. Louis Regional Freightway for a period commencing on July 1, 2019 and terminating on June 30, 2029.

Jessica Mefford-Miller, Executive Director Metro Transit, gave a brief overview of this issue, noting that BSD and the District are partners in mobility across the St. Louis metropolitan region and have long been engaged in mutual agreements that distribute federal funding appropriated to the St. Louis region in order to connect their respective transit services so as to facilitate regional travel via mass transit. She noted that the agreement calls for revenue cost sharing, and Bi-State Development retains \$100,000.00 of passenger fares attributable to the District for the exclusive purpose of providing funding for The St. Louis Regional Freightway.

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

**8. Contract Award – Paratransit Certification and Administrative Services**

**9:44 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, for approval, to enter into a contract with the most advantageous proposer to operate Metro's ADA Paratransit Certification Program, Reduced Fare Identification



Program and Metro's Travel Training Program. It was noted that the contract would consist of two base years and three option years for Bi-State Development to renew at its discretion.

Jessica Mefford-Miller, Executive Director Metro Transit, gave a brief overview of this issue. It was noted that staff anticipates conducting a review of proposals received and providing an updated paper, seeking approval to contract with the selected party for a specific amount, for consideration at the Board of Commissioners meeting on April 24, 2020.

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

**9. Title VI Program and Policy Updates**

**9:48 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval of the proposed Title VI policies that enable Metro to update its Title VI program. Jessica Mefford-Miller, Executive Director Metro Transit, gave a brief overview of this issue.

A motion to approve this agenda item, as presented, was made by Commissioner Golliday and seconded by Commissioner Brown. **Motion passed unanimously.**

**10. Sole Source Contract Renewal with Remix Software**

**9:49 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to renew Metro's sole source contract with Remix, a software as a service (SaaS) transit planning platform for public transit, for an amount not to exceed \$288,000, to be paid in three annual installments. Jessica Mefford-Miller provided a brief overview of this issue.

Commissioner Holman stated that she would like to reiterate that she looks forward to the time when we are on the leading edge of technology and resources for our constituents. Ms. Mefford-Miller stated that this is a very powerful software tool, and allows us to visualize characteristics, for example, directly comparing a one route alignment against another, the number of low income individuals and minorities we are serving, and important destinations in real time.

Commissioner Simmons asked if this is the same program that has caused some problems in St. Clair County. Ms. Mefford-Miller stated that this platform is a sketch planning tool, so it is designed to help develop routes and service levels, which helps us understand the ridership and demographics. She stated that it is not an operations, planning and scheduling tool. She stated that for those issues, the organization uses Trapeze. Rather the information gathered from Remix is loaded into the Trapeze program.

Commissioner Simmons asked if the Remix program is causing the problem that Mr. Sharkey is currently having regarding the over cost of what was quoted. President & CEO Roach stated that completely redesigning service is clunky and difficult, as it was with Metro Reimagined. He stated we did not have a client working as closely with us on the Illinois side, but feels we could have done a better job working with St. Clair County Transit District; however, he feels that Jessica Gershman and the planning staff are doing a better job of that. He noted that when using

a program such as Remix, you are planning the routes through the population, then when you move to Trapeze, it applies the routes with our labor contracts, and that the process can become very complex. Mr. Roach stated that we could have done a better job in communicating with the District, but are working to strengthen that partnership. Commissioner Simmons stated that there is an overage that still needs to be addressed.

A motion to forward this agenda item to the full Board for approval, was made by Commissioner Gully and seconded by Commissioner Brown. Commissioner Simmons and Commissioner Beach voted nay. All other Commissioners participating voted yea. **The motion passed.**

**(Note: Item #12 was addressed before Item #11.)**

**12. Contract Modification: New Flyer, To Purchase 14 Battery Electric Articulated Buses**

**9:57 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to modify the contract to New Flyer for the purchase of fourteen (14) Battery Electric Articulated buses, to include an additional \$10,000 per bus, for a cost not to exceed \$1,340,000 per bus, totaling \$18,760,000.

Jessica Mefford-Miller provided a brief overview of this issue, noting that the Board of Commissioners previously approved the award of a contract to New Flyer for the purchase of fourteen (14) battery electric articulated buses, at a cost not to exceed \$1,330,000 per bus, totaling \$18,620,000. Subsequent to the contract award, certain pre-production changes were requested by Metro staff, to enhance the overall operational functionality of the bus and customer experience. She noted that changes of this type are customary during the pre-production phase of bus production, in this case however, changes have exceeded the small contingency allowed; therefore, additional monies are being requested to cover the cost of the changes.

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

**11. Sole Source Contract Award – Public Address & Customer Information System (PA/CIS) Upgrade**

**9:59 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to award a sole source contract to Collins Aerospace (ARINC) for Public Address and Customer Information System Upgrades in the not-to-exceed amount of \$4,549,415.00.

Jessica Mefford-Miller provided a brief overview of this issue, noting that the Public Address & Customer Information System (PA/CIS) conveys synchronized audio and text information (train arrival announcements & safety/emergency instructions) on Metrolink platforms to rail customers. The systems have proved reliable and performed with minimal disruption, but the equipment has reached end-of-life. It was noted that the last upgrade was performed at all Phase 1 Alignment Metrolink platforms in 2007, and the LED signs, Station Controller Units, are no longer supported or available, and the 32-bit software is inadequate to support any expansion of the system.

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

**13. Contract Award – Temporary Help Services**

**10:01 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to authorize the President and CEO to enter into an agreement with 10 to 15 firms which proposals are most advantageous to provide temporary help (staffing) services, on an as-needed basis in various job classifications throughout the Agency. The contract period of performance includes three base years and two option years, for Bi-State Development (BSD) to renew at its discretion.

Tammy Fulbright provided a brief overview of this issue, noting that BSD has issued solicitation 20-RFP-106489-DR – Temporary Help Services to obtain proposals from qualified firms to provide temporary staffing services on an as-needed basis. The areas throughout the Agency includes but are not limited to, Administrative/ Secretarial/Clerical, Customer Service, Finance, Marketing/Communication, Talent Management/Human Resources, Administration, Engineering, Procurement, Labor Relations, Reservation Clerks, Risk Management, and Safety. It is BSD's intent to include a total of 10 to 15 firms as a result of the evaluation criteria to be included on the contract list of staffing firms that may be utilized to provide temporary staffing, on an as-needed basis.

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

**14. Revision to Board Policies – Section 10.060 – Board and Committee Meetings**

**10:02 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to revise Bi-State Development (BSD) Board Policies, Section 10.060 – Board and Committee Meetings. In addition it is requested that the Committee approve a recommendation that the Chair of the Board of Commissioners designate that the proposed revision to Board Policies, Section 10.060 – Board and Committee Meetings, not be tabled pursuant to *Article VI (D)* of the Board Policies, as it is in the best interest of the Agency that these revised Board Policies be approved at the Board Meeting on April 24, 2020.

Barbara Enneking, General Counsel, provided a brief overview of this issue, noting that the objective of the revision is to update the Board Policies in recognition of the importance of Agency responsiveness to the public and accountability to its constituents. It was noted that the revisions to Board Policy, Section 10.060 – Board and Committee Meetings will include:

- Requiring a written request from a member of the public specifying the topic or topics to be addressed during such public comment, before the start of the Board or Committee meeting at which such public comment is requested.
- Providing that no public comment shall be allowed addressing any pending bid protest, litigation, or legal matter to which the Agency, its Commissioners, officers, directors, employees, or agents are a party.
- Providing that all remarks shall be directed to the Board as a collective body and not to any individual member thereof.

- Prohibiting the use of threatening, obscene, profane, disruptive, or abusive language.
- Public comment by an individual shall be limited to three minutes unless permission to continue is given by motion adopted by the Board.

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

**15. Potential Refunding of Bonds Issued to Finance Arch Motor Set Replacements**

This item was removed from the Agenda.

**16. 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**

**10:04 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners for approval, a Letter of Agreement between BSD and The Jerry Costello Group, LLC for consulting services for the Freightway and BSD, with terms in effect for a twenty-four (24) month period of April 1, 2020, through March 31, 2022.

Mary Lamie, Executive Vice President Multi Modal Enterprises, provided a brief overview of this issue, noting that, consistent with the Agreement in place today, the Consultant will provide strategic advice and planning for the Freightway and BSD and work closely with the Executive Vice President of Multi Modal Enterprises and BSD Executive Staff, including the President and Chief Executive Officer. In addition to providing strategic planning and advice, the Consultant will coordinate activities between the Freightway and the U.S. Secretary of Transportation and its office, as well as with members of the U.S. Congress and other government officials in the St. Louis region. It was noted that the Consultant will also work with Class I railroads in the St. Louis region to identify strategies to fund Freightway projects. Former Congressman Jerry Costello will be the lead person for the Consultant. The proposed Agreement provides these services at the same rate of \$9,000 per month and would be in effect for twenty-four (24) months, starting on April 1, 2020, through March 31, 2022.

Commissioner Zimmerman stated that he is aware that the Agency has not been spending as much money on outside lobbying. He stated that he would like to know where we are heading in the future, with regard to this issue, and how we know which lobbyists we are using and who we are not. He also asked if the Commissioners could receive some type of summary or report from the consultants, to indicate the issues they are working on and to indicate what we are getting for our money.

President & CEO Roach noted that the Agency reduced the costs and number of consultants in the FY20 budget. He noted that the Agency specifically asked this consultant to renegotiate its contract and lower their monthly rate, which they did.

Commissioner Windmiller asked if this contract is specifically for issues relating to the Freightway. Mr. Roach noted that the cost is split between the Regional Freightway and Executive Services, and depending upon future issues, some of the cost may eventually be paid by the St. Louis Downtown Airport. Commissioner Windmiller asked that this contract be reviewed and reconsidered on an annual basis.

A motion to approve this agenda item, as presented, was made by Commissioner Simmons and seconded by Commissioner Windmiller. Commissioner Zimmerman voted nay, and Commissioner Beach abstained from the vote. All other Commissioners voted yea. **The motion passed.**

**17. State Safety Oversight – Public Transit Agency Safety Plan, Internal Audit Department Work Plan**

This item was removed from the Agenda.

**18. Discussion Regarding Potential Refunding of Series 2013 Bonds for Savings**

**10:11 a.m.** A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to direct staff to prepare a resolution authorizing a refinancing of the Series 2013A Bonds to be presented to the Board of Commissioners for approval at its next meeting.

Tammy Fulbright, Sr. Director, Financial Planning & Treasury, provided a brief overview of this issue, noting that, based upon current markets, a taxable advance refinancing of the Series 2013A Bonds could produce debt service savings of as much as \$35 million (in 2020 dollars), more than 25% of refinanced par, significantly higher than the MOA requirement. Although staff has generally been in favor of waiting to refund these bonds until their 2022 call date, the potential savings are at such a level today that they wanted to commence the process of seeking Board approval to undertake a refinancing if today's extraordinary market conditions persist.

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

**19. Treasury-Safekeeping Quarterly Accounts – Ending December 31, 2019**

This item was removed from the Agenda.

**20. Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of December 31, 2019**

This item was removed from the Agenda.

**21. Financial Statements**

**10:14 a.m.** Tammy Fulbright, Sr. Director, Financial Planning & Treasury, provided an overview of this item, referencing the Combined Statement of Activities on page 9 of the report, and focusing on the Gateway Arch and Metro Transit numbers.

**22. Treasurers Report**

**10:15 a.m.** Tammy Fulbright, Sr. Director, Financial Planning & Treasury, provided a summary of December's results, from page 3 of the report.

**23. Procurement Report 2nd Quarter – FY20**

This item was removed from the Agenda.

**(Note: Item #24 and Item #25 were addressed in a combined report.)**

## **24. & 25. Metro Transit Operations Report & President & CEO Report**

**10:16 a.m.** An operations report for Metro Transit was included in the Committee packet.

President & CEO Roach noted that he has authorized \$130,000 for expenses associated with conducting temperature forehead screenings of Metro operators as they report to work. He stated that they are putting every effort into place to protect our employees and our citizens, and he is hopeful that this will be in place on Monday.

Jessica Mefford-Miller, Executive Director of Metro Transit addressed service impacts related to the COVID-19 situation. She noted that, in the first half of the week, there was a decline in ridership on Metro Bus by 25% and 30% on MetroLink; in the past two days, that percentage has increased to 30% on Metro Bus. She stated that staff is currently compiling the numbers regarding MetroLink, but she anticipates that the ridership will have decreased by at least 40%. Paratransit demand has decreased approximately 25%. Ms. Mefford-Miller noted that service strategies will be discussed in Executive Session.

Ms. Mefford-Miller noted that across Bi-State, they have been working for weeks regarding the COVID-19 situation. Resources and information have been made available through the website, and Human Resources has updated new absence management policies, which have been distributed to employees. Updates will continue to be distributed to employees, as conditions change. She stated that Metro Transit is working to supply personal protective equipment to employees, especially front-line employees, which includes gloves, sanitizing products and wipes. She noted that they do not have masks available for employees; however, if an employee has access and wishes to wear a mask, it is being allowed. Ms. Mefford-Miller also noted increased cleaning at the facilities, as well as on the buses and trains. She stated that they are working on an economic sustainability strategy for the organization. As noted earlier, the FTA has authorized the use of Section 5307 capital funds to address these operational expenses, related to the COVID-19 situation. All COVID-19 operational expenses are being tracked, in the event of future reimbursement opportunities. She noted that Mary Lamie is working with federal and local organizations, lobbying for funding specific to public transit systems, with regard to COVID-19 expenses and reimbursement.

Commissioner Holman thanked Ms. Mefford-Miller for her report, and the steps that are being taken; however, she asked where are our vulnerabilities and what are we doing to lessen the fears of our transit riders. Ms. Mefford-Miller stated that the greatest vulnerability is that we are a service organization, of people helping people, and therefore, the greatest threat is person to person contact. She stated that she would like to discuss these issues in greater detail in Executive Session. Ms. Mefford-Miller noted that Metro Transit will need to make adjustments to its service level, and they are communicating with peers in other areas of the country, who are currently operating in the “isolation phase”, for input.

## **26. Unscheduled Business**

**10:26 a.m.** There was no unscheduled business.

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

**10:26 a.m.** Due to the tentative nature of the schedule of upcoming meetings at this time, this item was not addressed.

**28. 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).**

**10:26 a.m.** Committee 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 and (D) (10) – Audit.

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

Aliah Holman – Yea  
Constance Gully – Yea  
Vernal Brown – Yea  
Rose Windmiller – Yea

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

**Motion passed unanimously, and the Committee moved into executive session at 10:27 a.m. (Commissioner Zimmerman left the teleconference meeting at 10:27 a.m.)**

**29. Reconvene to Open Meeting**

**10:57 a.m.** The Committee reconvened to the Open Meeting at approximately 10:57 a.m. Chair Holman noted that, per recent changes to Board Policy, no final action votes will be taken in a closed meeting or closed (executive) session. For items requiring final action, a roll call vote shall be taken in open session.

Commissioner Simmons made a motion to approve the Minutes from the January 24, 2020, Executive Session of the combined meeting of the Operations and Audit, Finance, & Administration Committee, as presented, as a closed record. The motion was seconded by Commissioner Gully.

Aliah Holman – Yea  
Vernal Brown – Yea

Terry Beach – Yea  
Irma Golliday – Yea

Rose Windmiller – Yea

Herbert Simmons – Yea

**The motion passed.**

Commissioner Simmons made a motion to approve the Draft Passenger Revenue - Farebox Audit. The motion was seconded by Commissioner Brown.

Aliah Holman – Yea  
Constance Gully – Yea  
Vernal Brown – Yea  
Rose Windmiller – Yea

Terry Beach – Yea  
Derrick Cox – Yea  
Irma Golliday – Yea  
Herbert Simmons – Yea

**The motion passed.**

Commissioner Simmons made a motion to approve the Draft Legal Fees Expense 5030301 Audit. The motion was seconded by Commissioner Brown.

Aliah Holman – Yea  
Constance Gully – Yea  
Vernal Brown – Yea  
Rose Windmiller – Yea

Terry Beach – Yea  
Derrick Cox – Yea  
Irma Golliday – Yea  
Herbert Simmons – Yea

**The motion passed.**

Commissioner Simons made a motion to approve the Restructuring of Financing Agreement for the Brentwood-Meridian Garage, as presented in Executive Session. The motion was seconded by Commissioner Brown.

Aliah Holman – Yea  
Constance Gully – Yea  
Vernal Brown – Yea  
Rose Windmiller – Yea

Terry Beach – Yea  
Derrick Cox – Yea  
Irma Golliday – Yea  
Herbert Simmons – Yea

**The motion passed.**

**30. Adjournment**

**11:00 a.m.** Chair Holman asked if there was any further business, and being none, Commissioner Gully made a motion to adjourn the meeting. The motion was seconded by Commissioner Brown. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 11:00 a.m.



**Bennett, Myra G.**

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**From:** Tom Sullivan <tsullivan@sullivanadv.net>  
**Sent:** Thursday, February 27, 2020 7:23 PM  
**To:** Bennett, Myra G.  
**Subject:** Public Comments at Meetings

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

**CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and are expecting the information.**

*Ms. Bennett -- please forward to Bi-State Commissioners and the General Counsel --thanks -- Tom Sullivan*



February 27, 2020

**TO: Bi-State Board of Commissioners & General Counsel**  
**FR: Tom Sullivan, 751 Syracuse, U.City, MO 63130, 314-727-2242**  
**RE: Public Comments at Meetings**

At the last board meeting there was a discussion of making changes in the procedure for signing up to speak and the time allotted. I think the only change that should be made is to allow speakers to sign in at the meeting as 48 hours notice is too much. I don't know of any governmental entity that has such a requirement.

As to the 5 minutes allowed to speak, I hope that stays the same. Mr. Roach mentioned how the St. Louis County Council has a three-minute limit. What he didn't mention is the problems it can cause. What happens is that people want to finish their remarks or statements even though their time is up. That leads to a conflict with the chair who is conducting the meetings. There has been a couple of times in the last few months where police officers have had to nudge speakers away from the lectern. I don't think you want that at your meetings.

The Metropolitan St. Louis Sewer District has 5 minutes for public comments as do most city councils. University City is the most liberal -- 5 minutes for each agenda item. So a citizen could speak for 15 minutes at a meeting if they had comments on three agenda items. Despite the policy, meetings move along pretty good.

What I would suggest is that you consider having board meetings on Saturday morning. That would allow more public input and presumably be more convenient for commissioners and citizens.

Thank you for considering my suggestions.

Copy: Taulby Roach

## Bennett, Myra G.

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**From:** Deertz, Brenda S. on behalf of Roach, Taulby  
**Sent:** Wednesday, March 18, 2020 2:22 PM  
**To:** Bennett, Myra G.  
**Subject:** FW: Fare enforcement re: Coronavirus

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

**From:** Mitch Eagles [mailto:mitch.eagles.stl@gmail.com]  
**Sent:** Tuesday, March 17, 2020 3:54 PM  
**To:** Roach, Taulby <TRoach@bistatedev.org>  
**Subject:** Re: Fare enforcement re: Coronavirus

I appreciate the reply! It was perfectly informative, and I am sure things are very busy.

I'm glad to hear it's being taken under consideration, I think we can agree that so many of those riding the system are those who generally have no other option, and very many are seniors (and indeed, our system directly serves several medical centers!).

It'd an extraordinary measure, for sure, but my understanding of our security plan is that it doesn't rely on fare compliance so much as visible presence. Reducing several vectors of transmission (e.g. cash, interaction with fare enforcement and bus drivers, people touching our fare machines all day) by making the system fare-free seems straightforward and could save lives, so I hope that Bi-State can lead on this policy.

Best,  
Mitch Eagles  
(515) 240.9213

On Tue, Mar 17, 2020 at 10:57 AM Roach, Taulby <[TRoach@bistatedev.org](mailto:TRoach@bistatedev.org)> wrote:

Mr. Eagles-

I apologize that I have not gotten to a reply yet.

I will either read or forward your email in session at Friday's Sub Comm meeting.

We are considering this as a staff. Initially, I am not in favor of such a move based on the fundamental principals associated with our new security plan. However, today is certainly extraordinary time.

Normally, I would more thoroughly discuss this email in my reply but I am literally scrambling for every minute of time – yet I wanted at least to give you the courtesy of a reply (albeit brief).

**Taulby Roach**

President and Chief Executive Officer



One Metropolitan Square

211 North Broadway, Suite 700, St. Louis, MO 63102-2759

T 314.982.1588 | M 314.406.3063 | E [troach@bistatedev.org](mailto:troach@bistatedev.org)

[BiStateDev.org](http://BiStateDev.org)

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**From:** Mitch Eagles <[mitch.eagles.stl@gmail.com](mailto:mitch.eagles.stl@gmail.com)>

**Date:** Monday, March 16, 2020 at 3:09 PM

**To:** "Roach, Taulby" <[TRoach@bistatedev.org](mailto:TRoach@bistatedev.org)>

**Subject:** Fare enforcement re: Coronavirus

**CAUTION:** This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and are expecting the information.

Hi Taulby,

I'm writing you to urge you to suspend fare enforcement on Metro, both as an economic device to relax the strain on workers who rely on our transit system, but also to reduce our fare enforcement officers as a vector for the disease (since they interact rather closely with each person in the train car during their rounds).

The parking enforcement in the city has been suspended (<https://twitter.com/tishaura/status/1239633499675594759>), and I think it is only reasonable that transit fares and enforcement should follow suit. Fare revenue will be significantly down regardless with our state of emergency, and the FTA has stated they are allowing flexibility:

<https://www.transit.dot.gov/about/news/us-department-transportation-announces-increased-flexibility-help-transit-agencies>

I am asking you to show leadership here and ensure our system will not prove yet another strain on working people who rely on Metro during this crisis. I am sure you have moved all possible operations at Bi-State to remote work, and are taking utmost precautions for our transit workers as well.

It seems unlikely there will be an in-person April BSD meeting, so I suppose I'll see you when I see you! Thank you and Metro for continuing to operate through this crisis.

Best,

Mitch Eagles

P.S.

If the system should need to suspend service, is there a certain amount of notice transit riders should expect? I understand that there may not be a clear answer, but I was just curious.

--

Mitch Eagles

(515) 240.9213

## Bennett, Myra G.

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**From:** erdna williams <williamserdna@yahoo.com>  
**Sent:** Friday, March 20, 2020 12:13 AM  
**To:** Bennett, Myra G.  
**Subject:** Question/Comment from LRV Operator Marland Williams

**CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and are expecting the information.**

As a present employee..if layoffs are to be implemented..what percentage of Train Operators does management anticipate laying off?

Also how soon will these layoffs go into effect?

Lastly, what is the contingency plan to bring qualified operators back onto the premises once there is either a stabilization or uptick in ridership?



**BI-STATE DEVELOPMENT  
SECURITY SUB-COMMITTEE MEETING  
OPEN SESSION MINUTES  
February 25, 2020 3:30 PM**

**Sub-Committee Members in Attendance**

Rose Windmiller, Co-Chair  
Vernal Brown – via phone  
Fred Pestello – via phone

Herbert Simmons, Co-Chair  
Derrick Cox  
Irma Golliday – absent

**Other Commissioners in Attendance**

Constance Gully – absent  
Aliah Holman – absent

Terry Beach  
Justin Zimmerman – absent

**Staff in Attendance**

Taulby Roach, President and Chief Executive Officer  
Lisa Stump, Lashly Baer  
Myra Bennett, Manager of Board Administration  
Brenda Deertz, Administrator/Executive Assistant to the President & CEO  
Stephen Berry, General Manager - Public Safety, Central Facility - Public Safety  
Kevin Scott, Director - Public Safety, Central Facility - Public Safety  
Vernon Summers, Manager - Contract Security, Central Facility - Public Safety  
Jessica Mefford-Miller, Executive Director Metro Transit  
Larry Jackson, Executive Vice President Administration  
Jim Cali, Chief Audit Executive  
Patti Beck, Director of Communications  
Angie Staicoff, Senior Internal Auditor  
LaSilvia Franklin, Financial Analyst & Administrator  
Kelli Fitzpatrick, Senior Internal Auditor  
Sally Bender, Internal Auditor PT  
Kent Swagler, Director of Corporate Compliance and Ethics  
Jerry Vallely, External Communications Manager  
Chris Poehler, Assistant Executive Director Engineering Services  
Ted Zimmerman, Vice President Marketing & Communications  
Paulette Koons, Brand Engagement Manager  
Charles Stewart, Executive Vice President Organizational Effectiveness

**Others in Attendance**

Lurae Stuart, WSP  
Elliot Davis, Fox News



1. **Open Session Call to Order**  
**3:34 p.m.** Chair Simmons called the Open Session of the Bi-State Development Agency, Security Sub-Committee Meeting to order at approximately 3:34 p.m.
2. **Roll Call**  
**3:34 p.m.** Roll call was taken, as noted above.
3. **Public Comment**  
**3:34 p.m.** Chair Simmons noted that no speaker cards were presented.
4. **Approval of the Minutes of the January 8, 2020 Security Sub-Committee, Open Meeting**  
**3:34 p.m.** The minutes of the January 8, 2020 Security Sub-Committee, Open Meeting were provided in the Committee packet. A motion to approve the minutes was made by Commissioner Cox and seconded by Commissioner Brown. Commissioner Pestello abstained from the vote. **The motion passed.**
5. **WSP Security Plan Presentation**  
**3:35 p.m.** Commissioner Cox noted that page 3 of the minutes from the January 8<sup>th</sup> Security Sub-Committee Meeting noted that there would be an approval of, and vote on, the final plan. He stated that he had sent an e-mail to Commissioner Windmiller, asking that the plan be broken down into sections, for that vote. He stated that there are parts of the plan that he supports; however, there are other parts of the plan that he does not support, and he feels that being able to vote of individual parts of the plan would be more appropriate. Commissioner Cox also posed the question of how Bi-State Development can hold a signing ceremony for the plan, without an endorsement of the plan by the Board of Commissioners. Commissioner Cox made a motion that the plan be broken down into sections, after Ms. Stuart's presentation today, for separate votes, to be forwarded to the full Board for final approval. The motion was seconded by Commissioner Brown.

President and Chief Executive Officer, Taulby Roach, stated that several portions of the plan have already been implemented, including several contracts which have received approval, through a vote of the full Board of Commissioners. Mr. Roach stated that objections were not voiced during the approval of those contracts. Commissioner Windmiller stated that the full Board has seen and discussed the full report, in both Open and Executive Session meetings. She stated that she does not feel it is in the best interests of the organization to pull sections of the plan for separate votes. Commissioner Cox stated that he would rescind his motion, until the conclusion of today's presentation by Ms. Stuart. Commissioner Cox rescinded his motion, and Commissioner Brown rescinded her second to the motion.

Ms. Lurae Stuart, WSP, provided a presentation to the Sub-Committee regarding the Metro System Security Strategy, noting that the goal of Phase 2 is to implement and expand upon the security planning and policy recommendations from Phase 1, with a more comprehensive focus on the entire Metro transit system. She noted that this phase included a review of the security vision and objectives, and all hazards training and workshops to develop a security strategy that makes sense for St. Louis. In addition, she noted a focus on restoring the fractured relationships with some of the partners that had existed in the past. It was noted that a signing ceremony for the Security Strategy will be held tomorrow, with all of the partners. Ms. Stuart stated that the "major activities" identified in the Security Strategy include: Security (the rate, perception of and

vulnerability to crime); Fare Enforcement; Security Awareness & Involvement, and Systems Approach (identifying and assessing security threats by optimizing human resources, procedures, technology and equipment, facility design and improvements, and partnerships to maximize security effectiveness).

Ms. Stuart stated that the Security Plan itself will be the tactical operations plan for security. She stated that the major components of that plan will include: Management & Accountability, Security Planning, Fare Enforcement, Security Risk Management, Crime & Data Analysis, Safety & Security Certification, Security Reviews & Audits, Security Incident Investigations and Notification, Security Standard Operating Procedures, Security Systems & Technology, Training & Awareness, and Emergency Management Drills & Exercises. Ms. Stuart reported that the Security Plan will be a confidential document, which is security sensitive and will not be released to the public. It is anticipated that the Security Plan will be completed this week, and it will be updated as needed, under the State Safety Oversight (SSO) Program.

Ms. Stuart noted that, in the past, there has been a lot of “policing” with regard to the transit system; however, there has not been a lot of “security”. She stated that the Metro system had been operating with over 200 armed security, which is 2 to 4 times the national average, and she provided peer comparisons regarding this issue. She noted that, moving forward, Metro Transit will be using a layered security system as follows:

- Facility design that supports security (CPTED), plus
- Assessment of security risk to determine priority strategies, plus
- Visible security staff that support “see & be seen” and who engage with passengers, plus
- Technology that acts as a staff multiplier (texting, CCTV, access control), backed by
- Local law enforcement to respond to incidents, supported by
- State and Federal security agencies to provide threat information.

She stated that the process for security will follow the procedure of: deter, delay, detect, respond, and recover. She also reviewed the way in which research and information will be used in the security plan, including training recommendations for security partners, all hazards approach to transit and rail safety, workshops, deployment strategies, roles & responsibilities, and table top exercises.

Ms. Stuart noted that Metro Transit has been implementing changes in accordance with the recommendations, since last March, which include:

- Revised policing contracts signed
- Revised contracted security contract signed, 4/1/20 start date
- Security program leadership and direction aligned with strategy
- Partner Communication and Cooperation
- Revised Deployment Strategies including:
  - Roving and active contracted security
  - New role for Transit Security Specialists
- Support for security program through secondary employment contracts for additional law enforcement
- In-house Metro security roles refined and implemented

- High visibility uniforms for Metro security and contracted security
- Clearly defined roles and accountability requirements for each partner in the security program

Commissioner Cox stated that there were several statements that noted “focus on the rider”, and he agrees with that. He asked if the studies indicate that more riders on the system makes the system safer. She stated that there is a correlation. Commissioner Cox posed questions regarding page 6 and 7 of the presentation, with regard to firearms. Ms. Stuart clarified that Metro Transit, compared to its peers, has had four to five times the number of security on its system, and all were armed. She also clarified that she did not say that the number of firearms were the “problem”; but firearms are not the “solution”. She added that, although all security were armed, the riders still did not feel safe. She pointed out that, with the other five peer groups, only the police were armed, and the riders felt safe. Commissioner Cox stated that riders have indicated to him that if security is not armed, they will not ride the system. He referred to page 6 of the presentation and asked if we focused on the problems of lack of engagement with passengers and lack of strategic deployment and fixed posts, could we leave all of the security armed. Ms. Stuart stated that we are focusing on giving security the right tools for the job. The goal is to have security deescalate situations, where firearms are not needed. She stated that she is not opposed to having firearms as part of the system, but they should play a very specific role, and in her opinion should only be in the hands of law enforcement, who have had extensive training in their use. Commissioner Cox stated that he does not understand why we cannot have security guards who are engaging with passengers, but are armed, in the event that a situation escalates. Commissioner Cox stated that he is in favor of breaking the plan down into specific areas, where the Board can vote on whether they agree or disagree with certain aspects of the plan, instead of the plan as a whole. Ms. Stuart stated that this is a layered approach that are interdependent upon one another. She stated that she was hired to make recommendations; all security are currently armed, and it is not effective. She is recommending that the system try something different than what it has been doing, and let the data determine the success of the plan.

Commissioner Simmons asked if the other partners are on board with this model, including our security team, as well as our law enforcement partners. Ms. Stuart indicated that they are all in agreement, including all Police Chiefs involved, that the law enforcement team should be the only armed force.

President & CEO Roach stated that staff is attempting to bring the Security Strategy to a vote of the full Board, at the request of Commissioner Cox; however the Security Plan itself includes complicated contracts with our Police partners, and with contract security, and all of those contracts have been brought to Board and have received unanimous votes for approval. He stated that, as CEO, he has been tasked with negotiation of key aspects of this plan with our partners, specifically with East-West Gateway and law enforcement partners. He stated that the main focus recently has been field security, and will be shifting into a focus on systems security. Mr. Roach noted that, as referenced by Ms. Stuart, this plan will need to be revised as we go, as we see fit, and as we move through the SSO portion. He stated that this plan is not “cast in concrete”, never to be changed, and he hopes that addresses any concerns that had been expressed by Chief Audit Executive, Jim Cali. Commissioner Cox asked why wait to address the concerns expressed by Mr. Cali, when they could be addressed today. Commissioner Windmiller noted that Mr. Cali had sent an e-mail to the Board, regarding a concern to allow the Internal Audit Department to oversee a third party audit. Mr. Cali stated that is correct. He noted that, in

section 6, WSP has included some language that is contradictory to SSO standards, the way they are currently operating. Mr. Cali clarified the issue for the Committee. Additional discussion was held regarding this issue. Ms. Stuart stated that the issues noted are contained in the Security Strategy, which was negotiated with Metro Transit's partners, not the Security Plan, which will contain the specific direction with regard to SSO. She noted that the Plan is not finalized at this point. President & CEO Roach stated that he has a ton of respect for Mr. Cali and his audit department; however, he feels that these issues should be discussed at a staff level, and they are not appropriate to be discussed in detail at this meeting today.

Commissioner Pestello thanked Ms. Stuart for today's presentation, and stated that he feels it was very well done. Commissioner Beach agreed with Commissioner Pestello's comments.

Commissioner Simmons asked if there is anything regarding the approval of the Security Strategy that would stop the discussion of the items that Mr. Cali has brought forward. Ms. Stewart stated that they would look at the issues and language that has been suggested and discuss these issues on Thursday, to see how this could be incorporated, while being cognizant of the agreement that has been made with the County and the City. She stated that she will make sure that this is also addressed in the Security Plan.

Commissioner Cox made a motion that the security plan, which is before the Committee today, be broken out into two areas, to be forwarded to the full Board for a vote. Chair Simmons asked if there was a second; being none, Chair Simmons stated that the motion died for lack of a second.

## **6. General Law Enforcement Contracts – Update**

**4:47 p.m.** Stephen Berry, General Manager Public Safety, noted that all three contracts (St. Louis County, St. Louis City, and St. Clair County) have been updated, approved and executed. He noted that Kevin Scott, Director Public Safety, and Vernon Summers, Manager Contract Security, are in attendance at today's meeting, should the Board have any questions.

Commissioner Cox stated that he has respect for all three of these staff members, and commended them for their work. Commissioner Cox asked for clarification of the number of officers that will be provided by each jurisdiction, and asked how many of those will be actually riding the system, as opposed to having "desk jobs". It was noted that 8 Police Officers will be provided by the City of St. Louis, 44 by St. Louis County, and 15 by St. Clair County. Stephen Berry stated that all of the officers will be riding the system. Commissioner Cox asked if this will be more officers than is currently used, and Mr. Berry noted that it is the same number that is currently utilized.

Commissioner Cox asked who made the decision to hire G4S for the Contract Security. Mr. Berry noted that a panel of 5 individuals scored each of the proposals submitted, and the top 2 proposals proceeded, based off of those scores. Commissioner Cox asked if the panel was aware of the negative articles regarding G4S, during the selection process. Mr. Berry noted that the articles referenced, were published after the decision had been made. He noted that this issue is on the agenda for discussion under agenda Item #8 today, but he could go ahead and address some of these questions now, if the Committee agrees. He stated that G4S is a large company that is involved with many different types of security services, and he noted that the material that was published regarding G4S, had nothing to do with their transit security services. Mr. Berry reported that phone calls were made to other organizations who contract with G4S for transit

security, and no concerns were noted. Commissioner Cox stated that the Board was not made aware of the pros and cons of any of the companies being considered. Commissioner Windmiller stated that, if a Board member has questions during the vetting process, they are welcome to pose those questions, and noted that the Board had ample time to express any concerns, and to have those concerns addressed by staff. Commissioner Cox noted that the Board was not involved in the final selection. Commissioner Windmiller noted that staff went through a vetting process with each of the applicants, and provided a recommendation to the Board, along with the background information from the process. She stated that this Board does not just “rubber stamp” items, and they have ample opportunity to pose questions during the process; however, the Board does rely on staff review in making decisions. Commissioner Simmons stated that he agrees with Commissioner Windmiller’s assessment. He stated that the Board must be able to rely on its staff on these issues.

Vernon Summers stated that, with regard to the transitioning process, Metro Transit has been communicating with G4S daily on the process regarding the changeover, as well as their hiring process.

Stephen Berry stated that one of the main areas of concern has been the re-hiring of any Securitas staff. Mr. Summers noted that only 30-40% of Securitas staff is being used, and the supervisor role has changed significantly and additional supervision has been added.

**7. Secondary Law Enforcement – Memorandums of Understanding**

**4:58 p.m.** Kevin Scott, Director Public Safety, noted that Metro Transit is under 3 separate agreements for secondary law enforcement. He stated that we are currently under a secondary MOU in St. Clair County, a secondary MOU with St. Louis City and with St. Louis City Sheriff’s Department, and we currently staff 3 St. Louis City Police Officers and are preparing to onboard additional St. Louis City Police Officers under a secondary contract as well.

**8. New Security Contract – Transition to G4S Progression Update**

(This item was previously discussed under Item #6.)

**9. Rider Code of Conduct**

**5:00 p.m.** Stephen Berry, General Manager Public Safety, noted that staff has been working with the Marketing Department regarding development of a strategy for the implementation of the new signage, and signage is ready. President & CEO Roach will supply a draft of the signage to the Board of Commissioners, electronically.

**10. Ride and Abide Policy – Update**

**5:02 p.m.** Kevin Scott, Director Public Safety, stated that WSP is assisting staff in working through revisions to this policy. He noted that, once completed, the document will go to TAWG for review, and it will then be brought before the Board for approval. Stephen Berry, General Manager Public Safety, noted that staff should have a clean copy of the draft by the end of this week. President/CEO Roach stated that he anticipates that the draft “Ride and Abide Policy” will be coming before the Board for review in June; however, once the “Code of Conduct” is finalized, it will be put in place immediately, as it is an operational document, rather than a “policy”.

**11. Motion to move Executive Session**

**5:04 a.m.** Chair Simmons 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) – Personnel, and (D) (10) – Security.

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

Rose Windmiller – yea	Herbert Simmons – yea
Vernal Brown – yea	Derrick Cox – yea
Fred Pestello – yea	Terry Beach – yea

**Motion passed unanimously, and the Committee moved into Executive Session at 5:05 p.m.**

**12. Reconvene to Regular Meeting**

**Commissioner Pestello left the meeting at approximately 5:32 p.m.**

**6:01 p.m.** The Committee reconvened to the Regular Meeting at approximately 6:01 p.m. Chair Simmons asked for a motion to approve the minutes of the October 29, 2019 Security Sub-Committee, Executive Session Meeting, as presented, as a closed record. The motion was made by Commissioner Cox and was seconded by Commissioner Windmiller. The poll of the Board being:

Rose Windmiller – yea	Herbert Simmons – yea
Vernal Brown – yea	Derrick Cox – yea
	Terry Beach – yea

**Motion passed unanimously.**

Chair Simmons asked for a motion to approve the minutes of the November 18, 2019 Security Sub-Committee, Executive Session Meeting, as presented, as a closed record. The motion was made by Commissioner Windmiller and was seconded by Commissioner Cox. The poll of the Board being:

Rose Windmiller – yea	Herbert Simmons – yea
Vernal Brown – yea	Derrick Cox – yea
	Terry Beach – yea

**Motion passed unanimously.**

Commissioner Windmiller made a motion to recommend to the Board of Commissioners that the WSP Plan be approved. The motion was seconded by Commissioner Brown. The poll of the Board being:

Rose Windmiller – yea	Herbert Simmons – yea
Vernal Brown – yea	Derrick Cox – nay
	Terry Beach – yea

**Motion passed by a vote of 4 – yea; 1 – nay.**

## **12. Adjournment**

**6:03 p.m.** Chair Simmons asked if there was any further business; being none, Commissioner Brown made a motion to adjourn the meeting. The motion was seconded by Commissioner Windmiller. Unanimous vote in favor taken. Motion passed, and the meeting was adjourned at approximately 6:03 p.m.

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Deputy Secretary to the Board of Commissioners  
Bi-State Development

**Open Session Item**

**9 a**



**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **Intergovernmental Agreement between Bi-State Development and the Madison County Mass Transit District**  
**Disposition:** Approval  
**Presentation:** Jessica Mefford-Miller, Executive Director Metro Transit;  
Mark Vago, Chief Financial Officer

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**Objective:**

To present to the Bi-State Development (**BSD**) Board of Commissioners a request for approval to renew an agreement with the Madison County Mass Transit District (**District**) governing the allocation of Section 5307 federal formula funds, access to transit services and facilities, fare coordination, and support of the St. Louis Regional Freightway for a period commencing on July 1, 2019, and terminating on June 30, 2029.

**Background:**

BSD and the District are partners in mobility across the St. Louis metropolitan region and have long been engaged in mutual agreements that distribute federal funding appropriated to the St. Louis region and connect their respective transit services to facilitate regional travel via mass transit.

**Analysis:**

This contract provides for coordination between BSD and the District including the following:

- BSD passes through to the District, on an annual basis, the amount of Federal formula assistance equal to one hundred percent (100%) of the Alton/Wood River urbanized area formula allocations as capital assistance;
- BSD passes through to the District, on an annual basis, the amount of Federal formula assistance equal to one hundred percent (100%) of the Federal Section 5307 formula funds allocation generated to the St. Louis urbanized area, as a result of the District's filing of National Transit Database (**NTD**) statistics for passenger miles and revenue miles for those transportation services operated by the District;
- District vehicles are afforded unrestricted access to facilities such as MetroLink Stations that are owned or operated by BSD;
- BSD and District employees, trustees and commissioners are afforded the opportunity to ride regularly-scheduled fixed route services without paying fare upon the presentation of a valid photo ID issued by BSD or the District;
- BSD and the District mutually accept select passenger fare media, and share the revenue attributable to these transactions equal to system average fare;
- BSD shall retain the sum of one hundred thousand dollars, (\$100,000.00) of passenger fares attributable to the District for the exclusive purpose of providing funding for The St. Louis Regional Freightway.

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

The Committee recommends that the Board of Commissioners authorize the President & CEO to execute an agreement with Madison County Transit governing the distribution of federal transit funds, fare coordination, mutual access to transit service and facilities, and support for the St. Louis Regional Freightway for the period from July 1, 2019, and terminating on June 30, 2029.

**Attachments:**

Agreement with Madison County Mass Transit District.

**Funding Source:**

Funding for this agreement is provided by Federal formula assistance and passenger fares at a rate of one hundred percent (100%).

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE  
DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN  
DISTRICT AUTHORIZING THE RENEWAL OF AN  
INTERGOVERNMENTAL AGREEMENT WITH  
THE MADISON COUNTY MASS TRANSIT DISTRICT**

**PREAMBLES:**

*Whereas*, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/ “BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board of Commissioners”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”) to purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, passenger transportation facilities, and motor vehicle and other terminal or parking facilities; to contract with municipalities or other political subdivisions for the services or use of any facility owned or operated by the Agency, or owned or operated by any such municipality or other political subdivision; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

*Whereas*, no Board Policy applies; however, Missouri Revised Statutes § 70.220, and § 70.230 require agreements between municipalities or other units of government to be approved by the Governing Board of such entity and Section 5 of the “Intergovernmental Cooperation Act,” 5 Ill. Comp. Stat. 220/5, provides that any one or more public agencies may contract with any one or more public agencies to perform any governmental service, activity, or undertaking which any of the public agencies entering into the contract is authorized by law to perform, provided that such contact shall be authorized by the governing body of each party to the contract; and

*Whereas*, The Bi-State Development Agency (BSD) and the Madison County Mass Transit District (District) are partners in mobility across the St. Louis metropolitan region and have long been engaged in mutual agreements that distribute federal funding appropriated to the St. Louis region and connect their respective transit services to facilitate regional travel via mass transit; and

*Whereas*, the proposed contract provides for coordination between BSD and the District including the following:

- BSD passes through to the District, on an annual basis, the amount of Federal formula assistance equal to one hundred percent (100%) of the Alton/Wood River urbanized area formula allocations as capital assistance;
- BSD passes through to the District, on an annual basis, the amount of Federal formula assistance equal to one hundred percent (100%) of the Federal Section 5307 formula funds allocation generated to the St. Louis urbanized area, as a result of the District’s filing of National Transit Database (NTD) statistics for passenger miles and revenue miles for those transportation services operated by the District;
- District vehicles are afforded unrestricted access to facilities such as MetroLink Stations that are owned or operated by BSD;

- BSD and District employees, trustees and commissioners are afforded the opportunity to ride regularly-scheduled fixed route services without paying fare upon the presentation of a valid photo ID issued by BSD or the District;
- BSD and the District mutually accept select passenger fare media, and share the revenue attributable to these transactions equal to system average fare; and

*Whereas*, it is feasible, necessary and in the public interest for the Agency to approve an intergovernmental agreement with the Madison County Transit District governing the distribution of federal transit funds, fare coordination, mutual access to transit service and facilities, and support for the St. Louis Regional Freightway for the period from July 1, 2019, and terminating on June 30, 2029, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1.      Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2.      Approval of the Agreement. The Board of Commissioners hereby approves an intergovernmental agreement with the Madison County Transit District governing the distribution of federal transit funds, fare coordination, mutual access to transit service and facilities, and support for the St. Louis Regional Freightway for the period from July 1, 2019, and terminating on June 30, 2029, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3.      Form of the Agreement. The form of the Agreement (as provided in the Attachment to the Briefing Paper and made a part hereof), in substantially the form presented to this meeting is hereby approved, and officers of the Agency, including without limitation, the President and CEO, are hereby authorized and directed to execute and deliver and attest, respectively, the Agreement, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to effect the Agreement, with the necessity or desirability of such changes, modifications, insertions and omissions being conclusively evidenced by their execution thereof.

Section 4.      Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Agreement and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 5.      Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 6.      Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and the Madison County Mass Transit District.

Section 7. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution and the Amended Agreement.

Section 8. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and the Amended Agreement.

Section 9. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and the Amended Agreement.

Section 10. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

**Open Session Item 9 a**  
**Attachment 1**

# CONTRACT

This contract is entered into between the BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI- ILLINOIS METROPOLITAN DISTRICT, hereinafter referred to as "METRO" and the MADISON COUNTY MASS TRANSIT DISTRICT, MADISON COUNTY ILLINOIS, hereinafter referred to as "DISTRICT".

WHEREAS, METRO and DISTRICT are similarly engaged in the provision of public mass transportation services in the St. Louis Metropolitan region; and,

WHEREAS, METRO is the designated recipient for Federal Transit Administration (FTA) Section 5307 formula funds for the St. Louis Metropolitan region; and,

WHEREAS, DISTRICT is entitled to receive pro-rata amounts FTA Section 5307 funds for which METRO is the designated recipient; and,

WHEREAS, METRO and DISTRICT are desirous of coordinating fare revenue collection and transit pass utilization for the convenience of transit patrons using both systems for regional travel; and,

WHEREAS, METRO and DISTRICT are amenable to cooperation in other matters for the benefit of the residents of the St. Louis metropolitan region and the contracting parties;

NOW, THEREFORE, in consideration of the premises and in consideration of the mutual covenants and undertakings set forth hereinafter, METRO and DISTRICT agree as follows:

WITNESSETH:

1. Term of Contract

This Contract shall remain in full force and effect for a period of ten (10) years, commencing on, Any service, transactions, or causes of action between the parties occurring or arising between July 1, 2019, and June 30, 2029, inclusive, shall be governed by this Contract.

Unless notified to the contrary, by either party, 30 days preceding the termination date of the base contract, this Contract will be automatically extended for a period of ninety days in order to conclude negotiations. All other terms and conditions remain the same until a new agreement has been executed or the existing contract has been terminated.

2. Scope of Services

METRO and DISTRICT mutually recognize that the intent of this Contract is to facilitate cooperation in the provision of public transportation services in the St. Louis metropolitan region. It is understood that specific performance on the part of either party shall be limited to the provisions stated herein. However, the parties acknowledge their willingness to discuss additional matters of mutual concern in good faith as needs and conditions arise, provided that neither party shall be obligated to agree to provisions not explicitly addressed in this Contract.

3. Access to MetroLink Stations

Transit vehicles operated by DISTRICT shall be afforded unrestricted access without charge to any and all MetroLink stations either owned or operated by METRO.

4. Fare-Free Access to METRO and DISTRICT Services by Active Employees and Board Members

Active METRO and DISTRICT employees, trustees and commissioners shall be afforded the opportunity to ride all regularly scheduled fixed route bus and rail services operated by METRO or DISTRICT without payment of fare, provided that they present a current valid photo identification card with METRO Insignia issued by METRO or DISTRICT to the bus operator upon boarding or MetroLink fare enforcement personnel when requested. It is understood that this provision shall not apply to special events or paratransit services operated by either party, for which payment of the published fare shall be required.

5. Fare Coordination

METRO and DISTRICT agree generally to coordinate the collection of passenger fares and use of prepaid passes, tickets and other fare media for the benefit and convenience of transit patrons using both transit systems in combination to travel within the St. Louis metropolitan region. The parties agree to accept passes, tickets and related fare instruments issued by the other subject to the limitations of Exhibit A of this Contract.

6. Pass-through Distribution of Federal Funds

METRO and DISTRICT agree to share FTA Section 5307 formula assistance funds allocated to the St. Louis Urbanized Area (UZA) 20 and the Alton/Wood River UZA 343 as prescribed in Exhibit B of this Contract.

7. Indemnification; Immunity Retention

With respect to METRO fixed route, paratransit and special services operated at or on DISTRICT property, including, but not limited to DISTRICT park-ride lots and transfer stations, METRO, subject to, and to the extent authorized by, and as may be limited by applicable law, agrees to indemnify and hold harmless DISTRICT, its trustees, officers, agents or employees against any loss, claim or suit hereinafter made or brought against such parties arising directly from the negligence of METRO, its commissioners, its officers, agents or employees, in providing services hereunder. METRO further agrees to defend any such claim or suit at its own expense, provided, however, that DISTRICT and Madison County, Illinois, may, at the option of said parties, defend any such claim or suit.

With respect to DISTRICT fixed route, paratransit and special services funded operated at or on METRO property, including, but not limited to MetroLink stations, park-ride lots and transfer stations, DISTRICT, subject to, and to the extent authorized by, and as may be limited by applicable law, agrees to indemnify and hold harmless METRO, its commissioners, officers, agents or employees, against any loss, claim or suit hereinafter made or brought against such parties arising directly from the negligence of DISTRICT, its officers, agents or employees. DISTRICT further agrees to defend any such claim or suit at its own expense, provided, however, that METRO may, at the option of said parties, defend any such claim or suit.



METRO does not intend to, nor shall it be deemed to, waive or relinquish any immunity or defense on behalf of METRO, or METRO's Commissioners, officers, directors, agents, employees, successors, or assigns.8. Warranties

METRO and DISTRICT each warrants that it has taken all corporate actions respectively necessary to authorize this Contract. METRO and DISTRICT each warrants that there is no provision of their respective charters, and to their respective knowledge no law, ordinance or regulation, which prohibits this Contract.

#### 9. Non-Waiver

The parties agree that in no event shall the making or receipt of any payment under this Contract constitute or be construed as a waiver by one party of any breach of covenant or any default on the part of the other party which may then exist and the making or receipt of any payment under this Contract, while any such breach or default shall exist, shall in no way impair or prejudice any right to remedy available to the parties under this Contract. The waiver or exercise of any remedy shall not be construed as a waiver of any other remedy available hereunder or under general principals or law equity.

#### 10. Ethics

METRO and DISTRICT shall maintain a written code or standard of conduct which shall govern the performance of their officers, employees or agents engaged in the award and administration of contracts supported by Federal funds. Such code shall provide that no employee, officer or agent of METRO and DISTRICT shall participate in the selection, or in the award or administration of a contract supported by Federal funds if a conflict of interest, real or apparent would be involved. Such conflict would arise when any of the parties set forth below has a financial or other interest in the firm selected for award:

- A. the employee, officer or agent;
- B. any member of his immediate family;
- C. his or her partner; or
- D. an organization which employs, or is about to employ, any of the above.

The code shall also provide that METRO and DISTRICT officers, employees or agents shall neither solicit nor accept gratuities, favors or anything of monetary value from contractors, potential contractors, or parties to sub-contracts.

#### 11. Amendment

The Parties agree that no change or modification to this Contract shall be of any force or effect unless a written amendment is dated and executed by both parties. No cost or obligations shall be incurred on consequence of an amendment to this Contract unless and until such written amendment has been executed.

12. Severability

The Parties agree that if any provision(s) of this Contract shall be held invalid for any reason whatsoever, the remaining provision(s) shall not be affected thereby if such remaining provision(s) could then continue to conform to the purposes, terms and requirements or applicable law.

13. Interpretation of Contract Provisions

This Contract shall be interpreted under the laws of the State of Illinois. Any suit arising from, interpreting, enforcing, or otherwise concerning this Contract shall be brought in a court of competent jurisdiction and proper venue in Illinois.

14. Termination

In the event of default by either party hereto in the performance of any covenant or obligation hereunder, and failure to cure such default within thirty (30) days after written notice of same by the other party, said non-defaulting party shall have the right to terminate this Contract and obligations hereunder. It is understood and agreed that failure to assert a default in any instance or on any occasion shall not constitute a waiver and shall not preclude the assertion of such default at a later date. Said termination shall not constitute a waiver of any and all other rights of the non-defaulting party may have under law to enforce this Contract or recover damages for the breach thereof. In the event of termination, each party shall be paid its costs, including contract close-out costs, and profit on work performed up to the time of termination. Either party shall promptly submit its termination claim to the other for payment. If either party has any property in its possession belonging to the other, the parties will account for the same, and dispose of it in the manner directed by the other party.

15. Independence of METRO

METRO agrees that none of its officers, employees or agents, by reason of this Contract or grants made hereunder, is or was authorized to hold themselves out or claim to be officers, employees or agents of the State of Illinois, and that none of them is to be permitted by METRO, by reason of this Contract or the grants hereunder, to make any claim, demand or application to or for any right or privileges concerning workers' compensation and occupational diseases coverage, unemployment compensation benefits, Social Security coverage or retirement membership or credit.

Entered into this \_\_\_\_ day of \_\_\_\_\_, 20\_\_.

BI-STATE DEVELOPMENT AGENCY  
OF THE MISSOURI ILLINOIS  
METROPOLITAN DISTRICT

MADISON COUNTY MASS TRANSIT  
DISTRICT, MADISON COUNTY, ILLINOIS

\_\_\_\_\_  
President & CEO

\_\_\_\_\_  
Chairman

ATTEST:

ATTEST:

Managing Director

\_\_\_\_\_

\_\_\_\_\_

**EXHIBIT A**  
**Mutual Acceptance of Regional Transit Passes, Tickets and Related Fare Instruments**

1. DISTRICT agrees to accept un-validated tickets, passes, transfers, and other pre-paid fare instruments issued by METRO, as defined in EXHIBIT C, for the convenience of passengers using both METRO and DISTRICT transit vehicles in combination to travel within the St. Louis metropolitan region, provided that METRO reimburses DISTRICT for acceptance of such fare media at rate defined in Paragraph 2 of this Exhibit A.

METRO agrees to accept DISTRICT's fare products, as defined in EXHIBIT C.

2. Beginning in FY 2020, and annually thereafter, any and all METRO fare instruments accepted by DISTRICT shall be reimbursed at a rate equivalent to the average fare collected from passengers boarding all METRO regular bus and rail route services, as calculated by METRO, for the previous fiscal year, subject to the review and concurrence of DISTRICT.

METRO shall retain the sum of one hundred thousand dollars, (\$100,000.00) of the above amount, on an annual basis, for the exclusive purpose of providing funding for The St. Louis Regional Freightway, of METRO.

3. In the event that DISTRICT secures a universal pass agreement with a third party located in Madison County, METRO shall accept the universal pass on terms comparable to those applied to DISTRICT's acceptance of METRO's universal pass products.

Remainder of this page intentionally left blank.

## **EXHIBIT B**

### **Pass Through of Federal Transit Administration (FTA) Section 5307 Formula Assistance Funds**

1. METRO shall pass through to DISTRICT, on an annual basis, the amount of Federal formula assistance equal to one hundred percent (100%) of the Alton/Wood River urbanized area (UZA 343) formula allocation as capital assistance, on the basis that DISTRICT is the exclusive provider of public transit service in the Alton/Wood River UZA with total responsibility for capital and operating expenses to deliver such services. DISTRICT shall be responsible for any obligations associated with the receipt of these funds per the requirements of FTA.
  
2. METRO shall pass through to DISTRICT, one hundred percent (100%) of that portion of the Federal Section 5307 formula funds allocation generated to the St. Louis urbanized area (UZA 20) as a result of the DISTRICT's filing of National Transit Database (NTD) statistics for passengers miles and revenue miles for those transportation services operated and reported by DISTRICT, including motor bus, demand response, and vanpool services as defined by FTA. METRO shall use the FTA Unit Values of Data, published annually in the Federal Register, to calculate this allocation each year. DISTRICT shall be responsible for any obligations associated with the receipt of these funds per the requirements of FTA.

METRO agrees to recognize the DISTRICT's carpool / vanpool program, known as RideFinders, as the exclusive operator of carpool / vanpool service for the St. Louis Region, and refrain from subsidizing, directly or indirectly, any competing carpool / vanpool programs. This restriction does not apply to micro-transit, or ride hailing services, such as Uber or Lyft.

3. METRO shall retain the Federal Section 5307 formula funds allocated by FTA to the region, on the basis of Madison County, Illinois, population and population density within UZA 20. Additionally, METRO shall retain those Federal Section 5307 formula funds, allocated on the basis of regular fixed route and seasonal services operated and reported by METRO in UZA 20. These revenues shall constitute the total financial commitment and payment in full for:

Any and all claims, debts or obligations, rights, liabilities, direct or indirect, made or asserted by METRO, arising out of any previous service agreements, issues or relationship between DISTRICT and METRO occurring on or before, June 30, 2019.

Any capital or operating subsidy for the MetroLink Light Rail System, as currently configured and/or may be extended in the future. METRO shall afford DISTRICT'S bus passengers and vehicles full access to the MetroLink system without any additional fees or surcharges above and beyond those fares typically charged the residents of St. Clair County, the City of St. Louis, or St. Louis County for comparable distance trips; subject to Exhibit A of this agreement, until such time MetroLink is extended into Madison County.

Remainder of this page intentionally left blank

## **EXHIBIT C**

### **METRO – DISTRICT Fare Products Acceptance**

#### **Products Accepted by METRO**

- DISTRICT's 2 Hour Regional Pass
- METRO and DISTRICT will mutually work toward METRO's accepting DISTRICT'S 2 Hour Regional Pass on MCT's mobile app, at some point in the future.

#### **METRO Products Accepted by DISTRICT (31 total instruments)**

- Two Hour Pass
- Two Hour Student Pass
- 10 Ride Ticket Booklet
- 10 Ride Student Ticket Booklet
- Any Gateway Card on the Valid List
- METRO Paper Passes
  - Monthly/30 Day
  - Weekly
  - Day/Adventure
- College Passes
  - SWIC
  - UMSL
  - Webster
  - SLU
  - Wash-U Employee
  - Wash-U Student
  - College/University Passes
- Paper Tickets
  - One Ride Ticket PINK; Non-Validated
  - MetroLink Pink One Ride Ticket Non-Validated
  - MetroLink 2 Hour Pass Validated
  - MetroLink 2 Hour Pass Non-Validated
  - MetroLink Student Pass Validated
  - MetroLink Student Pass Non- Validated
  - MetroLink Half Fare Ticket Validated
  - MetroLink Half Fare Ticket Non-Validated
  - Reduced Fare Ticket Validated
  - Reduced Fare Ticket Non-Validated
  - Reduced Fare 2 Hour Pass Validated
  - Reduced Fare 2 Hou Pass Non-Validated
  - Wash U Day Pass
- Transfers
  - Call-A-Ride Transfers
  - Metro Transfers

#### **METRO Products NOT Accepted by DISTRICT (6 total instruments)**

- Gateway Cards with Stored Value (MCT has no way to decrement the stored value)
- Trolley Tickets (Trolleys only operate in Missouri)
- One-Ride Ticket PINK; Validated (Ride was already provided by Metro)
- Bi-State Contractor Badges (Not employees of Metro or Bi-State)
- Metro Contractor Badges (Not employees of Metro or Bi-State)
- High School Pass (non-smartcard) (Metro high school passes are accepted)

**Open Session Item**

**9 b**

**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **Title VI Program and Policy Updates**  
**Disposition:** Approval  
**Presentation:** Jessica Mefford-Miller, Executive Director Metro Transit;  
Jessica Gershman, Assistant Executive Dir., Planning & System Development

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**Objective:**

To request that the Bi-State Development (**BSD**) Board of Commissioners approve a set of updates to Metro’s Title VI policies for the Board’s consideration, discussion, and approval. Metro Transit’s Title VI program is designed to ensure fair and equitable access to public transportation services and amenities, regardless of race, income, or English language proficiency. BSD staff periodically modify the Title VI program to reflect changing resources, markets, and requirements, and at this time have a number of policies and practices to update. These proposed policy changes were available for review during a 30-day public comment period in March 2020.

**Background:**

Title VI of the Civil Rights Act of 1964 states that, “No person in the United States shall, on the ground of race, color or national origin, be excluded from participation in, be denied the benefits of, or be subjected to discrimination under any program or activity receiving federal financial assistance” (42 U.S. Code Section 2000d). All organizations receiving Federal Transit Administration (**FTA**) funding are subject to Title VI and U.S. DOT’s implementing regulations (49 CFR Part 21).

BSD submits its Title VI program to FTA every three years. This program includes written policies, standards, and procedures which protect objective and equitable decision-making regarding the allocation of transit system benefits. Following its review of BSD’s July 2019, Title VI program submission, FTA has made several recommended modifications to strengthen this program, including the formal establishment of standard definitions and policies that – when used to analyze major service and/or fare changes – ensure that those proposed changes do not have impacts on minority and low-income riders that are disparate or disproportionate to other populations. In practical application, if an analysis demonstrates that a proposed service change will have a disparate impact or disproportionate burden, Metro can only proceed with the change if there is substantial justification and Metro can show there are no alternatives with less impact.

**Analysis:**

BSD staff has been working alongside the FTA to craft proposed program modifications, which are currently subject to public and stakeholder review. Draft versions of these policy updates are as follows:

*Draft Major Service Change Policy:* All major service changes remaining in effect for 12 or more months will be subject to an equity analysis. A major service change is defined as: Addition or



reduction of revenue miles or revenue hours by 25% or greater along any route; Altering the geographic alignment of a route by 25% or greater; and/or All fare changes.

*Draft Disparate Impact Policy:* A disparate impact occurs when the difference between the system-wide percentage of minority riders and the percentage of minority riders affected by a proposed service change or fare change is 5 percentage points or greater.

*Draft Disproportionate Burden Policy:* A disproportionate burden occurs when the difference between the system-wide percentage of low-income riders and the percentage of low-income riders affected by a proposed service change or fare change is 5 percentage points or greater.

A 30-day public comment period to review these proposed policy changes began on March 2, 2020. Four public information sessions were held throughout Metro's service area, at a variety of times and locations: St. Louis City Public Library – Carpenter Branch; Civic Center Transit Center; Belleville Transit Center; North County Transit Center. Other outreach to neighborhood groups and community leaders occurred throughout the month of March. At these information sessions and community meetings, BSD staff were available to answer questions and collect comments about the proposed policy changes. In addition to the in-person opportunities for discussion and feedback, the proposed policies and comment cards have been made available online and advertised broadly through print and electronic methods.

A brief summary of feedback from the public will be included as part of the discussion and requested approval of Title VI program updates during the Board of Commissioners meeting in April 2020.

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

The Committee recommends that the Board of Commissioners approve the Title VI policies that enable Metro to update its Title VI program.

**Funding Source:**

Funding is accommodated within the Operating Budget.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE  
DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN  
DISTRICT APPROVING THE TITLE VI PROGRAM AND POLICY UPDATES**

**PREAMBLES:**

*Whereas*, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/ “BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board of Commissioners”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”) to purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, passenger transportation facilities, and motor vehicle and other terminal or parking facilities; to contract with municipalities or other political subdivisions for the services or use of any facility owned or operated by the Agency, or owned or operated by any such municipality or other political subdivision; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

*Whereas*, no Board Policy applies; however, Title VI of the Civil Rights Act of 1964 states that, “No person in the United States shall, on the ground of race, color or national origin, be excluded from participation in, be denied the benefits of, or be subjected to discrimination under any program or activity receiving federal financial assistance” (42 U.S. Code Section 2000d). All organizations receiving Federal Transit Administration (FTA) funding are subject to Title VI and U.S. DOT’s implementing regulations (49 CFR Part 21); and

*Whereas*, BSD submits its Title VI program to FTA every three years, which includes written policies, standards, and procedures which protect objective and equitable decision-making regarding the allocation of transit system benefits; and

*Whereas*, following its review of BSD’s July 2019, Title VI program submission, FTA has made several recommended modifications to strengthen this program, including the formal establishment of standard definitions and policies that – when used to analyze major service and/or fare changes – ensure that those proposed changes do not have impacts on minority and low-income riders that are disparate or disproportionate to other populations; and

*Whereas*, BSD staff has worked alongside the FTA to craft proposed program modifications, which were subject to public and stakeholder review, including the following updates:

- Draft Major Service Change Policy: All major service changes remaining in effect for 12 or more months will be subject to an equity analysis. A major service change is defined as: Addition or reduction of revenue miles or revenue hours by 25% or greater along any route; Altering the geographic alignment of a route by 25% or greater; and/or All fare changes.
- Draft Disparate Impact Policy: A disparate impact occurs when the difference between the system-wide percentage of minority riders and the percentage of minority riders affected by a proposed service change or fare change is 5 percentage points or greater.
- Draft Disproportionate Burden Policy: A disproportionate burden occurs when the difference between the system-wide percentage of low-income riders and the percentage of low-income riders affected by a proposed service change or fare change is 5 percentage points or greater; and

*Whereas*, it is feasible, necessary and in the public interest for the Agency to approve the Title VI policies that enable BSD to update its Title VI program, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1.        Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2.        Approval of the Report. The Board of Commissioners hereby approves the Title VI policies that enable BSD to update its Title VI program, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3.        Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution.

Section 4.        Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5.        Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency, its officers and employees.

Section 6.        Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 7.        No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and the Amended Agreement.

Section 8.        This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

**Open Session Item**

**9 c**

**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **Sole Source Contract Renewal with Remix Software**  
**Disposition:** Approval  
**Presentation:** Jessica N. Mefford-Miller, Executive Director Metro Transit;  
Larry Jackson, Executive Vice President of Administration;  
Gregory A. Smith, Vice President of Procurement & Inventory Management

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**Objective:**

To present to the Board of Commissioners, a request for approval to renew Metro's sole source contract with Remix, a software as a service (**SaaS**) transit planning platform for public transit. This unique software as service package enables sketch planning and scenario modeling, within a collaborative web-interface cloud environment that allows transit professionals to rapidly assess and compare many elements of operating plan scenarios including costs, service effectiveness (geographic impacts, connection quality, commuting times) and equity (impact to minorities and transit dependent riders).

**Background:**

The Metro Planning & System Development Division, in collaboration with Metro Operations and various departments around the Agency, are tasked with designing and implementing transit service that is forward-looking and responsive to the evolving transportation needs of the St. Louis Region. This mission includes matching current and future resources with the transportation needs of the community. Until recent years, across the industry, there had been no simple interface for facilitating some of the core functions of the workflow associated with these planning tasks. Instead, planners toggled back and forth between scheduling software, data analysis software, mapping software, online mapping tools, graphic design software, and spreadsheets as they developed multiple proposals. The complexity of this process, and the time required to organize and analyze all data points is intensive and inevitably limits opportunities to explore and refine all service strategies. The quick and intuitive Remix tool that helps staff prepare and construct graphical presentations of these service proposals, which make it easy for decision-makers and the public to understand, has been extremely valuable.

**Analysis:**

Remix is currently being used for streamlining Metro's service planning process. Metro staff completes a range of functions using tools across several platforms including Trapeze FX; Google Maps; ArcGIS; and Microsoft Excel. With Remix, transit planners can quickly map out bus routes and simultaneously understand the estimated cost and demographic impact of a proposed change. Designs can be shared and modified easily through hyperlinks, which enables a wider range of staff to contribute to these proposals with additional insight and data inputs. No other software offers this same functionality in one tool. Remix functionality includes the ability to:

- Import existing route and schedule data via General Transit Specification Feed (**GTFS**);
- Quick routing and scheduling scenario modeling in a drag-and-drop interface and familiar map environment;
- Instant demographic and accessibility analyses through geospatial map overlays;

- Compute and export instant and accurate machine-readable cost and resource utilization estimates.

The product is offered as a software as a service (SaaS) package, a fully hosted, cloud-based web platform. Remix continuously upgrades the software, based on the collective needs of their clients.

The acquisition of Remix on December 1, 2016, supported the comprehensive operational assessment (COA) Metro implemented during FY17-19. Remix software allowed Metro staff to be innovative and explore options on the revised service standards and concepts resulting from the COA process. Additionally, Remix has been used in FY20 for the similar planning effort of increasing transit service for St. Clair County Transit District (SCCTD), which has remained unchanged for over 20 years.

Staff believes that pricing is fair and reasonable and requests permission to engage Remix for continuous services for a three year period at the cost not to exceed \$288,000.

Total Contract Value of \$288,000 for a three year period based on a total fixed route fleet of 400.

- 2020: \$93,000 per year
- 2021: \$96,000 per year
- 2022: \$99,000 per year

Remix Transit Planning Platform License includes:

- Remix licenses for an unlimited number of users within organization;
- Software as a Services (SaaS); fully hosted, cloud-based web platform;
- Platform functionality as described on page 1 with continuous improvements released throughout the course of the contract;
- Dedicated Customer Success Staff;
- Premium Enterprise Support: response to requests in 1 business day;

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

The Committee recommends that the Board of Commissioners approve a three year contract with Remix, for an amount not to exceed \$288,000, to be paid in three annual installments.

**Attachments:**

Remix License Summary

**Funding Source:**

Funding for this project is included in the FY21 operating budget.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY  
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
APPROVING A SOLE SOURCE CONTRACT WITH  
REMIX SOFTWARE AS A SERVICE TRANSIT PLATFORM  
FOR PUBLIC TRANSIT**

**PREAMBLES:**

*Whereas*, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/“BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board of Commissioners”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”) to acquire by gift, purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, airports, wharves, docks, harbors, and industrial parks adjacent to and necessary and convenient thereto, bridges, tunnels, warehouses, grain elevators, commodity and other storage facilities, sewage disposal plants, passenger transportation facilities, and air, water, rail, motor vehicle and other terminal or parking facilities; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

*Whereas*, Board Policy Chapter 50, §50.010 (E)(1)(b), requires Board approval of all Non-competitive (“sole source or single bid”) Negotiation Procurements exceeding \$100,000; and

*Whereas*, Remix is currently being used for streamlining Metro’s service planning process, which functionality includes the ability to: 1) Import existing route and schedule data via General Transit Specification Feed (GTFS); 2) Quick routing and scheduling scenario modeling in a drag-and-drop interface and familiar map environment; 3) Instant demographic and accessibility analyses through geospatial map overlays; and 4) Compute and export instant and accurate machine-readable cost and resource utilization estimates, and;

*Whereas*, the acquisition of Remix on December 1, 2016, supported the comprehensive operational assessment (COA) Metro implemented during FY17-19; and the Remix software has allowed Metro staff to be innovative and explore options on the revised service standards and concepts resulting from the COA process; and

*Whereas*, no other software offers this same functionality in one tool, and staff believes that the pricing is fair and reasonable and desires to engage Remix for continuous services for a three year period at a not to exceed cost of \$288,000; and

*Whereas*, it is feasible, necessary and in the public interest for the Agency to award a sole source contract to Remix, for software as a service (SaaS) transit planning platform for public transit, in an amount not to exceed \$288,000, to be paid in three annual installments, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Contract. The Board of Commissioners hereby approves a sole source contract to Remix, for software as a service (SaaS) transit planning platform for public transit, in an amount not to

exceed \$288,000, to be paid in three annual installments, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Rights under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Remix.

Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution and the Contract.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and the Contract.

Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners





**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **Sole Source Contract Award – Public Address & Customer Information System (PA/CIS) Upgrade**  
**Disposition:** Approval and Referral  
**Presentation:** Jessica Mefford-Miller, Executive Director Metro Transit;  
Gregory Smith, Vice President of Procurement & Inventory Management

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**Objective:**

To present to the Board of Commissioners, a request for authorization to enter into a sole source contract with Collins Aerospace (**ARINC**), for the advanced communications tasking associated with the Metro Public Address & Customer Information System (**PA/CIS**) Upgrades.

**Background:**

The purpose of the subject contract is to design, test and commission new LCD displays, speakers, and microphones to replace obsolete equipment and enhance audio and visual quality of the public address system.

The PA/CIS conveys synchronized audio and text information (train arrival announcements & safety/emergency instructions) on Metrolink platforms to rail customers. Systems have proved reliable and performed with minimal disruption, but equipment has reached end-of-life.

The last upgrade was performed at all Phase 1 Alignment Metrolink platforms in 2007, and the LED signs, Station Controller Units, are no longer supported or available. Furthermore, the 32-bit software is inadequate to support any expansion of the system.

In 2016, Metro’s Communication System Design Consultant HNTB prepared “St. Louis Metro Public Address (**PA**) and Customer Information System (**CIS**) Study Report”. This report summarized the existing conditions of the PA/CIS, market product research, PA/CIS architecture, technical findings (redundancy, reliability, maintainability, scalability, commercial availability, networkability, interface standards), and recommendation. The recommendation to expand the ARINC PA/CIS solution resulted in development of an evaluation committee, consisting of Metro Operations and Information Technology, to collaborate on final scope. The obsolete LED message boards will be replaced with Smart LCD panels to add color and additional lines of text. Metrolink Red Line font, Blue Line font, and Amber font for all other information. Equipment will be replaced to improve audio synchronization & scheduling.

**Analysis:**

On August 2, 2019, Bi-State Development (**BSD**) received a cost proposal in the amount of \$5,640,835.00 from Collins Aerospace to provide the necessary services which includes, software and hardware design, equipment, factory testing, and on-site testing and commissioning of public address and customer information system upgrade. The contract period shall not exceed twenty-four months.

Upon completion of negotiations with Collins Aerospace, BSD received a revised cost proposal on October 15, 2019, in the amount reducing the original cost to \$4,549,415.00.

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Committee Action Requested:**

The Committee recommends that the Board of Commissioners approve this request to award a sole source contract to Collins Aerospace (ARINC) for Public Address and Customer Information System Upgrades in the not-to-exceed amount of **\$4,549,415.00**.

**Funding Source:**

80% Federal Transit Administration (FTA) Grant number MO-54-0001 & MO-2016-026  
20% Local Match Proposition M (**Prop M**) & St. Clair County Transit District (SCCTD)

**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY  
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
APPROVING A SOLE SOURCE CONTRACT WITH  
COLLINS AEROSPACE (ARINC) FOR PUBLIC ADDRESS AND  
CUSTOMER INFORMATION SYSTEM UPGRADES**

**PREAMBLES:**

*Whereas*, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/“BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board of Commissioners”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”) to acquire by gift, purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, airports, wharves, docks, harbors, and industrial parks adjacent to and necessary and convenient thereto, bridges, tunnels, warehouses, grain elevators, commodity and other storage facilities, sewage disposal plants, passenger transportation facilities, and air, water, rail, motor vehicle and other terminal or parking facilities; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

*Whereas*, Board Policy Chapter 50, §50.010 (E)(1)(b), requires Board approval of all Non-competitive (“sole source or single bid”) Negotiation Procurements exceeding \$100,000; and

*Whereas*, in 2016, Metro’s Communication System Design Consultant HNTB prepared the “St. Louis Metro Public Address (PA) and Customer Information System (CIS) Study Report”, and the report summarized the existing conditions of the PA/CIS, market product research, PA/CIS architecture, technical findings (redundancy, reliability, maintainability, scalability, commercial availability, networkability, interface standards), and recommendation; and;

*Whereas*, the recommendation to expand the ARINC PA/CIS solution resulted in development of an evaluation committee, consisting of Metro Operations and Information Technology, to collaborate on final scope; and

*Whereas*, on August 2, 2019, Bi-State Development (BSD) received a cost proposal from Collins Aerospace to provide the necessary services which include, software and hardware design, equipment, factory testing, and on-site testing and commissioning of public address and customer information system upgrade, with a contract period not to exceed twenty-four months; and

*Whereas*, upon completion of negotiations with Collins Aerospace, BSD received a revised cost proposal on October 15, 2019, reducing the original cost to \$4,549,415.00; and

*Whereas*, it is feasible, necessary and in the public interest for the Agency to award a sole source contract to Collins Aerospace (ARINC) for public address and customer information system upgrades, in the not-to-exceed amount of \$4,549,415.00, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Contract. The Board of Commissioners hereby approves a sole source contract to Collins Aerospace (ARINC) for public address and customer information system upgrades, in the not-to-exceed amount of \$4,549,415.00, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Rights under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Collins Aerospace (ARINC).

Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution and the Contract.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and the Contract.

Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

Open Session Item

**9 e**

**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **Contract Modification: New Flyer, To Purchase 14 Battery Electric Articulated Buses**  
**Disposition:** Approval  
**Presentation:** Jessica Mefford-Miller, Executive Director Metro Transit;  
Larry Jackson, Executive Vice President of Administration;  
Darren Curry, Chief Mechanical Officer

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**Objective:**

To present to the Board of Commissioners, a request for authorization to modify the contract to New Flyer for the purchase of fourteen (14) Battery Electric Articulated buses, to replace the Diesel Articulated buses currently in operation on the Grand Line.

**Background:**

The 15 - 60' diesel powered, articulated buses that operate on the 70 Grand line have met their useful life and are scheduled to be replaced in the fourth quarter of 2020. With scheduling changes and the implementation of Metro Reimagined service on the Grand Line, this can now be accomplished with 14 articulated buses.

Looking ahead, Metro recognizes that current emissions requirements will make it difficult to operate diesel engines for as long as we have in the past. To continue to operate a reliable fleet within emissions standards, while minimizing operating costs, Metro will begin to shift our fleet to electric propulsion systems. Metro's planned transition from diesel to electric-powered vehicles is a monumental stride towards creating a more sustainable region by selecting equipment and energy sources that will reduce greenhouse gas emissions. This will also improve the long-term financial outlook of the transit system by reducing equipment maintenance expenses. The introduction of electric buses in the Metro fleet has been carefully planned and coordinated with vehicle manufacturers, Metro and Bi-State personnel, and regional partners to ensure a successful beginning of a more sustainable MetroBus system.

**Analysis:**

The Board of Commissioners approved the award of a contract to New Flyer for the purchase of fourteen (14) battery electric articulated buses, at a cost not to exceed \$1,330,000 per bus, totaling \$18,620,000. Subsequent to the contract award, certain pre-production changes have been requested by Metro staff, to enhance the overall operational functionality of the bus and customer experience. Changes of this type are customary during the pre-production phase of bus production. In this case however, changes have exceeded the small contingency allowed; therefore, additional monies are being requested to cover the cost of the changes.

Open Session Agenda Item  
Bi-State Development  
Board of Commissioners  
Contract Modification: New Flyer, Purchase of  
14 Battery Electric Articulated Buses  
April 24, 2020  
Page 2

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Committee Action Requested:**

The Committee recommends that the Board of Commissioners approve this request to modify the contract award to New Flyer for the purchase of fourteen (14) Battery electric articulated buses, to include an additional \$10,000 per bus, for a cost not to exceed \$1,340,000 per bus, totaling \$18,760,000.

**Funding Source:**

Funding for this purchase is provided through a combination of FTA grants (80%) and local sales tax sources (20%).



**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY  
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
MODIFYING A CONTRACT TO NEW FLYER FOR THE PURCHASE OF  
FOURTEEN (14) BATTERY ELECTRIC ARTICULATED BUSES**

**PREAMBLES:**

*Whereas*, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/ “BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board of Commissioners”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”) to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

*Whereas*, Board Policy Chapter 50.010.E(1)(a) requires Board approval of Competitive Negotiated Procurements exceeding \$500,000, and approve modifications to contracts that (a) are not within the amount budgeted or otherwise approved for that contract or (b) not within the originally established contract contingency; and

*Whereas*, on November 22, 2019, the Agency approved the award of a contract to New Flyer for the purchase of fourteen (14) battery electric articulated buses, at a cost not to exceed \$1,330,000 per bus, totaling \$18,620,000; and

*Whereas*, subsequent to the contract award, certain pre-production changes have been requested by Metro staff, to enhance the overall operational functionality of the bus and customer experience, and the changes have exceeded the small contingency allowed; therefore, additional monies are being requested to cover the cost of the changes; and

*Whereas*, it is feasible, necessary and in the public interest for the Agency to modify the contract award to New Flyer for the purchase of fourteen (14) Battery electric articulated buses, to include an additional \$10,000 per bus, for a cost not to exceed \$1,340,000 per bus, totaling \$18,760,000, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Modification of the Contract. The Board of Commissioners hereby approves the modification of the contract award to New Flyer for the purchase of fourteen (14) Battery electric articulated buses, to include an additional \$10,000 per bus, for a cost not to exceed \$1,340,000 per bus, totaling \$18,760,000, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, and Vice President of Procurement are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the

purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Rights under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and New Flyer.

Section 6. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and the Contract.

Section 8. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and the Contract.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

**Open Session Item**

**9 f**

**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and CEO  
**Subject:** **Revision to Board Policies – Section 10.060 – Board and Committee Meetings**  
**Disposition:** Approval  
**Presentation:** Barbara Enneking, General Counsel

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**Objective:**

To present to the Board of Commissioners for approval, a request to recommend a revision to Bi-State Development (BSD) Board Policies, Section 10.060 – Board and Committee Meetings. The objective of the revision is to update the Board Policies in recognition of the importance of Agency responsiveness to the public and accountability to its constituents. The Current Policy, Proposed Policy (Redlined), and Proposed Policy (Final/Clean) are attached.

**Background:**

As a public entity, BSD recognizes the importance of conducting its business with openness, transparency and accountability with its constituents, as stated in Section 10.070 of the BSD Board Policies. However as an interstate compact agency, the courts have held that BSD is not subject to the requirements of the Missouri Sunshine Act or the Illinois Freedom of Information Act which govern open records in those states. [*See, e.g., C.T. Hellmuth & Associates, Inc. v. Washington Metropolitan Area Transit Auth.*, 414 F. Supp. 408 (D. Md. 1976) (interstate compact authority was not subject to public information laws of one state); *see also KMOV-TV, Inc. v. Bi-State Development Agency*, 625 F. Supp. 2d 808 (E.D. Mo. 2008).] Therefore, in an effort to transact its business in the most equitable and responsive manner, the BSD Board has adopted its own distinct Board Policies to govern its public meetings and public records.

**Analysis:**

It is acknowledged that BSD wishes to continue to be open with its constituents and the public; however in an effort to accommodate even greater responsiveness to the public and to maintain current open meeting legal standards, the Board has considered to revise and update its public meeting policies.

The revisions to Board Policy, Section 10.060 – Board and Committee Meetings will include:

- Requiring a written request from a member of the public specifying the topic or topics to be addressed during such public comment, before the start of the Board or Committee meeting at which such public comment is requested.
- Providing that no public comment shall be allowed addressing any pending bid protest, litigation, or legal matter to which the Agency, its Commissioners, officers, directors, employees, or agents are a party.
- Providing that all remarks shall be directed to the Board as a collective body and not to any individual member thereof.
- Prohibiting the use of threatening, obscene, profane, disruptive, or abusive language.
- Public comment by an individual shall be limited to three minutes unless permission to continue is given by motion adopted by the Board.

Open Session Agenda Item  
Bi-State Development  
Board of Commissioners  
Revision to Board Policies, Section 10.060 – Board and Committee Meetings  
April 24, 2020  
Page 2

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

The Committee recommends that the Board of Commissioners approve a revision to Bi-State Development (BSD) Board Policies, Section 10.060 – Board and Committee Meetings. In addition it is requested that the Board approve a recommendation that the Chair of the Board of Commissioners designate that the proposed revision to Board Policies, Section 10.060 – Board and Committee Meetings, not be tabled pursuant to *Article VI (D)* of the Board Policies, as it is in the best interest of the Agency that these revised Board Policies be approved at the Board Meeting on April 24, 2020.

**Attachments:**

1. Current Board Policies, Section 10.060 – Board and Committee Meetings
2. Proposed (Redlined) Board Policies, Section 10.060 – Board and Committee Meetings
3. Final Proposed Board Policies, Section 10.060 – Board and Committee Meetings

**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY OF  
THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
TO APPROVE REVISIONS TO BOARD POLICY,  
CHAPTER 10 – SECTION 10.060 – BOARD AND COMMITTEE MEETINGS**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/ “BSD”) is a body corporate and politic, created by an interstate compact between the states of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”); and

*Whereas* the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”); to make suitable rules and regulations consistent with its mission and not inconsistent with the constitution or laws of either state, or any political subdivision thereof; and

*Whereas*, Article VI of the Bylaws – Board Policies of the Agency, provides that any action by the Board establishing policy, administrative, business, or otherwise, shall be known as “Board Policies” and that the Board may adopt, amend or repeal, in whole or in part, the Board Policies at any meeting of the Board, except that unless otherwise designated by the Chair, all Board Policies shall be tabled for a period of one month and shall become effective upon adoption by the Board; and

*Whereas*, as a public entity, BSD recognizes the importance of conducting its business with openness, transparency and accountability with its constituents, as stated in Section 10.070 of the BSD Board Policies; however, as an interstate compact agency, the courts have held that BSD is not subject to the requirements of the Missouri Sunshine Act or the Illinois Freedom of Information Act which govern open records in those states; and

*Whereas*, in an effort to transact its business in the most equitable and responsive manner, the BSD Board has adopted its own distinct Board Policies to govern its public meetings and public records; and

*Whereas*, is acknowledged that BSD wishes to continue to be open with its constituents and the public; however, in an effort to accommodate even greater responsiveness to the public and to maintain current open meeting legal standards, the Board has considered to revise and update its public meeting policies, Board Policy, Section 10.060 – Board and Committee Meetings, to include:

- Requiring a written request from a member of the public specifying the topic or topics to be addressed during such public comment, before the start of the Board or Committee meeting at which such public comment is requested.
- Providing that no public comment shall be allowed addressing any pending bid protest, litigation, or legal matter to which the Agency, its Commissioners, officers, directors, employees, or agents are a party.
- Providing that all remarks shall be directed to the Board as a collective body and not to any individual member thereof.
- Prohibiting the use of threatening, obscene, profane, disruptive, or abusive language.
- Public comment by an individual shall be limited to three minutes unless permission to continue is given by motion adopted by the Board; and

*Whereas*, it is feasible, necessary and in the public interest for the Board of Commissioners to approve an amendment to revise Board Policy Chapter 10 – Section 10.060 – Board and Committee Meetings, and waive tabling of the amendment to revise Board Policy Chapter 10 – Section 10.060 – Board and Committee Meetings, so that it is effective upon Board approval, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles as fully and completely as if set out in full in this Section 1.

Section 2. Approval of Board Policy Revisions. The Board of Commissioners hereby approves and adopts an amendment to revise Board Policy Chapter 10 – Section 10.060 – Board and Committee Meetings, and waives the tabling of the amendment so that the amendment is effective upon Board approval, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Form of the Board Policy Chapter 10 – Section 10.060 – Board and Committee Meetings. The form of the amendment to revise Board Policy Chapter 10 – Section 10.060 – Board and Committee Meetings (as provided in the Attachments to the Briefing Paper and made a part hereof), substantially in the form presented to this meeting are hereby approved, and officers of the Agency, including without limitation, the President and CEO, are hereby authorized and directed to execute and deliver and attest, respectively, the Board Policy Chapter 10 – Section 10.060 – Board and Committee Meetings, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to affect the Board Policy Chapter 10 – Section 10.060 – Board and Committee Meetings, with the necessity and desirability of such changes, modifications, insertions and omissions conclusively evidenced by their execution thereof.

Section 4. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 5. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 6. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency, officers and employees.

Section 7. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 8. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 9. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution.

Section 10. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Its \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners



**Open Session Item 9 f**  
**Attachment 1**

## **CURRENT BOARD POLICY**

### **Section 10.060      Board and Committee Meetings (revised 09/23/16)**

A.     Compact and Bylaws to Control. The conduct of regular and special meetings of the Board of Commissioners and Committees thereof established pursuant to this Chapter 10 of the Collected Board Policies, including the provision of notice, place where such meetings are held, and applicable attendance and quorum requirements shall be done pursuant to and in accordance with the Board Bylaws and the Compact. The provisions of this section shall supplement such matters.

B.     Agendas. The President & CEO shall prepare the agenda for Board and Committee meetings in accordance with the provisions of the Compact and Board Policy. He or she shall place such matters upon the agenda as may be requested by the Chair of the Board and such Committee or any Board Commissioner. Requests by a Committee or a Commissioner for the preparation of a report, policy or report for a Board Agenda, which in the opinion of the President & CEO will require the expenditure of significant staff time or funds, may not be acted upon by the President & CEO until approved by the Board.

C.     Consent Agenda Procedure. The President & CEO may, at his discretion, place any item of business on the consent agenda, provided the item of business does not involve any advertised public hearing, does not require a super majority vote, and as to which no request has been made by a Commissioner to discuss the matter. The consent agenda shall be prepared by the President & CEO. An item of business placed on the consent agenda may be removed from such agenda at any time prior to the finalization of the consent agenda as set forth herein. An item of business shall be automatically removed from the consent agenda if a request is made by a Commissioner that they wish to speak or have discussion on the matter. An item included on the consent agenda shall not be debated or discussed by a Commissioner unless the Commissioner has requested an opportunity to speak on the matter prior to the finalization of the consent agenda. Items of business contained on the consent agenda shall be voted upon by the Board considering the consent agenda in its entirety and shall not be taken up for consideration as separate matters, except that nothing contained herein shall be construed to prohibit a Commissioner from voting individually on each separate item shown on the consent agenda.

A vote by a Commissioner for adoption of the consent agenda shall mean that the Commissioner has requested that his or her vote be recorded as an "aye" vote for each separate item on the consent agenda and shall be recorded as such. A vote against adoption of the consent agenda shall be recorded as a "nay" vote on each item placed on the consent agenda and shall be recorded as such. Provided, however, a Commissioner, when casting an "aye" or "nay" vote, may specifically exclude from such vote for approval or disapproval of the consent agenda specific items on the agenda, and in such event the minutes shall record the exceptions accordingly.

Consent agendas following this procedure may also be used for closed (executive) session agendas.

D. Order of Business.

1. Call to Order
2. Roll Call
3. Public Comment (requested pursuant to Board Policy)
4. Approval of Minutes
5. Report of Treasurer
6. Report of Chair
7. Report of President & CEO
8. Committee Reports
9. Approval and Adjustment of Agenda - Commissioners to indicate matters for deletion from Consent Agenda on which discussion is requested
10. Consent Agenda Items – which shall include all items recommended for Board action by a Board Committee except matters requiring a public hearing, matters which discussion is requested by a Commissioner, matters requiring a super majority vote, or matters on which a presentation is deemed desirable by the President & CEO
11. Committee Action Items
12. Unscheduled Business
13. Call of the Dates for Future Board and Committee Meetings
14. Adjournment

E. Conduct of Meetings; Rules of Order.

1. Rules of Order. The Chair will conduct Board meetings under informal Roberts Rules of Order. Issues may be discussed by the Board as a committee of the whole. In order to ensure order, the Chair (or a majority motion) may, for an individual meeting, require strict adherence to Roberts Rules of Order, current U.S. edition.
2. Conduct of Meetings. Persons authorized to speak at the Board meetings are the Commissioners and the President & CEO. Other Agency staff or agents may be called upon to participate in meetings at the sole discretion of the Board. Persons wishing to address the Commissioners may do so

only pursuant to the Agency's public comment policy as set forth herein, provided that the matter is appropriate, is delivered in an orderly and brief manner, and does not interfere with the Board's timely conduct of business as determined by the Chair.

F. Public Comment.

1. Meetings of the Board and Committees shall provide for public comment in the following instances:
  - a. In connection with matters related to capital grant applications, fare increases and service changes, and changes to the paratransit plan as required by provision of applicable law
  - b. On motion adopted by the Board permitting public comment on a specified topic or topics
  - c. At the written request of a member of the public specifying the topic or topics to be addressed during such public comment and provided to the Agency's public information officer at least 48 hours prior to the Board or Committee meeting at which such public comment is requested. No public comment shall be allowed by parties or their legal counsel in connection with any matter involving a pending bid protest, litigation, or legal matter.
2. All public comments shall be made pursuant to the following rules:
  - a. All individuals shall state their name, address and topic for comment
  - b. All individuals shall address the Chair and shall not proceed with public comment until recognized by the Chair
  - c. No disrespectful language may be used or comments with respect to personalities shall be made
  - d. An individual called to order by the Chair shall immediately desist from speaking until permitted to continue by the Chair
  - e. Public comment by an individual shall be limited to five minutes unless permission to continue is given by motion adopted by the Board

**Open Session Item 9 f**  
**Attachment 2**

## **Section 10.060 Board and Committee Meetings (revised 09/23/16)**

A. Compact and Bylaws to Control. The conduct of regular and special meetings of the Board of Commissioners and Committees thereof established pursuant to this Chapter 10 of the Collected Board Policies, including the provision of notice, place where such meetings are held, and applicable attendance and quorum requirements shall be done pursuant to and in accordance with the Board Bylaws and the Compact. The provisions of this section shall supplement such matters.

B. Agendas. The President & CEO shall prepare the agenda for Board and Committee meetings in accordance with the provisions of the Compact and Board Policy. He or she shall place such matters upon the agenda as may be requested by the Chair of the Board and such Committee or any Board Commissioner. Requests by a Committee or a Commissioner for the preparation of a report, policy or report for a Board Agenda, which in the opinion of the President & CEO will require the expenditure of significant staff time or funds, may not be acted upon by the President & CEO until approved by the Board.

C. Consent Agenda Procedure. The President & CEO may, at his discretion, place any item of business on the consent agenda, provided the item of business does not involve any advertised public hearing, does not require a super majority vote, and as to which no request has been made by a Commissioner to discuss the matter. The consent agenda shall be prepared by the President & CEO. An item of business placed on the consent agenda may be removed from such agenda at any time prior to the finalization of the consent agenda as set forth herein. An item of business shall be automatically removed from the consent agenda if a request is made by a Commissioner that they wish to speak or have discussion on the matter. An item included on the consent agenda shall not be debated or discussed by a Commissioner unless the Commissioner has requested an opportunity to speak on the matter prior to the finalization of the consent agenda. Items of business contained on the consent agenda shall be voted upon by the Board considering the consent agenda in its entirety and shall not be taken up for consideration as separate matters, except that nothing contained herein shall be construed to prohibit a Commissioner from voting individually on each separate item shown on the consent agenda.

A vote by a Commissioner for adoption of the consent agenda shall mean that the Commissioner has requested that his or her vote be recorded as an "aye" vote for each separate item on the consent agenda and shall be recorded as such. A vote against adoption of the consent agenda shall be recorded as a "nay" vote on each item placed on the consent agenda and shall be recorded as such. Provided, however, a Commissioner, when casting an "aye" or "nay" vote, may specifically exclude from such vote for approval or disapproval of the consent agenda specific items on the agenda, and in such event the minutes shall record the exceptions accordingly. Consent agendas following this procedure may also be used for closed (executive) session agendas.

D. Order of Business.

1. Call to Order
2. Roll Call

3. Public Comment (requested pursuant to Board Policy)
4. Approval of Minutes
5. Report of Treasurer
6. Report of Chair
7. Report of President & CEO
8. Committee Reports
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11. Committee Action Items
12. Unscheduled Business
13. Call of the Dates for Future Board and Committee Meetings
14. Adjournment

E. Conduct of Meetings; Rules of Order.

1. Rules of Order. The Chair will conduct Board meetings under informal Roberts Rules of Order. Issues may be discussed by the Board as a committee of the whole. In order to ensure order, the Chair (or a majority motion) may, for an individual meeting, require strict adherence to Roberts Rules of Order, current U.S. edition.
2. Conduct of Meetings. Persons authorized to speak at the Board meetings are the Commissioners and the President & CEO. Other Agency staff or agents may be called upon to participate in meetings at the sole discretion of the Board. Persons wishing to address the Commissioners may do so only pursuant to the Agency's public comment policy as set forth herein, provided that the matter is appropriate, is delivered in an orderly and brief manner, and does not interfere with the Board's timely conduct of business as determined by the Chair.

F. Public Comment.

1. Meetings of the Board and Committees shall provide for public comment in the following instances:

- a. In connection with matters related to capital grant applications, fare increases and service changes, and changes to the paratransit plan as required by provision of applicable law
- b. On motion adopted by the Board permitting public comment on a specified topic or topics
- c. At the written request of a member of the public specifying the topic or topics to be addressed during such public comment and provided to the Agency ~~before the start of~~ ~~'s public information officer at least~~ ~~48 hours prior to~~ the Board or Committee meeting at which such public comment is requested. No public comment shall be allowed by parties or their legal counsel in connection with addressing any matter involving a pending bid protest, litigation, or legal matter to which the Agency, its Commissioners, officers, directors, employees, or agents are a party.

2. All public comments shall be made pursuant to the following rules:

- a. All individuals shall state their name, address and topic for comment.
- b. All individuals shall address the Chair and shall not proceed with public comment until recognized by the Chair.
- c. All remarks shall be directed to the Board as a collective body and not to any individual member thereof.
- d. Use of threatening, obscene, profane, disruptive, or abusive language is prohibited. ~~No disrespectful language may be used or comments with respect to personalities shall be made~~
- e. An individual called to order by the Chair shall immediately desist from speaking until permitted to continue by the Chair.
- f. Public comment by an individual shall be limited to threefive minutes unless permission to continue is given by motion adopted by the Board.





## **Section 10.060 Board and Committee Meetings (revised 09/23/16)**

A. Compact and Bylaws to Control. The conduct of regular and special meetings of the Board of Commissioners and Committees thereof established pursuant to this Chapter 10 of the Collected Board Policies, including the provision of notice, place where such meetings are held, and applicable attendance and quorum requirements shall be done pursuant to and in accordance with the Board Bylaws and the Compact. The provisions of this section shall supplement such matters.

B. Agendas. The President & CEO shall prepare the agenda for Board and Committee meetings in accordance with the provisions of the Compact and Board Policy. He or she shall place such matters upon the agenda as may be requested by the Chair of the Board and such Committee or any Board Commissioner. Requests by a Committee or a Commissioner for the preparation of a report, policy or report for a Board Agenda, which in the opinion of the President & CEO will require the expenditure of significant staff time or funds, may not be acted upon by the President & CEO until approved by the Board.

C. Consent Agenda Procedure. The President & CEO may, at his discretion, place any item of business on the consent agenda, provided the item of business does not involve any advertised public hearing, does not require a super majority vote, and as to which no request has been made by a Commissioner to discuss the matter. The consent agenda shall be prepared by the President & CEO. An item of business placed on the consent agenda may be removed from such agenda at any time prior to the finalization of the consent agenda as set forth herein. An item of business shall be automatically removed from the consent agenda if a request is made by a Commissioner that they wish to speak or have discussion on the matter. An item included on the consent agenda shall not be debated or discussed by a Commissioner unless the Commissioner has requested an opportunity to speak on the matter prior to the finalization of the consent agenda. Items of business contained on the consent agenda shall be voted upon by the Board considering the consent agenda in its entirety and shall not be taken up for consideration as separate matters, except that nothing contained herein shall be construed to prohibit a Commissioner from voting individually on each separate item shown on the consent agenda.

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2. Roll Call

3. Public Comment (requested pursuant to Board Policy)
4. Approval of Minutes
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6. Report of Chair
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8. Committee Reports
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12. Unscheduled Business
13. Call of the Dates for Future Board and Committee Meetings
14. Adjournment

E. Conduct of Meetings; Rules of Order.

1. Rules of Order. The Chair will conduct Board meetings under informal Roberts Rules of Order. Issues may be discussed by the Board as a committee of the whole. In order to ensure order, the Chair (or a majority motion) may, for an individual meeting, require strict adherence to Roberts Rules of Order, current U.S. edition.
2. Conduct of Meetings. Persons authorized to speak at the Board meetings are the Commissioners and the President & CEO. Other Agency staff or agents may be called upon to participate in meetings at the sole discretion of the Board. Persons wishing to address the Commissioners may do so only pursuant to the Agency's public comment policy as set forth herein, provided that the matter is appropriate, is delivered in an orderly and brief manner, and does not interfere with the Board's timely conduct of business as determined by the Chair.

F. Public Comment.

1. Meetings of the Board and Committees shall provide for public comment in the following instances:

- a. In connection with matters related to capital grant applications, fare increases and service changes, and changes to the paratransit plan as required by provision of applicable law
  - b. On motion adopted by the Board permitting public comment on a specified topic or topics
  - c. At the written request of a member of the public specifying the topic or topics to be addressed during such public comment and provided to the Agency before the start of the Board or Committee meeting at which such public comment is requested. No public comment shall be allowed addressing any pending bid protest, litigation, or legal matter to which the Agency, its Commissioners, officers, directors, employees, or agents are a party.
2. All public comments shall be made pursuant to the following rules:
- a. All individuals shall state their name, address and topic for comment.
  - b. All individuals shall address the Chair and shall not proceed with public comment until recognized by the Chair.
  - c. All remarks shall be directed to the Board as a collective body and not to any individual member thereof.
  - d. Use of threatening, obscene, profane, disruptive, or abusive language is prohibited.
  - e. An individual called to order by the Chair shall immediately desist from speaking until permitted to continue by the Chair.
  - f. Public comment by an individual shall be limited to three minutes unless permission to continue is given by motion adopted by the Board.

Open Session Item

**9 g**

**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **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**  
**Disposition:** Approval  
**Presentation:** Mary Lamie, Executive Vice President of Multi Modal Enterprises

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**Objective:**

To present to the Board of Commissioners (**Board**) for approval, a Letter of Agreement (**Agreement**) between BSD and The Jerry Costello Group, LLC (**Consultant**) for consulting services for the St. Louis Regional Freightway (**the Freightway**) and Bi-State Development (**BSD**), with terms in effect beginning April 1, 2020, through March 31, 2022.

**Board Policy:**

Per the Collected Board Policies of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Chapter 50:

§50.010(A)(8): Definitions – “Non-Competitive Procurement” means a method by which goods and/or services are procured from a single offeror; and

§50.010(E)(1)(b): Award Authority – The Board of Commissioners shall approve the following procurements: Non-Competitive Procurements which exceed \$100,000.

Non-Competitive Procurements are also known as “sole-source” or “single-bid” contracts. This Agreement is a non-competitive procurement that exceeds \$100,000, and thus requires Board approval.

**Funding Source:**

The funding for this contract will be split between the Freightway operating budget and BSD Executive Services. Each cost center will contribute 50% of the total contract amount and of each invoice submitted by the Consultant.

**Background:**

The Consultant entered into an initial Letter of Agreement with BSD in the summer of 2015 as the Freightway was created and activities were getting underway.

Following the initial contract, the Consultant continued to work for the Freightway and BSD under two additional contracts. The most recent contract covered the period of April 1, 2018 through March 31, 2020. On April 1, 2019, this contract was amended, lowering the Consultant’s monthly fee. See **Exhibit 1** attached.

**Analysis:**

Consistent with the Agreement in place today, the Consultant will provide strategic advice and planning for the Freightway and BSD and work closely with the Executive Vice President of Multi Modal Enterprises and BSD Executive Staff, including the President and Chief Executive Officer. In addition to providing strategic planning and advice, the Consultant will coordinate activities between the Freightway and the U.S. Secretary of Transportation and its office, as well as with members of the U.S. Congress and other government officials in the St. Louis region.

The Consultant will also work with class I railroads in the St. Louis region to identify strategies to fund Freightway projects. Former Congressman Jerry Costello will be the lead person for the Consultant.

The proposed Agreement provides these services at the same rate of \$9,000 per month and would be in effect for twenty-four (24) months, starting on April 1, 2020, through March 31, 2022. See **Exhibit 2** attached.

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

It is requested that the Board of Commissioners approve the Letter of Agreement between BSD and The Jerry Costello Group, LLC for consulting services for the Freightway and BSD, with terms in effect for a twenty-four (24) month period of April 1, 2020, through March 31, 2022.

**Attachments:**

**Exhibit 1:** Existing Letter of Agreement with The Jerry Costello Group, LLC

**Exhibit 2:** Draft Letter of Agreement with The Jerry Costello Group, LLC

**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY  
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
APPROVING A SOLE SOURCE AGREEMENT WITH THE  
JERRY COSTELLO GROUP LLC FOR CONSULTING SERVICES**

**PREAMBLES:**

*Whereas*, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/“BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board of Commissioners”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”) to acquire by gift, purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, airports, wharves, docks, harbors, and industrial parks adjacent to and necessary and convenient thereto, bridges, tunnels, warehouses, grain elevators, commodity and other storage facilities, sewage disposal plants, passenger transportation facilities, and air, water, rail, motor vehicle and other terminal or parking facilities; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

*Whereas*, Board Policy Chapter 50, §50.010 (E)(1)(b), requires Board approval of all Non-competitive (“sole source or single bid”) Negotiation Procurements exceeding \$100,000; and

*Whereas*, BSD entered into an initial Letter of Agreement with the Consultant in the summer of 2015, and following the initial contract, the Consultant continued to work for the Freightway and BSD under two additional contracts. The most recent contract covered the period of April 1, 2018 through March 31, 2020, and on April 1, 2019, the contract was amended, lowering the Consultant’s monthly fee;

*Whereas*, consistent with the current Agreement, the Consultant will provide strategic advice and planning for the Freightway and BSD and work closely with the Executive Vice President of Multi Modal Enterprises and BSD Executive Staff, including the President and Chief Executive Officer; and

*Whereas*, in addition to providing strategic planning and advice, the Consultant will coordinate activities between the Freightway and the U.S. Secretary of Transportation and its office, as well as with members of the U.S. Congress and other government officials in the St. Louis region; and

*Whereas*, the Consultant will also work with Class I railroads in the St. Louis region to identify strategies to fund Freightway projects, and former Congressman Jerry Costello will be the lead person for the Consultant; and

*Whereas*, the proposed Agreement provides these services at the current rate of \$9,000 per month and would be in effect for twenty-four (24) months, starting on April 1, 2020, through March 31, 2022; and

*Whereas*, it is feasible, necessary and in the public interest for the Agency to approve a sole source Agreement between BSD and The Jerry Costello Group, LLC for consulting services for the Freightway and BSD, with terms in effect for a twenty-four (24) month period of April 1, 2020, through March 31, 2022, in an amount not to exceed \$9,000 per month, in accordance with the terms and conditions described herein.



**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Sole Source Agreement. The Board of Commissioners hereby approves a sole source Agreement between BSD and The Jerry Costello Group, LLC for consulting services for the Freightway and BSD, with terms in effect for a twenty-four (24) month period of April 1, 2020, through March 31, 2022, in an amount not to exceed \$9,000 per month, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Form of the Agreement. The form of the Agreement (as provided in the Attachment to the Briefing Paper and made a part hereof), in substantially the form presented to this meeting is hereby approved, and officers of the Agency, including without limitation, the President and CEO, are hereby authorized and directed to negotiate, execute and deliver and attest, respectively, the Agreement, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to effect the Agreement, with the necessity or desirability of such changes, modifications, insertions and omissions being conclusively evidenced by their execution thereof.

Section 4. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO is hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contract and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 5. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 6. Rights under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and the Jerry Costello Group, LLC.

Section 7. Governing Law. The laws of the State of Missouri shall govern this Resolution and the Contract.

Section 8. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and the Contract.

Section 9. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Contract.

Section 10. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

Open Session Item 9 g

**Exhibit 1**



## THE JERRY COSTELLO GROUP, LLC

**Jerry F. Costello**  
Member of Congress  
1988 - 2013

### LETTER OF AGREEMENT

This Letter of Agreement ("Agreement") between The Bi-State Development Agency of the Missouri-Illinois Metropolitan District ("Client"), and The Jerry Costello Group, LLC ("Consultant") defines the terms of their relationship.

Client retains Consultant to advise Client and work with other parties as necessary to promote the Client's goals, interests and objectives regarding the Regional Freight Project. Client will keep Consultant fully apprised of the current issues and objectives of the Client.

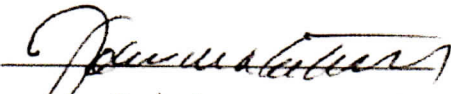
Client and Consultant agree that Jerry F. Costello will be primarily responsible for the performance of the services referred to in this Agreement, however, as needed, Consultant is allowed to retain third party consultants to provide assistance in performing the Agreement, at no cost to the Client, unless agreed upon by the Client.

Consultant will devote time and resources necessary in performing the services described in this Agreement. Consultant shall have full discretion in selecting the dates and times necessary to complete the terms of the agreement giving due regard to the needs of the Client.

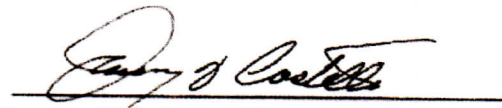
The term of this agreement shall commence on April 1, 2018 and continue through March 31, 2020.

Client agrees to pay Consultant a monthly fee of ~~\$10,000~~ <sup>9,000.00 TR</sup>. Monthly fees will be paid on the 1<sup>st</sup> business day of each month, starting on April 1, 2018. A monthly invoice will be mailed to the Client. The client agrees to pay Consultant any reasonable expenses the Consultant deems necessary in accomplishing the terms of this Agreement. Such expenses shall be documented and submitted to the Client for reimbursement within 60 days after the expenses were incurred. The Client shall reimburse the Consultant within 30 days of the date the request for reimbursement is received by the Client. Total expenses shall not exceed \$1000 in any month unless expressly permitted by the Client in advance.

This agreement is not a contract of employment. Consultant is an independent contractor of the Client and shall have no authority to obligate the Client. Consultant shall have the exclusive right to determine the method, manner and means by which it will perform the Agreement.

  
Date: 5-4-18

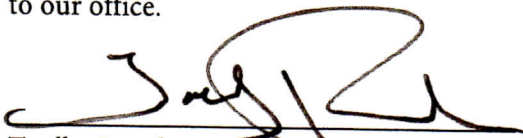
John Nations  
Bi-State Development Agency of the  
Missouri-Illinois Metropolitan District  
211 N. Broadway, Suite 700  
St. Louis, MO 63102

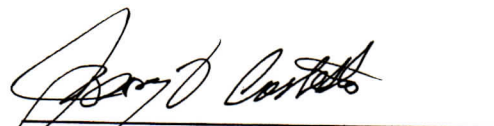
  
Date: 3/26/18

Jerry F. Costello  
The Jerry Costello Group, LLC  
144 Lincoln Place Court  
Suite 3  
Belleville, IL 62221  
[thejerrycostellogroup@gmail.com](mailto:thejerrycostellogroup@gmail.com)  
618-234-6701 - office  
618-971-6200 - cell

Addendum to Agreement - April 1, 2019

Per verbal agreement between Taulby Roach, President & CEO and Jerry Costello, Consultant, the monthly rate will now be \$9,000.00 a month. Please affirm with your signature and return to our office.

  
Taulby Roach, President

  
Jerry F. Costello

**Open Session Item 9 g**

**Exhibit 2**



## THE JERRY COSTELLO GROUP, LLC

### **Jerry F. Costello**

Member of Congress  
1988 – 2013

### LETTER OF AGREEMENT

This Letter of Agreement (“Agreement”) between The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (“Client”), and The Jerry Costello Group, LLC (“Consultant”) defines the terms of their relationship.

Client retains Consultant to advise Client and work with other parties as necessary to promote the Client’s goals, interests and objectives regarding both Bi-State Development and the St. Louis Regional Freightway. Client will keep Consultant fully apprised of the current issues and objectives of the Client.

Client and Consultant agree that Jerry F. Costello will be primarily responsible for the performance of the services referred to in this Agreement, however, as needed, Consultant is allowed to retain third party consultants to provide assistance in performing the Agreement, at no cost to the Client, unless agreed upon by the Client.

Consultant will devote time and resources necessary in performing the services described in this Agreement. Consultant shall have full discretion in selecting the dates and times necessary to complete the terms of the agreement giving due regard to the needs of the Client.

The term of this amended agreement shall commence on April 1, 2020 and continue through March 31, 2022.

Client agrees to pay Consultant a monthly fee of \$9,000. Monthly fees will be paid on the 1<sup>st</sup> business day of each month, starting on April 1, 2020. A monthly invoice will be mailed to the Client. The client agrees to pay Consultant any reasonable expenses the Consultant deems necessary in accomplishing the terms of this Agreement. Such expenses shall be documented and submitted to the Client for reimbursement within 60 days after the expenses were incurred. The Client shall reimburse the Consultant within 30 days of the date the request for reimbursement is received by the Client. Total expenses shall not exceed \$1000 in any month unless expressly permitted by the Client in advance.

This agreement is not a contract of employment. Consultant is an independent contractor of the Client and shall have no authority to obligate the Client. Consultant shall have the exclusive right to determine the method, manner and means by which it will perform the Agreement.

\_\_\_\_\_  
Date: \_\_\_\_\_

Taulby Roach  
Bi-State Development Agency of the  
Missouri-Illinois Metropolitan District  
211 N. Broadway, Suite 700  
St. Louis, MO 63102

\_\_\_\_\_  
Date: \_\_\_\_\_

Jerry F. Costello  
The Jerry Costello Group, LLC  
138 Lincoln Place Court  
Suite 101  
Belleville, IL 62221  
[thejerrycostellogroup@gmail.com](mailto:thejerrycostellogroup@gmail.com)  
618-234-6701 – office  
618-971-6200 - cell



**Open Session Item**

**10**

**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **FY 2020 External Audit - Client Service Plan from RubinBrown**  
**Disposition:** Information  
**Presentation:** Mark Vago, Sr. Vice President and Chief Financial Officer  
Renita Duncan, Engagement Partner - RubinBrown;  
Alisha Barnum, Engagement Manager - RubinBrown;

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**Objective:**

To provide the FY 2020 External Audit, Client Service Plan from RubinBrown for Bi-State Development (**BSD**) to the Board of Commissioners.

**Background:**

Bi-State Development is required under certain grants, statutes, bond indentures and agreements to submit its financial statements for the annual audit by a firm of independent certified public accountants. A new contract was awarded to RubinBrown for a five-year term, beginning December 16, 2018. Annually, the external auditors submit their audit schedule and presentation to the Commissioners. Upon completion of this audit, they will report their findings and conclusion to the entire Board of Commissioners and may meet with the Audit Committee at any time during the year.

**Agenda:**

- Audit Team and Resources
- Scope and Objectives of the Audit
- Audit Approach and Areas of Higher Risk
- Discuss New Accounting and Auditing Matters
- Audit and Non-Audit Services performed
- Consideration of the Risk of Errors or Fraud
- Executive Session with the Committee at Committees' Discretion

**Audit Plan:**

<b>Activity</b>	<b><u>Planned Date</u></b>
Deliver Draft of Financial Statements, Draft Letter of Required Communications to the Board	September 30
Conduct Meeting with the Audit Committee to Review Draft Reports	October 16
Issue Final AUP - NTD Audit	October 30
Acceptance of Financial Statements by the Board of Commissioners	November 20
Issue Single Audit/OMB Uniform Guidance Report	November 30
Certify Data Collection Form to Federal Clearing House	December 31

Open Session Agenda Item  
Bi-State Development  
Board of Commissioners  
FY2020 External Audit Client Service Plan from RubinBrown  
April 24, 2020  
Page 2

**Funding Source:**

Cost for services is included in the BSD's FY 2020 Operating Budget, as approved by the Board of Commissioners.

**Previous Action:**

This item was presented at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

This item was provided for information only. No action is required.

**Attachment:**

1. RubinBrown- Client Service Plan



# Bi-State Development



Audit Committee Pre-Audit Communications  
March 20, 2020



for the fiscal year ended  
June 30, 2020

# Agenda

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Engagement Team	1
Scope Of Services	2
Objectives And Scope Of Financial Statement Audit	3
Engagement Timeline	4
Audit Approach Summary	5
Areas Of Focus	6
Committee's Role In Oversight And Fraud Considerations	7
New Financial Accounting And Reporting Statements	8 - 9

# Bi-State Development's Core Engagement Team

Bi-State Development

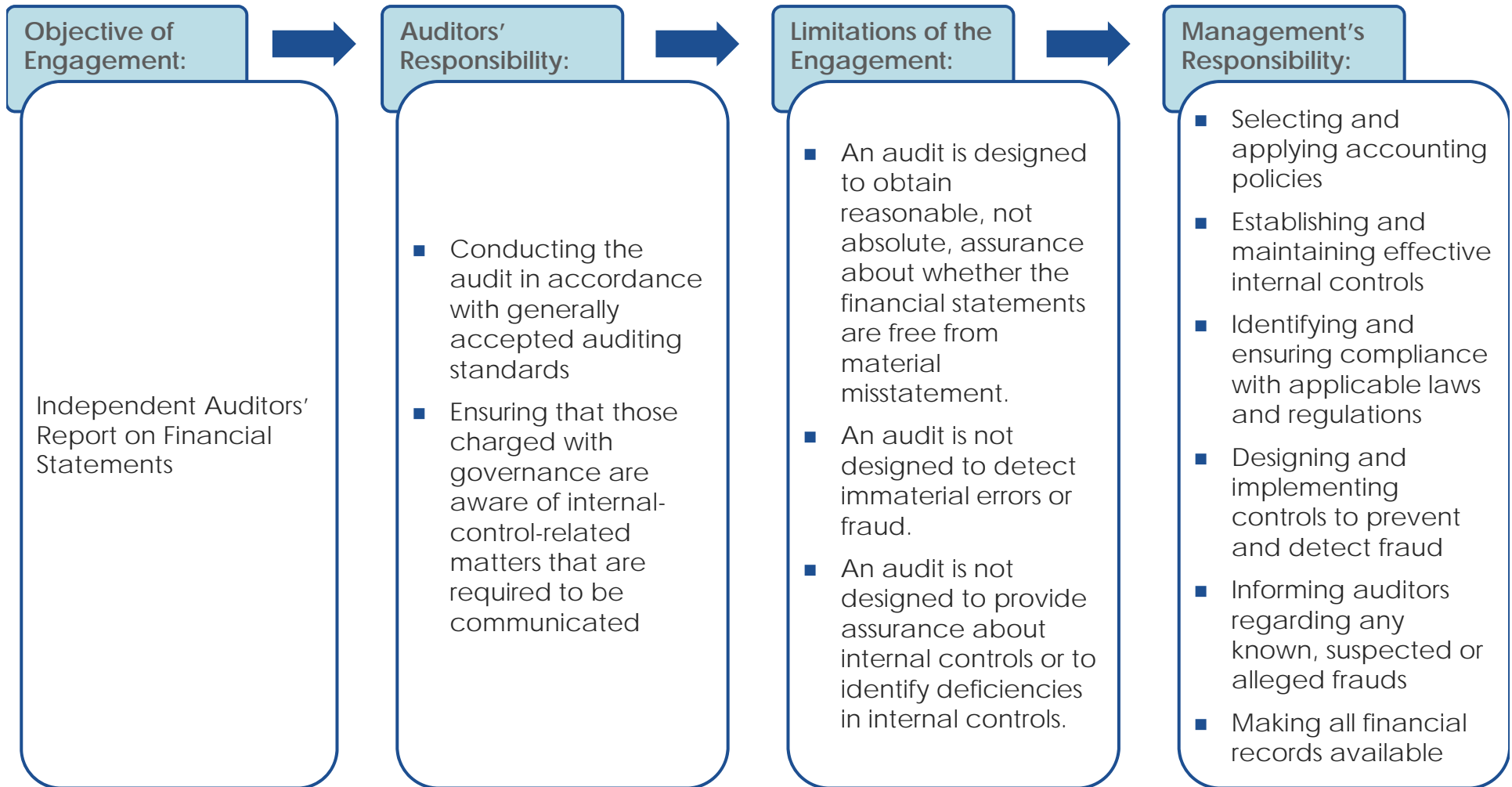
Engagement Member	Role	Telephone	Email
Renita Duncan	Engagement Partner	314-678-3546	renita.duncan@rubinbrown.com
Alisha Barnum	Engagement Manager	314-678-3596	alisha.barnum@rubinbrown.com
Kevin Luttrell	Engagement In-charge	314-678-3628	kevin.luttrell@rubinbrown.com
Jeffery Randle	Managing Member, Randle & Associates	314-731-8085	jefferyrandle@randlecpa.com
Ted Williamson	Quality Control Partner	314-678-3534	ted.williamson@rubinbrown.com

# Scope Of Services - 2020

- Independent Auditors' Report on Bi-State Development CAFR
- Single Audit in accordance with Uniform Guidance
  - Non-attest services: Single Audit Report, including footnotes to the schedule of expenditures of federal awards, the summary of prior year findings and completion of the auditee section of the Data Collection Form to the Federal Audit Clearinghouse
- NTD Agreed-Upon-Procedures
- Preparation of 990s
  - Research Institute
  - Arts In Transit
- Viewpoints: Report to Governance
  - Auditor communications
  - Financial schedules and observations
  - Management Letter, if necessary
  - Best practices



# Objectives And Scope Of Financial Statement Audit



# Engagement Timeline

## Bi-State Development

Planning Discussion with Audit Committee	March 20
Interim Planning and Risk Assessment Procedures	April 20
Interim Testing and Compliance Procedures	June 1
Fiscal Year End	June 30
Year End Testing (start date)	August 10
Bi-State Development Completes CAFR	August 24
Audit Fieldwork Substantially Complete	September 11
Deliver Draft of Financial Statements, Draft Letter of Required Communications	September 30
Present Drafts to the Audit Committee	October 16
Issue Final AUP - NTD Audit	October 30
Acceptance of Financial Statements by the Board of Commissioners	November 22
Issue Single Audit/OMB Uniform Guidance Report	November 30
Certify Data Collection Form to Federal Clearing House	December 30

# Audit Approach Summary

We will collaborate with Management to develop a tailored approach to the scope of services that responds to specific risks. Our approach will include the following:

- Planning, risk assessment and inquiries
- Consultation on the implementation of new standards
- Frequent communication throughout the engagement
- Customized testing approach to interim fieldwork and year-end fieldwork
- Annual debriefing

# Areas Of Focus

Area	2020 Preliminary Assessment Of Risk
<ul style="list-style-type: none"> <li>■ Pension &amp; OPEB liabilities, valuation assumptions and financial statement presentation and disclosures</li> <li>■ Non-operating revenues and federal grant funding</li> <li>■ Debt</li> </ul>	<b>Higher Risk</b>
<ul style="list-style-type: none"> <li>■ Operating revenues, receivables and related allowances</li> <li>■ Investments, specifically fair value considerations</li> <li>■ Payroll expense and related liabilities</li> <li>■ Fuel hedging derivative instruments</li> <li>■ Self-insurance liability, valuation assumptions</li> </ul>	<b>Moderate Risk</b>
<ul style="list-style-type: none"> <li>■ Cash and cash equivalents</li> <li>■ Restricted cash and cash equivalents</li> <li>■ Materials, supplies, inventory and prepaid expenses</li> <li>■ Capital assets</li> <li>■ Cash disbursements, purchasing and current liabilities</li> <li>■ Capital leases and leaseback arrangements</li> <li>■ Net position</li> </ul>	<b>Lower Risk</b>

**Is the Committee aware of anything else significant that we should incorporate into our audit plan?**

**Were there unusual or complex transactions during the year?**

- **Bond refunding, September 2019**
- **Implementation of GASB Statement No. 84, *Fiduciary Activities***

# Committee's Role In Oversight And Fraud Considerations

What is the Committee's Role in Oversight and Monitoring internal controls over financial reporting?

Any changes in roles and responsibilities of the Committee?

Has management reported to the Audit Committee on how internal control serves to prevent, detect or deter material misstatements due to fraud?

What are the Committee's views regarding the risks of fraud?

Any allegations, suspicions or known instances of fraud during the current year?

Any issues with compliance with required laws and regulations?

Any whistleblower reports received?

# New Financial Accounting And Reporting Statements

## **GASB Statement No. 84, Fiduciary Activities**

- Clarifies whether a business-type activity engaging in fiduciary activities should present fiduciary statements
- Clarifies the component unit criteria and how to apply the component unit criteria to unique situations
- Clarifies the definition of fiduciary responsibility based on new definition of control and criteria
- Statement of fiduciary net position and changes in fiduciary net position would appear after the cash flow statement

## **Effective for the June 30, 2020 financial statements**

### **Potential presentation and disclosure changes for the following Agency fiduciary activities:**

- 788 ATU Defined Benefit Pension Plan
- IBEW Defined Benefit Pension Plan
- Salaried Defined Benefit Pension Plan
- OPEB Medical Trust Plan
- 401(k) Defined Contribution Plan

# New Financial Accounting And Reporting Standards

## **GASB Statement No. 87, Leases**

- Requires recognition of certain lease assets and liabilities for leases that previously were classified as operating leases
- Recognize a lease liability and an intangible right-to-use lease asset

**Effective for the June 30, 2021 financial statements**

## **GASB Statement No. 89, Accounting for Interest Costs Incurred Before the End of a Construction Period**

- Interest costs incurred before construction is complete will not be capitalized, but instead will be expensed

**Effective for the June 30, 2021 financial statements**

# Open Forum

Bi-State Development



**Open Session Item**

**11**

**Bi-State Development Agency  
Board of Commissioners  
Open Meeting Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **Bi-State Development Operating and Capital Budget**  
**Presentation:** Taulby Roach, President and Chief Executive Officer  
Mark G. Vago, Sr. Vice President and Chief Financial Officer  
Tammy Fulbright, Sr. Director Financial Planning & Treasury

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**Objective:**

To present the following to the Board of Commissioners for discussion and approval:

- The Bi-State Development FY 2021 Operating Budget;
- The Bi-State Development FY 2021 – FY 2023 Capital Budget;
- 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.

**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.

**Analysis:**

Bi-State Development has developed the 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.

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

The Committee recommends that the Board of Commissioners approve the FY 2021 Operating and Capital Budget.

**Attachments:**

1. Bi-State Development Operating and Capital Budget
2. Budget Presentation

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE  
BI-STATE DEVELOPMENT AGENCY  
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
APPROVING THE FY2021 BI-STATE DEVELOPMENT AGENCY  
OPERATING AND CAPITAL BUDGET**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/ “BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§70.370 *et seq.* and 45 Ill. Comp. Stat. 100/1 *et seq.* to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase, or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by the federal government or any agency or officer, thereof; to disburse funds for this and its other lawful activities; to fix salaries and wages of its officers and employees; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

*Whereas*, the Compact requires that the Agency shall not incur any obligations for salaries, office or other administrative expenses, prior to making appropriations adequate to meet the same; and

*Whereas*, therefore, Board Policy 30.030 requires the President & CEO to prepare an annual operating and capital budget to be presented to and approved by the Board of Commissioners at a regularly scheduled meeting prior to the beginning of each new fiscal year; and

*Whereas*, a detailed presentation of the Bi-State Development Agency's proposed FY2021 Operating and Capital Budget was presented for discussion at the Board's Combined Meeting of the Operations Committee and Audit, Finance and Administration Committee on March 20, 2020; and.

*Whereas*, this proposed FY2021 Budget was presented to and discussed by the Board at its Committee meeting on March 20, 2020, and is being considered for final approval at its next regularly scheduled Board meeting on April 24, 2020; and

*Whereas*, it is feasible, necessary and in the public interest to approve the Bi-State Development Agency's FY2021 Operating and Capital Budget, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the FY2021 Operating and Capital Budget. Pursuant to this Resolution and the Compact and for the authorized Agency purposes set forth in the preambles hereof, the Board of Commissioners approves the Bi-State Development Agency's FY2021 Operating and Capital Budget, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the Chairman, Vice Chairman, the President & CEO, and the Senior Vice President and Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution. The execution of such documents, or taking of such action, shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that every part, section and subsection of this Resolution shall be separate and severable from every other part, section and subsection hereof, and the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection shall be determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

Grant Resolutions  
FY2021 Budget

**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
AUTHORIZING APPLICATIONS FOR ASSISTANCE  
UNDER THE FEDERAL EMERGENCY MANAGEMENT  
AGENCY TRANSIT SECURITY GRANT PROGRAM**

**PREAMBLES:**

*Whereas*, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency/ BSD") is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the "Board of Commissioners"); and

*Whereas*, the Agency is authorized by Section 70.370 RSMo. *et. seq.* and 45 Ill. Comp. Stat. 100/1 *et. seq.*, jointly referred to as the "Compact", to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

*Whereas*, the United States Department of Homeland Security (DHS), Federal Emergency Management Agency (FEMA) provides competitive funding that may be used for specific projects that strengthen the critical infrastructure of transit systems; and

*Whereas*, any contract for financial assistance under the Transit Security Grant Program ("Program") will impose certain obligations upon the Agency, including the provision by it of the local share of the project costs; and

*Whereas*, this Resolution was presented to and discussed by the Board at its FY2021 budget meeting on March 20, 2020, and is being considered for final approval at its next regularly scheduled meeting on April 24, 2020; and

*Whereas*, it is feasible, necessary and in the public interest to annually file and execute applications with the Department of Homeland Security's (DHS), Federal Emergency Management Agency (FEMA) for assistance under the Transit Security Grant Program, in accordance with the terms and conditions described herein.

**NOW THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the Preambles hereto as fully and completely as if set out in this Section 1.

Section 2. Approval of Filing Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing and execution of grant applications to the FEMA for assistance under the Transit Security Grant Program, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including without limitation the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection herein, and that the Board intends to adopt each part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage by the Board of Commissioners.

**ADOPTED** by the Board of Commissioners of the Bi-State Development Agency this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By: \_\_\_\_\_

Its: \_\_\_\_\_

[Seal]

ATTEST:

By: \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
AUTHORIZING THE FILING AND EXECUTION OF  
GRANT AGREEMENTS WITH THE MISSOURI HIGHWAY  
AND TRANSPORTATION COMMISSION**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency/ BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”); and

*Whereas*, the Agency is authorized by Sections 70.730 RSMo. *et. seq.* and 45 Ill. Comp. Stat. 100/1, *et. seq.*, and by the Compact, to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states of other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

*Whereas*, the Missouri Department of Transportation (“MoDOT”) is authorized to make grants for general public transportation projects for 49 U.S.C. Section 5309 assistance; and

*Whereas*, a grant agreement with MoDOT for financial assistance imposes certain obligations on the Agency, including the requirement that the Agency provide its local share of a project’s cost; and

*Whereas*, it is the goal of the Agency to provide the best transit system that it can with the funds available; and

*Whereas*, this Resolution was presented to and discussed by the Board at its FY2021 budget meeting on March 20, 2020 and is being considered for final approval at its next regularly scheduled meeting on April 24, 2020; and

*Whereas*, it is feasible, necessary and in the public interest to annually file grant applications with MoDOT for 49 U.S.C. Section 5309 assistance, and to execute grant agreements related thereto, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HERE RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the Preambles hereto as fully and completely as if set out in this Section 1.

Section 2. Approval of the Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing of grant applications with MoDOT for 49 U.S.C. Section 5309 assistance, and the execution of related grant agreements, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the Preambles hereto and subject to the conditions hereinafter provided.



Section 3. Actions of Officers Authorized. The officers of the Agency, including without limitation, the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection herein, and that the Board of Commissioners intends to adopt each part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 6. Rights Under Resolution Limited. No rights shall be conferred by this resolution upon any person or entity other than the Agency and MoDOT.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 8. Governing Law. The laws of the States of Missouri shall govern this Resolution.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of the Bi-State Development Agency on this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By: \_\_\_\_\_

Its: \_\_\_\_\_

[Seal]

ATTEST:

By: \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
AUTHORIZING GRANT APPLICATIONS AND GRANT  
AGREEMENTS WITH THE STATE OF ILLINOIS  
DEPARTMENT OF TRANSPORTATION**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency/ BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”); and

*Whereas*, the Agency is authorized by Sections 70.730 RSMo. *et. seq.* and 45 Ill. Comp. Stat. 100/1, *et. seq.*, and by the Compact, to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states of other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and.

*Whereas*, the Agency may apply to the State of Illinois Department of Transportation (“IDOT”) to acquire grant funding for information and/or communications systems projects, facility improvements, support equipment, bus and other revenue and support vehicles, fare equipment, shop equipment, and other associated capital projects, and to amend any such existing grants or grant applications; and

*Whereas*, the Agency may execute a certain capital agreement (“Agreement”) with IDOT in order to obtain grant assistance under the provisions of 20 ILCS 2705/*et. seq.*, 20 ILCS 5/5-675 and 30 ILCS 415/1, *et seq.*, and may execute amendments to any such existing grant agreements with IDOT; and

*Whereas*, it is the goal of the Agency to provide the best transit system that it can provide with the available funds; and

*Whereas*, this Resolution was presented to and discussed by the Board at its FY2021 budget meeting on March 20, 2020, and is being considered for final approval at its next regularly scheduled meeting on April 24, 2020; and.

*Whereas*, it is feasible, necessary and in the public interest for the Agency to annually file and amend grant applications and execute and amend grant agreements with IDOT, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1.      Findings. The Board of Commissioners hereby finds and determines those matters set forth in the Preambles hereto as fully and completely as if set out in this Section 1.

Section 2.      Approval of Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing and amendment of grants and grant applications with IDOT for capital improvements, and the execution of grant agreements and amendments with IDOT, under and pursuant to

this Resolution and the Compact for the authorized Agency purposes set forth in the Preambles hereto and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including without limitation the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection herein, and that the Board of Commissioners intends to adopt each part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Grant Applications and Agreements.

Section 6. Rights Under Resolution Limited. No rights shall be conferred by this resolution upon any person or entity other than the Agency and IDOT.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of the Bi-State Development Agency this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By: \_\_\_\_\_

Its: \_\_\_\_\_

[Seal]

ATTEST:

By: \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

**A RESOLUTION AUTHORIZING THE FILING OF APPLICATIONS, AMENDMENTS,  
CERTIFICATIONS, ASSURANCES AND AGREEMENTS RELATING TO ANY GRANTS  
FOR WHICH THE BI-STATE DEVELOPMENT AGENCY APPLIES FROM  
THE UNITED STATES DEPARTMENT OF TRANSPORTATION**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency/ BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”); and

*Whereas*, the Federal Transit Administration (“FTA”) is an operating entity of the United States Department of Transportation (“DOT”) for the purpose of administering Federal transportation assistance as authorized by 49 U.S.C. Chapter 53, by certain provisions under Title 23 of the United States Code, and by certain other Federal statutes that provide funding for public transportation purposes and is administered by the FTA; and

*Whereas*, the FTA has been delegated the authority to award Federal financial assistance for transportation projects; and

*Whereas*, grants for Federal financial assistance impose certain obligations upon the Agency; and

*Whereas*, the Agency is a Designated Recipient of Federal transportation assistance previously authorized under SAFETEA-LU and MAP-21 legislation for funding through the Urbanized Area Formula Program, 49 U.S.C. 5307; the Capital Investment Program (Fixed Guideway Modernization, New Starts), 49 U.S.C. 5309; the Clean Fuels Bus, 49 U.S.C. 5309; the Bus and Bus Livability, 49 U.S.C. 5309; the Alternatives Analysis, 49 U.S.C. 5339; the Bus and Bus Facility Formula, 49 U.S.C. 5339 and is an authorized sub-recipient of funds under the Job Access and Reverse Commute Program, 49 U.S.C. 5316; and the New Freedom Program, 49 U.S.C. 5317; the Public Transportation Emergency Relief, 49 U.S.C. 5324; the Asset Management, 49 U.S.C. 5326; the State of Good Repair, 49 U.S.C.5337; and is an authorized recipient of funds under the Enhanced Mobility of Seniors and Individuals with Disabilities, 49 U.S.C. 5310 and is an authorized recipient of CMAQ and STP funds, 23 U.S.C. 149 and 49 U.S.C. 5307; and

*Whereas*, the Agency is a Designated Recipient of Federal transportation assistance through the current FAST Act legislation for funding through the Urbanized Area Formula Program, 49 U.S.C. 5307; the Coronavirus Aid, Relief, and Economic Security Act (CARES Act), authorized funding under Section 5307 Urbanized Area Formula Program, (Pub. L. 116-136, March 27, 2020); the Capital Investment Program (New Starts), 49 U.S.C. 5309; the Bus and Bus Facility Formula, 49 U.S.C. 5339; the Public Transportation Emergency Relief, 49 U.S.C. 5324; the Asset Management, 49 U.S.C. 5326; the State of Good Repair, 49 U.S.C.5337; and is an authorized recipient of funds under the Enhanced Mobility of Seniors and Individuals with Disabilities, 49 U.S.C. 5310; and is an authorized recipient of CMAQ and STP funds, 23 U.S.C. 149 and 49 U.S.C. 5307; and

*Whereas*, the Agency is a Designated Recipient of Federal transportation assistance through the 2014 TIGER Discretionary Grants program, made available under the Consolidated Appropriations Act, 2014 (Pub. L. 113-76, January 17, 2014); and

*Whereas*, the FTA is required by Federal statute to obtain specific annual certifications for its formula grant program for urban areas; and

*Whereas*, the FTA allows the Agency to certify compliance with all of the certifications and assurances that are pertinent to each grant for which the Agency may wish to apply; and

*Whereas*, Counsel for FTA Region 7 has requested that the Board of Commissioners grant the Agency multi-year authority to certify such compliance; and

*Whereas*, this Resolution will be applicable for FY2021– FY2023; and

*Whereas*, this Resolution was presented to and discussed by the Board at its FY2021 budget meeting on March 20, 2020, and is being considered for final approval at its next regularly scheduled meeting on April 24, 2020; and

*Whereas*, it is necessary and in the public interest for the Agency to approve the execution and filing of application(s) on behalf of the Agency to the DOT/FTA for Federal assistance, the filing of the annual certifications and assurances that are pertinent to each grant for which the Agency may wish to apply to the DOT/FTA and the authorization to execute grant and cooperative agreements with the DOT/FTA on behalf of the Agency, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the Preambles hereto as fully and completely as if set out in this Section 1.

Section 2. Approval to Execute and File Applications for Federal Assistance. The Board Chairman, Vice-Chairman, President & CEO, the Senior Vice President and Chief Financial Officer, or Designated Individual are authorized to execute and file application(s) on behalf of the Agency to the DOT/FTA for Federal assistance authorized by 49 U.S.C. Chapter 53, by Title 23 of the United States Code or by other Federal statutes that provide funds for public transportation or other purposes and are administered by the DOT/FTA during FY21, FY22 and FY23, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Approval to Execute and File the Annual Certifications and Assurances. The Board Chairman, Vice-Chairman, President & CEO, the Senior Vice President and Chief Financial Officer, or Designated Individual are authorized in FY21, FY22 and FY23 to execute and file with the Agency's application(s) the annual certifications and assurances and other documents required by the DOT/FTA before a Federal assistance grant or cooperative agreement can be awarded.

Section 4. Approval to Execute Grant and Cooperative Agreements. The Board Chairman, Vice-Chairman, President & CEO, the Senior Vice President and Chief Financial Officer, or a Designated Individual are authorized to execute grant and cooperative agreements with the DOT/FTA on behalf of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District during FY21, FY22 and FY23.

Section 5. Actions of Officers Authorized. The officers of the Agency, including without limitation the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer, or a Designated Individual are hereby authorized and directed to execute all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 6. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection herein, and that the Board of Commissioners intends to adopt each part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 7. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 8. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

Section 9. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 10. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

Section 11. Effective Date. This Resolution shall be in full force and effect from and after its passage by the Board of Commissioners.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency on this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_

Title \_\_\_\_\_

SEAL

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE  
BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS  
METROPOLITAN DISTRICT AUTHORIZING THE EXECUTION OF  
GRANT AGREEMENTS WITH THE MISSOURI HIGHWAY  
AND TRANSPORTATION COMMISSION (MODOT)  
FOR STATE OPERATING ASSISTANCE**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency/BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”); to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

*Whereas*, the Chief Engineer of the Missouri Department of Transportation (MoDOT) is authorized to make operating assistance grants for general public transportation projects; and

*Whereas*, the contract for financial assistance will impose certain obligations upon the Agency, including the requirement that the Agency provide its local share of a project’s cost; and

*Whereas*, it is the goal of the Agency to provide the best transit system that can be provided with the funds that are available; and

*Whereas*, this Resolution was presented to and discussed by the Board at its FY2021 budget meeting on March 20, 2020, and is being considered for final approval at its next regularly scheduled meeting on April 24, 2020; and

*Whereas*, it is feasible, necessary and in the public interest to execute grant agreements with MoDOT for state operating assistance, in accordance with the terms and conditions described herein..

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1.        Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2.        Approval of Execution of Grant Agreements. The Board of Commissioners hereby approves the execution of grant agreements with MoDOT for state operating assistance, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the Chairman, Vice Chairman, President and CEO and Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and agreements and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution, and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and Grant Agreements.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency and the MoDOT.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 8. Governing Law. The laws of the States of Missouri shall govern this Resolution.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of the Bi-State Development Agency on this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Its \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners



**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE  
BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS  
METROPOLITAN DISTRICT AUTHORIZING THE EXECUTION OF  
A SUB-AWARD GRANT AGREEMENT WITH THE  
EAST-WEST GATEWAY COUNCIL OF GOVERNMENTS**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency/ BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”); to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

*Whereas*, East-West Gateway Council of Governments (EWGCOG) is the metropolitan planning organization (MPO) for the area and has vested legal authority and responsibility for developing and adopting plans for the region’s surface transportation system and is authorized to make sub-awards through the Unified Planning Work Program (UPWP) which addresses regional planning priorities; and

*Whereas*, it is the goal of the Agency to provide the best transit system that can be provided with the funds that are available; and

*Whereas*, EWGCOG desires to make a sub-award to the Agency through the UPWP in order to further Agency transit system planning and development; and

*Whereas*, the financial assistance sub-award grant will impose certain obligations upon the Agency, including the requirement that the Agency provide its local share of the project costs; and

*Whereas*, this Resolution was presented to and discussed by the Board at its FY2021 budget meeting on March 20, 2020, and is being considered for final approval at its next regularly scheduled meeting on April 24, 2020; and

*Whereas*, it is feasible, necessary and in the public interest to annually execute with East-West Gateway Council of Governments a sub-award grant Agreement through the Unified Planning Work Program for transit system planning and development, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Approval of the Sub-award Grant Agreement. The Board of Commissioners hereby approves the sub-award grant Agreement through the Unified Planning Work Program with East-West Gateway Council of Governments for transit system planning and development, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the Chairman, Vice Chairman, President and CEO and Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Agreement and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Rights Under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and East-West Gateway Council of Governments.

Section 8. Governing Law. The laws of the State of Missouri shall govern this Resolution and the Agreement.

Section 9. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and the Agreement.

Section 10. Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and the Agreement.

Section 11. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of the Bi-State Development Agency on this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners

**A RESOLUTION OF THE BOARD OF COMMISSIONER OF THE  
BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS  
METROPOLITAN DISTRICT AUTHORIZING THE FILING OF  
GRANT APPLICATIONS AND EXECUTION OF GRANT AGREEMENTS  
WITH THE FEDERAL AVIATION ADMINISTRATION AND THE  
ILLINOIS DEPARTMENT OF TRANSPORTATION DIVISION OF AERONAUTICS**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency/BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”);

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”); to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

*Whereas*, the Federal Aviation Administration (FAA) and the Illinois Department of Transportation (IDOT) Division of Aeronautics are authorized to make grants for aviation and public transportation projects; and

*Whereas*, the Agency accepts all grants from State and Federal sources such as the FAA and IDOT Division of Aeronautics for airport infrastructure improvements including but not limited to runway, taxiway, and apron construction/rehabilitation; airfield lighting, signage, drainage, and navigation aids; safety area improvements; special-purpose airport vehicles and equipment; fuel storage and distribution systems; aircraft hangers; automobile roadways and parking lots; planning, engineering, environmental studies; and land acquisitions; and

*Whereas*, this Resolution was presented to and discussed by the Board at its FY2021 budget meeting on March 20, 2020, and is being considered for final approval at its next regularly scheduled meeting on April 24, 2020; and

*Whereas*, it is feasible, necessary and in the public interest to file grant applications with FAA and IDOT, and to execute grant agreements related thereto, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1.        Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2.        Approval of Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing of grant applications with the FAA and IDOT Division of Aeronautics and the execution of related grant agreements, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the Chairman, Vice Chairman, President & CEO, and the Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and agreements and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution, and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4. Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5. Payment of Expenses. The Senior Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution and the Grant Applications and Agreements.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency and the Federal Aviation Administration and the Illinois Department of Transportation Division of Aeronautics.

Section 7. No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and Grant Applications and Agreements.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of the Bi-State Development Agency on this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Its \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary of the Board of Commissioners

**Open Session Item 11**  
**Attachment 1**

# Bi-State Development

## Operating and Capital Budget FY 2021 – 2023

(See Separate Document)

[FY21 Budget Document](#)

**Open Session Item 11**  
**Attachment 2**

# Bi-State Development

## Budget Presentation

FY 2021 – 2023

(See Separate Document)

[Budget Presentation - 04-24-2020](#)



**Open Session Item**

**12**

**Bi-State Development  
Board of Commissioners  
Open Session Agenda  
April 24, 2020**

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**From:** Charles Stewart, Executive Vice President, Organizational Effectiveness  
**Subject:** **Contract Award – Temporary Help Services**  
**Disposition:** Approval  
**Presentation:** Diana Bentz, Vice President, Talent Management; Gregory Smith, Vice President, Procurement & Inventory Management; Larry Jackson, Executive Vice President of Administration

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**Objective:**

To present to the Board of Commissioners for approval, a request to enter into a contract with ten proposers that are the most advantageous to provide temporary help (staffing) services on an as-needed basis in various job classifications throughout the Agency. The contract period of performance includes three base years and two option years for Bi-State Development (**BSD**) to renew at its discretion.

**Background:**

On November 5, 2019, BSD issued solicitation 20-RFP-106489-DR – Temporary Help Services to obtain proposals from qualified firms to provide temporary staffing services on an as-needed basis. The areas throughout the Agency includes but not limited to, Administrative/Secretarial/Clerical, Customer Service, Finance, Marketing/ Communication, Talent Management/Human Resources, Administration, Engineering, Procurement, Labor Relations, Reservation Clerks, Risk Management, and Safety. A Disadvantaged Business Enterprise (DBE) goal was not recommended.

It is BSD's intent to include a total of 10 to 15 firms as a result of the evaluation criteria to be on the contract list of staffing firms to be utilized to provide temporary staffing on an as-needed basis.

The current contract (Solicitation 14-RFP-99536-DR) to provide temporary staffing services was awarded to a total of five (5) firms. The period of performance consists of three (3) base years and two (2) option years. The contract is currently in its final year (Option Year 2); which is scheduled to expire April 19, 2020. During the three base year period BSD spent a total of \$1,089,848.00 and a total of \$781,548.00 during the two option years.

**Analysis:**

The technical proposals were evaluated in accordance with the following evaluation requirements, specified in the solicitation package:

1. Firm must have been in business of providing temporary services for at least five (5) years or the Proposer's firm must have at least five (5) years of experience at the time of contract award.
2. Firm's history in providing temporary staffing services.
3. Reflection of successful experience in providing temporary employees in at least some of the BSDs much needed divisions.

4. Firm's ability to:

- Communicate effectively with BSD's Talent Acquisition Partner.
- Provide reporting on at least a quarterly basis, usage reports listing a breakdown of hours and costs by Cost Center and position for period covered.
- Follow up and apprise BSD's Talent Acquisition Partner of status of unfilled assignments on a daily basis via email to the appropriate assigned Talent Management contact.
- Understand BSD's needs and provide temporary employees who meet BSD's requirements.
- Capability to successfully cover long-term as well as short-term assignments.
- Provide temporary employee(s) within five (5) working days.
- Provide up to 10 employees on varying assignments simultaneously.

On March 4, 2020, a consensus meeting was conducted with the evaluation team. The table below indicates the consensus technical scores.

No.	Firm	Consensus Technical Score
1.	Above All Personnel	301.50
2.	Infojini	301.50
3.	22 <sup>nd</sup> Century Technologies	298.00
4.	Randstad	288.00
5.	Accounting Principals	281.50
6.	Staffing Solutions	268.50
7.	Accounting Career	255.50
8.	Advanced Resources	250.50
9.	Creative Circle	240.50
10.	Express Employment Professionals	230.00

Base on the above scores, these firms have demonstrated their capability and experience in providing temporary staffing in various types of positions; therefore, it is most advantageous to BSD, to enter into a contract with all 10 firms.

**Previous Action:**

This item was presented at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

Management recommends 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**, based on BSD's past five year spending history.

**Funding Source:**

Funding will be provided through Operating Budget.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS  
OF THE BI-STATE DEVELOPMENT AGENCY  
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT  
APPROVING THE AWARD OF MULTIPLE CONTRACTS UNDER  
SOLICITATION 20-RFP-106489-DR TO ABOVE ALL PERSONNEL,  
INFOJINI, 22<sup>ND</sup> CENTURY TECHNOLOGIES, RANDSTAD, ACCOUNTING  
PRINCIPALS, STAFFING SOLUTIONS, ACCOUNTING CAREER,  
ADVANCED RESOURCES, CREATIVE CIRCLE, AND EXPRESS  
EMPLOYMENT PROFESSIONALS**

**PREAMBLES:**

*Whereas*, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”/ “BSD”) is a body corporate and politic, created by an interstate compact between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board of Commissioners”); and

*Whereas*, the Agency is authorized by Mo. Rev. Stat. §§ 70.370 et seq. and 45 Ill. Comp. Stat. 100/1 et seq. (jointly referred to herein as the “Compact”) to plan, construct, maintain, own and operate passenger transportation facilities, and to perform all other necessary and incidental functions, and to disburse funds for its lawful activities, to adopt rules and regulations for the proper operation of its passenger transportation facilities and conveyances, to contract and to be contracted with; and

*Whereas*, Board Policy Chapter 50.010.E(1)(a) requires Board approval of Competitive Negotiated Procurements exceeding \$500,000; and

*Whereas*, funding is to be provided through BSD operating funds, and the funds to award the contract will be available; and

*Whereas*, on November 5, 2019, BSD issued solicitation 20-RFP-106489-DR – Temporary Help Services to obtain proposals from qualified firms to provide temporary staffing services on an as-needed basis. The areas throughout the Agency includes but not limited to, Administrative/Secretarial/Clerical, Customer Service, Finance, Marketing/ Communication, Talent Management/Human Resources, Administration, Engineering, Procurement, Labor Relations, Reservation Clerks, Risk Management, and Safety; and

*Whereas*, the technical proposals were evaluated in accordance with the following evaluation requirements, specified in the solicitation package:

1. Firm must have been in business of providing temporary services for at least five (5) years or the Proposer’s firm must have at least five (5) years of experience at the time of contract award.
2. Firm’s history in providing temporary staffing services.
3. Reflection of successful experience in providing temporary employees in at least some of the BSDs much needed divisions.
4. Firm’s ability to: Communicate effectively with BSD’s Talent Acquisition Partner; Provide reporting on at least a quarterly basis, usage reports listing a breakdown of hours and costs by Cost Center and position for period covered; Follow up and apprise BSD’s Talent Acquisition Partner of status of unfilled assignments on a daily basis via email to the appropriate assigned Talent Management contact; Understand BSD’s needs and provide temporary employees who meet BSD’s requirements; Capability to successfully cover long-term as well as short-term assignments; Provide temporary employee(s) within five (5) working days; and Provide up to 10 employees on varying assignments simultaneously; and

*Whereas*, it is feasible, necessary and in the public interest for the Agency to approve the award of multiple contracts under Solicitation 20-RFP-106489-DR to Above All Personnel, Infojini, 22<sup>nd</sup> Century Technologies, Randstad, Accounting Principals, Staffing Solutions, Accounting Career, Advanced Resources, Creative Circle, and Express Employment Professionals, in a total amount for all contracts not to exceed \$1,900,000.00, over the anticipated 5-year contract term, in accordance with the terms and conditions described herein.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1.      Findings. The Board of Commissioners hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2.      Approval of the Contracts. The Board of Commissioners hereby approves the award of multiple contracts under Solicitation 20-RFP-106489-DR to Above All Personnel, Infojini, 22<sup>nd</sup> Century Technologies, Randstad, Accounting Principals, Staffing Solutions, Accounting Career, Advanced Resources, Creative Circle, and Express Employment Professionals, in a total amount for all contracts not to exceed \$1,900,000.00, over the anticipated 5-year contract term, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the preambles hereof and subject to the conditions hereinafter provided.

Section 3.      Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, is hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and the Contracts and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 4.      Severability. It is hereby declared to be the intention of the Board of Commissioners that each and every part, section and subsection of this Resolution shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Commissioners intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Resolution shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the intent of this Resolution.

Section 5.      Rights under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and Above All Personnel, Infojini, 22<sup>nd</sup> Century Technologies, Randstad, Accounting Principals, Staffing Solutions, Accounting Career, Advanced Resources, Creative Circle, and Express Employment Professionals.

Section 6.      Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 7.      No Personal Liability. No member of the Board of Commissioners, officer, employee or agent of the Agency shall have any personal liability for acts taken in accordance with this Resolution and the Contracts.

Section 8.      Payment of Expenses. The Senior Vice President and CFO is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to this Resolution and the Contracts.

Section 9.      Effective Date. This Resolution shall be in full force and effect from and after its passage and approval.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**THE BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN DISTRICT**

By \_\_\_\_\_  
Title \_\_\_\_\_

[SEAL]

ATTEST:

By \_\_\_\_\_  
Deputy Secretary to the Board of Commissioners



**Bi-State Development Agency  
Board of Commissioners  
Agenda Item  
April 24, 2020**

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**From:** Taulby Roach, President and Chief Executive Officer  
**Subject:** **Discussion Regarding Potential Refunding of Series 2013 Bonds for Savings**  
**Disposition:** Approval  
**Presentation:** Mark G. Vago, Sr. Vice President and Chief Financial Officer  
Tammy Fulbright, Sr. Director Financial Planning & Treasury  
Adam Pope (Columbia Capital Management, LLC)

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**Objective:**

To present to the Board of Commissioners, for approval, the potential for refinancing of BSD's Series 2013 Mass Transit Sales Tax Bonds issued in support of the MetroLink Cross County Extension project.

**Background:**

BSD issued \$381,225,000 in bonds in August 2013 to refund all prior bonds issued related to the Cross-County Extension (Series 2002A, 2002B, 2002C, 2007, 2010A and 2010B), other than the Series 2009 Bonds (which were refunded for savings last year). The 2013 refunding provided both interest rate savings and a comprehensive re-set of the structure of BSD's debt service. The 2013 Bonds are 100% tax-exempt and carry an October 1, 2022, call date for remaining maturities. Over time, BSD has refunded portions of the Series 2013 Bonds and \$182,175,000 million in bonds remain outstanding today.

As part of the process to refund the Series 2009 Bonds during 2019, the City of St. Louis, St. Louis County and BSD each approved amendments to the Memorandum of Agreement (MOA) that governs the collection, appropriation and application of the Prop M, Prop M2 and Prop A sales taxes. As part of the most recent amendment, the parties to the MOA empowered BSD to undertake refundings of any of its outstanding bonds, without further action by the City or County, if such refinancing produced present value debt service savings of at least four (4) percent of refinanced par. Pursuant to the MOA, all but about \$33 million of the outstanding Series 2013A Bonds would be eligible for refinancing.

The refinancing here would be a "taxable advance refunding." As part of the Tax Cuts and Jobs Act of 2017, Congress eliminated the ability of bond issuers and borrowers to undertake tax-exempt advance refundings, that is, a refinancing more than 90 days before the call date. For the 2013A Bonds, our tax-exempt refinancing window would open on or about July 1, 2022. There is no prohibition, however, against advance refinancing using *taxable* bonds.

In almost any other market environment, refinancing tax-exempt bonds using taxable bonds would create negative savings and an issuer would not execute the transaction. Over the past 18 months or so, however, the borrowing cost differential between tax-exempts and taxables has narrowed considerably, making taxable refinancing more attractive.



**Analysis:**

Based upon current markets, a taxable advance refinancing of the Series 2013A Bonds could produce debt service savings of as much as \$35 million (in 2020 dollars), more than 25% of refinanced par, significantly higher than the MOA requirement. Although staff has generally been in favor of waiting to refunding these bonds until their 2022 call date, the potential savings are at such a level today that we wanted to commence the process of seeking Board approval to undertake a refinancing if today's extraordinary market conditions persist.

**Previous Action:**

This item was recommended for approval at the March 20, 2020 Combined Meeting of the Operations Committee and Audit, Finance, & Administration Committee.

**Board Action Requested:**

The Committee recommends that the Board of Commissioners approve a resolution authorizing a refinancing of the Series 2013A Bonds.

**Attachment:**

None.

**Funding Source:**

Pursuant to Section 30.080, *Debt Issuance and Administration*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District is a body corporate and politic created and existing by reason of a joint compact (**Compact**) between the States of Missouri and Illinois (Sections 70.370 *et seq.* of the Revised Statutes of Missouri, as amended, and Illinois Compiled Statutes, Chapter 45, Act 100, as amended) and approved by the United States Congress and the President. The Powers to Issue Debt, *RSMo Section 70.373; 45 ILCS 110/1* was ratified by Congress as follows: Joint Resolutions of the United States Congress of August 31, 1950, 64 Stat. 568, Pub. L. No. 81-743; September 21, 1959, 73 Stat. 582, Pub. L. No. 86-303; September 30, 1985, 99 Stat. 477, Pub. L. No. 99-106; April 1, 1996, 110 Stat. 883, Pub. L. No. 104-125; December 19, 2011, 125 Stat. 775, Pub. L. No. 112-71. Bi-State Development is authorized to borrow money for any of the authorized purposes of BSD and to issue the negotiable notes, bonds or other instruments in writing of BSD in evidence of the sum or sums to be borrowed. The power to issue debt is vested in the Board of Commissioners.

Debt service on any bonds used to refinance the Series 2013 Bonds would be paid from Prop M, Prop M2 and Prop A dollars collected by the City and County, appropriated and then directed to BSD's bond trustee.

**RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE  
BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-  
ILLINOIS METROPOLITAN DISTRICT APPROVING AND  
PROVIDING FOR THE REFUNDING OF CERTAIN OF THE  
AGENCY’S OBLIGATIONS**

**PREAMBLES:**

*Whereas*, the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”) is a body corporate and politic, created by an interstate compact (the “Compact”) between the States of Missouri and Illinois, acting by and through its Board of Commissioners (the “Board”); and

*Whereas*, the Agency is authorized by its Compact and by Mo. Rev. Stat. §§ 70.370 *et seq.* and 45 Ill. Comp. Stat. 100/1 *et seq.* to plan, construct, maintain, own and operate passenger transportation facilities, and perform all other necessary and incidental functions, and to disburse funds for its lawful activities, and to contract and be contracted with; and

*Whereas*, the Agency has previously issued the following obligations, among others:

<u>Name of Obligation</u>	<u>Issue Date</u>	<u>Original Principal Amount</u>
Combined Lien Mass Transit Sales Tax Appropriation Refunding Bonds, Series 2013A (the “Series 2013A Bonds”)	August 1, 2013	\$381,225,000

*Whereas*, pursuant to Resolution 771 adopted on June 24, 2016, the Agency approved the Fifth Amendment to Memorandum of Agreement (the “Fifth Amendment”) which amended the Memorandum of Agreement dated as of November 1, 2002 (as amended, the “Memorandum of Agreement”), among the Agency, The City of St. Louis, Missouri (the “City”), and St. Louis County, Missouri (the “County”), to authorize the refunding of the callable Series 2013A Bonds; and

*Whereas*, the Agency now desires to issue its Combined Lien Mass Transit Sales Tax Appropriation Refunding Bonds, Series 2020 (the “Refunding Bonds”) pursuant to the Compact and pursuant to a Master Trust Indenture dated as of August 1, 2013 (the “Master Indenture”) and a Supplemental Trust Indenture No. 4 (the “Supplemental Indenture No. 4” and together with the Master Indenture and all other supplemental indentures, the “Indenture”) to be entered into by and between the Agency and BOKF, N.A., as trustee (the “Trustee”) in order to provide funds to defease and refund all or a portion of (a) the Series 2013A Bonds maturing on October 1, 2020, October 1, 2023 through and including October 1, 2025, October 1, 2033 and October 1, 2044 (the “Refunded Bonds”) and (b) interest due on the Series 2013A Bonds on October 1, 2020 (together with the refunding of the Refunded Bonds, the “Refunding”); and

*Whereas*, the terms of sale of the Refunding Bonds shall be specified in a bond purchase agreement to be executed and delivered by the Agency and the representative of the purchasers thereof; and

*Whereas*, it is feasible, necessary and in the public interest for the Agency to issue the Refunding Bonds in order to provide funds for the Refunding.

**NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:**

Section 1. Findings. The Board hereby finds and determines those matters set forth in the preambles hereof as fully and completely as if set out in full in this Section 1.

Section 2. Authorization of Refunding Bonds.

(a) The Board hereby approves the issuance, execution and delivery of the Refunding Bonds, subject to the terms and conditions set forth herein, for the purpose of (i) paying the costs of the Refunding, and (ii) paying the costs of issuance with respect to the Refunding Bonds.

(b) The Refunding Bonds, together with interest thereon, shall constitute special, limited obligations of the Agency and are payable solely out of the Agency Revenues (as defined in the Indenture) received by the Agency from the City and the County pursuant to the Memorandum of Agreement and other funds to be pledged under the Indenture. The Refunding Bonds shall not be a debt of the State of Missouri, the State of Illinois, the County or the City and none of the State of Missouri, the State of Illinois, the County, the City or any political subdivision of any of the aforesaid shall be liable thereon nor in any event shall the Refunding Bonds be payable out of any funds or properties other than those acquired or pledged under the Indenture, and the Refunding Bonds shall not constitute an indebtedness within the meanings of any constitutional or statutory debt limitation or restriction. In addition, notwithstanding anything contained in the Indenture or the Memorandum of Agreement to the contrary, the Agency shall not have a general obligation for the payment of other amounts required to be paid by the Agency under the Indenture, such amounts to be payable only from the sources pledged pursuant to the Indenture for the payment of the Refunding Bonds, and neither the Trustee nor any holder of any Refunding Bonds shall bring or maintain any suit, action or other proceeding for judgment against the Agency for any payment required to be made under the Indenture, it being understood that the Trustee and the owners of the Refunding Bonds will look, insofar as the Agency is concerned, solely to the sources pledged pursuant to the Indenture for the payment of the Refunding Bonds for payment of all of the Agency's obligations under the Indenture, and no other property or assets of the Agency shall be subject to levy, execution or other enforcement procedure for the satisfaction of the Agency's obligations under the Indenture.

Section 3. Authorization of Executive Committee. The Board hereby authorizes its Executive Committee to act for and on behalf of the Board and the Agency to:

(a) Determine and approve (i) which of the Refunded Bonds and the amount of interest due on the Series 2013A Bonds on October 1, 2020 will be refunded with proceeds of the Refunding Bonds, and (ii) the final terms of the Refunding Bonds, including the interest rate or rates, the maturity amounts, the redemption provisions and redemption dates and other terms of the Refunding Bonds, subject to the following provisions: the Refunding Bonds will be issued in an aggregate principal amount not to exceed \$190,000,000, representing the outstanding par amount of the Refunded Bonds, accrued interest to the date of maturity or redemption thereof and interest on the Series 2013A Bonds not being refunded due on October 1, 2020, plus, (a) the costs of issuance of the Refunding Bonds, (b) any amounts required to fund a debt service reserve account and (c) any original issue discount and the underwriting fee thereon; will have an aggregate initial issue price which shall not be less than 98% nor greater than 120% of the par amount thereof; will mature not later than October 1, 2048; and will produce present value savings of not less than 4.0% of the par

amount of the Refunded Bonds being refunded, as calculated by the Agency's Chief Financial Officer.

- (b) Approve and execute the Supplemental Indenture No. 4 with the Trustee.
- (c) Approve and execute a Bond Purchase Agreement relating to the Refunding Bonds (the "Bond Purchase Agreement"), among the Agency and RBC Capital Markets, LLC and Wells Fargo Securities, as joint senior managing underwriter and as representative of the underwriting syndicate purchasing the Series 2020 Bonds (collectively, the "Underwriter"). The Refunding Bonds shall be sold to the Underwriter at a purchase price to be approved by the Executive Committee on the terms and conditions set forth in the Bond Purchase Agreement. The underwriting fee for the Refunding Bonds shall not exceed a weighted average of 0.25% of the par amount of the Refunding Bonds, plus reasonable expenses.
- (d) Approve and execute a Continuing Disclosure Undertaking (the "Continuing Disclosure Undertaking").
- (e) Approve and execute a Tax Compliance Agreement (the "Tax Agreement"), between the Agency and the Trustee.
- (f) Authorize and approve the distribution of a preliminary official statement, final official statement or other disclosure document relating to the Refunding Bonds.

For purposes of this Resolution, a quorum of the Executive Committee shall consist of not less than two of the four members of the Executive Committee.

The approval of the Executive Committee shall be conclusively evidenced by a resolution, adopted by a unanimous vote of the members of the Executive Committee participating at a meeting for such purpose, setting forth the final terms of the Refunding Bonds and approving the final form of the above-listed documents. Such resolution is to be signed by the Chairman or Vice Chairman of the Executive Committee and attested by the Chief Financial Officer or Deputy Secretary of the Agency.

Section 4. Preliminary and Final Official Statement. The Board hereby authorizes and approves the distribution of a preliminary official statement, final official statement or other disclosure document relating to the Refunding Bonds (collectively, the "Official Statement"). The Chairman or Vice Chairman of the Board and the President or Chief Financial Officer of the Agency are hereby authorized and directed to execute the Official Statement and any amendments or supplements thereto on behalf of the Agency, and to cause the Official Statement and any such amendments or supplements to be delivered to the Underwriter. The Agency agrees to provide to the Underwriter within seven business days of the date of the sale of Refunding Bonds sufficient copies of the final Official Statement to enable the Underwriter to comply with the requirements of Securities and Exchange Commission Rule 15c2-12 and with the requirements of Rule G-32 of the Municipal Securities Rulemaking Board.

Section 5. Actions of Officers Authorized. The officers of the Agency, including the Chairman, Vice Chairman, Treasurer, Secretary and Deputy Secretary of the Board and the President and Chief Financial Officer of the Agency shall be, and they each hereby are, authorized and directed to execute and deliver all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution, including requesting one or more bond ratings for the Refunding Bonds and giving direction to the Trustee to give notices of redemption of the Refunded Bonds, and the execution or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 6.      Partial Invalidity. If any term or provision of this Resolution, the Refunding Bonds or other document approved hereby or the application thereof for any reason or circumstance shall to any extent be held invalid or unenforceable, the remaining provisions or the application of such term or provision to persons in situations other than those as to which it is held invalid or unenforceable, shall not be affected thereby, and each remaining term and provision hereof and thereof shall be valid and enforced to the fullest extent permitted.

Section 7.      Execution of Documents. The officers of the Agency, including the Chairman, Vice Chairman, Treasurer, Secretary and Deputy Secretary of the Board and the President and Chief Financial Officer of the Agency, are authorized and directed to execute and deliver all documents, including without limitation, the Supplemental Indenture No. 4, the Bond Purchase Agreement, the Continuing Disclosure Undertaking, the Official Statement and the Tax Agreement and to take such actions as they may deem necessary or advisable in order to carry out the purposes of this Resolution.

Section 8.      Payment of Costs. The Chief Financial Officer of the Agency is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Refunding and the issuance of the Refunding Bonds, including payment to the Underwriter of an underwriting fee, subject to the limits set forth herein.

Section 9.      No Personal Liability. No member of the Board, officer or employee of the Agency shall have any personal liability for acts taken in accordance with this Resolution.

Section 10.     Effective Date. This Resolution shall become effective immediately upon its adoption.

**ADOPTED** by the Board of Commissioners of The Bi-State Development Agency of the Missouri-Illinois Metropolitan District this 24<sup>th</sup> day of April, 2020.

*In Witness Whereof*, the undersigned has hereto subscribed her signature and caused the Seal of the Agency to be affixed.

**BOARD OF COMMISSIONERS OF THE  
BI-STATE DEVELOPMENT AGENCY OF THE  
MISSOURI-ILLINOIS METROPOLITAN  
DISTRICT**

[SEAL]

Attest:

By: \_\_\_\_\_  
Name: Aliah Holman  
Title: Vice Chairman of the Board Commissioners

By: \_\_\_\_\_  
Name: Vernal Brown  
Title: Secretary of the Board of the Commissioners

**Open Session Item**

**14**

# VISION

The Metro Transit team is committed to meeting the ever-changing needs of our customers and the communities we serve. We will continue to deliver service that our customers trust and depend on, while we work to create a safer and more secure, more attractive and productive transit system. This new Metro Transit is centered around the experiences of our customers, and will deliver safe, reliable, equitable mobility solutions that connect our customers to the opportunities the St. Louis region offers.



*Jessica Mefford-Miller*

Jessica Mefford-Miller  
Executive Director, Metro Transit

METRO  
TRANSIT  
OPERATIONS  
QUARTERLY  
UPDATE

*January 2020*

BSD Board of  
Commissioners  
Operations Committee

## PERFORMANCE

### Metro Transit Operations At-A-Glance



FY20 3 <sup>rd</sup> Quarter January Performance Measures	MetroBus Fixed Route + Special Services	FY20 vs. FY19	MetroLink	FY20 vs. FY19	Call-A-Ride	FY20 vs. FY19
System Ridership	1,789,800	3.7%	1,000,200	2.3%	38,800	(-9.6%)
Missouri	1,599,400	3.8%	807,700	2.3%	38,800	(-9.6%)
Illinois	190,400	3.6%	192,500	2.2%	-	-
Revenue Miles	1,529,500	(-2.7%)	258,800	(-1.8%)	404,450	(-7.2%)
Revenue Hours	112,300	(-4.1%)	11,120	(-1.2%)	22,800	(-7.3%)
On-Time Performance	92.3%	(-0.4%)	98.2%	(-0.2%)	94.7	2.5%
MetroBus + MetroLink 12-Month Rolling Average Fare	\$1.05	(-0.2%)	Call-A-Ride 12-Month Rolling Average Fare		\$3.16	17%
<b>Financials</b>	<b>FY20 7-Month YTD Actual</b>		<b>FY20 7-Month YTD Budget</b>		<b>Budget Adherence</b>	
Expenses (Transit)	\$129,922,000		\$140,163,000		(-\$10,241,000) / (-7.3%)	
Passenger Revenue	\$22,623,950		\$22,738,900		(-\$115,050) / (-0.5%)	

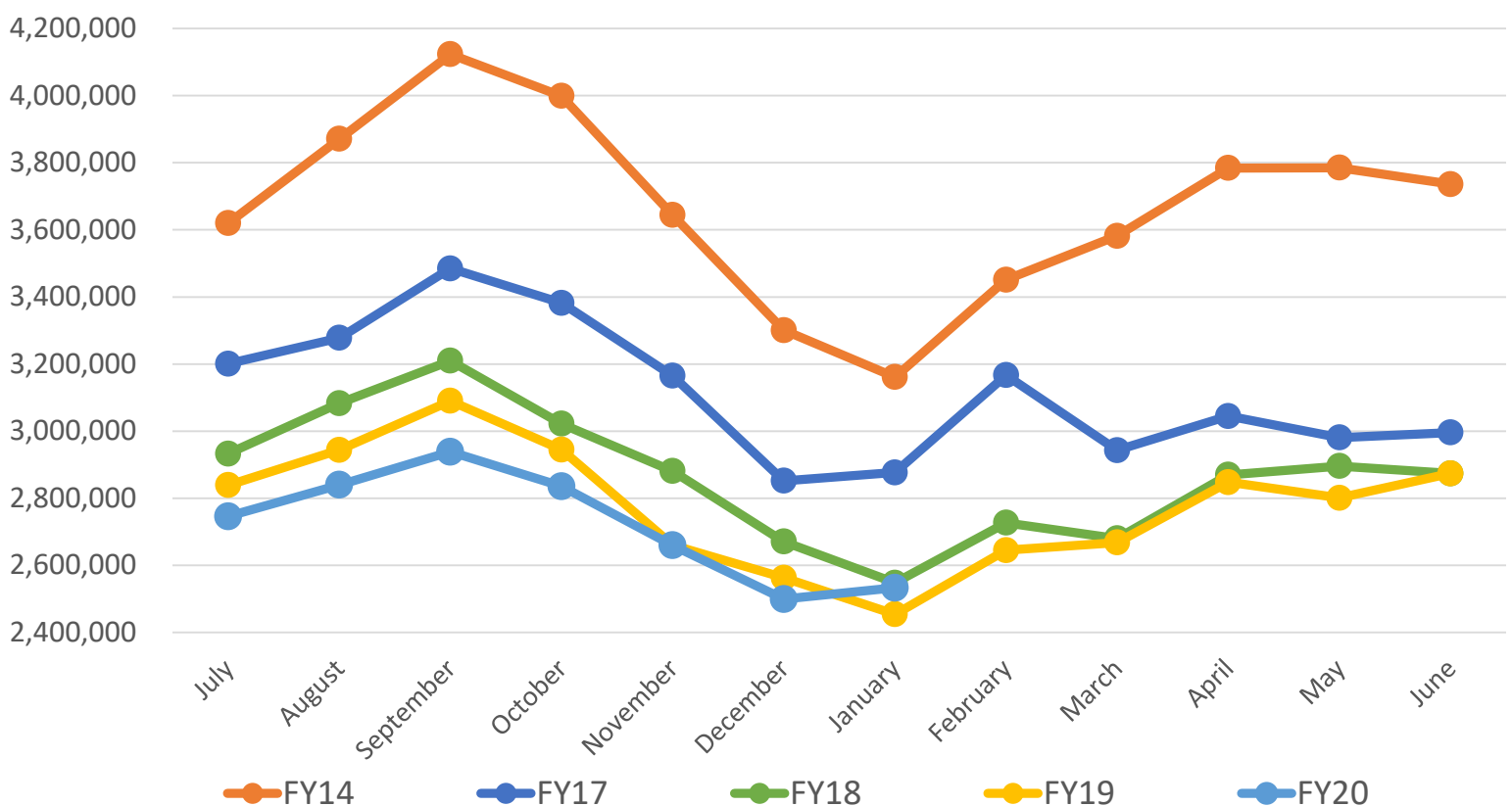
# RIDERSHIP TRENDS

## Fiscal Year Outlook

FY17, FY18,  metro  
 FY19 & FY20  
 vs.  
 Peak FY14  
 Ridership Levels

- ➔ *In January 2020, the system saw ridership gains by 3.0% compared to January 2019. This increase was driven largely by average weekday ridership on MetroBus and MetroLink. Potential signs of growth may be attributed to Metro Reimagined route restructures and added frequency on core MetroBus routes that feed into MetroLink. Weekend fixed-route ridership still lags on both modes.*
- ➔ *Compared to December 2019, Call-A-Ride passenger trips increased by almost 8%, but ridership is still down compared to January 2019 by (-10%). Increased van operator recruitment efforts are starting to see gradual success. CAR finalized an agreement with an external partner to help in sourcing Operators, which shows some promise.*
- ➔ *Even with increases in January 2020, 7-month YTD FY20 ridership is still down by just over half a million passenger trips (-2.3%) compared to FY19. While the downward trend has slowed in recent fiscal years; Metro needs huge gains to match peak ridership levels in FY14; YTD FY20 ridership is down by nearly 7.2 million passenger trips or (-26%) compared to the same 7-month run of months in FY14.*
- ➔ *January fixed-route passenger revenue exceeds projected FY20 budget revenues by \$255,000 (9.2%) helping to boost 7-month YTD adherence by 0.5%. Compared to actuals from FY19 fixed-route YTD revenue dips by (-1.5%).*

### STANDARDIZED FIXED-ROUTE RIDERSHIP (TOTAL SYSTEM)





# CUSTOMER FEEDBACK

## Commendations & Complaints

3rd Quarter  
January  
FY 2020



Operating Division	Performance Measure	FY20	FY19	FY20 vs. FY19
<b>COMMENDATIONS</b>	System Total	125	129	(-3.1%)
	MetroBus Total	15	40	(-62.5%)
	MetroLink Total	2	5	(-60.0%)
	Call-A-Ride Total	93	69	47.6%
	Service Planning & Scheduling Total	2	0	200%
	Public Safety & Security Total	0	4	(-400%)
<b>COMPLAINTS</b>	Valid Complaint Types			
MetroBus	MetroBus Total	215	231	(-6.9%)
	Operator-Driving Performance	124	117	6.0%
	Operator-Customer Interaction	67	77	(-13%)
MetroLink	MetroLink Total	19	27	(-29.6%)
	Operator-Driving Performance	10	17	(-41.2%)
	Operator-Customer Interaction	3	4	(-25%)
Call-A-Ride	Call-A-Ride Total	20	22	(-9.1%)
	Operator-Driving Performance	8	10	(-20%)
	Operator-Customer Interaction	8	9	(-11.1%)
Other	Vehicle Maintenance & Equipment Total	1	2	(-50%)
	Service Planning & Scheduling Total	49	12	308.3%
	Public Safety & Security Total	22	27	(-18.5%)

- ➔ *Commendations for MetroLink have diminished, reflecting construction schedules that are responsive to customers, and a greater public safety presence.*
- ➔ *Call-A-Ride customer complaints about the shortage in operators has diminished, and commendations have increased as a result of the stabilization of this workforce. Call-A-Ride has increased recruiting efforts to reduce operator shortages and is showing promise.*
- ➔ *Complaints on the system showed an increase in January year-over-year, most of which were attributed to the monumental change in MetroBus service. Customer complaints were anticipated, considered, and thoughtfully responded to last quarter. This January complaints are starting level. Staff is continuing to monitor customer feedback following Metro Reimagined.*

# MAJOR PROJECT HIGHLIGHTS

## REIMAGINING MOBILITY

3rd Quarter  metro  
FY20  
Major  
Operating &  
Capital Project  
Highlights

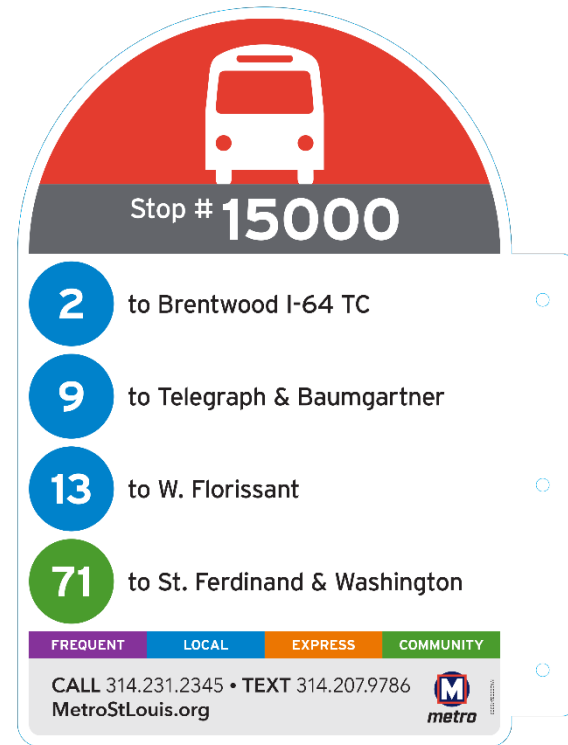
- ❑ **Metro Reimagined:** Multi-phase program Launched on September 30, 2019, impacting every Missouri MetroBus route. Metro Reimagined evolves service to meet market demands; rebalances service frequency and coverage; and introduces a tiered service strategy. Evaluation of program success continues, and staff is responding to emergent needs as feasible.
- ❑ St. Louis County government requested increase in service level, consistent with January 2019. Metro is responding to this request by continuing to implement Metro Reimagined, inclusive of investments in core network and introduction of mobility on demand. Service levels will increase incrementally December 2019 – June 2020 to meet this requirement. Service adjustments will include adding fixed-route coverage where it is most needed, and adding service including running time and vehicles where necessary to improve performance:
  - **December 2019** Service Change made scheduling adjustments to 16 MetroBus routes to improve performance, added five operators to #100 Hazelwood Connector to support demand
  - The **March 2020** Service Change will respond to guidance from funding partners and customer feedback. Adjustments under consideration include improving service coverage and directness in West St. Louis County in the vicinity of the Ballas Transit Center; expanding frequent service between North St. Louis County and Downtown St. Louis; adding additional service in connector markets; and reducing select trips on enhanced frequent routes, primarily within the City of St. Louis.
  - In **June 2020** Metro anticipates reaching a stable service plan for fixed-route, subject to minor adjustments associated with the introduction of mobility on demand (MOD) services and customer and stakeholder feedback.
- ❑ **Metro Connect:** This Lyft pilot partnership launched in October 2019 to give customers without access to fixed-route transit a quick first/last mile connection to their nearest MetroLink Station or Transit Center. The pilot program has continued into 2020, and on January 1 was expanded to cover eight new corridors in North St. Louis County, Northwest St. Louis County, unincorporated West St. Louis County, Mid-St. Louis County and North City. Ridership for this program remains small and is growing. Staff is monitoring program utilization and customer feedback, which will inform more permanent mobility solutions. Learn more about the program at <https://www.metrostlouis.org/lyft/>.
- ❑ **Transit Vision 2020:** Staff is providing support to St. Clair County Transit District (SCCTD) for the implementation of recommended service changes from its current comprehensive operational analysis – Transit Vision 2020. Changes are expected to be implemented in June 2020 – 2021.

# MAJOR PROJECT HIGHLIGHTS



## DELIVERING CUSTOMER FOCUSED PROJECTS

- ❑ **Community Mobility Hubs & Bus Stops:** Metro successfully competed for funding to construct twelve initial Community Mobility Hubs at major on-street transfer points in the MetroBus system, providing customers with more passenger amenities and apply placemaking principles to create more safe and comfortable transit spaces within communities across the service area. At other bus stop locations, Metro continues a cycle of bus stop upgrades, including making stops accessible and adding passenger amenities including benches and shelters throughout 2020.
- ❑ **MetroLink Station Redesign:** Preliminary design is complete for five MetroLink Stations. Staff is working to program capital funding to support construction at these stations. Projects will be complete sequentially as funding permits.
- ❑ **Bus Stop Signs:** Metro is working with Harlan Company on the fabrication and installation of new bus stop signs across the transit system, to be complete in 2020.



## MAINTAINING AN EFFICIENT, RELIABLE AND SUSTAINABLE SYSTEM

- ❑ **Battery Electric Bus:** Metro’s Vehicle Maintenance team is leveraging competitive federal grant awards and public-private partnerships to launch the battery electric bus program. In November 2019 Metro ordered fourteen 60’ battery electric buses (delivery late fall 2020), and in February 2020 is seeking Board approval for the purchase of four 40’ battery electric buses (delivery late 2020 / early 2021), and construction of necessary infrastructure at the Brentwood MetroBus Facility and Broadway and Taylor Transit Center.
- ❑ **Light Rail Vehicle (LRV) Rehab/Replacement Planning:** Metro is faced with the critical need of rehabilitating or replacing our early series LRVs. This critical decision point will impact MetroLink operations and maintenance for the next 30 years. Metro engaged technical assistance to assess LRV conditions, evaluate cost and benefits and industry best practices to create a decision making framework that will help determine whether to rehab or replace, and how to scope this next critical step in LRV fleet planning. Project completion is spring 2020.

## CREATING A SAFER, MORE SECURE METRO

- ❑ **CCTV Upgrade with Awareness Monitors:** Metro is pursuing upgrades to its CCTV systems aboard MetroBus and MetroLink. This project is anticipated to begin in July 2020, and will conclude in winter 2021. Installation will include awareness monitors and the capability to pursue live camera feeds.