

**BI-STATE DEVELOPMENT
COMBINED OPERATIONS / AUDIT, FINANCE & ADMINISTRATION
COMMITTEE MEETING
(VIRTUAL MEETING)
OPEN SESSION MINUTES
May 21, 2020**

Operations Committee Members Participating via Zoom

Derrick Cox
Irma Golliday
Vernal Brown
Rose Windmiller

Audit, Finance & Administration Committee Members Participating via Zoom

Justin Zimmerman – Acting Chair
Herbert Simmons
Constance Gully
Aliah Holman, Chair (noted that she would need to leave the meeting early)
Fred Pestello – Absent

Other Board Members Participating via Zoom

Terry Beach

Staff Participating via Zoom

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 the President/CEO
Jessica Mefford-Miller, Executive Director Metro Transit
Tammy Fulbright, Sr. Director, Financial Planning & Treasury
John Langa, Vice President Economic Development
Charles Stewart, Executive Vice President Organizational Effectiveness
Kevin Scott, General Manager of Field Security
Mark Vago, Sr. Vice President Chief Financial Officer, Accounting
Angela Staicoff, Sr. Internal Auditor
Gregory A. Smith, Vice President of Procurement & Inventory Management
Andrew Ghiassi, Director of Safety
Kerry Kinkade, Vice President & Chief Information Officer
David Toben, Director of Benefits

Additional Participants via Zoom

Brett Runge, ASL Interpreter

1. **Open Session Call to Order**
9:22 a.m. Acting Chair Zimmerman called the Open Session of the Combined Operations / Audit, Finance & Administration Committee Meeting to order at 9:22 a.m.
2. **Roll Call**
9:23 a.m. Roll call was taken, as noted above.
3. **Public Comment**
9:23 a.m. Chair Zimmerman asked Ms. Bennett if any speaker cards have been received for today's meeting. Ms. Bennett noted that no speaker cards were submitted.
4. **Minutes of the March 20, 2020 Combined Operations Committee and Audit, Finance & Administration Committee, Open Meeting**
9:23 a.m. The minutes of the March 20, 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 Holman and seconded by Commissioner Brown.

The motion passed unanimously.

5. **Potential Refunding of Bonds Issued to Finance Arch Motor Set Replacements**
9:24 a.m. A briefing paper was presented to the Audit, Finance and Administration Committee, for discussion and referral to the Board of Commissioners for approval, regarding a resolution authorizing the refinancing (the Refunding) of BSD's Taxable Series 2014 Bonds issued in support of the Gateway Arch. Tammy Fulbright, Senior Director for Financial Planning and Treasury, gave a brief overview of this item. She noted that, although market conditions are not currently favorable, it is anticipated that the market conditions will change, and staff would like to be prepared to move forward with refunding of these bonds, if this happens.

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

6. **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**
9:26 a.m. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, for approval, an authorization to enter into a 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.

Commissioner Windmiller stated that she is supportive of the use of consultants; however, it is important that the Agency specifies the scope of work and deliverables.

Commissioner Zimmerman stated that he spoke with Congressman Costello, who walked him through their efforts for the Agency. Commissioner Zimmerman stated that he informed Mr. Costello that the Board of Commissioners takes their oversight role seriously, and it is anticipated

that the Costello Group will be providing a report, or will be addressing the Board, to give updates on their efforts.

President/CEO Roach stated that he spoke with Mary Lamie, Executive Vice President Multimodal Enterprises, this morning to address some of the concerns voiced by Commissioner Windmiller. He noted the assistance that has been provided regarding the CARES legislation, and noted that the Costello Group has been very instrumental in this process. Commissioner Simmons stated that he feels that the Agency needs every voice it can get, at this time.

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

7. **Contract Modification: Extension of Contract with The Harlan Company for Installation of Brentwood Bus Garage Oil and Water Separator**

9:33 a.m. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, for approval, authorization for the President & CEO to execute a contract modification with The Harlan Company for the continuation of construction services of the Oil-Water Separator at the Brentwood Bus Garage. Jessica Mefford-Miller, Executive Director Metro Transit, gave a brief overview of this issue, noting the history of the project and the previous contract extension, and she requested an additional contract extension to be approved through September 2020.

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

8. **Contract Award – Project Support Services by Center for Transportation and the Environment**

9:34 a.m. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, for approval, a contract with the Center for Transportation and the Environment for additional Project Support Services, as needed, throughout the initial implementation of the Battery Electric Bus fleet. 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 Holman and seconded by Commissioner Gully. **The motion passed unanimously.**

9. **Contract Award – WSP USA Inc. On-Call General Engineering Consultant**

9:36 a.m. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to enter into a contract with WSP USA, Inc., to provide On-Call Architectural and Engineering services. It was noted that the contract would consist of three base years, and two, one year option periods, which will be awarded at the discretion of Bi-State Development. 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 Brown and seconded by Commissioner Gully. **The motion passed unanimously.**

10. Emergency Contract Award – Vobis Sanus LLC (DBA BrightStar Care) for Employee Temperature Screening

9:38 a.m. A briefing paper was provided in the Committee packet, regarding a request to approve an emergency contract award for employee temperature screenings to Vobis Sanus LLC (DBA BrightStar Care). Dave Toben provided a brief overview of this issue. He noted that, in response to the COVID-19 pandemic, senior leadership initiated an employee safety program to screen employee body temperatures upon reporting to work. He stated that the Bi-State Development (BSD) Organizational Effectiveness division quickly sought out temporary medical staffing vendors, and on March 18, 2020, a total of three (3) vendors responded to the outreach. Elite Medical Staffing, Medical Staffing Network and BrightStar Care. Pricing obtained ranged from \$65 per hour for registered nurses to \$30 per hour for certified nursing assistants and/or home health aides. He noted that BrightStar Care was selected, as they were able to immediately provide resources to begin screenings by Monday March 23, 2020, at an acceptable cost per hour between \$30 and \$35. Mr. Toben noted that the costs have averaged approximately \$77,000 per week, and currently total \$421,214.23. He stated that staff is requesting that the President & CEO be authorized to continue funding the current employee temperature screening process as needed, while providing cost updates at each Board meeting, until a technical solution is established.

Commissioner Windmiller asked if there is an estimated time for implementation of a technical solution. President/CEO Roach noted that this will be addressed in the next agenda item. It was noted that this expense is currently being covered by the CARES Act.

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

11. Emergency Contract Award – DH Pace Company, Inc. for Employee Temperature Screening Gateways

9:42 a.m. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval of an emergency contract award for the purchase of 7 Temperature Monitoring Portals from DH Pace Company, Inc. in an amount of \$114,100, which will allow the Agency to transition away from manual screening. Andrew Ghiassi, Director of Safety, provided a brief overview of this issue and how the equipment will work. Discussion held regarding other safety measures currently in effect. Commissioner Zimmerman stated that staff should feel free to report these types of activities to the Board. He stated that the Board of Commissioners is concerned, and staff should not feel that they are “bothering” the Board.

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

12. Agreement with St. Clair County, Illinois Transit District

9:46 a.m. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to enter into an Agreement (“Agreement”) with the St. Clair County, Illinois Transit District (“District”) allowing BSD to assume responsibility for managing the dates, locations, times, and duties of all St. Clair County Sheriff secondary patrols on BSD facilities and conveyances within the District’s boundaries and to reimburse BSD for its respective share of providing such secondary St. Clair County Sheriff secondary patrols. Kevin

Scott, General Manager of Field Security, provided a brief overview of this issue, noting that this Agreement is for the consolidation of secondary law enforcement resources spent for BSD facilities and conveyances within the St. Clair County, Illinois Transit District boundaries. He also noted that St. Clair County Sheriff's Deputies, who are currently part-time secondary law enforcement employees of BSD, will be coordinated by BSD to staff selected posts within the District. Commissioner Gully posed questions regarding how the locations are identified, in comparison to where the incidents of crime are highest. Mr. Scott stated that locations will be determined through a collaboration with the Police Departments, and will be based on data collected. He also noted that the Agency receives monthly reports from the Federal data base, which helps in the assessment of where deployment is needed.

A motion to approve this agenda item, as presented, was made by Commissioner Gully and seconded by Commissioner Cox. **The motion passed.** (Commissioner Simmons abstained from the vote.)

13. Sole Source Contracts for Hardware and Software Maintenance

9:51 a.m. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval of sole source contracts for Hardware and Software Maintenance as budgeted for FY 2021. Kerry Kinkade, Vice President & Chief Information Officer, provided a brief overview of this issue, noting that BSD's FY 2021 Operating Budget allocates approximately \$3,002,000 for costs associated with hardware and software maintenance contracts. He noted that most of the contracts are less than \$100,000 per year, therefore, do not require approval of the Board of Commissioners; however, there are six providers, whose annual costs are anticipated to exceed the \$100,000 threshold which requires Board approval (as noted below).

<u>Supplier</u>	<u>Product Description</u>	<u>Annual Cost</u>
Kronos	Employee Timekeeping System	\$ 145,000
Oracle	Financial/ERP System	\$ 558,000
Scheidt and Bachmann	Farebox Management System	\$ 328,000
Giro	Operator Dispatch System	\$ 138,000
Tableau	Business Analytics & Reporting	\$ 136,000
Trapeze	Operations & Customer Svc. Systems	\$ 1,029,000

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

14. Metro Transit's Agency Safety Plan

9:55 a.m. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval of the Metro Transit's Agency Safety Plan, which meets and is responsive to the FTA's Public Transportation Agency Safety Program (PTASP) requirements, as set forth by 49 CFR Part 673. Andrew Ghiassi, Director of Safety, provided a brief overview of this issue, noting that Metro Transit's Agency Safety Plan guides the effort in managing safety risks and hazards within our transportation system. He noted that the plan includes the following elements:

- Processes and procedures for establishing a Safety Management System, which consists of four main elements: (1) Safety Management Policy, (2) Safety Risk Management, (3) Safety Assurance, and (4) Safety Promotion.
- Performance targets based on the safety performance criteria established under the National Public Transportation Safety Plan (49 CFR 673.11(a)(3)).
- Addresses all applicable requirements and standards as set forth in the FTA's Public Transportation Safety Program and the National Public Transportation Safety Plan (49 CFR 673.11(a)(4)).
- Establishes a process and timeline for conducting an annual review and update of the Public Transportation Agency Safety Plan (49 CFR 673.11(a)(5)).

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

15. – 19. 9:58 a.m. Acting Chair Zimmerman noted that, “Items #15 through #19 consist of reports prepared by the Internal Audit Department, as information only, including:

- Treasury-Safekeeping Quarterly Accounts – Ending December 31, 2019
- Treasury-Safekeeping Quarterly Accounts – Ending March 31, 2020
- Internal Audit Follow-Up Summary – 3rd Quarter FY2020
- Internal Audit Status Report – 3rd Quarter FY2020
- Internal Audit State Safety Oversight Status Report – 1st Quarter – Calendar Year 2020

He noted that Angela Staicoff, Sr. Internal Auditor, is in attendance, if there are any questions pertaining to these reports. Being no questions, the Chair moved to Item #20.

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

9:59 a.m. A briefing paper was provided in the Committee packet, regarding the Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of December 31, 2019. Charles Stewart, Executive Vice President Organizational Effectiveness, provided a brief overview of this issue, noting that 2019 was a very good year for investments. This item was presented as information only, and no action by the Committee is required.

21. Financial Statements

10:01 a.m. Financial Statements for the third quarter of FY20 were included in the Committee Packet for review. Mark Vago, Sr. Vice President & Chief Financial Officer, provided a brief summary of the statements, as well as an overview of the impacts of the COVID-19 situation on revenues and the year to date losses. This item was presented as information only, and no action by the Committee is required.

22. Treasurers Report

10:06 a.m. A Treasurer’s Report for the quarter ended March 31st was included in the Committee Packet. Tammy Fulbright, Sr. Director, Financial Planning & Treasury, provided a brief overview of this issue. This item was presented as information only, and no action by the Committee is required.

- 23. Procurement Report 2nd Quarter & 3rd Quarter– FY20**
10:08 a.m. A memorandum was provided in the Committee packet, to provide a summary of the quarterly procurement activity for the second and third quarters of fiscal year 2020. These reports were presented for information only, and no action of the Committee is required.
- 24. Metro Transit Operations Report**
10:10 a.m. An operations report for Metro Transit was included in the Committee packet. Jessica Mefford-Miller, Executive Director of Metro Transit provided information to the Committee regarding the COVID-19 situation. She noted that ridership is down approximately 70% for MetroLink, 50% for MetroBus, and 46% for Call A Ride. Although ridership has fallen, she noted that this is not as steep of a decline as many other transit systems have experienced. Ms. Mefford-Miller noted that keeping team members and customers safe is the highest concern, and the use of masks for all passengers and operators has been implemented, along with the increased cleaning and disinfecting, which has been in effect for several months. She noted that fare collection will resume on June 1st. Ms. Mefford-Miller also reported on the operational impact that the COVID situation has had on the system, and commended staff, especially the operators and front line employees, for their dedication. She noted that absenteeism has increased, and Metro has had over 400 COVID related absences. She stated that a schedule change is anticipated for June 15, 2020, for the busiest routes. Ms. Mefford-Miller reported that work on implementing a mobile ticketing system is continuing. This item was submitted as information only, and no action is needed by the Committee.
- Commissioner Cox thanked Ms. Mefford-Miller for her dedication. Additional discussion was held regarding the implementation of the mask requirement, and the way in which information is being distributed to the customers.
- 25. President/CEO Report**
10:26 a.m. Bi-State Development President/CEO Taulby Roach expressed concerns regarding staff exhaustion. He noted that staff has been working six to seven days per week, and he commended staff for all of their efforts. Mr. Roach noted that Metro Transit typically experiences three to four service changes per year; however, transit has experienced three to four services changes in the past several months. He also noted that he is moving forward with the presentation of the FY21 budget to our partners, and will be seeking full approval from the St. Louis County Council in the near future.
- 26. Unscheduled Business**
10:30 a.m. Single Bid – Widening Newstead Avenue Grade Crossing Signal System Modifications. A briefing paper was provided in the Committee packet, regarding a request to refer to the Board of Commissioners, approval to enter into a contract with Wissehr Electrical Contractors to deliver MetroLink Signal System Modifications – Newstead Avenue Grade Crossing associated with Washington University School of Medicine roadway improvements. Jessica Mefford-Miller, Executive Director Metro Transit, gave a brief overview of this issue, noting that this is part of the Central West End project, and will ensure that the project continues as scheduled.

A motion to approve this agenda item, as presented, was made by Commissioner Brown and seconded by Commissioner Simmons. **The motion passed.** (Commissioner Windmiller abstained from the vote.)

Commissioner Holman left the meeting at approximately 10:30 a.m.

27. Call of Dates for Future Board and Committee Meetings

10:32 a.m. Myra Bennett, Manager of Board Administration, advised the Committee of the upcoming meetings, as follows:

Tentative schedule:

- Security Sub-Committee Meeting:	Thursday	June 11, 2020	8:30 AM
- Board of Commissioners Meeting:	Friday	June 26, 2020	8:30 AM
- Security Sub-Committee Meeting:	Thursday	August 13, 2020	8:30 AM
- Operations/Audit Finance Committee:	Thursday	August 21, 2020	8:30 AM

It was noted that currently, there are no scheduled meetings to be held in the month of July.

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).

10:33 a.m. Acting Chair Zimmerman requested a motion to allow the Committee to move into closed session as permitted under Bi-State Development Board Policy, Chapter 10, Section 10.080, (D) (1) – Legal; (D) (2) – Real Estate; and (D) (10) – Audit.

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

Rose Windmiller – Yea
Constance Gully – Yea
Vernal Brown – 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 10:34 a.m.

29. Reconvene to Open Meeting

10:46 a.m. The Committee reconvened to the Open Meeting at approximately 10:46 a.m.

Acting Chair Zimmerman 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 Brown made a motion to approve the Minutes from the March 20, 2020, Executive Session of the combined meeting of the Operations and Audit, Finance, & Administration Committee, as a closed record. The motion was seconded by Commissioner Windmiller.

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

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

The motion passed.

Commissioner Gully made a motion to approve the Agreement between Bi-State Development (BSD) and St. Clair County Transit District (SCCTD) for Communications and 911 Centers at the Emerson Park - MetroLink Facility, as presented. The motion was seconded by Commissioner Windmiller.

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

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

The motion passed.

30. Adjournment

10:49 a.m. Acting Chair Zimmerman asked if there was any further business. Being none, Commissioner Cox made a motion to adjourn the meeting, and the motion was seconded by Commissioner Gully. Unanimous vote in favor taken. Motion passed, and the meeting was adjourned at approximately 10:50 a.m.


Deputy Secretary to the Board of Commissioners
Bi-State Development