

**BI-STATE DEVELOPMENT  
COMBINED OPERATIONS / AUDIT, FINANCE & ADMINISTRATION  
COMMITTEE MEETING  
OPEN SESSION MINUTES  
(Virtual Meeting)  
October 16, 2020 8:30 a.m.**

**Operations Committee Members participating via Zoom**

Rose Windmiller, Chair  
Derrick Cox  
Irma Golliday  
Vernal Brown  
Terry Beach

**Audit, Finance & Administration Committee Members participating via Zoom**

Justin Zimmerman, Chair  
Herbert Simmons  
Fred Pestello  
Nate Johnson  
Constance Gully – Absent

**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  
Larry Jackson, Executive Vice President of Administration  
Jessica Mefford-Miller, Executive Director Metro Transit  
Tammy Fulbright, Sr. Director, Financial Planning & Treasury  
John Langa, Vice President Economic Development  
Angela M. Staicoff, Interim Director of Internal Audit  
Mark Vago, Sr. Vice President Chief Financial Officer  
Chris Poehler, Assistant Executive Director Engineering Systems  
Gregory Smith, Vice President – Purchasing, Materials Management, and Supplier Diversity  
Charles Stewart, Executive Vice President Organizational Effectiveness  
Dave Toben, Director of Benefits  
Anita Dunn, Health and Welfare Manager  
Erick Dahl, Director St. Louis Downtown Airport

**Others participating via Zoom**

Charlotte Landrum, ASL Interpreter  
Tyler Duke, ASL Interpreter

1. **Open Session Call to Order**  
**8:30 a.m.** Chair Windmiller called the Open Session of the Combined Operations / Audit, Finance & Administration Committee 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.** Ms. Bennett noted that no public comment cards were submitted for today's meeting.
4. **Minutes of the August 27, 2020 Combined Operations Committee and Audit, Finance & Administration Committee, Open Meeting**  
**8:31 a.m.** The minutes of the August 27, 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 Golliday and seconded by Commissioner Brown. **The motion passed. (Commissioner Cox abstained from the vote.)**
5. **Contract Modification: Time Extension of Contract with WSP USA, Inc. - MetroLink Station Enhancements**  
**8:32 a.m.** A briefing paper was included in the meeting materials, presenting to the Operations Committee, for discussion, acceptance, and referral to the Board of Commissioners for approval, a request to authorize the President & CEO to extend the performance period, incorporating a time extension for 30 months with WSP USA, Inc. to cover the estimated time for the design and construction phase services initially scoped under contract number 19-RFP-105718-CG for MetroLink Station Enhancements. Chris Poehler, Assistant Executive Director Engineering Systems, gave an overview of this item. He noted that in April 2019, Bi-State Development (BSD) entered into a contract with WSP USA, Inc., for planning and design for five MetroLink Stations, including: Laclede's Landing, Convention Center, 8<sup>th</sup> & Pine, Forest Park-DeBaliviere and Delmar Loop. He stated that the main goals of these enhancements include promoting a safe and attractive environment at each station, strengthening connections to the surrounding communities, reducing long-term maintenance costs and increasing ridership. Mr. Poehler noted that the scope of the project is more extensive than was anticipated, and the period of performance for the remainder of the design services and construction phase services of the scope of work is estimated to be completed within 30 months.

Commissioner Windmiller posed questions regarding additional cost for the project. Mr. Poehler noted that there would be an additional cost, and staff will be coming back to the Board for approval, once those costs are identified. Commissioner Cox posed questions regarding the significant time extension for the project. Mr. Poehler clarified that the scope of the project has been significantly expanded, therefore resulting in the need for the time extensions. Commissioner Simmons asked if there is the possibility that the project may be completed in a shorter amount of time, and Mr. Poehler indicated that this is possible, but will be based on funding available.

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

**6. Union Station Tunnel Rehabilitation Design Services**

**8:36 a.m.** A briefing paper was provided in the meeting materials, regarding a request that the Committee accept, and refer to the Board of Commissioners for approval, a request to authorize the President & CEO to execute Contract Modification #4 for the continued design and construction phased services for the Union Station tunnel to Modjeski and Masters, in an amount not to exceed \$1,065,164.63. Chris Poehler, Assistant Executive Director Engineering Systems, provided an overview of this item, noting that there have been issues with acquiring easements for the project, and that this is a complex project. He noted that, due to the on-going negotiations with Union Station ownership, it has been necessary to revise the design and construction of the Union Station tunnel project. It has also been necessary to revise a portion of some sub-consultant design work that is no longer needed, and roll that funding back into the larger design portion of the project to cover early work revisions, early work construction and a portion of the rehabilitation design. He stated that the requested contract modification includes additional funding for an early work structural package, early work structural construction services, and the revised design and construction services for the rehabilitation of the tunnel, including structural, mechanical and electrical design that has resulted from the change in project direction. The cost for these additional services is \$1,065,164.63, which includes a 10% contingency.

Commissioner Zimmerman asked Mr. Poehler the consequences of not being able to proceed with the original design. Mr. Poehler noted that the project will cost less; however, it will not last as long. He stated that the original tunnel rehabilitation was to have a 50-75 year life span; however, the revised design will have a life span of 15-20 years. Mr. Poehler did note however, that if there were to be a change in the future, it would be easy to revert back to the original plan. President and CEO Roach stated that limiting legal risk is a determining factor in this decision. Commissioner Windmiller posed questions regarding service interruption. Mr. Poehler noted that there would be mostly single tracking during the project, and there may be an occasional weekend shutdown.

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

**7. 2020 Annual Surplus Property Holdings**

**8:43 a.m.** A briefing paper was provided in the Committee packet, regarding a request for acceptance and referral to the BSD Board of Commissioners for approval, the report reaffirming and approving that the properties included in Table 1 which are not required for BSD purposes, and may, therefore, be declared surplus and subject to sale, lease, or the grant of other property rights. John Langa, Vice President, Economic Development, gave a brief overview of this issue. He noted that this report is submitted for review by the Board annually, and currently, there are 91 surplus properties, which are outlined in Table 1. Commissioner Simmons asked if the Hangar 5 property is included on the list. He noted that the Hangar 5 property is included; however, if that property is not approved by the Committee, the property will be removed from the final list of surplus properties, which will be presented to the Board at the November 20<sup>th</sup> meeting. Commissioner Windmiller asked if a list could be provided regarding the size of each of the properties, so that the Board could get a better indication of how many of the properties are of developable size. Mr. Langa will supply that information to the Board of Commissioners.

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

**8. Bi-State Development Research Institute Dissolution**

**8:46 a.m.** A briefing paper was provided in the Committee packet, regarding a request to accept and refer to the BSD Board of Commissioners for approval, the dissolution of the Research Institute (Institute), an action which will include the Institute donating its Current Assets and Capital Assets to BSD; BSD entering into agreements with the Institute to complete this donation, including as it may relate to the two (2) kiosks at the North Hanley and Wellston MetroLink stations with BSD hereby authorizing the BSD President and CEO to negotiate and finalize any related agreements; BSD completing the Institute's dissolution related to any federal and state filings; and, BSD confirming the Institute's Board of Directors. John Langa, Vice President, Economic Development, gave a brief overview of this item, noting that, at its September 8, 2020 annual meeting, the Institute Board of Directors voted to dissolve the Institute. The Board of Directors include Taulby Roach, Barb Enneking, Larry Jackson, Rose Windmiller, and Herb Simmons.

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

**9. St. Louis Downtown Airport Surplus Property Holdings**

**8:48 a.m.** A briefing paper was provided in the Committee packet, regarding a request to accept and refer to the BSD Board of Commissioners for approval, the report reaffirming and declaring that the 6,200 square feet Hangar 5 and 22,855 square feet site on which it sits (Hangar 5) portion of the property known at the St. Louis Downtown Airport by locator number 01-36.0-300-032 is not useful for BSD aeronautical or revenue purposes in its present condition; and that Hangar 5 be declared surplus and conveyed to a successful offeror selected through a competitive process, which may include a request for proposals to demolish, re-build and re-use the property either through the actions of a private developer or the Airport itself. John Langa, Vice President, Economic Development, gave a brief overview of this item.

Mr. Langa noted that the Airport owns Hangar 5, a 6,200 square feet building, which sits on a 22,855 square feet site within the larger 470-acre Airport parcel. Hangar 5 was built prior to 1988, and, although maintained over-time, is in poor condition as noted in a 2016 appraisal conducted for the Airport. The Airport believes that given the age and condition of the facility, the likely cost of repairs and improvements and the lack of modern amenities, it is neither economically prudent to upgrade the Hangar, nor is it likely to garner market interest without significant improvements that would cost substantially more than a return on a lease. Per the appraisal, at a minimum, the following items are in need of replacement or repair: replacing the aircraft doors, resealing the concrete floors and replacing ceiling insulation. Further, unlike newer hangars at the Airport, it is not served by utilities. The Airport preliminarily estimates that these repairs and replacements are in the \$200,000 range - per the appraisal, the Hangar is valued at \$40,000. Mr. Langa stated that Hangar 5 has been leased to A&S Helicopters on a month-to-month basis for dead storage. Annual rent on Hangar 5 to the Airport is \$18,111, including \$4,342 for the land area and \$13,769 for the building. If A&S were to leave the premises, they would likely relocate their stored material to their property at the Airport at 3300 Vector. He also

noted that as with other areas of the Airport, the Airport has on-going control of the Hangar 5 ground and is able to own or long-term lease any improvement on it. Hangar 5 has runway access, and with that and reasonable demand for hangar space at the Airport, the Airport believes that new hangar development(s) will create increased use at the Airport. Given layouts of new aircraft hangars, the Airport believes that as many as three (3) new hangars could be constructed on the overall Hangar 5 site. Discussion was held regarding this issue.

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

**At this point in the meeting, Commissioner Zimmerman, as Chair of the Audit, Finance and Administration Committee, presided over the meeting.**

**10. Contract Modification: Extension of Contract with Cigna Healthcare – Medical Plan Administration Services and Stop Loss Insurance Coverage**

**8:51 a.m.** A briefing paper was provided in the Committee packet, regarding a request to accept, and forward to the Board of Commissioners for approval, authorization of the President & CEO to issue a modification to extend the contract with Cigna through December 31, 2021, to assist BSD with the administration of the health plan, as the Benefits Department begins implementation of the employee benefit strategic plan. The extension will cost \$1,487,589 (inclusive of the one-year stop loss renewal for 2021) and increases the not-to-exceed contract amount to \$7,944,819.

David Toben, Director of Benefits, provided a brief overview of this item, noting that the BSD Benefits Department, within the Organizational Effectiveness Division, initiated a strategic analysis in early 2020, focused on developing high value health care purchasing strategies. The objective is to craft a long-term strategic plan that manages health care funding challenges, while continuing to provide innovative health plan benefits that can attract and retain productive employees. The resulting multi-year strategic plan also relies on selecting innovative vendor partners which has been delayed due to the pandemic. As a result, management recommends retaining its current Medical Plan Administrator and Stop Loss Carrier through a one-year contract extension to assist with this effort. Mr. Toben noted that the current contract will expire on December 31, 2020.

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

**11. Contract Award: Health and Welfare Plan Consulting Services**

**8:45 a.m.** A briefing paper was provided in the Committee packet, regarding a request to accept and forward to the Board of Commissioners for approval, authorization of the President & CEO to enter into a 5-year contract with, Arthur J. Gallagher & Company, whose proposal is most advantageous to BSD, with price and other factors considered, in the not to exceed amount of \$500,000.00.

Anita Dunn, Health & Welfare Plan Manager, provided a brief overview regarding this item, noting that, on June 3, 2020, Bi-State Development (BSD) issued solicitation 20-RFP-124953-

MD Health and Welfare Consultant Services. The solicitation was issued to obtain proposals from qualified firms who can provide a comprehensive benefits program to approximately 2,200 eligible employees and 1,100 eligible retirees in the metropolitan area. Ms. Dunn noted that in response to the solicitation, four (4) proposals were received, reviewed and forwarded to the evaluation team, which consisted of individuals within BSD Benefits/Human Resources/Labor Relations/Finance departments, and all four companies were invited to give presentations regarding their proposals. Ms. Dunn stated that upon evaluation of the consensus technical and cost scores combined, Arthur J. Gallagher & Company was the highest ranking firm; therefore, management is recommending that the Committee accept, and forward to the Board of Commissioners for approval, authorization of the President & CEO to enter into a 5-year contract with Arthur J. Gallagher & Company, in an amount not to exceed \$500,000.00.

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

**12. Modification of Contract Awards for General Legal Services**

**8:56 a.m.** A briefing paper was provided in the Committee packet, regarding a request to accept and refer to the Board of Commissioners for approval, an authorization to extend the current Contracts for General Legal Services, for an additional seven month period, until June 30, 2021.

Barbara Enneking, General Counsel, provided a brief overview regarding this item, noting that in March, 2020, a solicitation for new, five year Contracts for General Legal Services was in preparation; however, due to the COVID pandemic, the solicitation was delayed. She stated that, therefore, a seven month extension of contracts, until June 30, 2021, is necessary in order to allow sufficient time to solicit and evaluate new proposals for General Legal Services.

Commissioner Windmiller asked if all of the firms have agreed to proceed with the extension, at their current rates. Ms. Enneking stated that, although she has not been in contact with all of the firms, she does not anticipate any issues. Commissioner Simmons asked if Ms. Enneking could supply the Board with a list of all of the firms, along with their addresses. Ms. Enneking noted that she would supply that information to the Board.

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

**13. Pension Audit Updates**

**9:00 a.m.** A briefing paper and reports were provided in the Committee packet, regarding the Agency's Pension Plans. Charles Stewart, Executive Vice President of Organizational Effectiveness, provided a brief overview of this item, noting that all three plans received clean opinions. He noted that the review of the 401K and valuations are currently in process. Mr. Stewart noted that the HERO (Highly Enhanced Retirement Option) program is moving forward. He stated that approximately 117 employees are eligible for this program, and several employees have accepted at this point. (Low to high teens.) This item was presented as information only, and no action of the Committee is required.

**14–16. 9:02 a.m.** Chair Zimmerman noted that Items #14 through #16 consist of reports prepared by the Internal Audit Department, as information only, including:

- 14. IAD Audit Follow-Up Summary – 1st Qtr.-FY2021**
- 15. IAD Status Report – 1st Qtr.-FY2021**
- 16. IAD SSO-Status Report – 3rd Qtr.-Calendar Yr. 2020**

Chair Zimmerman noted that Angela Staicoff, Interim Director of Internal Audit, is in attendance, if there are any questions pertaining to these reports. Ms. Staicoff noted that these are standard, quarterly reports. Being no questions, Chair Zimmerman proceeded to Item #17.

**17. Treasurer’s Report**

**9:03 a.m.** The Treasurer’s Report for the month ended August 31, 2020 was provided in the Committee packet. Tammy Fulbright, Sr. Director Financial Planning & Treasury, provided a brief overview of this issue, noting the quarterly Treasurer’s Report Summary on page three. She also highlighted the Diesel Fuel Hedging Program report on page 7, noting that the year to date cost of fuel per gallon is \$1.86. This item was presented as information only, and no action of the Committee is required.

**18. Bi-State Development 2021 – 2023 Strategic Plan**

**9:06 a.m.** A briefing paper was provided in the Committee packet, to provide a summary of the progress in the development of the 2021-2023 Strategic Plan. President and CEO, Taulby Roach, provided an overview and PowerPoint presentation regarding this item. He noted that Phase I of the Strategic Planning Process was held from February to June, and began with an assessment of the culture of the organization. This assessment included gaining input from staff through surveys, interviews and leadership workshops. Mr. Roach indicated the top 5 and bottom 5 survey responses were noted in the briefing paper. He noted that the Agency is currently in Phase II of the planning process. This phase began in July 2020, with surveys and interviews of team members and external stakeholders. This information gathering process was focused on both real and perceived observations of Bi-State Development’s various enterprises, their services to the region, and areas that stood out positively or needing improvement. There were several common themes that resonated from this feedback. He stated that, topping the list, was Safety and Security, followed by a need to focus on the customer, improve social equity, and address funding constraints. Mr. Roach stated that with this information in hand, the leadership team engaged in a review, discussion and development of vision and mission statements for the organization. Four key goal areas were identified, with staff leading each of those areas as follows: Customer Service/Jessica Mefford-Miller; Safety & Security/Taulby Roach; Culture/Charles Stewart; and Fiscal Responsibility/Larry Jackson. President and CEO Roach stated that cross-functional teams of leaders from across the organization have been formed and are now in the process of determining strategies and action plans for improvements in each of these key goal areas. These teams have been meeting throughout the months of September and October to refine their work, which will ultimately be consolidated into a Bi-State Development Strategic Plan Document that will become a guidepost for our actions over the next 3 years. He reported that he expects to complete work on this document prior to the end of the calendar year, and he will keep the Board apprised of the progress.

Commissioner Windmiller asked how the Agency will measure the effectiveness of the plan. Mr. Roach stated that there will be a huge amount of metrics involved, including surveys to staff, stakeholders, and customers. Commissioner Zimmerman thanked Mr. Roach for including not only the top 5 responses to the surveys, but also the bottom 5 responses. He asked if there were any questions, specific to the Board of Commissioners, that they should be aware of. Mr. Roach stated that the surveys indicated that staff would like to see Administration, including the Board Members, at the facilities. Mr. Roach thanked Commissioner Zimmerman and the other Commissioners who took part in the recent Safety Tours. Commissioner Pestello thanked Mr. Roach for his work on the development of the strategic plan, and commended him for the way in which it is being approached. Mr. Roach noted that he is looking to assign project leaders who will be accountable to the Board of Commissioners regarding progress. It was noted that this information was presented for information only, and no action of the Committee is required.

**19. Draft Fare Program Policy Direction**

**9:17 a.m.** A briefing paper was provided in the Committee packet, to provide an overview of a draft Fare Program update, inclusive of Fare Policy, Fare Structure, Fare Pricing and Fare Collection System. A PowerPoint presentation was given by Jessica Mefford-Miller, Executive Director, Metro Transit, to prompt discussion and solicit Board input before completing policy drafts and releasing a request for proposals (RFP) for Fare Collection System technology.

Ms. Mefford-Miller noted that the Board of Commissioners must approve all changes to Fare Policies, and therefore, she would like to give a summary of the Fare Policy update process. She noted that the motivations for the policy update are as follows: 1) Ridership stabilization & fiscal responsibility; 2) Customer & community focus; and 3) Prioritizing equitable fares and access to transit services. Ms. Mefford-Miller stated that, based on the principles and strategies outlined in the draft Fare Policy, staff recommends developing a fare structure focused around a “flat fare,” as opposed to a zonal or other incremental fare structure. This structure prioritizes equity by removing surcharges for longer distance or one-way multi-vehicle trips. She stated that this is reflected in this proposed fare structure as (a) a flat fare for a period of 2-hours, as opposed to graduated or zonal fares, and (b) not charging extra for transfers within that 2-hour period. Flat fares may be varied for service quality (i.e., express or limited stop), but not for distance alone. She noted that the proposed fare structure would also eliminate extra costs of transferring between buses or modes, and fares would not be differentiated between bus and light rail modes.

Ms. Mefford-Miller reviewed Fare Payment options, including: 1) Cash; 2) Paper pass; 3) Paper transfer (to be phased out in CY 2021); 4) Magnetic Stripe Passes (to be replaced by account-based smart card option in CY 2021); 5) SmartCard (current Gateway Card to be replaced by internet-reloadable account-based smart card option in CY 2021); and 6) Mobile Payment App. She also gave a summary of the Fare Products available, and proposed Fare Levels. Ms. Mefford-Miller noted that, included in the updated policy, would be the concept of Fare Capping. With fare capping, riders who pay per ride are not charged additional fares, once they incur the equivalent cost of an unlimited transit pass. Fare-capping policies create a de-facto payment plan for low-income riders, for whom it can be a burden to pay the up-front cost of an unlimited pass like a semester or monthly pass. Additionally, unlimited passes provide discounted fares for a transit system’s most committed riders. Fare-capping makes that benefit available to all its



frequent riders rather than just those who can afford to buy, for example, a monthly pass at the beginning of the month.

Ms. Mefford-Miller noted that staff worked in collaboration with Four Nines Technologies (2019), a firm specializing in transit fare collection, to enumerate and model the revenue and ridership impacts of an array of fare structure and pricing scenarios driven by the Fare Policy. Staff recommends contemplating the fare structure and pricing scenarios outlined below, and presenting these scenarios to the public for input in early 2021.

*2020 Baseline (for reference):*

	<b>Base Fare</b>	<b>2-hour</b>	<b>1-day</b>	<b>Weekly</b>	<b>Monthly</b>	<b>Semester</b>	<b>Airport Surcharge</b>
<i>Full</i>	MB = \$2.00; ML = \$2.50	\$3.00	\$7.50	\$27.00	\$78.00	\$175.00	\$1.00
<i>Reduced</i>	MB = \$1.00; ML = \$1.25	\$1.50	n/a	n/a	\$39.00	n/a	\$0.50

*Recommended New Fare Pricing/Structure:*

The overall fare structure is organized around the Base Fare, which will be the focal point from which all other fares within the transit system are priced.

*Iteration 1 (2021): Restructuring, Fare Capping Implemented*

<b>Iteration 1 (2021)</b>	<b>Base Fare: 2-hour (not available via cash at bus farebox)</b>	<b>Single ride (only available via cash at the farebox, or at TVM)</b>	<b>1-Day</b>	<b>Weekly</b>	<b>Monthly</b>	<b>Semester</b>
<i>Full</i>	MB & ML \$2.75	\$2.00	\$6.00	\$25.00	\$85.00	\$200.00
<i>Reduced</i>	MB & ML \$1.35	\$1.00	n/a	n/a	\$39.00	n/a
<i>Available at TVM?</i>	Yes: via printed paper barcode	Yes: via printed paper barcode	No	No	No	No

**Iteration 2 (2023/25):**

Iteration 2 (2023/25)	<b>Base Fare: 2-hour</b> (not available via cash at bus farebox)	<b>Single ride</b> (only available via cash at the farebox, or at TVM)	<b>1-Day</b>	<b>Weekly</b>	<b>Monthly</b>	<b>Semester</b>
<i>Full</i>	MB & ML \$3.00	\$2.00	\$7.00	\$28.00	\$90.00	\$225.00
<i>Reduced</i>	MB & ML \$1.50	\$1.00	n/a	n/a	\$45.00	n/a
<i>Available at TVM?</i>	Yes: via printed paper barcode	Yes: via printed paper barcode	No	No	No	No

Ms. Mefford-Miller gave an overview of the Fare Collection System and system components. She stated that, given the motivating factors for Fare Policy updates, a future Fare Collection System would be driven by the proposed Fare Policy, as well as a desire for (a) simplicity across all system components for a more efficient and easily accessible fare system for both riders and Metro staff, (b) maintaining an option for patrons to be able to pay with cash as needed, and (c) establishing an electronic faring system that serves as a flexible foundation for future fare collection scenarios and market demands. The system would include the use of Fare Boxes, Ticket Vending Machines, and an Electronic Faring System.

Ms. Mefford-Miller noted the milestones for implementation of the policy, as follows:

1. Electronic Faring
  - Fall 2020: RFP out; January 2021: RFP evaluation
  - Late Winter/Spring 2021: Board Decision to approve contract
  - Summer 2021: Ordering/Installing electronic validators
  - Summer - early Winter 2021: Operationalizing account-based system (smart cards, mobile ticketing)
  - 2022: Rolling out Vendor Network for Cash loading/reloading of accounts
2. Fare Policy
  - Early Spring 2021: Title VI/Public Participation
  - Late Spring/early Summer 2021: Board Decision on Fare Policy
  - Late Summer/early Fall 2021: Begin implementing fare capping and Iteration 1 of new fare structure
  - 2023 or 2025: Begin implementing Iteration 2 of new fare structure
3. Fare Boxes and TVMs (simpler, less interaction with Electronic Fare components)
  - Summer 2021: RFP out; Late Summer 2021: RFP evaluation
  - Fall 2021: Board Decision to approve contract
  - Purchase/Implementation timeline in 2022-2023

Commissioner Simmons asked how much the Agency has invested in the SmartCard program and the number of cards that have been issued. Ms. Mefford-Miller stated that she does not have those numbers in front of her; however, she will get those numbers and forward them to the Commissioners. Commissioner Simmons also posed questions regarding the current company, and if a commission is being charged. Ms. Mefford-Miller noted that the funds that have been spent thus far also included large equipment purchases that were necessary for the program. Commissioner Windmiller noted that the investment in the SmartCards has been bad, and she acknowledges that, and she asked if the new system would incorporate all modes of transportation throughout the system, for example, train, bus, Uber, etc. Ms. Mefford-Miller stated that request for proposals for the integrated electronic system would include all options and trip planning. Commissioner Pestello asked what percentage of the Metro Transit budget comes from fares. Ms. Mefford-Miller stated that currently, with the COVID situation, approximately 10%; however, in the past, it has been as high as 18%. She added that she would like this to be at 15%, minimum. Commissioner Pestello asked if this is comparable to other cities of our size. Ms. Mefford-Miller stated that she will include those numbers in her next briefing paper to the Board. Commissioner Pestello stated that he would like to see the benchmark rates in other cities, before holding a vote on this matter. Commissioner Zimmerman commended Ms. Mefford-Miller regarding her push to streamline the system. He stated that he feels that “fare capping” is an interesting idea, which would help protect low income individuals. Commissioner Zimmerman noted that he has personally encountered problems with the current ticket vending machines, and improvements are needed. Ms. Mefford-Miller stated that the current machines have outlasted their useful life, and noted that the system is asking a lot of the current vending machines, due to the current fare process; however, the proposed policy would help to simplify this process. It was noted that this information was presented for information only, and no action of the Committee is required.

**20. Operations Report**

**9:47 a.m.** An operations report for Metro Transit was included in the Committee packet, regarding the reshaping of Metro Transit, beyond COVID-19. Jessica Mefford-Miller, Executive Director of Metro Transit provided a PowerPoint presentation and summary of the report for the Committee. She noted that the three major objectives relating to the COVID-19 Response has been: 1) Protect team members and customers; 2) Provide reliable, meaningful service; and 3) Preserve the capacity to recover. She noted that the COVID-19 pandemic has created a revenue crisis, affecting sales tax proceeds and passenger revenue; however, the revenue loss has been offset, in part, by temporary funding through the CARES Act. She stated that revenue and ridership impacts will last beyond the pandemic, and as a result, Metro must adapt service level and program design. Ms. Mefford-Miller addressed changes in travel behavior noting fewer trips, greater likelihood of trip chaining, noticeable shift in travel by time of day, and travel patterns of multi-purpose riders are more pronounced. She provided a summary of COVID related customer feedback, as well as a comparison of pre-COVID and post-COVID ridership trends.

Ms. Mefford-Miller provided an overview of the Pandemic Recovery Service Design, noting that:

1. Metro Transit must deliver an excellent customer experience.
2. Social equity should shape decisions regarding delivery of service and programs.
3. Metro Transit must continue, and increase, emphasis on matching service to communities.

4. Continuing safety practices and reducing contact are essential.
5. Metro must find ways to improve customer experience and efficiency for special markets.

She added that Summer 2021 is the target for service stabilization, and the target is approximately 90% of pre-COVID-19 service level. She stated that there will be a continued emphasis on frequency of busy routes; testing and implementing new models of service delivery; and evaluation of success by ridership, customer feedback and community impact. Ms. Mefford-Miller noted that Metro will continue safety best practices, following official guidance, continuing face covering requirements, and managing vehicle capacity. She stated that she would like to commend the Metro Transit team for their work, during these difficult times.

Commissioner Simmons noted that during the past 7 days, the COVID positivity rate has been increasing, and reminded everyone that virus is still here. Commissioner Cox posed questions related to the use of so many train cars during off hours. Ms. Mefford-Miller noted that currently this is due to social distancing efforts. He asked if there could be a reduced number of cars in the future. Commissioner Simmons noted that this issue has been discussed with Security, and it is his understanding that this would be difficult, due to mechanical issues. It was noted that this item was submitted as information only, and no action is needed by the committee.

**21. President/CEO Report**

**10:08 a.m.** Bi-State Development President and CEO Taulby Roach noted that he had planned to give a report to the Board regarding CARES funding; however, in the interest of time, he will forward the presentation to them for review, with discussion to follow at the next Board of Commissioners meeting. Mr. Roach noted that the funding is tracking well.

**22. Unscheduled Business**

**10:09 a.m.** President and CEO Roach noted that there is no unscheduled business.

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

**10:09 a.m.** Myra Bennett, Manager of Board Administration, advised the Committee of the upcoming meetings, as follows:

Tentative schedule:

- |                                   |          |                   |         |
|-----------------------------------|----------|-------------------|---------|
| - Security Sub-Committee Meeting: | Thursday | November 12, 2020 | 8:30 AM |
| - Board of Commissioners Meeting: | Friday   | November 20, 2020 | 8:30 AM |

- 24. 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).**

**10:10 a.m.** Committee 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; 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:

Rose Windmiller – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Nate Johnson – Yea

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

**Motion passed unanimously, and the Committee moved into Executive Session at 10:11 a.m. (Commissioner Golliday left the meeting at approximately 10:48 a.m.)**

**25. Reconvene to Open Meeting**

**10:56 a.m.** The Committee reconvened to the Open Meeting at approximately 10:56 a.m. Chair Zimmerman noted that, per 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 August 27, 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 Brown.

Rose Windmiller – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Nate Johnson – Yea

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

**The motion passed.**

Commissioner Pestello made a motion to accept and forward to the Board of Commissioners for approval, the Intercompany Accounts Payable – Riverboat Operations agenda item, as presented. The motion was seconded by Commissioner Simmons.

Rose Windmiller – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Nate Johnson – Yea

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

**The motion passed.**

Commissioner Windmiller made a motion to accept and forward to the Board of Commissioners for approval, the Draft – Year End Financial Audit, as presented. The motion was seconded by Commissioner Johnson.

Rose Windmiller – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Nate Johnson – Yea

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

**The motion passed.**

Commissioner Simmons made a motion to accept and forward to the Board of Commissioners for approval, the Draft – Procurement Card Program Audit, as presented. The motion was seconded by Commissioner Beach.

Rose Windmiller – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Nate Johnson – Yea

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

**The motion passed.**

Commissioner Beach made a motion to accept and forward to the Board of Commissioners for approval, the Draft – Audit of Failed DOT Medical Exams, as presented. The motion was seconded by Commissioner Brown.

Rose Windmiller – Yea  
Vernal Brown – Yea  
Fred Pestello – Yea  
Nate Johnson – Yea

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

**The motion passed.**

**26. Adjournment**

**10:59 a.m.** Chair Zimmerman asked if there was any further business, being none, Commissioner Simmons made a motion to adjourn the meeting. Motion was seconded by Commissioner Windmiller. Unanimous vote in favor taken. Motion passed, and the meeting was adjourned at approximately 11:00 a.m.

  
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Deputy Secretary to the Board of Commissioners  
Bi-State Development