



Board of Commissioners Meeting

Open Meeting

Friday, February 19, 2021 at 8:30 AM

Virtual Meeting

Headquarters - Board Room, 6th Floor

One Metropolitan Square, 211 N. Broadway, Suite 650

St. Louis, Missouri 63102



Board of Commissioners Meeting - February 19, 2021

Notice of Meeting and Agenda

1. Call to Order	Approval	Chair Windmiller
2. Roll Call	Quorum	M. Bennett
3. Public Comment	Information	Chair Windmiller
4. Approval of the Minutes of the November 16, 2020, Special Meeting, Board of Commissioners, Open Meeting	Approval	Chair Windmiller
A. Draft Minutes 11-16-2020, Special Meeting, Board of Commissioners, Open Session - Page 4		
5. Approval of the Minutes of the November 20, 2020, Board of Commissioners, Open Meeting	Approval	Chair Windmiller
A. Draft Minutes 11-20-2020, Board of Commissioners, Open Session - Page 6		
6. Approval of the Minutes of the November 30, 2020, Special Meeting, Board of Commissioners, Open Meeting	Approval	Chair Windmiller
A. Draft Minutes 11-30-2020, Special Meeting, Board of Commissioners, Open Session - Page 14		
7. Approval of the Minutes of the January 14, 2021, Special Meeting, Board of Commissioners, Open Meeting	Approval	Chair Windmiller
A. Draft Minutes 01-14-2021, Special Meeting, Board of Commissioners, Open Session - Page 16		
8. Approval of the Minutes of the January 22, 2021, Special Meeting, Board of Commissioners, Open Meeting	Approval	Chair Windmiller
A. Draft Minutes 01-22-2021, Special Meeting, Board of Commissioners, Open Session - Page 20		
9. Report of the President	Information	T. Roach
10. Report of the Audit, Finance & Administration Committee	Information	Vice Chair Zimmerman
A. Draft Minutes 01-22-2021, AFA Committee, Open Meeting - Page 22		
11. Report of the Operations Committee	Information	Chair Windmiller
A. Draft Minutes 01-22-2021, OPS Committee, Open Meeting - Page 27		
12. Report of the Safety & Security Committee	Information	Commissioner Simmons
A. Draft Minutes 01-14-2021, Safety & Security Committee, Open Meeting - Page 32		
13. Adjustment of the Consent Agenda	Approval	Chair Windmiller
14. Consent Agenda	Approval	Chair

A. Contract Modifications: Contract with WSP USA, Inc. - MetroLink Stations Enhancements (Resolution #1109)	Approval	Windmiller
1. Briefing Paper - Page 36		
2. Resolution #1109 - Page 38		
B. Metro Operators, TSM and Public Safety Uniforms (Resolution #1110)	Approval	
1. Briefing Paper - Page 40		
2. Resolution #1110 - Page 42		
C. Metro Link Downtown Tunnel Repair Design Contract Modification (Resolution #1111)	Approval	
1. Briefing Paper - Page 44		
2. Resolution #1111 - Page 46		
D. Contract Award - On-Call Public Relation & Media Service (Resolution #1112)	Approval	
1. Briefing Paper - Page 49		
2. Resolution #1112 - Page 51		
15. Unscheduled Business	Approval	Chair Windmiller
16. Operations Report	Information	J. Mefford- Miller
17. Call for the Dates of Future Board & Committee Meetings	Information	M. Bennett
18. 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 will 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: under Legal (D)(1), and Real Estate (D)(2).	Approval	Chair Windmiller
19. Reconvene to Open Session	Approval	Chair Windmiller
20. Adjournment	Approval	Chair Windmiller

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS SPECIAL MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
November 16, 2020
10:00 AM**

Board Members in Attendance

Missouri

Rose Windmiller, Chair
Vernal Brown, Secretary
Constance Gully
Nate Johnson
Fred Pestello – Absent

Illinois

Justin Zimmerman, Vice Chair
Herbert Simmons, Treasurer
Terry Beach
Derrick Cox – Absent
Irma Golliday – Absent

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, Executive Assistant
Diana Bentz, Vice President Talent Management
Mark Vago, Senior Vice President Chief Financial Officer
Larry Jackson, Executive Vice President Administration
Charles Stewart, Executive Vice President Organizational Effectiveness

- 1. Open Session Call to Order**
10:01 a.m. Chair Windmiller called the Open Session of the Special Meeting of the Bi-State Development Agency, Board of Commissioners to order at 10:01 a.m.
- 2. Roll Call**
10:01 a.m. Roll call was taken, as noted above.
- 3. 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).

10:02 a.m. Chair Windmiller 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) (3) – Personnel; and (D) (10) – Auditors.

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
Constance Gully – Yea
Vernal Brown – Yea
Nate Johnson – Yea

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

The motion passed unanimously, and the Committee moved into executive session at 10:03 a.m.

4. Reconvene to Open Session

10:30 a.m. The Board of Commissioners reconvened to the Regular Meeting at approximately 10:30 a.m.

5. Adjournment

10:30 a.m. Chair Windmiller asked if there was any further business, being none, Commissioner Gully made a motion to adjourn the meeting. The motion was seconded by Commissioner Beach. Unanimous vote in favor taken. The motion passed, and the meeting was adjourned at approximately 10:31 a.m.

Deputy Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
November 20, 2020**

Board Members in Attendance via Zoom

Missouri

Rose Windmiller, Chair
Vernal Brown, Secretary
Constance Gully (joined the meeting at 8:32 a.m.)
Fred Pestello
Nate Johnson – Absent

Illinois

Justin Zimmerman, Vice Chair
Herbert Simmons, Treasurer
Irma Golliday
Derrick Cox
Terry Beach

Staff in Attendance via Zoom

Taulby Roach, President and Chief Executive Officer
Brenda Deertz, Administrator/Executive Assistant to the President/CEO
Barbara Enneking, General Counsel and Deputy Secretary
Myra Bennett, Manager of Board Administration
Jessica Mefford-Miller, Executive Director Metro Transit
Charles Stewart, Executive Vice President Organizational Effectiveness
Diana Bentz, Vice President Talent Management
John Langa, Vice President Economic Development
Tammy Fulbright, Sr. Director Financial Planning & Treasury

Others in Attendance

Chelsey Niezway, ASL Interpreter

1. Open Session Call to Order

8:30 a.m. Chair Windmiller 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

8:32 a.m. Chair Windmiller asked Ms. Bennett if any comments had been received. Ms. Bennett indicated that no comments were submitted for today's meeting.

(Commissioner Gully entered the meeting at approximately 8:32 a.m.)

4. Approval of the Minutes from the September 25, 2020, Meeting of the Board of Commissioners, Open Session

8:33 a.m. The minutes from the September 25, 2020, Meeting of the Board of Commissioners, Open Session were provided in the Board packet. A motion to approve the minutes was made by Commissioner Brown and seconded by Commissioner Beach. **The motion passed.** (Commissioner Pestello and Commissioner Cox abstained from the vote.)

5. Report of the President

8:34 a.m. President and Chief Executive Officer, Taulby Roach, gave a presentation to the Board of Commissioners regarding CARES funding, reviewing the allocations and use to stabilize the system. Mr. Roach reviewed the anticipated decreases in sales tax revenue and impacts due to decreases in passenger revenue, noting that CARES funding is being used to make up the difference. He noted that it will take some time for the system to return to pre-pandemic numbers with regard to ridership. Mr. Roach reported that a presentation has been made to staff, so that everyone understands the budgetary issues being faced, and he stated that he is proud of the steps being taken by staff. Commissioner Simmons asked if this presentation has been made to Mark Kern, St. Clair County Board Chair. Mr. Roach stated that he has not, at this point; however, he has spoken to Chairman Kern and to Ken Sharkey, SCCTD, regarding these issues. Commissioner Zimmerman asked that Mr. Roach re-send the CARES presentation to the Board. Commissioner Pestello commended Mr. Roach on his management of the CARES funding. Commissioner Windmiller asked if it is anticipated that there will be an additional round of CARES funding. Discussion was held regarding the possibility of additional funding, allocation of funding, and timeframe for expenditure of funds.

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

8:48 a.m. Chair Windmiller stated that a combined meeting of the Operations Committee and Audit, Finance, & Administration Committee was held on October 16, 2020 at 8:30 AM, and the draft minutes of that meeting are included in the Board packet under Tab #6.

She noted that the Operations Committee is introducing five (5) items on the Consent Agenda for consideration today, under Item #9, with the Committee's recommendation of approval, including:

Consent Agenda Item(s):

- a. Contract Modification: Time Extension of Contract with WSP USA, Inc. - MetroLink Station Enhancements (Resolution #1088)
- b. Union Station Tunnel Rehabilitation Design Services (Resolution #1089)
- c. 2020 Annual Surplus Property Holdings (Resolution #1090)
- d. Bi-State Development Research Institute Dissolution (Resolution #1091)
- e. St. Louis Downtown Airport Surplus Property Holdings (Resolution #1092)

Commissioner Windmiller also noted that, at the October Committee meeting, several reports were provided to the Committee, including:

- Bi-State Development 2021 – 2023 Strategic Plan
- Draft Fare Program Policy Direction

- Operations Report: Reshaping Metro Transit beyond COVID-19

She noted that this concludes her report for the Operations Committee meeting, and she asked that Commissioner Zimmerman provide the report for the Audit, Finance and Administration Committee portion of the combined meeting.

Commissioner Zimmerman stated that the Audit, Finance & Administration Committee is introducing three (3) items on the Consent Agenda for consideration today, under Item #9, with the Committee's recommendation of approval, including:

Consent Agenda Item(s):

- f. Contract Modification: Extension of Contract with Cigna Healthcare – Medical Plan Administration Services and Stop Loss Insurance Coverage (Resolution #1093)
- g. Contract Award: Health and Welfare Plan Consulting Services (Resolution #1094)
- h. Modification of Contract Awards for General Legal Services (Resolution #1095)

He also noted that, at the October Committee meeting, several reports were provided to the Committee, including:

- Pension Audit Updates
- IAD Audit Follow-Up Summary – 1st Qtr.-FY2021
- IAD Status Report – 1st Qtr.-FY2021
- IAD SSO-Status Report – 3rd Qtr.-Calendar Yr. 2020
- Treasurer's Report

7. Report of the Security Sub-Committee

8:51 a.m. Commissioner Simmons reported that, upon discussion with the Chairman of the Board and CEO Roach, a decision was made to hold meetings of the Security Sub-Committee on a quarterly basis. He noted that no meetings of this Committee have been held since the previous Board meeting. Commissioner Simmons stated that the next Committee meeting is scheduled to be held on January 14, 2021, and if there are no objections, going forward, the Committee's name will be changed to the "Safety and Security Committee", to better reflect the purpose of this committee.

8. Adjustment of Consent Agenda

8:52 a.m. Chair Windmiller asked if there are any adjustments to the Consent Agenda. No adjustments were made.

9. Consent Agenda Items

8:52 a.m. Consent Agenda Items:

- a. Contract Modification: Time Extension of Contract with WSP USA, Inc. - MetroLink Station Enhancements (Resolution #1088)
- b. Union Station Tunnel Rehabilitation Design Services (Resolution #1089)
- c. 2020 Annual Surplus Property Holdings (Resolution #1090)
- d. Bi-State Development Research Institute Dissolution (Resolution #1091)
- e. St. Louis Downtown Airport Surplus Property Holdings (Resolution #1092)

- f. Contract Modification: Extension of Contract with Cigna Healthcare – Medical Plan Administration Services and Stop Loss Insurance Coverage (Resolution #1093)
- g. Contract Award: Health and Welfare Plan Consulting Services (Resolution #1094)
- h. Modification of Contract Awards for General Legal Services (Resolution #1095)

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

10. Amendment 26 to Salaried Pension Plan – Highly Enhanced Retirement Opportunity (HERO) Incentivized Retirement Program (Resolution #1096)

8:52 a.m. A briefing paper was provided in the Board packet, requesting that the Board of Commissioners approve a resolution to amend the BSD Salaried Pension Plan, incorporating Amendment 26, to include the Highly Enhanced Retirement Opportunity (HERO) incentivized retirement program. Charles Stewart, Executive Vice President Organizational Effectiveness, gave an overview of this issue, noting the purpose, eligibility requirements, and incentives included in the program. He noted that the program opened on September 8, 2020 and will close on November 30, 2020.

Commissioner Gully made a motion to approve the item, as presented, and the motion was seconded by Commissioner Brown. **The motion passed.**

11. Amendment 3 to the Bi-State Development (BSD) 401k Plan – IBEW Collective Bargaining Agreement Changes (Resolution #1097)

8:55 a.m. A briefing paper was provided in the Board packet, requesting that the Board of Commissioners approve a request to amend the Plan document to incorporate changes stemming from the Memorandum of Agreement between IBEW Local's 2 and 309 and BSD for the period July 1, 2019 through June 30, 2022. Charles Stewart, Executive Vice President Organizational Effectiveness, gave an overview of this issue noting that as a result of this MOA with the IBEW, changes are needed to the BSD 401(k) Plan in order to be in compliance with MOA Section 33, Pension, as follows: 1) Under Article IV – Section 33 (H) - Change the BSD contribution percentage from 1% to 2% of the employee base wage amount to the 401(k) plan. This increase is to be effective January 1, 2021; and 2) Under Article IV – Section 33 (L) - Voluntary participation in the 401(k) will now allow for a BSD match to elective contributions for IBEW participants hired before January 1, 2014. Effective the first pay period after January 1, 2021, BSD will match 50% on any amount voluntarily contributed by the employee to the Defined Contribution 401(k) Plan up to a maximum of 2% of employee's wage. Any voluntary contribution by the employee above 2% will not be matched.

Commissioner Beach made a motion to approve this item, as presented, and the motion was seconded by Commissioner Cox. **The motion passed unanimously.**

12. Intergovernmental Agreement between the United States Army and Bi-State Development (Resolution #1098)

8:58 a.m. A briefing paper was provided in the Board packet, requesting that the Board of Commissioners approve a request to authorize the President & CEO to execute an Intergovernmental Memorandum of Agreement between the United States Army and Bi-State

Development for participation in Partnership for Youth Success. Diana Bentz, Vice President Talent Management, provided a brief overview of this item. She noted that the U.S. Army Partnership for Youth Success (PaYS) program is a strategic partnership between the U.S. Army and private industry, academia, businesses, federal, state and local agencies. The program connects enlisting Soldiers and Reserve Officers' Training Corps (ROTC) Cadets to civilian companies, corporations, and government agencies for a guaranteed interview and possible employment after the Soldier's or Cadet's Army service requirements are fulfilled. Ms. Bentz noted that the Agency's participation in PaYS allows BSD to work with the Army Recruiting Companies, Reserves, National Guard and Colleges in the St. Louis Metro and Metro East area, ensuring we maintain a pool of quality candidates. She added that the Army provides training in over 350 positions, many of which are a strong match for the positions we need at BSD.

Commissioner Cox asked what other institutions partner with the Army regarding this program. Ms. Bentz noted that Coca Cola, Ameren, and several police departments participate in the program. Chair Windmiller asked what specific areas of the Agency would use this partnership. Ms. Bentz stated that she anticipates the program would be extremely useful for positions such as bus operators and mechanics; however, it may be used in the leadership realm, as well.

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

13. Memorandum of Understanding between Citizens for Modern Transit, St. Clair County Transit District and Bi-State Development for the Development of a Bus Stop at Emerson Park MetroLink Station (Resolution #1104)

9:01 a.m. A briefing paper was provided in the Board packet, requesting that the Board of Commissioners approve a request to authorize the President and CEO to execute a Memorandum of Understanding between Citizens for Modern Transit, St. Clair County Transit District and Bi-State Development for the development of a bus stop at the Emerson Park MetroLink Station. President & CEO Roach provided a brief overview of this issue, noting that project is similar to the Maplewood project. Under this agreement, CMT, SCCTD and BSD will work together to transform a bus stop at the Emerson Park MetroLink Station in East St. Louis, IL (City) into a first-rate, interactive, safe and fun space that endeavors to have a positive impact on the City, residents, their families and their communities while promoting transit and a safe environment around transit. It was noted in the briefing paper that CMT will manage its overall execution, select the firm and cover the cost of Project design estimated at \$15,000. SCCTD will own the Project for the lifetime of the infrastructure, including the equipment purchased by SCCTD, cover the cost of the infrastructure estimated at \$50,000, and take sole responsibility for maintenance and use supervision of the play infrastructure. BSD will provide access and site preparation, insurance and continuing maintenance, upkeep and repair after the Project is complete.

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

14. Approval of dates 2021 Meetings

9:03 a.m. Chair Windmiller noted that a draft schedule of 2021 Board and Committee meeting dates was distributed to the Board of Commissioners in October, for review. She noted that staff

has received no objections to the proposed dates. Chair Windmiller noted that, if there are no objections, and no discussion, a motion to approve is needed.

A motion to approve the 2021 Board and Committee Meeting Schedule, as presented, was made by Commissioner Golliday and seconded by Commissioner Brown. **The motion passed.**

15. Unscheduled Business

9:04 a.m. Chair Simmons noted that on October 19th, he received an e-mail from Jessica Mefford-Miller, Executive Director Metro Transit, regarding the four items that he had requested regarding the SMART program, but did not receive any additional information. He asked the status. Ms. Mefford-Miller stated that she had prepared a draft briefing paper regarding that information, and asked Ms. Bennett if she had received it. Ms. Bennett stated that she does not believe that she received that information. Ms. Mefford-Miller will check the status and forward the information to Ms. Bennett for distribution to the Commissioners.

16. Operations Report

9:05 a.m. Jessica Mefford-Miller, Executive Director Metro Transit, provided a brief presentation to the Commissioners, providing performance information for Metro Transit, including ridership numbers, COVID response, and Safety & Security. She noted that she would be providing a detailed presentation at the next meeting, regarding Capital Programs.

17. Call of Dates for Future Board and Committee Meetings

9:12 a.m. Myra Bennett, Manager of Board Administration, advised the Committee of the upcoming meetings, as follows:

Board of Commissioners Special Meeting:	Monday	November 30, 2020	1:00 PM
Safety and Security Committee Meeting:	Thursday	January 14, 2020	8:30 AM
Audit, Finance & Administration Committee:	Friday	January 22, 2020	8:30 AM
Operations Committee Meeting:	Friday	January 22, 2020	9:30 AM
Board of Commissioners Meeting:	Friday	February 19, 2020	8:30 AM

18. 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).

9:12 a.m. Chair Windmiller 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) (3) Personnel; and (D) (10) Auditors.

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
Constance Gully – Yea
Vernal Brown – Yea
Fred Pestello – 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 9:13 a.m.

19. Reconvene to Open Session

9:43 a.m. The Board of Commissioners reconvened to the Regular Meeting at approximately 9:43 a.m. Chair Windmiller noted that, per Board Policy, no final action votes will be taken in a closed (executive) session. For items requiring final action, a roll call vote shall be taken in open session.

Commissioner Gully made a motion to approve the minutes from the September 25, 2020, Board of Commissioners, Executive Session, as a closed record. The motion was seconded by Commissioner Brown.

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

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

The motion passed.

Commissioner Golliday made a motion to approve the Consent Agenda items including:

- a) Intercompany Accounts Payable – Riverboat Operations (Resolution #1099)
- b) Draft – Year End Financial Audit (Resolution #1100)
- c) Draft – Procurement Card Program Audit (Resolution #1101)
- d) Draft – Audit of Failed DOT Medical Exams (Resolution #1102).

The motion was seconded by Commissioner Zimmerman.

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

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

The motion passed.

Commissioner Simmons made a motion to approve the Settlement Authority for Liability Claim #VL2018073115 (Resolution #1103), as presented. The motion was seconded by Commissioner Cox.

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

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

The motion passed.

Commissioner Beach made a motion to approve the Pandemic Pay Policy (Resolution #1105), as presented. The motion was seconded by Commissioner Gully.

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

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

The motion passed.

21. Adjournment

9:47 a.m. Chair Windmiller asked if there was any further business, and being none, Commissioner Zimmerman made a motion to adjourn the meeting. The motion was seconded by Commissioner Brown. Unanimous vote in favor taken. The motion passed, and the meeting was adjourned at approximately 9:47 a.m.

Deputy Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS SPECIAL MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
November 30, 2020
1:00 PM**

Board Members in Attendance

Missouri

Rose Windmiller, Chair
Vernal Brown, Secretary
Constance Gully
Fred Pestello
Nate Johnson (entered Exec. Meeting at 1:05 PM)

Illinois

Justin Zimmerman, Vice Chair
Herbert Simmons, Treasurer
Terry Beach
Irma Golliday (present, but audio difficulty)
Derrick Cox – Absent

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, Executive Assistant
Diana Bentz, Vice President Talent Management

1. **Open Session Call to Order**
1:00 p.m. Chair Windmiller called the Open Session of the Special Meeting of the Bi-State Development Agency, Board of Commissioners to order at 1:00 p.m.
2. **Roll Call**
1:00 p.m. Roll call was taken, as noted above.
3. **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).

1:02 p.m. Chair Windmiller 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) (3) – Personnel; and (D) (10) – Auditors.

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
Constance Gully – Yea
Vernal Brown – Yea
Fred Pestello – Yea

Terry Beach – Yea
Herbert Simmons – Yea
Irma Golliday – (no audio)
Justin Zimmerman – Yea

The motion passed, and the Committee moved into executive session at 1:04 p.m.

4. Reconvene to Open Session

1:09 p.m. The Board of Commissioners reconvened to the Regular Meeting at approximately 1:09 p.m.

5. Adjournment

1:10 p.m. Chair Windmiller asked if there was any further business, being none, Commissioner Gully made a motion to adjourn the meeting. The motion was seconded by Commissioner Brown. Unanimous vote in favor taken. Motion passed, and the meeting was adjourned at approximately 1:10 p.m.

Deputy Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS SPECIAL MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
January 14, 2021
8:30 AM**

Board Members Participating

Missouri

Rose Windmiller, Chair
Vernal Brown, Secretary
Fred Pestello
Nate Johnson (joined the meeting at 8:35 am)
Sam Gladney

Illinois

Justin Zimmerman, Vice Chair
Herbert Simmons, Treasurer
Terry Beach
Irma Golliday
Derrick Cox – Absent

Staff Participating

Taulby Roach, President and Chief Executive Officer
Barbara Enneking, General Counsel and Deputy Secretary
Myra Bennett, Manager of Board Administration
Brenda Deertz, Executive Assistant
Crystal Messner, Chief Audit Executive
Jessica Mefford-Miller, Executive Director Metro Transit
Charles Stewart, Executive Vice-President Organizational Effectiveness
Virgie Chaffen, Director of Labor Relations
Stephen Berry, GM System Safety, Security & Emergency Management
Tammy Fulbright, Interim Chief Financial Officer
Chris Poehler, Assistant Executive Director Engineering Systems
Ted Zimmerman, Vice President Marketing & Communication
Kevin Scott, General Manager Field Security

Others Participating

Karen Snead, ASL Interpreter
Rebecca Pursley, ASL Interpreter

1. Open Session Call to Order

8:30 a.m. Chair Windmiller called the Open Session of the Special Meeting of the Bi-State Development Agency, Board of Commissioners to order at 8:30 a.m.

2. Roll Call

8:30 a.m. Roll call was taken, as noted above.

3. Memorandum of Agreements (MOAs) with St. Louis County & the City of St. Louis Regarding Mass Prophylaxis Dispensing (Resolution #1106)

8:31 a.m. A briefing paper was provided in the Board packet, regarding a request that the Board of Commissioners authorize the President & CEO to enter into Agreements with the City of St. Louis and St. Louis County, for the purposes of expediting delivery of the COVID-19 vaccine to BSD team members. Stephen Berry, General Manager System Safety, Security & Emergency Management, gave a brief overview of this issue, noting that these two agreements will would authorize the City and the County to request medications according to the number of individuals identified by BSD, and for BSD to be eligible to receive those medications at the City and the County's closed points of dispensing [POD]. He noted that these agreements will support vaccine delivery for a number of purposes, however they are specifically intended to prepare for the distribution of the COVID-19 vaccine for BSD team members. Mr. Berry noted that it is expected that vaccine delivery will occur through a BSD contracted third-party health care provider, similar to flu shot administration. Vaccination campaigns will be scheduled in coordination with operations leadership in order to maximize access while minimizing impact to operations.

Commissioner Simmons asked if the vaccination will be made available to employees in Illinois, as well as Missouri. Mr. Berry confirmed that the vaccine will be made available to all employees.

Commissioner Golliday made a motion to authorize the President & CEO to enter into the two Agreements with 1) the City of St. Louis and 2) St. Louis County, for the purposes of expediting delivery of the COVID-19 vaccine to BSD employee team members, as presented. The motion was seconded by Commissioner Zimmerman.

The motion passed.

Commissioner Nate Johnson joined the meeting at approximately 8:35 a.m.

4. Intergovernmental Agreement between the City of St. Louis and Bi-State Development (Resolution #1107)

8:36 a.m. A briefing paper was provided in the Board packet, regarding a request that the Board of Commissioners approve entering into an Intergovernmental Agreement (Agreement) between the City of St. Louis (the City) and Bi-State Development (BSD), to conduct the Northside-Southside Corridor Technological Alternatives Analysis (AA Study). Jessica Mefford-Miller, Executive Director Metro Transit, gave a brief overview of this issue, noting that this agreement is solely for the planning study, as to whether to expand the corridor. Commissioner Simmons asked for a clarification of costs, and posed questions regarding estimated number of staff hours that will be required for this project. Ms. Mefford-Miller stated that she does not have those figures in front of her; however, she can distribute that information to the Commissioners. Additional discussion held regarding project timeframe.

Commissioner Simmons stated that he is not comfortable approving the agreement, without knowing the cost for the staff hours that will be involved with the project; therefore, he made a

motion to table this item, until the Board has the opportunity to review the additional information, with the possibility of addressing the item at a Special Meeting, on January 22, 2021, prior to the start of the Committee Meetings. The motion was seconded by Commissioner Zimmerman. A voice vote was taken. (Commissioner Windmiller and Commissioner Gladney voted nay.) Ms. Bennett noted that the motion did not pass.

Additional discussion was held regarding the time frame for the project. Ms. Bennett stated that, upon further review of the vote, **the motion to table the item passed**. She noted that Commissioner Johnson had joined the Zoom meeting at approximately 8:35 a.m., after roll call had been taken, and therefore his vote was inadvertently not counted when determining the outcome of the motion to table vote. She clarified that, upon review of the vote, three Missouri Commissioners and four Illinois Commissioners voted yea on the motion to table; therefore, the motion passed.

A Special Meeting of the Board of Commissioners will be scheduled to be held on Friday, January 22, 2021 beginning at 8:30 a.m., prior to the start of the Audit, Finance & Administration Committee Meeting to address this issue, and Ms. Mefford-Miller will supply the additional information requested, prior to that meeting.

5. Intergovernmental Agreement between the St. Clair County Transit District and Bi-State Development – Mid America St. Louis Airport MetroLink Extension (Resolution #1071)

9:06 a.m. A briefing paper was provided in the Board packet, requesting that the Board of Commissioners authorize the President & CEO to execute an Intergovernmental Agreement between the St. Clair County Transit District (SCCTD) and Bi-State Development, for services associated with the Project extending MetroLink from Shiloh-Scott Station to MidAmerica Airport. President & CEO, Taulby Roach, gave a brief overview of this issue, noting that SCCTD will be responsible for all costs associated with the design and construction of the Project from initiation until the Project has been fully approved by BSD and the Illinois State Safety Oversight to operate as part of the MetroLink system. Once the Project is conveyed to BSD, the operational responsibility and associated costs will be absorbed into the existing MetroLink system. Mr. Roach noted that the parties negotiated the reimbursement of costs for the use of BSD staff time during the Project. He stated that, after numerous detailed discussions, it was agreed that upon acceptance of the Project, SCCTD will reimburse BSD a lump sum amount of \$2,000,000 for the cost of staff time expended during the execution of the Project. Commissioner Simmons thanked Mr. Roach for noting the reimbursement amount.

Commissioner Beach made a motion to authorize the President & CEO to execute an Intergovernmental Agreement between the St. Clair County Transit District and Bi-State Development, for services associated with the Project extending MetroLink from Shiloh-Scott Station to MidAmerica Airport. The motion was seconded by Commissioner Brown. **(Commissioner Simmons abstained from the vote.) The motion passed.**

Chair Windmiller noted that the newest Bi-State Commissioner, Sam Gladney, is in attendance at today's meeting. The Board welcomed Commissioner Gladney.

6. 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).

9:12 a.m. Chair Windmiller 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) (3) – Personnel; and (D) (5) – Employee Negotiations.

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

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

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

The motion passed unanimously, and the Committee moved into executive session at approximately 9:13 a.m.

7. Reconvene to Open Session

9:38 a.m. The Board of Commissioners reconvened to the Regular Meeting at approximately 9:38 a.m. Commissioner Simmons made a motion to approve the ATU Local 788 Call-A-Ride Unit Labor Agreement Negotiation Financial Parameters, as presented. The motion was seconded by Commissioner Beach. A roll call vote was taken as follows:

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

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

The motion passed.

8. Adjournment

9:40 a.m. Chair Windmiller asked if there was any further business, and being none, Commissioner Brown made a motion to adjourn the meeting. The motion was seconded by Commissioner Golliday. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 9:40 a.m.

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS SPECIAL MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
January 22, 2021
8:30 AM**

Board Members Participating

Missouri

Rose Windmiller, Chair
Vernal Brown, Secretary
Fred Pestello
Nate Johnson
Sam Gladney

Illinois

Justin Zimmerman, Vice Chair
Herbert Simmons, Treasurer
Derrick Cox
Irma Golliday
Terry Beach

Staff Participating

Taulby Roach, President and Chief Executive Officer
Barbara Enneking, General Counsel and Deputy Secretary
Myra Bennett, Manager of Board Administration
Brenda Deertz, Executive Assistant
Jessica Mefford-Miller, Executive Director Metro Transit
Darren Curry, Assistant Executive Director Transit Assets
Ted Zimmerman, Vice President Marketing and Communications
Charles Stewart, Executive Vice-President Organizational Effectiveness
Crystal Messner, Chief Audit Executive
Greg Smith, Vice President Procurement and Inventory Management

Others Participating

ASL Interpreter, Robyn Karimi
ASL Interpreter, Darrell Jacobs

1. Open Session Call to Order

8:30 a.m. Chair Windmiller called the Open Session of the Special Meeting of the Bi-State Development Agency, Board of Commissioners to order at 8:30 a.m.

2. Roll Call

8:30 a.m. Roll call was taken, as noted above.

3. Intergovernmental Agreement between the City of St. Louis and Bi-State Development (Resolution #1107)

8:31 a.m. A briefing paper was provided in the Board packet, regarding a request that the Board of Commissioners approve a request to enter into an Intergovernmental Agreement between the City of St. Louis and Bi-State Development (BSD), to conduct the Northside-Southside Corridor Technological Alternatives Analysis (AA Study). Jessica Mefford-Miller, Executive Director Metro Transit, gave a brief overview of this issue, noting that additional information, as requested by the Commissioners at the January 14th Special Meeting, has been provided, as it relates to projected personnel costs associated with the project. She noted that those costs are estimated to be \$29,865, as detailed in the briefing paper. Commissioner Simmons thanked Ms. Mefford-Miller for supplying this information, noting that his only concern was that, with Metro working on projects with multiple entities, an equal playing field was being maintained. Chair Windmiller thanked Commissioner Simmons for requesting this information, and commended staff for preparing the information for review by the Commissioners.

Commissioner Simmons made a motion to approve a request to enter into an Intergovernmental Agreement (Agreement) between the City of St. Louis (the City) and Bi-State Development (BSD), to conduct the Northside-Southside Corridor Technological Alternatives Analysis (AA Study), as presented. The motion was seconded by Commissioner Zimmerman.

The motion passed unanimously.

4. Adjournment

8:35 a.m. Chair Windmiller asked if there was any further business, and being none, Commissioner Pestello made a motion to adjourn the meeting. The motion was seconded by Commissioner Cox. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 8:35 a.m.

Deputy Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
AUDIT, FINANCE & ADMINISTRATION COMMITTEE MEETING
OPEN SESSION MINUTES
(Virtual Meeting)
January 22, 2021**

**Immediately following
Special Meeting of Board of Commissioners at 8:30 AM**

Audit, Finance & Administration Committee Members participating via Zoom

Justin Zimmerman, Chair
Herbert Simmons
Fred Pestello
Nate Johnson

Other Commissioners participating via Zoom

Rose Windmiller
Derrick Cox
Vernal Brown
Terry Beach
Sam Gladney

Irma Golliday – 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
Jessica Mefford-Miller, Executive Director Metro Transit
Crystal Messner, Chief Audit Executive
Tammy Fulbright, Interim 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
Ted Zimmerman, Vice President Marketing and Communications

Others participating via Zoom

ASL Interpreter, Darrell Jacobs
ASL Interpreter, Robyn Karimi

1. **Open Session Call to Order**
8:36 a.m. Chair Zimmerman called the Open Session of the Audit, Finance & Administration Committee Meeting to order at 8:36 a.m.
2. **Roll Call**
8:36 a.m. Roll call was taken, as noted above.
3. **Public Comment**
8:37 a.m. Chair Zimmerman asked if any comment cards have been received for today's meeting. Ms. Bennett reported that no comment cards had been submitted.
4. **Minutes of the October 16, 2020 Combined Operations Committee and Audit, Finance & Administration Committee, Open Meeting**
8:37 a.m. The minutes of the October 16, 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 Windmiller and seconded by Commissioner Brown. (Commissioner Gladney abstained from the vote.) **The motion passed.**
5. **IAD Status Report – 2nd Qtr. – FY2021**
8:38 a.m. A briefing paper was included in the meeting materials regarding this item. Crystal Messner, Chief Audit Executive, stated that this item, as well as the next item are standard, quarterly reports, and noted that these items are being presented as information only.
6. **IAD SSO-Status Report – 4th Qtr. – Calendar Year 2020**
8:39 a.m. A briefing paper was included in the meeting materials regarding this item.
7. **Treasury Safekeeping Accounts Audit, Ending September 30, 2020**
8:40 a.m. A briefing paper was included in the meeting materials regarding this item. Chair Zimmerman asked if there are any questions regarding Items #5-#7. Being none, Chair Zimmerman moved to the next item of business.
8. **Quarterly Financial Statement – First Quarter Ending September 30, 2020**
8:41 a.m. Quarterly Financial Statements for the period ended September 30, 2020 was included in the meeting materials regarding this item. Tammy Fulbright, Interim Chief Financial Officer, provided highlights of revenues and expenses for each of the business divisions, within the Agency. Chair Zimmerman posed questions regarding the status of the Riverfront Attractions. President/CEO Roach stated that there is current scheduling throughout the current budget; however, conversations are being held with our partners regarding the effects of COVID on this division, and the need for support for the continued operation of this division. Mr. Roach noted that he will be bringing the responses from our partners back to the Board, for discussion in February.

Commissioner Windmiller asked if the losses experienced by Metro Transit were reimbursed through Federal funding. Ms. Fulbright noted that yes, those losses were offset, and Metro Transit should break even. President/CEO Roach stated that the CARES and Coronavirus Response and Relief Supplemental Appropriations Act (CRRSAA) funding is being carefully tracked. Commissioner Cox asked if all of the business divisions have experienced a loss across the board, due to COVID, and which had been profitable prior to COVID. Ms. Fulbright stated

that all divisions have experience losses, and she noted that typically the Arch is profitable, and the others tend to operate on a break even basis. This item was presented as information only.

9. Treasurer's Report

8:49 a.m. A Treasurer's Report was included in the meeting materials for review. Tammy Fulbright, Interim Chief Financial Officer, gave an overview of this item, reviewing cash, investments and returns for the Agency, as well as providing a fuel hedging update. This item was presented as information only.

10. Procurement Report

8:51 a.m. A Procurement Report was included in the meeting materials regarding this item. Gregory Smith, Vice President Purchasing, Materials Management, and Supplier Diversity, gave an overview of this item. This item was presented as information only.

11. 2020 Pension Valuation Updates

8:52 a.m. A briefing paper was provided in the Committee packet, regarding the 2020 Pension Valuations Updates. Charles Stewart, Executive Vice President Organizational Effectiveness, provided a brief overview of this issue, summarizing the funding status and unfunded amounts for the Salaried Employees' Pension Plan, IBEW Pension Plan, and the Local 788 Amalgamated Transit Union AFL-CIO Pension Plan. Commission Gladney posed questions regarding the unfunded amounts, and discussion was held. Mr. Stewart gave a brief history regarding the status of the ATU plan. This item was presented as information only.

12. 401(k) Plan Audit Update

8:57 a.m. A briefing paper was provided in the Committee packet, providing a 401(k) Plan Audit Update. Charles Stewart, Executive Vice President Organizational Effectiveness, provided a brief overview of this issue, noting a balance of approximately \$65.7 million, as of December 31, 2019, with approximately 870 active participants. This item was presented as information only.

13. President/CEO Report

8:58 a.m. Bi-State Development President/CEO Taulby Roach stated that he would like to welcome Crystal Messner, as the new Chief Audit Executive. He commended Ms. Messner for her professionalism, and he asked for continued support of Tammy Fulbright, as the Interim Chief Financial Officer for Bi-State Development. Mr. Roach noted that Charles Stewart, Executive Vice President Organizational Effectiveness, is a CPA, and has been providing additional assistance. He also reported that Jessica Mefford-Miller, Executive Director Metro Transit, has been working with Ms. Fulbright, in order to provide the necessary financial data for the upcoming budget, the first week of February 2021. President/CEO Roach stated that the Agency is developing plans regarding (CRRSAA) funding, a portion of which will go directly to the St. Clair County Transit District. He noted a reduction in tax revenue due to COVID, and stabilization efforts through the use of CARES funding. He thanked the Board of Commissioners for their continuing support.

22. Unscheduled Business

9:03 a.m. There was no unscheduled business.

15. Call of Dates for Future Board and Committee Meetings

9:03 a.m. Myra Bennett, Manager of Board Administration, advised the Committee of the upcoming meetings, as follows:

Board of Commissioners Meeting:	Friday February 19, 2021	8:30 AM
Audit, Finance, & Admin Committee Meeting:	Friday March 19, 2021	8:30 AM
Operations Committee Meeting:	Friday March 19, 2021	9:30 AM

- 16. 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).**

9:04 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; (D) (3) – Personnel; and (D) (10) – Audit.

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

Rose Windmiller – Yea	Justin Zimmerman – Yea
Vernal Brown – Yea	Derrick Cox – Yea
Fred Pestello – Yea	Terry Beach – Yea
Nate Johnson – Yea	Herbert Simmons – Yea
Sam Gladney – Yea	

Motion passed unanimously, and the Committee moved into Executive Session at approximately 9:05 a.m.

- 17. Reconvene to Open Meeting**

9:32 a.m. The Committee reconvened to the Open Meeting at approximately 9:32 a.m. Chair Zimmerman noted that, per Board Policy, no final action votes will be taken in a closed meeting or closed (executive) session.

Commissioner Beach made a motion to approve the Minutes from the October 16, 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 Pestello.

Rose Windmiller – Yea	Justin Zimmerman – Yea
Vernal Brown – Yea	Derrick Cox – Yea
Fred Pestello – Yea	Terry Beach – Yea

Nate Johnson – Yea
Sam Gladney – Yea

Herbert Simmons – Yea

The motion passed.

18. Adjournment

9:33 a.m. Chair Zimmerman asked if there was any further business, being none, Commissioner Windmiller made a motion to adjourn the meeting. The motion was seconded by Johnson. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 9:33 a.m.

Deputy Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
OPERATIONS COMMITTEE MEETING
OPEN SESSION MINUTES
(Virtual Meeting)
January 22, 2021 at 9:30 AM**

Operations Committee Members participating via Zoom

Rose Windmiller, Chair
Derrick Cox
Vernal Brown
Terry Beach

Irma Golliday – Absent

Other Commissioners participating via Zoom

Justin Zimmerman
Herbert Simmons
Sam Gladney

Fred Pestello – Absent
Nate Johnson – 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
Jessica Mefford-Miller, Executive Director Metro Transit
Tammy Fulbright, Interim Chief Financial Officer
John Langa, Vice President Economic Development
Chris Poehler, Assistant Executive Director Engineering Systems
Gregory Smith, Vice President – Purchasing, Materials Management, and Supplier Diversity
Charles Stewart, Executive Vice President Organizational Effectiveness
Ted Zimmerman, Vice President Marketing and Communications
Darren Curry, Assistant Executive Director Transit Assets
Crystal Messner, Chief Audit Executive

Others participating via Zoom

ASL Interpreter, Darrell Jacobs
ASL Interpreter, Robyn Karimi

1. Open Session Call to Order

9:34 a.m. Chair Windmiller called the Open Session of the Operations Committee Meeting to order at 9:34 a.m.

2. Roll Call

9:35 a.m. Roll call was taken, as noted above.

3. Public Comment

9:35 a.m. Ms. Bennett noted that no comment cards were submitted for today's meeting.

4. Minutes of the October 16, 2020 Combined Operations Committee and Audit, Finance & Administration Committee, Open Meeting

9:35 a.m. The minutes of the October 16, 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 Brown and seconded by Commissioner Zimmerman. (Commissioner Gladney abstained from the vote.) **The motion passed.**

5. Contract Modifications: Contract with WSP USA, Inc. - MetroLink Stations Enhancements

9:36 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 approve a Contract Modification to complete the Advanced Conceptual Design and develop a cost estimate for the continued design and construction phase services for MetroLink Stations Enhancements to WSP USA, Inc., in an amount not to exceed \$140,048.44. Chris Poehler, Assistant Executive Director Engineering Systems, gave an overview of this item. President/CEO, Taulby Roach, noted that it is a good idea to have plans/designs for projects ready, should Federal funding become available. Chair Windmiller stated that she is glad to have advanced plans for these five stations.

A motion to approve this agenda item, as presented, was made by Commissioner Cox and seconded by Commissioner Beach. **Unanimous vote in favor was taken. The motion passed.**

6. Metro Operators, TSM and Public Safety Uniforms

9:40 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 enter into a 5-year contract with Leon Uniform Company, for Metro Operators, TSM and Public Safety Uniforms for MetroBus, MetroVan, Call-A-Ride (CAR), MetroLink (light-rail) operators, Transit Service Managers and Public Safety Division, in the not to exceed amount of \$5,000,000. Greg Smith, Vice-President Procurement, Materials Management, and Supplier Diversity, provided an overview of this issue.

A motion to approve this agenda item, as presented, was made by Commissioner Gladney and was seconded by Commissioner Brown. **Unanimous vote in favor was taken. The motion passed.**

7. Metro Link Downtown Tunnel Repair Design Contract Modification

9:45 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, a Contract Modification to Modjeski and Masters based on the negotiated cost proposal submitted on December 8, 2020, for the amount of \$379,405.53, and to extend the period of performance from December 31, 2020, to December 31, 2023. Chris Poehler, Assistant Executive Director Engineering Systems, gave an overview of this item. He noted that there are a number of areas in need of repair, and the work should go out for bid in May. He stated that the work will be performed at night and on weekends, to the fullest extent possible.

A motion to approve this agenda item, as presented, was made by Commissioner Simmons and was seconded by Commissioner Gladney. **Unanimous vote in favor was taken. The motion passed.**

8. Contract Award - On-Call Public Relation & Media Service

9:47 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, authorization of the President & CEO to enter into a 5-year contract, three (3) base years with two (2) option years, with Hauser Group, in a not-to-exceed amount of \$846,000.00. Ted Zimmerman, Vice President Marketing & Communications, gave an overview of this item. Commissioner Beach stated that he has had previous experience with the Hauser Group, and he commended them for their past work. Commissioner Windmiller posed questions regarding the scope of work. Mr. Zimmerman stated that this will extend BSD's outreach, and be more proactive in addressing issues. Commissioner Windmiller stated that she has also had positive experiences with the Hauser Group, in the past.

A motion to approve this agenda item, as presented, was made by Commissioner Beach and was seconded by Commissioner Simmons. **Unanimous vote in favor was taken. The motion passed.**

9. Operations Report

9:51 a.m. An operations report for Metro Transit was included in the Committee packet. Jessica Mefford-Miller, Executive Director of Metro Transit, provided a Capital Programs Update PowerPoint presentation to the Committee, giving an overview of the capital program planning for 2021-2023, and the status of current projects including: signage, MetroLink station enhancements, fare collection, community mobility hubs, safety and security, and system maintenance/modernization. Commissioner Gladney asked if individuals will still be able to pay with cash, with the installation of the new fare collection systems. Ms. Mefford-Miller noted that cash would still be accepted. Commissioner Simmons posed questions related to issues pertaining to the St. Clair elevator project. Ms. Mefford-Miller stated that there was an issue with the elevator rehab, and they are working with the contractor to make the proper repairs, due to a design flaw. Commissioner Simmons asked if the Agency would be reimbursed for the damages. Darren Curry, Assistant Executive Director Transit Assets, stated that the contractor acknowledges fault, and they are currently working out those details. Commissioner Simmons commended Mr. Curry for his assistance with this project.

This item was submitted as information only, and no action is needed by the committee.

10. President/CEO Report

10:08 a.m. Bi-State Development President/CEO Taulby Roach stated that he has nothing additional to report at this time.

11. Unscheduled Business

10:08 a.m. President/CEO Roach noted that there are no items to be addressed under unscheduled business.

12. 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:

Board of Commissioners Meeting:	Friday February 19, 2021	8:30 AM
Audit, Finance, Admin Committee Meeting:	Friday March 19, 2021	8:30 AM
Operations Committee Meeting:	Friday March 19, 2021	9:30 AM

13. 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).

10:09 a.m. Committee Chair Windmiller 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 Brown and seconded by Commissioner Gladney. A roll call vote was taken as follows:

Rose Windmiller – Yea	Terry Beach – Yea
Vernal Brown – Yea	Derrick Cox – Yea
Sam Gladney – Yea	Herbert Simmons – Yea
	Justin Zimmerman – Yea

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

14. Reconvene to Open Meeting

10:16 a.m. The Committee reconvened to the Open Meeting at approximately 10:16 a.m.

Chair Windmiller 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 Zimmerman made a motion to approve the Minutes from the October 16, 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 Beach.

Rose Windmiller – Yea
Vernal Brown – Yea
Sam Gladney – Abstain

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

The motion passed.

Commissioner Cox made a motion to accept and forward to the Board of Commissioners for approval, that 3158 Pershall Road, Ferguson, Missouri, be (1) declared as incidental, non-transit use property and proposed for development as excess property; (2) confirmed for conveyance via lease, sale, joint development buyout or other alternative acceptable to BSD and the Federal Transit Administration; and (3) herein authorize BSD's President and CEO to finalize and execute agreements in support of the project, as presented. The motion was seconded by Commissioner Brown.

Rose Windmiller – Yea
Vernal Brown – Yea
Sam Gladney – Yea

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

The motion passed.

15. Adjournment

10:18 a.m. Chair Windmiller asked if there was any further business, being none, Commissioner Zimmerman made a motion to adjourn the meeting. The motion was seconded by Commissioner Simmons. Unanimous vote in favor taken. The motion passed, and the meeting was adjourned at approximately 10:18 a.m.

Deputy Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
SAFETY & SECURITY COMMITTEE MEETING
(VIRTUAL MEETING VIA ZOOM)
OPEN SESSION MINUTES
January 14, 2021**

(Immediately following Special Meeting of Board of Commissioners)

Sub-Committee Members Participating via Zoom

Rose Windmiller
Vernal Brown
Fred Pestello

Herbert Simmons, Chair
Irma Golliday
(Derrick Cox – Absent)

Other Commissioners Participating via Zoom

Sam Gladney
Nate Johnson

Terry Beach
(Justin Zimmerman – Absent)

Staff Participating via Zoom

Taulby Roach, President and Chief Executive Officer
Myra Bennett, Manager of Board Administration
Brenda Deertz, Administrator / Executive Assistant to the President & CEO
Stephen Berry, General Manager - Public Safety
Kevin Scott, Director - Public Safety
Jessica Mefford-Miller, Executive Director Metro Transit
Ted Zimmermann, Vice President Marketing & Communications
Charles Stewart, Executive Vice President Organizational Effectiveness
Virgie Chaffen, Director of Labor Relations

Others Participating via Zoom

Captain Melissa Webb, St. Louis County Police Department
ASL Interpreter, Karen Sneed
ASL Interpreter, Rebecca Pursley

1. Open Session Call to Order

9:42 a.m. Chair Simmons called the Open Session of the Bi-State Development Agency, Safety & Security Committee Meeting to order at 9:42 a.m.

2. Roll Call

9:42 a.m. Roll call was taken, as noted above.

3. Public Comment

9:42 a.m. Chair Simmons asked Ms. Bennett if any speaker cards were submitted for today's meeting. Ms. Bennett noted that no comment cards were received.

4. Introduction of St. Louis County Police Captain Melissa Webb as Police Task Force Commander

9:42 a.m. Kevin Scott, Director of Public Safety, introduced St. Louis County Police Captain, Melissa Webb, as the new Police Task Force Commander. He provided background information regarding her credentials and achievements, noting that she has been serving in this capacity for approximately three and a half months. He stated that Captain Webb is a progressive leader, who truly understands the comprehensive and holistic approach we are trying to implement from a public safety perspective. Captain Webb addressed the Commissioners, stating that it has been her pleasure to have been serving in this new capacity. She stated that she believes in the regionalization of our community, and that we must stop acting in a segmented manner. Captain Webb stated that this also goes for MetroLink. She stated that we can no longer look at the Metro Area as "St. Clair County", "St. Louis County", "St. Louis City", but rather, as a single community.

Chair Simmons thanked Captain Webb for her regional approach. Members of the Board of Commissioners welcomed Captain Webb, and thanked her for her service.

5. Approval of the Minutes of the August 13, 2020, Security Sub-Committee Meeting

9:49 a.m. The minutes of the August 13, 2020, Security Sub-Committee Meeting were provided in the Committee packet. A motion to approve the minutes was made by Commissioner Brown and seconded by Commissioner Golliday. (Commissioner Windmiller and Commissioner Gladney abstained from the vote.) **The motion passed.**

6. Presentation – Exclusions under the Metro Transit System Ride and Abide Policy

9:50 a.m. An update regarding this item was provided by Stephen Berry, General Manager of Public Safety. Mr. Berry noted that the new Ride and Abide Policy has been in effect for several months, and they are having success with the program. He stated that the program shows great promise in delivering on the expectations that were set. Mr. Berry stated that there are currently 14 participants in the program, and that they have received no requests for hearings. He stated that this program focuses on the 5% of offenses that are related to trespassers, damage to the buses, rail cars, and platforms, as well as repeat offenders. He noted that overall, the program is going very well. (This item was provided as information only.)

7. Summary of Media and Community Engagement Efforts

9:54 a.m. A presentation regarding this item was provided by Kevin Scott, Director of Public Safety, Ted Zimmerman, Vice President Marketing & Communications, and Patti Beck, Director of Communications. Mr. Scott stated that he cannot stress enough about re-selling our product to the community. He stated that it is the goal to provide a safe, welcoming service to the region. Mr. Scott stated that he has been working closely with Ted Zimmerman and his team to develop innovative approaches and make outreach more effective, as well as build relationships within the

community. He noted that a summary was e-mailed to the Board as an overview of the items that they have been working on.

Mr. Zimmerman gave an overview of the summary. He stated that they want to ensure that information regarding the real progress that has been made regarding safety and security reaches the community. He stated that they are building relationships with strong media partners, which assist in setting the record straight, when there is false or misleading information regarding the system. He stated that his team has been requesting additional air-time, in order to get our message out to the public. Mr. Zimmerman stated that they are also looking at ways in which to proactively broadcast our messages to the community, and highlight the vital role that Bi-State and Metro Transit play in the region.

Chair Simmons stated that he can see the success that they are having, by the reduction of negative comments in the media. He commended staff for their work. Commissioner Windmiller posed questions regarding the third parties that staff is working with in these efforts. Mr. Zimmerman noted that one of the main groups they are working with is CMT; however, other groups assist within other industries, such as tourism, hospitality, and planning/development. Commissioner Windmiller encouraged the team to reach out to the higher education communities in the region, as well. Commissioner Pestello agreed. Commissioner Simmons asked if any outreach has been done with regard to the appointment of the new Police Captain, and introducing her to the public. Mr. Scott stated that Mr. Zimmerman has been working on this, and is continuing to do this. Mr. Scott stated that it is important to show that Safety and Security has meshed into a “one team component”, and has become an example to the region. Mr. Zimmerman stated that he would like to acknowledge that it is not only he and Patti Beck that are making these changes happen, but instead an entire team involved in social media and outreach who are making these changes possible. The Commissioners commended the team for their work. (This item was provided as information only.)

(Commissioner Johnson left the meeting at approximately 10:00 a.m.)

8. Update on Comprehensive Training Program

10:04 a.m. An update regarding this item was provided by Stephen Berry, General Manager of Public Safety. Mr. Berry noted that approximately one year ago, BSD was awarded a training grant that allows us to reach out to staff at a higher level, and allows us to hire third party experts in the fields of mental health, trauma, human trafficking, de-escalation, and safety and security training. He noted that it has allowed them to build a robust training platform.

Mr. Berry noted that this program began on January 5th, and has received a high level of participation. He noted that mid-level supervisors have been encouraged to participate in the trainings, and are anticipating opening the training to all employees and contractors, as well as our partners. He stated that this should be completed by mid-July. Chair Simmons thanked Mr. Berry and stated that he appreciates the progress that is being made. (This item was provided as information only.)

9. Update on Systems Safety and Bi-State Development Oversight

10:09 a.m. An overview of this item was provided by Stephen Berry, General Manager of Public Safety. Mr. Berry noted that they have been successful in turning in the public transportation, safety and oversight plan, which was executed in July. He reported that they are now going into

review of the plan, and they anticipate no major concerns. He noted that there will be a report presented to the Board in the spring. Mr. Berry reported that there have been no major violations with regard to the Metro Transit system. He noted that the third quarter performance report is available, if the Board is interested. (This item was provided as information only.)

10. Motion to move Executive Session (if needed)

10:12 a.m. Chair Simmons stated that the only item for consideration on the Executive Session agenda is the Approval of the Minutes of the August 13, 2020 Security Sub-Committee, Executive Session Meeting. He noted that, if there are no corrections to these minutes, and no discussion is necessary, the Committee could proceed to a motion and vote, without going into Executive Session. The Committee agreed.

Chair Simmons asked for a motion to approve the minutes of the August 13, 2020, Security Sub-Committee Meeting, Executive Session, as presented, as a closed record. The motion was made by Commissioner Pestello and was seconded by Commissioner Brown. The poll of the Committee being:

Rose Windmiller – Abstain
Vernal Brown – Yea
Fred Pestello – Yea
Sam Gladney – Abstain

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

The motion passed.

11. Adjournment

10:14 a.m. Chair Simmons asked if there was any further business; being none, Commissioner Windmiller 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 10:14 a.m.

Deputy Secretary to the Board of Commissioners
Bi-State Development

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Modification: Contract with WSP USA, Inc. – MetroLink Stations Enhancements**
Disposition: Approval
Presentation: Jessica Mefford-Miller, Executive Director Metro Transit;
Christopher C. Poehler, Assistant Executive Director Engineering Systems;
Tim Nittler, Director of Capital Projects;
Gregory A. Smith, Vice President Procurement & Inventory Management

Objective:

To present to the Board of Commissioners for approval, a request to authorize the President & CEO to modify the current contract for design and construction phase services with WSP USA Inc. (**WSP**) for MetroLink Stations Enhancements.

Previous Board Action:

The Board of Commissioners approved on November 20, 2020, a contract modification time extension with WSP USA Inc., extending the period of performance for the remainder of the design and construction phase services which is estimated to be completed by July 2023.

Background:

In April 2019, Bi-State Development (**BSD**) entered into a contract with WSP for planning and design for five MetroLink Stations for \$812,893.06. The five stations are Laclede's Landing, Convention Center, 8th & Pine, Forest Park-DeBaliviere and Delmar Loop. 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.

The contract award covered planning and design services for the MetroLink Station Enhancements. WSP developed concepts for the five stations based on input from staff and stakeholders. The concepts developed by WSP were much broader in scope than previously identified in the initial planning process. The expanded scope of work will require additional design and estimating services. Due to this expansion in scope of work, the Agency requested WSP to provide a consultant services cost estimate to complete Advanced Conceptual Engineering and provide an updated cost estimate for the work required at all five stations. Once the Advanced Conceptual Engineering is complete, the Agency and WSP will be better able to define the level of work effort required for the final design and the construction phase services.

Analysis:

This modification will advance the work already completed by WSP USA Inc., as follows:

Task 1 – Project Management and Administration

Task 2 – Existing Conditions Evaluation and Functional Needs Assessment

Task 3 – Draft Design Concepts

Task 4 – Preliminary and Final Plans and Related Documents

Task 4A – 20% Advanced Conceptual Engineering

The WSP cost estimate for the level of work effort required to complete the Advanced Conceptual Engineering services is \$140,048.44. Agency staff find that this cost is fair and reasonable. This work is required in order to provide Bi-State Development and WSP, a clear understanding of the most successful path as this project advances to final design, bidding and construction administration to support MetroLink Stations enhancements.

Previous Action:

This item was recommended for approval at the January 22, 2021, Operations Committee Meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve the request to authorize the President & CEO approve a Contract Modification to complete the Advanced Conceptual Design and develop a cost estimate for the continued design and construction phase services for MetroLink Stations Enhancements to WSP USA, Inc., in an amount not to exceed \$140,048.44.

Funding Source:

Funding provided by FTA Grant# MO-90-X281 and Prop M.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
MODIFYING A CONTRACT WITH WSP USA, INC. TO COMPLETE THE
ADVANCED CONCEPTUAL DESIGN AND DEVELOP A COST ESTIMATE
FOR THE DESIGN AND CONSTRUCTION PHASE FOR
METROLINK STATION ENHANCEMENTS**

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, Section E.1.d., requires the Board of Commissioners to approve Procurements which exceed the amounts budgeted or otherwise approved by the Board of Commissioners for such project, function or service; and

Whereas, in April 2019, Bi-State Development (BSD) entered into a contract with WSP for planning and design for five MetroLink Stations for \$812,893.06, which included the five stations identified as Laclede’s Landing, Convention Center, 8th & Pine, Forest Park-DeBaliviere and Delmar Loop; and

Whereas, the contract award covered planning and design services for the MetroLink Station Enhancements, and WSP developed concepts for the five stations, based on input from staff and stakeholders; however, the concepts developed by WSP were much broader in scope than previously identified in the initial planning process, and the expanded scope of work will require additional design and estimating services; and

Whereas, due to this expansion in scope of work, the Agency requested WSP to provide a consultant services cost estimate to complete Advanced Conceptual Engineering and provide an updated cost estimate for the work required at all five stations; and

Whereas, the WSP cost estimate for the level of work effort required to complete the Advanced Conceptual Engineering services is \$140,048.44, and Agency staff find that this cost is fair and reasonable; and

Whereas, it is feasible, necessary and in the public interest for the Agency to modify the contract award to WSP USA, Inc., to complete the Advanced Conceptual Design and develop a cost estimate for the continued design and construction phase services for MetroLink Stations Enhancements, in an amount not to exceed \$140,048.44, 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 WSP USA, Inc., to complete the Advanced Conceptual Design and

develop a cost estimate for the continued design and construction phase services for MetroLink Stations Enhancements, in an amount not to exceed \$140,048.44, 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 WSP USA, Inc.

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 19th day of February, 2021.

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 Session Agenda Item
February 19, 2021**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Metro Operators, TSM and Public Safety Uniforms**
Disposition: Approval
Presentation: Jessica Mefford-Miller, Executive Director Metro Transit; Greg Smith, Vice President - Procurement, Materials Management and Supplier Diversity

Objective:

To present to the Board of Commissioners, a request to authorize the President & CEO to award Metro Operators, TSM and Public Safety Uniforms for MetroBus, MetroVan, Call-A-Ride (**CAR**), MetroLink (**light-rail**) operators, Transit Service Managers and Public Safety Division.

Background:

Metro currently employs approximately 1,163 operators which consist of 876 MetroBus operators, 180 MetroVan operators and 107 MetroLink (light rail) operators. All uniform purchases on this contract are made by the employees via their uniform allowance per collective bargaining agreement; terms vary by job and range from \$400 to \$1000 per year per employee. The uniform allowance is increased annually by \$15.00. The MetroBus and MetroLink operators currently receives an annual allowance of \$550.00 and the MetroVan operators receives an allowance of \$460.00. The unused portion of the allowance can be carried over to the next year.

Metro's Public Safety Division consists of 32 Transit Security Specialists and 10 Dispatchers. Each public safety personnel receives an annual uniform allowance of \$400.

Metro's Transit Service Manager Division consist of the following:

- 76 Transit Service Managers
- 5 Training Instructors
- 13 Operations Control Center Personnel,
- Metro Group; which consists of Rail Dispatchers, MetroLink trainer(s) and MetroLink TSMs that work as rail dispatchers.
- 5 Service Area Managers

On March 16, 2020, BSD issued a Request for Proposals (20-RFP-106742-DR) to obtain a qualified vendor capable of servicing its uniform requirements for our MetroBus, CAR and MetroLink operators as well as our Public Safety and Transit Service Managers Divisions. The contract consist of three (3) base years and two (2) option years. A Disadvantage Business Enterprises (**DBE**) goal was not recommended for this project.

In response to the solicitation, a total of four (4) proposals were received:

1. Leon Uniform Company
2. Galls
3. Blue Sky Apparel & Promotions
4. UniFirst Corporation

Analysis:

All four (4) proposals were reviewed and forwarded to the evaluation team which consisted of individuals within Metro's MetroBus, CAR and MetroLink Operations, Public Safety and Transit Service Manager Division.

The proposals were scored in accordance with the evaluation requirements specified in the solicitation package.

After completion of the individual and consensus technical evaluation, all four (4) firms were invited to participate in an oral presentation to further confirm their capabilities and to present samples of their firm's garments and accessories.

In reviewing the cost proposals, UniFirst did not provide a cost for several items. Clarification was requested and confirmed that they could not provide these type of items. Therefore, the proposal submitted by UniFirst did not receive any further consideration.

The table below is the overall results representing the consensus technical and cost scores combined, and as a result, Leon Uniform Company is the highest ranking firm.

Firm	Consensus Technical Scores	Cost Scores	Overall Total Score
Leon Uniform Company	225.10	181.44	406.54
Galls	208.50	188.51	397.01
Blue Sky Apparel & Promotion	176.60	200.00	376.60
UniFirst Corporation	162.30	--	162.30

Past spend has been approximately \$800,000 per year but the new contract has expanded coverage; therefore, BSD anticipates the annual spend of \$1 million per year.

Previous Action:

This item was recommended for approval at the January 22, 2021, Operations Committee meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners authorize the President & CEO enter into a 5-year contract with the highest ranking firm, Leon Uniform Company whose proposal is most advantageous to BSD with price and other factors considered in the not to exceed amount of **\$5,000,000**.

Funding Source:

The contract is funded 100% through operational funds.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
AWARDING A CONTRACT TO LEON UNIFORM COMPANY FOR METRO
OPERATOR, TSM AND PUBLIC SAFETY UNIFORMS**

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 §50.010 (E)(I)(a), requires Board approval of all negotiated procurements exceeding \$500,000; and

Whereas, on March 16, 2020, BSD issued a Request for Proposals (20-RFP-106742-DR) to obtain a qualified vendor capable of servicing its uniform requirements for MetroBus, CAR and MetroLink operators, as well as our Public Safety and Transit Service Managers Divisions; and

Whereas, in response to the solicitation, a total of four (4) proposals were received; and

Whereas, the four (4) proposals were reviewed and forwarded to the evaluation team which consisted of individuals within Metro’s MetroBus, CAR and MetroLink Operations, Public Safety and Transit Service Manager Division, and the proposals were scored in accordance with the evaluation requirements specified in the solicitation package; and

Whereas, after completion of the individual and consensus technical evaluation, all four (4) firms were invited to participate in an oral presentation to further confirm their capabilities and to present samples of their firm’s garments and accessories; and

Whereas, the overall results representing the consensus technical and cost scores combined, deemed Leon Uniform Company is the highest ranking firm; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to authorize the President & CEO to enter into a 5-year contract with the highest ranking firm, Leon Uniform Company, in the not to exceed amount of \$5,000,000, for the purchase of Metro Operator, TSM and Public Safety Uniforms, 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 authorizes the President & CEO to enter into a 5-year contract with the highest ranking firm, Leon Uniform Company, in the not to exceed amount of \$5,000,000, for the purchase of Metro Operator, TSM and Public Safety Uniforms, 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 Leon Uniform Company.

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 19th day of February, 2021.

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 Session Agenda Item
February 19, 2021**

From: Taulby Roach, President and Chief Executive Officer
Subject: **MetroLink Downtown Tunnel Repair Design Contract Modification**
Disposition: Approval
Presentation: Jessica Mefford-Miller, Executive Director – Metro Transit;
Christopher C. Poehler, Assistant Executive Director – Engineering;
Greg Smith, Vice President Purchasing, Materials Management and Supplier
Diversity; Timothy F. Nittler, Director of Capital Projects

Objective:

To present to the Board of Commissioners, a request to authorize the President & CEO to execute a contract modification with Modjeski and Masters, Inc. for the continuation of design and construction services of the MetroLink Downtown tunnel.

Background:

On April 19, 2018, Metro issued a Request for Proposals (18-RFP-105125-CB) for Design and Construction Phase Services for the Downtown Tunnel Repairs. As a result of the procurement, Modjeski and Masters was awarded the contract in the amount of \$869,767.62. Modjeski and Masters commenced preparing design and specifications for the standpipe and the structural repairs. Subsequently, Modification 1 was issued on May 1, 2020, for a 180 day extension for a contract completion of December 31, 2020.

Since the original contract was executed, additional services have been identified and the contract should be modified to include:

- Design of the full depth concrete repair and joint repair/replacement at Stadium Station on the surface of Eighth Street, which was not originally included in the contract;
- additional repairs documented during current inspections;
- additional construction inspection services.

Modjeski and Masters has requested a contract modification for an additional \$379,405.53 in compensation, which will provide them additional hours to complete the design, provide additional construction services, and extend the contract completion time until the end of construction, December 31, 2023. The original contract and the contract modification are cost plus fixed fee.

Analysis

Modjeski and Masters' contract modification cost proposal has been reviewed and compared to an independent cost estimate. The proposed cost is within 5% of the independent cost estimate and is deemed satisfactory.

The Disadvantage Business Enterprises (DBE) goal will continue to be 8% of the contract total.

Previous Action:

This item was recommended for approval at the January 22, 2021, Operations Committee Meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve a Contract Modification to Modjeski and Masters, based on the negotiated cost proposal submitted on December 8, 2020, for the amount of \$379,405.53, and extend the period of performance from December 31, 2020, to December 31, 2023.

Funding Source:

The project budget is supported by the current and pending federal grant numbers MO-054-0001 and MO-90-X296.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
MODIFYING A CONTRACT WITH MODJESKI AND MASTERS FOR
DESIGN AND CONSTRUCTION SERVICES RELATING TO
THE METROLINK DOWNTOWN TUNNEL PROJECT**

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, §50.010 (E)(1)(d), requires Board approval of all procurements which exceed the amounts budgeted or otherwise approved by the Board of Commissioners for such project, function or service; and

Whereas, on April 19, 2018, Metro issued a Request for Proposals (18-RFP-105125-CB) for Design and Construction Phase Services for the Downtown Tunnel Repairs, and as a result of the procurement, Modjeski and Masters was awarded the contract in the amount of \$869,767.62; and

Whereas, Modjeski and Masters commenced preparing design and specifications for the standpipe and the structural repairs, and subsequently, Modification 1 was issued on May 1, 2020, for a 180 day extension for a contract completion of December 31, 2020; and

Whereas, since the original contract was executed, additional services have been identified and the contract should be modified to include: 1) Design of the full depth concrete repair and joint repair/replacement at Stadium Station on the surface of Eighth Street, which was not originally included in the contract; 2) additional repairs documented during current inspections; and 3) additional construction inspection services; and

Whereas, Modjeski and Masters has requested a contract modification for an additional \$379,405.53 in compensation, which will provide them additional hours to complete the design, provide additional construction services, and extend the contract completion time until the end of construction, December 31, 2023; and

Whereas, Modjeski and Masters’ contract modification cost proposal has been reviewed and compared to an independent cost estimate, the proposed cost is within 5% of the independent cost estimate and is deemed satisfactory; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve a Contract Modification to Modjeski and Masters, for the continuation of design and construction services of the MetroLink Downtown tunnel, based on the negotiated cost proposal submitted on December 8, 2020, for the amount of \$379,405.53, and to extend the period of performance from December 31, 2020, to December 31, 2023, 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 authorizes the President & CEO to approve a Contract Modification to Modjeski and Masters, for the continuation of design and construction services of the MetroLink Downtown tunnel, based on the negotiated cost proposal submitted on December 8, 2020, for the amount of \$379,405.53, and to extend the period of performance from December 31, 2020, to December 31, 2023, 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 Modjeski and Masters.

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 19th day of February, 2021.

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 Session Agenda Item
February 19, 2021**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Award - On-Call Public Relations & Media Service**
Disposition: Approval
Presentation: Ted Zimmerman – Vice President, Marketing & Communications; Gregory Smith, Vice President – Procurement, Materials Management and Supplier Diversity

Objective:

To present to the Board of Commissioners, a request for authorization to award Contract 21-RFP-148960-MD – On-Call Public Relations & Media Service Project, for a five-year period.

Background:

On September 14, 2020, Bi-State Development (**BSD**) issued solicitation 21-RFP-148960-MD On-Call Public Relations & Media Services. The solicitation was issued to seek public relations / media firms with successful histories of helping high profile organizations develop and implement proactive public relations, media strategies, and community outreach. A Disadvantaged Business Enterprise (DBE) Goal was not recommended for this project. The contract period of performance consists of three (3) base years and two (2) option years.

The successful firm will provide professional counsel and assist with the development and implementation of PR strategies designed to help the Communications team improve public perception and increase the organization's reach with key stakeholders, customers, and the St. Louis regional community.

Analysis:

In response to the solicitation, six (6) proposals were received, reviewed and forwarded to the evaluation team, which consisted of individuals within BSD Marketing and Communications division.

The proposals were scored in accordance with the evaluation requirements specified in the solicitation package. Upon completion of the individual scoring, the cost proposals were reviewed and evaluated.

The table below details the overall results; representing the consensus technical and cost scores combined. As a result, Hauser Group is the highest ranking firm.

Firm:	Cost	Consensus Technical Score	Overall Total Scores
ALTA VIA COMMUNICATION	175.00	181.25	356.25
COMMON GROUND	145.83	240.63	386.46
HAUSER GROUP	155.14	293.13	448.27
PERFECT PLAN	120.69	131.25	251.94
STANDPOINT	98.31	225.63	323.94
VANDIVER	111.75	211.88	323.63
Total Possible Points	175	325	500

Previous Action:

This item was recommended for approval at the January 22, 2021, Operations Committee Meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners authorize the President & CEO enter into a 5-year contract (three (3) base years with two (2) option years) with the highest ranking firm, Hauser Group whose proposal is most advantageous to BSD with price and other factors considered with a not-to-exceed amount of **\$846,000.00**.

Funding Source:

This contract is funded 100% through operational funds.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
AWARDING A CONTRACT TO HAUSER GROUP FOR
ON-CALL PUBLIC RELATIONS AND MEDIA 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 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 §50.010 (E)(I)(a), requires Board approval of all negotiated procurements exceeding \$500,000; and

Whereas, on September 14, 2020, Bi-State Development (BSD) issued solicitation 21-RFP-148960-MD On-Call Public Relations & Media Services, and the solicitation was issued to seek public relations / media firms with successful histories of helping high profile organizations develop and implement proactive public relations, media strategies, and community outreach; and

Whereas, in response to the solicitation, six (6) proposals were received, reviewed and forwarded to the evaluation team, which consisted of individuals within BSD Marketing and Communications division; and

Whereas, the overall results, representing the consensus technical and cost scores combined, deemed Hauser Group is the highest ranking firm; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to authorize the President & CEO to enter into a 5-year contract (three base years, with two option years) with the highest ranking firm, Hauser Group, for on-call public relations and media services, with a not-to-exceed amount of \$846,000.00, 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 authorizes the President & CEO to enter into a 5-year contract (three base years, with two option years) with the highest ranking firm, Hauser Group, for on-call public relations and media services, with a not-to-exceed amount of \$846,000.00, 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 Hauser Group.

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 19th day of February, 2021.

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