

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:

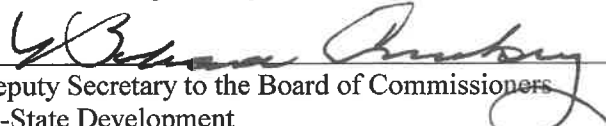
Rose Windmiller – Yea
Vernal Brown – Yea
Fred Pestello – Yea
Nate Johnson – Yea
Sam Gladney – Yea

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.


Deputy Secretary to the Board of Commissioners
Bi-State Development