

**BI-STATE DEVELOPMENT
OPERATIONS COMMITTEE MEETING
OPEN SESSION MINUTES
(Virtual Meeting)
April 8, 2021
Immediately following the
Safety & Security Committee Meeting**

Operations Committee Members participating via Zoom

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

Other Commissioners participating via Zoom

Justin Zimmerman, Chair
Herbert Simmons
Nate Johnson
Sam Gladney – Absent
Fred Pestello – 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
Crystal Messner, Chief Audit Executive
Chris Poehler, Assistant Executive Director Engineering Systems
Gregory Smith, Vice President – Purchasing, Materials Management, and Supplier Diversity
Charles Stewart, Executive Vice President Organizational Effectiveness
Jessica Gershman, Assistant Executive Director Planning Systems

Others participating via Zoom

Hannah Jones, ASL Interpreter
Nicole Devore, ASL Interpreter

- 1. Open Session Call to Order**
9:25 a.m. Chair Windmiller called the Open Session of the Operations Committee Meeting to order at 9:25 a.m.

2. Roll Call

9:25 a.m. Roll call was taken, as noted above.

3. Public Comment

9:26 a.m. No comment cards were submitted.

4. Minutes of the January 22, 2021 Operations Committee, Open Meeting

9:26 a.m. The minutes of the January 22, 2021, Operations Committee, Open Meeting were provided in the Committee packet. A motion to approve the minutes, as presented, was made by Commissioner Zimmerman and seconded by Commissioner Brown. **The motion passed unanimously.**

5. Contract Modification: Bus Stop Signage Replacement Project

9:26 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 with The Harlan Company, increasing the funding by \$148,177.42 and the period of performance until June 30, 2021, to complete the Bus Stop Signage Replacement project. Jessica Gershman, Assistant Executive Director Planning Systems, gave an overview of this item.

A motion to accept this agenda item, as presented, with recommendation to the Board of Commissioners for approval, was made by Commissioner Simmons and seconded by Commissioner Zimmerman. **The motion passed.**

6. Single Bid: Track System Upgrades

9:29 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 contract for a single bid (negotiated procurement) with Railworks Track Services, in the not to exceed amount of \$4,349,820.00; which includes 10% contingency, for track system upgrades. Jessica Mefford-Miller, Executive Director Metro Transit, provided an overview of this issue.

Commissioner Simmons posed a question regarding the number of proposals received. Ms. Mefford-Miller noted that the request for proposals was placed on I-Supplier; although three companies reached out regarding the request for proposals, only one chose to submit a bid. Committee discussion was held regarding concerns of the use of sole source contracts, especially those relating to transportation. Commissioner Simmons asked if Railworks pays union wages. President/CEO Roach noted that Railworks works on Union scale. He also noted that this company does have a local presence and works with local labor.

A motion to accept this agenda item, as presented, with recommendation to the Board of Commissioners for approval, was made by Commissioner Simmons and seconded by Commissioner Zimmerman. **The motion passed.**

7. Sole Source Contract Authorization for Professional Engineering Services – Phase 1 – Engineering & Design Support Services – Rehabilitation of the MetroLink Cross County Extension Tunnels & Stations

9:37 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 request to authorize the President and CEO to enter into a “sole source” contract for professional engineering services related to the rehabilitation of the Big Bend / Skinker tunnels and stations, with Gall Zeidler Consultants, in an amount not to exceed \$251,000. Chris Poehler, Assistant Executive Director Engineering Systems, gave an overview of this item.

Commissioner Windmiller stated that it is her understanding that leaks had started early after the operation of the Blue Line, and litigation ensued. She asked the outcome of that litigation. General Counsel, Barb Enneking, noted that this situation was settled amicably.

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

8. Contract Award - Cleaning of Railcars at Missouri & Illinois MetroLink Maintenance Facilities Amendments

9:40 a.m. A briefing paper was provided in the Committee packet, regarding a request to accept and refer to the BSD Board of Commissioners for approval, authorization of the President & CEO to enter into a 3-year contract, with funds to be committed annually for cleaning of railcars at the Missouri & Illinois facilities, with the highest ranking firm, MERS Goodwill, with price and other factors considered, in the not to exceed amount of \$2,360,844.00. Jessica Mefford-Miller, Executive Director Metro Transit, gave an overview of this item, noting that four proposals were received from responsive bidders. She stated that this is an important service and an important part of the vehicle maintenance program.

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

9. Amendments to Chapter 40, Real Property/Economic Development, Collective Board Policies of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District

9:42 a.m. A briefing paper was provided in the Committee packet, regarding a request to accept and refer to the BSD Board of Commissioners for approval, amendments to Chapter 40, Real Property/Economic Development, Collective Board Policies of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (Chapter 40), and recommend to the Board that the proposed revisions to Board Policies – Chapter 40 Real Property/Economic Development not be tabled pursuant to Article VI (D) of the Board Policies, as it is in the best interest of BSD that these revised Board Policies be approved at the April 23, 2021, Board of Commissioners meeting. John Langa, Vice President Economic Development, gave an overview of this item.

Mr. Langa noted that currently, per Board Policy, the Vice President Economic Development may approve an easement or a license where the consideration for such is estimated to be \$100,000 or less, the BSD President & CEO is authorized to approve the same up to \$250,000, and the BSD Board approves easements or licenses where the consideration is estimated to exceed \$250,000. He noted that BSD staff recommends amending Chapter 40, Declaration of Surplus Property, adding Section 40.010 (N) Definitions – “Surplus Property”, and amending Section 40.030 Real Property Disposition. Mr. Langa stated that the annual Surplus Property Report will continue to be annually submitted to the Board for informational purposes; but the changes would allow, that during the same calendar year, the President and CEO, for up to

\$250,000 of appraised value, and the Vice President of Economic Development, for up to \$100,000 of appraised value, may approve the disposition of any surplus property, not listed in the Surplus Property Report from the previous year, without requiring a specific Board declaration of the property as surplus. The Board will continue to approve the disposition of any property above \$250,000 in appraised value and the declaration of that property as surplus.

Commissioner Simmons expressed concerns regarding the proposed changes, noting that he feels that the Board should have full knowledge of the disposition of all BSD properties. Discussion was held regarding whether these transactions were primarily with public, or private, entities. President/CEO Roach proposed modifying the language to note that, if the transaction involves a private entity, those transactions would be brought before the Board for approval, regardless of value. Commissioner Simmons stated that he would prefer that this item be deferred for further discussion by the Board of Commissioners.

Commissioner Simmons made a motion to defer this item for further discussion by the Board of Commissioners. The motion was seconded by Commissioner Zimmerman.

Chair Windmiller stated that she is agreeable to deferring this item; however, she would like to know how many transactions the Agency has annually which would fall into these lesser categories. Mr. Langa stated that the Agency has approximately twelve of these transactions per year, with approximately 2 of them being with a private entity. He added that most of these are related to easements. Chair Windmiller stated that she does not feel that this request to streamline the process is excessive.

Commissioner Beach stated that he can see both sides of the issue.

Chair Windmiller called for a roll call vote on the motion to defer, with the poll of the Committee being as follows:

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

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

The motion passed. This item will be deferred.

10. Memorandum of Agreement (MOA) with St. Louis County Regarding Compliance with COVID-19 Vaccination Dispensing Guidelines

9:56 a.m. A briefing paper was provided in the Committee packet, regarding a request to accept and refer to the BSD Board of Commissioners for approval, a request to enter into a supplemental intergovernmental Agreement between Bi-State Development (BSD) and St. Louis County (the County) in support of a previously approved MOA on Mass Prophylaxis Dispensing. Jessica Mefford-Miller, Executive Director Metro Transit, gave an overview of this item. She reported that the St. Louis County Health Department has advised BSD management that they are now able to distribute COVID-19 vaccine for dispensing to BSD team members, but require a supplemental Agreement to be executed that ensures compliance with CDC COVID-19 vaccination program provider agreements, compliance with manufacturer instructions and all applicable laws regarding qualified vaccinators. She noted that vaccinations have been encouraged and incentivized for BSD employees. Ms. Mefford-Miller reported that

approximately 40% of BSD employees have been vaccinated so far, and management continues to share information and opportunities regarding vaccination with its employees.

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

11. Operations Report

10:01 a.m. An operations report for Metro Transit was included in the Committee packet, regarding the reshaping of Metro Transit, beyond COVID-19. Jessica Mefford-Miller, Executive Director of Metro Transit, provided a PowerPoint presentation for the Committee regarding a pandemic recovery plan, including information regarding the ridership outlook. She noted a goal of summer 2001 as a target for service stabilization. Ms. Mefford-Miller noted that Metro continues to test and implement new models of service delivery, and placed an emphasis on the need for customer focused investments such as: station/right of way investments, battery electric buses, and customer focused fare payment systems. Commissioner Simmons posed questions regarding the fare collection process and the failure of the “Smart Card” program. Ms. Mefford-Miller stated that Metro continues to use the Gateway Card until another format is implemented, and that the Agency has learned from past experience. Commissioner Simmons noted that there are projects lingering from the past two to three years in Illinois, and asked the status in addressing these issues. Ms. Mefford-Miller noted that updates have been given to the St. Clair County Transit District regarding these items. She noted that some of the issues were related to design flaws. She stated that getting these issues resolved never proceeds as quickly as we would like; however, progress is being made. Commissioner Simmons asked that Ms. Mefford-Miller provide him copies of the updates that are being sent to the St. Clair County Transit District. Ms. Mefford-Miller indicated that she will supply those updates to all Illinois Commissioners. It was noted that this item was submitted as information only, and no action is needed by the Committee.

12. President/CEO Report

10:24 a.m. Bi-State Development President/CEO, Taulby Roach, addressed the Committee with the following information:

The Board Room upgrades are almost complete. He noted that it is anticipated that there will be a shift to a hybrid approach to meetings, beginning with the April 23, 2021 Board Meeting, where staff and Commissioners may participate in person, or online.

Mr. Roach noted that the Operations Report is often condensed, due to time constraints; however, the Commissioners should feel free to reach out to either him or Jessica Mefford-Miller, if there are additional questions or concerns, and for any needed side conversations.

13. Unscheduled Business

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

14. Call of Dates for Future Board and Committee Meetings

10:26 a.m. Myra Bennett, Manager of Board Administration, advised the Committee of the upcoming meetings, as follows:

Tentative schedule:

- Board of Commissioners Meeting:	Friday, April 23, 2021	8:30 AM
- Audit Finance & Administration Meeting:	Friday, May 21, 2021	8:30 AM
- Operations Committee Meeting:	Friday, May 21, 2021	9:30 AM

Chair Windmiller referenced President/CEO Roach's comments regarding a move to hybrid meetings, and stated that she will not be attending meetings in person at this point. She asked that those attending BSD meetings in person be limited to staff, and not the public for the present. President/CEO Roach stated that he is in agreement. He noted that, due to ongoing COVID concerns, the Agency is not yet opening meetings to the public; however, he reported that the next Board of Commissioners meeting will be a hybrid meeting, with a limited number of staff participating in person, in order to test the new Board Room system that has been installed.

15. **Adjournment to Executive Session – If such action is approved by a majority vote who constitute a quorum, the Committee 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).**

10:31 a.m. Committee Chair Windmiller stated that the only item for consideration on the Executive Session agenda is the Approval of the Minutes of the January 22, 2021, Operations Committee, Executive Session Meeting. She 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 Windmiller asked for a motion to approve the minutes of the January 22, 2021, Operations Committee Meeting, Executive Session, as presented, as a closed record. The motion was made by Commissioner Beach and was seconded by Commissioner Brown. The poll of the Committee being:

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

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

The motion passed unanimously.

16. **Adjournment**

10:32 a.m. Chair Windmiller asked if there was any further business, and being none, Commissioner Beach made a motion to adjourn the meeting. The motion was seconded by Commissioner Johnson. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 10:32 a.m.



Deputy Secretary to the Board of Commissioners
Bi-State Development