

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS SPECIAL MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
August 20, 2021
8:30 AM**

Board Members Participating

Missouri

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

Illinois

Justin Zimmerman, Vice Chair
Herbert Simmons, Treasurer – joined meeting at 8:38 am
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
Jerry Valley, External Communications Manager
Tammy Fulbright, Sr. Vice President and Chief Financial Officer
Kathy Brittin, Director Risk and Absence Management
Jessica Mefford-Miller, Executive Director Metro Transit
Charles Stewart, Executive Vice-President Organizational Effectiveness
Kerry Kinkade, Vice President-Chief Information Officer
Tom Curran, Executive Vice President Administration
Crystal Messner, Chief Audit Executive
Andrew Ghiassi, General Manager/Chief Safety Officer

Others Participating

Chelsea Niezwaag, ASL Interpreter
Jenni Beverly, ASL Interpreter

1. Open Session Call to Order

8:30 a.m. Vice Chair Zimmerman 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. Revision to Board Policy, Section 70.020 – Compensation (Resolution #1150)

8:32 a.m. A briefing paper was provided in the Board packet, regarding a request that the Board of Commissioners approve a request to revise Board Policy, Section 70.020 - Compensation. President/CEO, Taulby Roach, gave a brief overview of this issue, noting that the proposed Board Policy amendment supports the requests contained in the memo dated July 30th, with regard to implementation of incentives, during the employment crisis.

Commissioner Beach made a motion to approve amending Board Policy Section 70.020 – Compensation, with the recommended changes, and waive tabling of the amendment, pursuant to Board Policies, Article VI (D), to revise Board Policy Section 70.020 – Compensation, so that it is effective upon Board approval. The motion was seconded by Commissioner Golliday.

The motion passed unanimously.

4. Amendment to Board Policy, Section 30.060 – Risk Management (Resolution #1151)

8:34 a.m. A briefing paper was provided in the Board packet, regarding a request that the Board of Commissioners approve a request to revise Board Policy, Section 30.060 – Risk Management. Kathy Brittin, Director Risk and Absence Management, gave a brief overview of this issue, noting that the proposed Board Policy changes are designed to improve Agency claims handling response, litigation management and cost efficiencies. She specifically noted that, under the current Board Policy, the President and CEO can authorize settlements up to \$250,000. The current policy has not been revised since February 25, 2000. At that time, the settlement authority closely followed the Missouri Sovereign Immunity limit for damages at \$300,000, Missouri Revised Statutes, Section 537.610; however, the Missouri Sovereign Immunity limit is adjusted annually by the Missouri Department of Insurance and is currently set at \$441,130. At the present time if the Agency seeks settlement above \$250,000, approval must be obtained from the Board, and often negotiations must be conducted before Board approval can be obtained. Providing the President and CEO with increased settlement authority will allow BSD to settle claims more quickly and on a more cost effective basis. This amendment seeks to adjust the President and CEO's claims settlement authority to correspond with the annually adjusted Missouri Sovereign Immunity limit.

Commissioner Cox asked if this policy revision would change the process where no Board approval is needed for settlements. Ms. Brittin noted that Board approval would be necessary for any settlement which exceeds the sovereign immunity cap. Commissioner Cox asked for clarification of that amount, and Ms. Brittin noted that the cap is currently \$441,130. Commissioner Zimmerman stated that, especially when dealing with time sensitive settlements, this policy change makes sense. He noted that this is not necessarily changing the policy, but updating it to 2021 standards. Commissioner Gladney asked if the Board would still be receiving notifications of settlements, and President/CEO Roach noted that they would. Commissioner Cox stated that he is fine with the revised policy, as long as the Board is being notified. President/CEO Roach stated that a Board member can also request that a settlement be postponed for Board discussion and review.

Commissioner Beach made a motion to approve amending Board Policy Section 30.060 – Risk Management, with the recommended changes, and waive tabling of the amendment, pursuant to Board Policies, Article VI (D), to revise Board Policy Section 30.060 – Risk Management, so that it is effective upon Board approval. The motion was seconded by Commissioner Gladney.

The motion passed unanimously.

5. Adjournment

8:43 a.m. Vice Chair Zimmerman asked if there was any further business, and being none, Commissioner Golliday 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 8:44 a.m.



Deputy Secretary to the Board of Commissioners
Bi-State Development