

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
September 23, 2022 at 8:30 AM**

Board Members in Attendance via Zoom

Missouri

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

Illinois

Herbert Simmons, Chair
Irma Golliday
Derrick Cox
Terry Beach, Treasurer
Debra Moore

Staff in Attendance via Zoom

Taulby Roach, President and Chief Executive Officer
Brenda Deertz, Director Executive Services
Barbara Enneking, General Counsel and Deputy Secretary
Myra Bennett, Manager of Board Administration
Tammy Fulbright, Executive Vice President and Chief Financial Officer
Tom Curran, Executive Vice President Administration
Charles Stewart, Executive Director Metro Transit
Diana Bentz, Vice President – Talent Management
Dave Toben, Director of Benefits
Darren Curry, Assistant Executive Director, Transit Assets
Andrew Ghiassi, General Manager – Safety

Others in Attendance

Darrell Jacobs, ASL Interpreter
Rebecca Pursley, ASL Interpreter

1. **Open Session Call to Order**
8:30 a.m. Chair Simmons 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**
8:30 a.m. Myra Bennett, Manager of Board Administration, noted that no comments were submitted for today's meeting.

4. **Approval of the Minutes of the June 24, 2022, Board of Commissioners, Open Meeting**
8:30 a.m. The minutes from the June 24, 2022, Board of Commissioners, Open Meeting, were provided in the Board meeting materials. A motion to approve the minutes, as presented was made by Commissioner Moore and seconded by Commissioner Windmiller.

The motion passed unanimously.

5. **Approval of the Minutes of the August 11, 2022, Special Meeting, Board of Commissioners, Open Meeting**
8:31 a.m. The minutes from the August 11, 2022, Special Meeting, Board of Commissioners, Open Meeting, were provided in the Board meeting materials. A motion to approve the minutes, as presented was made by Commissioner Windmiller and seconded by Commissioner Gladney.

The motion passed unanimously.

6. **Approval of the Minutes of the September 7, 2022, Special Meeting, Board of Commissioners, Open Meeting**
8:32 a.m. The minutes from the September 7, 2022, Special Meeting, Board of Commissioners, Open Meeting, were provided in the Board meeting materials. A motion to approve the minutes, as presented was made by Commissioner Brown and seconded by Commissioner Gladney.

The motion passed unanimously.

7. **Report of the President**
8:32 a.m. President and Chief Executive Officer, Taulby Roach, stated that he had the opportunity to attend the Hospitality Superhero's event by Explore St. Louis/CVC (St. Louis Convention and Visitors Commission). He reported that two of the Agency's teams received Hospitality Superhero awards. Mr. Roach stated that the Arch team received an award for the job they do in welcoming visitors to the Arch. He reported that Michelle Conner, a Metro Transit security guard, received an award for assisting a customer during a running event in St. Louis who was visually impaired, and helped her so she could see the event. He stated that it is a great example of going above and beyond in customer service.

(Commissioner Golliday joined the meeting at approximately 8:34 a.m.)

Mr. Roach reported that, next week, he will be out of town, in Springfield, for the Missouri Public Transportation meeting. He stated that this year is unique in that this year the Agency has been successful in obtaining some Missouri funding. He stated that the Agency has always received great funding from the State of Illinois, and would love to get Missouri caught up.

Mr. Roach stated that he has been working over the past week with both, Jim Brown, our Federal lobbyist and the Jerry Costello Group, to secure the emergency funding relief under 5374 for FTA. He stated that they have found partners across the country to assist in adding language to the continuing resolution to secure this funding.

President and CEO Roach reported that the Metro Security Team has been named for two national awards: Outstanding Security Partnerships and Outstanding Security Team, within the United States. Mr. Roach commended Kevin Scott, General Manager Security, and his team for

the awards. He noted that Mr. Scott is currently out of the office; however, he read a quote from Mr. Scott as follows, "These awards belong to the women and men who are out there tirelessly on the Metro system every single day working to create a safer, more secure transit environment for our customers." President and CEO Roach noted the dedication of Mr. Scott and his team in forming strong partnerships, and he stated that this is one of the greatest recognitions that the Agency could receive. Chair Simmons commended Mr. Scott for his hard work and dedication, and noted that Mr. Scott never wants to take credit for these achievements, but rather, gives the credit to his team.

8. Report of the Operations Committee

8:39 a.m. Commissioner Windmiller reported that a virtual meeting of the Operations Committee was held on August 19, 2022, at 8:30 a.m., and the draft minutes of that meeting are included in today's meeting materials under Item #8. She stated that the Operations Committee approved one item, which is noted on today's agenda as Item #13 - Contract Modification: Elevator Escalator Full Maintenance and Repair.

Commissioner Windmiller also noted that, at the August Committee meeting, an Operations Report, including a Workforce Update, was provided by Charles Stewart, Executive Director Metro Transit.

9. Report of the Audit, Finance, & Administration Committee

8:40 a.m. Commissioner Beach reported that a virtual meeting of the Audit, Finance, & Administration Committee was held on August 19, 2022, immediately following the Operations Committee Meeting, and the draft minutes of that meeting are included today's meeting materials, under Item #9.

Commissioner Beach stated that the AFA Committee is introducing three (3) items on the Consent Agenda for consideration today, with the Committee's recommendation of approval. Those items include Item # 12:

- A. Attracting and Retaining Talent (Resolution #1221)
- B. Contract Award: Diversity, Equity & Inclusion Consulting & Training Services for Anti-Bias, Anti-Racism Training (Resolution #1222)
- C. Board Policies, Chapter 30 – Audit, Finance, and Budget (Resolution #1223)

Commissioner Beach reported that, at the August meeting, several informational items were also presented to the Committee, including:

- Contract Award - Fare Collection Program Consultant
- Internal Audit Follow-Up Summary – 4th Quarter FY2022
- Internal Audit Status Report – 4th Quarter FY2022
- Internal Audit State Safety Oversight Status Report 2nd Quarter Calendar Year 2022
- Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of June 30, 2022
- Quarterly Financial Statements
- Treasurer's Report
- Procurement Report

Commissioner Beach stated that this concludes his report; however, he would like to take a moment for a brief announcement and acknowledgement. He reported that the Agency received notification on Wednesday, from the Government Finance Officers Association, that Bi-State Development has been awarded the Certificate of Achievement for Excellence in Financial Reporting for its annual comprehensive financial report for the fiscal year ended June 30, 2021. He stated that that this Certificate of Achievement is the highest form of recognition in the area of governmental accounting and financial reporting, and on behalf of the Board of Commissioners, he would like to commend CFO, Tammy Fulbright, and her team for this achievement, and thank for her dedication and commitment to the Agency. Chair Simmons, Commissioner Windmiller, and President & CEO, Taulby Roach, commended Ms. Fulbright for this achievement.

10. Report of the Safety & Security Committee

8:44 a.m. Chair Simmons reported that a virtual meeting of the Safety and Security Committee was held on August 11, 2022, following a Special Meeting of the Board of Commissioners, and the draft minutes of that meeting are included in the Board Packet today under Item #10. He stated that, at the August meeting, staff provided a summary of the Task Force Report for the second quarter. An Executive Session was not held at the August Committee meeting.

11. Adjustment of Consent Agenda

8:44 a.m. Chair Simmons asked if there are any adjustments to the Consent Agenda. None were noted.

12. Consent Agenda Items

8:44 a.m. Consent Agenda Items:

- A. Attracting and Retaining Talent (Resolution #1221)
- B. Contract Award: Diversity, Equity & Inclusion Consulting & Training Services for Anti-Bias, Anti-Racism Training (Resolution #1222)
- C. Board Policies, Chapter 30 – Audit, Finance, and Budget (Resolution #1223)

A motion to approve the Consent Agenda Items: Item A., Item B., and Item C. as referenced in the Committee Reports and as outlined on the agenda, was made by Commissioner Beach and seconded by Commissioner Gladney.

The motion passed unanimously.

13. Contract Modification: Elevator Escalator Full Maintenance and Repair (Resolution #1224)

8:45 a.m. A briefing paper was provided in the meeting materials requesting that the Board of Commissioners approve a request to authorize the President & CEO to approve Contract Modification #4, for the continued maintenance and repair of the elevators and escalators that service MetroLink, to ThyssenKrupp Elevator in an amount not to exceed \$600,000.00 and extend the contract time period through December 31, 2022. Tom Curran, Executive Vice President-Administration, gave an overview of this item, noting that at the August 19, 2022, Operations Committee Meeting, the Committee approved a contract modification in an amount not to exceed \$600,000.00 and to extend the contract time period through November 30, 2022; however, after discussion with the contractor, management is now requesting that the contract time period be extended to December 31, 2022.

Chair Simmons posed questions regarding the Riverfront elevator situation. Darren Curry, Assistant Executive Director Transit Assets, stated that they are working hard to address the issues at the Grand and East Riverfront elevators. He noted that there is an engineer now dedicated to only elevators, and many issues have been uncovered. It was noted that the proposed extension of contract will allow the time necessary to draft a comprehensive scope of work for the upcoming RFP.

Commissioner Cox made a motion to approve this item, as presented. The motion was seconded by Commissioner Brown.

The motion passed unanimously.

14. Annual Approval of the Bi-State Development Public Transportation Agency Safety Plan (Resolution #1225)

8:49 a.m. A briefing paper was provided in the meeting materials regarding a request that the Board of Commissioners approve and adopt the annual update of the Bi-State Development Public Transportation Agency Safety Plan. President and CEO, Taulby Roach, noted that the Agency has received approval from the ATU regarding the proposed Safety Plan; therefore, he would like to seek Board approval of the Plan, in order to move forward with the union negotiations.

Commissioner Golliday made a motion to approve this item, as presented. The motion was seconded by Commissioner Johnson.

The motion passed.

15. Fare Discount - Daily Pass, Weekly Pass, and Monthly Pass (Resolution #1226)

8:51 a.m. A briefing paper was provided in the meeting materials regarding a request that the Board of Commissioners approve a permanent discount for a \$5.00 daily pass, and approve a pilot program for November through December 2022 that reduces the fare of a weekly pass, currently offered at \$27.00 to \$15.00, and a monthly pass that is currently offered at \$78.00 to \$50.00.

Tammy Fulbright, Executive Vice President and CFO, thanked the Board of Commissioners for their recognition of the Agency receiving the Government Finance Officers Association's Certificate of Achievement for Excellence in Financial Reporting. She thanked the members of the Board for their comments, and she thanked her team, noting that this is truly a team effort. Ms. Fulbright gave an overview of the proposed discounts and pilot program, noting that during the pilot program for the \$5.00 daily pass, ridership doubled.

Commissioner Windmiller asked if the vote will include both the approval of the permanent discount for the daily pass, as well as the approval of the pilot program pertaining to the weekly and monthly passes. President and CEO Roach stated that vote will include both.

Commissioner Beach made a motion to approve this item, as presented. The motion was seconded by Commissioner Brown.

The motion passed unanimously.

16. Emergency Sole Source Contracts – Replacement of MetroLink DeBaliviere Signal House, Uninterruptible Power Source, and Automatic Transfer Switch at the Forest Park MetroLink Station

8:54 a.m. A briefing paper was provided in the meeting materials, informing the Board of Commissioners of emergency sole source contracts with Alstom, to replace Bi-State Development's (BSD) DeBaliviere Signal House, and with Daikin TMI, to replace the Uninterruptible Power Source (UPS) and Automatic Transfer Switch (ATS) at the Forest Park MetroLink Station. Tom Curran, Executive Vice President-Administration, gave an overview of this item. He noted that, Board Policy 50.010, Procurement and Contract Administration, (M)(1) states that the President & CEO may waive this policy under emergency conditions that jeopardize health and safety or that risk the interruption of service. He stated that, due to the emergency need for restoring full MetroLink light rail service, President & CEO, Taulby Roach, waived the normal procurement procedure for replacing these critical components of the MetroLink system. Chair Simmons noted that, per Board Policy, Mr. Roach notified him of the emergency waiver. This item was presented as information only, and no action of the Board is required.

17. Implementation of a 457(f) Executive Deferred Compensation Plan

8:57 a.m. A briefing paper was provided in the meeting materials for discussion of an executive deferred compensation plan to recognize and retain top tier talent. This is in response to the Board request for a proposed 457(f) deferred compensation plan. Diana Bentz, Vice President-Talent Management, and Dave Toben, Director of Benefits, provided additional information including language to modify the Board Policies to allow for creation of the plan, and the proposed details and structure of the plan.

Commissioner Gladney posed questions regarding which employees would be eligible to participate in the 457(f) plan. Ms. Bentz noted that the President/CEO and the four Executive Vice Presidents would be eligible for the plan. She stated that it was recommended that the Agency start small, with only the top executives; however, the Agency may choose to add additional employees over time. Commissioner Beach asked if the Agency has a 401(k) program for employees. Mr. Toben stated that there is a 401(k) plan available for salaried employees, IBEW, and some Call-A-Ride employees. Commissioner Windmiller posed questions regarding elective deferrals, asking if there is a risk of forfeiture if the employee chooses to leave the company. Mr. Toben noted they the funds are subject to risk of forfeiture. Commissioner Moore asked, given tax implications, if there is an opportunity for a ROTH. Mr. Toben noted that the 401(k) plan does have a ROTH option; however, the proposed 457(f) plan does not.

This item was provided as information only.

18. Unscheduled Business

9:11 a.m. Chair Simmons asked if there is any unscheduled business. President/CEO Roach noted that there is one item to be reviewed.

Memorandum of Understanding between Citizens for Modern Transit, St. Clair County Transit District and Bi-State Development for the Development of Transformation Project at the Belleville MetroLink Station and Bus Bays

9:11 a.m. A briefing paper was provided, requesting that the Board of Commissioners approve authorization for 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 transformation of the space between the MetroLink Station and the bus bays at the Belleville, Metrolink Station in Belleville, Illinois. President and CEO, Taulby Roach, gave a brief overview of this item, noting that this is the MOU between CMT, SCCTD and BSD to transform the space between the MetroLink Station and the bus bays at the Belleville MetroLink Station in Belleville, Illinois (City) into a first-rate, interactive, safe and fun space that will have a positive impact on the City, residents, their families and their communities, while promoting transit. Mr. Roach noted that the Agency will be doing a similar project on the Missouri side at North Hanley.

Commissioner Beach made a motion to approve this item, as presented. The motion was seconded by Commissioner Windmiller.

(Chair Simmons abstained.) The motion passed.

19. Operations Report

9:13 a.m. A Metro Service Performance Summary and Workforce Update were provided in the meeting materials. Chuck Stewart, Executive Director Metro Transit, gave a summary regarding ridership numbers, as well as a workforce shortage update. He noted that Metro is working to address the need to “right size” the organization, based off current ridership and ridership projections. Mr. Stewart reported that there will be a service adjustment in November, in order to match resources with the ability to provide reliable service, and reduce or eliminate missed trips. Mr. Stewart noted that Metro is currently in negotiations with the ATU. He stated that the meetings have been productive, and it is his hope to have the negotiations completed by the end of October. Commissioner Gladney noted the incentives that have already been put into place to attract and retain employees, and asked if other transit agencies are experiencing similar issues. Mr. Stewart stated that the situation is frustrating, and other transit agencies are experiencing the same issues. He added that it is key that Metro “right size” the transit organization. Commissioner Beach stated that unfortunately, this is a national issue. Commissioner Moore thanked Mr. Stewart for his efforts. Chair Simmons stated that he spoke with President/CEO Roach earlier this week and challenged him to continue with these efforts. He noted that the Board will be presented with some suggestions in the near future and some hard decisions. He commended Mr. Roach and Mr. Stewart for their efforts.

20. Call for the Dates for Future Meetings

9:30 a.m. Myra Bennett, Manager of Board Administration, noted the following upcoming meetings:

Safety & Security Committee:	Thursday	October 6, 2022	8:30 AM
Operations Committee Meeting:	Friday	October 14, 2022	8:30 AM
Audit, Finance & Administration:	Friday	October 14, 2022	Following OPS
Board of Commissioners Meeting:	Friday	November 18, 2022	8:30 AM

21. Adjournment to Executive Session for the purpose of discussing legal, confidential, or privileged matters, as permitted under Bi-State Development Board Policy, Chapter 10, Section 10.080; (D) (1) – Legal.

9:31 a.m. Chair Simmons stated that the only item for consideration for the Executive Session agenda is the Approval of the Minutes of the August 11, 2022, Special Meeting of the Board of Commissioners, Executive Session. The Committee Reports can be distributed electronically. If there are no corrections to these minutes, and no discussion is needed, the Board could proceed to a vote, without going into Executive Session.

Commissioner Cox made a motion to approve the minutes from the August 11, 2022, Special Meeting of the Board of Commissioners, Executive Session, as presented, as a closed record. The motion was seconded by Commissioner Windmiller. The poll of the Board being as follows:

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

Herbert Simmons – Yea
Irma Golliday – Yea
Derrick Cox – Yea
Terry Beach – Yea
Debra Moore – Yea

The motion passed unanimously.

22. Adjournment

9:32 a.m. Chair Simmons 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 Brown. Unanimous vote in favor 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