Board of Commissioners

Open Meeting

Friday, April 22, 2022 at 8:30 AM

Board Room

Headquarters - Board Room, 6th Floor

One Metropolitan Square, 211 N. Broadway, Suite 650

St. Louis, Missouri 63102

Board of Commissioners - Open Meeting - April 22, 2022

Notice of Meeting and Agenda

1. Call to Order	Approval	Chair Windmiller
2. Roll Call	Quorum	M. Bennett
3. Proclamation Presentation - Former Commissioner Justin Zimmerman	Information	Chair Windmiller / T. Roach
4. Public Comment	Information	Chair Windmiller
A. Public Comments - 5		
5. Approval of the Minutes of the February 18, 2022, Board of Commissioners, Open Meeting	Approval	Chair Windmiller
A. Draft Minutes - February 18, 2022 Board of Commissioners, Open Meeting - 6		
6. Report of the President	Information	T. Roach
7. Report of the Operations Committee	Information	Chair Windmiller
A. Draft Minutes - March 18, 2022 Operations Committee, Open Meeting - 17		
8. Report of the Audit, Finance & Administration Committee	Information	Commissioner Beach
A. Draft Minutes - March 18, 2022 Audit, Finance & Administration Committee, Open Meeting - 23		
9. Report of the Safety & Security Committee	Information	Commissioner Simmons
A. Draft Minutes - March 10, 2022 Safety and Security Committee, Open Meeting - 30		
10. Adjustment of the Consent Agenda	Approval	Chair Windmiller
11. Consent Agenda	Approval	Chair Windmiller
A. On the Way with ADA: Fixed Route Incentive Program (Resolution #1195)		
1. Briefing Paper - 36		
2. Attachment A - 38		
3. Attachment B - 39		
4. Resolution #1195 - 40		
B. Contract Modification: Union Station Tunnel Rehabilitation Consultant Services (Resolution #1196)		
1. Briefing Paper - 42		
2. Resolution #1196 - 44		
C. Single Bid Contract Award – Downtown Tunnel Repairs (Resolution #1197)		

1. Briefing Paper - 47

2. Resolution #1197 - 48

D. Northside-Southside MOA (Resolution #1198)

1. Briefing Paper - 51

2. Proposed MOA: Northside- Southside Corridor Study - 52

3. Resolution #1198 - 56

E. License Monitoring Program (Resolution #1199)

1. Briefing Paper - 59

2. Resolution #1199 - 61

12. Contract Authorization – Third Party Oracle Support (Resolution #1200)	Approval	T. Curran

A. Briefing Paper - 64

B. Resolution #1200 - 66

13. Bi-State Development FY2023 Operating Budget and FY2023-2025 Capital Budget (Resolution #1201, including grant authorizations, Resolution #1202 through Resolution #1208)	Approval	T. Fulbright

A. Briefing Paper - 68

B. FY 2023 Operating Budget & FY 2023-2025 Capital Budget - 70

C. Budget Presentation - 156

D. Resolution #1201 - FY23 Operating & Capital Budget Approval - 186

E. Resolution #1202 - FY23 Transit Security Grant - 188

F. Resolution #1203 - FY23 MODOT Grants - 190

G. Resolution #1204 - FY23 IDOT Grants - 192

H. Resolution #1205 - FY23 MODOT State Operating Assistance - 194

I. Resolution #1206 - FY23 Sub-Award Grant EWGC - 196

J. Resolution #1207 - FY23 IDOT Aeronautics Grants - 198

K. Resolution #1208 - FY23 FTA Grants - 200

14. Law Enforcement Services Agreement with St. Louis County Police Department for Security Services (Resolution #1210)	Approval	K. Scott

A. Briefing Paper - 203

B. St Louis County Police Services Agreement Proposed 2022-2024 - 205

C. Resolution #1210 - 218

15. Unscheduled Business	Approval	Chair Windmiller
16. Operations Report	Information	C. Stewart

A. Metro Service Performance Summary - 221

B. Workforce Update - 224

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 may 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: Legal under §10.080(D)(1) and Security under §10.080(D)(11).	Approval	Chair Windmiller
19. Reconvene to Open Session	Approval	Chair Windmiller
20. Adjournment	Approval	Chair Windmiller

Name: Maurice Minor
Representing: Myself and other riders
Topic: Quality control

Comments: Beyond the multiple issues I've experienced, in this case, what is the customer service policy for failure of service? I have experienced repeated failure of service: non notification on the app when trains are late, busses not showing but being told opposite by information, etc. When riders pay and the service is substandard, what is the policy for accountability? I've lost time and money trying to get to and from home; doing what is asked as a paying rider. I've used social media to address these issues and spoken with Natalie who directed me here.

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This e-mail was sent from the public comment form on bistatedev.org

BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
February 18, 2022 at 8:30 AM

Board Members in Attendance via Zoom

Missouri	**Illinois**
Rose Windmiller, Chair	Herbert Simmons, Treasurer
Fred Pestello, Secretary	Irma Golliday
Vernal Brown	Derrick Cox
Nate Johnson	Terry Beach
Sam Gladney	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
Charles Stewart, Interim Executive Director Metro Transit & Executive Vice President Organizational Effectiveness

Others in Attendance
Rebecca Pursley, ASL Interpreter
Erin Stumpf, ASL Interpreter
Paul Hampel, St. Louis County

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. Chair Windmiller stated that she would like to start the meeting by introducing the newest Commissioner – Dr. Debra Moore, representing St. Clair County, Illinois. She and the Commissioners welcomed Dr. Moore to the Board.

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

3. **Proclamation Presentation – Former Commissioner Justin Zimmerman**
8:30 a.m. Chair Windmiller stated that the Board had anticipated holding a recognition today for outgoing Commissioner, Justin Zimmerman; however, due to the inclement weather, a decision was made to postpone this item until the April 22nd Board of Commissioners meeting.

4. Public Comment

8:31 a.m. Myra Bennett, Manager of Board Administration, noted that no comment cards were submitted for the meeting.

5. Approval of the Minutes of the November 8, 2021, Executive Committee, Open Meeting

8:32 a.m. The minutes from the November 8, 2021, Executive Committee, Open Meeting, were provided in the Board packet. A motion to approve the minutes, as presented was made by Commissioner Golliday and seconded by Commissioner Simmons.

The motion passed unanimously.

6. Approval of the Minutes of the November 19, 2021, Board of Commissioners, Open Meeting

8:32 a.m. The minutes from the November 19, 2021, Board of Commissioners, Open Meeting, were provided in the Board packet. A motion to approve the minutes, as presented was made by Commissioner Brown and seconded by Commissioner Beach.

The motion passed unanimously.

7. Approval of the Minutes of the December 10, 2021, Special Meeting, Board of Commissioners, Open Meeting

8:33 a.m. The minutes from the December 10, 2021, Special Meeting, Board of Commissioners, Open Meeting, were provided in the Board packet. A motion to approve the minutes, as presented was made by Commissioner Brown and seconded by Commissioner Beach.

The motion passed unanimously.

8. Approval of the Minutes of the December 28, 2021, Executive Committee, Open Meeting

8:33 a.m. The minutes from the December 28, 2021, Executive Committee, Open Meeting, were provided in the Board packet. A motion to approve the minutes, as presented was made by Commissioner Golliday and seconded by Commissioner Beach.

The motion passed unanimously.

9. Report of the President

8:34 a.m. President and Chief Executive Officer, Taulby Roach, noted that the team recently moved through an incredible storm response. He reported that the new Interim Executive Director of Metro Transit, Charles Stewart, and his team did an incredible job in response to the storm and the very difficult weather situation. He noted that senior level managers were out, helping remove ice from the catenary lines in order to keep the trains running. In addition, Mr. Roach noted that Metro also had the embedding of the security team, who were helping move people, due to the delay of service. He stated that he would also like to recognize and commend back office support and Human Resources who continued to come into the office to ensure payroll was issued. President/CEO Roach stated that everyone is working hard as a team, to respond to these difficult situations. He noted that the staff continues to analyze its response to ice storm and review post-incident reports, in order to see where we, as an organization, can improve. Mr. Roach stated that he would like to recognize the team’s hard work through these storm events. Chair Windmiller thanked the team for their hard work and effort.

10. Report of the Operations Committee

8:37 a.m. Chair Windmiller asked Ms. Bennett to read the Operations report. Ms. Bennett noted the following: A virtual meeting of the Operations Committee was held on January 28, 2022, at 8:30 a.m., and the draft minutes of that meeting are included in the meeting materials, under Item #10.

She stated that the Operations Committee is introducing nine (9) items on the Consent Agenda for consideration, under Item #14, with the Committee's recommendation of approval.

Those items include Item #14:

a. Agreement between Missouri Department of Health & Senior Services and Bi-State Development (Resolution #1179)
b. Sole Source Contract Authorization for Professional Engineering Services Phase 2 – Engineering & Design Support Services – Rehabilitation of the MetroLink Cross County Extension Tunnels & Stations (Resolution #1180)
c. Contract Modification: Contract with WSP USA, Inc. – MetroLink Station Enhancements (Resolution #1181)
d. Skinker Bridge Rehabilitation Project – Design Contract Time Extension (Resolution #1182)
e. East Riverfront Stair – Contract Time Extension (Resolution #1183)
f. Sole Source Contract Authorization for Replacement of MetroLink SCADA System (Resolution #1184)
g. Contract Award Bus and Van Inspection Services (Resolution #1185)
h. Heavy Duty Transit Buses (Resolution #1186)
i. Letter of Agreement between Bi-State Development and The Jerry Costello Group, LLC for Consulting Services for the St. Louis Regional Freightway and Bi-State Development (Resolution #1187)

She noted that, in addition, at the January Committee meeting, an Operations Report was provided by Charles Stewart, Interim Executive Director Metro Transit.

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

8:42 a.m. Chair Windmiller reported that a virtual meeting of the Audit, Finance, & Administration Committee was held on January 28, 2022, immediately following the Operations Committee Meeting, and the draft minutes of that meeting are included in meeting materials under Item #11.

She stated that the AFA Committee is introducing one (1) item for consideration today, with the Committee's recommendation of approval, under Item #14 (j.) . Intergovernmental Agreement between BSD and Regional Justice Information Services (REJIS) (Resolution #1188).

Chair Windmiller stated that several informational items were also presented to the Committee at the January meeting, including:

- IAD Audit Follow-Up Summary – 2nd Quarter – FY2022
- IAD Status Report – 2nd Quarter – FY2022
- IAD SSO-Status Report – 4th Quarter – Calendar Year 2021
- Treasury Safekeeping Accounts Audit, Ending September 30, 2021

- 401(k) Plan Audit Update
- 2021 Pension Valuations Update
- Financial Statements
- Treasurer's Report
- Procurement Report

12. Report of the Safety & Security Committee

8:43 a.m. Chair Windmiller noted that the Safety & Security Committee meeting, scheduled to be held in January, was cancelled; therefore, there is no report at this time. Commissioner Cox posed a question regarding when the next Safety & Security Committee would held. Commissioner Simmons noted that the next meeting is scheduled to be held in March.

13. Adjustment of Consent Agenda

8:44 a.m. Chair Windmiller asked if were are any adjustments to the Consent Agenda.

14. Consent Agenda Items

8:44 a.m. Consent Agenda Items:

a. Agreement between Missouri Department of Health & Senior Services and Bi-State Development (Resolution #1179)
b. Sole Source Contract Authorization for Professional Engineering Services Phase 2 – Engineering & Design Support Services – Rehabilitation of the MetroLink Cross County Extension Tunnels & Stations (Resolution #1180)
c. Contract Modification: Contract with WSP USA, Inc. – MetroLink Station Enhancements (Resolution #1181)
d. Skinker Bridge Rehabilitation Project – Design Contract Time Extension (Resolution #1182)
e. East Riverfront Stair – Contract Time Extension (Resolution #1183)
f. Sole Source Contract Authorization for Replacement of MetroLink SCADA System (Resolution #1184)
g. Contract Award Bus and Van Inspection Services (Resolution #1185)
h. Heavy Duty Transit Buses (Resolution #1186)
i. Letter of Agreement Between Bi-State Development and The Jerry Costello Group, LLC for Consulting Services for the St. Louis Regional Freightway and Bi-State Development (Resolution #1187)
j. Intergovernmental Agreement between BSD and Regional Justice Information Services (REJIS) (Resolution #1188)

A motion to approve the Consent Agenda Items, Items A. through J., as referenced in the Committee Reports and as outlined on the Agenda, was made by Commissioner Gladney and seconded by Commissioner Golliday.

The motion passed unanimously.

15. Intergovernmental Agreement between City of St. Louis and Bi-State Development for the 2022 Gateway Go Youth Fare Program (Resolution #1192)

8:45 a.m. A briefing paper was provided in the meeting materials, regarding a request to authorize the President and CEO to execute an Intergovernmental Cooperation Agreement between City of St. Louis and Bi-State Development for the implementation of the 2022 Full-Year Gateway Go Youth Fare Program. President and CEO, Taulby Roach, gave an overview of this item, noting that this agreement would allow the Agency to expand the Gateway Go Youth Fare program for the entire 2022 calendar year, to offer passes that allow free transit access (MetroBus and MetroLink) to eligible City of St. Louis residents, between the ages of 13 and 25. He noted that under this agreement, additional funding will be provided by the City of St. Louis for the expansion of the program, in the amount of $250,000.

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

The motion passed unanimously.

16. Memorandum of Agreement - Loop Trolley (Resolution #1193)

8:47 a.m. President and Chief Executive Officer, Taulby Roach, gave an overview of this issue. He stated that he understands that the Commissioners and the public are asking why Bi-State Development is getting involved in this troubled project. Mr. Roach explained that Bi-State is dependent on long-term funding through the Federal government, for the operation of the Metro Transit system. He noted that, for example, Metro will be asking for federal funding for replacement of transit vehicles, as well as other projects, such as the electrification of the DeBalivier facility. He stated that maintaining a strong working relationship with our Federal partners is extremely important. Mr. Roach acknowledged that the Loop Trolley is a troubled project, but maintaining a sound relationship with our Federal partners is our responsibility. He stated that it is important to note that this is a contractual and management agreement, and no Bi-State dollars will be used to fund the Loop Trolley project, and that Bi-State will have no liability regarding the project. He reported that the agreement provides provisions that the Trolley will be run with limited service, to fulfill the Federal requirement provided for in the agreement. Mr. Roach stated that the Agency would manage the project for a three year period to start, to ensure that we can get the asset running, and make sure that it is a reasonable and viable project. He stated that he appreciates the Commissioners' support of this agreement, and the understanding that it is his job to determine what is in the best interests of the region and Bi-State Development long term.

Commissioner Cox thanked President/CEO Roach for the phone call yesterday, to discuss this issue. He stated that he hopes the Board of Commissioners will keep an open mind regarding this issue. Commissioner Cox stated that the Board of Commissioners voted two years ago to not take on this project. He noted the current workforce shortages and cutbacks to services, and asked how Metro can accommodate for this project. Commissioner Cox stated that the current cutbacks have already affected Metro Transit passengers in the region. President/CEO Roach agreed. Commissioner Cox stated that Metro has experienced workforce issues, not only with Operators, but also Mechanics. He asked how much staffing the Loop Trolley currently has. Mr. Roach stated that they have no Operators, as they are currently not running. He stated that they currently have two staff members. He stated that we would staff the Trolley with professional Operators, who would work on a minimal basis. Commissioner Cox stated that the Trolley has had constant issues, not only with staffing, but with operations and keeping the trollies functioning, as well. He stated that he feels that taking on this project will take resources away from Metro Transit's current issues, and use those resources on a troubled project. Commissioner Cox stated that, at the previous meeting two years ago, the Board asked the FTA representative if a default on the Loop Trolley project would affect Bi-State funding going forward, and the FTA representative had said that it would not. Commissioner Cox stated that the Loop Trolley is not "transit", and stated that Metro's resources are already stressed. He stated that, in his opinion, this makes no sense, and he would ask that, at minimum, the item be tabled, until conversations are held with the FTA.

Commissioner Gladney thanked Commissioner Cox for his comments and concerns. He stated that he is inclined to support this specific agreement, at this time, but noted that he would not have supported this project in the past. Commissioner Gladney stated that he likes the way in which the agreement is tailored, noting that no Bi-State Development funds will be used under the current agreement, and the Agency would not be assuming liability for the project. He stated that the Agency would function in a consulting capacity and to help operate the system, as best as it can be, using Trolley money. In addition, he noted that although he was not a member of the Board when this issue was previously discussed, a letter was received from the FTA in December or January, where the FTA did discuss claw back. He stated that he believes that the consequences of not taking this action could affect funding for future projects, such as MetroLink expansion, BRT, and other projects. Commissioner Gladney stated that, if this agreement would put the Agency "on the hook" for the project, and be liable for the project, he would be a "no" vote; however, the current agreement is crafted in a narrow way. Commissioner Gladney asked what would happen if the Trolley breaks down, and what would be the responsibility of Bi-State. President/CEO Roach stated that the Agency is not financially liable for the Loop Trolley project, and the Agency would use the Trolley's existing revenue stream from the TDD for repairs. He noted that he has asked Interim Executive Director Charles Stewart and his team to do an assessment of the Trolley conditions, should the agreement be approved. Mr. Roach stated that our Agency must be responsible to our customers, and as such, must be able to secure federal funding in the future. He stated that if hundreds of millions of dollars were lost, it would devastate services for Metro Transit customers in the future. Mr. Roach stated that there are no easy answers here.

Commissioner Cox stated that the Agency would not pay for fixing the Loop Trolley, which is not functional, at this point. President/CEO Roach confirmed that this is correct; however, he noted that the Agency has the expertise to assist with this project, which has been lacking. Commissioner Cox stated that, although the Agency will not be paying for the repairs, Metro currently does not have the employee resources to devote to the project. In addition, he stated that the Loop Trolley has shown that is not financially sustainable.

President/CEO Roach stated that, financially no Bi-State money would be spent on the project; however, some hires would need to be made in maintenance personnel, associated with the restarting of the project. He agreed that our resources would be used; however, the long-term liabilities outweigh these issues. Mr. Roach noted that this project is supported by the TTD taxing district. He stated that the TDD tax generation seems reasonable to get the project to a self-sustaining point; however, it will require additional capital funding. He reported that the TDD has submitted a CMAC grant application for funding through the East-West Gateway Coordinating Council, for their consideration.

Commissioner Johnson stated that he feels that avoiding federal default of the project is very important, as it could definitely affect our Agency in the future. He reiterated that no Bi-State Development dollars will be used to support the project, and he stated that he feels that our organization can do more than one thing at a time, and that we are in a position to support this agreement. He stated that Bi-State's participation in this project, to help get it across the finish line, could benefit our Agency in the future.

Commissioner Pestello stated that the Agency is in the position of making the most of a bad situation. He stated that Commissioner Cox has valid points; however, if we think about those that we serve, in the long run, Metro customers will be put at a disadvantage in the future, due to the funding that will be put at risk if the Agency does not step in. Commissioner Pestello stated that no other agency can step in and stop the default. Commissioner Pestello stated that in the long run, those we serve will be better off for the Agency stepping in to assist with this project, and there is no financial risk or liability to our Agency.

Commissioner Beach noted that an East-West Gateway meeting is scheduled to be held next Wednesday, and asked if this issue will be taken up at that meeting. President/CEO Roach stated that it is his understanding that the CMAC application has been submitted; however, it is currently being evaluated, and a decision will not be made until August. He noted that it is his understanding that the application scored very high previously; however, it did not move forward, at that time. Mr. Roach stated that, if this agreement is in place, he is hopeful that it will help its odds. Commissioner Simmons stated that it is his understanding that the decision would be made in August, and the funds would be available in early 2023.

Chair Windmiller asked if it would be a decision of the East-West Gateway Board, regarding approval of the CMAC grant. Commissioner Simmons stated that it would. Chair Windmiller asked what the consequences would be, if the grant is not approved. President/CEO Roach stated that if funds are not available, the Trolley will stop operating. He noted that the agreement provides that Bi-State assets would not be transferred for the project, and the Agency has no liability for the project. Chair Windmiller stated that the Agency will not be financially "on the hook" for the project, and it will operate in a limited capacity. She noted that this is not the type of transit that we typically operate, but would like to see the project move forward. She noted that our Agency focus will remain on our trains and buses.

Commissioner Simmons stated that he agrees with Commissioner Cox's comments, and he noted that he voted no on this project, several years ago. Commissioner Simmons stated that what is being presented now is very different than what was being presented then, noting that the most significant change, is that of no liability to the Agency. President/CEO Roach confirmed that the previous agreement contained a provision that the Agency would financially support the Trolley and we would have liability for the project, under our self-insurance policy. He noted that protections are in place for the Agency, under the current agreement. Commissioner Simmons stated that he has had several discussions over the past week, to iron out some of the concerns, and to ensure that there was no liability to our Agency. Commissioner Simmons stated that he sees that, under the termination clause, there is a 120 day notice period noted. Commissioner Simmons asked, if money runs out, will the Trolley stop running immediately. President/CEO Roach stated yes, that is correct. Commissioner Simmons stated that, as Commissioner Cox noted, staffing was also one of his major concerns; however, Commissioner Simmons noted that some of the route changes were also part of the Metro Reimagined plan.

Commissioner Cox stated that the last six months were not a part of Metro Reimagined. He stated that these are real cuts affecting real people.

President/CEO Roach stated that one of the biggest tasks that the Agency is facing is determining how the region is changing and making adjustments accordingly. He stated that the 2018 studies and metrics from those studies are no longer relevant. He stated that he is seeing a major change in how transit will be delivered in the greater St. Louis area, not only with ridership being down, but with labor availability issues. President/CEO Roach stated that, with regard to the services changes for March, they must match labor availability with where the market is. He noted that some fundamental changes, such as work from home environments, affect the system. He stated that it is his job to take those things that the customers are asking for, along with availability of resources, to maximize services as best we can. President/CEO Roach stated that the Loop Trolley is a difficult project, but we must make the hard decisions so that we change the products that we are delivering to meet a changing region. He noted that some of the changes that will be implemented in March, are due to a change in demand. Mr. Roach stated that the one thing that we cannot do, is do the same old thing.

Commissioner Gladney asked if the route adjustments were driven by the workforce shortages pertaining to Operators and Mechanics. President/CEO Roach confirmed that this is correct, but noted it was also in response to ridership being down and fundamental metrics that are changing. Commissioner Gladney noted that the Agency is experiencing a large shortage of Operators, and asked if the Agency would be pulling our bus operators for the Trolley project. Mr. Roach stated that it is his understanding that previously, some of the Trolley Operators were retired bus operators, and he noted that this will only be a limited service, and will not have near the labor load.

Commissioner Beach asked if President/CEO Roach could summarize the limited hours of service contained in the MOU. President/CEO Roach noted that the FTA has agreed to 32 hours of service, with the Trolley operating on Thursday, Friday, Saturday, and Sunday. Mr. Roach noted that, in situations such as the ice storm, it would not make sense to operate the Trolley, and there are important details such as this to work out. He stated that he does not view this as a transit asset.

Commissioner Moore thanked everyone for their comments and explanations. She asked if there is any way to recapture the administrative costs to the Agency, relating to this project. President/CEO Roach stated that typically we charge fees within this managerial agreement, with specific loads contained in the budget for these administrative costs.

Commissioner Cox stated that, when this was before the Board previously, nearly everything is the same as now. He stated that without the grant funding from East-West Gateway, the Trolley will not be able to run. President/CEO Roach stated that for long-term viability, you would need the infusion of the East-West Gateway supplemental grant funds. Commissioner Cox asked if he understood correctly that the East-West Gateway funds, if approved, would not be available until 2023. Commissioner Simmons stated that this is correct. Commissioner Cox stated that he keeps hearing that everyone's biggest concern is that we would be putting our Agency's funding at risk, if we do not help with the Loop Trolley project. He stated that the FTA was in attendance at the previous meeting two years ago regarding this issue and stated at that time, and it was noted that the Agency's funding would not be at risk. Commissioner Cox stated that the TDD is on the hook for this project. He stated that he does not want to get our transit services sidetracked by the Trolley project. Commissioner Cox stated that he would like the Board to invite the FTA to come back to a meeting to discuss this issue, and table the item until the Board hears from the FTA.

Chair Windmiller stated that, it is her understanding from the previous meeting, the clawback provision would apply to the original founders of the TDD; however, the default would hurt our entire region's ability to competitively bid for Federal funding. Commissioner Cox stated that he did not hear that at the previous meeting at all. Chair Windmiller stated that the previous, proposed agreement contained financial risk for our organization, which does not exist in the current, proposed agreement. Commissioner Cox asked that the Board request the FTA to come back to speak to the Board regarding this matter. Chair Windmiller asked if Commissioner Cox would like to make a motion to this effect. Commissioner Cox made a motion to table this item, until the FTA can come speak to the Board regarding this issue. The motion died for lack of a second.

Chair Windmiller asked if there were any other comments or discussion, and being none, Commissioner Golliday made a motion to approve the item, as presented. The motion was seconded by Commissioner Brown.

The motion passed. (Commissioner Cox voted nay on this item.)

17. Unscheduled Business

9:33 a.m. There was no unscheduled business.

18. Operations Report

9:33 a.m. A workforce update was provided in the meeting materials. Charles Stewart, Interim Executive Director Metro Transit & Exec Vice President Organizational Effectiveness, gave an overview of this item, noting that there were over 4,000 missed trips by MetroBus in January, and over 9,000 denied boardings on Call-A-Ride, due to the workforce shortages. There were no missed trips on MetroLink. Mr. Stewart noted the following staffing shortages: MetroBus – 15.21%; MetroLink – 4.90%; and Call-A-Ride – 28.86%. He stated that the Agency is trying to alleviate the problem by increasing starting wages, sign on bonuses, and retention incentives. Mr. Stewart reported that there are currently 20 MetroBus Operators and 11 Call-A-Ride Operators in training. He stated that 8 MetroLink Operators are expected to graduate on February 21st.

19. Call for the Dates for Future Meetings

9:37 a.m. Myra Bennett, Manager of Board Administration, noted the upcoming meetings, as follows:

Safety & Security Committee Meeting:	Thursday	March 10, 2022	8:30 AM
Operations Committee Meeting:	Friday	March 18, 2022	8:30 AM
Audit, Finance & Administration:	Friday	March 18, 2022	9:30 AM
Board of Commissioners Meeting:	Friday	April 22, 2022	8:30 AM

20. 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, (D)(5) – Employee Negotiations, (D)(7) – Purchasing & Contracts, and (D) (10) – Auditors

9:38 a.m. Chair Windmiller asked for a motion to move into 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, (D)(5) – Employee Negotiations, (D)(7) – Purchasing & Contracts, and (D) (10) – Auditors. The motion was made by Commissioner Simmons and was seconded by Commissioner Gladney.

The poll of the Board being as follows:

Rose Windmiller – Yea	Herbert Simmons – Yea
Vernal Brown – Yea	Irma Golliday – Yea
Fred Pestello – Yea	Derrick Cox – Yea
Nate Johnson – Yea	Terry Beach – Yea
Sam Gladney – Yea	Debra Moore – Yea

The motion passed unanimously.

The Board of Commissioners moved into Executive Session at approximately 9:38 a.m. (Commissioner Pestello left the meeting at 9:53 a.m.)

21. Reconvene to Open Meeting

10:09 a.m. Chair Windmiller noted that the Board has reconvened to the Open Meeting.

Commissioner Cox made a motion to approve the minutes from the November 8, 2021, Executive Committee, Executive Session; November 19, 2021, Board of Commissioners, Executive Session; December 10, 2021, Special Meeting, Board of Commissioners, Executive Session; and December 28, 2021, Executive Committee Meeting, Executive Session, as presented, as closed records. The motion was seconded by Commissioner Brown.

The poll of the Board being as follows:

Rose Windmiller – Yea	Herbert Simmons – Yea
Vernal Brown – Yea	Irma Golliday – Yea
Nate Johnson – Yea	Derrick Cox – Yea
Sam Gladney – Yea	Terry Beach – Yea
	Debra Moore – Yea

The motion passed unanimously.

Commissioner Beach made a motion to approve the Executive Session Consent Agenda Items, Item A. and Item B., as outlined on the Agenda, as presented. The motion was seconded by Commissioner Brown. The poll of the Board being as follows:

Rose Windmiller – Yea	Herbert Simmons – Yea
Vernal Brown – Yea	Irma Golliday – Yea
Nate Johnson – Yea	Derrick Cox – Yea
Sam Gladney – Yea	Terry Beach – Yea
	Debra Moore – Yea

The motion passed unanimously.

Commissioner Beach made a motion to approve the Memorandums of Understanding with ATU (Resolution #1191), as presented. The motion was seconded by Commissioner Golliday. The poll of the Board being as follows:

Rose Windmiller – Yea	Herbert Simmons – Yea
Vernal Brown – Yea	Irma Golliday – Yea
Nate Johnson – Yea	Derrick Cox – Yea
Sam Gladney – Yea	Terry Beach – Yea
	Debra Moore – Yea

The motion passed unanimously.

Commissioner Simmons made a motion to approve the Deferred Compensation - 457 Plan (Resolution #1194), as presented. The motion was seconded by Commissioner Golliday. The poll of the Board being as follows:

Rose Windmiller – Yea	Herbert Simmons – Yea
Vernal Brown – Yea	Irma Golliday – Yea
Nate Johnson – Yea	Derrick Cox – Yea
Sam Gladney – Yea	Terry Beach – Yea
	Debra Moore – Yea

The motion passed unanimously.

Commissioner Golliday made a motion to approve the Executive Session Minutes, from the Board of Commissioners and Committee Meetings, July 2020 through December 2020, with the redactions as presented, as open records. The motion was seconded by Commissioner Brown. The poll of the Board being as follows:

Rose Windmiller – Yea	Herbert Simmons – Yea
Vernal Brown – Yea	Irma Golliday – Yea
Nate Johnson – Yea	Derrick Cox – Yea
Sam Gladney – Yea	Terry Beach – Yea
	Debra Moore – Yea

The motion passed unanimously.

22. Adjournment

10:14 a.m. Chair Windmiller asked if there was any further business, and being none, Commissioner Gladney made a motion to adjourn the meeting. The motion was seconded by Commissioner Golliday. Unanimous vote in favor taken. The motion passed, and the meeting was adjourned at approximately 10:14 a.m.

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Deputy Secretary to the Board of Commissioners
Bi-State Development

BI-STATE DEVELOPMENT
OPERATIONS COMMITTEE MEETING
OPEN SESSION MINUTES
(Virtual Meeting)
March 18, 2022 at 8:30 AM

Operations Committee Members participating via Zoom

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

Other Commissioners participating via Zoom

Herbert Simmons
Fred Pestello
Nate Johnson – Joined the meeting at 8:31 a.m.
Sam Gladney
Debra Moore

Staff participating via Zoom

Taulby Roach, President and Chief Executive Officer
Brenda Deertz, Director of Executive Services
Barbara Enneking, General Counsel and Deputy Secretary
Myra Bennett, Manager of Board Administration
Thomas Curran, Executive Vice President – Administration
Chris Poehler, Assistant Executive Director Engineering Systems
Charles Stewart, Interim Executive Director Metro Transit / Executive VP Organizational Effectiveness

Others participating via Zoom

Brett Runge, ASL Interpreter
Erin Stumpf, ASL Interpreter

1. **Open Session Call to Order**
   8:30 a.m. Chair Windmiller called the Open Session of the Operations Committee 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

8:31 a.m. Chair Windmiller asked Myra Bennett, Manager of Board Administration, if any public comment cards have been received for today's meeting. No comments were submitted.

4. Approval of the Minutes of the January 28, 2022 Operations Committee, Open Meeting

8:31 a.m. Chair Windmiller noted that the minutes of the January 28, 2022, Operations Committee, Open Meeting were provided in the Committee packet, for review. Being no revisions, a motion to approve the minutes was made by Commissioner Beach and seconded by Commissioner Brown.

The motion passed unanimously.

5. On the Way with ADA: Fixed Route Incentive Program

8:31 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 permanent approval of the On the Way with ADA Program, allowing registered ADA Complementary Paratransit Eligible passengers to use MetroBus and MetroLink for no fare. Charles Stewart, Interim Executive Director Metro Transit, gave an overview of this item, noting that this pilot program began in June 2021, and has been a successful program, with over 600 participants. Chair Windmiller thanked staff for their work on this initiative. A motion to approve this agenda item, as presented, was made by Commissioner Moore and seconded by Commissioner Golliday.

The motion passed unanimously.

6. Contract Modification: Union Station Tunnel Rehabilitation Consultant Services

8:34 a.m. A briefing paper was provided in the meeting materials, requesting that the Committee accept, and refer to the Board of Commissioners for approval, authorization of the President & CEO to approve Contract Modification #5, for the continued design and construction phase services for the Union Station Tunnel, to Modjeski and Masters, in an amount not to exceed $1,694,165.52, and extend the contract end date to May 1, 2026. Chris Poehler, Assistant Executive Director Engineering Systems, provided an overview of this issue, noting that this project is nearing the end of the design phase. He stated that the Board of Commissioners approved a not-to-exceed amount of $4,500,000.00 at their September 23, 2016 meeting; however, due to the on-going negotiations with Union Station ownership, it has been necessary to significantly revise the design approach and construction sequencing of the Union Station tunnel project. Mr. Poehler noted that, in addition to completely changing the nature of the repairs, it has become necessary to break the overall scope of work into smaller packages and issue separate early work design and construction packages, while continuing the overall design of the entire tunnel rehabilitation. He stated that this allows for flexibility of the project.

Chair Windmiller stated that it is her understanding that the amount requested is in addition to the amounts previously approved by the Board, and asked for clarification of the funding source for the project. Mr. Poehler stated that the requested funds are in addition to the amount previously approved, noting that the funds would be covered by grant funding and a local match, through Proposition M funding. Commissioner Simmons asked what will happen if the grants are not approved. Mr. Poehler reported that the grant funding has already been approved.

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

The motion passed.

7. Single Bid Contract Award – Downtown Tunnel Repairs

8:38 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 that the President & CEO approve the contract for construction for the repairs of the Downtown Tunnel to Kozeny-Wagner, Inc., in an amount not to exceed $4,377,659.00. Chris Poehler, Assistant Executive Director Engineering Systems, gave an overview of this item, noting that on January 14, 2022, Bi-State Development received a sealed bid in response to Solicitation Number 22-SB-277987-DGR-Downtown Tunnel Repairs; however, only one bid from Kozeny-Wagner, Inc. was received in the amount of the $5,469,690.00, which significantly exceeded the independent cost estimate of $2,900,000. Since only one bid was received, bid documents allowed staff to convert the solicitation from a Request for Sealed Bids to a Request for Proposal 22-SB/RFP-277987-DGR to allow negotiations to occur between the contractor and BSD staff. Mr. Poehler stated that, during negotiations with the contractor, two major costs were identified that could be reduced: Standpipe Replacement and labor costs associated with the shortened workweek due to track time limitations. He reported that, based on increased flexibility in the workweek and reductions in the cost of the standpipe installation (which allows water to be piped from fire hydrants at the street level down into the tunnel in case of a fire), the contractor's bid was reduced to $4,377,659.00, which includes a 10% contingency. He noted that staff feels that this bid is fair and reasonable.

Chair Windmiller asked the reasons for the discrepancy in the estimated costs. Mr. Poehler stated that the increased cost is primarily due to manpower and the restrictive time constraints for the project. He added that complicated, challenging projects such as this are often difficult to estimate.

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

The motion passed.

8. Northside-Southside MOA

8:43 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, execution of an Intergovernmental Agreement with St. Louis County and the City of St. Louis regarding the Northside-Southside Corridor Study. President and CEO, Taulby Roach, gave an overview of this item noting that, for the first time in a very long time, there is interest from both St. Louis County and St. Louis City, regarding this project. He noted that there have been two studies related to this project, and a unified engineering group will be combining the results of those studies into one, cohesive study. Mr. Roach noted that all three elected partners are endorsing this project, and it is moving forward in Washington, D.C. He stated that he is excited about the project, and this project will serve to fulfill the needs in North St. Louis County.

Chair Windmiller asked the anticipated time frame for the unification of the study. Mr. Roach estimated the time frame to be 10 months. He added that he is working to meet deadlines for the opportunity for funding for this project. Commissioner Beach asked the anticipated time frame for bidding of the project. Mr. Roach stated that once funding is in place, he anticipates a 90 day time frame for bidding, with the project to be completed within 18-24 months, as there are no complicated tunnels or bridges included in this project.

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

The motion passed unanimously.

9. Contract Renewal Negotiations - St. Clair County Transit District

8:49 a.m. President and CEO, Taulby Roach, gave an overview of this item. He noted that St. Clair County is a vital partner to the Agency, and it is time to renew the contract. He stated that there is a need to update the contract, and conversations are being held with the St. Clair County Transit District. Mr. Roach reported that Charles Stewart, Interim Executive Director Metro Transit, and Tammy Fulbright, Executive Vice President and Chief Financial Officer, will be working with St. Clair County Transit District on these negotiations. This item was presented as information only.

10. Unscheduled Business

8:51 a.m. There was no unscheduled business.

11. Operations Report

8:51 a.m. An operations report for Metro Transit was included in the Committee packet. Charles Stewart, Interim Executive Director Metro Transit, provided a summary of the report for the Committee. He noted that the sign-on bonuses and retention bonuses are working, and he is seeing an improvement regarding the workforce shortage. He noted that the although the Agency is seeing an increase in new hires, Metro is still down 122 Bus Operators, 7 MetroLink Operators, 52 Call-A-Ride Operators, 9 General Mechanics, 34 Vehicle Mechanics, 10 Electro Mechanics, and 11 Electricians. Mr. Stewart gave an overview of the Performance Summary, noting that a service change will take place in March, whereby there will be a five percent reduction in services.

Commissioner Gladney thanked Mr. Stewart for the report. He asked that, since the employment situation is improving, if there is any indication when Metro Transit may be able to reverse some of the service cuts that have been made. Mr. Stewart stated that the Agency will need to take its time in making those decisions. He noted that the Agency will need to evaluate the changes that have taken place in the region, for example, more people working from home, before making decisions. In addition, Mr. Stewart noted that the current staff has been working many hours of overtime, to make up for the workforce shortage, and that the employees will need some time to rest. Chair Windmiller noted the extremely high gas prices, and asked if the rise in prices will affect the behavior of commuters and encourage use of public transportation. Mr. Stewart stated that, in the past, under normal conditions, when gas prices hit $4.00 per gallon, there would be an increase in the use of transit; however, these are not normal conditions. He noted that many people are still working from home, and less people are coming downtown. This item was presented as information only.

12. President/CEO Report

9:00 a.m. Bi-State Development President/CEO Taulby Roach addressed the Committee, noting that this week is Driver Appreciation Week. He noted that staff has been going to the various locations, at the start of each shift, to thank the Operators for the job they do, by having breakfast or lunch available for them. He noted that many of the Operators have been working 6-7 days per week to compensate for the workforce shortage, and the Operators need to know that they are supported and appreciated.

Mr. Roach noted that he is excited about the fiscal year 2023 budget, which will be presented at today's Audit, Finance & Administration Committee meeting, and staff has been very responsive to the need for fiscal responsibility. Mr. Roach reported that, with regard to the Northside/Southside project, St. Louis City Mayor, Tishaura Jones, has reported that she has had positive discussions with our partners in Washington, D.C. He noted that he will be presenting all of the fiscal year 2023 information to St. Louis County, St. Louis City and St. Clair County, on an individual basis for approval, in the near future.

13. Call of Dates for Future Board and Committee Meetings

9:04 a.m. Myra Bennett, Manager of Board Administration, advised the Committee of the upcoming meetings, as follows:

Board of Commissioners Meeting:	Friday, April 22, 2022	8:30 AM
Safety & Security Meeting:	Thursday, May 5, 2022	8:30 AM
Operations/Audit, Finance, Administration:	Friday, June 10, 2022	8:30 AM

14. 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).

9:04 a.m. Chair Windmiller noted that the only item of business on the Executive Session agenda, is the approval of the January 28, 2022 Executive Session minutes; therefore, if there is no discussion needed regarding these minutes, the Board could choose to approve the minutes in Open Session, and the Executive Session will not be needed.

Commissioner Beach made a motion to approve the minutes of the January 28, 2022, Operations Committee, Executive Session, as presented, as a closed record. The motion was seconded by Commissioner Gladney.

Rose Windmiller – Yea
Vernal Brown – Yea
Fred Pestello – Yea
Nate Johnson – Yea
Sam Gladney – Yea
Terry Beach – Yea
Debra Moore – Yea
Irma Golliday – Yea
Herbert Simmons – Yea

The motion passed unanimously.

15. Adjournment

9:05 a.m. Chair Windmiller asked if there was any further business, being none, Commissioner Moore 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 9:06 a.m.

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Deputy Secretary to the Board of Commissioners
Bi-State Development

BI-STATE DEVELOPMENT
AUDIT, FINANCE & ADMINISTRATION COMMITTEE MEETING
OPEN SESSION MINUTES
(Virtual Meeting)
January 28, 2022

Immediately following Operations Committee Meeting

Audit, Finance & Administration Committee Members participating via Zoom

Terry Beach, Chair
Herbert Simmons
Fred Pestello
Nate Johnson
Sam Gladney – Absent

Other Commissioners participating via Zoom

Rose Windmiller
Derrick Cox – Absent
Irma Golliday
Vernal Brown
Debra Moore

Staff participating via Zoom

Taulby Roach, President and Chief Executive Officer
Brenda Deertz, Director of Executive Services
Barbara Enneking, General Counsel
Myra Bennett, Manager of Board Administration
Thomas Curran, Executive Vice President – Administration
Tammy Fulbright, Executive Vice President and Chief Financial Officer
Mary Lamie, Executive Vice President of Multi Modal Enterprises
Crystal Messner, Chief Audit Executive
Chris Poehler, Assistant Executive Director Engineering Systems
Charles Stewart, Executive Vice President Organizational Effectiveness

Others participating via Zoom

Brett Runge, ASL Interpreter
Erin Stumpf, ASL Interpreter

1. **Open Session Call to Order**
   9:07 a.m. Chair Beach called the Open Session of the Audit, Finance & Administration Committee Meeting to order at 9:07 a.m.

2. **Roll Call**
   9:07 a.m. Roll call was taken, as noted above.

3. Public Comment

9:08 a.m. Chair Beach asked Myra Bennett, Manager of Board Administration, if any public comment cards were received for today's meeting. Ms. Bennett noted that no public comments were submitted.

4. Minutes of the January 28, 2022 Audit, Finance & Administration Committee, Open Meeting

9:08 a.m. Chair Beach noted that the minutes of the January 28, 2022 Audit, Finance & Administration Committee, Open Meeting were provided in the Committee packet for review. Being no revisions, a motion to approve the minutes, as presented, was made by Commissioner Windmiller and seconded by Commissioner Johnson. **The motion passed unanimously.**

5. Contract Authorization – Third Party Oracle Support

9:09 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, authorization to pursue and sign a competitively bid contract for Oracle Support that does not exceed $325,000 per year, and $1,625,000 in total over 5 years. Tom Curran, Executive Vice President Administration, gave an overview of this item, noting that Bi-State Development operates a substantial footprint of Oracle software, databases, and tools. He stated that the primary back office business systems run as part of the Oracle E-Business Suite, and the Agency has many Oracle databases, used by other applications. He reported that the Agency has used Oracle Corporation for maintenance and support of our Oracle environment for many years; however, beginning in 2005, firms began working to provide Oracle support, outside of the Oracle Corporation. This was to fulfill the need of companies who felt paying Oracle was no longer in their best interest. Mr. Curran stated that in February, an RFP was issued to obtain proposals for third party, Oracle support services, and vendors are currently preparing proposals. He stated that staff feels that third party support services will result in substantial savings for the Agency; however, there will be a six to eight week time period needed for the changeover. Chair Beach stated that Oracle has been going through a significant period of growth, and has experienced "growing pains". Commissioner Windmiller asked if there is a significant third party vendors providing this type of support service. Mr. Curran stated that the Agency received interest from four vendors, and anticipates that he will receive at least two proposals. Commissioner Moore asked if other transit agencies use this provider, and if they are having similar concerns regarding service. Mr. Curran stated that our organization has been having issues with support services for some time, and has discussed the situation with Jacksonville Transit, who recently moved to a third party vendor, and has had a positive experience with the change. Commissioner Windmiller asked if the Agency has communicated their dissatisfaction to Oracle. Mr. Curran stated that our concerns have been communicated, and they are aware that the Agency is very unhappy with their response time.

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A motion to accept this agenda item, as presented, and recommend it to the Board of Commissioners for approval, was made by Commissioner Windmiller and seconded by Commissioner Moore.

The motion passed unanimously.

6. 2022–2025 EEO/AA Program Submission

9:16 a.m. A briefing paper was included in the meeting materials regarding a request that the Committee accept, and forward to the Board of Commissioners for approval, the EEO/Affirmative Action (EEO/AA) Program Submission. Tom Curran, Executive Vice President of Administration, gave an overview of this item, noting that as a direct recipient of FTA funding, the Agency is required to submit an EEO/AA Program to the FTA Office of Civil Rights every four (4) years. He noted that an EEO/AA Program is a detailed set of procedures and employment information designed to ensure entities meet the EEO requirements set forth in FTA Circular 4704.1A Equal Employment Opportunity (EEO) Requirements and Guidelines for Federal Transit Administration Recipients. Mr. Curran stated that, according to the Program itself, the Board of Commissioners has the responsibility for reviewing the contents of the EEO/Affirmative Action Program, prior to submission to the FTA.

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A motion to accept this agenda item, as presented, and recommend it to the Board of Commissioners for approval, was made by Commissioner Moore and seconded by Commissioner Golliday.

The motion passed unanimously.

7. Bi-State Development FY2023 Operating Budget and FY2023-2025 Capital Budget

9:18 a.m. A briefing paper was included in the meeting materials regarding a request that the Committee accept, and forward to the Board of Commissioners for approval, the Bi-State Development FY 2023 Operating Budget; the Bi-State Development FY 2023 – FY 2025 Capital Budget; the three-year Transportation Improvement Plan; grant resolutions required to apply for federal and state funding necessary to support the Bi-State Development's projects and programs; and authorization of management to seek grants and/or appropriations from federal programs, the City of St. Louis, St. Louis County, and the states of Missouri and Illinois.

President and CEO, Taulby Roach, referenced slide 2 of the presentation, contained in the packet, noting the trend lines related to Transit System Cost Stabilization. He stated that the flattening of this line is essential to the sustainability of the organization, and he noted the flattening of the line that has occurred over the past 4 years, under his leadership. He stated that he is very happy with the progress that has been made. Tammy Fulbright, Executive Vice President/Chief Financial Officer, noted that previously, the organization was operating at a 3% growth rate, which was not sustainable. She stated that it is important to maintain the current trend, in order to maintain funding. Ms. Fulbright reviewed the Metro Transit Statement of activities, including projected revenues and expenses, as well as funding partners, revenue sources, and the Capital Budget. Ms. Fulbright gave an overview of projected revenues and expenses for the Gateway Arch, Riverfront Attractions, Downtown Airport, St. Louis Regional Frieghtway, and Executive Services. She also provided an overview of Internal Service Funds including Health Self-Insurance, Casualty Self-Insurance, and Workers Compensation Self-Insurance.

Commissioner Moore posed questions as to why the revenues from St. Clair County are high, however, ridership is not as high, compared to St. Louis City. Ms. Fulbright invited Commissioner Moore to contact her to discuss the allocation process in greater detail. President & CEO Roach stated that he would be glad to present the model for review. Commissioner Beach asked if the proposed budget will be presented to the full Board in April for approval. Mr.

Roach confirmed that this is correct. He added that the budget would then be presented to all of the Agency's partners individually, for approval.

A motion to accept this agenda item, as presented, and recommend it to the Board of Commissioners for approval, was made by Commissioner Johnson and seconded by Commissioner Pestello. (Commissioner Simmons and Commissioner Moore abstained from the vote.)

The motion passed.

8. FY 2022 External Audit – Client Service Plan from Rubin Brown

9:34 a.m. A briefing paper was included in the meeting materials regarding the FY2022 External Audit, Client Service Plan from Rubin Brown for Bi-State Development (BSD). Tammy Fulbright, Executive Vice President and Chief Financial Officer, gave an overview of this item, noting the scope of work included in the plan.

This item was presented for information only.

9. Treasurer's Report

9:35 a.m. A Treasurer's Report was included in the meeting materials. Tammy Fulbright, Executive Vice President and Chief Financial Officer, gave an overview of this item, noting that the Feds recently raised rates, which should increase interest income on investments. In addition, she reviewed figures regarding the fuel hedge, noting that this process is working to control fuel costs for the Agency. Commissioner Windmiller thanked Ms. Fulbright for her update on the fuel hedge.

This item was presented as information only.

10. Treasury Safekeeping Accounts Audit, Ending December 31, 2021

9:36 a.m. A briefing paper was included in the meeting materials regarding this item. Crystal Messner, Chief Audit Executive, gave an overview of this item, noting that this audit serves as checks and balances for the Treasurer's Report. Ms. Messner stated that IAD has determined that the Safekeeping Accounts exist, and the respective balances and credit ratings reported in the Treasurer's Report as of December 31, 2021 are fairly presented. She stated that IAD also reviewed the reasonableness of information provided in the Treasurer's Report related to the Diesel Fuel Hedging Program. She noted that the review of this program activity is new to this report and is a part of IAD's effort to provide enhanced audit services. She reported that this review focused on the reported results of the Fuel Hedging Program for the current year and the life of the program, April 1, 2004. Ms. Messner reported that the reported Fuel Hedge Program life-to-date information was also fairly stated, given the dollar volume involved; however, the life-to-date Total Fuel Cost information was understated and the Realized Gain information was overstated, as noted in Attachment 3.

This item was presented for information only.

11. Quarterly Financial Statements

9:38 a.m. Quarterly Financial Statements were included in the meeting materials. Tammy Fulbright, Executive Vice President and Chief Financial Officer, gave an overview of this item, reviewing revenues and expenses for each of the Agency's Enterprises. Commissioner Moore posed questions regarding the bond refunding, asking if those are taxable bonds. Ms. Fulbright stated that they are taxable bonds; however, the refunding saved approximately $30,000 to $32,000 per year. Commissioner Simmons posed questions regarding CARES funding, noting that this funding will not be available in the future, and asking if this future impact has been taken into consideration. Ms. Fulbright stated that this issue has been taken into consideration, and that is where fiscal responsibility for each department comes into the planning process. Commissioner Simmons thanked Ms. Fulbright for her work.

This item was presented as information only.

12. Procurement Report

9:42 a.m. A Procurement Report was included in the meeting materials. Thomas Curran, Executive Vice President Administration, gave an overview of this item, noting that relative to the total spend, the percentage of non-competitive procurements declined from 10.2% of overall spending in the second quarter to 7.4% in the third quarter. He reported that the reduction in the ratio of non-competitive to competitive spending has also reduced the twelve-month rolling average of non-competitive spending compared to total procurement spending, dropping from 14.4% in the second quarter of FY 2022 to 8.0% in the third quarter. Mr. Curran noted that he expects that due to the recent approval of several significant sole source contracts that there will be a change to this pattern in the near future. Commissioner Simmons posed questions regarding recent purchasing issues. Mr. Curran stated that the Agency has encountered issues related to workforce issues, as well as supply chain issues; however, the Agency has tried to alleviate some of these issues by ordering materials and supplies sooner.

This item was presented as information only.

13. Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of December 31, 2021

9:44 a.m. Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance updates were included in the meeting materials regarding this item. Charles Stewart, Interim Executive Director Metro Transit / Executive Vice President Organizational Effectiveness, gave an overview of this item. He noted that, with regard to the BSD 401(k) Retirement Savings Program, the total assets were $87.5M, as of the end of calendar year 2021, which is up $10.3M in combined contributions and investment earnings from calendar year end 2020, which was $77.2M. He added that allocations to individual funds and asset types remain relatively unchanged over the last year. The Vanguard Index Fund has significant participation with ~$16.7M in participant money, or 19% of total assets. The T. Rowe Price Stable Value Fund (7%) and Dodge & Cox Balanced Fund (8%) both also have significant participation. Fixed income manager, MetWest Total Return, has seen positive inflows and has current participant exposure of ~$1.2M. He stated that the T. Rowe Price Lifecycle Funds continue to grow in popularity, and approximately 39% of participant money is now held in these funds.

Mr. Stewart stated that as of December 31, with regard to the Salaried Pension Plan, total Plan assets were $102.3M, up by $7.7M since the beginning of the calendar year. Cash flows were slightly negative in the fourth quarter at -$0.8M, and year-to-date cash flows were negative at -$2.7M. He stated that this Portfolio gained +2.2% during the calendar year 2021, bringing the performance for the full year to +11.1%. Since inception dating back to 1988, the Total Portfolio has gained +7.9%, outpacing its benchmark by 40 basis points, and the Portfolio also outperformed its current actuarial return target of 6.0%. He stated that the Portfolio was rebalanced earlier this year, and it is in line with target asset allocations.

With regard to the IBEW Pension Plan, Mr. Stewart reported that as of December 31, total Plan assets were $8.0M, an increase of $0.06M since the beginning of the calendar year. He noted that, with the exception of 2018, Total Portfolio Market values have steadily increased over the past 11 years. In 2008, the market value fell to $1.1M, but has quadrupled since reaching the market bottom. He stated that now that the Plan is fully-funded, the cash flows into the Plan have moderated.

Mr. Stewart reported that as of December 31, total Plan assets for the ATU 788 Pension Plan, were $191.0M – an increase of $16.9M since the beginning of the calendar year. He noted that fund flows over the past few years have been consistently negative, and 2021 continued this trend. The Portfolio experienced investment gains of $23.2M for the calendar year.

Mr. Stewart stated that the OPEB Retirement Trust ended the quarter with a total Portfolio market value of $57.5M. The Portfolio gained +3.6%, during the fourth quarter of 2021. Through December 31, the total Portfolio gained 14.1%, equating to $6.9M in investment earnings since the beginning of the year.

This item was presented as information only.

14. Unscheduled Business
9:49 a.m. There was no unscheduled business.

15. President/CEO Report
9:49 a.m. Bi-State Development President/CEO Taulby Roach stated that he has no report at this time.

16. Call of Dates for Future Board and Committee Meetings
9:49 a.m. Myra Bennett, Manager of Board Administration, advised the Committee of the upcoming meeting, as follows:

Board of Commissioners Meeting:	Friday, April 22, 2022	8:30 AM
Safety & Security Meeting:	Thursday, May 5, 2022	8:30 AM
Operations/Audit, Finance, Administration:	Friday, June 10, 2022	8:30 AM

17. 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).
9:50 a.m. Chair Beach noted that the only item of business on the Executive Session agenda, is the approval of the January 28, 2022 Executive Session minutes; therefore, if there is no discussion needed regarding these minutes, the Board could choose to approve the minutes in Open Session, and the Executive Session will not be needed.

Commissioner Windmiller made a motion to approve the minutes of the January 28, 2022, Audit, Finance & Administration Committee, Executive Session, as presented, as a closed record. The motion was seconded by Commissioner Brown.

Rose Windmiller – Yea	Terry Beach – Yea
Vernal Brown – Yea	Debra Moore – Yea
Fred Pestello – Yea	Irma Golliday – Yea
Nate Johnson – Yea	Herbert Simmons – Yea

The motion passed unanimously.

18. Adjournment

9:51 a.m. Chair Beach asked if there was any further business, and being none, Commissioner Moore made a motion to adjourn the meeting. The motion was seconded by Commissioner Windmiller. Unanimous vote in favor taken. The motion passed, and the meeting was adjourned at approximately 9:52 a.m.

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Deputy Secretary to the Board of Commissioners
Bi-State Development

BI-STATE DEVELOPMENT
SAFETY AND SECURITY COMMITTEE MEETING
(VIRTUAL MEETING VIA ZOOM)
OPEN SESSION MINUTES
March 10, 2022

8:30 AM

Committee Members Participating via Zoom

Rose Windmiller – absent
Vernal Brown – absent
Fred Pestello – absent
Herbert Simmons, Chair
Derrick Cox
Irma Golliday – absent

Other Commissioners Participating via Zoom

Sam Gladney
Nate Johnson (joined at 8:31 a.m.)
Terry Beach
Debra Moore

Staff Participating via Zoom

Taulby Roach, President and Chief Executive Officer
Brenda Deertz, Director of Executive Services
Myra Bennett, Manager of Board Administration
Tom Curran, Executive Vice President Administration
Kevin Scott, General Manager Security
Andrew Ghaissi, General Manager Safety, Chief Safety Officer
Darren Curry, Assistant Executive Director, Transit Assets

Others Participating via Zoom

Lisa Stump, Lashly & Baer
Captain Pete Morrow, Joint Task Force

1. **Open Session Call to Order**
   8:30 a.m. Chair Simmons called the Open Session of the Bi-State Development Agency, Safety and Security Committee Meeting to order at 8:30 a.m.

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

3. **Introduction of Captain Pete Morrow, Joint Task Force**
   8:31 a.m. Kevin Scott, General Manager Security, noted that there has been a change in structure within the St. Louis County Police Department. As such, Captain Pete Morrow will now serve as the new Police Captain for the Joint Task Force, working out of the Delmar Facility. Mr. Scott

welcomed Captain Morrow to the team. Chair Simmons asked if Captain Morrow had been briefed on the issues related to the Dispatch Center, and Mr. Scott confirmed that he has been updated. President/CEO Roach welcomed Captain Morrow to the team, and noted that moving forward to increase communications is the major goal.

4. Public Comments.

8:34 a.m. Myra Bennett, Manager of Board Administration, noted that no public comments were received for today's meeting.

5. Approval of the Minutes of the August 12, 2021, Safety and Security Committee, Open Meeting

8:34 a.m. Chair Simmons noted that the minutes of the August 12, 2021 Safety and Security Committee, Open Meeting, were provided in the Committee packet for review. He asked if there were any corrections to the meeting, and being none, a motion to approve the minutes as presented, was made by Commissioner Cox and seconded by Commissioner Beach.

The motion passed unanimously.

6. Contract Award – License Monitoring Program

8:35 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 award a contract to Embark Safety, for driving license monitoring services, in the not-to-exceed amount of $129,279.35. A presentation regarding this item was provided by Tom Curran, Executive Vice President Administration, noting that the Bi-State Development (BSD) Safety Department is responsible for monitoring motor vehicle driving records for new moving violation activity and driving license status changes for Metro drivers. He reported that Solicitation 22-RFP-291011-MD – License Monitoring Program Services was issued on December 15, 2021, and the request for proposals was advertised in BSD's iSupplier Portal. Mr. Curran stated that, in response to the solicitation, one (1) proposal was received, from Embark Safety. The proposal was forwarded to an evaluation team, composed of staff from BSD's Safety Department, and was scored according to the technical evaluation criteria, specified in the solicitation package. He reported that, upon review and evaluation of both the technical and cost proposal received from Embark Safety, the following was determined:

- Embark Safety's web-based application demonstrates the ability to track, archive and report any moving violation activity along with a date/time stamp of the client's acknowledgement of the incidents. Driver rosters are able to be uploaded and maintained, while easy tools allow for adding/deleting drivers, as well as moving them between divisions.

- Embark's technical proposal meets the requirements for providing a driver monitoring and reporting system that continuously monitors driving records for new moving violation activity and license status changes.

Mr. Curran noted that the Contracting Officer conducted a survey of potential sources that chose not to submit a proposal, and the following reasons were noted: 1) The scope of services does not pertain to their organization; 2) Indicated that their organization will not participate; and 3) Did not return the required documents needed in order to update their vendor profile in iSupplier. Mr. Curran stated that Embark Safety's cost proposal was compared to the Independent Cost Estimate **(**ICE**)**, prepared by the Safety Department, as well as the firm's previous cost proposal submitted under contract 16-RFP-103214-MD License Program Monitoring, and the cost proposal was less than the cost estimate for the project.

Commissioner Cox asked what types of issues are reviewed under the license program monitoring. Mr. Curran stated that it would monitor motor vehicle driving records for any new moving violation activity and license status changes for Metro drivers, such as speeding tickets, failure to renew license, etc. Chair Simmons asked how often these types of incidents are discovered. Mr. Curran stated that he is unsure of the number of incidents in the past. Andrew Ghiassi, General Manager Safety, stated that the new system will provide real-time notifications, including those for employees who hold a CDL. Commissioner Cox asked for clarification, that the amount of $129,279.35, covers the entire 5-year period of the contract. Mr. Curran verified that it does cover the entire period of the contract, and that the cost was based on a "per employee" cost.

A motion to approve the item, as submitted, was made by Commissioner Cox and was seconded by Commissioner Moore.

The motion passed unanimously.

7. Update – Chestnut Health

8:40 a.m. Kevin Scott, General Manager Security, welcomed Commissioner Moore to the Board. He noted that a pilot program was developed in April 2020 by the St. Clair County Transit District (SCCTD), in which two counselors from Chestnut Health began engaging the customer base, and connecting those customers in need to services. He noted that Ken Sharkey, Executive Director, SCCTD, was instrumental in developing this program. Mr. Scott stated that staff saw a need for these services for Metro Transit customers as well; therefore, they expanded the services provided by Chestnut Health to Metro Transit, to ensure services were being offered on both sides of the river. He noted that the Board approved this pilot project, to offer services at the North Hanley and Civic Center locations. Mr. Scott reported that services are currently being provided at the Civic Center location, with plans to expand to the North Hanley station within 30-60 days. He noted that oversight for both the St. Clair County Transit District and Metro Transit projects is the same, and they will be looking at the qualitative and quantitative results of the program. Mr. Scott stated that the Agency is excited about this program, and welcomed the Commissioners to visit these locations and see the program in action. He stated that Metro Transit is taking a holistic approach to public safety, and this component is vitally important.

Commissioner Moore asked how the Counselors engage the ridership, and asked if they were in an office or if they ride the train. Mr. Scott stated that the Counselors are actively engaging the customers. He stated that they ride the train and offer support on site. He noted that this is a customer and community based approach. Chair Simmons noted that $353,000 was approved for this project, and asked if this cost covers both of the facilities and how the funding is allocated. Mr. Scott stated that the cost covers services at both facilities, and is funded by Bi-State Development funds. Chair Simmons noted that grant funding may be available for this program, and if so, he asked if grant funding would include the SCCTD program as well. Mr. Scott stated that it is his hope to make this into one, cohesive program, with grant funding provided to cover those costs. He noted that, as stated previously, in order for this to happen, the Agency will need to show the positive impact of the program, including quantitative and qualitative results.

(This item was provided as information only.)

8. Update – Camera Feeds and Bandwidth – St. Clair County

8:53 a.m. A presentation regarding this item was provided by President/CEO, Taulby Roach. He thanked Chair Simmons for his involvement with this initiative. Mr. Roach noted that the current bandwidth is not enough to manage the system, and he asked Darren Curry to provide an overview of the technical aspects of this issue. Darren Curry, Assistant Executive Director, Transit Assets, gave a brief overview of this item, noting that the bandwidth needs to be increased throughout the MetroLink alignment, and the Agency is focusing on St. Clair County, in order to assist with 911. He noted that some fiber will need to be upgraded or replaced, as part of this project. Chair Simmons stated that this upgrade will allow the Agency to have feeds into the four, 911 centers in St. Clair County and to allow monitoring of platforms and parking areas. Mr. Curry also added that construction has begun at the Compton and Spruce Facility (Main Shop) for the real time camera center, noting that it is also the intent to move Public Safety Dispatch.

(This item was provided as information only.)

9. Unscheduled Business

8:58 a.m. There was no unscheduled business.

10. President/CEO Report

8:59 a.m. President/CEO, Taulby Roach, stated that the project to provide video feeds to the 911 centers is about resources and collaboration, and he noted that this idea was championed by Chair Simmons. He thanked Chair Simmons for that effort.

Mr. Roach gave an update on the Safe Platforms Project, noting that $10.7 million of private sector funding has been pledged. He noted that the team will be moving to the next phase in the process, which will be the design. He reported that a design team will be formed, which will include representatives from the various jurisdictions. Mr. Roach noted that the fiscal year 2023 budget will be presented at the Audit, Finance & Administration Committee meeting next week. He noted that, when presenting the budget to each jurisdiction, he will also be presenting the general funding plan for the Safe Platform Project. He stated that the preliminary estimate indicates a cost of $52 million, along with the funding sources. Mr. Roach stated that this will be presented to St. Clair County, St. Louis County and St. Louis City, and each jurisdiction will have input on the project at that time. He noted that advanced funding is already in place in St. Louis County, for this project, from a bond refinance that was completed approximately 18 months ago. Mr. Roach reported that he will be speaking to the internal team, and will be naming a specific project manager in the near future. He stated that this is going to be a major change to MetroLink. The curb appeal will change dramatically, and Security will be embedded in the entire process.

Mr. Roach stated that a MetroLink single car, pilot program is moving forward, as single cars are easier to secure and monitor. In addition, he noted that the area and ridership are changing, and that the Agency must have the courage to change, be responsive, and provide the services requested by our customers.

Commissioner Cox stated that he is glad to see that the Agency is moving forward with the pilot program for single cars, and he is excited about the Safe Platform Plan. Commissioner Moore stated that as a former, heavy user of MetroLink, she always wondered why a single car system was not used, as they are much easier to secure. She stated that she is happy to see this moving forward. President/CEO Roach stated that he received input from City and County law enforcement that, during the ice storm, moving to the single cars made a huge difference in being able to provide better security; we are responding to their input.

(This item was provided as information only.)

11. Call for the Dates of Future Board & Committee Meetings

9:08 a.m. Ms. Bennett informed the Committee of upcoming meetings as follows:

Operations Committee Meeting:	Friday, March 18, 2022	8:30 AM
Audit, Finance & Administration Committee:	Friday, March 18, 2022	Following OPS
Board of Commissioners Meeting:	Friday, April 22, 2022	8:30 AM

12. Motion to move Executive Session

9:09 a.m. Chair Simmons 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) (11) – Security, and (D) (16) – Rail, Bus or Facilities Safety and Accidents.

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

Nate Johnson – Yea
Sam Gladney – Yea
Herbert Simmons – Yea
Derrick Cox – Yea
Debra Moore – Yea
Terry Beach – Yea

The motion passed unanimously, and the Committee moved into Executive Session at approximately 9:10 a.m.

13. Reconvene to Regular Meeting

9:39 a.m. The Committee reconvened to the Regular Meeting at approximately 9:39 a.m.

Chair Simmons asked for a motion to approve the minutes of the August 12, 2021, Security Sub-Committee, Executive Session Meeting, as presented, as a closed record. The motion was made by Commissioner Cox and was seconded by Commissioner Gladney. The poll of the Board being:

Nate Johnson – Yea
Sam Gladney – Yea
Herbert Simmons – Yea
Derrick Cox – Yea
Debra Moore – Yea
Terry Beach – Yea

The motion passed unanimously.

14. Adjournment

9:40 a.m. Chair Simmons asked if there was any further business; being none, Commissioner Cox 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 9:40 a.m.

____

Deputy Secretary to the Board of Commissioners
Bi-State Development

Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
April 22, 2022

From:	Taulby Roach, President and Chief Executive Officer
Subject:	**On the Way with ADA: Fixed Route Incentive Program**
Disposition:	Approval
Presentation:	Charles Stewart, Interim Executive Director Metro Transit

Objective:
To present to the Board of Commissioners, for approval, a request to permanently implement the On the Way with ADA Program that was piloted in 2021. This program allows eligible ADA Complementary Paratransit (Metro Call-A-Ride) riders to use Metro's Fixed Route services (MetroLink and MetroBus) for no fare. This change would incentivize ridership on MetroBus and MetroLink, reduce costs associated with Call-A-Ride service for both the Agency and the Customer, and improve equitable access to transit service.

Background:
Since June 2021, the On the Way with ADA **(OTW)** Pilot program has offered an incentive for qualified ADA Complementary Paratransit riders to use Fixed Route when they are able to do so. The pilot was implemented in part to address operator shortages that extended to Metro Call-A-Ride. The program goals go beyond COVID-19 solutions. Data collected and summarized in the attachments shows (a) better utilization of scarce Agency resources (see attachment A), (b) cost savings and more options for passengers who may have limited transportation options, and (c) embodiment of the spirit of the ADA--inclusion of people with disabilities into services provided to the public.

Fixed route transit--mass transit, in particular--is a more efficient and cost-effective transportation service than specialized services like paratransit. For example:

- The cost to the Agency and its funders for a single trip on ADA Complementary Paratransit exceeds 5 times the cost of a single trip on Fixed Route.
- There is more capacity on Fixed Route than on paratransit, especially during the present labor crisis.
- Increasing utilization of Fixed Route by ADA Complementary Paratransit eligible riders is fiscally responsible while simultaneously creating capacity on ADA Complementary Paratransit for those who cannot utilize Fixed Route.
- Adequate capacity is critical to enable the Agency to meet the requirements established by the ADA which prohibits capacity constraints for required trips.

ADA's intent is full participation and inclusion in society for persons with disabilities. ADA Complementary Paratransit is required by the ADA to replace fixed route service, when a person's disability prevents them from using Fixed Route independently. Many riders with disabilities can use Fixed Route for some transit trips. The physical environment interacts with the rider's physical, visual, and cognitive abilities; the intersection of these factors is what should define whether a specific trip can be completed on Fixed Route. For example, a power wheelchair user needs an accessible path of travel to and from the stop. A person with an intellectual disability may be able to learn a simple, routine trip on Fixed Route, but may need ADA Complementary Paratransit for an untrained or complicated trip.

Analysis:

Metro has offered the On the Way with ADA Pilot program since last summer as a promotional fare, then extended with Board approval. The pilot will expire May 31, 2022, without action from the Board. This pilot has demonstrated cost savings estimated at over $500,000 yearly, better use of scarce human resources, and increased transportation outcomes and satisfaction from program participants.

BSD Board Policy states that Metro's transit fare structure "shall seek to meet the needs of transit-dependent customers."[1] For many passengers with disabilities, especially those who need wheelchair accessible vehicles, MetroLink, MetroBus or Metro Call-A-Ride are the only feasible transportation options. Furthermore, paragraph D of Chapter 90 states that, "The Agency shall provide free bus and light rail transit services only in those situations that result in benefits to the Agency."[2] Our analysis shows that this program is a benefit to the Agency, by allowing Metro to better utilize scarce resources (operators and funding). We ask that the Operations Committee consider making the On the Way with ADA Program a permanent part of the fare structure.

Previous Action:

This item was recommended for approval at the March 18, 2022, Operations Committee meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners authorize permanent approval of the On the Way with ADA Program, allowing registered ADA Complementary Paratransit Eligible passengers to use MetroBus and MetroLink for no fare.

Attachments:

A: Cost Analysis of On the Way with ADA Program
B: Use and Perception of Program for Program Participants

Funding Source:

This program is projected to save over $555,000 per year. Funding for administration of the program is accommodated within Metro's Operating Budget.

[1] *Board Policy Chapter 90 Transit Operations, Section 90.010 Transit System Fares, B. Evaluation.*
[2] *Board Policy Chapter 90 Transit Operations, Section 90.010 Transit System Fares, E. Free Transit Services.*

Attachment A:

Cost Analysis of On the Way with ADA Program

$555,180 Projected Annual Savings to the Agency

$485,250	Credit: Cost of Trips that would have otherwise been taken on Call-A-Ride
- $115,128	Loss: Revenue from unpurchased Reduced Fare Passes
= $370,122	Savings over 8 months (pilot)
÷ 8 = $ 46,265	Average Savings per Month
x 12 = $555,180	Estimated Savings per Year

Assumptions for analysis:

- $50 = Community Investment or Subsidy for each Call-A-Ride trip provided
- 9705 trips not needed on Call-A-Ride during data collection period
- $39 = Cost per user per month in which the OTW card was validated at least once
- 2952 reduced fare monthly bus passes not purchased by OTW card holders

Data used for analysis:

- Call-A-Ride Ridership Data for the 8 months pilot has been running + previous 8 months
- On the Way with ADA Gateway Card Data for the 8 months the pilot has been running
- Data from Metro's Planning Division regarding community subsidy by transit mode

Attachment B:

Use and Perception of Program for Program Participants

In February 2022, On the Way with ADA pilot program participants who had validated their card at least one time on MetroBus or MetroLink were invited to share feedback about the pilot program. The survey had a 19% response rate.

Of those who responded:

- 96% report this program saves them money each month
- 41% report using Call a Ride "Less Often" or "Not at All"
- 45% report increased ability to get where they need to go
- 49% report increased ability to go when they need to go
- 65% report they are traveling to new places

The survey included an opportunity to share open ended comments about the user's experience with the program. Highlights show that the program has not only served as an important safety net during our current Call-A-Ride operator shortage, but also that it has driven positive associations with Metro's overall service:

- "**I can take trips with little notice**, or when I don't have the change to pay for the fare. The walking helps my back to feel better."
- "I love it. It is nice to be able to get back and forth to the doctor without waiting for others or transportation. An incredible idea."
- "It makes me feel better as a senior citizen. **Makes me feel like Metro cares about me getting around.**"
- "This is a great service for the elderly and disabled. Go Metro."
- "I am just glad for the program, and it helps me out a lot. I get around a lot more than I do if I had to pay the money to ride."
- "**This card is a gift from God**-this card is an angel. I love this card!"
- "I used the card when I can't get Call-A-Ride reservations."
- "**I have more money to buy food and toiletries. This is one of the better things that has happened.** It makes it easier to make everything stretch."
- "It is so convenient for me because **I am not worried about pulling out money** on busses or trains, especially at the MetroLink Station. I am visually impaired, and I wish it could go on forever."

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
PERMANENTLY IMPLEMENTING THE ON THE WAY WITH ADA
FIXED ROUTE INCENTIVE PROGRAM**

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 90 Transit Operations, Section 90.010 Transit System Fares, B. Evaluation states that Metro's transit fare structure shall seek to meet the needs of transit-dependent customers, and Board Policy, Chapter 90 Transit Operations, Section 90.010 Transit System Fares, E. Free Transit Services states that, the Agency shall provide free bus and light rail transit services only in those situations that result in benefits to the Agency; and

Whereas, since June 2021, the On the Way with ADA (OTW) Pilot program has offered an incentive for qualified ADA Complementary Paratransit riders to use Fixed Route when they are able to do so; and

Whereas, data collected from the pilot program shows (a) better utilization of scarce Agency resources, (b) cost savings and more options for passengers who may have limited transportation options, and (c) embodiment of the spirit of the ADA--inclusion of people with disabilities into services provided to the public; and

Whereas, fixed route transit--mass transit, in particular--is a more efficient and cost-effective transportation service than specialized services like paratransit; and

Whereas, ADA's intent is full participation and inclusion in society for persons with disabilities. ADA Complementary Paratransit is required by the ADA to replace fixed route service, when a person's disability prevents them from using Fixed Route independently; however, many riders with disabilities can use Fixed Route for some transit trips; and

Whereas, Metro Transit has offered the On the Way with ADA Pilot program as a promotional fare, then extended the program with Board approval, and the pilot will expire May 31, 2022, without action from the Board; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to authorize permanent approval of the On the Way with ADA Program, allowing registered ADA Complementary Paratransit Eligible passengers to use MetroBus and MetroLink for no fare, 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 On the Way with ADA Program. The Board of Commissioners hereby authorizes the permanent approval of the On the Way with ADA Program, allowing registered ADA Complementary Paratransit Eligible passengers to use MetroBus and MetroLink for no fare, as outlined in the briefing paper and made a part hereof, 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 Executive Director Metro Transit 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 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, its officers and its employees.

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.

Section 8. Payment of Expenses. The Executive 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.

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 22nd day of April, 2022.

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
April 22, 2022

From:	Taulby Roach, President and Chief Executive Officer
Subject:	**Contract Modification - Union Station Tunnel Rehabilitation Consultant Services**
Disposition:	Approval
Presentation:	Christopher C. Poehler, P.E., Assistant Executive Director Engineering Systems Tom Curran, Executive Vice President - Administration

Objective:
To present to the Board of Commissioners for approval, a request for authorization to modify the current contract for design and construction phase services for the Union Station Tunnel rehabilitation project.

Background:
On June 24, 2016, Bi-State Development (BSD) issued Solicitation Number 17-RFP-103314-DGR-Union Station Tunnel Rehabilitation Design Services, and as a result of the procurement process, award was made to Modjeski and Masters.

The Board of Commissioners approved a not-to-exceed amount of $4,500,000.00 at their September 23, 2016 meeting. Due to the on-going negotiations with Union Station ownership, it has been necessary to significantly revise the design approach and construction sequencing of the Union Station tunnel project. In addition to completely changing the nature of the repairs, it has become necessary to break the overall scope of work into smaller packages and issue separate early work design and construction packages, while continuing the overall design of the entire tunnel rehabilitation.

Contract Modification #5 includes funding to cover:

- Additional design work that is necessary to minimize impact to the surface; and
- Construction phase services for both the early work structural construction package and the overall rehabilitation construction package.

The construction phase services include design review activities and construction inspection services to augment the BSD staff, over the 36-month project. The cost for these additional services is $1,694,165.52, which includes a 10% contingency.

Analysis:
Engineering and Procurement have reviewed the cost proposal by Modjeski and Masters and have determined that the cost proposal is deemed fair and reasonable.

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.

Previous Action:
This item was recommended for approval at the March 18, 2022, Operations Committee meeting.

Board Action Requested:
The Operations Committee recommends that the Board of Commissioners approve the request to authorize the President & CEO to approve Contract Modification #5, for the continued design and construction phase services for the Union Station Tunnel, to Modjeski and Masters, in an amount not to exceed $1,694,165.52, and to extend the contract end date to May 1, 2026.

Funding Source:
Federal Transit Administration Grant Number MO-05-0028, MO-90-X231 and Local Match from 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 MODJESKI AND MASTERS FOR
CONTINUED DESIGN AND CONSTRUCTION PHASE SERVICES
FOR THE UNION STATION TUNNEL REHABILITATION 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 50.010, Section G.1. and 2. requires the Board of Commissioners to approve modifications which modify the approved contract cost and extend the contract performance period beyond 180 days; and

Whereas, on June 24, 2016, Bi-State Development (BSD) issued Solicitation Number 17-RFP-103314-DGR-Union Station Tunnel Rehabilitation Design Services, and as a result of the procurement process, award was made to Modjeski and Masters; and

Whereas, the Board of Commissioners approved a not-to-exceed amount of $4,500,000.00 for the project at their September 23, 2016 meeting; however, due to the on-going negotiations with Union Station ownership, it has been necessary to significantly revise the design approach and construction sequencing of the Union Station tunnel project; and

Whereas, in addition to changing the nature of the repairs, it has become necessary to break the overall scope of work into smaller packages and issue separate early work design and construction packages, while continuing the overall design of the entire tunnel rehabilitation; and

Whereas, it is necessary to modify the contract to include additional design work that is necessary to minimize impact to the surface and to include construction phase services, for both the early work structural construction package and the overall rehabilitation construction package; and

Whereas, it is feasible, necessary and in the public interest for the Agency for the Board of Commissioners to authorize the President and CEO to approve Contract Modification #5, for the continued design and construction phase services for the Union Station Tunnel, to Modjeski and Masters, in an amount not to exceed $1,694,165.52, and to extend the contract end date to May 1, 2026, 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 and CEO to approve Contract Modification #5, for the continued design and construction phase services for the Union Station Tunnel, to Modjeski and Masters, in an amount not to exceed $1,694,165.52, and to extend the contract end date to May 1, 2026, 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 Executive 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 22nd day of April, 2022.

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
April 22, 2022

From:	Taulby Roach, President and Chief Executive Officer
Subject:	**Single Bid Contract Award – Downtown Tunnel Repairs**
Disposition:	Approval
Presentation:	Charles Stewart, Interim Executive Director - Metro Transit Christopher C. Poehler, P.E., Assistant Executive Director Engineering Systems Tom Curran, Executive Vice President Administration

Objective:
To present to the Board of Commissioners for approval, a request for authorization to award a single bid contract to Kozeny-Wagner, Inc. for Downtown Tunnel Repairs.

Background:
On January 14, 2022, Bi-State Development received a sealed bid in response to Solicitation Number 22-SB-277987-DGR - Downtown Tunnel Repairs. Only one bid from Kozeny-Wagner, Inc. was received in the amount of the $5,469,690.00, which significantly exceeded the independent cost estimate of $2,900,000. Since only one bid was received, bid documents allowed staff to convert the solicitation from a Request for Sealed Bids to a Request for Proposal 22-SB/RFP-277987-DGR to allow negotiations to occur between the contractor and staff.

During negotiations with the contractor, two major costs were identified that could be reduced: Standpipe Replacement and labor costs associated with the shortened workweek, due to track time limitations. Based on increased flexibility in the workweek and reductions in the cost of the standpipe installation (which allows water to be piped from fire hydrants at the street level down into the tunnel in case of a fire), the contractor's bid was reduced to $4,377,659.00, which includes a 10% contingency.

Analysis:
Metro Engineering has reviewed the cost proposal by Kozeny-Wagner, Inc. and has determined that the cost proposal is deemed fair and reasonable.

Previous Action:
This item was recommended for approval at the March 18, 2022, Operations Committee meeting.

Board Action Requested:
The Operations Committee recommends that the Board of Commissioners approve the request to authorize the President & CEO to approve the contract for construction for the repairs of the Downtown Tunnel to Kozeny-Wagner, Inc., in an amount not to exceed $4,377,659.00.

Funding Source:
Federal Transit Administration Grant Number MO-54-0001, MO-90-X296 and Local Match from Prop M.

Board Policy Chapter 50.010, Section E.1.b., requires the Board of Commissioners to approve Non-Competitive Procurements which exceed $100,000.

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI - ILLINOIS METROPOLITAN DISTRICT AWARDING A CONTRACT TO KOZENY-WAGNER, INC. FOR DOWNTOWN TUNNEL REPAIRS

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 acquire by gift, purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, airports, wharves, docks, harbors, and industrial parks adjacent to and necessary and convenient thereto, bridges, tunnels, warehouses, grain elevators, commodity and other storage facilities, sewage disposal plants, passenger transportation facilities, and air, water, rail, motor vehicle and other terminal or parking facilities; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

Whereas, Board Policy Chapter 50, §50.010 (E)(1)(b), requires Board approval of all Non-competitive ("sole source or single bid") Procurements exceeding $100,000; and

Whereas, on January 14, 2022, Bi-State Development received a sealed bid in response to Solicitation Number 22-SB-277987-DGR - Downtown Tunnel Repairs; and

Whereas, only one bid, from Kozeny-Wagner, Inc., was received in the amount of the $5,469,690.00, which significantly exceeded the independent cost estimate. Bid documents allowed staff to convert the solicitation from a Request for Sealed Bids to a Request for Proposal 22-SB/RFP-277987-DGR, to allow negotiations to occur between the contractor and staff; and

Whereas, during negotiations with the contractor, two major costs were identified that could be reduced: standpipe replacement and labor costs associated with the shortened workweek, due to track time limitations; and

Whereas, based on increased flexibility in the workweek and reductions in the cost of the standpipe installation, the contractor's bid was reduced to $4,377,659.00, which includes a 10% contingency; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President & CEO to approve the contract for construction for the repairs of the Downtown Tunnel to Kozeny-Wagner, Inc., in an amount not to exceed $4,377,659.00, which includes a 10% contingency, in accordance with the terms and conditions described he rein.

NOW, THEREFORE, THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI- ILLINOIS METROPOLITAN DISTRICT DOES H EREBY RESOLVE, DETERMIN E AND ORDER AS FOLLOWS:

Section 1. Findings. The Board of Commissioners hereby finds and determine s 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 Sole Source Contract. The Board of Commissioners hereby authorizes the President & CEO to approve the contract for construction for the repairs of the Downtown Tunnel to Kozeny-Wagner, Inc., in an amount not to exceed $4,377,659.00, which includes a 10% contingency, 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 Contracts 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 Kozeny-Wagner, 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.

Section 8. Payment of Expenses. The Executive 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 Contracts.

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 22nd day of April, 2022.

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
April 22, 2022

From:	Taulby Roach, President and Chief Executive Officer
Subject:	**Intergovernmental Agreement with St. Louis County, City of St. Louis and Bi-State Development regarding Northside-Southside Corridor Study**
Disposition:	Approval
Presentation:	Taulby Roach, President and Chief Executive Officer

Objective:
To submit to the Board of Commissioners for approval, a request to execute an Intergovernmental Agreement with St. Louis County and the City of St. Louis regarding the Northside-Southside Corridor Study ("MOA").

Background:
St. Louis County and its partner, the City of St. Louis, aspire to make a high-performance, user friendly Northside-Southside transit corridor a reality for today's residents, while strengthening tomorrow's economic prospects. This Northside-Southside Corridor Study, contemplated in the MOA, will expand the Northside-Southside Corridor Technological Alternatives Analysis ("AA Study") and build on previous information in order to provide a more complete assessment of areas in St. Louis County ("County AA Study"). The County AA Study will provide examples of a range of routes and modes for service in the Northside-Southside Corridor, developing and comparing conceptual alternatives and their associated benefits and costs.

The County AA Study will be funded by St. Louis County and will be jointly managed by St. Louis County, the City of St. Louis and BSD. St. Louis County will contract and fund all costs and fees related to the consultant team to provide professional engineering and transportation planning services to conduct, prepare and deliver the County AA Study. BSD will handle such activities as fulfilling date requests from the consultant; scheduling and convening internal reviews of consultant interim deliverables; and coordinating communication of materials between consultant, St. Louis County, City of St. Louis and BSD staff.

Previous Action:
This item was recommended for approval at the March 18, 2022, Operations Committee meeting.

Board Action Requested:
The Operations Committee recommends that the Board of Commissioners approve the request to execute an Intergovernmental Agreement with St. Louis County and the City of St. Louis regarding the Northside-Southside Corridor Study.

Funding Source:
No funding request is made for this item. Metro Transit staff time and resources will be tracked and charged to this project, as part of the normal course of business for projects of this nature.

Attachment:
Attachment 1 – Draft Memorandum of Agreement with St. Louis County, City of St. Louis and Bi-State Development regarding the Northside-Southside Corridor Study.

No Board Policy applies; however, Missouri Revised Statutes, Section 70.220 and Section 70.230, require agreements between municipalities or other units of government be approved by the Governing Board of such entity.

MEMORANDUM OF AGREEMENT

This Memorandum of Agreement (the "Agreement") is by and between the City of St. Louis, Missouri ("City"), the Bi-State Development Agency of the Missouri-Illinois Metropolitan District ("Agency") and St. Louis County, Missouri ("County"). City, Agency and County are, at times, individually referred to as a "Party", and collectively referred to as "the Parties."

WHEREAS, Agency, is an interstate transportation authority created by a joint compact between the States of Missouri and Illinois, codified at Section 70.370 et seq. of the Missouri Revised Statutes and Chapter 45, Section 100/1 et seq. of the Illinois Compiled Statutes (jointly referred to herein as the "Compact"), authorized to plan, construct, operate and maintain passenger transportation facilities and transit terminal facilities in the Greater St. Louis area in Missouri and Illinois;

WHEREAS, City, as a local municipality, has the land use planning and regulatory authority under State Law for the geography of the locally preferred alternative (LPA) of the Northside-Southside Transit Corridor project;

WHEREAS, County, as a constitutional charter county, has the authority to contract for the provision of mass public transportation with Agency;

WHEREAS, City, County and Agency desire to cooperate in certain aspects of the study, analysis, planning, design, development, construction, and operation of a high-capacity transit line, pursuant to the results of the 2018 Conceptual Design Study of the Northside-Southside Transit Corridor;

WHEREAS, City has collected revenue since citizens voted in 2017 to pass Proposition 1, a ballot measure that imposed a one half of one percent economic development sales tax to support transit – amongst other items – including the Northside-Southside Corridor Technological Alternatives Analysis ("AA Study").

WHEREAS, County desires to expand the AA Study to plan for the integration of the Northside-Southside Transit Corridor with opportunities for transportation improvements and development in St. Louis County ("County AA Study").

NOW THEREFORE City, Agency, and County hereby express in this MOA their mutual understandings, intentions and expectations with respect to cooperation regarding the transit study activities described herein:

1. County intends to contract with AECOM ("Consultant") to obtain services to expand the AA Study to plan for the integration of the Northside-Southside Transit Corridor with opportunities for transportation improvements and development in St. Louis

County, the County AA Study. The proposed Scope of Work for Consultant is attached hereto as Exhibit A.

2. County shall designate a County Project Manager to work with the Agency and to monitor the progress of services under the contract between County and Consultant. County and Agency will coordinate and cooperate to complete the County AA Study, handling activities including but not limited to: organizing and fulfilling data requests from Consultant; scheduling internal reviews and other meetings to review Consultant work products; coordination of communication materials between Consultant, City, County and Agency communication staff; and other coordination or review tasks that arise. County shall be privy to all communication related to the County AA Study, and shall be included on communications even if they are not bearing primary responsibility for executing a given task.

3. County and Agency reserve the right to expand or change the relevant staff from each party to be involved throughout different phases of the County AA Study and shall communicate the staff participation changes to the County AA Study Project Manager designated by the Consultant team.

4. County shall be responsible for all costs associated with the Consultant's services for the County AA Study.

5. County and Agency shall have the collective responsibility for approval of the final draft of the County AA Study, insofar as it results in any modifications to recommended technology or propulsion mechanisms, alignment, station locations, and connected transit services.

6. City shall cooperate with County and Agency in the County AA Study by providing information requested relating to the AA Study completed by City, and coordinating information from the AA Study to the Consultant.

7. In the event that County terminates the Consultant's services prior to completion of the County AA Study, County shall submit to Agency all documents, memoranda, and other materials relating to the County AA Study and all work product produced in connection with such study so that the Agency may pursue alternate funding for the completion of the County AA Study.

This MOA is not a binding contract, but represents the parties' mutual understandings, intentions and expectations with respect to cooperation regarding the transit study activities described herein. County, City, and Agency hereby express their intention to request legislative authority from their respective Councils and Boards for those actions requiring such authority.

IN WITNESS WHEREOF, County, City, and Agency have executed this MOA by their respective representatives designated below.

ST. LOUIS COUNTY, MISSOURI	THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
By: ______________________________ Title: ____________________________ Date: ____________________________	By: __________________________________ Title: ________________________________ Date: ________________________________

CITY OF ST. LOUIS

By: ______________________________
Title: ____________________________
Date: ____________________________

Exhibit A

Scope of Work for County AA Study

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI- ILLINOIS METROPOLITAN DISTRICT AUTHORIZING THE PRESIDENT AND CEO TO ENTER INTO A MEMORANDUM OF AGREEMENT WITH ST LOUIS COUNTY AND THE CITY OF ST. LOUIS REGARDING THE NORTHSIDE-SOUTHSIDE CORRIDOR STUDY

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency") 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 acquire by gift, purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, airports, wharves, docks, harbors, and industrial parks adjacent to and necessary and convenient thereto, bridges, tunnels, warehouses, grain elevators, commodity and other storage facilities, sewage disposal plants, passenger transportation facilities, and air, water, rail, motor vehicle and other terminal or parking facilities; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

Whereas, no Board Policy applies; however, Missouri Revised Statutes, Section 70.220 and Section 70.230, require agreements between municipalities or other units of government be approved by the Governing Board of such entity; and

Whereas, St. Louis County and its partner, the City of St. Louis, aspire to make a high-performance, user friendly Northside-Southside transit corridor a reality for today’s residents, while strengthening tomorrow’s economic prospects; and

Whereas, the Northside-Southside Corridor Study, contemplated in the MOA, will expand the Northside-Southside Corridor Technological Alternatives Analysis (“AA Study”) and build on previous information in order to provide a more complete assessment of areas in St. Louis County (“County AA Study”); and

Whereas, the County AA Study will provide examples of a range of routes and modes for service in the Northside-Southside Corridor, developing and comparing conceptual alternatives and their associated benefits and costs; and

Whereas, the County AA Study will be funded by St. Louis County and will be jointly managed by St. Louis County, the City of St. Louis and the Agency; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President and CEO to execute an Intergovernmental Agreement with St. Louis County and the City of St. Louis regarding the Northside-Southside Corridor Study, 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 Authorization to Execute an Intergovernmental Agreement. The Board of Commissioners hereby authorizes the President and CEO to execute an Intergovernmental Agreement with St. Louis County and the City of St. Louis regarding the Northside-Southside Corridor Study, 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. Form of the Memorandum. The form of the Memorandum of Agreement (as provided in the Attachment to this Resolution and made a part hereof), substantially in the form presented to this meeting is hereby approved, and officers of the Agency, including without limitation, the President and CEO, are hereby authorized and directed to execute and deliver and attest, respectively, the Memorandum of Agreement, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to affect this Memorandum, with the necessity and desirability of such changes, modifications, insertions and omissions conclusively evidenced by their execution thereof.

Section 4. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, 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 execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 5. 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 6. Rights under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency, its officers and employees.

Section 7. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 8. 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.

Section 9. Payment of Expenses. The Executive 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.

Section 10. 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 22nd day of April, 2022.

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
April 22, 2022

From:	Taulby Roach, President & Chief Executive Officer
Subject:	**Contract Award – License Monitoring Program Services**
Disposition:	Approval
Presentation:	Thomas Curran, Executive Vice President – Administration

Objective:
To present to the Board of Commissioners, a request to authorize the President & CEO to award a contract to Embark Safety for license monitoring services.

Background:
Bi-State Development's (BSD**)** Safety Department is responsible for monitoring motor vehicle driving records for new moving violation activity and license status changes for Metro drivers. Solicitation 22-RFP-291011-MD – License Monitoring Program Services was issued on December 15, 2021. The request for proposals was advertised in BSD's iSupplier Portal.

Analysis:
In response to the solicitation, one (1) proposal was received from Embark Safety. The proposal was forwarded to an evaluation team, composed of staff from BSD's Safety Department. The proposal was scored according to the technical evaluation criteria, specified in the solicitation package.

Upon review and evaluation of both the technical and cost proposal received from Embark Safety, the following was determined:

- Embark Safety's web-based application demonstrates the ability to track, archive and report any moving violation activity along with a date/time stamp of the client's acknowledgement of the incidents. Driver rosters are able to be uploaded and maintained, while easy tools allow for adding/deleting drivers, as well as moving them between divisions.

- Embark's technical proposal meets the requirements for providing a driver monitoring and reporting system that continuously monitors driving records for new moving violation activity and license status changes.

Board Policy Chapter 50.010.E - Purchasing requires Board approval of non-competitive procurements exceeding $100,000.

The Contracting Officer conducted a survey of potential sources that chose not to submit a proposal. Three companies responded:

Firm	Reason for Not Submitting a Bid
Wallisco	Scope of services does not pertain to their organization.
Neopart Transit	Indicated that their organization will not participate.
Drivers Alert	Did not return the required documents needed in order to update their vendor profile in iSupplier.

Embark Safety's cost proposal was compared to the Independent Cost Estimate (ICE) prepared by the Safety Department, and the firm's previous cost proposal submitted under contract 16-RFP-103214-MD License Program Monitoring.

Independent Cost Estimate	Embark Safety Cost Proposal dated 12/21/2021	Embark Safety Cost Proposal dated 06/21/2016
$260,000.00	$129,279.35	$168,590.00

Based on the above analysis, Embark Safety's cost proposal is determined to be fair and reasonable.

Funding Source:
Operational Funds

Previous Action:
This item was recommended for approval at the March 10, 2022, Safety & Security Committee meeting.

Board Action Requested:
The Safety & Security Committee recommends that the Board of Commissioners approve the request to authorize the President & CEO to enter into a 5-year contract for license monitoring services with Embark Safety, in the not-to-exceed amount of $129,279.35.

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI - ILLINOIS METROPOLITAN DISTRICT AWARDING A CONTRACT TO EMBARK SAFETY FOR LICENSE MONITORING 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 acquire by gift, purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, airports, wharves, docks, harbors, and industrial parks adjacent to and necessary and convenient thereto, bridges, tunnels, warehouses, grain elevators, commodity and other storage facilities, sewage disposal plants, passenger transportation facilities, and air, water, rail, motor vehicle and other terminal or parking facilities; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

Whereas, Board Policy Chapter 50, §50.010 (E)(1)(b), requires Board approval of all Non-competitive ("sole source or single bid") Procurements exceeding $100,000; and

Whereas, Solicitation 22-RFP-291011-MD – License Monitoring Program Services was issued on December 15, 2021, and the request for proposals was advertised in BSD's iSupplier Portal; and

Whereas, in response to the solicitation, one (1) proposal was received from Embark Safety, and the proposal was forwarded to an evaluation team, composed of staff from BSD's Safety Department, and was scored according to the technical evaluation criteria, specified in the solicitation package; and

Whereas, upon review and evaluation of both the technical and cost proposals received from Embark Safety, it was determined that: 1) Embark Safety's web-based application demonstrates the ability to track, archive and report any moving violation activity along with a date/time stamp of the client's acknowledgement of the incidents. Driver rosters are able to be uploaded and maintained, while easy tools allow for adding/deleting drivers, as well as moving them between divisions, and 2) Embark's technical proposal meets the requirements for providing a driver monitoring and reporting system that continuously monitors driving records for new moving violation activity and license status changes; and

Whereas, Embark Safety's cost proposal was compared to the Independent Cost Estimate (ICE) prepared by the Safety Department, and the firm's previous cost proposal submitted under contract 16-RFP-103214-MD License Program Monitoring, and was determined to be fair and reasonable; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President & CEO to enter into a 5-year contract for license monitoring services with Embark Safety, in the not-to-exceed amount of $129,279.35, 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 determine s 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 Sole Source Contract. The Board of Commissioners hereby authorizes the President & CEO to enter into a 5-year contract for license monitoring services with Embark Safety, in the not-to-exceed amount of $129,279.35, 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 Contracts 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 Embark Safety.

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.

Section 8. Payment of Expenses. The Executive 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 Contracts.

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 22nd day of April, 2022.

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
April 22, 2022

From:	Taulby Roach, President and Chief Executive Officer
Subject:	**Contract Authorization – Third Party Oracle Support**
Disposition:	Approval
Presentation:	Tom Curran, Executive Vice President, Administration

Objective:
To present to the Board of Commissioners for approval, a request for authorization to negotiate and enter into a contract with Spinnaker Support for the provision of Oracle support for all Oracle products and environments in use at Bi-State Development (BSD).

Background:
BSD operates a substantial footprint of Oracle software, databases, and tools. Our primary back office business systems run as part of the Oracle E-Business Suite, and we have many Oracle databases used by other applications. BSD has used Oracle Corporation for maintenance and support of our Oracle environment for many years. We are currently paying $525,000 annually to Oracle for their support services. This is a significant price tag for the service, and Information Technology and our customers do not feel that we are getting the best, most responsive support. Frequently, we are waiting weeks to get a resolution to reported problems, often having to escalate issues multiple times, or at times resolving an issue on our own, then providing the solution to Oracle for approval.

Starting in 2005, firms began working to provide Oracle support, outside of the Oracle Corporation. This was to fulfill the need of companies who felt paying Oracle was no longer in their best interest. The Oracle Third Party Support model is now well established. BSD Information Technology investigated this approach and determined it is now practical and feasible for us to consider it. On January 13, 2022, Information Technology briefed Bi-State's key business leaders on their concerns and recommendations. The group of leaders all agreed that Oracle Third Party Support should be pursued. We believe an arrangement with an Oracle Third Party Support Vendor will provide better service and result in significant annual savings.

Analysis:
In February, BSD released a request for proposals (22-RFP-312083-CG 3rd Party Oracle Support Services), and three proposals were received in response to the solicitation. A selection committee including representatives from Administration, Benefits, Engineering, Finance, Information Technology, Procurement and Talent Management heard presentations from the vendors and scored each firm's proposal according to the technical evaluation requirements. The table below details the overall results, representing consensus technical and cost scores combined. As a result, Spinnaker Support is the highest ranking firm.

Proposing Firm	Annual Cost	Cost Score	Technical Score	Total Score
Spinnaker Support	$ 184,614	117	281	398
Rimini Street	$ 211,626	92	292	384
XT Global	$ 171,480	150	147	297
Total Possible Points		150	350	
Percentage of Total Points		30%	70%	100%

As noted earlier, we currently pay $525,000 per year for Oracle support, and therefore the selection of Spinnaker Support will produce a savings of $340,000 annually.

Previous Action:
This item was previously accepted by the Audit, Finance and Administration Committee at the March 18, 2022 meeting, with a recommendation that the item be forwarded to the Board of Commissioners for approval of the highest ranking firm.

Board Action Requested:
Management recommends that the Board of Commissioners authorize the President and CEO to enter into a one-year contract, including four optional, renewal years, with Spinnaker Support, for a five-year total, not-to-exceed amount of $923,070 ($184,614 per year) for the provision of Oracle support services.

Funding Source:
Funding is provided through the annual Bi-State Development Operating Budget.

A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
AWARDING A CONTRACT TO SPINNAKER SUPPORT FOR
THIRD PARTY ORACLE SUPPORT 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)(1)(a), provides the Board of Commissioners to approve Competitive Negotiated Procurements which exceed $500,000; and

Whereas, the Agency operates a substantial footprint of Oracle software, databases, and tools; and

Whereas, in February, the Agency released a request for proposals (22-RFP-312083-CG - 3rd Party Oracle Support Services), and three proposals were received in response to the solicitation; and

Whereas, a selection committee, including representatives from Administration, Benefits, Engineering, Finance, Information Technology, Procurement and Talent Management heard presentations from the vendors and scored each firm's proposal according to the technical evaluation requirements, and as a result, Spinnaker Support was deemed the highest ranking firm; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President and CEO to enter into a one-year contract, including four optional, renewal years, with Spinnaker Support, at a five-year total, not-to-exceed amount of $923,070, for the provision of Oracle support services, 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 and CEO to enter into a one-year contract, including four optional renewal years, with Spinnaker Support, at a five-year total, not-to-exceed amount of $923,070, for the provision of Oracle support services, 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 Spinnaker Support.

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 Executive 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 22nd day of April, 2022.

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
April 22, 2022

From: Taulby Roach, President and Chief Executive Officer
Subject: **Bi-State Development Operating and Capital Budget**
Disposition: Approval
Presentation: Tammy Fulbright, Executive Vice President/Chief Financial Officer

Objective:
To present to the Board of Commissioners for approval:

- The Bi-State Development FY 2023 Operating Budget;
- The Bi-State Development FY 2023 – FY 2025 Capital Budget;
- The three-year Transportation Improvement Plan;
- Grant resolutions required to apply for federal and state funding necessary to support the Bi-State Development's projects and programs; and
- Authorization of management to seek grants and/or appropriations from federal programs, the City of St. Louis, St. Louis County, and the states of Missouri and Illinois.

Funding Source:
The funding source for the Bi-State Development's Operating and Capital Budget includes operating revenue of each entity, local, state and federal sources.

Background:
The attached document presents the Bi-State Development's Operating and Capital Budget.

Analysis:
Bi-State Development has developed the Operating and Capital Budget, taking into account current economic conditions and conservatively estimating revenue, expense, and capital replacement and rehabilitation needs. The Bi-State Development Operating and Capital Budget, as presented, is supportive of the mission and vision statements.

Previous Action:
This item was recommended for approval at the March 18, 2022, Audit, Finance and Administration Committee meeting.

Board Action Requested:
The Audit, Finance and Administration Committee recommends that the Board of Commissioners approves: the Bi-State Development FY 2023 Operating Budget; the Bi-State Development FY 2023 – FY 2025 Capital Budget; the three-year Transportation Improvement Plan; Grant resolutions required to apply for federal and state funding necessary to support the Bi-State Development's projects and programs; and Authorization of management to seek grants and/or appropriations from federal programs, the City of St. Louis, St. Louis County, and the states of Missouri and Illinois.

Attachments:

- Bi-State Development Operating and Capital Budget
- Budget Presentation

Board Policy Chapter 30 Audit, Finance and Budget, Section 30.005 Audit Committee Charter, A. GENERAL (3); and IAD Policies and Procedures Manual: Section 2.9

OPERATING & CAPITAL BUDGET

RIVERBOATS AT THE GATEWAY ARCH

metro

GATEWAY ARCH

ST. LOUIS DOWNTOWN AIRPORT

ST LOUIS REGIONAL FREIGHTWAY

BI-STATE DEVELOPMENT

FISCAL YEAR 2023

EXECUTIVE SUMMARY

GOVERNMENT FINANCE OFFICERS ASSOCIATION

Distinguished Budget Presentation Award

PRESENTED TO

Bi-State Development Agency

Missouri

For the Fiscal Year Beginning

July 1, 2021

Christopher P. Morrill

Executive Director

In order to receive the Distinguished Budget Presentation Award, a government entity must publish a document that is of the very highest quality that reflects the guidelines established by the National Advisory Council on State and Local Budgeting and meets the Government Finance Officers Association (GFOA) best practices on budgeting.

A Distinguished Budget Presentation Award is valid for a period of one year. We believe our current Bi-State Development FY2023 Operating and FY2023-FY2025 Capital Budget continues to meet the Certificate of Achievement Program requirements and we are submitting it to the GFOA to determine its eligibility for another certificate.

Table of Contents

OPERATING BUDGET—
THE MESSAGE

Message from the President and Chief Executive Officer

It is my pleasure to present to the Board of Commissioners for approval the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (BSD) Fiscal Year (FY) 2023 Operating and Capital Budget. Our budget document includes the federally required three-year Transportation Improvement Program that identifies operating and capital resources necessary to serve our regional stakeholders and to meet the St. Louis metropolitan area's transportation requirements.

The current fiscal year at Bi-State Development has been challenging. Both the Delta variant and Omicron strain created a surge in COVID-19 cases and as we anticipated turning the corner on the pandemic, the workforce shortage impacted our ability to deliver MetroBus and Call-A-Ride service to our regional customers. We pivoted to make critical service and aggressively competed against other companies to hire new transit operators. No one could have foreseen how contagious the Omicron strain would prove to be and the toll it would take on our workforce and our customers. Despite the challenges, our dedicated teams tirelessly continue to serve the region, 7 days a week, in various ways, including providing essential public transit service. Safety and security on the transit system continues to improve.

Our enterprise teams at Metro Transit, Gateway Arch, St. Louis Downtown Airport, Riverfront Attractions, and St. Louis Regional Freightway are working hard to create a more connected, vibrant and thriving region.

Highlights from Fiscal Year 2022 include:

- Bi-State Development closed on the Series 2021 Taxable Arch Tram Refunding Bonds in August, 2021, which refunded the Arch Series 2014 Revenue Bonds. The bonds have a par value of $7,483,283 and a 23-year term, maturing in December 2044. The 2021 refunding provides approximately $30,000 a year in debt service savings.

- In July 21, 2020, Bi-State Development issued its tax-exempt $12.5 million par Series 2020A Bonds, and taxable $158.3 million par Series 2020B Bonds, in order to generate debt service savings. Together, the 2020 Bonds refunded $160 million of the Series 2013A, and generated savings for us in FY2022 in a number of areas:

    - Saved $17.5 million in debt service savings in FY2021 without an increase in debt service in any future year.
    - Generated $36.4 million in debt service savings (in 2020 dollars) over the life of the bonds.
    - Lowered the required reserve on Series 2013A from $19.3 million to $12.6 million.

- In November 2021, Bi-State Development announced a bold shift in MetroLink platform operating practices. The MetroLink Secure Platform Plan creates centralized customer entrances at all 38 MetroLink stations that use a new fare media system to enhance the customer experience. The MetroLink Secure Platform Plan includes gates, fencing and cameras to enhance the recently implemented safety and security program.

We continue to focus on our long-term financial health by spreading federal pandemic funding through FY2028. Upon approval by the Bi-State Development Board of Commissioners, the FY2023 Operating and Capital Budget will move through a review and approval process with our funding partners: St. Louis County, St. Clair County and the City of St. Louis.

Our Transportation Improvement Program will also be incorporated into the region's list of transportation priorities and projects eligible for federal financial assistance, generated by the Metropolitan Planning Organization (MPO), East-West Gateway Council of Governments.

The following pages provide a financial overview Fiscal Year 2023 for Bi-State Development, our enterprises and the support services which together create our plan to improve the quality of life in the St. Louis region by delivering excellent public services and dynamic regional solutions.

I am so proud of our team members and their extraordinary dedication and unwavering commitment to the St. Louis regional community and the many citizens and stakeholders we serve.

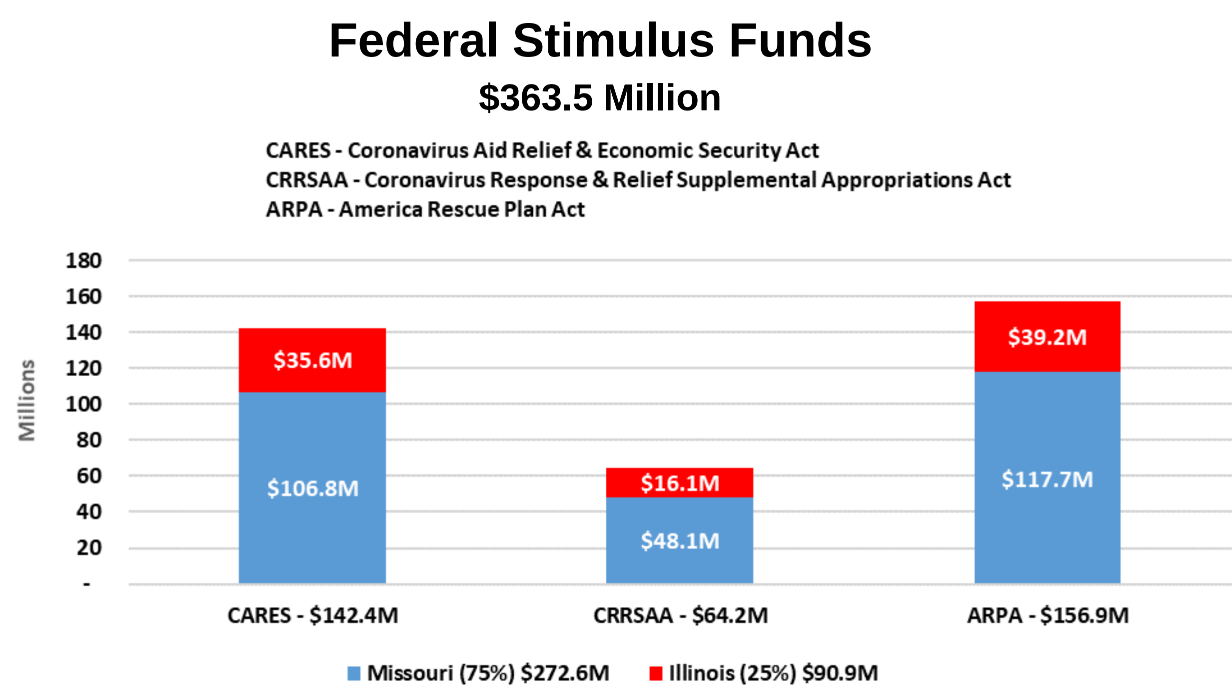
Taulby A. Roach
President and Chief Executive Officer

Financial Direction

Fiscal responsibility is a Bi-State Development (BSD) core value and is significantly important to BSD's mission of improving the quality of life in the St. Louis region by delivering excellent public services and dynamic regional solutions. We are One BSD inclusive of Metro Transit, Gateway Arch and Riverfront, St. Louis Downtown Airport, and the St. Louis Regional Freightway.

BSD is focused on finding efficiencies through system and process improvements and revenue enhancement through improved ridership as part of our fiscal responsibility strategic initiative. For FY 2023, the current Transit projected revenue is $335,010,169. This includes approximately $18.5 million in passenger revenue. Our budget includes sales tax revenues from St. Louis County and St. Louis City. St. Clair County contract revenue is based on hours of services requested.

The federal government responded to the COVID pandemic quickly and through the Federal Transit Administration (FTA) awarded a total of $363.5 million dollars of federal stimulus funds through three separate legislative acts based on the 5307 FTA formula to be used exclusively for transit. BSD established an allocation to create an equitable disposition of funds based on the percentage of BSD operating expenditures from each state, which results in a split of 75% Missouri and 25% Illinois. The federal stimulus funds are unique when compared to traditional FTA grant funds. These funds do not require a local match and offer a greater flexibility for operating expenses. The FTA monitors and audits the expenditure of these funds. The chart below includes the break down of funding by federal award and allocation by state.

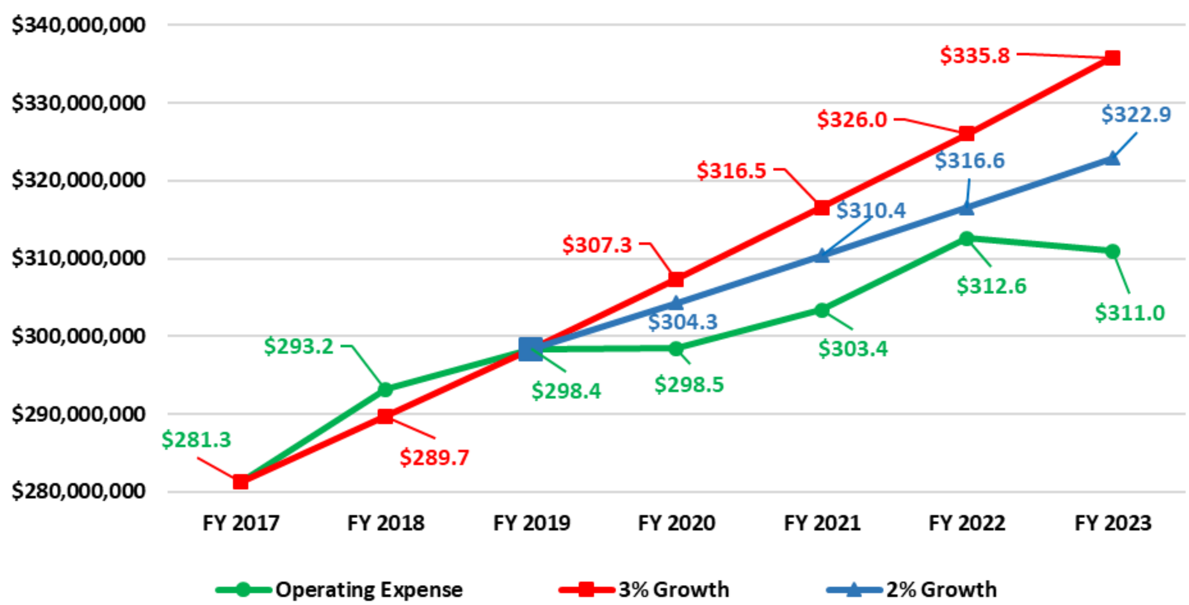


Our financial plan gradulally requests stimulus funds as needed to supplement sales tax and passenger revenue and allocates funding between states. Through FY 2023, we project to expend $203.3 million, and the remaining balance will provide sustainability and support for transit capital projects.

Transit projected operating costs for FY 2023 are $310,959,903. This is a decrease of .5% percent from the prior year budgeted operating costs of $312,573,821. This budget includes a service level that preceeds the upcoming service reduction in March of 2022 that cuts frequency on some Metrobus routes. BSD manages the financial risk associated with diesel fuel with a fuel hedge program that will offset price increases at the pump and provide stability to our FY 2023 budget. A financially strong CEO lead his management team to a focus of fiscal responsibility. Through that direction and the diligent work of team members, a more financially astute team allows for a budgeted average growth rate of 1.05% over the last 4 years, compared to the 3% average budgeted growth experienced in the earlier years of this decade. The chart below denotes a 4-year average growth rate of 1.05% compared to a 2% and 3% growth rate.

Metro Transit System Cost Stabilization

4-Year Average Annual Growth Rate 1.05%



OPERATING BUDGET—
THE NUMBERS

Combining Statement of Revenue and Expense (By Enterprise)

	Metro Transit	Gateway Arch	Riverfront Attractions	St. Louis Downtown Airport	St. Louis Regional Freightway	Executive Services	Health Self-Insurance Fund	Casualty Self-Insurance Fund	Workers Comp Self-Insurance Fund	Arts In Transit	Total	Eliminations	Total After Eliminations
Passenger revenue	$ 18,538,362	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 18,538,362	$ -	$ 18,538,362
Paratransit contract	1,379,772	-	-	-	-	-	-	-	-	-	1,379,772	-	$ 1,379,772
Other operating revenue	4,863,802	22,584	131,477	125,920	-	-	-	-	-	-	5,143,783	(51,500)	$ 5,092,283
Agency operating revenue	-	-	-	-	-	5,166,443	-	-	-	-	5,166,443	(4,901,798)	$ 264,645
Arch ticket sales	-	7,655,198	-	-	-	-	-	-	-	-	7,655,198	-	$ 7,655,198
Service/fee revenue	-	203,432	-	-	-	-	-	-	-	-	203,432	-	$ 203,432
Sales discounts revenue	-	(11,515)	(34,789)	-	-	-	-	-	-	-	(46,304)	-	$ (46,304)
Not-for-profit (NFP) revenue	-	-	-	-	-	-	-	-	-	88,329	88,329	(88,329)	$ -
Regional freight fees	-	-	-	-	500,000	-	-	-	-	-	500,000	-	$ 500,000
Aircraft parking	-	-	-	159,715	-	-	-	-	-	-	159,715	-	$ 159,715
Leased acreage	-	-	-	725,692	-	-	-	-	-	-	725,692	-	$ 725,692
Hangar rental	-	-	-	616,960	-	-	-	-	-	-	616,960	-	$ 616,960
Aviation sale flowage fee	-	-	-	140,016	-	-	-	-	-	-	140,016	-	$ 140,016
Airport concessions	-	-	-	120,058	-	-	-	-	-	-	120,058	-	$ 120,058
Cruise revenue	-	-	2,365,699	-	-	-	-	-	-	-	2,365,699	-	$ 2,365,699
Food and beverage revenue	-	-	959,450	-	-	-	-	-	-	-	959,450	-	$ 959,450
Retail revenue	-	-	131,323	-	-	-	-	-	-	-	131,323	-	$ 131,323
Employee health	-	-	-	-	-	-	7,692,399	-	-	-	7,692,399	-	$ 7,692,399
Employer health	-	-	-	-	-	-	33,743,555	-	-	-	33,743,555	(33,913,555)	$ (170,000)
ISF-Casualty insurance revenue	-	-	-	-	-	-	-	4,475,749	-	-	4,475,749	(4,475,749)	$ -
ISF-Workers comp revenue	-	-	-	-	-	-	-	-	6,229,499	-	6,229,499	(6,229,499)	$ -
Total operating revenues	24,781,936	7,869,699	3,553,160	1,888,361	500,000	5,166,443	41,435,954	4,475,749	6,229,499	88,329	95,989,130	(49,660,430)	$ 46,328,700
Total grants & assistance	299,663,934	-	-	-	-	-	-	-	-	-	299,663,934	-	$ 299,663,934
Interest revenue	9,717,154	10,900	-	1,250	-	1,500	6,800	9,250	12,700	-	9,759,554	-	$ 9,759,554
Pass through grant revenue	847,145	-	-	-	-	-	-	-	-	-	847,145	-	$ 847,145
Total revenues	335,010,169	7,880,599	3,553,160	1,889,611	500,000	5,167,943	41,442,754	4,484,999	6,242,199	88,329	406,259,763	(49,660,430)	$ 356,599,333
Wages and benefits	206,713,889	2,971,775	1,885,193	999,480	250,271	2,758,273	823,477	153,359	138,865	16,139	216,710,722	(18,299)	$ 216,692,423
Services	46,029,669	1,279,096	420,842	144,600	344,000	1,694,516	352,240	73,500	12,350	58,188	50,409,001	(64,480)	$ 50,344,521
Fuel, materials and supplies	32,675,284	727,559	642,230	128,100	3,500	22,795	32,595	100	100	6,000	34,238,263	(6,000)	$ 34,232,263
Casualty and liability costs	8,998,222	33,548	244,802	108,378	-	48,000	-	5,324,238	235,000	-	14,992,188	(4,000,000)	$ 10,992,188
Utilities	8,308,471	159,342	91,029	201,100	-	4,650	4,550	-	-	650	8,769,792	(650)	$ 8,769,142
Leases, other and admin. charges	8,234,368	1,469,891	169,281	144,899	44,000	384,855	71,835	-	750,850	7,352	11,277,331	(4,952,198)	$ 6,325,133
Health and welfare self-insurance	-	-	-	-	-	-	40,158,057	-	-	-	40,158,057	(33,913,555)	$ 6,244,502
Casualty self-insurance	-	-	-	-	-	-	-	3,161,328	-	-	3,161,328	(475,749)	$ 2,685,579
Workers comp self-insurance	-	-	-	-	-	-	-	-	6,242,576	-	6,242,576	(6,229,499)	$ 13,077
Total operating expenses	310,959,903	6,641,212	3,453,376	1,726,557	641,771	4,913,090	41,442,754	8,712,525	7,379,741	88,329	385,959,258	(49,660,430)	$ 336,298,828
Interest expense	21,972,386	180,014	-	-	-	-	-	-	-	-	22,152,400	-	$ 22,152,400
Contributions to outside entities	1,180,796	1,315,008	-	-	-	-	-	-	-	-	2,495,804	-	$ 2,495,804
Pass through grant expense	847,145	-	-	-	-	-	-	-	-	-	847,145	-	$ 847,145
Other non-operating expense	381,961										381,961	-	$ 381,961
Total expenses	335,342,191	8,136,234	3,453,376	1,726,557	641,771	4,913,090	41,442,754	8,712,525	7,379,741	88,329	411,836,568	(49,660,430)	$ 362,176,138
Net income (deficit) before depreciation and transfers	(332,022)	(255,635)	99,784	163,054	(141,771)	254,853	-	(4,227,526)	(1,137,542)	-	(5,576,805)	-	$ (5,576,805)
Depreciation and ammortization	77,072,057	-	203,177	1,178,072	-	-	-	-	-	-	78,453,306	-	$ 78,453,306
Net transfers	5,365,069	-	-	-	-	-	-	(4,227,526)	(1,137,542)	-	-	-	$ -
Net income (deficit)	$ (82,769,148)	$ (255,635)	$ (103,393)	$ (1,015,018)	$ (141,771)	$ 254,853	$ -	$ -	$ -	$ -	$ (84,030,111)	$ -	$ (84,030,111)

Numbers may not sum due to rounding.

Bi-State Development
Combined Statement of Revenue & Expense

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Passenger and service revenue	$ 26,426,764	$ 33,500,468	$ 36,787,544	$ 3,287,076	
Other	6,343,180	6,736,607	7,060,384	323,777	
Charges for services	47,014,233	49,398,337	52,141,202	2,742,865	
Total operating revenues	79,784,178	89,635,412	95,989,130	6,353,718	7.1%
State and local	215,646,963	265,014,566	260,990,374	(4,024,192)	
Federal	74,584,847	32,665,739	38,673,560	6,007,821	
Total Grants & Contractural Revenue	290,231,811	297,680,305	299,663,935	1,983,630	0.7%
Non-Operating Revenue:					
Interest Revenue	8,744,824	10,944,178	9,759,554	(1,184,625)	
Other non-operating revenue	155,100	2,120,222	847,145	(1,273,077)	
Total Non-Operating Revenue	8,899,924	13,064,400	10,606,699	(2,457,702)	-18.8%
Total revenues	378,915,913	400,380,117	406,259,763	5,879,646	1.5%
Intercompany revenue eliminations	(42,216,259)	(46,103,879)	(49,660,430)	(3,556,551)	
Total revenue less eliminations	336,699,654	354,276,238	356,599,333	2,323,095	0.7%
Operating Expense:					
Wages and benefits	195,259,622	214,402,656	216,710,722	2,308,066	
Services	46,939,201	51,772,485	50,409,001	(1,363,484)	
Fuel and lubricants	8,511,284	10,732,256	9,428,372	(1,303,884)	
Parts and supplies	23,262,035	23,668,663	24,809,892	1,141,229	
Casualty and liability costs	7,767,216	13,568,576	14,992,188	1,423,612	
Interfund administrative charges	2,591,207	4,189,492	4,901,798	712,306	
Utilities	6,731,100	8,823,510	8,769,792	(53,718)	
Leases and other expenses	5,272,720	5,927,773	6,375,532	447,759	
Health self-insurance claims	38,684,280	36,750,401	40,158,057	3,407,656	
Casualty & Work comp self ins. claims	7,117,177	11,597,800	9,403,904	(2,193,896)	
Total operating expenses	**342,135,842**	**381,433,612**	**385,959,258**	**4,525,646**	**1.2%**
Non-Operating Expense:					
Interest expense	19,549,609	22,244,237	22,152,400	(91,837)	
Contributions to outside entities	2,856,810	2,410,008	2,495,804	85,796	
Other non-operating expense	164,030	2,051,335	1,229,106	(822,229)	
Total Non-Operating Expense	22,570,449	26,705,580	25,877,310	(828,270)	-3.1%
Total expenses	364,706,291	408,139,192	411,836,568	3,697,376	0.9%
Intercompany expense eliminations	(42,216,259)	(46,103,879)	(49,660,430)	(3,556,551)	
Total expense less eliminations:	**322,490,032**	**362,035,313**	**362,176,138**	**140,825**	**0.0%**
Net income (deficit) before depreciation and transfers	**14,209,622**	**(7,759,075)**	**(5,576,805)**	**2,182,270**	**-28.1%**
Depreciation	79,234,588	79,175,072	78,453,306	(721,766)	
Net transfers	-	-	-	-	
Net income (deficit)	**$ (65,024,966)**	**$ (86,934,147)**	**$ (84,030,111)**	**$ 2,904,036**	**-3.3%**

Numbers may not sum due to rounding.

Bi-State Development
Personnel by Division & Function

	Budget 2022	Budget 2023	Variance
Metro Transit Operations			
MetroBus Operations	888	894	6
Security	80	74	(6)
MetroLink Operations	146	143	(3)
Paratransit Operations	245	246	1
Vehicle and Facility Maintenance	382	394	12
Maintenance of Way	144	132	(12)
Service Planning	37	37	-
Engineering and New Systems	17	17	-
ADA Services	1	1	-
Executive Director of Metro Transit	2	2	-
Total Metro Transit Operations	**1,942**	**1,940**	**(2)**
Administration			
Executive Vice-President for Administration	8	7	(1)
Procurement Matls Mgmt & Supplier Diversity	55	58	3
Finance			
Treasury	6	4	(2)
Controllers Group	16	16	-
Passenger Revenue	34	34	-
Finance Administration	4	4	-
Total Finance	**60**	**58**	**(2)**
Information Technology	31	36	5
Total Administration	**154**	**159**	**5**
Organizational Effectiveness			
Human Resources	15	20	5
Pension and Retiree Benefits	1	1	-
Risk Management	6	6	-
Labor Relations	3	3	-
Workforce Diversity and EEO	2	2	-
Executive VP Organizational Effectiveness	2	3	1
Total Organizational Effectiveness	**29**	**35**	**6**
Marketing	19	18	(1)
Meridian Garage and Real Estate	2	2	-
Total Metro Transit	**2,146**	**2,154**	**8**
Executive Services	16	17	1
Gateway Arch	19	16	(3)
St. Louis Downtown Airport	10	10	-
Riverfront Attractions	9	11	2
St. Louis Regional Freightway	2	2	-
Health Self Insurance SIF	8	8	-
Casualty Self Insurance SIF	7	1	(6)
Workers Comp Self Insurance SIF	3	1	(2)
Bi-State Development Research Institute	-	-	-
Arts In Transit (AIT)	-	-	-
Total Bi-State Development	**2,220**	**2,220**	**-**

Personnel by Paygroup

	Budget 2022	Budget 2023	Variance
Bus Operators (FT)	811	811	-
Bus Operators (PT)	4	4	-
Light Rail Operators	102	102	-
Van Operators	200	200	-
Total Operators	**1,117**	**1,117**	**-**
788 Clerical	41	41	-
788 Service	78	78	-
788 Maint	315	315	-
IBEW	62	62	-
Salaried	607	607	-
Total Bi-State Development	**2,220**	**2,220**	**-**

Metro Transit System - Statement of Revenue and Expense

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Passenger revenue					
Bus/rail revenue	$ 17,895,470	$ 19,771,424	$ 17,844,286	$ (1,927,138)	
C-A-R revenue	-	1,198,720	694,076	(504,644)	
Total Passenger Revenue	17,895,470	20,970,144	18,538,362	(2,431,782)	-11.6%
Paratransit contracts	1,801,339	1,374,672	1,379,772	5,100	
Other operating revenue	3,860,812	4,422,389	4,863,802	441,413	
Total operating revenue	23,557,620	26,767,205	24,781,936	(1,985,269)	-7.4%
Non-Operating Revenue:					
Grant, sales tax and contractual	290,156,337	297,680,305	299,663,934	1,983,629	
Investment income	477,112	2,111,942	341,250	(1,770,692)	
Capital lease revenue	8,248,808	8,794,236	9,375,904	581,668	
Other misc non-operational revenue	155,100	2,120,222	847,145	(1,273,077)	
Total Non-Operating Revenue	299,037,357	310,706,705	310,228,233	(478,472)	-0.2%
Total revenues	322,594,978	337,473,910	335,010,169	(2,463,741)	-0.7%
Operating Expense:					
Total Wages and Benefits	187,392,868	205,035,777	206,713,889	1,678,112	0.8%
Services	44,014,813	47,925,589	46,029,669	(1,895,920)	
Fuel and lubrications	8,439,038	10,638,466	9,304,905	(1,333,561)	
Parts and supplies	22,732,927	22,577,439	23,370,380	792,941	
Casualty and liability costs	5,040,809	10,233,710	8,998,222	(1,235,488)	
Utilities	6,338,592	8,395,433	8,308,471	(86,962)	
Other operating expenses	3,846,500	3,956,485	4,086,581	130,096	
Management fees	2,314,830	3,810,921	4,147,786	336,865	
Total operating expenses	**280,120,377**	**312,573,821**	**310,959,903**	**(1,613,918)**	**-0.5%**
Non-Operating Expense:					
Capital lease expense	8,358,526	8,794,236	9,516,389	722,153	
Interest expense	11,175,335	13,176,441	12,455,997	(720,444)	
Sheltered workshop	1,171,485	1,255,000	1,180,796	(74,204)	
Other misc non-oper. expense	2,434,057	2,051,334	1,229,106	(822,228)	
Total Non-Operating Expense	23,139,404	25,277,012	24,382,288	(894,724)	-3.5%
Total expenses	303,259,781	337,850,833	335,342,191	(2,508,642)	-0.7%
Net income (deficit) before depreciation and transfers	**19,335,197**	**(376,923)**	**(332,022)**	**44,900**	**-11.9%**
Depreciation	77,710,813	77,057,118	77,072,057	14,939	
Net transfers	3,740,569	4,459,052	5,365,069	906,018	
Net income (deficit)	**$ (62,116,185)**	**$ (81,893,094)**	**$ (82,769,148)**	**$ (876,056)**	**1.1%**

Numbers may not sum due to rounding.

Metro Transit System - Detail of Grants, Sales Tax & Contractual Revenue

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Missouri:					
City of St. Louis 1/2 cent sales tax	$ 15,365,780	$ 20,295,372	$ 20,295,372	$ -	
City of St. Louis 1/4 cent sales tax	6,407,557	9,039,245	8,790,294	(248,951)	
City of St. Louis Prop M2 sales tax	4,850,702	7,440,401	7,440,401	-	
Total City of St. Louis	**26,624,039**	**36,775,018**	**36,526,067**	**(248,951)**	**-0.7%**
St Louis County 1/2 cent sales tax	35,192,311	41,462,010	43,128,060	1,666,050	
St Louis County 1/4 cent sales tax	27,904,005	35,115,589	33,449,539	(1,666,050)	
St Louis County Prop A sales tax	71,973,735	85,827,067	85,827,067	-	
Total St. Louis County	**135,070,050**	**162,404,666**	**162,404,666**	**-**	**0.0%**
Missouri:					
Other Local Match - MO	(1,110,768)	790,218	798,283	8,065	
Planning and demo reimbursement	200,233	160,000	163,216	3,216	
Total Other Local MO	**(910,535)**	**950,218**	**961,499**	**11,281**	**1.2%**
General Operating & Special MODOT	731,499	791,588	799,500	7,912	
Total State Of Missouri	**731,499**	**791,588**	**799,500**	**7,912**	**1.0%**
Total Missouri local & state:	**161,515,053**	**200,921,490**	**200,691,732**	**(229,758)**	**-0.1%**
Illinois:					
St Clair County	54,050,397	63,985,965	60,190,460	(3,795,505)	
Other Local Match - IL	81,514	107,111	108,182	1,071	
Total Illinois local & state	**54,131,911**	**64,093,076**	**60,298,642**	**(3,794,434)**	**-5.9%**
Total local & state	**215,646,963**	**265,014,566**	**260,990,374**	**(4,024,192)**	**-1.5%**
Federal:					
Vehicle Maintenance	16,000,000	16,000,000	16,000,000	-	
Non-capitalized projects	4,615,083	5,014,800	3,760,000	(1,254,800)	
Other Federal Funding	53,894,290	11,650,939	18,913,560	7,262,621	
Total Federal:	**74,509,373**	**32,665,739**	**38,673,560**	**6,007,821**	**18.4%**
Total grants, sales tax & contractual revenue	**$ 290,156,336**	**$ 297,680,305**	**$ 299,663,934**	**$ 1,983,629**	**0.7%**

Numbers may not sum due to rounding.

The following section displays operating costs for the departments that reside within Metro Transit. The departments that encompass transit operations include Bus Transportation, Rail Transportation, Paratransit Transportation, Vehicle Maintenance, Facility Maintenance, Maintenance of Way, Planning & System Development, ADA Services, Engineering & New Systems, and are led by the Executive Director of Metro Transit within Transit Administration. The Executive Vice President of Administration manages Procurement & Inventory Management, Workfore Diversity & EEO, Information Technology, and the Administration office. The Executive Vice President of Organizational Effectiveness leads the Human Resource department, Pension & Retiree Benefits, Risk Management, Labor Relations, and the Office of Organizational Effectiveness. Other areas included are managed by the General Manager of Security, the General Manager of Safety, Executive Vice President and Chief Financial Officer, Vice President of Economic Development, and the Vice President of Marketing and Communications.

Transit Operations - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Bus Transportation				
Wages & benefits without OPEB	$ 77,840,224	$ 74,282,060	$ (3,558,164)	-4.6%
Other post-employment benefits	819,780	792,196	(27,584)	-3.4%
Services	411,139	439,931	28,792	7.0%
Parts and supplies	258,612	243,199	(15,413)	-6.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	52,433	53,353	919	1.8%
Leases and other expense	167,348	184,223	16,874	10.1%
Operating expense	**79,549,537**	**75,994,961**	**(3,554,576)**	**-4.5%**
Rail Transportation				
Wages & benefits without OPEB	13,613,099	13,328,949	(284,150)	-2.1%
Other post-employment benefits	143,019	138,207	(4,812)	-3.4%
Services	220	220	-	0.0%
Parts and supplies	29,160	29,160	-	0.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	27,997	27,997	-	0.0%
Leases and other expense	53,277	53,277	-	0.0%
Operating expense	**$ 13,866,772**	**$ 13,577,810**	**$ (288,962)**	**-2.1%**

Transit Operations - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Paratransit Transportation				
Wages & benefits without OPEB	$ 14,522,102	$ 14,549,850	$ 27,747	0.2%
Other post-employment benefits	38,802	37,496	(1,306)	-3.4%
Services	240,000	240,000	-	0.0%
Parts and supplies	27,782	29,782	2,000	7.2%
Casualty and liability costs	-	-	-	0.0%
Utilities	19,200	6,000	(13,200)	-68.8%
Leases and other expense	52,595	18,095	(34,500)	-65.6%
Operating expense	**14,900,482**	**14,881,223**	**(19,258)**	**-0.1%**
Vehicle Maintenance				
Wages & benefits without OPEB	33,706,291	36,511,168	2,804,877	8.3%
Other post-employment benefits	346,754	335,086	(11,668)	-3.4%
Services	4,102,846	4,121,608	18,762	0.5%
Fuel and lubrications	10,025,292	9,260,505	(764,787)	-7.6%
Parts and supplies	15,977,728	16,459,034	481,306	3.0%
Casualty and liability costs	-	(125,000)	(125,000)	0.0%
Utilities	145,302	306,427	161,125	110.9%
Leases and other expense	171,311	269,238	97,927	57.2%
Operating expense	**64,475,524**	**67,138,064**	**2,662,540**	**4.1%**
Facility Maintenance				
Wages & benefits without OPEB	6,313,545	5,234,144	(1,079,401)	-17.1%
Other post-employment benefits	49,103	47,451	(1,652)	-3.4%
Services	3,247,300	3,709,008	461,708	14.2%
Fuel and lubrications	3,250	-	(3,250)	-100.0%
Parts and supplies	1,578,697	1,546,844	(31,853)	-2.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	2,593,100	2,552,844	(40,256)	-1.6%
Leases and other expense	51,650	61,875	10,225	19.8%
Operating expense	**13,836,645**	**13,152,166**	**(684,479)**	**-4.9%**
Maintenance of Way				
Wages & benefits without OPEB	14,946,612	13,743,381	(1,203,232)	-8.1%
Other post-employment benefits	150,414	145,353	(5,062)	-3.4%
Services	7,318,782	7,736,161	417,379	5.7%
Fuel and lubrications	-	-	-	0.0%
Parts and supplies	1,858,426	2,299,811	441,385	23.8%
Casualty and liability costs	-	-	-	0.0%
Utilities	5,010,638	4,858,936	(151,702)	-3.0%
Leases and other expense	29,946	84,401	54,455	181.8%
Operating expense	**$ 29,314,818**	**$ 28,868,042**	**$ (446,776)**	**-1.5%**

Transit Operations - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Security				
Wages & benefits without OPEB	$ 6,281,040	$ 6,092,583	$ (188,457)	-3.0%
Other post-employment benefits	65,121	53,518	(11,603)	-17.8%
Services	14,745,527	14,686,319	(59,208)	-0.4%
Parts and supplies	260,055	76,455	(183,600)	-70.6%
Casualty and liability costs	-	-	-	0.0%
Utilities	56,075	24,875	(31,200)	-55.6%
Leases and other expense	159,496	89,136	(70,360)	-44.1%
Operating expense	**21,567,313**	**21,022,886**	**(544,427)**	**-2.5%**
Planning & System Development				
Wages & benefits without OPEB	3,096,770	3,270,911	174,141	5.6%
Other post-employment benefits	34,647	33,481	(1,166)	-3.4%
Services	1,894,867	2,094,867	200,000	10.6%
Parts and supplies	352,853	354,853	2,000	0.6%
Casualty and liability costs	-	-	-	0.0%
Utilities	6,066	6,066	-	0.0%
Leases and other expense	30,105	30,792	687	2.3%
Operating expense	**5,415,308**	**5,790,970**	**375,662**	**6.9%**
ADA Services				
Wages & benefits without OPEB	164,140	167,430	3,290	2.0%
Other post-employment benefits	7,226	6,983	(243)	-3.4%
Services	716,410	791,327	74,917	10.5%
Parts and supplies	7,200	4,080	(3,120)	-43.3%
Casualty and liability costs	-	-	-	0.0%
Utilities	4,104	984	(3,120)	-76.0%
Leases and other expense	43,279	37,908	(5,371)	-12.4%
Operating expense	**942,359**	**1,008,712**	**66,353**	**7.0%**
Safety				
Wages & benefits without OPEB	2,404,385	992,711	(1,411,674)	-58.7%
Other post-employment benefits	-	9,412	9,412	0.0%
Services	500	781,000	780,500	156100.0%
Parts and supplies	-	183,600	183,600	0.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	-	31,200	31,200	0.0%
Leases and other expense	-	70,360	70,360	0.0%
Operating expense	**$ 2,404,885**	**$ 2,068,283**	**$ (336,602)**	**-14.0%**

Transit Operations - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Engineering & New Systems				
Wages & benefits without OPEB	1,589,712	1,426,901	(162,811)	-10.2%
Other post-employment benefits	24,739	23,907	(832)	-3.4%
Services	4,759,000	4,290,858	(468,142)	-9.8%
Parts and supplies	39,700	33,150	(6,550)	-16.5%
Casualty and liability costs	-	-	-	0.0%
Utilities	4,526	5,400	874	19.3%
Leases and other expense	101,812	37,733	(64,079)	-62.9%
Operating expense	**6,519,489**	**5,817,949**	**(701,540)**	**-10.8%**
Operations Administration				
Wages & benefits without OPEB	319,774	479,308	159,534	49.9%
Other post-employment benefits	4,631	4,475	(156)	-3.4%
Services	550,000	550,000	-	0.0%
Parts and supplies	41,000	41,000	-	0.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	800	800	-	0.0%
Leases and other expense	16,885	17,600	715	4.2%
Operating expense	**933,090**	**1,093,183**	**160,093**	**17.2%**
Transit Operations Total				
Wages & benefits without OPEB	**174,797,694**	**170,079,395**	**(4,718,299)**	**-2.7%**
Other post-employment benefits	**1,684,236**	**1,627,564**	**(56,671)**	**-3.4%**
Services	**37,986,591**	**39,441,299**	**1,454,708**	**3.8%**
Fuel and lubrications	**10,028,542**	**9,260,505**	**(768,037)**	**-107.6%**
Parts and supplies	**20,431,213**	**21,300,968**	**869,754**	**4.3%**
Casualty and liability costs	**-**	**(125,000)**	**(125,000)**	**0.0%**
Utilities	**7,920,241**	**7,874,882**	**(45,359)**	**-0.6%**
Leases and other expense	**877,702**	**954,636**	**76,933**	**8.8%**
Total Transit Operations	**$ 253,726,220**	**$ 250,414,248**	**$ (3,311,972)**	**-1.3%**

EVP - Administration - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Procurement & Inventory Management				
Wages & benefits without OPEB	$ 5,160,517	$ 5,223,611	$ 63,094	1.2%
Other post-employment benefits	54,348	52,520	(1,828)	-3.4%
Services	83,401	45,750	(37,651)	-45.1%
Parts and supplies	290,666	333,272	42,606	14.7%
Casualty and liability costs	-	-	-	0.0%
Utilities	2,943	3,062	119	4.0%
Leases and other expense	39,911	62,481	22,570	56.6%
Operating expense	**5,631,786**	**5,720,695**	**88,909**	**1.6%**
Workforce Diversity & EEO				
Wages & benefits without OPEB	$ 248,651	$ 207,383	$ (41,268)	-16.6%
Other post-employment benefits	3,009	2,908	(101)	-3.4%
Services	35,000	25,750	(9,250)	-26.4%
Parts and supplies	14,239	14,239	-	0.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	1,650	1,650	-	0.0%
Leases and other expense	41,750	41,750	-	0.0%
Operating expense	**344,300**	**293,681**	**(50,619)**	**-14.7%**
Information Technology				
Wages & benefits without OPEB	4,060,400	4,700,210	639,810	15.8%
Other post-employment benefits	55,519	53,651	(1,868)	-3.4%
Services	5,526,588	5,612,409	85,821	1.6%
Parts and supplies	87,600	89,300	1,700	1.9%
Casualty and liability costs	-	170,000	170,000	0.0%
Utilities	349,143	303,820	(45,323)	-13.0%
Leases and other expense	98,374	110,426	12,052	12.3%
Operating expense	**10,177,623**	**11,039,815**	**862,192**	**8.5%**
Executive VP Administration				
Wages & benefits without OPEB	725,175	665,854	(59,321)	-8.2%
Other post-employment benefits	4,418	4,269	(149)	-3.4%
Services	44,000	54,000	10,000	22.7%
Parts and supplies	393,848	352,400	(41,448)	-10.5%
Casualty and liability costs	-	-	-	0.0%
Utilities	1,000	1,000	(0)	0.0%
Leases and other expense	28,197	39,000	10,803	38.3%
Operating expense	**1,196,638**	**1,116,523**	**(80,115)**	**-6.7%**

EVP - Administration - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Wages & Benefits without OPEB	**10,194,742**	**10,797,057**	**602,315**	**5.9%**
Other post-employment benefits	**117,294**	**113,347**	**(3,947)**	**-3.4%**
Services	**5,688,989**	**5,737,909**	**48,920**	**0.9%**
Parts and supplies	**786,353**	**789,211**	**2,858**	**0.4%**
Casualty and liability costs	**-**	**170,000**	**170,000**	**0.0%**
Utilities	**354,737**	**309,532**	**(45,205)**	**-12.7%**
Leases and other expense	**208,233**	**253,658**	**45,425**	**21.8%**
Total EVP-Admininistration	**$ 17,350,347**	**$ 18,170,714**	**$ 820,367**	**4.7%**

Marketing & Communications - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Arts in Transit				
Wages & benefits without OPEB	$ 22,467	$ 31,784	$ 9,317	41.5%
Other post-employment benefits	-	-	-	0.0%
Services	63,726	58,188	(5,538)	-8.7%
Parts and supplies	6,844	6,000	(844)	-12.3%
Casualty and liability costs	-	-	-	0.0%
Utilities	-	650	650	0.0%
Leases and other expense	1,400	1,100	(300)	-21.4%
Operating expense	**94,437**	**97,722**	**3,285**	**3.5%**
Gateway Card Center				
Wages & benefits without OPEB	379,411	391,026	11,615	3.1%
Other post-employment benefits	4,204	4,063	(141)	-3.4%
Services	2,000	121,648	119,648	5982.4%
Parts and supplies	600	600	-	0.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	600	600	-	0.0%
Leases and other expense	37,562	36,740	(822)	-2.2%
Operating expense	**424,377**	**554,677**	**130,300**	**30.7%**
Marketing Management				
Wages & benefits without OPEB	1,659,032	1,500,899	(158,133)	-9.5%
Other post-employment benefits	19,817	19,150	(667)	-3.4%
Services	929,517	1,146,345	216,828	23.3%
Parts and supplies	196,338	215,195	18,857	9.6%
Casualty and liability costs	-	-	-	0.0%
Utilities	9,000	9,000	(0)	0.0%
Leases and other expense	559,799	728,060	168,261	30.1%
Operating expense	**3,373,504**	**3,618,649**	**245,145**	**7.3%**

Marketing & Communications - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Wages & benefits without OPEB	**2,060,910**	**1,923,709**	**(137,201)**	**-6.7%**
Other post employment benefits	**24,022**	**23,213**	**(808)**	**-3.4%**
Services	**995,243**	**1,326,181**	**330,938**	**33.3%**
Fuel and lubrications			**-**	**0.0%**
Parts and supplies	**203,782**	**221,795**	**18,013**	**8.8%**
Casualty and liability costs	**-**	**-**	**-**	**0.0%**
Utilities	**9,600**	**10,250**	**650**	**6.8%**
Leases and other expense	**598,761**	**765,900**	**167,139**	**27.9%**
Total Marketing & Communications	**$ 3,892,318**	**$ 4,271,048**	**$ 378,729**	**9.7%**

Finance - Operating Expense

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Finance				
Wages & benefits without OPEB	5,782,352	8,842,872	3,060,520	52.9%
Other post-employment benefits	64,739	1,835,967	1,771,228	2736.0%
Services	1,573,592	(2,521,752)	(4,095,344)	-260.3%
Fuel and lubrications	609,925	44,401	(565,524)	-92.7%
Parts and supplies	885,813	986,729	100,916	11.4%
Casualty and liability costs	-	-	-	0.0%
Utilities	5,772	5,696	(76)	-1.3%
Leases and other expense	3,992,364	4,159,319	166,955	4.2%
Operating expense	**12,914,557**	**13,353,231**	**438,674**	**3.4%**
Total operating expense	**$ 12,914,557**	**$ 13,353,231**	**$ 438,674**	**3.4%**

EVP - Organizational Effectiveness - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Human Resources				
Wages & benefits without OPEB	$ 1,509,309	$ 2,178,343	$ 669,034	44.3%
Other post-employment benefits	16,880	13,738	(3,142)	-18.6%
Services	445,396	721,352	275,956	62.0%
Parts and supplies	49,800	45,800	(4,000)	-8.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	6,000	8,400	2,400	40.0%
Leases and other expense	270,900	292,410	21,510	7.9%
Operating expense	**2,298,284**	**3,260,043**	**961,759**	**41.8%**
Pension & Retiree Benefits				
Wages & benefits without OPEB	7,660,786	7,684,580	23,794	0.3%
Other post-employment benefits	1,916	1,851	(65)	-3.4%
Services	144,484	170,948	26,464	18.3%
Parts and supplies	300	100	(200)	-66.7%
Casualty and liability costs	-	16,238	16,238	0.0%
Utilities	288	1,116	828	287.5%
Leases and other expense	10,600	12,400	1,800	17.0%
Operating expense	**7,818,374**	**7,887,233**	**68,859**	**0.9%**
Risk Management				
Wages & benefits without OPEB	411,803	601,749	189,946	46.1%
Other post-employment benefits	6,607	6,385	(222)	-3.4%
Services	82,500	115,000	32,500	39.4%
Parts and supplies	6,850	8,700	1,850	27.0%
Casualty and liability costs	10,172,600	8,900,550	(1,272,050)	-12.5%
Utilities	500	1,100	600	120.0%
Leases and other expense	6,100	6,350	250	4.1%
Operating expense	**10,686,960**	**9,639,834**	**(1,047,126)**	**-9.8%**
Labor Relations				
Wages & benefits without OPEB	379,132	390,476	11,344	3.0%
Other post-employment benefits	3,669	3,545	(124)	-3.4%
Services	542,314	512,030	(30,284)	-5.6%
Parts and supplies	2,852	5,700	2,848	99.9%
Casualty and liability costs	-	-	-	0.0%
Utilities	2,100	2,100	-	0.0%
Leases and other expense	7,354	14,550	7,196	97.9%
Operating expense	**$ 937,421**	**$ 928,401**	**$ (9,020)**	**-1.0%**

EVP - Organizational Effectiveness - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Executive VP Organizational Effectiveness				
Wages & benefits without OPEB	78,019	341,082	263,063	337.2%
Other post-employment benefits	1,430	1,382	(48)	-3.3%
Services	50,004	78,000	27,996	56.0%
Parts and supplies	1,200	2,100	900	75.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	-	-	-	0.0%
Leases and other expense	30,000	36,000	6,000	20.0%
Operating expense	**160,653**	**458,565**	**297,912**	**185.4%**
Executive Vice President - Totals				
Wages & benefits without OPEB	**10,039,049**	**11,196,230**	**1,157,181**	**11.5%**
Other post employment benefits	**30,502**	**26,901**	**(3,601)**	**-11.8%**
Services	**1,264,698**	**1,597,330**	**332,632**	**26.3%**
Parts and supplies	**61,002**	**62,400**	**1,398**	**2.3%**
Casualty and liability costs	**10,172,600**	**8,916,788**	**(1,255,812)**	**-12.3%**
Utilities	**8,888**	**12,716**	**3,828**	**43.1%**
Leases and other expense	**324,954**	**361,710**	**36,757**	**11.3%**
Total EVP-Organizational Effectiveness	**$ 21,901,692**	**$ 22,174,076**	**$ 272,384**	**1.2%**

Real Estate & Meridian - Operating Expense

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Real Estate & Meridian				
Wages & benefits without OPEB	$ 237,052	$ 244,556	$ 7,504	3.2%
Other post-employment benefits	3,184	3,077	(107)	-3.4%
Services	416,477	448,702	32,225	7.7%
Parts and supplies	209,277	9,277	(200,000)	-95.6%
Casualty and liability costs	61,110	36,434	(24,676)	-40.4%
Utilities	96,196	95,396	(800)	-0.8%
Leases and other expense	1,765,392	1,739,145	(26,247)	-1.5%
Total operating expense	**$ 2,788,688**	**$ 2,576,587**	**$ (212,101)**	**-7.6%**

Gateway Arch
Statement of Revenue and Expense
FY 2021 - FY 2023

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Arch ticket sales	$ 2,196,057	$ 4,043,263	$ 7,655,198	$ 3,611,935	
Sales discounts revenue	(5,557)	(60,649)	(11,515)	49,134	
Service/fee revenue	193,745	97,232	203,432	106,200	
Other operating revenue	16,591	15,561	22,584	7,023	
Total operating revenues	2,400,836	4,095,407	7,869,699	3,774,292	92.2%
Non-Operating Revenue:					
Interest revenue	7,053	10,000	10,900	900	
Total revenues	2,407,889	4,105,407	7,880,599	3,775,192	92.0%
Operating Expense:					
Wages and benefits	1,999,155	2,695,031	2,971,776	276,745	
Services	897,674	1,156,298	1,279,097	122,799	
Fuel, materials and supplies	154,817	479,378	727,559	248,181	
Casualty and liability costs	78,371	99,244	33,548	(65,696)	
Utilities	136,626	151,035	159,342	8,307	
Leases, other and admin. charges	573,506	1,098,871	1,469,891	371,020	
Total operating expenses	**3,840,149**	**5,679,857**	**6,641,212**	**961,355**	**16.9%**
Non-Operating Expense:					
Interest expense	279,994	273,559	180,014	(93,545)	
Contributions to outside entities	1,617,468	1,155,008	1,315,008	160,000	
Total expenses	5,737,611	7,108,424	8,136,234	1,027,810	14.5%
Net income (deficit) before depreciation and transfers	**(3,329,722)**	**(3,003,017)**	**(255,635)**	**2,747,382**	**-91.5%**
Depreciation and amortization	-	485,850	-	(485,850)	
Net transfers	6,031	-	-	-	
Net income (deficit)	**$ (3,335,753)**	**$ (3,488,867)**	**$ (255,635)**	**$ 3,233,232**	**-92.7%**

Numbers may not sum due to rounding.

Riverfront Attractions
Statement of Revenue & Expense
FY 2021 - FY 2023

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Cruise revenue	$ 1,465,299	$ 1,609,513	$ 2,365,699	$ 756,186	
Food and beverage revenue	377,503	737,379	959,450	$ 222,071	
Retail revenue	84,652	106,689	131,323	$ 24,634	
Sales discounts revenue	(15,259)	(34,789)	(34,789)	$ -	
Other operating revenue	103,906	91,231	131,477	$ 40,246	
Total operating revenues	2,016,100	2,510,023	3,553,160	1,043,137	41.6%
Non-Operating Revenue:					
Total revenues	2,016,100	2,510,023	3,553,160	1,043,137	41.6%
Operating Expense:					
Wages and benefits	1,028,969	1,437,226	1,885,192	447,966	
Services	183,642	328,576	420,842	92,266	
Fuel, materials and supplies	376,457	545,726	642,230	96,504	
Casualty and liability costs	146,846	200,039	244,802	44,763	
Utilities	58,692	91,029	91,029	(0)	
Leases, other and admin. charges	55,165	141,007	169,281	28,274	
Total operating expenses	**1,849,772**	**2,743,604**	**3,453,376**	**709,772**	**25.9%**
Non-Operating Expense**:**	4,184				
Total expenses	1,853,956	2,743,604	3,453,376	709,772	25.9%
Net income (deficit) before depreciation and transfers	**162,144**	**(233,581)**	**99,784**	**333,365**	**-142.7%**
Depreciation and amortization	244,377	192,005	203,177	11,172	
Net Transfers	(2,200,781)				
Net income (deficit)	**$ 2,118,548**	**$ (425,586)**	**$ (103,393)**	**$ 322,193**	**-75.7%**

Numbers may not sum due to rounding.

St. Louis Downtown Airport
Statement of Revenue & Expense
FY 2021 - FY 2023

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Aircraft parking	116,422	145,454	159,715	14,261	
Leased acreage	741,660	684,135	725,692	41,557	
Hangar rental	506,881	543,884	616,960	73,076	
Aviation sale flowage fee	98,472	125,020	140,016	14,996	
Airport concessions	55,307	121,980	120,058	(1,922)	
Other operating revenue	112,702	138,100	125,920	(12,180)	
Total operating revenues	1,631,444	1,758,573	1,888,361	129,788	7.4%
Non-Operating Revenue:					
Grants and assistance	69,000				
Interest revenue	311	1,000	1,250	250	
Total revenues	1,700,755	1,759,573	1,889,611	130,038	7.4%
Operating Expense:					
Wages and benefits	892,424	889,027	999,480	110,453	
Services	173,996	108,604	144,600	35,996	
Fuel, materials and supplies	47,714	99,996	128,100	28,104	
Casualty and liability costs	354,537	68,583	108,378	39,795	
Utilities	185,999	177,500	201,100	23,600	
Leases, other and admin. charges	250,944	133,110	144,899	11,789	
Total operating expenses	**1,905,615**	**1,476,820**	**1,726,557**	**249,737**	**16.9%**
Non-Operating Expense:					
Other non-operating expense	1,260	-	-	-	
Total expenses	1,906,875	1,476,820	1,726,557	249,737	16.9%
Net income (deficit) before depreciation and transfers	**(206,120)**	**282,753**	**163,054**	**(119,699)**	**-42.3%**
Depreciation and amortization	1,276,470	1,440,099	1,178,072	(262,027)	
Net income (deficit)	**$ (1,482,590)**	**$ (1,157,346)**	**$ (1,015,018)**	**$ 142,328**	**-12.3%**

Numbers may not sum due to rounding.

St. Louis Regional Freightway
Statement of Revenue & Expense
FY 2021 - FY 2023

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Regional freight fees	$ 400,000	$ 625,000	$ 500,000	$ (125,000)	
Other operating revenue	11,010	-	-	-	
Total operating revenues	411,010	625,000	500,000	(125,000)	-20.0%
Non-Operating Revenue:					
Total revenues	411,010	625,000	500,000	(125,000)	-20.0%
Operating Expense:					
Wages and benefits	186,451	202,355	250,271	47,916	
Services	253,534	339,400	344,000	4,600	
Fuel, materials and supplies	61	3,500	3,500	-	
Leases, other and admin. charges	28,043	49,000	44,000	(5,000)	
Total operating expenses	**468,089**	**594,255**	**641,771**	**47,516**	**8.0%**
Total expenses	468,089	594,255	641,771	47,516	8.0%
Net income (deficit) before depreciation and transfers	**(57,079)**	**30,745**	**(141,771)**	**(172,516)**	**-561.1%**
Other non-operating expense	(750)	-	-	-	
Net income (deficit)	**$ (56,329)**	**$ 30,745**	**$ (141,771)**	**$ (172,516)**	**-561.1%**

Numbers may not sum due to rounding.

Executive Services
Statement of Revenue & Expense

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Admin Fees - Transit	$ 2,314,830	$ 3,810,921	$ 4,147,786	$ 336,865	
Admin Fees - Arch	194,790	290,080	659,532	$ 369,452	
Admin Fees - Airport	81,588	88,491	94,480	$ 5,989	
Admin Fee - National Park Svc	112,451	177,878	264,645	$ 86,767	
Total operating revenues	2,703,658	4,367,370	5,166,443	799,073	18.3%
Non-Operating Revenue:					
Interest revenue	915	2,500	1,500	(1,000)	
Total revenues	2,704,573	4,369,870	5,167,943	798,073	18.3%
Operating Expense:					
Wages and benefits	2,210,511	2,485,414	2,758,273	272,859	
Services	966,719	1,513,275	1,694,516	181,241	
Fuel, materials and supplies	6,400	21,900	22,795	895	
Casualty and liability costs	49,229	57,000	48,000	(9,000)	
Utilities	5,474	2,673	4,650	1,977	
Leases, other and admin. charges	267,500	289,608	384,855	95,247	
Total operating expenses	**3,505,833**	**4,369,870**	**4,913,090**	**543,220**	**12.4%**
Non-Operating Expense:					
Total expenses	3,505,833	4,369,870	4,913,090	543,220	12.4%
Net income (deficit)	**(801,260)**	**-**	**254,853**	**254,853**	**0.0%**

Numbers may not sum due to rounding.

The following section displays operating costs for the departments that reside within Executive Services. The departments that encompass Executive Services are the Executive Office, Internal Audit, General Counsel, Economic Development, Tourism Innovation, and other Financial expenses. Research Institute ceased activity in FY 2022.

Executive Services - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Executive Office				
Wages & benefits without OPEB	$ 452,620	$ 474,443	$ 21,823	4.8%
Other post-employment benefits	4,400	4,400	-	0.0%
Services	170,250	163,200	(7,050)	-4.1%
Parts and supplies	3,000	2,100	(900)	-30.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	-	750	750	0.0%
Leases and other expense	172,650	236,020	63,370	36.7%
Operating expense	**802,920**	**880,913**	**77,993**	**9.7%**
Internal Audit				
Wages & benefits without OPEB	878,465	986,457	107,992	12.3%
Other post-employment benefits	5,417	5,417	-	0.0%
Services	800,000	998,552	198,552	24.8%
Parts and supplies	6,600	11,875	5,275	79.9%
Casualty and liability costs	-	-	-	0.0%
Utilities	-	600	600	0.0%
Leases and other expense	67,220	114,197	46,977	69.9%
Operating expense	**1,757,702**	**2,117,098**	**359,396**	**20.4%**
General Counsel				
Wages & benefits without OPEB	678,372	673,802	(4,570)	-0.7%
Other post-employment benefits	3,840	3,840	-	0.0%
Services	167,565	191,284	23,719	14.2%
Parts and supplies	7,800	4,320	(3,480)	-44.6%
Casualty and liability costs	-	-	-	0.0%
Utilities	-	-	-	0.0%
Leases and other expense	30,000	19,100	(10,900)	-36.3%
Operating expense	**887,577**	**892,346**	**4,769**	**0.5%**

Executive Services - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Budget 2022	Budget 2023	$ Change	% Change
Wages & benefits without OPEB	196,070	198,668	2,598	1.3%
Other post-employment benefits	1,857	1,857	-	0.0%
Services	55,480	55,480	-	0.0%
Parts and supplies	1,000	1,000	-	0.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	1,000	1,800	800	80.0%
Leases and other expense	6,038	6,038	0	0.0%
Operating expense	**261,445**	**264,844**	**3,399**	**1.3%**
Tourism Innovation Administration			-	0.0%
Wages & benefits without OPEB	261,487	406,503	145,016	55.5%
Other post-employment benefits	2,886	2,886	-	0.0%
Services	-	-	-	0.0%
Parts and supplies	3,500	3,500	-	0.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	1,500	1,500	-	0.0%
Leases and other expense	9,500	9,500	-	0.0%
Operating expense	**$ 278,873**	**$ 423,889**	**$ 145,016**	**52.0%**
Research Institute				
Wages & benefits without OPEB	$ -	$ -	$ -	0.0%
Other post-employment benefits	-	-	-	0.0%
Services	3,980	-	(3,980)	-100.0%
Parts and supplies	-	-	-	0.0%
Casualty and liability costs	-	-	-	0.0%
Utilities	173	-	(173)	-100.0%
Leases and other expense	-	-	-	0.0%
Operating expense	**4,153**	**-**	**(4,153)**	**-100.0%**
Financial Expenses				
Wages & benefits without OPEB	-	-	-	0.0%
Other post-employment benefits	-	-	-	0.0%
Services	316,000	286,000	(30,000)	-9.5%
Parts and supplies	-	-	-	0.0%
Casualty and liability costs	57,000	48,000	(9,000)	-15.8%
Utilities	-	-	-	0.0%
Leases and other expense	4,200	-	(4,200)	-100.0%
Operating expense	**377,200**	**334,000**	**(43,200)**	**-11.5%**
Total Executive Services	**$ 4,369,870**	**$ 4,913,090**	**$ 543,220**	**12.4%**

Health Self Insurance Fund
Statement of Revenue & Expense
FY 2021 - FY 2023

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Employee health	$ 7,641,311	$ 7,796,050	$ 7,692,399	$ (103,651)	
Employer health	30,376,458	30,026,487	33,743,555	3,717,068	
Total operating revenues	38,017,769	37,822,537	41,435,954	3,613,417	9.6%
Non-Operating Revenue:					
Interest revenue	1,114	2,500	6,800	4,300	
Total revenues	38,018,883	37,825,037	41,442,754	3,617,717	9.6%
Operating Expense:					
Wages and benefits	707,739	763,260	823,477	60,217	
Services	382,807	259,290	352,240	92,950	
Fuel, materials and supplies	14,697	23,000	32,595	9,595	
Utilities	4,088	4,140	4,550	410	
Leases, other and admin. charges	58,008	24,945	71,835	46,890	
Health and welfare self-insurance	38,684,822	36,750,401	40,158,057	3,407,656	
Total operating expenses	**39,852,161**	**37,825,037**	**41,442,754**	**3,617,717**	**9.6%**
Non-Operating Expense:					
Total expenses	39,852,161	37,825,037	41,442,754	3,617,717	9.6%
Net income (deficit)	**$ (1,833,278)**	**$ -**	**$ -**	**$ -**	**0.0%**

Numbers may not sum due to rounding.

Casualty Self Insurance Fund
Statement of Revenue & Expense
FY 2021 - FY 2023

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Casualty Insurance Revenue	$ 2,762,917	$ 5,022,756	$ 4,475,749	$ (547,007)	
Total operating revenues	2,762,917	5,022,756	4,475,749	(547,007)	-10.9%
Non-Operating Revenue:					
Interest revenue	2,291	10,000	9,250	(750)	
Total revenues	2,765,208	5,032,756	4,484,999	(547,757)	-10.9%
Operating Expense:					
Wages and benefits	511,457	611,016	153,359	(457,657)	
Services	44,049	46,000	73,500	27,500	
Fuel, materials and supplies	1,042	3,100	100	(3,000)	
Casualty and liability costs	1,875,692	2,643,000	5,324,238	2,681,238	
Utilities	828	1,200	-	(1,200)	
Leases, other and admin. charges	75	2,300	-	(2,300)	
Casualty self-insurance	1,707,039	5,032,756	3,161,328	(1,871,428)	
Total operating expenses	**4,140,182**	**8,339,372**	**8,712,525**	**373,153**	**4.5%**
Non-Operating Expense:					
Total expenses	4,140,182	8,339,372	8,712,525	373,153	4.5%
Net income (deficit) before depreciation and transfers	**(1,374,974)**	**(3,306,616)**	**(4,227,526)**	**(920,910)**	**27.9%**
Net Transfers	(2,657,012)	(3,306,616)	(4,227,526)	(920,910)	
Net income (deficit)	**$ 1,282,038**	**$ -**	**$ -**	**$ -**	**0.0%**

Numbers may not sum due to rounding.

Workers' Compensation Self Insurance Fund
Statement of Revenue & Expense
FY 2021 - FY 2023

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Workers' Comp. Insurance Revenue	$ 6,233,547	$ 6,553,044	$ 6,229,499	$ (323,545)	
Total operating revenues	6,233,547	6,553,044	6,229,499	(323,545)	-4.9%
Non-Operating Revenue:					
Interest revenue	7,220	12,000	12,700	700	
Total revenues	6,240,767	6,565,044	6,242,199	(322,845)	-4.9%
Operating Expense:					
Wages and benefits	314,571	261,086	138,865	(122,221)	
Services	14,880	19,000	12,350	(6,650)	
Fuel, materials and supplies	157	1,500	100	(1,400)	
Casualty and liability costs	221,732	267,000	235,000	(32,000)	
Utilities	471	500	-	(500)	
Leases, other and admin. charges	456,557	603,350	750,850	147,500	
Workers comp self-insurance	5,410,138	6,565,044	6,242,576	(322,468)	
Total operating expenses	**6,418,506**	**7,717,480**	**7,379,741**	**(337,739)**	**-4.4%**
Non-Operating Expense:					
Total expenses	6,418,506	7,717,480	7,379,741	(337,739)	-4.4%
Net income (deficit) before depreciation and amortization	**(177,739)**	**(1,152,436)**	**(1,137,542)**	**14,894**	**-1.3%**
Net transfers	(1,089,588)	(1,152,436)	(1,137,542)	14,894	
Net income (deficit)	**$ 911,849**	**$ -**	**$ -**	**$ -**	**0.0%**

Numbers may not sum due to rounding.

Arts In Transit (AIT)
Statement of Revenue and Expense
FY 2021 - FY 2023

	Actual 2021	Budget 2022	Budget 2023	$ Change	% Change
Operating Revenue:					
Not-For-Profit revenue	$ 31,983	$ 94,674	$ 88,329	$ (6,345)	
Other operating revenue	-	15,000	-	(15,000)	
Total operating revenues	31,983	109,674	88,329	(21,345)	-19.5%
Non-Operating Revenue:					
Total revenues	31,983	109,674	88,329	(21,345)	-19.5%
Operating Expense:					
Wages and benefits	15,477	22,464	16,139	(6,325)	
Services	6,568	72,714	58,188	(14,526)	
Fuel, materials and supplies	8	6,844	6,000	(844)	
Utilities	6	-	650	650	
Leases, other and admin. charges	12,758	7,652	7,352	(300)	
Total operating expenses	**34,817**	**109,674**	**88,329**	**(21,345)**	**-19.5%**
Non-Operating Expense:					
Contributions to outside entities	-	-	-	-	
Total expenses	34,817	109,674	88,329	(21,345)	-19.5%
Net income (deficit) before depreciation and transfers	**(2,834)**	**-**	**-**	**-**	**0.0%**
Net income (deficit)	**$ (2,834)**	**$ -**	**$ -**	**$ -**	**0.0%**

Numbers may not sum due to rounding.

OPERATING BUDGET—
THE ANALYSIS

Metro Transit – Strategic Plan Overview

Priorities

Metro Transit's priority is to run a safe and secure system fully responsive to input from regional leadership, Metro customers, and the recent MetroLink security assessment. Metro works to maintain and build ridership through dedicated efforts that improve public perception through team member engagement, strategic planning, communications, and marketing strategies that strengthen relationships with our partners and customers.

Strategic Focus

Delivering customer-focused transit solutions that help build a more connected, vibrant, and thriving region. We are committed to stabilizing and growing ridership by investing in programs that are safe, secure, equitable, and efficient.

Our strategic focus for FY 2023 centers on:

SAFETY & SECURITY

- We have made tremendous strides in security operations and continue improving through security-focused system enhancements. We are training and empowering team members to understand and contribute individually to a safer, more secure Metro.

CUSTOMER EXPERIENCE

- We are working to deliver an improved customer experience through programs and partnerships that match transit solutions to customer and community needs, and delivers capital investments that balance customer experience goals, service expansion, and transit asset management principles.

RECOVERY

- We are responding to the impact of the COVID-19 pandemic by prioritizing our commitment to the safety of our team members and customers, delivering equitable transit service, and ensuring Metro maintains the capacity to sustain operations into the future.

FISCAL RESPONSIBILITY

- We are focusing our resources, reorienting our service, rebuilding our team, and seeking innovative funding opportunities and partnerships to preserve Metro's long-term financial sustainability.

PARTNERSHIPS / RELEVANCE

- We are building and nurturing partnerships, developing authentic relationships with our customers, and connecting to national transit-related conversations to remain timely and relevant.

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Assumptions

The FY 2023 budget projects a $332,022 deficit position before depreciation and net transfers.

Service miles and hours for system revenue miles are budgeted at a similar level as the FY 2022 budget. System revenue hours are also budgeted flat in comparison to the FY 2022 budget.

Passenger boardings on MetroBus, MetroLink, and Call-A-Ride for FY 2023 show a combined system operating at the same level as the FY 2022 budget. Expected ridership will result from multiple factors including higher fuel costs, perceptions of security, pandemic issues and changes in workforce transit patterns including telecommuting.

Operating Revenue

Passenger revenue is budgeted at $18.5 million for FY 2023. This is a decrease of $2.4 million or 11.6% from the FY 2022 budget. The decrease in passenger revenue is reflective of a ridership drop for pandemic issues in the prior fiscal year. The proposed budgeted revenue level is reflective of ongoing safety and security issues, and the expansion of on-demand service options available within the community. Metro's service redesign and focus on the customer experience through improved safety and security measures and new customer amenities are expected to help improve ridership trends. Bi-State Development continues to work with its funding partners, law enforcement partners, and civic and community groups to improve the safety and security of the system. These factors have been incorporated into the FY 2023 operating budget ridership projection with no plans for fare increases in this fiscal budget.

Paratransit contracts include Medicaid revenue and other contractual receipts related to trips provided by Paratransit Operations. The $1.4 million budgeted in FY 2023 is expected to remain the same as the FY 2022 budget.

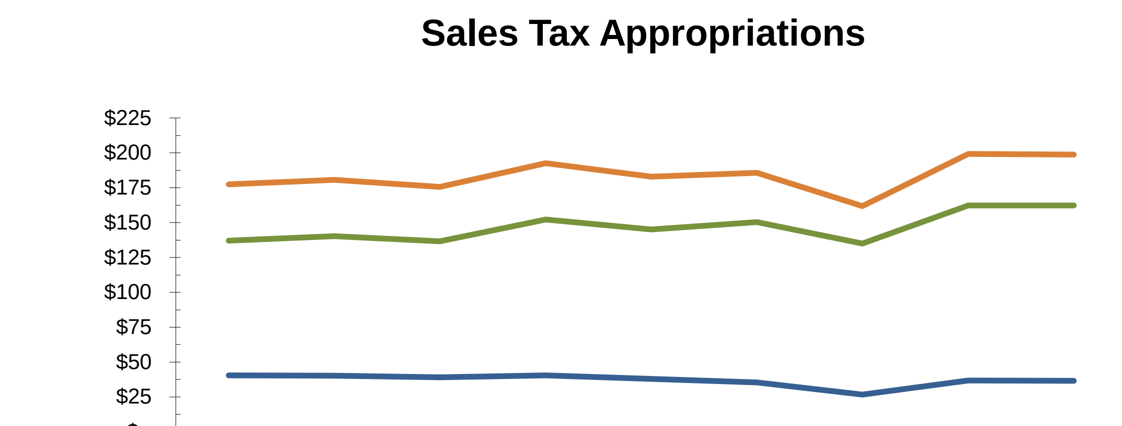
Other operating revenue includes advertising on revenue vehicles, bus shelters, and MetroLink stations; provided maintenance service and vending machine concessions; rental income and miscellaneous other revenue. Other operating revenues are expected to increase $441,413. This is the result of increased revenue from rental income and ATS contractual work.

Grants, Sales Tax, and Contractual Revenue

City of St. Louis and St. Louis County sales taxes include ½ cent sales tax (1973) for transportation and ¼ cent sales tax (1994) for light rail development, operation and maintenance and a ¼ cent sales tax (passed 1997, collected 2010) for system operating capital and future expansion. Only the ½ cent tax (1973) is subject to deductions for Tax Increment Financing (TIF). St. Louis City forwards to BSD all taxes collected net of TIF's.

St. Louis County voters passed Prop A, a ½ cent sales tax (2010) and the City of St. Louis activated Prop M2, a ¼ cent sales tax to fund service restoration, enhancements, and future expansion. St. Louis County appropriates operating, capital, and debt service funding annually to cover for the service package requested.

Sales tax receipts (after TIF reductions) appropriated to BSD:



	2015 Actual	2016 Actual	2017 Actual	2018 Actual	2019 Actual	2020 Actual	2021 Actual	2022 Budget	2023 Budget
St. Louis County	137.08	140.30	136.70	152.18	145.13	150.42	135.10	162.40	162.40
St. Louis City	40.36	40.29	39.00	40.51	37.94	35.30	26.70	36.78	36.53
Total	177.44	180.59	175.70	192.70	183.07	185.72	161.80	199.18	198.93

The chart above represents the growth in appropriation of sales tax from St. Louis City and County to BSD. Slow growth in the local economy (1%) translates to relatively minimal growth in sales tax receipts for FY 2023 in St. Louis City and St. Louis County sales taxes. Budgeted sales tax receipts are allocated between operating needs, debt service requirements, and capital programs.

State of Missouri revenue for the FY 2023 budget is expected to increase by $7,912 to $799,500.

St. Clair County, Illinois revenue is based on a service agreement between St. Clair County Transit District and BSD. The District administers St. Clair County tax collections and Illinois Department of Transportation funding and contracts with BSD for services. St. Clair County reduced fixed route bus service in FY 2022 and FY 2023.

Federal vehicle maintenance represents federal capital formula funds that BSD chooses to program for vehicle maintenance per the Federal Transit Administration's guidelines. FY 2023 budget remains consistent with FY 2022 budget.

Non-capital federal grant revenue funding is expected to be $3.8 million for FY 2023. These funds are expected to be used for MetroLink right-of-way and tunnel structural repairs, system conduit rehabilitation and facilities parking lot repairs and other operating needs as determined.

Non-Operating Revenue

Investment income consists of interest earned on invested funds. The projected budget for FY 2023 is $341,250. This decrease over the prior year budget is a result of a lower investment base and rates on investments.

Capital lease revenue recognizes the revenue associated with capital leases. The revenue and expense offset. For FY 2023, these amounts are both $9.4 million.

Expenses

Wages & benefits are expected to be .2% more than the FY 2022 budget. Operator staffing is planned to remain steady while other staffing will increase slightly. Benefits increased 1.5% over the prior year. Pension Costs having the largest impact.

Other post-employment benefits arose from the implementation of GASB Statement No. 45, Accounting and Financial Reporting for Employers for Post-employment Benefit Plans Other Than Pension. Total OPEB consists of pay-as-you-go retiree medical costs (included in benefits) and the unfunded portion. For FY 2023, the unfunded portion of OPEB cost is budgeted at $3.6 million. This is a $1.7 million increase over the prior year.

Services are expected to decrease 4.0%. Metro continues to budget increased costs related to public safety concerns on the Metro transit system. Contracts with our law enforcement partners supplement these services.

Fuel hedging (realized gains/losses) helps neutralize the outcome of price spikes or decreases in the budget. The fuel hedge program involves purchasing heating oil contracts up to 36 months into the future. In times of rising prices, hedging contracts rise in value when sold and generate a savings that slows the effect of the market increase.

Fuel and lubrications net expense for the FY 2023 budget is anticipated to decrease 12.5% due to gains from the fuel hedge program. Fuel usage throughout the system will slowly decline as newer more fuel efficient alternatives are introduced.

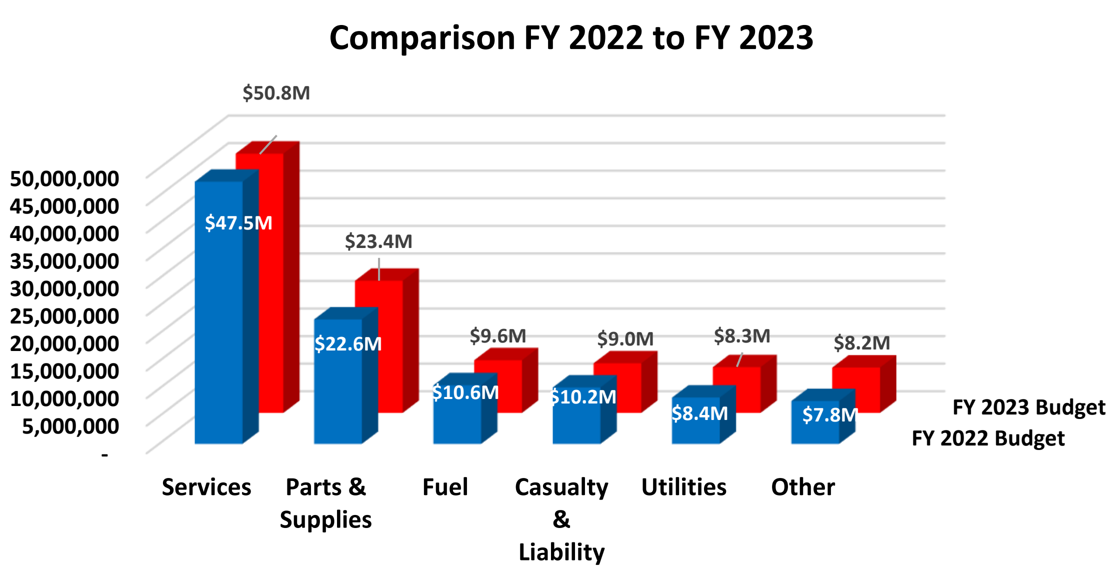
Parts and supplies expense is expected to increase 3.5%. Life cycle fleet maintenance is the basis in determining revenue equipment parts needs each year. Enhanced inventory management and a continued emphasis on quality parts will drive cost savings.

Casualty and liability expense is dependent on a variety of factors including the insurance market, passenger boardings, the number of miles driven, population density of the service area and the number of accidents, injuries and claims. Casualty and liability expense is expected to decrease 12.1% compared to the previous budget. Property lines are expected to increase due to hard market conditions.

Utilities, including electric propulsion, are budgeted at 1.0% less than the prior year due to in part to reduced consumption. Process improvements continue to be the goal to reduce expense. The 2023 budget is in line with the cost needed to support expected activity.

Other expenses consist of taxes, leases, advertising, travel, and staff development. FY 2023 reflects a 3.3% increase compared to the prior year budget. This increase includes additional staff development, training and advertising. Most cost categories are slightly lower than the prior year levels.

Management fees are payments to Executive Services for providing administrative services to Metro.



Non-Operating Expense

Capital lease expense recognizes the cost associated with capital leases. The expense is offset by a revenue amount. For FY 2023 these amounts are both $9.5 million.

Interest on debt results primarily from interest paid on bonds issued to finance the Cross County expansion. Interest expense is budgeted at $12.5 million in FY 2023.

Sheltered workshop expense is budgeted at $1.2 million.

Depreciation and Amortization

Depreciation in public transit systems is generally not funded by operating income. This differs from private industry, which must generate profits for purchase/replacement of property and equipment. Depreciation is presented as required by U.S. Generally Accepted Accounting Principles (US GAAP). Depreciation is not funded to provide equity for capital replacements because capital assets are predominately funded by federal grants. For FY 2023, depreciation is expected to be just above $77.0 million.

Net Transfers

Internal service fund administration fees are charged by the Workers' Compensation and Casualty Self-Insurance Funds to Metro. These fees represent self-insurance administration costs in excess of claim amounts paid. The amount of the Self-Insurance Administration Fee for FY 2023 is $5.4 million.

Gateway Arch

Strategic Focus

In partnership with the National Park Service (NPS) and the other GANP partners, our Gateway Arch team remains committed to operating in a responsible manner while continuing to honor our nation's history and serve the American public. The safety of staff and visitors is the park's number one priority. On-going shifts in our ticketing process and visitor access have helped optimize the visitor experience with limited resources. In FY 2023, we are hopeful to continue the recovery to return to pre-pandemic attendance and revenue streams.

Our strategic focus for FY 2023 centers on:

VISITOR EXPERIENCE

- ✓ From seamless ticketing to valuable post-visit interactions, we are optimizing the Gateway Arch tram and ticketing operations by providing a memorable visitor experience.

FINANCIAL RESPONSIBLILITY

- ✓ We are implementing cost-effective solutions while revenue streams are impacted by the pandemic including forecasting budget adjustments due to COVID-19.

SAFETY

- ✓ We continue to identify and implement unique solutions to maximize visitor and team member safety while remaining in compliance with all applicable regulations and guidelines.

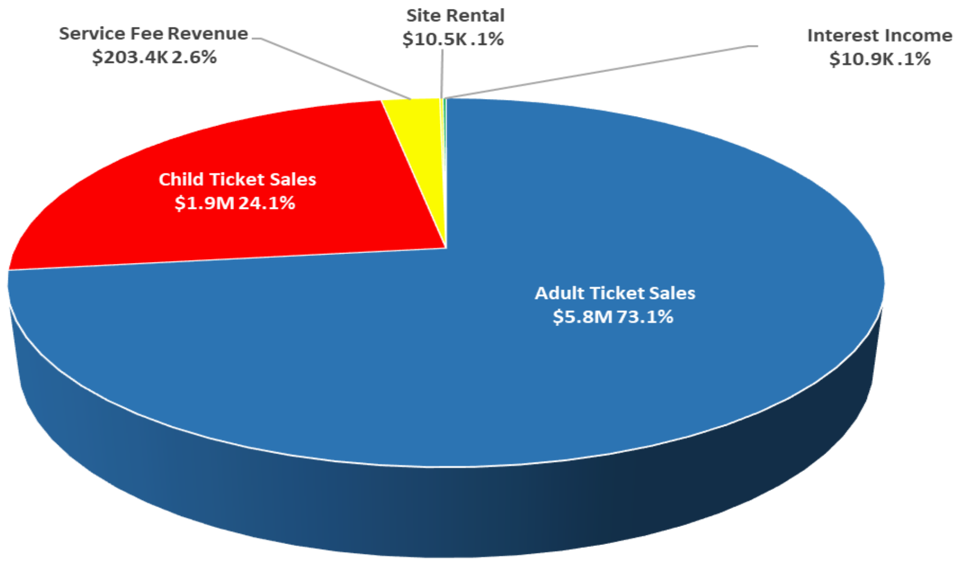
TEAM

- ✓ We are motivating and engaging our team members with customer-focused training, rewarding challenges and community outreach opportunities.

Revenue

Arch ticket sales are projected based on 366,580 tram passengers expected in FY 2023. The projected revenue for ticket sales is $7,655,198. A variable pricing structure, common in the hospitality and tourism industry was introduced in January of 2019. Tram rates range from $15-$19 for adults and $11-$15 for children. A $3 National Park Entrance fee is included in the adult rate.

Site rental and other revenues include tram rental fees for events held at the Gateway Arch and convenience fees charged to online and individual phone ticket purchases.



Expense

Wages and benefits including OPEB are budgeted in FY 2023 10.3% higher. This increase addresses the expected rebound in ridership.

Services increased by 10.6% from the FY 2022 budget. In FY 2023, the largest expenditure in this category is the cost of mechanics employed by the National Park Service. Services include the following (in thousands):

Mechanics employed by the National Park Service	$ 957
Credit card fees, banking service charges	202
Legal and consulting	17
Internet web site maintenance and development	33
Maintenance services	56
Other (employment verification)	14
	$1,279

Parts and supplies are budgeted at $727,559, which is 51.8% higher than the prior year budget. Increases are due to parts and materials needed for the Arch trams.

Casualty and liability costs are budgeted 66.2% lower than the FY 2022 budget due to lower premiums.

Utilities are primarily electricity costs that are $155,840 of the overall $159,342 utility budget. Utility costs are influenced to some degree by the severity of the weather although much of the facility is underground.

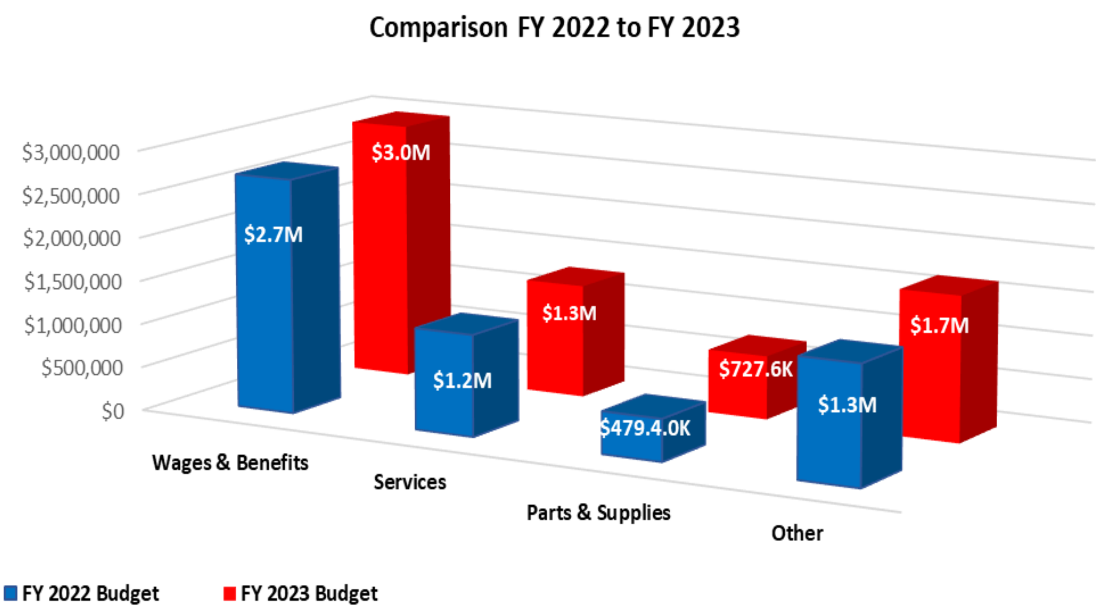
Other expense includes the following (in thousands):

Management fee to Agency	$ 660
Advertising and promotion	732
Dues, Training, Travel and Other	78
	$ 1,470

Other expense is budgeted in FY 2023 to be 33.8% higher primarily due to an increase in management fees earned on increased revenue from ticket sales.

Interest expense is the interest on the $7.5 million Arch Tram Revenue Bonds refunded in August of 2021. The original bond issue funded both the motor generator set replacement project and the Arch Visitor Center roof replacement project.

Contributions to outside entities are for operation and maintenance costs for the newly expanded Gateway Arch Visitor Center, including additional security operations by the National Park Service.



Net loss before depreciation for FY 2023 is budgeted at $255,635. Budget estimates are conservative and reflect a gradual rebuilding of capacity after COVID.

Riverfront Attractions

Strategic Focus

BSD Riverfront Attractions, include Riverboats at the Gateway Arch, the Paddlewheel Café, Gift Shop, and heliport. These attractions create a complete riverfront family and tourist destination with a unique purpose of extending the stay for visitors to the Gateway Arch. Together, leveraging the success of each of these enterprises; we are able to increase per capita spending by visitors to the St. Louis Riverfront. We strive to meet or exceed a CSAT (Customer Satisfaction) rating of 85% for each of the following categories - Food Service, Overall Experience, COVID-19 Health & Safety Measures and Team Performance.

Our strategic focus for FY 2023 centers on:

PROMOTIONS & GUEST EXPERIENCE

- ✓ We are creating cross-promotional marketing opportunities which leverage 'combo pricing' with Arch tram tickets, instituting new cruise itineraries and events focused on increasing local engagement, partner buy-in and repeat clientele experiences.
- ✓ We continue to improve COVID-19 marketing and communication protocols that promote a safe and memorable experience for our guests. We are dedicated to executing a seamless experience from pre-visit planning to post-visit interactions, including enhanced digital feedback methods.

TEAM DEVELOPMENT

- ✓ We are focused on educating team members on efficiency, communication, resources and safety, while developing skills that promote cross-functional teams, improving communication and conflict management skills.
- ✓ Our team is developing a refined manager and guest service training and deployment program for frontline team members as well as our operational management team.

FISCAL RESPONSIBILITY

- ✓ Our focus on increasing Riverboat ticket sales and Paddlewheel Café revenue includes effectively managing costs and identifying potential expense savings while balancing operational challenges and leveraging key partnerships and earned media for increased exposure.

SAFETY & SECURITY

- ✓ Our security plan includes implementing proactive measures focused on protecting team members and guests, the safe, proper and intended operation of Riverboat facility equipment with strong emphasis on preventing illegal or unwanted actions.

Revenue

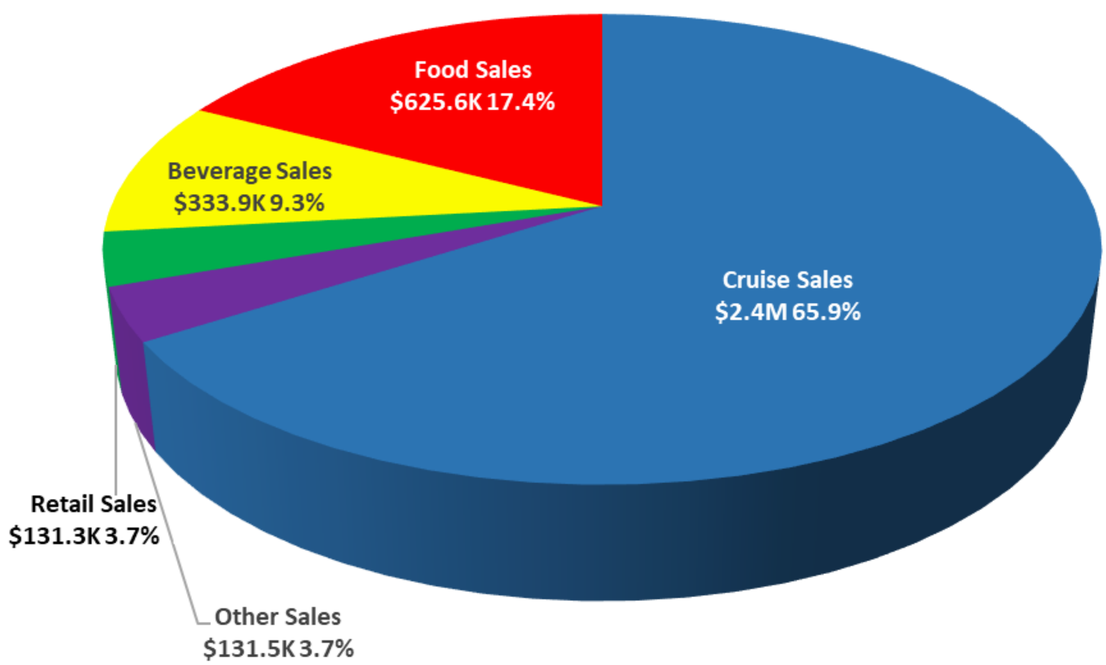
Cruise revenue is based on the FY 2023 budget of 121,700 passengers. Cruise revenue is projected at $2,365,699 which is 47.0% higher than the FY 2022 budget. In conjunction with the Gateway Arch, the riverboats offer variable pricing, with an adult sightseeing ticket starting at $24 and a child ticket starting at $14. A base dinner cruise ticket is $49.

Food revenue includes food sold on dinner dance cruises, on board concessions and at the Paddlewheel Café. Food revenue is budgeted to increase 18.7% from the FY 2022 projection.

Beverage revenue is generated from beverage sales on the various types of cruises and from the Paddlewheel Café. Beverage revenue is budgeted to increase 58.6% in conjunction with higher expected dining activity.

Retail revenue is generated from gift shop sales. These revenues are up by 23.1% from the FY 2022 budget. Sales are tied to levels of passenger counts.

Other miscellaneous revenue includes revenues from helicopter tours and concessions and a contracted passenger cruise photography service.



Expense

Wages and benefits including OPEB increased 23.3% in the FY 2023 budget.

Services are budgeted to increase 28.1% from the prior year budget. This increase is primarily due to an increase in maintenance services and entertainment aboard the cruises. Additional security guard services have been added for FY2023.

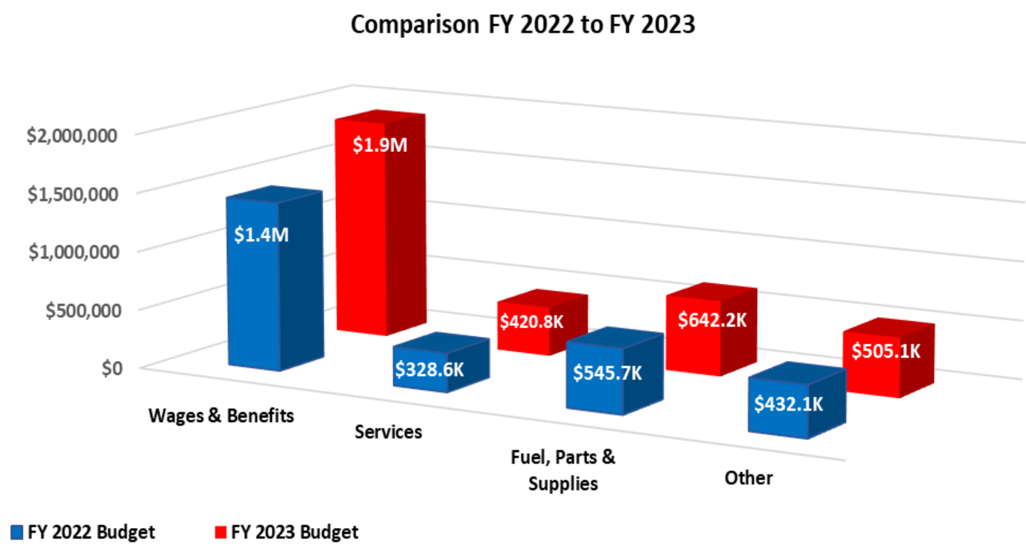
Materials and supplies are budgeted 17.6% higher than the previous budget. The FY 2023 budget for materials and supplies is a reflection of the expected change in revenue components related to the anticipated number of cruises and patrons.

Fuel and lubrications expense is budgeted to increase 30.0% over FY 2022 in line with the higher Cruise Revenue.

Casualty and liability costs are 22.4% more than budgeted costs in FY 2022 due to increases in premiums.

Utilities are comprised of $53,045 for electricity, $6,438 for telephone, $10,628 for natural gas, $10,500 for waste removal, and $10,419 for water and sewer. Utilities are significantly impacted by the severity of weather, level of service, and days of operation.

Other expense is 20.1% higher than the prior year. Over the last two years advertising costs have been budgeted to strengthen awareness of new programs and cruise themes available to the public. Advertising is budgeted at approximately $120,000 or 18.5% higher than FY 2022 in an effort to generate stronger revenue streams.



Net income before depreciation is budgeted at $99,784.

St. Louis Downtown Airport

Strategic Focus

The airport team continues to market the land and services of our tenants as a way to increase our presence in the St. Louis region and bring more attention to the airport from the flying public. In FY 2022 activity at and around the St. Louis Downtown Airport was impacted by travel restrictions and the large decrease in public events during COVID-19. We are positioning our operations as an airport users and potential tenants as a trusted location that is well organized, safe, secure, efficient, and professional.

Our strategic focus for FY 2023 centers on:

OPERATIONAL EFFICIENCY

- ✓ Keeping the airport properties leased and occupied, improving management of airport services through new training programs, and reducing ineffective short-term fixes by better utilization of FAA codes.

FISCAL RESPONSIBILITY

- ✓ We are collaborating with IDOT, FAA and local agency safety personnel to maximize funding opportunities, and support capital improvements.
- ✓ Our focus balances staff hours, and identifies potential cost savings while revenue streams are impacted by the pandemic.

SAFETY

- ✓ We are refining team member and visitor safety in line with pandemic regulations, and implementing quarterly training sessions that reflect the changing landscape of safety protocols.

PROMOTION & ENGAGEMENT

- ✓ We continue to foster a culture of staff ownership for improving airport services and a customer centric service philosophy.
- ✓ We are leveraging our tenant relationship with Jet Aviation and other national and regional partnerships to build market awareness, attract more aircraft, and collaborate on marketing efforts for the airport.

Revenue

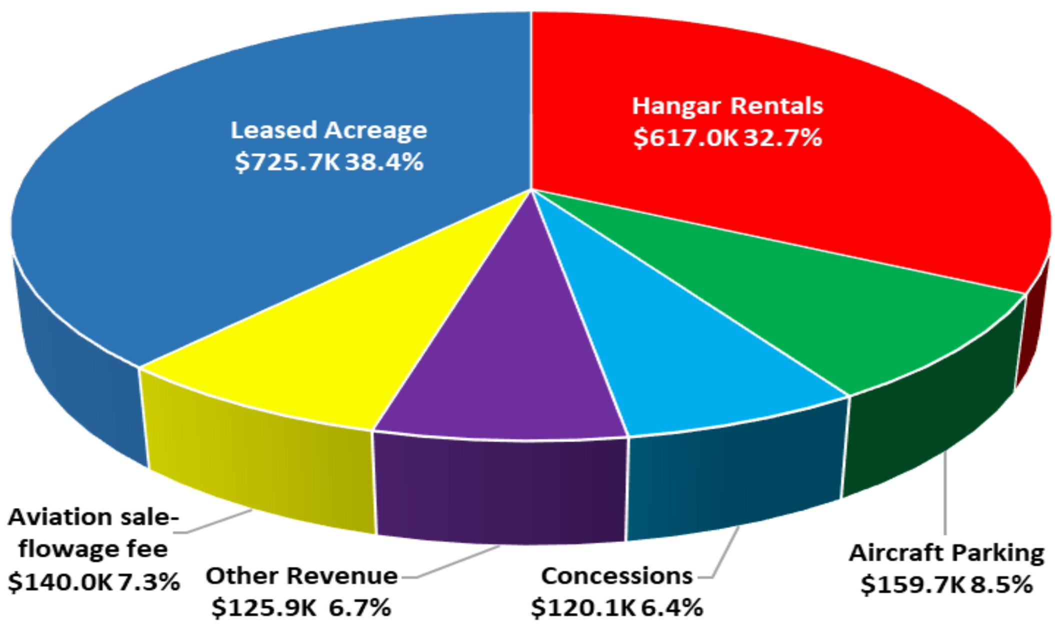
Aircraft parking revenue for FY 2023 is budgeted at $159,715, this is approximately $14 thousand, 9.8% higher than the FY 2022 budget.

Leased acreage revenue is airport land leased for private investment. Revenue is expected to be $725,692. This is a $41.6 thousand, 6.1% increase from the previous year. Effective July 1, 2022 all leaseholds will be increased by the percent change in CPI from July 2019 to June 2021.

Hangar rentals are leased property for airframes and tenants. The projected revenue for FY 2023 is $616,960. This is $73.1 thousand or 13.4% higher than FY 2022. These leaseholds will also be increased on July 1, 2022 by the CPI increase from July 2019 to June 2021.

Aviation fuel sale-flowage fee revenue is budgeted in FY 2023 at $140,016. This is $15 thousand, 12.0% higher than expected revenues for FY 2022.

Concession fees include crop income and rentals for the concourse. The FY 2023 budget is $120,058. This is a 1.6% decrease from FY 2022 budget.



Expense

Wages and benefits including OPEB are $999.5 thousand up 12.4% from the FY 2022 budget.

Services include the following (in thousands):

Legal and consultants fees	$ 50
Contract maintenance	76
Other	19
	$ 145

Services are budgeted in FY 2023 to be 33.1% higher than FY 2022. The FY 2023 budget includes consulting fees for surveys, plots, and concurrent use agreements. Services also include legal fees for lease review and consultation, consultant fees for general engineering services, firehouse elevator and extinguisher maintenance, fire alarm maintenance, the emergency phone system, firefighting truck inspection and maintenance, and HVAC controls system support. Increases are primarily due to increased service costs to maintain trucks and equipment.

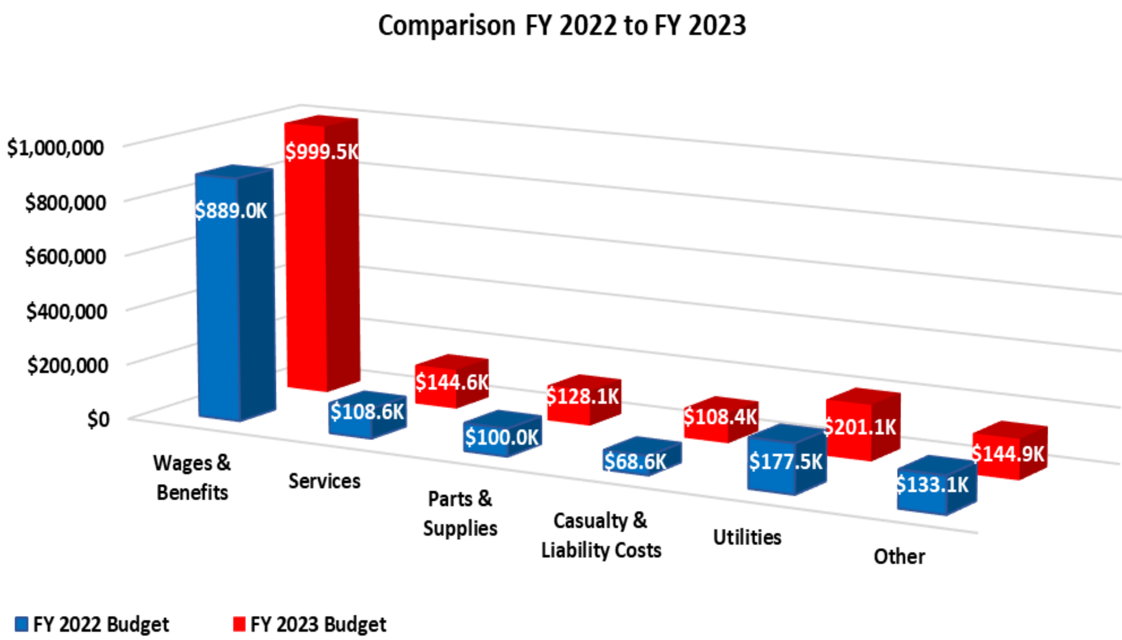
Parts and Supplies are budgeted in FY 2023 to be 28.1% higher than FY 2022. These added costs are for maintenance for consisting of Aircraft Rescue and Firefighting (ARFF) fire tools and equipment.

Casualty and liability costs are budgeted to increase 58.0% over FY 2022 budgeted expenses due to increases in premium rates resulting from a difficult insurance market.

Utilities include electricity, gas, telephone, waste removal, and water are budgeted in FY 2023 to be 13.3% higher than the FY 2022 budget.

Other expense includes the following (in thousands):

Management fees to the Agency	$ 94
Travel, training, meetings, and dues	25
Other (including advertising)	25
	$ 144



Income

Net income before depreciation is projected to be $163,054 for FY 2023.

St Louis Regional Freightway

Strategic Focus

The St. Louis Regional Freightway coordinates regional freight development efforts, tightly connecting the private and public sectors. We create a foundation for planning and marketing the industry, while advocating the region's greatest freight and site selection strengths. The path to growth is through leveraging our partnerships, maximizing the opportunities we continue to uncover, while elevating the region's profile as a world class logistics hub.

Our strategic focus for FY 2023 centers on:

AWARENESS

- ✓ We continue to build strategic partnerships with shippers and carriers that attract new business, and engaging our allies to help us build a strong network of regional ambassadors.

INFRASTRUCTURE FUNDING & MULTIMODAL CAPABILITIES

- ✓ We are developing and coordinating regional projects, advocacy strategies, and funding approaches with leaders across transportation and manufacturing/logistics industries.

PROMOTING INDUSTRIAL REAL ESTATE

- ✓ Our focus includes leveraging TheFreightway.com as a tool to unify industrial real estate leaders, and utilizing this tool to inform, promote, and share regional success stories and opportunities.

RELEVANCE

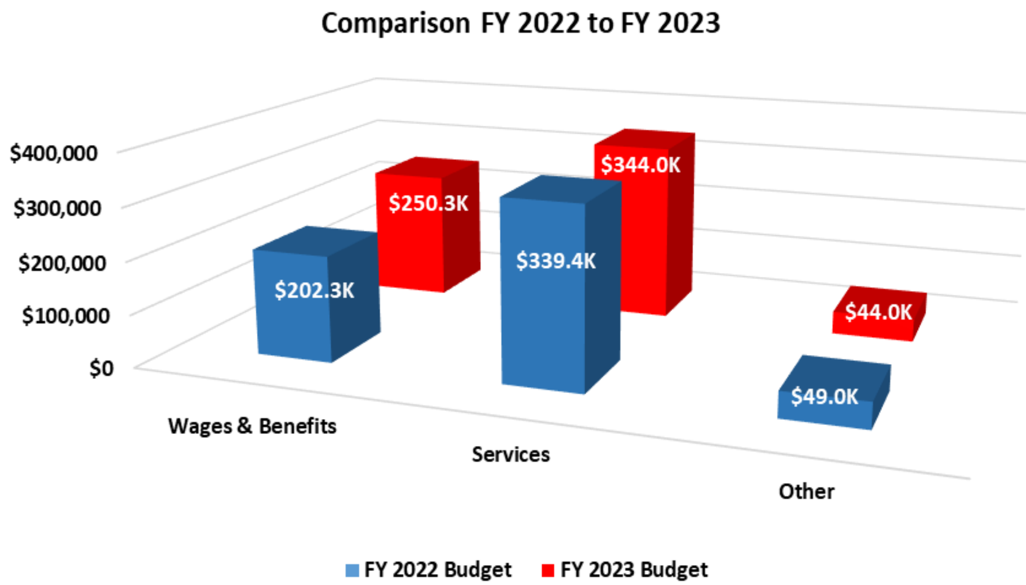
- ✓ We will continue linking to larger national freight-related conversations, such as the impact of COVID-19 on the freight industry and US infrastructure improvement plans, and driving this relevant content through targeted stories directed to regional media outlets and national industry publications.

Revenue

In FY 2023, contributions and fees for service provided are expected to generate $500,000 in operating revenue.

Expense

Total FY 2023 operating expense is expected to be $641,771, resulting in a net loss of $141,771. The majority of the operating expense is for consulting services to gather and compile data included in informational materials providing analytical analysis and information, compensation, and benefits.



Net loss before depreciation for FY 2023 is budgeted at $141,771.

Executive Services

Strategic Focus

The President and Chief Executive Officer leads Executive Services. Executive Services is a service enterprise that provides support to all Bi-State Development business operating units. These services are provided by executive management, as well as, the legal department, real estate and economic development department, tourism innovation administration, and the internal audit department.

Revenue

The Metro administration fee provides a significant portion of the revenue for Executive Service. Transit represents 94% of the revenue for BSD after eliminations.

The Gateway Arch management fee is calculated based on a formula negotiated with the National Park Service including 7% of Arch gross receipts and 10% of the net receipts less operating costs. The Gateway Arch management fee is $659,532 reflecting a modest return of Arch revenue and activity post-COVID.

The St. Louis Downtown Airport management fee is calculated at 5% of the Downtown Airport operating revenue and interest income. The St. Louis Downtown Airport administration fee is $94,480.

The National Park Service fees are calculated at 20% of the Arch entrance fees and movie admissions. The National Park Service charges a $3 entrance fee per adult ticket. Children 15 years old and younger and educational groups are exempt from the fee. The National Park Service administration fee is $264,645. This is a 48.8% increase due to an anticipated increase in admissions for FY 2023.

Expense

Wages and benefits are higher due to salary and benefit increases, restructures, and one additional position added within internal audit. This addition is needed to support audit requirements from the Federal Transit Administration and to support additional consulting needs throughout the organization.

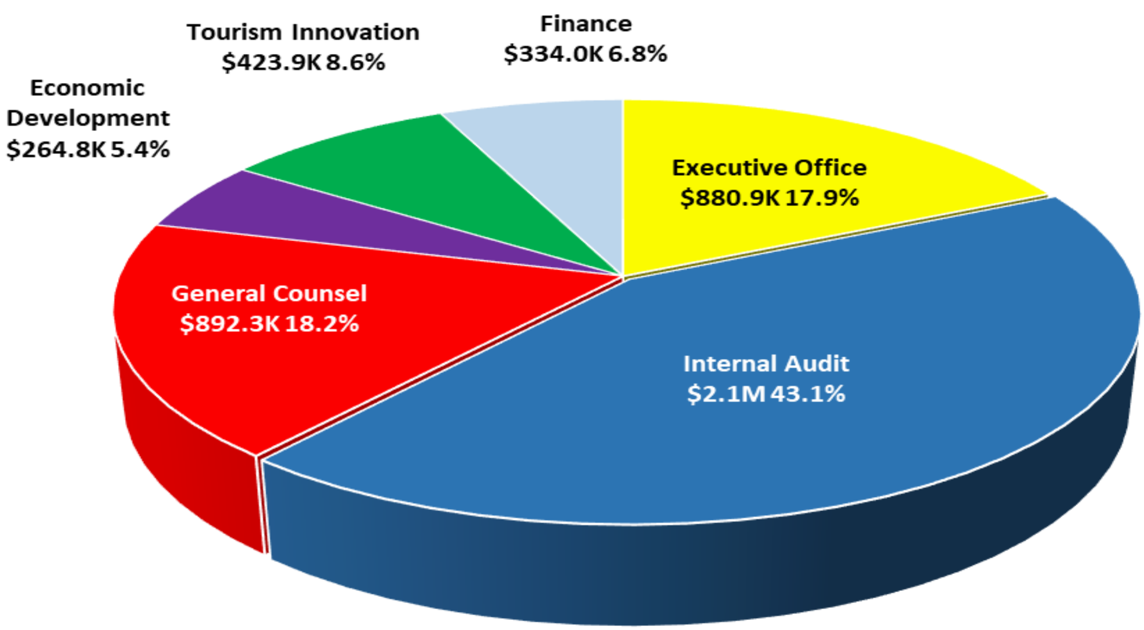
Services consist of fees for outside consultants, auditors, lawyers, and lobbyists and also services for establishing strategic partnerships and investment in Washington DC, Missouri and Illinois. In FY 2023 Executive Service will spend an additional $181,241 for required legal and consulting services.

Parts and supplies include office supplies and equipment, training materials, and data processing supplies. The FY 2023 budget for office and data processing supplies increased slightly.

Utilities consist of mobile device and tablet usage. These expenditures increased by $1,977.

Other expense includes employee and commissioner travel, employee training and dues for regional, state, and national transportation and economic organizations. Travel, training, and subscriptions are expected to be 32.9% higher in FY 2023.

Expense by Department



Income

Net income before depreciation is projected at $254,853.

Health Self-Insurance Fund

Strategic Focus

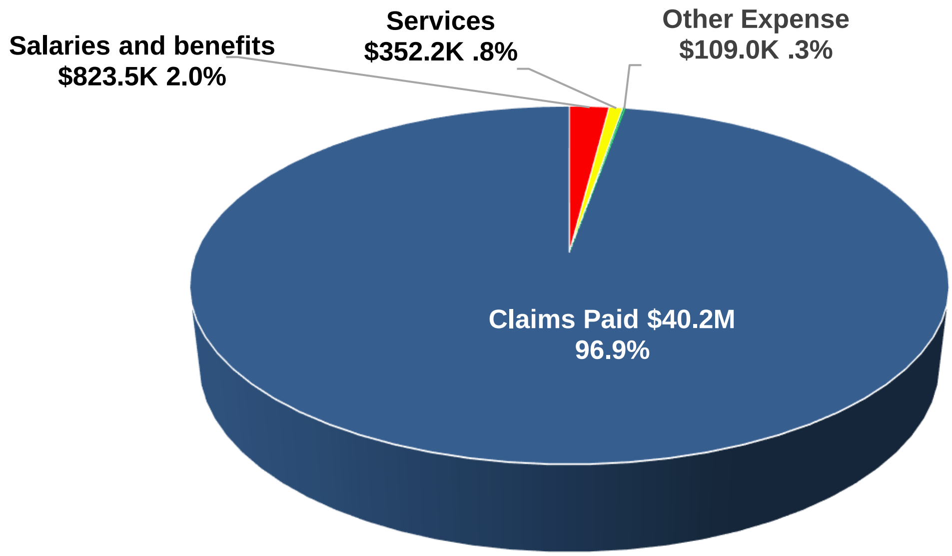
Providing management with greater visibility and enhanced financial reporting for $41.4 million self-funded health and welfare insurance activities. Guidance and management is provided for benefits and enrollment, monitoring claims, managing third party health related contracts, proposing cost controlling measures, and the in-house wellness program. The wellness program is an active part of BSD's cost control environment.

Revenue

Revenue for the Health SIF is generated by charges for services provided to other business units within BSD and to related parties. The majority of revenue is remitted from BSD business units who pay for the company portion of health plan costs for each units' respective employees. Other funding comes from the employee and pensioner contributed portion of health related benefits and represent approximately 18.6% of the revenue provided by the fund.

Expense

The majority of total operating expense for the Health SIF consists of claims paid for medical, prescription and dental. Other operating expenses include: compensation for staff to operate the programs, consultant fees, third party administrator fees, and premiums for excess insurance coverage. Claims paid are the largest single expense for the self-insurance fund and represent claims paid on a cash basis. Claims paid in FY 2023 are expected to increase by $3.4 million or 9.3%. Many preventative health visits were missed and other procedures postponed during the pandemic.



Casualty Self-Insurance Funds

Strategic Focus

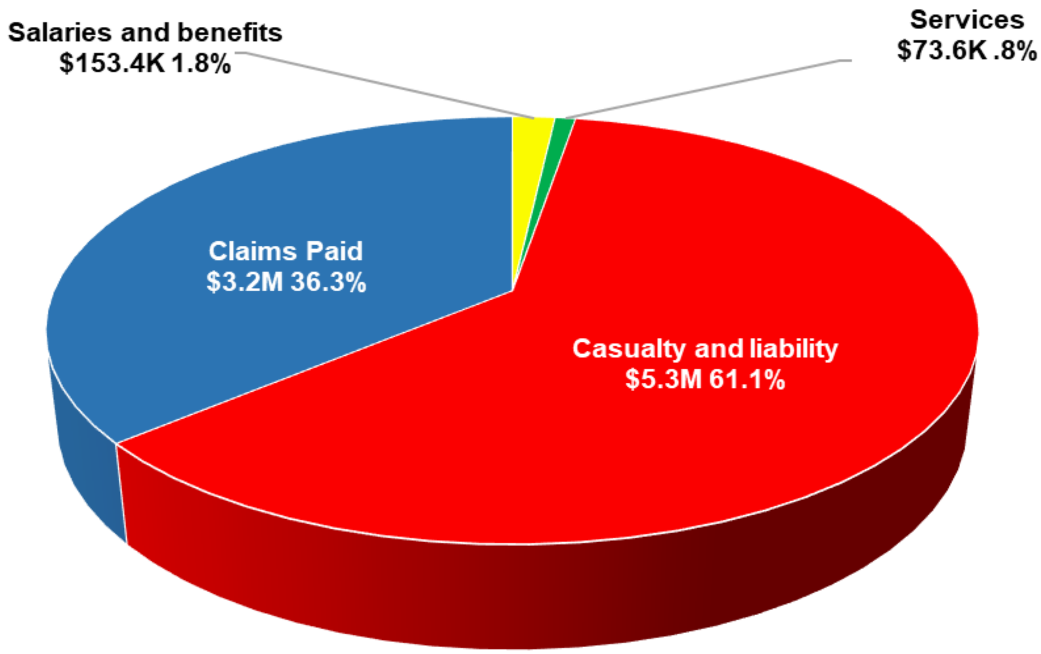
BSD’s Casualty Self-Insurance Fund (SIF) focuses on managing premiums, reporting claims, and controlling cost while providing greater visibility and financial reporting for the $8.7 million in self- funded risk activities.

Revenue

Revenue for the SIF is generated by charges for services provided to other business units within BSD. As insurance claims are incurred, the affected business unit within BSD is charged for the incurred claim and offsetting revenue is generated within the SIF. The incurred amount charged to each business unit represents the claim amount and insurance premiums. There is a secondary charge to the business units for administrative services provided. The secondary fee covers personnel compensation and general office expenses to operate the fund.

Expense

Total operating expense for the self-insurance fund consists of compensation for staff, consultant fees, premiums for excess insurance coverage, office supplies, and claims paid. Claims paid are the largest single expense for the self-insurance fund and represents claims paid on a cash basis. Claims paid are expected to decrease in FY 2023 by $1.9 million or 37.2%.



Workers Compensation Self-Insurance Fund

Strategic Focus

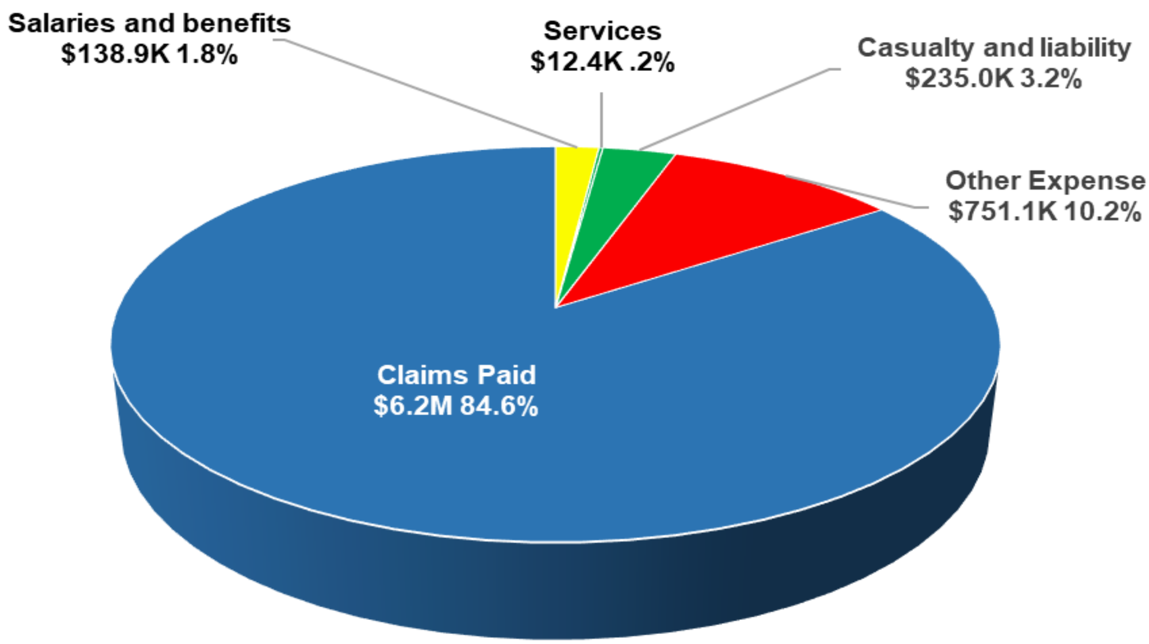
The Workers' Compensation Self-Insurance Fund (SIF) is focused on managing premiums, reporting claims, and controlling cost. The SIF provides greater visibility and financial reporting for BSD's $7.4 million in self- funded activities.

Revenue

Revenue for the SIF is generated by charges for services provided to other business units within BSD. As insurance claims are incurred, the affected business unit within BSD is charged for the incurred claim and an offsetting revenue is generated within the SIF. The incurred amount charged to each business unit represents the claim amount and insurance premiums. There is a secondary charge to the business units for administrative services provided. The secondary fee covers personnel compensation and general office expenses to operate the fund.

Expense

Total operating expense for the internal service funds consist of compensation for staff to operate the programs, consultant fees, premiums for excess insurance coverage, office supplies, and claims paid. Claims paid are the largest single expense for the self-insurance fund and represents claims paid on a cash basis. Claims paid in FY 2023 are expected to be down slightly by $322 thousand or 4.9%.



Arts In Transit, Inc.

Strategic focus

Arts in Transit, Inc. (AIT) facilitates community engagement public art programs and projects that enhance the transit experience through creative place making and wayfinding. The strategic focus for FY 2023 is to:

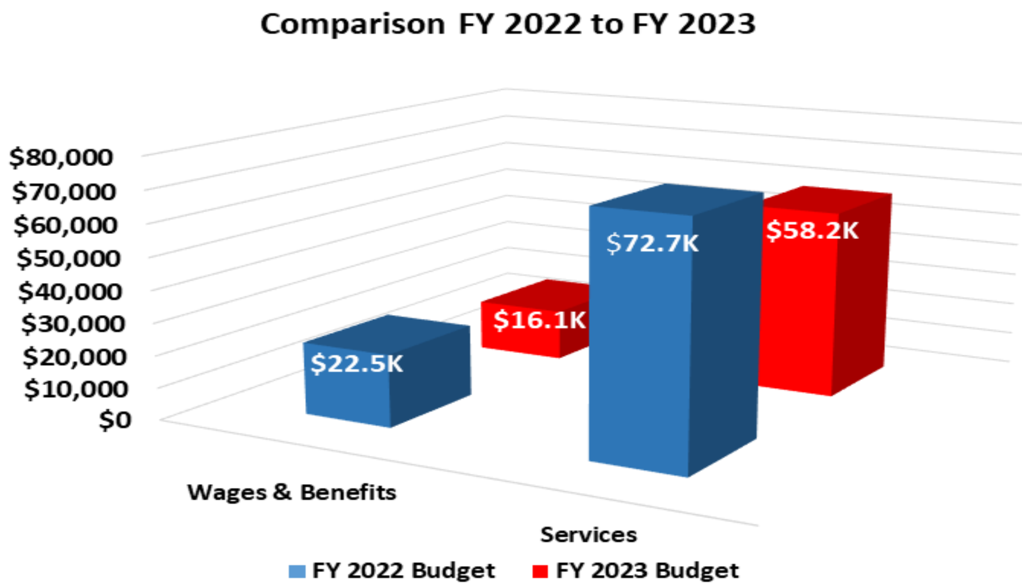
- Improve consumer engagement and ridership across the Metro system through creative initiatives that allow our team to engage with families, community groups, and constituents through art projects that can be integrated into our facilities and rolling fleet.
- Improve the perception of Metro Transit services through AIT programs such as MetroLines (Poetry), MetroScapes (Visual), and Art In Motion (Bus Painting).

Revenue

Arts in Transit revenue for FY 2023 is expected to be $88,329. In-Kind Contributions are provided through the expertise and service contributions from BSD staff.

Expense

Arts in Transit incurs expense from salaries and benefits, consulting fees, the use of outside services to assist in various art projects, and art materials and supplies. In FY 2023 operating expenses are projected to decrease $21,345 or 19.5% due to decreased spending for materials and supplies.



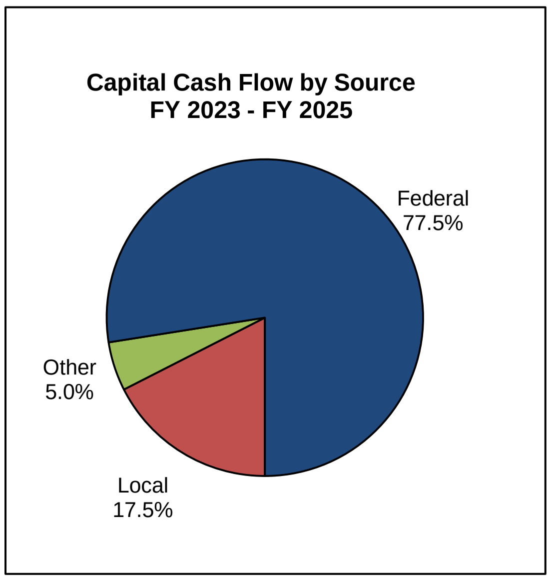
CAPITAL BUDGET

Capital Revenue Assumptions
FY 2023 – FY 2025

Federal Funding

“Fixing America’s Surface Transportation Act” (FAST Act)

The FAST Act is a five year bill signed into law by President Obama on December 4, 2015. The FAST Act became effective on October 1, 2015. The new transportation law authorizes transit programs for FY 2016 – FY 2020, through September 30, 2020. The FAST Act provides steady and predictable funding over the next five years with an increase of $1 billion dollars per year to transit. The FAST Act also targets funding increases towards improving state of good repair and the bus program.



Under the FAST Act law, annual authorizations through the Section 5307 Urbanized Area Formula program are expected to increase by approximately 2% each year over FY 2016 authorized amounts. Additionally, recipients are no longer required to expend 1% of the 5307 funding on associated transit improvements. Annual authorizations through the Section 5337 State of Good Repair program are expected to increase by approximately 1.7% each year over FY 2016 authorized amounts. The Section 5339 Bus and Bus Facility formula program is maintained under the new transportation law and annual authorizations are expected to increase by approximately 2% each year over FY 2016 authorized amounts. Additionally, the FAST Act re-introduces a discretionary bus program, which was eliminated under the previous transportation law.

Annual capital revenue assumptions over the FY 2023 – FY 2025 capital budget period for Bi-State Development will be based on several factors. For urbanized areas (UZAs) with populations of 200,000 or more, the formula is based on a combination of bus revenue vehicle miles, bus passenger miles, bus operating costs, fixed guideway vehicle revenue miles and fixed guideway route miles, as well as population and population density. The formula allocation also includes a percent of the Section 5307 funds that will be allocated on the basis of low-income persons residing in urbanized areas. Also, annual revenue from these formula based programs will be based on Bi-State Development's annual reporting of data to the National Transit Database.

Capital revenue assumptions in the FY 2023 – FY 2025 capital plan are conservative beyond FY 2022 based on two factors, which will affect funding appropriations beyond September 30, 2020, which is the current expiration date of the FAST Act. Introduction of a new transportation law or extension of the current law will impact the Agency's federal formula allocations. Population, population density, and low-income population numbers are subject to change during the calendar year 2020 US census count, which will also impact the Agency's federal formula allocations.

Additional capital revenue assumptions in the FY 2023 – FY 2025 capital plan include several discretionary funding programs. Under MAP-21 the Bus and Bus Facility discretionary program was repealed and in its place a new Bus and Bus Facility Formula program was created. Under the FAST Act, the Bus and Bus Facility Discretionary program has been re-introduced, and includes a sub-program for technological changes or innovations to modify low or no emission vehicles and facilities. The FAST Act also continues federal highway funding for the Congestion Mitigation and Air Quality program and the Surface Transportation program. Funding under each of these programs is eligible for various public transportation purposes.

The FAST Act also continues the Section 5310 Enhanced Mobility of Seniors and Individuals with Disabilities program, which is a formula program to improve mobility for seniors and individuals with disabilities by removing barriers to transportation service and expanding transportation mobility options.

Bi-State Development's FY 2023 – FY 2025 capital budget totals $617.7 million. Funding is planned through the FAST Act programs mentioned above as well as previously authorized and apportioned programs under MAP-21 and SAFETEA-LU. Federal discretionary programs such as Congestion Mitigation & Air Quality (CMAQ) funds and Surface Transportation Program (STP) funds are continued under the FAST Act law and are planned in this capital program. In addition, the Bus and Bus Facility discretionary grant program is being re-introduced under the FAST Act law and funding is planned for revenue rolling stock and facility rehabilitation and replacement.

"Moving Ahead for Progress in the 21st Century" (MAP-21)

MAP-21 was a two-year bill signed into law by President Obama on July 6, 2012. MAP-21 became effective Oct. 1, 2012 and authorized transportation programs through the federal fiscal year ending September 30, 2014. MAP-21 was under a continuing resolution until December 4, 2015. Funding and programs authorized under MAP-21 will continue to be administered through their programmatic life.

MAP-21 repealed the New Freedom Program (Section 5317) established under SAFETEA-LU and the New Freedom Program activities were merged into an existing Section 5310 Elderly and Disabled program creating the new Section 5310 Enhanced Mobility of Seniors and Individuals with Disabilities program. The original Section 5310 program was established in 1975 as a discretionary capital assistance program awarding grants to private nonprofit organizations to serve the transportation needs of seniors and persons with disabilities. Under SAFETEA-LU the Section 5317 New Freedom program was a formula grant program that provided funding for capital and operating expenses that support new public transportation services beyond those required by the Americans with Disabilities Act of 1990.Under the new Section 5310 program, funding supports "Traditional" capital projects and incorporates the New Freedom activities into the program. The FAST Act continues the Section 5310 Enhanced Mobility of Seniors and Individuals with Disabilities program over the five-year authorization.

Safe, Accountable, Flexible and Efficient Transportation Equity Act - A Legacy for Users (SAFETEA–LU)

SAFETEA-LU was signed into law on August 10, 2005 and authorized a total of $52.6 billion in guaranteed funding for Federal transit programs for FY 2005 through FY 2009. SAFETEA-LU was structured to increase investments in public transit through common sense transit solutions. The law expired September 30, 2009 and remained in effect under a series of continuing resolutions until its final expiration on September 30, 2012. Funding and programs authorized under SAFETEA-LU will continue to be administered through their programmatic life.

Department of Homeland Security Transit Security Grant Program (TSGP)

The Transit Security Grant Program continues to be an important funding source for Bi-State Development. These funds provide for the critical hardening of Bi-State Development's assets by enhancing various security measures as well as providing funding to support front-line employee training and bus and rail response and recovery drills to address potential terrorist threats. The capital budget includes projects and planned applications throughout the FY 2023 – FY 2025 period.

State Funding

Illinois Department of Transportation (IDOT)

Funding to support capital projects will be sought through IDOT as available.

Missouri Department of Transportation (MoDOT)

Funding to support capital projects will be sought through MoDOT as available.

Local and Other Funding

Missouri Local Sales Tax Funds

Bi-State Development uses a combination of 1/2 cent and 1/4 cent local sales tax capital funds generated by St. Louis City and County as the local match to Federal funding for bus and non-bus capital projects located in the City and County. Currently, 98% of the 1/2 cent sales tax receipts will be used for operating purposes for FY 2023 – FY 2025.

Funds generated by the 1/4 cent sales tax approved as "Proposition M" in August 1994 are applied first to cover debt service requirements of the Cross County bond issuance. After covering debt service requirements, a portion of the remaining funds may be used as the local match to fund specified capital projects located in Missouri as approved by St. Louis City and County.

Proposition A was authorized through a referendum passed in St. Louis County on April 6, 2010. Proposition A provides an additional 1/2 cent sales tax to fund public transit capital and operating needs for the St. Louis region. Prop A's passage in the County also triggered a 1/4 cent sales tax in the City of St. Louis that voters there approved in 1997.

St. Clair County (Illinois) Transit District

Funding to support capital projects affecting Illinois will be sought through the St. Clair County Transit District as available.

Other Financing

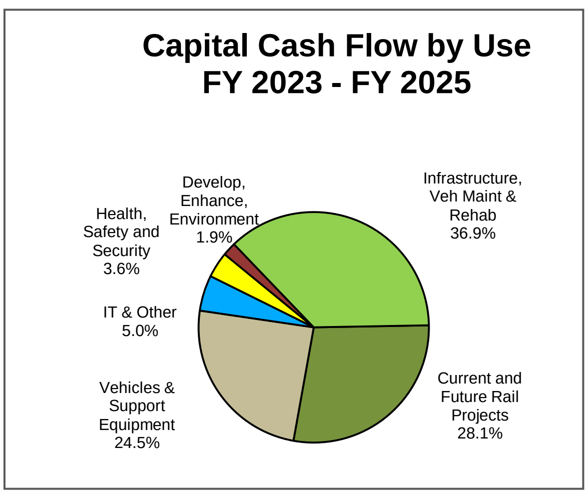
Other financing is made up of operating dollars used to match capital projects such as preventive maintenance of vehicles and facilities. From time to time, funding is also identified from sources other than local sales taxes.

Capital Expenditure Assumptions FY 2023 – FY 2025

Capital Expenditures

The capital expenditure program for FY 2023 – FY 2025 encompasses a wide range of initiatives over the next three years meeting Bi-State Development's (BSD) major capital projects and priorities and incorporates the federal program changes reflected in the current transportation law Fixing America's Surface Transportation Act (FAST Act).

A capital project is defined as costing more than $5,000 and having a useful life of more than one year. Total capital expenditures planned for FY 2023 is $466.5 million. Total capital expenditures planned for the three-year capital program is $617.7 million. The FY 2023 – FY 2025 capital expenditure program includes both recurring and non-recurring capital expenditures. The recurring capital expenditures are those that are included in almost every budget and will have no significant impact on the operating budget. These recurring investments include bus and paratransit revenue rolling stock vehicle replacements; hardware and software upgrades to support advances in technology; and preventive maintenance along the MetroLink Right-of-Way and at MetroBus stations. Federal Formula funds will be allocated to the vehicle maintenance program throughout this capital budget period.



Under the FAST Act, the requirement to set aside one percent of Section 5307 Formula funds for associated transit improvements to enhance MetroBus and MetroLink facilities as a part of BSD's recurring capital activities has been repealed. However, carryover funding approved from prior transportation laws under SAFETEA-LU and MAP-21, are included in the FY 2023 – FY 2025 capital expenditure program to support transit improvements throughout the system. To support future transit enhancements, other capital funds will be designated for the Arts in Transit Program as directed by Board policy.

In July 2016, the Federal Transit Administration (FTA) issued a final rule requiring FTA grantees to develop management plans for their public transportation assets, including vehicles, facilities, equipment, and other infrastructure. The Transit Asset

Management (TAM) final rule requires transit agencies to develop a strategic approach to maintain and improve their capital assets. The FY 2023 - FY 2025 capital and operating budgets contain several funding strategies to ensure Bi-State Development achieves and maintains a state of good repair status for all its assets.

The three-year capital budget assumes approximately $152.1 million for MetroLink infrastructure projects, $5.1 million for new development and environmental enhancements, $36.4 million for safety and security enhancements, and $19.2 million for information technology improvements. Vehicles and supporting equipment needs assume $196.5 million; infrastructure and vehicle maintenance needs assume $208.4 million.

Peripheral equipment is planned to improve operating efficiencies, customer enhancements and support "smart bus" technology which includes automatic passenger counters, an automatic vehicle location system, closed circuit television (CCTV) systems and collection program modernization. These improvements will meet regional intelligent transportation system architecture requirements.

Security program investments will be accomplished through this capital program period including additional cameras and digital recording devices on light rail vehicles, buses and paratransit vehicles and in various MetroLink tunnels and bridges. In addition, various security enhancements will be implemented at bus and light rail facilities including installation of upgraded public address systems and CCTVs.

Investments at MetroLink stations and bus stops throughout the transit service area will create a more comfortable customer environment, improve the state of repair of customer-facing facilities, and address the American with Disabilities Act (ADA) requirements. ADA improvements include the upgrade of tactile warning strips at various MetroLink stations as well as continuing to improve access to bus stops and the installation of passenger shelters and benches at various bus stop locations throughout the system.

Technology investments in hardware and software are planned throughout the system over the next three years that will support Bi-State Development's premiere transit operations. A new operating and capital budgeting system and a new enterprise asset management (EAM) system were implemented in FY 2020. The notable benefits of the implementation of these systems include more efficient budget planning, streamlined reporting, and increased asset visibility.

Major facility improvements planned over the next three years include the replacement of 15-20 year old major components such as heating, ventilation and air conditioning systems, elevators, escalators, electrical systems and doors. In addition, MetroLink infrastructure projects over the next three years include bridge and tunnel repairs, surface and alignment of the mainline track, substations and catenary insulators. All planned projects for the FY 2023 – FY 2025 capital budget are in support of the Federal Transit Administration's Transit Asset Management and State of Good Repair practices.

Non-Routine Capital Expenditures

There are a number of non-recurring capital expenditures planned in the FY 2023 – FY 2025 capital budget. These non-recurring expenditures are intended to address an immediate capital need within the Metro transit system and may impact the operating budget after initial capitalization. Design and construction work for rehabilitation and repair of various structures along the alignment are planned to keep the system in good repair. Passenger amenity, technology and revenue vehicle replacement projects are budgeted in support of the Metro Reimagined initiative designed to increase customer satisfaction.

Bi-State Development continues to upgrade its interoperable communications system to be compliant with FCC regulations and to enable communications with first responders within the region.

Bi-State Development is continuing its commitment to create a more environmentally and economically sustainable transit system through investments in energy efficient lighting and equipment, and alternative propulsion systems. Metro's battery electric bus program is continuing through this capital budget cycle, with plans to purchase additional battery electric buses and necessary infrastructure for charging stations. Additional revenue vehicle replacements include battery electric technology based in part on the success of Metro's pilot programs.

During the FY 2023 – FY 2025 capital program period, $48 million will be allocated to the vehicle maintenance program through Federal Formula funds. A total of $16 million in Federal Formula funds annually will be allocated to the program for FY 2023 - FY 2025.

Under the FAST Act, funding for the State of Good Repair Program which supports maintenance, replacement and rehabilitation of light rail infrastructure, facilities and equipment continues to be authorized. During the FY 2023 - FY 2025 capital investment program, projects will be administered and funds expended under the State of Good Repair Program as well as the previously authorized Fixed Guideway Modernization Program. A combined total of $208.1 million in Federal State of Good Repair and Fixed Guideway funds projects are planned over FY 2023 - FY 2025 to support light rail facility and right-of-way improvements throughout the system, as well as rehabilitation and replacement of aged revenue and non-revenue equipment. As a part of Bi-State Development's overall state of good repair efforts, Bi-State Development continues to develop its transit asset management program which will further establish standards for the state of good repair of transportation infrastructure and vehicles and to develop a transit asset management database to more efficiently manage all assets.

The three-year capital budget of $617.7 million addresses all major elements of Bi-State Development's Metro transit system improvements. The project types for the work included in the budget are broken out as follows:

Project Type Summary

Item		Amount
Miscellaneous MetroLink Alignment Projects	$	65,900,000
LRV Projects	$	44,500,000
MetroLink Station Projects	$	32,000,000
MetroLink Structures Projects	$	91,000,000
IT and Software Projects	$	17,700,000
Bus Stop and Parking Lot Projects	$	18,500,000
Rail Facilities Projects	$	19,000,000
Bus Facilities Projects	$	23,700,000
Transit Facilities Projects	$	2,700,000
Buses, LRVs and other Vehicles	$	242,700,000
Preventive Maintenance	$	60,000,000
		617,700,000

Funding for all programs will be derived from Federal Formula, Fixed Guideway, State of Good Repair, Bus and Bus Facility Formula, Bus and Bus Facility Discretionary, Surface Transportation Program, Job Access and Reverse Commute, Homeland Security, Congestion Mitigation & Air Quality, New Freedom, Enhanced Mobility of Seniors and Individuals with Disabilities and other sources of discretionary funding appropriately matched by local sources of funding. This plan is progressive and when effectively implemented will ensure that Bi-State Development is on target to meet the needs of the community.

Non-Routine Capital Grant Administration Agreements

The New Freedom program was introduced in SAFETEA-LU as a formula program. Under MAP-21 the program was eliminated and the activities are now incorporated as eligible activities in a new formula program known as the Section 5310 Enhanced Mobility of Seniors and Individuals with Disabilities. The FAST Act continues the funding authorization for the Enhanced Mobility of Seniors and Individuals with Disabilities over the five year authorization and is planned during the FY 2023 – FY 2025 program period.

The East-West Gateway Council of Governments (EWGCOG) was identified as the designated recipient for New Freedom funds through SAFETEA-LU. Through a Memorandum of Understanding (MOU) Bi-State Development administers sub-recipient awards and agreements for any projects that were selected through a competitive application process for these programs. Under MAP-21 the Section 5310 Enhanced Mobility of Seniors and Individuals with Disabilities responsibilities were assigned to co-designated recipients including Bi-State Development, East-West Gateway Council of Governments, Missouri Department of Transportation (MoDOT) and Illinois Department of Transportation (IDOT). Bi-State Development will manage sub-recipient awards and agreements for the “New Freedom” type projects; the State DOT’s will manage the “traditional” 5310 program activities; and, EWGCOG will administer the application process and the development of the Coordinated Human Services Transportation Plan.

The FAST Act continues the Section 5310 Enhanced Mobility of Seniors and Individuals with Disabilities funding program. It is expected that the co-designated recipients and their assigned responsibilities previously established under the prior authorization will be maintained and that funding will be administered as identified under the current MOU.

Bi-State Development will continue to administer funds remaining under the MAP-21 authorizations through the FY 2023 – FY 2025 program period. New funding appropriated under the FAST Act will also be administered through this program period.

While Bi-State Development is responsible for the administration of the grants and the reimbursement of expenditures generated by these partner agencies, Bi-State Development is not a direct recipient of these funds. Therefore, these projects and funds are not included in Bi-State Development’s capital improvement program. Bi-State Development serves as administrator for the following sub-recipients:

FAST Act Funded Projects
Section 5310 New Freedom Type Projects

Sub-recipient		**Amount**
Disability Resource Agency	$	850,000
Illinois Center for Autism	$	450,000
ITN St. Charles	$	80,000
ITN Gateway	$	60,000
OATS – Jeffco	$	340,000
OATS – St. Louis/St. Charles	$	160,000
St. Louis Society for the Blind	$	170,000
Total Sub-recipient Grant Administration Agreements	**$**	**2,110,000**

Impact of Capital Improvements on Operating Budget

Included in the capital budget is a three-year program designed to build, maintain or replace Bi-State Development's core infrastructure critical to the operation of the system. The effect of these projects on the operating budget is as varied as the projects. The capital budget provides the funding to implement necessary improvements and upgrades to the system infrastructure as well as various expenditures for asset replacements that occur on an infrequent basis and have an expected long term useful life. The operating budget provides the funding to support everyday maintenance and resources necessary to support those maintenance efforts. This section addresses the expected operating budget impact of significant, current active capital projects or those planned to begin during the FY 2023 – FY 2025 capital program period and that directly affect the FY 2023 operating budget period.

Current and Future Rail Projects

Track, catenary, alignment, bridge, tunnel and maintenance projects generally have the effect of stabilizing maintenance activity in the operating budget by avoiding expense peaks and valleys. The FY 2023 – FY 2025 capital budget plans for a significant upgrade of the Union Station MetroLink Tunnel. This project is projected to cost $58 million. Full funding is planned through the FY 2023 – FY 2025 capital plan. This tunnel has experienced significant repairs over the past few years. The capital investment in this infrastructure is expected to reduce operating expenditures related to the tunnel by 15%. Additional light rail bridge and tunnel upgrades are planned through the FY 2023 – FY 2025 capital period to bring a number of infrastructures and facilities back to a state of good repair.

Vehicles and Supporting Equipment

Timely replacement of vehicles that have met their useful life will ensure that operating expenses remain stable. Revenue vehicles, non-revenue vehicles and paratransit vans currently are budgeted yearly based on the vehicle replacement plans. Light Rail Vehicle (LRV) replacement has a significant impact on the capital budget and the Agency has spent the last several years reserving funds for the first phase of LRV replacement tp begin the procurement and construction of the first order of LRVs. These new LRVs will significantly reduce the annual operating costs through reduced maintenance.

A multi-year radio system replacement project is underway with design and planning of optimal sites for location of new radio towers being planned. This project is the result of FCC regulations requiring changes in technology and operating frequency. The radio system upgrade will incorporate automatic vehicle location (AVL) technology. The addition of AVL should result in operating savings of more than $500,000 annually. If the radio project were not undertaken, the operational issues that would result from losing operating radio frequency would be unacceptable.

Transit Development - Facility, Centers, Stations, Parking Lots, Loops, Other

Metro is committed to delivering an excellent customer experience through reliable, efficient service and safe, attractive and clean vehicles and facilities. Metro has made considerable investments in passenger facilities in recent years, including the opening of the North County Transit Center in 2016, addition of the Cortex MetroLink Station in 2018, and expansion of the Civic Center Transit Center in 2017. In the current capital and operating budget cycle, Metro is focusing considerable effort to improve the condition of existing transit facilities and assets. Capital projects included in this budget will improve several original MetroLink stations, introducing crime prevention through environmental design (CPTED), upgrade lighting, stairs, and passenger waiting areas, and use art and design to create unique spaces that are evocative of Metro Transit and the communities we serve. Many sations not scheduled for redesign will receive upgrades and repairs including parking lot resurfacing, new concrete at platform and passenger areas, new electrical systems, lighting and signage. These facilities impact Metro's operating budget by adding costs for cleaning, utilities, maintenance programs and the personnel resources necessary to sustain Metro's tremendous inventory of transit assets in a state of good repair.

Information Technology Improvements

Investments to improve Customer Service Information and Operations Management are planned over the three-year period. Additional technology upgrades will include a number of enhancements to the systems that will improve our customer relations and system management efforts without increasing manpower costs.

Long Range Capital and Operating Budget Impacts

Metro is working with partners across the region to explore opportunities for transit investment within the Northside-Southside and other important corridors. Any significant expansion of fixed-guideway transit would require federal capital support and increased local capital and operating support. In 2021, Metro began introducing alternative mobility solutions, including microtransit. It is too soon to estimate the impact of this new service paradigm on Metro's capital budet, however if Metro adopts microtransit or similar service at a wide scale, Metro's revenue vehicle requirements may diminish some over time.

Federal Programming Needs FY 2023 – FY 2025

To meet the goals identified in the capital budget, adequate federal funding must be secured to support capital programs for the planned three-year fiscal period. This section describes the planned projects and identifies anticipated sources of funding which includes funds from the current transportation law Fixing America's Surface Transportation Act (FAST Act). Any delay or reduction in federal, state or local funding will necessitate modifications to the capital improvements contained in this capital program.

The FAST Act is a five year bill signed into law by President Obama on December 4, 2015. The FAST Act became effective on October 1, 2015. The new transportation law authorizes transit programs for FY 2016 – FY 2020, through September 30, 2020. The FAST Act provides steady and predictable funding over the next five years with an increase of $1 billion dollars per year to transit. The FAST Act re-introduces a discretionary bus program which was eliminated under the previous transportation law. The FAST Act also targets funding increases towards improving state of good repair and the bus program.

Programs authorized under the FAST Act will continue to address several important goals facing the transportation system today, which includes improving safety, ensuring the state of good repair of the system and focusing on performance and program efficiency. It also emphasizes rehabilitation and replacement of aged infrastructure by furthering the asset management requirements and performance-based planning requirements established under the previous transportation law Moving Ahead for Progress in the 21st century (MAP-21).

Projects identified in Bi-State Development's FY 2023 – FY 2025 capital plan seek to meet the requirements detailed in the FAST Act authorization and guidance. Planned replacement of rolling stock, including buses and paratransit vehicles that meet EPA clean air standards and are equipped with ADA complaint lifts and equipment will ensure the safety and security of our traveling customers throughout the region. Bi-State Development's planned projects to rehabilitate rail right-of-way, tunnels and bridges will ensure the state of good repair of our light rail system. Federal funding to support these significant capital upgrades are planned from Urbanized Area Formula, State of Good Repair and Bus & Bus Facility formula funds as well as discretionary sources including Bus and Bus Facility (new discretionary program under the FAST Act), Congestion Mitigation & Air Quality and Surface Transportation Program funds.

Bi-State Development is continuing its efforts to meet the goals of the Long Range Transit plan by conducting planning studies that would result in the expansion of high-capacity transit across the St. Louis region. Under the FAST Act, Bi-State Development may seek funding under the Fixed Guideway Capital Investments Grant program, which includes streamlined guidance for the New Starts and Small Starts programs as well as the Core Capacity program. These funding sources will support new or expanded fixed guideway systems as well as bus rapid transit efforts.

Metro Transit
Sources of Funds FY 2023 - FY 2025

Sources of Funds	FY2023	FY2024	FY2025	TOTAL
Federal Formula Funds - New	$ 34,562,162	$ 36,439,159	$ 33,236,499	$ 104,237,820
Federal Formula Funds - Carryover	$ 92,484,474	$ -	$ -	$ 92,484,474
Fixed Guideway Funds - Carryover	$ 4,405,103	$ -	$ -	$ 4,405,103
State of Good Repair - New	$ 17,403,483	$ 19,089,172	$ 15,760,220	$ 52,252,875
State of Good Repair - Carryover	$ 114,248,981	$ -	$ -	$ 114,248,981
Bus and Bus Facility - New	$ 2,969,395	$ 3,403,993	$ 3,439,734	$ 9,813,122
Bus and Bus Facility - Carryover	$ 18,941,542	$ -	$ -	$ 18,941,542
Approved Federal Discretionary Funds	$ 82,207,497	$ -	$ -	$ 82,207,497
Missouri Local Match	$ 72,755,128	$ 9,572,633	$ 6,283,883	$ 88,611,643
St. Clair County Transit District Funds	$ 14,838,220	$ 1,933,474	$ 2,498,436	$ 19,270,129
Other Financing	$ 11,700,000	$ 10,000,000	$ 9,500,000	$ 31,200,000
Grand Total	**$ 466,515,983**	**$ 80,438,431**	**$ 70,718,771**	**$ 617,673,185**

Metro Transit
Capital Programs and Project FY 2023

Current and Future Rail Projects		
Track, Catenary, Alignment, Bridge, Tunnel, and Maintenance Projects	$	133,631,354
	$	**133,631,354**
Vehicles and Supporting Equipment		
Peripheral Equipment	$	8,665,159
Peripheral Support	$	9,486,950
Revenue Vehicles	$	112,626,218
Support Vehicles	$	15,505,069
	$	**146,283,396**
New Development, Enhancement, Environmental Projects		
Community Development Projects	$	500,000
Enhancement Projects	$	855,209
Transit Development-Facility, Centers, Stations, Parking Lots, Loops, Other	$	1,758,886
	$	**3,114,095**
Information Technology Improvements		
Hardware and Software Data Systems	$	13,950,301
Office Equipment	$	99,994
	$	**14,050,295**
Infrastructure, Vehicle Maintenance and Rehab Programs		
Existing Facilities - Maintenance and Rehab	$	27,819,857
Maintenance Equipment - Fleet, Warehouse, Facilities, Storeroom	$	1,913,793
Preventative Maintenance	$	20,000,000
Vehicle Maintenance, Rehab, Overhaul Programs	$	88,742,327
	$	**138,475,977**
Health, Safety, and Security		
Health, Safety and Security Projects	$	30,960,867
	$	**30,960,867**
Grand Total	**$**	**466,515,983**

Metro Transit
Capital Programs and Projects FY 2023 - FY 2025

Current and Future Rail Projects		
Track, Catenary, Alignment, Bridge, Tunnel, and Maintenance Projects	$	152,073,670
	$	**152,073,670**
Vehicles and Supporting Equipment		
Peripheral Equipment	$	11,999,300
Peripheral Support	$	9,486,950
Revenue Vehicles	$	153,480,984
Support Vehicles	$	21,505,069
	$	**196,472,303**
New Development, Enhancement, Environmental Projects		
Community Development Projects	$	1,000,000
Enhancement Projects	$	1,555,210
Transit Development-Facility, Centers, Stations, Parking Lots, Loops, Other	$	2,577,586
	$	**5,132,796**
Information Technology Improvements		
Hardware and Software Data Systems	$	19,072,617
Office Equipment	$	99,994
	$	**19,172,611**
Infrastructure, Vehicle Maintenance and Rehab Programs		
Existing Facilities - Maintenance and Rehab	$	44,274,969
Maintenance Equipment - Fleet, Warehouse, Facilities, Storeroom	$	3,610,813
Preventative Maintenance	$	60,000,000
Vehicle Maintenance, Rehab, Overhaul Programs	$	100,522,628
	$	**208,408,410**
Health, Safety, and Security		
Health, Safety and Security Projects	$	36,413,396
	$	**36,413,396**
Grand Total	**$**	**617,673,185**

Metro Transit
Capital Cash Flow Summary FY 2023 - FY 2025

Uses of Funds	FY2023	FY2024	FY2025	TOTAL
Track, Catenary, Alignment, Bridge, Tunnel, and Maintenance Projects	$ 133,631,354	$ 9,129,339	$ 9,312,977	$ 152,073,670
Peripheral Equipment	$ 8,665,159	$ 3,334,141	$ -	$ 11,999,300
Peripheral Support	$ 9,486,950	$ -	$ -	$ 9,486,950
Revenue Vehicles	$ 112,626,218	$ 15,886,910	$ 24,967,856	$ 153,480,984
Support Vehicles	$ 15,505,069	$ 3,320,000	$ 2,680,000	$ 21,505,069
Community Development Projects	$ 500,000	$ 500,000	$ -	$ 1,000,000
Enhancement Projects	$ 855,209	$ 550,001	$ 150,000	$ 1,555,210
Transit Development-Facility, Centers, Stations, Parking Lots, Loops, Other	$ 1,758,886	$ 409,350	$ 409,350	$ 2,577,586
Hardware and Software Data Systems	$ 13,950,301	$ 1,545,000	$ 3,577,316	$ 19,072,617
Office Equipment	$ 99,994	$ -	$ -	$ 99,994
Existing Facilities - Maintenance and Rehab	$ 27,819,857	$ 9,515,837	$ 6,939,275	$ 44,274,969
Preventative Maintenance	$ 20,000,000	$ 20,000,000	$ 20,000,000	$ 60,000,000
Maintenance Equipment - Fleet, Warehouse, Facilities, Storeroom	$ 1,913,793	$ 561,520	$ 1,135,500	$ 3,610,813
Vehicle Maintenance, Rehab, Overhaul Programs	$ 88,742,327	$ 11,780,301	$ -	$ 100,522,628
Health Safety and Security Projects	$ 30,960,867	$ 3,906,032	$ 1,546,497	$ 36,413,396
Grand Total	**$ 466,515,983**	**$ 80,438,431**	**$ 70,718,771**	**$ 617,673,185**

Riverboats At The Gateway Arch
FY 2023 - 2025 Capital Projects Summary

Sources of Funds:	FY 2023	FY 2024	FY 2025	Total
Riverboat Revenue	$ 50,000	$ -	$ -	$ 50,000
Total Sources of Funds	**$ 50,000**	**$ -**	**$ -**	**$ 50,000**

Uses of Funds:

	FY 2023	FY 2024	FY 2025	Total
Kitchen Overhaul	30,000	-	-	30,000
Paddlewheel Café Overhaul	20,000	-	-	20,000
Total Uses of Funds	**$ 50,000**	**$ -**	**$ -**	**$ 50,000**

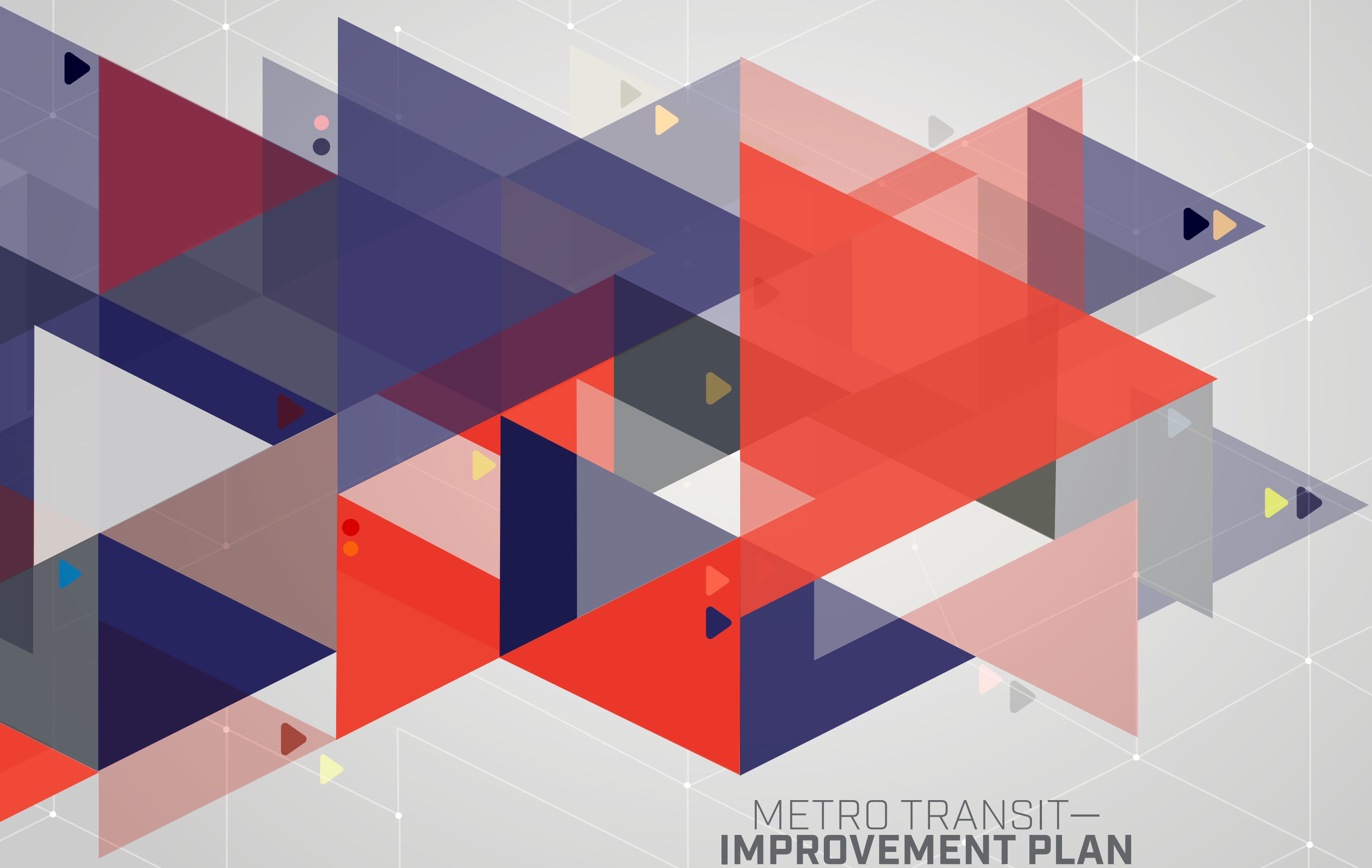
St. Louis Downtown Airport
FY 2023 - 2025 Capital Projects Summary

Sources of Funds:

	FY 2023	FY 2024	FY 2025	Total
Federal Grants	$ 5,625,000	$ 5,400,000	$ 5,400,000	$ 16,425,000
State and Local	$ 312,500	$ 300,000	$ 300,000	$ 912,500
Airport & Other Funds	$ 462,500	$ 2,315,000	$ 1,305,000	$ 4,082,500
Total Sources of Funds	**$ 6,400,000**	**$ 8,015,000**	**$ 7,005,000**	**$ 21,420,000**

Uses of Funds:

	Projects by Year			
	FY 2023	**FY 2024**	**FY 2025**	**Total**
Construction:				
Reconstruct Taxiway B Phase 3: CENTER		$ 6,000,000	$ -	$ 6,000,000
Reconstruct Taxiway B Phase 3: EAST		$ -	$ 6,000,000	$ 6,000,000
Reconstruct Taxiway B Phase 3: WEST	$ 6,000,000	$ -	$ -	$ 6,000,000
Reconstruct Curtiss Steinberg Drive	$ -	$ 1,600,000		$ 1,600,000
Reconstruct Vector Drive (Location Dependent), Phase 1		$ -	$ 500,000	$ 500,000
Ongoing Pavement Conditioning Project , Phase 1	$ -	$ -	$ 390,000	$ 390,000
Resurface Vector Dr from Curtis Steinberg Dr to Airflite Dr	$ 250,000		$ -	$ 250,000
Equipment and Facilities Replacements:				
Airport Director Vehicle		$ -	$ 45,000	$ 45,000
ARFF/Operations Vehicle	$ 45,000	$ -	$ -	$ 45,000
Lite Utility Vehicle		$ 25,000	$ -	$ 25,000
Heavy Duty Tilt Bed Trailer	$ 10,000	$ -	$ -	$ 10,000
T-hangars: Replace three (3), Part 1	$ 20,000			$ 20,000
T-hangars: Replace three (3), Part 2		$ 20,000		$ 20,000
T-hangars: Replace three (3), Part 3			$ 20,000	$ 20,000
Heavy / Large Equipment Trailer	$ 10,000	$ -	$ -	$ 10,000
Maintenance Department John Deere Gator	$ 25,000	$ -	$ -	$ 25,000
Maintenance Department Scissor Lift	$ 20,000	$ -	$ -	$ 20,000
Land and Land Improvements:				
Patch, Crack, and Seal Part 1	$ 20,000	$ -	$ -	$ 20,000
Patch, Crack, and Seal Part 2	$ -	$ 20,000	$ -	$ 20,000
Patch, Crack, and Seal Part 3	$ -	$ -	$ 20,000	$ 20,000
SPCC/SWPPP	$ -	$ -	$ 30,000	$ 30,000
Wildlife Hazard Management Plan	$ -	$ 50,000	$ -	$ 50,000
Utility Ongoing Replacement Project (Location Dependent)	$ -	$ 300,000	$ -	$ 300,000
Total Use of Funds	**$ 6,400,000**	**$ 8,015,000**	**$ 7,005,000**	**$ 21,420,000**



METRO TRANSIT—
IMPROVEMENT PLAN

METRO TRANSIT
IMPROVEMENT PLAN

BU220002

Draft

Transit Improvement Plan Assumptions

The three-year Transit Improvement Plan reflects known factors to estimate the financial position for BSD through 2025. The three federal legislative acts that provided BSD with $363.5 million will assist with any shortfalls for passenger revenue and sales tax over the next few years. A slow return to ridership and passenger revenue is expected as a result of the pandemic. A strategic plan focused on safety and security, customer service, fiscal responsibility, and an improved company culture will improve the future of the organization. The Secure Platform project and the next generation fare collection project will also improve safety and collection of fares in the years to come.

Operating Revenue

Passenger revenue for FY 2023 - FY 2025 is projected to slow the decline previously experienced and gradually improve in the next two years.

Paratransit contract revenues are associated with Call-A-Ride operations. A 1% increase is projected.

Other operating revenue consists of advertising on revenue vehicles, shelters and Metro Link stations, property rental, contracted maintenance for St. Clair ATS service, concessions, and miscellaneous other. For FY 2024 - FY 2025 other operating revenues are expected to remain level.

Operating Expense

Operating expenses adjusted for newly budgeted projects expected to generate new revenue or funded by grants are projected to remain relatively flat for FY 2023 and be strictly managed to grow modestly during the remainder of the three year period. For FY 2024 - FY 2025 inflationary growth is estimated to be about 1%. This represents normal inflationary pressure on wages and benefits, parts, services, insurance, and utilities.

Grants, Sales Tax, and Contractual Revenue

Sales tax receipts remain the vehicle of choice for funding public transportation in the St. Louis region. The importance of public transportation to the St. Louis metropolitan region has been recognized since 1973 with the passage of a ½ cent sales tax in both St. Louis County and City. To introduce light rail to the region and provide for further expansion a ¼ cent sales tax was passed in both St. Louis County and City in 1994. In 1997, the City of St. Louis passed an additional ¼ cent sales tax contingent upon a reciprocal tax in St. Louis County. In 2010, St. Louis County residents passed an additional ½ cent sales tax which allowed collection of both the 2010 ½ cent tax in the County and the 1997 ¼ cent sales tax within the City.

Each year, BSD requests an appropriation sufficient to fund capital improvement and replacements, debt service, and operational costs in excess of passenger revenue. Sales tax revenues are not growing at the rate of inflation. Projected annual growth in sales taxes between FY 2024 - FY 2025 is budgeted to be flat for St. Louis City and County.

State of Missouri revenue for FY 2024 - FY 2025 is expected to remain level and the East-West Gateway Council of Governments reimbursement will remain level over both years.

St. Clair County revenue for FY 2023 will be 5.9% or $3.8 million lower than the prior year. Illinois MetroBus is evaluating the current and longer term service levels for fixed route bus service. This projection assumes continuation of this additional service and keeps MetroLink service at current levels. St. Clair County Transit District contracts for and pays 100% of the fully allocated cost of service provided to them by BSD. Resources received by St. Clair Transit District to fund public transportation in their District include a 1981 ¼ cent sales tax, a 1993 ½ cent sales tax and Downstate Illinois Department of Transportation Funding. BSD is committed to control expenses and projects. St. Clair County is currently working to expand the MetroLink to MidAmerica St. Louis Airport.

Federal vehicle maintenance (Federal Formula Funds) is budgeted at $16 million for the period FY 2024 - FY 2025. Using these funds for operations may result in transit deferring capital spending in future years. If deferring capital replacement and rehabilitation spending is required, it could be detrimental to the investment in assets which the FTA expects Bi-State Development to keep in good condition. Most of transit's facilities are 20-plus years of age. The original MetroLink alignment exceeds 20 years as well.

Other non-capital projects represents projects that are eligible to be funded with Federal monies but are technically an operating cost per United States Generally Accepted Accounting Principles. An example would be rail maintenance grinding which is a repair but costs millions of dollars. Between FY 2023 - FY 2025 BSD anticipates spending between $4-5 million annually on these type of projects. Federal assistance provides an average of 80% to full funding for these projects.

Non-Operating Revenue (Expense)

Investment income is dependent on the series of rate increases by the Federal Reserve. This line item also includes the revenue portion of the capital lease program which increases annually. Lease interest revenue offsets lease interest expense related to this program.

Interest expenses increase overall because of the Capital lease program. The interest expense portion of the capital lease program grows annually. The capital lease expense is equally offset by capital lease interest revenue which is in investment income. Annual principal payments on bond debt reduce the amount of interest expense related to bond debt annually.

Deficit before Depreciation

Net deficits projected for FY 2023 are non-cash and represent annual unfunded GASB 45 and 68 reporting requirements related to items as OPEB obligations, pension, and amortization of discounts/premiums on debt. FY 2023 – FY 2025 benefit from additional Federal funding from 3 legislative acts resultant from the COVID pandemic. FY 2024 - FY 2025 may differ from these projections due to adverse economic conditions and unexpected expenditures.

Transit Improvement Plan Financial Summary

The following pages include a three-year Statement of Revenue and Expenses and a three-year Statement of Grants, Sales Tax, and Contractual Revenue detail.

Metro Transit
Transit Improvement Plan
Three-Year Financial Summary
(in thousands)

	FY 2023 Budget	FY 2024 Projection	FY 2024 Change	FY 2025 Projection	FY 2025 Change
Operating Revenue:					
Passenger Revenue	$ 18,538	$ 18,723	1.0%	$ 19,000	1.5%
Paratransit Contract	$ 1,380	$ 1,394	1.0%	$ 1,408	1.0%
Other transit operating revenue	$ 4,864	$ 4,864	0.0%	$ 4,864	0.0%
Total operating revenues	**24,782**	**24,981**	**0.8%**	**25,272**	**1.2%**
Non-Operating Revenue:					
Total Grants & Assistance	$ 299,664	$ 303,490	1.3%	$ 307,583	1.3%
Investment Income	$ 9,717	$ 9,727	0.1%	$ 9,737	0.1%
Other misc. non-operating revenue	$ 847	$ 847	0.0%	$ 847	0.0%
Total non-operating revenues	**310,228**	**314,064**	**1.2%**	**318,167**	**1.3%**
Total revenues	**335,010**	**339,045**	**1.2%**	**343,439**	**1.3%**
Operating Expense:					
Wages And Benefits	$ 206,714	$ 213,000	3.0%	$ 219,400	3.0%
Services	$ 46,030	$ 45,000	-2.2%	$ 44,000	-2.2%
Fuel & Lubrications	$ 32,675	$ 32,675	0.0%	$ 32,675	0.0%
Other Expense	$ 25,541	$ 24,000	-6.0%	$ 23,000	-4.2%
Total operating expenses	**310,960**	**314,675**	**1.2%**	**319,075**	**1.4%**
Non-Operating Expense:					
Interest on debt	$ 21,972	$ 21,972	0.0%	$ 21,972	0.0%
Sheltered workshop	$ 1,181	$ 1,181	0.0%	$ 1,181	0.0%
Other Non-Operating Expense	$ 1,229	$ 1,217	-1.0%	$ 1,211	-0.5%
Total non-operating expenses	**24,382**	**24,370**	**0.0%**	**24,364**	**0.0%**
Total expenses	**335,342**	**339,045**	**1.1%**	**343,439**	**1.3%**
Net income (deficit) before	**(332)**	**-**		**-**	**0.0%**
Depreciation And Amortization	77,072	77,072	0.0%	77,072	0.0%
Net Transfers	5,365	5,000	-6.8%	5,000	0.0%
Net income (deficit)	**$ (82,769)**	**$ (82,072)**	**-0.8%**	**$ (82,072)**	**0.0%**

Totals may not sum due to rounding.

Metro Transit
Transit Improvement Plan
Three-Year Grants, Sales Tax & Contractual Revenue Detail
(in thousands)

	FY 2023	FY 2024		FY 2025	
	Budget	Projection	Change	Projection	Change
Local & State:					
Missouri:					
City of St. Louis 1/2 cent sales tax	$ 20,295	$ 20,295	0.0%	$ 20,295	0.0%
City of St. Louis 1/4 cent sales tax	$ 8,790	$ 8,790	0.0%	$ 8,790	0.0%
City of St. Louis Prop M2 sales tax	$ 7,440	$ 7,440	0.0%	$ 7,440	0.0%
Total City of St. Louis	**36,526**	**36,526**	**0.0%**	**36,526**	**0.0%**
St. Louis County 1/2 cent sales tax	$ 43,128	$ 41,462	-3.9%	$ 41,462	0.0%
St. Louis County 1/4 cent sales tax	$ 33,450	$ 35,116	5.0%	$ 35,116	0.0%
St. Louis County Prop A 1/2 cent sales tax	$ 85,827	$ 85,827	0.0%	$ 85,827	0.0%
Total St. Louis County	**162,405**	**162,405**	**0.0%**	**162,405**	**0.0%**
State of Missouri	$ 800	$ 800	0.0%	$ 800	0.0%
Other local match - MO	$ 798	$ 798	0.0%	$ 798	0.0%
Planning & demonstration reimb.-EWGCOG	$ 163	$ 163	0.0%	$ 163	0.0%
Total Missouri local & state	**200,692**	**200,692**	**0.0%**	**200,692**	**0.0%**
Illinois:					
St. Clair County	$ 60,190	$ 60,190	0.0%	$ 60,190	0.0%
Local Match (IL) Non-Cap Projects	$ 108	$ 108	0.0%	$ 108	0.0%
Total Illinois local & state	**60,298**	**60,298**	**0.0%**	**60,298**	**0.0%**
Total local & state	**260,990**	**260,990**	**0.0%**	**260,990**	**0.0%**
Federal:					
Vehicle maintenance	16,000	$ 16,000	0.0%	$ 16,000	0.0%
Non-capital projects	3,760	$ 3,760	0.0%	$ 3,760	0.0%
Other Federal	18,914	$ 22,740	20.2%	$ 26,833	18.0%
Total Federal	**38,674**	**42,500**	**9.9%**	**46,593**	**9.6%**
Total grants, sales tax, & contractual revenue	**$ 299,664**	**$ 303,490**	**1.3%**	**$ 307,583**	**1.3%**

Totals may not sum due to rounding.

BI·STATE
DEVELOPMENT

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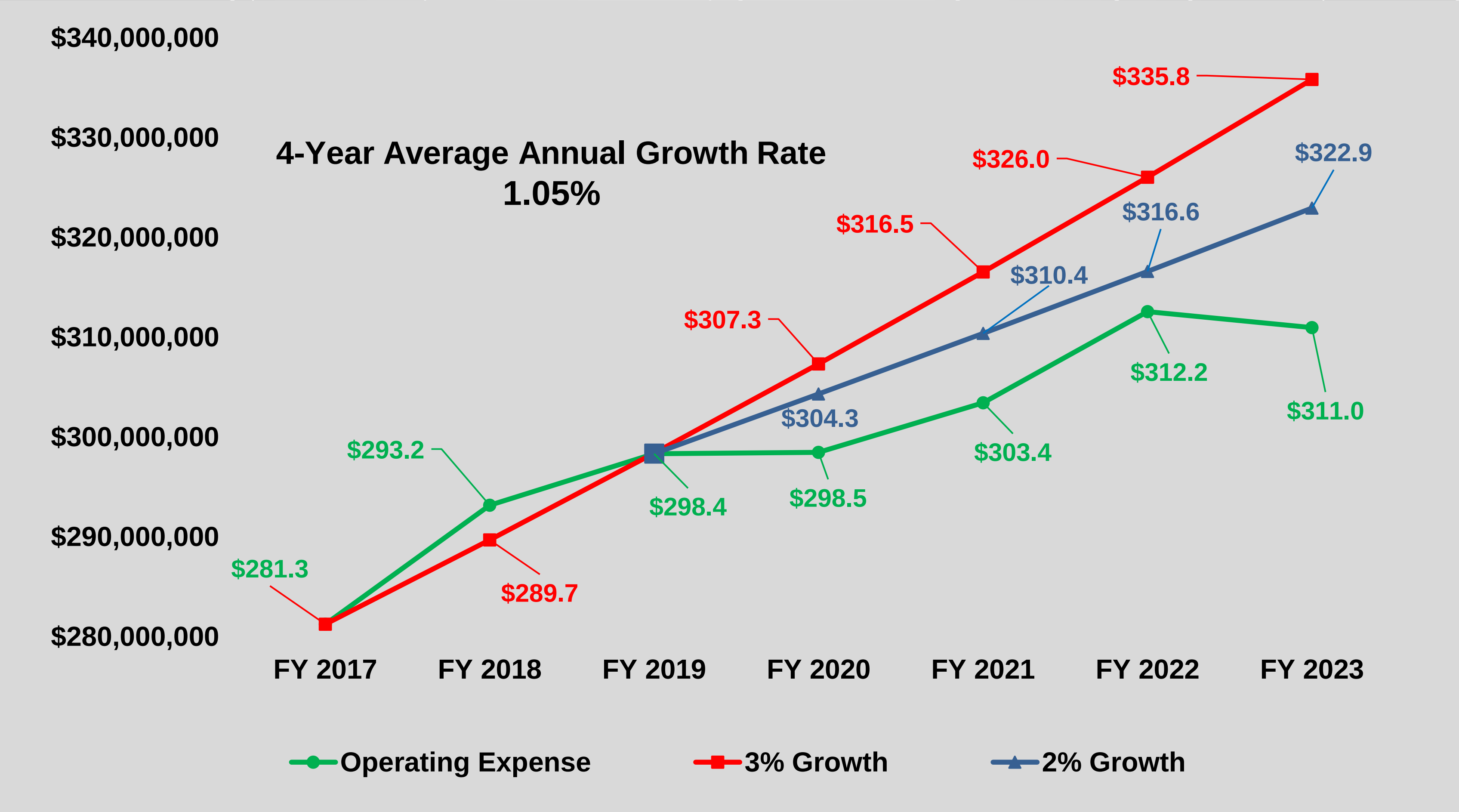
BU220002

Fiscal Year 2023
OPERATING & CAPITAL BUDGET

Transit System Cost Stabilization



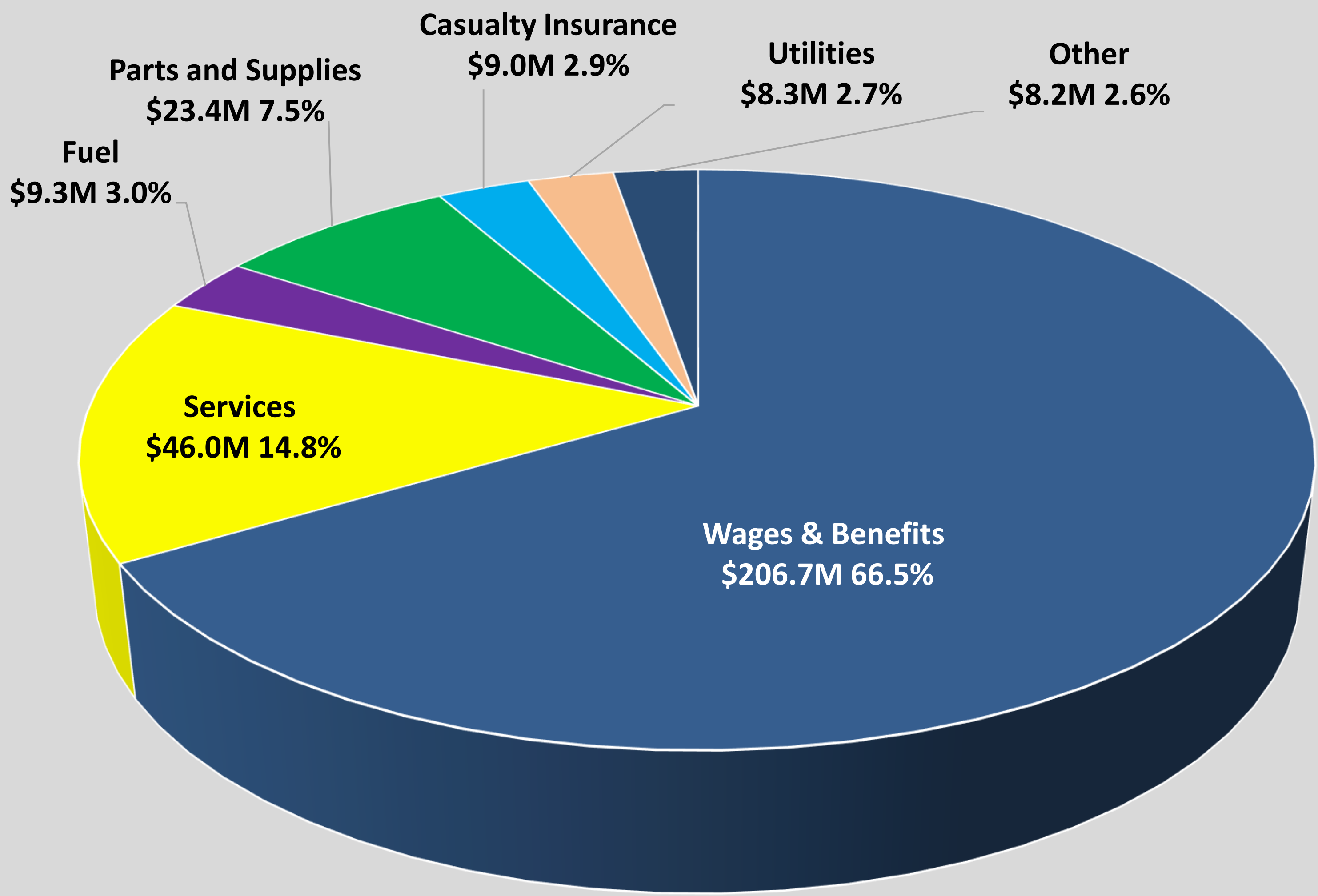
Metro Transit

Metro Transit
Statement of Activity

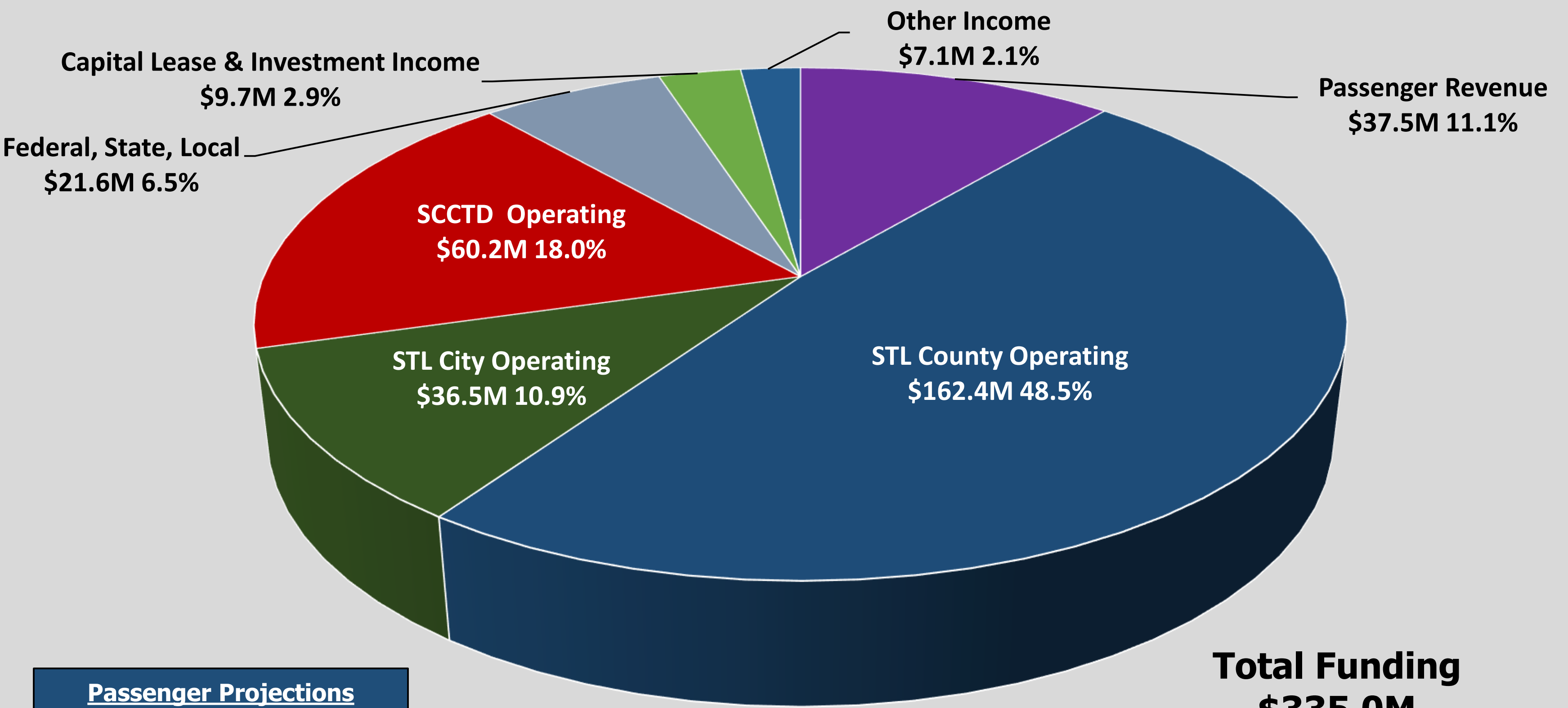
	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Passenger revenue	$ 20,970,144	$ 18,538,362	$ (2,431,782)	-11.6%
Grant, sales tax and contractual	297,680,305	299,663,934	1,983,629	0.7%
Interest income	10,906,178	9,717,154	(1,189,024)	-10.9%
Other	7,917,283	7,090,719	(826,564)	-10.4%
	337,473,910	335,010,169	(2,463,741)	-0.7%
Expense:				
Wages and benefits	205,035,777	206,713,889	1,678,112	0.8%
Services	47,925,589	46,029,669	(1,895,920)	-4.0%
Fuel and lubrications	10,638,466	9,304,905	(1,333,561)	-12.5%
Parts and supplies	22,577,439	23,370,380	792,941	3.5%
Casualty insurance	10,233,710	8,998,222	(1,235,488)	-12.1%
Utilities	8,395,433	8,308,471	(86,962)	-1.0%
Other operating expenses	7,767,406	8,234,367	466,961	6.0%
Total operating expenses	**312,573,821**	**310,959,903**	**(1,613,918)**	**-0.5%**
Interest expense	21,970,677	21,972,385	1,707	0.0%
Other non-operating expense	3,306,335	2,409,903	(896,432)	-27.1%
Net income (deficit) before depreciation and transfers	**(376,923)**	**(332,022)**	**44,901**	-11.9%
Depreciation	77,057,118	77,072,057	14,939	0.0%
Net transfers	4,459,052	5,365,069	906,017	20.3%
Net income (deficit)	**$ (81,893,093)**	**$ (82,769,148)**	**$ (876,055)**	**1.1%**

Numbers may not sum due to rounding.

Metro Transit
Operating Expense



Funding Partners & Revenue Sources
(less capital and principal on debt)



Total Funding
$335.0M

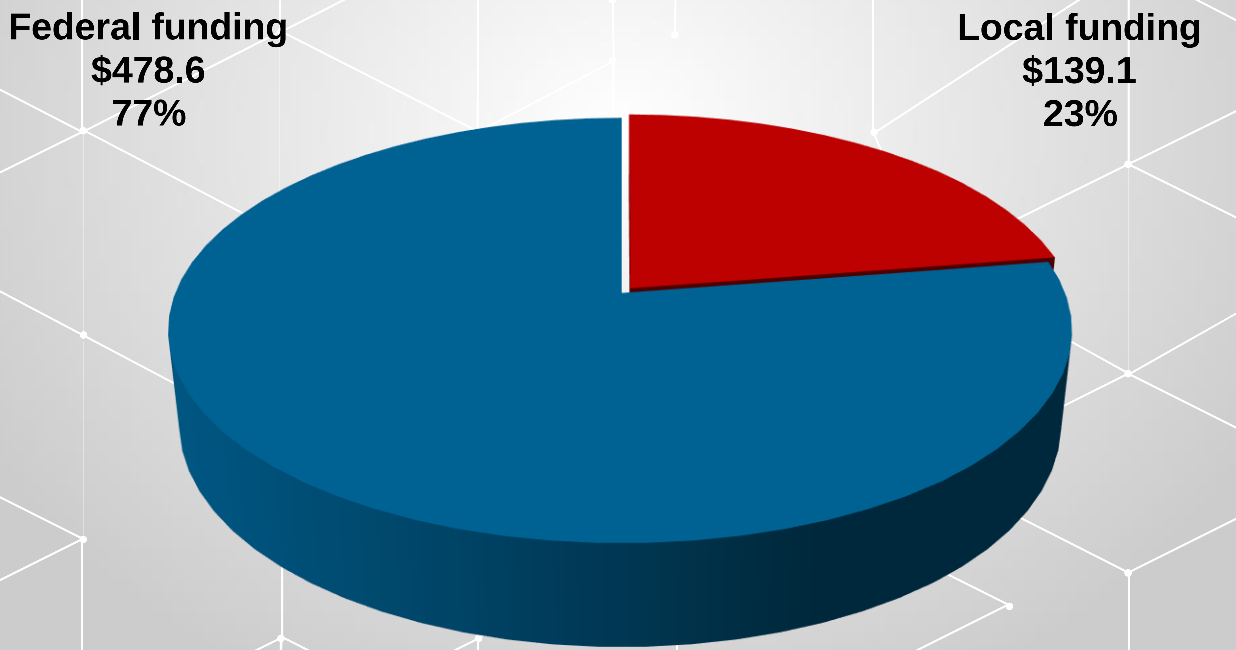
Passenger Projections

Bus – 8.7M
Rail – 6.2M
CAR - .4M

Transit Capital Projects

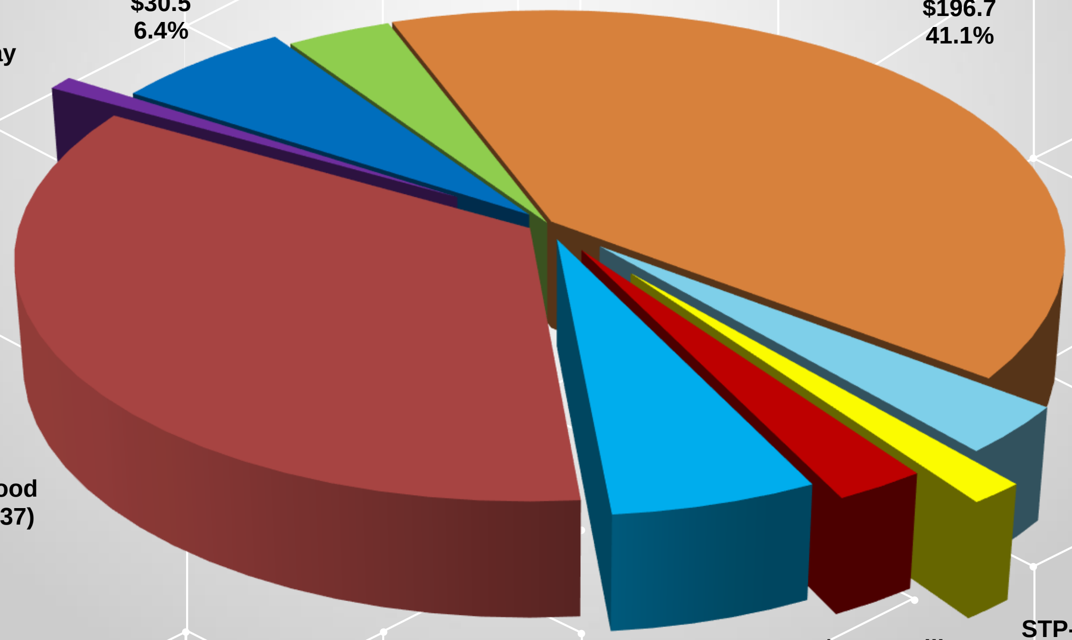
Sources of Capital Funds
Resources $617.7 Million

FY 2023 – FY 2025
Resources by Category Chart ($ in Millions)



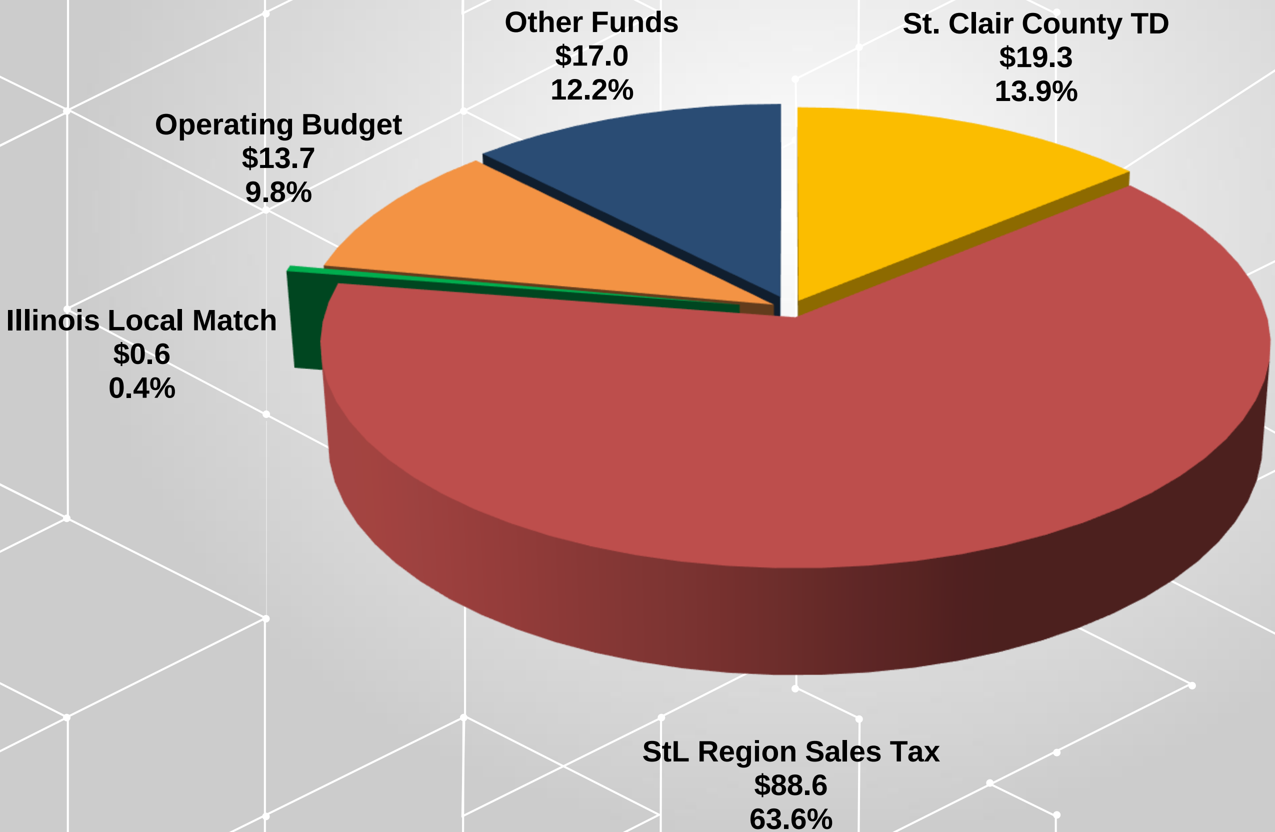
Federal Sources of Capital Funds
Resources $478.6 Million

FY 2023 – FY 2025
Resources by Category Chart ($ in Millions)



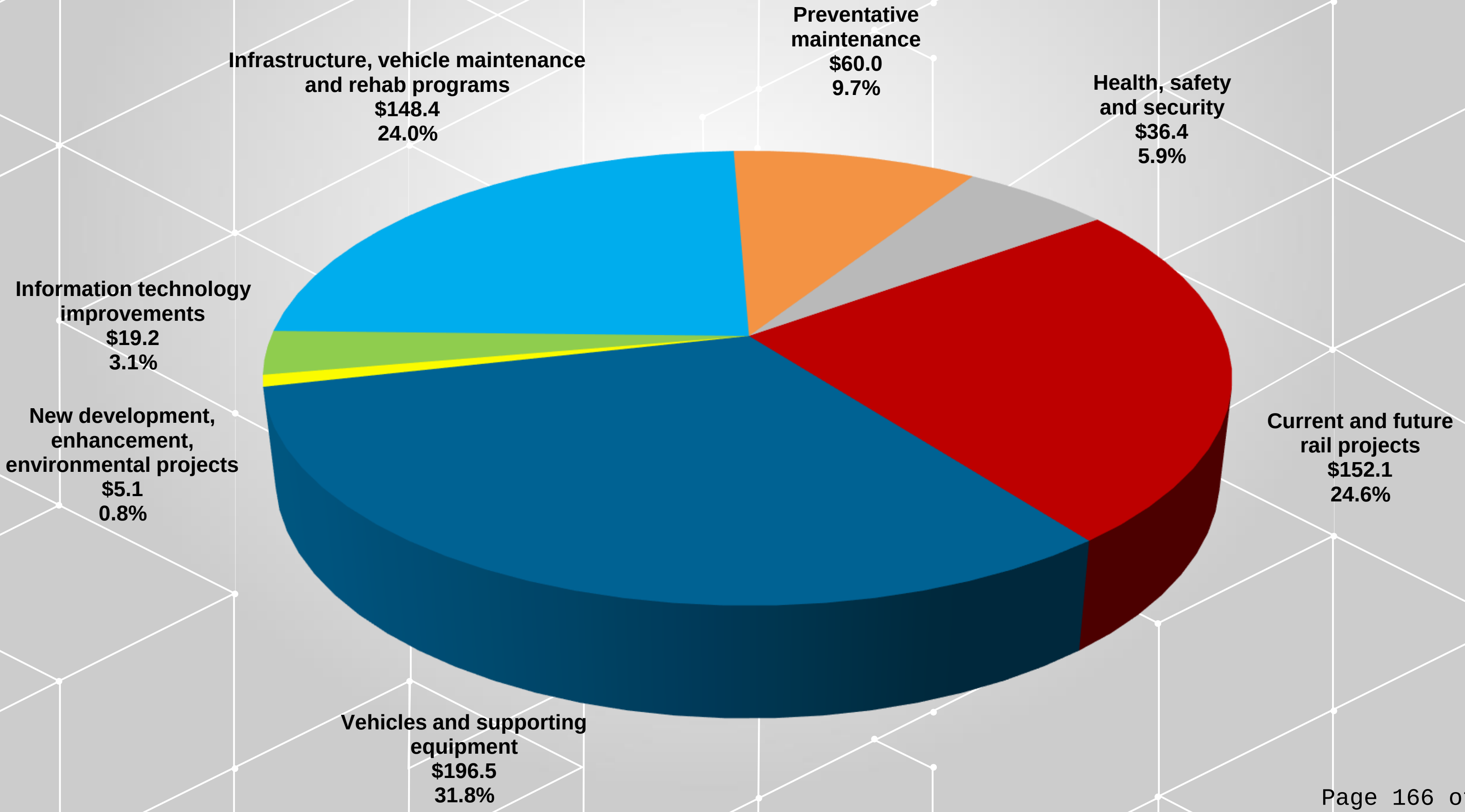
Local Sources of Capital Funds
Resources $139.1 Million

FY 2023 – FY 2025
Resources by Category Chart ($ in Millions)



Capital Cash Flow by Use
Expenses $617.7 Million

FY 2023 – FY 2025
Expenses by Category Chart ($ in Millions)



FY2023-FY2025 Major Capital Project Expenditures

Item		Amount
Miscellaneous MetroLink Alignment Projects	$	65,906,531
LRV Projects	$	44,471,313
MetroLink Station Projects	$	32,043,753
MetroLink Structures Projects	$	91,030,370
IT and Software Projects	$	17,742,795
Bus Stop and Parking Lot Projects	$	18,454,144
Rail Facilities Projects	$	18,956,097
Bus Facilities Projects	$	23,706,518
Transit Facilities Projects	$	2,699,157
Buses, LRVs and other Vehicles	$	242,662,507
Preventive Maintenance	$	60,000,000

TOURISM INNOVATION

Gateway Arch
Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Arch ticket sales	$ 4,043,263	$ 7,655,198	$ 3,611,935	
Sales discounts	(60,649)	(11,515)	49,134	
Service/fee revenue	97,232	203,432	106,200	
Other	25,561	33,484	7,923	
	4,105,407	7,880,599	3,775,192	92.0%
Expense:				
Wages and benefits	2,695,031	2,971,776	276,745	
Services	1,156,298	1,279,097	122,799	
Parts and supplies	479,378	727,559	248,181	
Casualty insurance	99,244	33,548	(65,696)	
Utilities	151,035	159,342	8,307	
Other	1,098,871	1,469,891	371,020	
Interest expense	273,559	180,014	(93,545)	
Contributions to outside entities	1,155,008	1,315,008	160,000	
	7,108,424	8,136,234	1,027,810	14.5%
Net income before depreciation and transfers	**(3,003,017)**	**(255,635)**	**2,747,382**	
Depreciation	485,850	-	(485,850)	
Net income (deficit)	**$ (3,488,867)**	**$ (255,635)**	**$ 3,233,232**	**-92.7%**

Numbers may not sum due to rounding.

Riverfront Attractions
Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Cruise	$ 1,609,513	$ 2,365,699	$ 756,186	
Food and beverage	737,379	959,450	222,071	
Other	163,131	228,011	64,880	
	2,510,023	3,553,160	1,043,137	41.6%
Expense:				
Wages and benefits	1,437,226	1,885,192	447,966	
Services	328,576	420,842	92,266	
Parts and supplies	545,726	642,230	96,504	
Casualty insurance	200,039	244,802	44,763	
Utilities	91,029	91,029	-	
Other	141,007	169,281	28,274	
	2,743,604	3,453,376	709,772	25.9%
Net income before depreciation and transfers	**(233,581)**	**99,784**	**333,365**	
Depreciation	192,005	203,177	11,172	
Net income (deficit)	**$ (425,586)**	**$ (103,393)**	**$ 322,193**	**-75.7%**

Numbers may not sum due to rounding.

Riverfront Attractions
Capital Budget

Sources of Funds:	FY 2023	FY 2024	FY 2025	Total
Riverboat Revenue	$ 50,000	$ -	$ -	$ 50,000
Total Sources of Funds	**$ 50,000**	**$ -**	**$ -**	**$ 50,000**

Uses of Funds:	FY 2023	FY 2024	FY 2025	Total
Kitchen Overhaul	$ 30,000	$ -	$ -	$ 30,000
Paddlewheel Café Overhaul	$ 20,000	$ -	$ -	$ 20,000
Total Uses of Funds	**$ 50,000**	**$ -**	**$ -**	**$ 50,000**

St. Louis Downtown Airport

St. Louis Downtown Airport
Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Aircraft parking	$ 145,454	$ 159,715	$ 14,261	
Leased acreage	684,135	725,692	41,557	
Hangar rental	543,884	616,960	73,076	
Aviation sale flowage fee	125,020	140,016	14,996	
Airport concessions	121,980	120,058	(1,922)	
Other	139,100	127,170	(11,930)	
	1,759,573	1,889,611	130,038	7.4%
Expense:				
Wages and benefits	889,027	999,480	110,453	
Services	108,604	144,600	35,996	
Parts and supplies	99,996	128,100	28,104	
Casualty insurance	68,583	108,378	39,795	
Utilities	177,500	201,100	23,600	
Other	133,110	144,899	11,789	
	1,476,820	1,726,557	249,737	16.9%
Net income before depreciation and transfers	**282,753**	**163,054**	**(119,699)**	
Depreciation	1,440,099	1,178,072	(262,027)	
Net income (deficit)	**$ (1,157,346)**	**$ (1,015,018)**	**$ 142,328**	**-12.3%**

Numbers may not sum due to rounding.

St. Louis Downtown Airport
Capital Budget

Sources of Funds:	FY 2023	FY 2024	FY 2025	Total
Federal Grants	$ 5,625,000	$ 5,400,000	$ 5,400,000	$ 16,425,000
State and Local	$ 312,500	$ 300,000	$ 300,000	$ 912,500
Airport & Other Funds	$ 462,500	$ 2,315,000	$ 1,305,000	$ 4,082,500
Total Sources of Funds	**$ 6,400,000**	**$ 8,015,000**	**$ 7,005,000**	**$ 21,420,000**

Uses of Funds:

Construction
Reconstruct Taxiway B
Reconstruct Curtiss Steinberg Dr.
Reconstruct Vector Drive
Pavement Conditioning

Equipment and Facilities
Vehicles, Trailers and Equipment
T-hangars

Land Improvements
Pavement Maintenance
Management Plans
Utility Replacement

St. Louis Regional Freightway

St. Louis Regional Freightway
Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Regional freight fees	$ 625,000	$ 500,000	$ (125,000)	
	625,000	500,000	(125,000)	-20.0%
Expense:				
Wages and benefits	202,355	250,271	47,916	
Services	339,400	344,000	4,600	
Parts and supplies	3,500	3,500	-	
Other	49,000	44,000	(5,000)	
	594,255	641,771	47,516	8.0%
Net income (deficit)	**$ 30,745**	**$ (141,771)**	**$ (172,516)**	**-561.1%**

Numbers may not sum due to rounding.

BI·STATE DEVELOPMENT

Executive Services

Executive Services
Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Metro Transit	$ 3,810,921	$ 4,147,786	$ 336,865	
Gateway Arch	290,080	659,532	369,452	
St. Louis Downtown Airport	88,491	94,480	5,989	
National Park Service	177,878	264,645	86,767	
Interest income	2,500	1,500	(1,000)	
	4,369,870	5,167,943	798,073	18.3%
Expense:				
Wages and benefits	2,485,414	2,758,273	272,859	
Services	1,513,275	1,694,516	181,241	
Materials and supplies	21,900	22,795	895	
Casualty insurance	57,000	48,000	(9,000)	
Utilities	2,673	4,650	1,977	
Other	289,608	384,855	95,247	
	4,369,870	4,913,090	543,220	12.4%
Net income (deficit)	**$ -**	**$ 254,853**	**$ 254,853**	**0.0%**

Numbers may not sum due to rounding.

Internal Service Funds

Health Self-Insurance Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Participant contributions	$ 7,796,050	$ 7,692,399	$ (103,651)	
Employer contributions	30,026,487	33,743,555	3,717,068	
Interest income	2,500	6,800	4,300	
	37,825,037	41,442,754	3,617,717	9.6%
Expense:				
Wages and benefits	763,260	823,477	60,217	
Services	259,290	352,240	92,950	
Materials and supplies	23,000	32,595	9,595	
Utilities	4,140	4,550	410	
Other	24,945	71,835	46,890	
Claims paid	36,750,401	40,158,057	3,407,656	
	37,825,037	41,442,754	3,617,717	**9.6%**
Net income (deficit)	**$ -**	**$ -**	**$ -**	**-**

Numbers may not sum due to rounding.

Casualty Self-Insurance Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Casualty Insurance Revenue	$ 5,022,756	$ 4,475,749	$ (547,007)	
Interest income	10,000	9,250	(750)	
Administrative Fee	3,306,616	4,227,526	920,910	
	8,339,372	8,712,525	373,153	4.5%
Expense:				
Wages and benefits	611,016	153,359	(457,657)	
Services	46,000	73,500	27,500	
Materials and supplies	3,100	100	(3,000)	
Casualty insurance	2,643,000	5,324,238	2,681,238	
Utilities	1,200	-	(1,200)	
Other	2,300	-	(2,300)	
Casualty self-insurance	5,032,756	3,161,328	(1,871,428)	
	8,339,372	8,712,525	373,153	**4.5%**
Net income (deficit)	**$ -**	**$ -**	**$ -**	**-**

Numbers may not sum due to rounding.

Workers Compensation Self-Insurance Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
Workers' Comp Insurance Revenue	$ 6,553,044	$ 6,229,499	$ (323,545)	
Interest income	12,000	12,700	700	
Administrative fee	1,152,436	1,137,542	(14,894)	
	7,717,480	7,379,741	(337,739)	-4.4%
Operating Expense:				
Wages and benefits	261,086	138,865	(122,221)	
Services	19,000	12,350	(6,650)	
Materials and supplies	1,500	100	(1,400)	
Casualty insurance	267,000	235,000	(32,000)	
Utilities	500	-	(500)	
Other	603,350	750,850	147,500	
Claims paid	6,565,044	6,242,576	(322,468)	
	7,717,480	7,379,741	(337,739)	-4.4%
Net income (deficit)	**$ -**	**$ -**	**$ -**	**-**

Numbers may not sum due to rounding.

Arts In Transit

Arts In Transit
Statement of Activity

	Budget 2022	Budget 2023	$ Change	% Change
Revenue:				
In-kind contributions	94,674	88,329	(6,345)	
Other - Advertising	15,000	-	(15,000)	
	109,674	88,329	(21,345)	-19.5%
Expense:				
Wages and benefits	22,464	16,139	(6,325)	
Services	72,714	58,188	(14,526)	
Materials and supplies	6,844	6,000	(844)	
Other	7,652	8,002	350	
	109,674	88,329	(21,345)	-19.5%
Net income (deficit)	$ -	$ -	$ -	-

Numbers may not sum due to rounding.

Recommendation to the Board

For Approval of:

- FY 2023 Operating Budget
- FY 2023 – FY 2025 Capital Budget
- Three-Year Transportation Improvement Plan
- Grant resolutions to apply for federal and state funding necessary to support Bi-State Development's projects and programs

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT APPROVING THE FY2023 BI-STATE DEVELOPMENT AGENCY OPERATING AND CAPITAL BUDGET

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 ("Compact"), acting by and through its Board of Commissioners (the "Board") ; and

Whereas, the Agency is authorized by Mo. Rev. Stat. §§70.370 *et seq.* and 45 Ill. Comp. Stat. 100/1 *et seq.* to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase, or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by the federal government or any agency or officer, thereof; to disburse funds for this and its other lawful activities; to fix salaries and wages of its officers and employees; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

Whereas, the Compact requires that the Agency shall not incur any obligations for salaries, office or other administrative expenses, prior to making appropriations adequate to meet the same; and

Whereas, therefore, Board Policy 30.030 requires the President & CEO to prepare an annual operating and capital budget to be presented to and approved by the Board of Commissioners at a regularly scheduled meeting prior to the beginning of each new fiscal year; and

Whereas, a detailed presentation of the Bi-State Development Agency's proposed FY2023 Operating and Capital Budget was presented for discussion at the Board's Audit, Finance and Administration Committee on March 18, 2022; and

Whereas, this proposed FY2023 Budget was presented to and discussed by the Board at its Committee meeting on March 18, 2022, and is being considered for final approval at its next regularly scheduled Board meeting on April 22, 2022; and

Whereas, it is feasible, necessary and in the public interest to approve the Bi-State Development Agency's FY2023 Operating and Capital Budget, 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 l.

Section 2. Approval of the FY2023 Operating and Capital Budget. Pursuant to this Resolution and the Compact and for the authorized Agency purposes set forth in the preambles hereof, the Board of Commissioners approves the Bi-State Development Agency's FY2023 Operating and Capital Budget, 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 Chairman, Vice Chairman, the President & CEO, and the Executive Vice President and Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file 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. 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 every part, section and subsection of this Resolution shall be separate and severable from every other part, section and subsection hereof, and 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 shall be determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall 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. Payment of Expenses. The Executive Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

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.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

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 22nd day of April, 2022.

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

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING APPLICATIONS FOR ASSISTANCE UNDER THE FEDERAL EMERGENCY MANAGEMENT AGENCY TRANSIT SECURITY GRANT PROGRAM

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 Section 70.370 RSMo. *et. seq*. and 45 Ill. Comp. Stat. 100/1 *et. seq*., jointly referred to as the "Compact", to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states of other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary ad incidental functions; and to contract and to be contracted with; and

Whereas, the United States Department of Homeland Security (DHS), Federal Emergency Management Agency (FEMA) provides competitive funding that may be used for specific projects that strengthen the critical infrastructure of transit systems; and

Whereas, any contract for financial assistance under the Transit Security Grant Program ("Program") will impose certain obligations upon the Agency, including the provision by it of the local share of the project costs; and

Whereas, this Resolution was presented to and discussed by the Board at the Board's Audit, Finance and Administration Committee meeting on March 18, 2022, and is being considered for final approval at its next regularly scheduled Board meeting on April 22, 2022; and

Whereas, it is feasible, necessary and in the public interest to annually file applications and execute grant agreements with the Department of Homeland Security's (DHS), Federal Emergency Management Agency (FEMA) for assistance under the Transit Security Grant Program, 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 hereto as fully and completely as if set out in this Section 1.

Section 2. Approval of Filing Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing of grant applications to the FEMA for assistance under the Transit Security Grant Program and the execution of related grant agreements, 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 Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; 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 herein, and that the Board intends to adopt each 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 is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Executive Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

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.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

Section 9. Effective Date. This Resolution shall be in full force and effect from and after its passage by the Board of Commissioners.

ADOPTED by the Board of Commissioners of the Bi-State Development Agency this 22nd day of April, 2022.

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

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING THE FILING AND EXECUTION OF GRANT AGREEMENTS WITH THE MISSOURI HIGHWAY AND TRANSPORTATION COMMISSION

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"); and

Whereas, the Agency is authorized by Sections 70.730 RSMo. *et. seq*. and 45 Ill. Comp. Stat. 100/1, *et. seq*., and by the Compact, to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states of other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary ad incidental functions; and to contract and to be contracted with; and

Whereas, the Missouri Department of Transportation ("MoDOT") is authorized to make grants for general public transportation projects for 49 U.S.C. Section 5309 assistance; and

Whereas, a grant agreement with MoDOT for financial assistance imposes certain obligations on the Agency, including the requirement that the Agency provide its local share of a project's cost; and

Whereas, it is the goal of the Agency to provide the best transit system that it can with the funds available; and

Whereas, this Resolution was presented to and discussed by the Board at the Audit, Finance and Administration Committee meeting on March 18, 2022 and is being considered for final approval at its next regularly scheduled Board meeting on April 22, 2022; and

Whereas, it is feasible, necessary and in the public interest to annually file grant applications with MoDOT for 49 U.S.C. Section 5309 assistance, and to execute grant agreements related thereto, 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 HERE RESOLVE, DETERMNE AND ORDER AS FOLLOWS:

Section 1. Findings**.** The Board of Commissioners hereby finds and determines those matters set forth in the Preambles hereto as fully and completely as if set out in this Section 1.

Section 2. Approval of the Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing of grant applications with MoDOT for 49 U.S.C. Section 5309 assistance, and the execution of related grant agreements, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth the in the Preambles hereto and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including without limitation, the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; 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 herein, and that the Board of Commissioners intends to adopt each 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 is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Executive Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 6. Rights under Resolution Limited. No rights shall be conferred by this resolution upon any person or entity other than the Agency and MoDOT.

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.

Section 8. Governing Law. The laws of the States of Missouri shall govern this Resolution.

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 on this 22nd day of April, 2022.

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

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING GRANT APPLICATIONS AND GRANT AGREEMENTS WITH THE STATE OF ILLINOIS DEPARTMENT OF TRANSPORTATION

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"); and

Whereas, the Agency is authorized by Sections 70.730 RSMo. *et. seq*. and 45 Ill. Comp. Stat. 100/1, *et. seq*., and by the Compact, to plan, construct, maintain, own and operate airports and terminal facilities; to acquire by gift, purchase or lease, and to plan, construct, operate and maintain or lease to others for those purposes, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, states of other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and.

Whereas, the Agency may apply to the State of Illinois Department of Transportation ("IDOT") to acquire grant funding for information and/or communications systems projects, facility improvements, support equipment, bus and other revenue and support vehicles, fare equipment, shop equipment, and other associated capital projects, and to amend any such existing grants or grant applications; and

Whereas, the Agency may execute a certain capital agreement ("Agreement") with IDOT in order to obtain grant assistance under the provisions of 20 ILCS 2705/*et. seq*., 20 ILCS 5/5-675 and 30 ILCS 415/1, *et seq*., and may execute amendments to any such existing grant agreements with IDOT; and

Whereas, it is the goal of the Agency to provide the best transit system that it can provide with the available funds; and

Whereas, this Resolution was presented to and discussed by the Board at the Board's Audit, Finance and Administration Committee meeting on March 18, 2022, and is being considered for final approval at its next regularly scheduled Board meeting on April 22, 2022; and.

Whereas, it is feasible, necessary and in the public interest for the Agency to annually file and amend grant applications and execute and amend grant agreements with IDOT, in accordance with the terms and conditions described herein.

NOW, THEREFORE, THE BOARD OF DIRECTORS 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 hereto as fully and completely as if set out in this Section 1.

Section 2. Approval of Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing and amendment of grants and grant applications with IDOT for capital improvements, and the execution of grant agreements and amendments with IDOT, under and pursuant to this Resolution and the Compact for the authorized Agency purposes set forth in the Preambles hereto and subject to the conditions hereinafter provided.

Section 3. Actions of Officers Authorized. The officers of the Agency, including without limitation the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer or Designated Individual, are hereby authorized and directed to execute and file all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; 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 herein, and that the Board of Commissioners intends to adopt each 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 is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 5. Payment of Expenses. The Executive Vice President and Chief Financial Officer 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 Grant Applications and Agreements.

Section 6. Rights under Resolution Limited. No rights shall be conferred by this resolution upon any person or entity other than the Agency and IDOT.

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.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

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 this 22nd day of April, 2022.

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:____

Its:____

[Seal]

ATTEST:

By:____

Deputy Secretary to the Board of Commissioners

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING THE EXECUTION OF GRANT AGREEMENTS WITH THE MISSOURI HIGHWAY AND TRANSPORTATION COMMISSION (MODOT) FOR STATE OPERATING ASSISTANCE

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"); 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 airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

Whereas, the Chief Engineer of the Missouri Department of Transportation (MoDOT) is authorized to make operating assistance grants for general public transportation projects; and

Whereas, the contract for financial assistance will impose certain obligations upon the Agency, including the requirement that the Agency provide its local share of a project's cost; and

Whereas, it is the goal of the Agency to provide the best transit system that can be provided with the funds that are available; and

Whereas, this Resolution was presented to and discussed by the Board at the Audit, Finance and Administration Committee meeting on March 18, 2022, and is being considered for final approval at its next regularly scheduled Board meeting on April 22, 2022; and

Whereas, it is feasible, necessary and in the public interest for the Agency to file grant applications with MoDOT and to execute grant agreements related thereto, for state operating assistance, 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:

<u>Section 1</u>. <u>Findings</u>. 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.

<u>Section 2</u>. <u>Approval of Execution of Filing of Grant Applications and Execution of Grant Agreements</u>. The Board of Commissioners hereby approves the filing of grant agreements with MoDOT for state operating assistance and the execution of related grant agreements, 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 Chairman, Vice Chairman, President and CEO and Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and agreements 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 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. Payment of Expenses. The Executive Vice President and Chief Financial Officer 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 Grant Agreements.

Section 6. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency and the MoDOT.

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.

Section 8. Governing Law. The laws of the States of Missouri shall govern this Resolution.

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 on this 22nd day of April, 2022.

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

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING THE EXECUTION OF A SUB-AWARD GRANT AGREEMENT WITH THE EAST-WEST GATEWAY COUNCIL OF GOVERNMENTS

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"); 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 airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

Whereas, East-West Gateway Council of Governments (EWGCOG) is the metropolitan planning organization (MPO) for the area and has vested legal authority and responsibility for developing and adopting plans for the region's surface transportation system and is authorized to make sub-awards through the Unified Planning Work Program (UPWP) which addresses regional planning priorities; and

Whereas, it is the goal of the Agency to provide the best transit system that can be provided with the funds that are available; and

Whereas, EWGCOG desires to make a sub-award to the Agency through the UPWP in order to further Agency transit system planning and development; and

Whereas, the financial assistance sub-award grant will impose certain obligations upon the Agency, including the requirement that the Agency provide its local share of the project costs; and

Whereas, this Resolution was presented to and discussed by the Board at the Audit, Finance and Administration Committee meeting on March 18, 2022, and is being considered for final approval at its next regularly scheduled Board meeting on April 22, 2022; and

Whereas, it is feasible, necessary and in the public interest to annually execute with East-West Gateway Council of Governments a sub-award grant Agreement through the Unified Planning Work Program for transit system planning and development, 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:

<u>Section 1</u>. <u>Findings</u>. 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.

<u>Section 2</u>. <u>Approval of the Sub-award Grant Agreement</u>. The Board of Commissioners hereby approves the sub-award grant Agreement through the Unified Planning Work Program with East-West Gateway Council of Governments for transit system planning and development, 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 Chairman, Vice Chairman, President and CEO and Chief Financial Officer or Designated Individual, 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 Agreement 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 East-West Gateway Council of Governments.

Section 8. Governing Law. The laws of the State of Missouri shall govern this Resolution and the Agreement.

Section 9. 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 Agreement.

Section 10. Payment of Expenses. The Executive 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 Agreement.

Section 11. 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 on this 22nd day of April, 2022.

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

A RESOLUTION OF THE BOARD OF COMMISSIONER OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AUTHORIZING THE FILING OF GRANT APPLICATIONS AND EXECUTION OF GRANT AGREEMENTS WITH THE FEDERAL AVIATION ADMINISTRATION AND THE ILLINOIS DEPARTMENT OF TRANSPORTATION DIVISION OF AERONAUTICS

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");

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 airports and terminal facilities; to acquire by gift, purchase or lease and to plan, construct, operate, and maintain or lease to others for operation or maintenance, airports, wharves, docks, harbors, passenger transportation facilities and other terminal facilities; to receive for its lawful activities any contributions or moneys appropriated by municipalities, counties, state or other political subdivisions or agencies; or by the federal government or any agency or officer thereof; to perform all other necessary and incidental functions; and to contract and to be contracted with; and

Whereas, the Federal Aviation Administration (FAA) and the Illinois Department of Transportation (IDOT) Division of Aeronautics are authorized to make grants for aviation and public transportation projects; and

Whereas, the Agency accepts all grants from State and Federal sources such as the FAA and IDOT Division of Aeronautics for airport infrastructure improvements including but not limited to runway, taxiway, and apron construction/rehabilitation; airfield lighting, signage, drainage, and navigation aids; safety area improvements; special-purpose airport vehicles and equipment; fuel storage and distribution systems; aircraft hangers; automobile roadways and parking lots; planning, engineering, environmental studies; and land acquisitions; and

Whereas, this Resolution was presented to and discussed by the Board at the Board's Audit, Finance and Administration Committee meeting on March 18, 2022, and is being considered for final approval at its next regularly scheduled Board meeting on April 22, 2022; and

Whereas, it is feasible, necessary and in the public interest for the Agency to file grant applications with FAA and IDOT, and to execute grant agreements related thereto, 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 Filing of Grant Applications and Execution of Grant Agreements. The Board of Commissioners hereby approves the filing of grant applications with the FAA and IDOT Division of Aeronautics and the execution of related grant agreements, 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 Chairman, Vice Chairman, President & CEO, and the Chief Financial Officer or Designated Individual are hereby authorized and directed to execute and file all documents and agreements 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 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. Payment of Expenses. The Executive Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution and the Grant Applications and Agreements.

Section 6. Rights under Resolution Limited. No rights shall be conferred by this resolution upon any person or entity other than the Agency and the Federal Aviation Administration and the Illinois Department of Transportation Division of Aeronautics.

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 Grant Applications and Agreements.

Section 8. Governing Law. The laws of the States of Missouri and Illinois shall govern this Resolution.

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 on this 22nd day of April, 2022.

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 of the Board of Commissioners

A RESOLUTION AUTHORIZING THE FILING OF APPLICATIONS, AMENDMENTS, CERTIFICATIONS, ASSURANCES AND AGREEMENTS RELATING TO ANY GRANTS FOR WHICH THE BI-STATE DEVELOPMENT AGENCY APPLIES FROM THE UNITED STATES DEPARTMENT OF TRANSPORTATION

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"); and

Whereas, the Federal Transit Administration ("FTA") is an operating entity of the United States Department of Transportation ("DOT") for the purpose of administering Federal transportation assistance as authorized by 49 U.S.C. Chapter 53, by certain provisions under Title 23 of the United States Code, and by certain other Federal statutes that provide funding for public transportation purposes and is administered by the FTA; and

Whereas, the FTA has been delegated the authority to award Federal financial assistance for transportation projects; and

Whereas, grants for Federal financial assistance impose certain obligations upon the Agency; and

Whereas, the Agency is a Designated Recipient of Federal transportation assistance previously authorized under SAFETEA-LU and MAP-21 legislation for funding through the Urbanized Area Formula Program, 49 U.S.C. 5307; the Capital Investment Program (Fixed Guideway Modernization, New Starts), 49 U.S.C. 5309; the Clean Fuels Bus, 49 U.S.C. 5309; the Bus and Bus Livability, 49 U.S.C. 5309; the Alternatives Analysis, 49 U.S.C. 5339; the Bus and Bus Facility Formula, 49 U.S.C. 5339 and is an authorized sub-recipient of funds under the Job Access and Reverse Commute Program, 49 U.S.C. 5316; and the New Freedom Program, 49 U.S.C. 5317; the Public Transportation Emergency Relief, 49 U.S.C. 5324; the Asset Management, 49 U.S.C. 5326; the State of Good Repair, 49 U.S.C.5337; and is an authorized recipient of funds under the Enhanced Mobility of Seniors and Individuals with Disabilities, 49 U.S.C. 5310 and is an authorized recipient of CMAQ and STP funds, 23 U.S.C. 149 and 49 U.S.C. 5307; and is an authorized recipient of CARES Act funds, 15 U.S.C; 116, and is an authorized recipient of Coronavirus Response and Relief Supplemental Appropriations Act of (CRRSAA) funds, and is an authorized recipient of The American Rescue Plan Act, 2021 (ARP) funds; and .

Whereas, the Agency is a Designated Recipient of Federal transportation assistance through the current FAST Act legislation for funding through the Urbanized Area Formula Program, 49 U.S.C. 5307; the Coronavirus Aid, Relief, and Economic Security Act (CARES Act), authorized funding under Section 5307 Urbanized Area Formula Program, (Pub. L. 116-136, March 27, 2020); the Coronavirus Response and Relief Supplemental Appropriations Act of 2021 (CRRSAA of 2021), authorized funding under Section 5307 Urbanized Area Formula Program, The American Rescue Plan Act (ARP), authorized funding under Section 5307 Urbanized Area Formula Program of the Capital Investment Program (New Starts), 49 U.S.C. 5309; the Bus and Bus Facility Formula, 49 U.S.C. 5339; Low or No Emission Program, 49 U.S.C. 5339; Public Transportation Innovation, 49 U.S.C 5312; the Public Transportation Emergency Relief, 49 U.S.C. 5324; the Asset Management, 49 U.S.C. 5326; the State of Good Repair, 49 U.S.C.5337; and is an authorized recipient of funds under the Enhanced Mobility of Seniors and Individuals with Disabilities, 49 U.S.C. 5310; and is an authorized recipient of CMAQ and STP funds, 23 U.S.C. 149 and 49 U.S.C. 5307; and

Whereas, the Agency is a Designated Recipient of Federal transportation assistance through the 2014 TIGER Discretionary Grants program, made available under the Consolidated Appropriations Act, 2014 (Pub. L. 113-76, January 17, 2014) and the RAISE Discretionary Grants program, made available under the Consolidated Appropriations Act, 2022 (Pub. L. 117-103, March 15, 2022); and

Whereas, the FTA is required by Federal statute to obtain specific annual certifications for its formula grant program for urban areas; and

Whereas, the FTA allows the Agency to certify compliance with all of the certifications and assurances that are pertinent to each grant for which the Agency may wish to apply; and

Whereas, Counsel for FTA Region 7 has requested that the Board of Commissioners grant the Agency multi-year authority to certify such compliance; and

Whereas, this Resolution will be applicable for FY2023– FY2025; and

Whereas, this Resolution was presented to and discussed by the Board at the Audit, Finance and Administration Committee meeting on March 18, 2022, and is being considered for final approval at its next regularly scheduled Board meeting on April 22, 2022; and

Whereas, it is necessary and in the public interest for the Agency to approve the execution and filing of application(s) on behalf of the Agency to the DOT/FTA for Federal assistance, the filing of the annual certifications and assurances that are pertinent to each grant for which the Agency may wish to apply to the DOT/FTA and the authorization to execute grant and cooperative agreements with the DOT/FTA on behalf of the Agency, 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 hereto as fully and completely as if set out in this Section 1.

Section 2. Approval to Execute and File Applications for Federal Assistance. The Board Chairman, Vice-Chairman, President & CEO, the Executive Vice President and Chief Financial Officer, or Designated Individual are authorized to execute and file application(s) on behalf of the Agency to the DOT/FTA for Federal assistance authorized by 49 U.S.C. Chapter 53, by Title 23 of the United States Code or by other Federal statutes that provide funds for public transportation or other purposes and are administered by the DOT/FTA during FY23, FY24 and FY25, 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. Approval to Execute and File the Annual Certifications and Assurances. The Board Chairman, Vice-Chairman, President & CEO, the Executive Vice President and Chief Financial Officer, or Designated Individual are authorized in FY23, FY24 and FY25 to execute and file with the Agency's application(s) the annual certifications and assurances and other documents required by the DOT/FTA before a Federal assistance grant or cooperative agreement can be awarded.

Section 4. Approval to Execute Grant and Cooperative Agreements. The Board Chairman, Vice-Chairman, President & CEO, the Executive Vice President and Chief Financial Officer, or a Designated Individual are authorized to execute grant and cooperative agreements with the DOT/FTA on behalf of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District during FY23, FY24 and FY25.

Section 5. Actions of Officers Authorized. The officers of the Agency, including without limitation the Chairman and Vice Chairman of the Board of Commissioners, the President and CEO and the Chief Financial Officer, or a Designated Individual are hereby authorized and directed to execute all documents and to take such actions as they may deem necessary or advisable in order to carry out the purposes of the Resolution; and the execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 6. 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 herein, and that the Board of Commissioners intends to adopt each 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 is determined to be, or to have been, unlawful or unconstitutional, the remaining parts, sections and subsections shall remain in full force and effect, unless the Court making this finding determines that the valid portions, standing alone, are incomplete and incapable of being executed in accordance with the intent of the Resolution.

Section 7. Payment of Expenses. The Executive Vice President and Chief Financial Officer is hereby authorized and directed to pay or cause to be paid all costs, expenses and fees incurred in connection with or incidental to the Resolution.

Section 8. Rights Under Resolution Limited: No rights shall be conferred by this resolution upon any person or entity other than the Agency's officers and employees.

Section 9. 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.

Section 10. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 11. Effective Date. This Resolution shall be in full force and effect from and after its passage by the Board of Commissioners.

ADOPTED by the Board of Commissioners of The Bi-State Development Agency on this 22nd day of April, 2022.

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 Meeting Agenda Item
April 22, 2022

From:	Taulby Roach, President and CEO
Subject:	**Law Enforcement Services Agreement with St. Louis County Police Department for Security Services**
Disposition:	Approval
Presentation:	Kevin Scott, General Manager Security

Objective:
To submit to the Board of Commissioners for approval, a request to execute an Intergovernmental Agreement with St. Louis County Police Department for Law Enforcement Security Services. The Agreement is for an initial term of July 1, 2022 through December 31, 2023, with an option for an additional one (1) year term. This eighteen (18) month initial term is intended to align the expiration of all three Law Enforcement Services Agreements at the same time.

Background:
MetroLink's planners recognized that the personal safety of customers was essential to the success of the light rail system. The system was designed with open, well-lighted platforms and trains, as well as closed circuit television for constant monitoring of every station platform. In addition to these design elements, it was recognized that highly visible, effective, and professional law enforcement personnel were also essential. In working with St. Louis County, the Agency has strongly emphasized the importance of the law enforcement detail as a highly visible and pro-active part of the MetroLink security team.

Analysis:
Under this initial eighteen (18) month Services Agreement, the St. Louis County Police Department will assign one (1) non-commissioned intelligence analyst, forty-four (44) commissioned officers which includes thirty-seven (37) patrol officers, six (6) officers with rank of sergeant or higher, and one (1) officer of command rank. In addition, the St. Louis County Police Department will provide eighteen (18) fully-marked and equipped police vehicles and one (1) unmarked police vehicle for the exclusive use of the contracted officers to perform services under this Agreement. The Agreement provides for an initial eighteen (18) month term in the amount of $461,879 per month, with an option for an additional one (1) year term.

Funding Source:
Costs for services are included in the Agency's FY2023/2024 Operating Budgets.

Committee Disposition:
This Agenda Item has not been presented to a Committee; however, due to the need to expedite the execution of this Services Agreement, President and CEO, Taulby Roach, has granted permission for this item to be placed on the Agenda for the April 22, 2022 Board of Commissioners Meeting.

Board Action Requested:

Approval by the Board of Commissioners authorizing the President and CEO to execute the Law Enforcement Services Agreement with the St. Louis County Police Department for an initial eighteen (18) month term in the amount of $461,879 per month, with an option for an additional one (1) year term.

Attachment:

1. Law Enforcement Services Agreement with St. Louis County Police Department for the initial term of July 1, 2022 through December 31, 2023.

No Board Policy applies; however, Missouri Revised Statutes § 70.220, and § 70.230 require agreements between municipalities or other units of government to be approved by the Governing Board of such entity.

Saint Louis COUNTY POLICE

Colonel Kenneth Gregory
Chief of Police
7900 Forsyth Boulevard
St. Louis, Missouri 63105
Voice/TTY (636) 529-8210

March 21, 2022

Mr. Taulby Roach
President and CEO
Bi-State Development Agency
211 North Broadway, Suite 700
St. Louis, Missouri 63102-2759

Dear Mr. Roach:

Please find enclosed the 2022-2024 Police Service Agreement between the Bi-State Development Agency of the Missouri-Illinois Metropolitan District and St. Louis County. This Agreement renews our long-standing partnership.

Please have the enclosed Agreement reviewed and signed. Once executed, please mail back to my attention and I will forward the Agreement to St. Louis County Government for the remaining signatures. Once completely executed, an original signed agreement will be returned to your office.

Our relationship with Metro is very important to us. Thank you once again for the opportunity to serve the Bi-State Development Agency. We remain committed to meet your needs. If there are any questions please feel free to call me at (314) 615-0184.

Sincerely,

Lt. Aaron Schafer

Lieutenant Aaron Schafer
Commander
Police Contract Services Unit

Cc. Chief Kenneth Gregory
Enclosures

POLICE SERVICE AGREEMENT

BY AND BETWEEN

ST. LOUIS COUNTY

AND

BI-STATE DEVELOPMENT AGENCY OF

THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT

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POLICE SERVICE AGREEMENT

BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AND ST. LOUIS COUNTY, MISSOURI

THIS SERVICE AGREEMENT ("Agreement") by and between the BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT (hereinafter "AGENCY") and ST. LOUIS COUNTY, MISSOURI (hereinafter "COUNTY").

WITNESSETH THAT:

RECITALS

WHEREAS, the provisions of Section 70.210 to 70.320 inclusive RSMO, as amended, empower municipalities and other political subdivisions to contract and cooperate with each other for a common service; and

WHEREAS, Section 701.070.4 SLCRO authorizes the Superintendent of Police of St. Louis County to enter into a contract with a political subdivision of the State of Missouri for any law enforcement function; and

WHEREAS, AGENCY is a political subdivision of the State of Missouri, and is authorized to enter into this Agreement by its Compact, Sections 70.370 to 70.378 inclusive, RSMo, as amended; and

WHEREAS, AGENCY operates a light rail system (hereinafter, "METRO") within the City of St. Louis, Missouri, St. Louis County, Missouri and St. Clair County, Illinois; and

WHEREAS, an integral part of AGENCY'S operation is the safety of its customers who use the METRO system; and

WHEREAS, AGENCY desires to have such police officers also serve as goodwill ambassadors in the performance of their duties; and,

WHEREAS, the Compact between the states of Missouri and Illinois creating AGENCY provides in relevant part that AGENCY has the power to employ or appoint personnel to maintain safety and order, and enforce its rules and regulations, but that AGENCY may only employ peace officers through contracts with law enforcement agencies; and

WHEREAS, AGENCY desires that COUNTY provide peace officers for police protection and presence on its METRO trains and property to the extent provided through this Agreement; and

WHEREAS, the St. Louis County Police Department employs peace officers in order to provide law enforcement services within St. Louis County and other jurisdictions within the metropolitan area; and

WHEREAS, COUNTY desires to assist AGENCY in protecting the security of METRO users in all parts of Missouri and Illinois where METRO may operate; and

WHEREAS, the parties have previously entered into Service Agreements whereby the St. Louis County Police Department has provided certain law enforcement services, and the AGENCY has compensated the COUNTY for such services; and

WHEREAS, AGENCY and COUNTY now desire to continue, supplement and extend the provision of such services;

NOW, THEREFORE, in consideration of the premises, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, AGENCY and COUNTY agree as follows:

ARTICLE I – TERM

1.1 **Term**. This Agreement shall commence upon full execution of this Agreement and shall terminate on December 31, 2023. This Agreement may be renewed for one additional one-year term, to commence January 1, 2024 and terminate December 31, 2024. The renewal term will be subject to the same terms and conditions as set-forth in this Agreement except compensation for the renewal term will be determined as provided under Section 2.1 of this Agreement.

1.2 **Early termination**. Either party may terminate its rights and obligations under this Agreement by providing at least a ninety (90) day written notice to the other party of its intent to terminate this Agreement.

ARTICLE II - COMPENSATION

2.1 **Compensation for Basic Services**. During the initial term of this Agreement, AGENCY shall pay COUNTY the amount of $461,879 per month ("Monthly Compensation") for basic services to be provided by COUNTY more particularly described in Article III and Exhibit A. If the level of service increases or decreases, as provided in Section 3.1, COUNTY will notify AGENCY as soon as practical of such increase or decrease, and adjust the Monthly Compensation as close as practical in accordance with the component figures contained in Exhibit A. The monthly cost will be prorated for the portion of the month remaining upon full execution of the Agreement.

At least thirty (30) days prior to the commencement of the renewal term, COUNTY shall provide AGENCY the BI-STATE DEVELOPMENT AGENCY ANNUAL POLICE SERVICE COSTS for January 1, 2024 through December 31, 2024 in the format set forth in Exhibit A.

2.2 **Compensation for Additional Services.** If COUNTY provides additional police services pursuant to paragraph 3.2, AGENCY shall compensate COUNTY for such additional services by paying the actual cost of wages (including any premium paid for overtime) and other direct wage-related costs for each officer providing such services ("Additional Monthly Compensation").

2.3 **Time and Manner of Payment**. COUNTY shall provide AGENCY with timely invoices for Monthly Compensation and Additional Monthly Compensation. AGENCY shall pay each invoice within 30 days of date of invoice. If AGENCY fails to provide COUNTY with full payment of the amount of any invoice for Monthly Compensation or Additional Monthly Compensation within 31 days of the date of the invoice, COUNTY is authorized to deduct the full amount of such invoice from the appropriate account of sales tax receipts collected pursuant to St. Louis County Ordinance 6,792. The County Accounting Officer shall notify the designated representative of AGENCY within 7 days of such deduction.

ARTICLE III - SERVICES PROVIDED BY POLICE DEPARTMENT

3.1 **Basic Services**. COUNTY shall provide 44 commissioned officers from the St. Louis County Police Department consisting of 1 officer with the rank of Captain, 6 officers with the rank of Sergeant and 37 police officers. COUNTY shall provide 1 Professional Staff, Intelligence Analyst. COUNTY shall provide equipped police vehicles for said officers exclusively to perform services under this Agreement. COUNTY is responsible for mileage, maintenance, and fuel for the marked patrol vehicles. COUNTY shall provide officers with standard uniforms and equipment to perform services under this Agreement. COUNTY and AGENCY may recommend adjustments in the level of manpower outlined in this Agreement. COUNTY may exercise its reasonable discretion to make changes in the level of manpower during the term of this Agreement. COUNTY shall provide AGENCY reasonable written notice of its intent to change the level of manpower. Any change in the level of services shall be reflected in adjustment to compensation in accordance with paragraph 2.1.

St. Louis County police officers will report to designated locations as determined by COUNTY in consultation with AGENCY. Work time will be determined by COUNTY in consultation with AGENCY. Such police officers shall always report to and be subject to the supervision of their superior officers of the St. Louis County Police Department and to the Department's recognized chain of command.

The St. Louis County Police Department shall use all reasonable efforts to cooperate with AGENCY in the performance of its duties hereunder. Such cooperation may include documentation of work time, time, and location of reporting to duty and completing duty; activities while on duty; time away from the METRO assignment when on duty; and such other matters relating to their METRO police duties as determined by COUNTY in consultation with AGENCY.

3.2 **Additional Services.** AGENCY may request that additional police officers be assigned for special events and other extra services. COUNTY shall use all reasonable efforts to supply such requested additional police officers and will notify AGENCY promptly if the requested additional police officers will not be provided. Such additional officers shall provide services in accordance with the provisions of paragraph 3.1.

3.3 **Administration**. The overall administration, along with the management and supervision of daily operational matters, of the police function, will be the responsibility of the St. Louis County Police Commander.

3.4 **Status of Officers**. The police officers performing services under the terms of this Agreement shall always be considered employees of COUNTY and not of the AGENCY. In accordance with the provisions of Section 3.5 of this Agreement, if the AGENCY determines that any police officer assigned to provide services under this Agreement is not performing in accordance therewith, AGENCY may request the replacement of an officer performing services under this Agreement. Upon such request, COUNTY may replace the officer. However, the replacement of a St. Louis County Police Officer is COUNTY's responsibility and within its reasonable discretion.

3.5 **Duties of Officers**. The duties of the police officers working under the terms of this Agreement shall include, but not be limited to, the following:

a. Provide "roving" police patrol duties on board the METRO trains and within the AGENCY'S METRO stations, during which they shall perform their normal and lawful duties as law enforcement officers, to enforce the laws of the State of Missouri, and the various ordinances within the officers' jurisdictions (including such jurisdictions as may be authorized pursuant to joint services agreements). No officer shall, however, be required by this Agreement to perform any duties outside of the State of Missouri, unless authorized by state or federal law. COUNTY police officers are permitted to enter the State of Illinois for the purpose of monitoring ongoing suspicious activity on a METRO train or to apprehend a suspect, and to remain in the State of Illinois until an officer of the appropriate Illinois jurisdiction has responded to the scene under the authority granted by Section 70.378 RSMo and 45 ILCS 110/5.

b. Actively and visibly patrol METRO trains, stations, park-and-ride lots and other METRO facilities; interact positively with METRO customers and provide appropriate assistance to them; enforce the METRO fare system as supported by State Statute when on duty and not actively engaged in other police work; to include issuing citations for fare violations; and arrange for the pickup, transporting and processing of offenders taken into custody by St. Louis County Police officers.

c. Respond to subpoenas, court appearances and trials as required for violations.

d. Primarily devote their time to activities on METRO trains and stations.

e. Assist AGENCY staff with security and fare enforcement personnel who provide services to METRO under contract with the AGENCY, by way of the following:

1) A COUNTY Private Security Coordinator will conduct and document random field inspections to assure that all individuals acting in the capacity of a watchman, courier or security officer are in compliance of St. Louis County Ordinance 701.115 and St. Louis City Ordinance 62939, and the limits of his/her license;

2) Any violations discovered from the field inspections may result in reprimand, suspension, and/or revocation that will be communicated to the Employer, Security Provider, and/or AGENCY that are relating to security and fare enforcement;

It is understood that AGENCY is responsible for its policy and procedures and that AGENCY is responsible for the training of its security and fare enforcement personnel in the performance of their respective duties as established by AGENCY.

3.6 **Time and Scheduling of Services**. COUNTY, in consultation with AGENCY, shall determine when and where police officers are to perform their respective duties as described in Section 3.5. With the exception of services provided under unforeseen or extraordinary circumstances, which services COUNTY shall verify by written documentation detailing the amount, nature and justification, the AGENCY must pre-approve the use of any additional police officers or additional hours of service not authorized in Section 3.1. The COUNTY, through the St. Louis County Police Department and in cooperation with the AGENCY, will be responsible for coordinating schedules, and such schedules shall be known as the "Daily Duty Roster of Officers." The Daily Duty Roster will be provided to AGENCY for each date of service.

3.7 **Command Level Review Meetings.** Meetings between COUNTY and AGENCY shall be held at least bi-weekly, or at the request of either party, in order to discuss the services under this Agreement; work assignments and hours; reports made and/or needed by either party; complaints; and to discuss and resolve any other areas of mutual concern.

3.8 **Accreditation.** The St. Louis County Police Department complies with all standards related to the law enforcement functions as prescribed to the Commission on Accreditation for Law Enforcement Agencies (CALEA).

ARTICLE IV – REPORTING AND MUTUAL OPERATIONAL OVERSIGHT

4.1 **Reports by COUNTY**. The COUNTY shall submit monthly reports on METRO to the AGENCY in a format that is mutually acceptable to both parties. These reports shall contain crime statistics, as well as self-initiated and directed call for service data, by geographical location. Upon request, the COUNTY will provide police reports in a manner compliant with state and federal law for incidents related to the AGENCY and its operations. In the event police reports are requested, these requests shall be forwarded to the Bureau of Central Police Records for review and release.

4.2 **Reports by AGENCY.** The AGENCY shall submit monthly reports on METRO to the COUNTY in a format that is mutually acceptable to both parties. These reports shall contain ridership and fare data. AGENCY shall provide COUNTY any new policies regarding fare enforcement, fare bulletins, route, and service changes on Metrolink, and updates regarding safety and security.

4.3 **Mutual Operational Oversight.** COUNTY and AGENCY shall collaborate on matters related to law enforcement, safety, and security on METRO. COUNTY shall have an active role on Metro's Safety and Security Oversight Committee. COUNTY shall also have an active role in security/public safety operations and critical incident reviews involving the Metro Public Safety Department and contracted security personnel.

ARTICLE V - INSURANCE

6.1 **COUNTY Self-Insurance**. It is hereby understood and acknowledged that the COUNTY is self-insured for all claims of liability for which COUNTY is not immune, including general liability, commercial general liability, automobile liability, professional liability, and workers' compensation employer liability.

This Agreement does not impose any obligation on the COUNTY to purchase liability insurance. The AGENCY shall not be liable in any respect to the COUNTY, the COUNTY'S employees, agents, invitees, licensees or visitors, or to any other person or entity, for damages that result from any injury to persons or property arising out of the activities of COUNTY or its police officers in the performance of the services required under this Agreement to the extent that such activities are contrary to the terms of this Agreement, or to state and/or federal law, and are otherwise attributable to the actions of the COUNTY or the St. Louis County Police Department.

The COUNTY shall not be liable to AGENCY to the extent any such claim shall result from the acts of AGENCY or its employees, Commissioners, officers, agents, invitees or licensees in violation of the terms of this Agreement.

6.2 **AGENCY Self-Insurance**. It is hereby understood and acknowledged that the AGENCY is self-insured for all claims for liability for which AGENCY is not immune, including general liability, commercial general liability, automobile liability, professional liability, and workers' compensation employer liability.

This Agreement does not impose any obligation on the AGENCY to purchase liability insurance. AGENCY, however, shall provide COUNTY with a Certificate Letter of Self Insurance covering all claims arising under this Agreement. The COUNTY shall not be liable to the AGENCY, the AGENCY'S employees, agents, invitees, licensees or visitors, or to any other person, for any injury to person or damage to property that might arise out of the activities of AGENCY, or resulting from the performance of services under this Agreement, to the extent that activities and performance of services are contrary to the terms of this Agreement, or to state and/or federal law, and are otherwise attributable to the actions of the AGENCY.

The AGENCY shall not be liable to COUNTY to the extent any such claim shall result from the acts of COUNTY or its employees, Commissioners, officers, agents, invitees or licensees in violation of the terms of this Agreement.

ARTICLE VI - MISCELLANEOUS PROVISIONS

7.1 **Notices**. Any and all notices or other forms of communications, required or voluntarily made by either party, shall be deemed to be given if hand delivered or sent through the United States Postal Service, First-class postage pre-paid, to the respective addresses of the parties listed below:

If to the AGENCY:

Mr. Taulby Roach
President and CEO
Bi-State Development Agency
211 North Broadway, Suite 700
St. Louis, Missouri 63102

If to the COUNTY:

Colonel Kenneth Gregory
Chief of Police
St. Louis County Police Department
7900 Forsyth Boulevard
Clayton, Missouri 63105

Both parties may, by notice given hereunder, designate an additional or different recipient or address to which subsequent notices and communications shall be sent.

7.2 **Severability of Provisions**. The parties agree that if any provision of this Agreement is held by a court of competent jurisdiction to be invalid, unenforceable, void or voidable for any reason, the finding, order or decree of which becomes final, the remaining provisions shall not be affected thereby if such provisions could continue to conform with the purposes, terms and requirements of the Agreement and the applicable law.

7.3 **Interpretation and Amendment**. This Agreement comprises the entire understanding between the parties, including the contents of any and all documents incorporated by reference or attached hereto, and the Agreement supersedes all other writings, promises, terms, conditions or obligations that may have been previously made. Any amendments, additions, supplements, or deletions to this Agreement shall be in writing, and mutually assented to and signed by both parties. No action shall be taken pursuant to any amendment, addition, supplement, or deletion prior to the execution of such written instrument.

7.4 **Law**. This Agreement, its interpretation and any dispute arising out of its operation shall be governed by the laws of the State of Missouri and the venue shall be St. Louis County, Missouri.

THE PARTIES REPRESENT THAT THEY HAVE EACH CAREFULLY READ THIS AGREEMENT AND UNDERSTAND ITS PROVISIONS AND CONDITIONS.

IN WITNESS THEREOF, AGENCY AND COUNTY have signed their names and affixed their official seals to this Agreement on the dates written below.

Executed by Agency:

BI-STATE DEVELOPMENT AGENCY OF
THE MISSOURI ILLINOIS
METROPOLITAN DISTRICT

____
(Date)

Attest:

By______________________________
President and CEO

____
Agency General Counsel

Affix
Seal
Here

Approved:

ST. LOUIS COUNTY
BOARD OF POLICE COMMISSIONERS

____
Chief of Police
St. Louis County Police Department

By

____
Chairman

Approved as to Legal Form:

____
County Counselor

ST. LOUIS COUNTY, MISSOURI

Approved:

By______________________________
County Executive

____
Accounting Officer

____
Date

Legal Review: ________

CE Review: __________

Attest:

____
Administrative Director

SIGNATURES

EXHIBIT 1

BI-STATE DEVELOPMENT AGENCY
POLICE SERVICE COSTS
JULY 1, 2022 THROUGH DECEMBER 31, 2023
INITIAL TERM

SUPERVISION	
One (1) Captain	$167,780
Six (6) Sergeants @ $132,585/per sergeant	$795,510
TOTAL SUPERVISION	$963,290
OFFICERS	
Thirty-seven (37) Patrol Officers @ $106,005/per officer	$3,922,185
PROFESSIONAL STAFF (Non-Commissioned)	
One (1) Intelligence Analyst	$84,173
VEHICLES	
One (1) Unmarked Police Vehicle Eighteen (18) Fully Marked and Equipped Police Vehicles	$296,974
SUBTOTAL	$5,266,622
INDIRECT COST (Rate of 5.24%)	$275,926
***TOTAL (12-month period)**	**$5,542,548**
Monthly	**$461,879**

*The Initial Term will be for an eighteen-month period. Therefore, the total cost will be $8,313,822.

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BI-STATE DEVELOPMENT AGENCY OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT APPROVING A LAW ENFORCEMENT SERVICES AGREEMENT WITH ST. LOUIS COUNTY POLICE DEPARTMENT FOR SECURITY SERVICES

PREAMBLES:

Whereas, The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "Agency") 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 purchase or lease, sell or otherwise dispose of, and to plan, construct, operate and maintain, or lease to others for operation and maintenance, passenger transportation facilities, and motor vehicle and other terminal or parking facilities; to contract with municipalities or other political subdivisions for the services or use of any facility owned or operated by the Agency, or owned or operated by any such municipality or other political subdivision; to contract and to be contracted with; and to perform all other necessary and incidental functions; and

Whereas, the Agency is authorized by Mo. Rev Stat. 70.378.1 and 45 Ill. Comp. Stat. 110/5 to employ or appoint personnel to maintain safety and order and to enforce rule as and regulations of the Agency upon the public mass transportation system, passenger transportation facilities, conveyances, and other property that the Agency may own, lease, or operate; and

Whereas, no Board Policy applies; however, Missouri Revised Statutes § 70.220, and § 70.230 require agreements between municipalities or other units of government to be approved by the Governing Board of such entity; and

Whereas, Board Policy, Chapter 90, Transit Operations. Section 90.030, *Regulation of Conduct on Conveyances and Facilities*, provides that the Agency shall employ security personnel to enforce state laws, local ordinances and Agency regulations pertaining to conduct upon Agency facilities, conveyances and other property of the Agency, and is empowered to adopt regulations for the conduct of persons upon facilities and conveyances of the Agency which have the force and effect provided by the laws of the signatory states; and

Whereas, an agreement between the Agency and the St. Louis County Police Department for security services ("Service Agreement") is key to aggressive enforcement of Board Policy, Chapter 90 which outlines fare enforcement requirements and the behavior of persons utilizing BSD facilities and the Metro Transit system; and

Whereas, working with St. Louis County Police Department, the Agency has strongly emphasized the importance of the law enforcement detail as a highly visible and pro-active part of the MetroLink security team; and

Whereas, under this initial eighteen (18) month Services Agreement, the St. Louis County Police Department will assign one (1) non-commissioned intelligence analyst, forty-four (44) commissioned officers which includes thirty-seven (37) patrol officers, six (6) officers with rank of sergeant or higher, and one (1) officer of command rank. In addition, the St. Louis County Police Department will provide eighteen (18) fully-marked and equipped police vehicles and one (1) unmarked police vehicle for the exclusive use of the contracted officers to perform services under this Agreement; and

Whereas, the Agreement provides for an initial eighteen (18) month term in the amount of $461,879 per month, with an option for an additional one (1) year term; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President and CEO to execute a Law Enforcement Services Agreement with the St. Louis County Police Department for an initial eighteen (18) month term, in the amount of $461,879 per month, with an option for an additional one (1) year term, 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 Authorization to Execute Services Agreement. The Board of Commissioners hereby approves the authorization of the President and CEO to execute a Law Enforcement Services Agreement with the St. Louis County Police Department for an initial eighteen (18) month term, in the amount of $461,879 per month, with an option for an additional one (1) year term, 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. Form of the Services Agreement. The form of the Services Agreement (as provided in the Attachment to the Briefing Paper and made a part hereof), in substantially the form presented to this meeting is hereby approved, and officers of the Agency, including without limitation, the President and CEO, are hereby authorized and directed to execute and deliver and attest, respectively, the Agreement, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to effect the Agreement, with the necessity or desirability of such changes, modifications, insertions and omissions being conclusively evidenced by their execution thereof.

Section 4. Actions of Officers Authorized. The officers of the Agency, including, without limitation, the President and CEO, 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 execution of such documents or taking of such action shall be conclusive evidence of such necessity or advisability.

Section 5. 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 6. Payment of Expenses. The Executive 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.

Section 7. Rights under Resolution Limited. No rights shall be conferred by this Resolution upon any person or entity other than the Agency and St. Louis County, Missouri.

Section 8. 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.

Section 9. Governing Law. The laws of the State of Missouri shall govern this Resolution.

Section 10. 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 22nd day of April, 2022.

In Witness Whereof, the undersigned has hereto subscribed his 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

OVERALL PERFORMANCE

Metro Transit Operations At-A-Glance

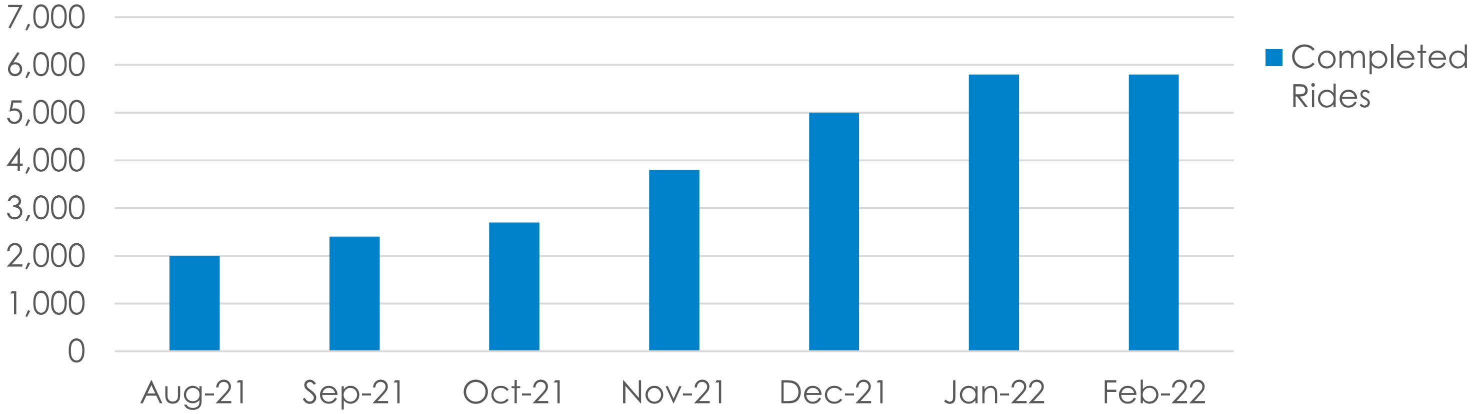
YTD FY22 Performance Measures	MetroBus Fixed Route + Special Services	FY22 vs. FY21	MetroLink	FY 22 vs. FY21	Call-A-Ride	FY22 vs. FY21
System Ridership	7,648,100	1.3%	4,123,800	15%	226,600	(-16%)
Missouri	6,697,200	1%	3,232,500	16%	226,600	(-16%)
Illinois	950,900	3.4%	891,300	12%		
Revenue Miles	9,420,400	(-0.5%)	1,896,800	3.0%	2,387,100	(-14%)
Revenue Hours	678,300	0.1%	82,200	1.6%	136,000	(-15%)
On-Time Performance	88.7%	-2.5%	98.0%	0.4%	92.9%	(-0.2%)
MetroBus + MetroLink 12-Month Rolling Average Fare	$1.09	12.2%	Call-A-Ride 12-Month Rolling Average Fare		$1.11	423%

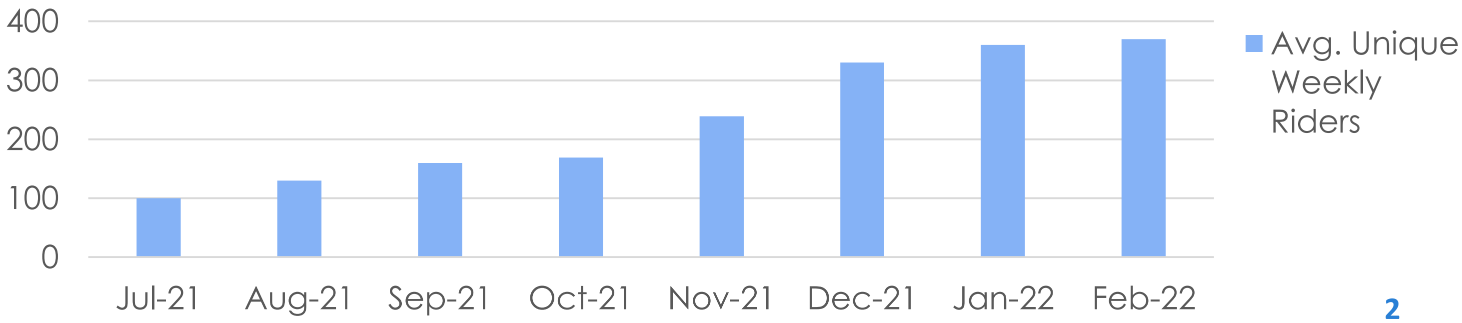
Financials	YTD FY22 Actual	YTD FY22 Budget	Budget Adherence
Expenses (Transit)	$183,819,000	$209,882,200	(-$26,063,200)/(-12%)
Passenger Revenue	$11,867,400	$12,488,400	(-$726,200)/(-5%)
Farebox Recovery Ratio	7.2%	6.7%	8.3%

Call-A-Ride Passenger Trip Requests, February, 2022

Passenger Trip Requests	# of Trips	Percent of Trip Requests
Scheduled and Made	24,533	59%
Cancelled by Passenger	8,917	21%
No-Shows	1,572	4%
Missed Trips	110	0.3%
Van Unavailable – Capacity Denial – ADA Riders	6,375	15%
Van Unavailable – Capacity Denial – NON ADA Riders	29	0.1%
Van Available – Adversarial Denial – All Riders	377	0.9%
Eligibility, Beyond Hours or Boundaries	32	0.1%
Total Trip Requests	**41,945**	**100.0%**

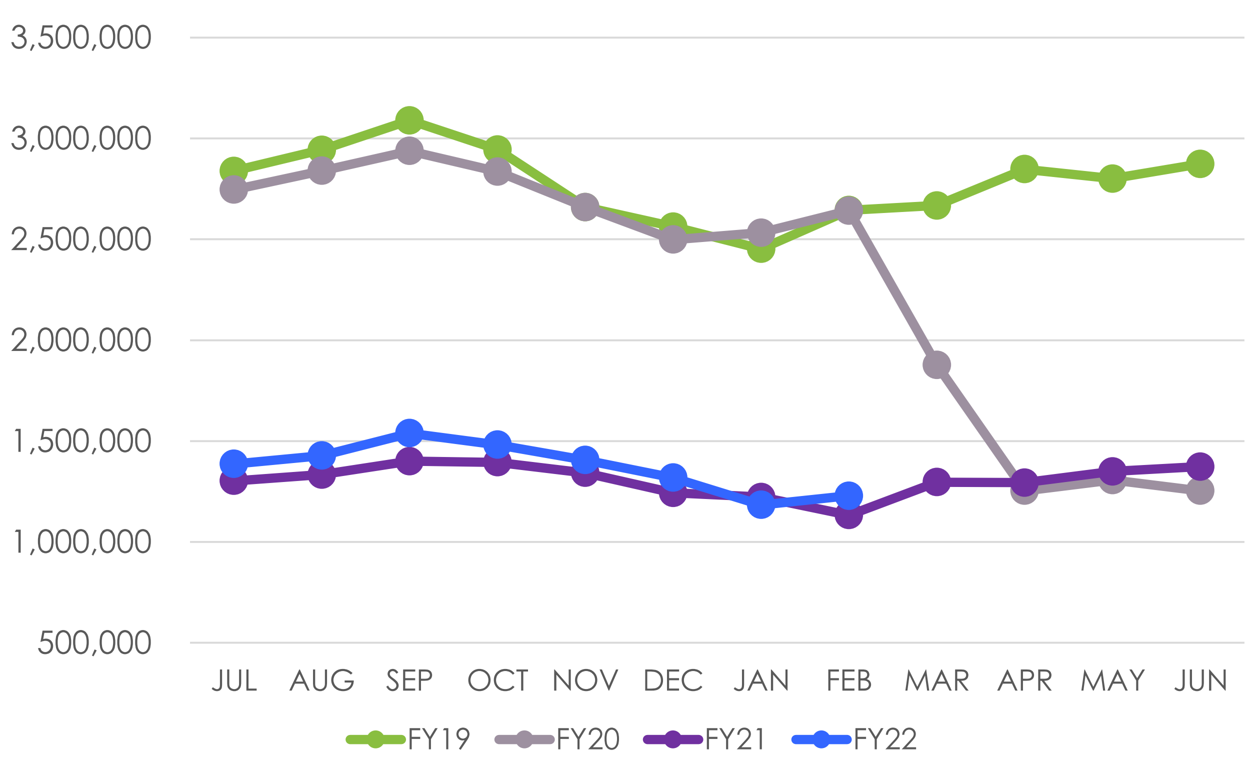
Via Metro STL, FY22 Year-To-Date





- The March 2022 service adjusted some Missouri MetroBus route frequencies in reaction to operator shortages, temporarily reducing service by about 5%. The intent was to curb the recent trend of missed bus trips, which hit a high point during early January as the region experienced a surge in positive COVID-19 cases. Missed trips have dropped by a small margin at 2.3% or 705 out of 31,045 scheduled, compared to about 4% during the November 29th quarterly sign-up.
- Call-A-Ride is working to accelerate hiring drivers, as ADA trip denials remain high with over 6,000 in February 2022, as compared to 24,500 trips scheduled and completed that month. Overall ride demand continues to fall, which may be due to many factors, including driver shortages leading customers to seek other modes of travel (including the fixed-route 'On the Way With ADA' free fare program). CAR 12-month rolling average fare year-over-year figures reflect a high increase due to FY20 & FY21 pandemic free fares.
- While fixed-route ridership dropped at the beginning of February 2022 due to extreme snowfall events, significant gains in the latter weeks of February saw fixed-route ridership up overall by 7%. These gains include (23%) increase in MetroLink boardings, and an 11% increase on Illinois MetroBus compared to 2021. Missouri MetroBus remains stable with 1% increase year-over-year.
- Via Metro STL continued to see new riders since its expanded service in November. Via completed 5,800 rides in February and averaged 370 unique riders per week. Via is adjusting to this growth with more drivers and vans.
- The Metro Connect partnership with Lyft continues to provide rides that link customers to nearby transit centers as part of their overall transit trip. In February, Metro subsidized over 1,900 Lyft rides to over 200 unique riders. Lyft rides have increased due to both the reductions in scheduled service and the missed trips occurring on MetroBus since Fall 2021.

STANDARDIZED FIXED-ROUTE RIDERSHIP (TOTAL SYSTEM)



Workforce Update | As of April 14, 2022

metro

PERFORMANCE

Metro Transit Workforce At-A-Glance

Sign-on and Retention Bonuses

- 202 new hires since sign-on bonus program began in 2021.
- 29 sign-on bonuses paid to date. (1st installments)
- 10 sign-on bonus 2nd installments paid.
- 2nd Installment of retention bonus paid March 25th.

Recruiting & Training Capacity

- 2 classes per month scheduled for Call-A-Ride
- 1 class every 8 weeks scheduled for MetroBus.
- MetroLink class scheduled for summer after required recertification class completed.

Recruitment Progress

- Monthly Open Houses for on-the-spot hiring events continue to attract candidates. BSD participating in other job fair and hiring events in the community:
    - 4/15 – Hiring event with Urban League
    - 4/25 – Soldan International High School
    - 4/26 – Riverview Garden's High School
    - 4/27 – Clyde C. Miller High School
    - 4/29 – Jennings High School
- Project progress to identify options for retaining bus operator trainees who are unsuccessful on their CDLs in other BSD roles.
- Help for Hiring concierge pilot program launching in April to assist candidates through the hiring process.

Status of Operations

MetroBus	1,885 missed trips in March due to workforce shortage. This is 1.9% of the total trips.
MetroLink	Zero missed trips. TSMs have supplemented service.
Call-A-Ride	7,763 denied boardings of the 49,173 trips requested in March. This is 15.79% of the total trips.

A MetroBus 5% reduction in service (frequency only) occurred March 21st to minimize the number of missed trips based on workforce shortages. This schedule requires 636 operators to complete the routes. As the workforce grows, service frequency will return as we can consistently meet the schedule demands.

Recruiting & Training Pipeline (March)

	Applications Received	Candidates in Process	Candidates Scheduled for Training	Trainees in Process
MetroBus Operators	100	50	7	16
Call-A-Ride Operators	119	25	3	7
1A Mechanics	2	2	0	2
Electro-Mechanics	7	0	1	0
Electricians	7	4	0	1

Staffing Levels

	MetroBus Operators	MetroLink Operators	Call-A-Ride Operators	General Maintenance 1A Mechanics	Vehicle 1A Mechanics	MetroLink ElectroMechanics	Electricians
Budgeted Positions	789	102	201	46	223	42	60
Active Employees	662	95	148	37	195	30	49
Percent Shortage	16.10%	6.86%	26.37%	19.60%	12.56%	28.58%	17.00%