



Board of Commissioners

Open Meeting

Friday, September 22, 2023 at 8:30 AM

Virtual Meeting

Headquarters - Board Room, 6th Floor

One Metropolitan Square, 211 N. Broadway, Suite 650

St. Louis, Missouri 63102



September 22, 2023 - Board of Commissioners, Open Meeting

Notice of Meeting and Agenda

1. Call to Order	Approval	Chair Simmons
2. Roll Call	Quorum	M. Bennett
3. Recognitions	Information	Chair Simmons
A. 2023 US Outstanding Security Performance Awards - MetroLink/Allied University Security Supervisor, Rochelle Ross		Chair Simmons
B. World Wide Technology Raceway - Illinois 300 NASCAR Race		T. Roach
1. Recognition letter from Curtis Francois, World Wide Technology Raceway - 5		
4. Public Comment	Information	Chair Simmons
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5. Approval of the Minutes of the June 23, 2023, Board of Commissioners, Open Meeting	Approval	Chair Simmons
A. Draft Minutes - June 23, 2023 - Board of Commissioners, Open Meeting -29		
6. Approval of the Minutes of the July 14, 2023, Special Meeting of the Board of Commissioners, Open Session	Approval	Chair Simmons
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7. Approval of the Minutes of the August 10, 2023, Special Meeting of the Board of Commissioners, Open Session	Approval	Chair Simmons
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9. Report of the Operations Committee	Information	Commissioner Windmiller
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10. Report of the Audit, Finance & Administration Committee	Information	Commissioner Beach
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11. Report of the Safety & Security Committee	Information	Chair Simmons
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13. Consent Agenda	Approval	Chair Simmons
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5. Resolution #1285 - 159
- B. St. Louis Downtown Airport - Six (6) Surplus Property Holdings (Resolution #1286)
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- C. Contract Time Extension – Downtown Tunnel Repairs and Standpipe Replacement Design and Construction Phase Services (Resolution #1287)
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- D. Contract Award – WSP USA Inc. Major On-Call General Engineering Consulting – Civil and Structural Engineering and Surveying Services (Resolution #1288)
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- F. Contract Award – Northside-Southside (Jefferson Alignment) Program Management Consultant (PMC) – Phase II (Resolution #1290)
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- I. Contract Modification – Light Rail Vehicle Brake Caliper Overhaul (Resolution #1293)
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- L. Sole Source Contract - Finance Management Software - Kronos Dimensions Upgrade (Resolution #1296)
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- M. Revisions - Board Policies, Chapter 30 – Audit, Finance, and Budget (Resolution #1297)
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15. Amendment # 4 to the 401k Retirement Savings Program (Resolution #1301)	Approval	D. Toben
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16. Husch Blackwell Strategies Contract for Lobbying/Consulting Services (Resolution #1302)	Approval	T. Roach
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20. Call for the Dates of Future Board & Committee Meetings	Information	M. Bennett
21. 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); Real Estate under §10.080(D)(2); and Auditors under §10.080(D)(10).	Approval	Chair Simmons
22. Reconvene to Open Session	Approval	Chair Simmons
23. Adjournment	Approval	Chair Simmons



Metro Transit
211 North Broadway
Suite #700
St. Louis, Missouri 63102

Taulby Roach, President/CEO

Mr. Roach,

On June 3rd and 4th this year, one of the largest attended sporting events in the region took place at WWT Raceway with the Enjoy Illinois 300 NASCAR race.

There are always people that stand out at these events. Owners, celebrities, drivers, and mechanics. This year there were other standouts. Trenise Winters, Terry, Fondren, Darrin Lee, and your dedicated staff. They provided top-notch service on Saturday and Sunday to our fan base. We received many kudos for the provided services, and I wanted to personally let you know these individuals went above and beyond. Just like our NASCAR drivers and crew, they were at the top of their game. All drivers and supervisors were exceptional.

The cooling buses were an excellent idea. They were utilized by thousands of fans on those hotter-than-normal days.

Please express our gratitude to your Board of Commissioners.

On behalf of WWT Raceway and our fans, thank you.

A handwritten signature in black ink, appearing to read 'C. Francois'.

Curtis Francois

Name: C. James Verde
Representing: Verde Consulting
Topic: Metro Transit

Comments:

I am seeking to register my concerns in regarding how unsafe and inadequate service is.

Name: Rachel Desai
Representing: Paraquad
Topic: Call-A-Ride Paratransit

Comments:

As an ally of the St. Louis disability community, I would like to draw your attention to the impact that Call-A-Ride's failures have had on people with disabilities across St. Louis. Whether it be missed medical appointments, being forced to leave work early or arrive late, or feeling socially isolated, people with disabilities should not have to face these barriers to having a good quality of life, and that starts with better paratransit services.

As a research scientist working with folks with disabilities living in the St. Louis community, I would also like to highlight our recent findings which have been published in a well-known, peer-reviewed scientific journal (see <https://doi.org/10.1016/j.dhjo.2023.101503>). We found that those who used paratransit as their primary mode of transportation reported the greatest community participation and ability to engage in social roles and activities (visit with friends, dine out, attend worship services, etc.) compared to those who primarily used public transit, taxis, personal vehicles, or relying on family and friends for rides. Our research demonstrates the importance of paratransit for this population.

Name: Kerry R Baider
Representing: All persons who require public transportation
Topic: Public transportation that works

Comments:

The St. Louis community will not thrive if we do not support public transportation for all!! Public transportation should be available for all people in our metropolitan area. So many people rely on this service to get to work, medical appointments and for leisure activities. It is great that so many can do this independently. However, now is the time to consider those who require these services to live the life they deserve! They are after all contributing to our metropolitan area. It is past time to make sure that ALL citizens have access to safe, affordable, readily available transportation. Thanks for your time, Kerry Baider

Name: Amanda Verbeck
Representing: Those with mobility issues
Topic: Call a Ride

Comments:

As a city resident and someone who cares about many people who have mobility challenges, I urge you to resolve the issues you are having with Call a ride service. For many, this is their sole means of transportation and independence. Please restore this vital service to those who are in need!

Name: Anna Schell

Representing: self

Topic: service cuts

Comments:

I am very concerned about the number of service cuts that our Transit agency has made. This is particularly hard for the disabled community because these cuts affect Call-A-Ride. This means many elderly and disabled customers are cut off from vital transportation that they need in order to live productive lives. This means many are trapped in their homes unable to access medical care, jobs and the ability to participate in Social activities.

Name: Michael Hamm

Representing: self

Topic: Unreliable paratransit services

Comments:

I am concerned because I feel disabled people deserve reliable paratransit service. Currently there are still entirely too many denials and all too often riders are kept on the vans much too longer than they should be. Van rides should never exceed what it would take to use a fixed route bus including getting to and from the bus stop.

Name: Liz Kramer

Representing: Self – resident

Topic: Necessary improvements to our transit system

Comments:

Dear Board of Commissioners,

As you know, our region cannot succeed without a robust, efficient, and functioning public transit system. We need transit to get to work, to medical appointments, to school, and to enjoy the things the St. Louis region has to offer. I'm writing you today in solidarity with the calls of people with disabilities — who also need a paratransit that functions for them so they can live their lives without barriers in the way.

It's painful to see Metro invest so much money in "security", when so little is being invested in the basic infrastructure that makes a transit system: accessible bus stops, operator retention, expanded paratransit services. Despite having made choices about where I live based on nearby bus routes, I can no longer rely on the bus to get me where I need to go — I now walk, bike, or drive in order to avoid the inevitable delays and discomfort I have waiting in the sun for a bus that may or may not come.

I have heard that Metro has been working as hard as they can to address the operator shortage and restore both bus and paratransit service, but from the outside it seems like there is a struggle to create a job that operators want long-term. Please — invest your funds in addressing this gap so we can have a system that serves all St. Louisians.

Thank you,

Liz Kramer

Name: Annette Nowakowski

Representing: National Federation of the Blind; Missouri Assn. of Guide Dog Users

Topic: Call-a-Ride

Comments:

Your alleged shortage of drivers is just an excuse to cover up your poor management, your outdated service plan dated 1992, antiquated booking process where I waste at least an hour on the phone on Fridays trying to book trips for the next week, your failure to treat Call-A-Ride drivers fairly with wages and benefits equal to fixed route drivers, your notion that you think you are right and don't need to look at other cities where comparable paratransit services are working better than here, not wanting to be creative like looking to expanding Via and more on-demand services.

Name: Annette Nowakowski

Representing: Missouri Assn of Guide Dog Users, National Federation of the Blind of Missouri. of G

Topic: Call-a-Ride

Comments:

The cuts in Call-a-Ride routes and lack of reliable service are causing more isolation for me and other people with disabilities leading to depression and neglecting one's health. I can no longer get to doctors when I need to or to recreation centers for exercise to maintain healthy quality of life.

Name: Annette Nowakowski

Representing: Missouri Assn. of Guide Dog Users and National Federation of the Blind of Missouri

Topic: Call-a-Ride

Comments:

You say you are trying to fix the problem of driver shortage which takes time. What are we to do as people with disabilities in the meantime. Every day, we face the problem of how we will get somewhere. This is taking a toll on us mentally and physically. I have constant anxiety about how I'm going to get somewhere and who I can call upon when I can't get a Call-a-Ride. All your words to appease us are meaningless because you board members personally are not feeling what we feel. Take away your cars and see how you would feel. We are helpless and dependent on a broken system.

Name: kerry Smith

Representing: self

Topic: unreliability of Call-A-Ride

Comments:

I hadn't used the service since before the pandemic because it was so unreliable. I have severe allergies and all too often they did not show up on time and I had to stand outside waiting. They used to pick me up in my driveway but now they say the vans are too big and as a blind person this makes it difficult for me because I have to walk all the way to the front of the complex where there is no where to wait inside.

Name: Rev. Dorothy Gannon
Representing: St. Louis community
Topic: Transportation

Comments:

Dear public servants,

I have worked with folks with disabilities for a large part of my professional life, and there are many people in my life who live with significant disability. Therefore, I am deeply concerned about the decline in transportation services for our region in general and for folks with disabilities in particular. I understand that you have worked hard to fill a high number of vacant positions. I don't pretend to understand all the challenges to our local public transportation system. But I know that the future of our region depends on many factors including reliable public transportation and the ability for every person with work skills to get to and from work. Because I believe you are also committed to the future of our region, I ask you to consider bringing in people from other areas who are working outside the box and seem to be having some success, places like Boston, or even Kansas City. And I implore you to deal with ATU in the upcoming negotiations with trust that their intentions are as honorable as yours in an effort to find agreement around the best possible contract for them and for our region. Thank you for doing what must often feel like a thankless job.

Name: Robyn
Representing: S.M.A.R.T, Missouri Council of the Blind, and self
Topic: The dismantling of our transit system has to stop

Comments:

I watched over the last several years as our public transit system has slowly been dismantled piece by piece. The problems started long before the pandemic or the staffing shortages and continued to worsen. Service cuts were happening before the pandemic and Metro Call-A-Ride had some of the same problems so it is time to look past the excuses and look for viable solutions. We should have a public transit system we could be proud of and one where not just those who "HAVE" to use it use it, but where people from all walks of life flock to it. The most thriving cities are those with good transit options and St. Louis has never had them. In order to attract those customers it isn't about rearranging routes and hurting customers who rely on the system but about providing quick, efficient, and safe service. No one is going to give up driving their car to get somewhere in 30 minutes that will take them two hours on a bus. A viable transportation system is important to economic health in our region.

I understand their staffing shortages but frankly in the past year, Metro has bled operators faster than they can hire them. Why aren't they staying? Particularly with Call-A-Ride, hiring younger inexperienced drivers is not the answer, nor is overworking current staff. Hiring bonuses don't work because in most cases people stay long enough to get them and leave and it alienates current staff.

The real answer here is if the current management cannot figure out the current problems maybe it is time for new blood and a new perspective because what I am seeing from the current management is a whitewashed version of what is really going on. In recent months things have not gotten any better in fact they are worse and most riders know the truth. It is your job as the board of commissioners to hold the management accountable and to replace them if they are not doing their jobs effectively. Right now you are running a system that is mainly used by the members of the community who have no choice and we should all be ashamed of that. If you love this city and you want it to grow now is the time for change.

Name: Barbara Sheinbein
Representing: self advocate
Topic: Reduced and unreliable service

Comments:

The deterioration of the entire Metro system is embarrassing for the entire community. For those who do not drive/own a car it is vital that a comprehensive, reliable transit system be a part of this community. Call-a-Ride is nearly useless with the reduction in service, the fewer and fewer drivers, out-of-date technology etc. Buses do not show up and there is no reliable method to track this even with the transit app. How can citizens rely on this service to go to work, for health appointments or just social activities. It is forcing folks to give up these activities, dealing with pay losses at work, and complications for health appointments or social events. The result is either staying at home or if possible paying for transportation at a rate not affordable.

Name: Mark
Representing: former frequent Customer and S.M.A.R.T member
Topic: why a good transit system is important for economic development.

Comments:

Sadly we have never had the kind of public transportation system our city deserves and that fact has inherently affected the economic downfall of our region. Good public transit leads to economic growth. Here are just a few examples of what I mean. First of all for every \$1 spent on public transportation there is a \$5 return. 87% of public transit trips have a direct impact on the local economy. 50,000 jobs are supported or created for every \$1 billion in investment for public transit. Home values increase in areas with frequent public transportation. Cities that thrive have a public transit system everyone wants to use.

I am sure you already know these facts per the current commercial running on KMOX and probably other stations but saying that you understand the economic impact of public transportation is not enough. Doing something to make a workable and viable transportation system is far more important than the words being spoken. Our transit system has been shrinking for a long time and right now as has openly been said you have more money than in the past so it is time to stop talking and start making changes and investing in a transportation system that works. It is time to stop shrinking a system and start making the changes that will grow it into something our city could be proud of. It is time to change the culture within Metro Transit and to make it a place people want to work and a system people want to ride, not one where staff is underpaid and overworked and where the only customers are those that HAVE to ride.

I appreciate your time and hope you will take my plea to heart.

Name: Victoria Mowrey
Representing: National Federation of the Blind
Topic: Improvement for Call-A-Ride system

Comments:

Chairman & Commissioners:

I'm writing to request an examination by you of our current public transportation system, in particular, the Call-A-Ride system. The Call-A-Ride system, or program, is a great idea and at some time probably worked well. But I've been made aware of some issues with its accessibility and use.

I'm requesting you to take a close look at the whole process for time and ease of use, starting with scheduling a ride, being picked up and returned home. I recommend that you listen to several people who actually use Call-A-Ride or who have attempted to use it.

Finally, I'm asking that you make every effort to solve some of the problems with this transportation service so that many citizens of our community will be better served.
Thank you for reading this.

Name: Karen Sell
Representing: Self
Topic: Reliable Transit

Comments:
Disabled people and the elderly absolutely need reliable transportation.

Name: Lois Yatzeck
Representing: self
Topic: caller ride

Comments:
I feel strongly that there needs to be availability for people to get the help they need. especially if they are disabled. Because everything is out of walking distance, transportation is necessary. Our disabled population needs to get public support for transportation, especially if they cannot afford a taxi. Please figure out a way to make this help possible.

Name: Miranda Root
Representing: Paraquad
Topic: Call-A-Ride

Comments:
Individuals with disabilities who rely on Call-A-Ride for transportation deserve to have a reliable service. I work with individuals who are working or looking for employment and transportation is one of the biggest barriers they face. The St. Louis public transportation system is not comprehensive enough to meet the needs of all of its residents and people with disabilities need Call-A-Ride to fill the gaps. It is not acceptable for people with disabilities to be expected to make do with sub par services that drastically impact their quality of life.

Name: Clarence J Heller
Representing: Myself
Topic: Public Transportation for those with disabilities and limited resources

Comments:
I urge you to do whatever is possible to improve the transportation available to those with disabilities, particularly those with limited economic resources. This is a matter of justice and dignity which is measured by how the least advantaged are treated. Please consider yourself and those you love as in the shoes of the people who need help in this way the most, and then act accordingly.

Name: Seyoon Choi
Representing: Myself
Topic: Public Transit is a Key to My Future in St. Louis

Comments:

To the BI-State/Metro Board of Commissioners,

I hope this message finds you well. My name is Seyoon Choi, and I'm a 23-year-old graduate student at Saint Louis University (SLU). I am writing to voice my concerns and frustrations regarding the recent reductions in Metro St. Louis bus routes, frequencies, and, most critically, the Call-A-Ride Paratransit services.

As a blind individual, my ability to navigate and move around our city and county is inherently intertwined with the transportation services provided by Metro. The flexibility to get around town safely and efficiently is paramount to my academic success, personal independence, and overall well-being. The recent cutbacks have considerably hampered this mobility, turning even routine tasks – such as commutes to my internships, leisure activities, and commutes to my part time place of employment, or running essential errands – into substantial challenges. The reductions in services don't just affect me, but countless others in our community, particularly those who rely heavily on public transportation. The decreased frequency and routes mean longer wait times, missed connections, and less predictability – all of which present added difficulties as a person who requires a reliable systems that works to meet the busy demands of a student who happens to be blind. Public transit is my only way, and for many, our only way that we obtain our self autonomy, independence, and our contribution to the St. Louis region, both societally and economically.

Furthermore, I cannot overemphasize the significance of the Call-A-Ride Paratransit services. This is a lifeline for many of us with disabilities, allowing us to traverse our city with dignity, safety, and a semblance of normalcy. The decision to curtail these services doesn't merely inconvenience us; it erodes our autonomy and the quality of our daily lives. While I recognize the multifaceted challenges that inform decisions about transit service in the mist of labor shortages impacting transit agencies such as Metro, including budgetary considerations, I implore the board to reflect on the broader implications of these reductions. Our city's transportation infrastructure is not just about moving people; it's about ensuring equitable access, inclusion, and opportunities for all, regardless of one's income levels and our abilities and disabilities. We want to affirm that public transportation is truly for the masses, and we are the members of the public who call for greater quality and reliability of our regional public transportation infrastructures.

I earnestly request that the board reconsider the reductions and prioritize maintaining or, ideally, expanding services. St. Louis's reputation as a city that champions the needs of all its residents, including those with disabilities, is at stake.

Thank you for your time and consideration. I remain hopeful that, in collaboration, we can devise a solution for every Metro rider.

Name: Bob Keller
Representing: myself
Topic: Call-A-Ride

Comments:

Please continue to work on improving Call-A-Ride service. This is a justice issue for those who need this service.

Name: Aimee Wehmeier
Representing: Paraquad
Topic: Call-A-Ride

Comments:

On March 14, 2023, I wrote Jeff Butler to request the cuts to Call-A-Ride routes and times of service be delayed for at least six months. I stated this would allow time to study alternative solutions to current staff shortages without adversely affecting people with disabilities, employers, families, and other circles of support. I also stated that Metro had not meaningfully engaged with people with disabilities related to transportation planning.

Unfortunately, cuts were not delayed, and the reductions took place on the announced timetable. The changes have not improved paratransit service to the St. Louis region. Many of our staff and program participants continue to report they cannot access safe, reliable, and affordable paratransit. Some have difficulty accessing healthcare providers. Many cannot depend on transportation for school or work. Social interactions are reduced, harming quality of life.

A story in the September 18 St. Louis Post-Dispatch reported that the starting salary for Call-A-Ride operators is more than \$5 per hour less than that of Metro bus and light-rail drivers and that this gap widens with experience. We know that your contract with Call-A-Ride operators will be renegotiated in January, and we ask that you eliminate this pay disparity. Call-A-Ride operators deserve to make as much as other drivers, if not more due to the special skills needed to use vehicles with lifts for motorized wheelchairs and to provide appropriate support to riders with various types of disabilities. Pay equity is essential to addressing staff shortages.

Sincerely,
Aimee Wehmeier
Paraquad President

Name: harry m baider
Representing: All persons who require public transportation
Topic: Public transportation that works

Comments:

I believe the St louis metro region should be able to provide adequate public transit for especially for people with disabilities. Which I think at the present time is not being adequately provided. With recent press coverage about all of the overtime that metro paid out last year and the CEO defended that by saying that it saved metro three million dollars by having fewer employees. This is somewhat disturbing to me and makes we wonder how hard they are trying to hire and retain an adequate number of employees.

Name: Dianne Cummins

Representing: SMART

Topic: Call-A-Ride

Comments:

In order for Metro to be a reliable transportation system the frequency of fixed route buses and the Metro Link has got to be increased. The problem that Metro states it has is a lack of available drivers. Try hiring bus drivers on a part time basis. If fixed routes are increased the public will be more likely to take the bus or Metro Link. I believe that the bus would be more popular as things like Global Warming becomes more obvious. The price of private commuting is edging further and further out of reach. Unfortunately those things will not happen at the same time. But St. Louis has the chance to be ahead of the curve and become a really successful city. We have to use Stan Kroenke's money some how.

And what is good for the fixed routes, is good for everyone, including the disabled.

Name: Elton Thomas

Representing: Paraquad

Topic: Improve Call-A-Ride

Comments:

A lot of time, effort, and money is spent by many organizations to improve the employment situation for people with disabilities, and the unreliable state of public transit and paratransit in St. Louis is working against these efforts.

We need to modernize Call-A-Ride by partnering with on-demand systems like Uber and Lyft, and expanding Via. In the last quarter quarterly report, Via gave more rides than Call-A-Ride, with less vehicles and smaller budget, this is a testament to what a modern system is capable of.

Name: Elton Thomas

Representing: LHB Industries

Topic: Improve the Economy with Public Transit

Comments:

According to HUD, over 50 percent of St. Louisians are in Qualified Census Tracts QCTs, which is below the poverty level. With this level of poverty we NEED a reliable public transit system to empower our economy.

We need more routes, more frequency, and more captains to pilot the vessels that truly drive our economic engine. We can be a place of prosperity! But not without a reliable public transit and paratransit system.

Name: Timothy Murphy
Representing: Self
Topic: Call a ride and Via metro

Comments:

I am in an area that call a ride no longer services starting April 10th of 2023. In June Via Metro started operation in my area. My aide takes Via Metro here 3 days a week. She is able to get here 2 other days a week. That has been a blessing. She had been my aide for 6 years and I used to be in a nursing home. I can't take VIA Metro to my doctor's and that is a burden.

Name: Christian Frommelt
Representing: Myself
Topic: Transportation for All

Comments:

Hello,

People in the STL region cannot thrive unless our public transit and paratransit systems are working efficiently, reliably, affordably, and safely. Employers count on public transit to get their employees to work. Employers count on an educated workforce, and many students also depend on public transit to get to school and to jobs. People with disabilities depend on Call-A-Ride to get to their medical appointments. Missing appointments means declines in health, lost productivity, increased spending on hospitalization – sometimes increasing our state's Medicaid spending as well, not to mention human suffering.

People with disabilities deserve a high quality of life without barriers in their way. We must be able to work, shop, participate in social gatherings, attend places of worship, improve ourselves through education. Transportation is needed for all of this.

Thank you,
Christian Frommelt

Name: Mary Hale
Representing: myself
Topic: St Louis Call a Ride

Comments:

The St Louis Metro Bus Transit system in has declined tremendously over the recent past years. Many people depend on public transportation to get to work, school, medical appointment, church, shopping, etc.

The decline of service with the Metro Bus fixed routes has greatly had a huge impact on the Paratransit Call a Ride service. The disability community needs reliable, dependable, timely, consistence, safe service from their local public transportation.

Eliminating and cutting back of service has a very negative impact on the disability community, general public and as a whole reflexs badly for St Louis area.

Myself and many others have had to reach out to other sources away from Call a Ride. Relying on family or friends is not the answer to the independence we deserve, to get where we need to be.

If Metro Bus Transit can not make the improvements needed, perhaps an out side contract service is needed instead.

Name: Christy Henke Ratliff
Representing: self
Topic: SMART transportation

Comments:

People with disabilities depend on Call-A-Ride to get to needed medical appointments. Missing appointments means decline in overall health, lost productivity, increased spending on hospitalization – sometimes increasing our state’s Medicaid spending as well, not to mention human suffering. Every human being has a birthright to dignity, and quality healthcare and the transportation needed is part of human dignity.

People with disabilities deserve a high quality of life without barriers in their way. We must be able to work, shop, participate in social gatherings, attend places of worship, improve ourselves through education. Transportation is needed for all of this.

In the spirit of Ubuntu,
Christy

Name: Jeanette Mott Oxford
Representing: Paraquad
Topic: Transportation for people with disabilities

Comments:

Commissioners and Mr. Roach,

I live with a disability and so do many of my friends and family members. Statistics even tell us that 25 percent of U.S. residents have a disability, and data shared in a meeting that I attended at East-West Gateway yesterday indicated that there are 325,060 people in their region who live with some form of disability.

For people with disabilities to have a high quality of life, affordable, safe, and reliable transportation is essential. Presently we are not receiving this from Metro. Many of us cannot be confident that we will find a way to get to work, to shop, to medical appointments, to worship, and to social engagements. The magnitude of the impact of this must be faced and addressed.

On June 21, eleven representatives of the STL Metropolitan Alliance for Reliable Transit (a name we chose AFTER that date) met with your Board chair and vice chair by Zoom. We received 30 minutes to offer our comments. The next day, we held a press conference at Paraquad, and we shared this list of demands which we then emailed to Mr. Roach:

1) Metro should open its Board meetings to the public. As an entity receiving public funds, we believe that Bi-State Development Corporation has a special obligation to hold board meetings that are publicly accessible – either virtually or at locations announced with adequate public notice – and to listen

directly to their transit users. At least some of Metro's meetings should be in person so that leaders interact directly with those who use your services instead of within the sterile environment of a teleconference. There's also a digital divide, so many with low incomes cannot access a virtual meeting.

2) Metro should end the disparity in paratransit wages and benefits. It is our understanding that Call-A-Ride drivers receive 30 percent less than Metro fixed route bus drivers. In upcoming contract negotiation with ATU Local 788, raise wages and improve working conditions for these hard-working employees who are providing an invaluable service for the health and success of our region.

3) Metro should press reset on its level of engagement with people with disabilities and recruit a large and diverse group of people living with disabilities to give input to all planning processes. This was not done with recent service reductions. The reductions were not mentioned at the February 1 meeting of the Regional Disability Transportation Network, yet Metro issued a press release about reductions on February 28. Surely plans for this were in the works long before February 1.

4) Metro should bring in a consultant with expertise in managing an efficient and modern public transportation system. Clearly fresh ideas are needed.

We continue to believe these are reasonable demands. We welcome the opportunity for further dialogue.

Name: Anna Corbitt

Representing: Paraquad

Topic: Metro setbacks

Comments:

Commissioners and Mr. Roach,

I live with a disability and so do many of my friends and family members. Statistics even tell us that 25 percent of U.S. residents have a disability, and data shared in a meeting that I attended at East-West Gateway yesterday indicated that there are 325,060 people in their region who live with some form of disability.

For people with disabilities to have a high quality of life, affordable, safe, and reliable transportation is essential. Presently we are not receiving this from Metro. Many of us cannot be confident that we will find a way to get to work, to shop, to medical appointments, to worship, and to social engagements. The magnitude of the impact of this must be faced and addressed.

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4) Metro should bring in a consultant with expertise in managing an efficient and modern public transportation system. Clearly fresh ideas are needed.

We continue to believe these are reasonable demands. We welcome the opportunity for further dialogue.

Name: Latoya Chauncey
Representing: Paraquad, Inc
Topic: SMART Virtual Rally for Public Transit that Works

Comments:

People with disabilities depend on Call-A-Ride for so much- to get to their medical appointments, to get to work, to get to school, to shop, to socialize. We all have needs to be fulfilled to help enhance our quality of life. Call-A-Ride is a blessing to those who can access it- to help people get their needs met. Please, continue to be and provide this essential blessing of accessible transportation to those who need your services.

Name: Jenny Carmack
Representing: disabled community
Topic: driver shortages

Comments:

I follow Metro on Facebook and I see the number of applicants who are offered a job during the job fairs. I do understand that everyone who is offered a job doesn't make it all the way through the process, but I would hope that at least 1/3 of them are making it. Does this mean that there are less driver vacancies? I believe the last numbers I heard were from June, all forms of transit were in need of drivers, especially Call-A-Ride. If there are still a significant number of vacant driver positions, what is the plan going forward? If the number of drivers has increased, when can riders expect to see service increases?

Name: Christina Mary Ingoglia
Representing: Self
Topic: Transportation & Call a Ride

Comments:

Hello,

I am writing as the parent of a child with disabilities who one day will rely on public transit including Call A Ride to get around. She will want to go to church, shop for groceries, work, and more. In order for her to contribute to society and to become more independent, she will need a robust public transit system that supports people with any disability. We also know that this benefits the local economy and businesses as more people are able to participate in their communities.

Thank you!

Name: Wendi Neckameyer
Representing: Paraquad, Inc.
Topic: unavailability of public transport for individuals with disabilities

Comments:

Numerous problems include:

1. extremely limited service areas
2. No straight door-to-door service
3. outdated scheduling platform
4. aging and mechanically compromised fleet
5. Obstacles to ease of payment for services

Accessibility is key to vibrant, inclusive communities. The lack of accessible public transport for individuals with disabilities, and the disregard for their needs, is a violation of the ADA. This significantly and negatively impacts their health (limited access to medical appointments), employment and educational opportunities, recreational and social options.

Name: Michael Browning
Representing: 9th Ward of the City of St. Louis
Topic: Call-A-Ride, Via, and accessible transit

Comments:

As the Alderperson of the 9th Ward in the City of St. Louis, I am writing today to ask Bi-State Development to prioritize accessible transit.

While I understand that Bi-State Development has been working to recover from labor shortages, the continued lack of services for our disabled residents has left them unable to live their lives. I routinely hear from constituents and residents throughout the region that Bi-State Development is not offering consistent services for people that require accessible transit. Whereas other transit riders without disabilities can sometimes adapt to a lack of services, the absence of a reliable system hurts those who depend on that system as their only way to get around. There have been frequent reports that Call-A-Ride does not show up; if it does show up, many times it is not within the federally required time frame. Adding insult to injury, the app that informs people what bus services are available and

when they might arrive is often inaccurate or misleading. Accuracy and ease-of use is essential to your riders so they can make plans accordingly.

I write today to ask that Bi-State Development prioritize what can be fixed quickly. A clear and accurate app would be a tangible step in the right direction, and show that Metro cares about the experience of its riders while it works to fix driver shortages and other issues.

While Call-a-Ride is being fixed, the expansion of Via into the City of St. Louis and additional parts of St. Louis County would fill the need that Call-A-Ride is not currently meeting.

Please prioritize accessible transportation, as this could be a disabled person's only option for transportation. Everyone deserves to be able to make their way around our city. If there is anything that I, or the Board of Aldermen, can do to assist you in this effort please reach out to me and the other members of the Transportation and Commerce committee.

Name: Tracy Anderson

Representing: St. Louis metropolitan alliance for reliable transportation IM receiving some denials on trip scheduling either one way or no service at all. It is really hit or miss whether I can get some thing scheduled. The people in customer service are helpful and polite. The drivers are polite and helpful. I wish Metro could provide more reliable service. One of my wish Chaise would be that there be an automated. More reliable service. One of my wish Chaise would be that there be an automated text alert that you could receive of the various times that you are scheduled for. It's hard for visually impaired person to manage the days pick up times drop off times, especially when they are not what you requested . To make a better riding experience, I think that would be helpful.

Topic: Call a ride service

Comments:

I am still receiving denials on trips, sometimes one-way sometimes no trip available at all. The phone lines have been improved. Customer service answers better, and the representatives are polite. I would like to see an improvement in the availability of the service and I would like to see metro offer an alert system. , a alert system that could keep customers up-to-date on times, scheduled pick ups, and/or late drivers. This would help create a better experience for passengers who are disabled, and have to keep up with a variety of times. Especially, when those times are not the ones you requested and you don't want to miss the ride.

Name: Sarah Coyle

Representing: People with disabilities

Topic: Call-A-Ride

Comments:

To have a healthy community, you must have a healthy transportation system that benefits everybody. People with disabilities must have accessible transportation so that they can fully access their community and be able to work, get an education, go to medical appointments, go to places of worship, enjoy recreational activities. That is not currently happening with the deficiencies in the Call-A-Ride paratransit system. Metro needs to do better.

Name: Tyler Moore

Representing: STL Metropolitan Alliance for Reliable Transit

Topic: Call-A-Ride/Metro Transit

Comments:

I am writing to emphasize the critical importance of restoring our public transit and paratransit systems in the STL region. Efficient, affordable, reliable, and safe public transit and paratransit is vital the economy of the STL Region, and is vital to it's future development. There is an untapped workforce waiting to be able find to find a job they can reliable transport themselves. Employers rely on these systems to make sure their workers can arrive to work, on-time. This especially applies to many students which rely on transit to get from campus to their jobs.

In addition, People with disabilities, who form an integral part of our society, rely on services like Call-A-Ride to access essential medical appointments. Missing these appointments not only leads to declines in health but also places a burden on our healthcare system and public funds. Let's strive for a barrier-free community where everyone can access employment, shopping, social gatherings, places of worship, and education without hindrance.

But we owe it to everyone disenfranchised by the lack of availability and reliability of public transit to provide them these services, not just for the quality of life, but the society as a whole. The expansion in available of public transit will spur demand and spur quality mixed-use development of affordable housing, and affordable spaces for small businesses. You must throw away the mentalities of the past, and think outside of status quo that has existed in the United States since World War 2. We must stop continuing with the damaging policies that we have known to not work since 90s, and adopt an inclusive transportation network for all, not just those who want to drive, or can afford an automobile.

In conclusion, I urge you to prioritize the enhancement of our public transit and paratransit systems. The benefits extend beyond mere convenience; they impact our region's economic vitality, educational opportunities, and the well-being of all our residents, particularly those with disabilities. I propose the following actions:

- Lobby for increased funding for public transit infrastructure and maintenance.
- Promote awareness campaigns on the importance of accessible public transportation.
- Continuously engage with the community to gather feedback and make improvements.
- Work towards a comprehensive improvement to workplace conditions, substantial increase to worker pay, along with other benefits. A comprehensive employment package will be important towards attracting workers, and if what you propose isn't attracting more workers, you must offer even more.

Thank you.

Name: Charles M Smith

Representing: SMART

Topic: Can't use my heart doctor.

Comments:

To get to my heart doctor I would have to travel Avia to Hanley station, the red line to Forest Park Station, the connecting train to shrewsbury, and then take a via to the hospital. I am not allowed to be on my foot a lot right now so this would cause me difficulty. I could change doctors, but I like my heart doctor and Trust them. I should not have to change. Your current Services leave an entire Hospital out of the loop and will probably affect a lot of people. The right to decent Medical Care is a human right. The right to choose who you want to care for you is also very important. By completely isolating that

hospital and making it very hard for those with disabilities to get there you are violating people's rights. I would ask that you consider a route close enough to the hospital and that would serve the students possibly at merrimack, that would allow color ride to get to the hospital there. Thank you for your time

Name: Teona McGhaw

Representing: SMART Paratransit

Topic: Call A Ride

Comments:

The STL region cannot thrive economically unless our public transit and paratransit systems are working efficiently, reliably, affordably, and safely. Employers count on public transit to get their employees to work. Employers count on an educated workforce, and many students also depend on public transit to get to school and to jobs.

People with disabilities depend on Call-A-Ride to get to their medical appointments. Missing appointments means declines in health, lost productivity, increased spending on hospitalization – sometimes increasing our state's Medicaid spending as well, not to mention human suffering. People with disabilities deserve a high quality of life without barriers in their way. We must be able to work, shop, participate in social gatherings, attend places of worship, improve ourselves through education. Transportation is needed for all of this.

Name: Jenny Carmack

Representing: disabled community

Topic: service changes

Comments:

I follow Metro on Facebook and I have seen that many people are offered jobs at the job fairs. I understand that everyone who is offered a job does not end up as an employee, but I hope that it is at least 1/3 of the applicants. This tells me that the number of driver vacancies should be going down, which means that service levels should be increasing. I hope this reasoning hold some truth, St. Louis City and County desperately need reliable transportation, especially theose of the most vulnerable populations.

Name: Justin Wallen

Representing: Myself

Topic: Call A Ride Services

Comments:

I grew up riding public transit almost daily. As the son of 2 blind parents, the bus and call a ride where how we got somewhere. They were the reason my parents were able to take me to the zoo. The reason I got to spend time at the science center. The only way my mother could make it to her job at TWA. Without public transit, those things would not have been attainable for us. We didn't have the money to be able to take a cab everywhere. They are incredibly expensive. Rideshare didn't exist, and it still shares the same cost restrictions as cabs. I have found memories of the forest park shuttlebug. But sometimes my parents would want to take me somewhere a bus didn't go, or the time it took to take a bus wasn't worth it. Because of Call A Ride services, we were able to go on those outings as well. More importantly, doctors appointments for me growing up, dentist appointments, eye doctor appointments, call a ride made those much easier to get to. Without public transportation, my mom would not have gotten to

find a job and industry she fell in love with. An industry that I myself now work in today. These services are vital to the community, and made a huge difference in allowing my mom to give me a normal childhood, where her disability didn't hinder where she could take me or what i could do. Over the oast 10 years, I've seen my mom and stepdad lose a large portion of their independence. Some is health, but a lot is because the options for reliable public transportation have either become unreliable, or are not cost effective. I really hope Bi State will focus on bringing more services to the area, and return the services they have already taken.

Name: Vernon Kays

Representing: Self

Topic: support of transportation for people with disabilities

Comments:

I'm writing in support of improved transportation for persons with disabilities. It is a major human need to be able to have transportation in the USA. You can do better. I strongly support the needs of persons with disabilities.

Please do better.

Name: Diane Wieland

Representing: Disability Community

Topic: Call-A-Ride

Comments:

Commissioners and Mr. Roach,

For the last seventeen years, I observed my employee with a disability using Call-A-Ride as her mode of transportation getting to and from her job. My employee often struggled with getting trips to and from work. Often times, she requested a different starting time in order to accommodate the Call-A-Ride schedule. As a person with a disability, I was more understanding than most employers regarding her transportation needs.

I also observed over the years for this same employee was experienced Call-A-Ride decreasing their service. The employee once again struggled to find another mode of transportation to get back and forth to work. This caused additional stress on the employee worry about her transportation. Once she figured out how to take the bus fixed routes. Then, Metro decided to cut the bus route.

I strongly encourage Metro to increase the pay and the benefits for the Call-A-Ride drivers. Metro also should be listening to the people with disabilities because they are your riders.

Name: Charlotte Bellmyer

Representing: Public Transportation User

Topic: Paparransit

Comments:

Even trying to schedule a trip 3-5 days in advance I still can't get a ride a majority of the time. I have a hard time getting to doctors appointments. Long trip mostly on the way hone are difficult because I use oxygen.

Name: Rev. Kristofer K. Avise-Rouse

Representing: Epiphany United Church of Christ, 2911 McNair Ave. 63118

Topic: Call-a-Ride

Comments:

I serve a congregation full of low or fixed income individuals, many of whom have disabilities. The cuts to call-a-ride service have adversely affected the lives of so many people in the metro. From disabled workers who can't complete their scheduled hours because call-a-ride will only pick them up at a particular time to those who are outside the service area and can't afford private transport making them effectively prisoners in their homes. This is unacceptable in a wealthy, developed nation. Please find a way to restore these vital services.

Name: Annie Donnell

Representing: St. Louis metropolitan alliance for reliable transit (SMART)

Topic: Making public transportation accessible to everyone through expanding paratransit options

Comments:

My name is Annie and I am a guide dog user, as well as a cane user. I have been born blind all my life so this is all I know. I am advocating for more reliable and accessible paratransit options for everyone which includes making call a ride service better, as well as expanding Via. I would love to use Via to get around the St. Louis area, more efficiently and affordably, however, Villa is currently not available in my area, and I believe via should be expanded everywhere. This will also improve people to have the ability to choose which public transit and paratransit options work best for them. Call a ride service could also be improved because there would be fewer wait times on the reservation phone line system if other people chose to use Via if that was an option more readily available to everyone who needs it, who has a disability. It is designed to be a door-to-door service with drivers who are specialized in transporting people with disabilities safely to point A and to point B. I understand that Villa can be used in other capacities such as schools, places of employment, as well as other groups can have contracts with Via. However, if Villa is used through Metro, the drivers would know how to handle guide dogs and it wouldn't be as big of an issue as it is on other rideshare platforms. I hope we can all work together to make this happen. I think it's important that we all talk about these issues together and if possible, also have more face-to-face, hybrid, and virtual options so we can all come to the table and share perspectives and ideas. We are a community so it's important for all of us to come together to make our public transportation systems the most accessible that they can be going above and beyond the Americans with Disabilities Act and being a model for other cities not just standing back as the show me state first, but rather the leading state and city. St. Louis has the power to be. Thanks so much for reading.

Annie

Name: Jamie Gilley

Representing: Paraquad supporter

Topic: Public transit emergency

Comments:

On June 22, people with disabilities gathered at Paraquad to share about the public transit emergency & I want to express my belief that Metro must act swiftly to provide affordable, safe, and reliable public transit to people with disabilities.

Name: Robyn Wallen

Representing: self and disabled parents and grandparents.

Topic: The lack of reliable transit affects more than the disabled.

Comments:

I am going to add to what my son commented on. If it had not been for buses and Call-A-Ride when he was growing up there are so many things we could not have done together. On any given Saturday we would take the bus and Metrolink to the Zoo, or sometimes just go out to the airport to watch planes. We did shopping trips and train rides. We would take Call-A-Ride for some things. Metrolink for some, and buses for others. It all depended on where we were going and how complicated it was to get there.

When my son was little in preschool he would play bus on the tricycles on the playground and have all the kids join in. Sometimes we would take one of his friends into Clayton just to ride the bus and they loved it. Something they didn't do with their own parents. Thanks to Call-A-Ride and Metrobus we were able to take him to the Forest Park Balloon Race or to other festivals. It made my life as a disabled parent a lot less limited and I was able to do a lot of the things with him that most people can drive to do. Because of all of this when he grew up, he wasn't afraid of riding a bus and did it often until he could drive. More importantly, as a child he didn't miss out.

My point is sometimes it is not just the disabled people who are affected by the lack of transit but their families. In the past year there were so many things I have missed I would have liked to do like the Chihuly exhibit at the Botanical Garden, the International Festival, the Foundry, and the Armory. However, because of the lack of reliable transit, those things might as well have been a thousand miles from me. I have gotten to the point that I look forward to trips out of town so that I can be a part of things and go and do. I fight every day to keep from falling into a deep depression because the world is so limited.

You might say well you have a son who can drive but here is the reality. He has a family of his own and a job and it is not his job to take his parents everywhere they want to go. It shouldn't be. Plus there are many people that don't have family at all.

What has happened to our transit system affects everyone and what has happened here is unthinkable. You as the board of directors and Metro have an obligation to fix it.

Name: Jenny Carmack

Representing: disabled community

Topic: call-a-ride and bus service

Comments:

According to many Facebook posts, many people have been offered a job with Metro during the last several job fairs. It is understood that all of these people do not make it through to being fully trained employees, but one would think that at least 1/3 of them do. One would also think that this should result in fewer driver vacancies. So, hopefully that means we will be seeing increases in bus and call-a-ride reliability.

Name: Renee Fletcher

Representing: riders and friends.

Topic: unreliability of Call-A-Ride

Comments:

I am writing because of my concern about what has happened to Transportation in St. Louis. I no longer live there but I used to be a Metro bus user when my car would break down. The system was never perfect but it is slowly being dismantled. I literally watched a co-worker struggle to get to work every

day on Metro Call A Ride. I remember her having to arrive at work at 9:15 a.m. to start an 11:30 shift or to have to be picked up at 9:30 when she got off an hour earlier. That is a long day for anyone and she had a son and an ill mother waiting for her at home. I also remember the many times she was late for work and the times I would see her standing and waiting outside for a van to pick her up an hour after she got off work. Still, it was something. Now you have taken that service away from many in the disability community. I and her other friends took it upon ourselves to get her to work so she didn't lose her job. Why can't Metro figure this out?

Name: Kevin Lamont Sims Barnes

Representing: Self and board member of Paraquad

Topic: Essential uses of Call-A-Ride and Metro

Comments:

I have a disability and depend heavily upon Call- A-Ride and Metro transportation for my local travel needs: to medical appointments, visits to family, work, and entertainment. After a life of active sports, I now can hardly move without an electric chair and not at all after a two-block struggle on foot. The adjustment to public transportation was a shock as well since I had no time to adapt to a new lifestyle with a sudden disability. Public transportation increases my independence many times over. A reliable well-connected Metro service helps me avoid streets that are not maintained (or simply under construction) and the nearly impossible task of transporting my chair: common obstacles that I never thought of in my previous life. Public transportation contributes to the greater good also because there is less traffic, pollution, and overall cost for shared transportation. When disabled persons have freedom, we also have the means to act on our nature to contribute our time and talents to others; I taught civic and law classes to high school students without salary. Increased scheduling of rides to shared destinations like the shopping malls and grocery stores would also increase the efficiency of transportation for us.

I speak for myself in the perspective given above but must also add the voice of my elder sister who has had invisible disabilities since birth and cannot write or speak effectively for herself. As one of her remaining siblings and her guardian, I can attest that Dial-A-Ride is an essential means that she can use for travel safely between our homes without private or commercial systems and their inherent disadvantages of misinterpretations of directions and payments.

Kevin Barnes is an attorney who advocates for the elderly, indigent, and disabled persons in his private practice.

Name: Debra Penna-Fredericks

Representing: Self

Topic: Public Transportation

Comments:

Public transportation is vital to everyone, but especially to people with disabilities and people who are low income. As a disabled woman, I live with the fear of losing my ability to drive every time I feel my disease causing me to struggle to walk and each time I have to lean heavily on my cane to help me stand or take a step. As our public transit system shuts down more routes and makes waiting between rides longer, it makes life more difficult for people with disabilities like me who may need to get to a doctor's appointment, go to work, or go to the grocery store. And when bus routes get canceled and when Metro stops going to some places in the community, the possibility of having a life has been cut off for anyone who is disabled and cannot make it to a bus stop too far away. No longer are they given equal opportunity to participate in the St Louis community.

When prices go up on transit, people on limited income and low wage jobs can no longer afford to ride the bus or Metro. That means countless jobs are lost, numerous doctor's appointments are missed, and people sit at home because they cannot attend family gatherings on the holidays. I know people all of these things have happened to due to fare increases. And many people skip medicine or groceries just so they can buy their bus pass to go to work.

I am asking that we, as a community, focus on increasing public transit and making it more affordable. We will never be able to grow and compete with other communities as long as we are shutting down and cutting back transit and as long as it is out of reach due to cost for so many people.

Name: Etefia Umana

Representing: SMartA

Topic: Issues with Metro call a ride

Comments:

Good morning. I am writing these public comments to address multiple issues with Metro call A ride. From the perspective of a writer, it is obvious that there is a significant and substantial need to make medical appointments,, Recreational appointments, educational and work appointments. The management and administration make things exceptionally difficult for the writer because of a lack of intelligence, creativity, and commitment to achieving the Basic goals of the Ada. This is from the top down. From making a reservation, to self reporting some of the issues which can be collectively captured technologically, to scheduling a ride, being on time for a ride, a culture of negativity, pay for drivers, service area capacity, and many more. There must be an external oversight board and individuals who our regular recipients of services on the commission in order to make sure that there is some sensitivity to what is going on. And remedy them as such. there also must be structured penalties on behalf of the administration and commission for a failure to complete basic task. What are you doing? The lack of accountability is excessive. it is apparent that the administrative agency that runs Metro and they commission do not except a basic, rudimentary, level of accountability for their lack of performance. Things have to be performance base. Anytime youOur Apple writing at a deficit as such that needs to be significant changes. Again, there needs to be a broadening of the commission and probably the introduction of newer types of I consultants that can actually address the issues that confront Metro to make it a more functional, optimally operating environment. I have some ideas.

Name: Wes Buchek

Representing: St. Louis citizens, people with disabilities, myself

Topic: Need support for people with and without disabilities

Comments:

What is is going to take to get the region up to speed with public transportation and para transit? It seems like we are going backwards—not getting better.

Is it a matter of funding? Staffing? Or something else? Because I think we all know that everyone benefits from a robust system that doesn't leave anyone out. People need to get places, and public transit is the only option for many people. So what is needed to make this work?

Thank you.

Name: Danny Lawrence Senior

Representing: Myself

Topic: Call a ride

Comments:

The current organizational framework, service delivery, and customer satisfaction with call a ride and Metro is not sustainable. That needs to be immediate analysis an overhaul of the administration, consultants, border commissioners, and a real writer centered focus on deliverables. I am a rider that constantly has to negotiate four basic rides on the service. I rely on Colorado to get to places of worship, organizational meetings, work, friends, and so forth. From making a reservation, to getting on the ride to departing to ride at times becomes an unbearable experience not because of the drivers but because of the poor administrative capacity and oversight. This must change.

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
June 23, 2023 at 8:30 AM**

Board Members in Attendance via Zoom

Missouri

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

Illinois

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

Staff in Attendance via Zoom

Taulby Roach, President and Chief Executive Officer
Brenda Deertz, Director Executive Services
Barbara Enneking, General Counsel
Myra Bennett, Manager of Board Administration
Tammy Fulbright, Executive Vice President and Chief Financial Officer
Tom Curran, Executive Vice President Administration
Charles Stewart, Executive Vice President and Chief Operating Officer Metro Transit
Crystal Messner, Chief Audit Executive
Chris Poehler, Vice President - Capital Programs
Joni Korte, Director - Maintenance of Way Engineering

Others in Attendance

Karen Sneed, ASL Interpreter
Rebecca Pursley, ASL Interpreter

1. Open Session Call to Order

8:30 a.m. Chair Simmons called the Open Session of the Bi-State Development Agency, Board of Commissioners Meeting to order at 8:30 a.m.

2. Roll Call

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

3. Public Comment

8:31 a.m. Myra Bennett, Manager of Board Administration, noted that the Agency received one public comment from Robyn Wallen, representing the Missouri Council of the Blind, Transportation Committee, expressing her frustration and disappointment, after the Zoom meeting on Wednesday, with Commissioners and staff.

Ms. Bennett noted that the comment was distributed to the Commissioners prior to the meeting, for review. In addition, the comment, in its entirety, will be included in the online meeting materials and in the minutes from today's meeting. (See public comment noted below.)

Name: Robyn Wallen

Representing: Missouri Council of the Blind Transportation Committee Chair

Topic: Frustration and disappointment after the Wed Zoom with commissioners and staff.

Comments:

We want to share our frustration and disappointment in the lack of participation by the members of the board of commissioners at the Zoom meeting scheduled thru Paraquad about the Metro Call-A-Ride service cuts. What does it say when most of the board did not feel this issue was important enough to show up and listen to their customers and the taxpayers who support the system? We have tried in good faith to meet with the board in person for several months now and the most we could get was a 60-minute Zoom meeting micromanaged by Metro. Only 10 speakers were allowed in the room and many others were left out of the discussion. The general manager or Call-A-Ride remained radio silent and the ADA coordinator read a prewritten statement that truly demonstrated a lack of willingness for meaningful engagement. Mr. Roach and Mr. Stewart continue to blame all of the problems on the pandemic and labor shortage but none of these problems are new. They have been coming for a long time. Mr. Stewart said the service was improving but ask any of our members and they will tell you a different story. Numbers can be skewed in different ways but the only reason that some people are getting rides now is so many people have given up on the system. Mr. Stewart thinks getting to the right size will fix everything but it won't. It will just leave the majority of the region without transportation. If Metro continues the way it has there won't be a public transit system left and the entire community will suffer.

4. Approval of the Minutes of the April 27, 2023, Board of Commissioners, Open Meeting

8:32 a.m. The minutes from the April 27, 2023, Board of Commissioners, Open Meeting, were provided in the Board packet. A motion to approve the minutes, as presented, was made by Commissioner Moore and was seconded by Commissioner Brown.

The motion passed unanimously.

5. Report of the President

8:32 a.m. President and Chief Executive Officer, Taulby Roach, stated that a discussion was held with the disability community on June 20th, via Zoom, and he reported that Chair Simmons and Vice Chair Gladney participated in the meeting. He stated that this was an open forum for exchange of ideas. Mr. Roach stated that, due to the employment crisis, the Agency has been forced to make the very difficult decision to compress some services, and the Agency understands that this has a real effect on the public. He stated that the Agency is doing everything it can to address these needs. Mr. Roach stated that the Agency will continue to hold open forums, such as the one last week, and will continue to listen to the needs of the community. President and CEO Roach stated that the Agency is doing all it can to address the work shortage, including the Board's authorization of a 5% wage increase for frontline employees and a \$2000 sign on bonus

to recruit new employees. Mr. Roach noted that the Agency pays its employees well, reporting that in FY 2021, over 350 frontline employees made over \$80,000 per year. He stated that the Agency is committed to getting new employees hired. Mr. Roach thanked Chair Simmons and Vice Chair Gladney for participating in the meeting, and representing the Board, and he stated that the Agency will continue to listen to the public, and address the issues to the best of our ability. Chair Simmons stated that he would like the public to know that their concerns are being heard, and the Board and the Agency continue to look for solutions.

6. Report of the Operations Committee

8:37 a.m. (Commissioner Beach supplied the report for the Operations Committee, in Commissioner Windmiller's absence.) Commissioner Beach stated that a virtual meeting of the Operations Committee was held on May 25, 2023 at 8:30 AM. The draft minutes of that meeting are included in the meeting materials today under Item #6.

He stated that the Operations Committee is recommending approval of five (5) items, which are noted on today's agenda as Consent Agenda, Item #10:

- A. Contract Award - Illinois Bus Facility Cleaning (Resolution #1271)
- B. Contract Award – 79th Street Retaining Wall Design (Resolution #1272)
- C. Sole Source Contract Authorization – Trane HVAC Automation Controls and Installation (Resolution #1273)
- D. Sole Source Contract with Vontas (A Division of Trapeze Software Group Incorporated) – Upgrade of Obsolete TransitMaster Hardware, Software and Functional Applications (Resolution #1274)
- E. Sole Source Contract Renewal with Remix Software (Resolution #1275)

Chair Beach stated that presentations were also made at the May Committee meeting regarding:

- Contract Award - Northside-Southside (Jefferson Alignment) Program Management Consultant (Resolution #1278); and
- Contract Award - MetroLink Structures Inspection Program Engineering Services (Resolution #1279)

He noted that these items are also on today's agenda, for approval, under Item #11 and Item #12.

In addition, he reported that at the May meeting, an Operations Update and Workforce Update was provided by Trenise Winters, Assistant Executive Director - Metro Transit.

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

8:39 a.m. Commissioner Beach reported that a virtual meeting of the AFA Committee was held on May 25, 2023, immediately following the Operations Committee Meeting. The draft minutes of that meeting are included in the meeting materials today under Item #7.

Commissioner Beach stated that the Operations Committee is recommending approval of two (2) items, which are noted on today's agenda as Consent Agenda, Item #10:

F. Sole Source Contracts for Hardware and Software Maintenance (Resolution #1276)

G. Contract Award Employee Benefit Vision Plan Services (Resolution #1277)

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

- Financial Statements
- Treasurer's Report
- Treasury Safekeeping Quarterly Accounts Ending March 31, 2023
- Internal Audit Department - Follow-Up Summary – 3rd Quarter, FY2023
- Internal Audit Department - Status Report – 3rd Quarter, FY2023
- Internal Audit Department - Quality Assessment Review
- Procurement Report

8. Report of the Safety & Security Committee

8:40 a.m. Chair Simmons reported that the April meeting of the Safety & Security Committee was canceled; therefore, he has no report at this time.

9. Adjustment of Consent Agenda

8:41 a.m. Chair Simmons asked if there were any adjustments to the Consent Agenda.

10. Consent Agenda Items

8:41 a.m. Consent Agenda Items:

- A. Contract Award - Illinois Bus Facility Cleaning (Resolution #1271)
- B. Contract Award – 79th Street Retaining Wall Design (Resolution #1272)
- C. Sole Source Contract Authorization – Trane HVAC Automation Controls and Installation (Resolution #1273)
- D. Sole Source Contract with Vontas (A Division of Trapeze Software Group Incorporated) – Upgrade of Obsolete TransitMaster Hardware, Software and Functional Applications (Resolution #1274)
- E. Sole Source Contract Renewal with Remix Software (Resolution #1275)
- F. Sole Source Contracts for Hardware and Software Maintenance (Resolution #1276)
- G. Contract Award Employee Benefit Vision Plan Services (Resolution #1277)

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

The motion passed unanimously.

11. Contract Award - Northside-Southside (Jefferson Alignment) Program Management Consultant (Resolution #1278)

8:41 a.m. A briefing paper was included in the meeting materials, requesting that the Board of Commissioners authorize the President & CEO to enter into a 90-day contract with Northside-Southside Transit Partners, to provide the necessary consulting services for the Northside-Southside (Jefferson Alignment) light rail project, in an amount not to exceed \$772,059.78.

President/CEO Roach noted that the City of St. Louis has allocated funds for this project. Chris Poehler, Vice President of Capital Programs, gave a brief overview of this item, noting that the Agency had initially intended to request approval of a multi-year contract relating to this project; however, negotiations are not completed. Approval of the 90-day contract will however, keep the project moving forward, while negotiations are being finalized. Chair Simmons asked if security is being discussed with regard to this project. Mr. Roach noted that this project is in its early stages; however, HNTB will be incorporating these elements into the design criteria for this project. Mr. Roach stated that the Agency is being recognized nationally for the development of its SPP, closed system concept, and the design will be released for public input in the near future.

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

The motion passed unanimously.

12. Contract Award - MetroLink Structures Inspection Program Engineering Services (Resolution #1279)

8:48 a.m. A briefing paper was included in the meeting materials regarding a request that the Board of Commissioners authorize the President and CEO to enter into a five-year contract with Juneau Associates, Inc. P.C., in a maximum not-to-exceed contract amount of \$8,292,000, to provide the necessary MetroLink Structures Inspection Program engineering services, as outlined in solicitation 23-RFP-415271-DGR. Tom Curran, Executive Vice President – Administration, gave an overview of this item, noting that the Agency has developed the MetroLink Standard for Structures Inspection and Maintenance, in conformance with industry guidelines and state/federal regulatory requirements. He reported that this standard provides the basis for continuing inspections of MetroLink alignment structures, and it details the structure types to be inspected, documentation necessary for reporting, schedule guidelines for inspection, methods of performing inspections and requires assessment of risk to facilitate prioritization of capital investment requirements. He stated that the documentation of the structures also forms a basis for planning emergency operations in the event of collision, earthquake, or other hazards.

Mr. Curran stated that on April 27, 2023, BSD issued Solicitation 23-RFP-415271-DGR - MetroLink Structures Inspection Program Engineering Services, and it was advertised on MSD/Metro's iSupplier website, with proposals for this solicitation being due on May 26, 2023. He reported that only one proposal was received, and an evaluation committee, consisting of Metro Transit Assets Department staff, reviewed the proposal immediately following receipt. He reported that the evaluation score for the proposal was 465, out of a maximum possible score of 500. Mr. Curran also noted that a Disadvantaged Business Enterprises (DBE) goal of 16% is included in the current contract solicitation.

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

The motion passed unanimously.

13. Board Policy Revision - Arts in Transit (Resolution #1280)

8:51 a.m. A briefing paper was included in the meeting materials requesting that the Board of Commissioners approve a revised Board Policies - Chapter 120, Arts in Transit Program, and that the Chairman of the Board of Commissioners designate that the proposed revision to Board Policies – Chapter 120, Arts in Transit Program, not be tabled pursuant to Article VI(D) of the

Board Policies, as it is in the best interest of the Agency that these revised Board Policies be approved at the Board Meeting on June 23, 2023. President/CEO, Taulby Roach, provided an overview of this item, noting that Federal requirements relating to the expenditure of public funds on public transit no longer include art; and therefore, the Agency is no longer required to allocate one percent (1%) of its capital construction funds for the inclusion of functional art, as is set forth in the Agency's Arts in Transit Program Policy. He stated that, in addition, the Agency is not aware of any other State or local requirement that would mandate the Agency's actions in relation to public art. General Counsel, Barbara Enneking, stated that the Arts in Transit Advisory Council, as referenced in the current Board Policy, has not be operational for a number of years; therefore, in an effort to update the Arts in Transit Program Policy and conform it to current FTA requirements and Agency practices, the Board Policy has been revised. She noted the Agency's ongoing commitment to aesthetic design excellence, regardless of any formal requirements.

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

The motion passed unanimously.

14. Approval of Slate of Officers 2023-2024 Board of Commissioners

8:53 a.m. Commissioner Beach provided a report of the Nominating Committee, in Commissioner Windmiller's absence, stating that a virtual meeting of the Nominating Committee was held on June 5th at 2:00 PM. He noted that the draft minutes of that meeting have been included in the Board materials under Item #14. Commissioner Beach reported that, at the meeting, the Nominating Committee voted unanimously to accept, and forward to the Board of Commissioners for approval, the following slate of officers for 2023-2024, whose positions will take effect at the adjournment of today's meeting. The proposed slate of officers is:

Commissioner Herbert Simmons (Illinois), Chairman
Commissioner Sam Gladney (Missouri), Vice-Chairman
Commissioner Terry Beach (Illinois), Treasurer
Commissioner Nate Johnson (Missouri), Secretary

Commissioner Moore made a motion to approve the slate of officers, as presented. The motion was seconded by Commissioner Brown.

The motion passed unanimously.

15. Unscheduled Business

8:55 a.m. President/CEO, Taulby Roach, stated that he would like to take a moment to noted that this will be General Counsel, Barbara Enneking's, final meeting, prior to retiring. He stated that Ms. Enneking has been a trusted staff member and companion, and stated that he has the highest respect for her. Mr. Roach stated that Ms. Enneking will be missed, and he congratulated her on her career, as well as her service to Bi-State Development and the community. Ms. Enneking stated that it has been a privilege and honor to serve the Agency and the community. Chair Simmons thanked Ms. Enneking for her dedication and professionalism, stating that she has always gone above and beyond in her service to the organization. Commissioner Brown congratulated Ms. Enneking on her retirement and stated that she will be missed. Commissioner Brown stated that she would personally like to thank Ms. Enneking for all of the assistance and guidance she offered, when she first became a member of the Board.

16. Operations Report

8:58 a.m. A Metro Service Report and Workforce Update were provided in the meeting materials. Charles Stewart, Executive Vice President and Chief Operating Officer Metro Transit, provided a report, noting that a service change was implemented on June 10th, which primarily modified service pertaining to nights and weekends. He referenced the Call-A-Ride (CAR) service changes which were implemented on April 10th, noting that the Agency had been operating outside of its guidelines, and the changes were made to bring the organization back into alignment with its requirements. He noted that since the CAR service changes were implemented, denials have decreased significantly.

Mr. Stewart reported that three hiring events were held in the month of April. He noted that although additional drivers are being hired, the Agency continues to lose drivers through retirement. He stated that it is his objective to stabilize the system over the next 6 months, and afterwards, start working to add back to the system. President/ CEO Roach stated that he has been having discussions with Chair Simmons, Vice Chair Gladney, and Commissioner Windmiller regarding redesign of the system, focusing on a “bus-centric” system. Mr. Stewart stated that the Agency is also considering additional options, such as “transit on demand” and “microtransit”. He stated that although ridership has experienced a decline, ridership may come back; however, it may be in a different form, and we must rethink “transit” moving forward. Mr. Roach stated that the Agency is always looking at redesign, in order to meet the needs of the public, and any changes must ensure that the transit system is a unified system. Discussion was held regarding the current workforce shortage, retention issues, missed routes, and current union negotiations.

17. Call for the Dates for Future Meetings

9:15 a.m. Myra Bennett, Manager of Board Administration, noted the following upcoming meetings:

Safety & Security Committee:	Thursday	August 10, 2023	8:30 AM
Operations Committee Meeting:	Friday	August 18, 2023	8:30 AM
Audit, Finance & Administration:	Friday	August 18, 2023	Following OPS
Board of Commissioners Meeting:	Friday	September 22, 2023	8:30 AM

18. 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) (2) – Real Estate, and (D) (10) Auditors.

9:16 a.m. Chair Simmons 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) (2) – Real Estate, and (D) (10) – Auditors. The motion was made by Commissioner Brown and was seconded by Commissioner Johnson.

The poll of the Board being as follows:

Vernal Brown – Yea	Herbert Simmons – Yea
Sam Gladney – Yea	Debra Moore – Yea
Nate Johnson – Yea	Terry Beach – Yea

The motion passed unanimously.

The Board of Commissioners moved into Executive Session at approximately 9:16 a.m.

19. Reconvene to Open Meeting

9:32 a.m. Chair Simmons noted that the Board has reconvened to the Open Meeting.

Commissioner Brown made a motion to approve Consent Agenda Item 7. A., as presented in Executive Session. The motion was seconded by Commissioner Gladney.

The motion passed unanimously.

20. Adjournment

9:33 a.m. Chair Simmons asked if there was any further business, and being none, Commissioner Brown made a motion to adjourn the meeting. The motion was seconded by Commissioner Gladney. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 9:35 a.m.

Assistant Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
BOARD OF COMMISSIONERS SPECIAL MEETING
(Virtual Meeting)
OPEN SESSION MINUTES
July 14, 2023
8:30 AM**

Board Members

Missouri

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

Illinois

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

Staff

Brenda Deertz, Director of Executive Services
Lisa Stump, Lashly & Baer, General Counsel
Myra Bennett, Manager of Board Administration
Diana Bentz, Executive Vice President – Chief Human Resources Officer
Dave Toben, Senior Director Total Rewards

Others Participating via Zoom

None

- 1. Open Session Call to Order**
8:30 a.m. Chair Simmons called the Open Session of the Special Meeting of the Bi-State Development Agency, Board of Commissioners to order at 8:30 a.m.
- 2. Roll Call**
8:30 a.m. Roll call was taken, as noted above.
- 3. Motion to Move 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, Legal under §10.080(D)(1); and Personnel under §10.080(D)(3)**
8:30 a.m. Chair Simmons requested a motion to allow the Board to move into closed session as permitted under Bi-State Development Board Policy, Chapter 10, Section 10.080; (D)(1) – Legal; and (D)(3) – Personnel.

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

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

The motion passed, and the Board moved into Executive Session at 8:31 a.m.

4. Reconvene to Open Session

8:47 a.m. The Board of Commissioners reconvened to the Open Session Meeting at approximately 8:47 a.m.

Commissioner Gladney made a motion to approve the Personnel Item – (Resolution #1283), as presented in the Executive Session. The motion was seconded by Commissioner Golliday.

A roll call vote was taken as follows:

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

The motion passed.

5. Adjournment

8:48 a.m. Chair Simmons asked if there was any further business, and being none, Commissioner Windmiller made a motion to adjourn the meeting. The motion was seconded by Commissioner Golliday. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 8:48 a.m.

Assistant Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
SPECIAL MEETING OF THE BOARD OF COMMISSIONERS
(VIRTUAL MEETING VIA ZOOM)
OPEN SESSION MINUTES
August 10, 2023 AT 8:30 AM**

Board of Commissioner Members Participating via Zoom

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

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

Staff Participating via Zoom

Taulby Roach, President and Chief Executive Officer
Lisa Stump, Lashly & Baer, Legal Counsel
Myra Bennett, Manager of Board Administration
Charles Stewart, Executive Vice President/Chief Operating Officer Metro Transit
Tammy Fulbright, Executive Vice President/Chief Financial Officer
Kevin Scott, General Manager Security
Jerry Vallely, External Communications Manager

Others Participating via Zoom

Karen Sneed, ASL Interpreter

1. Open Session Call to Order

8:33 a.m. Chair Simmons called the Open Session of the Bi-State Development Agency, Board of Commissioners, Special Meeting to order at approximately 8:33 a.m.

2. Roll Call

8:33 a.m. Roll call was taken, as noted above.

3. Motion to move Executive Session

8:34 a.m. Chair Simmons requested a motion to allow the Board to move into closed session as permitted under Bi-State Development Board Policy, Chapter 10, Section 10.080, (D) (1) – Legal, (D) (2) – Real Estate; (D) (3) – Personnel; and (D) (5) – Employee Negotiations.

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

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

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

The motion passed unanimously, and the Board of Commissioners moved into Executive Session at 8:35 a.m.

4. Reconvene to Regular Meeting

9:13 a.m. The Board reconvened to the Regular Meeting at approximately 9:13 a.m.

Commissioner Windmiller made a motion to approve the real estate item, (Resolution #1281), as presented in Executive Session. The motion was seconded by Commissioner Gladney.

A roll call vote was taken, as follows:

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

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

The motion passed.

Commissioner Moore made a motion to approve the Resolution Authorizing the President/CEO to Contract with ATU Local 788 O&M Division & Clerical Division Bargaining Units (Resolution #1284), as presented in Executive Session. The motion was seconded by Commissioner Golliday.

A roll call vote was taken, as follows:

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

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

The motion passed.

5. Adjournment

9:15 a.m. Chair Simmons 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 was taken. The motion passed, and the meeting was adjourned at approximately 9:15 a.m.

**BI-STATE DEVELOPMENT
OPERATIONS COMMITTEE MEETING
OPEN SESSION MINUTES
(Virtual Meeting)
August 18, 2023 at 8:30 AM**

Operations Committee Members participating via Zoom

Rose Windmiller, Chair
Derrick Cox
Irma Golliday
Vernal Brown

Other Commissioners participating via Zoom

Terry Beach
Herbert Simmons
Fred Pestello – Absent
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
Lisa Stump, Lashly & Baer, Legal Counsel
Myra Bennett, Manager of Board Administration
Thomas Curran, Executive Vice President – Administration
Charles Stewart, Executive Vice President, Chief Operating Officer Metro Transit
Mary Lamie, Executive Vice President, Multi Modal Enterprises
John Langa, Vice President Economic Development
Chris Poehler, Vice President Capital Programs
Kelly Hamm, Senior Director Capital Projects
Jerry Vallely, External Communications Manager

Others participating via Zoom

Anna Williams, ASL Interpreter
Tyler Duke, 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**

8:30 a.m. Chair Windmiller asked Myra Bennett, Manager of Board Administration, to summarize any public comments have been received for today's meeting. Ms. Bennett noted that the Agency received 6 public comments for today's meeting. She provided the name of the individuals who submitted comments, along with the topic of the comments. Ms. Bennett stated that all comments were distributed to the Commissioners prior to the meeting, for review. In addition, she noted that the comments, in their entirety, are contained in the online meeting materials, and will be included in the minutes from today's meeting. (Please see public comments noted below.)

Name: Annette Nowakowski

Representing: National Federation of the Blind and Missouri Assn. of Guide Dog Users

Topic: open meetings

Comments:

When will you have live in person meeting open to the public where you allow for public comment in real time? The Covid emergency is over.

Name: Annette Nowakowski

Representing: National Federation of the Blind and Missouri Assn. of Guide Dog Users

Topic: improve Call-a-Ride

Comments:

When will you improve wages and working conditions for Call-a-Ride drivers and pay a wage at least comparable to fixed route bus drivers?

Name: Shannon Villa

Representing: Self

Topic: Data and performance dashboards and crime reports

Comments:

Hello- I would like to see Metro explore WMATA data and performance dashboards along with performance and crime reports publicly available as tools for the public to understand Metro here in St. Louis. Links are below. In addition, Chicago CTA has a great Performance Dashboard as can be viewed here: <https://www.transitchicago.com/performance/>
WMATA links:
<https://www.wmata.com/initiatives/open-data-hub/>
<https://www.wmata.com/initiatives/Open-Data-Hub/MetroPulse.cfm>
<https://www.wmata.com/initiatives/Open-Data-Hub/Metro-Service-Excellence-Dashboard.cfm>
<https://www.wmata.com/initiatives/ridership-portal/>
<https://www.wmata.com/about/records/public-records.cfm#performance>
<https://www.wmata.com/initiatives/plans/upload/ALPR-FY2022.pdf>
https://www.wmata.com/about/records/upload/MetroPerformanceReport_FY23Q3_1Report_2

[0230505v1100.pdf](#)

Please bring back the old Public Safety blotter as seen here from DC WMATA. STL Metro used to have this.

<https://www.wmata.com/about/transit-police/crime-stats.cfm>

Thanks.

Name: Jeanette Mott ("J-MO") Oxford

Representing: Paraquad

Topic: Lack of adequate notice about 08/18 meeting

Comments:

Commissioners,

Tonight Call-A-Ride users were convened by Paraquad to organize to secure the reliable, affordable, and accessible public transit that we need to make our lives work as people living with disabilities. During that meeting, someone had a question about how to access your meetings on your Facebook page, so I shared my screen on the Zoom so that people could view your page as an educational moment. Then we all got a bit of an education!

We were surprised to discover on your Facebook page that a meeting of the Commissioners is set for 8:30 a.m. tomorrow morning since that meeting is not announced on your website. The website lists the next Board meeting as Friday, September 22. Can you explain why there is no public notice of tomorrow's meeting on your website?

This is not your only failure related to transparency. We continue to believe your meetings should be more open to the public. We sent our demands about this to Mr. Roach following a June 22 press conference during which we shared these with the media. I would be glad to send these to you as well if they have not been made available to you by Mr. Roach.

Sincerely,

Jeanette Mott Oxford, M. Div.

Public Policy and Advocacy Manager, Paraquad

Name: Robyn Wallen

Representing: Customers

Topic: More transparently and public engagement related to service cuts

Comments:

While I don't know of any planned service cuts I implore you to reconsider any further service cuts without first seeking public input. The decisions you make have a significant impact on our community as a whole.

Public transportation is not just a means of getting from point A to point B; it's an essential lifeline for individuals across the city. Your riders, many of whom are already grappling with maintaining employment, rely on the accessibility of your bus services to not just access their jobs, but also, education, healthcare, and other critical services. Service cuts disrupt these connections and have a direct correlation with job loss and economic instability.

Involving riders in the decision-making process is crucial. We are the ones who experience the effects of service changes firsthand. Our insights and feedback can provide valuable perspectives on how to optimize the transit system while maintaining its crucial role in the community.

The impacts of service cuts are particularly harsh on people with disabilities. As bus stops are moved further apart and intervals between buses increase, it becomes increasingly challenging for those of us with disabilities to access transportation independently. The "3/4 of a mile from a fixed route" rule for Paratransit, though a minimum standard, only serves as a baseline for ensuring accessibility. It is imperative that you understand when you cut buses and subsequently cut Paratransit it forces people off the system. I implore you to ensure Metro grandfathered in any current riders if there are future cuts. This has been standard practice in other cities.

I understand your system is facing some challenges, and acknowledge that difficult decisions must be made to ensure its sustainability. However, I hope you will consider the broader ramifications of service cuts and the potential for long-term harm to our community. By involving riders and seeking their input, you can ensure that decisions are more balanced and reflective of the actual needs of those who depend on your services. Please make a change and talk with us, not to us.

Thank you for your time and consideration.

Name: Jeanette Mott Oxford

Representing: Paraquad

Topic: Question about Facebook announcement of 08/18 meeting

Comments:

Commissioners,

A member of our paratransit advocacy group suggested that the Facebook message about a Board of Commissioners meeting tomorrow may really be about a Board committee that meets tomorrow. If that is what you had intended, then I apologize for taking you to task for not having your website announce a Board meeting. It would, however, be helpful if your Facebook page stated clearly that the 08/18 meeting is a committee meeting, not the full Board.

The Facebook page also incorrectly identified who was meeting with your Board chair and vice chair and Metro executive staff members on June 21, 2023. The Metro fixed route and Call-A-Ride users who spoke, plus employers who depend on accessible public transit for their workers to get to work, are a yet unnamed group of paratransit advocates, convened by Paraquad as

part of our Public Policy and Advocacy Department's mission. We are not the Community Mobility Committee – which is how you identified the group with whom you met on the Facebook page.

We have also had to ask twice now for a document to be sent to us again in a format that can be read by tools commonly used by people who are blind or visually impaired. Please make it your policy to think "universal design" – how to make attachments that you send readable by all potential users.

We'd surely appreciate closer attention to detail and commitment to inclusion of people with disabilities.

Sincerely,
Jeanette Mott Oxford
Public Policy and Advocacy Manager, Paraquad

4. **Approval of the Minutes of the May 25, 2023 - Operations Committee, Open Meeting 8:32 a.m.** It was noted that the minutes of the May 25, 2023, Operations Committee, Open Meeting, were provided in the Committee meeting materials for review. A motion to approve the minutes was made by Commissioner Johnson and was seconded by Commissioner Golliday.

The motion passed unanimously.

5. **St. Louis Downtown Airport, Six (6) Surplus Property Holdings 8:33 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, the report affirming the six (6) properties at the St. Louis Downtown Airport identified herein, be: (1) declared incidental and not useful in their current condition for the Airport's aeronautical purposes; (2) confirmed available for conveyance by ground lease or other alternative acceptable to BSD and the Federal Aviation Administration (FAA); and, (3) to authorize BSD's President and CEO to finalize and execute agreements in support of the conveyance of one or more of the properties through a competitive process. Mary Lamie, Executive Vice President – Multi Modal Enterprises, gave an overview of this item, reviewing each of the properties. She stated that at this time, the Airport is pursuing a declaration of each of the properties as excess, and thus available for conveyance. She noted that the information contained in the meeting materials provide an overview of each of the properties, some of the proposed uses of the properties by interested parties in the recent past, and on-going revenue and expense considerations. Ms. Lamie stated that, at the present time, the Airport does not have significant capital improvement funds to dedicate towards any major hangar repair, maintenance or renovation efforts, and these potential dispositions offer potential maintenance and repair savings and new sources of tenant revenue. Ms. Lamie added that, should any of the properties be conveyed, such would follow a competitive process undertaken by the Airport, be subject to FAA review and require any disposition agreements be finalized and executed by the BSD President and CEO.

Discussion was held pertaining to the properties, as well as potential leases versus sale of the properties. Ms. Lamie noted that it is anticipated that most would be leases; however, the Agency is leaving the option for potential sale of the property. Commissioner Simmons asked that President/CEO Roach inform the Board of Commissioners of any potential decisions regarding these properties.

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

The motion passed unanimously.

6. Contract Time Extension - Downtown Tunnel Repairs and Standpipe Replacement Design and Construction Phase Services

8:45 a.m. A briefing paper was included in the meeting materials, presenting to the Operations Committee for discussion, and referral to the Board of Commissioners for final approval, a request to authorize the President and CEO to issue a no cost contract modification to Modjeski and Masters, to extend the contract end date to December 31, 2024, to allow for the completion of the downtown tunnel repairs and standpipe replacement design and construction phase services. Chris Poehler, Vice President – Capital Programs, gave an overview of this item, noting that management is requesting a one-year, no cost, contract extension for this project. Chair Windmiller asked for an estimate of the timeframe anticipated, regarding single tracking. Mr. Poehler stated that it is anticipated that the single tracking will continue into the third quarter of next year.

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

The motion passed unanimously.

7. Contract Award – WSP USA Inc. Major On-Call General Engineering Consulting – Civil and Structural Engineering and Surveying Services

8:47 a.m. A briefing paper was included in the meeting materials, requesting that the Operations Committee accept, and forward to the Board of Commissioners for approval, a request to authorize the President & CEO to enter into a contract with WSP USA, Inc., to provide necessary consulting services for Civil and Structural Engineering and Surveying Services for three base years and two, one-year option years, in an amount not to exceed \$5,000,000.00. Thomas Curran, Executive Vice President of Administration, gave an overview of this item, noting that on April 6, 2023, BSD issued solicitation 23-RFP-379250-CG - Major On-Call General Engineering Consulting (GEC) for Civil and Structural Engineering and Surveying Services. He reported that, in response to the solicitation 23-RFP-397250-CG, four (4) technical proposals were received and forwarded to the evaluation team, which consisted of individuals within the Engineering Division. He noted that the procurement of an A&E firm is based on the Brooks Method as defined in 40 U.S.C. 541, Brooks Act, which requires that: a) Qualifications be evaluated; b) Price be excluded as an evaluation factor; c.) Negotiations be conducted with only the most qualified offeror; and d.) Failing agreement of a price, negotiations with the next most qualified offeror be conducted until a contract award is made to the most qualified offeror whose price is fair and reasonable.

Mr. Curran reported that as a result of the consensus scores, WSP USA, Inc. was deemed the highest-ranking firm and was determined as the most qualified firm to provide services to BSD engineering staff in support of the Agency's in-house projects.

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

The motion passed unanimously.

8. Contract Award – On-Call General Engineering Consulting Services Multiple Disciplines (Architectural Services, Mechanical, Civil and Structural Engineering and Surveying Services, Environmental Geotechnology Services and Material Testing)

8:50 a.m. A briefing paper was included in the meeting materials, requesting that the Operations Committee accept, and forward to the Board of Commissioners for approval, a request to authorize the President and CEO to enter into contracts with Modjeski and Masters, Juneau, and TWM so each can provide the necessary consulting services for On-Call General Engineering Consulting (GEC) Services/Multiple disciplines for five base years in the amount not to exceed \$4,000,000.00 for each contract. Tom Curran, Executive Vice President Administration, gave an overview of this item, noting that on March 17, 2023, BSD issued solicitation 23-RFP-407265-CG-On-Call General Engineering Consulting Services/Multiple Disciplines (Architectural Services, Mechanical, Civil and Structural Engineering and Surveying Services, Environmental Geotechnology Services and Material Testing). He reported that, in response to the solicitation 23-RFP-407265-CG, three (3) technical proposals were received and forwarded to the evaluation team, which consisted of individuals within BSD's Engineering and Maintenance of Way Departments. The proposals were reviewed and scored according to the technical evaluation criteria specified in the solicitation package. He noted that, as in the previous agenda item, the procurement of an A&E firm is based on the Brooks Method as defined in 40 U.S.C. 541, Brooks Act. Mr. Curran stated that, based on the scores, the review committee determined that all three (3) firms met the requirements, qualifications and experience in accordance with the scope of work described within the solicitation; therefore, the committee recommends all three (3) three firms be awarded a contract, based on the fact that "On-Call" Architectural and Engineering Consulting services are required to support both BSD's Engineering Capital Project Team, Maintenance of Way and Metro's Transit Asset Groups in-house projects.

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

The motion passed unanimously.

9. Contract Award – Northside-Southside (Jefferson Alignment) Program Management Consultant (PMC) – Phase II

8:53 a.m. A briefing paper was included in the meeting materials, requesting that the Operations Committee accept, and forward to the Board of Commissioners for approval, a request to authorize the President & CEO to enter into a contract with Northside-Southside Transit Partners to provide the necessary consulting services through the Design Phase of the Northside-Southside (Jefferson Alignment) light rail project, in the amount of \$18,920,356.78 plus a 10% contingency, for a total amount not to exceed \$20,812,392.46. Taulby Roach, President and Chief Executive Officer, gave an overview of this item, noting that this project is being paid for in part by City of St. Louis funds, and that this project has included discussions with City Staff, Agency Staff and

PMC Staff. Chair Windmiller stated that she is glad to see that this project is moving forward. Commissioner Beach asked for clarification of funds for this project. Mr. Roach stated that this project is being funded by in house COVID funds, and the City is also contributing a portion of their COVID funds for this project. Mr. Roach stated that Tammy Fulbright, Executive Vice President and CFO, has ensured that these funds have been secured for the project.

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

The motion passed unanimously.

10. Contract Award - Fleet Tire Requirement

8:59 a.m. A briefing paper was included in the meeting materials, requesting that the Operations Committee accept a request to authorize the President and CEO to enter into a five-year contract with Bridgestone Americas Tire Operations, LLC for the leasing of tires and wheel refurbishing of buses and vans, in the not-to-exceed amount of \$4,619,911.20. Tom Curran, Executive Vice President Administration, gave an overview of this item. He stated that on February 9, 2023, Bi-State Development (BSD) issued solicitation 23-SB-386263-KM Fleet Tire Requirement to obtain a qualified firm to provide tires for each bus and van for the transportation of passengers, and only one bid was submitted by Bridgestone Americas Tire Operations, LLC. Mr. Curran noted that if the Agency were to pursue the purchase, instead of leasing of these tires, the cost would be approximately \$10 million more.

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

The motion passed unanimously.

11. Contract Award - Illinois Bus Cleaning

9:01 a.m. A briefing paper was included in the meeting materials, requesting that the Operations Committee accept, and forward to the Board of Commissioners for approval, a request to authorize the President & CEO to enter into a five-year contract, with funds to be committed annually, for bus cleaning at the Illinois Bus Garage with the highest-ranking firm, Innex Service Co., Inc. whose proposal is most advantageous to BSD, in the not-to-exceed amount of \$2,022,106.10. Tom Curran, Executive Vice President Administration, gave an overview of this item noting that on April 11, 2023, Bi-State Development (BSD) issued solicitation 23-RFP-417271-TJ – Illinois Bus Cleaning to obtain a qualified firm to provide all equipment, supplies, materials, labor, supervision, staff, and transportation necessary to provide bus cleaning services at the Illinois Bus garage. He reported that in response to the solicitation, a total of four (4) proposals were received, and all were forwarded to an evaluation committee, which consisted of individuals within Metro's Maintenance Department. Mr. Curran stated that, upon review of the overall rating results, representing the consensus technical and cost scores combined, and Innex Service Co., Inc. was deemed the highest-ranking firm.

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

The motion passed unanimously.

12. Contract Modification - Track System Upgrades

9:30 a.m. A briefing paper was included in the meeting materials, requesting that the Operations Committee accept, and forward to the Board of Commissioners for approval, a request to authorize the President & CEO to execute a contract modification to adjust the contract value in accordance with the established additional scope elements, and extend the contract period of performance to December 31, 2024, with RailWorks Track Services, in an amount not to exceed \$6,943,030.57, which includes 10% contingency. Tom Curran, Executive Vice President Administration, gave an overview of this item. He stated that the Track System Upgrades Project primarily addresses rail maintenance needs to improve the condition of the MetroLink track system assets, which have been targeted for replacement in accordance with the Transit Asset Management (TAM) Plan. He noted that the scope elements are based on asset condition ratings, which have fallen to category 2 or below, and specific work breakdown includes renewal of grade crossing surfaces (Plymouth and Ewing Avenue), replacement of restraining rail in curves (Civic Center & Broadway), and installation of trackwork to match MetroLink's current design criteria standards.

Mr. Curran reported that Metro has identified additional track assets with poor condition ratings and submitted capital funding requests to resurface three additional grade crossing surfaces in East St. Louis along the original Phase 1 MetroLink alignment. He added that Main Street, 4th Street, and Broadway Avenue are the only crossings on the original line that have not been resurfaced. Mr. Curran stated that RailWorks Track Services' current period of performance expires on October 31, 2023, and the original scope of construction services cannot be completed within the remaining contract time. Board of Commissioners approval is necessary to continue any further work.

Commissioner Simmons asked if this information has been sent to the St. Clair County Transit District. Mr. Curran stated that he was unsure; however, he would try to get an answer before the end of the meeting. Commissioner Simmons asked that the Board table this issue, until Mr. Curran can get more information. The Committee agreed to table this item, and address it later in the meeting.

13. Contract Modification – Light Rail Vehicle Brake Caliper Overhaul

9:06 a.m. A briefing paper was included in the meeting materials, requesting that the Operations Committee accept, and forward to the Board of Commissioners for approval, a request to authorize the President & CEO to execute a contract modification with Knorr Brake Company for light rail vehicle brake caliper overhaul services, for an amount not to exceed \$600,000.00 for four (4) base years, which will revise the overall total, not to exceed contract amount to \$800,000.00. Tom Curran, Executive Vice President Administration, gave an overview of this item, noting that on November 18, 2022, Bi-State Development obtained Board approval to award a sole source contract 23-SS-365182-DR/RN-LRV Brake Calipers to Knorr Brake Company for 6 of 24 LRV sets of brake calipers valued at \$200,000.00. He reported that the services for the remaining 18 LRV sets, valued at \$600,000.00, are now needed. Mr. Curran stated that the Agency has been advised by KBC that there is a 1-year lead time from contract modification approval for the services required. He stated that several key factors are provided in support of utilizing KBC for these services, including: 1) Safety - Friction brake calipers are a safety critical component of the LRV emergency braking system. Use of OEM parts and labor exclusively maintains the LRV safety certification and OEM liability; KBC is the OEM; 2) Availability – Rail transit friction brake suppliers are limited within the US market; and 3)

Feasibility – Other Third-Party rail transit friction brake suppliers may not desire to assume the design and performance responsibility of the OEM.

Chair Windmiller asked if this will be the same process with the new LRV that are being added to the fleet. President/CEO Roach stated that, the current situation is one of the downsides to having a fleet of 30-year-old vehicles, as servicing for the vehicles is limited. He noted that with the new vehicles going into service, companies performing this type of maintenance will be more common.

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

The motion passed unanimously.

14. Unscheduled Business

9:12 a.m. There was no unscheduled business; however, President/CEO Roach provided an update regarding the questions posed in Item #12, and stated that he would recommend that this item be deferred until the next Board of Commissioners meeting, so that additional information could be provided.

A motion to postpone Agenda Item 12 - Contract Modification - Track System Upgrades, until the next Board of Commissioners meeting, was made by Commissioner Gladney and was seconded by Commissioner Cox. Commissioner Moore asked that staff ensure that funding partners are made aware of projects in the future.

The motion passed unanimously.

15. Operations Report

9:15 a.m. An operations report and workforce update for Metro Transit was included in the Committee packet. Chuck Stewart, Executive Vice President, Chief Operating Officer Metro Transit, provided a summary of the report for the Committee noting the numbers regarding system boardings, denial rates, and the four service changes that occurred during the year. He stated that the Agency is ready to “re-set” and move forward to address the transit needs of a new customer base. Mr. Stewart reviewed the current service levels, and noted that recent hiring events have been successful. He referenced the new ATU agreement, noting enhanced benefits package and new pay differentials. Discussion was held relating to current ridership versus pre-pandemic ridership. Commissioner Simmons noted the recent job fairs, stated that he was in attendance at one of the events, and commended staff on the tremendous job they were doing. Commissioner Cox asked where the Agency has the most need. Mr. Stewart stated that the Agency has employment needs in all of the disciplines, but the greatest need is for bus drivers. Chair Windmiller thanked Mr. Stewart and his team for their work. She noted that it appears that 4th quarter ridership was down, and asked if there was a reason. Mr. Stewart stated that it may be a seasonal decline. Chair Windmiller asked if there have been any ridership surveys performed, and if so, could those be shared with the Board. Mr. Stewart stated that there have been ridership surveys, and he would supply those to the Board by the next meeting.

16. President/CEO Report

9:33 a.m. Bi-State Development President/CEO, Taulby Roach, stated that employment issue is very important, and the Agency is focused on hiring and retention, as evidenced by the new ATU agreement. He stated that he is encouraged by the number of new hires. Mr. Roach stated that the next hiring event will be held at Westport on September 9th.

Mr. Roach noted that, with regard to the Safe Platforms Plan, bids will go out on September 5th. He reported that the gates have been ordered. Mr. Roach stated that he is excited about the public/private sector partnerships, noting that the project has received \$10 million from private sector investors.

Mr. Roach noted that two of the public comments referenced issues regarding notice of the meeting, stating that this was apparently confusion over whether today's meetings were Committee meetings or a Board of Commissioners meeting.

Mr. Roach noted that a bus plan is in progress. He noted that CMT is conducting a survey to see where the ridership trends are. He noted that the issues that our Agency is experiencing is a reflection of what is happening across the country. Mr. Roach stated that he appreciates the support of the Board.

17. Call of Dates for Future Board and Committee Meetings

9:38 a.m. Myra Bennett, Manager of Board Administration, advised the Board of Commissioners of the following upcoming meetings:

Board of Commissioners Meeting	Friday, September 22, 2023	8:30 AM
Safety & Security Committee Meeting	Thursday, October 5, 2023	8:30 AM
Operations Committee Meeting	Friday, October 13, 2023	8:30 AM
Audit/Finance/Administration Committee	Friday, October 13, 2023	8:30 AM

18. Adjournment to Executive Session

9:38 a.m. Chair Windmiller noted that the only item for consideration on the Executive Session agenda is the Approval of the Minutes of the May 25, 2023, Operations Committee, Executive Session. She stated that if there are no corrections to these minutes, and no discussion is needed, the Committee could proceed to a vote, without going into Executive Session.

Being no corrections or discussion noted, Commissioner Johnson made a motion to approve the minutes of the May 25, 2023, Operations Committee, Executive Session, as a closed record. The motion was seconded by Commissioner Brown.

A roll call vote was taken as follows:

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

The motion passed unanimously.

19. Adjournment

9:40 a.m. Chair Windmiller asked if there was any further business, being none, Commissioner Cox made a motion to adjourn the meeting. The motion was seconded by Commissioner Brown. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 9:40 a.m.

Assistant Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
AUDIT, FINANCE & ADMINISTRATION COMMITTEE MEETING
OPEN SESSION MINUTES
(Virtual Meeting)
August 18, 2023
Immediately following Operations Committee Meeting**

Audit, Finance & Administration Committee Members participating via Zoom

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

Other Commissioners participating via Zoom

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

Staff participating via Zoom

Taulby Roach, President and Chief Executive Officer
Lisa Stump, Lashly & Baer, Legal Counsel
Myra Bennett, Manager of Board Administration
Thomas Curran, Executive Vice President, Administration
Tammy Fulbright, Executive Vice President, Chief Financial Officer
Charles Stewart, Executive Vice President & Chief Operating Officer Metro Transit
Mary Lamie, Executive Vice President, Multi Modal Enterprises
Crystal Messner, Chief Audit Executive
Dave Toben, Sr. Director Total Rewards
Kathy Brittin, Director Risk Management
Andrew Ghiassi, General Manager Safety/Chief Safety Officer
Jerry Vallely, External Communications Manager

Others participating via Zoom

Anna Williams, ASL Interpreter
Tyler Duke, ASL Interpreter

1. Open Session Call to Order

9:41 a.m. Chair Beach called the Open Session of the Audit, Finance & Administration Committee Meeting to order at 9:41 a.m.

2. Roll Call

9:41 a.m. Roll call was taken, as noted above.

3. Public Comment

9:41 a.m. Chair Beach asked Myra Bennett, Manager of Board Administration, if any comments had been received for today's meeting. Ms. Bennett noted that no cards were submitted.

4. Minutes of the May 25, 2023 - Audit, Finance & Administration Committee, Open Meeting

9:41 a.m. The minutes of the May 25, 2023, Audit, Finance & Administration Committee, Open Meeting, were provided in the meeting materials. A motion to approve the minutes was made by Commissioner Windmiller and seconded by Commissioner Moore.

The motion passed unanimously.

5. Contract Award - Independent Audit Services

9:42 a.m. A briefing paper was included in the meeting materials, requesting that the Audit, Finance and Administration Committee accept, and forward to the Board of Commissioners for approval, a request that the President & CEO enter into a five (5) year contract for Independent Audit Services with CliftonLarsonAllen LLP in the not-to-exceed amount of \$922,348.00. Tom Curran, Executive Vice President of Administration, gave an overview regarding this item, noting that Solicitation 23-RFP-415275-TJL – Independent Audit Services was issued April 13, 2023, and in response to the solicitation, a total of four (4) proposals were received. Mr. Curran reported that the proposals were forwarded to an evaluation team, and after reaching a consensus on the technical evaluation, the team interviewed the firm with the highest technical score, CliftonLarsonAllen, LLP. Management is recommending that the Agency contract with this company for Independent Audit Services.

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

The motion passed unanimously.

6. Contract Modification - Talent Management Solution

9:44 a.m. A briefing paper was included in the meeting materials, requesting that the Audit, Finance and Administration Committee accept, and forward to the Board of Commissioners for final approval, a request to authorize the President & CEO to approve a contract modification with SABA Halogen Software Inc. to extend the contract period of performance from November 30, 2023 to November 30, 2024, at an additional cost of \$193,880.65, increasing the total contract amount to \$1,164,871.69. Tom Curran, Executive Vice President of Administration, gave an overview regarding this item, noting that, in FY2017, the Agency issued Solicitation 17-RFP-104440-DGR–Talent Management Solution seeking qualified firms to implement a talent management solution to allow BSD to move toward a unified and strategic support model for Human Resources, and the contract was awarded to SABA Halogen Software Inc. at a firm fixed cost of \$342,537.00 for the three base years, with two option years. He reported that on November 18, 2022, BSD obtained Board of Commissioners approval to extend the contract to from November 30, 2022 to November 30, 2023, at an additional cost of \$185,544.44 to cover the extended timeframe. Mr. Curran stated that the Agency is now exploring other options and functionality, which might meet its needs more effectively; however, management is requesting a contract extension until November 30, 2024, at an increased cost of \$193,880.65, to allow BSD to

maintain the SABA Halogen software, until a new contract is awarded and implementation is completed.

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

The motion passed unanimously.

7. Finance Management Software - Kronos Dimensions Upgrade

9:47 a.m. A briefing paper was included in the meeting materials, requesting that the Audit, Finance and Administration Committee accept, and forward to the Board of Commissioners for final approval, a request to authorize the President & CEO to enter into a sole source contract with Ultimate Kronos Group (UKG) for the Kronos Dimensions Upgrade in a not-to-exceed amount of \$500,000. Tom Curran, Executive Vice President of Administration, gave an overview regarding this item. He noted that the Agency has been using Kronos Workforce for nineteen years, and in April 2021, it transitioned from Kronos Workforce, on premises, to UKG's cloud implementation of Kronos Workforce. Mr. Curran reported that the cloud environment had a serious cyber incursion that took the timekeeping system off-line from December 11, 2022 until January 16, 2022. He reported that UKG made significant security changes to that environment following the incident, but has now determined to retire Kronos Workforce, and has recommended that the Agency migrate to UKG Dimensions, their latest workforce management product, to maintain and enhance our current capabilities. He noted that, after December 2025, the Agency will no longer be able to use its current Kronos environment. Mr. Curran reported that capital funds have already been set aside for this purpose.

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

The motion passed unanimously.

8. Revisions to Board Policies, Chapter 30 – Audit, Finance, and Budget

9:50 a.m. A briefing paper was included in the meeting materials, requesting that the Audit, Finance and Administration Committee accept, and forward to the Board of Commissioners for final approval, a request to incorporate revisions to the Collected Board Policies of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Chapter 30, as shown in the Attachments to the briefing paper. Crystal Messner, Chief Audit Executive, gave an overview regarding this item, noting that management is requesting revisions to Section 30.005, Audit Committee Charter, primarily to reference best auditing standards as required by the 2023 Quality Audit Review performed by The Institute of Internal Auditors, rather than referencing outdated standards.

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

The motion passed unanimously.

9. Internal Audit Department - Follow-Up Summary – 4th Quarter, FY2023

9:51 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 an increase in the number of closed items. She thanked the Management team for their work in implementing IAD recommendations. This item was presented as information only.

10. Internal Audit Department - Status Report – 4th Quarter, FY2023

9:53 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 the following audits are in the final phase of audit work with anticipated completion in the 1st quarter FY 2024: MetroStore Audit, Pass Unit Audit, and Arch and Riverboat Ticket Sales Audit. She added that several new audit projects are in the beginning phases of audit work, including: IT Penetration, Fuel Usage Audit, and Leon Uniform Contract Audit. This item was presented as information only.

11. Internal Audit Department - State Safety Oversight Status Report – 2nd Quarter, Calendar Year 2023

9:54 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 to date, the Agency has closed twelve (12) Corrective Action Plans (CAPS) throughout CY2023. She stated that it has been a good year for SSO. This item was presented as information only.

President/CEO, Taulby Roach, stated that the new audit projects which Ms. Messner noted under Item 10, such as the IT Penetration and Fuel Usage Audits, are very important audits, and the ideas for the new audits come out of many different disciplines. He thanked Andrew Ghiassi, General Manager Safety, for his continued collaboration with these matters.

12. Update on Risk Management Insurance Program

9:57 a.m. A briefing paper was included in the meeting materials regarding this item. Kathy Brittin, Director Risk Management, gave an overview of this item. She reported that the FY24 insurance renewals, except for the property insurance, went well. Ms. Brittin stated that, for all lines except property, BSD saw a 5% increase in premium with expiring terms, which was 6% under budget. She noted that global catastrophic events continue to drive the property insurance market in 2023. Ms. Brittin reported that 2022 was the eighth consecutive year where the U.S. experienced at least 10 catastrophes, causing over \$1B in losses, and according to industry sources, 2022 will likely result in the worst underwriting results since 2011, with a \$26.9B net underwriting loss. She also gave an update regarding premiums and deductible increases. Commissioner Windmiller thanked Ms. Brittin for the report, and asked that management keep these in mind in consideration of the annual budget. President/CEO Roach stated that, in this market, developing a strategy is imperative. This item was presented as information only.

13. Financial Statements

10:03 a.m. A draft of the quarterly financials for the fourth quarter, ended June 30, 2023 was included in the meeting materials. Tammy Fulbright, Executive Vice President and Chief Financial Officer, gave an overview of this item, noting that the figures contained in the report are preliminary figures. She stated that audited financials will be completed in October, for approval at the November Board of Commissioners meeting. Ms. Fulbright provided a summary of the funds for each of the Agency enterprises, and gave an update for the fuel hedge. This item was presented as information only.

14. Treasurer's Report

10:05 a.m. A Treasurer's Report was included in the meeting materials. Tammy Fulbright, Executive Vice President, Chief Financial Officer, gave an overview of this item, noting that this item is presented as information only.

15. Procurement Report

10:06 a.m. A Procurement Report was included in the meeting materials regarding this item. Thomas Curran, Executive Vice President Administration, gave an overview of this item, noting that there are four components to the report including: Procurement Activity Report - Non-Competitive Procurement Trend; Procurement Card Transactions Report; Contract Awards Over \$100,000 Report; and Contract Modifications Report. He reported that the Fourth Quarter FY 2023 Non-Competitive Procurements total \$3,510,719 or 8.4% of the total Purchase Order Commitment volume of \$41,934,870. He noted that this is a dramatic decrease from the Third Quarter of FY 2023, when non-competitive spending was 20.9% of the total. Mr. Curran stated that, with regard to the Procurement Card Transactions Report for the fourth quarter, there were no confirmed procedural violations noted. This item was presented as information only.

16. Pension Plans, 401(k) Retirement Savings Program and OPEB Trust Investment Performance Update as of June 30, 2023

10:08 a.m. A summary of the pension plans investment performance, as of June 30, 2023 was included in the meeting materials regarding this item. Dave Toben, Senior Director of Total Rewards, gave an overview of this item. He reported that for the BSD 401(k) Retirement Savings Program, total program assets were \$82.1M as of the end of June 2023, which is up +9.0M in combined contributions and investment earnings from calendar year end 2022, which stood at \$73.1M.

Mr. Toben reported that, as of June 30, total Plan assets for the Salaried Pension Plan were \$96.2M. He stated that the plan experienced \$3.7 million in investment gains during the second quarter of 2023 and \$8.5 million in gains for the first half of the year. He noted that cash flows were slightly negative in the second quarter at -\$0.8M; however, year-to-date cash flows are now positive at \$1.6M.

With regard to the IBEW Pension Plan, Mr. Toben reported that, as of June 30, total Plan assets were \$7.2M. He stated that, with the exception of 2018 and 2022, Total Portfolio Market values have steadily increased over the past 11 years. He reported that in 2008, the market value fell to \$1.1M, but has quadrupled since reaching the market bottom, and reported that now that the Plan is fully-funded, the cash flows into the Plan have moderated. He also noted that the Portfolio was rebalanced earlier this month to bring in line with target asset allocations.

Mr. Toben stated that, as of June 30, total Plan assets for the ATU 788 Pension Plan were \$165.6M. He reported that fund flows over the past few years have been consistently negative, and 2023 continued this trend. Second quarter cash flows totaled -2.1M, with year-to-date cash flows of -\$3.7M.

Mr. Toben reported that the OPEB Retirement Trust ended the quarter with a total Portfolio market value of \$61.7M. He noted that the Portfolio returned +4.2% during the second quarter of 2023, bringing the year-to-date performance to +8.9%.

This item was presented as information only.

17. Unscheduled Business

10:13 a.m. There was no unscheduled business.

18. President/CEO Report

10:13 a.m. Bi-State Development President/CEO Taulby Roach noted that, with regard to Ms. Brittin's update, the Agency has seen fairly substantial increases with regard to insurance. He thanked Ms. Brittin, noting that her negotiations have allowed the Agency to defer much of the insurance increases.

19. Call of Dates for Future Board and Committee Meetings

10:15 a.m. Myra Bennett, Manager of Board Administration, advised the Board of Commissioners of the following upcoming meetings:

Board of Commissioners Meeting	Friday, September 22, 2023	8:30 AM
Safety & Security Committee Meeting	Thursday, October 5, 2023	8:30 AM
Operations Committee Meeting	Friday, October 13, 2023	8:30 AM
Audit/Finance/Administration Committee	Friday, October 13, 2023	8:30 AM

20. Adjournment to Executive Session – If such action is approved by a majority vote of the Bi-State Development Agency's Board of Commissioners who constitute a quorum, the Board may go into closed session to discuss legal, confidential, or privileged matters pursuant to Bi-State Development Board Policy Chapter 10, §10.080(D) Closed Records; Legal under §10.080(D)(1); Real Estate under §10.080(D)(2); and Auditors under §10.080(D)(10).

10:15 a.m. Chair Beach noted that a motion is needed that the Committee go 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)(2) Real Estate; and (D)(10) – Auditors.

A motion to move into Executive Session, as noted, was made by Commissioner Windmiller and seconded by Commissioner Brown. A roll call vote was taken as follows:

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

The motion passed unanimously, and the Committee moved into Executive Session at 10:16 a.m.

21. Reconvene to Open Meeting

10:25 a.m. The Committee reconvened to the Open Meeting at approximately 10:25 a.m.

Commissioner Johnson made a motion to approve the May 25, 2023, Audit Finance and Administration Committee, Executive Session minutes, as submitted, as a closed record. The motion was seconded by Commissioner Windmiller.

A roll call vote was taken as follows:

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

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

The motion passed unanimously.

Commissioner Windmiller made a motion accept, and forward to the Board of Commissioners for approval, the intercompany loan, as presented in Executive Session. The motion was seconded by Commissioner Johnson.

A roll call vote was taken as follows:

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

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

The motion passed unanimously.

22. Adjournment

10:26 a.m. Chair Beach asked if there was any further business, and being none, Commissioner Simmons made a motion to adjourn the meeting. The motion was seconded by Commissioner Johnson. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 10:26 a.m.

Assistant Secretary to the Board of Commissioners
Bi-State Development

**BI-STATE DEVELOPMENT
SAFETY AND SECURITY COMMITTEE MEETING
(VIRTUAL MEETING VIA ZOOM)
OPEN SESSION MINUTES**

August 10, 2023

Immediately following Special Meeting of Board of Commissioners

Committee Members Participating via Zoom

Rose Windmiller
Vernal Brown
Fred Pestello

Herbert Simmons, Chair
Derrick Cox
Irma Golliday

Other Commissioners Participating via Zoom

Sam Gladney
Nate Johnson – Absent

Terry Beach
Debra Moore

Staff Participating via Zoom

Taulby Roach, President and Chief Executive Officer
Jerry Vallely, External Communications Manager
Lisa Stump, Lashly & Baer, Legal Counsel
Myra Bennett, Manager of Board Administration
Charles Stewart, Executive Vice President/Chief Operating Officer Metro Transit
Kevin Scott, General Manager Security
Andrew Ghiassi, General Manager Safety, Chief Safety Officer

Others Participating via Zoom

Karen Sneed, ASL Interpreter

1. Open Session Call to Order

9:15 a.m. Chair Simmons called the Open Session of the Bi-State Development Agency, Safety and Security Committee Meeting to order at 9:15 a.m.

2. Roll Call

9:15 a.m. Roll call was taken, as noted above.

3. Public Comment

9:15 a.m. Myra Bennett, Manager of Board Administration noted that no public comments were submitted for today's meeting.

4. Approval of the Minutes of the January 12, 2023, Safety & Security Committee, Open Meeting

9:16 a.m. Chair Simmons noted that the draft minutes of the January 12, 2023, Safety & Security Committee, Open Meeting, were provided in the Committee packet, for review.

A motion to approve the minutes was made by Commissioner Windmiller and was seconded by Commissioner Golliday.

The motion passed unanimously.

5. Executive Briefing on the 2023 Public Transportation Agency Safety Plan (PTASP) Update

9:17 a.m. A briefing paper requesting that the Safety and Security Committee accept the Bi-State Development Agency Safety Plan annual update, and recommend it to the Board of Commissioners for final approval, was included in the meeting materials. Andrew Ghiassi, General Manager of Safety, provided an update and a brief presentation regarding this item, noting that the Agency has met the requirements of the four principles set forth by the plan. Mr. Ghiassi noted that 2023 PTASP revisions were presented to the State Safety Oversight team, and was granted conditional approval on May 12, 2023, and he is now seeking approval by the Committee to place this item on the agenda for final approval at the September 22, 2023 Board of Commissioners meeting. President/CEO, Taulby Roach, noted that a new requirement providing for a labor team, has been included in the revised plan. He commended Mr. Ghiassi for his work.

A motion to approve this item, as presented, was made by Commissioner Gladney and was seconded by Commissioner Cox.

Unanimous vote in favor was taken. The motion passed.

6. Unscheduled Business

9:20 a.m. There was no unscheduled business.

7. President/CEO Report

9:20 a.m. President/CEO, Taulby Roach, stated that he has no report, at this time.

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

9:20 a.m. Myra Bennett, Manager of Board Administration, reminded the Board of Commissioners of upcoming meetings, as follows:

Operations Committee Meeting:	Friday, August 18, 2023	8:30 AM
Audit, Finance & Administration Committee:	Friday, August 18, 2023	Following OPS
Board of Commissioners Meeting:	Friday, September 22, 2023	8:30 AM

9. Motion to move Executive Session

9:20 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) (3) – Personnel; (D) (11) – Security, and (D) (16) – Rail, Bus or Facilities Safety and Accidents.

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

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

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

The motion passed unanimously, and the Committee moved into Executive Session at 9:21 a.m.

Commissioner Gladney left the meeting at approximately 9:45 a.m. Commissioner Cox left the meeting at approximately 10:00 a.m.

10. Reconvene to Regular Meeting

10:10 a.m. The Committee reconvened to the Regular Meeting at approximately 10:10 a.m.

Commissioner Brown made a motion to approve the modification to the Law Enforcement Services Agreement with St. Clair County, as presented in Executive Session, and recommend it to the Board of Commissioners for final approval. The motion was seconded by Commissioner Moore.

A roll call vote was taken, as follows:

Rose Windmiller – Yea
Vernal Brown – Yea
Fred Pestello – Yea

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

The motion passed unanimously.

11. Adjournment

10:11 a.m. Chair Simmons asked if there was any further business, and being none, Commissioner Golliday made a motion to adjourn the meeting. The motion was seconded by Commissioner Moore. Unanimous vote in favor was taken. The motion passed, and the meeting was adjourned at approximately 10:11 a.m.

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Executive Briefing on the 2023 Public Transportation Agency Safety Plan (PTASP) Update**
Disposition: Approval
Presentation: Andrew J. Ghiassi-General Manager of Safety, Bi-State Development

Objective:

To ensure that Bi-State Development's (BSD) Agency Safety Plan meets or exceeds the regulations outlined by the PTASP final rule (49 C.F.R. Part 673). We aim to maintain our compliance while continuously improving our safety procedures, ultimately creating a safer, more efficient public transportation system for all. To achieve this, we seek the approval of the updated 2023 BSD's Agency Safety Plan from the Safety and Security Sub-Committee and endorsement from the Board of Commissioners. This continuous cycle of review and improvement is paramount to our commitment to safety and excellent service delivery.

Background:

The PTASP rule was enacted by the Federal Transit Administration (FTA) in response to Section 5329(b) of the Public Transportation Safety Program, to enhance the safety of public transportation systems receiving federal transit funds. BSD certified its first Safety Plan by the required deadline of July 20, 2020, and the plan is now due for its annual update.

State Safety Oversight Team Conditional Approval: On May 12, 2023, the Bi-State Safety Oversight Agency (BSSO), a collaboration of the Missouri Department of Transportation (MoDOT) and the Illinois Department of Transportation (IDOT), gave conditional approval to BSD's 2023 PTASP revision. The BSSO team requests that BSD submit a finalized copy of the PTASP, including a signed executive endorsement page and documentation of the Board of Commissioners and Joint Safety/Union Committee's approval.

Rule Applicability and PTASP Requirements: The PTASP rule applies to Bi-State Development as a recipient of Federal Transit Administration (FTA) grant funds. As stipulated by the rule, BSD is required to develop a safety plan incorporating several key elements, including approval by BSD's Accountable Executive, Taulby Roach (President and CEO of Bi-State Development), and the designation of a Chief Safety Officer, Andrew Ghiassi (General Manager of Safety, BSD).

Bi-State Development's Agency Safety Plan: BSD's Safety Plan, approved in 2022, now requires an annual update for 2023 in compliance with the PTASP requirements. The plan includes documented processes for BSD's Safety Management Systems (SMS), an employee reporting program, performance targets based on the FTA's National Public Transportation Safety Plan (NSP), and procedures for addressing all applicable requirements and standards.

The 2023 update introduces significant revisions:

- Updated organizational charts, job titles, department names, and roles and responsibilities.
- Added details regarding the Department of Safety training courses, Hazard Log, and Corrective Action Plan (CAP) Tracker.
- Removed system schematics and Main Line Rail Fixed Guideway System (MLRFGS) element tables that are not referenced in the PTASP and are part of other program standards (i.e., maintenance, engineering, and emergency preparedness plan).
- Removed repetitive information to avoid conflicts within the PTASP and across other program plans.

Approval and Compliance Certification: Bi-State Development is required to certify annually that its safety plan meets the PTASP rule's requirements.

Recordkeeping and Future Actions: Safety plan documents must be maintained for at least three years and made available upon request by the FTA and other relevant agencies.

Previous Action:

The Safety and Security Committee approved this item at the August 10, 2023, open meeting.

Board Action Requested:

The Safety and Security Committee recommends that the Board of Commissioners approve the 2023 Bi-State Development Agency Safety Plan, annual update, as submitted.

Funding Source:

No funding request is being made with this action. BSD Safety will review and operate the plan under the principle of continuous improvement, reflecting changes in BSD's organization, procedures, equipment, facilities, and operating environment.

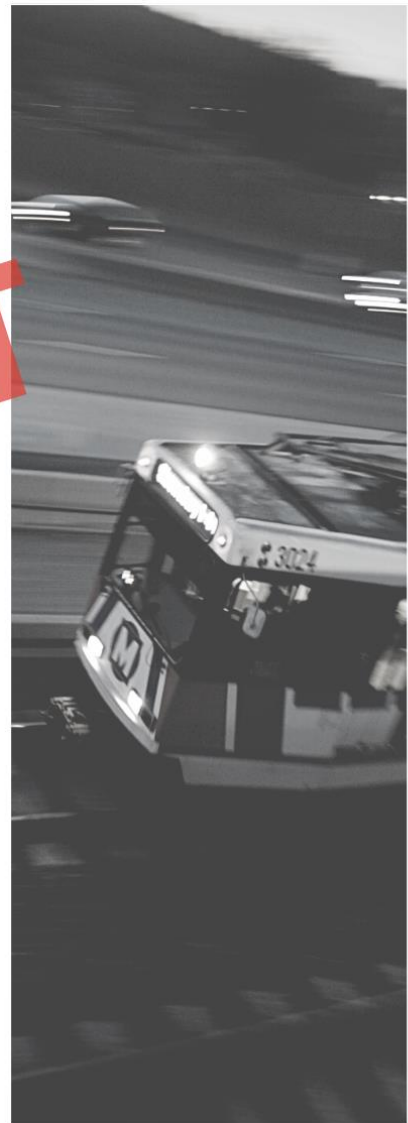
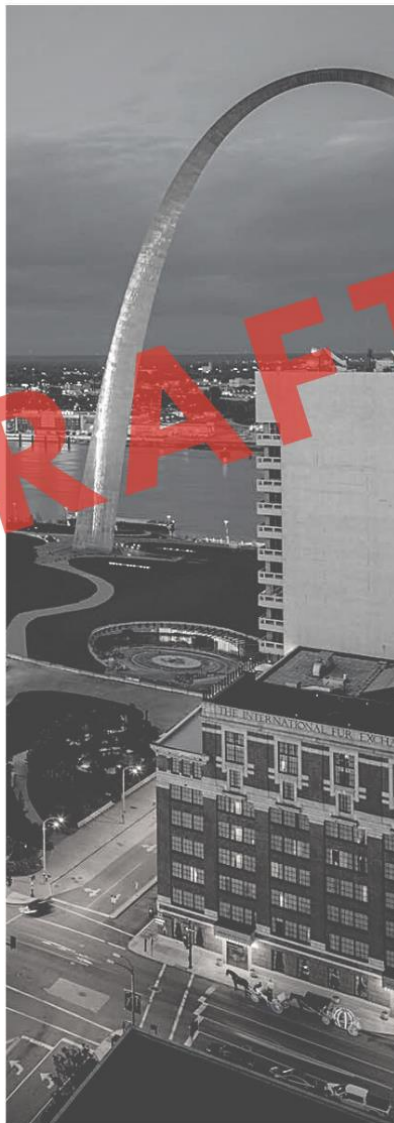
Attachments:

- Updated Bi-State Development's Agency Safety Plan for 2023
- Bi-State Safety Oversight (BSSO) conditional approval letter
- PTASP Signature Page

2023

PTASP

PUBLIC TRANSPORTATION AGENCY SAFETY PLAN



Approvals

The individuals below, submitting and signing this Public Transportation Agency Safety Plans (PTASP), verify that it was prepared in accordance with the appropriate and applicable requirements and guidelines set forth by the Federal Transit Administration in 49 CFR Parts 625, 630, 655, 670, 672, 673, 674, and others, and the Bi-State Safety Oversight (BSSO) Program Standard; that they are authorized representatives of the Board of Commissioners of Metro Transit; that their signatures attest that all items and conditions contained in this plan are understood, accepted and approved; and that they are committed to implementing the PTASP and achieving its safety goals and objectives.

Approved By:

Board Approval

Date

Joint Safety/Union Committee Approval

Date

Taulby Roach

President and CEO (Accountable Executive)
Bi-State Development

Date

Andrew Ghiassi

General Manager of Safety (Chief Safety Officer)
Bi-State Development

Date

Revisions/Amendments

Revision No.	Revision Date	Revised Sections
1	06/19/2020	Initial Submission
2	01/01/2021	Organizational charts, Emergency Management, Hazard Management
3	03/31/2022	Organizational charts, Emergency Management, Hazard Management, New Bi--Partisan Infrastructure Law requirements, updated committees and working groups
4	1/31/2023	Updated organizational charts, job titles, department names, and roles & responsibilities; Added details regarding Dept. of Safety training courses, Hazard Log, and CAP Tracker; Removed system schematics and MLRFGS system element tables that are not referenced in the PTASP and reside in other program standards (i.e. maintenance, engineering, and emergency preparedness plan); Removed repetitive information to avoid conflicts of information within the PTASP and across other program plans

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Introduction

Purpose

Metro has adopted the practices and methods of Safety Management Systems (SMS) as described in the National Transportation Safety Plan (NSP). The purpose of this Public Transportation Agency Safety Plan (PTASP) is to systematically implement Metro's SMS program and introduce safety processes where they are necessary to achieve assurance. The PTASP is reviewed annually to ensure all systems, equipment, facilities, plans, procedures, manuals, and training programs comply with established safety requirements; and that the PTASP reflects the current SMS configuration at Metro. Specifically, the PTASP:

- Establishes the safety program on a company-wide basis;
- Provides a framework for implementing Metro's safety management system, policy, goals and objectives;
- Identifies the relationships and responsibilities of each Metro department relative to achieving safety goals and objectives;
- Identifies the relationships and responsibilities of Metro with municipal and state governing bodies and other organizations and agencies that impact transit system safety;
- Provides a mechanism whereby Metro can demonstrate its commitment to safety, foster a positive safety culture and meet safety performance goals;
- Provides requirements that, as appropriate, contractors and suppliers meet Metro's safety requirements prior to commencing work and/or while on the premises;
- Satisfies federal, state, and local requirements;
- Ensures that the system meets or exceeds accepted industry safety standards;
- Facilitates Federal Transit Administration (FTA) and State Safety Oversight Agency (SSOA) safety inspections, reporting, corrective actions and general and special directives and requirements; and
- Implements NSP performance criteria, state of good repair, vehicle, safety standards, meet training criteria and all other safety management requirements and goals.

Every Metro employee and any outside contractor who serves Metro has the duty to adhere to the PTASP; to recognize, report and correct hazards; to work in a safe manner; to promote safety awareness; and to actively assist in accident prevention.

The signatures of the President and CEO, and Chief Safety Officer included in the Approvals section of this plan attest to the fact that this plan is understood, accepted and approved; and that management is committed to implementing SMS through the PTASP and achieving its safety goals and objectives.

Scope

It is the mission of Metro's management to provide bus, paratransit, and light rail services to the St. Louis Region. This PTASP is intended to cover all current and future Metro bus, paratransit and rail operations, services, and projects. In order to implement Metro's safety policies, goals, and objectives, this PTASP:

- Addresses all Metro departments and contractors;

- Applies to all activities which involve planning, design, construction, procurement, installation, and testing of equipment or facilities, operations, maintenance, support activities, and the environment in which the transit system operates, including areas of public access and adjacent property;
- Charges each director, manager, supervisor, and employee with the responsibility for PTASP implementation and success;
- Requires coordination, integration, communication, and cooperation among all directors, managers, supervisors, departments, and employees;
- Encompasses all rail, paratransit and bus facilities, equipment, vehicles, and employee activities and applies to all who come in contact with the rail and bus systems;
- Establishes appropriate safety performance measures to ensure continuous safety improvement;
- Accommodates federal and state safety assessments, inspections, investigations, audits, examinations and testing; and
- Fosters a positive safety culture at Metro.

Authority

Federal

Statutory mandates in the Moving Ahead for Progress in the 21st Century Act (Pub. L. 112–141; July 6, 2012) (MAP–21), reauthorized by the Fixing America’s Surface Transportation Act (Pub. L. 114–94; December 4, 2015) and codified at 49 U.S.C. 5329(d), are in place to strengthen the safety of public transportation systems that receive Federal financial assistance under Chapter 53. This legislation defines requirements for the adoption of SMS principles and methods; the development, certification, and update of Public Transportation Agency Safety Plans (PTASP); and the coordination of PTASP elements with other FTA programs and proposed rules, as specified in 49 U.S.C. 5329.

In Section 20021 of MAP–21, Congress directed the FTA to establish a comprehensive Public Transportation Safety Program, one element of which is the requirement for the PTASP. Accordingly, the FTA issued a series of rulemakings with 49 CFR Parts 672, 673, and 674.

State Safety Oversight Program

The Bi-State Safety Oversight (BSSO) is the designated State Safety Oversight Agency (SSOA) agency for fixed guideway safety oversight for the MetroLink system.

Metro is covered under the authority of the BSSO program and must develop and implement a compliant Public Transportation Agency Safety Plan (PTASP), System Security Plan (SSP), and Emergency Preparedness Program Plan (EPPP) that comply with the BSSO Program Standard.

Definitions

Unless otherwise stated, definitions used in this document are consistent with federal regulations and guidance as shown in [Appendix B](#).

System Overview

MetroLink

The MetroLink Rail Fixed Guideway System (MLRFGS) is owned and operated by Metro, a Bi-State Development (BSD) enterprise. Metro was created in 1949 through a compact between Missouri and

Illinois and ratified by the United States Congress. Metro's broad powers enable it to cross local, county, and state boundaries to plan, construct, maintain, own, and operate specific facilities in its efforts to enhance the quality of life in the region. Its service area encompasses 200 municipalities. The mission of the Bi-State Development Agency (now doing business as Bi-State Development (Metro)), as articulated by its governing board, is to promote "regional economic development."

MetroBus

MetroBus is the St. Louis metropolitan region's bus system that operates a fleet of 400 clean-burning diesel buses on 59 bus routes in Missouri and Illinois, encompassing a service area of nearly 540 square miles.

Call-A-Ride

Metro Call-A-Ride is the St. Louis metropolitan region's paratransit system that operates a fleet of more than 120 modern, wheelchair-lift equipped vans. This shared-ride service is available with advance reservations to the public and to persons whose disabilities inhibit them from using accessible, fixed-route MetroLink and MetroBus service.

General Administration

Metro is governed by a 10-member Board of Commissioners; five (5) each from the States of Missouri and Illinois. Missouri Commissioners are appointed by the Missouri Governor, based on recommendations from the St. Louis County Executive and the Mayor of the City of St. Louis. The County Board Chairs of St. Clair and Madison Counties directly appoint Illinois Commissioners. The Commissioners are required to be resident voters of the respective states and must reside within the Bi-State Metropolitan Region. Commissioners serve without compensation. Operating five (5) enterprises, Bi-State Development is a dynamic and multi-faceted resource for economic development in the St. Louis region. BSD owns and operates Metro, St. Louis Downtown Airport, Gateway Arch Riverboats, Gateway Arch Revenue Collections Center and Gateway Arch trams, and St. Louis Regional Freightway.

Section I: Safety Management Policy

Metro is committed to comprehensive safety planning, and as an operator of a public transportation system that receives Federal financial assistance under Title 49 USC Chapter 53, also complies with 49 CFR Part 673.

Metro has adopted the principles and methods of Safety Management Systems (SMS) as the basis for enhancing its safety program. All rules, regulations, policies, guidance, best practices, and technical assistance administered will, to the extent practical and consistent with legal and other applicable requirements, follow the principles and methods of SMS.

The Metro safety management policy will be communicated throughout the organization through:

- SMS Training for all employees
- Communications to all Metro personnel from the President and CEO and Chief Safety Officer (CSO)
- New hire trainings
- Safety Meetings
- General bulletin board postings

The PTASP will be available at all times to all employees. It will be maintained in an accessible electronic file or in hard copy(s) by all of management in locations accessible to employees under their supervision and management.

Chapter 1: Safety Management System Policy Statement

The management of safety is one of our core business functions. Metro is committed to developing, implementing, maintaining, and constantly improving processes to ensure that all our transit service-delivery activities take place under a balanced allocation of organizational resources, aimed at achieving the highest level of safety performance objectives and meeting established standards. All levels of management and all employees are responsible for the delivery of this highest level of safety performance.

Metro's commitment is to:

- Support the management of safety by providing appropriate resources resulting in a safety culture that fosters safe practices, encourages effective employee safety reporting and communication, and actively manages safety with the same attention to results as other Metro management systems.
- Integrate the management of safety among the primary responsibilities of all managers, directors, and employees.
- Define clearly for all staff, managers, directors, and employees alike, their responsibilities for Metro's safety performance and the performance of our safety manager system (SMS).
- Implement hazard identification and analysis activities, risk evaluation activities, and employee safety reporting program as fundamental sources for safety data, in order to eliminate or mitigate the safety risk of the consequences of hazards resulting from Metro operations or activities to a point that is consistent with our acceptable level of safety performance.
- Ensure that no action will be taken against any employee who discloses a safety concern through the employee safety reporting program (unless disclosure indicates, beyond any reasonable doubt, an illegal act, gross negligence, or a deliberate or willful disregard of regulations or procedures has occurred).
- Comply with, and whenever possible exceed, federal and state legislative and regulatory requirements and standards.
- Ensure that sufficient skilled and trained people are available to implement safety management processes.
- Provide all staff with adequate and appropriate safety-related information and training; ensure they are competent in safety management matters; and allocate to employees only tasks commensurate with employee skills.
- Establish and measure our safety performance objectives against realistic and data-driven safety performance indicators and safety performance targets consistent with the National Public Transportation Safety Plan.
- Continually improve Metro's safety performance through management processes that ensure appropriate safety management action is taken and is effective.
- Ensure externally supplied systems and services to support Metro operations are delivered meeting our safety performance standards.



Taulby Roach
President & CEO (Accountable Executive)
Bi-State Development

Chapter 2: PTASP Review and Updates

The Safety Management program operates under a principle of continuous improvement. To this end, the PTASP must be reviewed annually and revised as needed to reflect changes in Metro's organization, procedures, equipment, facilities, and operating environment including:

- Policy changes (mission, goals, or objectives)
- Organizational changes
- Changes to rules and regulations
- Changes in operating procedures
- Elimination of equipment or addition of new equipment
- Elimination of a facility or addition/acquisition of a new facility

Changes in safety policy, goals, or objectives require the approval of the President and CEO.

Changes in policy, organization, rules, regulations, or operations necessitating PTASP adjustments are accomplished within the schedule described herein.

2.1 BSSO Submittal

The BSSO requires Metro to assess its PTASP once each year. Metro must submit proposed PTASP changes to the BSSO annually for review and approval, including a summary identifying and explaining proposed changes. The specific due dates for the PTASP are contained in the Bi-State Safety Oversight Program Standards Manual for Oversight of MetroLink (Program Standard).

Metro must also submit to the BSSO any PTASP revisions made between annual updates. Such submissions are made prior to the time the revision is to be implemented. The BSSO reviews and approves, as appropriate, such revisions.

2.2 BSSO Review and Approval

The BSSO reviews the revised PTASP to ensure it complies with the BSSO Program Standard. Metro shall provide the BSSO with a draft of the annual update, or written confirmation that a review was conducted with no revisions deemed necessary, by April 1 of each year. The BSSO completes this review within (30) thirty calendar days of receipt of the plan, or notifies Metro if additional time is needed to complete the review. If Metro's plan complies with the Program Standard, the BSSO issues a written approval of the plan and requests that Metro send a final copy of the PTASP with appropriate approval signatures and other endorsements as needed within fifteen (15) days of receiving Board approval. The plan the BSSO reviews and approves is considered the PTASP in effect until another such plan is submitted and approved in accordance with the requirements of the Program Standard.

If the BSSO determines that the submitted PTASP does not meet the published standards of the Program Standard, it will send a written notice, along with a description of what changes are necessary to gain approval. This written notice will typically be made up of a completed checklist, and as needed, an additional narrative or memo. Metro will have thirty (30) calendar days to make such changes, unless otherwise specified in the BSSO's correspondence.

The BSSO will meet with Metro to discuss the review if Metro wishes. In the event Metro objects to a noted deficiency or requested change from the BSSO, it shall provide written notice of its objections,

and suggest alternatives within seven (7) calendar days. The BSSO and Metro shall review the objections, suggest alternatives, and agree to an appropriate course of action within fifteen (15) calendar days. This review process may include meeting(s) to clarify any deficiencies or issues.

2.3 Metro Review and Approval

The General Manager Safety will coordinate the annual review and revision process of the PTASP and ensure the review takes place. The Director Safety will notify Metro management, and the Joint Labor Safety Committee members, each year of the requirement to review their section of the PTASP for revisions. The General Manager Safety has the responsibility to incorporate any required changes into the overall PTASP. The revised PTASP is then presented to the Joint Labor Safety Committee, and the Executive Safety & Security Committee (ESSC) for review and approval. A copy of the updated PTASP is forwarded to the BSSO for review and approval by April 1. After the BSSO issues their approval the final version of the PTASP, the BSD Board of Commissioners will vote to approve the document. Within fifteen (15) days of Board approval, a fully executed signed version is transmitted to the BSSO, and a published copy is posted on The Hub. In the event that no changes are required following the annual PTASP review, the President and CEO will notify the BSSO that the annual review of the PTASP has been completed and that changes are not required.

A revision cover sheet is included with the distribution of each revision. The revision cover sheet includes the revision number, date, and description of all updates. If no revisions are deemed necessary, a dated revision cover sheet is distributed verifying that no revisions are needed.

2.4 Safety Performance Targets

Under the requirements of 49 CFR Part 673.11(a)(4), the Metro PTASP must address the applicable requirements set forth in the FTA's National Public Transportation Safety Plan (NSP) demonstrating compliance with the minimum safety performance standards authorized under 49 U.S.C. 5329(b)(2)(C).

These standards, as set forth in the NSP, are associated with data reported to the National Transit Database (NTD).

The following metrics are established each year:

- **Fatality:** death confirmed within 30 days; excludes trespassing, suicide, and illness/natural causes
- **Injury:** harm to a person requiring immediate medical attention away from the scene; includes NTD S&S-40 (major) and S&S-50 (non-major) events; excludes injuries resulting from security events (e.g. assaults and other crimes)
- **Safety Event:** events meeting the NTD S&S-40 (major) event threshold; includes major safety events (e.g. collision, derailment, fire, and evacuation); excludes major security events (e.g. assault and robbery)
- **System Reliability:** mean distance between major mechanical failures

The annual target for fatalities, injuries, and safety events is calculated by averaging the number of NTD reportable events from the preceding calendar years. The performance target is presented as the number of events, by mode, per one hundred thousand revenue miles.

System Reliability is reported, by mode, as the mean distance between major mechanical failures. Major mechanical failure is an event that prevents a vehicle from completing or starting a scheduled revenue trip because actual movement is limited or because of safety concerns. The Vehicle Maintenance Department tracks the number of major mechanical failures and establishes the performance targets by fiscal year.

Per 49 CFR Part 673.15(a) & (b), Metro is required to coordinate its performance targets as required by the NSP with the local Metropolitan Planning Organization and the State(s). These entities consist of East-West Gateway Council of Governments (EWGW), Illinois Department of Transportation (IDOT), and Missouri Department of Transportation (MoDOT).

During the draft stages of the PTASP each year, Metro will communicate its proposed performance targets to EWGW. The Accountable Executive, or their designee, will communicate this to EWGW by electronic means and/or an actual meeting. This will be accomplished each year before the draft PTASP is transmitted to the BSSO. Approved performance targets are listed in [Appendix A](#).

Per the Bi-Partisan Infrastructure Law, Metro is also required to include the Joint/Labor Safety Committee in deciding the performance targets each year.

The annual draft PTASP submittal to the BSSO will serve the requirement of Metro communicating its proposed performance targets with the State(s). Metro also has the opportunity of communicating and coordinating with the BSSO on its safety performance measures through the quarterly BSSO meetings and/or site visits.

Chapter 3: Safety Management Accountabilities and Responsibilities

Metro has established the necessary authorities, accountabilities, and responsibilities for the management of safety amongst the following individuals at Metro, as they relate to the development and management of Metro SMS:

3.1 Lines of Authority

3.1.1 Accountable Executive

Metro has identified the President and CEO as the Accountable Executive. The President and CEO is accountable for ensuring that the agency's SMS is effectively implemented throughout Metro's system; and ensuring action is taken, as necessary, to address substandard performance in Metro's SMS. The President and CEO may delegate specific responsibilities, but the ultimate accountability for Metro's safety performance always rests with the President and CEO.

Responsibilities include:

- Ensuring safety concerns are considered in Metro's ongoing budget planning process;
- Ensuring transparency in safety management priorities for the Board of Commissioners and for the employees;
- Establishing guidance on the level of safety risk acceptable to the agency; and
- Ensuring the safety management policy is appropriate and communicated throughout the agency.

3.1.2 Chief Safety Officer (CSO):

The Accountable Executive has designated the General Manager Safety as the Chief Safety Officer (CSO). This position serves as the SMS Executive with authority and responsibility for day-to-day implementation and operation of Metro's SMS. The CSO holds a direct line of reporting to the President and CEO. The President and CEO, or other designee assigned by the President and CEO, will serve as the CSO when the position is vacant or unavailable.

3.1.3 Managers/Supervisors

Managers/Supervisors are responsible for safety performance within their functional area and implementing SMS. This responsibility includes determining and implementing measures to counteract safety hazards and to mitigate known or potential hazards.

3.1.4 Metro Team Members

All Metro team members are responsible for performing their work safely and in accordance with established SMS requirements for the protection of themselves, co-workers, customers, facilities, and equipment. This includes:

- Conforming to workplace safety policies, procedures and requirements;
- Completing all technical, on the job (OTJ), and safety training; and
- Immediately reporting hazards and safety concerns through the employee reporting program.

3.2 Accountability/Responsibility by Department

Within Metro, each department/functional area provides distinct roles and carries out specific safety management responsibilities to ensure the protection of passengers, employees, emergency responders, the community served, and Metro's property.

3.2.1 Engineering

- Administer/monitor construction contracts to ensure that contractor procedures conform to current BSSO and Occupational Safety and Health Administration (OSHA) regulations and that the results are safe for Metro and/or public use.
- Monitor the installation of facilities, systems, and equipment to ensure compliance with contractual requirements and procedures.
- Approve any new, upgraded or modified communications or electronic systems.
- Conduct environmental impact studies.
- Oversee design and engineering consultant services, and construction contracts.
- Report and make recommendations to the Executive Vice President and COO Metro Transit and Metro's Board on major capital projects.
- Participate on Metro's Executive Safety and Security Review Committee (ESSC) and the Safety and Security Certification Working Group (SSCWG) as appropriate.
- Manage hazard and vulnerability processes for capital projects.
- Establish and maintain current drawings for capital project facilities and systems.
- Monitor implementation of project specific safety and security plans, activities, and responsibilities.
- Monitor environmental and chemical compliance with local, state, and federal regulations for capital projects.
- Provide document control for capital projects.
- Provide configuration management for capital projects.

3.2.2 Finance

- Facilitate achievement of PTASP objectives through preparation and control of Metro's budget.
- Ensure necessary funding for safety programs/projects.

3.3.3 Information Technology (IT)

- Ensure IT processes follow the PTASP.
- Manage networking, hardware, software, the Internet, phones, computers, networks, and other technical areas.
- Support the Safety Department with computing technology to monitor, track, and implement SMS and its components.

3.3.4 Maintenance of Way (MOW)

- Ensure signals and switches are maintained safely and efficiently.
- Ensure substations and catenaries are maintained safely and efficiently.
- Ensure safety of Metro buildings including mechanical and electrical equipment.
- Ensure that rail stations and stops meet applicable safety requirements and Metro policies.
- Monitor compliance of organizational policies and procedures.
- Develop and monitor preventive maintenance procedures.
- Ensure the creation and maintenance of accurate records of inspections and maintenance work.

- Ensure necessary procedures are in place and implemented for conducting maintenance activities safely and effectively.
- Provide for enforcement of required safety procedures for all maintenance activities.
- Assist the Safety Department in conducting safety/fire inspections and correcting any identified safety deficiencies.
- Establish and maintain current drawings for Metro facilities and systems.

3.3.5 MarCom

- Act as a source of information to the public and news media during an emergency.
- Coordinate the dissemination of information to BSD team members.
- Provide public information on safety and security for regular operations.
- In partnership with the Safety Department, develop marketing and communication tools to increase the transit safety awareness of customers and others coming in contact with Metro.
- In partnership with the Safety Department, develop and implement community outreach programs promoting the safe use of Metro services.

3.3.6 Operations (MetroLink, MetroBus, and Call-A-Ride)

- Assist in the coordination of internal safety audits and participate in emergency response drills as required.
- Ensure effective response during emergencies as required by circumstances.
- Assist in accident investigations as required.
- Coordinate safety-related activities and ensure compliance with the PTASP.
- Ensure compliance with company and safety-related programs, policies and procedures, bulletins, and the PTASP.
- Coordinate daily activities of operations supervisors, instructors, dispatchers, movement directors, and operators.
- Take appropriate actions to resolve identified hazards in a timely manner.
- Continuously identify any operating hazards that require formal implementation of the Hazard Management Process.

3.3.7 Talent Management

- Develop position descriptions that address safety-related restrictions and requirements.
- Ensure that successful candidates for positions are capable of safely performing the tasks of these positions on a repetitive basis.
- Ensure employees are screened prior to employment in compliance with all FTA and BSSO requirements.

3.3.8 Procurement

- Monitor procurement practices to ensure that safety is not compromised in replacing parts.
- Ensure Metro stocks quality parts and provides specification and quality assurance for parts and materials.
- Ensure that the procurement process complies with established procedures for evaluating materials and products for use by Metro.
- Ensure that all contracts comply with Metro's PTASP and all federal, state and local fire/safety regulations.
- Include safety requirements in contracts such that contractors must meet all applicable state, federal, and local regulations as well as Metro's requirements.

3.3.9 Scheduling and Service Planning

- Ensure that service delivery schedules allow sufficient running time for safe operations at speed limits and adequate recovery time for operators.
- Investigate operator complaints of insufficient running time.
- Develop runs and schedule relief in accordance with collective bargaining agreements and regulatory requirements.
- Ensure operational safety of stops, shelters, and route design and layover/recovery areas.

3.3.10 Security

- Be alert and observant of the personal security of Metro passengers, employees, and the public.
- Manage security logistical deployments within assigned zones.
- Respond to security and emergency incidents.
- Report hazards, threats, and other safety and security-related incidents to Public Safety Dispatch.
- Provide leadership and direction to Metro employees during security incidents.
- Liaison with local or MetroLink Police Taskforce officers and assisting in crowd control, securing witness information, and providing general on-scene assistance, as may be requested.
- Manage the emergency management program.
- Make on-scene decisions about restricting or continuing operations due to a security incident, in coordination with law enforcement.
- Issue suspensions and/or citations for violations of 'Metro's Code of Conduct' and fare policies.
- Prepare and submit internal Metro reports for security incidents in which they are involved or to which they respond.
- Collaborate with MetroLink Police Taskforce officers in fare enforcement missions.
- Patrol park and ride lots and parking structures, monitoring appropriate use, and issuing warnings and citations for parking violations.

3.3.11 Transit Asset Management

- Manage the condition and performance of assets in order to achieve and maintain a state of good repair (SGR).
- Manage the Enterprise Asset Management (EAM) system and track work orders and progress.
- Conduct an annual asset condition ratings review.
- Support capital planning processes.

3.3.12 Metro Training

- Ensure proper training of all new mechanics and technicians to safely and effectively inspect, maintain, and repair BSD's fleet.
- Ensure proper training of maintenance staff in emergency/safety procedures and injury/illness prevention as appropriate.
- Train and qualify new operators on routes, equipment operation, pre-trip inspection, emergency procedures, and injury and illness prevention.
- Perform re-training following accidents & occupational injuries as warranted.

3.3.13 Vehicle Maintenance

- Assure that the revenue and non-revenue fleet is properly maintained and in safe operating condition.
- Coordinate with the General Manager Safety on system safety requirements.
- Administer and monitor standardized programs, policies, and procedures.

- Monitor the collection and disposal of waste (e.g., oils, clarified waste water sludge) to affect safe handling and minimize employee and environmental exposure to potentially hazardous products and materials.
- Ensure appropriate action to resolve reported or otherwise identified hazards in a timely manner.
- Coordinate with the General Manager Safety in the development and implementation of risk reduction measures associated with the operation and maintenance of Metro's rail revenue vehicles.
- Coordinate safety-related activities of the vehicle maintenance staff and ensure compliance with the PTASP.
- Ensure that programs, retrofits, major repairs, and maintenance practices are performed safely and monitored for safety-related issues.
- Monitor body and paint, mechanical repairs, and component rebuild activities for quality.
- Assist in accident investigation process as required.
- Arrange removal of defective or damaged equipment.
- Schedule and coordinate preventive maintenance activities.
- Maintain vehicle records.
- Ensure that equipment complies with manufacturer specifications, federal requirements, and directives.
- Ensure all emergency communications electronic equipment complies with organizational requirements along with the associated guidelines.

Quality Assurance

- Where applicable, participate in the development of technical equipment specifications and procedures that address the safety requirements of regulatory agencies and Metro.
- Ensure that replacement equipment meets safety requirements prior to acceptance.
- Examine equipment and systems to explore the potential for increased efficiencies and improvements in user and fire safety as well as in performance.
- Administer warranty programs.
- Coordinate major equipment rebuild, repair, and retrofits.
- Ensure performance of inspection and testing activities necessary to ensure that equipment, supplies, and operations result in the desired level of safety.
- Monitor the performance of preventive maintenance efforts.
- Stop work on all unauthorized modifications.
- Analyze equipment failures and identifies trends.
- Document equipment modifications and informs affected staff of these modifications.
- When appropriate participate with the Safety Department in accident investigations, and develop findings and recommendations.

3.3 Accountability/Responsibility within Department of Safety

3.3.1 General Manager of Safety

The General Manager Safety serves as the Chief Safety Officer and is responsible for developing Metro's PTASP and providing the day-to-day leadership, management and administration of the safety program through:

- Communicating Metro's safety and security goals, programs, and strategic direction.
- Providing direction in the development, coordination, and implementation of safety training.

- Managing the agency's SMS and safety program.
- Developing safety policies, procedures, and programs that support a safe work and transit environment.
- Managing safety assurance audits and corrective action plans.
- Managing the Safety Department Committees and Working Groups.
- Developing and overseeing the Safety Department budget.
- Ensuring sufficient manpower and equipment resources are adequately deployed at Metro to meet SMS requirements, and informing the President and CEO of any deficiencies in this critical area.
- Providing monthly and/or quarterly reports to the President and CEO on SMS compliance agency-wide.
- Providing information, recommendations and status reports to the President and CEO on resource allocation supporting SMS compliance at Metro.

3.3.2 Director of Safety

The Director of Safety directs and manages the day-to-day responsibilities of the Safety Department by:

- Directing and monitoring the SMS program and ensuring immediate corrective action is implemented for failures of the SMS.
- Providing primary consultation and guidance on SMS implementation throughout the agency.
- Overseeing and supporting departmental assessments, investigations, inspections, observations, and other Safety Assurance activities to ensure full compliance with SMS.
- Assisting in and supporting development of safety policies, procedures, and programs.
- Serving as Metro's main contact with BSSO and other agencies related to safety programs and procedures.
- Overseeing development and maintenance of industrial hygiene, occupational management databases, and computer information systems.
- Ensuring the investigation of safety concerns reported to the Safety Department.
- Supervising the Drug and Alcohol Administrator and Safety Auditors.

3.3.3 Drug & Alcohol Program Manager

The Drug & Alcohol Program Manager is responsible for the implementation of and managing Bi-State's Drug & Alcohol Program and ensuing compliance with federal requirements. This includes:

- Monitoring compliance with the DOT/FTA/USCG Drug and Alcohol Testing Programs to ensure all applicable testing types and thresholds are met.
- Ensuring all employees receive the necessary training and are aware of drug and alcohol policies.
- Maintaining an accurate list of safety sensitive employees.
- Scheduling random selection, reasonable suspicion, and DOT testing.
- Maintaining secure recordkeeping systems for all testing records and related materials.
- Developing and administering medical standards for specific job positions, as warranted.
- Serving as Metro's Designated Employer Representative (DER) during disciplinary hearings.
- Providing oversight and follow-up of site visits by health professionals (e.g., in connection with Metro's drug and alcohol testing program).

3.3.4 Manager of Program Oversight & Analytics

The Manager of Program Oversight & Analytics serves in a leadership role for regulatory programs, corrective action plans (CAPS), document control, and analytics. This includes:

- Managing and facilitating annual updates/revisions for all regulatory Safety/Security program plans (e.g. Public Transportation Agency Safety Plan, System Security Plan, Emergency Preparedness Program Plan, etc.).
- Coordinating safety/security audits; serving as a liaison for SSO, Internal Audit, and contracted auditors.
- Managing the safety/security reporting requirements for NTD.
- Directing and supporting the development of safety/security performance metrics.
- Providing analytical support for evaluating the effectiveness of safety/security initiatives as outlined in the PTASP and SSP.
- Developing and managing data collection tools and dashboards that support Safety Assurance and SMS.

3.3.5 Safety Auditors

The Safety Auditors are responsible for the implementation and oversight of SMA, Safety Assurance initiatives, and Safety Promotion. This includes:

- Investigating accidents, hazards, and other safety-related events.
- Completing accident and safety-related reports.
- Performing and documenting risk identification, assessment, and mitigation processes.
- Maintaining the Hazard Log.
- Supporting Safety Promotion initiatives.
- Conducting safety inspections.
- Serving as department representatives during MetroLink, MetroBus, and Paratransit activities.
- Facilitating safety meetings.
- Developing and delivering safety-related training.

3.3.6 Safety Coordinator

The Safety Coordinator provides support to the Safety Department and Drug & Alcohol program. This includes:

- Functioning as an assistant to Metro's Designated Employer Representative (DER) and serves as the DER in the absence of the Drug and Alcohol Manager (DAPM).
- Ensuring recordkeeping requirements are met per: 49 CFR Part 670, BSSO Program Standard, FTA, and any internal requirements related to safety.
- Overseeing the compilation and auditing of incoming drug and alcohol testing paperwork.
- Scheduling and participating in hearings, coordinates personnel actions with Human Resources and Labor Relations, coordinates and works with Union officials.
- Assisting with developing, implementing, and overseeing Health and Safety Programs throughout Metro.
- Administering BSD's Motor Vehicle Records (MVR) program to ensure Metro employees maintain a valid and current driver's license.

Chapter 4: SMS Documentation

Metro maintains documents that support the PTASP, SMS implementation, and outcomes of SMS process/activities for a minimum of three years after they are created. This includes, in whole or in part, documents that describe programs, policies, and procedures that carry out the PTASP.

Metro makes documentation available to the FTA, other federal and state entities as appropriate, and the BSSO, as required by 49 CFR Part 673.31. This documentation is delivered using a variety of methods. Methods include, but are not limited to, data requests, access to various computer databases that house safety/SMS data, internal documents that analyze data, daily incident management data, and monthly hazard logs.

In addition to documents required by 49 CFR Part 673, Metro maintains records of:

- Safety risk mitigations developed in accordance with 49 CFR Part 673.25;
- Results from Metro performance assessments as required under 49 CFR Part 673.27; and
- Employee safety training taken for purposes of compliance with the PTASP and the Public Transportation Agency Safety Training Certification Program.

4.1 Training Documentation

The Department of Safety keeps training records for the courses facilitated by the department. All other training records are maintained by the individual departments or Metro Training Department. (See [Chapter 15: Competencies and Training](#) for additional information.)

4.2 Hazard Documentation

All hazards are captured and monitored on the Hazard Log. (See [6.4 Hazard Log](#) for details.)

Hazard information is made available to the BSSO in accordance with 49 CFR Part 674.27 and the BSSO Program Standard. In addition, the BSSO will have access to a read-only Hazard Dashboard once the open items from the Excel log are transferred to the Esri log. Furthermore, all hazards with a final risk assessment of 'unacceptable' will be reported to the BSSO in accordance with the BSSO Program Standard as outlined below:

- Metro will notify the BSSO within 24 hours, or by 5:00 pm on the next regular working day, following the determination of a hazard or unsafe condition as 'unacceptable'.
- The notification will be transmitted to the BSSO in accordance with the BSSO State Safety Oversight Program Rail Event Notification Standard Operating Procedure.
- Metro will submit an initial, investigative report of the unacceptable hazard to the BSSO within (14) fourteen calendar days of the hazard being identified. Status reports will be provided to the BSSO, at minimum monthly, until the investigation is complete.
- Metro will submit a final report to the BSSO for approval once the investigation is complete. The report will include a description of activities, findings, identified causal factors, hazard analysis and Corrective Action Plan (CAP) as appropriate.

Metro will transmit a summary of open, unacceptable hazards to the BSSO quarterly.

4.3 Corrective Action Plan (CAP) Documentation

The BSSO maintains a Corrective Action Monitoring Log that identifies all CAPS approved by the BSSO and proposed by BSD and their respective status. The BSSO updates the log with information collected from the monthly CAP Advisory Working Group Meetings. In addition, BSD maintains an online CAP Tracker that serves as a centralized location for information (e.g. general information, status updates, and forms) and performance metrics (e.g. number of open/closed/submitted CAPS). The CAP Tracker is maintained by the Safety Department and Internal Audit; the BSSO has read-only access. (See [14.3.1 CAP Tracker](#) for additional details.)

Chapter 5: Integration with Emergency Management

The Emergency Management program is a function of the Department of Security under the direction of the General Manager Security. Emergency Management responsibilities of the program reside with the Emergency Preparedness Coordinator who reports directly to the General Manager of Security. Together, they coordinate with internal/external entities to develop a Multi-Year Training and Exercise Plan (MYTEP) which will conform to training requirements listed in the Emergency Preparedness Program Plan (EPPP).

Metro's EPPP is its primary guidance and policy document for emergency preparedness, response, recovery and mitigation. The Plan provides for supporting plans and procedures to be developed to guide Metro in response to all hazard emergencies. Metro is responsible for the coordination and provision of transportation resources provided to federal, state, and local governments, volunteer organizations, and the general public response in the event of an all hazard response which necessitates immediate evacuation. In such circumstances, Metro has coordinated with both local, county, and state governments and the emergency management agencies in its service area to support on-going development and revision of their respective Emergency Preparedness Program Plans and supporting incident management and response protocols and resource inventories.

Emergency response planning, coordination, and training procedures are contained in Metro's Standard Operating Procedures (SOPs) and EPPP. Metro ensures that the guidelines contained in the EPPP are regularly evaluated through agency-wide emergency exercises. Security personnel participate in annual drills and fire/life safety training with various emergency responders and Metro Departments including Safety. The EPPP is reviewed and updated, as needed, or on an annual basis by the Emergency Preparedness Coordinator and the Executive Safety & Security Committee (ESSC). An electronic copy of the EPPP is available on The Hub; printed copies are available upon request from the Emergency Preparedness Coordinator.

Section II: Safety Risk Management

Chapter 6: Hazard Management

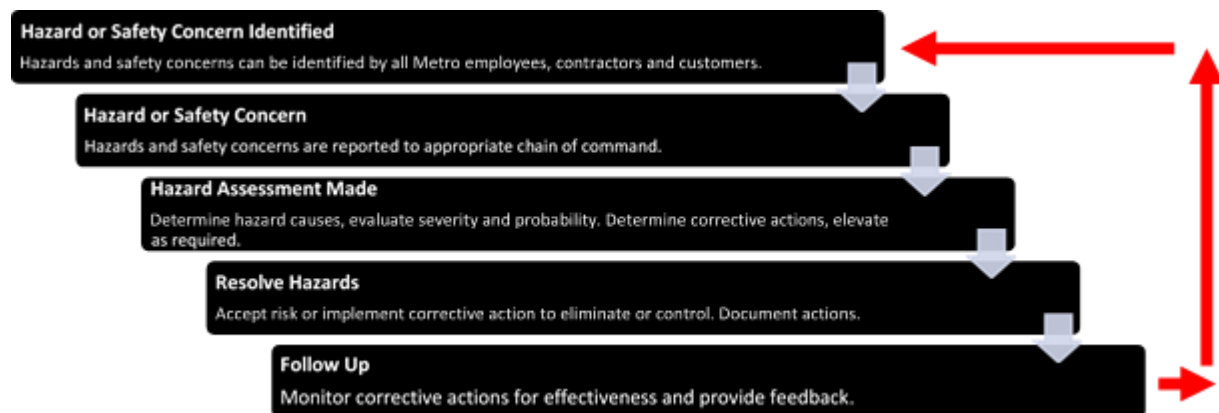
Metro has developed and implemented a Safety Risk Management process for all elements of its public transportation system. The Safety Risk Management process is comprised of the following activities:

- Identification of safety hazards
- Analysis of safety hazards
- Safety risk evaluation
- Safety risk mitigation

Hazard identification and resolution is the core element of the PTASP, requiring timely correction of unsafe conditions, ideally, anticipated and reconciled before serious accident, injury, or damage occurs. The methodology employed for the formal process of hazard identification and resolution at Metro is based on U.S. Department of Defense Military Standard (MIL-STD-882E) Standard Practice for System Safety.

To ensure that Metro provides safe and reliable transportation services, Metro uses the hazard methodology to ensure hazards are identified, analyzed for potential impact on the operating system, and resolved in a manner acceptable to Metro management and regulatory agencies. Figure 1 outlines the hazard manage process.

Figure 1: Hazard Management Process



All Metro management, staff, contractors, and suppliers are required to implement hazard management and safety and system assurance throughout the design, construction, testing, and operational phases of Metro's projects. Hazards which cannot be eliminated in the design phase are to be controlled by safety devices, warning devices, training, and/or written procedures to prevent hazards.

Hazard identification and resolution is a safety process managed by the General Manager Safety with the assistance of the ESSC. Hazards are also managed and discussed through individual MetroLink, MetroBus, and Call-A-Ride meetings on a monthly basis.

6.1 Hazard Identification

Hazard identification activities define conditions and failures that have the potential for causing an accident. It is the responsibility of all Metro employees to identify and report hazards in accordance with

the processes described in the PTASP. While identifying every hazard is virtually impossible, the implementation of the hazard identification procedures can greatly increase Metro's ability to identify and thereby eliminate hazards or reduce risk to an acceptable level. The Safety Department conducts periodic inspections of facilities and equipment to identify hazards on a proactive basis. It also reviews incident reports, injury and illness reports, and worker's compensation databases. In the investigation of serious accidents, ad hoc safety committees/working groups are assembled utilizing various disciplines as members to develop a consensus determination of hazard severity and causal factors. When required, contractors and manufacturers may provide outside assistance to the committee/working group. Independent reviews may be obtained as to ensure objectivity.

Departmental managers are responsible for ensuring their employees report hazards to the Safety Department for review and analysis. Ultimately, these same managers are responsible for their respective department's compliance with their role in the Safety Risk Management (SRM) process.

6.1.1 Hazard Identification Sources

Hazard identification can be derived from the day-to-day operations and maintenance activities of the system. These activities can include the certification of new construction, the review of system modifications, structure inspection activities, equipment modifications, design reviews, testing, analysis, and maintenance inspections. Finally, hazards are often identified through safety audits, peer reviews, customer complaints, and triennial reviews. A summary of sources for hazard identification is as follows:

- Maintenance Audits & Inspections
- Facility & Equipment Inspections
- Structures Inspection Program
- Training & Certification Programs
- Accident & Injury Investigations
- Contractor, Patron, & Employee Reports
- Safety Data Acquisition & Analysis
- Operating Rules & Procedures
- System Replacements & Updates
- New Systems & Rolling Stock
- BSSO Three Year Reviews
- Internal Safety & Security Audits
- MetroLink Incident Management System
- Trespasser/Near Miss Log
- Safety Meeting Discussion Points and Action Items
- Facility Inspections
- Revenue Vehicle Inspections
- Transit Asset Management
- Safety Committees and Working Groups
- External Regulatory Agencies (e.g. FTA & BSSO)
- Employee Safety/Hazard Reporting
- EAM

6.1.2 Employee Reporting Program

Metro has an efficient and robust Employee Safety Reporting program. Employees, including contractors, are encouraged to report safety conditions to the Safety Department that are a hazardous condition or may cause a hazardous condition. All employees are protected from retaliation from their peers and/or supervisors due to reporting safety conditions.

Examples of items that can be reported include:

- Hazards/potential hazards
- Safety issues and concerns
- Accidents/incidents
- Possible solutions and safety improvements
- Close calls/near misses

When is Safety Reporting Protected?

- Reporting safety hazards or potential hazards
- Making suggestions for safety improvements
- Reporting other employees' unsafe behavior
- Fatigue that presents an unacceptable hazardous condition
- Self-report of a close call or near miss

When is Safety Reporting Not Protected?

- Willful safety violations
- Reckless and neglectful acts
- Actions resulting in an accident/incident
- Criminal activities
- Alcohol or drug use
- Making a false report
- Being observed violating Metro's safety rules by supervisor

Employees may report via the following methods:

- Reporting directly (in person) to the immediate supervisor
- Reporting directly to a Safety staff member
- Reporting directly to the CSO
- Email Safety@metrostlouis.org
- Reporting via QR code/online form



**SCAN THE QR CODE TO REPORT
A SAFETY OR SECURITY CONCERN.**

For more information, please email Safety@MetroStLouis.org

Employees have the option of reporting anonymously at any time. Employees, who request a follow-up and leaves contact information, will receive feedback from Safety or a Supervisor in their area as to the disposition of the report. All hazards/safety concerns will be documented in the Hazard Log and investigated in a timely fashion.

Hazards and investigation results will be made available for all employees through the Safety Promotion process described in Chapter 16.

6.1.3 Hazard Investigation

Investigation findings are documented and provided to the General Manager Safety, who will provide support for the department and monitor corrective actions through full resolution. These hazards will be included on the Hazard Log for completion and monitoring.

The General Manager Safety, with support from the ESSC, will determine those hazards for which formal analyses [i.e. Preliminary Hazard Analysis (PHA), or Operating Hazard Analysis (OHA)] are prepared. Further details are provided below in Hazard Evaluation and Analysis.

To address hazards resulting from system extensions or modifications, operational and other changes, safety analysis included in design and procurement contracts will provide for:

- Identification of potential/existing hazards
- Assessment of the severity and probability of occurrence/reoccurrence of each potential hazard
- Timely awareness of hazards for those who must resolve them
- Ability to track and control hazards through all phases of a project's life cycle
- Formal Safety and Security Certification where applicable

6.2 Hazard Risk Assessment

The next step in the hazard management process involves classification of each hazard in terms of severity and probability of occurrence in order to determine the risk with which it is associated. This, in turn, provides the basis for determining possible mitigation strategies and allows Metro to prioritize hazards. The risk assessment criteria are adapted from the APTA Guidelines, MIL-STD 882E, and from the Federal Railroad Administration (FRA) Collision Hazard Analysis Guide. The classification process is described in the following sections and is performed by the Safety Department.

Maintenance items, such as vehicle and facility inspections will not receive formal hazard ratings and will be entered and tracked in BSD's EAM system. The EAM system will track and document the maintenance defect items from discovery to repair. A formal hazard analysis can be conducted on maintenance items where trends are discovered.

6.2.1 Hazard Severity

Hazard Severity is a measure of the most practical/credible mishap resulting from personnel error, environmental conditions, design inadequacies, and/or procedural deficiencies for systems, subsystems, or component failure or malfunction. Table A outlines the categories for determining hazard severity.

Table A: Hazard Severity Table

Category	Technical Definitional	Human Cost	Property Cost	Other Impacts
Catastrophic	Could result in death, permanent disability or complete system loss could result from incident cause by hazard.	Death to 2 or more; permanent disability to multiple persons.	Loss will exceed \$1M	Irreversible environmental damage.
Critical	Could result in multiple severe injuries, disability, or major system loss will result from incident cause by hazard.	Hospitalization of 3 or more persons; single fatality.	Loss between \$500K and \$1M	System interruption greater than 24 hours.

Marginal	Conditions are such that injuries to 2 or more persons and/or severe damage to system and components.	Immediate medical care (EMS) away from scene for 2 or more persons.	Loss between \$10K and \$500K	System interruption less than 24 hours.
Negligible	Minor injury or damage.	Injury or occupational illness not resulting in a lost work day.	Damage less than \$10,000	Minimal environmental impact.

6.2.2 Hazard Probability

Metro describes the probability that a hazard may occur in potential occurrences per unit of time, events, items or activity. Metro derives qualitative hazard probability from research, analysis, and evaluation of safety data from the operating experience of Metro and/or other similar transit authorities. When available, the use of appropriate and representative quantitative data that defines frequency or rate of occurrence for the hazard is generally preferable to qualitative analysis. Due to the unique nature of hazards, the quantitative analysis for each hazard may differ. A qualitative hazard probability ranking for Metro is as follows:

Table B: Hazard Probability Table

Hazard Probability Levels			
	Description	Quantitative	Fleet/System
Frequent	Likely to occur frequently	1 time out of 10 or more during a 12 month period of time	Continuously experienced
Probable	Will occur several times	1 time out of 100 during a 12 month period of time	Occurs frequently
Occasional	Likely to occur some time	1 time out of 1000 during a 12 month period of time	Will occur several times multiple locations
Remote	Possible to occur	1 time out of 100,000 during a 12 month period of time	Could occur once or twice
Improbable	Unlikely but possible to occur	1 time out of 1,000,000 in a 12 month period	Very unlikely but could occur once within lifetime of a fleet or system
Eliminated	So unlikely, we assume the occurrence may not be experienced.	Will not occur	This category applies to hazards that have been eliminated by design

6.3 Hazard Resolution

The objectives of a Hazard Resolution process are:

- To identify areas where hazard resolution may require a change in the system design or development of special procedures;
- To verify hazards involving interfaces between two or more systems have been resolved;

- To verify the resolution of a hazard in one system does not create a new hazard in another system; and
- To verify required analysis is provided in a timely manner, and identify where delinquent analysis is delaying hazard resolution.

Hazard resolution is not synonymous with hazard elimination. In Metro's operating environment, as in the real world, some hazards may be impossible to eliminate and it may be highly impractical to eliminate others. Thus, hazard resolution involves the reduction of risk to the lowest practical level. This is accomplished in a variety of ways, from re-design to warnings or administrative controls.

6.3.1 Hazard Risk Index

To determine what action to take to correct or to document acceptance of identified hazards, a system of determining the level of risk involved has been adopted. This risk assessment activity is incorporated in a formal safety analysis. In turn, this will enable management to properly understand the amount of risk involved relative to what it will impact (schedule, dollars, operations, etc.) to reduce the hazard to an acceptable level.

Before implementation of any corrective action, Metro has established a hazard severity category (1 through 4 and a probability ranking (A through F) which are combined to form a numerical value called a Risk Index, reflecting both severity and probability of occurrence for each identified hazard. Metro assigns a Risk Index to a hazard before implementation of any corrective action. The range of possible Risk Indices is shown in the following matrix.

Table C: Hazard Risk Index

Frequency of Occurrence	1 Catastrophic	2 Critical	3 Marginal	4 Negligible
(A) Frequent	1A	2A	3A	4A
(B) Probable	1B	2B	3B	4B
(C) Occasional	1C	2C	3C	4C
(D) Remote	1D	2D	3D	4D
(E) Improbable	1E	2E	3E	4E
(F) Eliminated	N/A	N/A	N/A	N/A

6.3.2 Hazard Acceptance

Metro applies risk assessment criteria to the identified hazards based on their estimated severity and probability of occurrence to determine acceptance of the risk or the need for corrective action to further reduce the risk. The risk assessment and acceptance criteria assist Metro management in understanding the amount of risk involved by accepting the hazard relative to the costs (schedule, dollars, operations, etc.) to reduce the hazard to an acceptable level. The following table identifies the hazard acceptance criteria:

Table D: Hazard Acceptance Criteria

HAZARD ACCEPTANCE CRITERIA				
	Hazard Risk Index	Decision Authority	Special Conditions	Responsible Party
	1A, 1B, 2A, 2B, 3A	Unacceptable	Requires immediate resolution and review, notification to SSO with 24 hours, concurrence from the ESSC and the Chief Safety Officer	CSO & ESSC
	1C, 1D, 2C, 2D, 3B, 3C	Undesirable	Requires review and approval of mitigation plan(s), or Accept risk from the Chief Safety Officer	CSO
	1E, 2E, 3D, 3E, 4A, 4B, 4C	Acceptable with Review	Mitigate risk to as low as reasonably practical or accept risk	Director of Safety
	4D, 4E	Acceptable	Risk is acceptable as is without further mitigation	Director of Safety

6.3.3 Hazard Resolution Precedence

Management will take appropriate actions to reduce the risk associated with the identified hazard to the lowest level practical. The methods utilized for eliminating or controlling hazards are listed in their order of precedence, as follows:

- **Design for Minimum Risk:** In other words, incorporate features in the initial design to eliminate hazards. If an identified hazard cannot be eliminated, then the associated risk can be reduced to an acceptable level through design.
- **Incorporate Safety Devices:** If identified hazards cannot be eliminated or their associated risk adequately reduced through design, that risk shall be reduced to an acceptable level through the use of fixed, automatic or other protective safety-designed features or devices. Provisions shall be made for periodic functional checks of safety devices.
- **Provide Warning Devices:** When neither design nor safety devices can effectively eliminate identified hazards or adequately reduce associated risk, devices shall be used to detect the condition and to produce an adequate warning signal to alert personnel of the hazard. Warning signals and their application shall be designed to minimize the probability of incorrect personnel reaction to the signals, and shall be standardized within like types of systems.
- **Develop Procedures and Training:** Where it is impractical to eliminate hazards through design selection or adequately reduce the associated risk with safety and warning devices, procedures and training shall be used. However, without a specific waiver, no warning, caution or other form of written advisory shall be used as the only risk reduction method for Category 1 or 2 hazards. Procedures may include the use of personal protective equipment. Precautionary notations shall be standardized. Tasks and activities judged critical might require certification of personnel proficiency.
- **Reduce, Replace, Remove, or Do Not Operate –** If there is no practical way to reduce the hazard, replacement, removal, or non-operation is indicated.

- Accept (with or without varying levels of review)– If a hazard will result in no, or less than minor, illness, injury, or system damage, no further action is necessary.

6.4 Hazard Tracking - Hazard Log

All reported hazards are tracked on the Hazard Log and analyzed for potential trends. Metro transitioned from an Excel based Hazard Log to an online Hazard Log in January 2023. The online log uses ESRI Survey 123 to capture hazard-related data and ESRI Dashboards to present, edit, and update hazard entries. The Hazard Log captures the following information:

- Description
- Location
- Source
- Initial/Final Hazard Rating
- Name of Reporter (unless reported anonymously via the Employee Reporting Program)
- Contact Information (unless reported anonymously via the Employee Reporting Program)
- Status
- Mitigation Strategy(s)

Safety Auditors monitor and regularly update the Hazard Log. Hazards reported on the log, investigative findings, and other updates are communicated with Metro employees through the Safety Promotion Process outlined in [Chapter 16: Safety Communication](#).

Hazard information is made available to the BSSO in accordance with 49 CFR Part 674.27 and the BSSO Program Standard. In addition, the BSSO will have access to a read-only Hazard Dashboard once the open items from the Excel log are transferred to the Esri log. Furthermore, all hazards with a final risk assessment of 'unacceptable' will be reported to the BSSO in accordance with the BSSO Program Standard as outlined below:

- Metro will notify the BSSO within 24 hours, or by 5:00 pm on the next regular working day, following the determination of a hazard or unsafe condition as 'unacceptable'.
- The notification will be transmitted to the BSSO in accordance with the BSSO State Safety Oversight Program Rail Event Notification Standard Operating Procedure.
- Metro will submit an initial, investigative report of the unacceptable hazard to the BSSO within (14) fourteen calendar days of the hazard being identified. Status reports will be provided to the BSSO, at minimum monthly, until the investigation is complete.
- Metro will submit a final report to the BSSO for approval once the investigation is complete. The report will include a description of activities, findings, identified causal factors, hazard analysis and CAP as appropriate.

Metro will transmit a summary of open, unacceptable hazards to the BSSO quarterly.

Section III: Safety Assurance

Safety Assurance (SA) is a continuous process, constantly interacting with Safety Risk Management (SRM). It is a set of systematic, ongoing processes that are both led and facilitated by the Safety Department to monitor system safety performance. This monitoring is used to: verify that safety objectives are being met; identify previously unforeseen hazards; ensure that mitigations in place are effective and not creating new hazards; and collect data on safety that can be analyzed, trended and shared in support of continuous improvement of the SMS. In addition, SA activities assist the agency in identifying and correcting practical drift and in establishing appropriate safety performance measures/targets.

Chapter 7: Safety Data Acquisition and Analysis

It is the task of the Safety Department to monitor safety performance of Metro's operations. Selected data is accumulated and analyzed by Safety Department staff. This includes but not limited to: injuries, potentially hazardous equipment failures, structural defects, reports from the Employee Reporting Program, and rules and procedures violations. This information is presented at the quarterly Safety and Security Executive Committee (ESSC). The data is used in the tracking of hazard-related data to identify safety-related trends. These trends are further analyzed or investigated by the Safety Department, with the assistance of the affected department, to pinpoint the specific areas of concern. This is accomplished by interviews with personnel in the affected department(s) and analysis of pertinent documentation. Monthly safety meetings with each transportation mode are also used to discuss trends, hazards, information reported through the Employee Safety Reporting Program and any other safety concerns that may arise. Identified hazards are submitted to the management of the department responsible for implementation of the necessary corrective action. Also included in the submittal are recommendations for mitigation(s) or a request for corrective action development. The effectiveness of mitigations and corrective actions are tracked by the Safety Department, and through monthly Safety meetings with each mode of transportation.

Safety data is collected, documented and analyzed from numerous sources by all departments. Sources include but are not limited to:

- Accident Reports
- City Official Concerns
- Daily Operations Reports
- Employee Concerns
- FTA Bulletins and Safety Advisories
- Hot Spot Maps
- Internal Audit Reports
- Passenger Concerns/Customer Complaints
- Safety Meetings
- Public Safety Reports, concerns and investigations
- Employee Safety Reporting Program
- System reliability
- External agency Reports and Publications
- Claims Reports
- Maintenance Reports
- Employee Occupational Injury Reports
- Homeland Security Alerts
- Insurance Inspection Reports
- BSSO/FTA Reviews
- Inspections, Assessments and Observations
- Special Occurrence Reports
- Social Media Posts
- Customer Service information
- Rule Compliance Checks

Safety data collection also involves obtaining technical information, data and reports for use in systems development of program elements. Sources for such data include but are not limited to:

Public Transportation Agency Safety Plan (PTASP)

- American National Standards Institute (ANSI)
- American Society for Testing and Materials (ASTM)
- Federal Motor Vehicle Safety Standards (FMVSS)
- Environmental Protection Agency (EPA)
- State Safety Oversight Program (SSO)
- Safety Data Sheets (SDS)
- National Transportation Institute (NTI)
- Transportation Security Administration (TSA)
- Centers for Disease Control (CDC)
- Illinois Department of Health
- American Public Transportation Association (APTA)
- Federal Motor Carrier Safety Administration (FMCSA)
- Department of Homeland Security (DHS)
- Federal Transit Administration (FTA)
- Missouri and Illinois Statutes
- National Fire Protection Association (NFPA)
- Occupational Safety and Health Administration (OSHA)
- National Transit Database (NTD)
- Missouri Department of Health

Other data and information sources include building codes, professional society guidelines, and information technology and cybersecurity standards.

Chapter 8: Rules Compliance

The data obtained from the Rules Compliance programs is an important part of the SMS process at Metro. These rules cover both operational and maintenance types. Documentation can range from a computer database, to written forms. Safety has access to all of these records and reviews them for hazards and trends. In addition, the data from this program is also analyzed at regular MetroLink, MetroBus, and Call-A-Ride safety meetings. The hazards and trends that are discovered are put through the SRM process and mitigations/CAPs are generated when appropriate.

These safety meetings are also used to discuss the effectiveness of supervision relating to the implementation of operating and maintenance rules. If the data reflects an ineffectiveness or a process breakdown, a different direction may be warranted or a process may need to change.

8.1 Rules and Procedures for MetroLink

8.1.1 MetroLink Rulebook

This manual consists of those rules and procedures applicable to all MetroLink employees. Department managers, as required or as needed, make requests for revisions. The General Manager MetroLink approves revisions to the MetroLink Rulebook after reviewed by Safety Department and supporting staff.

A schedule of reviews has been established whereby system and operational changes are approved prior to implementation. Such changes include operational rules and procedures, supplementary manuals and bulletins. The General Manager MetroLink has the authority and responsibility for development and control of the MetroLink Rulebook and General Orders. A new rulebook is published at least every three (3) years to incorporate interim changes.

8.1.2 General Orders

General Orders are issued to modify a current operating rule or procedure or to address an urgent operating requirement.

8.1.3 Supplementary Manuals

Supplementary manuals are published to address a specific job assignment or function within a department, division, or section. These manuals are developed, issued, and implemented at the departmental level. Revisions to supplementary manuals are the responsibility of the department manager affected.

8.2 Compliance Checks

8.2.1 Vehicle Maintenance

Vehicle Maintenance Superintendents and Supervisors enforce rules and procedures by observing and monitoring employee performance in bus, paratransit, and rail shops and yards. Facilities and Rail Maintenance Supervisors enforce rules and procedures by observing and monitoring employee and contractor performance on the rail system and at work sites. Rules and procedures monitored and observed for compliance include, but are not limited to:

- General safety

- Proper use of tools, equipment and machinery
- Proper use of personal protective equipment
- Right-of-way safety
- Fire safety
- Material handling and storage
- Quality Assurance inspections and audits of procedures, including rule compliance

Preventive maintenance activities are continuously monitored by maintenance managers and supervisors. Inspection tasks are periodically updated to reflect fleet needs and enhance operational efficiency and safety.

Maintenance Supervisors also conduct follow-up activities after audits to ensure employee compliance with maintenance rules.

8.2.2 Maintenance of Way (Right of Way & Rail Systems Maintenance)

MetroLink established rules and procedures that govern maintenance activities along the operating right of way. These rules also apply to Metro contractors or other contractors that may perform maintenance or construction activities. Before any work along the right of way is authorized, a work permit must be obtained. Before work is commenced, a supervisor will brief the work crew on the upcoming work and the applicable safety measures. The supervisor will then make unannounced visits to the work sites to check for work zone safety compliance. In addition, Transit Service Managers (TSMs) and Safety personnel will make routine visits.

8.2.3 Facility Worker Safety

Vehicle Maintenance Superintendents and Supervisors enforce rules and procedures by observing and monitoring employee performance in bus, paratransit, and rail facilities and yards. Facilities and Rail Maintenance Supervisors enforce rules and procedures by observing and monitoring employee and contractor performance on the rail system and at work sites. Rules and procedures monitored and observed for compliance include but are not limited to:

- General safety
- Proper use of tools, equipment and machinery
- Proper use of personal protective equipment
- Right-of-way safety
- Fire safety
- Material handling and storage
- Quality Assurance inspections and audits of procedures, including rule compliance

8.2.4 MetroBus & Call-A-Ride Operators

MetroBus and Call-A-Ride have an Operator Evaluations Program to monitor operator performance, to identify violations and take the necessary action to correct them. The Operator Evaluations Program consists of observations performed by TSMs to evaluate if the operators are adhering to the operating rules and to determine methods to improve their operating proficiency. All operators undergo at least (1) one direct observation by a TSM during each calendar year. New operators have their first direct observation within (1) one year from the date that they enter passenger service. For each evaluation, the TSM completes a checklist and discusses the results of the evaluation with the operator.

8.2.5 MetroLink Operators

Rail TSMs enforce the rules and procedures by conducting ride-along checks. The managers look for a variety of rules and procedures in compliance with the MetroLink Rulebook and General Orders.

8.2.6 MetroLink Hours of Service

Hours of Service is monitored through the MetroLink Event Review Working Group. This group meets monthly and has a collection of Operations Management and Training staff in attendance. One (1) of the standing items for the meeting is hours of service compliance. A report is generated from a Tableau database each month that indicates all hours of service violations of the MetroLink Hours of Service SOP and the MoDOT Hours of Service rule. Each hours of service violation is discussed as well as potential mitigations or corrective actions. These actions are captured on meeting minutes and will be used for continuous improvement.

Chapter 9: Safety Inspections

9.1 Facility & Equipment Inspections

Metro has established and maintains a list of MLRFGS facilities, physical equipment, and rolling stock subject to inspections and tests for safety critical elements. Several departments perform or monitor safety-related tests and inspections of facilities, equipment, and rolling stock. The Transit Asset Management Plan provides a listing of all Metro facilities, equipment, and rolling stock.

9.1.1 Yard & Shops Inspections

The Safety Department inspects the MLRFGS operating and maintenance facilities on an annual basis to ensure the safety of employees and guests and to ensure compliance with applicable safety regulations.

The Safety Department participates with the Bus & Rail Facility Maintenance Support Services Department and the LRV Maintenance Department to identify and document compliance with local, state, and federal regulations regarding environmental pollution issues related to air, water, soil contamination, and provides assistance to control hazards. Annual safety inspections are completed for each facility; the inspections include the following:

- Reporting findings and recommendations resulting from safety tests and inspections to appropriate personnel and management;
- Metro management;
- Performing follow-up inspections to determine compliance with findings and recommendations;
- Evaluating the effectiveness of safety tests and inspections;
- Portable fire extinguishers;
- Fire detection and alarm systems;
- Fire suppression systems;
- Building construction and maintenance;
- Building Facilities (i.e. heating, ventilation, and air conditioning, electrical, etc.);
- Means of egress and security (access controls);
- General housekeeping and storage practices; and
- Occupants' awareness of emergency procedures.

The inspection team will ensure personal protective equipment (PPE) is available at all times, eyewashes and fire extinguishers are operational, and general facility defects are noted and corrected. Serious deficiencies (i.e. life threatening) are corrected immediately. If a serious deficiency cannot be corrected immediately, it is given priority for corrective action/mitigation and preventive measures are taken to mitigate the maintenance deficiency in accordance with the procedures outlined in this PTASP. If a corrective action/mitigation for a serious deficiency is delayed, the ESSC or CSO may impose temporary measures to protect life and property. Examples of such measures include shut downs, evacuations, notifications, or signage advising of present conditions.

Inspections will be conducted to ensure compliance with local, state, and federal environmental regulations. Deficiencies in equipment and the facilities will be documented in EAM from discovery to closure. Conformance with these procedures provides timely resolution of possible hazards and deficiencies along with proper reporting of deficiencies within components of the system.

An inspection report identifying safety and health defects found during the inspection will be issued to the Bus & Rail Facility Maintenance Support Services Department. The defects will also be entered and tracked in EAM. This Department is responsible for correcting any deficiencies related to facilities and the equipment therein and provides a schedule listing when the corrections will be completed.

Facility inspections and audits are tracked by the Maintenance of Way (MOW) Department and Safety Department within the EAM system. The procedures for the annual safety inspection, including the "Facility Inspection Checklist," are outlined in this PTASP.

9.1.2 Structures Inspections

The MetroLink Standard for Structures Inspection and Maintenance outlines protocols, timetables, and responsibilities for the inspection of MetroLink structures. Structures governed by the plan include, but are not limited to, bridges, culverts, tunnels, retaining walls and elevated platforms. The inspections prescribed by the manual are performed in accordance with the current edition of the American Association of State Highway Transportation Officials (AASHTO) "Manual for Bridge Evaluation" and other standards and guidelines as noted in the plan. Maintenance of Way is responsible for the implementation and monitoring of the program. Deficiencies found in the structures are rated on a scale of 0 (failed) to 9 (Excellent) based on its condition, and the rating is recorded along with a report and photos in a structures database. A member of the Safety Department reviews reports on structures that receive a rating of 4 (Poor Condition) or lower. The hazard management process is then engaged to determine the risks associated with that structure.

9.1.3 Station Inspections

The Bus & Rail Facility Maintenance Support Services Department has the primary responsibility for inspections of stations and parking lots. The stations are inspected at least monthly; however, all maintenance and operational personnel report hazards or defects as noticed.

An annual emergency power simulation is conducted at MetroLink stations. The main power breaker is opened and electric power is removed. Operation of alarms, enunciators, generators, fire suppression systems, lights and equipment on the emergency circuit is verified.

9.1.4 Rolling Stock Inspections

The LRV Maintenance Department has the responsibility for regular inspection and maintenance of the MLRFGS rolling stock. The LRV Maintenance program includes daily safety inspections, mileage-based preventative maintenance inspections and RCM overhaul program. Scheduled inspections occur at mileage intervals of 5,000, 15,000, 30,000, 50,000, and 100,000 miles. LRV electro mechanics inspect equipment on the trains during preventive maintenance work. The LRV maintenance program is described in detail in the LRV Maintenance Manual.

LRV Maintenance conducts a pre-trip inspection on each LRV prior to passenger service. The LRV operator then performs a pre-departure check before commencing service. These items include:

- Fire protection equipment
- Emergency communications equipment – public address, radio, intercom
- Brakes, door operation, horns, bells, & silent alarm
- On-board signal equipment
- Headlamps, RR lamp, & indicator lamps

A copy of the Daily Pre-Departure Inspection Form is available at the LRV Maintenance departments. The Safety Department conducts regular LRV Inspections at least (4) four times per year and also participates in post-accident inspections.

The Safety Department will also conduct a sampled inspection program at least annually at both rail facilities. Deficiencies found will be entered and tracked within EAM.

9.1.5 Fire Detection & Suppression Equipment Inspections

The Safety Department collaborates with the Bus & Rail Facility Maintenance Support Services Department for the inspection of fire protection equipment at Metro facilities while the respective facilities maintenance department is responsible for the maintenance. Specific roles and responsibilities can be found in Safety SOPs 12.3 and 15.2.

9.1.6 Systems Inspections

The Rail Systems Maintenance Department has the overall responsibility for the inspection and maintenance of the MLFRGS systems elements consisting of the following:

- Track
- Signals
- Communication
- Overhead Catenary System
- Power Substations

9.2 Maintenance Inspections

Safety critical systems, such as track, structures, train control, transit vehicles, tunnel ventilation and fire control, elevators, escalators, and communications are inspected/tested and/or serviced on a scheduled, periodic basis. Inspections are done using checklists for each audit. When these systems are found in a failed or out of tolerance condition, in such a manner that would present a significant hazard, applicable operations will be restricted to maintain safety until an appropriate remedial action has been implemented. Equipment found in a failed or out of tolerance condition is recorded and tracked by the responsible maintenance department. These discrepancies are not to be closed out until repairs are completed. In the case of transit vehicle maintenance, should a vehicle not receive the prescribed preventive maintenance within the required maintenance schedule, the vehicle is withheld from revenue service.

The Safety Department performs internal safety audits of maintenance activities for safety critical systems. These audits focus on adherence to schedule, application of standards and procedures, and record keeping. All safety critical hazards discovered during audits or inspections are tracked in the hazard-tracking database.

9.2.1 Train Control

The Signals Maintenance and LRV Maintenance Departments share the responsibility for Metro's train control system. The Signals Maintenance Department is responsible for inspection and maintenance of wayside train control components. The LRV Maintenance Department inspects and maintains the train control components.

9.2.2 Signal System Inspections & Maintenance

The inspection program for the signal system includes all aspects of the Automatic Train Protection (ATP) systems (i.e. track circuits, cab signals, Vital Harmon Logic Controllers (VHLC), vital relays, electronic interlockings, relay houses, signals, power-operated switches, and highway grade crossings). The frequency and scope are detailed in the MetroLink Signal Systems Maintenance Plan. A number of “best management practices” regarding the frequency of inspection and the content of tests have been adopted from APTA’s Signal & Communications Equipment Inspection and Maintenance Volume VI; APTA’s Standard for Rail Transit Systems Highway Rail Grade Crossing Warning Device Inspection, Testing, and Maintenance Volume III; and Federal Railroad Administration’s Rules and Regulations Governing Railroad Signal and Train Control Systems. However, MetroLink is not subject to the FRA rules and regulations, and such practices have been adopted as suitable for MetroLink due to the similarity of equipment in certain applications. This plan is reviewed annually to determine if updates to the plan are required.

Table E: Inspection Schedule - Key Signal System

Inspection	Frequency
Solar Switches	Quarterly
Visible Damage Assessment	Monthly
Ground Tests ¹	Monthly
Signal House Utility/Standby Generator/VHLC/Ground Tests	Monthly
Power Switches/Power Switch Circuit Controllers	Monthly/ Annually
Highway Grade Crossings	Monthly/Annually
Hand Throw Switch Circuit Controller/Electric Lock/Derail	Quarterly
Snow Melting test	Annually
Impedance Bonds/Rail Connections	Semi-Annually
Wayside Signals	Monthly/Semi-Annually
Insulated Joints	Semi-Annually
AC/AF track Circuits	Semi-Annually
Signal House Utility	Semi-Annually
Timer Relays	Annually
AC Vane Relays	Every 2 Years
Vital Relays	Every 4 Years
Route Locking/Approach Locking/Indication Locking/Time Locking/Traffic Locking/Wayside Signal Aspects	Every 2 Years
Meggering	Every 10 Years
Shunt Fouling	Quarterly

¹ At minimum, Grounds Tests are performed monthly. Each time the system is modified or disarranged, a Grounds Test is performed

9.2.3 Traction Power & OCS Inspections & Maintenance

The Traction Power Maintenance Department performs the OCS and Traction Power Substation (TPSS) inspection and maintenance. The frequency and scope of traction power inspections is detailed in the Traction Power Maintenance Plan. A number of practices regarding the frequency of inspection and the content of tests have been adopted from APTA's Manual of Standards and Recommended Practices for Rail Transit Systems 2004. This plan is reviewed annually to determine if updates to the plan are required.

Table F: Inspection Schedule - Traction Power & OCS

<u>Inspection or Sub-System</u>	<u>Frequency</u>
TPSS – Visual & equipment readings	Weekly
OCS – Mainline Visual	Weekly
TPSS – Breakers & Batteries	Quarterly
OCS – Video Inspection	Quarterly
OCS – Section Insulators	Quarterly
OCS – Air Break & Overlap	Quarterly
OCS – Fixed Tension	Quarterly
OCS – Lightning Arresters	Quarterly
OCS – Poles and Pole Ground	Quarterly
OCS – Yard Inspections	Quarterly
OCS – Balance, Weights	Semi-Annual
OCS – DC No-load Switch	Semi-Annual
OCS – Yard Door Bridge & DC Switch (Shop)	Semi-Annual
TPSS – Transformers, switchgear, rectifiers, circuit breakers	Annual
OCS – Hands-on hardware and support elements	Annual
OCS – Wire Gauge	Annual
Ladders & Hot Stick	Annual
Auxiliary PPE & Equipment	Annual

9.2.4 Communication Equipment Inspections and Maintenance

The LRT Communications Maintenance Department is responsible for the inspection and maintenance of the MLRFGS communication equipment. The frequency and scope of inspections are detailed in a database available at Rail Systems. Maintenance procedures are described in the MetroLink Light Rail Communication System Maintenance Plan.

9.2.5 Tracking Inspection & Maintenance

The Rail Right-of-Way (ROW) Maintenance Department is responsible for the inspection and maintenance of Metro's track components, consisting of: the roadbed, ballast, ties, rail, fasteners, and

special track work, as well as various other components of the MetroLink ROW. The frequency and scope of track inspections are detailed in the Track Maintenance Plan. A number of practices regarding the frequency of inspection and the content of tests have been adopted from APTA's Manual of Standards and Recommended Practices for Rail Transit Systems. Such practices have been adopted as suitable for MetroLink due to the similarity of equipment in certain applications. This plan is reviewed annually to determine if updates to the plan are required. Additionally, the first train each day is operated at reduced speed to permit observation of any irregularities on the alignment.

Table G: Inspection Schedule - Track

<u>Inspection</u>	<u>Frequency</u>
Ultrasonic Testing Mainline	Semi-Annually
Ultrasonic Testing Special Track Work	Annually
Geometry Testing	Annually (wood tie segments) Triennially (concrete tie segments)
Track Inspection	Weekly
Mainline Switches	Monthly/Annually
Yard Track & Yard Switches	Monthly
Alignment Inspections	Quarterly
Highway Grade Crossing Site Lines	Bi-Monthly

9.2.6 Ventilation & Tunnel System Inspection & Maintenance

The Bus & Rail Facility Maintenance Support Services is responsible for the inspection and maintenance of Metro's Tunnel Ventilation Systems. Tunnel ventilation is tested quarterly and maintained per manufacturer specifications. Included are visual inspection, cleaning, lubrication, and voltage verification. Operation is verified by SCADA.

9.2.7 Elevator & Escalator Inspections and Maintenance

The Bus & Rail Facility Maintenance Support Services Department oversees a contract which provides all of the required inspections and preventative maintenance for the MLRFGS elevators and escalators. Generally, elevators and escalators are scheduled for inspection and service monthly and the elevators have a load test done every 5 years.

9.2.8 Facility Inspections & Maintenance

The Bus & Rail Facility Maintenance Support Services Department is responsible for the inspection and maintenance of Metro's facilities, consisting of MetroBus, Call-A-Ride, and the MLRFGS operations and maintenance facilities, stations, parking structures, parking lots, and various other elements along the service area. The frequency and scope of these inspections is covered in detail in the Facilities Maintenance Plan. The Plan is reviewed annually to determine if updates or modifications are required.

Table H: Inspection Schedule - Rail Facilities

Yard & Shops	
Air Drier	Monthly
Compressor	Monthly
Crane Hoist	Monthly
Emergency Generator	Monthly
Exhaust Fan	Quarterly
HVAC	Monthly
Mobile Lift	Monthly
Overhead Door	Semi-annually
Train Wash	Monthly
Unit Heater	Annually
Fire Protection	Monthly
Stations	
Site Conditions	Monthly
Walking Surfaces	Monthly
Communication Building/Room	Monthly
Lighting	Monthly
Emergency Generator	Monthly
Plumbing	Monthly
Irrigation	Monthly
Lift Station	Monthly
HVAC	Monthly

Chapter 10: Safety Assurance Programs

10.1 Hazardous Materials Program

Metro has written Hazard Communication procedures for procuring chemicals to be used within the company facilities and properties. The specific Safety SOP that addresses this is SOP 10.4 Hazard Communication. Metro adheres to OSHA's Hazard Communication Standard (29 CFR 1910.1200). This standard requires that chemical manufacturers, distributors, and importers develop safety data sheets (SDS) for each product in compliance with the United Nations Globally Harmonized Systems of Classification and Labeling of Chemicals. The standard requires employers make the SDS available to all employees who may work with a potentially hazardous chemical. Metro meets this requirement by providing an on-line, computer based SDS database found at the following web site:

<https://chemmanagement.ehs.com/9/ebinder>

Metro's procedures require that "Prior to the purchase of chemicals, products, compounds, or materials that may have potential of exposure to individuals handling it, Metro's procedures require that an SDS will be sent to the Safety Department of Metro for verification, review, and either approval or rejection." Approvals for new chemicals are obtained by submitting a request to Safety by using the online database system. Before any chemical can be allowed for use at Metro, the Department Superintendent or Supervisor will request approval through the Safety Department. This includes the use of test or sample chemicals. Any Superintendent or Supervisor can request an approval of a new chemical. The process and additional details can be found in Safety SOP 10.4 (Hazard Communication).

10.2 Transit Asset Management (TAM) & State of Good Repair (SGR)

Moving Ahead for Progress in the 21st Century Act (MAP-21) required the development and implementation of a TAM. The elements of the TAM include:

- Current asset inventory
- Asset condition assessment
- Performance measures
- Investment prioritization
- Tracking system that factors Safety

The plan divides the assets into four major classes - Vehicles, Facilities/Stations, Guideway, and Systems. A top level view of those classes is shown in the below table.

Table I: Metro Asset Classes

Vehicles	Facilities/Stations	Guideway	Systems
<ul style="list-style-type: none"> • Rail vehicles and fixed guideway non-revenue vehicles • Busses, Paratransit and non-revenue vehicles 	<ul style="list-style-type: none"> • Rail Maintenance Facilities • Bus maintenance Facilities • Service Facilities • Stations 	<ul style="list-style-type: none"> • Track • Bridges and Aerial Structures • Tunnels, U Sections and Cross Passages • Ancillary 	<ul style="list-style-type: none"> • Security • Traction Electrification • Signals • Communications, monitoring, SCADA • Revenue Collection.

Metro utilizes Enterprise Asset Management (EAM) to track assets through the unit lifecycle. Assets are assessed based on age, condition, and performance and once the FTA releases guidance on safety requirements the database shall be utilized to query safety critical data to support better decision making and trend analysis.

The nexus between SMS and TAM is not prescriptive in the MAP-21 rulemakings. Metro is exploring how to functionally integrate these management systems, starting with identification of the assets most critical to transit system safety, and then identifying how Metro can better manage these assets to maximize the benefits of SMS and TAM.

Below depicts the Nexus between Safety Management and Transit Asset Management.

Figure 2: Safety & Asset Management Systems

Safety Management System



Asset Management System



10.3 Drug and Alcohol Program

Metro and Bi-State Development are committed to complying with the Drug Free Workplace Act and preserving the highest possible safety standards both in the quality of its services and the safety of its passengers, employees, the general public and property. Metro employees and employees of a transit contractor who hold safety sensitive positions (covered employee) are subject to drug and alcohol testing in accordance with federal and state regulations. The implementation of the Metro Drug and Alcohol Program Policy and Plan, as well as the requirements of federal and state regulations, is the responsibility of management.

The Drug & Alcohol Policy and Program Plan outlines the Agency's policy and outlines procedures training, testing, and reporting. Some topics include:

- Prohibited Substances
- Prohibited Conduct
- Test Classifications
 - Pre-employment
 - Post-Accident
 - Random
 - Reasonable Suspicion

- Return to Duty
 - Follow Up
 - Probable Cause
- Testing Protocols
- RX and Medication
- Consequences

Additionally, the Drug and Alcohol Program Policy and Plan provides managers and employees with additional material such as Drug and Alcohol contacts, covered positions, and reportable drugs.

In addition, MetroLink rule 2.04 Operating Impairment requires employees to report any health or medical condition that may impair his or her ability to perform the assigned duties to Controller Supervisor, or Rail Dispatcher. This rule specifically includes the use of over-the-counter and prescription medication.

Employees are given written information about the Metro-sponsored Employee Assistance Program (EAP). This is a confidential counseling program from which all employees and their family members can obtain professional help in treating chemical dependency and substance abuse.

10.4 Health Safety

Health Safety addresses the chemical, physical or biological factors in the working environment that can have negative impacts on the short or long-term health of Metro employees and the general public. All employees are required to complete the Occupational Safety Training as part of the Core Safety Training. This course is comprised of the following sections:

- Personal Protective Equipment (PPE)
- Electrical Hazard – Arc Flash
- Fall Protection & Walking Working Surfaces
- Lock Out Tag Out
- Confined Space Safety
- Hazardous Communication
- Forklift Safety
- Hot Work (Welding, Cutting, & Brazing)

In addition, Hazard Communication Training is offered as a standalone course for employees whose jobs require them to work with and/or manage chemicals. This course details the process and procedures that ensures compliance with Metro's Hazardous Material Program.

10.5 Federal, State, & Local Regulations

10.5.1 Federal Regulations

Although Metro is not specifically subject to OSHA regulations, it does use OSHA guidelines in establishing a baseline for its safety programs. Additional federal regulations applicable to Metro and the MLRFGS are found in the Code of Federal Regulations; Title 49 - Transportation, as cited and included throughout this document. The MLRFGS 'safety sensitive' employees are subject to all of the DOT/FTA drug & alcohol requirements discussed further in Metro's Drug & Alcohol Plan.

10.5.2 State Regulations

Metro and the MLRFGS are subject to State Safety Oversight regulations promulgated by the State of Missouri and by the State of Illinois.

MoDOT

Specific regulatory requirements are established in Missouri for:

- Signs (7 CSR 265-9.050) - Requires that all warning & directional signs along the MLRFGS ROW be made from a non-corrosive substance and be covered with reflectorized material.
- Hours of Service (7 CSR-9.070) - Requires a minimum of ten (10) hours off duty after each twelve (12) consecutive hours on duty and a minimum eight (8) hours off duty in each 24-hour period.
- Highway Grade Crossings (7 CSR 265-9.100) - Provides standards and requirements for the construction and maintenance of highway grade crossings.
- Highway Grade Crossing Warning Devices (7 CSR 265-9.110) - Prescribes minimum standards for warning devices; adopts and incorporates MUTCD, Part VIII
- Visual Obstruction at Public Grade Crossings (7 CSR 265-9.130) – Standards for visual obstructions at public grade crossings.

IDOT

Illinois Department of Transportation (IDOT) became the SSOA for the State of Illinois on January 1, 2017. The Illinois Commerce Commission provides the regulations and oversight at rail grade crossings in Illinois.

In addition, both states have developed and implemented a Bi-State Safety Oversight Program Standards Manual for Oversight of MetroLink that provides standards, procedures, and technical direction to the MLRFGS. Metro and the MLRFGS are also required to conform to a variety of state (and federal) environmental regulations in Missouri and Illinois.

10.5.3 Local Regulations

There are a host of local regulations which impact the operation of the MLRFGS. These include environmental regulations such as:

- Underground storage tanks
- Water and air quality
- Local fire protection and building codes
- Elevator/escalator inspection requirements

A summary of the more significant Federal, State, and Local regulations that may apply to the MLRFGS are listed in Table J. Metro ensures compliance for the Federal, State, and Local requirements through a variety of methods. Some of these methods include, but are not limited to:

- Training records
- Inspections
- Field verifications
- Document checks
- Computer database records checks
- Permit audits
- Internal audits

Table J: Federal, State, and Local Regulations

Topic or Area of Concern	Statutory Reference	Requirements
Elevator & Escalator Inspections	Missouri State & St. Louis County ASME A17.1, ANSI A90.1 Illinois conveyance Illinois State Act(225ILCS312/120)	Certified inspector reports, State Operating Certificates, Certificates of Inspection
Highway Grade Crossings	Title 92: Transportation, Chapter III: ICC, subchapter c: Rail Carriers, Part 1515 Report of Railroad Accidents/Incidents, Section 1515.10 Monthly Reports; Missouri Title7 CSR 265-9.100 & 265-9.110	Standards and requirements for the construction and maintenance of highway grade crossings
Driver license Recertification and Verification	49 CFR Parts 390 - 399	Compliance with DOT driver Qualifications; Federal Motor Carrier Safety Administration
Missouri Hazardous Waste Management Law and the Petroleum Storage Tank Law	The Resource Conservation and Recovery Act (1976); MO - Underground Storage Tanks – Technical Regulations – 10 CSR 20; 40 CFR Part 280; 41 Ill Admin Code 174, 175, 176, & 177	Report releases; cooperate in inspections; complete corrective actions; record keeping
Title 49 CFR Part 40 - Procedures for Transportation Workplace Drug & Alcohol Testing Programs	Board Policy Chapter 70.030; Title 49 CFR Part 655 - Prevention of Alcohol Misuse & Prohibited Drug Use in Transit Operations; Title 49 CFR Part 4 - Marine Casualties & Investigations; Title 49 CFR Part 16 - Chemical Testing (Coast Guard)	D & A Tests (Random, Post Acc, Pre-employment; etc.); Substance Abuse Program
Seismic Safety Requirements for New Building or Existing Building construction procurements	42 U.S.C. 7701 et seq.	Applies only to contracts for the construction of new buildings or additions to existing buildings.
ICC regulations required for New Construction / Rehabilitation / Improvement	20 ILCS 3405	
MODOT Regulations required for New Construction / Rehabilitation / Improvement Projects affecting Metro transit services in Missouri	Missouri Title 7 Divisions 10, 60, and 265	
Americans with Disabilities Act Title III	Appendix A to Part 36 - Standards for Accessible Design; Appendix A to Part 1191 - Americans with Disabilities Act (ADA) Accessibility Guidelines for Buildings and Facilities	Federal Regulations required for New Construction / Rehabilitation / Improvement Projects
Metropolitan St Louis Sewer District (MSD)	Rules and Regulations and Engineering Design Requirements for Sanitary Sewer and Storm Water Drainage Facilities (Rev 1/1/2011)	Sanitary Sewer and Storm Water Drainage Facility Design Requirements
Office of the Illinois State Fire Marshal (OSFM)	Public Act 92-0873, cited as the Elevator Safety and Regulation Act; (430 ILCS 15/4) (from Ch. 127 1/2, par. 156) – Underground Storage Tank Management	Covers the construction, operation, inspection, testing, maintenance, alteration, and repair of Elevators & Escalators Ill State Fire Marshal shall administer the Illinois Underground Storage Tank Program in accordance with this Section and Section 22.12 of the Environmental Protection Act
MO Div. of Fire Safety	Department of Public Safety Division 40— Division of Fire Safety Chapter 5—Elevators	Registration & Inspection of Elevators & Escalators
NTD Safety & Security Reporting	Title 49 CFR Part 630	http://www.ntdprogram.gov/ntdprogram/pubs/safety/RM/2011/html/2011_Safety_and_Security_Reportin_g_Manual_TOC.htm .

Chapter 11: Investigations

Details related to reporting, investigating, and documenting accidents and incidents are outlined in Safety SOPs 4.1 through 4.7 and MetroLink SOP 106.01 through 106.20.

11.1 Accident & Incident Notification

All accidents and incidents involving Metro personnel or property must be reported to the Operations Control Center (OCC)/Bus Operations Control Center (BOCC) in accordance with Metro's rules and standard operating procedures. Safety SOP 4.4 provides guidance as to levels for notification and response. Any Metro employee involved in, or witnessing, an accident or incident, shall immediately notify OCC/BOCC. In turn, the OCC/BOCC shall notify appropriate management, supervisory and emergency response personnel in accordance with the notification protocol. For MetroLink this protocol is described in MetroLink SOP 106.20. Internal notifications shall be made as soon as practical.

11.2 Accident Investigation

The Safety Department has the overall responsibility for accident investigations as defined by the accident investigation procedure. A TSM is first on the scene and initially investigates accidents. Depending on the severity of the accident, the Safety On-call Representative may also participate in the investigation. In the case of an accident defined as a Level 2 or higher, a Safety On-Call Representative is notified and will respond to the scene. The Safety Representative will assume the lead investigation role. The Safety Department, with support from MetroLink Operations, MetroBus, or Call-A-Ride, has identified certain procedures to follow when conducting an investigation. All formal safety investigations are confidential and include the following steps, as appropriate:

- On-site inspection of the scene
- Review of statements written by involved persons
- Interviews with involved persons and witnesses
- Review of the following physical evidence:
 - System log data
 - Vehicle and signal system event recorder data
 - Communication tapes
 - Train control position data
 - Train alarm tabulation printouts
 - Car, track, equipment maintenance and inspection reports
 - OCC documentation
 - Close circuit television (CCTV) Tapes
 - Digital recording device (DRD) Videos
 - On-scene measurements
 - Supervisory Control and Data Acquisition (SCADA)
- Perform system tests
- Preserve evidence
- Coordinate incident reconstruction activities
- Prepare report for management and the SSO (for rail)

Chapter 12: Event Reporting

12.1 State Safety Oversight (Rail)

Metro reports rail accidents and injuries to the MoDOT and IDOT SSO, and the FTA in accordance with 49 CFR Part 674, the BSSO Program Standards Manual, and the BSSO Event Notification SOP.

The contact information for IDOT, MoDOT, and the FTA:

- IDOT – IDOT District 8 Communications Center Phone (618-346-3233 or 618-346-3237)
- MoDOT – MoDOT SSO Program Manager Phone (573-418-0500)
- MoDOT 24-Hour Emergency Phone (573-751- 4291)
- FTA – email (CMC-01@dot.gov) , phone (202-366-1863)

The following accidents and incidents require notification within two (2) hours:

- A loss of life
- A report of a serious injury to a person
- A collision involving a rail transit vehicle
- A runaway train
- An evacuation for life safety reasons
- Any derailment of a rail transit vehicle, at any locations, at any time, whatever the cause

The FTA released two (2) guidance documents that exclude deaths and serious injuries from the 2-Hour reporting requirement if it was due to: illness, drugs, or natural causes occurring on the rail transit property. In these circumstances, the SSO Program Standard requires Metro notify the SSO within (1) one business day.

Reports prepared for the SSO Agency will follow the format outlined in Annex A - adopted from APTA Standard for Rail Transit Accident/Incident Investigation; Volume 4-Operating Practices, APTA; RT-SOP-002-02, dated July 26, 2004. Accident reports developed and prepared for the respective SSO agency are reviewed, approved and adopted by the SSO agency. The SSO Agency may request that causal factors or hazards identified during the investigation be addressed or corrected by Metro. In that instance, Metro will prepare a CAP.

12.2 National Transportation Safety Board (NTSB)

Metro notifies the NTSB following a rail accident:

1. No later than (2) two hours after an accident which results in:
 - a. A passenger or employee fatality or serious injury to (2) two or more crewmembers or passengers requiring admission to a hospital;
 - b. The evacuation of a passenger train;
 - c. Damage to a tank car or container resulting in release of hazardous materials or involving evacuation of the general public; or
 - d. A fatality at a grade crossing;
2. No later than (4) four hours after an accident which does not involve any of the circumstances enumerated in paragraph (a) of this section, but which results in:
 - a. Damage (based on a preliminary gross estimate) of \$150,000 or more for repairs, or the current replacement cost, to railroad and non-railroad property; or

- b. Damage of \$25,000 or more to a passenger train and railroad and non-railroad property.

Title 49 CFR Part 840 stipulates that the operator of a railroad shall notify the NTSB by telephoning the National Response Center at telephone 800-424-0201 at the earliest practicable time after the occurrence of any one conditions listed above.

49 CFR Part 840.4 stipulates that the information to be given in notification contains:

1. Name and title of person reporting
2. Name of railroad
3. Location of accident (relate to nearest city)
4. Time and date of accident
5. Description of accident
6. Casualties
 - a. Fatalities
 - b. Injuries
7. Property damage (estimate)
8. Name and telephone number of person from whom additional information may be obtained

12.3 Federal Transit Administration

Metro also reports safety and security data monthly to the NTD.

The NTD is the means by which the FTA collects uniform safety and security data. For an incident to be reportable to the NTD, it must involve a transit vehicle or occur on transit property and meet certain criteria. Reporting requirements categorize incidents as major or minor based on thresholds described in the NTD Reporting Manual.

The FTA NTD Report Manual mentions the importance of distinguishing between safety incidents and crimes, injuries, or deaths resulting from robbery, assaults, trespassing, arsons, and other crimes and misdemeanors not considered safety items. Those incidents are reported separately. Further information for the FTA NTD Reporting Manual is available from <http://www.ntdprogram.gov/ntdprogram/> or the National Transit Database, PO Box 457, Merrifield, VA, 22116-0457; Telephone: 703-205-2475. Additional guidance on reporting accidents/incidents to the FTA is contained in the FTA National Database Report Manual.

Metro's Safety and Security NTD Data may be viewed on the NTD website at any time by approved employees, the SSO officials, and others who are qualified.

12.4 Missouri Division of Workers' Compensation

Employee injuries must be reported to the Missouri Division of Workers' Compensation within 30 days after receiving notice.

12.5 Illinois Division of Workers' Compensation

Metro complies with all reporting requirements for workers compensation in the State of Illinois.

Chapter 13: Change Management

13.1 System Modification

Any safety-critical change or modification to Metro's Transportation equipment or system is controlled to assure that hazards are appropriately identified and controlled in the plans and designs of the modified equipment or system.

This section describes the processes to ensure safety concerns are addressed in modifications to existing systems, vehicles, equipment, and procedures that do not require formal safety certification but which may have an impact on safety. These processes and approvals support and ensure a high level of system safety for patrons, employees, and the general public.

The configuration items of the MLRFGS, MetroBus, and Call-A-Ride are those civil systems and subsystems that define the engineering and physical basis of the safety critical operating and maintenance practice. The initial baseline configuration for all modes of transportation consists of the design criteria. These documents establish the basis for the preparation of the design, construction, and operations and maintenance parameters. Various processes, as described in the following paragraphs, have been established to ensure safety review, analysis, and approval (where appropriate) of changes to the fleet and facilities which may have a safety impact.

Any proposed change described in this section with a safety impact is subject to the Safety Risk Management Process (SRM) described in Part II. Hazards discovered in the System Modification process will follow the SRM process with possible involvement of the Safety and Security Certification Review Committee and ESSC,

13.1.1 Metro Active Project System (MAPS)

In general, the Department of Engineering & New Systems Development (ENSD) is responsible for the development, implementation, and management of capital projects and operating service projects. All projects are managed by a system referred to by ENSD as the Metro Active Project System (MAPS). The MAPS Manual describes the policies, goals, objectives, and procedures which apply to MetroBus, Call-A-Ride, or MetroLink. Five specific types of projects, as listed below, are governed by the MAPS Manual.

1. Design/Construction – longest in duration; recent MLRFGS example is the Cortex Station addition
2. Capital Maintenance – similar to Design/Construction projects but shorter in duration & lower in cost. Examples include the rail profile grinding project and the replacement of catenary strain insulators
3. Equipment – involve the procurement and installation of power driven, heavy equipment such as a one-ton hoist or a bucket truck; also could involve vehicle procurement
4. Special Projects – Arts-In-Transit installation and engineering studies (i.e., environmental impact; feasibility; customer needs surveys)
5. Operating Services – These services could include elevator maintenance, installation of security cameras, upgrades to SCADA

Metro's Safety Department maintains an active role throughout the project life cycle of any MetroLink, MetroBus, or Call-A-Ride project that might have a safety impact or introduce new hazards to the system. A project begins as a concept developed by one of many managers to meet one of the needs

identified by the project types listed above. Once the concept has been approved by the appropriate personnel and funding has been identified, a Project Charter or Scope of Work as needed, is developed by the assigned project manager. The charter initially addresses many of the items discussed in the PTASP in that it contains an overview of the project scope and a summary of any potential hazards, risks, operating impacts, and configuration issues. The Charter is circulated electronically for review and approval. Metro uses Policy & Procedure Manager (PPM)™ software. This review and approval process include automatic routing and email notification. This is required to approve all Charters that affect the transportation systems. The charter is also reviewed by the appropriate safety staff to determine the extent, if any, the safety of the system might be impacted. If so, the Safety Department will actively participate in all phases of the project life cycle including design, procurement, construction, testing, permitting and ultimately operations. The Safety role during design and construction is very similar to the safety certification review processes described later in this chapter with a few exceptions. The projects referenced here will typically not involve all of the safety critical elements certified for a new alignment. However, the safety staff, in conjunction with ENSD, MetroBus, Call-A-Ride, MetroLink Operations, Rail Systems Maintenance, Right of Way Maintenance and LRV Maintenance, will identify those specific elements from the listing in the Safety Certification section of this chapter that will require certification on a project-by-project basis. The assigned Safety Auditor will attend design reviews and progress meetings throughout the life cycle of the project. Safety staff will visit the project jobsites to monitor progress and jobsite safety. Safety also audits to verify conformance to specifications. The Safety Auditor will sign the approvals on submittals, tests, QA/QC processes, and temporary permits on the safety critical elements for each project. The safety review process for MetroBus, Call-A-Ride, and MetroLink projects will also address system safety integration issues, where applicable.

13.1.2 Design Reviews

Design reviews are performed as needed for all major system procurements such as new vehicles, facility construction or modifications to established design criteria and standards. Reviews are performed to evaluate progress and technical adequacy of the design and to identify any necessary interface functional and physical compatibilities.

Design reviews include:

- Conceptual design reviews
- Preliminary design reviews
- Final design reviews
- Prototype reviews
- First article or initial product conformance reviews

A design review might, for example, consider compatibility with existing safety features, design and procedures of existing Metro equipment. The reviews address such factors and interfaces as:

- Human factors
- Environmental parameters
- Emergency responses
- Fire sources and protection
- Equipment layout and maintainability
- Operations and maintenance requirements

13.2 Configuration Management & Configuration Change Board (CCB)

This section describes the requirements and methods used to ensure configuration management control. It includes the following:

- The authority to make changes
- The process for making changes
- The notification and assurances to all affected departments regarding control of the rail transit agency's design baseline

The purpose of this section is to ensure that modification to individual subsystems or fleet and inventory-wide changes are recorded on as-built drawings and addressed in training courses, maintenance manuals, and procedures.

The configuration items of the transit system are those civil systems/subsystems which define the engineering and physical basis of the system, and safety critical operating and maintenance practice. The initial baseline configuration consists of the System Design (design criteria, standard drawings, and standard specifications) and the project documents associated with the original transit system project as well as those documents for each subsequent new alignment.

This section of the PTASP addresses those aspects of these items that are safety critical. A listing of many of the transit system safety critical systems and sub-systems is shown in Table K. The 'baseline' consists of those items whose changes may affect the System Safety Profile of the transportation system. Included in this category are the physical components of the fixed plant, Safety Critical Software, transit vehicles, and operational documents such as the Operating Rules and SOPs for operations and maintenance. The controlling documents include specifications, drawings, and/or associated lists, selected or designated as belonging to a particular technical baseline.

Any proposed change described in this section with a safety impact is subject to being presented, discussed, and approved or disapproved at the Configuration Change Board (CCB). Here, the Safety Risk Management Process (SRM) described in Part II will be followed. Hazards discovered in the Configuration Management process will follow the SRM process with possible involvement of the Safety and Security Certification Review Working Group and ESSC.

13.2.1 Baseline Configuration

Design Criteria, Standard Drawings, and Standard Specifications

Metro's Design Criteria and Standard Specifications define the principal design requirements for the transit system in sufficient detail to permit the definition and allocation of requirements to the systems and assemblies that comprise the system. The project documentation includes any exceptions allowed from the design criteria and 'As-Built' drawings that reflect field changes made to the standard specification drawings issued with the project. Changes that have an impact on a safety critical system, sub-system, or operating practice will require review by the Configuration Change Board (CCB) as established through the Metro Configuration Management Program. Therefore; it is important that this information be included on the Configuration Change Request (CCR) form (See Appendix B of the 2012 Configuration Management Plan). If it is unclear whether or not the change impacts safety critical system, it shall be noted on the form for determination by the CCB. For the purpose of determining impacts to safety critical systems, cost or schedule implications are not considered.

Table K: Safety Critical Systems & Sub-systems

Safety Critical Systems & Sub-Systems ²		
Systems & Facilities		
01 Signals	05 Right of Way	09 Structures
<ul style="list-style-type: none"> • Interlockings • Train Separation • Wayside Equipment • Cab Signaling • Grade Crossings • Track Circuits 	<ul style="list-style-type: none"> • Fencing • Drainage • Misc. Buildings • Line of Sight • Clearances 	<ul style="list-style-type: none"> • Bridges • Tunnels • Retaining Walls • Culverts • Station Slabs
02 Communications	06 Rolling Stock	10 Yard & Shops
<ul style="list-style-type: none"> • PAT • Radio • SCADA • Intrusion Detection • CCTVs 	<ul style="list-style-type: none"> • Light Rail Vehicles • Non-Revenue vehicles • Hi Rail Equip • Bus • Van 	<ul style="list-style-type: none"> • Access/ Security • Storage Building • LRV Paint Facility • Electrical • Mechanical/HVAC • Special Equipment
03 Electrification	07 Fare Vending Equipment	11 Stations & Parking Lots
<ul style="list-style-type: none"> • Substations & Power • Overhead Catenary • Catenary Poles • Strain Insulators 	<ul style="list-style-type: none"> • TVMs • Validator • Software 	<ul style="list-style-type: none"> • Platforms • Parking Lots • Garages • Buildings
04 Track	08 Emergency Response Equipment	23 Integrated Tests and Procedures
<ul style="list-style-type: none"> • Ballasted Track • Direct Fixation • Embedded Track • Special Track work 	<ul style="list-style-type: none"> • Track Carts • Emergency Egress & Ingress 	<ul style="list-style-type: none"> • Tunnel Ventilation • Fire Suppression • Alarms • Ops Control Center
Policies, Procedures, & Training		
12 System Safety & Security	15 Configuration Mgmt. Plan	19 MetroLink Rulebook
<ul style="list-style-type: none"> • PTASP • SSP • EOP 	16 Quality Assurance Plan	20 Operations & Maintenance SOPs
13 Emergency Familiarization	17 Safety SOPs	21 Training & Certification
14 Fire Life Safety	18 Security SOPs	22 Public Awareness
Integrated Testing		
23. Integrated Test Plan		

Engineering Drawings and Associated Specifications

Engineering drawings and specifications were developed during the Design phase(s) of the program and consist of the following types:

- Civil Systems (facility architect-engineer drawings and specifications): These documents are the drawings and specifications required to define, develop, procure, construct, fabricate, and install the basic facilities.

² These are derived from the listing of elements that are included in the Safety Certification Process of this Safety Plan.

- Rail Systems, Equipment Drawings and Specifications: These documents are the drawings and specifications required to define, develop, procure, construct, fabricate, install, and test the specific configuration items or elements that, when integrated, make up the systems installed.

Operation and Maintenance Requirements

Operation and maintenance requirements and specifications consist of the Safety Critical operating practices at the time that a segment of the transportation system is certified as revenue ready. This is primarily expressed in the Operating & Maintenance Plan. Safety Critical operating practices include unusual dispatching patterns (e.g. temporary speed restrictions, single tracking, etc.), operational rules pertaining to signal aspects and requirements for training/certification of train operators and signal technicians. Non-safety critical operational items such as train schedules are excluded from this documentation.

13.2.2 Configuration Changes – Approval & Control

Engineering

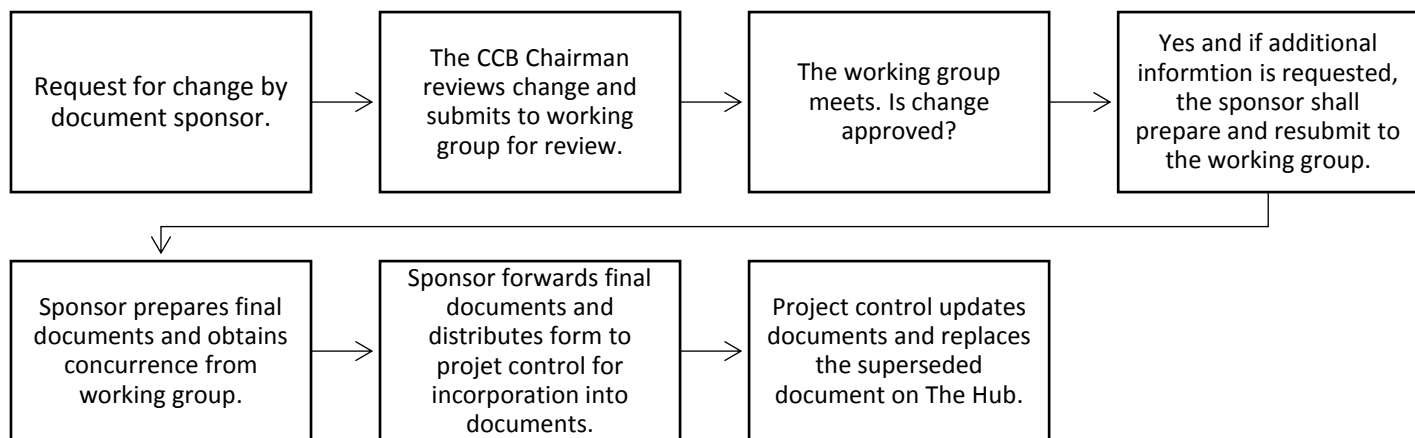
This process is managed by ENSD and is described in detail in the Metro ENSD Configuration Management Plan (Nov. 2012), also available on Metro’s intranet system. That plan describes the procedures for the submittal, approval, and implementation of all baseline document changes as well as the process for the notification and distribution of those changes. Moreover, the Plan (pg. 3) stipulates the review by System Safety of any changes to the baseline documents that have an impact to safety critical systems, procedures or documentation.

Vehicle Maintenance

The configuration control process for Vehicle Maintenance is stipulated in the Vehicle Maintenance Department SOP 1.1, which applies to LRVs, MetroBus, Call-A-Ride, maintenance shop equipment, and non-revenue vehicles.

The configuration change process is illustrated in Figure 3 below:

Figure 3: Configuration Change Process



Roles & Responsibilities

Safety

- Review and identify potential safety hazards with any proposed change.
- Identify hazard severity and system risk resulting from single point and common cause failures.
- Participate in the Configuration Management Meetings to review progress and address any relative safety issues.

Engineering

- Control the Configuration Management baseline
- Design Criteria
- Standard Specs & Drawings
- Document Control

Rail Systems

- Controls all system integration issues

MetroLink, MetroBus, Call-A-Ride Operations

- Update changes to rules, procedures and any other item relating to safety and security.
- Update changes that could impact system and infrastructure changes on operations.

13.3 Safety and Security Certification

13.3.1 Safety & Security Certification Program

Safety & Security Certification is the process of monitoring and documenting satisfactory compliance with a formal list of safety and security requirements. The requirements are defined in design criteria, contract documents, the PTASP, and applicable codes and industry standards. These safety requirements are adhered to for all construction stages where revenue service will be maintained. For large projects, a specific Safety Certification Plan is developed. For smaller projects – which primarily involve enhancements or additions to the existing system, this process is handled during the reviews conducted for system changes. Metro self-certified all three major phases of the current system and the results of that process, in fact, provide the baseline for the configuration management process discussed in Section 8.

Metro's safety certification process is consistent with FTA's 'Handbook for Transit Safety and Security Certification' (FTA- MA-90-5006-02-01; November 2002). The goal of the safety certification process is to verify that identified safety and security requirements have been met and to provide evidence the new operating segments/phases are safe and secure for use in revenue service. Accordingly, the objectives of the safety and security certification program are to document that:

- Facilities and equipment have been constructed, manufactured, inspected, installed, and tested, in accordance with safety and security requirements in the design criteria and contract specifications.
- Operations and maintenance procedures and rules have been developed and implemented to ensure safe and secure operations.
- Safety and security procedures have been reviewed and updated if appropriate.

- Training documents have been developed for the training of operating personnel and emergency response personnel.
- Operations and maintenance personnel have been trained and qualified or certified.
- Emergency response agency personnel have been prepared to respond to emergencies in or around Metro property.
- Safety and security-related system integration tests have been conducted.

Metro maintains documentation to verify compliance with the safety certification process. The documentation may include test reports, quality assurance audits, submittals, visual inspection reports, and warranties. The Safety Certification Process is used formally for major rehabilitation projects and system extensions. In these instances, Metro issues Certificates of Compliance for all applicable elements.

The implementation and monitoring of the Safety Certification process is accomplished through the General Manager Safety. Final authority to approve the certification of Metro's extensions and expansions for revenue service rests with the President and CEO.

The processes for Safety Certification are further outlined in the Safety Certification Program Plan.

13.3.4 Safety and Security Certification Working Group (SSCWG)

The SSCWG acts as the safety and security body during normal operations. This group will also decide what projects receive formal safety and security efforts and to what extent. For large rail projects a separate SSCWG is convened. The SSCWG is responsible for safety review, compliance assessment, making recommendations to Metro and Metro Management regarding safety and security certification process and certifying that system extensions and other system enhancements are safe and secure for revenue service.

The Safety and Security Certification Working Group (SSCWG) is chaired by the following:

- Assistant Executive Director of Engineering Systems, Chair
- General Manager Safety, Co-Chair
- Director of Safety, Co-Chair

The SSCWG is comprised of representatives from:

- Safety
- Security
- Engineering
- Capital Projects
- Transit Assets
- Maintenance of Way (MOW)
- MetroLink Operations
- MetroBus Operations
- Call-A-Ride Operations

The SSCWG responsibilities include:

- Review and approve documentation as evidence of conformance to safety and security requirements
- Identify potential hazards/open issues

- Require hazard analyses to be performed to determine initial and residual risks
- Assign responsibilities for open issues and track to closure
- Conduct site visits and define additional safety-related tests and analysis, as required
- Subsequent to site installation and commencement of formal testing, review test plans and procedures, and issue test permits with applicable restrictions
- Determine if a project will follow formal safety certification efforts
- Determine whether to accept specific conditions or require corrective actions, including the specific method to mitigate the conditions or potential hazard
- Provide recommendations to the President and CEO regarding certification and noncompliance of system elements
- Issue Certificates of Compliance for certifiable elements
- Issue Temporary Use Permits
- Issue System Safety and Security Certificates, certifying that system extensions or system enhancements are safe and secure for revenue service operations

13.4 Procurement

The Safety Department performs safety reviews of procurement specifications, designs for facilities, equipment, or systems that may affect the safety of employees and passengers of Metro. The review is performed to ensure the incorporation of safety requirements in contract documents, and to assess compliance with the safety requirements through the testing and/or inspection of the facility, equipment, or system. Safety aspects of bid documents and specifications include the following:

- Safety requirements for construction or installation
- Tracking and verifying compliance with safety & security requirements in design reviews
- Testing and certification for installations and interfaces
- Maintaining configuration control
- Periodic safety evaluations and audits
- Incorporation of "fail-safe" principles where failure could cause a catastrophic event
- Safety devices, parts and materials that eliminate or mitigate most identified safety hazards

13.4.1 Pre-Procurement Reviews

For contracts that exceed \$100K, the Safety Department participates in pre-procurement review with Procurement and the project manager to identify any unusual or unique safety issues that might be associated with the procurement. A safety staff member is then assigned to monitor the project through conclusion. For major system construction or major upgrades, Metro's Safety and Security Certification procedures are incorporated throughout the procurement process.

13.4.2 Oracle Workflow

Metro's Oracle Requisition Approval Workflow sends notifications to the Safety Department when a requisition is submitted with factors that require their awareness. This notification is sent when a requisition is initially submitted. Discussions are then made off-line between the Safety Department, the requesting department and Procurement regarding Safety requirements prior to issuance of a solicitation or purchase order. The review and discussion prior to the purchase order ensures the following:

- All SDS are pre-approved.
- All required Metro training is included in the contractual agreement.

- A contractor safety plan and contractor Job Hazard Analysis are included as part of the contract submissions when appropriate. These are reviewed, and approved by safety staff prior to the start of work.
- All safety-sensitive contractor employees are identified and applicable Metro Drug and Alcohol Policies are included in the contract.
- Safety staff is able to participate in concept and design reviews as well as in the development of contract specifications.

Examples of categories routed to Safety include construction, rail systems and ROW maintenance, hazardous materials, work on MLRFGS ROW and others. Safety staff can then request additional material or confer with others.

Chapter 14: Continuous Improvement

Metro defines continuous improvement as a process by which a transit agency examines safety performance to identify safety deficiencies and carry out a plan to address the identified safety deficiencies. Many areas of this PTASP have already addressed the components of this section.

14.1 Safety Department Activities

To achieve continuous improvement in safety as outlined in this document, Metro performs the following safety risk management, safety assurance and safety promotion activities through the Safety Department to support other departments in meeting their obligations under the SMS:

- Conducts FTA- and BSSO-mandated internal safety audits.
- Conducts inspections at all facility locations.
- Performs investigations of major accidents involving employees/equipment.
- Conducts investigations of safety complaints, concerns and reports.
- Prepares reports on significant events.
- Participates on safety committees and working groups, including the ESSC and performs follow-up to safety committee/working group issues.
- Trains maintenance employees in industrial/occupational safety requirements.
- Liaisons local, state, and federal responders and agencies concerning emergency response to events involving mass transit.
- Supports the development, review and revision of safety-related Standard Operating Procedures (SOPs) in conjunction with Operations and Maintenance Departments; and develops, reviews and revises SOPs for the Safety Department functions.
- Participates on all committees/working groups for construction projects.
- Conducts safety inspections during construction projects.
- Assists Metro management with safety issues.
- Participates in Safety and Security Certification process for all capital projects.
- Reviews and comments on any changes to safety elements within MetroLink, Paratransit and Bus system.
- Reviews trended safety data provided by departments and provides feedback to ensure departmental compliance with SMS data requirements.
- Participates in development and implementation of system emergency drills.
- Facilitates monthly MetroBus and Paratransit Safety Meetings.
- Participates in formal meetings with the President and CEO, as appropriate, on safety issues.
- Provides full support and coordination on SMS implementation agency-wide.
- Ensures continuous safety improvement through support activities for all departments.
- Provides oversight activities for internal SMS assessments by each department.

14.2 Safety Audits

All Metro departments, Metro contractors, and supporting Metro departments are subject to annual audits by Bi-State Safety Oversight (BSSO) and the Internal Audit Department (IAD). Other Metro Departments, such as Corporate Compliance & Ethics may assist and provide support for these audits, as determined and approved by the BSSO.

The Internal Audit Department has the authority and responsibility to conduct or oversee regular internal audits and shall provide a formal report of Findings/Observations to the BSSO annually to ensure effective corrective action is taken to resolve deficiencies. Auditors shall be independent from the first line of supervision responsible for the activity being audited. The Internal Safety and Security Management Audit SOP provides guidance for internal safety and security audits. This SOP also covers guidance for the CAP dispute process and resolution.

14.3 Corrective Action Plans (CAPs)

CAPs can be developed resulting from a variety of situations or hazards. Some examples which could result in a formal CAP following Program Standard guidelines include: Unacceptable/Undesirable hazard rated items; as directed by the President and CEO, ESSC, Safety Department, BSSO, FTA, or other ad hoc meetings involving the monitoring of deficiencies. Outside of a directive from the BSSO or FTA, the Safety Department will facilitate the development of the CAP with the respective department. Ultimately the CAP is the responsibility of the assigned Department. Once a CAP has been generated, the CAP will be submitted to the BSSO in accordance with the Program Standard. Any internal disputes on CAP development/content will be brought to the President and CEO and/or the ESSC for resolution.

All CAPs following the Program Standard process will be documented and maintained on the BSSO Corrective Action Monitoring Log. The individual departments will maintain their own documentation and communicate updates to the BSSO in accordance with the program standard. Internal meetings to discuss CAP progress or the effectiveness of the mitigations are generally done at the Department level with the Safety Department assistance when needed. Ad hoc CAP meetings do occur when needed and the progress of all CAPs can be discussed at the ESSC.

All immediate or emergency CAP actions will be implemented in concurrence with the Program Standard section on Immediate or Emergency CAPs. An example of a situation that would require immediate action could involve an Unacceptable Hazard or other situations that could result in immediate harm or danger to the system or agency if quick corrective action is not taken. If such a case were to arise the General Manager Safety, or the President and CEO would make the decision for emergency action. That would then ensure the Program Standard procedures are followed in this area to include a notification to the BSSO in writing by 5:00 pm on the business day following its decision to take corrective action.

14.3.1 CAP Tracker

Metro developed and implemented an online CAP Tracker in January 2022 to serve as a centralized location for CAP information. The tracker captures all of the details from the CAP Submission Form, the status of the CAP, updates, and copies of BSSO approved forms. In addition, the tracker serves as a performance dashboard and displays the number of total open/closed CAPs, CAPs submitted for closure, and CAP submitted for extension/modification. The Safety Department and Internal Audit maintain the dashboard; other users (e.g. BSSO) have read-only access. Users can filter CAPs (i.e. CAP name, status, responsible department, etc.), view CAP details, and view/download BSSO approved CAP forms. The tracker was updated in January 2023 to include the ability to view/download supplemental materials (e.g. reference materials and items needed for closure).

14.4 Threat and Vulnerability Assessment (TVA)

Within a three-year cycle, Metro is required to perform a new or review past Threat and Vulnerability Assessment (TVA) for any necessary updates. The BSSO will approve Metro's process for threat and vulnerability efforts through the annual review and approval of the SSP. The BSSO will monitor ongoing Metro activities as a part of the internal audit program oversight activities. Metro is expected to document its methodology for performing TVAs, including how it identifies, manages and assesses vulnerabilities system wide utilizing an all hazards approach.

Section IV: Safety Promotion

Chapter 15: Competencies and Training

BSD has developed Safety and Security learning management system (LMS) that tracks progress and completion of the 'Core Safety Courses' and other computer-based training (CBT) facilitated by the Department of Safety. Managers have the ability to check progress of employees to determine if training is still required. Records of safety-related training are maintained in accordance with the requirements of 49 CFR 673 and 674.

The Hub/Support Applications/Safety Training Results: <http://metrows16/safetytrainingresults>

15.1 Track Access Training

All contractor employees and Metro employees performing work along the MLRFGS ROW are required to complete one or more of the following training programs:

15.1.1 TIER 1 (MetroLink System Safety)

This is a basic system safety awareness class for persons who work on or next to the alignment but are not doing any actual flagging duties or for those persons who may access the alignment for inspections, investigations, or observations. Generally, all of these individuals will be accompanied by at least one person who has Tier 2 training (Flagging and Radio) and can make radio contact with OCC.

15.1.2 TIER 2 (MetroLink Flagging & Radio Use)

This class provides additional knowledge for individuals who will actually be flagging trains and for those who will use the MLRFGS radio communication system.

15.1.3 TIER 3 (MetroLink Operating Rules)

This class is for Metro employees who spend considerable time on the MLRFGS ROW (i.e., Rail Systems, Engineering and Construction, Track Car Operators, and Safety and Claims) who will be using non-revenue vehicles along the ROW or who will be protecting work crews along the alignment. The class provides a basic understanding of MetroLink operating rules including those applicable to the operation of a track car. This class also provides a basic understanding of construction & maintenance operations on the ROW. The class does not provide competency training in the actual operation of rail vehicles.

All employees who successfully pass Tier I, II, & III System Safety Training receive a track access card noting the applicable permissions. Recertification is required annually for Metro employees and for contractor employees. Metro's safety staff provides the training.

A modified track access training is given to first responders.

15.2 Public Transportation Safety Certification Training Program (PTSCP)

Currently, BSD requires the following to successfully complete and retain the PTSCP certification for rail:

- General Manager Safety
- Director of Safety
- Safety Auditors

The Metro Safety Management System (SMS) Awareness Training also serves as the refresher training for the Public Transportation Safety Certification Training Program (PTSCP) per 49 CFR Part 672.

15.3 Core Safety Training

Core Safety Training is required of all BSD employees within (90) ninety days of new employment. The Core Safety Courses can be found on The Hub or at www.bistatedev.org/safetytraining.

15.3.1 Safety and Security Culture Training - CBT

This course will offer participants with an overview of the culture of safety and security at BSD and will encourage roles and responsibilities for ensuring safety and security among all members of BSD's team.

15.3.2 Safety Management System (SMS) Awareness - CBT

This training will teach participants about BSD's Safety Management System and how to spot and report hazards so that BSD can manage safety in a proactive way.

15.3.3 Emergency Preparedness Training - CBT

This training gives team members the information they need to keep themselves safe in an emergency. It also gives them access to additional internal procedures, guides, and documents and a basic understanding of what they mean.

15.3.4 Occupational Safety - CBT

This course will cover personal protective equipment, blood-borne pathogens, fall protection, hazard communication, and other potential job-specific hazards. The curriculum for the Blood Borne Pathogen module follows the guidelines set by the Centers for Disease Control and Prevention for exposure to infectious diseases. This consists of awareness of the most common blood borne and respiratory viruses and mitigation practices to prevent exposure and infection.

15.3.5 System Security Awareness - CBT

Participants in this training will become familiar with system security and learn how to identify potential terrorist behavior while working in an environment that includes both public transportation and commercial enterprises.

15.3.6 Drug and Alcohol Awareness Training - CBT

Participants in this training will walk away with an overview of Metro's drug and alcohol program as well as an understanding of their roles and responsibilities as workers in maintaining a drug- and alcohol free environment at work.

15.3.7 The Art of Defusing Conflict: De-Escalation Training – Instructor Led

This course aims to teach our employees about techniques to defuse stressful situations and help them identify situations that can cause a person to be frustrated, and ways to reduce stressors. In addition, participants will learn about agency-specific rules, policies, and restrictions and be able to demonstrate how best to handle difficult situations they may experience in the work setting or their personal life. Participants will learn how to recognize when others may have been triggered and how to help de-escalate the situation based on an understanding of proper listening skills, effective communication, and mental health issues.

15.3.8 Understanding Human Trauma/Being Trauma Informed - Instructor Led

This training presents information on how trauma impacts social, emotional, and health outcomes. The presentation explores the prevalence and impact of trauma on children's brain development; the Adverse Childhood Experiences Study; how to help children and families recover from trauma; as well as what is behind many of the behaviors we see and how we can shift our perspective through the lens of trauma. This basic groundwork helps the participants understand how they may respond to stress and their own self-coping mechanisms, then they can use this understanding to better understand how others respond to trauma and stress.

15.3.9 Human Trafficking Awareness - CBT

This course provides team members with awareness and training resources to help raise their understanding of human trafficking and educate them on its indications.

15.4 Other Safety-related Training

15.4.1 Bus/Train/Van Evacuation

This training provides operators with transit specific requirements for safely evacuating passengers during an emergency.

15.4.2 Confined Space – CBT

This training tells you about the most common dangers you will face while working in a confined space and the safest ways to deal with them. The course modules cover personal protective equipment, hazards, and the best ways to deal with the lack of oxygen.

15.4.3 Defensive Driving – CBT

This course helps people who drive BSD vehicles be prepared for dangerous situations, even if they are caused by bad weather or the mistakes of others.

15.4.4 E-Bus First Responder Familiarization – CBT

This training provides first responders with emergency protocols for responding safely to accidents involving BSD E-Bus fleet. It includes details on how to de-energize electrical systems and highlights hazardous components on the vehicle.

15.4.5 Electrical and Arc flash Safety Training – CBT

This training shows team members how to be safe around electricity in general and how to figure out incident energy values and arc flash boundaries. Team members are also given information about electrical components that are made to reduce arc flash risks and how to choose the right personal protective equipment (PPE) based on NFPA 70E.

15.4.6 First Responder Emergency Familiarization – CBT

This training provides first responders with awareness for responding to emergencies involving MetroLink, MetroBus, and Call-A-Ride vehicles. It gives a general system overview of BSD's routes and infrastructure. On-site tours can be scheduled by emailing the Department of Safety (safety@metrostlouis.org).

15.4.7 Fall Awareness – CBT

This training course provides team members, who work at elevated heights, an overview of safety requirements. This includes proper PPE and set-up to ensure proper fall protection.

15.4.8 Hazard Communication Training - CBT

The curriculum for Hazard Communication Training meets the OSHA standards set under 29 CFR 1910.1200(h). This consists of familiarization to potential physical and health hazards from chemical exposure, understanding the Globally Harmonized System of chemical classification, and how to access the database of Metro's chemical inventory. All Metro Employees working with chemicals shall be required to complete the Office of Safety's computer based training for hazard communication.

15.4.3 Power Industrial Trucks – CBT

This training provides team members with the necessary safety requirements for operating a power industrial truck at BSD. This includes stand-up units and forklifts. A hands-on assessment is required before operating equipment; contact the Safety Department (safety@metroslouis.org) for more information.

15.4.10 Power Tool Safety – CBT

This training provides team members with awareness on how to safely use powered hand tools at BSD. It provides team members with the proper technique for grinders, drills, saw, etc. and proper PPE for each type of tool.

15.4.11 Reasonable Suspicion Training – Instructor Led

Provides BSD management with training on how to identify signs of misuse of drugs and alcohol in the workplace.

15.4.12 Spill Control – CBT

Provides managers with the protocols for properly addressing fluid and chemical spills (e.g. from vehicles) into public waterway systems.

15.5 Department/Job Specific Training

The Metro Training Department is responsible for developing/implementing training plans and maintaining employee training records for Metro Operations. The Safety Department will support Metro Training Department in the development, implementation, and facilitation of safety-related training. This includes, but is not limited to, facilitating Accident Preventability, Defensive Driving, and Fatigue Awareness Training during new operator onboarding or operator refresher training.

The Security Department is responsible for developing/implementing training plans for security personnel and first responders. The Security Department maintains employee training records for in-house security personnel. Contractors (e.g., police departments and contracted security) maintain their employee training records and may provide them upon request. Security training requirements are outlined in the System Security Plan (SSP).

All other department/job specific training, unless otherwise stated, is managed by the individual departments.

Chapter 16: Safety Communication

Metro communicates safety and safety performance information throughout the Agency, conveying information on hazards and safety risks relevant to employees' roles and responsibilities and informs employees of safety actions taken in response to reports submitted through an employee safety reporting program, among other information.

Metro understands SMS is dependent upon ongoing management commitment to communication. One of management's most important responsibilities under SMS is to encourage and motivate others to want to communicate openly, authentically and without concern for reprisal.

16.1 Employee Reporting Program

Employees, including contractors, are encouraged to report safety conditions to the Safety Department that are a hazardous condition or may cause a hazardous condition.

Employees may report via the following methods:

- Reporting directly (in person) to the immediate supervisor
- Reporting directly to a Safety staff member
- Reporting directly to the CSO
- Email Safety@metrostlouis.org
- Reporting via QR code/online form



**SCAN THE QR CODE TO REPORT
A SAFETY OR SECURITY CONCERN.**

For more information, please email Safety@MetroStLouis.org

Details regarding the Employee Reporting Program are outlined in section [6.1.2 Employee Reporting Program](#).

16.2 The Hub

The Hub – Safety and Security Page is used to accomplish Safety Communication throughout BSD. Below is an outline of some of the resources on included on the page:

- Drug & Alcohol testing forms
- Links for computer-based training
- Safety Performance Metrics (e.g. training completion, injury rates, etc.)
- QR Code for Employee Hazard Reporting
- Hazard Log Metrics/Updates
- Safety Campaigns/Initiatives (e.g. rail safety week, emergency exercises, etc.)
- Safety and Security Program Plans
- Safety and Security Updates
- Standard Operating Procedures
- Working Group Meeting Minutes

16.3 Safety Posters

Safety posters will be used in common areas at Metro facilities to communicate many of the safety items the Dashboard covers. Posters will allow Metro to communicate safety to employees and contractors who do not have access to an electronic means to access the Dashboard. Posters will also assist in communicating the Employee Safety Reporting Program.

16.4 Safety Committees

16.4.1 Executive Safety and Security Review Committee (ESSC)

The ESSC has been established to facilitate safety and security coordination among Metro departments. Chaired by the President and CEO, the Committee is charged with the responsibility of assisting in maintaining a high level of system safety and security. This committee brings together the common sense, technical expertise and unique perspectives of a variety of staff to focus upon system safety and security issues. The committee functions as the interdepartmental unit empowered to lead Metro in hazard management efforts. The ESSC assesses system-wide safety and security issues and verifies that safety and security is considered and incorporated in any new procedures, training programs, facilities and designs.

This committee meets at least quarterly and supports Safety in the following:

- Determining safety and security compliance with management policies, rules, procedures and assigned security responsibilities.
- Reviewing and discussing identified hazards and status of activities to resolve including review of supporting documentation (e.g. hazard tracking log, hazard investigation reports, and inspection reports).
- Reviewing safety and security data, information, and trends and identifying organizational issues that may contribute to events or less effective response to events.
- Actively promoting safety and security campaigns.
- Reviewing drills, exercise scenarios, and after action reports.
- Proposing improvements in safety and security procedures, equipment, and training.
- Assessing safety and security impacts of facility and/or operational changes.
- Annual review and revision as needed of the PTASP, as well as assuring its implementation.
- Monitoring compliance of each department with specific safety responsibilities and procedures as set forth in the PTASP by reviewing the results of safety audits conducted by the Safety Department.
- Participating in accident/event investigations as appropriate and in accordance with Metro's established procedures. The type of accident/event dictates who investigates the accident/event, appropriate forms or reports to be used and who is to be notified.
- Performing system safety review functions as required. Coordinating and following up with any external safety audits and participating as required (e.g., BSSO, peer reviews).
- Collecting, analyzing and reporting safety data. Reviewing maintenance and failure rate data to identify safety problems.
- Reviewing results of safety inspections, emergency drills, simulations and tests and developing action as appropriate.
- Preparing written documentation of all meetings, tasks, activities, investigations, analyses and recommendations. Following up on all pending matters.
- Establishing safety goals and objectives as defined by Metro employee safety program.
- Resolving field-related operating issues that may require a change, modification and/or addition to fixed safety/operational assets and/or operating procedures as a result of accidents, events, or field observations that relate to day-to-day safe and secure operations.

ESSC Committee members include:

- President and CEO (Chair)

- General Manager Safety (Chief Safety Officer) (Co-Chair)
- General Manager Security (Co-Chair)
- Executive Vice President and COO Metro Transit
- Director of Safety
- Director of Security
- Executive Vice-President, Chief HR Officer
- Asst. Executive Director Transit Assets
- General Manager MetroLink
- General Manager MetroBus
- General Manager Call-A-Ride
- Executive Vice-President, Chief Financial Officer
- Vice President of MarCom
- Emergency Preparedness Coordinator
- Chief Audit Executive (Observer)
- Vice President Capital Programs
- Executive Vice-President Multi-Modal Enterprises
- Executive Vice President of Administration
- Vice President Economic Development
- General Counsel
- Director of Risk Management
- Assistant Executive Director of Planning and Systems

16.4.2 Joint Labor Management Health and Safety Committee

On November 15, 2021, the Infrastructure Investment and Jobs Act was signed into law requiring a joint labor/safety committee. This Committee was formed by the regulatory deadline of July 31, 2022. In accordance with the law, this committee consists of:

- Management representatives, and
- Frontline employees representatives selected by the labor organization

The duties of the Committee:

- Approve the PTASP before final Board of Commissioners approval.
- Identify and recommend risk-based mitigations or strategies necessary to reduce the likelihood and severity of consequences identified through BSD's safety risk assessment.
- Identify mitigations or strategies that may be ineffective, inappropriate, or were not implemented as intended.
- Identify safety deficiencies for purposes of continuous improvement.
- Establish risk reduction performance targets using a 3-year rolling average of the data submitted to the National Transit Database (NTD) once the FTA updates the National Public Transportation Safety Plan.

16.5 Safety Working Groups

The Safety Department accomplishes many of its Safety Assurance activities through various working groups that span across the entire agency with all modes of transportation. These meetings enable the Safety Department to interface and collect data from the various departments to include: hazards, safety concerns, performance data, front-line worker collaboration, etc.

16.5.1 Front Line Team Member Safety and Security

To provide a strategic overview of safety and security issues affecting BSD front-line team members from the various BSD departments.

16.5.2 MetroLink Event Review

To provide safety assurance through use of management information on MetroLink safety performance.

16.5.3 MetroBus Event Review

To provide safety assurance through use of management information on MetroBus safety performance.

16.5.4 Call-A-Ride Event Review

To provide safety assurance through use of management information on Call-A-Ride safety performance.

16.5.5 Team Member Assault Review

Preventing and mitigating team member assaults.

16.5.6 Safety Assurance Review

To review, trend, and mitigate deficiencies documented in safety assurance inspection reports.

16.5.7 Safety & Security Certification

To ensure Safety and Security Design and Crime Prevention Through Environmental Design (CPTED) Criteria are integrated into Engineering Projects and verified prior to revenue service.

Appendices

Appendix A – National Public Transportation Safety Plan Safety Performance Measures (2023)

The thresholds for “reportable” fatalities, injuries, and events are defined in the National Transportation Database (NTD) Safety and Security Reporting manual. The performance target is presented as the number of events, by mode, per one hundred thousand revenue miles.

Fatality: death confirmed within 30 days; excludes trespassing, suicide, and illness/natural causes

Injury: harm to a person requiring immediate medical attention away from the scene; includes NTD S&S-40 (major) and S&S-50 (non-major) events; excludes injuries resulting from security events (e.g. assaults and other crimes)

Safety Event: events meeting the NTD S&S-40 (major) event threshold; includes major safety events (e.g. collision, derailment, fire, and evacuation); excludes major security events (e.g. assault and robbery)

System reliability is established and tracked by the Vehicle Maintenance Department. The metric is reported, by mode, as the mean distance between major mechanical failures for the fiscal year.

System Reliability: mean distance between major mechanical failure

Major Mechanical Failure: a failure of some mechanical element of the revenue vehicle that prevents the vehicle from completing a scheduled revenue trip or from starting the next scheduled revenue trip because actual movement is limited or because of safety concerns

	MetroLink	MetroBus	Call-A-Ride
Fatality	0 0 per 100k mi	0 0 per 100k mi	0 0 per 100k mi
Injury	40 1.53 per 100k mi	162 1.28 per 100k mi	8 0.23 per 100k mi
Safety Event	7 0.25 per 100k mi	67 0.53 per 100k mi	4 0.11 per 100k mi
System Reliability	23,307 mi	20,000 mi	21,632 mi

Appendix B – Glossary

A

AASHTO - American Association of State Highway Transportation Officials

Accident - an event that involves any of the following: A loss of life; a report of a serious injury to a person; a collision involving an Metro vehicle; a runaway Metro vehicle; an evacuation for life safety reasons; or any derailment of an Metro vehicle [673] at any location, at any time, whatever the cause.

Accountable Executive (AE) - a single, identifiable person who has ultimate responsibility and accountability for the implementation and maintenance of the SMS of Metro; responsibility for carrying out the PTASP and Transit Asset Management Plan (TAMP); and control or direction over the human and capital resources needed to develop and maintain both the PTASP in accordance with 49 USC 5329 and TAMP.

ADA - Americans with Disabilities Act

Audit - an examination of records and related materials, including, but not limited to, those related to financial accounts.

ATP - Automatic Train Protection

B

BOCC - Bus Operations Control Center

BSD - Bi-State Development

Bi-State Safety Oversight (BSSO) - the representatives from the Missouri and Illinois Departments of Transportation assigned as the State Safety Oversight Agency for the MetroLink rail fixed guideway system.

C

Capital Asset - a unit of rolling stock, a facility, a unit of equipment, or an element of infrastructure used in public Transportation.

CBT - Computer Based Training

CCB - Configuration Change Board

CCTV - Close Circuit Television

CDC - Centers for Disease Control

Consequence - the potential outcome(s) of a hazard.

Continuous Improvement - a process by which a transit agency examines safety performance to identify safety deficiencies and carry out a plan to address the identified safety deficiencies.

Contractor - an entity that performs tasks on behalf of Metro, FTA, a State Safety Oversight Agency, or other rail transit agency, through contract or other agreement, including tasks required for rail compliance.

Corrective Action Plan (CAP) - a plan developed by Metro that describes the actions that Metro will take to minimize, mitigate, correct, or eliminate risks and hazards, and the schedule for taking those actions. Either a State Safety Oversight Agency or FTA may require Metro to develop and carry out a corrective action plan.

CSO - Chief Safety Officer

D

Decision Support Tool - a methodology: (1) To help prioritize projects to improve and maintain the state of good repair of capital assets within the public transportation system based on available condition data and objective criteria; or (2) To assess financial needs of asset investments over time.

DHS - Department of Homeland Security

Directive - a formal written communication from FTA to one or more recipients which orders a recipient to take specific actions to ensure the safety of a public transportation system.

DRD - Digital Recording Device

E

EAM - Enterprise Asset Management

EAP - Employee Assistance Program

EPA - Environmental Protection Agency

EMPP - Emergency Preparedness Program Plan

Equipment - an article of nonexpendable, tangible property having a useful life of not less than one year.

ESSC - Executive Safety & Security Committee.

Event - an Accident, Incident, or Occurrence.

EWGW - East West Gateway

F

Facility - a building or structure that is used in the provision of public transportation.

FMVSS - Federal Motor Vehicle Safety Standards

FRA - Federal Railroad Administration

FTA - the Federal Transit Administration.

Full Level of Performance - the objective standard for determining whether a capital asset is in a state of good repair.

G

Grade Crossing - (as defined in the National Transit Database glossary) an intersection of roadways, railroad tracks, or dedicated transit rail tracks that run across mixed traffic situations with motor vehicles, streetcar, light rail, commuter rail, heavy rail or pedestrian traffic; either in mixed traffic or semi-exclusive situations.

H

Hazard - any real or potential condition that can cause injury, illness, or death; damage to or loss of a facility, equipment, rolling stock, infrastructure, property, Metro system; or damage to the local environment, or reduction of ability to perform prescribed function.

Hazard Analysis - the formal activities to analyze potential consequences of hazards during operations related to provision of services.

Hazard Identification - formal activities to analyze potential consequences of hazards during operations related to provision of service.

Human Factors - applied technology comprising principles that apply to equipment design, certification, training, operations, and maintenance, which seek safe interface between the human and other system components by proper consideration to human performance.

Human Performance - human capabilities and limitations that have an impact on the effectiveness and efficiency of operations related to provision of services.

I

IAD - Internal Audit Department

IDOT - Illinois Department of Transportation

Incident - an event that involves any of the following: a personal injury that is not a serious injury; one or more injuries requiring medical transport; or damage to facilities, equipment, rolling stock, or infrastructure that disrupts the operations of Metro, a maintenance-related evacuation of a train into the right-of-way or onto adjacent track; or customer self- evacuation, certain low-speed collisions involving a rail transit vehicle that result in a non-serious injury or property damage, or damage to catenary equipment that disrupts transit operations. Incidents must be tracked and reported to FTA's National Transit Database in accordance with the thresholds for reporting set forth in Appendix A to Part 674.

Individual - a passenger, employee, contractor, other Metro facility worker, pedestrian, trespasser, or any person on Metro property.

Inspection - a process for gathering facts or information, or an analysis of facts or information previously collected. At the conclusion of an inspection, FTA may issue findings and recommendations.

Investigation - the process of determining the causal and contributing factors of an accident, event, or hazard, for the purpose of preventing recurrence and mitigating risk or investigation of an event.

L

LMS - Learning Management System

LRV - Light Rail Vehicle

M

Management of Change - a process for identifying and assessing changes that may introduce new hazards or impact the transit agency's safety performance. If a transit agency determines that a change may impact its safety performance, then the transit agency must evaluate the proposed change through its Safety Risk Management process.

MAPS - Metro Active Project System

MLRFGS - MetroLink Rail Fixed Guideway System

MoDOT - Missouri Department of Transportation

MOW - Maintenance of Way

N

Near Miss - a safety event where conditions with potential to generate an accident, event, or occurrence existed, but where an accident, event, or occurrence did not occur because the conditions were contained by chance or by existing safety risk mitigations.

National Public Transportation Safety Plan (NSP) - the plan to improve the safety of all public transportation systems that receive Federal financial assistance under 49 U.S.C. Chapter 53, or authorized at 49 U.S.C. 5329.

National Transportation Safety Board (NTSB) - an independent Federal agency.

NFPA - National Fire Protection Association

NTD - National Transit Database

NTI - National Transportation Institute

O

OCC - Operations Control Center (Rail)

Occurrence - an event without any personal injury in which any damage to facilities, equipment, rolling stock, or infrastructure does not disrupt the operations of Metro.

OCS - Overhead Catenary System

Operator of a Public Transportation System - a provider of Public transportation, such as Metro, as defined under 49 U.S.C. 5302(14), and which does not provide service that is closed to the general public and only available for a particular clientele.

OSHA - Occupational Safety and Health Administration

P

Passenger - a person who is on board, boarding, or alighting from a Metro-owned/operated rail transit vehicle for the purpose of travel.

Performance Criteria - categories of measures indicating the level of safe performance within Metro.

Performance Measure - a parameter that is used to assess performance outcomes.

Performance Target - a specific level of performance for a given performance measure over a specified timeframe.

Person - a passenger, employee, contractor, pedestrian, trespasser, or any individual on the property of a rail fixed guideway public transportation system.

PHA - Preliminary Hazard Analysis

PPE - Personal Protective Equipment

PPM - Policy and Procedures Management

Practical Drift – the slow and inconspicuous, yet steady, uncoupling between written procedures and actual practices during provision of services.

Program Standard - is a written document developed and adopted by BSSO that describes the policies, objectives, responsibilities, and procedures used to provide safety and security oversight of rail transit agencies.

Public Transportation Agency Safety Plan (PTASP) - the comprehensive agency safety plan for Metro that is required by 49 U.S.C. 5329 and Part 673, based on a Safety Management System.

Public Transportation Safety Certification Training Program (PTSCTP) - either the certification training program for Federal and State employees, or other designated personnel, who conduct safety audits and examinations of public transportation systems, and employees of public transportation agencies directly responsible for safety oversight, established through interim provisions in accordance with 49 U.S.C. 5329(c)(2), or the program authorized by 49 U.S.C. 5329(c)(1).

Public Transportation System - the entirety of Metro's operations, including the services provided through contractors.

R

Rail Fixed Guideway Public Transportation System - any fixed guideway system that uses rail, is operated for public Transportation, is within the jurisdiction of a State, and is not subject to the jurisdiction of the Federal Railroad Administration (FRA), or any such system in engineering or

construction. Rail fixed guideway public Transportation systems include but are not limited to rapid rail, heavy rail, light rail, monorail, trolley, inclined plane, funicular, and automated guideway.

Rail Fixed Guideway System (RFGS) - any light, heavy, or rapid system, monorail, inclined plane, funicular, trolley, or automated guideway that: (1) is not regulated by the Federal Railroad Administration; and (2) is included in FTA's calculation of fixed guideway route miles or receives funding under FTA's formula program for urbanized areas (49 U.S.C. 5336); or (3) has submitted documentation to FTA indicating its intent to be included in FTA's calculation of fixed guideway route miles to receive funding under FTA's formula program for urbanized areas (49 U.S.C. 5336).

Rail Transit Agency - any entity that provides services on a rail fixed guideway public transportation system.

Rail Transit Vehicle - Metro's rolling stock, including, but not limited to passenger and maintenance vehicles.

Rail Transit Controlled Property - property that is used by Metro and may be owned, leased, or maintained by Metro.

Recipient - an entity that receives Federal financial assistance under 49 USC Chapter 53 and includes sub- recipients.

Record - any writing, drawing, map, recording, tape, film, photograph, or other documentary material by which information is preserved. The term "record" also includes any such documentary material stored electronically. [670]

Risk - the composite of predicted severity and likelihood of the potential effect of a hazard.

Risk Mitigation - a method or methods to eliminate or reduce the effects of hazards.

Rolling Stock - any revenue vehicle used in a public Transportation system.

ROW - Right of Way

S

Safety - the state in which the potential of harm to persons or property damage during operations related to provision of services is reduced to and maintained at an acceptable level through continuous hazard identification and safety risk management activities.

Safety and Security Certification - the process applied to project development to ensure that all practical steps have been taken to optimize the operational safety and security of the project during engineering, design, and construction before the start of passenger operation.

Safety Assurance (SA) - processes within Metro SMS that functions to ensure the implementation and effectiveness of safety risk mitigation, and to ensure that Metro meets or exceeds its safety objectives through the collection, analysis, and assessment of information.

Safety Culture – fostering safe practices, encouraging effective employee safety reporting and communication, and actively managing safety with the same attention to results as other Metro management systems.

Safety Deficiency - a condition that is a source of hazards and/or allows the perpetuation of hazards in time.

Safety Management Policy - Metro's documented commitment to safety, which defines Metro's safety objectives and the accountabilities and responsibilities of its employees in regards to safety.

Safety Management Policy Statement - a document signed by the Accountable Executive and distributed throughout Metro that formalizes executive leadership's commitments to support SMS with both short-term and long-range initiatives.

Safety Management System (SMS) - the formal, top-down, Metro-wide approach to managing safety risk and assuring the effectiveness of Metro's safety risk mitigation. SMS includes systematic procedures, practices, and policies for managing risks, hazards, and management of safety risk.

Safety Objective - a high-level, global, generic, and non-quantifiable statement regarding conceptual safety achievements to be accomplished by an organization regarding its safety performance.

Safety Performance - an organization's safety effectiveness and efficiency, as defined by safety performance indicators and safety performance targets, measured against the organization's safety objectives.

Safety Performance Indicator - a data-driven, quantifiable parameter used for monitoring and assessing safety performance.

Safety Performance Measurement - the assessment of non-consequential safety-related events and activities that provide ongoing assurance that safety risk mitigations work as intended.

Safety Performance Monitoring - the activities aimed at the quantification of an organization's safety effectiveness and efficiency during service delivery operations, through a combination of safety performance indicators and safety performance targets.

Safety Performance Target - a specific level of performance for a given performance measure over a specified timeframe related to safety management activities.

Safety Promotion - a combination of training and communication of safety information to support SMS as applied to Metro's system.

Safety Reporting Program - a process that allows employees to report safety conditions to senior management, protections for employees who report safety conditions to senior management, and a description of employee behaviors that may result in disciplinary action.

Safety Review - a formal, comprehensive, on-site review by the BSSO of the transit agency's safety practices to determine whether the agency complies with the policies and procedures required under the PTASP.

Safety Risk - the assessed likelihood and severity of the potential consequence(s) of a hazard, using as reference the worst foreseeable, but credible, outcome.

Safety Risk Evaluation - the formal activity whereby Metro determines Safety Risk Management priorities by establishing the significance or value of its safety risks.

Safety Risk Management (SRM) - a process within Metro's SMS/PTASP for identifying hazards and analyzing, assessing, and mitigating safety risk.

Safety Risk Mitigation - the activities whereby a public Transportation agency controls the likelihood or severity of the potential consequences of hazards.

Safety Risk Probability - the likelihood that the consequence might occur, taking as reference the worst foreseeable – but credible – condition.

Safety Risk Severity - the anticipated effects of a consequence, should it materialize, taking as reference the worst foreseeable – but credible – condition.

SCADA - Supervisory Control and Data Acquisition

SDS - Safety Data Sheet

Security - freedom from intentional danger for employees and passengers.

Serious Injury - any injury which: (1) Requires hospitalization for more than 48 hours, commencing within 7 days from the date of the injury was received; (2) Results in a fracture of any bone (except simple fractures of fingers, toes, or nose); (3) Causes severe hemorrhages, nerve, muscle, or tendon damage; (4) Involves any internal organ; or (5) Involves second- or third-degree burns, or any burns affecting more than 5 percent of the body surface.

SOP - Standard Operating Procedure

SSCP - Safety and Security Certification Plan

SSCWG - Safety and Security Certification Working Group

SSP - System Security Plan

State of Good Repair (SGR) - the condition in which a capital asset is able to operate at a full level of performance.

State Safety Oversight Agency (SSOA or SSO) - an agency established by a State that meets the requirements and performs the functions specified by 49 U.S.C. 5329(e) and the regulations set forth in 49 CFR part 674.

Sub-recipient - an entity that receives Federal transit grant funds indirectly through a State or a Direct Recipient.

System Safety - the discipline that, through the application of system safety management and engineering principals, achieves the optimal degree of safety within the constraints of operational effectiveness and solid financial management.

T

Testing - an assessment of equipment, facilities, rolling stock, and operations of a recipient's public transportation system.

Threat - any real or potential condition that can cause injury or death to passengers or employees, or damage to or loss of transit equipment, property, and/or facilities.

TPSS - Traction Power Substation

Transit Agency - an operator of a public transportation system that receives Federal financial assistance under 49 U.S.C. Chapter 53, including Metro.

Transit Asset Management (TAM) - the strategic and systematic practice of procuring, operating, inspecting, maintaining, rehabilitating, and replacing transit capital assets to manage their performance, risks, and costs over their life cycle in order to provide safe, cost-effective, and reliable service.

Transit Asset Management Plan (TAMP) - a plan developed for Metro pursuant to 49 CFR part 625 that includes, at minimum, capital asset inventories and condition assessments, decision support tools, and investment prioritization.

TSA -Transportation Security Administration

TSM - Transit Service Manager

TVA - Threat and Vulnerability Assessment

V

Vehicle - any rolling stock used on a rail fixed guideway public transportation system, including but not limited to passenger and maintenance vehicles.

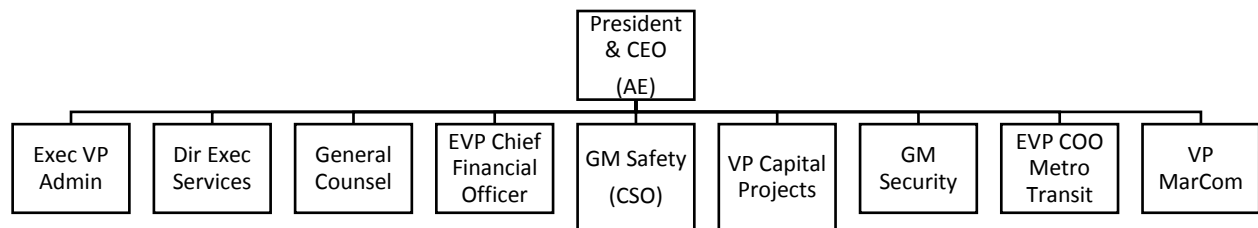
VHLC - Vital Harmon Logic Controllers

Vulnerability - a characteristic of passengers, employees, vehicles, and/or facilities that increases the likelihood of a security breach.

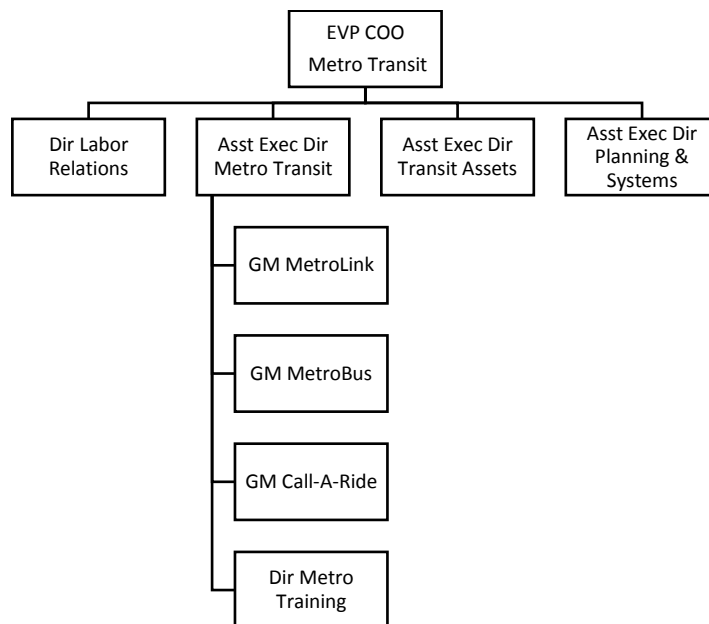
Appendix C – Organizational Chart

The following organizational charts have been condensed/consolidated to more easily illustrate the organizational structure within Metro. Detailed organizational charts are available upon request from Talent Management.

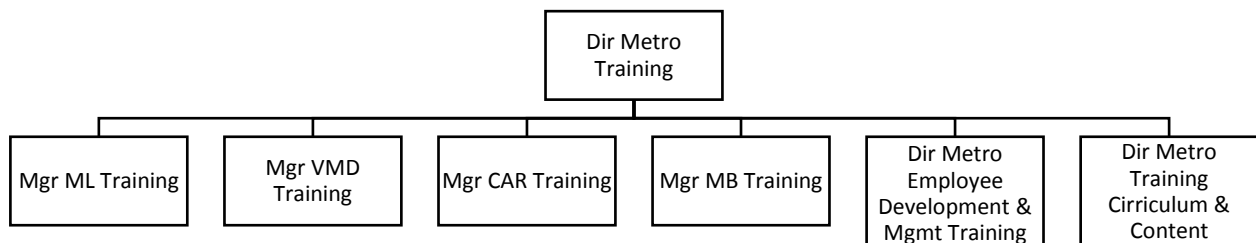
Executive Office



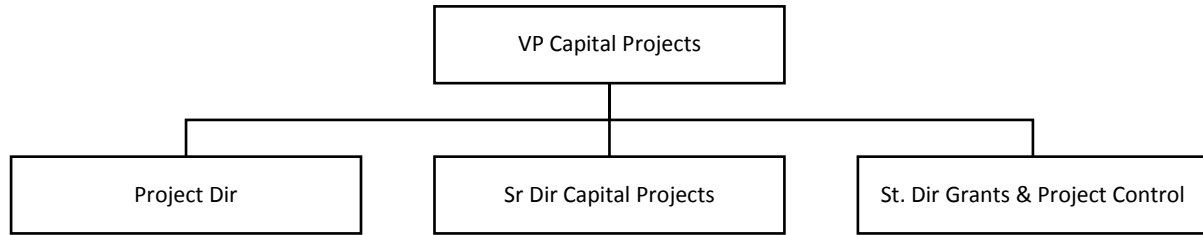
Metro Transit Executive Office



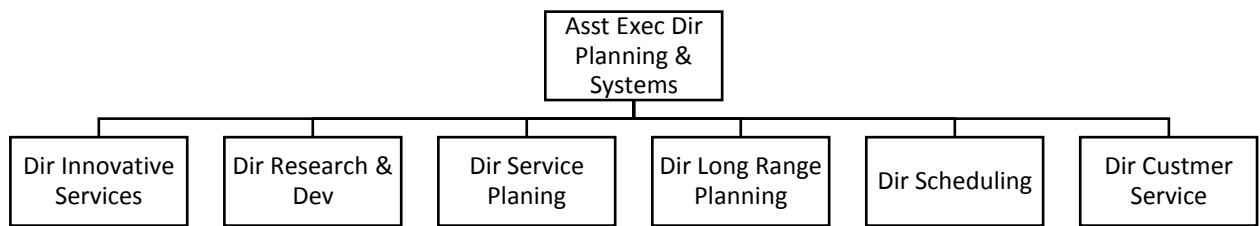
Metro Training



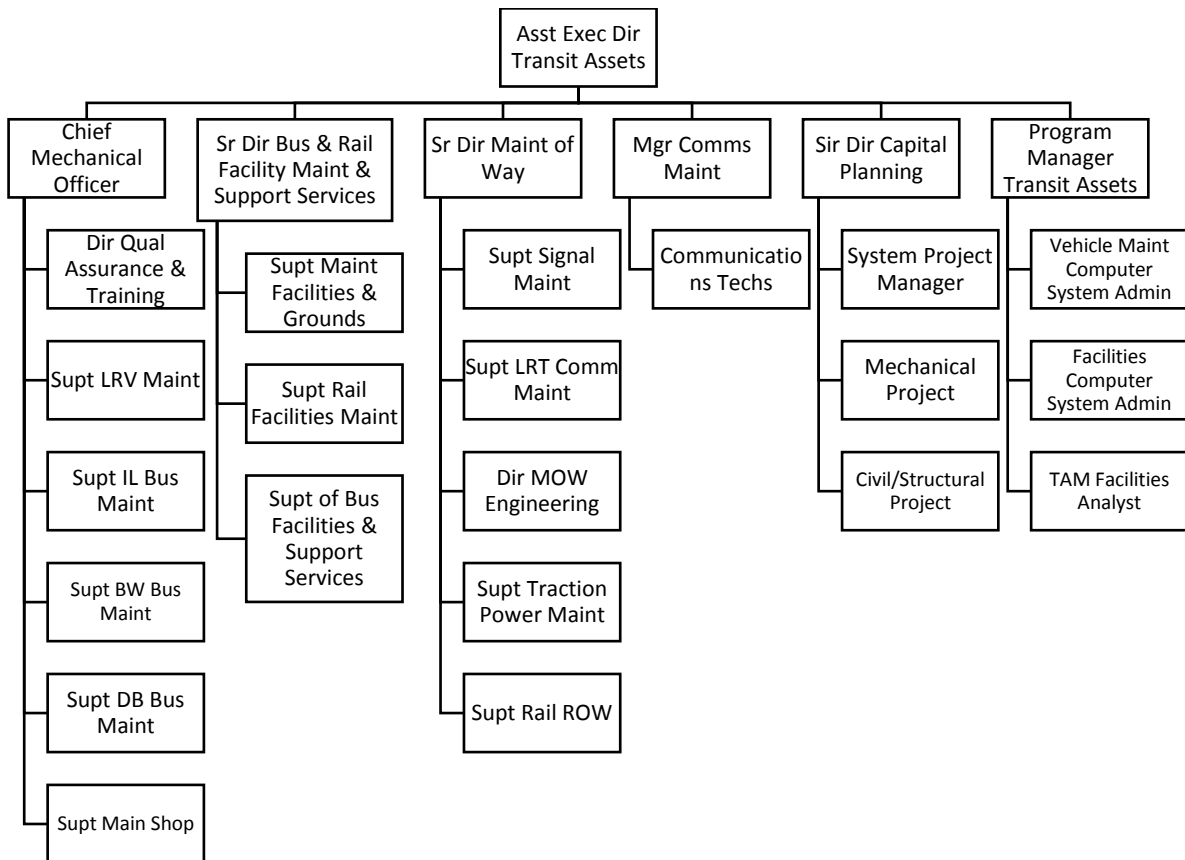
Engineering & New Systems Development



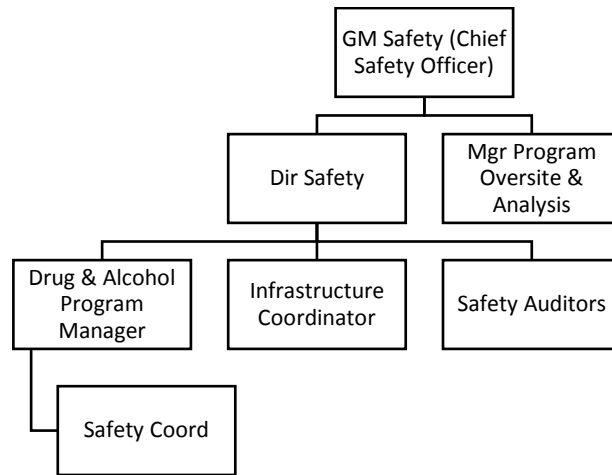
Planning & Systems



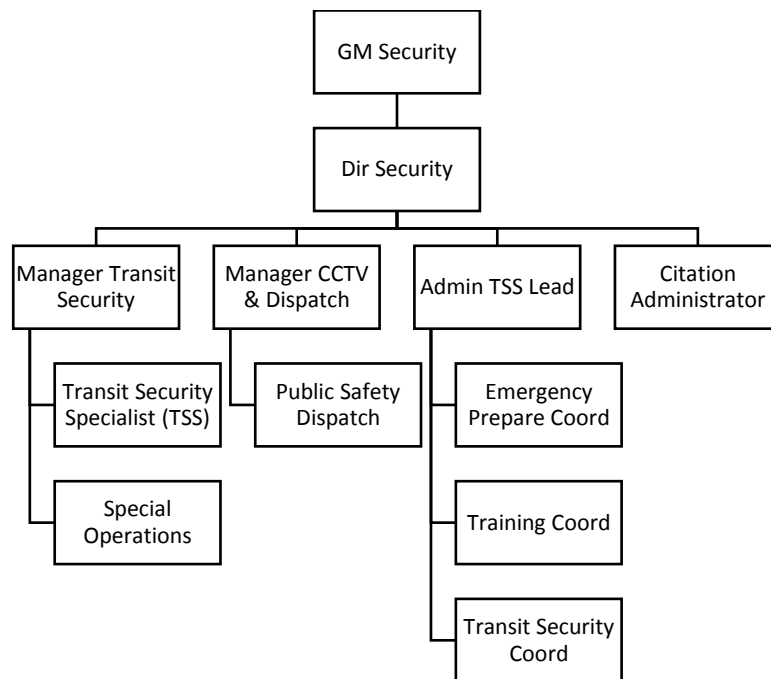
Transit Assets



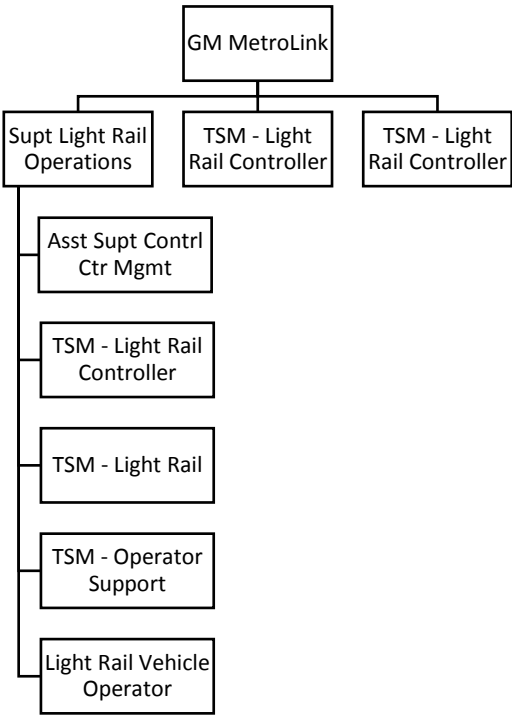
Safety



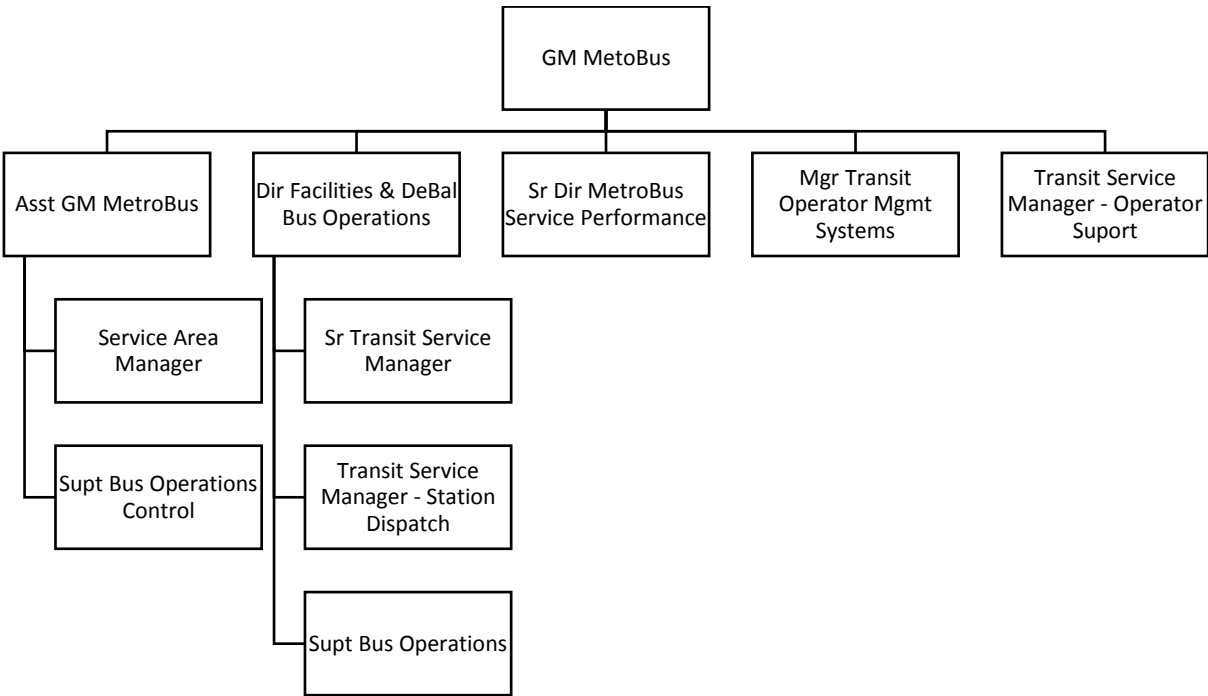
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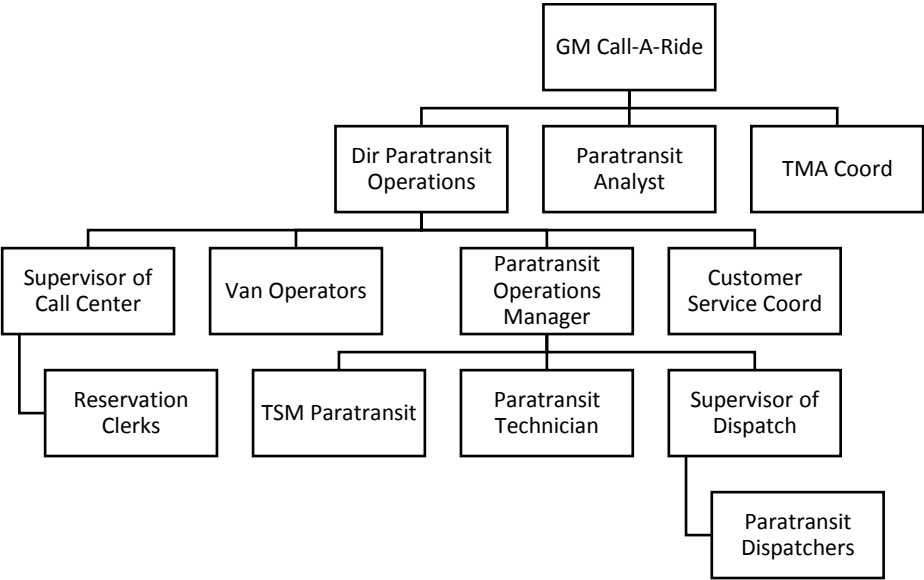
MetroLink



MetroBus



Call-A-Ride





Illinois Department of Transportation
Bi- State Safety Oversight Program



Andrew Ghiassi
General Manager of Safety
Bi-State Development
One Metropolitan Square
211 North Broadway, Suite 700
St. Louis, MO 63102-2759

Subject: Review of 2023 Metro Public Transportation Agency Safety Plan

May 12, 2023

Dear Mr. Ghiassi:

The Missouri Department of Transportation (MoDOT) and Illinois Department of Transportation (IDOT), together as the Bi-State Safety Oversight Agency (BSSO), received Bi-State Development's (BSD's) 2023 revision of the Metro Public Transportation Agency Safety Plan (PTASP). The BSSO team has reviewed the PTASP in accordance with BSSO and Federal Transit Administration (FTA) requirements.

The 2023 revision of the Metro PTASP fulfills BSSO requirements and is hereby conditionally approved for use. BSSO requests BSD to transmit a finalized copy of the PTASP with a signed executive endorsement page and documentation of BSD Board of Commissioners, and Joint Safety/Union Committee approval.

The BSSO appreciates BSD's continued work to improve its PTASP and implement Safety Management Systems (SMS). The BSSO looks forward to continuing this partnership and assist BSD as it continues to implement SMS in the years ahead.

Please feel free to contact us with any questions about this conditional approval, or about State Safety Oversight matters in general.

Sincerely,

Justin Sobeck
State Safety Oversight Program Manager
Missouri Department of Transportation

Jason Osborn
Director of Intermodal Project Implementation
Illinois Department of Transportation

encl: BSSO BSD PTASP Conditional Approval Checklist, May 2023

cc:

Taulby Roach, Bi-State President & Chief Executive Officer

Charles Stewart, Bi-State Executive Director

James Smith, Bi-State Director of Safety

BSSO file

Approvals

The individuals below, submitting and signing this Public Transportation Agency Safety Plans (PTASP), verify that it was prepared in accordance with the appropriate and applicable requirements and guidelines set forth by the Federal Transit Administration in 49 CFR Parts 625, 630, 655, 670, 672, 673, 674, and others, and the Bi-State Safety Oversight (BSSO) Program Standard; that they are authorized representatives of the Board of Commissioners of Metro Transit; that their signatures attest that all items and conditions contained in this plan are understood, accepted and approved; and that they are committed to implementing the PTASP and achieving its safety goals and objectives.

Approved By:

Board Approval

Date

3/7/2023

Joint Safety/Union Committee Approval

Date

8.1.2023

Date


Taulby Roach

President and CEO (Accountable Executive)
Bi-State Development


Andrew Ghiassi

General Manager of Safety (Chief Safety Officer)
Bi-State Development

Date

8/1/2023

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT APPROVING
THE 2023 BI-STATE DEVELOPMENT PUBLIC TRANSPORTATION AGENCY SAFETY PLAN**

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”); and

Whereas, 49 U.S.C. 5329 was changed by MAP-21 (Pub. L. 112-141 (2012)) to require a Public Transportation Agency Safety Plan (“PTASP”) that is approved by the agency’s board of directors or equivalent; and

Whereas, the Agency was required to certify that it has a safety plan, meeting the requirements of the rule by July 20, 2020, and the Board of Commissioners approved that plan on June 26, 2020; and

Whereas, an annual update of the Agency’s PTASP is needed; and

Whereas, the 2023 updates include significant revisions, including:

- Updated organizational charts, job titles, department names, and roles and responsibilities.
- Added details regarding the Department of Safety training courses, Hazard Log, and Corrective Action Plan (CAP) Tracker.
- Removed system schematics and Main Line Rail Fixed Guideway System (MLRFGS) element tables that are not referenced in the PTASP and are part of other program standards (i.e., maintenance, engineering, and emergency preparedness plan).
- Removed repetitive information to avoid conflicts within the PTASP and across other program plans; and

Whereas, it is feasible, necessary and in the public interest for the Agency to approve the annual updates to the Bi-State Development Public Transportation Agency Safety Plan, 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.

Section 2. Approval of the 2023 Bi-State Development Public Transportation Agency Safety Plan:
The Board of Commissioners hereby approves the 2023 Bi-State Development Public Transportation Agency Safety Plan, annual update (as provided in the Attachment to 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, 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

Metro Transit Agency Safety Plan 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 officers and 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. 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 September, 2023.

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

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **St. Louis Downtown Airport, Six (6) Surplus Property Holdings**
Disposition: Approval
Presentation: Mary Lamie, Executive Vice President – Multi Modal Enterprises
John Langa, Vice President, Economic Development

Objective:

To present to the Bi-State Development Board of Commissioners (**Board**) for final approval, the report affirming the six (6) properties at the St. Louis Downtown Airport (**Airport**) identified herein, be: (1) declared incidental and not useful in their current condition for the Airport's aeronautical purposes; (2) confirmed available for conveyance by ground lease or other alternative acceptable to BSD and the Federal Aviation Administration (**FAA**); and, (3) authorize BSD's President and CEO to finalize and execute agreements in support of the conveyance of one or more of the properties through a competitive process.

Background:

The Airport has had recent and/or on-going interest in the six (6) properties, described below and in the attached Exhibit A and Exhibits 1, 2, 3, 4, 5 and 6. Exhibit A notes the six (6) properties, with a specific description of each in the additional exhibits, Exhibits 1 through 6.

- Property 1: 37 +/- acres West of Railroad Tracks, known in Exhibit A as Property 1, and in Exhibit 1.
- Property 2: Hangar 1 and Hangar 2, each building 14,000 +/- square feet and a land area of 2.8 +/- acres, known in Exhibit A as Property 2, and in Exhibit 2.
- Property 3: 1.61 +/- acres along Runway Apron immediately west of Hangar 1 and Hangar 2, known in Exhibit A as Property 3, and in Exhibit 3.
- Property 4: 0.87 +/- acres along Vector Drive, known in Exhibit A as Property 4, and in Exhibit 4.
- Property 5: 0.32 +/- acres along Vector Drive, known in Exhibit A as Property 5, and in Exhibit 5.
- Property 6: 13.09 +/- acres along Vector Drive, known in Exhibit A as Property 6, and in Exhibit 6.

Property 1

Property 1 is 37 +/- acres, on the west side of the Airport, generally east of Upper Cahokia Road, west of the Missouri Pacific rail line (**Exhibit A and Exhibit 1**). Given that it is not possible to connect to a runway area the property has not been developed for aeronautical purposes. Approximately 5 +/- acres of the property closest to the Airport proper is in the Airport's Runway

Protection Zone and it is anticipated that this portion would be kept in its present agricultural use. The property is zoned R-1, "One Family Residential", Village of Cahokia Heights.

The property is part of the Airport's farming 305 acres of its undeveloped acreage, annually netting the Airport \$243 per tillable acre. The Airport estimates 35 +/- of the property's 37 +/- acres are tillable, netting the Airport some \$8,505 annually. The Airport's most recent appraisal (March 2019) set a property value of \$38,808 per acre if for sale, or \$1,020 per acre annually if leased for non-farming purposes.

In the past, the Airport has evaluated the property for a potential solar field. At this time the Airport does not have a specific user pursuing the property, and should the Airport procure a new use, the Airport would first need to amend its agreement with its farmer (Ken Weilbacher) to take the area out of crops.

Property 2

Property 2 is Hangar 1 and Hangar 2, each 14,000 +/- square feet, plus their land area, some 2.8 +/- acres (**Exhibit A and Exhibit 2**). Hangar 1 and Hangar 2 are both on the National Register of Historic Places as historic structures, were built in 1929-1930 and nationally are two of the few remaining Curtiss-Wright hangars.

Both brick masonry buildings are in very poor condition making their renovation, estimated well in excess of \$1,000,000, for continued tenancy prohibitively expensive. Both are historic structures and if declassified and demolished, that process would be expensive, estimated in the \$500,000 plus range. In March 2023, the Airport received an appraisal of \$148,500 for each building.

Tenants with Hangar 1 or Hangar 2 leases, either expiring June 30, 2023 or on month to month, have recently netted the Airport \$33,577, annually. Over the last few years, the Airport has received interest, including current interest, from a variety of parties in the buildings. However, the condition of both make them difficult to continue to lease and costly to repair and maintain. At this time, the Airport is pursuing the potential for transferring any historic preservation and repair requirements to prospective tenants who would undertake those renovation expenses themselves as part of their tenancy with the Airport.

Assuming those renovation costs would offset part of the lease value a tenant might otherwise be charged in rent by the Airport, the Airport would still receive \$25,613 in annual ground rent over the entire property given the Airport's current ground rent of \$0.21 per square feet.

Property 3

Property 3 is the 1.61 +/- acres along the Runway Apron immediately west of the Hangar 1 and Hangar 2 site (**Exhibit A and Exhibit 3**).

This site has received interest from groups evaluating the Hangar 1 and Hangar 2 property (Property 2), as well as interest from smaller operations to build small hangars. The Airport believes Property 3 could be used by one or more of these smaller operators, if not by a single large operator who might also include all of part of Property 2.

Should the entire property lease at the Airport's current \$0.21 per square feet ground rent, the site would net the Airport some \$14,727 annually.

Property 4

Property 4 is the 0.87 +/- acre site along Vector Drive (**Exhibit A and Exhibit 4**).

Given the site's potential roadway and Airport apron access, it has continued market interest for a new hangar. Should that interest proceed, the Airport will be working with prospects on a number of improvements to the site, including alterations to site access, security fencing and on-apron traffic signalization, as well as with adjacent tenants for shared access arrangements.

If the entire property is leased at the Airport's current \$0.21 per square feet ground rent, the site would net the Airport some \$7,958 annually.

Property 5

Property 5 is a 0.32 +/- acre site at 2314 and 2334 Vector Drive, (**Exhibit A and Exhibit 5**).

The site has existing apron and taxi-lane access, with those improvements and infrastructure were developed by a private party in the early 2000s. The site is vacant and there have not been hangars on the property.

If the entire property is leased at the Airport's current \$0.21 per square feet ground rent, the site would net the Airport some \$2,940 annually.

Property 6

Property 6 is a 13.09 +/- acre site along Vector Drive (**Exhibit A and Exhibit 6**) within the southern portion of the Airport.

The site is currently farmed. However, as the remainder of much of the improved Airport area with landside, apron and taxi-lane access is near capacity, this may be one of the next areas of the Airport for development interest, and the Airport has already received such from private parties.

The property is part of the Airport's farming 305 acres of its undeveloped acreage, annually netting the Airport \$243 per tillable acre. The site's 13.09 +/- acres nets the Airport some \$3,180 annually, and should the Airport procure a new use, the Airport would first need to amend its agreement with its farmer (Ken Weilbacher) to take the area out of crops.

If the entire property is leased for development at the Airport's current \$0.21 per square feet ground rent, the site would net the Airport some \$119,742 annually.

Analysis

At this time, the Airport is pursuing a declaration of each of the properties as excess, and thus available for conveyance. The materials contained herein provide an overview of each of the properties, some of the proposed uses of the properties by interested parties in the recent past, and on-going revenue and expense considerations. At this time, the Airport does not have significant capital improvement funds to dedicate towards any major hangar repair, maintenance or renovation efforts, and these potential dispositions offer potential maintenance and repair savings and new sources of tenant revenue.

Should any of the properties be conveyed, such would follow a competitive process undertaken by the Airport, be subject to FAA review and require any disposition agreements be finalized and executed by the BSD President and CEO.

Previous Action:

The Operations Committee approved this item, as presented, at the August 18, 2023 meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve the report affirming the six (6) properties at the St. Louis Downtown Airport (**Airport**) identified herein, be: (1) declared incidental and not useful in their current condition for the Airport's aeronautical purposes; (2) confirmed available for conveyance by ground lease or other alternative acceptable to BSD and the Federal Aviation Administration (**FAA**); and, (3) authorize BSD's President and CEO to finalize and execute agreements in support of the conveyance of one or more of the properties through a competitive process.

Funding Source:

There is not a cost associated with this excess property request. However, as individual hangar and tenancy projects move forward, there will likely be legal costs associated with leases and development agreements, with those shared by the Airport and the Economic Development departments, and potential planning and design engineering efforts to be undertaken by the Airport.

Attachments:

- Exhibit A: Excess Property Overview
- Exhibit 1. 37+/- Acres, West of Railroad Tracks
- Exhibit 2. Hangar 1 and Hangar 2 and Acreage
- Exhibit 3. 1.61 +/- Acres along Runway Apron
- Exhibit 4. 0.87 +/- Acres along Vector Drive
- Exhibit 5. 0.32 +/- Acres along Vector Drive
- Exhibit 6. 13.09 +/- Acres along Vector Drive

EXHIBIT A

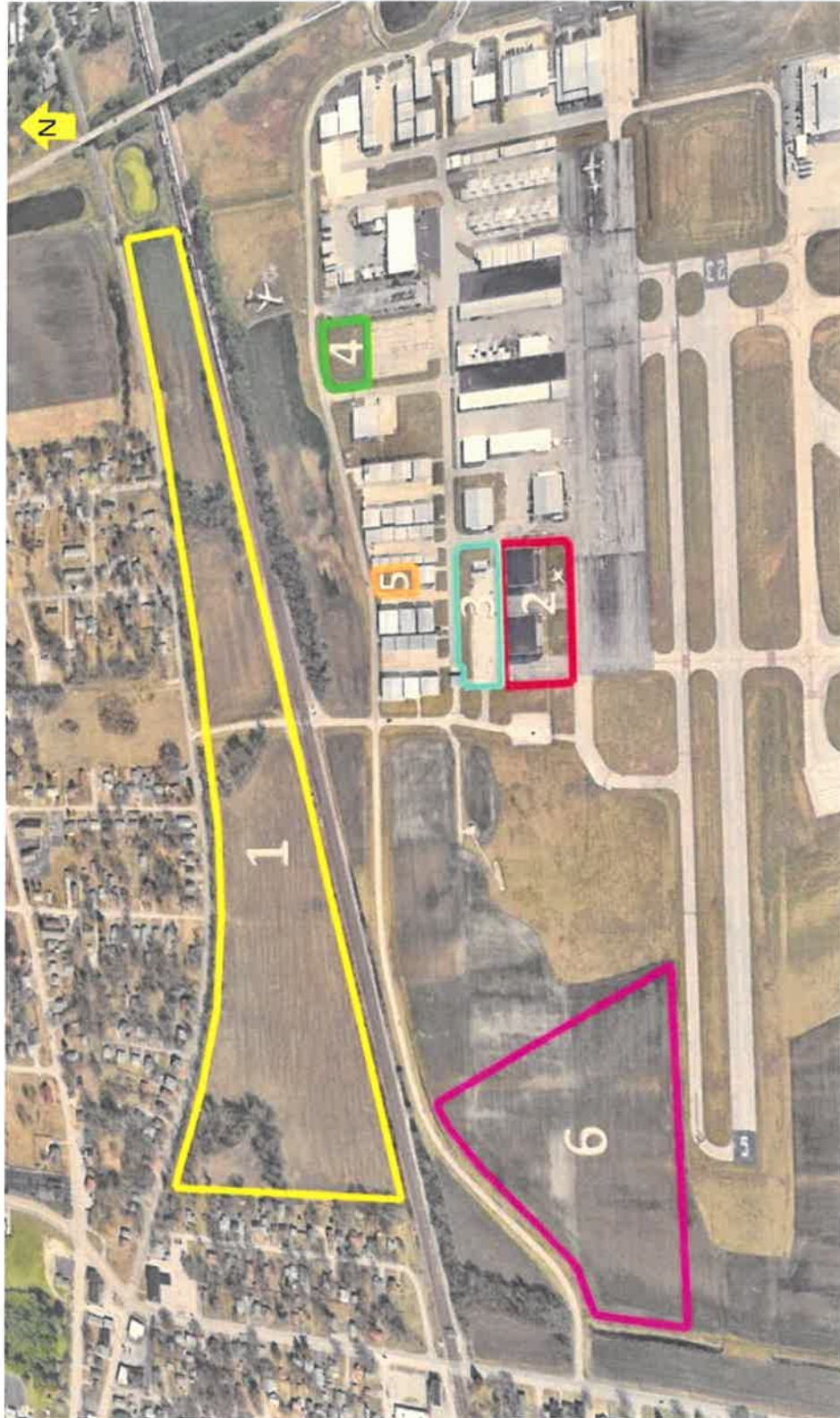


Exhibit 1: 37 +/- Acres, West of Railroad Tracks



Exhibit 1: 37 +/- Acres, West of Railroad Tracks

County Parcel Number	01350405005
Type Of Interest	Fee Simple
Address	Southeast Side – Upper Cahokia Road, Cahokia, Illinois 62206
Location	Southeast of Upper Cahokia Road, northeast and southwest of Air Flite Drive along the northwest line of the Union Pacific Rail Line and ROW
Parcel Size	37.348 +/- acres, of which 5 +/- acres are in the Airport's Runway Protection Zone
Acquisition Cost	Purchased from Illinois State Trust Company, December 22, 1964
Project Number	FAAP R 9-11-048-D401
Participation Ratio	ALP Exhibit A Shows the land was purchased with 100% federal funds, with no local participation
Potential Disposition	A fair market annual rental value of \$1,020 per acre per year per appraisal, potential disposition for solar farm or other use, property is now cropland

Exhibit 2: Hangar 1 and 2 and Acreage



Exhibit 2: Hangar 1 and 2 and Acreage



Hangar 1

Exhibit 2: Hangar 1 and 2 and Acreage



Hangar 2

Exhibit 2: Hangar 1 and 2 and Acreage

County Parcel Number	01360300032
Type Of Interest	Fee Simple
Address	Hangar 1, 2100 Vector Drive, Cahokia, Illinois 62206 Hangar 2, 2300-2301 Vector Drive, Cahokia, Illinois 62206
Location	Within Airport Proper
Parcel Size	Each hangar is 14,000 sf; overall parcel size 2.8 +/- acres
Acquisition Cost	TBD
Project Number	FAAP R 9-11-048-D401
Participation Ratio	TBD
Potential Disposition	TBD

Exhibit 3: 1.61 +/- Acres along Runway Apron



Exhibit 3: 1.61 +/- Acres along Runway Apron

County Parcel Number	01360300032
Type Of Interest	Fee Simple
Address	N/A
Location	Within Airport Proper
Parcel Size	1.61 +/- Acres
Acquisition Cost	Purchased from Illinois State Trust Company, December 22, 1964
Project Number	FAAP R 9-11-048-D401
Participation Ratio	ALP Exhibit A Shows the land was purchased with 100% federal funds, with no local participation
Potential Disposition	TBD

Exhibit 4: 0.87 +/- Acres along Vector Drive



Exhibit 4: 0.87 +/- Acres along Vector Drive

County Parcel Number	01360300032
Type Of Interest	Fee Simple
Address	N/A
Location	Within Airport Proper
Parcel Size	0.87 +/- Acres
Acquisition Cost	Purchased from Illinois State Trust Company, December 22, 1964
Project Number	FAAP R 9-11-048-D401
Participation Ratio	ALP Exhibit A Shows the land was purchased with 100% federal funds, with no local participation
Potential Disposition	TBD

Exhibit 5: 0.32 +/- Acres along Vector Drive



Exhibit 5: 0.32 +/- Acres along Vector Drive

County Parcel Number	01360300032
Type Of Interest	Fee Simple
Address	2314 Vector Drive, Cahokia, Illinois 62206 & 2334 Vector Drive, Cahokia, Illinois 62206
Location	Within Airport Proper
Parcel Size	0.32 +/- Acres
Acquisition Cost	Purchased from Illinois State Trust Company, December 22, 1964
Project Number	FAAP R 9-11-048-D401
Participation Ratio	ALP Exhibit A Shows the land was purchased with 100% federal funds, with no local participation
Potential Disposition	TBD

Exhibit 6: 13.09 +/- Acres along Vector Drive

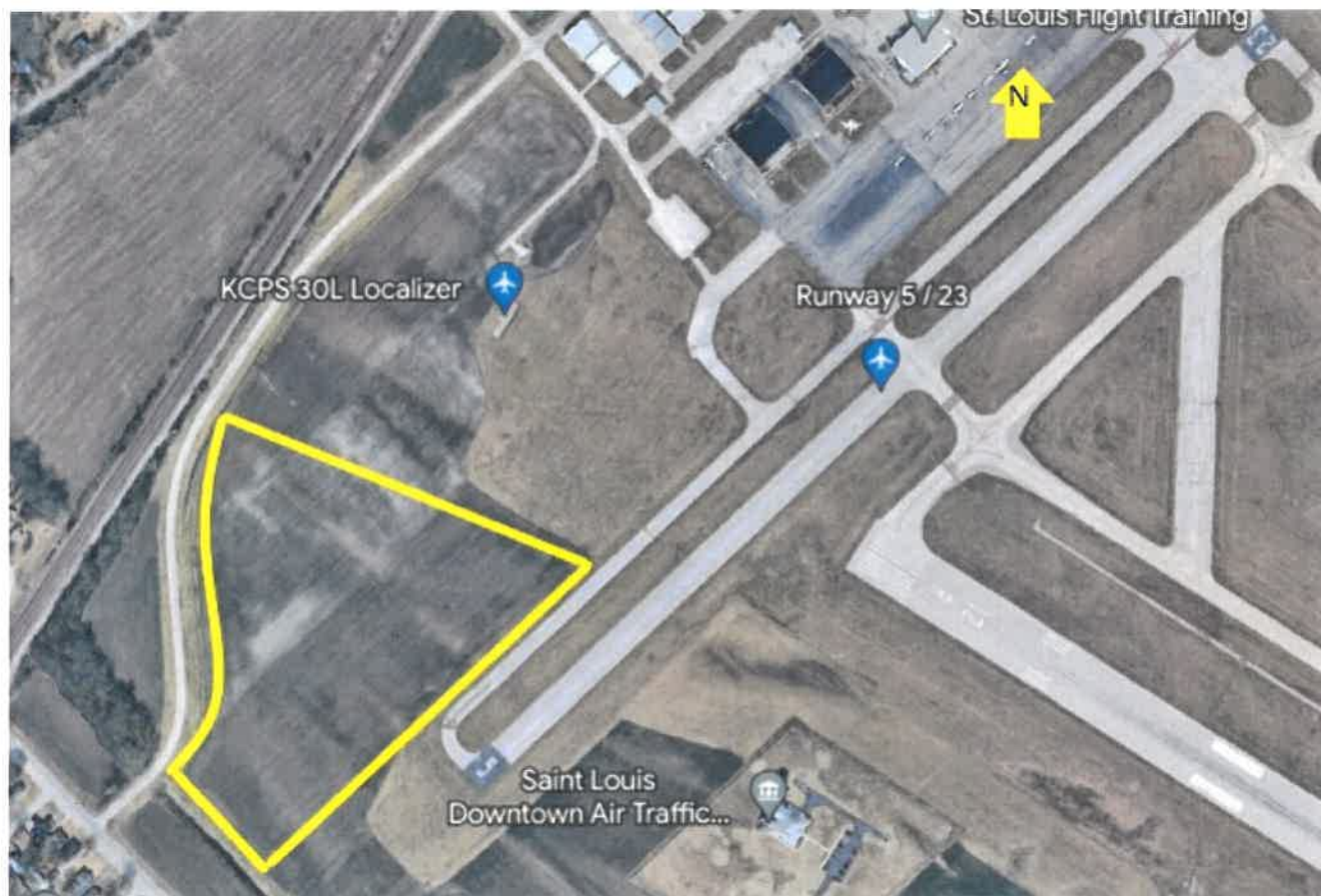


Exhibit 6: 13.09 +/- Acres along Vector Drive

County Parcel Number	01360300032
Type Of Interest	Fee Simple
Address	N/A
Location	Within Airport Proper
Parcel Size	13.09 +/- Acres
Acquisition Cost	Purchased from Illinois State Trust Company, December 22, 1964
Project Number	FAAP R 9-11-048-D401
Participation Ratio	ALP Exhibit A Shows the land was purchased with 100% federal funds, with no local participation
Potential Disposition	TBD

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF
THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
AFFIRMING SIX (6) ST. LOUIS DOWNTOWN AIRPORT PROPERTIES
AS SURPLUS PROPERTY HOLDINGS**

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 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, Board Policy, Section 40.050, Disposition of Surplus Property, provides that:

the President and CEO, in conjunction with the Agency’s Real Estate Department shall review all Agency real estate to determine the appropriate use of each property, and shall annually submit a report to the Board of Commissioners for its approval detailing all Agency property or properties that are not required for Agency purposes and may therefore be declared to be surplus and subject to sale, lease, or the grant of other property rights; and

Whereas, the St. Louis Downtown Airport has had recent and/or on-going interest in the six (6) properties, described below:

- | | |
|-------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| Property 1: | 37 +/- acres West of Railroad Tracks, known in Exhibit A as Property 1, and in Exhibit 1. |
| Property 2: | Hangar 1 and Hangar 2, each building 14,000 +/- square feet and a land area of 2.8 +/- acres, known in Exhibit A as Property 2, and in Exhibit 2. |
| Property 3: | 1.61 +/- acres along Runway Apron immediately west of Hangar 1 and Hangar 2, known in Exhibit A as Property 3, and in Exhibit 3. |
| Property 4: | 0.87 +/- acres along Vector Drive, known in Exhibit A as Property 4, and in Exhibit 4. |
| Property 5: | 0.32 +/- acres along Vector Drive, known in Exhibit A as Property 5, and in Exhibit 5. |
| Property 6: | 13.09 +/- acres along Vector Drive, known in Exhibit A as Property 6, and in Exhibit 6.; and |

Whereas, at this time, the Airport is pursuing a declaration of each of the properties as excess, and thus available for conveyance; and

Whereas, the Airport does not have significant capital improvement funds to dedicate towards any major hangar repair, maintenance or renovation efforts, and these potential dispositions offer potential maintenance and repair savings and new sources of tenant revenue; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to approve the report affirming the six (6) properties at the St. Louis Downtown Airport (Airport) identified herein, be: (1) declared incidental and not useful in their current condition for the Airport's aeronautical purposes; (2) confirmed available for conveyance by ground lease or other alternative acceptable to BSD and the Federal Aviation Administration (FAA); and, (3) authorize BSD's President and CEO to finalize and execute agreements in support of the conveyance of one or more of the properties through a competitive process, 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. Declaration of Surplus Property. The Board of Commissioners hereby approves the report affirming the six (6) properties at the St. Louis Downtown Airport (Airport) identified herein, be: (1) declared incidental and not useful in their current condition for the Airport's aeronautical purposes; (2) confirmed available for conveyance by ground lease or other alternative acceptable to BSD and the Federal Aviation Administration (FAA); and, (3) authorize BSD's President and CEO to finalize and execute agreements in support of the conveyance of one or more of the properties through a competitive process, 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 the Vice President of Economic Development, are hereby authorized and directed to take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution.

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 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. 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 September, 2023.

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
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Time Extension – 18-RFP-105125- CB/DGR - Downtown Tunnel Repairs and Standpipe Replacement Design and Construction Phase Services**
Disposition: Approval
Presentation: Christopher Poehler, PE, Vice President – Capital Programs;
Thomas Curran, Executive Vice President of Administration;
Charles Stewart, EVP, Chief Operating Officer – Metro Transit

Objective:

To present to the Board of Commissioners for approval, a request to extend the contract with the firm of Modjeski and Masters for construction phase services for the Downtown Tunnel Repairs and Standpipe Replacement Project.

Background:

On April 19, 2018, Metro issued Solicitation 18-RFP-105125-CB – Downtown Tunnel Repairs and Standpipe Replacement Design, requesting proposals from qualified firms to provide the required design and construction phase services. The proposed scope of work included development of the required environmental documentation, preparation of construction bid documents, cost estimates and construction phase support services. Three proposals were received and evaluated. Modjeski and Masters was the top-rated firm. A negotiated price was finalized and presented to the Board of Commissioners on April 26, 2019 for approval in the amount of \$869,767.62. The contract was approved, and the environmental and design work was completed.

In December 2021, Metro issued a request for sealed bids for the construction of the Downtown Tunnel Repairs and Standpipe Replacement under Solicitation 22-SB/RFP-277987-DGR. Kozeny Wagner Construction Company was the sole bidder, and their proposal was found to be responsive and responsible. A conformed contract and notice to proceed were issued to Kozeny Wagner on July 24, 2022.

Due to lack of available track time, the contractor's start has been delayed. Projected construction start is now slated for September, 2023. Due to this delay, the contract end date for Modjeski and Masters needs to be extended to allow them to complete the construction phase services as originally contracted.

Analysis:

The current contract end date is December 31, 2023. Metro is requesting approval to issue a contract change to Modjeski and Masters to extend the contract end date to December 31, 2024. This date will allow for the completion of the construction and contract closeout. This contract change will not increase the contract dollar amount.

Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
Contract Modification – 18-RFP-105125- CB/DGR- Downtown Tunnel Repairs and Standpipe Replacement
Design and Construction Phase Services
September 22, 2023
Page 2

Previous Action:

The Operations Committee approved this item at the August 18, 2023 meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve the request to authorize the President & CEO to issue a no-cost, contract modification, to Modjeski and Masters, to extend the contract end date to December 31, 2024, to allow for the completion of the Downtown Tunnel Repairs and Standpipe Replacement construction and contract closeout.

Funding Source:

The project is funded by FTA MO-54-001 and 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
DESIGN AND CONSTRUCTION PHASE SERVICES FOR THE
DOWNTOWN TUNNEL REPAIRS AND STANDPIPE REPLACEMENT
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.2., requires the Board of Commissioners to approve contract extensions beyond 180 days; and

Whereas, Bi-State Development (BSD) issued Solicitation 18-RFP-105125-CB – Downtown Tunnel Repairs and Standpipe Replacement Design, requesting proposals from qualified firms to provide the required design and construction phase services, and following standard procurement procedures, the contract was awarded to Modjeski and Masters on April 26, 2019; and

Whereas, due to a lack of track time, the project has been delayed; and

Whereas, it is feasible, necessary and in the public interest for the Agency for the Board of Commissioners to approve a request to authorize the President and CEO to execute a no-cost contract modification, to Modjeski and Masters, to extend the contract end date to December 31, 2024, to allow for the completion of the Downtown Tunnel Repairs and Standpipe Replacement construction and contract closeout, 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 approves a request to authorize the President and CEO to execute a no-cost contract modification, to Modjeski and Masters, to extend the contract end date to December 31, 2024, to allow for the completion of the Downtown Tunnel Repairs and Standpipe Replacement construction and contract closeout, 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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Award – WSP USA Inc. Major On-Call General Engineering Consulting – Civil and Structural Engineering and Surveying Services**
Disposition: Approval
Presentation: Thomas Curran, Executive Vice President of Administration;
Christopher Poehler, Vice President of Capital Programs;
Charles A. Stewart, EVP & Chief Operating Officer – Metro Transit

Objective:

To present to the Board of Commissioners for approval, a request to contract with WSP USA, Inc., to provide On-Call Civil and Structural Engineering and Surveying Services.

Background:

These past few years have proven our increasing need for engineering support for our in-house projects. Civil and Structural Engineering and Surveying Services are required to support various Agency projects, ranging from planning studies to major construction projects and infrastructure upgrades.

On April 6, 2023, BSD issued solicitation *23-RFP-379250-CG - Major On-Call General Engineering Consulting (GEC) for Civil and Structural Engineering and Surveying Services*. The request for proposals was advertised in BSD's iSupplier Portal, the Agency's web-based communication tool, structured to allow interested bidders/proposers open access to view, communicate, and submit bids and proposals on active solicitations.

Analysis:

In response to the solicitation *23-RFP-379250-CG*, four (4) technical proposals were received and forwarded to the evaluation team, which consisted of individuals within the Engineering Division. The Procurement of an A&E firm is based on the Brooks Method as defined in 40 U.S.C. 541, Brooks Act.

The Brooks Act requires that:

- a. Qualifications be evaluated;
- b. Price be excluded as an evaluation factor;
- c. Negotiations be conducted with only the most qualified offeror;
- d. Failing agreement of a price, negotiations with the next most qualified offeror be conducted until a contract award is made to the most qualified offeror whose price is fair and reasonable.

The technical proposals were evaluated based on the below pre-determined technical criteria listed in order of importance:

1. Technical Competence;
2. General Experience of Personnel;
3. Team Experience;
4. Capacity;
5. Utilization of Disadvantaged Business Enterprises.

As a result of the consensus scores, WSP USA, Inc. is the highest-ranking firm and was determined as the most qualified firm to provide services to BSD engineering staff in support of the Agency's in-house projects.

Firm:	Consensus Technical Scoring	Round 2 Ranking
WSP	439.32	1
EXP	395.00	2
Modjeski and Masters	392.50	3
Juneau	317.50	4
Total Possible Points = 500		

A cost proposal was requested and received from WSP. The cost proposal was reviewed by BSD's Engineering Department and was determined to be fair and reasonable.

Each service item will be assigned a task order. These task orders are expected to be projects having longer durations, with consultants overseeing activities such as survey services up to the full design of a project. Each task order will be negotiated based on approved rates. Task Orders issued during the contract and option periods will range from \$200,000.00 to \$1,500,000.00 for any individual task order. They may be exercised by the Director of Contracting & Strategic Sourcing, the Vice President of Procurement, and the Executive Vice President of Administration.

Previous Action:

The Operations Committee approved this item, as submitted, at their August 18, 2023 meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve this request to authorize the President & CEO to enter into a contract with WSP USA, Inc., to provide necessary consulting services for Civil and Structural Engineering and Surveying Services, for three base years and two one-year option years, in an amount not to exceed **\$5,000,000.00**.

Funding Source:

Funding for each task order under the contract will be provided based on the particular project's funding source.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDING
A CONTRACT TO WSP USA, INC. FOR MAJOR ON-CALL CIVIL AND
STRUCTURAL ENGINEERING AND SURVEYING 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), requires Board approval of all Competitive Negotiated Procurements exceeding \$500,000; and

Whereas, on April 6, 2023, BSD issued solicitation 23-RFP-379250-CG - Major On-Call General Engineering Consulting (GEC) for Civil and Structural Engineering and Surveying Services; and

Whereas, in response to solicitation 23-RFP-397250-CG, four (4) technical proposals were received and forwarded to the evaluation team, which consisted of individuals within the Engineering Division; and

Whereas, the Procurement of an A&E firm is based on the Brooks Method as defined in 40 U.S.C. 541, Brooks Act; and

Whereas, as a result of the consensus scores, WSP USA, Inc. was the highest-ranking firm and was determined as the most qualified firm to provide services to BSD engineering staff in support of the Agency’s in-house projects; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President and CEO to enter into a contract with WSP USA, Inc., to provide necessary consulting services for Civil and Structural Engineering and Surveying Services, for three base years and two one-year option years, in an amount not to exceed \$5,000,000.00, 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 contract with WSP USA, Inc., to provide necessary consulting services for Civil and Structural Engineering and Surveying Services, for three base years and two one-year option years, in an amount not to exceed \$5,000,000.00, 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 WSP USA, 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 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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Award – On-Call General Engineering Consulting Services
Multiple Disciplines (Architectural Services, Mechanical, Civil and
Structural Engineering and Surveying Services, Environmental
Geotechnology Services and Material Testing)**
Disposition: Approval
Presentation: Thomas Curran, Executive Vice President of Administration;
Christopher Poehler, Vice President of Capital Programs;
Charles A. Stewart, EVP & Chief Operating Officer – Metro Transit

Objective:

To present to the Board of Commissioners for approval, a request to contract with Modjeski and Masters, Juneau Associates, and Thouvenot Wade & Moerchen (TWM) Inc., so each firm can provide On-Call General Architectural and Engineering Services for Capital Projects, Maintenance of Way and Transit Assets Groups.

Background:

An increased workload for the Engineering Department has created the need for engineering support for our in-house projects. These On-Call General Engineering Consultant (GEC) Contracts will allow us to request such services as independent cost estimating, support of design and construction projects, and performing feasibility studies, as well as developing plans for capital and maintenance projects.

On March 17, 2023, BSD issued solicitation *23-RFP-407265-CG - On-Call General Engineering Consulting Services/Multiple Disciplines (Architectural Services, Mechanical, Civil and Structural Engineering and Surveying Services, Environmental Geotechnology Services and Material Testing)*. The request for proposals was advertised in BSD's iSupplier Portal, the Agency's web-based communication tool, structured to allow interested bidders/proposers open access to view, communicate, and submit bids/proposals on active solicitations.

Analysis:

In response to the solicitation *23-RFP-407265-CG*, three (3) technical proposals were received and forwarded to the evaluation team, which consisted of individuals within BSD's Engineering and Maintenance of Way Departments. The proposals were reviewed and scored according to the technical evaluation criteria specified in the solicitation package. The procurement of an A&E firm is based on the Brooks Method as defined in 40 U.S.C. 541, Brooks Act.

The Brooks Act requires that:

- a. Qualifications be evaluated;
- b. Price be excluded as an evaluation factor;
- c. Negotiations be conducted with only the most qualified offeror;
- d. Failing agreement of a price, negotiations with the next most qualified offeror be conducted until a contract award is made to the most qualified offeror whose price is fair and reasonable.

The technical proposals were evaluated based on the below pre-determined technical criteria listed in order of importance:

1. Technical Competence;
2. General Experience of Personnel;
3. Team Experience;
4. Capacity;
5. Geographical Proximity to MetroLink Alignment
6. Utilization of Disadvantaged Business Enterprises.

As a result of the consensus meeting, final scores are shown in the graph below:

Firm:	Consensus Technical Scoring	Round 2 Ranking
Modjeski and Masters	386.79	1
Juneau	375.00	2
TWM	366.79	3
Total Possible Points = 500		

Based on the above scores, the committee determined that all three (3) firms met the requirements, qualifications and experience in accordance with the scope of work described within the solicitation. Therefore, the committee recommends all three (3) three firms be awarded a contract based on the fact that “On-Call” Architectural and Engineering Consulting services are required to support both BSD’s Engineering Capital Project Team, Maintenance of Way and Metro’s Transit Asset Groups in-house projects.

Cost Proposals were requested and received from each firm and reviewed by BSD’s Engineering and Maintenance of Way and Transit Asset’s Departments and they were determined to be fair and reasonable.

Each service item will be assigned a task order. Any task orders issued during the contract period shall not exceed \$200,000.00. They may be exercised by the Director of Contracting & Strategic Sourcing, the Vice President of Procurement, and the Executive Vice President of Administration.

Previous Action:

The Operations Committee approved this item, as presented, at their August 18, 2023 meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve this request to authorize the President & CEO to enter into contracts with Modjeski and Masters, Juneau, and TWM, so that each can provide the necessary consulting services for On-Call General Engineering Consulting (GEC) Services/Multiple disciplines, for five base years, in the amount not to exceed \$4,000,000.00 for each contract.

Funding Source:

Funding for each task order under the contract will be provided based on the particular project's funding source.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
AWARDING CONTRACTS TO MODJESKI AND MASTERS, JUNEAU,
AND TWM FOR ON-CALL GENERAL ENGINEERING
CONSULTING SERVICES/MULTI DISCIPLINES**

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), requires Board approval of all Competitive Negotiated Procurements exceeding \$500,000; and

Whereas, on March 17, 2023, BSD issued solicitation 23-RFP-407265-CG - On-Call General Engineering Consulting Services/Multiple Disciplines (Architectural Services, Mechanical, Civil and Structural Engineering and Surveying Services, Environmental Geotechnology Services and Material Testing; and

Whereas, in response to solicitation 23-RFP-407265-CG, three (3) technical proposals were received and forwarded to the evaluation team, which consisted of individuals within BSD’s Engineering and Maintenance of Way Departments; and

Whereas, the Procurement of A&E firms is based on the Brooks Method as defined in 40 U.S.C. 541, Brooks Act; and

Whereas, as a result of the consensus scores, the committee determined that all three (3) firms met the requirements, qualifications and experience in accordance with the scope of work described within the solicitation; and therefore, the committee recommends all three (3) three firms be awarded a contract; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President and CEO to enter into contracts with Modjeski and Masters, Juneau, and TWM, so that each can provide the necessary consulting services for On-Call General Engineering Consulting (GEC) Services/Multiple disciplines, for five base years, in the amount not to exceed \$4,000,000.00, for each contract, 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 Contracts. The Board of Commissioners hereby authorizes the President and CEO to enter into contracts with Modjeski and Masters, Juneau, and TWM, so that each can provide the necessary consulting services for On-Call General Engineering Consulting (GEC) Services/Multiple disciplines, for five base years, in the amount not to exceed \$4,000,000.00, for each contract, 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, Modjeski and Masters, Juneau, and TWM.

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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Award – Northside-Southside (Jefferson Alignment) Program
Management Consultant (PMC) – Phase II**
Disposition: Approval
Presentation: Taulby Roach, President and Chief Executive Officer
Christopher Poehler, PE, Vice President - Capital Programs

Objective:

To present to the Board of Commissioners for approval, a request to contract with the selected program management firm from solicitation 23-RFP-402242-CG for the Northside-Southside (Jefferson Alignment) Program Management Consultant (PMC) – Phase II.

Background:

Bi-State Development (Agency) will function as the Project Owner and Operator, and is charged with the responsibility to manage design, land acquisition and construction for the Northside-Southside (Jefferson Alignment) MetroLink project.

Solicitation 23-RFP-402242-CG Northside-Southside (Jefferson Alignment) PMC was issued on March 7, 2023. The request for proposals was advertised in BSD's iSupplier Portal, the Agency's web-based communication tool, structured to allow interested bidders/proposers open access to view, communicate, and submit bids/proposals on active solicitations.

Analysis:

In response to the solicitation, one (1) sealed proposal was received from HNTB united with KAI 360 Construction Services (KAI) and KWAME Building Group in a Joint Venture identified as Northside-Southside (NS-SS) Transit Partners to provide BSD with a diverse, experienced and highly technical team. The technical proposal was forwarded to the evaluation team, composed of staff from BSD's Engineering team and Planning/Systems in addition to external partners from the City of St. Louis and East-West Gateway Council of Governments. The technical proposal was reviewed and scored according to the technical evaluation criteria specified in the solicitation package following a formal oral presentation/interview with Northside-Southside Transit Partners.

In the June 2023 Board Meeting, a 90-day Phase I contract with the Joint Venture in the amount of \$772,059.78 was approved. Subsequent to the contract approval, both parties began negotiating the scope and cost for the Phase II contract which will extend the PMC services through the Design Phase of the Contract.

The initial scope and cost proposal for this multi-year contract were submitted to BSD in July, and the parties have been negotiating since that time. The parties reached an agreement on a 4-year contract for \$18,920,356.78. This total cost is reasonable based on a comparison to the independent cost estimate and includes a 26% DBE commitment which significantly exceeds the contract goal of 20% DBE participation.

Previous Action:

The Operations Committee approved this item, as presented, at their August 18, 2023 meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve this request to authorize the President & CEO to enter into a contract with Northside-Southside Transit Partners, to provide the necessary consulting services through the Design Phase of the Northside-Southside (Jefferson Alignment) light rail project, in the amount of \$18,920,356.78 plus a 10% contingency, for a total amount not to exceed \$20,812,392.46.

Funding Source:

Metro City Capital Trust

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE
BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
AWARDING A CONTRACT TO NORTHSIDE-SOUTHSIDE TRANSIT PARTNERS
FOR CONSULTING SERVICES THROUGH THE DESIGN PHASE OF THE
NORTHSIDE-SOUTHSIDE (JEFFERSON ALIGNMENT) 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, §50.010(E)(1)(a), requires Board approval of all Competitive Negotiated Procurements exceeding \$500,000; and

Whereas, solicitation 23-RFP-402242-CG Northside-Southside (Jefferson Alignment) PMC was issued on March 7, 2023; and

Whereas, in response to the solicitation, one (1) sealed proposal was received from HNTB united with KAI 360 Construction Services (KAI) and KWAME Building Group in a Joint Venture identified as Northside-Southside (NS-SS) Transit Partners to provide BSD with a diverse, experienced and highly technical team; and

Whereas, the technical proposal was forwarded to the evaluation team, composed of staff from BSD’s Engineering team and Planning/Systems, in addition to external partners from the City of St. Louis and East-West Gateway Council of Governments, and the proposal was reviewed and scored according to the technical evaluation criteria specified in the solicitation package, following a formal oral presentation/interview with Northside-Southside Transit Partners; and

Whereas, initial scope and cost proposal for this multi-year contract were submitted to BSD in July, and the parties have been negotiating since that time, and the parties reached an agreement for a 4-year contract, with a cost that is reasonable, based on a comparison to the independent cost estimate, which includes a 26% DBE commitment; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President and CEO to enter into a 4-year contract with Northside-Southside Transit Partners, to provide the necessary consulting services through the Design Phase of the Northside-Southside (Jefferson Alignment) light rail project, in the amount of \$18,920,356.78 plus a 10% contingency, for a total amount not to exceed \$20,812,392.46, 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 4-year contract with Northside-Southside Transit Partners, to provide the necessary consulting services through the Design Phase of the Northside-Southside (Jefferson Alignment) light rail project, in the amount of \$18,920,356.78 plus a 10% contingency, for a total amount not to exceed \$20,812,392.46, 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 Northside-Southside Transit Partners.

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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

Resolution #1290
Bi-State Development Agency Board of Commissioners
September 22, 2023
Award of Contract – Northside-Southside Transit Partners – Design Phase
Page 2

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Award- 23-SB-386263-KM – Fleet Tire Requirement**
Disposition: Approval
Presentation: Thomas Curran, Executive Vice President, Administration
Charles A. Stewart, EVP & Chief Operating Officer – Metro Transit

Objective:

To present to the Board of Commissioners for approval, a request to authorize the President & CEO to enter into a contract with Bridgestone Americas Tire Operations, LLC, to provide tire leasing and wheel refurbishing services for Bi-State's bus and van fleet.

Background:

On February 9, 2023, Bi-State Development (BSD) issued solicitation *23-SB-386263-KM Fleet Tire Requirement* to obtain a qualified firm to provide tires for each bus and van for the transportation of passengers. The solicitation was advertised on BSD's iSupplier website. The contract period of performance consists of five (5) base years with funds to be committed annually for tire leasing services.

Analysis:

The following four (4) firms were invited to submit a bid for this project, however, as a result of the solicitation process, only one bid was submitted by Bridgestone Americas Tire Operations, LLC.

- Bridgestone Americas Tire Operations, LLC
- Goodyear Tire & Rubber
- Michelin North America, Inc.
- Froesel Tire

A survey was conducted and only Goodyear Tire & Rubber provided the following reasons for not participating:

- Retreading- Interpretation of usage is a different approach than preferred.
- Fixed Pricing- Not preferred, historical results show a negative return and most of the risk falls on the potential buyer.
- New Tire Equipment- Based on potential award and start date, Goodyear would need a longer startup period to allow for ordering equipment after initial PO award.
- Payment Terms- Goodyear is familiar with iSupplier, however, past experience indicates payments are not made in Net 30 days due to complex invoicing.

Pricing for a lease contract and for a purchase contract were both requested.

Bridgestone's Bid	Leasing	Purchase
Year 1	\$865,580.88	\$2,792,867.40
Year 2	\$893,786.28	\$2,802,052.68
Year 3	\$922,989.72	\$2,811,605.64
Year 4	\$953,181.48	\$2,821,537.80
Year 5	\$984,372.84	\$2,831,873.16
Total (5) Years:	\$4,619,911.20	\$14,059,936.68

Previous Action:

The Operations Committee approved this item, as presented, at their August 18, 2023 meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve this request to authorize the President and CEO to enter into a five-year contract with Bridgestone Americas Tire Operations, LLC for the leasing of tires and wheel refurbishing of buses and vans, in the not-to-exceed amount of **\$4,619,911.20**.

Funding Source:

Funding will be provided through the 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 BRIDGESTONE AMERICAS TIRE
OPERATIONS, LLC TO PROVIDE TIRE LEASING AND WHEEL
REFURBISHING 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)(2)(d), requires Board approval of all Single Bids converted into Competitive Negotiation Procurements which exceed \$500,000; and

Whereas on February 9, 2023, Bi-State Development (BSD) issued solicitation 23-SB-386263-KM Fleet Tire Requirement to obtain a qualified firm to provide tires for each bus and van for the transportation of passengers; and

Whereas, in response to the solicitation, one (1) proposal was received from Bridgestone Americas Tire Operations, LLC; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President and CEO to enter into a five-year contract with Bridgestone Americas Tire Operations, LLC for the leasing of tires and wheel refurbishing of buses and vans, in the not-to-exceed amount of \$4,619,911.20, 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 five-year contract with Bridgestone Americas Tire Operations, LLC for the leasing of tires and wheel refurbishing of buses and vans, in the not-to-exceed amount of \$4,619,911.20, 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 Bridgestone Americas Tire Operations, LLC.

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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Award - 23-RFP-417271-TJ Illinois Bus Cleaning**
Disposition: Approval
Presentation: Thomas Curran, Executive Vice President, Administration
Charles A. Stewart, EVP & Chief Operating Officer – Metro Transit

Objective:

To present to the Board of Commissioners for approval, a request to authorize the President & CEO to enter into a contract with Innex Service Company, Inc. to provide bus cleaning service at the Illinois Bus Garage.

Background:

On April 11, 2023, Bi-State Development (BSD) issued solicitation *23-RFP-417271-TJ – Illinois Bus Cleaning* to obtain a qualified firm to provide all equipment, supplies, materials, labor, supervision, staff, and transportation necessary to provide bus cleaning services at the Illinois Bus garage. The solicitation was advertised on BSD/Metro's iSupplier website. The contract period of performance consists of five (5) base years, with funds to be committed annually for cleaning of buses.

Analysis:

In response to the solicitation, a total of four (4) proposals were received:

- MERS Goodwill
- Innex Service Company, Inc.
- World Management
- Hallcon Corp

All four (4) proposals were deemed responsible and responsive and were forwarded to an evaluation committee, which consisted of individuals within Metro's Maintenance Department. The proposals were scored in accordance with the evaluation requirements specified in the solicitation package. After completion of the initial technical evaluation, a consensus meeting was held to discuss the scoring.

A decision was made to waive the physical technical product evaluation established within the evaluation requirements due to the fact that 75% of the proposing firms currently hold active contracts with Metro, and the one (1) new firm is the lowest ranked.

The table below presents the overall rating results, representing the consensus technical and cost scores combined, and Innex Service Co., Inc. is the highest-ranking firm.

Firm:	Cost	Cost Score	Technical Score	Total
INNEX SERVICE CO., INC.	\$2,022,106.10	188.28	249.96	438.24
MERS GOODWILL	\$2,327,116.50	163.60	176.62	340.22
HALLCON CORP	\$5,108,361.21	74.53	309.95	386.13
WORLD MANAGEMENT	\$1,522,868.65	250.00	158.31	408.31
Total Possible Points		250	350	600
Percentage of Total Points				
		30%	70%	100%

Previous Action:

The Operations Committee approved this item, as submitted, at their August 18, 2023 meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve this request to authorize the President & CEO to enter into a five-year contract, with funds to be committed annually, for bus cleaning at the Illinois Bus Garage with the highest-ranking firm, Innex Service Co., Inc. whose proposal is most advantageous to BSD with price and other factors considered, in the not-to-exceed amount of **\$2,022,106.10**.

Funding Source:

Funding will be provided through the operating budget.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT AWARDED
A CONTRACT TO INNEX SERVICE CO., INC FOR BUS CLEANING
SERVICES AT THE ILLINOIS BUS GARAGE**

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), requires Board approval of all Competitive Negotiated Procurements exceeding \$500,000; and

Whereas, on April 11, 2023, Bi-State Development (BSD) issued solicitation 23-RFP-417271-TJ – Illinois Bus Cleaning to obtain a qualified firm to provide all equipment, supplies, materials, labor, supervision, staff, and transportation necessary to provide bus cleaning services at the Illinois Bus garage, and the solicitation was advertised on BSD/Metro’s iSupplier website; and

Whereas, in response to the solicitation, a total of four (4) proposals were received and forwarded to an evaluation team, which consisted of individuals within Metro’s Maintenance Department; and

Whereas, proposals were scored in accordance with the evaluation requirements specified in the solicitation package, and after completion of the initial technical evaluation, a consensus meeting was held to discuss the scoring; and

Whereas, as a result of the consensus technical and cost scores combined, Innex Service Co., Inc. 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 five-year contract, with funds to be committed annually, for bus cleaning at the Illinois Bus Garage with the highest-ranking firm, Innex Service Co., Inc., in the not-to-exceed amount of \$2,022,106.10, 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 five-year contract, with funds to be committed annually, for bus cleaning at the Illinois Bus Garage with the highest-ranking firm, Innex Service Co., Inc., in the not-to-exceed amount of \$2,022,106.10, 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 Innex Service Co., 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 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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Modification: 23-SS-365182-DR/RN – Light Rail Vehicle Brake Caliper Overhaul**
Disposition: Approval
Presentation: Charles A. Stewart, Executive Director - Metro Transit;
Thomas P. Curran, Executive Vice President – Administration

Objective:

To present to the Board of Commissioners for approval, a request to authorize the President & CEO to issue a contract modification with Knorr Brake Company (KBC) to provide Light Rail Vehicle Brake Caliper Overhaul Services for Bi-State Development.

Background:

Metro operates and maintains a fleet of Light Rail Vehicles (LRV). Each LRV contains four (4) Power Truck (PT) Brake Calipers and two (2) Center Truck (CT) Brake Calipers. As part of Metro's Reliability Centered Maintenance (RCM) program, Metro plans to overhaul brake calipers approximately every 800,000 miles.

On November 18, 2022, Bi-State Development obtained Board approval to award a sole source contract 23-SS-365182-DR/RN- *LRV Brake Calipers* to Knorr Brake Company for 6 of 24 LRV sets of brake calipers valued at \$200,000.00. The services for the remaining 18 LRV sets, valued at \$600,000.00, are now needed.

Analysis:

A total of 96 PT and 48 CT calipers are due for overhaul within the next four years, which represents 24 LRVs. There are 6 LRVs (24 PT and 12 CT calipers) currently contracted for overhaul next year. The balance of 18 LRVs (72 PT and 36 CT calipers) are due starting at the end of 2024. Metro has been advised by KBC that there is a 1-year lead time from contract modification approval for the services required. The following key factors are provided in support of utilizing KBC for these services:

- Safety - Friction brake calipers are a safety critical component of the LRV emergency braking system. Use of OEM parts and labor exclusively maintains the LRV safety certification and OEM liability; KBC is the OEM.
- Availability – Rail transit friction brake suppliers are limited within the US market.
- Feasibility – Other Third-Party rail transit friction brake suppliers may not desire to assume the design and performance responsibility of the OEM.

Through the lifecycle of the existing fleet of LRVs, all brake calipers have been overhauled by KBC exclusively.

Previous Action:

The Operations Committee approved this item, as presented, at its August 18, 2023 meeting.

Board Action Requested:

The Operations Committee recommends that the Board of Commissioners approve this request to allow the President & CEO to execute a change order to the existing contract 23-SS-365182-DR/RN with Knorr Brake Company for light rail vehicle brake caliper overhaul services, for an amount not to exceed \$600,000.00 for four (4) base years. Approval of the change order/contract modification will revise the overall total not to exceed contract amount to **\$800,000.00.**

Funding Source:

The funding will be supplied by local and federal funding sources.

Board Policy:

Board Policy Chapter 50.010 G., Purchasing, requires the Board of Commissioners to approve contract modifications which exceed the originally established contract amount.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
MODIFYING A CONTRACT WITH KNORR BRAKE COMPANY FOR LIGHT
RAIL VEHICLE BRAKE CALIPER OVERHAUL 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 50.010, Section G. Purchasing, requires the Board of Commissioners to approve modifications which modify the approved contract; and

Whereas, the Agency operates and maintains a fleet of Light Rail Vehicles (LRV), with each LRV containing four (4) Power Truck (PT) Brake Calipers and two (2) Center Truck (CT) Brake Calipers, and as part of Metro’s Reliability Centered Maintenance (RCM) program, Metro plans to overhaul brake calipers approximately every 800,000 miles; and

Whereas, on November 18, 2022, Bi-State Development obtained Board approval to award sole source contract 23-SS-365182-DR/RN- LRV Brake Calipers to Knorr Brake Company for 6 of 24 LRV sets of brake calipers valued at \$200,000.00; however, services for the remaining 18 LRV sets, valued at \$600,000.00, are now needed; and

Whereas, it is necessary to modify the contract to include funding for the additional maintenance; 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 execute a contract modification to the existing four-year, contract 23-SS-365182-DR/RN with Knorr Brake Company for light rail vehicle brake caliper overhaul services, and revise the overall total, not to exceed contract amount to \$800,000.00, 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 execute a contract modification to the existing four-year, contract 23-SS-365182-DR/RN with Knorr Brake Company for light rail vehicle brake caliper overhaul services, and revise the overall total, not to exceed contract amount to \$800,000.00, 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 Knorr Brake Company.

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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Award: 23-RFP-415275-TJL - Independent Audit Services**
Disposition: Approval
Presentation: Thomas Curran, Executive Vice President, Administration
Tamara Fulbright, EVP, Chief Financial Officer

Objective

To present to the Board of Commissioners for approval, to award a five (5) year contract to CliftonLarsonAllen for Independent Audit Services.

Background

Solicitation 23-RFP-415275-TJL – Independent Audit Services was issued April 13, 2023 seeking proposals from qualified firms to obtain an independent audit firm to perform audit services and internal audit peer reviews for Bi-State Development. The solicitation was advertised on BSD’s website, and the request for proposals was distributed to over 25 firms.

Board Policy 30,010A prohibits an incumbent firm, or any lead or concurring partner connected with that firm’s provision of audit services to BSD, from providing audit services for a term in excess of five (5) consecutive years. Therefore, Rubin Brown LLP was not able to submit a bid.

Analysis

In response to the solicitation, a total of four (4) proposals were received:

- CliftonLarsonAllen, LLP
- Crowe
- Forvis
- Plante Moran

All four (4) proposals were deemed responsible and responsive and were forwarded to an evaluation committee, which consisted of individuals within Bi-State’s Financial Division. The proposals were scored in accordance with the evaluation requirements specified in the solicitation package. After completion of the initial technical evaluation, a consensus meeting was held to discuss the scoring.

After reaching technical consensus, the Evaluation Committee agreed to interview the firm with the highest technical score, CliftonLarsonAllen LLP. Following the interview, the technical scores did not change.

The table below presents the overall rating results, representing the consensus technical and cost scores combined, and CliftonLarsonAllen, LLP is the highest-ranking firm.

Firm:	Five-Year Proposed Cost	Technical Score	Cost Score	Total Overall Scores
CliftonLarsonAllen	\$ 922,348.00	352.50	43.34	395.84
Crowe	\$ 799,450.00	303.75	50.00	353.75
Forvis	\$ 1,099,953.00	285.00	36.34	321.34
Plante Moran	\$ 895,000.00	300.00	44.66	344.66
Total Possible Points = 500		450	50	500
Percentage of Total Points		90%	10%	100%

Previous Action:

The Audit, Finance and Administration Committee approved this item, as presented, and its August 18, 2023 meeting.

Committee Action Requested:

The Audit, Finance and Administration Committee recommends that the Board of Commissioners authorize the President & CEO enter into a five (5) year contract for Independent Audit Services with CliftonLarsonAllen LLP in the not-to-exceed amount of **\$922,348.00**.

Funding Source:

Funding will be provided through 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 CLIFTONLARSONALLEN LLP
FOR INDEPENDENT AUDIT 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), requires Board approval of all Competitive Negotiated Procurements exceeding \$500,000; and

Whereas, Solicitation 23-RFP-415275-TJL – Independent Audit Services was issued April 13, 2023, seeking proposals from qualified firms to obtain an independent audit firm to perform audit services and internal audit peer reviews for Bi-State Development; and

Whereas, Board Policy 30.010(A) prohibits an incumbent firm, or any lead or concurring partner connected with that firm’s provision of audit services to BSD, from providing audit services for a term in excess of five (5) consecutive years; therefore, Rubin Brown LLP was not able to submit a bid; and

Whereas, in response to the solicitation, a total of four (4) proposals were received, all proposals were deemed responsible and responsive, and the proposals were forwarded to an evaluation committee, which consisted of individuals within Bi-State’s Financial Division for review; and

Whereas, the proposals were scored in accordance with the evaluation requirements specified in the solicitation package, and after completion of the initial technical evaluation, a consensus meeting was held to discuss the scoring, and CliftonLarsonAllen, LLP was deemed the highest-ranking firm; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President & CEO to enter into a five (5) year contract for Independent Audit Services with CliftonLarsonAllen LLP, in the not-to-exceed amount of \$922,348.00, 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 five (5) year contract for Independent Audit Services with CliftonLarsonAllen LLP, in the not-to-exceed amount of \$922,348.00, 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 CliftonLarsonAllen LLP.

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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Contract Modification: Talent Management Solution**
Disposition: Approval
Presentation: Diana Bentz, Vice President – Executive Vice President, CHRO
Thomas Curran, Executive Vice President – Administration

Objective:

To present to the Board of Commissioners for approval, a request to authorize the President & CEO to execute a contract modification with SABA Halogen Software, Inc.

Background:

During FY17, Bi-State Development (BSD) was in the process of obtaining a system that would support talent management functions around recruitment, performance management including goal setting and tracking, learning, compensation, and recruiting. This would allow for some automation and digitalization of processes, improving efficiencies and having better tracking and reporting functions.

Analysis:

BSD issued Solicitation 17-RFP-104440-DGR–Talent Management Solution seeking qualified firms to implement a talent management solution to allow BSD to move toward a unified and strategic support model for Human Resources. As a result of the procurement process, a total of two proposals were submitted:

Firm	Five-Year Cost	Technical Score	Cost Score	Overall Score	Independent Cost Estimate
SABA Halogen Software Inc.	\$521,457.00	59.4	25	84.4.	---
GNC Consulting Inc.	\$683,133.00	56.9	17.25	74.15	---
Highest Possible Score - 100 points					\$822,000.00

Following standard BSD procurement procedures, the contract was awarded to SABA Halogen Software Inc. at a firm fixed cost of \$342,537.00 for the three base years per SABA Halogen Software’s Best and Final Offer dated October 23, 2017. During the course of the contract, the contract cost increased due to additional implementation fees, including consultant training and added features to the applicant tracking system, Jobvite. The contract consisted of three base years and two option years. On November 18, 2022, BSD obtained Board of Commissioners approval to extend the contract to from November 30, 2022 to November 30, 2023 at an additional cost of \$185,544.44 to cover the extended timeframe, increasing the contract amount from \$785,446.60 to \$970,991.04.

The SABA Halogen system was the first Talent Management system BSD had ever implemented. Before issuing another solicitation, we have decided it would be best to explore other options and functionality which might meet our needs more effectively. This research is underway, but not yet completed. The current system mostly meets our needs for today; therefore, another year will not create any issues. However, the concern is whether or not it will meet the needs for the future.

BSD has decided to modify its current contract with Gallagher in order to utilize their services to conduct a new procurement. A new solicitation will be issued by Gallagher in the upcoming months. Therefore, the contract extension will allow BSD to maintain the SABA Halogen software until a new contract is awarded and implementation completed. The cost to extend the current contract from November 30, 2023 to November 30, 2024 is \$193,880.65, which includes the cost for SABA Talent Space and Jobvite (a module through SABA).

Previous Action:

The Audit, Finance and Administration Committee approved this item, as presented, and its August 18, 2023 meeting.

Board Action Requested:

The Audit, Finance & Administration Committee recommends that the Board of Commissioners authorize the President & CEO to approve a contract modification with SABA Halogen Software Inc. to extend the contract period of performance from November 30, 2023 to November 30, 2024. An additional cost of \$193,880.65 to cover the extended timeframe will be incorporated into the contract, increasing the contract amount from \$970,991.04 to **\$1,164,871.69**.

Funding Source:

This project is funded through operating funding.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
MODIFYING A CONTRACT WITH SABA HALOGEN SOFTWARE, INC.
WITH REGARD TO A TALENT MANAGEMENT SOLUTION**

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, Sections E.1. and G. require the Board of Commissioners to approve Competitive Negotiated Procurements in excess of \$500,000 and approve contract extensions in excess of 180 days; and

Whereas, the Agency issued Solicitation 17-RFP-104440-DGR–Talent Management Solution seeking qualified firms to implement a talent management solution to allow BSD to move toward a unified and strategic support model for Human Resources, and the contract was awarded to SABA Halogen Software Inc. at a firm fixed cost of \$342,537.00 for the three base years, with the option of two additional years; and

Whereas, during the course of the contract, the contract cost increased due to additional implementation fees, including consultant training and added features to the applicant tracking system, Jobvite, and on November 18, 2022, the Agency obtained Board of Commissioners approval to extend the contract to from November 30, 2022 to November 30, 2023, at an additional cost of \$185,544.44 to cover the extended timeframe, increasing the contract amount from \$785,446.60 to \$970,991.04; and

Whereas, the Agency has decided to modify its current contract with Gallagher, in order to utilize their services to conduct a new procurement, and a new solicitation will be issued in the upcoming months; therefore, a contract extension with SABA Halogen Software, Inc will allow BSD to maintain the current software until a new contract is awarded and implementation completed; 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 execute a contract modification with SABA Halogen Software Inc. to extend the contract period of performance from November 30, 2023 to November 30, 2024, and increase the not to exceed amount from \$970,991.04 to \$1,164,871.69, 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 execute a contract modification with SABA Halogen Software Inc. to extend the

contract period of performance from November 30, 2023 to November 30, 2024, and increase the not to exceed amount from \$970,991.04 to \$1,164,871.69, 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 SABA Halogen Software, 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 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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Finance Management Software: Kronos Dimensions Upgrade**
Disposition: Approval
Presentation: Thomas P. Curran, Executive Vice President - Administration

Objective:

To present to the Board of Commissioners for approval, a request for approval to award a sole source contract to Ultimate Kronos Group (UKG) for the Kronos Dimensions Upgrade.

Background:

Bi-State Development has been using Kronos Workforce for nineteen (19) years. In April 2021, we transitioned from Kronos Workforce on premises to UKG's cloud implementation of Kronos Workforce. That environment had a serious cyber incursion that took our timekeeping system off-line from December 11, 2022 until January 16, 2022. UKG made significant security changes to that environment following the incident, but has now determined to retire Kronos Workforce.

Our current Kronos Workforce environment is the system of record for:

- Timekeeping for 1,360 employees. (Bus and Rail Operators time is tracked in Hastus).
- Attendance for represented employees.
- Accrual and FMLA/leave tracking for vacation/sick /PTO/FMLA for all employees.

On a weekly basis, using twenty-five (25) timeclocks and the web-based interface, detailed employee time worked and PTO/FMLA information is entered, confirmed, and sent to Payroll. Kronos provides the necessary detailed information to the payroll system to ensure employees are paid correctly.

UKG has instructed all customers to leave Kronos Workforce by December 2025. They have recommended that we migrate to UKG Dimensions, their latest workforce management product, to maintain and enhance our current capabilities. After December 2025, we will no longer be able to use our current Kronos environment.

Analysis:

UKG Dimensions is a cloud-based global workforce management solution that offers a unified and configurable platform, with modules enabling important functions such as timekeeping, scheduling, attendance, leave, forecasting, compliance, and AI-driven analytics. Migrating to UKG Dimensions ensures that our organization will have on-going built-in security features, regular release updates, and will be delivered a user experience that supports optimal performance and enhanced employee engagement.

Benefits of moving to Kronos Dimensions include:

- Provision of improved functionality for timekeeping, attendance, accruals, and FMLA/Leave. All current configurations and rules will be maintained, and our employee record data will be migrated to Dimensions to provide continuity in reporting.
- Our current clocks are compatible with Dimensions. With this solution, Bi-State will not have to evaluate, buy, and implement new time clocks. Retaining our clocks also means that current employee clock enrollments will stay in place, saving time and effort.
- Managers and employees will find many similarities in this new product, so user conversion will be simpler.
- Dimensions has enhanced reporting and self-service reporting tools, as well as built-in mobile solutions. This will improve our ability to assess more deeply various employee situations and trends.

Upgrading to Dimensions is recommended as the best path to maintaining current capabilities, allowing for enhancement, and minimizing disruption to our business and existing processes. Bi-State has many complex rules in Kronos Workforce to ensure the system is calculating and timekeeping correctly. With the Dimensions migration, all configuration, rules, and reports will be migrated over, and this will speed verification and ensure correctness.

Once approval is acquired, we would submit a sole source requisition to start the upgrade to UKG Kronos Dimensions. Once a purchase order is established, UKG will schedule our work and provide an implementation timeline. UKG is currently scheduling four to six months out for customers making this change.

Cost:

Capital funds in the amount of \$500,000 have already been set aside for this purpose. Based on discussions with UKG, a conversion to the Dimensions product, maintaining our current capabilities, would cost \$425,000. This includes:

- \$144,000 in one-time fees
- \$75,000 in Implementation assistance
- \$206,000 in annual on-going fees

We currently pay \$126,000 for UKG Kronos Workforce annually.

Previous Action:

The Audit, Finance and Administration Committee approved this item, as presented, at its August 18, 2023 meeting.

Board Action Requested:

The Audit, Finance and Administration Committee recommends that the Board of Commissioners approve this request for approval of a sole source contract with Ultimate Kronos Group (UKG) for the Kronos Dimensions Upgrade in a not-to-exceed amount of \$500,000.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE
BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI - ILLINOIS METROPOLITAN DISTRICT
AWARDING A SOLE SOURCE CONTRACT TO ULTIMATE KRONOS GROUP (UKG)
FOR A KRONOS DIMENSIONS UPGRADE**

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, the Agency has been using Kronos Workforce for nineteen (19) years, and in April 2021, transitioned from Kronos Workforce on premises, to Ultimate Kronos Group's (UKG) cloud implementation of Kronos Workforce; and

Whereas, that environment experienced a serious cyber incursion in December 2022, and although UKG has made significant security changes to that environment following the incident, it has now determined to retire Kronos Workforce; and

Whereas, UKG has instructed all customers to leave Kronos Workforce by December 2025, and have recommended that customers migrate to UKG Dimensions, their latest workforce management product, to maintain and enhance our current capabilities; and

Whereas, upgrading to Kronos Dimensions is recommended as the best path to maintaining current capabilities, allowing for enhancement, and minimizing disruption to our business and existing processes; and

Whereas, it is feasible, necessary and in the public interest for the Agency to authorize the President & CEO to enter into a sole source contract with Ultimate Kronos Group (UKG) for the Kronos Dimensions Upgrade in a not-to-exceed amount of \$500,000, 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 Sole Source Contract. The Board of Commissioners hereby authorizes the President & CEO to enter into a sole source contract with Ultimate Kronos Group (UKG) for the Kronos Dimensions Upgrade in a not-to-exceed amount of \$500,000, 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 Ultimate Kronos Group (UKG).

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 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 23rd day of June, 2023.

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 _____

Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Board Policies, Chapter 30 – Audit, Finance, and Budget**
Briefing Paper No. 24-04
Disposition: Approval
Presentation: Crystal M. Messner, Chief Audit Executive

Objective:

To present to the Board of Commissioners for approval, a request to incorporate revisions to the Collected Board Policies of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Chapter 30, Audit, Finance, and Budget.

Background:

Sections of Bi-State's Audit, Finance, and Budget policies, found in Chapter 30 of the Collected Board Policies of the Bi-State Development Agency, have been updated at various times throughout the years. At this time, the following section is presented with changes for consideration:

- 30.005 Audit Committee Charter

For Section 30.005 Audit Committee Charter, the changes noted are primarily to reference best auditing standards as required by the 2023 Quality Audit Review performed by The Institute of Internal Auditors rather than referencing outdated standards.

Previous Action:

The Audit, Finance and Administration Committee approved this item, as presented, at its August 18, 2023 meeting.

Board Action Requested:

The Audit, Finance and Administration Committee recommends that the Board of Commissioners approve the request to incorporate revisions to the Collected Board Policies of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Chapter 30 as shown in the Attachments. In addition, it is requested that the Chair of the Board of Commissioners designate that the proposed revision to Board Policies, Chapter 30 – Audit, Finance, and Budget, not be tabled pursuant to Article VI (D) of the Board Policies, as it is in the best interest of the Agency that these revised Board Policies be approved at the Board Meeting on September 22, 2023.

Funding Source:

Funding is provided through the Internal Audit Operating Budget.

Attachments:

- Attachment 1 – Current – Board Policy, Chapter 30 – Audit, Finance and Budget
- Attachment 2 – Redlined – Board Policy, Chapter 30 – Audit, Finance and Budget
- Attachment 3 – Clean – Board Policy, Chapter 30 – Audit, Finance and Budget

COLLECTED BOARD POLICIES
OF THE
BI-STATE DEVELOPMENT AGENCY
OF THE
MISSOURI-ILLINOIS METROPOLITAN DISTRICT

Chapter 30 Audit, Finance and Budget

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Section 30.005 Audit Committee Charter (added 03/25/11, rev. 09/23/11 and rev. 06/24/22)

A. GENERAL (revised 09/23/11). The purpose of the Audit Charter is to assist the Board of Commissioners, through its Audit Committee, in fulfilling its fiduciary oversight responsibilities as follows:

- (1) Audit Committee management and Reporting Responsibilities
- (2) External Audit of the Financial Statements
- (3) Internal Audit Process
- (4) System of Risk Management
- (5) Processes for Monitoring Compliance with Laws and Regulations and the Ethics Policy, Code of Conduct and Fraud Policy
- (6) Special Investigations and Whistleblower Mechanism

Source: Information to develop this Charter is from *The AICPA Audit Committee TOOLKIT: Government Organizations*

B. **AUTHORITY.** The Audit Committee (“committee”) has the authority to conduct or authorize investigations into any matters within its scope of responsibility. It is empowered to perform the following functions, which are numbered according to the purposes listed above.

1. **Audit Committee Management and Reporting Responsibilities** (rev. 06/24/22)

- Each member of the Committee should be appointed by the Chairman of The Bi-State Development Agency (“Bi-State”) Board of Commissioners.
- At least one member of the Committee should have financial experience.
- The Committee should review this Charter annually, reassess the adequacy of the Charter, and recommend any proposed changes to the Board of Commissioners. It should consider changes that are necessary as a result of new laws, regulations, or accounting and auditing standards, including best auditing practices.
- The Committee should meet at least four times per year, and at additional times when necessary. These meetings may be combined with regularly scheduled meetings, or may be held more frequently as circumstances may require. The Committee may ask members of management or others to attend the meetings and provide pertinent information as necessary.
- Conduct executive sessions with the independent auditors, Chief Executive Officer (CEO), Chief Financial Officer (CFO), Chief Audit Executive (CAE), General Counsel, outside counsel, and anyone else as desired by the Committee.
- The Committee shall be authorized to hire professional consultants as necessary.
- Review and concur on the appointment, replacement, reassignment, or dismissal of the Chief Audit Executive.
- Oversee the appointment of the independent auditors to be engaged for external reporting, and establish the related audit fees.
- If the audit organization provides any non-audit services, determine that the audit organization has considered and documented its consideration of how providing these non-audit services does not violate the requirements that the audit organization (a) not provide services that involve performing management functions or making management decisions, and (b) not audit their own work, as stipulated by best auditing practices.
- Review and evaluate the performance of the independent auditors.
- Review with the independent auditor, the Chief Financial Officer, and the Chief Audit Executive, the audit scope and plan of the internal auditors and the independent auditors. Address the coordination of audit efforts to assure the completeness of coverage, reduction of redundant efforts, and the effective use of audit resources.
- The Committee should evaluate the independent auditors and internal auditors.
- The Committee should review its effectiveness.
- Create an agenda for the ensuing year, or review and approve the agenda submitted by the Chief Audit Executive.

2. **External Audit of the Financial Statements** (rev. 06/24/22)

- Review with management and the independent auditor the effect of any regulatory and accounting initiatives, such as related organizations financing structures, derivatives, or securities lending.
- Review with the independent auditor that performs the financial statement audit:
 - a. All critical accounting policies and practices used by Bi-State.
 - b. All alternative treatments of financial information within generally accepted accounting principles that have been discussed with Bi-State's management, the ramifications of each alternative, and the preferred treatment.
- Review all significant written communications between the independent auditors and management, such as any management letter or schedule of unadjusted differences.
- Review with management and the independent auditors:
 - a. The Bi-State Development Agency's annual financial statements, related footnotes, and management's discussion and analysis;
 - b. The independent auditor's audit of the financial statements and their report thereon;
 - c. The independent auditors' judgments about the quality, not just the acceptability, of Bi-State's accounting principles as applied in its financial reporting;
 - d. The independent auditors' single audit of the federal awards administered by Bi-State and their reports thereon;
 - e. The independent auditors' examination of the effectiveness of any hedging activities;
 - f. Any significant changes required in the independent auditors' audit plan;
 - g. Any serious difficulties or disputes with management encountered during the audit. Matters required to be discussed by Statement on Auditing Standards (SAS) No. 61, *Communication With Audit Committees* (AICPA, *Professional Standards*, vol. 1, AU Sec. 380), as amended; U.S. Government Accountability Office's *Government Auditing Standards*; and the U.S. Office of Management and Budget's Circular A-133 related to the conduct of the audits.
- Review with the General Counsel and the Chief Audit Executive legal and regulatory matters that, in the opinion of management, may have a material impact on the financial statements and compliance with federal, state, and local laws and regulations.

3. Internal Audit Process (rev. 06/24/22)

- Review with management the policies and procedures with respect to Bi-State management's use of expense accounts, public monies, and public property,

including for example, their use of Bi-State's vehicles. Consider the results of any review of these areas by the Internal Auditor or the independent auditors.

- Consider, with management, the rationale for employing audit firms other than the principal independent auditors for services that Bi-State or the independent auditor determines would not be appropriate for the principal independent auditor to perform.
- Review with management and the Chief Audit Executive:
 - a. Significant findings on internal audits during the year and management's responses thereto.
 - b. Any difficulties the internal audit team encountered in the course of their audits, including any restrictions on the scope of their work on access to required information.
 - c. Any changes required in the scope of their internal audits.
 - d. The Internal Audit Department budget and staffing.
 - e. The Internal Audit Department charter.
 - f. The Internal Audit Department's compliance with applicable standards (for example, *Government Auditing Standards*, or the Institute of Internal Auditors' (IIA's) Standards for the Professional Practice of Internal Auditing).

4. System of Risk Management (rev. 06/24/22)

Inquire of management, the Internal Audit Department, and the independent auditors about significant risks or exposures facing Bi-State; assess the steps management has taken or proposes to take to minimize such risks to Bi-State; and periodically review compliance with such steps.

Inquire of the Chief Executive Officer and Chief Financial Officer regarding the fiscal health of Bi-State, as well as the financial status of Bi-State in relation to its adopted budget.

Review with the independent auditors and Chief Audit Executive:

- a. The adequacy of Bi-State's internal controls including computerized information system controls and security;
- b. Any related significant findings and recommendations of the independent auditors and internal auditors together with management's responses thereto.

5. Organization's Processes for Monitoring Compliance with Laws and Regulations and the Ethics Policy, Code of Conduct and Fraud Policy (rev. 06/24/2022)

- a. Periodically review Bi-State's code of conduct to ensure that it is adequate and up to date.
- b. Review with the Chief Audit Executive and General Counsel the results of their review of compliance monitoring with the code of conduct.

Section 30.010 Annual Audit

A. Policy (revised 5/22/09 and 6/24/22). It is the policy of the Agency to submit its books and records to annual audit by a nationally recognized CPA firm. The firm selected shall have broad experience in auditing large local government and/or agencies in compliance with relevant federal rules and regulations such as the Single Audit Act and examining any hedging activities. The firm, and any principals of the firm, shall have no direct or indirect personal or financial interest in the fiscal affairs of the Agency, or of any officer of the Agency. The Agency shall not engage any firm, or any lead or concurring audit partner connected with that firm's provision of audit services to the Agency, for a contract term in excess of five (5) consecutive years.

B. Reporting. This firm reports its findings and conclusions to the entire Commission each year and may meet with the Audit Committee at any time during the year. Upon receipt of the final management letter, the President & Chief Executive Officer will promptly forward a response to the Audit Committee indicating the status of each recommendation or finding.

Section 30.020 Internal Audit (rev. 06/24/22)

A. Policy. It is the policy of the Agency to employ a Chief Audit Executive who shall report directly to the Board of Commissioners. The Chief Audit Executive shall supervise and direct the staff of the Internal Audit Department. The Internal Audit Department shall provide independent objective analysis and recommendations to assist the President & Chief Executive Officer and management in effectively discharging their administrative responsibilities. The Internal Audit Department shall perform routine audits of compliance of Agency divisions with internal Agency rules and regulations. The Internal Audit Department shall at all reasonable times have access to the accounts, books and records of the Agency, and the Department may in relation to such interview the President & Chief Executive Officer and other employees of the Agency.

B. Work Plan. The Chief Audit Executive shall be responsible for preparing an annual Audit Work Plan. Additionally, Commissioners and Senior Managers shall identify potential areas for review by the Internal Audit Department. Upon completion of the Audit Work Plan, the Chief Audit Executive shall present the Plan to the Audit Committee for their review and approval pursuant to these Board Policies.

C. Special Reviews. From time to time the President & Chief Executive Officer may assign to the Chief Audit Executive special reviews designed to assure continuous quality improvement of Agency operations.

Section 30.030 Annual Budget (revised 09/23/22)

A. General. Each year the President & Chief Executive Officer shall prepare an annual budget for the forthcoming fiscal year that will be presented to the Board of Commissioners. The President & Chief Executive Officer will work with the Board in setting strategic objectives, update the Agency's long range planning document, and prepare both an operating and capital budget. The operating budget shall include proposed expenditures for current operations during the ensuing fiscal year and the method of financing such expenditures. The capital budget shall include capital expenditures for a 3-year period and the proposed method of financing such expenditures.

B. Approval. The President & Chief Executive Officer will present the annual budget at a regularly scheduled meeting of the Board of Commissioners. The Board of Commissioners shall approve annual operating and capital budgets prior to the beginning of the ensuing fiscal year.

Section 30.040 Banking and Investment (rev. 06/23/06, 11/19/10, 09/28/12 and 09/23/22)

A. Policy. It is the policy of Bi-State Development to (i) meet the daily cash flow demands of the Agency; (ii) comply with public funds investment directives of Missouri and Illinois; (iii) invest funds in a manner which will provide maximum safety of principal and liquidity; (iv) provide the highest possible investment return. This policy directs the investment of all funds of all entities of the Bi-State Development Agency not expressly controlled by the Revenue Bond Trustees.

B. Objectives. The primary objectives of the Agency's investment activities, in order of priority, shall be as follows:

1. Preservation and Safety of Principal. The objective is to mitigate credit and interest rate risk.
 - a. Credit risk. The Agency will minimize credit risk, which is the risk of loss due to the failure of the security issuer by:
 - Limiting investments to the types of securities listed in Section D of this policy.
 - Pre-qualifying financial institutions, brokers/dealers, intermediaries, and advisers with which the Agency will do business.
 - Diversifying the investment portfolio so that the potential impact of losses will be minimized.
 - b. Interest rate risk. The Agency will minimize interest rate risk, which is the risk that the market value of the securities in the portfolio will fall due to changes in market interest rates by:
 - Structuring the investment portfolio so that securities mature in a manner that cash requirements for ongoing operations will be met, thereby avoiding the need to sell securities on the open market prior to maturity; and
 - Investing operating funds primarily in short-term securities, money market mutual funds, or similar investment pools and limiting the average maturity of the portfolio in accordance with Section H.4.
2. Liquidity. The Agency's investment portfolio will remain sufficiently liquid to meet all operating requirements. Liquidity will be determined by the flow of revenues and expenditures using cash flow projections and historical data.
3. Yield. Thereafter, the highest yield consistent with safety is required, provided the maturities are short enough to maintain operational liquidity.
4. Location. It is the Board's intent to have the majority of the available funds invested in local institutions provided the institutions meet the minimum credit standings set out below and yields are competitive.

C. Standards of Care.

1. Investment Authority. The Chief Financial Officer and the Director of Treasury are designated as the Investment Officers who are responsible for investment transactions, as well as, establishing the internal controls and written procedures for the operation of the investment program. No other officers or designees may engage in investment or banking transactions except as provided under the terms of the Investment Policy and procedure established.
2. Prudence. The Agency's investments shall be made with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and considering the safety of capital and the yield to be derived. The standard of care to be used by the Investment Officers shall be said "prudent person" standard and shall be applied in the context of managing an overall portfolio and whether the investment decision was consistent with the written investment policy of the Agency.
3. Ethics and Conflicts of Interest. Investment Officers involved in the investment process shall refrain from personal business activity that could conflict or be perceived to conflict with proper execution of the investment program, or that could impair their ability to make impartial investment decisions.

D. Authorized investment categories (revised 4/24/09, 11/19/10 and 09/23/22)

1. Demand Deposit, Negotiable Order Withdrawal (NOW), Bank Money Market, Certificate of Deposit and Savings Accounts - issued by banks or thrifts where the account or investment is either collateralized with direct obligations of the U.S. Government or its instrumentalities, or covered by FDIC insurance, or other AAA rated surety.
2. Negotiable Certificates of Deposit - provided that the institution maintains a Fitch rating of B or better and/or a Moody's Investor Services short-term rating of P-1. The institutions selected will have a minimum of \$100 million in combined capital and unimpaired surplus.
3. Bankers Acceptances - provided that the institution maintains a Fitch rating of B or better and/or a Moody's Investor Services short-term rating of P-1. The institutions selected will have a minimum of \$100 million in combined capital and unimpaired surplus.
4. Direct Obligations of the United States Government, U.S. Government Agencies or U.S. Government Instrumentalities.
5. Commercial Paper - Commercial paper at the time of purchase shall have ratings of A-1 by Standard and Poor's Rating Services and P-1 by Moody's Investors Services.
6. Repurchase Agreements (revised 11/19/10) - Repurchase agreements (repos) are acceptable, using any of the securities listed in paragraphs D-4 as collateral. Also, the

firm with whom the repo is executed must be a credit acceptable bank, or broker-dealer. A credit acceptable bank or broker-dealer is defined as one whose senior debt rating is A- by one of the three nationally recognized ratings agencies (Standard & Poor's, Moody's, or Fitch). Banks in the Agency's service area that do not have a Standard & Poor's, Moody's or Fitch rating, may also be authorized repo counterparties, provided that they meet the "well capitalized" standard, as defined by the Federal Deposit Insurance Corporation. A written repurchase agreement, substantially modeled on, but in no case less restrictive than, the Securities Industry and Financial Markets Association's "Master Repurchase Agreement", shall be completed for each repo counter party. Such agreements shall be updated periodically, but no less than once every five years. In all cases, repo collateral shall have a market value of 102% of the dollars invested, plus accrued interest. If the repo term is longer than an overnight maturity, the collateral must be delivered to a third party custodian, and priced-to-market weekly to assure correct collateral value coverage.

The Director of Treasury shall obtain approval from the Chief Financial Officer before authorizing a repo counterparty. Before approval, documentation shall be furnished that the authorized counterparty meets the required criteria. The Director of Treasury will also monitor continued compliance with the criteria.

7. Money Market Funds - Acceptable funds shall be institutional money market funds having over \$500 million in net assets and be rated AAA by Standard and Poor's, Moody's and/or Fitch rating services.

8. Reverse Repurchase Agreement - A reverse repurchase Agreement or short-term borrowing (180 days or less), using securities in the Agency's portfolio as collateral, is acceptable. However, the firm with whom the borrowing is executed must meet the same requirements as stated previously for repurchase agreements. Also, the borrowed funds may be used to purchase other securities as an investment arbitrage. In this case, the new investment maturity date must match (+/- one week) the maturity date of the reverse repo, and those instruments must be delivered into the Agency's safekeeping account and held there until maturity. The Board shall be notified of all such transactions through the Treasurer's monthly report.

E. Collateralization.

1. Collateralization of 102% will be required for demand deposits, repurchase agreements, and certificates of deposit over FDIC insured limits.
2. The Agency limits the type of collateral required to Direct Obligations of the United States Government, United States Government Agencies, or United State Government Instrumentalities.

F. Banking Services. To ensure the best service and cost effectiveness these services will be negotiated periodically. The number of demand deposit non-interest bearing accounts will be kept to a minimum for operational efficiency and safety. Any two of the following may open bank accounts, subject to the approval of the Board of Commissioners through a confirming motion at a meeting of the Board of Commissioners:

Chair, Board of Commissioners
Vice Chair, Board of Commissioners
Treasurer, Board of Commissioners

President & Chief Executive Officer
Chief Financial Officer

G. Monitoring and Reporting

1. Investment Performance. Investment Officers will provide the Treasurer of the Board of Commissioners with a quarterly report including deposits, investments, yields, the monthly summary of the prior 12 months' funds experience, and the amount of deposits at each institution. The report will also provide the average maturity of investments and a benchmark yield to show the investment portfolio's effectiveness in reaching the Agency's need for liquidity, safety, rate of return, and diversification.

H. Investment Transaction Criteria: (revised 4/24/09 and 09/23/22)

1. Competition – Banks and other financial institution, which meet the criteria below, will be selected for investments only on a competitive basis. Bids for Investments will be solicited by the Director of Treasury, and deemed necessary and approved by the Chief Financial Officer, using a bid process established by the Investment Officers. Rate of return will be considered the primary factor when selecting a bid, followed by the bidding institute.

2. Denial of Business – The Board directs management to refrain from investing Agency funds in any financial institutions or businesses that conduct business with governments deemed unacceptable by the Federal Government through executive order or enacted legislation.

3. Safekeeping Accounts – Securities purchased are delivered against payment to ensure that securities are deposited in an eligible financial institution prior to the release of funds, and held in a custodian safekeeping account. Tri-party custodian agreements maintained with third party trust companies as well as the Federal Reserve Bank are acceptable. Hold-In-Custody repurchase agreements for fourteen days or less will be processed through special transaction control accounts. These accounts will be audited quarterly by Internal Audit and the results reported through the Treasurer, to the Board of Commissioners.

4. Maturity Limitations - To the extent possible, investments shall be matched with anticipated cash flow requirements and known future liabilities. Unless matched to a specific cash flow requirement, no funds shall be invested for more than five years from the date of settlement. The weighted average maturity of the portfolio shall at no time exceed eighteen months.

For Securities that are subject to redemption (call) before final maturity, the final maturity date shall be used both for compliance with the five year limitation and in calculating the weighted average maturity.

5. Diversification

- Unlimited investment in the following:
- U.S. Government obligations

- U. S. Government Agency obligations
- U. S. Government Instrumentality obligations
- Repurchase Agreements – secured by the 3 U. S. obligations noted immediately above.
- Money Market Funds – Institutional money market funds having over \$500 million in net assets and rated AAA by Standard & Poor's, Moody's and/or Fitch rating services.
- b. Investments not to exceed \$5.0 million par value from any one issuer:
 - Bankers Acceptances
 - Commercial Paper
 - Negotiable Certificates of Deposit
- c. All investments must be paid for before they may be sold.

I. Agency Debt. Agency debt may be incurred only by the specific authority of the Board of Commissioners through special action. Notwithstanding Section D above, all funds under such debt resolutions or indentures of trust shall be controlled by the investment set forth in such documents.

J. Check Signatories (rev. 01/04/08 and 09/23/22)

1. All General Operating Funds

- a. Under \$15,000 - One signature from the following:
 - Treasurer, Board of Commissioners (including facsimile signature) or in the event of a vacancy in the Treasurer's position,
 - Secretary, Board of Commissioners (including facsimile signature)
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury
- b. \$15,001 to \$100,000 - Two signatures from the following:
 - Treasurer, Board of Commissioners (including facsimile signature) or in the event of a vacancy in the Treasurer's position,
 - Secretary, Board of Commissioners (including facsimile signature)
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury
- c. \$100,001 to \$500,000 - Two signatures from the following:
 - Chair, Board of Commissioners
 - Treasurer, Board of Commissioners
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury
- d. \$500,001 to \$1,000,000 - Two signatures from the following:
 - Chair, Board of Commissioners
 - Treasurer, Board of Commissioners
 - President & Chief Executive Officer
 - Chief Financial Officer
- e. \$1,000,001 and above - Two signatures, one each from Group A and

Group B:

GROUP A

- Treasurer, Board of Commissioners
- President & Chief Executive Officer

GROUP B

- Chair, Board of Commissioners
- Vice Chair, Board of Commissioners
- Secretary, Board of Commissioners

K. Wire Transfer Authority (rev. 01/04/08 and 09/23/22) Wire Transfers and Automated Clearing House Transactions (ACH) are authorized for the transfer of funds between checking, investment and savings accounts, payment of services, equipment, construction in process, as well as payroll related expenditures that are authorized by and in the name of the Bi-State Development Agency.

1. Wire Transfer and Automated Clearing House Transactions (ACH) authority is limited to the below listed individuals. Wire transfers of a non-repetitive nature require the authority of any two of the below listed individuals:

- President & Chief Executive Officer
- Chief Financial Officer
- Director of Treasury

a. Any individual Automated Clearing House Transaction (ACH) over \$1 million - Two signatures, one each from Group A and Group B:

GROUP A

- Treasurer, Board of Commissioners
- President & Chief Executive Officer

GROUP B

- Chair, Board of Commissioners
- Vice Chair, Board of Commissioners
- Secretary, Board of Commissioners

2. Authorization to create new repetitive Wire Transfers and Automated Clearing House Transactions (ACH) requires approval of any two of the following:

- President & Chief Executive Officer
- Chief Financial Officer
- Chair, Vice Chair, Treasurer, Secretary, Board of Commissioners

L. Authorized Signatories for the Release of Pledged Collateral:

- President & Chief Executive Officer
- Chief Financial Officer
- Director of Treasury

LI. Authorized Agency Funds: (revised 8/15/07, 09/28/12 and 09/23/22)

1. Operating Funds – Operating Funds include a general operating account, accounts payable accounts for clearing checks and EFT payments, a payroll account, and investment transitory accounts for security purchases. In addition, there is an

investment safekeeping account for operating funds.

2. Revenue Funds – Revenue funds are established for Transit Revenue, Ticket Vending, Machine Credit Card Revenue, Passenger Revenue, MetroLink Revenue, Fare box Revenue, and Call A Ride Revenue.
3. Internal Service Funds – Deposit accounts and investment safekeeping accounts are established for Medical, Property, Workers Compensation, and Casualty Internal Service Funds.
4. Sales Tax and Internally Restricted Funds – Sales Tax Capital amounts and Restricted funds are kept in individual investment safekeeping accounts.
5. Enterprise Funds – Deposit accounts are established for the operational and capital needs of the Agency, the Gateway Arch, the Riverfront Attractions, the St. Louis Downtown Airport, Freightway, and Arts in Transit and the investment safekeeping accounts are used as needed to invest excess funds.

Section 30.050 Financial Reporting (revised 09/25/09 and 09/23/22)

A. Policy. It is the policy of the Agency to prepare the financial results of each operating company as required by specific agreement, but not less than quarterly. Financial statements for the Board of Commissioners shall be prepared quarterly, and include the following statements:

1. Transmittal letter of noteworthy variations, including disclaimer
2. Balance Sheet
3. Statement of Revenue, Expense Income (Loss)
4. Capital Expenditures for Active Projects
5. Statement of Cash Flows
6. Aged Receivables

Disclaimer:

The following disclaimer shall be included in each transmittal letter of noteworthy variance:

“These interim financial statements are not in conformity with U.S. Generally Accepted Accounting Principles (U.S. GAAP) due to the following reasons: Depreciation is not shown as an operating expense, but as other non-operating expense; capital contributions and total net assets are now shown on the Statement of Revenue, Expense, Income (Loss); and there are no accompanying footnote disclosure requirements or Management Discussion and Analysis (MD & A) sections included.”

Section 30.060 Risk Management (revised 2/25/2000 and 08/20/2021)

A. General. One of the Agency's primary objectives is to provide safe, reliable, and cost-effective transportation services while complying with federal, state, and local laws. In support of that objective, the Agency will develop and maintain an effective, integrated risk management

program. This policy applies to all exposures to risk of loss that are fortuitous and result from external causes. These exposures include, but are not limited to, fires, collisions, theft, windstorm, construction accidents, workers' compensation claims, and auto or general liability claims as well as associated lawsuits against the Agency.

B. Authority and Responsibility. The Director of Risk Management is responsible for recommending the overall direction of the Agency's risk management program as specified in the Agency's Management Policies & Procedures.

C. Self-Insurance (revised 08/20/21). The Agency will self-insure those routine risks associated with its core transit operations. Risk exposures above the self-insured retention will be covered by excess insurance if such excess insurance is available and affordable.

D. Third Party Administrator (revised 08/20/21). The Agency will contract with a third party adjusting firm to assist in administering claims handling (TPA). The Risk Management Department will monitor the TPA and hold quarterly claims reviews. An annual audit will be performed.

E. Insurance. Primary property and liability insurance will be purchased for unique or special risks of loss, for major construction projects, and when required by law or by contract. A Broker of Record will perform the insurance marketing function under the direction of the Director of Risk Management.

F. Self-Insurance Fund (revised 08/20/21). The Agency will maintain asset accounts, referred to as "Self-Insurance Funds", as authorized by the Board of Commissioners on October 1, 1982, to support liabilities accrued as a result of its self-insured losses. The Chief Financial Officer of the Agency will maintain the Self-Insurance Fund, complying with prudent business practices and all applicable governmental pronouncements, and determine the amount of annual funding required. The fund is subject to following guidelines:

1. The current balance will be sufficient to pay estimated judgments, settlements, losses, and expenses for a three (3) year time period.
2. The amounts held in the Self Insurance Funds shall be used solely for the purpose of paying such liabilities and expenses.
3. The Chief Financial Officer, with concurrence of the President & CEO, is authorized to borrow amounts from the Self Insurance Funds to pay expenses of the Transit System in anticipation of routine operating subsidies and capital grants. All amounts borrowed from the Self Insurance Funds shall be reimbursed to such Fund as soon as possible with normal Agency revenues such as Farebox revenue, sales tax revenues, interest earnings and operating subsidy funds. The Board of Commissioners is to be notified, in writing, of any borrowing, outlining the amount borrowed.

G. Excess Judgment Fund (revised 08/20/21). The Agency will maintain an additional asset account, referred to as the "Excess Judgment Fund", as authorized by the Board of Commissioners on July 7, 1989, to provide supplemental cash flow to the Self-Insurance Funds, in the event of a large or catastrophic loss that is greater than 50% of the Agency's Self-Insured retention amount

for that year. In addition, this fund will provide temporary or emergency funds for property losses that are equal or greater than \$500,000 and where the insurer has delayed payment or is questioning coverage under its policy. The Chief Financial Officer of the Agency will maintain the Excess Judgment Fund, complying with prudent business practices and all applicable governmental pronouncements. The fund is subject to following guidelines:

1. The goal is to attain and maintain a \$5,000,000 fund balance.
2. A minimum of \$250,000 shall be appropriated annually by the Board as part of the budget process until the fund goal of \$5,000,000 is reached.
3. Interest earned by monies in the fund shall inure exclusively to the fund on a cash basis until the fund goal of \$5,000,000 is reached.
4. Monies appropriated to the fund shall be deposited in the account at the beginning of the Fiscal Year, or as received from the funding jurisdictions.
5. This unencumbered balance of this fund may be used as collateral for short-term debt obligations.
6. The Chief Financial Officer, with concurrence of the President & CEO, is authorized to borrow amounts from the Excess Judgment Fund to pay expenses of the Transit System in anticipation of routine operating subsidies and capital grants. All amounts borrowed from the Excess Judgment Fund shall be reimbursed to such Fund as soon as possible with normal Agency revenues such as farebox revenue, sales tax revenues, interest earnings and operating subsidy funds. The Board of Commissioners is to be notified, in writing, of any borrowing, outlining the amount borrowed.

H. Claim Settlement Authorization (revised 08/20/21). The Board of Commissioners must approve defense settlements exceeding the Missouri sovereign immunity limit for any one person in a single accident or occurrence. The Claim Settlement Authorization, based upon the Missouri sovereign immunity limit, shall be adjusted annually as published by the Missouri Department of Insurance. Authorization granted by the Board of Commissioners is deemed to include an additional contingency amount, equal to 20% of the actual authorization granted, for extraordinary use by the President & CEO. This additional authorization may be granted by the President & CEO as trial approaches or during the actual trial. For settlement amounts over \$100,000 and up to the sovereign immunity limit, the President & CEO will approve and must notify and receive acknowledgement from the Board of Commissioner's Chair and Vice Chair. Settlements from \$20,000 to \$100,000 will require the approval of the Director of Risk Management who must notify and receive acknowledgement from the Agency's General Counsel.

I. Litigation Management and Board Notification (revised 08/20/21). In addition to requests for settlement, authorization, the Board of Commissioners will be notified by management about large claims or lawsuits that may significantly impact the Agency's financial stability, its assets, or its public image.

1. The Director of Risk Management will regularly provide informational briefs to the Board on claims and lawsuits that fall into the following classifications:
 - a. Fatalities & severely disabling injuries.
 - b. Jury verdict range or settlement range is expected to exceed \$100,000.

- c. Other unusual or sensitive claims which may be of particular interest to the Commissioners.
- d. Final results on claims where the Board has extended settlement authorization.
- 2. The briefing to the Board will contain:
 - a. Facts & background of the case.
 - b. Summary of injuries & special damages.
 - c. Assessment of liability and expected outcome.
 - d. Litigation history and status if in suit.
 - e. Opinion of legal counsel (if assigned).
 - f. Recommendations and strategy for an appropriate resolution.
- 3. The Director of Risk Management will maintain a written litigation management program, attorney billing guidelines, and procedures for selecting and retaining defense counsel as specified in more detail in the Agency's Management Policies & Procedures.

J. Review of Agency Contracts and Documents. The Director of Risk Management, in consultation with the Agency's General Counsel as needed, will review Agency contracts, leases, agreements, easements or other documents that transfer risk, specify indemnity obligations, or require specific insurance from one or more of the parties.

Section 30.070 Hedging (effective 2/23/2001; revised 11/20/15; revised 06/25/21)

A. General. Because of the nature of its responsibilities to the St. Louis Metropolitan region, the Bi-State Development Agency (Agency) manages financial risks attributed to the price variability of fuel usage. This risk can be managed effectively through the use of hedging techniques. The purpose of this policy is to generally outline how the Agency will manage these risks, what techniques will be employed, and the general guidelines to be followed.

B. Definition. A hedge is a financial tool used to reduce the risk associated with normal business activities of buying fuel. The purpose of this hedging program is not to make or lose money but to manage risk. This program is not an investment and should not be construed as such. Realized gains or losses will be considered as an element of fuel cost. A hedging program will:

- a. seek to decrease the volatility of fuel cost;
- b. seek to increase the likelihood that actual net fuel cost will remain below the budgeted cost;
- c. seek to increase the certainty of future fuel cost;
- d. seek to attain a lower overall cost of fuel in the long-term;
- e. seek to manage year-over-year changes in fuel cost.

C. Program Infrastructure.

- a. Instruments. The agency will maintain a futures account with a Futures Commission Merchant (Broker, which may be a separate entity from the Advisor. The Agency, through the management and direction of an Advisor,

acquires, holds, and disposes of fuel futures contracts in the operation of its program. The high correlation between the movement of the price that the Agency pays for its fuel and the movement of the value of the futures contracts produces the program's effectiveness as a hedge. Due to the liquidity of the futures contracts purchased, these contracts do not require an investment grade rating.

- b. **Maximum Hedge Ratio.** The Agency's volume of fuel consumption is predictable and without significant variability over time. Given this, the maximum hedge ratio will be limited to 95% of forecasted consumption.
- c. **Maximum Hedge Maturity.** To allow the establishment of cost certainty in current and future budget periods, the maximum maturity of the futures contracts taken in conjunction with the program is 36 months forward from the acquisition date.
- d. **Exiting Market Conditions.** The advisor will exit the futures contracts evenly through time to coincide with the fuel supply contract pricing mechanism. This even liquidation of futures hedges through time and the even purchase of fuel via the Agency's fuel supply process assures the effectiveness of the hedging process. Based on the difference between the hedge price (entry price) and the settlement price (exit price), there will be a realized gain/loss associated with the hedge that will appear in the futures account. Futures contracts will be held to maturity (exited when the corresponding fuel is purchased) and, in the normal operation of the program, there will be no interim trading or early exit allowed. Exceptions to this include situations where the volume of forecasted fuel consumption decreases in which case the hedge position may be adjusted to comply with the Maximum Hedge Ratio.

D. **Physical Supply.** The physical supply of fuel will be purchased according to the Agency's procurement policies, and will be priced according to the fuel supply contract.

E. **Strategy.** The Strategy is how the program's objectives are achieved. The strategy will utilize a process:

- a. that addresses market opportunities and market risks;
- b. that examines fundamental and technical market factors in the hedge decision-making process;
- c. that holds the risk of exceeding budget at or below an acceptable level;
- d. that uses historical pricing ranges as pricing parameters;
- e. that is continuously applied through time;
- f. that will take advantage of the inherent "dollar cost averaging" properties of a continuous hedging program;
- g. that mitigates transaction timing risk by making more numerous smaller volume transactions.

These things will be accomplished by the advisor executing the appropriate transactions at the appropriate times to create the desired effect within the constraints of the policy.

Risk Management. The Agency will engage only in financial hedge transactions that are related to the Agency's principal business, including the operation of diesel buses and vans. The Agency will only trade specific contracts as necessary to hedge for the pricing of fuel/energy costs, as related to these areas of business, and as advised by the Advisor.

F. Execution, Reporting and Oversight.

- a. The advisor will be responsible for the day to day execution of the program including the execution of transactions, generating reports on the program's status and results, and monitoring the program and the energy markets. The advisor will generate periodic updates on the status and results of the program.
- b. The Treasury Department will provide the Board of Commissioners with a summary of its activity through the quarterly Treasurer's Report.
- c. A Hedge Committee will oversee the activities of this program. The Committee shall include Chief Financial Officer, Director of Treasury, Assistant Executive Director Transit Assets, and the Vice President of Procurement, Inventory Management & Supplier Diversity. The role of the Hedge Committee will be to determine whether a proposed hedging strategy, transaction or group of transactions is consistent with this Hedge Policy and review the performance of the hedging activity on a periodic basis. The Hedge Committee will meet no less than quarterly, and meeting minutes and Committee decisions will be documented and approved by the Committee.

Section 30.080 Debt Issuance and Administration (revised 6/26/09 and 09/23/22)

A. Agency. The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "**Agency**") is a body corporate and politic created and existing by reason of a joint compact (the "**Compact**") between the States of Missouri and Illinois (Sections 70.370 *et seq.* of the Revised Statutes of Missouri, as amended, and Illinois Compiled Statutes, Chapter 45, Act 100, as amended) and approved by the United States Congress and the President.

B. Powers to Issue Debt. *RSMo Section 70.373; 45 ILCS 110/1 Ratified by Congress January 7, 1959; further amended and ratified by Congress January 3, 1985*

1. *To borrow money for any of the authorized purposes of the Agency and to issue the negotiable notes, bonds or other instruments in writing of the Agency in evidence of the sum or sums to be borrowed;*
2. *To issue negotiable refunding notes, bonds or other instruments in writing for the purpose of refunding, extending or unifying the whole or any part of its valid indebtedness from time to time outstanding, whether evidenced by notes, bonds or other instruments in writing;*
3. *To provide that all negotiable notes, bonds or other instruments shall be payable, both as to principal and interest, out of the revenues collected for the use of any facility or combination of facilities owned and operated by the Agency, or out of any other resources of the Agency, and may be further secured by a mortgage or deed of trust upon any property owned by the Agency. All notes, bonds or other instruments in writing issued by the Agency as herein provided shall mature innot to exceed forty years from the date thereof, shall bear interest at a rate not exceeding fourteen percent per annum, and shall be sold for not less than ninety- five percent of the par value thereof. The Agency shall have the power to prescribe the details of such notes, bonds or other instruments in writing, and of the issuance and sale thereof, and shall*

have power to enter into covenants with the holders of such notes, bonds or other instruments in writing, not inconsistent with the powers herein granted to the Agency, without further legislative authority;

4. To issue bonds for industrial, manufacturing or commercial facilities located within the Bi-State metropolitan district upon the security of the revenue to be derived from such facilities; and, or upon any property held or to be held by it.

C. Revenue Bonds.

I. General Management Policies

The Agency will provide for a periodic review of its financial performance, and review its performance relative to the financial policies outlined herein. These financial policies will be taken into account during the capital planning, budgeting and fare-setting process.

- A. In recognition of periodic changes in the cost of providing service to system users, service costs and fees will be reviewed annually and adjusted commensurately.
- B. The Agency may present proposed adjustments to existing fares, rates, fees and charges at public meetings, and will consider recommendations and input from the public as it relates to such proposed changes.
- C. All Agency funds will be invested according to the Investment Policies of the Agency.
- D. Necessary appropriations for annual debt service requirements will be routinely included in the Agency's annual budget.
- E. The Agency will maintain proactive communication with the investment community, including rating agencies, credit enhancers and investors, to ensure future capital market access at the lowest possible rates.
- F. The Agency may appoint a special committee of local financial experts to assist management as it develops financial plans.
- G. Fund co-mingling and inter-fund borrowing.

Transit is presently comprised of the following funds:

- Revenue Fund
- Operating Fund
- Internally Restricted Fund (Special Sales Tax Capital Fund)
- Debt Service Fund
- Sales Tax Capital Fund
- Prop M Fund
- Prop A Fund
- FTA Capital Fund

- Illinois Allocated Fund
- Private Capital Fund
- Internal Service Funds (Property, Casualty, Workers Compensation, and Medical) Excess Judgement Fund

The Agency maintains one bank depository account for operational and working capital purposes, which is comprised of the Operating, Internally Restricted, and Sales Tax Capital. While these funds are co-mingled in a single bank account, specific accounting is maintained on the Agency's books at the fund level.

Transit operations have little seasonality and are generally consistent throughout the year. Contractual funding and the annual appropriation process for state, local and federal formula funding provides approximately 95% of the Agency's funding. The annual appropriation process commences after the fiscal year begins. Local appropriations are subject to the legislative process, and Federal appropriations can be delayed up to 12 months. Consequently, Agency staff is authorized to transfer (borrow) funds within the groups identified above in order to maintain operational liquidity and adequate working capital.

In the event the above funds are exhausted, temporary operating deficits may be funded by unencumbered Self Insurance, Prop M and Prop A Funds. Staff shall inform the Board any time the local funding jurisdictions fail to provide funds within ninety days of the beginning of the fiscal year. Management shall recommend a course of action up to and including service interruption for the jurisdiction in question.

Furthermore, the Agency utilizes the Transit Operating Fund to fund disbursements for accounts payable and payroll. The Transit Operating account funds payments for transit and business enterprise obligations. Liability accounts shall be maintained for the recording of all payments made by Transit for Business Enterprises, and Business Enterprises shall reimburse Transit, in the following month, for any such payments.

II. Financial Management Policies

The Agency utilizes a comprehensive planning process to determine its long-term capital needs. The Agency evaluates each capital project in relation to established federal, state and local grants and assistance programs and levels of reserves, current rate structure, expected asset life/replacement timeline, and available revenue sources to ensure that adequate financial resources are available to support the Agency's financial obligations. The Agency's Debt and Financial Management, Investment, and Swap Policies are integrated into the decision-making framework utilized in the budgeting and capital improvement planning process. As such the following policies outline the Agency's approach to debt management:

- A. The Agency will evaluate financing for each capital project on a case-by-case basis. The Agency will seek to pay for all capital projects from current revenues, federal grants and assistance programs and available reserves prior to or in combination with the use of debt.
- B. The Agency will seek to issue debt only in the case where there is an identified source of repayment. Bonds will be issued to the extent that (i) projected fixed revenues are sufficient to pay for the proposed debt service together with all existing debt service covered by such fixed revenues, or (ii) additional

projected revenues have been identified as a source of repayment in an amount sufficient to pay for the proposed debt.

- C. Debt issuance for a capital project will not be considered unless such issuance has been incorporated into the capital improvement plan (Long Range Financial Plan).
- D. The Agency shall issue a request for proposal for underwriting services prior to the issuance or refunding of bonds.

III. Debt and Capital Management Policies

The following policies formally establish parameters for evaluating, issuing, and managing the Agency's debt. The policies outlined below are not intended to serve as a list of rules to be applied to the Agency's debt issuance process, but rather to serve as a set of guidelines to promote sound financial management.

In issuing debt, the Agency objectives will be to:

- a. Achieve the lowest cost of capital;
- b. Maintain high credit ratings and access to credit enhancement;
- c. Preserve financial flexibility.

IV. Standards for Use of Debt Financing

When appropriate, the Agency will use long-term debt financing to: achieve an equitable allocation of capital costs/charges between current and future system users; to provide more manageable rates in the near and medium term; and to minimize rate volatility.

- A. For growth related projects, debt financing will be utilized, as needed, to better match the cost of anticipated facility needs with timing of expected new connections to the system.
- B. The Agency shall not construct or acquire a facility if it is unable to adequately provide for the subsequent annual operation and maintenance costs of the facility throughout its expected life.
- C. Capital projects financed through debt issuance generally will not be financed for a term longer than the expected useful life of the project.
- D. Lease Agreements and Installment Sale Agreements shall be considered as an alternative to long-term debt. Although these forms of alternative financing are subject to annual appropriation, they shall be considered as long-term fixed rate debt for the purposes of this policy until maturity.

V. Financing Criteria

Each debt issuance should be evaluated on an individual basis within the framework of the Agency's Long Range Financing Plan, as well as within the context of the Agency's overall financing objectives and current market conditions.

The Agency will evaluate alternative debt structures (and timing considerations) to ensure the most cost-efficient financing under prevailing market conditions.

- A. Credit Enhancement – The Agency will consider the use of credit enhancement on a case-by-case basis. Only when clearly demonstrable savings can be realized shall a credit enhancement be utilized.
- B. Cash-Funded Reserve vs. Surety – The Agency may purchase a surety policy or replace an existing cash-funded Debt Service Reserve Fund when deemed prudent and advantageous.
- C. Call Provisions – In general, the Agency's securities should include optional call provisions. The Agency will generally avoid the sale of non-callable long-term fixed rate bonds, absent careful evaluation of the value of the call option.
- D. Additional Bonds Test/Rate Covenants - The amount and timing of debt will be planned to comply with the additional bonds tests and rate covenants outlined in the appropriate legal and financing documents, and these policies.
- E. Short-Term Debt – The Agency may utilize short-term borrowing to serve as a bridge for anticipated revenues, construction financing or future bonding capacity.
- F. Use of Variable Rate Debt - The Agency will not issue variable interest rate debt unless: the proposed debt is converted to a fixed rate or hedged (for an interim period or to maturity) by use of a put-type mode, swap agreement or hedging mechanism (e.g., interest rate cap); outstanding un-hedged variable rate debt, including any proposed new variable debt, does not exceed the Agency's "hedge position" (defined herein) in aggregate; or, interest is capitalized during the expected term that bonds will be outstanding in a variable rate mode. For this purpose, the Agency's hedge position will be calculated as the Agency's cash reserves multiplied by 125%. Notwithstanding the above, the Agency will refrain from issuing new variable rate debt (including synthetic variable rate debt), whether hedged or un-hedged, which exceeds 20 percent of the Agency's aggregate debt outstanding.
- G. Use of Swaps & Derivatives - The use of any swap agreement in conjunction with the issuance or management of debt instruments will be governed by the Agency's Swap Policy. The use of swaps to create synthetic fixed rate debt should generally be considered only such synthetic fixed rate debt would result in a 20% reduction in debt service vs. traditional fixed rate bonds.
- H. Investment of Bond Proceeds - Bond proceeds will be invested in accordance

with the permitted investment language outlined in the bond documents for each transaction, unless further restricted or limited in the Agency's Investment Policy. The preservation of funds, notwithstanding, the Agency will seek to maximize investment earnings within the investment parameters set forth in each respective bond indenture. The reinvestment of bond proceeds will be incorporated into the evaluation of each financing decision; specifically addressing arbitrage/rebate position, and evaluating alternative debt structures and refunding savings on a "net" debt service basis, where appropriate.

VI. Refinancing Outstanding Debt

The Agency shall have the responsibility to evaluate potential refunding opportunities presented by underwriting and/or financial advisory firms. The Agency will consider the following issues when analyzing potential refinancing opportunities:

- (1) Debt Service Savings – The Agency shall establish a target savings level equal to 3% (current refunding) to 5% (advance refunding) of par refunded on a net present value (NPV) basis. These figures should serve only as a guideline, the Agency must evaluate each refunding opportunity on a case-by-case basis, and must take into consideration: the time to maturity, size of the issue, current interest rate environment, annual cash flow savings, and the value of the call option. Economic savings resulting from a refunding will generally be structured to occur on a level basis over the life of the refunding bonds. The decision to take all savings upfront or on a deferred basis must be explicitly approved by the Agency's Finance and Audit Committee and Board of Commissioners.
- (2) Restructuring - The Agency may seek to refinance a bond issue on a non-economic basis in order to restructure debt, mitigate irregular debt service payments, accommodate revenue shortfalls, release reserve funds, comply with and/or eliminate rate/bond covenants, or terminate a swap.
- (3) Term/Final Maturity – The Agency may consider the extension of the final maturity of the refunding bonds in order to achieve a necessary outcome, provided that such extension is permissible under the Agency's Compact and Federal tax law. The term of the bonds generally should not extend beyond the reasonably expected useful life of the asset being financed. The Agency may also consider shortening the final maturity of the bonds. The remaining useful life of the assets and the concept of inter-generational equity should guide these decisions.
- (4) Escrow Structuring - The Agency shall utilize the least costly securities available in structuring each escrow. A certificate will be required from a third party agent who is not acting as a broker-dealer, stating that the securities were purchased through an arms-length, competitive bid process (in the case of open market securities), that such securities were more cost effective than State and Local Government Series Securities (SLGS), or that SLGS were not available at the time of the pricing of the escrow and that the price paid was

reasonable and within Federal guidelines. The Agency retains the right to use SLGS at any time in structuring its escrows.

When evaluating the economic viability of an economic versus legal defeasance, the Agency shall take into consideration both the financial impact on a net present value basis as well as the rating/credit impact. The Agency shall take all necessary steps to optimize its escrows and to avoid negative arbitrage in any refunding.

VII. Method of Issuance

The Agency will determine, on a case-by-case basis, whether to sell its bonds competitively or through negotiation.

- A. **Competitive Sale** – In a competitive sale, the Agency’s bonds shall be awarded to the bidder providing the lowest true interest cost (“TIC”), as long as the bid adheres to requirements set forth in the official notice of sale.
- B. **Negotiated Sale** – The Agency shall assess the following circumstances that weigh toward the use of a negotiated sale:
 - 1. Issuance of variable rate or taxable bonds;
 - 2. Complex structure or credit considerations (such as non-rated bonds), which requires a strong pre-marketing effort;
 - 3. Significant par value, which may limit the number of potential bidders;
 - 4. Unique/ proprietary financing mechanism (such as a financing pool), or specialized knowledge of financing mechanism or process;
 - 5. Market volatility, such that the Agency would be better served by flexibility in the timing of its sale in a changing interest rate environment;
 - 6. When an Underwriter has identified new financing opportunities or presented alternative structures that financially benefit the Agency;
 - 7. As a result of an Underwriter’s familiarity with the project/financing, which enables the Agency to take advantage of efficiency and timing considerations.
- C. **Private Placement** – From time to time the Agency may elect to issue debt on a private placement basis. Such method shall generally be considered only if it is demonstrated to result in cost savings or provide other advantages relative to other methods of debt issuance, or if it is determined that access to the public market is unavailable and timing considerations require that a financing be completed.
- D. **Conduit Issuance** – The Agency may elect to enter into financing agreements with other issuers, including but not limited to the City of St. Louis, St. Louis County, and the Missouri Development Finance Board, to permit debt to be issued on the Agency’s behalf. The Agency will consider this approach if such an arrangement is expected to produce lower borrowing costs, enhance the flexibility of the Agency, or provide other operational efficiencies.

VIII. Market Communication, Debt Administration and Reporting Requirements

Rating Agencies and Investors – The Chief Financial Officer shall be responsible for maintaining the Agency's relationships with Moody's Investors Service, Standard & Poor's Ratings-Services, Fitch Ratings, Kroll Bond Rating Agency or any other nationally-recognized rating service. The Agency may, from time to time, choose to deal with fewer than all of these agencies as circumstances dictate.

In addition to general communication, the Chief Financial Officer shall: (1) meet with Credit Analysts periodically as requested, and (2) prior to each competitive or negotiated sale, offer conference calls with Agency analysts in connection with the planned sale.

- A. Board Communication – The Chief Financial Officer shall include in an annual report to the Finance and Audit Committee and the Board of Commissioners feedback from rating agencies and/or investors regarding the Agency's financial strengths and weaknesses and recommendations for addressing any weaknesses.
- B. Continuing Disclosure – The Agency shall remain in compliance with Rule 15c2-12 or any successor rule or regulation by filing its annual financial statements and other financial and operating data for the benefit of its bondholders within 270 days of the close of the fiscal year. The inability to make timely filings must be disclosed and would be a negative reflection on the Agency. While also relying on a timely audit and preparation of the Agency's annual report, the Chief Financial Officer will ensure the Agency's timely filing with each Nationally Recognized Municipal Securities Information Repository.
- C. Record-Keeping and Post-Issuance Compliance – A copy of all debt-related records shall be retained at the Agency's offices. Consistent with the Agency's tax compliance agreements and post-issuance compliance policy, at minimum, these records shall include all official statements, bid documents, bond documents/transcripts, resolutions, trustee statements, leases, records related to expenditure and investment of bond proceeds, records related to periodic reviews of the use of bond financed facilities, and title reports for each Agency financing (to the extent available). To the extent possible, the Agency shall retain an electronic copy of each document.
- D. Arbitrage Rebate – The use of bond proceeds and their investments must be monitored to ensure compliance with all Internal Revenue Code arbitrage rebate requirements. The Chief Financial Officer shall ensure that all bond proceeds and investments are tracked in a manner which facilitates accurate calculation; and, if rebate is due, such payments are made.

Section 30.090 Donation and Gift Policy (NEW effective 11/19/21)

A. Policy. It is the policy of the Agency that gifts and donations to the Agency are welcomed and encouraged. Gifts and donations are valued as expressions of individual support for the Agency's mission and help to enhance its services, programs and facilities by supplementing

federal, state, or contractual support.

B. Types of Gifts. The Agency accepts the following types of gifts and donations: cash, tangible personal property, publicly traded and recognizable securities, real estate, bequests, trust funds and annuities.

C. Use of Gifts. The President and CEO or Board of Commissioners will carefully consider the needs of the Agency and will use a gift where it determines it is most needed, so that all donations may directly and indirectly support the public purposes of the Agency. The Agency may choose not to accept a gift if the donor wishes to place limitations or restrictions on its use or disposal. The Agency may refuse any gift that does not sufficiently benefit the Agency, is in conflict with the Agency's mission, puts the reputation of the Agency at risk, or is prohibited by law.

D. Acceptance of Gifts. The President and CEO may accept any gift or donation of the types described in Section B on behalf of the Agency. Other types of gifts and donations will be evaluated on a case-by-case basis by the Board of Commissioners.

When processing each gift, the Agency will follow generally accepted accounting principles. The Agency takes no responsibility for valuing gifts for tax purposes or for the tax consequences to the donor.

All accepted gifts and donations become the property of the Agency. The Agency reserves the right to sell or otherwise dispose of non-monetary gifts, if the Board of Commissioners or President and CEO, determines that such sale or disposition is advisable or necessary.

E. Documentation. The Agency will retain a written receipt of each donation and gift identifying the name of the donor, the amount and the date of the donation or gift, and the nature of restriction on the gift, if any. The Agency will acknowledge each donation by letter, thanking the donor. Donors who make a significant financial or material donation will receive a contemporaneous written acknowledgement of the donation from the Agency.

COLLECTED BOARD POLICIES
OF THE
BI-STATE DEVELOPMENT AGENCY
OF THE
MISSOURI-ILLINOIS METROPOLITAN DISTRICT

Chapter 30 Audit, Finance and Budget

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Section 30.005 Audit Committee Charter (added 03/25/11, rev. 09/23/11, ~~and~~ rev. 06/24/22, and rev. 09/22/23)

A. GENERAL (revised 09/23/11). The purpose of the Audit Charter is to assist the Board of Commissioners, through its Audit Committee, in fulfilling its fiduciary oversight responsibilities as follows:

- (1) Audit Committee management and Reporting Responsibilities
- (2) External Audit of the Financial Statements
- (3) Internal Audit Process
- (4) System of Risk Management
- (5) Processes for Monitoring Compliance with Laws and Regulations and the Ethics Policy, Code of Conduct and Fraud Policy
- (6) Special Investigations and Whistleblower Mechanism

Source: Information to develop this Charter is from *The AICPA Audit Committee TOOLKIT: Government Organizations*

B. **AUTHORITY.** The Audit Committee (“committee”) has the authority to conduct or authorize investigations into any matters within its scope of responsibility. It is empowered to perform the following functions, which are numbered according to the purposes listed above.

1. Audit Committee Management and Reporting Responsibilities (rev. 06/24/22)

- Each member of the Committee should be appointed by the Chairman of The BiState Development Agency (“Bi-State”) Board of Commissioners.
- At least one member of the Committee should have financial experience.
- The Committee should review this Charter annually, reassess the adequacy of the Charter, and recommend any proposed changes to the Board of Commissioners. It should consider changes that are necessary as a result of new laws, regulations, or accounting and auditing standards, including best auditing practices.
- The Committee should meet at least four times per year, and at additional times when necessary. These meetings may be combined with regularly scheduled meetings, or may be held more frequently as circumstances may require. The Committee may ask members of management or others to attend the meetings and provide pertinent information as necessary.
- Conduct executive sessions with the independent auditors, Chief Executive Officer (CEO), Chief Financial Officer (CFO), Chief Audit Executive (CAE), General Counsel, outside counsel, and anyone else as desired by the Committee.
- The Committee shall be authorized to hire professional consultants as necessary.
- Review and concur on the appointment, replacement, reassignment, or dismissal of the Chief Audit Executive.
- Oversee the appointment of the independent auditors to be engaged for external reporting, and establish the related audit fees.
- If the audit organization provides any non-audit services, determine that the audit organization has considered and documented its consideration of how providing these non-audit services does not violate the requirements that the audit organization (a) not provide services that involve performing management functions or making management decisions, and (b) not audit their own work, as stipulated by best auditing practices.
- Review and evaluate the performance of the independent auditors.
- Review with the independent auditor, the Chief Financial Officer, and the Chief Audit Executive, the audit scope and plan of the internal auditors and the independent auditors. Address the coordination of audit efforts to assure the completeness of coverage, reduction of redundant efforts, and the effective use of audit resources.
- The Committee should evaluate the independent auditors and internal auditors.
- The Committee should review its effectiveness.
- Create an agenda for the ensuing year, or review and approve the agenda submitted by the Chief Audit Executive.

2. External Audit of the Financial Statements (rev. 06/24/22)

- Review with management and the independent auditor the effect of any regulatory and accounting initiatives, such as related organizations financing structures, derivatives, or securities lending.
- Review with the independent auditor that performs the financial statement audit:
 - a. All critical accounting policies and practices used by Bi-State.
 - b. All alternative treatments of financial information within generally accepted accounting principles that have been discussed with Bi-State's management, the ramifications of each alternative, and the preferred treatment.
- Review all significant written communications between the independent auditors and management, such as any management letter or schedule of unadjusted differences.
- Review with management and the independent auditors:
 - a. The Bi-State Development Agency's annual financial statements, related footnotes, and management's discussion and analysis;
 - b. The independent auditor's audit of the financial statements and their report thereon;
 - c. The independent auditors' judgments about the quality, not just the acceptability, of Bi-State's accounting principles as applied in its financial reporting;
 - d. The independent auditors' single audit of the federal awards administered by Bi-State and their reports thereon;
 - e. The independent auditors' examination of the effectiveness of any hedging activities;
 - f. Any significant changes required in the independent auditors' audit plan;
 - g. Any serious difficulties or disputes with management encountered during the audit. Matters required to be discussed by Statement on Auditing Standards (SAS) No. 61, *Communication With Audit Committees* (AICPA, *Professional Standards*, vol. 1, AU Sec. 380), as amended; U.S. Government Accountability Office's *Government Auditing Standards*; and the U.S. Office of Management and Budget's Circular A-133 related to the conduct of the audits.
- Review with the General Counsel and the Chief Audit Executive legal and regulatory matters that, in the opinion of management, may have a material impact on the financial statements and compliance with federal, state, and local laws and regulations.

3. Internal Audit Process (rev. 06/24/22 and 09/22/23)

- Review with management the policies and procedures with respect to Bi-State management's use of expense accounts, public monies, and public property,

including for example, their use of Bi-State's vehicles. Consider the results of any review of these areas by the Internal Auditor or the independent auditors.

- Consider, with management, the rationale for employing audit firms other than the principal independent auditors for services that Bi-State or the independent auditor determines would not be appropriate for the principal independent auditor to perform.
- Review with management and the Chief Audit Executive:
 - a. Significant findings on internal audits during the year and management's responses thereto.
 - b. Any difficulties the internal audit team encountered in the course of their audits, including any restrictions on the scope of their work on access to required information.
 - c. Any changes required in the scope of their internal audits.
 - d. The Internal Audit Department budget and staffing.
 - e. The Internal Audit Department charter.
 - f. The Internal Audit Department's compliance with mandatory guidance from applicable standards (for example, Government Auditing Standards, or The Institute of Internal Auditors' (IIA's) Standards for the Professional Practice of Internal Auditing (Standards)).

4. System of Risk Management (rev. 06/24/22)

Inquire of management, the Internal Audit Department, and the independent auditors about significant risks or exposures facing Bi-State; assess the steps management has taken or proposes to take to minimize such risks to Bi-State; and periodically review compliance with such steps.

Inquire of the Chief Executive Officer and Chief Financial Officer regarding the fiscal health of Bi-State, as well as the financial status of Bi-State in relation to its adopted budget.

Review with the independent auditors and Chief Audit Executive:

- a. The adequacy of Bi-State's internal controls including computerized information system controls and security;
- b. Any related significant findings and recommendations of the independent auditors and internal auditors together with management's responses thereto.

5. Organization's Processes for Monitoring Compliance with Laws and Regulations and the Ethics Policy, Code of Conduct and Fraud Policy (rev. 06/24/2022)

- a. Periodically review Bi-State's code of conduct to ensure that it is adequate and up to date.

- b. Review with the Chief Audit Executive and General Counsel the results of their review of compliance monitoring with the code of conduct.

Section 30.010 Annual Audit

A. Policy (revised 5/22/09 and 6/24/22). It is the policy of the Agency to submit its books and records to annual audit by a nationally recognized CPA firm. The firm selected shall have broad experience in auditing large local government and/or agencies in compliance with relevant federal rules and regulations such as the Single Audit Act and examining any hedging activities. The firm, and any principals of the firm, shall have no direct or indirect personal or financial interest in the fiscal affairs of the Agency, or of any officer of the Agency. The Agency shall not engage any firm, or any lead or concurring audit partner connected with that firm's provision of audit services to the Agency, for a contract term in excess of five (5) consecutive years.

B. Reporting. This firm reports its findings and conclusions to the entire Commission each year and may meet with the Audit Committee at any time during the year. Upon receipt of the final management letter, the President & Chief Executive Officer will promptly forward a response to the Audit Committee indicating the status of each recommendation or finding.

Section 30.020 Internal Audit (rev. 06/24/22)

A. Policy. It is the policy of the Agency to employ a Chief Audit Executive who shall report directly to the Board of Commissioners. The Chief Audit Executive shall supervise and direct the staff of the Internal Audit Department. The Internal Audit Department shall provide independent objective analysis and recommendations to assist the President & Chief Executive Officer and management in effectively discharging their administrative responsibilities. The Internal Audit Department shall perform routine audits of compliance of Agency divisions with internal Agency rules and regulations. The Internal Audit Department shall at all reasonable times have access to the accounts, books and records of the Agency, and the Department may in relation to such interview the President & Chief Executive Officer and other employees of the Agency.

B. Work Plan. The Chief Audit Executive shall be responsible for preparing an annual Audit Work Plan. Additionally, Commissioners and Senior Managers shall identify potential areas for review by the Internal Audit Department. Upon completion of the Audit Work Plan, the Chief Audit Executive shall present the Plan to the Audit Committee for their review and approval pursuant to these Board Policies.

C. Special Reviews. From time to time the President & Chief Executive Officer may assign to the Chief Audit Executive special reviews designed to assure continuous quality improvement of Agency operations.

Section 30.030 Annual Budget (revised 09/23/22)

A. General. Each year the President & Chief Executive Officer shall prepare an annual budget for the forthcoming fiscal year that will be presented to the Board of Commissioners. The

President & Chief Executive Officer will work with the Board in setting strategic objectives, update the Agency's long range planning document, and prepare both an operating and capital budget. The operating budget shall include proposed expenditures for current operations during the ensuing fiscal year and the method of financing such expenditures. The capital budget shall include capital expenditures for a 3-year period and the proposed method of financing such expenditures.

B. Approval. The President & Chief Executive Officer will present the annual budget at a regularly scheduled meeting of the Board of Commissioners. The Board of Commissioners shall approve annual operating and capital budgets prior to the beginning of the ensuing fiscal year.

Section 30.040 Banking and Investment (rev. 06/23/06, 11/19/10, 09/28/12 and 09/23/22)

A. Policy. It is the policy of Bi-State Development to (i) meet the daily cash flow demands of the Agency; (ii) comply with public funds investment directives of Missouri and Illinois; (iii) invest funds in a manner which will provide maximum safety of principal and liquidity; (iv) provide the highest possible investment return. This policy directs the investment of all funds of all entities of the Bi-State Development Agency not expressly controlled by the Revenue Bond Trustees.

B. Objectives. The primary objectives of the Agency's investment activities, in order of priority, shall be as follows:

1. Preservation and Safety of Principal. The objective is to mitigate credit and interest rate risk.
 - a. Credit risk. The Agency will minimize credit risk, which is the risk of loss due to the failure of the security issuer by:
 - Limiting investments to the types of securities listed in Section D of this policy.
 - Pre-qualifying financial institutions, brokers/dealers, intermediaries, and advisers with which the Agency will do business.
 - Diversifying the investment portfolio so that the potential impact of losses will be minimized.
 - b. Interest rate risk. The Agency will minimize interest rate risk, which is the risk that the market value of the securities in the portfolio will fall due to changes in market interest rates by:
 - Structuring the investment portfolio so that securities mature in a manner that cash requirements for ongoing operations will be met, thereby avoiding the need to sell securities on the open market prior to maturity; and
 - Investing operating funds primarily in short-term securities, money market mutual funds, or similar investment pools and limiting the average maturity of the portfolio in accordance with Section H.4.
2. Liquidity. The Agency's investment portfolio will remain sufficiently liquid to meet all operating requirements. Liquidity will be determined by the flow of revenues and expenditures using cash flow projections and historical data.

3. Yield. Thereafter, the highest yield consistent with safety is required, provided the maturities are short enough to maintain operational liquidity.
 4. Location. It is the Board's intent to have the majority of the available funds invested in local institutions provided the institutions meet the minimum credit standings set out below and yields are competitive.
- C. Standards of Care.
1. Investment Authority. The Chief Financial Officer and the Director of Treasury are designated as the Investment Officers who are responsible for investment transactions, as well as, establishing the internal controls and written procedures for the operation of the investment program. No other officers or designees may engage in investment or banking transactions except as provided under the terms of the Investment Policy and procedure established.
 2. Prudence. The Agency's investments shall be made with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and considering the safety of capital and the yield to be derived. The standard of care to be used by the Investment Officers shall be said "prudent person" standard and shall be applied in the context of managing an overall portfolio and whether the investment decision was consistent with the written investment policy of the Agency.
 3. Ethics and Conflicts of Interest. Investment Officers involved in the investment process shall refrain from personal business activity that could conflict or be perceived to conflict with proper execution of the investment program, or that could impair their ability to make impartial investment decisions.
- D. Authorized investment categories (revised 4/24/09, 11/19/10 and 09/23/22)
1. Demand Deposit, Negotiable Order Withdrawal (NOW), Bank Money Market, Certificate of Deposit and Savings Accounts - issued by banks or thrifts where the account or investment is either collateralized with direct obligations of the U.S. Government or its instrumentalities, or covered by FDIC insurance, or other AAA rated surety.
 2. Negotiable Certificates of Deposit - provided that the institution maintains a Fitch rating of B or better and/or a Moody's Investor Services short-term rating of P-1. The institutions selected will have a minimum of \$100 million in combined capital and unimpaired surplus.
 3. Bankers Acceptances - provided that the institution maintains a Fitch rating of B or better and/or a Moody's Investor Services short-term rating of P-1. The institutions selected will have a minimum of \$100 million in combined capital and unimpaired surplus.

4. Direct Obligations of the United States Government, U.S. Government Agencies or U.S. Government Instrumentalities.
5. Commercial Paper - Commercial paper at the time of purchase shall have ratings of A-1 by Standard and Poor's Rating Services and P-1 by Moody's Investors Services.
6. Repurchase Agreements (revised 11/19/10) - Repurchase agreements (repos) are acceptable, using any of the securities listed in paragraphs D-4 as collateral. Also, the firm with whom the repo is executed must be a credit acceptable bank, or brokerdealer. A credit acceptable bank or broker-dealer is defined as one whose senior debt rating is A- by one of the three nationally recognized ratings agencies (Standard & Poor's, Moody's, or Fitch). Banks in the Agency's service area that do not have a Standard & Poor's, Moody's or Fitch rating, may also be authorized repo counterparties, provided that they meet the "well capitalized" standard, as defined by the Federal Deposit Insurance Corporation. A written repurchase agreement, substantially modeled on, but in no case less restrictive than, the Securities Industry and Financial Markets Association's "Master Repurchase Agreement", shall be completed for each repo counter party. Such agreements shall be updated periodically, but no less than once every five years. In all cases, repo collateral shall have a market value of 102% of the dollars invested, plus accrued interest. If the repo term is longer than an overnight maturity, the collateral must be delivered to a third party custodian, and priced-to-market weekly to assure correct collateral value coverage.

The Director of Treasury shall obtain approval from the Chief Financial Officer before authorizing a repo counterparty. Before approval, documentation shall be furnished that the authorized counterparty meets the required criteria. The Director of Treasury will also monitor continued compliance with the criteria.

7. Money Market Funds - Acceptable funds shall be institutional money market funds having over \$500 million in net assets and be rated AAA by Standard and Poor's, Moody's and/or Fitch rating services.
8. Reverse Repurchase Agreement - A reverse repurchase Agreement or shortterm borrowing (180 days or less), using securities in the Agency's portfolio as collateral, is acceptable. However, the firm with whom the borrowing is executed must meet the same requirements as stated previously for repurchase agreements. Also, the borrowed funds may be used to purchase other securities as an investment arbitrage. In this case, the new investment maturity date must match (+/- one week) the maturity date of the reverse repo, and those instruments must be delivered into the Agency's safekeeping account and held there until maturity. The Board shall be notified of all such transactions through the Treasurer's monthly report.

E. Collateralization.

1. Collateralization of 102% will be required for demand deposits, repurchase agreements, and certificates of deposit over FDIC insured limits.
2. The Agency limits the type of collateral required to Direct Obligations of the United States Government, United States Government Agencies, or United State Government Instrumentalities.

F. Banking Services. To ensure the best service and cost effectiveness these services will be negotiated periodically. The number of demand deposit non-interest bearing accounts will be kept to a minimum for operational efficiency and safety. Any two of the following may open bank accounts, subject to the approval of the Board of Commissioners through a confirming motion at a meeting of the Board of Commissioners:

Chair, Board of Commissioners	President & Chief Executive Officer
Vice Chair, Board of Commissioners	Chief Financial Officer
	Treasurer, Board of Commissioners

G. Monitoring and Reporting

1. Investment Performance. Investment Officers will provide the Treasurer of the Board of Commissioners with a quarterly report including deposits, investments, yields, the monthly summary of the prior 12 months' funds experience, and the amount of deposits at each institution. The report will also provide the average maturity of investments and a benchmark yield to show the investment portfolio's effectiveness in reaching the Agency's need for liquidity, safety, rate of return, and diversification.

H. Investment Transaction Criteria: (revised 4/24/09 and 09/23/22)

1. Competition – Banks and other financial institution, which meet the criteria below, will be selected for investments only on a competitive basis, Bids for Investments will be solicited by the Director of Treasury, and deemed necessary and approved by the Chief Financial Officer, using a bid process established by the Investment Officers. Rate of return will be considered the primary factor when selecting a bid, followed by the bidding institute.
2. Denial of Business – The Board directs management to refrain from investing Agency funds in any financial institutions or businesses that conduct business with governments deemed unacceptable by the Federal Government through executive order or enacted legislation.
3. Safekeeping Accounts – Securities purchased are delivered against payment to ensure that securities are deposited in an eligible financial institution prior to the release of funds, and held in a custodian safekeeping account. Tri-party custodian agreements maintained with third party trust companies as well as

the Federal Reserve Bank are acceptable. Hold-In-Custody repurchase agreements for fourteen days or less will be processed through special transaction control accounts. These accounts will be audited quarterly by Internal Audit and the results reported through the Treasurer, to the Board of Commissioners.

4. Maturity Limitations - To the extent possible, investments shall be matched with anticipated cash flow requirements and known future liabilities. Unless matched to a specific cash flow requirement, no funds shall be invested for more than five years from the date of settlement. The ~~weighted~~ average maturity of the portfolio shall at no time exceed eighteen months.

For Securities that are subject to redemption (call) before final maturity, the final maturity date shall be used both for compliance with the five-year limitation and in calculating the weighted average maturity.

5. Diversification

- Unlimited investment in the following:
 - U.S. Government obligations
 - U. S. Government Agency obligations
 - U. S. Government Instrumentality obligations
 - Repurchase Agreements – secured by the 3 U. S. obligations noted immediately above.
 - Money Market Funds – Institutional money market funds having over \$500 million in net assets and rated AAA by Standard & Poor's, Moody's and/or Fitch rating services.
- b. Investments not to exceed \$5.0 million par value from any one ~~issuer~~:
 - Bankers Acceptances
 - Commercial Paper
 - Negotiable Certificates of Deposit
- c. All investments must be paid for before they may be sold.

I. Agency Debt. Agency debt may be incurred only by the specific authority of the Board of Commissioners through special action. Notwithstanding Section D above, all funds under such debt resolutions or indentures of trust shall be controlled by the investment set forth in such documents.

J. Check Signatories (rev. 01/04/08 and 09/22/23/22)

1. All General Operating Funds

- a. Under \$15,000 - One signature from the following:
 - Treasurer, Board of Commissioners (including facsimile signature) -or in the event of a vacancy in the Treasurer's position,
 - Secretary, Board of Commissioners (including facsimile signature)
 - President & Chief Executive Officer

- Chief Financial Officer
- Director of Treasury
- b. \$15,001 to \$100,000 - Two signatures from the following:
 - Treasurer, Board of Commissioners (including facsimile signature) or in the event of a vacancy in the Treasurer's position,
 - Secretary, Board of Commissioners (including facsimile signature)
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury
- c. \$100,001 to \$500,000 - Two signatures from the following:
 - Chair, Board of Commissioners
 - Treasurer, Board of Commissioners
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury
- d. \$500,001 to \$1,000,000 - Two signatures from the following:
 - Chair, Board of Commissioners
 - Treasurer, Board of Commissioners
 - President & Chief Executive Officer
 - Chief Financial Officer
- e. \$1,000,001 and above - Two signatures, one each from Group A and Group B:

GROUP A

- Treasurer, Board of Commissioners
- President & Chief Executive Officer

GROUP B

- Chair, Board of Commissioners
- Vice Chair, Board of Commissioners
- Secretary, Board of Commissioners

K. Wire Transfer Authority (rev. 01/04/08 and 09/22/23/22) Wire Transfers and Automated Clearing House Transactions (ACH) are ~~not~~ authorized for the transfer of funds between checking, investment and savings accounts, payment of services, equipment, construction in process, as well as payroll related expenditures that are authorized by and in the name of the Bi-State Development Agency.

1. Wire Transfer and Automated Clearing House Transactions (ACH) authority is limited to the below listed individuals. Wire transfers of a non-repetitive nature require the authority of any two of the below listed individuals:
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury

- a. Any individual Automated Clearing House Transaction (ACH) over \$1 million - Two signatures, one each from Group A and Group B:

GROUP A

- Treasurer, Board of Commissioners
- President & Chief Executive Officer

GROUP B

- Chair, Board of Commissioners
- Vice Chair, Board of Commissioners
- Secretary, Board of Commissioners

2. Authorization to create new repetitive Wire Transfers and Automated Clearing House Transactions (ACH) requires approval of any two of the following:

- President & Chief Executive Officer
- Chief Financial Officer
- Chair, Vice Chair, Treasurer, Secretary, Board of Commissioners

- L. Authorized Signatories for the Release of Pledged Collateral:

- President & Chief Executive Officer
- Chief Financial Officer
- Director of Treasury

- M. Authorized Agency Funds: (revised 8/15/07, 09/28/12 and 09/22/23/22)

1. Operating Funds – Operating Funds include a general operating account, accounts payable accounts for clearing checks and EFT payments, a payroll account, and investment transitory accounts for security purchases. In addition, there is an investment safekeeping account for operating funds.
2. Revenue Funds – Revenue funds are established for Transit Revenue, Ticket Vending, Machine Credit Card Revenue, Passenger Revenue, MetroLink Revenue, Fare box Revenue, and Call A Ride Revenue.
3. Internal Service Funds – Deposit accounts and investment safekeeping accounts are established for Medical, Property, Workers Compensation, and Casualty Internal Service Funds.
4. Sales Tax and Internally Restricted Funds – Sales Tax Capital amounts and Restricted funds are kept in individual investment safekeeping accounts.
5. Enterprise Funds – Deposit accounts are established for the operational and capital needs of the Agency, the Gateway Arch, the Riverfront Attractions, the St. Louis Downtown Airport, Freightway, and Arts in Transit and the investment safekeeping accounts are used as needed to invest excess funds.

Section 30.050 Financial Reporting (revised 09/25/09 and 09/22/23/22)

A. Policy. It is the policy of the Agency to prepare the financial results of each operating company as required by specific agreement, but not less than quarterly. Financial statements for the Board of Commissioners shall be prepared quarterly, and include the following statements:

1. Transmittal letter of noteworthy variations, including disclaimer
2. Balance Sheet
3. Statement of Revenue, Expense Income (Loss)
4. Capital Expenditures for Active Projects
5. Statement of Cash Flows
6. Aged Receivables

Disclaimer:

The following disclaimer shall be included in each transmittal letter of noteworthy variance:

“These interim financial statements are not in conformity with U.S. Generally Accepted Accounting Principles (U.S. GAAP) due to the following reasons: Depreciation is not shown as an operating expense, but as other non-operating expense; capital contributions and total net assets are now shown on the Statement of Revenue, Expense, Income (Loss); and there are no accompanying footnote disclosure requirements or Management Discussion and Analysis (MD & A) sections included.”

Section 30.060 Risk Management (revised 2/25/2000 and 08/20/2021)

A. General. One of the Agency's primary objectives is to provide safe, reliable, and cost-effective transportation services while complying with federal, state, and local laws. In support of that objective, the Agency will develop and maintain an effective, integrated risk management program. This policy applies to all exposures to risk of loss that are fortuitous and result from external causes. These exposures include, but are not limited to, fires, collisions, theft, windstorm, construction accidents, workers' compensation claims, and auto or general liability claims as well as associated lawsuits against the Agency.

B. Authority and Responsibility. The Director of Risk Management is responsible for recommending the overall direction of the Agency's risk management program as specified in the Agency's Management Policies & Procedures.

C. Self-Insurance (revised 08/20/21). The Agency will self-insure those routine risks associated with its core transit operations. Risk exposures above the self-insured retention will be covered by excess insurance if such excess insurance is available and affordable.

D. Third Party Administrator (revised 08/20/21). The Agency will contract with a third party adjusting firm to assist in administering claims handling (TPA). The Risk Management Department will monitor the TPA and hold quarterly claims reviews. An annual audit will be performed.

E. Insurance. Primary property and liability insurance will be purchased for unique or special risks of loss, for major construction projects, and when required by law or by contract. A Broker of Record will perform the insurance marketing function under the direction of the Director of Risk Management.

F. Self-Insurance Fund (revised 08/20/21). The Agency will maintain asset accounts, referred to as “Self-Insurance Funds”, as authorized by the Board of Commissioners on October 1, 1982, to support liabilities accrued as a result of its self-insured losses. The Chief Financial Officer of the Agency will maintain the Self-Insurance Fund, complying with prudent business practices and all applicable governmental pronouncements, and determine the amount of annual funding required. The fund is subject to following guidelines:

1. The current balance will be sufficient to pay estimated judgments, settlements, losses, and expenses for a three (3) year time period.
2. The amounts held in the Self Insurance Funds shall be used solely for the purpose of paying such liabilities and expenses.
3. The Chief Financial Officer, with concurrence of the President & CEO, is authorized to borrow amounts from the Self Insurance Funds to pay expenses of the Transit System in anticipation of routine operating subsidies and capital grants. All amounts borrowed from the Self Insurance Funds shall be reimbursed to such Fund as soon as possible with normal Agency revenues such as Farebox revenue, sales tax revenues, interest earnings and operating subsidy funds. The Board of Commissioners is to be notified, in writing, of any borrowing, outlining the amount borrowed.

G. Excess Judgment Fund (revised 08/20/21). The Agency will maintain an additional asset account, referred to as the “Excess Judgment Fund”, as authorized by the Board of Commissioners on July 7, 1989, to provide supplemental cash flow to the Self-Insurance Funds, in the event of a large or catastrophic loss that is greater than 50% of the Agency’s Self-Insured retention amount for that year. In addition, this fund will provide temporary or emergency funds for property losses that are equal or greater than \$500,000 and where the insurer has delayed payment or is questioning coverage under its policy. The Chief Financial Officer of the Agency will maintain the Excess Judgment Fund, complying with prudent business practices and all applicable governmental pronouncements. The fund is subject to following guidelines:

1. The goal is to attain and maintain a \$5,000,000 fund balance.
2. A minimum of \$250,000 shall be appropriated annually by the Board as part of the budget process until the fund goal of \$5,000,000 is reached.
3. Interest earned by monies in the fund shall inure exclusively to the fund on a cash basis until the fund goal of \$5,000,000 is reached.
4. Monies appropriated to the fund shall be deposited in the account at the beginning of the Fiscal Year, or as received from the funding jurisdictions.

5. This unencumbered balance of this fund may be used as collateral for short-term debt obligations.
6. The Chief Financial Officer, with concurrence of the President & CEO, is authorized to borrow amounts from the Excess Judgment Fund to pay expenses of the Transit System in anticipation of routine operating subsidies and capital grants. All amounts borrowed from the Excess Judgment Fund shall be reimbursed to such Fund as soon as possible with normal Agency revenues such as farebox revenue, sales tax revenues, interest earnings and operating subsidy funds. The Board of Commissioners is to be notified, in writing, of any borrowing, outlining the amount borrowed.

H. Claim Settlement Authorization (revised 08/20/21). The Board of Commissioners must approve defense settlements exceeding the Missouri sovereign immunity limit for any one person in a single accident or occurrence. The Claim Settlement Authorization, based upon the Missouri sovereign immunity limit, shall be adjusted annually as published by the Missouri Department of Insurance. Authorization granted by the Board of Commissioners is deemed to include an additional contingency amount, equal to 20% of the actual authorization granted, for extraordinary use by the President & CEO. This additional authorization may be granted by the President & CEO as trial approaches or during the actual trial. For settlement amounts over \$100,000 and up to the sovereign immunity limit, the President & CEO will approve and must notify and receive acknowledgement from the Board of Commissioner's Chair and Vice Chair. Settlements from \$20,000 to \$100,000 will require the approval of the Director of Risk Management who must notify and receive acknowledgement from the Agency's General Counsel.

I. Litigation Management and Board Notification (revised 08/20/21). In addition to requests for settlement, authorization, the Board of Commissioners will be notified by management about large claims or lawsuits that may significantly impact the Agency's financial stability, its assets, or its public image.

1. The Director of Risk Management will regularly provide informational briefs to the Board on claims and lawsuits that fall into the following classifications:
 - a. Fatalities & severely disabling injuries.
 - b. Jury verdict range or settlement range is expected to exceed \$100,000.
 - c. Other unusual or sensitive claims which may be of particular interest to the Commissioners.
 - d. Final results on claims where the Board has extended settlement authorization.
2. The briefing to the Board will contain:
 - a. Facts & background of the case.
 - b. Summary of injuries & special damages.
 - c. Assessment of liability and expected outcome.
 - d. Litigation history and status if in suit.
 - e. Opinion of legal counsel (if assigned).
 - f. Recommendations and strategy for an appropriate resolution.

3. The Director of Risk Management will maintain a written litigation management program, attorney billing guidelines, and procedures for selecting and retaining defense counsel as specified in more detail in the Agency's Management Policies & Procedures.

J. Review of Agency Contracts and Documents. The Director of Risk Management, in consultation with the Agency's General Counsel as needed, will review Agency contracts, leases, agreements, easements or other documents that transfer risk, specify indemnity obligations, or require specific insurance from one or more of the parties.

Section 30.070 Hedging (effective 2/23/2001; revised 11/20/15; revised 06/25/21)

A. General. Because of the nature of its responsibilities to the St. Louis Metropolitan region, the Bi-State Development Agency (Agency) manages financial risks attributed to the price variability of fuel usage. This risk can be managed effectively through the use of hedging techniques. The purpose of this policy is to generally outline how the Agency will manage these risks, what techniques will be employed, and the general guidelines to be followed.

B. Definition. A hedge is a financial tool used to reduce the risk associated with normal business activities of buying fuel. The purpose of this hedging program is not to make or lose money but to manage risk. This program is not an investment and should not be construed as such. Realized gains or losses will be considered as an element of fuel cost. A hedging program will:

- a. seek to decrease the volatility of fuel cost;
- b. seek to increase the likelihood that actual net fuel cost will remain below the budgeted cost;
- c. seek to increase the certainty of future fuel cost;
- d. seek to attain a lower overall cost of fuel in the long-term;
- e. seek to manage year-over-year changes in fuel cost.

C. Program Infrastructure.

- a. Instruments. The agency will maintain a futures account with a Futures Commission Merchant (Broker, which may be a separate entity from the Advisor. The Agency, through the management and direction of an Advisor, acquires, holds, and disposes of fuel futures contracts in the operation of its program. The high correlation between the movement of the price that the Agency pays for its fuel and the movement of the value of the futures contracts produces the program's effectiveness as a hedge. Due to the liquidity of the futures contracts purchased, these contracts do not require an investment grade rating.
- b. Maximum Hedge Ratio. The Agency's volume of fuel consumption is predictable and without significant variability over time. Given this, the maximum hedge ratio will be limited to 95% of forecasted consumption.
- c. Maximum Hedge Maturity. To allow the establishment of cost certainty in current and future budget periods, the maximum maturity of the futures contracts

taken in conjunction with the program is 36 months forward from the acquisition date.

- d. **Exiting Market Conditions.** The advisor will exit the futures contracts evenly through time to coincide with the fuel supply contract pricing mechanism. This even liquidation of futures hedges through time and the even purchase of fuel via the Agency's fuel supply process assures the effectiveness of the hedging process. Based on the difference between the hedge price (entry price) and the settlement price (exit price), there will be a realized gain/loss associated with the hedge that will appear in the futures account. Futures contracts will be held to maturity (exited when the corresponding fuel is purchased) and, in the normal operation of the program, there will be no interim trading or early exit allowed. Exceptions to this include situations where the volume of forecasted fuel consumption decreases in which case the hedge position may be adjusted to comply with the Maximum Hedge Ratio.

D. **Physical Supply.** The physical supply of fuel will be purchased according to the Agency's procurement policies, and will be priced according to the fuel supply contract.

E. **Strategy.** The Strategy is how the program's objectives are achieved. The strategy will utilize a process:

- a. that addresses market opportunities and market risks;
- b. that examines fundamental and technical market factors in the hedge decision-making process;
- c. that holds the risk of exceeding budget at or below an acceptable level;
- d. that uses historical pricing ranges as pricing parameters;
- e. that is continuously applied through time;
- f. that will take advantage of the inherent "dollar cost averaging" properties of a continuous hedging program;
- g. that mitigates transaction timing risk by making more numerous smaller volume transactions.

These things will be accomplished by the advisor executing the appropriate transactions at the appropriate times to create the desired effect within the constraints of the policy.

Risk Management. The Agency will engage only in financial hedge transactions that are related to the Agency's principal business, including the operation of diesel buses and vans. The Agency will only trade specific contracts as necessary to hedge for the pricing of fuel/energy costs, as related to these areas of business, and as advised by the Advisor.

F. **Execution, Reporting and Oversight.**

- a. The advisor will be responsible for the day to day execution of the program including the execution of transactions, generating reports on the program's status and results, and monitoring the program and the energy markets. The advisor will generate periodic updates on the status and results of the program.

- b. The Treasury Department will provide the Board of Commissioners with a summary of its activity through the quarterly Treasurer's Report.
- c. A Hedge Committee will oversee the activities of this program. The Committee shall include Chief Financial Officer, Director of Treasury, Assistant Executive Director Transit Assets, and the Vice President of Procurement, Inventory Management & Supplier Diversity. The role of the Hedge Committee will be to determine whether a proposed hedging strategy, transaction or group of transactions is consistent with this Hedge Policy and review the performance of the hedging activity on a periodic basis. The Hedge Committee will meet no less than quarterly, and meeting minutes and Committee decisions will be documented and approved by the Committee.

Section 30.080 Debt Issuance and Administration (revised 6/26/09 and 09/22/23/23/22)

A. Agency. The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the "**Agency**") is a body corporate and politic created and existing by reason of a joint compact (the "**Compact**") between the States of Missouri and Illinois (Sections 70.370 *et seq.* of the Revised Statutes of Missouri, as amended, and Illinois Compiled Statutes, Chapter 45, Act 100, as amended) and approved by the United States Congress and the President.

B. Powers to Issue Debt. *RSMo Section 70.373; 45 ILCS 110/1 Ratified by Congress January 7, 1959; further amended and ratified by Congress January 3, 1985*

1. *To borrow money for any of the authorized purposes of the Agency and to issue the negotiable notes, bonds or other instruments in writing of the Agency in evidence of the sum or sums to be borrowed;*
2. *To issue negotiable refunding notes, bonds or other instruments in writing for the purpose of refunding, extending or unifying the whole or any part of its valid indebtedness from time to time outstanding, whether evidenced by notes, bonds or other instruments in writing;*
3. *To provide that all negotiable notes, bonds or other instruments shall be payable, both as to principal and interest, out of the revenues collected for the use of any facility or combination of facilities owned and operated by the Agency, or out of any other resources of the Agency, and may be further secured by a mortgage or deed of trust upon any property owned by the Agency. All notes, bonds or other instruments in writing issued by the Agency as herein provided shall mature in not to exceed forty years from the date thereof, shall bear interest at a rate not exceeding fourteen percent per annum, and shall be sold for not less than ninety- five percent of the par value thereof. The Agency shall have the power to prescribe the details of such notes, bonds or other instruments in writing, and of the issuance and sale thereof, and shall have power to enter into covenants with the holders of such notes, bonds or other instruments in writing, not inconsistent with the powers herein granted to the Agency, without further legislative authority;*

4. *To issue bonds for industrial, manufacturing or commercial facilities located within the Bi-State metropolitan district upon the security of the revenue to be derived from such facilities; and, or upon any property held or to be held by it.*

C. Revenue Bonds.

I. **General Management Policies**

The Agency will provide for a periodic review of its financial performance, and review its performance relative to the financial policies outlined herein. These financial policies will be taken into account during the capital planning, budgeting and fare-setting process.

- A. In recognition of periodic changes in the cost of providing service to system users, service costs and fees will be reviewed annually and adjusted commensurately.
- B. The Agency may present proposed adjustments to existing fares, rates, fees and charges at public meetings, and will consider recommendations and input from the public as it relates to such proposed changes.
- C. All Agency funds will be invested according to the Investment Policies of the Agency.
- D. Necessary appropriations for annual debt service requirements will be routinely included in the Agency's annual budget.
- E. The Agency will maintain proactive communication with the investment community, including rating agencies, credit enhancers and investors, to ensure future capital market access at the lowest possible rates.
- F. The Agency may appoint a special committee of local financial experts to assist management as it develops financial plans. G. Fund co-mingling and inter-fund borrowing.

Transit is presently comprised of the following funds:

- Revenue Fund
- Operating Fund
- Internally Restricted Fund (Special Sales Tax Capital Fund)
- Debt Service Fund
- Sales Tax Capital Fund
- Prop M Fund
- Prop A Fund
- FTA Capital Fund
- Illinois Allocated Fund
- Private Capital Fund

- Internal Service Funds (Property, Casualty, Workers Compensation, and Medical) Excess Judgement Fund

The Agency maintains one bank depository account for operational and working capital purposes, which is comprised of the Operating, Internally Restricted, and Sales Tax Capital. While these funds are co-mingled in a single bank account, specific accounting is maintained on the Agency's books at the fund level.

Transit operations have little seasonality and are generally consistent throughout the year. Contractual funding and the annual appropriation process for state, local and federal formula funding provides approximately 95% of the Agency's funding. The annual appropriation process commences after the fiscal year begins. Local appropriations are subject to the legislative process, and Federal appropriations can be delayed up to 12 months. Consequently, Agency staff is authorized to transfer (borrow) funds within the groups identified above in order to maintain operational liquidity and adequate working capital.

In the event the above funds are exhausted, temporary operating deficits may be funded by unencumbered Self Insurance, Prop M and Prop A Funds. Staff shall inform the Board any time the local funding jurisdictions fail to provide funds within ninety days of the beginning of the fiscal year. Management shall recommend a course of action up to and including service interruption for the jurisdiction in question.

Furthermore, the Agency utilizes the Transit Operating Fund to fund disbursements for accounts payable and payroll. The Transit Operating account funds payments for transit and business enterprise obligations. Liability accounts shall be maintained for the recording of all payments made by Transit for Business Enterprises, and Business Enterprises shall reimburse Transit, in the following month, for any such payments.

II. Financial Management Policies

The Agency utilizes a comprehensive planning process to determine its long-term capital needs. The Agency evaluates each capital project in relation to established federal, state and local grants and assistance programs and levels of reserves, current rate structure, expected asset life/replacement timeline, and available revenue sources to ensure that adequate financial resources are available to support the Agency's financial obligations. The Agency's Debt and Financial Management, Investment, and Swap Policies are integrated into the decision-making framework utilized in the budgeting and capital improvement planning process. As such the following policies outline the Agency's approach to debt management:

- A. The Agency will evaluate financing for each capital project on a case-by-case basis. The Agency will seek to pay for all capital projects from current revenues, federal grants and assistance programs and available reserves prior to or in combination with the use of debt.
- B. The Agency will seek to issue debt only in the case where there is an identified source of repayment. Bonds will be issued to the extent that (i) projected fixed revenues are sufficient to pay for the proposed debt service together with all

existing debt service covered by such fixed revenues, or (ii) additional projected revenues have been identified as a source of repayment in an amount sufficient to pay for the proposed debt.

- C. Debt issuance for a capital project will not be considered unless such issuance has been incorporated into the capital improvement plan (Long Range Financial Plan).
- D. The Agency shall issue a request for proposal for underwriting services prior to the issuance or refunding of bonds.

III. Debt and Capital Management Policies

The following policies formally establish parameters for evaluating, issuing, and managing the Agency's debt. The policies outlined below are not intended to serve as a list of rules to be applied to the Agency's debt issuance process, but rather to serve as a set of guidelines to promote sound financial management.

In issuing debt, the Agency objectives will be to:

- a. Achieve the lowest cost of capital;
- b. Maintain high credit ratings and access to credit enhancement;
- c. Preserve financial flexibility.

IV. Standards for Use of Debt Financing

When appropriate, the Agency will use long-term debt financing to: achieve an equitable allocation of capital costs/charges between current and future system users; to provide more manageable rates in the near and medium term; and to minimize rate volatility.

- A. For growth related projects, debt financing will be utilized, as needed, to better match the cost of anticipated facility needs with timing of expected new connections to the system.
- B. The Agency shall not construct or acquire a facility if it is unable to adequately provide for the subsequent annual operation and maintenance costs of the facility throughout its expected life.
- C. Capital projects financed through debt issuance generally will not be financed for a term longer than the expected useful life of the project.
- D. Lease Agreements and Installment Sale Agreements shall be considered as an alternative to long-term debt. Although these forms of alternative financing are subject to annual appropriation, they shall be considered as long-term fixed rate debt for the purposes of this policy until maturity.

V. Financing Criteria

Each debt issuance should be evaluated on an individual basis within the framework of the Agency's Long Range Financing Plan, as well as within the context of the Agency's overall financing objectives and current market conditions.

The Agency will evaluate alternative debt structures (and timing considerations) to ensure the most cost-efficient financing under prevailing market conditions.

- A. Credit Enhancement – The Agency will consider the use of credit enhancement on a case-by-case basis. Only when clearly demonstrable savings can be realized shall a credit enhancement be utilized.
- B. Cash-Funded Reserve vs. Surety – The Agency may purchase a surety policy or replace an existing cash-funded Debt Service Reserve Fund when deemed prudent and advantageous.
- C. Call Provisions – In general, the Agency's securities should include optional call provisions. The Agency will generally avoid the sale of non-callable longterm fixed rate bonds, absent careful evaluation of the value of the call option.
- D. Additional Bonds Test/Rate Covenants - The amount and timing of debt will be planned to comply with the additional bonds tests and rate covenants outlined in the appropriate legal and financing documents, and these policies.
- E. Short-Term Debt – The Agency may utilize short-term borrowing to serve as a bridge for anticipated revenues, construction financing or future bonding capacity.
- F. Use of Variable Rate Debt - The Agency will not issue variable interest rate debt unless: the proposed debt is converted to a fixed rate or hedged (for an interim period or to maturity) by use of a put-type mode, swap agreement or hedging mechanism (e.g., interest rate cap); outstanding un-hedged variable rate debt, including any proposed new variable debt, does not exceed the Agency's "hedge position" (defined herein) in aggregate; or, interest is capitalized during the expected term that bonds will be outstanding in a variable rate mode. For this purpose, the Agency's hedge position will be calculated as the Agency's cash reserves multiplied by 125%. Notwithstanding the above, the Agency will refrain from issuing new variable rate debt (including synthetic variable rate debt), whether hedged or unhedged, which exceeds 20 percent of the Agency's aggregate debt outstanding.

- G. Use of Swaps & Derivatives - The use of any swap agreement in conjunction with the issuance or management of debt instruments will be governed by the Agency's Swap Policy. The use of swaps to create synthetic fixed rate debt should generally be considered only such synthetic fixed rate debt would result in a 20% reduction in debt service vs. traditional fixed rate bonds.
- H. Investment of Bond Proceeds - Bond proceeds will be invested in accordance with the permitted investment language outlined in the bond documents for each transaction, unless further restricted or limited in the Agency's Investment Policy. The preservation of funds, notwithstanding, the Agency will seek to maximize investment earnings within the investment parameters set forth in each respective bond indenture. The reinvestment of bond proceeds will be incorporated into the evaluation of each financing decision; specifically addressing arbitrage/rebate position, and evaluating alternative debt structures and refunding savings on a "net" debt service basis, where appropriate.

VI. Refinancing Outstanding Debt

The Agency shall have the responsibility to evaluate potential refunding opportunities presented by underwriting and/or financial advisory firms. The Agency will consider the following issues when analyzing potential refinancing opportunities:

- (1) Debt Service Savings – The Agency shall establish a target savings level equal to 3% (current refunding) to 5% (advance refunding) of par refunded on a net present value (NPV) basis. These figures should serve only as a guideline, the Agency must evaluate each refunding opportunity on a case-by-case basis, and must take into consideration: the time to maturity, size of the issue, current interest rate environment, annual cash flow savings, and the value of the call option. Economic savings resulting from a refunding will generally be structured to occur on a level basis over the life of the refunding bonds. The decision to take all savings upfront or on a deferred basis must be explicitly approved by the Agency's Finance and Audit Committee and Board of Commissioners.
- (2) Restructuring - The Agency may seek to refinance a bond issue on a non-economic basis in order to restructure debt, mitigate irregular debt service payments, accommodate revenue shortfalls, release reserve funds, comply with and/or eliminate rate/bond covenants, or terminate a swap.
- (3) Term/Final Maturity – The Agency may consider the extension of the final maturity of the refunding bonds in order to achieve a necessary outcome, provided that such extension is permissible under the Agency's Compact and Federal tax law. The term of the bonds generally should not extend beyond the reasonably expected useful life of the asset being financed. The Agency may also consider shortening the final maturity of the bonds. The remaining useful

life of the assets and the concept of inter-generational equity should guide these decisions.

- (4) Escrow Structuring - The Agency shall utilize the least costly securities available in structuring each escrow. A certificate will be required from a third party agent who is not acting as a broker-dealer, stating that the securities were purchased through an arms-length, competitive bid process (in the case of open market securities), that such securities were more cost effective than State and Local Government Series Securities (SLGS), or that SLGS were not available at the time of the pricing of the escrow and that the price paid was reasonable and within Federal guidelines. The Agency retains the right to use SLGS at any time in structuring its escrows.

When evaluating the economic viability of an economic versus legal defeasance, the Agency shall take into consideration both the financial impact on a net present value basis as well as the rating/credit impact. The Agency shall take all necessary steps to optimize its escrows and to avoid negative arbitrage in any refunding.

VII. Method of Issuance

The Agency will determine, on a case-by-case basis, whether to sell its bonds competitively or through negotiation.

- A. Competitive Sale – In a competitive sale, the Agency’s bonds shall be awarded to the bidder providing the lowest true interest cost (“TIC”), as long as the bid adheres to requirements set forth in the official notice of sale.
- B. Negotiated Sale – The Agency shall assess the following circumstances that weigh toward the use of a negotiated sale:
 - 1. Issuance of variable rate or taxable bonds;
 - 2. Complex structure or credit considerations (such as non-rated bonds), which requires a strong pre-marketing effort;
 - 3. Significant par value, which may limit the number of potential bidders;
 - 4. Unique/ proprietary financing mechanism (such as a financing pool), or specialized knowledge of financing mechanism or process;
 - 5. Market volatility, such that the Agency would be better served by flexibility in the timing of its sale in a changing interest rate environment;
 - 6. When an Underwriter has identified new financing opportunities or presented alternative structures that financially benefit the Agency;
 - 7. As a result of an Underwriter’s familiarity with the project/financing, which enables the Agency to take advantage of efficiency and timing considerations.

- C. Private Placement – From time to time the Agency may elect to issue debt on a private placement basis. Such method shall generally be considered only if it is demonstrated to result in cost savings or provide other advantages relative to other methods of debt issuance, or if it is determined that access to the public market is unavailable and timing considerations require that a financing be completed.
- D. Conduit Issuance – The Agency may elect to enter into financing agreements with other issuers, including but not limited to the City of St. Louis, St. Louis County, and the Missouri Development Finance Board, to permit debt to be issued on the Agency's behalf. The Agency will consider this approach if such an arrangement is expected to produce lower borrowing costs, enhance the flexibility of the Agency, or provide other operational efficiencies.

VIII. Market Communication, Debt Administration and Reporting Requirements

Rating Agencies and Investors – The Chief Financial Officer shall be responsible for maintaining the Agency's relationships with Moody's Investors Service, Standard & Poor's Ratings-Services, Fitch Ratings, Kroll Bond Rating Agency or any other nationally-recognized rating service. The Agency may, from time to time, choose to deal with fewer than all of these agencies as circumstances dictate.

In addition to general communication, the Chief Financial Officer shall: (1) meet with Credit Analysts periodically as requested, and (2) prior to each competitive or negotiated sale, offer conference calls with Agency analysts in connection with the planned sale.

- A. Board Communication – The Chief Financial Officer shall include in an annual report to the Finance and Audit Committee and the Board of Commissioners feedback from rating agencies and/or investors regarding the Agency's financial strengths and weaknesses and recommendations for addressing any weaknesses.
- B. Continuing Disclosure – The Agency shall remain in compliance with Rule 15c2-12 or any successor rule or regulation by filing its annual financial statements and other financial and operating data for the benefit of its bondholders within 270 days of the close of the fiscal year. The inability to make timely filings must be disclosed and would be a negative reflection on the Agency. While also relying on a timely audit and preparation of the Agency's annual report, the Chief Financial Officer will ensure the Agency's timely filing with each Nationally Recognized Municipal Securities Information Repository.
- C. Record-Keeping and Post-Issuance Compliance – A copy of all debt-related records shall be retained at the Agency's offices. Consistent with the Agency's tax compliance agreements and post-issuance compliance policy, at minimum, these records shall include all official statements, bid documents, bond documents/

transcripts, resolutions, trustee statements, leases, records related to expenditure and investment of bond proceeds, records related to periodic reviews of the use of bond financed facilities, and title reports for each Agency financing (to the extent available). To the extent possible, the Agency shall retain an electronic copy of each document.

- D. **Arbitrage Rebate** – The use of bond proceeds and their investments must be monitored to ensure compliance with all Internal Revenue Code arbitrage rebate requirements. The Chief Financial Officer shall ensure that all bond proceeds and investments are tracked in a manner which facilitates accurate calculation; and, if rebate is due, such payments are made.

Section 30.090 Donation and Gift Policy (NEW effective 11/19/21)

A. **Policy.** It is the policy of the Agency that gifts and donations to the Agency are welcomed and encouraged. Gifts and donations are valued as expressions of individual support for the Agency's mission and help to enhance its services, programs and facilities by supplementing federal, state, or contractual support.

B. **Types of Gifts.** The Agency accepts the following types of gifts and donations: cash, tangible personal property, publicly traded and recognizable securities, real estate, bequests, trust funds and annuities.

C. **Use of Gifts.** The President and CEO or Board of Commissioners will carefully consider the needs of the Agency and will use a gift where it determines it is most needed, so that all donations may directly and indirectly support the public purposes of the Agency. The Agency may choose not to accept a gift if the donor wishes to place limitations or restrictions on its use or disposal. The Agency may refuse any gift that does not sufficiently benefit the Agency, is in conflict with the Agency's mission, puts the reputation of the Agency at risk, or is prohibited by law.

D. **Acceptance of Gifts.** The President and CEO may accept any gift or donation of the types described in Section B on behalf of the Agency. Other types of gifts and donations will be evaluated on a case-by-case basis by the Board of Commissioners

When processing each gift, the Agency will follow generally accepted accounting principles. The Agency takes no responsibility for valuing gifts for tax purposes or for the tax consequences to the donor.

All accepted gifts and donations become the property of the Agency. The Agency reserves the right to sell or otherwise dispose of non-monetary gifts, if the Board of Commissioners or President and CEO, determines that such sale or disposition is advisable or necessary.

E. **Documentation.** The Agency will retain a written receipt of each donation and gift identifying the name of the donor, the amount and the date of the donation or gift, and the nature of restriction on the gift, if any. The Agency will acknowledge each donation by letter, thanking the

donor. Donors who make a significant financial or material donation will receive a contemporaneous written acknowledgement of the donation from the Agency.

COLLECTED BOARD POLICIES
OF THE
BI-STATE DEVELOPMENT AGENCY
OF THE
MISSOURI-ILLINOIS METROPOLITAN DISTRICT

Chapter 30 Audit, Finance and Budget

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Section 30.005 Audit Committee Charter (added 03/25/11, rev. 09/23/11, rev. 06/24/22, and rev. 09/22/23)

A. GENERAL (revised 09/23/11). The purpose of the Audit Charter is to assist the Board of Commissioners, through its Audit Committee, in fulfilling its fiduciary oversight responsibilities as follows:

- (1) Audit Committee management and Reporting Responsibilities
- (2) External Audit of the Financial Statements
- (3) Internal Audit Process
- (4) System of Risk Management
- (5) Processes for Monitoring Compliance with Laws and Regulations and the Ethics Policy, Code of Conduct and Fraud Policy
- (6) Special Investigations and Whistleblower Mechanism

Source: Information to develop this Charter is from *The AICPA Audit Committee TOOLKIT: Government Organizations*

B. **AUTHORITY.** The Audit Committee (“committee”) has the authority to conduct or authorize investigations into any matters within its scope of responsibility. It is empowered to perform the following functions, which are numbered according to the purposes listed above.

1. Audit Committee Management and Reporting Responsibilities (rev. 06/24/22)

- Each member of the Committee should be appointed by the Chairman of The BiState Development Agency (“Bi-State”) Board of Commissioners.
- At least one member of the Committee should have financial experience.
- The Committee should review this Charter annually, reassess the adequacy of the Charter, and recommend any proposed changes to the Board of Commissioners. It should consider changes that are necessary as a result of new laws, regulations, or accounting and auditing standards, including best auditing practices.
- The Committee should meet at least four times per year, and at additional times when necessary. These meetings may be combined with regularly scheduled meetings, or may be held more frequently as circumstances may require. The Committee may ask members of management or others to attend the meetings and provide pertinent information as necessary.
- Conduct executive sessions with the independent auditors, Chief Executive Officer (CEO), Chief Financial Officer (CFO), Chief Audit Executive (CAE), General Counsel, outside counsel, and anyone else as desired by the Committee.
- The Committee shall be authorized to hire professional consultants as necessary.
- Review and concur on the appointment, replacement, reassignment, or dismissal of the Chief Audit Executive.
- Oversee the appointment of the independent auditors to be engaged for external reporting, and establish the related audit fees.
- If the audit organization provides any non-audit services, determine that the audit organization has considered and documented its consideration of how providing these non-audit services does not violate the requirements that the audit organization (a) not provide services that involve performing management functions or making management decisions, and (b) not audit their own work, as stipulated by best auditing practices.
- Review and evaluate the performance of the independent auditors.
- Review with the independent auditor, the Chief Financial Officer, and the Chief Audit Executive, the audit scope and plan of the internal auditors and the independent auditors. Address the coordination of audit efforts to assure the completeness of coverage, reduction of redundant efforts, and the effective use of audit resources.
- The Committee should evaluate the independent auditors and internal auditors.
- The Committee should review its effectiveness.
- Create an agenda for the ensuing year, or review and approve the agenda submitted by the Chief Audit Executive.

2. External Audit of the Financial Statements (rev. 06/24/22)

- Review with management and the independent auditor the effect of any regulatory and accounting initiatives, such as related organizations financing structures, derivatives, or securities lending.
- Review with the independent auditor that performs the financial statement audit:
 - a. All critical accounting policies and practices used by Bi-State.
 - b. All alternative treatments of financial information within generally accepted accounting principles that have been discussed with Bi-State's management, the ramifications of each alternative, and the preferred treatment.
- Review all significant written communications between the independent auditors and management, such as any management letter or schedule of unadjusted differences.
- Review with management and the independent auditors:
 - a. The Bi-State Development Agency's annual financial statements, related footnotes, and management's discussion and analysis;
 - b. The independent auditor's audit of the financial statements and their report thereon;
 - c. The independent auditors' judgments about the quality, not just the acceptability, of Bi-State's accounting principles as applied in its financial reporting;
 - d. The independent auditors' single audit of the federal awards administered by Bi-State and their reports thereon;
 - e. The independent auditors' examination of the effectiveness of any hedging activities;
 - f. Any significant changes required in the independent auditors' audit plan;
 - g. Any serious difficulties or disputes with management encountered during the audit. Matters required to be discussed by Statement on Auditing Standards (SAS) No. 61, *Communication With Audit Committees* (AICPA, *Professional Standards*, vol. 1, AU Sec. 380), as amended; U.S. Government Accountability Office's *Government Auditing Standards*; and the U.S. Office of Management and Budget's Circular A-133 related to the conduct of the audits.
- Review with the General Counsel and the Chief Audit Executive legal and regulatory matters that, in the opinion of management, may have a material impact on the financial statements and compliance with federal, state, and local laws and regulations.

3. Internal Audit Process (rev. 06/24/22 and 09/22/23)

- Review with management the policies and procedures with respect to Bi-State management's use of expense accounts, public monies, and public property,

- including for example, their use of Bi-State's vehicles. Consider the results of any review of these areas by the Internal Auditor or the independent auditors.
- Consider, with management, the rationale for employing audit firms other than the principal independent auditors for services that Bi-State or the independent auditor determines would not be appropriate for the principal independent auditor to perform.
- Review with management and the Chief Audit Executive:
 - a. Significant findings on internal audits during the year and management's responses thereto.
 - b. Any difficulties the internal audit team encountered in the course of their audits, including any restrictions on the scope of their work on access to required information.
 - c. Any changes required in the scope of their internal audits.
 - d. The Internal Audit Department budget and staffing.
 - e. The Internal Audit Department charter.
 - f. The Internal Audit Department's compliance with mandatory guidance from The Institute of Internal Auditors' (IIA's) Standards for the Professional Practice of Internal Auditing (Standards).

4. System of Risk Management (rev. 06/24/22)

Inquire of management, the Internal Audit Department, and the independent auditors about significant risks or exposures facing Bi-State; assess the steps management has taken or proposes to take to minimize such risks to Bi-State; and periodically review compliance with such steps.

Inquire of the Chief Executive Officer and Chief Financial Officer regarding the fiscal health of Bi-State, as well as the financial status of Bi-State in relation to its adopted budget.

Review with the independent auditors and Chief Audit Executive:

- a. The adequacy of Bi-State's internal controls including computerized information system controls and security;
- b. Any related significant findings and recommendations of the independent auditors and internal auditors together with management's responses thereto.

5. Organization's Processes for Monitoring Compliance with Laws and Regulations and the Ethics Policy, Code of Conduct and Fraud Policy (rev. 06/24/2022)

- a. Periodically review Bi-State's code of conduct to ensure that it is adequate and up to date.

- b. Review with the Chief Audit Executive and General Counsel the results of their review of compliance monitoring with the code of conduct.

Section 30.010 Annual Audit

A. Policy (revised 5/22/09 and 6/24/22). It is the policy of the Agency to submit its books and records to annual audit by a nationally recognized CPA firm. The firm selected shall have broad experience in auditing large local government and/or agencies in compliance with relevant federal rules and regulations such as the Single Audit Act and examining any hedging activities. The firm, and any principals of the firm, shall have no direct or indirect personal or financial interest in the fiscal affairs of the Agency, or of any officer of the Agency. The Agency shall not engage any firm, or any lead or concurring audit partner connected with that firm's provision of audit services to the Agency, for a contract term in excess of five (5) consecutive years.

B. Reporting. This firm reports its findings and conclusions to the entire Commission each year and may meet with the Audit Committee at any time during the year. Upon receipt of the final management letter, the President & Chief Executive Officer will promptly forward a response to the Audit Committee indicating the status of each recommendation or finding.

Section 30.020 Internal Audit (rev. 06/24/22)

A. Policy. It is the policy of the Agency to employ a Chief Audit Executive who shall report directly to the Board of Commissioners. The Chief Audit Executive shall supervise and direct the staff of the Internal Audit Department. The Internal Audit Department shall provide independent objective analysis and recommendations to assist the President & Chief Executive Officer and management in effectively discharging their administrative responsibilities. The Internal Audit Department shall perform routine audits of compliance of Agency divisions with internal Agency rules and regulations. The Internal Audit Department shall at all reasonable times have access to the accounts, books and records of the Agency, and the Department may in relation to such interview the President & Chief Executive Officer and other employees of the Agency.

B. Work Plan. The Chief Audit Executive shall be responsible for preparing an annual Audit Work Plan. Additionally, Commissioners and Senior Managers shall identify potential areas for review by the Internal Audit Department. Upon completion of the Audit Work Plan, the Chief Audit Executive shall present the Plan to the Audit Committee for their review and approval pursuant to these Board Policies.

C. Special Reviews. From time to time the President & Chief Executive Officer may assign to the Chief Audit Executive special reviews designed to assure continuous quality improvement of Agency operations.

Section 30.030 Annual Budget (revised 09/23/22)

A. General. Each year the President & Chief Executive Officer shall prepare an annual budget for the forthcoming fiscal year that will be presented to the Board of Commissioners. The

President & Chief Executive Officer will work with the Board in setting strategic objectives, update the Agency's long range planning document, and prepare both an operating and capital budget. The operating budget shall include proposed expenditures for current operations during the ensuing fiscal year and the method of financing such expenditures. The capital budget shall include capital expenditures for a 3-year period and the proposed method of financing such expenditures.

B. Approval. The President & Chief Executive Officer will present the annual budget at a regularly scheduled meeting of the Board of Commissioners. The Board of Commissioners shall approve annual operating and capital budgets prior to the beginning of the ensuing fiscal year.

Section 30.040

09/23/22)

Banking and Investment (rev. 06/23/06, 11/19/10, 09/28/12 and

A. Policy. It is the policy of Bi-State Development to (i) meet the daily cash flow demands of the Agency; (ii) comply with public funds investment directives of Missouri and Illinois; (iii) invest funds in a manner which will provide maximum safety of principal and liquidity; (iv) provide the highest possible investment return. This policy directs the investment of all funds of all entities of the Bi-State Development Agency not expressly controlled by the Revenue Bond Trustees.

B. Objectives. The primary objectives of the Agency's investment activities, in order of priority, shall be as follows:

1. Preservation and Safety of Principal. The objective is to mitigate credit and interest rate risk.
 - a. Credit risk. The Agency will minimize credit risk, which is the risk of loss due to the failure of the security issuer by:
 - Limiting investments to the types of securities listed in Section D of this policy.
 - Pre-qualifying financial institutions, brokers/dealers, intermediaries, and advisers with which the Agency will do business.
 - Diversifying the investment portfolio so that the potential impact of losses will be minimized.
 - b. Interest rate risk. The Agency will minimize interest rate risk, which is the risk that the market value of the securities in the portfolio will fall due to changes in market interest rates by:
 - Structuring the investment portfolio so that securities mature in a manner that cash requirements for ongoing operations will be met, thereby avoiding the need to sell securities on the open market prior to maturity; and
 - Investing operating funds primarily in short-term securities, money market mutual funds, or similar investment pools and limiting the average maturity of the portfolio in accordance with Section H.4.
2. Liquidity. The Agency's investment portfolio will remain sufficiently liquid to meet all operating requirements. Liquidity will be determined by the flow of revenues and expenditures using cash flow projections and historical data.

3. Yield. Thereafter, the highest yield consistent with safety is required, provided the maturities are short enough to maintain operational liquidity.
 4. Location. It is the Board's intent to have the majority of the available funds invested in local institutions provided the institutions meet the minimum credit standings set out below and yields are competitive.
- C. Standards of Care.
1. Investment Authority. The Chief Financial Officer and the Director of Treasury are designated as the Investment Officers who are responsible for investment transactions, as well as, establishing the internal controls and written procedures for the operation of the investment program. No other officers or designees may engage in investment or banking transactions except as provided under the terms of the Investment Policy and procedure established.
 2. Prudence. The Agency's investments shall be made with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and considering the safety of capital and the yield to be derived. The standard of care to be used by the Investment Officers shall be said "prudent person" standard and shall be applied in the context of managing an overall portfolio and whether the investment decision was consistent with the written investment policy of the Agency.
 3. Ethics and Conflicts of Interest. Investment Officers involved in the investment process shall refrain from personal business activity that could conflict or be perceived to conflict with proper execution of the investment program, or that could impair their ability to make impartial investment decisions.
- D. Authorized investment categories (revised 4/24/09, 11/19/10 and 09/23/22)
1. Demand Deposit, Negotiable Order Withdrawal (NOW), Bank Money Market, Certificate of Deposit and Savings Accounts - issued by banks or thrifts where the account or investment is either collateralized with direct obligations of the U.S. Government or its instrumentalities, or covered by FDIC insurance, or other AAA rated surety.
 2. Negotiable Certificates of Deposit - provided that the institution maintains a Fitch rating of B or better and/or a Moody's Investor Services short-term rating of P-1. The institutions selected will have a minimum of \$100 million in combined capital and unimpaired surplus.
 3. Bankers Acceptances - provided that the institution maintains a Fitch rating of B or better and/or a Moody's Investor Services short-term rating of P-1. The institutions selected will have a minimum of \$100 million in combined capital and unimpaired surplus.

4. Direct Obligations of the United States Government, U.S. Government Agencies or U.S. Government Instrumentalities.
5. Commercial Paper - Commercial paper at the time of purchase shall have ratings of A-1 by Standard and Poor's Rating Services and P-1 by Moody's Investors Services.
6. Repurchase Agreements (revised 11/19/10) - Repurchase agreements (repos) are acceptable, using any of the securities listed in paragraphs D-4 as collateral. Also, the firm with whom the repo is executed must be a credit acceptable bank, or brokerdealer. A credit acceptable bank or broker-dealer is defined as one whose senior debt rating is A- by one of the three nationally recognized ratings agencies (Standard & Poor's, Moody's, or Fitch). Banks in the Agency's service area that do not have a Standard & Poor's, Moody's or Fitch rating, may also be authorized repo counterparties, provided that they meet the "well capitalized" standard, as defined by the Federal Deposit Insurance Corporation. A written repurchase agreement, substantially modeled on, but in no case less restrictive than, the Securities Industry and Financial Markets Association's "Master Repurchase Agreement", shall be completed for each repo counter party. Such agreements shall be updated periodically, but no less than once every five years. In all cases, repo collateral shall have a market value of 102% of the dollars invested, plus accrued interest. If the repo term is longer than an overnight maturity, the collateral must be delivered to a third party custodian, and priced-to-market weekly to assure correct collateral value coverage.

The Director of Treasury shall obtain approval from the Chief Financial Officer before authorizing a repo counterparty. Before approval, documentation shall be furnished that the authorized counterparty meets the required criteria. The Director of Treasury will also monitor continued compliance with the criteria.

7. Money Market Funds - Acceptable funds shall be institutional money market funds having over \$500 million in net assets and be rated AAA by Standard and Poor's, Moody's and/or Fitch rating services.
8. Reverse Repurchase Agreement - A reverse repurchase Agreement or shortterm borrowing (180 days or less), using securities in the Agency's portfolio as collateral, is acceptable. However, the firm with whom the borrowing is executed must meet the same requirements as stated previously for repurchase agreements. Also, the borrowed funds may be used to purchase other securities as an investment arbitrage. In this case, the new investment maturity date must match (+/- one week) the maturity date of the reverse repo, and those instruments must be delivered into the Agency's safekeeping account and held there until maturity. The Board shall be notified of all such transactions through the Treasurer's monthly report.

E. Collateralization.

1. Collateralization of 102% will be required for demand deposits, repurchase agreements, and certificates of deposit over FDIC insured limits.
2. The Agency limits the type of collateral required to Direct Obligations of the United States Government, United States Government Agencies, or United State Government Instrumentalities.

F. Banking Services. To ensure the best service and cost effectiveness these services will be negotiated periodically. The number of demand deposit non-interest bearing accounts will be kept to a minimum for operational efficiency and safety. Any two of the following may open bank accounts, subject to the approval of the Board of Commissioners through a confirming motion at a meeting of the Board of Commissioners:

Chair, Board of Commissioners	President & Chief Executive Officer
Vice Chair, Board of Commissioners	Chief Financial Officer
	Treasurer, Board of Commissioners

G. Monitoring and Reporting

1. Investment Performance. Investment Officers will provide the Treasurer of the Board of Commissioners with a quarterly report including deposits, investments, yields, the monthly summary of the prior 12 months' funds experience, and the amount of deposits at each institution. The report will also provide the average maturity of investments and a benchmark yield to show the investment portfolio's effectiveness in reaching the Agency's need for liquidity, safety, rate of return, and diversification.

H. Investment Transaction Criteria: (revised 4/24/09 and 09/23/22)

1. Competition – Banks and other financial institution, which meet the criteria below, will be selected for investments only on a competitive basis, Bids for Investments will be solicited by the Director of Treasury, and deemed necessary and approved by the Chief Financial Officer, using a bid process established by the Investment Officers. Rate of return will be considered the primary factor when selecting a bid, followed by the bidding institute.
2. Denial of Business – The Board directs management to refrain from investing Agency funds in any financial institutions or businesses that conduct business with governments deemed unacceptable by the Federal Government through executive order or enacted legislation.
3. Safekeeping Accounts – Securities purchased are delivered against payment to ensure that securities are deposited in an eligible financial institution prior to the release of funds, and held in a custodian safekeeping account. Tri-party custodian agreements maintained with third party trust companies as well as

the Federal Reserve Bank are acceptable. Hold-In-Custody repurchase agreements for fourteen days or less will be processed through special transaction control accounts. These accounts will be audited quarterly by Internal Audit and the results reported through the Treasurer, to the Board of Commissioners.

4. Maturity Limitations - To the extent possible, investments shall be matched with anticipated cash flow requirements and known future liabilities. Unless matched to a specific cash flow requirement, no funds shall be invested for more than five years from the date of settlement. The weighted average maturity of the portfolio shall at no time exceed eighteen months.

For Securities that are subject to redemption (call) before final maturity, the final maturity date shall be used both for compliance with the five-year limitation and in calculating the weighted average maturity.

5. Diversification

- Unlimited investment in the following:
 - U.S. Government obligations
 - U. S. Government Agency obligations
 - U. S. Government Instrumentality obligations
 - Repurchase Agreements – secured by the 3 U. S. obligations noted immediately above.
 - Money Market Funds – Institutional money market funds having over \$500 million in net assets and rated AAA by Standard & Poor's, Moody's and/or Fitch rating services.
- b. Investments not to exceed \$5.0 million par value from any one issuer:
 - Bankers Acceptances
 - Commercial Paper
 - Negotiable Certificates of Deposit
- c. All investments must be paid for before they may be sold.

I. Agency Debt. Agency debt may be incurred only by the specific authority of the Board of Commissioners through special action. Notwithstanding Section D above, all funds under such debt resolutions or indentures of trust shall be controlled by the investment set forth in such documents.

- J. Check Signatories (rev. 01/04/08 and 09/23/22)

1. All General Operating Funds

- a. Under \$15,000 - One signature from the following:
 - Treasurer, Board of Commissioners (including facsimile signature) or in the event of a vacancy in the Treasurer's position,
 - Secretary, Board of Commissioners (including facsimile signature)
 - President & Chief Executive Officer

- Chief Financial Officer
 - Director of Treasury
- b. \$15,001 to \$100,000 - Two signatures from the following:
- Treasurer, Board of Commissioners (including facsimile signature) or in the event of a vacancy in the Treasurer's position,
 - Secretary, Board of Commissioners (including facsimile signature)
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury
- c. \$100,001 to \$500,000 - Two signatures from the following:
- Chair, Board of Commissioners
 - Treasurer, Board of Commissioners
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury
- d. \$500,001 to \$1,000,000 - Two signatures from the following:
- Chair, Board of Commissioners
 - Treasurer, Board of Commissioners
 - President & Chief Executive Officer
 - Chief Financial Officer
- e. \$1,000,001 and above - Two signatures, one each from Group A and Group B:

GROUP A

- Treasurer, Board of Commissioners
- President & Chief Executive Officer

GROUP B

- Chair, Board of Commissioners
- Vice Chair, Board of Commissioners
- Secretary, Board of Commissioners

K. Wire Transfer Authority (rev. 01/04/08 and 09/23/22) Wire Transfers and Automated Clearing House Transactions (ACH) are authorized for the transfer of funds between checking, investment and savings accounts, payment of services, equipment, construction in process, as well as payroll related expenditures that are authorized by and in the name of the Bi-State Development Agency.

1. Wire Transfer and Automated Clearing House Transactions (ACH) authority is limited to the below listed individuals. Wire transfers of a non-repetitive nature require the authority of any two of the below listed individuals:
 - President & Chief Executive Officer
 - Chief Financial Officer
 - Director of Treasury

- a. Any individual Automated Clearing House Transaction (ACH) over \$1 million - Two signatures, one each from Group A and Group B:

GROUP A

- Treasurer, Board of Commissioners
- President & Chief Executive Officer

GROUP B

- Chair, Board of Commissioners
- Vice Chair, Board of Commissioners
- Secretary, Board of Commissioners

2. Authorization to create new repetitive Wire Transfers and Automated Clearing House Transactions (ACH) requires approval of any two of the following:

- President & Chief Executive Officer
- Chief Financial Officer
- Chair, Vice Chair, Treasurer, Secretary, Board of Commissioners

- L. Authorized Signatories for the Release of Pledged Collateral:

- President & Chief Executive Officer
- Chief Financial Officer
- Director of Treasury

- M. Authorized Agency Funds: (revised 8/15/07, 09/28/12 and 09/23/22)

1. Operating Funds – Operating Funds include a general operating account, accounts payable accounts for clearing checks and EFT payments, a payroll account, and investment transitory accounts for security purchases. In addition, there is an investment safekeeping account for operating funds.
2. Revenue Funds – Revenue funds are established for Transit Revenue, Ticket Vending, Machine Credit Card Revenue, Passenger Revenue, MetroLink Revenue, Fare box Revenue, and Call A Ride Revenue.
3. Internal Service Funds – Deposit accounts and investment safekeeping accounts are established for Medical, Property, Workers Compensation, and Casualty Internal Service Funds.
4. Sales Tax and Internally Restricted Funds – Sales Tax Capital amounts and Restricted funds are kept in individual investment safekeeping accounts.
5. Enterprise Funds – Deposit accounts are established for the operational and capital needs of the Agency, the Gateway Arch, the Riverfront Attractions, the St. Louis Downtown Airport, Freightway, and Arts in Transit and the investment safekeeping accounts are used as needed to invest excess funds.

Section 30.050

Financial Reporting (revised 09/25/09 and 09/23/22)

A. Policy. It is the policy of the Agency to prepare the financial results of each operating company as required by specific agreement, but not less than quarterly. Financial statements for the Board of Commissioners shall be prepared quarterly, and include the following statements:

1. Transmittal letter of noteworthy variations, including disclaimer
2. Balance Sheet
3. Statement of Revenue, Expense Income (Loss)
4. Capital Expenditures for Active Projects
5. Statement of Cash Flows
6. Aged Receivables

Disclaimer:

The following disclaimer shall be included in each transmittal letter of noteworthy variance:

“These interim financial statements are not in conformity with U.S. Generally Accepted Accounting Principles (U.S. GAAP) due to the following reasons: Depreciation is not shown as an operating expense, but as other non-operating expense; capital contributions and total net assets are now shown on the Statement of Revenue, Expense, Income (Loss); and there are no accompanying footnote disclosure requirements or Management Discussion and Analysis (MD & A) sections included.”

Section 30.060

Risk Management (revised 2/25/2000 and 08/20/2021)

A. General. One of the Agency's primary objectives is to provide safe, reliable, and cost-effective transportation services while complying with federal, state, and local laws. In support of that objective, the Agency will develop and maintain an effective, integrated risk management program. This policy applies to all exposures to risk of loss that are fortuitous and result from external causes. These exposures include, but are not limited to, fires, collisions, theft, windstorm, construction accidents, workers' compensation claims, and auto or general liability claims as well as associated lawsuits against the Agency.

B. Authority and Responsibility. The Director of Risk Management is responsible for recommending the overall direction of the Agency's risk management program as specified in the Agency's Management Policies & Procedures.

C. Self-Insurance (revised 08/20/21). The Agency will self-insure those routine risks associated with its core transit operations. Risk exposures above the self-insured retention will be covered by excess insurance if such excess insurance is available and affordable.

D. Third Party Administrator (revised 08/20/21). The Agency will contract with a third party adjusting firm to assist in administering claims handling (TPA). The Risk Management Department will monitor the TPA and hold quarterly claims reviews. An annual audit will be performed.

E. Insurance. Primary property and liability insurance will be purchased for unique or special risks of loss, for major construction projects, and when required by law or by contract. A Broker of Record will perform the insurance marketing function under the direction of the Director of Risk Management.

F. Self-Insurance Fund (revised 08/20/21). The Agency will maintain asset accounts, referred to as “Self-Insurance Funds”, as authorized by the Board of Commissioners on October 1, 1982, to support liabilities accrued as a result of its self-insured losses. The Chief Financial Officer of the Agency will maintain the Self-Insurance Fund, complying with prudent business practices and all applicable governmental pronouncements, and determine the amount of annual funding required. The fund is subject to following guidelines:

1. The current balance will be sufficient to pay estimated judgments, settlements, losses, and expenses for a three (3) year time period.
2. The amounts held in the Self Insurance Funds shall be used solely for the purpose of paying such liabilities and expenses.
3. The Chief Financial Officer, with concurrence of the President & CEO, is authorized to borrow amounts from the Self Insurance Funds to pay expenses of the Transit System in anticipation of routine operating subsidies and capital grants. All amounts borrowed from the Self Insurance Funds shall be reimbursed to such Fund as soon as possible with normal Agency revenues such as Farebox revenue, sales tax revenues, interest earnings and operating subsidy funds. The Board of Commissioners is to be notified, in writing, of any borrowing, outlining the amount borrowed.

G. Excess Judgment Fund (revised 08/20/21). The Agency will maintain an additional asset account, referred to as the “Excess Judgment Fund”, as authorized by the Board of Commissioners on July 7, 1989, to provide supplemental cash flow to the Self-Insurance Funds, in the event of a large or catastrophic loss that is greater than 50% of the Agency’s Self-Insured retention amount for that year. In addition, this fund will provide temporary or emergency funds for property losses that are equal or greater than \$500,000 and where the insurer has delayed payment or is questioning coverage under its policy. The Chief Financial Officer of the Agency will maintain the Excess Judgment Fund, complying with prudent business practices and all applicable governmental pronouncements. The fund is subject to following guidelines:

1. The goal is to attain and maintain a \$5,000,000 fund balance.
2. A minimum of \$250,000 shall be appropriated annually by the Board as part of the budget process until the fund goal of \$5,000,000 is reached.
3. Interest earned by monies in the fund shall inure exclusively to the fund on a cash basis until the fund goal of \$5,000,000 is reached.
4. Monies appropriated to the fund shall be deposited in the account at the beginning of the Fiscal Year, or as received from the funding jurisdictions.

5. This unencumbered balance of this fund may be used as collateral for short-term debt obligations.
6. The Chief Financial Officer, with concurrence of the President & CEO, is authorized to borrow amounts from the Excess Judgment Fund to pay expenses of the Transit System in anticipation of routine operating subsidies and capital grants. All amounts borrowed from the Excess Judgment Fund shall be reimbursed to such Fund as soon as possible with normal Agency revenues such as farebox revenue, sales tax revenues, interest earnings and operating subsidy funds. The Board of Commissioners is to be notified, in writing, of any borrowing, outlining the amount borrowed.

H. Claim Settlement Authorization (revised 08/20/21). The Board of Commissioners must approve defense settlements exceeding the Missouri sovereign immunity limit for any one person in a single accident or occurrence. The Claim Settlement Authorization, based upon the Missouri sovereign immunity limit, shall be adjusted annually as published by the Missouri Department of Insurance. Authorization granted by the Board of Commissioners is deemed to include an additional contingency amount, equal to 20% of the actual authorization granted, for extraordinary use by the President & CEO. This additional authorization may be granted by the President & CEO as trial approaches or during the actual trial. For settlement amounts over \$100,000 and up to the sovereign immunity limit, the President & CEO will approve and must notify and receive acknowledgement from the Board of Commissioner's Chair and Vice Chair. Settlements from \$20,000 to \$100,000 will require the approval of the Director of Risk Management who must notify and receive acknowledgement from the Agency's General Counsel.

I. Litigation Management and Board Notification (revised 08/20/21). In addition to requests for settlement, authorization, the Board of Commissioners will be notified by management about large claims or lawsuits that may significantly impact the Agency's financial stability, its assets, or its public image.

1. The Director of Risk Management will regularly provide informational briefs to the Board on claims and lawsuits that fall into the following classifications:
 - a. Fatalities & severely disabling injuries.
 - b. Jury verdict range or settlement range is expected to exceed \$100,000.
 - c. Other unusual or sensitive claims which may be of particular interest to the Commissioners.
 - d. Final results on claims where the Board has extended settlement authorization.
2. The briefing to the Board will contain:
 - a. Facts & background of the case.
 - b. Summary of injuries & special damages.
 - c. Assessment of liability and expected outcome.
 - d. Litigation history and status if in suit.
 - e. Opinion of legal counsel (if assigned).
 - f. Recommendations and strategy for an appropriate resolution.

3. The Director of Risk Management will maintain a written litigation management program, attorney billing guidelines, and procedures for selecting and retaining defense counsel as specified in more detail in the Agency's Management Policies & Procedures.

J. Review of Agency Contracts and Documents. The Director of Risk Management, in consultation with the Agency's General Counsel as needed, will review Agency contracts, leases, agreements, easements or other documents that transfer risk, specify indemnity obligations, or require specific insurance from one or more of the parties.

Section 30.070 Hedging (effective 2/23/2001; revised 11/20/15; revised 06/25/21)

A. General. Because of the nature of its responsibilities to the St. Louis Metropolitan region, the Bi-State Development Agency (Agency) manages financial risks attributed to the price variability of fuel usage. This risk can be managed effectively through the use of hedging techniques. The purpose of this policy is to generally outline how the Agency will manage these risks, what techniques will be employed, and the general guidelines to be followed.

B. Definition. A hedge is a financial tool used to reduce the risk associated with normal business activities of buying fuel. The purpose of this hedging program is not to make or lose money but to manage risk. This program is not an investment and should not be construed as such. Realized gains or losses will be considered as an element of fuel cost. A hedging program will:

- a. seek to decrease the volatility of fuel cost;
- b. seek to increase the likelihood that actual net fuel cost will remain below the budgeted cost;
- c. seek to increase the certainty of future fuel cost;
- d. seek to attain a lower overall cost of fuel in the long-term;
- e. seek to manage year-over-year changes in fuel cost.

C. Program Infrastructure.

- a. Instruments. The agency will maintain a futures account with a Futures Commission Merchant (Broker, which may be a separate entity from the Advisor. The Agency, through the management and direction of an Advisor, acquires, holds, and disposes of fuel futures contracts in the operation of its program. The high correlation between the movement of the price that the Agency pays for its fuel and the movement of the value of the futures contracts produces the program's effectiveness as a hedge. Due to the liquidity of the futures contracts purchased, these contracts do not require an investment grade rating.
- b. Maximum Hedge Ratio. The Agency's volume of fuel consumption is predictable and without significant variability over time. Given this, the maximum hedge ratio will be limited to 95% of forecasted consumption.
- c. Maximum Hedge Maturity. To allow the establishment of cost certainty in current and future budget periods, the maximum maturity of the futures contracts

taken in conjunction with the program is 36 months forward from the acquisition date.

- d. **Exiting Market Conditions.** The advisor will exit the futures contracts evenly through time to coincide with the fuel supply contract pricing mechanism. This even liquidation of futures hedges through time and the even purchase of fuel via the Agency's fuel supply process assures the effectiveness of the hedging process. Based on the difference between the hedge price (entry price) and the settlement price (exit price), there will be a realized gain/loss associated with the hedge that will appear in the futures account. Futures contracts will be held to maturity (exited when the corresponding fuel is purchased) and, in the normal operation of the program, there will be no interim trading or early exit allowed. Exceptions to this include situations where the volume of forecasted fuel consumption decreases in which case the hedge position may be adjusted to comply with the Maximum Hedge Ratio.

D. **Physical Supply.** The physical supply of fuel will be purchased according to the Agency's procurement policies, and will be priced according to the fuel supply contract.

E. **Strategy.** The Strategy is how the program's objectives are achieved. The strategy will utilize a process:

- a. that addresses market opportunities and market risks;
- b. that examines fundamental and technical market factors in the hedge decision-making process;
- c. that holds the risk of exceeding budget at or below an acceptable level;
- d. that uses historical pricing ranges as pricing parameters;
- e. that is continuously applied through time;
- f. that will take advantage of the inherent "dollar cost averaging" properties of a continuous hedging program;
- g. that mitigates transaction timing risk by making more numerous smaller volume transactions.

These things will be accomplished by the advisor executing the appropriate transactions at the appropriate times to create the desired effect within the constraints of the policy.

Risk Management. The Agency will engage only in financial hedge transactions that are related to the Agency's principal business, including the operation of diesel buses and vans. The Agency will only trade specific contracts as necessary to hedge for the pricing of fuel/energy costs, as related to these areas of business, and as advised by the Advisor.

F. **Execution, Reporting and Oversight.**

- a. The advisor will be responsible for the day to day execution of the program including the execution of transactions, generating reports on the program's status and results, and monitoring the program and the energy markets. The advisor will generate periodic updates on the status and results of the program.

- b. The Treasury Department will provide the Board of Commissioners with a summary of its activity through the quarterly Treasurer's Report.
- c. A Hedge Committee will oversee the activities of this program. The Committee shall include Chief Financial Officer, Director of Treasury, Assistant Executive Director Transit Assets, and the Vice President of Procurement, Inventory Management & Supplier Diversity. The role of the Hedge Committee will be to determine whether a proposed hedging strategy, transaction or group of transactions is consistent with this Hedge Policy and review the performance of the hedging activity on a periodic basis. The Hedge Committee will meet no less than quarterly, and meeting minutes and Committee decisions will be documented and approved by the Committee.

Section 30.080 Debt Issuance and Administration (revised 6/26/09 and 09/23/22)

A. Agency. The Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “**Agency**”) is a body corporate and politic created and existing by reason of a joint compact (the “**Compact**”) between the States of Missouri and Illinois (Sections 70.370 *et seq.* of the Revised Statutes of Missouri, as amended, and Illinois Compiled Statutes, Chapter 45, Act 100, as amended) and approved by the United States Congress and the President.

B. Powers to Issue Debt. *RSMo Section 70.373; 45 ILCS 110/1 Ratified by Congress January 7, 1959; further amended and ratified by Congress January 3, 1985*

1. *To borrow money for any of the authorized purposes of the Agency and to issue the negotiable notes, bonds or other instruments in writing of the Agency in evidence of the sum or sums to be borrowed;*
2. *To issue negotiable refunding notes, bonds or other instruments in writing for the purpose of refunding, extending or unifying the whole or any part of its valid indebtedness from time to time outstanding, whether evidenced by notes, bonds or other instruments in writing;*
3. *To provide that all negotiable notes, bonds or other instruments shall be payable, both as to principal and interest, out of the revenues collected for the use of any facility or combination of facilities owned and operated by the Agency, or out of any other resources of the Agency, and may be further secured by a mortgage or deed of trust upon any property owned by the Agency. All notes, bonds or other instruments in writing issued by the Agency as herein provided shall mature in not to exceed forty years from the date thereof, shall bear interest at a rate not exceeding fourteen percent per annum, and shall be sold for not less than ninety- five percent of the par value thereof. The Agency shall have the power to prescribe the details of such notes, bonds or other instruments in writing, and of the issuance and sale thereof, and shall have power to enter into covenants with the holders of such notes, bonds or other instruments in writing, not inconsistent with the powers herein granted to the Agency, without further legislative authority;*

4. *To issue bonds for industrial, manufacturing or commercial facilities located within the Bi-State metropolitan district upon the security of the revenue to be derived from such facilities; and, or upon any property held or to be held by it.*

C. Revenue Bonds.

I. General Management Policies

The Agency will provide for a periodic review of its financial performance, and review its performance relative to the financial policies outlined herein. These financial policies will be taken into account during the capital planning, budgeting and fare-setting process.

- A. In recognition of periodic changes in the cost of providing service to system users, service costs and fees will be reviewed annually and adjusted commensurately.
- B. The Agency may present proposed adjustments to existing fares, rates, fees and charges at public meetings, and will consider recommendations and input from the public as it relates to such proposed changes.
- C. All Agency funds will be invested according to the Investment Policies of the Agency.
- D. Necessary appropriations for annual debt service requirements will be routinely included in the Agency's annual budget.
- E. The Agency will maintain proactive communication with the investment community, including rating agencies, credit enhancers and investors, to ensure future capital market access at the lowest possible rates.
- F. The Agency may appoint a special committee of local financial experts to assist management as it develops financial plans. G. Fund co-mingling and inter-fund borrowing.

Transit is presently comprised of the following funds:

- Revenue Fund
- Operating Fund
- Internally Restricted Fund (Special Sales Tax Capital Fund)
- Debt Service Fund
- Sales Tax Capital Fund
- Prop M Fund
- Prop A Fund
- FTA Capital Fund
- Illinois Allocated Fund
- Private Capital Fund

- Internal Service Funds (Property, Casualty, Workers Compensation, and Medical) Excess Judgement Fund

The Agency maintains one bank depository account for operational and working capital purposes, which is comprised of the Operating, Internally Restricted, and Sales Tax Capital. While these funds are co-mingled in a single bank account, specific accounting is maintained on the Agency's books at the fund level.

Transit operations have little seasonality and are generally consistent throughout the year. Contractual funding and the annual appropriation process for state, local and federal formula funding provides approximately 95% of the Agency's funding. The annual appropriation process commences after the fiscal year begins. Local appropriations are subject to the legislative process, and Federal appropriations can be delayed up to 12 months. Consequently, Agency staff is authorized to transfer (borrow) funds within the groups identified above in order to maintain operational liquidity and adequate working capital.

In the event the above funds are exhausted, temporary operating deficits may be funded by unencumbered Self Insurance, Prop M and Prop A Funds. Staff shall inform the Board any time the local funding jurisdictions fail to provide funds within ninety days of the beginning of the fiscal year. Management shall recommend a course of action up to and including service interruption for the jurisdiction in question.

Furthermore, the Agency utilizes the Transit Operating Fund to fund disbursements for accounts payable and payroll. The Transit Operating account funds payments for transit and business enterprise obligations. Liability accounts shall be maintained for the recording of all payments made by Transit for Business Enterprises, and Business Enterprises shall reimburse Transit, in the following month, for any such payments.

II. Financial Management Policies

The Agency utilizes a comprehensive planning process to determine its long-term capital needs. The Agency evaluates each capital project in relation to established federal, state and local grants and assistance programs and levels of reserves, current rate structure, expected asset life/replacement timeline, and available revenue sources to ensure that adequate financial resources are available to support the Agency's financial obligations. The Agency's Debt and Financial Management, Investment, and Swap Policies are integrated into the decision-making framework utilized in the budgeting and capital improvement planning process. As such the following policies outline the Agency's approach to debt management:

- A. The Agency will evaluate financing for each capital project on a case-by-case basis. The Agency will seek to pay for all capital projects from current revenues, federal grants and assistance programs and available reserves prior to or in combination with the use of debt.
- B. The Agency will seek to issue debt only in the case where there is an identified source of repayment. Bonds will be issued to the extent that (i) projected fixed revenues are sufficient to pay for the proposed debt service together with all

existing debt service covered by such fixed revenues, or (ii) additional projected revenues have been identified as a source of repayment in an amount sufficient to pay for the proposed debt.

- C. Debt issuance for a capital project will not be considered unless such issuance has been incorporated into the capital improvement plan (Long Range Financial Plan).
- D. The Agency shall issue a request for proposal for underwriting services prior to the issuance or refunding of bonds.

III. Debt and Capital Management Policies

The following policies formally establish parameters for evaluating, issuing, and managing the Agency's debt. The policies outlined below are not intended to serve as a list of rules to be applied to the Agency's debt issuance process, but rather to serve as a set of guidelines to promote sound financial management.

In issuing debt, the Agency objectives will be to:

- a. Achieve the lowest cost of capital;
- b. Maintain high credit ratings and access to credit enhancement;
- c. Preserve financial flexibility.

IV. Standards for Use of Debt Financing

When appropriate, the Agency will use long-term debt financing to: achieve an equitable allocation of capital costs/charges between current and future system users; to provide more manageable rates in the near and medium term; and to minimize rate volatility.

- A. For growth related projects, debt financing will be utilized, as needed, to better match the cost of anticipated facility needs with timing of expected new connections to the system.
- B. The Agency shall not construct or acquire a facility if it is unable to adequately provide for the subsequent annual operation and maintenance costs of the facility throughout its expected life.
- C. Capital projects financed through debt issuance generally will not be financed for a term longer than the expected useful life of the project.
- D. Lease Agreements and Installment Sale Agreements shall be considered as an alternative to long-term debt. Although these forms of alternative financing are subject to annual appropriation, they shall be considered as long-term fixed rate debt for the purposes of this policy until maturity.

V. Financing Criteria

Each debt issuance should be evaluated on an individual basis within the framework of the Agency's Long Range Financing Plan, as well as within the context of the Agency's overall financing objectives and current market conditions.

The Agency will evaluate alternative debt structures (and timing considerations) to ensure the most cost-efficient financing under prevailing market conditions.

- A. Credit Enhancement – The Agency will consider the use of credit enhancement on a case-by-case basis. Only when clearly demonstrable savings can be realized shall a credit enhancement be utilized.
- B. Cash-Funded Reserve vs. Surety – The Agency may purchase a surety policy or replace an existing cash-funded Debt Service Reserve Fund when deemed prudent and advantageous.
- C. Call Provisions – In general, the Agency's securities should include optional call provisions. The Agency will generally avoid the sale of non-callable longterm fixed rate bonds, absent careful evaluation of the value of the call option.
- D. Additional Bonds Test/Rate Covenants - The amount and timing of debt will be planned to comply with the additional bonds tests and rate covenants outlined in the appropriate legal and financing documents, and these policies.
- E. Short-Term Debt – The Agency may utilize short-term borrowing to serve as a bridge for anticipated revenues, construction financing or future bonding capacity.
- F. Use of Variable Rate Debt - The Agency will not issue variable interest rate debt unless: the proposed debt is converted to a fixed rate or hedged (for an interim period or to maturity) by use of a put-type mode, swap agreement or hedging mechanism (e.g., interest rate cap); outstanding un-hedged variable rate debt, including any proposed new variable debt, does not exceed the Agency's "hedge position" (defined herein) in aggregate; or, interest is capitalized during the expected term that bonds will be outstanding in a variable rate mode. For this purpose, the Agency's hedge position will be calculated as the Agency's cash reserves multiplied by 125%. Notwithstanding the above, the Agency will refrain from issuing new variable rate debt (including synthetic variable rate debt), whether hedged or unhedged, which exceeds 20 percent of the Agency's aggregate debt outstanding.

- G. Use of Swaps & Derivatives - The use of any swap agreement in conjunction with the issuance or management of debt instruments will be governed by the Agency's Swap Policy. The use of swaps to create synthetic fixed rate debt should generally be considered only such synthetic fixed rate debt would result in a 20% reduction in debt service vs. traditional fixed rate bonds.
- H. Investment of Bond Proceeds - Bond proceeds will be invested in accordance with the permitted investment language outlined in the bond documents for each transaction, unless further restricted or limited in the Agency's Investment Policy. The preservation of funds, notwithstanding, the Agency will seek to maximize investment earnings within the investment parameters set forth in each respective bond indenture. The reinvestment of bond proceeds will be incorporated into the evaluation of each financing decision; specifically addressing arbitrage/rebate position, and evaluating alternative debt structures and refunding savings on a "net" debt service basis, where appropriate.

VI. Refinancing Outstanding Debt

The Agency shall have the responsibility to evaluate potential refunding opportunities presented by underwriting and/or financial advisory firms. The Agency will consider the following issues when analyzing potential refinancing opportunities:

- (1) Debt Service Savings – The Agency shall establish a target savings level equal to 3% (current refunding) to 5% (advance refunding) of par refunded on a net present value (NPV) basis. These figures should serve only as a guideline, the Agency must evaluate each refunding opportunity on a case-by-case basis, and must take into consideration: the time to maturity, size of the issue, current interest rate environment, annual cash flow savings, and the value of the call option. Economic savings resulting from a refunding will generally be structured to occur on a level basis over the life of the refunding bonds. The decision to take all savings upfront or on a deferred basis must be explicitly approved by the Agency's Finance and Audit Committee and Board of Commissioners.
- (2) Restructuring - The Agency may seek to refinance a bond issue on a non-economic basis in order to restructure debt, mitigate irregular debt service payments, accommodate revenue shortfalls, release reserve funds, comply with and/or eliminate rate/bond covenants, or terminate a swap.
- (3) Term/Final Maturity – The Agency may consider the extension of the final maturity of the refunding bonds in order to achieve a necessary outcome, provided that such extension is permissible under the Agency's Compact and Federal tax law. The term of the bonds generally should not extend beyond the reasonably expected useful life of the asset being financed. The Agency may also consider shortening the final maturity of the bonds. The remaining useful

life of the assets and the concept of inter-generational equity should guide these decisions.

- (4) Escrow Structuring - The Agency shall utilize the least costly securities available in structuring each escrow. A certificate will be required from a third party agent who is not acting as a broker-dealer, stating that the securities were purchased through an arms-length, competitive bid process (in the case of open market securities), that such securities were more cost effective than State and Local Government Series Securities (SLGS), or that SLGS were not available at the time of the pricing of the escrow and that the price paid was reasonable and within Federal guidelines. The Agency retains the right to use SLGS at any time in structuring its escrows.

When evaluating the economic viability of an economic versus legal defeasance, the Agency shall take into consideration both the financial impact on a net present value basis as well as the rating/credit impact. The Agency shall take all necessary steps to optimize its escrows and to avoid negative arbitrage in any refunding.

VII. Method of Issuance

The Agency will determine, on a case-by-case basis, whether to sell its bonds competitively or through negotiation.

- A. Competitive Sale – In a competitive sale, the Agency’s bonds shall be awarded to the bidder providing the lowest true interest cost (“TIC”), as long as the bid adheres to requirements set forth in the official notice of sale.
- B. Negotiated Sale – The Agency shall assess the following circumstances that weigh toward the use of a negotiated sale:
 - 1. Issuance of variable rate or taxable bonds;
 - 2. Complex structure or credit considerations (such as non-rated bonds), which requires a strong pre-marketing effort;
 - 3. Significant par value, which may limit the number of potential bidders;
 - 4. Unique/ proprietary financing mechanism (such as a financing pool), or specialized knowledge of financing mechanism or process;
 - 5. Market volatility, such that the Agency would be better served by flexibility in the timing of its sale in a changing interest rate environment;
 - 6. When an Underwriter has identified new financing opportunities or presented alternative structures that financially benefit the Agency;
 - 7. As a result of an Underwriter’s familiarity with the project/financing, which enables the Agency to take advantage of efficiency and timing considerations.

- C. Private Placement – From time to time the Agency may elect to issue debt on a private placement basis. Such method shall generally be considered only if it is demonstrated to result in cost savings or provide other advantages relative to other methods of debt issuance, or if it is determined that access to the public market is unavailable and timing considerations require that a financing be completed.
- D. Conduit Issuance – The Agency may elect to enter into financing agreements with other issuers, including but not limited to the City of St. Louis, St. Louis County, and the Missouri Development Finance Board, to permit debt to be issued on the Agency’s behalf. The Agency will consider this approach if such an arrangement is expected to produce lower borrowing costs, enhance the flexibility of the Agency, or provide other operational efficiencies.

VIII. Market Communication, Debt Administration and Reporting Requirements

Rating Agencies and Investors – The Chief Financial Officer shall be responsible for maintaining the Agency's relationships with Moody's Investors Service, Standard & Poor's Ratings-Services, Fitch Ratings, Kroll Bond Rating Agency or any other nationally-recognized rating service. The Agency may, from time to time, choose to deal with fewer than all of these agencies as circumstances dictate.

In addition to general communication, the Chief Financial Officer shall: (1) meet with Credit Analysts periodically as requested, and (2) prior to each competitive or negotiated sale, offer conference calls with Agency analysts in connection with the planned sale.

- A. Board Communication – The Chief Financial Officer shall include in an annual report to the Finance and Audit Committee and the Board of Commissioners feedback from rating agencies and/or investors regarding the Agency's financial strengths and weaknesses and recommendations for addressing any weaknesses.
- B. Continuing Disclosure – The Agency shall remain in compliance with Rule 15c2-12 or any successor rule or regulation by filing its annual financial statements and other financial and operating data for the benefit of its bondholders within 270 days of the close of the fiscal year. The inability to make timely filings must be disclosed and would be a negative reflection on the Agency. While also relying on a timely audit and preparation of the Agency's annual report, the Chief Financial Officer will ensure the Agency's timely filing with each Nationally Recognized Municipal Securities Information Repository.
- C. Record-Keeping and Post-Issuance Compliance – A copy of all debt-related records shall be retained at the Agency’s offices. Consistent with the Agency’s tax compliance agreements and post-issuance compliance policy, at minimum, these records shall include all official statements, bid documents, bond documents/

transcripts, resolutions, trustee statements, leases, records related to expenditure and investment of bond proceeds, records related to periodic reviews of the use of bond financed facilities, and title reports for each Agency financing (to the extent available). To the extent possible, the Agency shall retain an electronic copy of each document.

- D. **Arbitrage Rebate** – The use of bond proceeds and their investments must be monitored to ensure compliance with all Internal Revenue Code arbitrage rebate requirements. The Chief Financial Officer shall ensure that all bond proceeds and investments are tracked in a manner which facilitates accurate calculation; and, if rebate is due, such payments are made.

Section 30.090 Donation and Gift Policy (NEW effective 11/19/21)

A. **Policy.** It is the policy of the Agency that gifts and donations to the Agency are welcomed and encouraged. Gifts and donations are valued as expressions of individual support for the Agency's mission and help to enhance its services, programs and facilities by supplementing federal, state, or contractual support.

B. **Types of Gifts.** The Agency accepts the following types of gifts and donations: cash, tangible personal property, publicly traded and recognizable securities, real estate, bequests, trust funds and annuities.

C. **Use of Gifts.** The President and CEO or Board of Commissioners will carefully consider the needs of the Agency and will use a gift where it determines it is most needed, so that all donations may directly and indirectly support the public purposes of the Agency. The Agency may choose not to accept a gift if the donor wishes to place limitations or restrictions on its use or disposal. The Agency may refuse any gift that does not sufficiently benefit the Agency, is in conflict with the Agency's mission, puts the reputation of the Agency at risk, or is prohibited by law.

D. **Acceptance of Gifts.** The President and CEO may accept any gift or donation of the types described in Section B on behalf of the Agency. Other types of gifts and donations will be evaluated on a case-by-case basis by the Board of Commissioners

When processing each gift, the Agency will follow generally accepted accounting principles. The Agency takes no responsibility for valuing gifts for tax purposes or for the tax consequences to the donor.

All accepted gifts and donations become the property of the Agency. The Agency reserves the right to sell or otherwise dispose of non-monetary gifts, if the Board of Commissioners or President and CEO, determines that such sale or disposition is advisable or necessary.

E. **Documentation.** The Agency will retain a written receipt of each donation and gift identifying the name of the donor, the amount and the date of the donation or gift, and the nature of restriction on the gift, if any. The Agency will acknowledge each donation by letter, thanking the

donor. Donors who make a significant financial or material donation will receive a contemporaneous written acknowledgement of the donation from the Agency.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY OF
THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
TO APPROVE REVISIONS TO BOARD POLICY,
CHAPTER 30 – AUDIT, FINANCE AND 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, 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 make suitable rules and regulations consistent with its mission and not inconsistent with the constitution or laws of either state, or any political subdivision thereof; and

Whereas, Article VI of the Bylaws – Board Policies of the Agency, provides that any action by the Board establishing policy, administrative, business, or otherwise, shall be known as "Board Policies" and that the Board may adopt, amend or repeal, in whole or in part, the Board Policies at any meeting of the Board, except that unless otherwise designated by the Chair, all Board Policies shall be tabled for a period of one month and shall become effective upon adoption by the Board; and

Whereas, the Agency's Audit, Finance, and Budget policies, found in Chapter 30 of the Collected Board Policies of the Bi-State Development Agency, have been updated at various times throughout the years, and at this time, it is recommended that changes be considered to Section 30.005 Audit Committee Charter, primarily to reference best auditing standards as required by the 2023 Quality Audit Review performed by The Institute of Internal Auditors rather than referencing outdated standards; and

Whereas, staff has recommended that these measures be implemented as soon as approved; therefore, requiring the Board to waive tabling the proposed revisions to the Policy as provided in Article VI of the Bylaws, so that they are effective upon Board approval; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to approve and adopt revisions to Board Policy, Chapter 30 – Audit, Finance, and 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 as fully and completely as if set out in full in this Section 1.

Section 2. Approval of Board Policy Revisions. The Board of Commissioners hereby approves and adopts the revisions to Board Policy, Chapter 30 – Audit, Finance, and Budget as set forth in Section 3 of this Resolution, and waives tabling the revisions, as provided in Article VI of the Bylaws, so that they are effective upon Board approval, 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 Board Policy Chapter 30 – Audit, Finance, and Budget. The form of the Chapter 30 – Audit, Finance, and Budget revisions (as provided in the Attachments and made a part hereof), substantially in

the form presented to this meeting are 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 Chapter 30 – Audit, Finance, and Budget revisions, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to affect the Chapter 30 – Audit, Finance, and Budget revisions 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, 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 September, 2023.

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 _____
Its _____

[SEAL]
ATTEST:

By _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Charles A. Stewart, EVP & Chief Operating Officer – Metro Transit
Subject: **Contract Modification: 21-SB/RFP-161954-DGR -Track System Upgrades**
Disposition: Approval
Presentation: Thomas P. Curran, Executive Vice President, Administration
Kelly Hamm, Sr. Director Capital Projects – Transit Assets

Objective:

To present to the Board of Commissioners for approval, a request to modify the MetroLink Track System Upgrades contract with RailWorks Track Services.

Background:

The Track System Upgrades Project primarily addresses rail maintenance needs to improve the condition of the MetroLink track system assets, which have been targeted for replacement in accordance with the Transit Asset Management (TAM) Plan. Scope elements are based on asset condition ratings, which have fallen to category 2 or below. Specific work breakdown includes renewal of grade crossing surfaces (Plymouth and Ewing Avenue), replacement of restraining rail in curves (Civic Center & Broadway), and installation of trackwork to match MetroLink's current design criteria standards.

Work under this contract commenced October 6, 2021. Award of the negotiated sole source contract was delayed and revised pricing was negotiated, while steel price fluctuation and fuel prices remained volatile. Furthermore, the LRV heavy repair work transferred from the Ewing Avenue Yard & Shop Facility in Missouri to the Illinois Rail Facility at 29th Street in East St. Louis. This resulted in a decision not to install the new Track 105A track lead in the Ewing Yard.

RailWorks Track Services completed the renewal of Plymouth Avenue Grade Crossing and reconstructed the trackwork adjacent to Grand Station in Spring 2023. The project was delayed primarily due to redesign of the special trackwork and resulting quantities of pre-curved rail and restraining rail ties for the Broadway and Civic Center curves. Additional causes of delay are attributed to a desire to capitalize on the Skinker Bridge Rehabilitation Project track outage(s).

The reconstruction of trackwork adjacent to the Grand Station was necessary to eliminate the mainline diamond crossover from Union Pacific freight railroad. This interlocking asset was no longer necessary, since the track that once led to the grain elevator on Sarah Street was demolished previously when the Vandeventer Bridge rehabilitation project was delivered. The condition of the Grand diamond crossover was poor and needed to be replaced with straight line track, which not only improved the state of good repair, but also accommodated the future Great Rivers Greenway Bike Trail (a.k.a. Brickline Greenway). Signal circuit protection for both MetroLink and the UPRR connection consisted of electric locks. With the Grand diamond crossover removed from service, the concern remains that the UPRR has a switch that could be lined to a dead-end track facing MetroLink. The proposed solution was to cut out the switch on the freight trackage.

Metro may still need a freight connection when new light rail trains are delivered to the property and disposition of the existing retired fleet occurs. A new single switch would need to be installed in the general location near Grand MetroLink Station to connect the UPRR track to MetroLink eastbound track to support deliveries by rail. Otherwise, the deliveries will arrive by truck and special service contractors for loading and offloading.

RailWorks Track Services current period of performance expires on October 31, 2023, and the original scope of construction services cannot be completed within the remaining contract time. Board of Commissioners approval is necessary to continue any further work.

Analysis:

Change Orders executed to date addressed the changing market price for steel, other track material, and design changes to prolong the crossing surface useful life (rubber vs. concrete surface). All design changes have now been resolved (special restraining rail crosstie counts & rail lengths). Suppliers have not been released pending change approvals, which in aggregate require Board of Commissioners approval. The typical lead time for the subject materials extends beyond 27 weeks.

Contractor's Requests for Change proposals were routed to the Engineer of Record (STV, Inc.) for review. STV confirmed the price escalations are in line with the current market and deemed fair and reasonable.

Item #	Pricing provided by RAILWORKS TRACK SERVICES	Price
NTP	Contract Award	\$3,954,382.00
Mod 1	Time Extension and Material Cost Increase	\$241,233.71
Mod 2	Change to rubber crossing surface	\$23,002.83
RFC	Request For Change – RFC 4, 5, 6	\$536,196.38
Mod 3	Time Extension, RFC 4,5,6,	
NTE	Total Price:	\$4,754,814.92

Previous Action:

The Operations Committee made a motion to postpone this item at their meeting on August 18, 2023, for further discussion at the September 22, 2023, Board of Commissioners Meeting.

Board Action Requested:

Management recommends that the Board of Commissioners approve and authorize the President & CEO to execute a contract modification, to adjust the contract value in accordance with the established additional scope elements, and extend the contract period of performance to December 31, 2024. The modified negotiated contract with RailWorks Track Services shall not exceed **\$5,230,296.41** which includes 10% contingency.

Funding Source:

Funding will be provided from approved Federal Transit Administration (FTA) Grant numbers MO-2018-002 & MO-54-0001 and Prop M local match.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
MODIFYING A CONTRACT WITH RAILWORKS TRACK SERVICES FOR
TRACK SYSTEM UPGRADES**

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. Purchasing. requires the Board of Commissioners to approve modifications which modify the approved contract; and

Whereas, work under the contract with RailWorks Track Systems commenced October 6, 2021, and the award of the negotiated sole source contract was delayed while revised pricing was negotiated, and while steel price fluctuation and fuel prices remained volatile; and

Whereas, change orders executed to date, addressed the fluctuating market price for steel, other track material, and design changes to prolong the crossing surface useful life (rubber vs. concrete surface), and all design changes have now been resolved (special restraining rail crosstie counts & rail lengths); and

Whereas, the Contractor’s Requests for Change proposals were routed to the Engineer of Record (STV, Inc.) for review, and STV confirmed the price escalations are in line with the current market and deemed fair and reasonable; 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 execute a contract modification with RailWorks Track Services, to adjust the contract value in accordance with the established additional scope elements, and extend the contract period of performance to December 31, 2024, at a cost not to exceed \$5,230,296.41, which includes 10% contingency, 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 execute a contract modification with RailWorks Track Services, to adjust the contract value in accordance with the established additional scope elements, and extend the contract period of performance to December 31, 2024, at a cost not to exceed \$5,230,296.41, which includes 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 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 RailWorks Track Systems.

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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: **Amendment Number 4 to the Bi-State Development 401(k) Retirement Savings Program**
Disposition: Approval
Presentation: David J. Toben, Senior Director, Total Rewards

Objective:

To present to the Board of Commissioners for approval of Amendment #4 to the Bi-State Development Agency 401(k) retirement savings program.

Background:

On August 10, 2023, the Board of Commissioners approved the Tentative Collective Bargaining Agreement with the Amalgamated Transit union (“ATU”) Local 788 O&M Division Unit and the Clerical Division Unit (“CBA”). The Agreement includes a requirement that the O&M and Clerical employees be eligible to participate in the Agency 401(k) Plan, and for certain contributions to be made.

Analysis:

Board Policy 70.050(G), Employee’s Pension & 401(k) Retirement Savings Plans, provides that the Board of Commissioners shall approve Plan amendments.

Previous Action:

This Agenda Item has not been presented to a Committee; however, due to time constraints, and the fact that the Board of Commissioners has already approved this item in concept, in approving the CBA, President and CEO, Taulby Roach, has granted permission for this item to be placed on the Agenda for the September 22, 2023 Board of Commissioners Meeting.

Board Action Requested:

Approval of Amendment #4 to the Bi-State Development Agency 401(k) retirement savings program.

Funding Source:

No funding request is made for this matter. The Board already approved the contributions, in approving the CBA.

**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 ADOPT
AMENDMENT #4 TO THE (401)(k) 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 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 70.050(A)(3), 70.050(A)(4), and 70.050(A)(5), provide that the Board shall oversee Trustee administration of the pension and 401(k) retirement savings plans; approve amendments, benefit formulas and funding to the plans; and review plan investment policies, procedures and provisions; and

Whereas, on August 10, 2023, the Board of Commissioners approved the Tentative Collective Bargaining Agreement with the Amalgamated Transit union (“ATU”) Local 788 O&M Division Unit and the Clerical Division Unit (“CBA”); and

Whereas, the Agreement includes a requirement that the O&M and Clerical employees be eligible to participate in the Agency 401(k) Plan, and for certain contributions to be made; and

Whereas, it is feasible, necessary and in the public interest for the Board to authorize the President and CEO to adopt Amendment #4 to the Bi-State Development Agency 401(k) Retirement Savings 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 hereof as fully and completely as if set out in full in this Section 1.

Section 2. Authorization of the President and CEO to Adopt 401(k) Retirement Savings Program Amendment #4. The Board of Commissioners hereby authorizes the President and CEO to adopt Amendment #4 to the Bi-State Development Agency 401(k) Retirement Savings Program, 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 Amendment. The form of Amendment #4 (as provided in the Attachments to the Briefing Paper 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, Amendment #4, with such changes, modifications, insertions and omissions as may be deemed necessary or desirable to affect Amendment #4, 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, and Vice President of Pension and Insurance, 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 and the Bi-State Development Agency 401(k) Retirement Savings Program.

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. 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 September, 2023.

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 _____
Assistant Secretary to the Board of Commissioners

Resolution #1301
Bi-State Development Agency Board of Commissioners
September 22, 2023
Amendment #4 - Bi-State Development Agency 401(k) Retirement Savings Program
Page 2

Exhibit A

(Amendment #4 to the Bi-State Development Agency 401(k) Retirement Savings Program)

**Bi-State Development Agency
Board of Commissioners
Open Session Agenda Item
September 22, 2023**

From: Taulby Roach, President and Chief Executive Officer
Subject: HBS (Husch Blackwell Strategies) Proposal of Services
Disposition: Approval
Presentation: Taulby Roach, President and Chief Executive Officer

Objective:

To present to the Board of Commissioners for approval, a request to authorize the President and CEO to enter into a contract with Husch Blackwell Strategies ("HBS") to provide to Bi-State Development Agency ("BSD") with state and federal government consulting for BSD related to BSD's expansion of its MetroLink system that will connect North and South St. Louis along the Jefferson Alignment corridor based on the Proposal received from HBS.

Background:

HBS has the experience to help BSD work through the political will and build personal capital with government and business leaders to galvanize a dual-state strategy.

HBS plans to engage in strategic planning to help structure debt financing and advance federal grant requests (New Starts) which will require strong support from local government leaders and congressional delegations from Missouri and Illinois. In addition, the FTA will be engaged at both the national and regional levels, along with the Department of Transportation and congressional infrastructure committees.

Analysis:

In FY22, BSD spent the following on lobbyist/consultants:

EMS Midwest - Illinois Legislation	\$53,500.00
Brown and- Associates - Congress, DOT and FTA matters	78,548.15
The Jerry Costello Group-CARES Act Support; Downtown St. Louis Airport	126,000.00
Centrex Strategies - St. Louis City Legislation . and Administration	30,000.00

In November of 2022, BSD terminated its Agreement with Centrex Strategies. The services of Brown and Associates, EWS Midwest, and The Jerry Costello Group remain vital to BSD.

HBS proposed a two phased strategy. Services will be provided by their Gregg Hartley, Chief Executive Officer, Roy Blunt, Chairman Leadership Strategies Advisory Services; Principals Stacy McBride and Eric Lausten, Director of Transportation &, Infrastructure, Andy Blunt, Chairman, and Amy Blunt, General Counsel for Compliance, and Policy Associate, Cooper Ehrendreich. The monthly retainer for 2023-2025 will be:

Phase One	
HBS Federal Team (18months)	\$14,750
Phase Two	
HBS Federal Team/Leadership Strategies	\$35,000

Funding Source:

Operating and capital resources including revenues associated with Metro management revenue to Executive Services.

Previous Action:

Due to the timing, previous approval was not requested at the Committee level.

Board Action Requested:

BSD Management recommends Board of Commissioners approve the request that the President & CEO enter into a three-year, two phased contract with HBS, in the not-to-exceed amount of \$895,500.00.



FEDERAL & STATE GOVERNMENT AFFAIRS

PROPOSAL OF SERVICES

Bi State Development

May 9, 2023

HUSCH BLACKWELL STRATEGIES

ARIZONA | COLORADO | KANSAS | MARYLAND | MISSOURI | NEBRASKA | OKLAHOMA | TEXAS | WASHINGTON DC | WISCONSIN

hbstrategies

On behalf of Husch Blackwell Strategies (HBS) we are pleased to offer this proposal to provide state and federal government consulting for Bi-State Development (BSD). The enclosed proposal sets forth in detail our firm's professional experience, accomplishments, and qualifications that make us exceptionally well suited to provide BSD with the services to accomplish its goals and objectives in Washington and potential future engagement in Missouri.

The HBS team is uniquely positioned to help BSD generate the political will and build the personal capital with government and business leaders that will successfully galvanize a dual-state-strategy focused on the St. Louis of 2030 and responsive to the post COVID economy. HBS will help establish a multi-year momentum that will build consensus and support on both sides of the political aisle and of the Mississippi River.

HBS understands the complex political and financial challenge facing BSD as it initiates an \$850 million expansion of its Metrolink system that will connect North and South St. Louis along the Jefferson Alignment corridor, past the new soccer stadium and the campus of the new Next NGA West facility. Members of the HBS team have been involved in the redevelopment of the North St. Louis area for over a decade and understands that the expansion of Metrolink is a key component to that success. HBS would be honored to offer our expertise to BSD to accomplish its goals at the state and federal level.

Success for BSD will require engaging community leaders in St. Louis and St. Louis County; relevant Committee leaders and representatives in Jefferson City; agency leaders at the Department of Transportation and the National Geospatial-Intelligence Agency that will move over 3,000 employees into North St. Louis in 2026; and key leaders of relevant Congressional Committees and in the Missouri and Illinois delegations. Our team is prepared to meet this challenge and guide BSD toward success.

Drawing upon decades of experience working in Missouri and Washington, our team members are personally connected to and in contact with the most influential community leaders in the St. Louis region, Members of the General Assembly, the Governor, Members of Congress, Federal Agencies, and the White House. **We are prepared to provide BSD with comprehensive government affairs services at every level through a two-phased engagement strategy outlined in this proposal.**

Husch Blackwell Strategies (HBS) was created in 2018 with the merger of three government affairs practices by Husch Blackwell LLP, Statehouse Strategies LLC, and Cloakroom Advisors LLC, to form a multi-jurisdiction state legislative government affairs firm with a strong federal practice.

Utilizing decades of experience in managing government operations, guiding a large federal government affairs firm, devising political strategies, shepherding political campaigns and supporting legislative processes, HBS provides a high value vertical to any public affairs team. HBS' relationships are enhanced by accumulated political insights and the ability to develop effective legislative and public affairs strategies. They provide clients with access to experiences and trusted advisors who are well-known figures in public policy advocacy.

Gregg Hartley serves as Executive Vice Chairman and Chief Executive Officer of HBS and manages the firm's federal practice in Washington. Andy Blunt, Chief Operating Officer and Chairman for HBS, oversees the firm's multi-state legislative practices with offices in Arizona, Colorado, Maryland, Missouri, Nebraska, Oklahoma, Kansas, Wisconsin, and Texas. Senator Blunt is the Chair of the Leadership Strategies Advisory Services.

The combined expertise of the firm's 70 professionals advances the goals of corporations, associations, governments, and other organizations by taking the time to understand each client's interests and objectives, infusing that knowledge with a strong and thorough understanding of how partisan agendas complicate movement of any issue within the U.S. federal policy realm and state governments with whom they engage.

Transit agencies nationwide are experiencing a renaissance as President Biden's historic investment in transit electrification, rural transit, and rail development, among other transportation-related priorities have begun to be instituted. Transit advocates across the country are rightly excited about the prospects of expanded federal programs, support and what it can mean for their communities.

Turning these opportunities into reality will take work. Politically, it will be critical to tell the story of BSD's leadership overcoming the challenges of its transit system and its success in providing creative approaches to regional issues. Unfortunately, many in Congress hold a view that transit relies too much on federal support. Educating policymakers about the broad community and economic benefits that will stem from BSD's planned investments and expansion will be crucial to building the bipartisan basis of support for the St. Louis area's transit future.

The BSD Board of Commissioners has enacted an MOU with the City of St. Louis to proceed with the planning, design, and development of the Jefferson Alignment MetroLink Expansion project. The project would enable future growth into North St. Louis County to further expand access to reduce congestion as the city's workforce has transitioned post-pandemic where residents are now commuting from the city to the county for work. This opportunity comes about through the critical engagement by BSD to address concerns about prior alignment concepts that met community push-back, and represents a consensus among local leaders on a solution that will satisfy many current and future needs.

The Infrastructure Investment and Jobs Act (IIJA) provided \$8 billion in new funding for the Capital Investment Grants program, including an additional \$4.6 billion for New Starts projects over the next 5 years. This new funding coupled with a Biden Administration that has been a strong advocate for transit infrastructure will create good opportunities for Bi-State Development to highlight its Jefferson Alignment and seek support for this expansion project.

However, there are over 70 projects in the New Starts pipeline, with many others in earlier planning phases, which makes the funding available highly competitive. The New Starts process is an involved,

SITUATIONAL AWARENESS

Bi-State Development is proceeding with preliminary (15%) design phase, with an estimated cost of \$7.4 million, which will evaluate overall project cost, forecasted ridership.

The Jefferson Alignment Expansion has an overall budget estimate of \$850 million, with current resources from the City (\$58M) and County (\$165M) covering about \$223 million or about one-quarter of that expected investment

The initial design phase will lead into the project discussions with the Federal Transit Administration (FTA) and an application for the project to enter into the FTA's Capital Investment Grant New Starts program. The New Starts program invests in major transit capital projects, and is a highly-competitive, multi-year process, but if successful, this can cover as much as 60 percent of the overall project cost.

multi-step and multi-year endeavor that will evaluate a number of criteria, including project benefits and local financing, to make project approval and funding decisions.

BSD's plan to engage in TIFIA to help structure debt financing for the project will provide greater fiscal flexibility and latitude, but which also adds complexity to the federal engagement aspects of this project execution. This means that it will be essential to build and utilize strong support from local government leaders as well as the congressional delegations from Missouri and Illinois. It will also be important to engage the FTA, at both the national and regional level, as well as leadership at the Department of Transportation and congressional infrastructure committees, to keep them apprised of project milestones and attributes.



HBS has the knowledge of the legislative process and political landscape, as well as experience working on transportation and transit issues, to be able to offer BSD genuine insight, support, and action at the federal level. We have proven experience bringing diverse groups together, developing trust and building coalitions based on shared interests to achieve policy ends. And we have a relentless approach that does not rest in pursuit of client's goals.

The HBS team proposes a two-phased strategy that will begin building a conducive legislative and political environment in Washington through an initial 18-month targeted educational outreach campaign. The resulting work of Phase One will be used as the foundation for a second phase of high-level executive action that will be the catalyst for favorable action on the federal level.

The first phase of federal engagement will include:

- Developing and implementing tactics for engaging in educational and political outreach to the congressional delegation members from Missouri and Illinois to convey the project's benefits, process and ways in which these stakeholders can help;
- Supporting interaction with the Federal Transit Administration to present the Jefferson Alignment MetroLink Expansion plans, local financial contribution, and other attributes;

- Broadening outreach to include congressional committees involved in infrastructure and transit, and building a broader footprint across the Department of Transportation and the White House/Administration;
- Harnessing the support of other stakeholders, including private sector and governmental organizations, to add their voices to the advocacy in support of FTA project funding;
- Pursuing opportunities to secure additional funding for the project and related activities (i.e. Jefferson corridor Transit-Oriented Development) through appropriations and other competitive grant programs;
- Seeking out and reporting on insight from congressional and administration contacts about the status of the project's review and process for determining New Starts eligibility;

- Enlisting the congressional allies in steps to highlight their support of the project to the Administration and advocate for positive steps to secure a Full Funding Grant Agreement and related funds;
- Tracking and reporting on pertinent legislation and developing materials necessary to convey essential information; and
- Developing the strategy with well-defined goals and objectives for Phase Two.

EXPERIENCE THAT MATTERS

HBS supports efforts by TransitAmerica Services, Inc./Herzog Contracting Corporation to educate Congress and the administration about the role private contractors play in the operation and maintenance of public transit; successfully advocate for access to COVID emergency transit support for contractors; build support for client (commuter rail agencies) infrastructure needs.

HERZOG

HBS assists the Kansas City Area Transportation Authority (KCATA) with efforts including developing political support for federal capital investment funding of its KC Streetcar expansion efforts and its new Bus Operations Facility; seeking funding and flexibility for its Zero Fare initiative; work with the FTA on COVID funding expenditures; and develop support for the regional procurement and evaluation of zero and low-emission buses; work on initiatives related to transit-oriented development; and support strategies on crime reduction and safety



Following the first 18-month phase, the HBS team will enhance our engagement by deploying the firm's Leadership Strategies Advisory Services led by Senator Blunt. This executive-level campaign will be fully integrated into the successful groundwork of phase one with the intent to deliver favorable administrative and legislative action while securing federal funding.

We will be prepared to activate key members of the HBS Missouri team in a potential state-level expansion of our engagement in the future through a separate agreement. The HBS substantial presence in Missouri would provide a distinct advantage as our team strategically paves inroads with state officials, business leaders and key decision makers in a position to influence outcomes to achieve our goals.

This work would expand visibility and influence with key organizations and influencers in Missouri through targeted engagement that informs and educates on the issues most important to BSD. HBS recognizes the more immediate challenges to BSD as the agency sustained roughly \$40 million in damage to MetroLink from last year's flash flooding; a critical workforce shortage; and a state legislature intent on making a questionable policy decision that would allow armed passengers, this as BSD moves aggressively to enact new security measures.



As a potential parallel engagement, HBS Missouri would work alongside BSD's leadership and board to create policy and political landscapes favorable to the organization. Our team will be prepared to build a proactive strategy to bridge the political and geographic gap across all stakeholder groups that will further enhance our work on the federal level.

Our work in Missouri would include:

- Developing a strong relationship with lawmakers at the state level along with the Governor's office on the organization's behalf;
- Working directly with the relevant government stakeholders to address any regulatory concerns;
- Identify and engage key stakeholder relationships within the community; and
- Monitor and engage on legislation of interest to the organization.

The HBS team brings decades of experience at every level of government to help organizations identify and address their most complex challenges. The specialized team is tailored to a client's needs to provide policy advice, evaluate a client's government risk as well as ensure clients receive insightful support to navigate government toward positive outcomes. The team is uniquely qualified to work collaboratively with BSD to develop and implement a successful government relations strategy.

HBS FEDERAL

Gregg Hartley
HBS Chief Executive Officer
for Phase Two deployment

As Vice Chairman and CEO of Husch Blackwell Strategies, Gregg has quickly positioned the firm as a nationally recognized power player in government affairs. Clients benefit from his more than forty years of insider experience at all levels of government and politics. Gregg knows the intricacies of Congress as he managed a House leadership office and helped

guide one of Washington's most legendary lobbying firms. Gregg is repeatedly recognized as one of the "Top Hired Guns" in Washington by The Hill newspaper's exclusive list of best lobbyists in D.C. His advocacy work has included advising sovereign foreign nations as well as securing federal investments in higher education for public institutions including his current client and alma mater Missouri State University.

Senator Roy Blunt
Chairman, HBS Leadership Strategies Advisory Services
for Phase Two deployment

With more than four decades of service as an elected official, government executive, and legislator, Senator Roy Blunt has earned the respect of House and Senate leaders, rank and file Members of Congress, Administration officials, corporate executives, and government affairs professionals as a leader with integrity and a remarkable ability to make things happen and accomplish significant achievements.

Senator Blunt has gained the knowledge and insights developed from years of helping craft the agenda and implement the procedural and national political strategy to meet public policy challenges as well as advance opportunities. He helped pass most of the consequential legislative achievements in Congress for the last two and half decades and was often the key individual whipping the vote to ultimately ensure success.



Stacy McBride
Principal

Stacy is an experienced public policy strategist whose diligent work over twenty years in Washington has earned her the respect and friendship of leading elected officials of both parties on Capitol Hill. She is an authority on how Congress operates and as a former Senate Chief of Staff to leadership and Staff Director to Senate committees, she has successfully counseled lawmakers through some of the most critical and lasting legislative achievements of recent sessions of Congress.

Before joining HBS in March 2023, Stacy served eight years as Chief of Staff and Committee Staff Director to U.S. Sen. Roy Blunt as he led the Senate Committee on

Rules and Administration, the Republican Policy Committee and served as Vice Chairman of the Senate Republican Conference.

Eric Lausten
Principal
Director, HBS Transportation & Infrastructure

Eric is a veteran of Capitol Hill with nearly 16 years as a Congressional staff member, most recently serving as chief of staff to Congressman Daniel Lipinski, the then-Chairman of the House Railroad Subcommittee. Eric has managed transportation and infrastructure issues throughout his public service career, including a significant rail portfolio. Through this and other work, he has built a well of knowledge on transportation policy and established strong personal relationships with many Congressional staff involved in transportation issues, as well as with those in the Administration.

Eric currently leads the Husch Blackwell Strategies Infrastructure Group and services numerous transportation clients, including the Kansas City Area Transportation Authority and Herzog Contracting Corporation, among others.



Cooper Ehrendreich
Policy Associate

Cooper assists HBS teams with a variety of client projects that benefit from his particular background and experience with issues involving transportation and infrastructure. Cooper joined HBS from the Railway Engineering Maintenance-Suppliers Association (REMSA), the trade association representing more than 300 businesses in the railroad maintenance-of-way industry. He served as its Director of Government Affairs. Prior to REMSA, Cooper served as Press Assistant and Scheduler for U.S. Rep. Brian Higgins (D-NY).

HBS MISSOURI

Andy Blunt

HBS Chairman

for potential future state expansion

As Chairman and Chief Operating Officer, Andy's strategic growth initiatives have rapidly expanded HBS' presence in nine state capitals – Arizona, Colorado, Kansas, Maryland, Missouri, Nebraska, Oklahoma, Texas and Wisconsin – where the firm employs over thirty government affairs professionals who represent more than 200 clients. The firm's impressive growth at both the state and federal levels has received a variety of accolades, most notably from Bloomberg News in its recognition of HBS as the "Top New Lobby Firm Startup of 2018."

A tireless advocate, Andy's active lobbying practice features his specialization in effecting change through direct and constant advocacy. The Missouri Times recognized Andy as "one of the top lobbyists in the State," noting that, "his client list is a 'who's who' of top corporations and associations, and anyone coming to Missouri with an issue that needs work makes a stop at his office."

Amy Blunt

Principal

General Counsel for Compliance

for potential future state expansion

Possessing in-depth knowledge of campaign and election law, in addition to issues of public policy advocacy, Amy delivers expert insight to candidates running for public office and businesses that seek to provide political contributions, guiding respective matters and their compliance with federal and state election law. Amy has vast experience in matters of political campaigns and government affairs, having served for elected officials in a variety of high-level positions. Missouri Lawyers Weekly noted when recognizing Amy on its annual Power List, "Amy Blunt has the pulse on compliance in campaign finance and lobbying laws at all levels of government."

HBS adheres to a team approach and will quickly work to establish that relationship with BSD's leadership and board. We achieve success for our clients by combining the experience and expertise of our professional staff with a thorough knowledge and understanding of each client's specific needs and long-term goals.

HBS traditionally proposes commencing our new engagements with one or more visits with the client and performing a Resource Inventory, a comprehensive assessment of BSD's needs and assets, including priority development initiatives; political allies; policy goals; federal and state legislative and regulatory concerns; federally funded initiatives; and recent accomplishments. As part of this process, our team would meet BSD's team to help us gain a thorough understanding of your distinct missions and objectives. This process allows our team to gain a solid working knowledge of BSD in order to develop the most effective, customized, and appropriate government relations plan possible. That knowledge base allows our professionals the opportunity to initiate creative and innovative strategies to achieve desirable outcomes for BSD. More importantly, we recognize that government relations is not a fine science, and more like a moving target. Our experience allows us the ability to be proactively nimble, understand trends, and adjust strategies as needed based on the environment and intelligence gathering we obtain as we implement the BSD strategic plan.

Ideally, this visit would occur within the first several weeks of our engagement and would be supplemented with necessary conference calls between our teams. A discussion outline would be provided in advance of our meetings.

Our experience has shown us that there are several critical elements that, when combined, create the most effective advocacy agenda and implemental strategy.

Timely Communications, Intelligence Gathering, and Feedback

The first critical element is the establishment of an efficient communications system between BSD and HBS. We recommend scheduling regular conference calls to discuss current events and using on-going e-mail reports and telephone communications for issue specific topics and concerns which arise. In our experience, scheduled communications provide a forum for regular exchange of information and intelligence reporting regarding on-going activities and new developments for immediate feedback and consideration related to BSD's priority issues.

In addition, we believe that successful government relations require on-going adjustments to accommodate changes in circumstances in Congress, Federal Agencies, state government, or shifts in a client's priorities. HBS professionals readily adapt to an ever-changing landscape, regardless of the existing political environment, budgetary conditions, or politics of the day. We will continuously monitor and gather intelligence throughout the engagement and propose that the strategic plan and its execution should be regularly reviewed.

Identifying Strategic Priorities/Opportunities and Developing Advocacy Action Plans

A successful government relations strategy includes the development of clear priorities. HBS will work closely with BSD to identify federal opportunities in Congress and relevant federal agencies while evaluating opportunities for the greatest return on investment.

A key component to achieve success for BSD will be the development of a comprehensive government relations outreach program that includes a detailed execution plan to advance the BSD's priorities before senior Congressional staff, Members of Congress, and Federal Agency decisionmakers. This program will include developing effective issue-specific materials necessary to message BSD's priorities with the appropriate Members of Congress and Executive Branch officials.

The experience and relationships of the HBS Leadership Strategies team enables us to have high-level conversations and to walk away with actionable next steps. Our philosophy is straightforward – meetings should be built toward achieving an objective, including building relationships and advocating for specific outcomes for our clients and it does not stop after the meeting. Follow-up and staying the course is as important for BSD in securing long-term success.

Raising Congressional/Agency Awareness and Maintaining Strategic Partnerships

Maintaining and raising BSD's profile with key Congressional Offices, Executive Branch officials, and stakeholders in the think tank community is fundamental to our strategy implementation. The HBS public policy experts have extensive experience, both on and off the Hill – in drafting legislative language, position papers, testimony, and fact sheets and participating in professional panels, round tables, and educational series with top-tier Washington-based institutions. Since our offices are centrally located in downtown Washington D.C., we are able to participate in and partner with the BSD's team to monitor Congressional meetings and hearings, as well as meetings with Federal Agencies and stakeholder groups on short notice.

Bipartisanship

HBS believes that a collaborative, bipartisan approach involving multiple stakeholders gives our clients the best opportunity to execute their strategies and leads to better policy and results. In only the rarest of occasions will a wholly partisan proposal pass both houses of Congress and be signed into law by the President, which is why a bipartisan approach is imbued in the general approach at HBS. Our team works with Members of Congress on both sides of the aisle and the Administration to carry our clients' messages between chambers on Capitol Hill, through the White House, and into Federal Agencies. HBS will also ensure BSD priorities reach the members of the Republican and Democratic congressional leadership.

Government affairs services are acquired generally by entering into an agreement of at least a year's duration with a monthly retainer paid monthly in advance. The size of the fee or retainer is determined by a number of factors including, but not limited to, exact scope of work mutually agreed upon, the size and skillset of the team, and political lift or difficulty of assignments.

The monthly retainer for 2023-2025 would be based on the following components:

PHASE ONE

HBS Federal Team (18 months)	\$14,750
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PHASE TWO

HBS Federal Team/Leadership Strategies	\$35,000
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In addition, HBS will bill BSD for reasonable printing, production, acquisition, and distribution or shipping costs related to materials needed for representation or reporting. Monthly expenses shall not exceed \$500 unless approved in advance. BSD will not be billed for any transportation costs unless approved in advance.

Upon acceptance of this proposal and the outlined scope of work, we will submit a contract for services for your consideration.

All terms and fees outlined in this proposal are valid for 30 days from the date of submission listed on this proposal.

CASE STUDY: UNIVERSITY OF HOUSTON

Objective:

Since 2018, HBS has represented the University of Houston (UH) in Washington, DC and continues to provide the University with federal government relations consulting. In order to continue their research in carbon management in energy, UH was seeking assistance from HBS to establish and secure funding for a Carbon, Capture, Utilization and Storage (CCUS) Program as well as needing a down-payment from the Department of Energy (DoE).

Strategy:

Beyond a focus on appropriations and government funding opportunities, HBS created a comprehensive Capitol Hill strategy built around increasing UH's reputation on Capitol Hill and at DoE - establishing UH as the home for CCUS research and expertise. HBS continues to lead the UH presence in Washington – monitoring the activities of Congress, federal agencies and the Administration and identifying and presenting opportunities for the UH to be successful.

Result:

Our success for UH includes securing language in FY21 Appropriations legislation creating a new Carbon, Capture, Utilization and Storage (CCUS) Program named the Carbon Utilization Program. As HBS was helping to establish the Carbon Utilization Program, UH's Center for Carbon Management Leaders created a CCUS Commercialization Consortia, partnering with energy companies in Texas and Louisiana with the goal of building Carbon and Hydrogen "Hubs" along the Gulf Coast. The HBS team stepped in again and helped arrange an initial investment in CCUS commercialization by securing funding through an agreement with the Southern States Energy Board (SSEB) and the University of Houston's Center for Carbon Management in Energy.

Once the Carbon Utilization Program was established, the next year, HBS secured funding for the program at \$41M for FY22, \$65.25M for FY23, \$66.56M for FY24, \$67.94M for FY25 and \$69,387 for FY26. HBS also secured an initial investment for a \$3.5 million grant through the agreement.

This initial investment affirms UH's academic leadership in commercializing CCUS technologies and additional investments in its work to commercialize these technologies and further this important effort.

Our work has also established a robust presence for UH in Washington and our team assisted with building a full-time office for the University.

CASE STUDY: HERZOG

Objective:

Shortly after the onset of COVID in early 2020, Congress passed the CARES Act to provide resources for response to the pandemic. This legislation included funding for transit agencies to maintain public health in systems and keep workers employed, but the bill did not contemplate the role of transit contractors and seemed to omit them from eligibility.

Strategy:

The HBS Transportation and Infrastructure team organized a coalition of transportation labor and transit contractors on behalf of Herzog and its subsidiary TransitAmerica and developed a legislative proposal to keep transit contractor workers funded.

Working with the Ranking Member of the House Transportation & Infrastructure Committee, Senate Majority Leader, and the Senate Banking and Appropriations Committees, legislative fixes to assure contractor eligibility were subsequently included in later COVID relief packages (CRRSA & ARPA).

Result:

HBS has continued our advocacy on behalf of Herzog, including successful advocacy for funding for intercity passenger rail and other programs in the Infrastructure Investment and Jobs Act (IIJA). The IIJA's passenger rail grant programs were designed to allow state and local governments to compete for grant funding, instead of an Amtrak-controlled trust fund, and the new programs specifically highlight the role of private operators in passenger rail expansion.

We have furthered this effort through engagement with the Federal Railroad Administration, Surface Transportation Board, and Congress, where we have advanced language in the House transportation funding bill promoting competitive bidding opportunities for new and expanded passenger rail operations.

CASE STUDY: WPC TECHNOLOGIES

Objective:

The company was experiencing record growth until sales slumped in 2018 when its two foreign competitors in Austria and France started selling its products in the U.S. at near fire sale prices. In 2019, HB trade counsel filed petitions with the Department of Commerce and the ITC and remained engaged during the antidumping investigation.

Husch Blackwell LLP's outside corporate counsel to WPC connected the client with HB DC trade counsel and HBS federal lobbyists to collaborate on legal and political strategies to compel action by the federal government.

Strategy:

HBS targeted outreach to the White House and Capitol Hill and secured the support from the company's home state congressional delegations and senior staff of the House Ways and Means and Senate Finance committees.

That support helped secure critical meetings with the White House trade office and the Assistant Secretary for Enforcement and Compliance at Commerce.

Result:

The combined intervention on behalf of WPC was a success. The Commerce Department assigned a dumping rate of 32.16 percent on strontium chromate to all French producers and exporters and a dumping rate of 25.9 percent on strontium chromate to all Austrian producers and exporters. The ITC determined unanimously that WPC experienced material injury from unfairly price imports and that led to antidumping orders set by Commerce.

WPC has continued to engage HBS to develop market opportunities within the federal government, remain vigilant on trade issues, and to assist in developing resources for R & D. HBS secured \$1.75 million in federal funds in FY 2022 for a joint R&D project for Missouri State University's Jordan Valley Innovation Center and WPC. HBS is on track to secure an additional \$1.75 million in FY 2023.

CASE STUDY: MUTUALINK

Objective:

Beginning in Fiscal Year 2018, the HBS Appropriations team embarked upon a general strategy to secure supportive language for an integrated interoperable solution at the Department of Homeland Security. Since then, the team has secured victories at DHS as well as other federal agencies.

Result:

FY 2019

Secured \$3.5 million to implement the client's objectives at the federal level, along with directive Report language to support interoperability integration and deployment.

FY 2020

Secured a \$10 million allocation and House Report language directing DHS/FEMA to create an Interoperability Modernization Initiative to utilize existing enhanced communications platforms that integrate telephone, mobile, and web communications to provide real-time feedback through live, interactive, multimedia platforms; Secured language to create a pilot project within the Transportation Safety Agency (TSA) to establish a pilot program to new and innovative interoperability technology; Secured a \$2 million plus-up for the Coast Guard to deploy interoperability technology.

FY 2021

Secured directive language in the Senate Report bill directing the Coast Guard to utilize interoperability technology and establish an annual funding plan for its deployment;

Continued TSA feasibility study from FY20.

FY 2022

Secured a total of \$4 million in new interoperability funding opportunities for the technology.

- \$2 million to fund said project in the U.S. House of the Sergeant of Arms; and
- \$2 million to develop and deploy new personal security devices that are interoperable for Members of Congress.

Secured included language to implement a feasibility study for further deployment of Coast Guard interoperability technology; Continued TSA feasibility study from FY20 and FY21; Secured a \$10 m plus up in S&T accounts for interoperable sensors.

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE BI-STATE DEVELOPMENT AGENCY
OF THE MISSOURI-ILLINOIS METROPOLITAN DISTRICT
APPROVING A SOLE SOURCE CONTRACT WITH HUSCH BLACKWELL
STRATEGIES FOR LOBBYING/CONSULTING 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”) Negotiation Procurements exceeding \$100,000; and

Whereas, Husch Blackwell Strategies (“HBS”) has the experience to help BSD work through the political will and build personal capital with government and business leaders to galvanize a dual-state strategy; and

Whereas, HBS plans to engage in strategic planning to help structure debt financing and advance federal grant requests (New Starts) which will require strong support from local government leaders and congressional delegations from Missouri and Illinois; and

Whereas, HBS will provide the Agency with state and federal government consulting related to BSD's expansion of its MetroLink system, which will connect North and South St. Louis along the Jefferson Alignment corridor, based on their Proposal; and

Whereas, it is feasible, necessary and in the public interest for the Board of Commissioners to authorize the President & CEO to enter into a three-year, two phased, contract with Husch Blackwell Strategies (“HBS”), for lobbying/consulting services, in the not-to-exceed amount of \$895,500.00, 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 Sole Source Agreement. The Board of Commissioners hereby authorize the President & CEO to enter into a three-year, two phased, contract with Husch Blackwell Strategies (“HBS”), for lobbying/consulting services, in the not-to-exceed amount of \$895,500.00, 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.

From: Taulby Roach, President and Chief Executive Officer
Subject: Emerson Park MetroLink Station Communications Center
Disposition: Information
Presentation: Taulby Roach, President and Chief Executive Officer

Objective:

To present to the Board of Commissioners, for informational purposes, the details negotiated for the Emerson Park facility, constructed by St. Clair County Transit District “SCCTD” through a competitive bid process, and to update the Board of Commissioners on the negotiated agreements and financials.

Background:

SCCTD and Bi-State Development “BSD” have worked cooperatively to enable SCCTD to bid and construct a security building at the Emerson Park MetroLink Station. This project enhances transit operations and demonstrates a commitment to these public projects by co-locating associated governmental functions. The project is in construction and will include St. Clair County’s CENCOM West (911 Communications), Office Space for St. Clair County Sheriff’s Department (MetroLink Detail) and capacity for a secondary MetroLink Operations Control Center (OCC2).

Currently, OCC1 is located at the Ewing facility. While OCC1 is fully operational, it is in need of practical renovation and upgrades to continue to serve effectively as a modern OCC facility. Additionally, it is a general vulnerability of system operations that MetroLink only has one location capable of primary train control and safety management of train operations. In this connection, it has always been a goal to develop a secondary facility around OCC to add to the operational resilience of the system as well as provide for duplication of facilities to allow for upgrades and improvements.

Additionally, the 29th street rail facility in East St. Louis has become the primary facility for car storage and distribution for normal system set up and run down. Essentially almost all trains going into regular service are dispatched from the 29th street Yard. Therefore, we have cooperatively engaged with SCCTD to co-develop space for the OCC2 location into the Emerson Park facility.

After working together to design the space needs, it was determined that the BSD’s (or Metro’s) portion of the building would cover approximately 30% of the building by square footage. Consequently, we would be financially responsible for that portion of capital expense behind this project.

Additionally, in the configuration of the CENCOM West space, additional consoles are being built to accommodate positions to dispatch police assets for the entire Joint Task Force MetroLink patrols. These costs are detailed below.

Analysis:

Current estimated construction costs	14,500,000.00
Metro OCC2 share (30%)	4,350,000.00
CENCOM estimated costs for dispatch	273,787.00

Funding Source:

Existing grant sources and Prop M funding using capital allocations.

Previous Action:

Resolution #1178, approved on November 19, 2021, authorized staff to finalize and the President & CEO to enter into agreements with the St. Clair County Transit District for the Emerson Park MetroLink Station Communications Center.

Board Action Requested:

This item is for information only.



St. Clair County Emergency Telephone Systems Board

St. Clair County E911 Administrative Offices - 101 South 1st St - Belleville, IL 62220-2014
(618) 825-2160 - Fax: (618) 277-7668 - E-mail: etsb@co.st-clair.il.us - Webpage: www.stclaircounty911.com

September 12, 2023

Mr. Taulby Roach
President/CEO Bi-State Development
One Metropolitan Square
211 North Broadway, Suite 700
St. Louis, MO 63102-2759

Dear Mr. Roach,

Please allow this letter to serve as a formal request for Bi-State's continued partnership in the development of the Emerson Park Public Safety Center and development of the future of communications for Metro Link's Law Enforcement Partners. As we have previously discussed the intention is to outfit the CENCOM West Dispatch Center with a primary and backup console for providing 24/7 dispatch services to the Metro Link Law Enforcement Officers. In order to complete the acquisition and installation of the necessary equipment for these two positions, we are requesting Bi-State Development provide the cost related to this equipment of \$273,787.00. This funding will allow for two fully functional dispatch positions to handle the phone calls, radio traffic, camera monitoring, computer-aided dispatch documentation and all other needed functions for 24/7 dispatch of the police officers assigned to the Metro Link alignment. The purchase of the equipment is within the State of Illinois proprietary purchase contract, and therefore, includes the benefits provided therein.

Very Respectfully,


Herbert Simmons
Executive Director



VISION

"Now more than ever, Metro is committed to meeting the needs of our team members, customers, and community. We are driven to deliver service that is safe, secure, and attractive. We are combining reliable performance with cutting-edge programs to make Metro a mobility system of choice for residents and visitors across the St. Louis region."

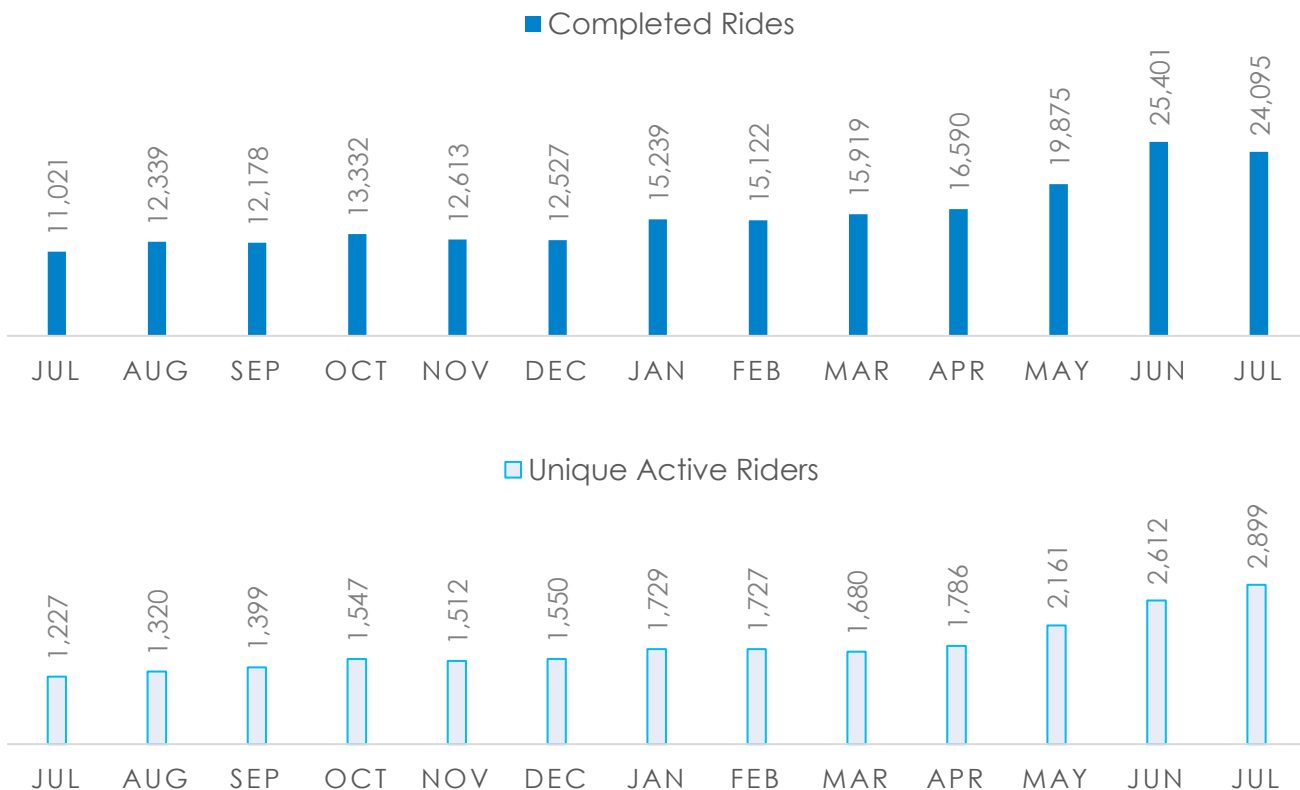
Chuck Stewart
Executive Director, Metro Transit

Service Performance ACTUALS		MetroBus Fixed Route + Special Services	FY24 vs. FY23	MetroLink	FY24 vs. FY23	Call-A-Ride	FY24 vs. FY23
System Ridership	YTD	999,400	1.5%	616,300	12.8%	22,665	(-20%)
	Q1	999,400	1.5%	616,300	12.8%	22,665	(-20%)
Missouri Ridership	YTD	851,200	0.3%	481,900	14.2%	22,665	(-20%)
	Q1	851,200	0.3%	481,900	14.2%	22,665	(-20%)
Illinois Ridership	YTD	148,200	9%	134,400	8%		
	Q1	148,200	9%	134,400	8%		
Revenue Miles	YTD	956,900	(-8.4%)	222,200	(-2.1%)	235,900	(-22%)
	Q1	956,900	(-8.4%)	222,200	(-2.1%)	235,900	(-22%)
Revenue Hours	YTD	68,200	(-9.9%)	9,700	(-3.1%)	13,600	(-23.4%)
	Q1	68,200	(-9.9%)	9,700	(-3.1%)	13,600	(-23.4%)
On-Time Performance	YTD	85.2%	(-0.9%)	96.3%	(-1.1%)	93.9%	2.2%
	Q1	85.2%	(-0.9%)	96.3%	(-1.1%)	93.9%	2.2%
Financials		YTD F23 Actual		YTD FY23 Budget		Budget Adherence	
Expenses (Transit)		\$21,573,090		\$26,967,080		(-\$5,393,990) (-20%)	
Passenger Revenue		\$1,596,608		\$2,005,700		\$409,090 20%	
Farebox Recovery Ratio		7.4%		7.4%		17.1%	
Fixed Route MetroBus + MetroLink 12-Month Rolling Average Fare		\$1.02	(-5%)	Call-A-Ride 12-Month Rolling Average Fare		\$1.86	7.5%

Call-A-Ride Passenger Trip Requests, July, 2023

Passenger Trip Requests	# of Trips	Percent of Trip Requests
Scheduled and Made	22,665	63.6%
Cancelled by Passenger	5,393	15.1%
No-Shows	959	2.7%
Missed Trips	70	0.20%
Van Unavailable – Capacity Denial – ADA Riders	5,674	15.93%
Van Unavailable – Capacity Denial – NON-ADA Riders	31	0.01%
Van Available – Adversarial Denial – All Riders	712	2.0%
Eligibility, Beyond Hours or Boundaries	121	0.03%
Total Trip Requests	35,625	100%

Via Metro STL, Last 12 Months

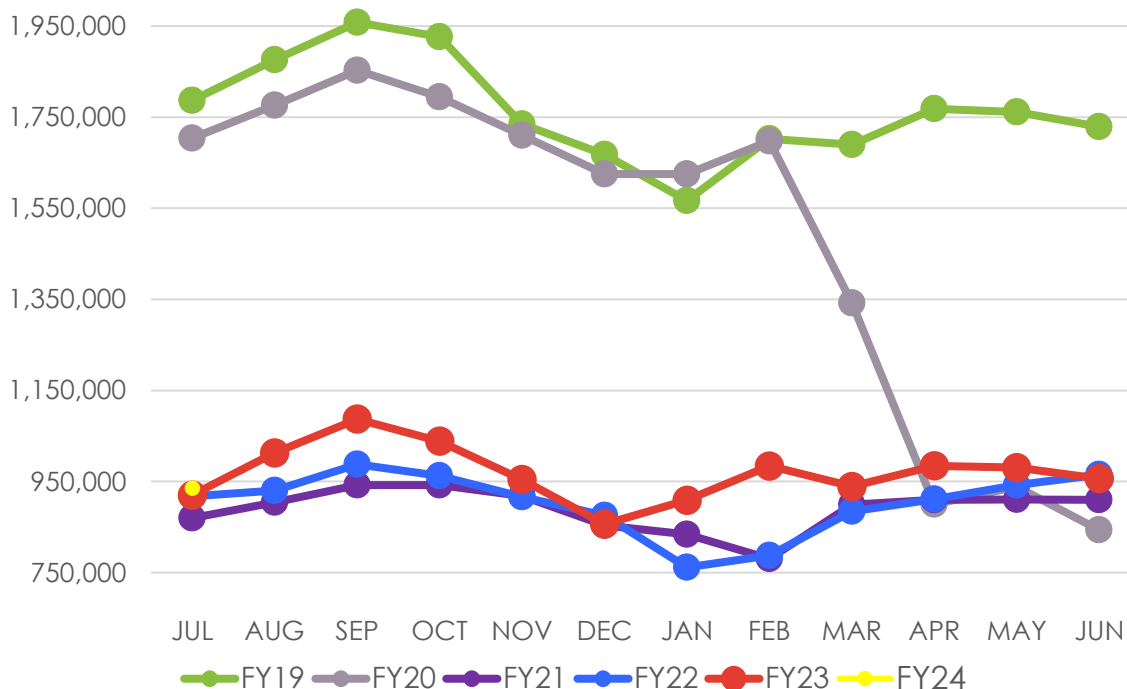


Service Performance Summary



- In July, overall systemwide ridership increased by 3.9% compared to July 2022. However, Missouri MetroBus ridership stayed flat vs July '22 (0.3%) in the wake of service reductions starting June 12th.
- Call-A-Ride usage decreased by (-20%) in July 2023 vs July 2022. However it also experienced a reduction in the denial of ADA eligible ride requests (less than 16% of the month's total trip requests). This positive movement is the result of right-sizing the service area of Call-A-Ride last April.
- Due to ongoing hardware upgrades on MetroLink cars, July 2023 MetroLink ridership, miles, and hours totals were estimated. Metro systems teams continue work to restore full capacity.
- Since Via Metro STL launched daytime service in its North Zone (north of I-270 only) in early June, microtransit demand has grown rapidly in that area. Year over year, the number of completed rides in July 2023 has more than doubled, while key service metrics (such as ETA) have held steady. Via continues to adjust driver hours to meet demand.

STANDARDIZED FIXED-ROUTE METROBUS RIDERSHIP



Fiscal Year MetroBus Ridership

(Actuals)

FY19 = 22,723,900

Jul = 1,925,600

FY20 = 19,223,600

Jul = 1,875,100

FY21 = 11,498,900

Jul = 959,800

FY22 = 11,647,400

Jul = 996,800

FY23 = 12,508,392

Jul = 984,800

FY24 = 999,400

Jul = 999,400

PERFORMANCE

Metro Transit Workforce At-A-Glance

Sign-on and Retention Bonuses

- 480 hires into sign-on bonus eligible positions since program began in 2021, 766 total new-hires in that time period.
- 416 sign-on bonuses payments made to date.
- 60 referral bonus payments made.

Recruiting & Training Capacity

- 2 classes per month scheduled for Call-A-Ride.
- 1 class every 8 weeks scheduled for MetroBus.
- 1 MetroLink class scheduled for July 2023.

Status of Operations

MetroBus	1,211 of 81,527 missed trips in July, with 911 due to workforce shortage. This is 1.5% of the total trips.
MetroLink	<i>One (1) annulled trips in July 2023.</i>
Call-A-Ride	5,674 denied boardings of the 35,625 trips requested in July. This is 15.93% of the total trips.

In July, the MetroBus missed trips declined month over month, sitting at approximately 1.5% missed of total monthly trips. This is the result of increased hiring and retention efforts, as well as the June service Change- which reduced service and therefore the operator requirement on nights and weekends, when historically missed trips have been higher. Operations has therefore been able to better manage the weekend scheduled service, while nighttime service (i.e. 6pm and later) still showed roughly 3% missed trips in July. Staff monitor missed trips closely and want to protect scheduled service as best as possible on the routes and at times of day that carry the greatest number of passengers. For Call-A-Ride, since the service change in April 2023, ADA rider denials have continued to decrease month over month, with less than 16% denials in July.

Recruitment Progress

- Hiring events have moved to a Monthly schedule with the next one being August 12th, 2023. We have added to the list of positions for these events to include TSMs, Reservation Clerks, Dispatchers, Mechanics, Electrician, Maintenance, and Arch positions. Our last two events resulted on over 100 job offers.
- Pre-employment assessment and Realistic Job Preview (RJP) RFP is complete and the implementation phase will start shortly.

Recruiting & Training Pipeline (July)

	Applications Received	Candidates in Process	Candidates Scheduled for Training	Trainees in Process	FY23 Grads
MetroBus Operators	280	68	15	12	82
MetroLink Operators	27	5	2	0	9
Call-A-Ride Operators	191	55	13	7	51
1A Mechanics	6	4	0	2	7
Electro-Mechanics	12	0	0	0	2
Electricians	5	5 scheduled for testing	0	2	7

Staffing Levels

	MetroBus Operators	MetroLink Operators	Call-A-Ride Operators	General Maintenance 1A Mechanics	Vehicle 1A Mechanics	MetroLink ElectroMechanics	Electricians
Budgeted Positions	635	102	201	46	169	42	60
Active Employees	544	78	116	38	149	29	51
Percent Shortage	14.33%	23.52%	42.28%	-17.39%	-11.83%	- 30.95%	-15.00%