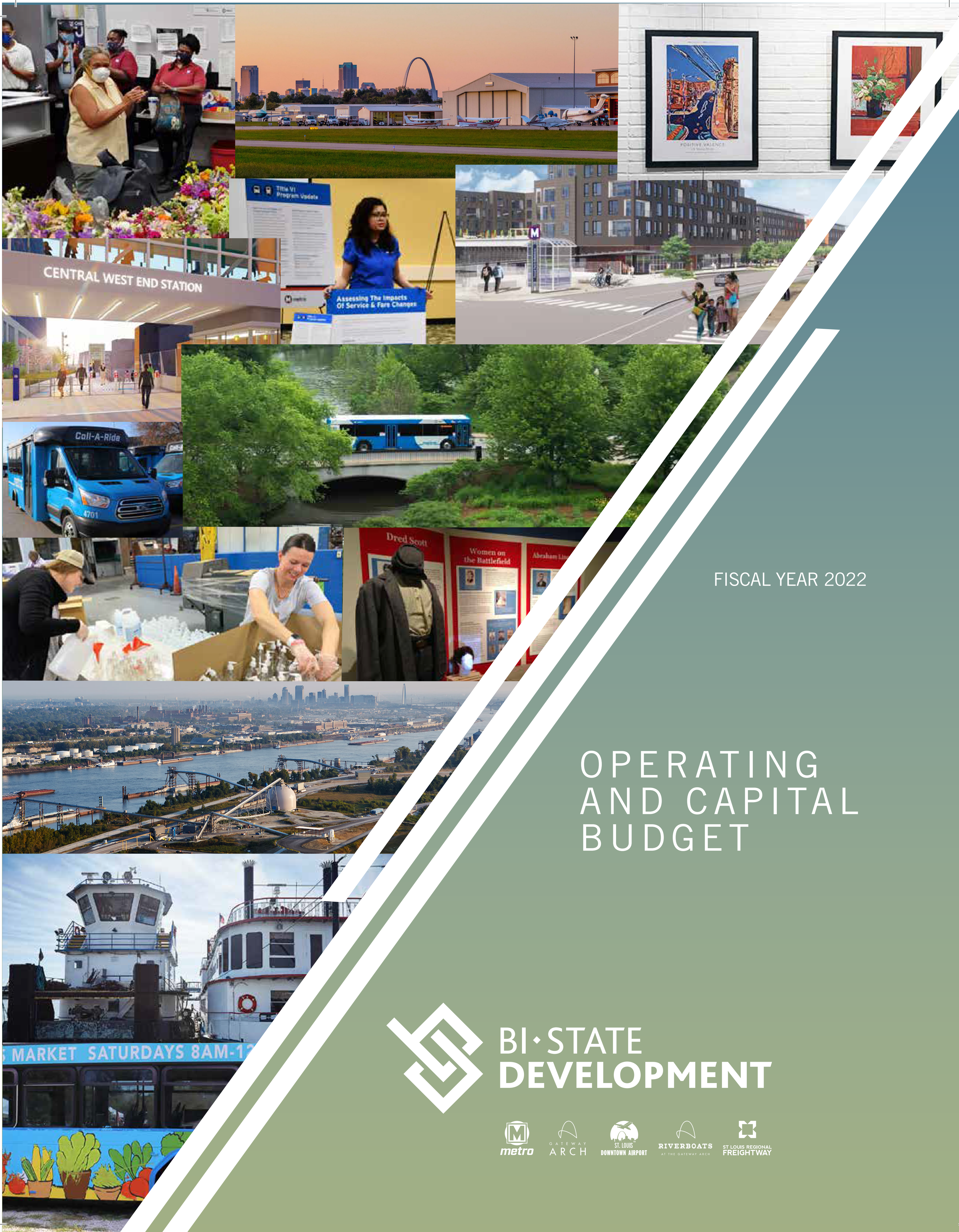

FISCAL YEAR 2022

OPERATING AND CAPITAL BUDGET

BI-STATE DEVELOPMENT

metro · GATEWAY ARCH · ST. LOUIS DOWNTOWN AIRPORT · RIVERBOATS AT THE GATEWAY ARCH · ST LOUIS REGIONAL FREIGHTWAY

GOVERNMENT FINANCE OFFICERS ASSOCIATION

Distinguished Budget Presentation Award

PRESENTED TO

Bi-State Development Agency

Missouri

For the Fiscal Year Beginning

July 1, 2020

Christopher P. Morrill

Executive Director

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

A Distinguished Budget Presentation Award is valid for a period of one year. We believe our current Bi-State Development FY2022-FY2024 Operating and Capital Budget continues to meet the Certificate of Achievement Program requirements and we are submitting it to the GFOA to determine its eligibility for another certificate.

BI•STATE DEVELOPMENT
Gateway to growth. On both sides of the river.™

Message from the President and Chief Executive Officer

It is my pleasure to present to the Board of Commissioners for approval the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (BSD) Fiscal Year (FY) 2022 Operating and Capital Budget. Our budget document includes the federally required three-year Transportation Improvement Program that identifies operating and capital resources necessary to serve our regional stakeholders and to meet the St. Louis metropolitan area's transportation requirements.

Three words that best describe this last fiscal year at Bi-State Development: Challenging, Resilient, Committed.

Looking back over our accomplishments, I am struck by the commitment and resiliency of our entire team in our ability to overcome obstacles related to mobilizing the workforce during the ever-changing and challenging landscape of the COVID-19 pandemic, continuing service for essential workers throughout the region, while building an internal safety culture that better prepares BSD to respond to the needs of the communities we serve. Our focus on improving safety and security has fostered an incredible spirit of teamwork with our police partners creating a unified multi-layered approach to making the Metro Transit system safer. I am happy to report that, in spite of the challenges we faced, our organization is stronger and more resolved to improve the quality of life in the St. Louis region through the services and solutions we provide.

For the last 18 months, the team at Bi-State Development embarked on an aggressive journey to develop a strategic plan that continues to move our organization forward through the coming decades. While we acknowledge that we have much work to do, we have established a solid path forward that is defined by our values of accountability, customer first, diversity, fiscal responsibility, teamwork, and safety and security.

Our mission and values influence the fiduciary decisions we make every day, and are instrumental in the development of this budget. This budget document continues to follow fiscally responsible forecasts impacted by the COVID-19 pandemic. Our enterprises – Metro Transit, Gateway Arch, St. Louis Downtown Airport, Riverfront Attractions, and St. Louis Regional Freightway continue in our vision to create a more connected, vibrant and thriving region.

Highlights from this past fiscal year include:

- The sale of $171.2 million in bonds in July, for the purpose of refinancing existing higher cost debt. This refunding provides more than $36 million in budgetary savings over the life of the bonds and is part of a financial strategy that strengthens the financial stability of BSD. This extends our ability to deliver essential services during times of economic uncertainty.

- Metro Transit's electric bus project moved closer to operational reality through the completion of an $11.3 million infrastructure partnership with Ameren Missouri to provide charging capabilities to our fleet of 14 (60") articulated battery electric buses and 4 (40") electric buses that will serve the central corridor of the St. Louis region.
- BSD quickly mobilized the entire team to develop COVID-19 protocols to protect our team members and customers at our various enterprises. Our mobilization efforts complied with local, state, and federal guidelines and provided the means by which our enterprises were able to provide services and tourism experiences to limited audiences.
- Construction has begun on a new mixed-use development adjacent to the Forest Park-DeBaliviere Transit Center (Expo at Forest Park). The project includes 287 market-rate apartments and 30,000 square feet of retail space. This transit-oriented development (TOD) provides garage parking for Metro Transit commuters and enhanced access to the St. Louis region's MetroBus network and MetroLink light rail system. The development reuses existing transit infrastructure and real estate at the Forest Park-DeBaliviere Transit Center, including improving security, customer amenities and overall transit experience of Metro Transit riders.
- Since completing the $380 million City/Arch/River project at the Gateway Arch, our team has continued to build upon our success by adding new programs and events for both the Gateway Arch and Riverfront Attractions to support the region's number one tourist attraction.
- The success of the St. Louis Regional Freightway has brought national and international attention to the St. Louis region's standing as a premier international freight hub and has helped secure more than $1 billion for infrastructure improvements that were under construction in 2020 or set to get underway.
- The St. Louis Downtown Airport remains the airport of choice for businesses and serves as a major transfer point for patients and organ transplants for many of the region's medical centers. Recent infrastructure improvements around the airport are reducing travel time and improving freight movement for airport manufacturers, nearby barge, trucking, and freight/logistics businesses.

The FY 2022 Operating and Capital Budget continues to focus on our long-term financial health. Upon approval by the Bi-State Development Board of Commissioners, the FY 2022 Operating and Capital Budget continues through a review and approval process with our funding partners: St. Louis County, St. Clair County and the City of St. Louis.

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

The following pages provide a financial overview Fiscal Year 2022 for Bi-State Development, our enterprises and the support services which together create our plan to improve the quality of life in the St. Louis region by delivering excellent public services and dynamic regional solutions.

In my nearly three years of leading BSD, I could not be more proud of our team members and their unwavering dedication and commitment to the St. Louis regional community.

Taulby A. Roach
President and Chief Executive Officer

Authority and Government

Bi-State Development was established on September 20, 1949, by an interstate compact passed by the state legislatures of Illinois and Missouri and approved by both governors. The compact was approved by the U. S. Congress and signed by President Harry S. Truman on August 31, 1950. A 10-member Board of Commissioners sets policy and direction for the organization. The governor of Missouri appoints five commissioners and the County Boards of St. Clair and Madison Counties in Illinois appoint five commissioners. All commissioners must be resident voters of their respective state and must reside within the Bi-State Metropolitan District. Each term is for five years and each serves without compensation.

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Executive Officers

Taulby Roach
President and Chief Executive Officer

Tom P. Curran
Executive Vice President
Administration

Jessica Mefford-Miller
Executive Director
Metro Transit

Charles Stewart
Executive Vice President
Organizational Effectiveness

Mary Lamie
Executive Vice President
Multi Modal Enterprises

Crystal M. Messner
Chief Audit Executive
Internal Audit

Tammy L. Fulbright
Executive Vice President
Chief Financial Officer

Barbara Enneking
General Counsel
Legal and Compliance

BI-STATE DEVELOPMENT

BI-STATE DEVELOPMENT

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BSD Organizational Overview and Personnel

Bi-Statement Development is a dynamic and multi-faceted resource for economic development in the St. Louis bi-state region for Illinois and Missouri. BSD is uniquely empowered to provide real solutions to regional challenges with a model of efficiency and accountability.

This section contains the Bi-State Development organizational chart for the Board of Commissioners, the President and Chief Executive Officer and his direct reports. Also in this section is a FY 2022 Consolidating Statement of Revenue and Expense, which shows each business unit, and a FY 2020 - FY 2022 Combined Revenue and Expense Summary, which combines all business units together with eliminations for the respective periods. The section concludes with BSD personnel information that has a report by division and function and by pay group.

Financial Direction

Financial responsibility and stability are of significant importance to Bi-State Development's (BSD) mission of improving people's lives by delivering innovative, regional economic initiatives, and public services through Metro Transit, Gateway Arch and Riverfront, St. Louis Downtown Airport, St. Louis Regional Freightway, and other public-private nonprofit partnerships.

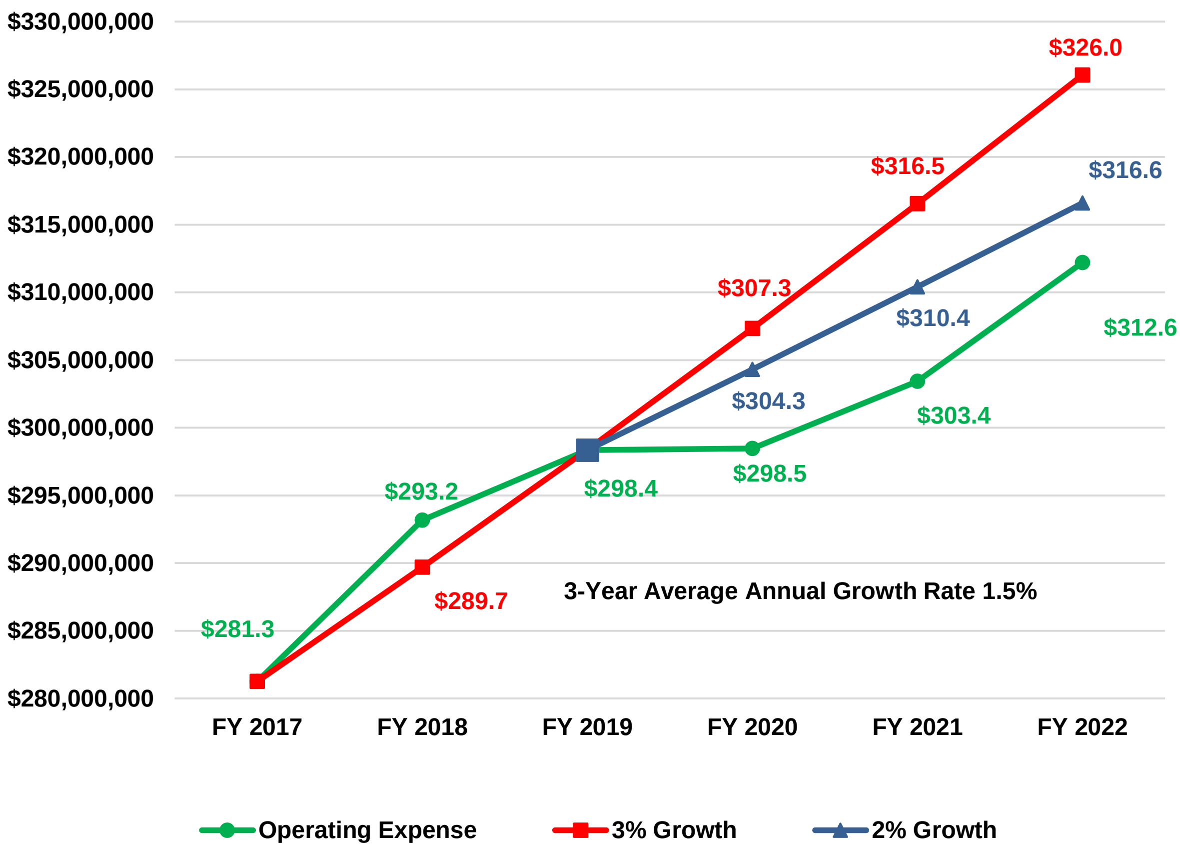
The FY 2022 budget continues a direction of fiscal responsibility. As part of this initiative, BSD is focused on finding efficiencies through process improvement throughout the organization and in an effort to enhance revenues, will aim attention on any new legislation that will enhance sales tax revenue including sales tax from internet sales. BSD has also began working on a project to purchase new fareboxes and ticket vending machines (TVMs). Current fare policies are being reviewed and updated as part of this project. For FY 2022, the current Transit projected revenue is $337,473,910. This includes approximately $21 million in passenger revenue, a 45% decrease from the original budgeted revenue for FY2021. In addition, we have included sales tax revenues at FY 2020 levels for both St. Louis County and St. Louis City. St. Clair County contract revenue is based on requested service hours.

Soon after the FY 2021 budget document was completed, both the states of Missouri and Illinois reacted to respond to the risk posed to the health, safety, and the wellbeing of their residents by the outbreak of the COVID-19 pandemic. In response to the pandemic, a FY 2021 COVID budget was created to project the expected impact. We have provided both the FY 2021 original budget and the COVID FY 2021 budget within this document.

The federal government responded to the COVID pandemic quickly and through the Federal Transit Administration (FTA) apportioned BSD $151,531,678 under the Coronavirus Aid, Relief, and Economic Security Act (the "CARES Act") which helps provide funding to reduce the impact of operating deficits. This apportionment included $9,132,279 for Madison County Illinois with the remaining allocation to BSD of $142,399,399. In December of 2020, the Coronavirus Response and Relief Supplemental Appropriation Act of 2021, (the CRRSAA Act of 2021) was signed into law. This apportionment included $4,111,632 for Madison County Illinois with the remaining allocation to BSD of $64,199,137. We expect to allocate and expense approximately $57.5 million of this additional federal funding in FY 2022.

Transit projected operating costs for FY 2022 are $312,573,821. In FY 2022, the St. Louis County police contract of approximately $5.2 million is included in the BSD operating expense. These operating expenses have not been included in the BSD operating budget for the last several years and are included within the services line item within the Metro Transit system statement of reveneue and expense. The chart on the following page denotes a 3-year average budgeted growth of 1.5% compared to a 2% and 3% growth rate.

Metro Transit System Cost Stabilization



Combining Statement of Revenue and Expense (By Enterprise)

	Metro Transit	Gateway Arch	Riverfront Attractions	St. Louis Downtown Airport	St. Louis Regional Freightway	Executive Services	Health Self-Insurance Fund	Casualty Self-Insurance Fund	Workers Comp Self-Insurance Fund	Arts In Transit	Research Institute	Total	Eliminations	Total After Eliminations
Passenger revenue	$ 20,970,144	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 20,970,144	$ -	$ 20,970,144
Paratransit contract	1,374,672	-	-	-	-	-	-	-	-	-	-	$ 1,374,672	-	$ 1,374,672
Other operating revenue	4,422,390	15,561	91,231	138,100	-	-	-	-	-	15,000	-	$ 4,682,282	(43,843)	$ 4,638,439
Agency operating revenue	-	-	-	-	-	4,367,370	-	-	-	-	-	$ 4,367,370	(4,189,492)	$ 177,878
Arch ticket sales	-	4,043,263	-	-	-	-	-	-	-	-	-	$ 4,043,263	-	$ 4,043,263
Service/fee revenue	-	97,232	-	-	-	-	-	-	-	-	-	$ 97,232	-	$ 97,232
Sales discounts revenue	-	(60,649)	(34,789)	-	-	-	-	-	-	-	-	$ (95,438)	-	$ (95,438)
Not-for-profit (NFP) revenue	-	-	-	-	-	-	-	-	-	94,674	3,823	$ 98,497	(98,257)	$ 240
Regional freight fees	-	-	-	-	625,000	-	-	-	-	-	-	$ 625,000	-	$ 625,000
Aircraft parking	-	-	-	145,454	-	-	-	-	-	-	-	$ 145,454	-	$ 145,454
Leased acreage	-	-	-	684,135	-	-	-	-	-	-	-	$ 684,135	-	$ 684,135
Hangar rental	-	-	-	543,884	-	-	-	-	-	-	-	$ 543,884	-	$ 543,884
Aviation sale flowage fee	-	-	-	125,020	-	-	-	-	-	-	-	$ 125,020	-	$ 125,020
Airport concessions	-	-	-	121,980	-	-	-	-	-	-	-	$ 121,980	-	$ 121,980
Cruise revenue	-	-	1,609,513	-	-	-	-	-	-	-	-	$ 1,609,513	-	$ 1,609,513
Food and beverage revenue	-	-	737,379	-	-	-	-	-	-	-	-	$ 737,379	-	$ 737,379
Retail revenue	-	-	106,689	-	-	-	-	-	-	-	-	$ 106,689	-	$ 106,689
Employee health	-	-	-	-	-	-	7,796,050	-	-	-	-	$ 7,796,050	-	$ 7,796,050
Employer health	-	-	-	-	-	-	30,026,487	-	-	-	-	$ 30,026,487	(30,196,487)	$ (170,000)
ISF-Casualty insurance revenue	-	-	-	-	-	-	-	5,022,756	-	-	-	$ 5,022,756	(5,022,756)	$ -
ISF-Workers comp revenue	-	-	-	-	-	-	-	-	6,553,044	-	-	$ 6,553,044	(6,553,044)	$ -
Total operating revenues	26,767,206	4,095,407	2,510,023	1,758,573	625,000	4,367,370	37,822,537	5,022,756	6,553,044	109,674	3,823	$ 89,635,413	(46,103,879)	$ 43,531,534
Total grants & assistance	297,680,305	-	-	-	-	-	-	-	-	-	-	$ 297,680,305	-	$ 297,680,305
Interest revenue	10,906,178	10,000	-	1,000	-	2,500	2,500	10,000	12,000	-	-	$ 10,944,178	-	$ 10,944,178
Pass through grant revenue	2,120,222	-	-	-	-	-	-	-	-	-	-	$ 2,120,222	-	$ 2,120,222
Total revenues	337,473,911	4,105,407	2,510,023	1,759,573	625,000	4,369,870	37,825,037	5,032,756	6,565,044	109,674	3,823	$ 400,380,118	(46,103,879)	$ 354,276,239
Wages and benefits	205,035,777	2,695,031	1,437,226	889,027	202,355	2,485,413	763,260	611,017	261,086	22,464	-	$ 214,402,656	(24,934)	$ 214,377,722
Services	47,925,589	1,156,298	328,576	108,604	339,400	1,513,275	259,290	46,000	19,000	72,714	3,738	$ 51,772,485	(67,706)	$ 51,704,779
Fuel, materials and supplies	33,215,905	479,378	545,726	99,996	3,500	21,900	23,000	3,100	1,500	6,844	70	$ 34,400,919	(6,844)	$ 34,394,075
Casualty and liability costs	10,233,710	99,244	200,039	68,583	-	57,000	-	2,643,000	267,000	-	-	$ 13,568,576	(2,643,000)	$ 10,925,576
Utilities	8,395,433	151,035	91,029	177,500	-	2,673	4,140	1,200	500	-	-	$ 8,823,510	(173)	$ 8,823,337
Leases, other and admin. charges	7,767,406	1,098,871	141,007	133,110	49,000	289,608	24,945	2,300	603,350	7,652	15	$ 10,117,265	(4,231,935)	$ 5,885,330
Health and welfare self-insurance	-	-	-	-	-	-	36,750,401	-	-	-	-	$ 36,750,401	(30,196,487)	$ 6,553,914
Casualty self-insurance	-	-	-	-	-	-	-	5,032,756	-	-	-	$ 5,032,756	(2,379,756)	$ 2,653,000
Workers comp self-insurance	-	-	-	-	-	-	-	-	6,565,044	-	-	$ 6,565,044	(6,553,044)	$ 12,000
Total operating expenses	312,573,821	5,679,857	2,743,604	1,476,820	594,255	4,369,870	37,825,037	8,339,372	7,717,480	109,674	3,823	$ 381,433,613	(46,103,879)	$ 335,329,734
Interest expense	21,970,677	273,559	-	-	-	-	-	-	-	-	-	$ 22,244,236	-	$ 22,244,236
Contributions to outside entities	1,255,000	1,155,008	-	-	-	-	-	-	-	-	-	$ 2,410,008	-	$ 2,410,008
Pass through grant expense	2,120,223	-	-	-	-	-	-	-	-	-	-	$ 2,120,223	-	$ 2,120,223
Other non-operating expense	(68,888)											$ (68,888)		$ (68,888)
Total expenses	337,850,833	7,108,424	2,743,604	1,476,820	594,255	4,369,870	37,825,037	8,339,372	7,717,480	109,674	3,823	$ 408,139,192	(46,103,879)	$ 362,035,313
Net income (deficit) before depreciation and transfers	(376,922)	(3,003,017)	(233,581)	282,753	30,745	0	0	(3,306,616)	(1,152,436)	0	0	$ (7,759,074)	-	$ (7,759,074)
Depreciation and ammortization	77,057,118	485,850	192,005	1,440,099	-	-	-	-	-	-	-	$ 79,175,072		$ 79,175,072
Net transfers	4,459,052	-	-	-	-	-	-	(3,306,616)	(1,152,436)	-	-	$ 0	-	$ 0
Net income (deficit)	$ (81,893,092)	$ (3,488,867)	$ (425,586)	$ (1,157,346)	$ 30,745	$ -	$ -	$ -	$ -	$ -	$ -	$ (86,934,147)	$ -	$ (86,934,147)

Numbers may not sum due to rounding.

Bi-State Development
Combined Statement of Revenue & Expense

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Passenger and service revenue	$ 44,417,760	$ 58,086,019	$ 33,500,468	$ (24,585,551)	
Other	6,104,556	7,119,168	6,736,607	(382,561)	
Charges for services	47,344,894	52,352,303	49,398,337	(2,953,966)	
Total operating revenues	97,867,210	117,557,490	89,635,412	(27,922,078)	-23.8%
State and local	244,116,955	256,380,950	265,014,566	8,633,616	
Federal	39,639,629	21,724,752	32,665,739	10,940,987	
Total Grants & Contractural Revenue	283,756,584	278,105,702	297,680,305	19,574,603	7.0%
Non-Operating Revenue:					
Interest Revenue	10,284,750	12,831,304	10,944,178	(1,887,126)	
Other non-operating revenue	601,278	886,351	2,120,222	1,233,871	
Total Non-Operating Revenue	10,886,028	13,717,655	13,064,400	(653,255)	-4.8%
Total revenues	392,509,822	409,380,847	400,380,117	(9,000,730)	-2.2%
Intercompany revenue eliminations	(43,160,794)	(49,032,086)	(46,103,879)	2,928,207	
Total revenue less eliminations	349,349,028	360,348,761	354,276,238	(6,072,523)	-1.7%
Operating Expense:					
Wages and benefits	204,448,500	220,405,631	214,402,656	(6,002,975)	
Services	38,958,933	43,488,969	51,772,485	8,283,516	
Fuel and lubricants	10,150,101	12,307,679	10,732,256	(1,575,423)	
Parts and supplies	25,575,799	24,423,595	23,668,663	(754,932)	
Casualty and liability costs	6,954,351	10,834,276	13,568,576	2,734,300	
Interfund administrative charges	3,418,587	4,393,442	4,189,492	(203,950)	
Utilities	6,884,614	8,372,869	8,823,510	450,641	
Leases and other expenses	4,931,907	6,516,879	5,927,773	(589,106)	
Health self-insurance claims	35,864,528	37,208,260	36,750,401	(457,859)	
Casualty & Work comp self ins. claims	10,393,718	14,456,820	11,597,800	(2,859,020)	
Total operating expenses	**347,581,038**	**382,408,419**	**381,433,612**	**(974,807)**	**-0.3%**
Non-Operating Expense:					
Interest expense	22,790,300	25,883,915	22,244,237	(3,639,678)	
Contributions to outside entities	2,983,785	2,400,008	2,410,008	10,000	
Other non-operating expense	476,878	847,502	2,051,335	1,203,833	
Total Non-Operating Expense	26,250,962	29,131,426	26,705,580	(2,425,845)	-8.3%
Total expenses	373,832,000	411,539,845	408,139,192	(3,400,652)	-0.8%
Intercompany expense eliminations	(43,160,794)	(49,032,086)	(46,103,879)	2,928,207	
Total expense less eliminations:	330,671,206	362,507,759	362,035,313	(472,445)	-0.1%
Net income (deficit) before depreciation and transfers	**18,677,822**	**(2,158,998)**	**(7,759,075)**	**(5,600,077)**	**259.4%**
Depreciation	79,520,320	77,832,070	79,175,072	1,343,002	
Net transfers	-	-	-	-	
Net income (deficit)	**$ (60,842,498)**	**$ (79,991,068)**	**$ (86,934,147)**	**$ (6,943,079)**	**8.7%**

Numbers may not sum due to rounding.

Bi-State Development Personnel

Bi-State Development remains committed to maintaining a responsible position count. The organization went through a series of transitions and a reorganization during FY 2019. As a result of this, the FY 2019 position count was modified to reflect a different mix of full-time and part-time bus operators ultimately reducing the total operator count. FY 2021 budget included 2,309 positions. For FY 2022, a budget of 2,220 positions is a decrease of 89 positions from the FY 2021 budget. The FY 2022 budget plan was developed intent on streamlining processes and becoming more efficient.

Metro Transit

A total of 2,146 positions are budgeted for the Metro Transit system enterprise in FY 2022.

Metro Transit Operations

A net change of 83 fewer positions are budgeted within Metro Transit Operations.

- Bus Transportation: Per the terms and conditions of the labor contract, Metro may utilize part-time operators to improve efficiency of operations. A budget of 2 part-time operators compliment the 811 full-time operator positions planned to operate service levels. Ninety three fewer operators and support staff are budgeted in FY 2022.
- Rail Transportation: MetroLink operator counts remain consistent at 102.
- Paratransit Transportation: Operator and support positions will be decreased by 2 as compared with the prior year modified budget.
- Maintenance of Way, Vehicle and Facility Maintenance: Will increase by 8 positions for FY 2022.
- Engineering Services: Will remain unchanged at 17 positions for FY 2022..

Metro Transit Administration

Metro Transit Administration will be reduced by 3 positions in the FY 2022 plan.

Metro Organizational Effectiveness

Organizational Effectiveness is expected to add 1 position in Human Resources and 1 position in Labor Relations in FY 2022. Organizational Effectiveness includes Human Resources, Pension and Retiree Benefits, Risk Management, Labor Relations and Workforce Diversity and EEO.

Internal Service Funds

Consists of Health, Casualty and Workers Compensation Self-Insurance funds. The FY 2022 budget count for Casualty Self-Insurance will also remain unchanged from FY 2021.

Executive Services

FY 2022 reflects a net decrease of 2 due to attrition.

Gateway Arch

The Gateway Arch will add one position for FY 2022.

St. Louis Downtown Airport

Staffing levels decrease by 2 positions for the FY 2022 budget.

Riverfront Attractions

Staffing levels decreased by 2 positions through reductions due to lower business levels..

St. Louis Regional Freightway

St. Louis Regional Freightway will remain the same as FY 2021.

Bi-State Development Employees by Division and Function

The following page contains tables of budgeted staff count for FY 2022. The tables compare total BSD personnel to the prior FY 2021 budget.

Note:
In the Organizational Units section of this document, there are detailed organization charts for each division within Transit. The organization charts for the Gateway Arch, Riverfront Attractions, St. Louis Downtown Airport, Internal Service Funds and Executive Services are found in the respective sections of this document.

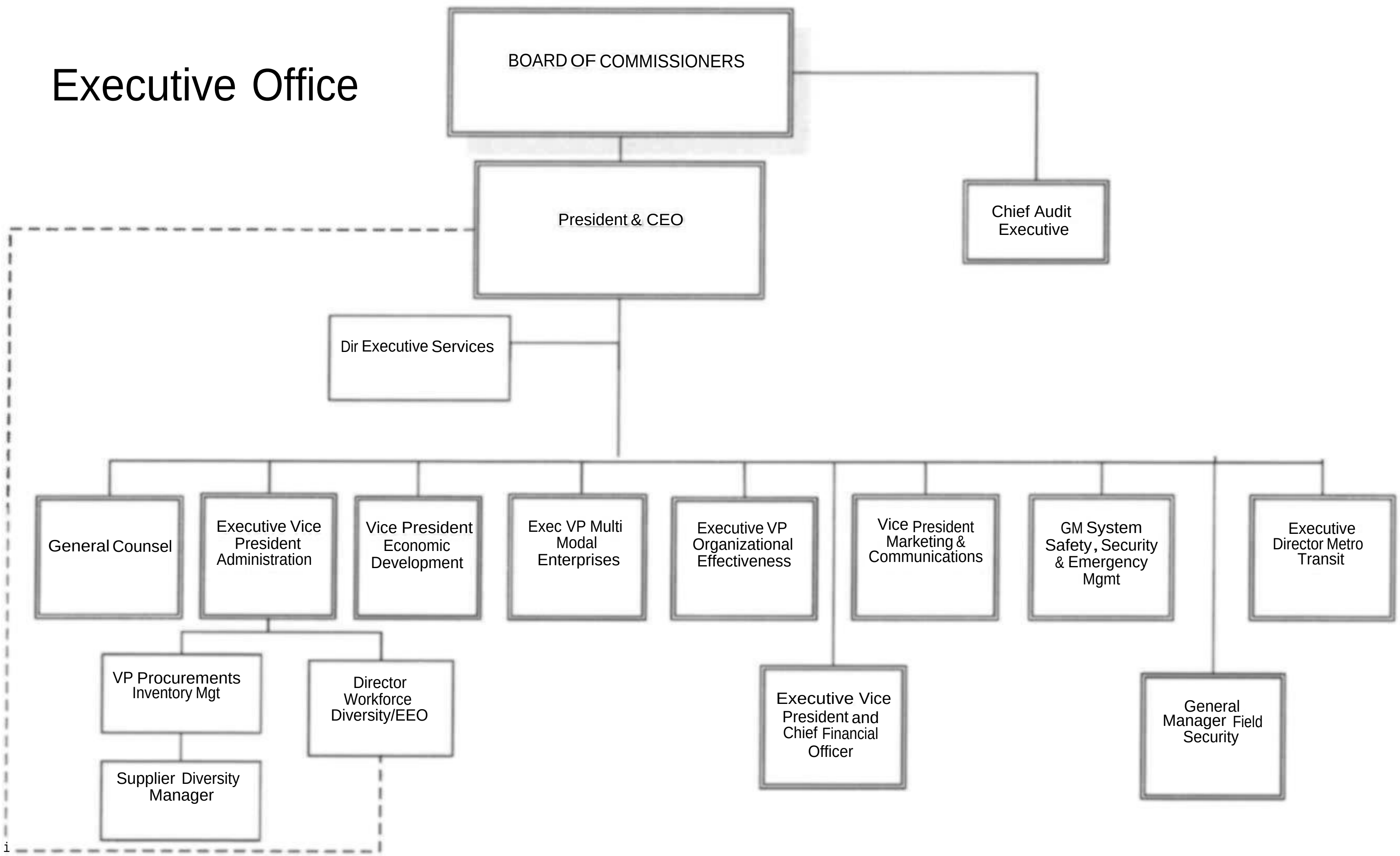
Bi-State Development
Personnel by Division & Function

	Budget 2021	Budget 2022	Variance FY21-FY22
Metro Transit Operations			
MetroBus Operations	982	888	(94)
Security	73	80	7
MetroLink Operations	142	146	4
Paratransit Operations	247	245	(2)
Vehicle and Facility Maintenance	383	382	(1)
Maintenance of Way	136	144	8
Service Planning	37	37	-
Engineering and New Systems	17	17	-
ADA Services	6	1	(5)
Executive Director of Metro Transit	2	2	-
Total Metro Transit Operations	**2,025**	**1,942**	**(83)**
Administration			
Executive Vice-President for Administration	8	8	-
Procurement Matls Mgmt & Supplier Diversity	56	55	(1)
Finance			
Treasury	6	6	-
Controllers Group	16	16	-
Passenger Revenue	35	34	(1)
Finance Administration	4	4	-
Total Finance	**61**	**60**	**(1)**
Information Technology	32	31	(1)
Total Administration	**157**	**154**	**(3)**
Organizational Effectiveness			
Human Resources	14	15	1
Pension and Retiree Benefits Rollup	1	1	-
Risk Management	6	6	-
Labor Relations	2	3	1
Workforce Diversity and EEO	2	2	-
Executive VP Organizational Effectiveness	2	2	-
Total Organizational Effectiveness	**27**	**29**	**2**
Marketing	19	19	-
Meridian Garage and Real Estate	2	2	-
Total Metro Transit	**2,230**	**2,146**	**(84)**
Executive Services	18	16	(2)
Gateway Arch	18	19	1
St. Louis Downtown Airport	12	10	(2)
Riverfront Attractions	11	9	(2)
St. Louis Regional Freightway	2	2	-
Health Self Insurance SIF	8	8	-
Casualty Self Insurance SIF	7	7	-
Workers Comp Self Insurance SIF	3	3	-
Bi-State Development Research Institute	-	-	-
Arts In Transit (AIT)	-	-	-
Total Bi-State Development	**2,309**	**2,220**	**(89)**

Personnel by Paygroup

	Budget 2021	Budget 2022	Variance FY21-FY22
Bus Operators (FT)	904	811	(93)
Bus Operators (PT)	6	4	(2)
Light Rail Operators	102	102	-
Van Operators	202	200	(2)
Total Operators	**1,214**	**1,117**	**(97)**
788 Clerical	43	42	(1)
788 Service	81	83	2
788 Maint	313	315	2
IBEW	62	62	-
Salaried	596	601	5
Total Bi-State Development	**2,309**	**2,220**	**(89)**

Executive Office



BI-STATE DEVELOPMENT

STRATEGIC PLAN

BU200854

Metro Transit – Strategic Plan Overview

Priorities

Metro Transit's priority is to run a safe and secure system fully responsive to input from regional leadership, Metro customers, and the recent MetroLink security assessment. Metro works to maintain and build ridership through a number of focused efforts to improve public perception through employee engagement, strategic planning, communications, and marketing strategies that strengthen relationships with our customers and partners. Effective management of system resources will provide future stability and growth through repositioning Metro Transit as an innovative thought leader by building partnerships with businesses, communities, and private firms with the goal of integrating services into the fabric of the social, economic, and educational activities of the communities we serve.

Strategic Focus

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

Our strategic focus for FY 2022 centers on:

SAFETY & SECURITY

- ✓ We place the physical, mental and emotional well-being of team members and our customers above all else. Metro has made tremendous strides in security operations and is now focused on continued improvement and the introduction of security-focused system enhancements. Inside our organization, we are creating a safety culture that equips and empowers all team members to understand and contribute individually to creating a safer, more secure Metro.

CUSTOMER EXPERIENCE

- ✓ Metro is working to deliver an excellent customer experience through its programs and partnerships, matching transit solutions to customer and community needs, and delivering capital investments that balance customer experience goals, service expansion, and transit asset management principles.

RECOVERY

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

FISCAL RESPONSIBILITY

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

PARTNERSHIPS / RELEVANCE

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

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Assumptions

Please note all budget comparisons are between the FY 2022 budget and the FY 2021 budget adjusted for the impacts of COVID.

The FY 2022 budget projects a breakeven position before depreciation and net transfers. The reimbursement of CARES Act funding for operator wages funds any deficit. Therefore, the FY 2022 budget is balanced.

Service miles and hours for system revenue miles increased 15.3% from the FY 2021 budget. System revenue hours are lower than the FY 2021 budget by 20.2%.

Passenger boardings on MetroBus, MetroLink, and Call-A-Ride for FY 2021 show a combined system decrease of than 56.2% compared to the FY 2021 budget. The soft change in ridership is due to multiple factors including lower fuel costs, perceptions of security, pandemic issues and changes in workforce transit patterns including telecommuting.

Operating Revenue

Passenger revenue is budgeted at $21.0 million for FY 2022. This is a decrease of $2.1 million or 9.0% from the FY 2021 budget. The decrease in passenger revenue is reflective of a ridership drop for pandemic issues in the prior fiscal year. The proposed budgeted revenue level is reflective of ongoing safety and security issues, lower fuel prices, and the expansion of on-demand service options available within the community. Metro's service redesign and focus on the customer experience through improved safety and security measures and new customer amenities are expected to help improve ridership trends. Bi-State Development continues to work with its funding partners, law enforcement partners, and civic and community groups to improve the safety and security of the system. These factors have been incorporated into the FY 2022 operating budget ridership projection with no plans for fare increases in this fiscal budget.

Paratransit contracts include Medicaid revenue and other contractual receipts related to trips provided by Paratransit Operations. The $1.4 million budgeted in FY 2022 is higher by 24.4% compared to the FY 2021 budget.

Other operating revenue includes advertising on revenue vehicles, bus shelters, and MetroLink stations; provided maintenance service and vending machine concessions; rental income and miscellaneous other revenue. Other operating revenues are expected to decrease $457,513. This is the result of lower revenue from non contractual advertising and ATS contractual work.

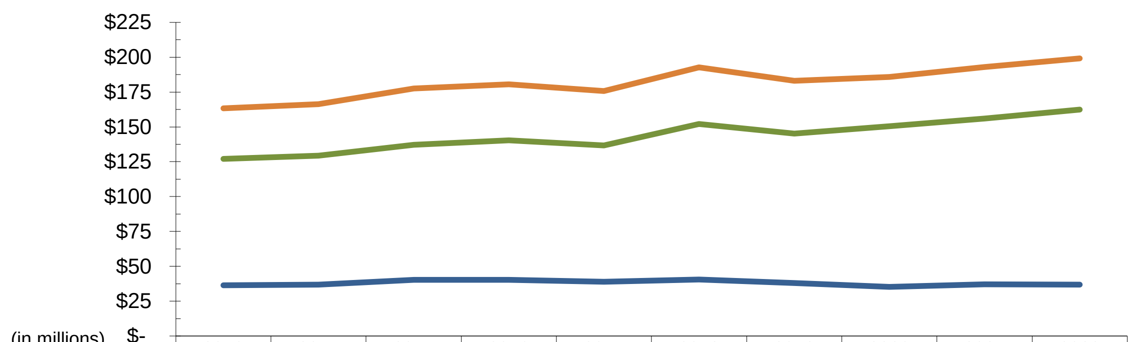
Grants, Sales Tax, and Contractual Revenue

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

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

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

Sales Tax Appropriations



	2013 Actual	2014 Actual	2015 Actual	2016 Actual	2017 Actual	2018 Actual	2019 Actual	2020 Actual	2021 Budget	2022 Budget
St. Louis County	126.95	129.38	137.08	140.30	136.70	152.18	145.13	150.42	155.91	162.40
St. Louis City	36.45	36.91	40.36	40.29	39.00	40.51	37.94	35.30	37.01	36.78
Total	163.40	166.29	177.44	180.59	175.70	192.70	183.07	185.72	192.92	199.18

The chart above represents the growth in appropriation of sales tax from St. Louis City and County to BSD over a 10-year period. Slow growth in the local economy (1%) translates to relatively minimal growth in sales tax receipts for FY 2021 in St. Louis City and St. Louis County sales taxes. Budgeted sales tax receipts are allocated between operating needs, debt service requirements, and capital programs.

State of Missouri revenue for the FY 2022 budget is expected to increase by $7,838 to $791,588.

St. Clair County, Illinois revenue is based on a service agreement between St. Clair County Transit District and BSD. The District administers St. Clair County tax collections and Illinois Department of Transportation funding and contracts with BSD for services. St. Clair County reduced fixed route bus service in FY 2021 and FY 2022.

Federal vehicle maintenance represents federal capital formula funds that BSD chooses to program for vehicle maintenance per the Federal Transit Administration's guidelines. FY 2022 budget remains consistent with FY 2021 budget.

Non-capital federal grant revenue funding is expected to be $16.6 million for FY 2022. These funds are expected to be used for MetroLink right-of-way and tunnel structural repairs, system conduit rehabilitation and facilities parking lot repairs and other operating needs as determined.

Non-Operating Revenue

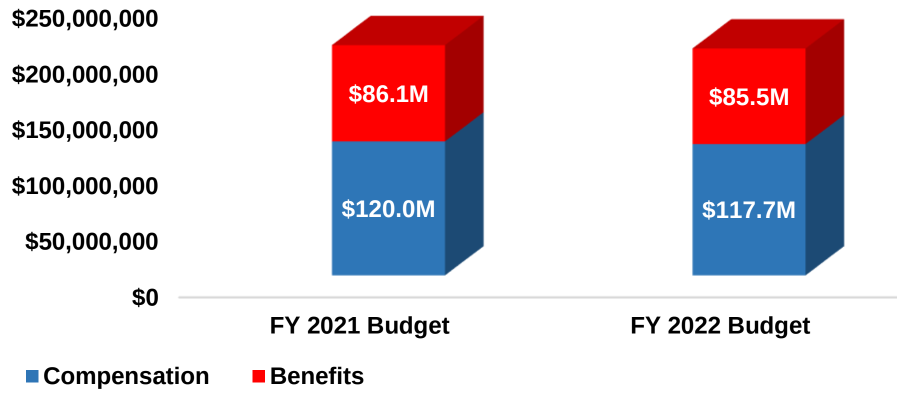
Investment income consists of interest earned on invested funds. The projected budget for FY 2022 is $2.1 million. This increase over the prior year budget is a result of a lower investment base.

Capital lease revenue recognizes the revenue associated with capital leases. The revenue and expense offset. For FY 2022, these amounts are both $8.8 million.

Expenses

Wages & benefits are expected to be 1.9% lower than the FY 2021 budget. Operator staffing is planned to decrease by 9.6% while other staffing will reduce slightly. Benefits decreased .8% over the prior year. Workers compensation having the largest impact on costs.

Comparison FY 2021 to FY 2022



Other post-employment benefits arose from the implementation of GASB Statement No. 45, Accounting and Financial Reporting for Employers for Post-employment Benefit Plans Other Than Pension. Total OPEB consists of pay-as-you-go retiree medical costs (included in benefits) and the unfunded portion. For FY 2022, the unfunded portion of OPEB cost is budgeted at $1.9 million. This is a decrease of 52.7% over the prior year.

Services are expected to increase 20.4%. Several service classifications are driving this increase. First, $5.3 million related to St. Louis County Police services. The second is the recognition of an additional $764,887 for maintenance service which includes $458,034 for COVID related cleaning and disinfection, and, third, $944,844 for expanded security contracts. In addition, Metro continues to budget costs related to public safety concerns on the Metro transit system. Contracts with our law enforcement partners will supplement these services.

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

Fuel and lubrications net expense for the FY 2022 budget is anticipated to decrease 12.9% compared to the FY 2021 budget. Fuel usage throughout the system will slowly decline as newer more fuel efficient alternatives are introduced.

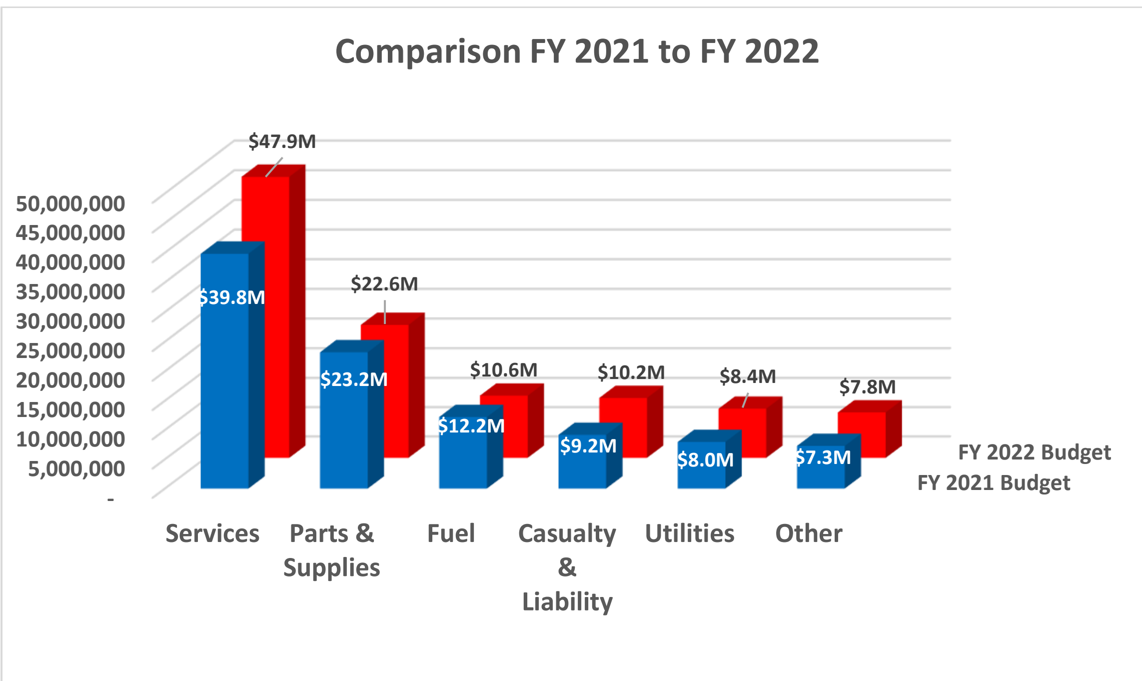
Parts and supplies expense is expected to decrease 2.7%. Life cycle fleet maintenance is the basis in determining revenue equipment parts needs each year. Enhanced inventory management and a continued emphasis on quality parts will drive cost savings.

Casualty and liability expense is dependent on a variety of factors including the insurance market, passenger boardings, the number of miles driven, population density of the service area and the number of accidents, injuries and claims. Casualty and liability expense is expected to increase 11.6% over the previous year budget. Property lines are expected to increase due to hard market conditions.

Utilities, including electric propulsion, are budgeted at 5.5% more than the prior year mostly due to pricing. Process improvements continue to be the goal to keep costs in control. The 2022 budget is in line with the cost needed to support expected activity.

Other expenses consist of taxes, leases, advertising, travel, and staff development. FY 2022 reflects a 6.2% decrease compared to the prior year budget. This reduction is due to a concerted effort to reduce cost and become more efficient. Most cost categories are slightly lower than the prior year levels with larger reductions focused on travel and training.

Management fees are payments to Executive Services for providing services to Metro. The FY 2022 increase is 24.5%.



Non-Operating Expense

Capital lease expense recognizes the cost associated with capital leases. The expense is offset by a revenue amount. For FY 2022 these amounts are both $8.8 million.

Interest on debt results primarily from interest paid on bonds issued to finance the Cross County expansion. Interest expense is budgeted at $13.2 million in FY 2022.

Sheltered workshop expense is budgeted at $1.3 million.

Depreciation and Amortization

Depreciation in public transit systems is generally not funded by operating income. This differs from private industry, which must generate profits for purchase/replacement of property and equipment. Depreciation is presented as required by U.S. Generally Accepted Accounting Principles (US GAAP). Depreciation is not funded to provide equity for capital replacements because capital assets are predominately funded by federal grants. For FY 2022, depreciation is expected to be just above $77.0 million.

Net Transfers

Internal service fund administration fees are charged by the Workers' Compensation and Casualty Self-Insurance Funds to Metro. These fees represent self-insurance administration costs in excess of claim amounts paid. The amount of the Self-Insurance Administration Fee for FY 2022 is $4.5 million.

METRO TRANSIT
SYSTEM PROFILE

BU200854

Total System

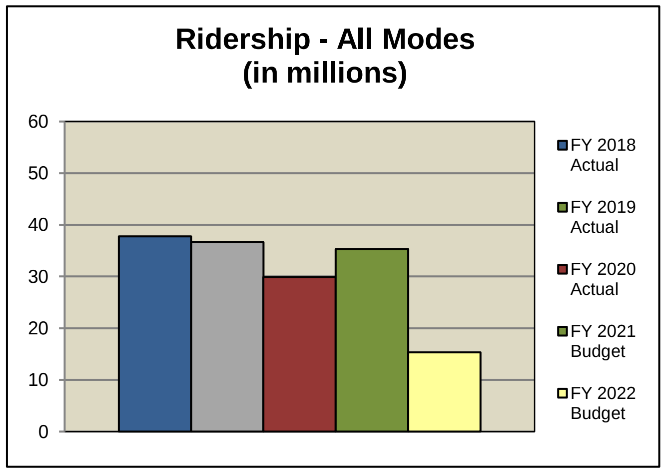
Metro Transit

Overview:

Metro transit provides services in three modes - bus, light rail, and demand response using service names of MetroBus, MetroLink and Call-A-Ride, respectively.

Service levels (FY 2020 Actual):

30.3 million passenger boardings
94,460 average weekday ridership
23.9 million revenue miles
1.8 million revenue hours
4.8 million diesel gallons consumed

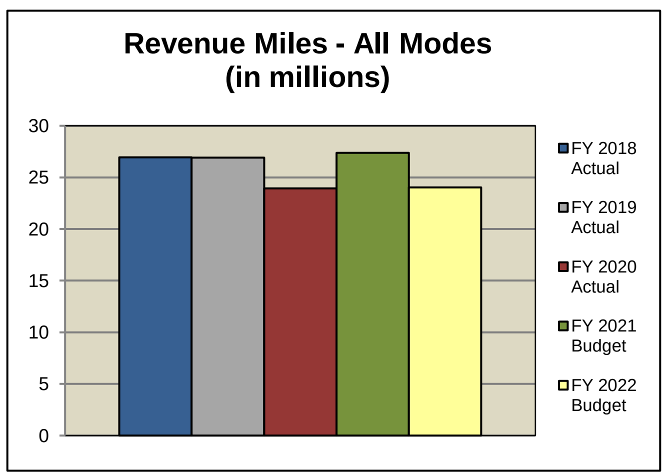


Service area (558 square miles):

Missouri:
City of St. Louis
St. Louis County
Illinois:
St. Clair County
Madison County
Monroe County

Union contracts:

Amalgamated Transit Union, Division 788:
Bus/Rail Operations and Maintenance
Clerical Unit
Demand Response
The International Brotherhood of Electrical Workers:
Local No. 2 (Missouri)
Local No. 309 (Illinois)



Metro Transit

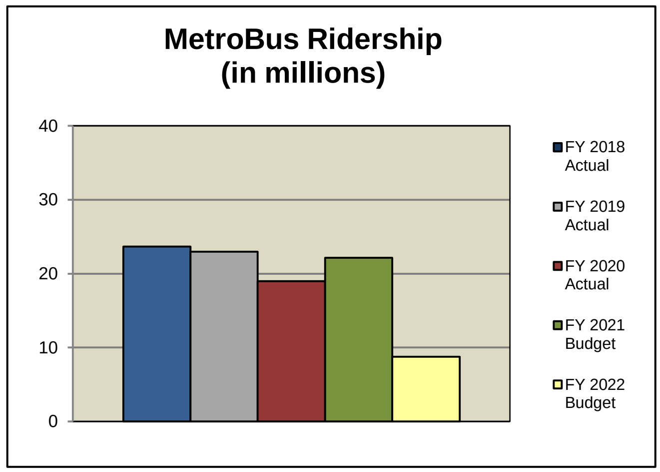
MetroBus

Overview:

Since 1963, Bi-State Development has continuously provided bus service in the Greater St. Louis Region. BSD currently operates 64 fixed bus routes in Missouri and 20 fixed bus routes in Illinois. Additional special bus service is offered in Illinois for all St. Louis Cardinals home baseball games and the Muny Opera.

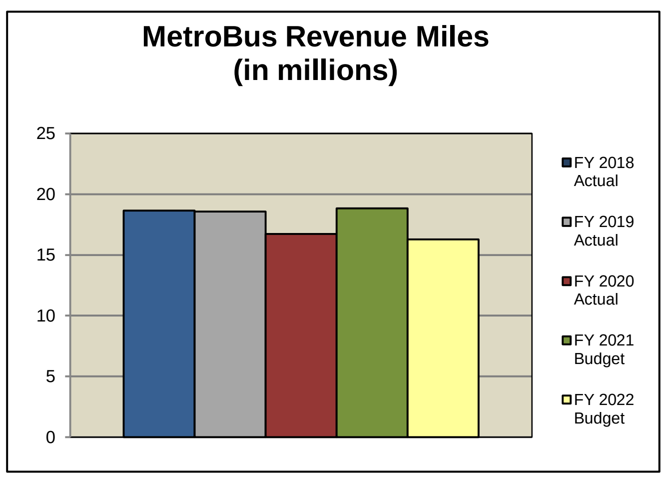
Service levels (FY 2020 Actual):

19.3 million passenger boardings
60,550 average weekday ridership
16.7 million revenue miles
1.4 million revenue hours
409 buses (338 used at peak)
4.1 million diesel gallons consumed
76 bus routes (per COVID)
53 bus routes (revised to reflect passengers boardings)



Facilities:

3 garages and 1 maintenance facility
6 MetroBus Transit Centers
27 free park and ride lots
(MO -17; IL -10)



Development:

Completed:

North County Transit Center (2016)
Civic Center Transit Center Expansion (2017)

Metro Transit

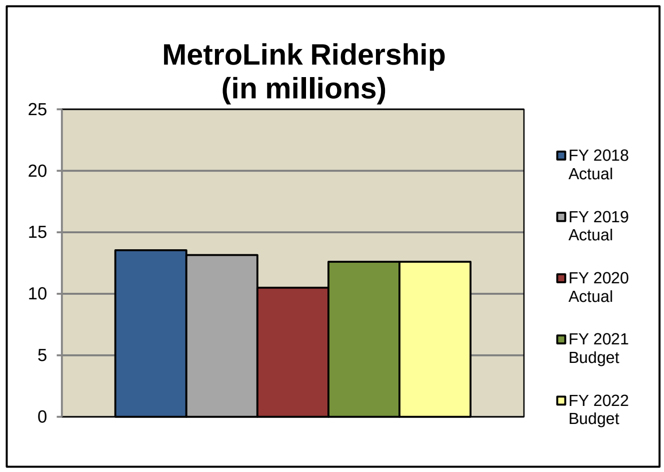
MetroLink

Overview:

Since 1993, Bi-State Development has provided light rail service in the Greater St. Louis Region. The MetroLink system covers 38 miles from Lambert International Airport in Missouri to Scott Air Force Base in Illinois. In addition the Cross County extension, which opened in 2006, covers 8 miles from Forest Park south to Shrewsbury, Missouri. The overall alignment serves St. Louis County, the City of St. Louis in Missouri and St. Clair County in Illinois.

Service levels (FY 2020 Actual):

10.5 million passenger boardings
32,560 average weekday ridership
2.91 million revenue miles
125,988 revenue hours
66 rail cars (57 used at peak)

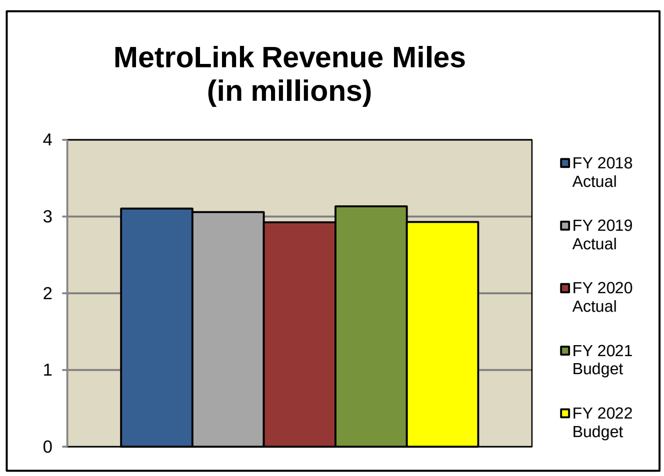


Facilities:

2 rail yards
2 maintenance facilities
38 stations
27 park and ride lots

Development:

- Cortex MetroLink Station
- MetroLink extension in St. Clair County
- Bywater Development Group partnership Project in Swansea, IL



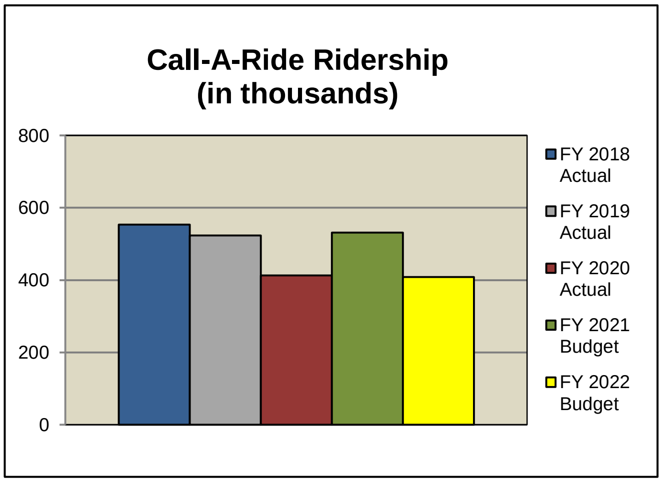
Call-A-Ride

Overview:

Since FY 1987, Call-A-Ride has provided alternative transportation to residents who have limited access to MetroBus or MetroLink service and/or disabled residents who are unable to use these services. This program is designed to ensure Bi-State Development meets the federal mandate of full ADA compliance.

Service levels (FY 2020 Actuals):

412,964 passenger boardings
98.5% ADA passenger boardings
1,352 average weekday ridership
4.3 million revenue miles
242,093 revenue hours
539,199 reservation/assistance calls
0.6 million gallons of diesel consumed
123 vans (104 used at peak)

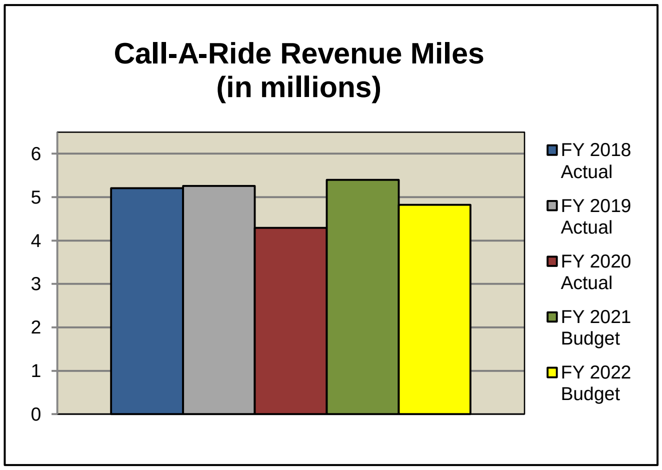


Facilities:

Paratransit maintenance facility at Main Shop

Development:

Trapeze gives CAR the ability to look at vehicles, manpower and ridership and produce a run pick that maximizes those resources.



Performance Indicators: Metro Transit

		FY 2022 Budget	FY 2021 Budget	FY 2020 Actual
Passenger boardings:	**System**	**15,105,952**	**35,152,421**	**29,892,032**
	MetroBus	8,478,236	22,006,544	18,968,889
	MetroLink	6,219,436	12,614,589	10,510,179
	Call-A-Ride	408,280	531,288	412,964
Revenue miles:	**System**	**24,044,070**	**27,371,766**	**23,936,843**
	MetroBus	16,287,528	18,840,590	16,719,508
	MetroLink	2,929,800	3,133,901	2,923,366
	Call-A-Ride	4,826,742	5,397,275	4,293,969
Revenue hours:	**System**	**1,553,265**	**1,825,056**	**1,601,105**
	MetroBus	1,195,706	1,395,328	1,233,024
	MetroLink	126,266	133,338	125,988
	Call-A-Ride	231,293	296,390	242,093
Total miles:	**System**	**26,586,510**	**30,153,627**	**26,642,378**
	MetroBus	18,514,700	21,226,402	19,140,576
	MetroLink	2,962,393	3,171,175	2,956,363
	Call-A-Ride	5,109,417	5,756,049	4,545,439
Total hours:	**System**	**1,678,825**	**1,959,099**	**1,723,256**
	MetroBus	1,299,841	1,502,408	1,333,305
	MetroLink	128,332	135,710	128,149
	Call-A-Ride	250,652	320,981	261,802
Passenger revenue	**System**	**$ 21,013,987**	**$ 38,501,021**	**$ 30,979,549**
(excluding TMA and	MetroBus	11,614,136	23,609,336	19,435,914
contractual)	MetroLink	8,201,130	13,264,449	10,470,167
	Call-A-Ride	1,198,720	1,627,236	1,073,468
TMA (regional van services) & contractual Medicaid services		**$ 1,374,672**	**$ 1,105,000**	**$ 1,060,134**
Operating expense by mode:	**System**	**$ 312,573,821**	**$ 309,813,395**	**$ 285,828,607**
	MetroBus	177,860,473	189,412,104	189,513,193
	MetroLink	105,148,825	90,585,605	74,196,371
	Call-A-Ride	29,564,523	29,815,685	22,119,043
Passenger boardings per	**System**	**0.6**	**1.3**	**1.2**
revenue mile:	MetroBus	0.5	1.2	1.1
	MetroLink	2.1	4.0	3.6
	Call-A-Ride	0.1	0.1	0.1
Operating expense:				
Per revenue mile:	**System**	**$ 13.00**	**$ 11.32**	**$ 11.94**
	MetroBus	10.92	10.05	11.33
	MetroLink	35.89	28.91	25.38
	Call-A-Ride	6.13	5.52	5.15
Per revenue hour:	**System**	**$ 201.24**	**$ 169.76**	**$ 178.52**
	MetroBus	148.75	135.75	153.70
	MetroLink	832.75	679.37	588.92
	Call-A-Ride	127.82	100.60	91.37
Per passenger boarding	**System**	**$ 20.69**	**$ 8.81**	**$ 9.56**
	MetroBus	20.98	8.61	9.99
	MetroLink	16.91	7.18	7.06
	Call-A-Ride	72.41	56.12	53.56
Operating expense:				
Per total mile:	**System**	**$ 11.76**	**$ 10.27**	**$ 10.73**
	MetroBus	9.61	8.92	9.90
	MetroLink	35.49	28.57	25.10
	Call-A-Ride	5.79	5.18	4.87
Per total hour:	**System**	**$ 186.19**	**$ 158.14**	**$ 165.87**
	MetroBus	136.83	126.07	142.14
	MetroLink	819.35	667.49	578.99
	Call-A-Ride	117.95	92.89	84.49
Farebox recovery:	**System**	**6.7%**	**12.4%**	**10.8%**
	MetroBus	6.5%	12.5%	10.3%
	MetroLink	7.8%	14.6%	14.1%
	Call-A-Ride	4.1%	5.5%	4.9%
Subsidy per passenger boarding:	**System**	**$ 18.77**	**$ 7.44**	**$ 8.27**
	MetroBus	19.17	7.28	8.74
	MetroLink	15.14	5.88	5.84
	Call-A-Ride	65.67	50.73	48.17

Metro Transit System - Statement of Revenue and Expense

	Actual 2020	*COVID* Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Passenger revenue					
Bus/rail revenue	$ 29,870,932	$ 23,048,001	$ 19,771,424	$ (3,276,577)	
C-A-R revenue	1,073,468	-	1,198,720	1,198,720	
Total Passenger Revenue	30,944,399	23,048,001	20,970,144	(2,077,857)	-9.0%
TMA revenue	6,544	-	-	-	
Paratransit contracts	1,053,590	1,105,000	1,374,672	269,672	
Other operating revenue	4,630,744	4,879,902	4,422,389	(457,513)	
Total operating revenue	36,635,278	29,032,903	26,767,205	(2,265,698)	-7.8%
Non-Operating Revenue:					
Grant, sales tax and contractual	283,756,584	303,439,786	297,680,305	(5,759,481)	
Investment income	2,033,557	1,400,000	2,111,942	711,942	
Capital lease revenue	7,737,353	8,248,804	8,794,236	545,432	
Other misc non-operational revenue	476,878	847,502	2,120,222	1,272,720	
Total Non-Operating Revenue	294,004,372	313,936,092	310,706,705	(3,229,387)	-1.0%
Total revenues	330,639,650	342,968,995	337,473,910	(5,495,085)	-1.6%
Operating Expense:					
Total Wages and Benefits	196,596,702	210,175,918	205,035,777	(5,140,141)	-2.4%
Services	36,351,710	39,812,268	47,925,589	8,113,321	
Fuel and lubrications	10,101,578	12,214,894	10,638,466	(1,576,428)	
Parts and supplies	24,773,605	23,202,953	22,577,439	(625,514)	
Casualty and liability costs	5,596,001	9,172,008	10,233,710	1,061,702	
Utilities	6,463,317	7,958,502	8,395,433	436,931	
Other operating expenses	3,335,206	11,716,548	3,956,485	(7,760,063)	
Management fees	2,550,700	3,060,305	3,810,921	750,616	
Total operating expenses	**285,768,818**	**317,313,395**	**312,573,821**	**(4,739,574)**	**-1.5%**
Non-Operating Expense:					
Capital lease expense	7,737,353	8,248,804	8,794,236	545,433	
Interest expense	14,818,358	17,354,538	13,176,441	(4,178,097)	
Sheltered workshop	1,136,481	1,245,000	1,255,000	10,000	
Other misc non-oper. expense	2,304,952	847,502	2,051,334	1,203,832	
Total Non-Operating Expense	25,997,144	27,695,845	25,277,011	(2,418,833)	-8.7%
Total expenses	311,765,962	345,009,240	337,850,832	(7,158,408)	-2.1%
Net income (deficit) before depreciation and transfers	**18,873,687**	**(2,040,245)**	**(376,922)**	**1,663,323**	**-81.5%**
Depreciation	77,181,332	75,870,925	77,057,118	1,186,193	
Net transfers	2,780,409	2,779,378	4,459,052	1,679,674	
Net income (deficit)	**$ (61,088,054)**	**$ (80,690,548)**	**$ (81,893,092)**	**$ (1,202,545)**	**1.5%**

Numbers may not sum due to rounding.

Metro Transit System - Statement of Revenue and Expense

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Passenger revenue					
Bus/rail revenue	$ 29,870,932	$ 36,786,099	$ 19,771,424	$ (17,014,675)	
C-A-R revenue	1,073,468	1,627,236	1,198,720	(428,516)	
Total Passenger Revenue	30,944,399	38,413,335	20,970,144	(17,443,191)	-45.4%
TMA revenue	6,544	-	-	-	
Paratransit contracts	1,053,590	1,105,000	1,374,672	269,672	
Other operating revenue	4,630,744	4,879,902	4,422,389	(457,513)	
Total operating revenue	36,635,278	44,398,237	26,767,205	(17,631,032)	-39.7%
Non-Operating Revenue:					
Grant, sales tax and contractual	283,756,584	278,105,702	297,680,305	19,574,603	
Investment income	2,033,557	3,868,750	2,111,942	(1,756,808)	
Capital lease revenue	7,737,353	8,248,804	8,794,236	545,432	
Other misc non-operational revenue	476,878	847,502	2,120,222	1,272,720	
Total Non-Operating Revenue	294,004,372	291,070,758	310,706,705	19,635,947	6.7%
Total revenues	330,639,650	335,468,995	337,473,910	2,004,915	0.6%
Operating Expense:					
Compensation	111,336,327	119,991,457	117,653,490	(2,337,967)	
Benefits	83,199,452	86,119,433	85,458,309	(661,124)	
Other post-employment benefits	2,060,923	4,065,028	1,923,978	(2,141,050)	
Total Wages and Benefits	196,596,702	210,175,918	205,035,777	(5,140,141)	-2.4%
Services	36,351,710	39,812,268	47,925,589	8,113,321	
Fuel and lubrications	10,101,578	12,214,894	10,638,466	(1,576,428)	
Parts and supplies	24,773,605	23,202,953	22,577,439	(625,514)	
Casualty and liability costs	5,596,001	9,172,008	10,233,710	1,061,702	
Utilities	6,463,317	7,958,502	8,395,433	436,931	
Other operating expenses	3,335,206	4,216,548	3,956,485	(260,063)	
Management fees	2,550,700	3,060,305	3,810,921	750,616	
Total operating expenses	**285,768,818**	**309,813,395**	**312,573,820**	**2,760,425**	**0.9%**
Non-Operating Expense:					
Capital lease expense	7,737,353	8,248,804	8,794,236	545,432	
Interest expense	14,818,358	17,354,538	13,176,441	(4,178,097)	
Sheltered workshop	1,136,481	1,245,000	1,255,000	10,000	
Other misc non-oper. expense	2,304,952	847,502	2,051,334	1,203,832	
Total Non-Operating Expense	25,997,144	27,695,845	25,277,011	(2,418,833)	-8.7%
Total expenses	311,765,962	337,509,240	337,850,832	341,592	0.1%
Net income (deficit) before depreciation and transfers	**18,873,687**	**(2,040,245)**	**(376,922)**	**1,663,323**	**-81.5%**
Depreciation	77,181,332	75,870,925	77,057,118	1,186,193	
Net transfers	2,780,409	2,779,378	4,459,052	1,679,674	
Net income (deficit)	**$ (61,088,054)**	**$ (80,690,548)**	**$ (81,893,092)**	**$ (1,202,545)**	**1.5%**

Numbers may not sum due to rounding.

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

	Actual 2020	*COVID* Budget 2021	Budget 2022	$ Change	% Change
Missouri:					
City of St. Louis 1/2 cent sales tax	$ 19,372,945	$ 16,236,298	$ 20,295,372	$ 4,059,074	
City of St. Louis 1/4 cent sales tax	8,876,106	7,417,035	9,039,245	1,622,210	
City of St. Louis Prop M2 sales tax	7,050,296	5,952,321	7,440,401	1,488,080	
Total City of St. Louis	**35,299,347**	**29,605,654**	**36,775,018**	**7,169,364**	**24.2%**
St Louis County 1/2 cent sales tax	36,649,962	29,648,510	41,462,010	11,813,500	
St Louis County 1/4 cent sales tax	30,782,074	29,334,831	35,115,589	5,780,758	
St Louis County Prop A sales tax	82,993,581	64,760,053	85,827,067	21,067,014	
Total St. Louis County	**150,425,617**	**123,743,394**	**162,404,666**	**38,661,272**	**31.2%**
Missouri:					
Other Local Match - MO	2,502,681	782,550	790,218	7,668	
Planning and demo reimbursement	169,764	160,000	160,000	-	
Total Other Local MO	**2,672,445**	**942,550**	**950,218**	**7,668**	**0.8%**
General Operating & Special MODOT	736,284	783,750	791,588	7,838	
Total State Of Missouri	**736,284**	**783,750**	**791,588**	**7,838**	**1.0%**
Total Missouri local & state:	**189,133,693**	**155,075,348**	**200,921,490**	**45,846,142**	**29.6%**
Illinois:					
St Clair County	54,904,574	50,289,832	63,985,965	13,696,133	
Other Local Match - IL	78,687	106,050	107,111	1,061	
Total Illinois local & state	**54,983,262**	**50,395,882**	**64,093,076**	**13,697,194**	**27.2%**
Total local & state	**244,116,955**	**205,471,230**	**265,014,566**	**59,543,336**	**29.0%**
Federal:					
Vehicle Maintenance	16,000,000	16,000,000	16,000,000	-	
Non-capitalized projects	3,039,787	5,724,752	5,014,800	(709,952)	
Other Federal Funding	20,599,842	76,243,804	11,650,939	(64,592,865)	
Total Federal:	**39,639,629**	**97,968,556**	**32,665,739**	**(65,302,817)**	**-66.7%**
Total grants, sales tax & contractual revenue	**$ 283,756,584**	**$ 303,439,786**	**$ 297,680,305**	**$ (5,759,481)**	**-1.9%**

Numbers may not sum due to rounding.

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

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Missouri:					
City of St. Louis 1/2 cent sales tax	$ 19,372,945	$ 20,295,372	$ 20,295,372	$ -	
City of St. Louis 1/4 cent sales tax	8,876,106	9,271,294	9,039,245	(232,049)	
City of St. Louis Prop M2 sales tax	7,050,296	7,440,401	7,440,401	-	
Total City of St. Louis	**35,299,347**	**37,007,067**	**36,775,018**	**(232,049)**	**-0.6%**
St Louis County 1/2 cent sales tax	36,649,962	37,060,638	41,462,010	4,401,372	
St Louis County 1/4 cent sales tax	30,782,074	36,668,539	35,115,589	(1,552,950)	
St Louis County Prop A sales tax	82,993,581	80,950,066	85,827,067	4,877,001	
Total St. Louis County	**150,425,617**	**154,679,243**	**162,404,666**	**7,725,423**	**5.0%**
Missouri:					
Other Local Match - MO	2,502,681	782,550	790,218	7,668	
Planning and demo reimbursement	169,764	160,000	160,000	-	
Total Other Local MO	**2,672,445**	**942,550**	**950,218**	**7,668**	**0.8%**
General Operating & Special MODOT	736,284	783,750	791,588	7,838	
Total State Of Missouri	**736,284**	**783,750**	**791,588**	**7,838**	**1.0%**
Total Missouri local & state:	**189,133,693**	**193,412,610**	**200,921,490**	**7,508,880**	**3.9%**
Illinois:					
St Clair County	54,904,574	62,862,290	63,985,965	1,123,675	
Other Local Match - IL	78,687	106,050	107,111	1,061	
Total Illinois local & state	**54,983,262**	**62,968,340**	**64,093,076**	**1,124,736**	**1.8%**
Total local & state	**244,116,955**	**256,380,950**	**265,014,566**	**8,633,616**	**3.4%**
Federal:					
Vehicle Maintenance	16,000,000	16,000,000	16,000,000	-	
Non-capitalized projects	3,039,787	5,724,752	5,014,800	(709,952)	
Other Federal Funding	20,599,842	-	11,650,939	11,650,939	
Total Federal:	**39,639,629**	**21,724,752**	**32,665,739**	**10,940,987**	**50.4%**
Total grants, sales tax & contractual revenue	**$ 283,756,584**	**$ 278,105,702**	**$ 297,680,305**	**$ 19,574,603**	**7.0%**

Numbers may not sum due to rounding.

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

Transit Operations - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Bus Transportation					
Wages & benefits without OPEB	$ 78,220,038	$ 84,623,759	$ 77,840,224	$ (6,783,535)	-8.0%
Other post-employment benefits	617,242	1,156,836	819,780	(337,056)	-29.1%
Services	218,109	300,000	411,139	111,139	37.0%
Parts and supplies	111,705	221,892	258,612	36,720	16.5%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	37,382	53,113	52,433	(680)	-1.3%
Leases and other expense	75,520	161,179	167,348	6,169	3.8%
Operating expense	**79,279,995**	**86,516,779**	**79,549,537**	**(6,967,242)**	**-8.1%**
Rail Transportation					
Wages & benefits without OPEB	13,392,459	13,284,126	13,613,099	328,973	2.5%
Other post-employment benefits	117,572	201,822	143,019	(58,803)	-29.1%
Services	-	-	220	220	0.0%
Parts and supplies	11,407	26,659	29,160	2,501	9.4%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	10,416	20,040	27,997	7,957	39.7%
Leases and other expense	29,363	50,440	53,277	2,837	5.6%
Operating expense	**$ 13,561,218**	**$ 13,583,087**	**$ 13,866,772**	**$ 283,685**	**2.1%**

Transit Operations - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Paratransit Transportation					
Wages & benefits without OPEB	$ 12,799,169	$ 15,051,844	$ 14,522,102	$ (529,742)	-3.5%
Other post-employment benefits	21,784	54,756	38,802	(15,954)	-29.1%
Services	758,023	220,000	240,000	20,000	9.1%
Parts and supplies	18,853	27,278	27,782	504	1.8%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	17,004	19,200	19,200	0	0.0%
Leases and other expense	21,654	52,595	52,595	0	0.0%
Operating expense	**13,636,488**	**15,425,673**	**14,900,482**	**(525,191)**	**-3.4%**
Vehicle Maintenance					
Wages & benefits without OPEB	32,475,505	33,804,925	33,706,291	(98,634)	-0.3%
Other post-employment benefits	263,996	489,324	346,754	(142,570)	-29.1%
Services	2,941,523	3,773,324	4,102,846	329,522	8.7%
Fuel and lubrications	9,194,146	12,176,313	10,025,292	(2,151,021)	-17.7%
Parts and supplies	17,571,625	17,312,925	15,977,728	(1,335,197)	-7.7%
Casualty and liability costs	(1,668,054)	-	-	-	0.0%
Utilities	206,877	155,583	145,302	(10,281)	-6.6%
Leases and other expense	123,004	229,141	171,311	(57,830)	-25.2%
Operating expense	**61,108,622**	**67,941,536**	**64,475,524**	**(3,466,012)**	**-5.1%**
Facility Maintenance					
Wages & benefits without OPEB	4,999,080	4,662,331	6,313,545	1,651,214	35.4%
Other post-employment benefits	40,980	69,292	49,103	(20,189)	-29.1%
Services	2,987,451	2,808,256	3,247,300	439,044	15.6%
Fuel and lubrications	1,025	1,500	3,250	1,750	116.7%
Parts and supplies	1,398,612	1,449,495	1,578,697	129,202	8.9%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	1,575,608	2,189,957	2,593,100	403,143	18.4%
Leases and other expense	64,338	32,167	51,650	19,483	60.6%
Operating expense	**11,067,095**	**11,212,997**	**13,836,645**	**2,623,648**	**23.4%**
Maintenance of Way					
Wages & benefits without OPEB	12,602,645	13,204,877	14,946,612	1,741,735	13.2%
Other post-employment benefits	113,594	212,257	150,414	(61,843)	-29.1%
Services	6,044,753	7,032,106	7,318,782	286,676	4.1%
Fuel and lubrications	40	-	-	-	0.0%
Parts and supplies	1,976,156	1,567,475	1,858,426	290,951	18.6%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	4,105,531	4,945,372	5,010,638	65,266	1.3%
Leases and other expense	37,498	25,761	29,946	4,185	16.2%
Operating expense	**$ 24,880,216**	**$ 26,987,848**	**$ 29,314,818**	**$ 2,326,970**	**8.6%**

Transit Operations - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Security, Safety, Emergency Planning					
Wages & benefits without OPEB	$ 5,576,693	$ 6,583,995	$ 8,685,425	$ 2,101,430	31.9%
Other post-employment benefits	33,790	91,895	65,121	(26,774)	-29.1%
Services	10,945,180	9,245,973	14,746,027	5,500,054	59.5%
Parts and supplies	1,036,249	270,055	260,055	(10,000)	-3.7%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	60,498	55,935	56,075	140	0.2%
Leases and other expense	270,091	144,640	159,496	14,856	10.3%
Operating expense	**17,922,501**	**16,392,493**	**23,972,198**	**7,579,705**	**46.2%**
Planning & System Development					
Wages & benefits without OPEB	2,812,993	3,053,317	3,096,770	43,453	1.4%
Other post-employment benefits	28,427	48,892	34,647	(14,245)	-29.1%
Services	213,114	1,557,807	1,894,867	337,060	21.6%
Parts and supplies	343,365	311,752	352,853	41,101	13.2%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	3,213	6,066	6,066	-	0.0%
Leases and other expense	29,292	30,792	30,105	(687)	-2.2%
Operating expense	**3,430,403**	**5,008,626**	**5,415,308**	**406,682**	**8.1%**
ADA Services					
Wages & benefits without OPEB	463,190	480,992	164,140	(316,852)	-65.9%
Other post-employment benefits	2,131	10,197	7,226	(2,971)	-29.1%
Services	65,783	28,996	716,410	687,414	2370.7%
Parts and supplies	5,233	12,600	7,200	(5,400)	-42.9%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	12,399	20,337	4,104	(16,233)	-79.8%
Leases and other expense	130,217	168,156	43,279	(124,877)	-74.3%
Operating expense	**678,953**	**721,278**	**942,359**	**221,081**	**30.7%**

Transit Operations - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Engineering & New Systems					
Wages & benefits without OPEB	1,332,193	1,484,613	1,589,712	105,099	7.1%
Other post-employment benefits	14,475	34,911	24,739	(10,172)	-29.1%
Services	1,115,763	4,360,200	4,759,000	398,800	9.1%
Parts and supplies	512,952	37,000	39,700	2,700	7.3%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	4,526	7,000	4,526	(2,474)	-35.3%
Leases and other expense	83,406	111,600	101,812	(9,788)	-8.8%
Operating expense	**3,063,316**	**6,035,324**	**6,519,489**	**484,165**	**8.0%**
Operations Administration					
Wages & benefits without OPEB	355,449	347,856	319,774	(28,082)	-8.1%
Other post-employment benefits	2,785	6,535	4,631	(1,904)	-29.1%
Services	755,767	693,600	550,000	(143,600)	-20.7%
Parts and supplies	87,364	12,200	41,000	28,800	236.1%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	423	800	800	-	0.0%
Leases and other expense	52,694	23,100	16,885	(6,215)	-26.9%
Operating expense	**1,254,482**	**1,084,091**	**933,090**	**(151,001)**	**-13.9%**
Transit Operations Total					
Wages & benefits without OPEB	**165,029,414**	**176,582,635**	**174,797,694**	**(1,784,941)**	**-1.0%**
Other post-employment benefits	**1,256,776**	**2,376,717**	**1,684,236**	**(692,480)**	**-29.1%**
Services	**26,045,466**	**30,020,262**	**37,986,591**	**7,966,329**	**26.5%**
Fuel and lubrications	**9,195,211**	**12,177,813**	**10,028,542**	**(2,149,271)**	**99.0%**
Parts and supplies	**23,073,521**	**21,249,331**	**20,431,213**	**(818,119)**	**-3.9%**
Casualty and liability costs	**(1,668,054)**	**-**	**-**	**-**	**0.0%**
Utilities	**6,033,877**	**7,473,403**	**7,920,241**	**446,839**	**6.0%**
Leases and other expense	**917,077**	**1,029,570**	**877,702**	**(151,868)**	**-14.8%**
Total Transit Operations	**$ 229,883,288**	**$ 250,909,731**	**$ 253,726,220**	**$ 2,816,488**	**1.1%**

EVP - Administration - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Procurement & Inventory Management					
Wages & benefits without OPEB	$ 4,570,784	$ 5,010,632	$ 5,160,517	$ 149,885	3.0%
Other post-employment benefits	38,759	76,694	54,348	(22,346)	-29.1%
Services	36,846	43,750	83,401	39,651	90.6%
Parts and supplies	174,798	292,907	290,666	(2,241)	-0.8%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	889	2,943	2,943	-	0.0%
Leases and other expense	55,815	42,046	39,911	(2,135)	-5.1%
Operating expense	**4,877,892**	**5,468,972**	**5,631,786**	**162,814**	**3.0%**
Finance					
Wages & benefits without OPEB	10,436,365	7,984,444	5,782,352	(2,202,092)	-27.6%
Other post-employment benefits	686,640	1,441,357	64,739	(1,376,618)	-95.5%
Services	2,585,119	1,712,081	1,573,592	(138,489)	-8.1%
Fuel and lubrications	906,130	37,081	609,925	572,844	1544.8%
Parts and supplies	744,530	965,940	885,813	(80,127)	-8.3%
Casualty and liability costs	1,107,512	53,828	-	(53,828)	-100.0%
Utilities	3,029	5,772	5,772	-	0.0%
Leases and other expense	2,744,484	3,384,602	3,992,364	607,762	18.0%
Operating expense	**19,213,810**	**15,585,105**	**12,914,557**	**(2,670,548)**	**-17.1%**
Information Technology					
Wages & benefits without OPEB	3,732,464	4,279,829	4,060,400	(219,429)	-5.1%
Other post-employment benefits	37,242	78,346	55,519	(22,827)	-29.1%
Services	4,590,341	5,364,491	5,526,588	162,097	3.0%
Parts and supplies	468,094	386,156	87,600	(298,556)	-77.3%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	327,582	349,240	349,143	(97)	0.0%
Leases and other expense	54,572	109,395	98,374	(11,021)	-10.1%
Operating expense	**9,210,295**	**10,567,456**	**10,177,623**	**(389,833)**	**-3.7%**
Executive VP Administration					
Wages & benefits without OPEB	342,007	334,576	725,175	390,599	116.7%
Other post-employment benefits	3,161	6,234	4,418	(1,816)	-29.1%
Services	79,096	10,000	44,000	34,000	340.0%
Parts and supplies	139,049	10,200	393,848	383,648	3761.3%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	357	480	1,000	520	108.3%
Leases and other expense	17,257	25,000	28,197	3,197	12.8%
Operating expense	**580,927**	**386,490**	**1,196,638**	**810,148**	**209.6%**

EVP - Administration - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Other post-employment benefits	**19,081,621**	**17,609,480**	**15,728,444**	**(1,881,036)**	**-10.7%**
Other post-employment benefits	**765,803**	**1,602,630**	**179,024**	**(1,423,606)**	**-88.8%**
Services	**7,291,402**	**7,130,321**	**7,227,581**	**97,260**	**1.4%**
Fuel & Lubrications	**906,130**	**37,081**	**609,925**	**572,844**	**1544.8%**
Parts and supplies	**1,526,472**	**1,655,204**	**1,657,927**	**2,723**	**0.2%**
Casualty and liability costs	**1,107,512**	**53,828**	**-**	**(53,828)**	**-100.0%**
Utilities	**331,857**	**358,435**	**358,858**	**423**	**0.1%**
Leases and other expense	**2,872,129**	**3,561,043**	**4,158,846**	**597,803**	**16.8%**
Total EVP-Admininistration	**$ 33,882,923**	**$ 32,008,023**	**$ 29,920,604**	**$ (2,087,419)**	**-6.5%**

Marketing & Communications - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Arts in Transit					
Wages & benefits without OPEB	$ 41,343	$ 22,432	$ 22,467	$ 35	0.2%
Other post-employment benefits	1	-	-	-	0.0%
Services	20,485	42,280	63,726	21,446	50.7%
Parts and supplies	448	20,900	6,844	(14,056)	-67.3%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	-	-	-	0.0%
Leases and other expense	277	1,350	1,400	50	3.7%
Operating expense	**62,554**	**86,962**	**94,437**	**7,475**	**8.6%**
Gateway Card Center					
Wages & benefits without OPEB	368,108	349,754	379,411	29,657	8.5%
Other post-employment benefits	3,181	5,933	4,204	(1,729)	-29.1%
Services	-	-	2,000	2,000	0.0%
Parts and supplies	-	500	600	100	20.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	2,409	3,000	600	(2,400)	-80.0%
Leases and other expense	4,527	20,940	37,562	16,622	79.4%
Operating expense	**378,225**	**380,127**	**424,377**	**44,250**	**11.6%**
Marketing Management					
Wages & benefits without OPEB	1,510,955	1,499,557	1,659,032	159,475	10.6%
Other post-employment benefits	11,939	27,965	19,817	(8,148)	-29.1%
Services	943,142	901,334	929,517	28,183	3.1%
Parts and supplies	128,254	195,541	196,338	797	0.4%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	5,239	8,400	9,000	600	7.1%
Leases and other expense	303,470	590,005	559,799	(30,206)	-5.1%
Operating expense	**2,903,000**	**3,222,802**	**3,373,504**	**150,702**	**4.7%**

Marketing & Communications - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Wages & benefits without OPEB	1,920,406	1,871,743	2,060,910	189,167	10.1%
Other post employment benefits	15,121	33,898	24,021	(9,877)	-29.1%
Services	963,627	943,614	995,243	51,629	5.5%
Fuel and lubrications	-			-	0.0%
Parts and supplies	128,702	216,941	203,782	(13,159)	-6.1%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	7,648	11,400	9,600	(1,800)	-15.8%
Leases and other expense	308,274	612,295	598,761	(13,534)	-2.2%
Total Marketing & Communications	$ 3,343,779	$ 3,689,891	$ 3,892,318	$ 202,427	5.5%

EVP - Organizational Effectiveness - Operating Expense by Department/Function

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Human Resources					
Wages & benefits without OPEB	$ 1,111,904	$ 1,444,834	$ 1,509,309	$ 64,475	4.5%
Other post-employment benefits	10,085	23,820	16,880	(6,940)	-29.1%
Services	808,247	406,220	445,396	39,176	9.6%
Parts and supplies	24,355	49,800	49,800	-	0.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	1,802	3,000	6,000	3,000	100.0%
Leases and other expense	39,534	224,280	270,900	46,620	20.8%
Operating expense	**1,995,928**	**2,151,954**	**2,298,284**	**146,330**	**6.8%**
Pension & Retiree Benefits					
Wages & benefits without OPEB	5,910,931	6,995,055	7,660,786	665,731	9.5%
Other post-employment benefits	2,047	2,704	1,916	(788)	-29.1%
Services	170,505	219,065	144,484	(74,581)	-34.0%
Parts and supplies	696	300	300	0	0.1%
Casualty and liability costs	12,896	-	-	-	0.0%
Utilities	362	-	288	288	0.0%
Leases and other expense	3,067	11,880	10,600	(1,280)	-10.8%
Operating expense	**6,100,504**	**7,229,003**	**7,818,374**	**589,371**	**8.2%**
Risk Management					
Wages & benefits without OPEB	550,784	781,612	411,803	(369,809)	-47.3%
Other post-employment benefits	4,739	12,151	6,607	(5,544)	-45.6%
Services	159,710	687,500	82,500	(605,000)	-88.0%
Parts and supplies	5,673	4,550	6,850	2,300	50.5%
Casualty and liability costs	6,117,213	9,077,090	10,172,600	1,095,510	12.1%
Utilities	467	1,000	500	(500)	-50.0%
Leases and other expense	3,310	14,300	6,100	(8,200)	-57.3%
Operating expense	**6,841,896**	**10,578,203**	**10,686,960**	**108,757**	**1.0%**
Labor Relations					
Wages & benefits without OPEB	234,304	283,674	379,132	95,458	33.7%
Other post-employment benefits	1,922	5,177	3,669	(1,508)	-29.1%
Services	526,833	545,180	542,314	(2,866)	-0.5%
Parts and supplies	2,811	4,490	2,852	(1,638)	-36.5%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	1,266	2,100	2,100	-	0.0%
Leases and other expense	1,789	4,220	7,354	3,134	74.3%
Operating expense	**$ 768,924**	**$ 844,841**	**$ 937,421**	**$ 92,580**	**11.0%**

EVP - Organizational Effectiveness - Operating Expense by Department/Function

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Workforce Diversity & EEO					
Wages & benefits without OPEB	$ 241,724	$ 250,436	$ 248,651	$ (1,785)	-0.7%
Other post-employment benefits	2,041	4,247	3,009	(1,238)	-29.1%
Services	57,726	25,750	35,000	9,250	35.9%
Parts and supplies	10,355	11,060	14,239	3,179	28.7%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	1,269	1,650	1,650	0	0.0%
Leases and other expense	19,414	32,604	41,750	9,146	28.1%
Operating expense	**332,528**	**325,747**	**344,300**	**18,553**	**5.7%**
Executive VP Organizational Effectiveness					
Wages & benefits without OPEB	78,153	130,568	78,019	(52,549)	-40.2%
Other post-employment benefits	(45)	2,018	1,430	(588)	-29.1%
Services	-	30,000	50,004	20,004	66.7%
Parts and supplies	175	1,000	1,200	200	20.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	-	-	-	0.0%
Leases and other expense	5,060	18,360	30,000	11,640	63.4%
Operating expense	**83,344**	**181,946**	**160,653**	**(21,293)**	**-11.7%**
Executive Vice President - Totals					
Wages & benefits without OPEB	**8,127,800**	**9,886,179**	**10,287,700**	**401,521**	**4.1%**
Other post employment benefits	**20,789**	**50,117**	**33,511**	**(16,606)**	**-33.1%**
Services	**1,723,021**	**1,913,715**	**1,299,698**	**(614,017)**	**-32.1%**
Parts and supplies	**44,065**	**71,200**	**75,241**	**4,041**	**5.7%**
Casualty and liability costs	**6,130,109**	**9,077,090**	**10,172,600**	**1,095,510**	**12.1%**
Utilities	**5,166**	**7,750**	**10,538**	**2,788**	**36.0%**
Leases and other expense	**72,174**	**305,644**	**366,704**	**61,060**	**20.0%**
Total EVP-Organizational Effectiveness	**$ 16,123,124**	**$ 21,311,694**	**$ 22,245,992**	**$ 934,298**	**4.4%**

Real Estate & Meridian - Operating Expense

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Real Estate & Meridian					
Wages & benefits without OPEB	$ 272,059	$ 250,746	$ 237,052	$ (13,694)	-5.5%
Other post-employment benefits	2,433	4,493	3,184	(1,309)	-29.1%
Services	403,194	404,356	416,477	12,121	3.0%
Parts and supplies	843	10,277	209,277	199,000	1936.4%
Casualty and liability costs	26,434	41,090	61,110	20,020	48.7%
Utilities	117,630	107,915	96,196	(11,719)	-10.9%
Leases and other expense	1,716,252	1,772,829	1,765,392	(7,437)	-0.4%
Total operating expense	**$ 2,538,845**	**$ 2,591,706**	**$ 2,788,688**	**$ 196,982**	**7.6%**

METRO TRANSIT
ORGANIZATIONAL UNITS

Metro Transit

Operational overview:

Transit Operations manages three modes of public transportation in the St. Louis metropolitan area and associated support functions including the following:

Operations Administration provides overall management of the Metro transit operations functions.

MetroBus includes MetroBus activities related to bus operations management, bus operators and operator training.

MetroLink includes MetroLink activities related to light rail operations management, light rail operators and operator training.

Call-A-Ride includes all Call-A-Ride activities related to paratransit operations management, van operators, operator training, passenger scheduling, and paratransit programs. Paratransit also operates the Green Line van service in the Washington University campus area.

Vehicle Maintenance is responsible for Metro's fleet management and transit asset management programs maintenance and cleaning of all revenue and non-revenue vehicles. Vehicles maintained include buses, light rail cars, vans, and support vehicles. In addition to development and management of predictive, preventative and condition-based maintenance programs, this function also operates a heavy repair facility, which includes a body and paint shop, engine overhaul shop, radiator shop, transmission overhaul shop, and radio communications maintenance shop. Also included are the vehicle maintenance management, vehicle maintenance training, maintenance analysis, and product development groups. Responsibilities of Metro Bus' Maintenance of Way include transfer centers, shelters, loops, and bus stops.

Facilities Maintenance is responsible for maintaining and cleaning the DeBaliviere, Brentwood, and Illinois bus operations facilities, paratransit facility and passenger transit centers.

Maintenance of Way is responsible for the inspection, maintenance, and repair of assets along the MetroLink routes. MetroLink responsibilities cover all rail systems including communications, signals, and traction power right-of-way including light rail stations, light rail maintenance facilities, tunnels, structures, track, and rail right-of-way.

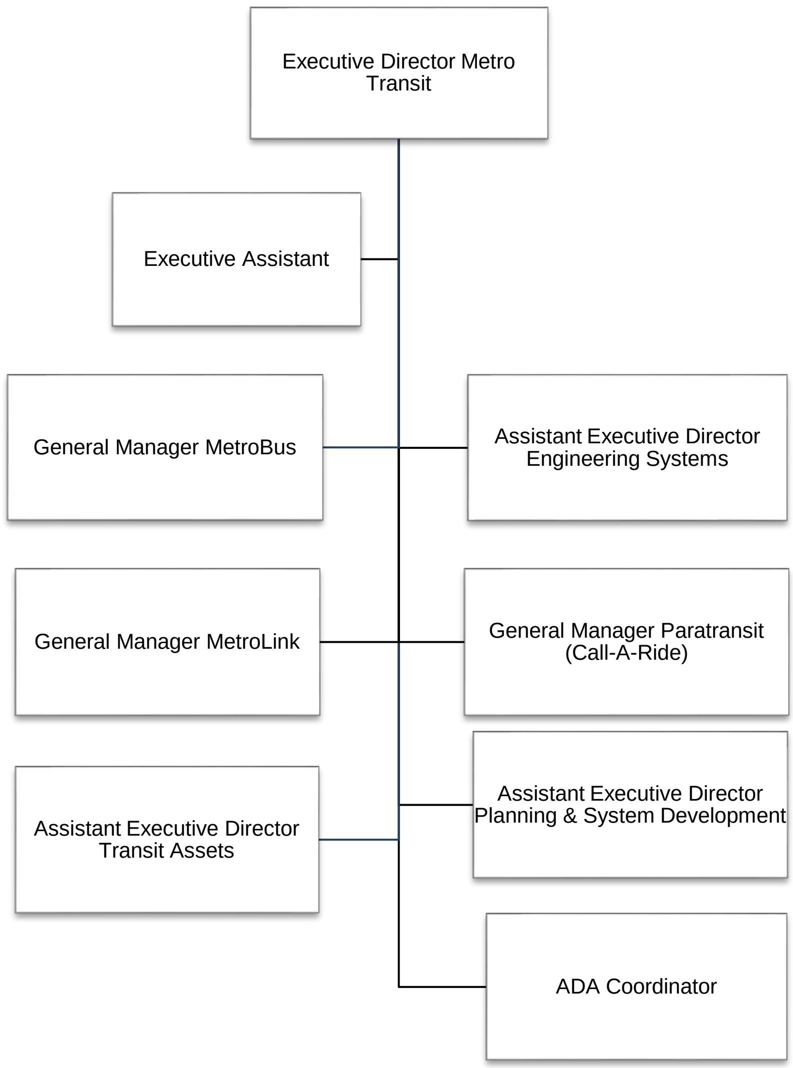
Public Safety is responsible for the safeguarding of Bi-State Development's customers, personnel, and property as well as fare enforcement. Bi-State Development utilizes certain employees, jurisdictional police officers, outside security service guards, and undercover police officers.

Planning & System Development designs fixed route service plans and other efficient and attractive mobility solutions across Metro Transit's service area, including MetroBus, MetroLink, and in FY 2020, microtransit solutions. These service plans are based on detailed analysis of operating schedules, service productivity, and other research regarding opportunities and trends in mobility. Metro's Customer Service Team communicates Metro's service options, provides trip planning assistance to customers, and supports the customer through engaging conversations across multiple media.

ADA Services administers and oversees compliance with transportation provisions of the Americans with Disabilities Act. The group administers and coordinates the ADA activities related to Metro's services and facilities. This includes certification of customers as eligible for ADA complementary paratransit service, monitoring of service to the disability community, and active participation in community outreach. A Travel Training Program, designed to train disabled customers in the use of transit's fixed route bus and light rail service, is managed by the department.

Engineering designs, engineers, and constructs capital projects for the rail and bus systems. The Capital Projects Department manages the design and construction of projects that repair, upgrade or expand the MetroBus and MetroLink facilities. Capital projects are typically funded from federal grants. The Project Control Department tracks and monitors project schedules and budgets and provides quality assurance. All project documents are maintained within this department.

Organization:



Performance Indicators – Metro Transit

Progress in meeting the goals and objectives are measured through performance indicators. Following is a list of the performance indicators for the Transit Operations:

	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Actual
Bus Transportation:				
On-time performance	91.0%	90.8%	91.0%	91.1%
Accidents per 100,000 vehicle miles	2.3	1.1	2.3	1.2
Passenger injuries per 100,000 boardings	1.3	0.5	1.3	0.7
Customer complaints per 100,000 boardings	15	12.4	15	14.9
Rail Transportation:				
On-time performance	98.0%	97.7%	98.0%	98.3%
Accidents per 100,000 vehicle miles	0.1	0.1	0.1	0.1
Passenger injuries per 100,000 boardings	0.5	0.3	0.5	0.2
Customer complaints per 100,000 boardings	1.8	2.1	1.8	1.7
Paratransit Transportation:				
On-time performance	93.0%	95.4%	93.0%	95.10%
Accidents per 100,000 vehicle miles	1.5	0.9	1.5	1.1
Passenger injuries per 100,000 boardings	5.0	3.0	5.0	3
Customer complaints per 100,000 boardings	15.0	51.5	15.0	46
Vehicle Maintenance:				
Average revenue miles between incidents:				
MetroBus roadcalls	26,000	27,500	26,000	27,515
MetroLink failures	33,000	29,000	33,000	26,561
Call-A-Ride roadcalls	40,000	30,000	45,000	18,464
Maintenance of Way (MOW):				
MOW system reliability (on-time performance)	98.5%	98.5%	98.5%	98.5%
Elevator and escalator availability	98.0%	98.0%	98.0%	98.0%
On-time performance of equipment inspections	97.5%	95.0%	97.5%	97.5%
ADA Services:				
Percent of incoming calls answered	95.0%	96.4%	95.0%	95.0%
Labor Relations:				
Employee/retiree outreach				
Education events	30	30	30	30
Communications	6	6	6	6
Engineering:				
Permits and agreements secured as required	100%	100%	100%	100%
Managed according to policy and procedure	100%	100%	100%	100%
Monitor compliance to policy	100%	100%	100%	100%
Projects completed within budget	100%	100%	100%	100%
Projected completed on time	90%	85%	90%	90%

Bi-State Development

Administration Division

Organizational overview:

The Administration Division oversees and manages the following administrative functional areas: Procurement and Material Management, Supplier Diversity, Information Technology, and Finance.

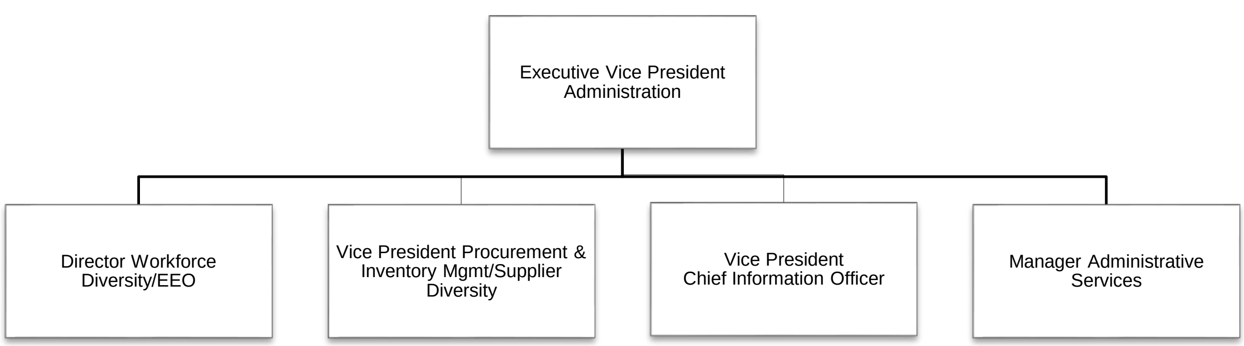
Procurement, Information Technology, and Finance are covered in their own sections in this document.

Finance Division is a diverse operation under the direction of the Chief Financial Officer. Finance is responsible for customary functions such as Treasury, Program Development and Grants, Accounting, Payroll, Accounts Receivable, Accounts Payable and Budgeting. Finance is also responsible for passenger revenue collection, passenger ticket sales and revenue equipment maintenance.

Information Technology is responsible for providing efficient, reliable, cost-effective and responsive technology services and dedicated support to all technology users throughout Bi-State Development

Procurement and Materials Management and Supplier Diversity consists of the following units that are responsible for delivering on a timely basis the best value product or service, while maintaining the public's trust and fulfilling public policy goals.

Organization:



Objectives and Strategies Action Plan: Finance

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Finance priorities:

Objective: Maximize current in-house automated technology capabilities to most efficiently complete accounting and budget functions.

Strategy:

- Focus staff training to advance in-house technological expertise; thereby creating a skillset that will utilize financial system capacity to better support all financial activities.
- Network with other Oracle and Tagetik clients within the public transportation industry or government to understand how they are using these systems to streamline and improve all financial functions including monthly, quarterly and year-end closing and budget activities.

Performance Measurement:

- Staff is well trained. Financial functions become more efficient and department staff find technological advancement that will shorten the time it takes to complete monthly, quarterly and year-end close.

Objective: Evaluate reporting requirements, business units and departmental functions for redundant and unnecessary activities.

Strategy:

- Perform an inventory of all reporting requirements provided from the Finance Division.
- Research the effectiveness of its content and frequency of its distribution.
- Determine if duplicate financial functions are performed elsewhere within BSD.
- Analyze the cost of duplicate functions and the economy of scale by centralizing these functions.
- Identify processes and procedures that have not been evaluated and documented in the prior 5 years.
- Complete a work flow and evaluation of these processes and procedures to better evaluate enhancement opportunities.

Performance Measurement:

- Streamlined Agency better utilizing manpower, technology and time

Objective: Create a succession plan for Finance.

Strategy:

- Work with Human Resources and Organizational Effectiveness to create a successful long-term succession plan for the Finance Division.
- Develop and implement an on boarding plan for all Finance staff which includes job specific and division specific knowledge.
- Cross train staff as well as develop staff skillset for future promotion opportunities.

Performance Measurement:

- Department is more prepared to transition through periods of staff turnover preventing loss of historical knowledge, loss of efficiency and increased cost of inefficiency.

Objective: Develop training materials and train all agency staff how to read and understand basic financial reporting tools.

Strategy:

- Develop the training materials.
- Work with Human Resources and Organizational Effectiveness to create a training plan.
- Schedule and deliver training sessions.

Performance Measurement:

- Workforce that is better trained to understand the financial position of the Agency and their individual departments and divisions.

Objectives and Strategies Action Plan: <u>Information Technology</u>

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Information Technology priorities:

Objective: Improve the effectiveness of safety related systems and procedures for Metro Transit.

Strategy:

- Promote and support technology, process, and infrastructure improvements that allow deployment of systems and equipment that promote safety and public safety initiatives.
- Work with the Public Safety and Operations teams to identify key initiatives. Work together on prioritization and crafting of desired schedules.
- Share information on new technology or approaches that may enhance capabilities and results. Ensure that technology resources and needs are available to meet or exceed agreed on schedules. Assist with reporting of metrics and measures that assist in progressing Public Safety's mission.

Performance Measurement:

- Technology resources have been effectively deployed, maintained and operated to support the Agency-wide safety and security initiatives that support the provision of safe services.

Objective: Improve the image of Bi-State Development by promoting technology solutions that improve our capabilities and effectiveness as an employer, partner, and supplier of services.

Strategy:

- Work with our business partners to identify areas where improvements would be most impactful. Together, evaluate the value to the organization and potential impact for employees, partners, and customers.
- Ensure that technology resources and needs are available to meet or exceed agreed on schedules. Ensure stakeholders are included and informed on technology related efforts.
- Continue to upgrade our technology security plans, network design, and infrastructure to ensure we are meeting all relevant security standards and keeping our network and data secure.

Performance Measurement:

- Improvement in public image of BSD to our customers, business partners and stakeholders.
- Successful deployment of latest technology infrastructure in conjunction with our Public Safety Department.

Objective: Create operational efficiencies by eliminating redundant or outdated processes and procedures.

Strategy:

- Evaluate IT processes and assess them for effectiveness. Evaluate processes and procedures with our business partners. Look for cost reduction opportunities and internal process improvements. Promote changes that can improve efficiency and value. When approved, assist with implementation of changes.
- Review and right size our software licensing and maintenance costs using periodic assessment, evaluation of alternatives, and long term contracts when that makes sense.
- Ensure that we get competitive pricing on all new hardware and software purchases. When feasible, buy licenses or hardware in larger quantities to attain best discounts.

Performance Measurement:

- The cost of information technology related operations becomes more efficient.

Objectives and Strategies Action Plan: Procurement

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Procurement priorities:

Objective: Maximize current in-house automated technology capabilities to most efficiently complete the procure-to-pay process and ensure correct inventory counts.

Strategy:

- Implement the order acknowledgement process to streamline order processing and allow for vendor rating.
- Implement Level 3 reporting for high volume Pro-card business suppliers. The higher visibility increases the potential for negotiating agreements.
- Improve the MRP process within Materials Management in order to improve analysis and accuracy of inventories and streamline the process.
- Remove the requirement for a 10% retention on construction projects which makes it easier for DBE's and Primes to compete.

Performance Measurement:

- Technological functions create more efficient process that allow for more accurate and timely inventory level analysis as well as improved service levels thereby reducing stock outs. Payments to suppliers without retention speeds the process, reduces administrative efforts and allows for timely payment to DBE's. More detail in regards to what is being purchased on Pro-cards allows for spend analysis and contracting opportunities.

Objective: Improved staff skillset through training improves image of the Agency.

Strategy:

- Focus staff training to advance in-house technological expertise; thereby creating a skillset that will utilize financial system capacity to better support all financial activities.

Performance Measurement:

Staff is well trained. Relationships with vendors improve as professionalism increases.

Performance Indicators – Procurement and Inventory Management

Progress in meeting the goals and objectives are measured through performance indicators. Following is the list of the performance indicators for the organization:

	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Actual
Inventory Management:				
Accuracy of bus parts inventory	98.0%	98.0%	98.0%	98.07
Accuracy of rail parts inventory	98.0%	97.0%	98.0%	96.25
Bus parts inventory turnover	3.00	1.85	3.00	2.29
Rail parts inventory turnover	2.00	.88	2.00	1.03
Procurement:				
Percent of purchases competitively sourced	90.0%	90.0%	90.0%	90.0%

Performance Indicators - Finance

Progress in meeting the goals and objectives are measured through performance indicators. Following is a list of the performance indicators for the Finance Division areas:

	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Actual
Treasury:				
Treasury Module closed within one working day after month end	100%	100%	100%	100%
All EFTs timely made without errors	100%	100%	100%	100%
Positive pay issue files transmitted in a timely manner	100%	100%	100%	100%
Monthly Treasurer's Report completed before Board deadline	100%	100%	100%	100%
	FY 2022	**FY 2021**		**FY 2020**
	Target	**Projection**	**Target**	**Actual**
Passenger Revenue:				
Percent of TVM refund claims processed within three days of receipt	100%	99%	100%	99%
Percent of special events staffed with ticket sales where TVMs are unable to handle demand	100%	100%	100%	100%
Percent of pass/ticket distributions to third party vendors meeting deadline	100%	100%	100%	100%
Percent of month-end journal entries meeting closing schedule	100%	99%	100%	99%
Percent of working fund balances reconciled with general ledger	100%	100%	100%	100%
Number of farebox revenue audits performed	12	12	12	12

	FY 2022 Target	FY 2021 Projection	FY 2021 Target	FY 2020 Actual
Program Development and Grants:				
Percent of annual formula, & discretionary funded grant applications submitted on time	100%	100%	100%	100%
Percent of FTA/FEMA-DHS/IDOT milestone progress reports submitted on time (within 30 days after the end of the quarter or as required)	100%	100%	100%	100%
Percent of federal grants closed within 90 days of all grant activity and expenditure of all federal funds	100%	100%	100%	100%

	FY 2022 Target	FY 2021 Projection	FY 2021 Target	FY 2020 Actual
Controller's Group:				
GFOA Certificates of Achievement:				
Comprehensive Annual Financial Report	Yes	Yes	Yes	Yes
Percent of months in which the general ledger was closed within 7 days or less	100%	100%	100%	100%
Percent of invoices paid within supplier payment terms	95.0%	92.0%	95.0%	92.0%
Percent of supplier records to be maintained in supplier master file	100%	99%	100%	99%
Payroll errors as a percent of paychecks	<1%	<1%	<1%	<1%
Percent of employees using direct deposit	99.99%	99.99%	99.99%	99.99%

Performance Indicators – Information Technology

Progress in meeting the goals and objectives are measured through performance indicators. Following is a list of the performance indicators:

	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Actual
Information Technology:				
System uptime	98.8%	99.0%	98.8%	99.0%
Information Technology % personnel turnover	<9%	7.0%	<9%	9.6%
Information Technology request turnaround (days per request)	< 4	5.0	< 4	3.4
Office Services:				
In-house professional print jobs	>120	125	>120	112

Bi-State Development

Organizational Effectiveness Division

Organizational overview:

The Organizational Effectiveness Division oversees and manages the following administrative functional areas: Human Resources, Benefits, Risk and Absence Management, Workforce Diversity/EEO and Labor Relations.

Talent Management provides services in the area of talent acquisition, compensation, training, development, and employee relations. The Talent Management Division also provides coaching and consulting in the areas of organizational development and effectiveness. The division endeavors to provide these services and the pursuit of excellence in all employee-oriented programs, while influencing positive management-workforce relationships.

Employee Benefits Department is responsible for health, welfare and retirement programs that support the physical, mental and financial well-being of employees, retirees and their dependents. The department advocates for a range of benefits including a self-funded Medical, Prescription Drug and Dental plan, Medicare Retiree Replacement Options and Health Reimbursement Account (HRA) subsidies, Employee Assistance Plan/Behavioral Health, Vision, Health and Dependent Care Flexible Spending Accounts, Basic and Supplemental/Dependent Life Insurance, Accidental Death and Dismemberment Insurance, Short and Long Term Disability Protection as well as management and technical support for three Defined Benefit Pension Plans and a 401(k) Program.

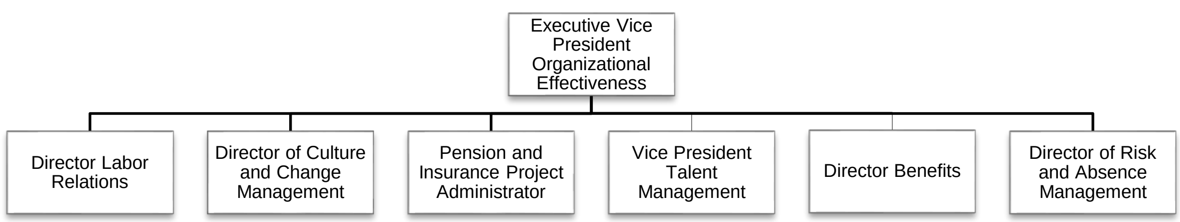
Risk and Absence Management is responsible for BSD self-insurance and insurance programs as well as the administration of workers' compensation, property and auto liability claims. The department administers federal drug and alcohol programs including random testing and is responsible for the monitoring and management of employee absences.

Workforce Diversity and EEO is responsible for the ongoing development and implementation, administration, monitoring and ensuring compliance with employment laws. At all times, Bi-State Development provides equal employment opportunity to all persons and BSD will not discriminate on the basis of race, color, creed, religion, national origin, sex, age, disability, genetic information, veteran status, sexual orientation, gender identity and any other protected class under federal, state and local laws. Bi-State Development implements its commitment to equal employment opportunity and diversity in all of its employment practices, including but not limited to: recruitment, hiring, promotions, discipline, transfers, compensation/rates of pay, training, benefits, terminations and other terms and conditions of employment.

Labor Relations is responsible for administering all collective bargaining agreements with the various bargaining units; whereby negotiating labor contracts, managing grievance processes, and maintaining data unique to union personnel. The Department also functions in both an advisor and confidant to Metro Transit leaders in the execution of their responsibilities in a manner consistent with those collective bargaining agreements, the agency policies, and applicable laws.

Self-Insurance Funds (SIF) have been established to bring greater visibility and transparency to self-funded health insurance programs, self-funded casualty claims and workers compensation costs. The Health SIF accounts for health plan related expenses such as medical, prescription drug and dental claims along with internal and external service expenses. The Casualty SIF accounts for claims, personal costs, external services and insurance premiums. The Workers Compensation SIF accounts for claims, insurance premiums and other claims related expenses

Organization:



EVP - Organizational Effectiveness - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Human Resources					
Wages & benefits without OPEB	$ 1,111,904	$ 1,444,834	$ 1,509,309	$ 64,475	4.5%
Other post-employment benefits	10,085	23,820	16,880	(6,940)	-29.1%
Services	808,247	406,220	445,396	39,176	9.6%
Parts and supplies	24,355	49,800	49,800	-	0.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	1,802	3,000	6,000	3,000	100.0%
Leases and other expense	39,534	224,280	270,900	46,620	20.8%
Operating expense	**1,995,928**	**2,151,954**	**2,298,284**	**146,330**	**6.8%**
Pension & Retiree Benefits					
Wages & benefits without OPEB	5,910,931	6,995,055	7,660,786	665,731	9.5%
Other post-employment benefits	2,047	2,704	1,916	(788)	-29.1%
Services	170,505	219,065	144,484	(74,581)	-34.0%
Parts and supplies	696	300	300	0	0.1%
Casualty and liability costs	12,896	-	-	-	0.0%
Utilities	362	-	288	288	0.0%
Leases and other expense	3,067	11,880	10,600	(1,280)	-10.8%
Operating expense	**6,100,504**	**7,229,003**	**7,818,374**	**589,371**	**8.2%**
Risk Management					
Wages & benefits without OPEB	550,784	781,612	411,803	(369,809)	-47.3%
Other post-employment benefits	4,739	12,151	6,607	(5,544)	-45.6%
Services	159,710	687,500	82,500	(605,000)	-88.0%
Parts and supplies	5,673	4,550	6,850	2,300	50.5%
Casualty and liability costs	6,117,213	9,077,090	10,172,600	1,095,510	12.1%
Utilities	467	1,000	500	(500)	-50.0%
Leases and other expense	3,310	14,300	6,100	(8,200)	-57.3%
Operating expense	**6,841,896**	**10,578,203**	**10,686,960**	**108,757**	**1.0%**
Labor Relations					
Wages & benefits without OPEB	234,304	283,674	379,132	95,458	33.7%
Other post-employment benefits	1,922	5,177	3,669	(1,508)	-29.1%
Services	526,833	545,180	542,314	(2,866)	-0.5%
Parts and supplies	2,811	4,490	2,852	(1,638)	-36.5%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	1,266	2,100	2,100	-	0.0%
Leases and other expense	1,789	4,220	7,354	3,134	74.3%
Operating expense	**$ 768,924**	**$ 844,841**	**$ 937,421**	**$ 92,580**	**11.0%**
Workforce Diversity & EEO					
Wages & benefits without OPEB	$ 241,724	$ 250,436	$ 248,651	$ (1,785)	-0.7%
Other post-employment benefits	2,041	4,247	3,009	(1,238)	-29.1%
Services	57,726	25,750	35,000	9,250	35.9%
Parts and supplies	10,355	11,060	14,239	3,179	28.7%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	1,269	1,650	1,650	0	0.0%
Leases and other expense	19,414	32,604	41,750	9,146	28.1%
Operating expense	**332,528**	**325,747**	**344,300**	**18,553**	**5.7%**

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Executive VP Organizational Effectiveness					
Wages & benefits without OPEB	78,153	130,568	78,019	(52,549)	-40.2%
Other post-employment benefits	(45)	2,018	1,430	(588)	-29.1%
Services	-	30,000	50,004	20,004	66.7%
Parts and supplies	175	1,000	1,200	200	20.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	-	-	-	0.0%
Leases and other expense	5,060	18,360	30,000	11,640	63.4%
Operating expense	**83,344**	**181,946**	**160,653**	**(21,293)**	**-11.7%**
Executive Vice President - Totals					
Wages & benefits without OPEB	**8,127,800**	**9,886,179**	**10,287,700**	**401,521**	**4.1%**
Other post employment benefits	**20,789**	**50,117**	**33,511**	**(16,606)**	**-33.1%**
Services	**1,723,021**	**1,913,715**	**1,299,698**	**(614,017)**	**-32.1%**
Parts and supplies	**44,065**	**71,200**	**75,241**	**4,041**	**5.7%**
Casualty and liability costs	**6,130,109**	**9,077,090**	**10,172,600**	**1,095,510**	**12.1%**
Utilities	**5,166**	**7,750**	**10,538**	**2,788**	**36.0%**
Leases and other expense	**72,174**	**305,644**	**366,704**	**61,060**	**20.0%**
Total EVP-Organizational Effectiveness	**$ 16,123,124**	**$ 21,311,694**	**$ 22,245,992**	**$ 934,298**	**4.4%**

Objectives and Strategies Action Plan: Organizational Effectiveness Division

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Organizational Effectiveness priorities:

Objective:	**Organization/Department (Culture)/Leadership. Oversee and manage the following functional areas: Benefits, EEO, Labor Relations, Risk and Absence Management and Talent Management (Human Resources).**

Strategy:

- Provide talent management services in the pursuit of excellence in all employee-oriented programs, while influencing positive management workforce relationships.
- Provide health, welfare and retirement programs that support the physical, mental and financial well-being of employees, retirees and their dependents.
- Identify and implement solutions to minimize and mitigate risks to protect BSD employees, customers, partners and assets.
- Research, develop and implement policies and procedures to minimize absenteeism.
- Build a diverse and high performing workforce while ensuring compliance with FTA Circular UMTA 4704.1A (Equal Employment Opportunity Guidelines) as well as all applicable laws, regulations and BSD policies and procedures.
- Negotiate and administer labor contracts, manage grievances and maintain data unique to union personnel.
- Administer and report on the BSD Health, Casualty, and Workers Compensation Self-insured Funds.

Performance Measurement:

- Timely, effective and efficient delivery of employee related services. Positive employee morale and relationships.

Objective:	**Compliance (Governance): Ensure compliance with Federal and State laws and regulations and Agency policies and procedures. Manage risks on non-compliance.**

Strategy:

- Improve reporting and transparency.
- Review and ensure proper controls are in place and are being followed.
- Educate and train on their responsibilities under compliance laws, policies and procedures.

Performance Measurement:

- Agency is in compliance with all Federal and State laws and regulations.

Objective:	**Enhance Community Engagement: Align services with the needs and priorities of our customers in the community. Support all Agency customer initiatives that enhance our employee, retiree and dependent community as well as talent recruitment, retention and reward initiatives.**

Strategy:

- Support all transit and company-wide initiatives.
- Serve on boards and participate in community based organization activities that enhance Metro's visibility and supports increased knowledge, builds skills and allows for networking that improves internal performance in role.
- Promote visibility of Metro.
- Create Operational Efficiencies (eliminate redundant or outdated processes & procedures)

Performance Measurement:

- Improved relationships with external organizations and public image.

Objective:	**Leadership (People) Development. Build and nurture a diverse and high-performing workforce. Increase utilization of Talent Management System including creating individual development plans, conducting regular one-on-one meetings and completing performance appraisal process by all deadlines as outlined**.

Strategy:

- Explore, analyze and implement cost efficiencies such as contract reviews, travel/training expenditures, staff analysis/consolidation and streamline core business practices to manage costs and reach financial stability.
- Prepare budget per published timeline.
- Conduct monthly reviews and analysis of cost center, budget and financial reports to manage costs.
- Evaluate and analyze all open positions (determine the need for new hires etc.) prior to filling positions.

Performance Measurement:

- Highly trained workforce delivering excellent service.

Objective:	**Practice Sound Fiscal Stewardship: Practice a high standard of fiscal responsibility, be transparent about budget decisions and investments and prioritize resources. Close budget gap. Review expenses and cost center budgets, and ensure cost effective use of resources to project no growth for FY22 budget from FY21.**

Strategy:

- Explore, analyze and implement cost efficiencies such as contract reviews, travel/training expenditures, staff analysis/consolidation and streamline core business practices to manage costs and reach financial stability.
- Prepare budget per published timeline.
- Conduct monthly reviews and analysis of cost center, budget and financial reports to manage costs.
- Evaluate and analyze all open positions (determine the need for new hires etc.) prior to filling positions.

Performance Measurement:

- Highly efficient use of budget dollars.

The organizational unit develops a strategic plan based on the company's goals and objectives. This strategic plan is set into strategies and action steps that help Bi-State Development achieve its goals and objectives as outlined in the strategic plan section of this document.

Marketing and Communications

Organizational overview:

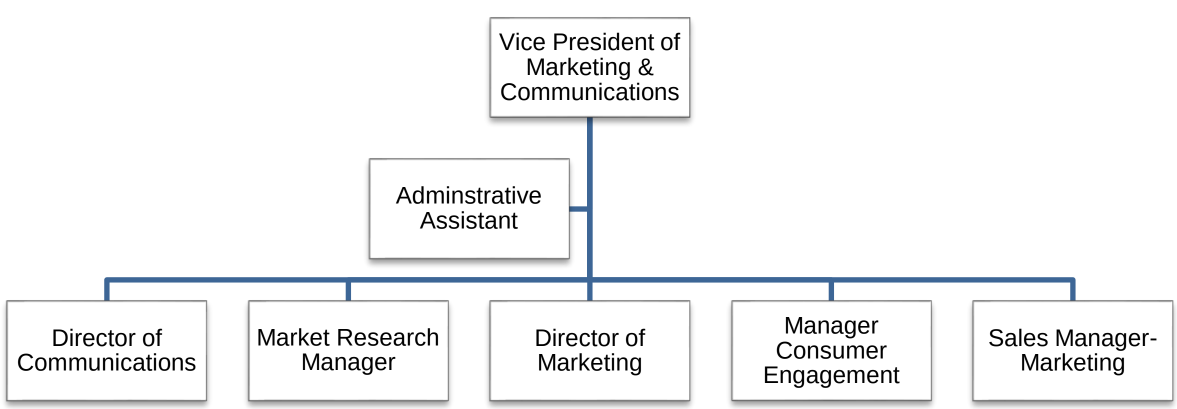
Marketing and Communications is responsible for developing and executing strategic and tactical marketing, sales, community outreach and public relations plans for Bi-State Development and its enterprises to advance understanding of and support for BSD's role in driving economic activity in the region.

Marketing develops and implements marketing, sales and graphic communication strategies and programs to support BSD and all its business units. Marketing is responsible for consumer engagement and consumer insights (a research component) both recently created to improve adoption of Metro's mobility services. In addition, Marketing operates MetroStore, BSD's "owned and operated" consignment pass sales location positioned at 8th & Pine to service regular transit users as well as tourism and corporate sales for transit.

Communications is responsible for the development and implementation of BSD messaging, programs, activities, materials, presentations and media relations designed to enhance public employee awareness, understanding and support for BSD's policies, plans, services and initiatives.

Consumer Engagement is influential in elevating public perception and adoption of Metro Transit services. The team executes marketing strategies that engage key consumer (Metro Transit) audiences. Strategies work to grow customer base(s) through programs that target consumer education and improving public adoption of existing / new products, services, and improved transit ridership while building advocacy.

Organization:



Goals and Objectives Action Plan: Marketing and Communication

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Marketing priorities:

Objective:	**Improve reputation and perception of safety and security on Metro Transit through driven marketing communications and engagement tactics; consistent messaging, highlight actionable and tangible progress.**

Strategy:

- Development of an online public safety dashboard that serves as a central location for all messaging, information and digital material.

Performance Measurement:

- Dashboard complete.
- Research tools or methods designed to provide timely, data-based, actionable insights throughout FY22.
- Measure results of perceived transit environment/customer safety and security with research tools.

Objective:	**Increase the amount of positive earned media.**

Strategy:

- Assist the internal external adoption of our new safety and security message.
- Create opportunities for "constant communications" with media and partners by soliciting placement of Metro content.
- Build stronger relationships with regional media outlets and partnering organizations to effectively manage communications; and timely responses.
- Plan and execute engagement opportunities that stretch across Metro functions (i.e. Operations & Public Safety) and key rider groups (extra focus on Millennials and Generation Z) as well as stakeholders.

Performance Measurement:

- Number of "wins" for the organization through correcting erroneous news reports with accurate information increases.

Objective: Drive and develop new content strategies that promote Metro Transit ridership. Maximize engagement with current and new riders highlighting new transit services and initiatives.

Strategy:

- Create engaging messaging, by creation of collateral for multiple audiences (riders, general public, elected officials, regional stakeholders, and media) and progress media platforms (digital; print collateral; on-system signage; social media).
- Include ongoing consumer facing promotions that encourage new riders to try the system while also incentivizing existing riders to ride more frequently. Increased digital strategies coupled with consumer engagement and communications plans will promote use of the system.
- Develop and/or strengthen partnerships with organizations that can leverage transit awareness into increased ridership (ex: advisory group) Manage new tech rollouts from internal and external perspectives so outcome is more trust in our system.
- Improve MetroBus wayfinding (bus stop signage) project.
- Concentrate efforts on increasing transit usage of existing pass customers (employers and students).

Performance Measurement:

- Build metrics to determine impact of engagement efforts and increased ridership
- Create a wayfinding system that is user friendly and instills confidence in Metro, thus building ridership
- Provide measurements related to customer / public perception of safety, culture development and code of conduct awareness (Consumer Insights -research).
- Ridership increases.

Objective: Improve internal communications to improve stakeholder engagement through broad support for St. Louis Regional Freightway, St. Louis Downtown Airport, Gateway Arch, Riverboats at the Gateway Arch.

Strategy:

- Build strong relationships with regional media outlets and partner organizations to effectively manage communications; timely responses and updates while creating opportunities for "constant positive media stories" with media and partners by soliciting placement of BSD enterprise content.

Performance Measurement:

- Creation of regional partnerships that provide all-inclusive experiences and pricing, across BSD brands that bring customers to tourism & regional events / activities via public transit.
- Improved attendance and ridership.

Performance Indicators – Marketing and Communications Division

Progress in meeting the goals and objectives are measured through performance indicators. The following is a list of the performance indicators for Marketing and Communications:

	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Actual
Develop and execute strategic and tactical marketing and sales plans that meet business targets for transit				
• Advertising Revenue	$1.6M	$1.0M	$1.7M	$1.4M
• MetroStore Sales	$1.8M	$0.7K	$2.2M	$1.3M
• U-Pass Sales	$3.7M	$2.8M	$4.6M	$3.8M

metro

METRO TRANSIT
IMPROVEMENT PLAN

Transit Improvement Plan Assumptions

The three-year Transit Improvement Plan reflects known factors to estimate the financial position for BSD through 2024. Deficits projected for FY 2022 - FY 2024 are a reflection of lower expected ridership and resultant revenues. Service deployment of "Metro Reimagined" began in the fall of 2019 and will remain consistent throughout this period. Major emphasis on safety, improved service delivery, and customer service are the building blocks for a bright future.

Operating Revenue

Passenger revenue for FY 2022 - FY 2024 is projected to slow the decline previously experienced and maintain a leveling of revenue as reflecting the results of "Metro Reimagined". System service improvements, including electronic payment applications and Micro Transit services, will create shorter waits, faster trips, and better connections. Improvements with service delivery and safety will be a catalyst to attract riders to the system.

Paratransit contract revenues are associated with Call-A-Ride operations primarily due to Missouri Medicaid customers. Revenue is expected to increase 24.4% in FY 2022, and stabilize through FY 2023 - FY 2024.

Other operating revenue consists of advertising on revenue vehicles, shelters and Metro Link stations, property rental, contracted maintenance for St. Clair ATS service, concessions, and miscellaneous other. For FY 2023 - FY 2024 other operating revenues are expected to remain level.

Operating Expense

Operating expenses adjusted for newly budgeted projects expected to generate new revenue or funded by grants are projected to remain relatively flat for FY 2022 and be strictly managed to grow modestly during the remainder of the three year period. For FY 2023 - FY 2024 inflationary growth is estimated to be about 1%. This represents normal inflationary pressure on wages and benefits, materials and parts, services, insurance, and utilities.

Grants, Sales Tax, and Contractual Revenue

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

Each year, BSD requests an appropriation sufficient to fund capital improvement and replacements, debt service, and operational costs in excess of passenger revenue. Sales tax revenues are not growing at the rate of inflation. Projected annual growth in sales taxes between FY 2023 - FY 2024 is budgeted to be flat for St. Louis City and County. Sales tax revenues for operations are expected to remain level for FY 2023 and FY 2024, to reflect the lack of growth expected in all other revenues.

State of Missouri revenue for FY 2023 - FY 2024 is expected to remain level and the East-West Gateway Council of Governments reimbursement will remain level over both years.

St. Clair County revenue for FY 2022 will increase slightly. Illinois MetroBus is evaluating the current and longer term service levels for fixed route bus service. This projection assumes continuation of this additional service and keeps MetroLink service at current levels. St. Clair County Transit District contracts for and pays 100% of the fully allocated cost of service provided to them by BSD. Resources received by St. Clair Transit District to fund public transportation in their District include a 1981 ¼ cent sales tax, a 1993 ½ cent sales tax and Downstate Illinois Department of Transportation Funding. BSD is committed to control expenses and projects.

Federal vehicle maintenance (Federal Formula Funds) is budgeted at $16 million for the period FY 2022 - FY 2024. Using these funds for operations may result in transit deferring capital spending in future years. If deferring capital replacement and rehabilitation spending is required, it could be detrimental to the investment in assets which the FTA expects Bi-State Development to keep in good condition. Most of transit's facilities are 20-plus years of age. The original MetroLink alignment exceeds 20 years as well.

Other non-capital projects represents projects that are eligible to be funded with Federal monies but are technically an operating cost per United States Generally Accepted Accounting Principles. An example would be rail maintenance grinding which is a repair but costs millions of dollars. Between FY 2022 - FY 2024 BSD anticipates spending between $4-5 million annually on these type of projects. Federal assistance provides an average of 80% to full funding for these projects.

Non-Operating Revenue (Expense)

Investment income is projected to grow more quickly than the past decade as a result of a series of rate increases by the Federal Reserve. This line item also includes the revenue portion of the capital lease program which increases annually. Lease interest revenue offsets lease interest expense related to this program.

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

Deficit before Depreciation

Net deficits projected for FY 2022 – FY 2024 are non-cash and represent annual unfunded GASB 45 and 68 reporting requirements related to items as OPEB obligations, pension, and amortization of discounts/premiums on debt. Actual deficits may differ from these projections due to adverse economic conditions or unexpected expenditures.

Transit Improvement Plan Financial Summary

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

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

	FY 2022	FY 2023		FY 2024	
	Budget	Projection	Change	Projection	Change
Operating Revenue:					
Passenger Revenue	$ 20,970	$ 21,180	1.0%	$ 21,180	0.0%
Paratransit Contract	$ 1,375	$ 1,388	1.0%	$ 1,388	0.0%
Other transit operating revenue	$ 4,422	$ 4,467	1.0%	$ 4,467	0.0%
Total operating revenues	**26,767**	**27,035**	**1.0%**	**27,035**	**0.0%**
Non-Operating Revenue:					
Total Grants & Assistance	$ 297,680	$ 286,029	-3.9%	$ 286,029	0.0%
Investment Income	$ 10,906	$ 11,015	1.0%	$ 11,015	0.0%
Other misc. non-operating revenue	$ 2,120	$ 2,141	1.0%	$ 2,141	0.0%
Total non-operating revenues	**310,707**	**299,186**	**-3.7%**	**299,186**	**0.0%**
Total revenues	**337,474**	**326,221**	**-3.3%**	**326,221**	**0.0%**
Operating Expense:					
Wages And Benefits	$ 205,036	$ 207,086	1.0%	$ 209,157	1.0%
Services	$ 47,926	$ 48,405	1.0%	$ 48,889	1.0%
Fuel & Lubrications	$ 33,216	$ 33,548	1.0%	$ 33,884	1.0%
Other Expense	$ 26,397	$ 26,661	1.0%	$ 26,927	1.0%
Total operating expenses	**312,574**	**315,700**	**1.0%**	**318,857**	**1.0%**
Non-Operating Expense:					
Interest on debt	$ 21,971	$ 22,190	1.0%	$ 22,412	1.0%
Sheltered workshop	$ 1,255	$ 1,268	1.0%	$ 1,280	1.0%
Other Non-Operating Expense	$ 2,051	$ 2,072	1.0%	$ 2,093	1.0%
Total non-operating expenses	**25,277**	**25,530**	**1.0%**	**25,785**	**1.0%**
Total expenses	**337,851**	**341,229**	**1.0%**	**344,642**	**1.0%**
Net income (deficit) before	**(377)**	**(15,008)**		**(18,421)**	**22.7%**
Depreciation And Amortization	77,057	75,271	-2.3%	75,271	0.0%
Net Transfers	4,459	3,200	-28.2%	3,200	0.0%
Net income (deficit)	**$ (81,893)**	**$ (93,479)**	**14.1%**	**$ (96,891)**	**3.7%**

Totals may not sum due to rounding.

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

	FY 2022	FY 2023		FY 2024	
	Budget	Projection	Change	Projection	Change
Local & State:					
Missouri:					
City of St. Louis 1/2 cent sales tax	$ 20,295	$ 20,295	0.0%	$ 20,295	0.0%
City of St. Louis 1/4 cent sales tax	$ 9,039	$ 9,039	0.0%	$ 9,039	0.0%
City of St. Louis Prop M2 sales tax	$ 7,440	$ 7,440	0.0%	$ 7,440	0.0%
Total City of St. Louis	**36,775**	**36,775**	**0.0%**	**36,775**	**0.0%**
St. Louis County 1/2 cent sales tax	$ 41,462	$ 41,462	0.0%	$ 41,462	0.0%
St. Louis County 1/4 cent sales tax	$ 35,116	$ 35,116	0.0%	$ 35,116	0.0%
St. Louis County Prop A 1/2 cent sales tax	$ 85,827	$ 85,827	0.0%	$ 85,827	0.0%
Total St. Louis County	**162,405**	**162,405**	**0.0%**	**162,405**	**0.0%**
State of Missouri	$ 792	$ 792	0.0%	$ 792	0.0%
Other local match - MO	$ 790	$ 790	0.0%	$ 790	0.0%
Planning & demonstration reimb.-EWGCOG	$ 160	$ 160	0.0%	$ 160	0.0%
Total Missouri local & state	**200,921**	**200,921**	**0.0%**	**200,921**	**0.0%**
Illinois:					
St. Clair County	$ 63,986	$ 63,986	0.0%	$ 63,986	0.0%
Local Match (IL) Non-Cap Projects	$ 107	$ 107	0.0%	$ 107	0.0%
Total Illinois local & state	**64,093**	**64,093**	**0.0%**	**64,093**	**0.0%**
Total local & state	**265,015**	**265,015**	**0.0%**	**265,015**	**0.0%**
Federal:					
Vehicle maintenance	16,000	$ 16,000	0.0%	$ 16,000	0.0%
Non-capital projects	16,666	$ 5,015	-69.9%	$ 5,015	0.0%
Total Federal	**32,666**	**21,015**	**-35.7%**	**21,015**	**0.0%**
Total grants, sales tax, & contractual revenue	**$ 297,680**	**$ 286,029**	**-3.9%**	**$ 286,029**	**0.0%**

Totals may not sum due to rounding.

METRO TRANSIT
CAPITAL BUDGET

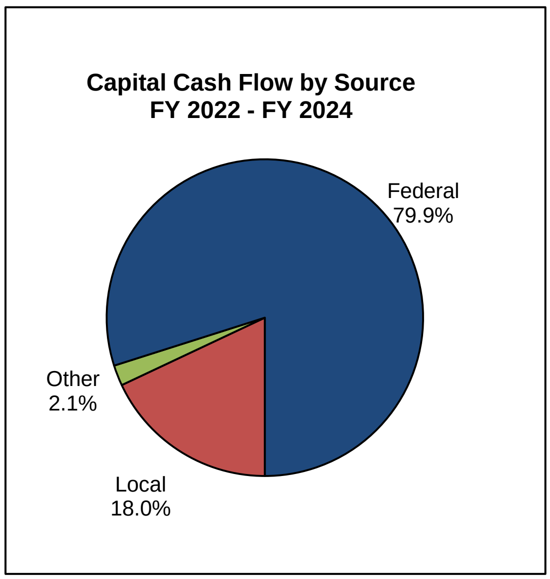
Metro Transit

Capital Revenue Assumptions
FY 2022 – FY 2024

Federal Funding

"Fixing America's Surface Transportation Act" (FAST Act)

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



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

Annual capital revenue assumptions over the FY 2022 – FY 2024 capital budget period for Bi-State Development will be based on several factors. For urbanized areas (UZAs) with populations of 200,000 or more, the formula is based on a combination of bus revenue vehicle miles, bus passenger miles, bus operating costs, fixed guideway vehicle revenue miles and fixed guideway route miles, as well as population and population density. The formula allocation also includes a percent of the Section 5307 funds that will be allocated on the basis of low-income persons residing in urbanized areas. Also, annual revenue from these formula based programs will be based on Bi-State Development's annual reporting of data to the National Transit Database.

Capital revenue assumptions in the FY 2022 – FY 2024 capital plan are conservative beyond FY 2022 based on two factors, which will affect funding appropriations beyond September 30, 2020, which is the current expiration date of the FAST Act. Introduction of a new transportation law or extension of the current law will impact the Agency's federal formula allocations. Population, population density, and low-income population numbers are subject to change during the calendar year 2020 US census count, which will also impact the Agency's federal formula allocations.

Additional capital revenue assumptions in the FY 2022 – FY 2024 capital plan include several discretionary funding programs. Under MAP-21 the Bus and Bus Facility discretionary program was repealed and in its place a new Bus and Bus Facility Formula program was created. Under the FAST Act, the Bus and Bus Facility Discretionary program has been re-introduced, and includes a sub-program for technological changes or innovations to modify low or no emission vehicles and facilities. The FAST Act also continues federal highway funding for the Congestion Mitigation and Air Quality program and the Surface Transportation program. Funding under each of these programs is eligible for various public transportation purposes.

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

Bi-State Development's FY 2022 – FY 2024 capital budget totals $595.3 million. Funding is planned through the FAST Act programs mentioned above as well as previously authorized and apportioned programs under MAP-21 and SAFETEA-LU. Federal discretionary programs such as Congestion Mitigation & Air Quality (CMAQ) funds and Surface Transportation Program (STP) funds are continued under the FAST Act law and are planned in this capital program. In addition, the Bus and Bus Facility discretionary grant program is being re-introduced under the FAST Act law and funding is planned for revenue rolling stock and facility rehabilitation and replacement.

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

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

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

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

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

Department of Homeland Security Transit Security Grant Program (TSGP)

The Transit Security Grant Program continues to be an important funding source for Bi-State Development. These funds provide for the critical hardening of Bi-State Development's assets by enhancing various security measures as well as providing funding to support front-line employee training and bus and rail response and recovery drills to address potential terrorist threats. The capital budget includes projects and planned applications throughout the FY 2022 – FY 2024 period.

State Funding

Illinois Department of Transportation (IDOT)

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

Missouri Department of Transportation (MoDOT)

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

Local and Other Funding

Missouri Local Sales Tax Funds

Bi-State Development uses a combination of 1/2 cent and 1/4 cent local sales tax capital funds generated by St. Louis City and County as the local match to Federal funding for bus and non-bus capital projects located in the City and County. Currently, 98% of the 1/2 cent sales tax receipts will be used for operating purposes for FY 2022 - FY2024.

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

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

St. Clair County (Illinois) Transit District

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

Other Financing

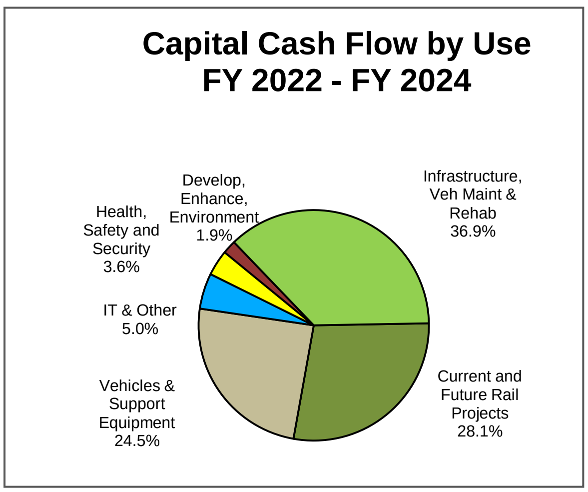
Other financing is made up of operating dollars used to match capital projects such as preventive maintenance of vehicles and facilities. From time to time, funding is also identified from sources other than local sales taxes.

Capital Expenditure Assumptions FY 2022 – FY 2024

Capital Expenditures

The capital expenditure program for FY 2022 – FY 2024 encompasses a wide range of initiatives over the next three years meeting Bi-State Development's (BSD) major capital projects and priorities and incorporates the federal program changes reflected in the current transportation law Fixing America's Surface Transportation Act (FAST Act).

A capital project is defined as costing more than $5,000 and having a useful life of more than one year. Total capital expenditures planned for FY 2022 is $447.8 million. Total capital expenditures planned for the three-year capital program is $595.3 million. The FY 2022 – FY 2024 capital expenditure program includes both recurring and non-recurring capital expenditures. The recurring capital expenditures are those that are included in almost every budget and will have no significant impact on the operating budget. These recurring investments include bus and paratransit revenue rolling stock vehicle replacements; hardware and software upgrades to support advances in technology; and preventive maintenance along the MetroLink Right-of-Way and at MetroBus stations. Federal Formula funds will be allocated to the vehicle maintenance program throughout this capital budget period.



Under the FAST Act, the requirement to set aside one percent of Section 5307 Formula funds for associated transit improvements to enhance MetroBus and MetroLink facilities as a part of BSD's recurring capital activities has been repealed. However, carryover funding approved from prior transportation laws under SAFETEA-LU and MAP-21, are included in the FY 2022 – FY 2024 capital expenditure program to support transit improvements throughout the system. To support future transit enhancements, other capital funds will be designated for the Arts in Transit Program as directed by Board policy.

In July 2016, the Federal Transit Administration (FTA) issued a final rule requiring FTA grantees to develop management plans for their public transportation assets, including vehicles, facilities, equipment, and other infrastructure. The Transit Asset Management (TAM) final rule requires transit agencies to develop a strategic approach to maintain and improve their capital assets. The FY 2022 - FY 2024 capital and operating budgets contain several funding strategies to ensure Bi-State Development achieves and maintains a state of good repair status for all its assets.

The three-year capital budget assumes approximately $167.1 million for MetroLink infrastructure projects, $10.7 million for new development and environmental enhancements, $21.4 million for safety and security enhancements, and $30.0 million for information technology improvements. Vehicles and supporting equipment needs assume $146.1 million; infrastructure and vehicle maintenance needs assume $219.6 million.

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

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

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

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

Major facility improvements planned over the next three years include the replacement of 15-20 year old major components such as heating, ventilation and air conditioning systems, elevators, escalators, electrical systems and doors. In addition, MetroLink infrastructure projects over the next three years include bridge and tunnel repairs, surface and alignment of the mainline track, substations and catenary insulators. All planned projects for the FY 2022 – FY 2024 capital budget are in support of the Federal Transit Administration’s Transit Asset Management and State of Good Repair practices.

Non-Routine Capital Expenditures

There are a number of non-recurring capital expenditures planned in the FY 2022 – FY 2024 capital budget. These non-recurring expenditures are intended to address an immediate capital need within the Metro transit system and may impact the operating budget after initial capitalization. Design and construction work began for rehabilitation and repair of Union Station Tunnel in Downtown St. Louis. Passenger amenity, technology and revenue vehicle replacement projects are budgeted in support of the Metro Reimagined initiative designed to increase customer satisfaction.

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

Bi-State Development is continuing its commitment to create a more environmentally and economically sustainable transit system through investments in energy efficient lighting and equipment, and alternative propulsion systems. Metro's battery electric bus program is continuing through this capital budget cycle, with funds totaling $33.8 million planned for the purchase of 24 battery electric buses and necessary infrastructure for charging stations in FY 2022. Additional revenue vehicle replacements include battery electric technology based in part on the success of Metro's pilot programs.

During the FY 2022 – FY 2024 capital program period, $48 million will be allocated to the vehicle maintenance program through Federal Formula funds. A total of $16 million in Federal Formula funds annually will be allocated to the program for FY 2022 - FY 2024.

Under the FAST Act, funding for the State of Good Repair Program which supports maintenance, replacement and rehabilitation of light rail infrastructure, facilities and equipment continues to be authorized. During the FY 2022 - FY 2024 capital investment program, projects will be administered and funds expended under the State of Good Repair Program as well as the previously authorized Fixed Guideway Modernization Program. A combined total of $174.6 million in Federal State of Good Repair and Fixed Guideway funds are planned over FY 2022 - FY 2024 to support light rail facility and right-of-way improvements throughout the system, as well as rehabilitation and replacement of aged revenue and non-revenue equipment. As a part of Bi-State Development's overall state of good repair efforts, Bi-State Development continues to develop its transit asset management program which will further establish standards for the state of good repair of transportation infrastructure and vehicles and to develop a transit asset management database to more efficiently manage all assets.

The three-year capital budget of $595.3 million addresses all major elements of Bi-State Development's Metro transit system improvements. Included within this plan are five significant non-routine capital expenditures. They include:

	(in millions)
Light Rail Vehicle Upgrades	$ 133.4
Union Station Tunnel Rehabilitation	56.8
Radio System Upgrades	9.5
CCTV Expansion	8.8
ML Station Enhancements	29.6
Total non-routine projects	$ 238.1

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

Non-Routine Capital Grant Administration Agreements

The New Freedom program was introduced in SAFETEA-LU as a formula program. Under MAP-21 the program was eliminated and the activities are now incorporated as eligible activities in a new formula program known as the Section 5310 Enhanced Mobility of Seniors and Individuals with Disabilities. The FAST Act continues the funding authorization for the Enhanced Mobility of Seniors and Individuals with Disabilities over the five year authorization and is planned during the FY 2022 – FY 2024 program period.

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

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

Bi-State Development will continue to administer funds remaining under the MAP-21 authorizations through the FY 2022 – FY 2024 program period. New funding appropriated under the FAST Act will also be administered through this program period.

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

FAST Act Funded Projects
Section 5310 New Freedom Type Projects

	(in millions)
OATS – Jeffco	.34
OATS – St. Louis/St. Charles	.05
Independence Center	.31
St. Louis Society for the Blind	.16
Disability Resource Agency	.93
Illinois Center for Autism	.45
ITN St. Charles	.16
ITN Gateway	.06
Total non-routine capital grant administration agreements	$ 2.46

Impact of Capital Improvements on Operating Budget

Included in the capital budget is a three-year program designed to build, maintain or replace Bi-State Development's core infrastructure critical to the operation of the system. The effect of these projects on the operating budget is as varied as the projects. The capital budget provides the funding to implement necessary improvements and upgrades to the system infrastructure as well as various expenditures for asset replacements that occur on an infrequent basis and have an expected long term useful life. The operating budget provides the funding to support everyday maintenance and resources necessary to support those maintenance efforts. This section addresses the expected operating budget impact of significant, current active capital projects or those planned to begin during the FY 2022 – FY 2024 capital program period and that directly affect the FY 2022 operating budget period.

Current and Future Rail Projects

Track, catenary, alignment, bridge, tunnel and maintenance projects generally have the effect of stabilizing maintenance activity in the operating budget by avoiding expense peaks and valleys. The FY 2022 – FY 2024 capital budget plans for a significant upgrade of the Union Station MetroLink Tunnel. This project is projected to cost $58 million. Full funding is planned through the FY 2022 – FY 2024 capital plan. This tunnel has experienced significant repairs over the past few years. The capital investment in this infrastructure is expected to reduce operating expenditures related to the tunnel by 15%. Additional light rail bridge and tunnel upgrades are planned through the FY 2022 – FY 2024 capital period to bring a number of infrastructures and facilities back to a state of good repair.

Vehicles and Supporting Equipment

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

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

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

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

Information Technology Improvements

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

Long Range Capital and Operating Budget Impacts

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

Federal Programming Needs
FY 2022 – FY 2024

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

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

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

Projects identified in Bi-State Development's FY 2022 – FY 2024 capital plan seek to meet the requirements detailed in the FAST Act authorization and guidance. Planned replacement of rolling stock, including buses and paratransit vehicles that meet EPA clean air standards and are equipped with ADA complaint lifts and equipment will ensure the safety and security of our traveling customers throughout the region. Bi-State Development's planned projects to rehabilitate rail right-of-way, tunnels and bridges will ensure the state of good repair of our light rail system. Federal funding to support these significant capital upgrades are planned from Urbanized Area Formula, State of Good Repair and Bus & Bus Facility formula funds as well as discretionary sources including Bus and Bus Facility (new discretionary program under the FAST Act), Congestion Mitigation & Air Quality and Surface Transportation Program funds.

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

Metro Transit
Capital Cash Flow Summary
FY 2022 - FY 2024

Sources of Funds	**FY 2022**	**FY 2023**	**FY 2024**	**TOTAL**
Federal Formula Funds - New	$ 40,956,571	$ 38,152,708	$ 37,121,202	$ 116,230,481
Federal Formula Funds - Carryover	$ 103,004,499	$ -	$ -	$ 103,004,499
Fixed Guideway Funds - Carryover	$ 4,754,200	$ -	$ -	$ 4,754,200
State of Good Repair - New	$ 26,691,845	$ 19,045,150	$ 16,783,221	$ 62,520,216
State of Good Repair - Carryover	$ 107,327,695	$ -	$ -	$ 107,327,695
Bus and Bus Facility - New	$ 3,368,622	$ 3,403,993	$ 3,439,734	$ 10,212,349
Bus and Bus Facility - Carryover	$ 16,165,744	$ -	$ -	$ 16,165,744
Approved Federal Discretionary Funds	$ 55,392,829	$ -	$ -	$ 55,392,829
Missouri Local Match	$ 72,190,517	$ 9,177,835	$ 6,966,546	$ 88,334,898
St. Clair County Transit District Funds	$ 13,977,639	$ 1,972,628	$ 3,369,494	$ 19,319,761
Other Financing	$ 4,000,000	$ 4,000,000	$ 4,000,000	$ 12,000,000
Grand Total	**$ 447,830,159**	**$ 75,752,314**	**$ 71,680,196**	**$ 595,262,670**

FY 2022 Capital Programs and Project

Current and Future Rail Projects		
Track, Catenary, Alignment, Bridge, Tunnel, and Maintenance Projects	$	132,454,826
	$	**132,454,826**
Vehicles and Supporting Equipment		
Peripheral Equipment	$	5,184,300
Peripheral Support	$	9,628,292
Revenue Vehicles	$	80,452,914
Support Vehicles	$	15,716,270
	$	**110,981,776**
New Development, Enhancement, Environmental Projects		
Community Development Projects	$	437,500
Enhancement Projects	$	4,400,545
Transit Development-Facility, Centers, Stations, Parking Lots, Loops, Other	$	1,699,743
	$	**6,537,788**
Information Technology Improvements		
Hardware and Software Data Systems	$	19,503,697
Office Equipment	$	172,552
	$	**19,676,249**
Infrastructure, Vehicle Maintenance and Rehab Programs		
Existing Facilities - Maintenance and Rehab	$	22,067,156
Maintenance Equipment - Fleet, Warehouse, Facilities, Storeroom	$	1,970,835
Preventative Maintenance	$	20,000,000
Vehicle Maintenance, Rehab, Overhaul Programs	$	113,424,971
	$	**157,462,962**
Health, Safety, and Security		
Health, Safety and Security Projects	$	20,716,558
	$	**20,716,558**
Grand Total	**$**	**447,830,159**

FY 2022 - FY 2024 Capital Programs and Project

Current and Future Rail Projects		
Track, Catenary, Alignment, Bridge, Tunnel, and Maintenance Projects	$	167,488,673
	$	**167,488,673**
Vehicles and Supporting Equipment		
Peripheral Equipment	$	5,184,300
Peripheral Support	$	9,628,292
Revenue Vehicles	$	110,343,949
Support Vehicles	$	20,516,270
	$	**145,672,810**
New Development, Enhancement, Environmental Projects		
Community Development Projects	$	937,500
Enhancement Projects	$	5,733,879
Transit Development-Facility, Centers, Stations, Parking Lots, Loops, Other	$	4,449,743
	$	**11,121,122**
Information Technology Improvements		
Hardware and Software Data Systems	$	29,795,312
Office Equipment	$	172,552
	$	**29,967,864**
Infrastructure, Vehicle Maintenance and Rehab Programs		
Existing Facilities - Maintenance and Rehab	$	32,424,890
Maintenance Equipment - Fleet, Warehouse, Facilities, Storeroom	$	1,970,835
Preventative Maintenance	$	60,000,000
Vehicle Maintenance, Rehab, Overhaul Programs	$	125,205,272
	$	**219,600,997**
Health, Safety, and Security		
Health, Safety and Security Projects	$	21,411,204
	$	**21,411,204**
Grand Total	**$**	**595,262,670**

Metro Transit

Capital Cash Flow Summary
FY 2022 - FY 2024

Uses of Funds	FY2022	FY2023	FY2024	TOTAL
Track, Catenary, Alignment, Bridge, Tunnel, and Maintenance Projects	$ 132,454,826	$ 15,151,137	$ 19,882,711	$ 167,488,673
Peripheral Equipment	$ 5,184,300	$ -	$ -	$ 5,184,300
Peripheral Support	$ 9,628,292	$ -	$ -	$ 9,628,292
Revenue Vehicles	$ 80,452,914	$ 14,923,179	$ 14,967,856	$ 110,343,949
Support Vehicles	$ 15,716,270	$ 2,400,000	$ 2,400,000	$ 20,516,270
Community Development Projects	$ 437,500	$ 500,000	$ -	$ 937,500
Enhancement Projects	$ 4,400,545	$ 833,334	$ 500,000	$ 5,733,879
Transit Development-Facility, Centers, Stations, Parking Lots, Loops, Other	$ 1,699,743	$ 375,000	$ 2,375,000	$ 4,449,743
Hardware and Software Data Systems	$ 19,503,697	$ 1,325,584	$ 8,966,030	$ 29,795,312
Office Equipment	$ 172,552	$ -	$ -	$ 172,552
Existing Facilities - Maintenance and Rehab	$ 22,067,156	$ 7,769,134	$ 2,588,600	$ 32,424,890
Preventative Maintenance	$ 20,000,000	$ 20,000,000	$ 20,000,000	$ 60,000,000
Maintenance Equipment - Fleet, Warehouse, Facilities, Storeroom	$ 1,970,835	$ -	$ -	$ 1,970,835
Vehicle Maintenance, Rehab, Overhaul Programs	$ 113,424,971	$ 11,780,301	$ -	$ 125,205,272
Health, Safety and Security Projects	$ 20,716,558	$ 694,646	$ -	$ 21,411,204
Grand Total	**$ 447,830,159**	**$ 75,752,314**	**$ 71,680,196**	**$ 595,262,670**

GATEWAY ARCH

GATEWAY ARCH

BU200854

Tourism Innovation

Gateway Arch

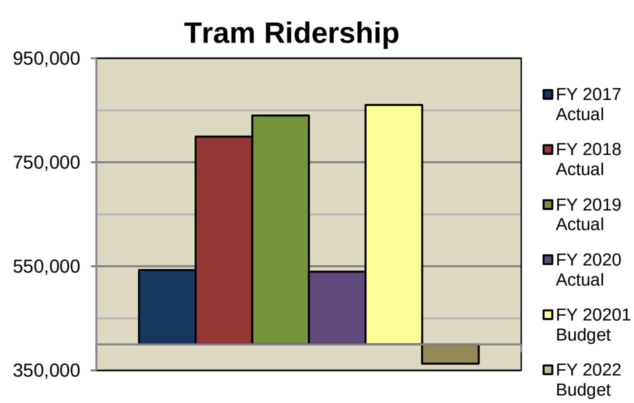
Overview:

In 1962, as the construction of the Gateway Arch was beginning, National Park Service (NPS) officials recognized that existing funds were insufficient to construct a tram system to carry visitors to the top of the monument. Bi-State Development proposed its first major public transaction which was for the sale of revenue bonds to finance the Gateway Arch Tram Transportation System. Since its opening in 1967, BSD has overseen the tram system operation. Today, BSD employees also handle all aspects of ticketing, reservations and provide marketing support for the monument in partnership with the National Park Service. With the December 2014 bond issuance to fund additional capital projects at the Arch, BSD and NPS have extended the agreement for another 30 years.

The Gateway Arch is a premier tourist destination in the Midwest and one of the most visited monuments in the United States. BSD's focus is to create a sustainable increase in visitation to Gateway Arch National Park and surrounding area through targeted marketing and capital improvements to meet the demands of our visitors. BSD is partnering with the National Park Service and other organizations to leverage and enhance the unique entertainment and educational products at the Gateway Arch, with the goal of creating a higher perceived value to all visitors. The Gateway Arch hosts more than 2.3 million visitors each year and generates more than $100 million of direct and peripheral economic benefit for the St. Louis Region.

Attractions:

Tram Ride to the Top
New exhibits were implemented for both the North and South Trams in FY 2017.



Museum
The former Westward Expansion Museum opened in July 2018.

Tucker Theater
Features the film "Monument to the Dream" documenting construction of the Arch.

Arch Store
The Museum Store closed in 2015 and reopened in Spring 2016 as The Arch Store in the former Odyssey Theatre space.

Also on the St. Louis Riverfront:

Old Courthouse, Riverboats at the Gateway Arch, Helicopter tours, Laclede's Landing MetroLink station

Tourism Innovation

Gateway Arch

Strategic Focus

In partnership with the National Park Service (NPS) and the Gateway Arch Park Foundation, our Gateway Arch team has remained flexible in compliance with COVID-19 regulations and safety precautions throughout FY2021. Nevertheless, our plans and strategies continued to focus on attracting visitors to our beautiful national landmark. We have shifted our ticketing and visitor access and optimized the visitor experience with limited resources. We are eager to return to pre-pandemic attendance and revenue streams.

Our strategic focus for FY 2022 centers on:

VISITOR EXPERIENCE

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

FINANCIAL RESPONSIBLILITY

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

SAFETY

- ✓ We continue to identify and implement unique solutions to maximize visitor and team member safety while remaining in compliance with federal (National Park Service) guidelines.

TEAM

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

Gateway Arch
Statement of Revenue and Expense
FY 2020 - FY 2022

	Actual 2020	*COVID* Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Arch ticket sales	$ 5,924,599	$ 6,785,907	$ 4,043,263	$ (2,742,644)	
Sales discounts revenue	(28,703)	(143,725)	(60,649)	83,076	
Service/fee revenue	189,109	194,464	97,232	(97,232)	
Other operating revenue	36,483	41,063	15,561	(25,502)	
Total operating revenues	6,121,488	6,877,709	4,095,407	(2,782,302)	-40.5%
Non-Operating Revenue:					
Interest revenue	246,964	157,500	10,000	(147,500)	
Total revenues	6,368,452	7,035,209	4,105,407	(2,929,802)	-41.6%
Operating Expense:					
Wages and benefits	1,894,859	2,948,628	2,695,031	(253,597)	
Services	901,461	1,255,201	1,156,298	(98,903)	
Fuel, materials and supplies	274,449	461,986	479,378	17,392	
Casualty and liability costs	71,708	85,997	99,244	13,247	
Utilities	117,075	143,401	151,035	7,634	
Leases, other and admin. charges	1,191,085	2,132,068	1,098,871	(1,033,197)	
Total operating expenses	**4,450,637**	**7,027,281**	**5,679,857**	**(1,347,424)**	**-19.2%**
Non-Operating Expense:					
Interest expense	286,757	280,573	273,559	(7,014)	
Contributions to outside entities	1,846,535	1,155,008	1,155,008	-	
Total expenses	6,583,930	8,462,862	7,108,424	(1,354,438)	-16.0%
Net income (deficit) before depreciation and transfers	**(215,478)**	**(1,427,653)**	**(3,003,017)**	**(1,575,364)**	**110.3%**
Depreciation and amortization	728,542	500,007	485,850	(14,157)	
Net transfers	5,211	-	-	-	
Net income (deficit)	**$ (949,231)**	**$ (1,927,660)**	**$ (3,488,867)**	**$ (1,561,207)**	**81.0%**

Numbers may not sum due to rounding.

Gateway Arch
Statement of Revenue and Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Arch ticket sales	$ 5,924,599	$ 9,581,732	$ 4,043,263	$ (5,538,469)	
Sales discounts revenue	(28,703)	(143,725)	(60,649)	83,076	
Service/fee revenue	189,109	277,806	97,232	(180,574)	
Other operating revenue	36,483	41,063	15,561	(25,502)	
Total operating revenues	6,121,488	9,756,876	4,095,407	(5,661,469)	-58.0%
Non-Operating Revenue:					
Interest revenue	246,964	157,500	10,000	(147,500)	
Total revenues	6,368,452	9,914,376	4,105,407	(5,808,969)	-58.6%
Operating Expense:					
Wages and benefits	1,894,859	2,948,628	2,695,031	(253,597)	
Services	901,461	1,255,201	1,156,298	(98,903)	
Fuel, materials and supplies	274,449	461,986	479,378	17,392	
Casualty and liability costs	71,708	85,997	99,244	13,247	
Utilities	117,075	143,401	151,035	7,634	
Leases, other and admin. charges	1,191,085	2,132,068	1,098,871	(1,033,197)	
Total operating expenses	**4,450,637**	**7,027,281**	**5,679,857**	**(1,347,424)**	**-19.2%**
Non-Operating Expense:					
Interest expense	286,757	280,573	273,559	(7,014)	
Contributions to outside entities	1,846,535	1,155,008	1,155,008	-	
Total expenses	6,583,930	8,462,862	7,108,424	(1,354,438)	-16.0%
Net income (deficit) before depreciation and transfers	**(215,478)**	**1,451,514**	**(3,003,017)**	**(4,454,531)**	**-306.9%**
Depreciation and amortization	728,542	500,007	485,850	(14,157)	
Net transfers	5,211	-	-	-	
Net income (deficit)	**$ (949,231)**	**$ 951,507**	**$ (3,488,867)**	**$ (4,440,374)**	**-466.7%**

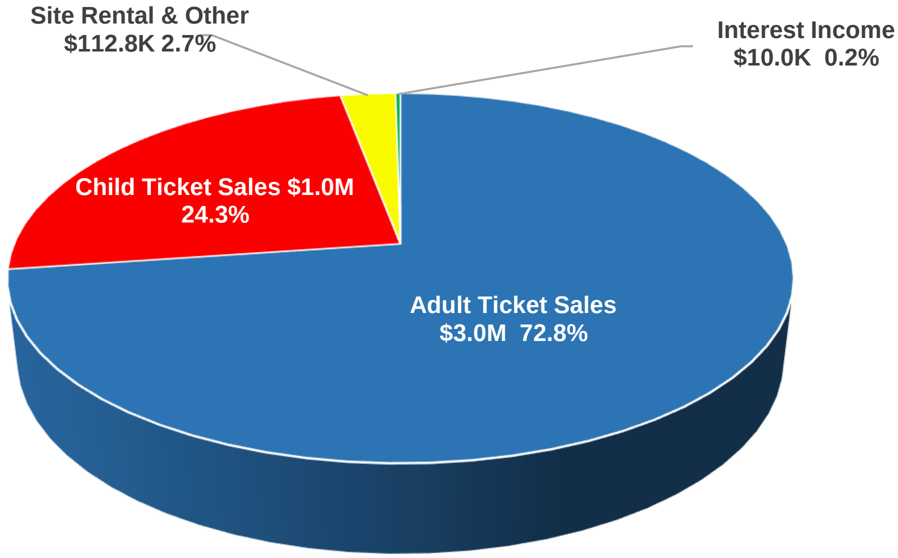
Numbers may not sum due to rounding.

Revenue

Please note all budget comparisons are between the FY 2022 budget and the FY 2021 budget adjusted for the impacts of COVID.

Arch ticket sales are projected based on 362,950 tram passengers expected in FY 2022. The projected revenue for ticket sales is $4,043,263. A variable pricing structure, common in the hospitality and tourism industry was introduced in January of 2019. Tram rates range from $12-$16 for adults and $8-$12 for children. A $3 National Park Entrance fee is included in the adult rate.

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



Expense

Please note all budget comparisons are between the FY 2022 budget and the FY 2021 budget adjusted for the impacts of COVID.

Wages and benefits including OPEB are budgeted in FY 2022 8.6% lower. This decrease addresses the expected reduction in ridership.

Services decreased by 7.9% from the FY 2021 budget. In FY 2022, the largest expenditure in this category is the cost of mechanics employed by the National Park Service. Services include the following (in thousands):

Mechanics employed by the National Park Service	$ 930
Credit card fees, banking service charges	103
Legal and consulting	17
Internet web site maintenance and development	33
Maintenance services	60
Other (employment verification)	14
	$1,157

Parts and supplies are budgeted at $479,378, which is 3.8% higher than the prior year budget.

Casualty and liability costs are budgeted 15.4% higher than the FY 2021 budget as an increase in the casualty insurance premium is anticipated.

Utilities are primarily electricity costs that are $148,418 of the overall $151,035 utility budget. Utility costs are influenced to some degree by the severity of the weather although much of the facility is underground.

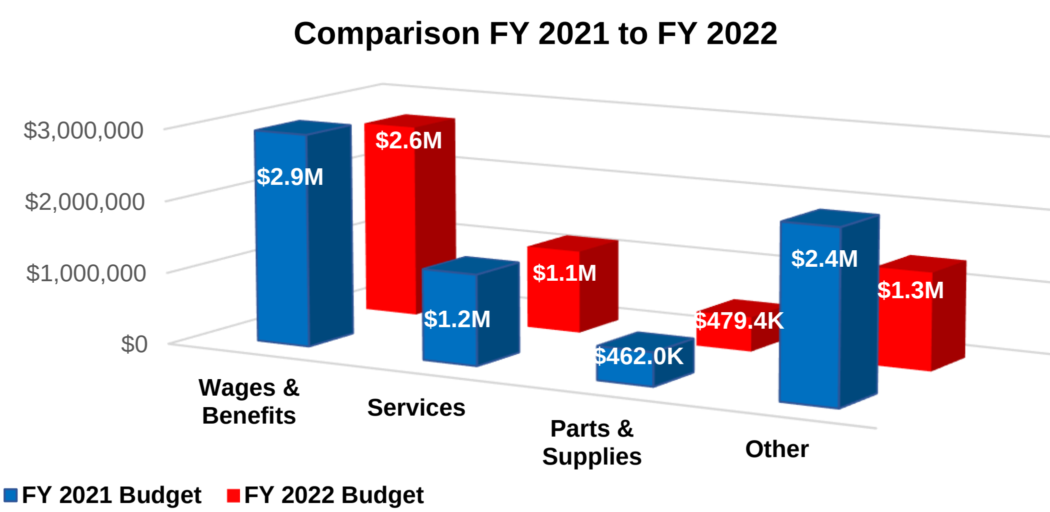
Other expense includes the following (in thousands):

Management fee to Agency	$ 290
Advertising and promotion	733
Travel, training, lease expense and other	76
	$ 1,099

Other expense is budgeted in FY 2022 to be 48.5% lower primarily due to a decrease in management fees resulting from reduced budgeted ticket sales.

Interest expense is the interest on the $7.7 million Arch Tram Revenue Bonds issued in December of 2014. The bond issue funded both the motor generator set replacement project and the Arch Visitor Center roof replacement project.

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



Net loss before depreciation for FY 2022 is budgeted at $3,003,017. Budget estimates are more conservative and reflect the expected contraction of revenue.

Organization:

- Director of Gateway Arch Operations
  - Office Manager Arch
  - Manager Arch Operations
  - Revenue Reconciliation Analyst

Total Personnel:

Full-Time - 19
Part-Time - Seasonal employee count varies throughout the year

Objectives and Strategies Action Plan: Gateway Arch

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Gateway Arch priorities:

Objective:	**Effectively manage the Gateway Arch tram and ticketing operations by identifying solutions that ensure a safe, financially responsible and visitor-centric operation.**

Strategy:

- Work in partnership with National Park Service leadership to adjust tram capacities to support COVID-19 protocols and provide a safe and memorable visitor experience.
- Continue to refine, implement, and enforce safety protocols and procedures related to COVID-19 and general employee and visitor safety.
- Further optimize visitor experience by simplifying visitor-facing ticket purchase experience.
- Collaborate with park partners to provide a seamless visitor experience from pre-visit planning to post-visit interactions.
- Highlight "Value" days through digital marketing and communication efforts.

Performance Measurement:

- Post-visit survey results, specifically net promoter score and experience satisfaction ratings.

Objective:	**Stay within appropriations and ensure cost effective use of resources to maintain FY22 Gateway Arch operating budget.**

Strategy:

- Forecast budget changes due to COVID-19 and identify and target potential expense savings while revenue stream is impacted by pandemic.
- Collaborate with park partners to identify unique solutions to maximize visitor experience with less resources.
- Independently and in collaboration with the Budget Department, conduct monthly reviews and analysis of cost center, budget and financial reports to manage costs.

Performance Measurement:

- Remain within operating budget and minimize variances.

Objective:	**Foster staff excitement and ownership of improved visitor experience and customer service philosophy.**

Strategy:

- Empower team members to better address visitor needs by providing training on recovery techniques.

- Engage team members through motivational challenges and contests throughout the year.
- Work with park partners and Gateway Arch Employee Association to create a deeper sense of community among team members and our partner agencies.
- Develop new guest service training and deploy program from operational management to frontline team members.

Performance Measurement:
Highly motivated and engaged employees as measured through internal surveys.

Performance Indicators – Gateway Arch

Progress in meeting the goals and objectives are measured through performance indicators. Following is a list of the performance indicators:

Performance Indicators				
	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Target
Tram ridership	362,950	189,702	860,120	539,530
Net Income (Deficit) before Depreciation (in thousands)	($3.0)M	($3.5)M	$1.4M	$(7.3)K
Operating Expense Ratio	140%	210%	72%	71.7%

Gateway Arch
FY 2022 - 2024 Capital Projects Summary

Sources of Funds:	FY 2022	FY 2023	FY 2024	Total
Jefferson National Expansion Memorial Beneficial Fund	$ 1,600,000	$ 6,400,000	$ -	$ 8,000,000
Total Sources of Funds	**$ 1,600,000**	**$ 6,400,000**	**$ -**	**$ 8,000,000**

Uses of Funds:	FY 2022	FY 2023	FY 2024	Total
Tucker Theatre Repurposing				
Design and audio visual programming - Phase 2	600,000	400,000		1,000,000
Tucker Theatre Repurposing - Phase 3	1,000,000	6,000,000		7,000,000
Load Zone Exhibits				
Leak mitigation, additional contract to Load Zone Exhibits	-	-	-	-
Total Uses of Funds	**$ 1,600,000**	**$ 6,400,000**	**$ -**	**$ 8,000,000**

RIVERBOATS

AT THE GATEWAY ARCH

RIVERFRONT
ATTRACTIONS

BU200854

Tourism Innovation

Riverfront Attractions

Overview:

The Riverboats at the Gateway Arch is the oldest excursion boat company to continuously operate on the Mississippi River. In July 2001, Bi-State Development purchased the Becky Thatcher and Tom Sawyer riverboat operation to preserve the riverboats as a part of the overall St. Louis Riverfront experience. Through on board narrations by National Park Service rangers, the Riverboats at the Gateway Arch are a natural extension of the educational programs currently offered at the Gateway Arch National Park.

The Riverboats offer two primary public cruises. The one-hour sightseeing cruise departs up to seven times a day seasonally, with additional times added as needed to accommodate demand. The evening dinner cruise features dinner, live riverboat jazz-style music, and magnificent views of the St. Louis skyline. In addition, they offer popular Blues cruises, Brunch cruises, Kimmswick cruises, Lock & Dam cruises, Ocktoberfest cruises and many more specialty themed cruises The Gateway Arch Riverboats are also utilized for corporate/convention functions, weddings, reunions, fundraisers, and special events.

The Gateway Arch Riverboats also operate the Paddlewheel Café, gift shop, and a public use heliport barge offering helicopter tours.

Number of passengers yearly (FY 2020 Actual):

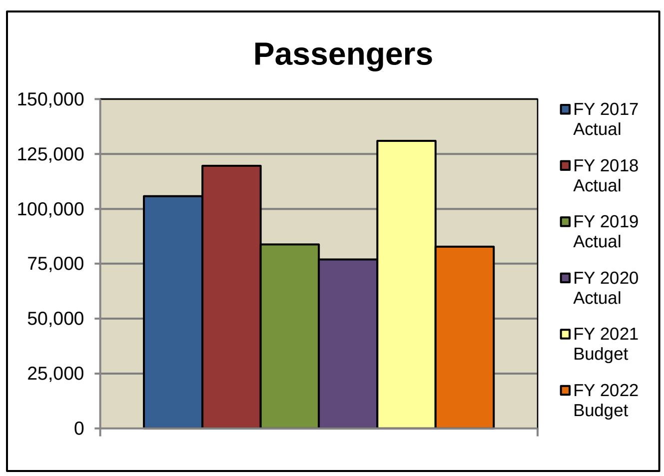
Sightseeing	60,862
Dinner cruise	5,241
Charter/specialty cruise	10,915

Tom Sawyer Riverboat:

Passenger capacity	350
Year built	1966

Becky Thatcher Riverboat:

Passenger capacity	300
Year built	1963



Organization: Riverfront Attractions

Director of
Gateway Arch Riverboats

- Executive Chef
- Marine Operations Manager
- Manager of Gateway Arch Riverboats

Total Personnel:

Full-Time - 9

Part-Time - Seasonal employee count varies throughout the year

Tourism Innovation

Riverfront Attractions

Strategic Focus

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

Our strategic focus for FY 2022 centers on:

PROMOTIONS & GUEST EXPERIENCE

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

TEAM DEVELOPMENT

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

FISCAL RESPONSIBILITY

- ✓ Our focus on increasing Riverboat ticket sales and Paddlewheel Café revenue includes effectively managing costs and identifying potential expense savings while balancing operational challenges. Budget forecasts for FY 2022 are compared to FY 2021 COVID-19 impacted amounts.

SAFETY & SECURITY

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

Riverfront Attractions
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	*COVID Budget 2021*	Budget 2022	$ Change	% Change
Operating Revenue:					
Cruise revenue	$ 1,342,021	$ 1,630,031	$ 1,609,513	$ (20,518)	
Food and beverage revenue	487,132	739,448	737,379	$ (2,069)	
Retail revenue	67,060	91,685	106,689	$ 15,004	
Sales discounts revenue	(15,633)	(22,460)	(34,789)	$ (12,329)	
Other operating revenue	35,305	85,416	91,231	$ 5,815	
Total operating revenues	1,915,885	2,524,119	2,510,023	(14,096)	-0.6%
Non-Operating Revenue:					
Total revenues	1,915,885	2,524,119	2,510,023	(14,096)	-0.6%
Operating Expense:					
Wages and benefits	1,249,318	1,318,274	1,437,226	118,952	
Services	286,672	254,498	328,576	74,078	
Fuel, materials and supplies	406,445	510,014	545,726	35,712	
Casualty and liability costs	148,807	153,617	200,039	46,422	
Utilities	80,816	79,929	91,029	11,101	
Leases, other and admin. charges	253,632	329,951	141,007	(188,944)	
Total operating expenses	**2,425,690**	**2,646,282**	**2,743,604**	**97,322**	**3.7%**
Non-Operating Expense**:**					
Total expenses	2,425,690	2,646,282	2,743,604	97,322	3.7%
Net income (deficit) before depreciation and transfers	**(509,805)**	**(122,163)**	**(233,581)**	**(111,418)**	**91.2%**
Depreciation and amortization	230,350	230,578	192,005	(38,573)	
Net income (deficit)	**$ (740,155)**	**$ (352,741)**	**$ (425,586)**	**$ (72,845)**	**20.7%**

Numbers may not sum due to rounding.

Riverfront Attractions
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Cruise revenue	$ 1,342,021	$ 2,279,764	$ 1,609,513	$ (670,251)	
Food and beverage revenue	487,132	1,034,193	737,379	$ (296,814)	
Retail revenue	67,060	128,232	106,689	$ (21,543)	
Sales discounts revenue	(15,633)	(33,523)	(34,789)	$ (1,266)	
Other operating revenue	35,305	127,486	91,231	$ (36,255)	
Total operating revenues	1,915,885	3,536,152	2,510,023	(1,026,129)	-29.0%
Non-Operating Revenue:					
Total revenues	1,915,885	3,536,152	2,510,023	(1,026,129)	-29.0%
Operating Expense:					
Wages and benefits	1,249,318	1,659,478	1,437,226	(222,252)	
Services	286,672	282,776	328,576	45,800	
Fuel, materials and supplies	406,445	600,016	545,726	(54,290)	
Casualty and liability costs	148,807	166,072	200,039	33,967	
Utilities	80,816	88,810	91,029	2,219	
Leases, other and admin. charges	253,632	358,642	141,007	(217,635)	
Total operating expenses	**2,425,690**	**3,155,794**	**2,743,604**	**(412,190)**	**-13.1%**
Non-Operating Expense**:**					
Total expenses	2,425,690	3,155,794	2,743,604	(412,190)	-13.1%
Net income (deficit) before depreciation and transfers	**(509,805)**	**380,358**	**(233,581)**	**(613,939)**	**-161.4%**
Depreciation and amortization	230,350	230,577	192,005	(38,572)	
Net income (deficit)	**$ (740,155)**	**$ 149,781**	**$ (425,586)**	**$ (575,367)**	**-384.1%**

Numbers may not sum due to rounding.

Revenue

Please note all budget comparisons are between the FY 2022 budget and the FY 2021 budget adjusted for the impacts of COVID.

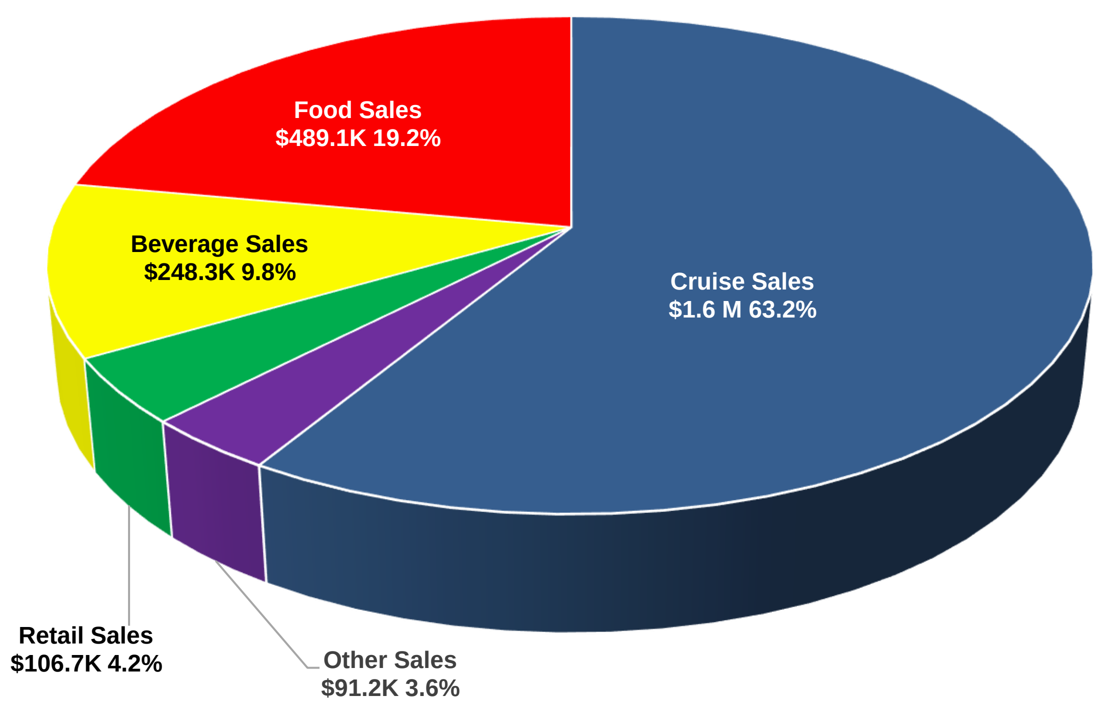
Cruise revenue is based on the FY 2022 budget of 82,800 passengers. Cruise revenue is projected at $1,609,513 which is 1.25% lower than the FY 2021 budget. In conjunction with the Gateway Arch, the riverboats offer variable pricing, with an adult sightseeing ticket starting at $20 and a child ticket starting at $10. A base dinner cruise ticket is $49.

Food revenue includes food sold on dinner dance cruises, on board concessions and at the Paddlewheel Café. Food revenue is budgeted to decrease slightly from the FY 2021 projection.

Beverage revenue is generated from beverage sales on the various types of cruises and from the Paddlewheel Café. Beverage revenue is budgeted to decrease slightly.

Retail revenue is generated from gift shop sales. These revenues are up by 16.4% from the FY 2021 budget. Sales are tied to levels of passenger counts.

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



Expense

Please note all budget comparisons are between the FY 2022 budget and the FY 2021 budget adjusted for the impacts of COVID.

Wages and benefits including OPEB increased 9.02% in the FY 2022 budget.

Services are budgeted to increase 29.1% from the prior year budget. This increase is primarily due to an increase in maintenance services and entertainment aboard the cruises.

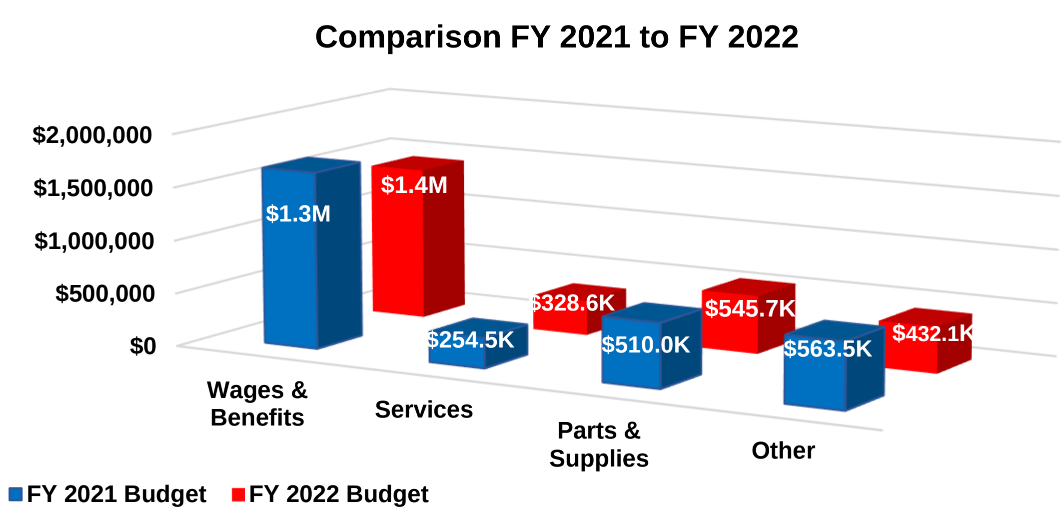
Materials and supplies are budgeted 3.8% higher than the previous budget. The FY 2022 budget for materials and supplies is a reflection of the expected change in revenue components related to the anticipated number of cruises and patrons.

Fuel and lubrications expense is budgeted 32.8% higher due to fuel prices.

Casualty and liability costs are 30.2% more than budgeted costs in FY 2021.

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

Other expense is 57.5% lower than the prior year. Over the last two years advertising costs have been budgeted to strengthen awareness of new programs and cruise themes available to the public. Advertising is budgeted at approximately $101,000 or 17.5% lower than FY 2021.



Net loss before depreciation is budgeted at $233,581.

Objectives and Strategies Action Plan: Riverboats at the Gateway Arch

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Riverboats' priorities:

Objective:	**Practice a high standard of fiscal responsibility, be transparent about budget decisions and investments and prioritize.**

Strategy:

- Forecast budget changes due to COVID-19. Identify and target potential expense savings while revenue stream is impacted due to COVID-19.
- Conduct monthly reviews and analysis of cost centers financial reports to verify and manage costs.
- Collaborate with Finance/Budget Department to address riverboat expense challenges.

Performance Measurement:

- Stay within budget, minimize variances and maximize revenue growth**.**

Objective:	**Cultivate a high performance culture of accountability and inclusion. Develop clear organization strategic goals that maximize Tourism Innovation resources and Riverboat team members within COVID-19 capacity constraints in FY22.**

Strategy:

- Lead team members to focus on Riverboat efficiency, communication, resources and sales that achieve Riverboat ticket sales goals.
- Develop management and team member skill sets that create cross-functional teams to improve productivity, communication and conflict management.
- Create and institute new cruise itineraries and events that increase local engagement, partner buy-in and repeat clientele.

Performance Measurement:

- Sales results, meeting/exceeding deadlines, leadership program attendance, Talent Management System reports.

Objective:	**Implement and integrate efforts that enhance safety and security practices and engage in and promote a safety culture.**

Strategy:

- Regularly educate team members on their role in safety responsibilities and compliance.
- All new hires receive safety training pertinent to their individual departments.. Minimize risks that harm will come to team members or guests.
- Ensure Standard Operating Procedures are up-to-date and enforced. Update COVID-19 policies as conditions change.
- Review and ensure that proper cash/credit controls are in place and followed.

- Oversee a security plan that includes proactive measures to prevent illegal or unwanted actions with the safe, proper and intended operation of Riverboat facility equipment and protection for team members and guests.

Performance Measurement:

- Training attendance and comprehension; customer satisfaction regarding safety and security; # of audit findings (Safety), inspection and incident results, internal and external survey results.

Objective:	Develop a culture of hospitality by providing excellent internal and external service. Effectively manage Riverboat team members by identifying solutions that ensure a safe, financially responsible and visitor centric operation. Increase revenue through Riverboat ticket sales and Paddlewheel Café.

Strategy:

- Work in partnership with Bi-State Development, regional leaders and Tourism Innovation team members to execute COVID-19 marketing and communication protocols that provide a safe and memorable experience.
- Collaborate with marketing, city and regional tourism partners to address visitor experience challenges and provide a seamless experience from pre-visit planning to post-visit interactions including simplified parking purchases and improved security.
- Enhance digital communication to guests and seek out guest feedback, by implementing online visitor surveys for each cruise (in tandem with Marketing), to make continued improvements.
- Develop refined manager and guest service training and deploy program from operational management to frontline team members. Strive to meet or exceed a CSAT rating of 85% for each of the following categories - Food Service, Overall Experience, COVID-19 Health & Safety Measures and Staff Performance.

Performance Measurement:

- External surveys, revenue growth, guest engagement.

Performance Indicators – Riverfront Attractions

Progress in meeting the goals and objectives are measured through performance indicators. Following is a list of the performance indicators.

Gateway Arch Riverfront Attractions: Performance Indicators				
	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Actual
Passengers	82,800	41,668	131,000	77,018
Cruises	1,123	636	1,217	713
Days of operation	272	214	289	202
Passengers per Cruise	74	63	108	108
Revenue per Passenger	$30.31	$23.34	$26.99	$26.33
City health inspection score				
Becky Thatcher boat	100	100	100	100
Tom Sawyer boat	100	100	100	100
Main Galley	100	100	100	100

ST. LOUIS
DOWNTOWN AIRPORT

ST. LOUIS
DOWNTOWN AIRPORT

BU200854

St. Louis Downtown Airport

Overview:

Purchased in 1964 for $3.4 million, today the St. Louis Downtown Airport is a full-service aviation center offering an extensive line of general aviation services just eight minutes from downtown St. Louis in Cahokia/Sauget, Illinois. As the primary general aviation reliever airport for St. Louis Lambert International Airport, St. Louis Downtown Airport is the busiest Illinois airport outside the Chicago area and provides a $584 million economic impact to the St. Louis region annually.

St. Louis Downtown Airport supports the National Aviation System Plan and the St. Louis region through its mission, which is to provide world-class airport facilities and services to the public. St. Louis Downtown Airport does this by providing the best possible infrastructure with the highest-quality benchmark services provided through our employee team and airport tenant businesses.

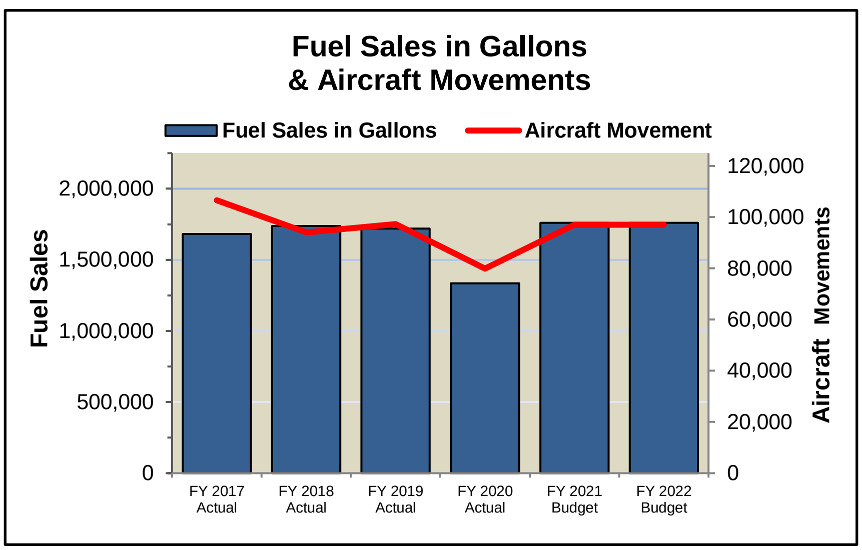
The Airports' vision is to set the standard for reliever airports and continue to be the general aviation "airport of choice" for people traveling to and from downtown St. Louis and the bi-state region.

Its primary goals are safety and security, infrastructure preservation and enhancement, and organizational excellence. These goals support the "National Plan of Integrated Airport Systems" by providing the general aviation flying public with a safe, secure, convenient, and well-equipped facility and by providing the local community with over 3,731 high-paying jobs and acting as a catalyst for economic growth and development in the region. Short-term goals include improving economic performance by increasing land lease revenue, fuel flowage revenue, transient aircraft operations and enhancing airport services and capabilities.

Operations (FY 2020):
1.3 million gallons of fuel sold
79,808 aircraft movements
365 based aircraft (Mo. Avg.)
Location of Flight Training
Dept. of St. Louis University

Facilities:
95 small, 42 mid and
21 large hangers
1,013 acres

Airport recognition:
Busiest general aviation airport in St. Louis region
Busiest airport in Illinois outside Chicago
Two hangars named to National Register of Historic Places



St. Louis Downtown Airport

Strategic Focus

The airport team continues to market the land and services of our tenants as a way to increase our presence in the St. Louis region and bring more attention to the airport from the flying public. In FY21 activity at and around the St. Louis Downtown Airport was impacted by travel restrictions and the large decrease in public events during COVID-19. We are positioning our operations as an airport users and potential tenants as a trusted location that is well organized, safe, efficient, and professional.

Our strategic focus for FY 2022 centers on:

OPERATIONAL EFFICIENCY

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

FISCAL RESPONSIBILITY

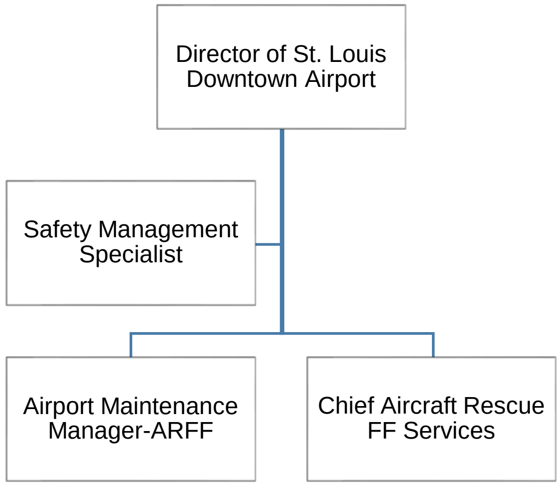
- ✓ We are collaborating with IDOT, FAA and local agency safety personnel to maximize funding opportunities, support capital improvements.
- ✓ Our focus balances staff hours, and identifies potential cost savings while revenue streams are impacted by the pandemic.

SAFETY

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

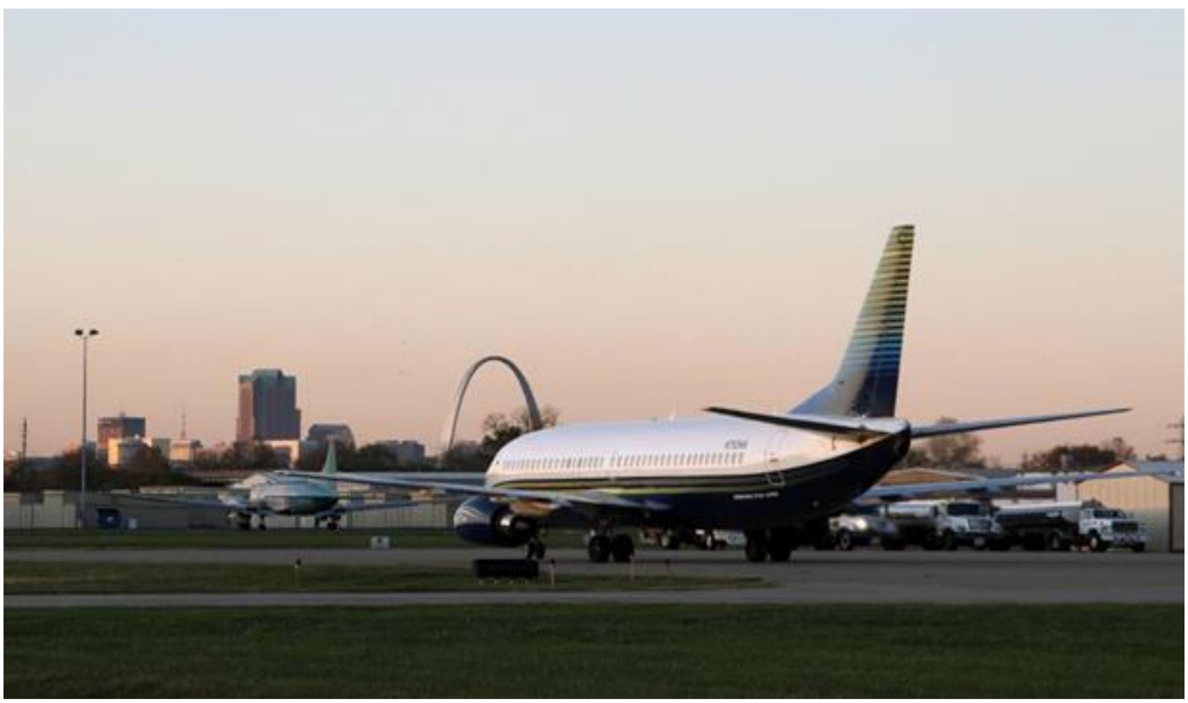
PROMOTION & ENGAGEMENT

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



Total Personnel:

Full-Time - 10
Part-Time - 0



St. Louis Downtown Airport
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	*COVID* Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Aircraft parking	104,607	141,943	145,454	3,511	
Leased acreage	697,204	647,460	684,135	36,675	
Hangar rental	524,327	539,574	543,884	4,310	
Aviation sale flowage fee	127,389	85,020	125,020	40,000	
Airport concessions	42,144	113,083	121,980	8,897	
Other operating revenue	109,736	120,927	138,100	17,173	
Total operating revenues	1,605,407	1,648,007	1,758,573	110,566	6.7%
Non-Operating Revenue:					
Interest revenue	17,333	15,000	1,000	(14,000)	
Total revenues	1,622,740	1,663,007	1,759,573	96,566	5.8%
Operating Expense:					
Wages and benefits	847,669	1,100,768	889,027	(211,741)	
Services	128,542	96,700	108,604	11,904	
Fuel, materials and supplies	174,594	132,100	99,996	(32,104)	
Casualty and liability costs	(40,638)	58,600	68,583	9,983	
Utilities	180,812	171,000	177,500	6,500	
Leases, other and admin. charges	154,833	125,080	133,110	8,030	
Total operating expenses	**1,445,812**	**1,684,248**	**1,476,820**	**(207,428)**	**-12.3%**
Non-Operating Expense:					
Other non-operating expense	(72,000)	-	-	-	
Total expenses	1,373,812	1,684,248	1,476,820	(207,428)	-12.3%
Net income (deficit) before depreciation and transfers	**248,928**	**(21,241)**	**282,753**	**303,994**	**-1431.2%**
Depreciation and amortization	1,354,218	1,218,845	1,440,099	221,254	
Net income (deficit)	**$ (1,105,290)**	**$ (1,240,086)**	**$ (1,157,346)**	**$ 82,740**	**-6.7%**

Numbers may not sum due to rounding.

St. Louis Downtown Airport
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Aircraft parking	104,607	141,943	145,454	3,511	
Leased acreage	697,204	647,460	684,135	36,675	
Hangar rental	524,327	539,574	543,884	4,310	
Aviation sale flowage fee	127,389	170,020	125,020	(45,000)	
Airport concessions	42,144	113,083	121,980	8,897	
Other operating revenue	109,736	129,527	138,100	8,573	
Total operating revenues	1,605,407	1,741,607	1,758,573	16,966	1.0%
Non-Operating Revenue:					
Interest revenue	17,333	15,000	1,000	(14,000)	
Total revenues	1,622,740	1,756,607	1,759,573	2,966	0.2%
Operating Expense:					
Wages and benefits	847,669	1,105,250	889,027	(216,223)	
Services	128,542	96,700	108,604	11,904	
Fuel, materials and supplies	174,594	132,100	99,996	(32,104)	
Casualty and liability costs	(40,638)	58,600	68,583	9,983	
Utilities	180,812	171,000	177,500	6,500	
Leases, other and admin. charges	154,833	125,080	133,110	8,030	
Total operating expenses	**1,445,812**	**1,688,730**	**1,476,820**	**(211,910)**	**-12.5%**
Non-Operating Expense:					
Other non-operating expense	(72,000)	-	-	-	
Total expenses	1,373,812	1,688,730	1,476,820	(211,910)	-12.5%
Net income (deficit) before depreciation and transfers	**248,928**	**67,877**	**282,753**	**214,876**	**316.6%**
Depreciation and amortization	1,354,218	1,218,845	1,440,099	221,254	
Net income (deficit)	**$ (1,105,290)**	**$ (1,150,968)**	**$ (1,157,346)**	**$ (6,378)**	**0.6%**

Numbers may not sum due to rounding.

Revenue

Please note all budget comparisons are between the FY 2022 budget and the FY 2021 budget adjusted for the impacts of COVID.

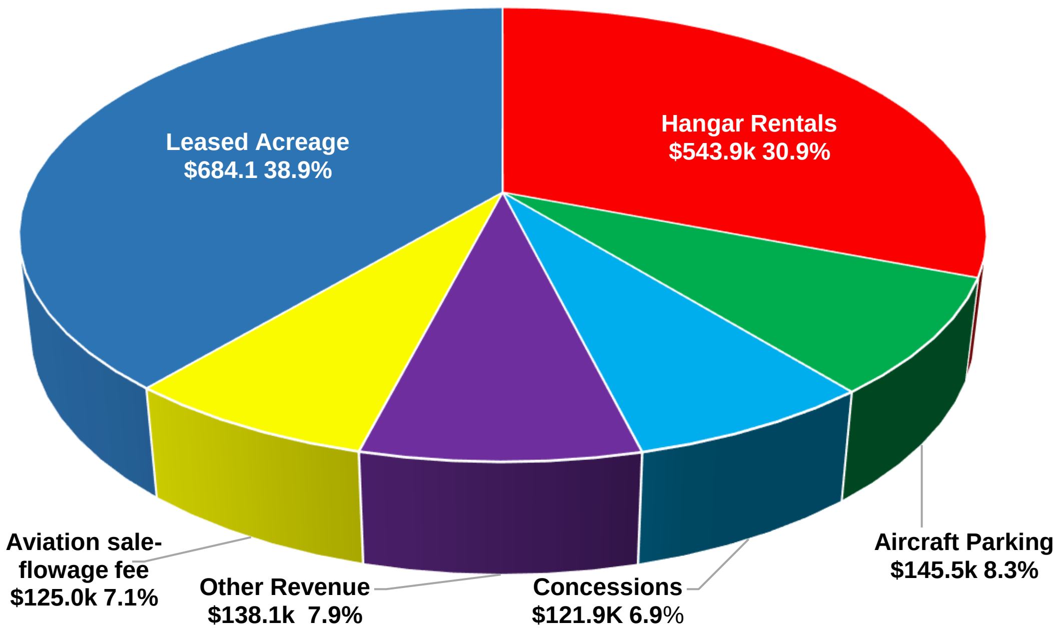
Aircraft parking revenue for FY 2022 is budgeted at $145,454, 2.5% higher than the FY 2021 budget.

Leased acreage revenue is airport land leased for private investment. Revenue is expected to be $684,135. This is a 5.7% increase from the previous year.

Hangar rentals are leased property for airframes and tenants. The projected revenue for FY 2022 is $543,884.

Aviation fuel sale-flowage fee revenues are budgeted in FY 2022 at $125,020. This is 47.0% higher than expected revenues for FY 2021.

Concession fees include crop income and rentals for the concourse. The FY 2022 budget is $121,980. This is a 7.9% increase from FY 2021 budget.



Expense

Please note all budget comparisons are between the FY 2022 budget and the FY 2021 budget adjusted for the impacts of COVID.

Wages and benefits including OPEB are $889,027 down 19.2% from the FY 2021 budget.

Services include the following (in thousands):

Legal and consultants fees	$ 65
Contract maintenance	39
Other	5
	$ 109

Services are budgeted in FY 2022 to be 12.3% higher than FY 2021. The FY 2022 budget includes consulting fees for surveys, plots, and concurrent use agreements. Services also include legal fees for lease review and consultation, consultant fees for general engineering services, firehouse elevator and extinguisher maintenance, fire alarm maintenance, the emergency phone system, firefighting truck inspection and maintenance and HVAC controls system support. Legal expenditures for FY 2022 are projected to be the same as FY 2021.

Parts and Supplies are budgeted in FY 2022 to be 24.3% lower than FY 2021. These savings can be found in Aircraft Rescue and Firefighting (ARFF) supplies and vehicle and grounds repair parts.

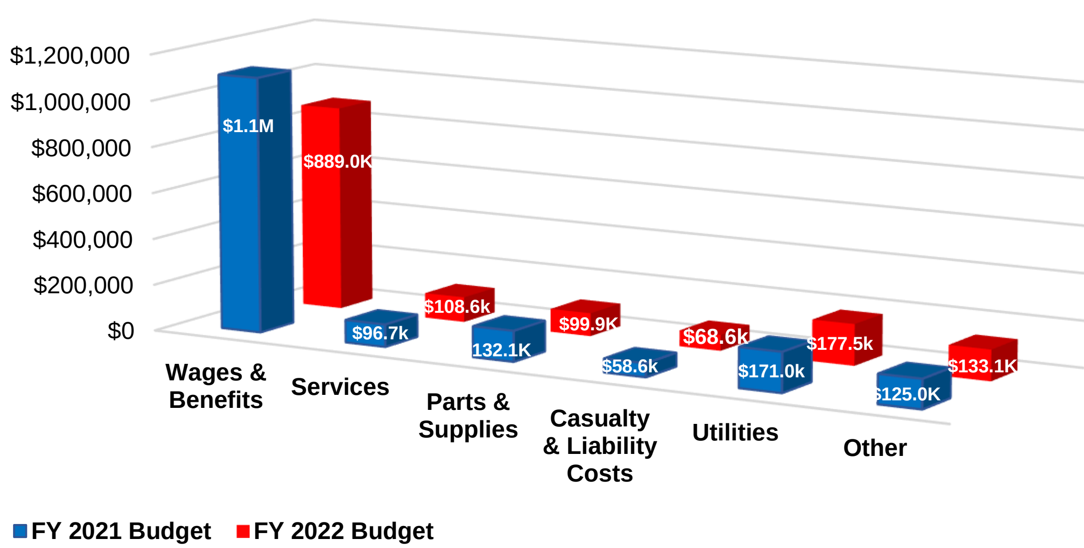
Casualty and liability costs are budgeted to increase 17.0% over FY2021 budgeted expenses due to increases in premium rates resulting from a difficult insurance market.

Utilities include electricity, gas, telephone, waste removal and water and are budgeted in FY 2022 to be 3.8% higher than the FY 2021 budget.

Other expense includes the following (in thousands):

Management fees to the Agency	$ 88
Travel, training, meetings, and dues	15
Other (including advertising)	30
	$ 133

Comparison FY 2021 to FY 2022 Budget



Income

Net income before depreciation is projected to be $282,753 for FY 2022.

Objectives and Strategies Action Plan: St. Louis Downtown Airport

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. St. Louis Downtown Airport priorities:

Objective:	**Continue to keep airport properties leased and occupied to accomplish financial objectives. Schedule expenditures to ensure budget compliance.**

Strategy:

- Coordinate monthly marketing conference call meeting with Jet Aviation to focus on advertising campaigns, local venue contacts, and how to collectively attract more aircraft into the airport. This will help build market awareness, foster positive relationships between Jet Aviation, the airport and airport users, and generate additional fuel flow fees.
- Collaborate with other airports in the nation that serve our market niche to build more Originating and Departing traffic.
- Continue to refine, implement, and enforce safety protocols and procedures related to COVID-19 and general employee and visitor safety.
- Engage with airport stakeholders in airport operations through one on one meetings to improve communication to encourage marketing efforts with their industry partners.

Performance Measurement:

- Increase revenue.

Objective:	**Optimize Airport operations to ensure a safe and efficient airport operating environment for the traveling public.**

Strategy:

- Develop new training and deploy programs that improve the operational management of airport services. This will help present the airport as well organized, professional, and as an organization our airport users can trust.
- Continue to minimize overtime costs with balanced staff hours while meeting our regulatory requirements and providing excellent customer service.
- Continue to provide Airport Rescue and Fire Fighting services for large commercial airline service.
- Decrease operational costs and reduce temporary, ineffective short-term fixes by better utilizing mandatory reports for United States Code of 14 Code Federal Regulations Part 139: Airport Certification as enforced by the Federal Aviation Administration

- Collaborate with IDOT, FAA and local agency safety personnel to maximize funding opportunities to support capital improvements.
- Forecast budget changes due to COVID-19 and identify and target potential expense savings while revenue stream is impacted by pandemic.

Performance Measurement:

- Decrease costs, while improving safety, security, and customer service of the airport.

Objective:	**Foster staff ownership of improved airport services and customer service philosophy.**

Strategy:

- Host quarterly meetings with tenants, community leaders and Airport employees to develop and implement tasks to improve airport efficiency thereby creating a sense of community among team members and our partner agencies. The goal of this strategy is to increase regional partnerships and engagement in the airport and build awareness.
- Improve airport efficiency, response and safety by having staff participate in quarterly planning, training and implementation meetings.
- Empower airport employees to review best business practices related to COVID impact on airport operations and continuously refine how to achieve the best possible health and safety for airport employees.

Performance Measurement:

- Improved relationships and morale with Airport staff.

Performance Indicators – St. Louis Downtown Airport

Progress in meeting the goals and objectives are measured through performance indicators. Following is a list of the performance indicators:

St. Louis Downtown Airport:				
	FY 2022	**FY 2021**		**FY 2020**
	Target	**Projection**	**Target**	**Actual**
Net income (deficit) before depreciation (in thousands)	$282.8	$(397.7)	$67.9	$151.7
Fuel sales in gallons (in thousands)	1,050	1,103	1,786	1,335
Aircraft movement	79,000	92,069	98,455	79,908
Based aircraft (monthly average)	580	542	320	365

St. Louis Downtown Airport
FY 2022 - 2024 Capital Projects Summary

Sources of Funds:

	FY 2022	FY 2023	FY 2024	Total
Federal Grants	$ 90,000	$ 4,500,000	$ 4,500,000	$ 9,090,000
State and Local	$ 4,444,992	$ 250,000	$ 650,000	$ 5,344,992
Airport & Other Funds	$ 3,954,998	$ 2,145,000	$ 760,000	$ 6,859,998
Total Sources of Funds	**$ 8,489,990**	**$ 6,895,000**	**$ 5,910,000**	**$ 21,294,990**

Uses of Funds:

	Projects by Year			
	FY 2022	FY 2023	FY 2024	Total
Construction:				
Vector Drive/Industrial Blvd intersection upgrade	$ 150,000	$ -	$ -	$ 150,000
Construct northeast access road and improve site drainage	$ 550,000	$ -	$ -	$ 550,000
Run-up ramp, compass calibration pad, and taxiway access	$ 4,999,990	$ -	$ -	$ 4,999,990
Pavement Conditioning	$ -	$ -	$ 390,000	$ 390,000
Preliminary engineering relocation of Taxiway B	$ 100,000	$ -	$ -	$ 100,000
Airport master plan	$ -	$ -	$ -	$ -
Reconstruct Curtiss Steinberg Drive	$ -	$ 1,500,000	$ -	$ 1,500,000
Reconstruct Taxiway B, Phase 3: Center	$ -	$ -	$ 5,000,000	$ 5,000,000
Reconstruct Taxiway B, Phase 3: NW	$ -	$ 5,000,000	$ -	$ 5,000,000
Reconstruct Taxiway B,Phase 3: SE	$ -	$ -	$ -	$ -
Reconstruct Vector Drive (Location Dependent)	$ -	$ -	$ 500,000	$ 500,000
Equipment and Facilities Replacements:				
ARFF / Operations vehicle	$ 45,000	$ -	$ -	$ 45,000
Replacement Paint Stripper	$ 25,000	$ -	$ -	$ 25,000
Terminal: Reconstruction	$ 2,600,000	$ -	$ -	$ 2,600,000
Replace three (3) T-Hangar floors with new design	$ 20,000	$ 20,000	$ 20,000	$ 60,000
Lite Utility Vehicle	$ -	$ 25,000	$ -	$ 25,000
Land and Land Improvements:				
Utility Ongoing Replacement Project (Location Dependent)	$ -	$ 300,000	$ -	$ 300,000
Wildlife Hazard Management Plan	$ -	$ 50,000	$ -	$ 50,000
Total Use of Funds	**$ 8,489,990**	**$ 6,895,000**	**$ 5,910,000**	**$ 21,294,990**

ST LOUIS REGIONAL FREIGHTWAY

BU200854

ST. LOUIS REGIONAL FREIGHTWAY

St Louis Regional Freightway

Strategic Focus

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

Our strategic focus for FY 2022 centers on:

AWARENESS

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

INFRASTRUCTURE FUNDING & MULTIMODAL CAPABILITIES

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

PROMOTING INDUSTRIAL REAL ESTATE

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

RELEVANCE

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

Organization:

Executive Vice President Multi Modal Enterprises

St.Louis Regional Freightway Executive Assistant

Total Personnel:

Full-Time - 2

St. Louis Regional Freightway
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Regional freight fees	$ 100,000	$ 500,000	$ 625,000	$ 125,000	
Other operating revenue	500	-	-	-	
Total operating revenues	100,500	500,000	625,000	125,000	25.0%
Non-Operating Revenue:					
Total revenues	100,500	500,000	625,000	125,000	25.0%
Operating Expense:					
Wages and benefits	127,140	187,493	202,355	14,863	
Services	244,875	300,400	339,400	39,001	
Fuel, materials and supplies		3,500	3,500	-	
Leases, other and admin. charges	23,618	54,000	49,000	(5,000)	
Total operating expenses	**395,633**	**545,392**	**594,255**	**48,863**	**9.0%**
Total expenses	395,633	545,392	594,255	48,863	9.0%
Net income (deficit) before depreciation and transfers	**(295,133)**	**(45,392)**	**30,745**	**76,137**	**-167.7%**
Net transfers		-	-	-	
Net income (deficit)	**$ (295,133)**	**$ (45,392)**	**$ 30,745**	**$ 76,137**	**-167.7%**

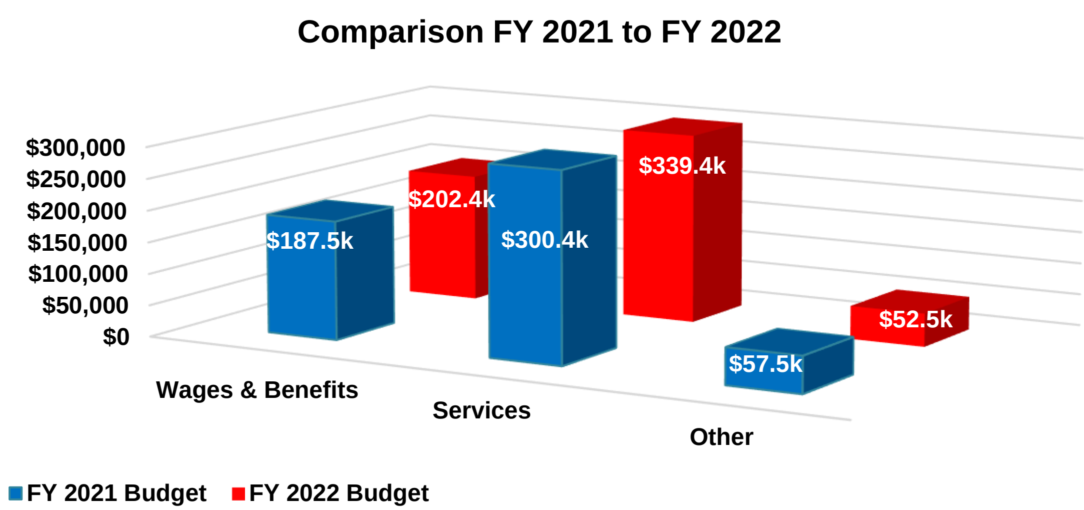
Numbers may not sum due to rounding.

Revenue

In FY 2022, contributions and fees for service provided are expected to generate $625,000 in operating revenue.

Expense

Total FY 2022 operating expense is expected to be $594,255, resulting in a net income of $30,745. The majority of operating expense is for consulting services, compensation, and benefits.



Objectives and Strategies Action Plan: St. Louis Regional Freightway

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. St. Louis Regional Freightway priorities:

Objective:	**Increase national and global awareness of the St. Louis region's world class logistics hub.**

Strategy:

- Build strategic alliances and new partnerships with shippers and carriers that support existing freight businesses and help attract new businesses.
- Develop and leverage regional success stories and promote regional assets.
- Actively build regional ambassadors-a network of engagement, reciprocity and create a sense of "community" within the region.

Performance Measurement:

- Secured relationships with industry and regional stakeholders.

Objective:	**Maximize infrastructure funding opportunities through public-private partnerships and improve multimodal capabilities.**

Strategy:

- Develop and build consensus for a regional list of multimodal transportation and infrastructure projects with the East-West Gateway Council of Governments

Board of Directors, Missouri and Illinois Departments of Transportation, all modes of transportation and manufacturing/logistics industries.
- Develop and help coordinate infrastructure funding strategies and advocacy plans with public and private sector leaders.

Performance Measurement:
- Coordinated regional and national infrastructure investment and support for priority project.

Objective:	**Promote industrial user real estate site and streamline the site selection process to help increase jobs in the manufacturing and logistics industries.**

Strategy:
- Develop and maintain TheFreightway.com website in a manner that continues to experience increased usage by the industrial real estate industry.
- Build strategic alliances and new partnerships with the local and national industrial real estate industry leaders.
- Develop and promote regional success stories and promote the region's industrial real estate market.
- Actively build and inform regional ambassadors of the region's industrial real estate market – a network of engagement, reciprocity, creating a sense of "community" within the region.

Performance Measurement:
- Secured bi-partisan and federal support for the region's multimodal infrastructure.

Objective:	**Manage the Freightway in a productive and cost-effective manner.**

Strategy:
- Greater awareness that supports and expands the St. Louis region's manufacturing and logistics industries and elevates the region's profile as a World Class Logistics Hub.
- Bring relevance to the region's freight efforts by linking to larger national freight related conversations such as the impact of COVID-19 on the freight industry and US infrastructure improvement plans.
- Drive content through targeted stories to regional media outlets, national industry publications.

Performance Measurement:
- Secure Freightway funding with Madison, St. Clair and Monroe Counties in Illinois, St. Louis City, Missouri and Franklin, Jefferson, St. Charles and St. Louis Counties in Missouri and other funding resources.

Performance Indicators – St. Louis Regional Freightway

Progress in meeting the goals and objectives are measured through performance indicators. Following is a list of the performance indicators for St. Louis Regional Freightway

	FY 2022	FY 2021		FY 2020
	Target	**Projection**	**Target**	**Actual**
St. Louis Regional Freightway				
Brand strategy roll-out	100%	On Target	100%	Met
Committee, Industry Forum and Freight Summit attendees	100%	80%	80%	100%
Develop relationships with industry and regional stakeholders	100%	On Target	100%	Met
Execute infrastructure funding strategies and secure regional consensus for infrastructure priority list of projects	100%	On Target	100%	Met

BI-STATE DEVELOPMENT

EXECUTIVE SERVICES

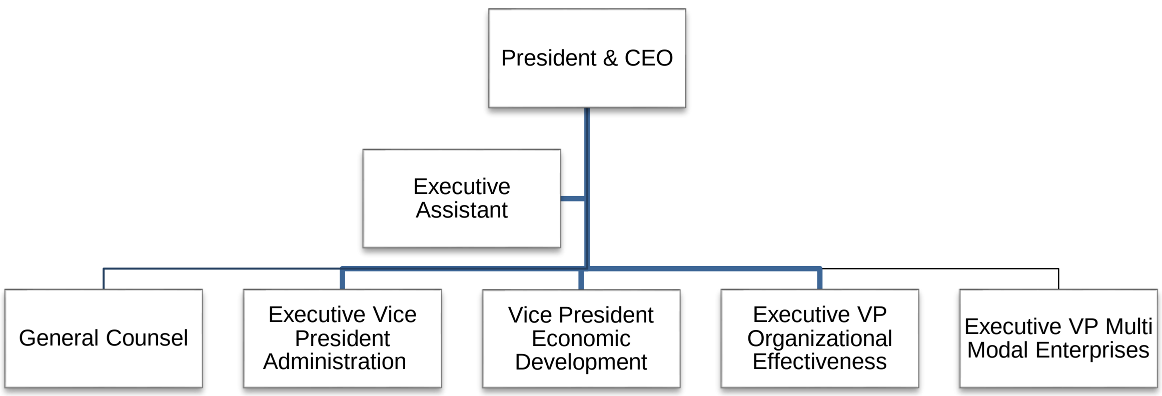
BU200854

Executive Services

Strategic Focus

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

Organization



Executive Services
Statement of Revenue & Expense

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Admin Fees - Transit	$ 2,550,700	$ 3,060,305	$ 3,810,921	$ 750,616	
Admin Fees - Arch	685,347	1,075,636	290,080	$ (785,556)	
Admin Fees - Airport	81,137	87,830	88,491	$ 661	
Admin Fees - Riverboats	101,404	169,672	-	$ (169,672)	
Admin Fee - National Park Svc	284,288	454,996	177,878	$ (277,118)	
Other operating revenue	-	314,127	-	$ (314,127)	
Total operating revenues	3,702,876	5,162,566	4,367,370	(795,196)	-15.4%
Non-Operating Revenue:					
Interest revenue	71,944	52,500	2,500	(50,000)	
Total revenues	3,774,819	5,215,066	4,369,870	(845,196)	-16.2%
Operating Expense:					
Wages and benefits	2,384,137	2,595,302	2,485,414	(109,888)	
Services	652,510	1,309,194	1,513,275	204,081	
Fuel, materials and supplies	11,406	28,275	21,900	(6,375)	
Casualty and liability costs	48,170	61,600	57,000	(4,600)	
Utilities	1,357	3,646	2,673	(973)	
Leases, other and admin. charges	272,667	388,847	289,608	(99,239)	
Total operating expenses	**3,370,248**	**4,386,864**	**4,369,870**	**(16,994)**	**-0.4%**
Non-Operating Expense:					
Total expenses	3,370,248	4,386,864	4,369,870	(16,994)	-0.4%
Net income (deficit)	**404,571**	**828,202**	**-**	**(828,202)**	**-100.0%**

Numbers may not sum due to rounding.

Revenue

The Metro management fee is calculated at 87% of the Executive Services operating expenses. The FY 2022 administration fee for Transit is $3,810,921.

The Gateway Arch management fee is calculated based on a formula negotiated with the National Park Service including 7% of Arch gross receipts and 10% of the net receipts less operating costs. The Gateway Arch management fee is $290,080 down substantially due to the projected reduction in ticket sales.

The St. Louis Downtown Airport management fee is calculated at 5% of the Downtown Airport operating revenue and interest income. The St. Louis Downtown Airport administration fee is $88,491.

The Riverfront Attractions management fee is calculated at 5% of Riverfront Attractions operating revenue. The management fee for FY 2022 will not be assessed due to lower anticipated revenue and ridership.

The National Park Service fees are calculated at 20% of the Arch entrance fees and movie admissions. The National Park Service charges a $3 entrance fee per adult ticket. Children 15 years old and younger and educational groups are exempt from the fee. The National Park Service administration fee is $177,878 lower by 61% due to lower expected admissions.

The St. Louis Regional Freightway and Arts In Transit, Inc. will not be assessed a management fee in FY 2022.

Expense

Wages and benefits are budgeted 4.2% lower than the FY 2021 budget.

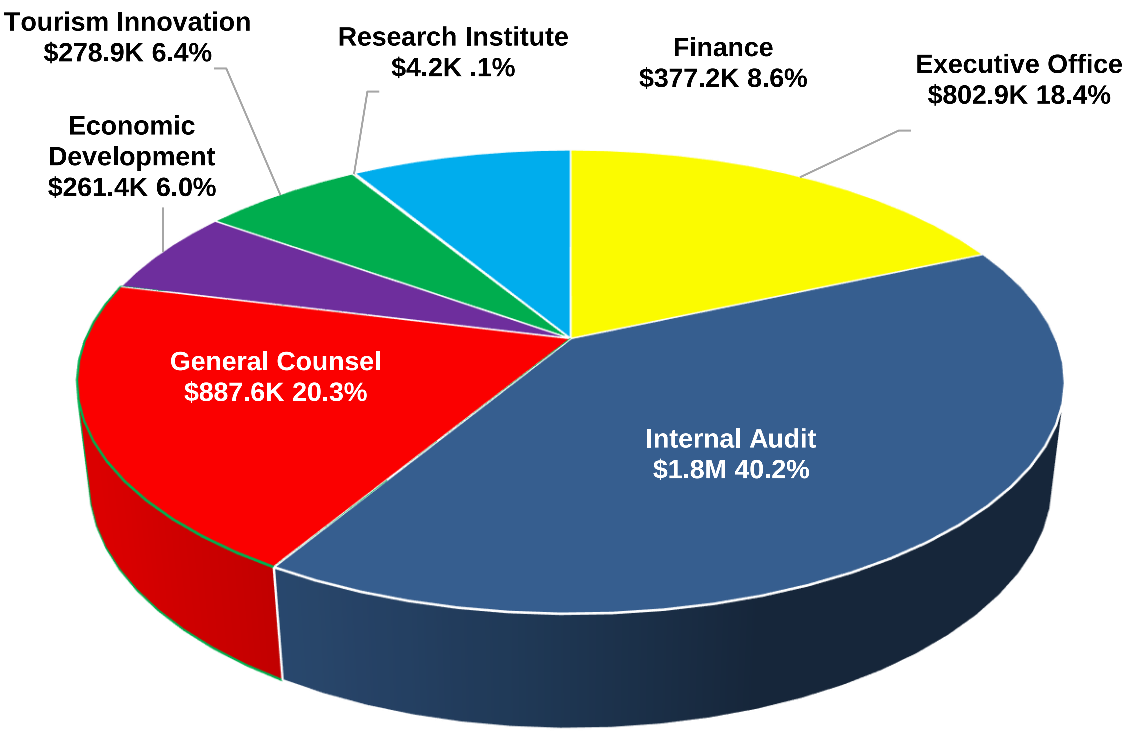
Services consist of fees for outside consultants, auditors, lawyers, and lobbyists and also services for establishing strategic partnerships and investment in Washington DC, Missouri and Illinois. In FY 2022 Executive Service will spend an additional $204,081 for required legal and consulting services.

Parts and supplies include office supplies and equipment, training materials, and data processing supplies. The FY 2022 budget for office and data processing supplies decreased slightly.

Utilities consist of mobile device usage. Mobile device expenditures were also decreased from the FY 2021 budget by $973.

Other expense includes employee and commissioner travel, employee training and dues for regional, state, and national transportation and economic organizations. Travel, training, and subscriptions are expected to be lower in FY 2022.

Expense by Department



Income

Net income before depreciation is expected to be at breakeven for the FY 2022 budget.

The following section displays operating costs for the departments that reside within Executive Services. The departments that encompass Executive Services are the Executive Office, Internal Audit, Strategic Initiatives, Governmental Affairs, General Counsel, Economic Development, Tourism Innovation, and Research Institute and other Financial expenses. In FY 2020, the departments for Strategic Initiatives and Governmental Affairs ceased. Research Institute is in the process of close out and only minimal activity is expected in FY 2022.

Executive Services - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Executive Office					
Wages & benefits without OPEB	$ 473,646	$ 444,049	$ 452,620	$ 8,571	1.9%
Other post-employment benefits	4,876	4,400	4,400	0	0.0%
Services	78,240	108,000	170,250	62,250	57.6%
Parts and supplies	4,639	6,000	3,000	(3,000)	-50.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	-	-	-	0.0%
Leases and other expense	155,541	172,800	172,650	(150)	-0.1%
Operating expense	**716,941**	**735,249**	**802,920**	**67,671**	**9.2%**
Internal Audit					
Wages & benefits without OPEB	647,539	933,806	878,465	(55,341)	-5.9%
Other post-employment benefits	5,766	5,417	5,417	-	0.0%
Services	194,781	820,276	800,000	(20,276)	-2.5%
Parts and supplies	163	10,675	6,600	(4,075)	-38.2%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	-	-	-	0.0%
Leases and other expense	53,879	134,202	67,220	(66,982)	-49.9%
Operating expense	**902,128**	**1,904,376**	**1,757,702**	**(146,674)**	**-7.7%**
Strategic Initiatives					0.0%
Wages & benefits without OPEB	(2,542)	-	-	-	0.0%
Other post-employment benefits	-	-	-	-	0.0%
Services	-	-	-	-	0.0%
Parts and supplies	-	-	-	-	0.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	-	-	-	0.0%
Leases and other expense	-	-	-	-	0.0%
Operating expense	**$ (2,542)**	**$ -**	**$ -**	**$ -**	**0.0%**

Executive Services - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Government Affairs					
Wages & benefits without OPEB	$ 8,074	$ -	$ -	$ -	0.0%
Other post-employment benefits	-	-	-	-	0.0%
Services	101,884	-	-	-	0.0%
Parts and supplies	-	-	-	-	0.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	-	-	-	0.0%
Leases and other expense	4,050	-	-	-	0.0%
Operating expense	**114,008**	**-**	**-**	**-**	**0.0%**
General Counsel					
Wages & benefits without OPEB	635,618	656,729	678,372	21,643	3.3%
Other post-employment benefits	6,116	3,840	3,840	-	0.0%
Services	135,598	113,863	167,565	53,702	47.2%
Parts and supplies	5,444	5,600	7,800	2,200	39.3%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	-	-	-	0.0%
Leases and other expense	49,842	60,145	30,000	(30,145)	-50.1%
Operating expense	**832,619**	**840,177**	**887,577**	**47,400**	**5.6%**
Economic Development					
Wages & benefits without OPEB	174,201	189,815	196,070	6,255	3.3%
Other post-employment benefits	2,187	1,857	1,857	-	0.0%
Services	13,003	84,480	55,480	(29,000)	-34.3%
Parts and supplies	-	1,500	1,000	(500)	-33.3%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	529	1,800	1,000	(800)	-44.5%
Leases and other expense	352	8,000	6,038	(1,962)	-24.5%
Operating expense	**190,272**	**287,453**	**261,445**	**(26,008)**	**-9.0%**
Tourism Innovation Administration				-	0.0%
Wages & benefits without OPEB	423,901	352,503	261,487	(91,016)	-25.8%
Other post-employment benefits	4,754	2,886	2,886	-	0.0%
Services	(500)	-	-	-	0.0%
Parts and supplies	1,160	3,500	3,500	(0)	0.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	828	1,500	1,500	-	0.0%
Leases and other expense	8,992	9,500	9,500	(0)	0.0%
Operating expense	**$ 439,137**	**$ 369,889**	**$ 278,873**	**$ (91,016)**	**-24.6%**

Executive Services - Operating Expense by Department/Function

Numbers may not sum due to rounding.

	Actual 2020	Budget 2021	Budget 2022	Bdgt vs Bdgt $ Change	Bdgt vs Bdgt % Change
Research Institute					
Wages & benefits without OPEB	$ -	$ -	$ -	$ -	0.0%
Other post-employment benefits	-	-	-	-	0.0%
Services	59	7,475	3,980	(3,495)	-46.8%
Parts and supplies	-	-	-	-	0.0%
Casualty and liability costs	-	-	-	-	0.0%
Utilities	-	346	173	(173)	-50.0%
Leases and other expense	11	-	-	-	0.0%
Operating expense	**70**	**7,821**	**4,153**	**(3,668)**	**-46.9%**
Financial Expenses					
Wages & benefits without OPEB	-	-	-	-	0.0%
Other post-employment benefits	-	-	-	-	0.0%
Services	129,445	175,100	316,000	140,900	80.5%
Parts and supplies	-	1,000	-	(1,000)	-100.0%
Casualty and liability costs	48,170	61,600	57,000	(4,600)	-7.5%
Utilities	-	-	-	-	0.0%
Leases and other expense	-	4,200	4,200	0	0.0%
Operating expense	**177,615**	**241,900**	**377,200**	**135,300**	**55.9%**
Total Executive Services	**$ 3,370,248**	**$ 4,386,864**	**$ 4,369,870**	**$ (16,994)**	**-0.4%**

Objectives and Strategies Action Plan: Internal Audit

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Internal Audit's priorities:

Objective: Improve the safety of Metro transit through the implementation of the new Public Transit Agency Safety Plan (PTSAP).

Strategy:

- Begin implementation of the PTSAP July 2020, in accordance with Federal Transit Administration (FTA) regulations.
- Expand the number of safety and security audits Internal Audit performs in FY2021 to include new audits specifically for MetroBus and Call-A-Ride. These new audits will be designed in a similar fashion as the Safety and Security audits that have been performed for MetroLink as mandated by the FTA's State Safety Oversight (SSO) requirements.

Performance Measurement:

- New safety and security audits completed as mandated by the FTA.
- Public Transit Agency Safety Plan successfully launched and the system remains safe and secure.

Objective: Improve operational efficiencies.

Strategy:

- Perform an Agency-wide Risk Assessment of 120 auditable units. An auditable unit is defined as any particular topic, subject, project, department, division, process, and/or function that is deemed to be worthy of an audit.
- Develop an Annual Audit Work Plan that identifies key auditable units that will be the focus of an audit during the fiscal year from the results of the Agency-wide Risk Assessment.
- Track Management's progress made towards implementing audit recommendations that have been designed to improve operational efficiencies.

Performance Measurement:

- Completed audits identified in the Annual Audit Work Plan.
- Successfully track operational efficiencies identified in the audits to ensure implemented and savings achieved.

Objectives and Strategies Action Plan: Economic Development and Real Estate

Each department and enterprise has developed objectives and strategies to engage in the success of the Agency. The following action steps are designed to further the achievement of Bi-State Development's goals as outlined in the Strategic Plan section of this document which include improving the perception of system safety and the image of the Agency. Economic Development and Real Estate priorities:

Objective:	**Fiscally responsible management of all related real estate and economic development activities and projects.**

Strategy:

- Manage the collective department's expenditures in a fiscally responsible manner while focusing on increasing revenues from BSD real estate assets.
- Achieve 5% savings on non-salary, foreseeable departmental expenses, year over year for budgets and actuals.
- Sale/lease/license non-revenue producing BSD real estate assets when and where possible, including the disposition of excess property for Transit Oriented Development (TOD) use creating some $2.1 million in sales for BSD in conjunction with the proposed North Hanley and DeBaliviere TODs.
- Work with community partners on revenue producing and cost containment initiatives. Successful examples include the $90,000 available annually to BSD for the next 40-years for bus stop and other transit upgrades that the City of St. Ann adopted in 2019 via a city-wide St. Ann TDD.

Performance Measurement:

- Secured relationships with industry and regional stakeholders.

Objective:	**Delivery of Transit Oriented Development (TOD).**

Strategy:

- Support and collaborate with private developers to gain TOD investment at BSD MetroLink stations resulting in additional revenue, ridership and rider security.
- Continue supporting the proposed DeBaliviere and North Hanley TOD projects through their approval process, and collaborate with developers on property adjacent to BSD MetroLink stations, including for additional TOD at Swansea and new TOD at UMSL South, both of which benefit increased ridership and rider security.
- Prepare and market TOD opportunities with and through public and private partners.

Performance Measurement:

- Transit Oriented Development Projects move forward boosting economic development in the region.

Objective: Successful management of property and property disposition.

Strategy:

- Work with public and private partners to create and complete capital events for BSD asset disposition.
- Manage BSD Board's annual excess property declarations, and dispose of excess properties where and when there is a viable buyer creating revenues in excess of disposition expenses.
- Update Chapter 40 of the BSD Board policies to streamline the property disposition process.
- Support FTA's on-going and triennial review requirements related to real estate disposition.
- Actively manage the Brentwood Meridian Garage and Headquarters costs centers, including specific review of budgets and expenditure items.
- Interface with regional utilities for easements, etc., across BSD properties, many of which produce a source of BSD revenue.
- Interface with BSD Accounts Payable for prompt payment of BSD real estate bills, and with BSD Accounts Receivable for prompt collections related to BSD's real estate assets.

Performance Measurement:

- No excess property inventory on disposal list.
- Well managed Meridian Garage.
- Produce income through utility easements.

Objective: Ensure successful external collaboration to create income and ridership.

Strategy:

- Support and collaborate with other BSD departments and community partners on projects and programs for BSD's rider centric direction.
- Leadership and support of BSD efforts for increased ridership and security through TOD projects, bus stop and shelter improvements and future transit services, such as NS/SS.
- Manage the "winding down" of the BSD Research Institute, including the pilot food kiosk project.
- Represent BSD in community engagement in support of regional transit success.
- Pursue and create revenue opportunities with private partners to make on-going use of BSD assets, such as the $50,000 annual contract with T-Mobile to put cellular services in our train tunnels, and the $18,000 annual contract with T-Mobile for antennas at the Civic Center MetroLink station.

Performance Measurement:

- Ridership increases.
- BSD Research Institute is discontinued.
- Produce additional income through property related leases and contracts.

Objective: Provide economic development and real estate services support to all BSD Enterprises to maximize efficiencies of operation.

Strategy:

- Provide focused, experienced economic development and real estate services that save BSD considerable time, legal and consultant fees, and avoid having to "reinvent the wheel" on a routine basis.
- Provide specific real estate focused review of St. Louis Freightways marketing materials.
- Support St. Louis Downtown Airport's real estate lease and sale needs.
- Support BSD Engineering's project property acquisition needs.
- Support BSD Operations and MOW's real estate requirements, in particular, involving easements.
- Support BSD Planning's bus shelter related real estate needs.
- Support St. Clair County Transit District's real estate needs.
- Support Metro Transit's vendor and concessionaire real estate and lease needs.

Performance Measurement:

- All enterprises successfully contribute to regional economic development opportunities.

Performance Indicators – Executive Services

Progress in meeting the goals and objectives are measured through performance indicators. Following is a list of the performance indicators:

	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Actual
Executive Office and General Counsel:				
Timely preparation of Board Resolutions	Yes	Yes	Yes	Yes
Timely preparation of Board Minutes	Yes	Yes	Yes	Yes
Respond to all Sunshine Law requests within 3 days	100%	100%	100%	100%
Ensure Agency-wide legal and regulatory compliance	100%	100%	100%	100%
Close 90% of new Compliance and Fraud incident reports within 30 days	100%	100%	100%	100%
Internal Audit:				
Internal & State Safety Audits:				
Internal Audits Planned	15	15	15	12
Internal Audits Completed	15	15	15	11
Internal Audit Recom Accepted Management	100	87	100	90
Audit Recom. Implemented	80	61	80	74
State Safety Audits Planned	11	8	8	6
State Safety Audits Completed	11	8	8	6
State Safety Audits Recom Accept	20	23	20	23
State Safety Audit Recom Implmtd	15	15	15	20
Economic Development:				
Transit Oriented Development (TOD) project efforts at 38 stations	100%	100%	100%	100%
Bus Rapid Transit pre-development support	Yes	Yes	Yes	Yes
Grow regional project/funding partnership	Yes	Yes	Yes	Yes
Create opportunities for use of Bi-State compact	Yes	Yes	Yes	Yes
Expand BSD Research Institute projects	Yes	Yes	Yes	Yes
Real Estate:				
BSD strategic property analysis	Yes	Yes	Yes	Yes
BSD Engineering, etc. departmental support	Yes	Yes	Yes	Yes
BSD real estate accounts receivable current	98%	98%	98%	98%
BSD real estate accounts payable current	100%	100%	100%	100%
Manage BSD real estate assets to maximize value	Yes	Yes	Yes	Yes

metro

GATEWAY ARCH

ST. LOUIS DOWNTOWN AIRPORT

RIVERBOATS AT THE GATEWAY ARCH

ST LOUIS REGIONAL FREIGHTWAY

SELF-INSURANCE FUNDS

BU200854

Health Self-Insurance Fund

Strategic Focus

Providing management with greater visibility and enhanced financial reporting for $37.8 million self-funded health and welfare insurance activities. Guidance and management is provided for benefits and enrollment, monitoring claims, managing third party health related contracts, proposing cost controlling measures, and the in-house wellness program. The wellness program is an active part of BSD's cost control environment.

Health Self Insurance Fund
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Employee health	$ 7,930,827	$ 8,065,856	$ 7,796,050	$ (269,806)	
Employer health	30,222,181	30,295,877	30,026,487	(269,390)	
Total operating revenues	38,153,008	38,361,733	37,822,537	(539,196)	-1.4%
Non-Operating Revenue:					
Interest revenue	22,141	22,500	2,500	(20,000)	
Total revenues	38,175,149	38,384,233	37,825,037	(559,196)	-1.5%
Operating Expense:					
Wages and benefits	842,109	828,528	763,260	(65,268)	
Services	228,481	285,570	259,290	(26,280)	
Fuel, materials and supplies	15,309	24,300	23,000	(1,300)	
Utilities	4,062	4,860	4,140	(720)	
Leases, other and admin. charges	62,499	32,715	24,945	(7,770)	
Health and welfare self-insurance	37,022,690	37,208,260	36,750,401	(457,859)	
Total operating expenses	**38,175,149**	**38,384,233**	**37,825,037**	**(559,196)**	**-1.5%**
Non-Operating Expense:					
Total expenses	38,175,149	38,384,233	37,825,037	(559,196)	-1.5%
Net income (deficit)	**$ -**	**$ -**	**$ -**	**$ -**	**0.0%**

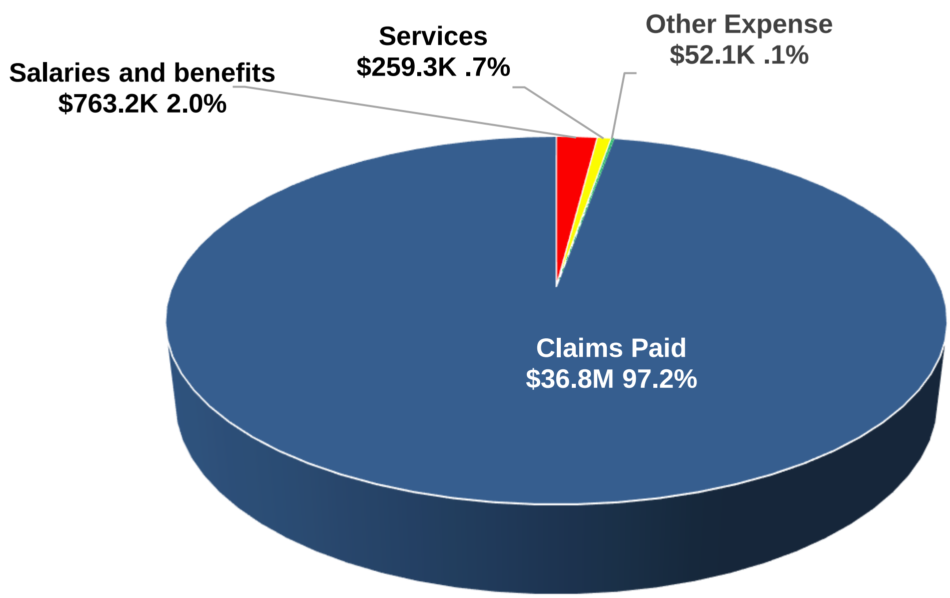
Numbers may not sum due to rounding.

Revenue

Revenue for the Health SIF is generated by charges for services provided to other business units within BSD and to related parties. The majority of revenue is remitted from BSD business units who pay for the company portion of health plan costs for each units' respective employees. Other funding comes from the employee and pensioner contributed portion of health related benefits and represent approximately 20.6% of the revenue provided by the fund.

Expense

The majority of total operating expense for the Health SIF consists of claims paid for medical, prescription and dental. Other operating expenses include: compensation for staff to operate the programs, consultant fees, third party administrator fees, and premiums for excess insurance coverage. Claims paid are the largest single expense for the self-insurance fund and represent claims paid on a cash basis. Claims paid in FY 2022 are expected to decrease by $457,859 or 1.2%.



Casualty Self-Insurance Funds

Strategic Focus

BSD's Casualty Self-Insurance Fund (SIF) focuses on managing premiums, reporting claims, and controlling cost while providing greater visibility and financial reporting for the $8.3 million in self- funded risk activities.

Casualty Self Insurance Fund
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Casualty Insurance Revenue	$ 2,706,532	$ 5,525,449	$ 5,022,756	$ (502,693)	
Total operating revenues	2,706,532	5,525,449	5,022,756	(502,693)	-9.1%
Non-Operating Revenue:					
Interest revenue	157,741	270,000	10,000	(260,000)	
Total revenues	2,864,273	5,795,449	5,032,756	(762,693)	-13.2%
Operating Expense:					
Wages and benefits	550,259	628,930	611,016	(17,914)	
Services	44,880	48,000	46,000	(2,000)	
Fuel, materials and supplies	1,696	4,000	3,100	(900)	
Casualty and liability costs	886,488	1,050,000	2,643,000	1,593,000	
Utilities	1,013	1,000	1,200	200	
Leases, other and admin. charges	2,501	3,800	2,300	(1,500)	
Casualty self-insurance	2,245,987	5,795,449	5,032,756	(762,693)	
Total operating expenses	**3,732,824**	**7,531,179**	**8,339,372**	**808,193**	**10.7%**
Non-Operating Expense:					
Total expenses	3,732,824	7,531,179	8,339,372	808,193	10.7%
Net income (deficit) before depreciation and transfers	**(868,551)**	**(1,735,730)**	**(3,306,616)**	**(1,570,886)**	**90.5%**
Net Transfers	(1,666,798)	(1,735,730)	(3,306,616)	(1,570,886)	
Net income (deficit)	**$ 798,247**	**$ -**	**$ -**	**$ -**	**0.0%**

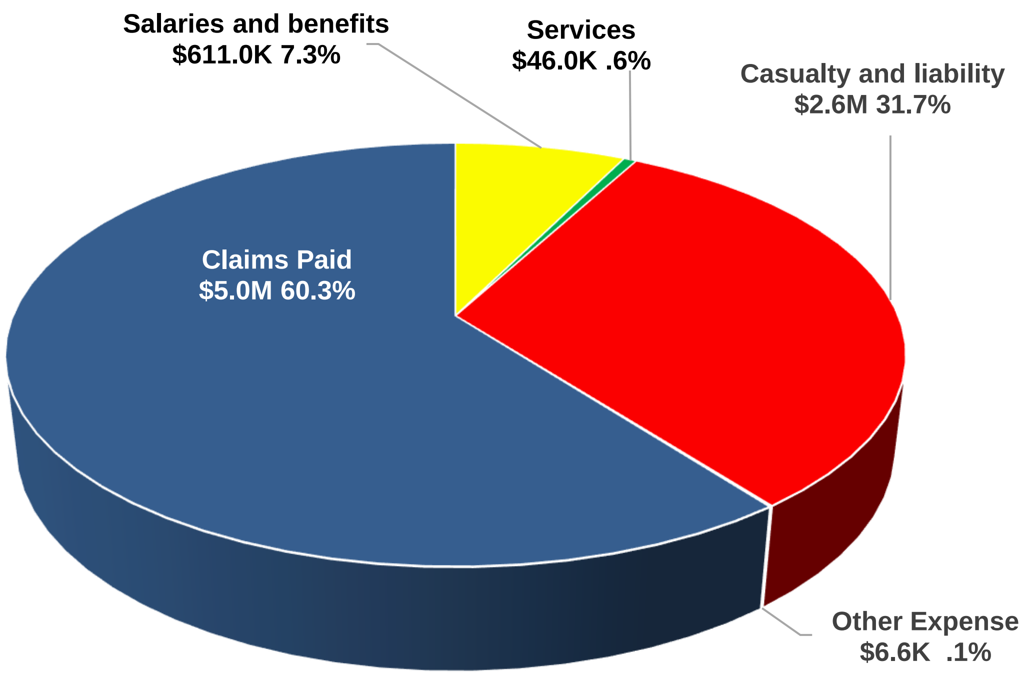
Numbers may not sum due to rounding.

Revenue

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

Expense

Total operating expense for the self-insurance fund consists of compensation for staff to operate the programs, consultant fees, premiums for excess insurance coverage, office supplies, and claims paid. Claims paid are the largest single expense for the self-insurance fund and represents claims paid on a cash basis. Claims paid are expected to decrease in FY 2022 by $762,693 or 13.2%.



Workers Compensation Self-Insurance Fund

Strategic Focus

The Workers' Compensation Self-Insurance Fund (SIF) is focused on managing premiums, reporting claims, and controlling cost. The SIF provides greater visibility and financial reporting for BSD's $7.7 million in self- funded activities.

Workers' Compensation Self Insurance Fund
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Workers' Comp. Insurance Revenue	$ 6,485,353	$ 8,465,121	$ 6,553,044	$ (1,912,077)	
Total operating revenues	6,485,353	8,465,121	6,553,044	(1,912,077)	-22.6%
Non-Operating Revenue:					
Interest revenue	122,118	196,250	12,000	(184,250)	
Total revenues	6,607,471	8,661,371	6,565,044	(2,096,327)	-24.2%
Operating Expense:					
Wages and benefits	327,869	253,948	261,086	7,138	
Services	21,708	19,000	19,000	-	
Fuel, materials and supplies	1,257	2,500	1,500	(1,000)	
Casualty and liability costs	240,099	240,000	267,000	27,000	
Utilities	419	500	500	-	
Leases, other and admin. charges	465,121	527,700	603,350	75,650	
Workers comp self-insurance	8,147,731	8,661,371	6,565,044	(2,096,327)	
Total operating expenses	**9,204,203**	**9,705,019**	**7,717,480**	**(1,987,539)**	**-20.5%**
Non-Operating Expense:					
Total expenses	9,204,203	9,705,019	7,717,480	(1,987,539)	-20.5%
Net income (deficit) before depreciation and amortization	**(2,596,732)**	**(1,043,648)**	**(1,152,436)**	**(108,788)**	**10.4%**
Net transfers	(1,118,823)	(1,043,648)	(1,152,436)	(108,788)	
Net income (deficit)	**$ (1,477,909)**	**$ -**	**$ -**	**$ -**	**0.0%**

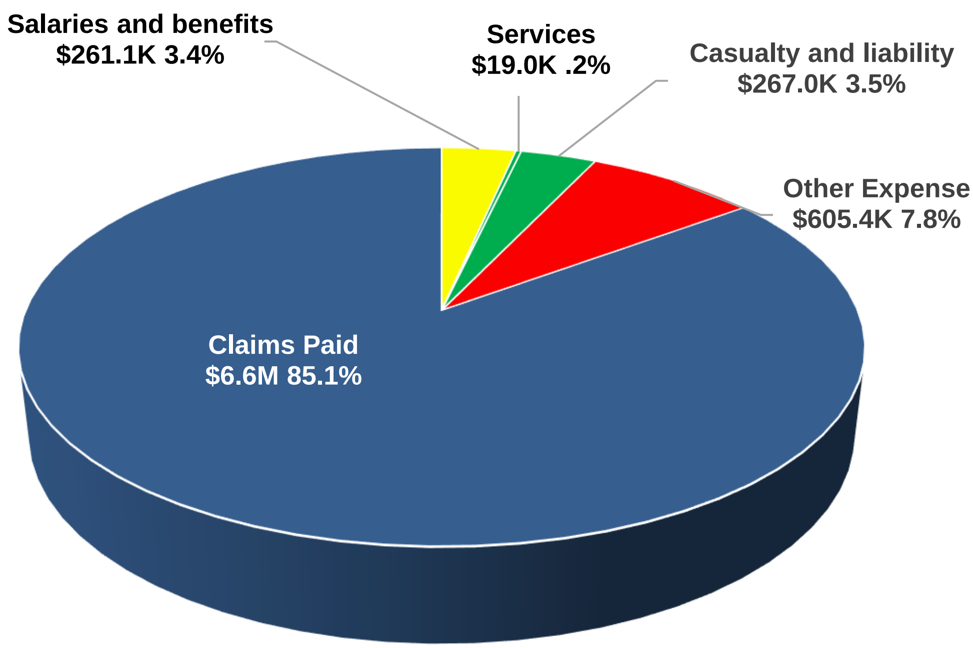
Numbers may not sum due to rounding.

Revenue

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

Expense

Total operating expense for the internal service funds consist of compensation for staff to operate the programs, consultant fees, premiums for excess insurance coverage, office supplies, and claims paid. Claims paid are the largest single expense for the self-insurance fund and represents claims paid on a cash basis. Claims paid in FY 2022 are expected to decrease by $2,096,327 or 24.2%.



BI-STATE DEVELOPMENT
RESEARCH
INSTITUTE

NON-PROFITS

Bi-State Development Research Institute

Strategic Focus

The Research Institute was established in 2014 as a non-profit organization within BSD. Over the years it accomplished a number of projects related to public and private initiatives at or near BSD transit centers. With these projects now completed or on to their next steps, the Research Institute is in the process of being closed out.

Bi-State Development Research Institute
Statement of Revenue & Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Contributions- NFP	$ 195	$ 7,821	$ 3,823	$ (3,998)	
Total operating revenues	195	7,821	3,823	(3,998)	-51.1%
Non-Operating Revenue:					
Total revenues	195	7,821	3,823	(3,998)	-51.1%
Operating Expense:					
Services	483	16,975	3,738	(13,237)	
Fuel, materials and supplies	-	500	70	(430)	
Utilities	922	500	-	(500)	
Leases, other and admin. Charges	110	15	15	-	
Total operating expenses	**1,516**	**17,990**	**3,823**	**(14,167)**	**-78.7%**
Non-Operating Expense:					
Other non-operating expense	(20,000)				
Total expenses	(18,484)	17,990	3,823	(14,167)	-78.7%
Net income (deficit) before depreciation and transfers	**18,679**	**(10,169)**	**-**	**10,169**	**-100.0%**
Depreciation and transfers	11,716	11,716	-	(11,716)	
Net income (deficit)	**$ 6,963**	**$ (21,885)**	**$ -**	**$ 21,885**	**-100.0%**

Numbers may not sum due to rounding.

Revenue

Revenue in the amount of $3,823 is budgeted for in-kind contributions.

Expense

Total operating expense is budgeted at $3,823. The operating expense includes consulting fees associated with maintenance of way, and other miscellaneous office expenses.

Performance Indicators – Research Institute

Progress in meeting the goals and objectives are measured through performance indicators.

	FY 2022	FY 2021		FY 2020
	Target	Projection	Target	Actual
BSD Research Institute				
Manage balanced budget and reporting requirements for Institute	Yes	Yes	Yes	Yes
Finalize past Institute projects	1	2	2	3

ARTS
TRAN
SIT

NON-PROFITS

BU200854

Arts In Transit, Inc.

Strategic focus

Arts in Transit, Inc. (AIT) facilitates community engagement public art programs and projects that enhance the transit experience through creative place making and wayfinding. The strategic focus for FY 2022 is to:

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

Arts In Transit (AIT)
Statement of Revenue and Expense
FY 2020 - FY 2022

	Actual 2020	Budget 2021	Budget 2022	$ Change	% Change
Operating Revenue:					
Not-For-Profit revenue	$ 114,775	$ 140,777	$ 94,674	$ (46,103)	
Other operating revenue	-	-	15,000	15,000	
Total operating revenues	114,775	140,777	109,674	(31,103)	-22.1%
Non-Operating Revenue:					
Total revenues	114,775	140,777	109,674	(31,103)	-22.1%
Operating Expense:					
Wages and benefits	41,317	22,159	22,464	305	
Services	48,030	62,884	72,714	9,830	
Fuel, materials and supplies	7,183	56,250	6,844	(49,406)	
Utilities	-	650	-	(650)	
Leases, other and admin. charges	20,885	10,602	7,652	(2,950)	
Total operating expenses	**117,414**	**152,545**	**109,674**	**(42,871)**	**-28.1%**
Non-Operating Expense:					
Contributions to outside entities	-	-	-	-	
Total expenses	117,414	152,545	109,674	(42,871)	-28.1%
Net income (deficit) before depreciation and transfers	**(2,639)**	**(11,768)**	**-**	**11,768**	**-100.0%**
Net income (deficit)	**$ (2,639)**	**$ (11,768)**	**$ -**	**$ 11,768**	**-100.0%**

Numbers may not sum due to rounding.

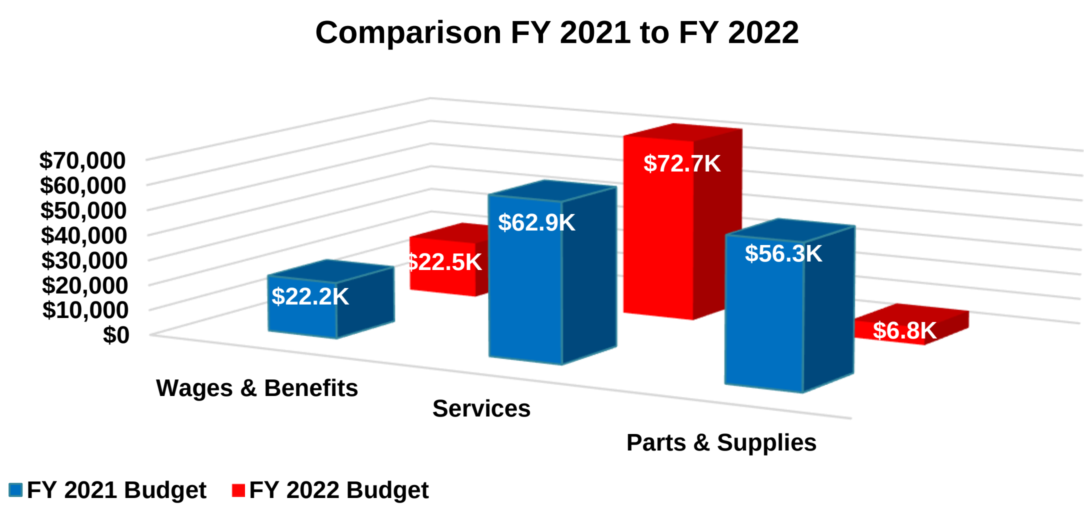
Revenue

Arts in Transit revenue for FY 2022 is expected to be $109,674. In-Kind Contributions are provided through the expertise and service contributions from BSD staff. In addition, revenue is also generated from bus advertisement and the sale of MetroScapes posters and other artwork.

Expense

Arts in Transit incurs expense from salaries and benefits, consulting fees, the use of outside services to assist in various art projects, and art materials and supplies. In FY 2022 operating expenses are projected to decrease $42,871 or 28.1% due to decreased spending for materials and supplies.

Arts in Transit is projecting a break even financial result for FY 2022.



BI-STATE DEVELOPMENT

BUDGET PROCESS

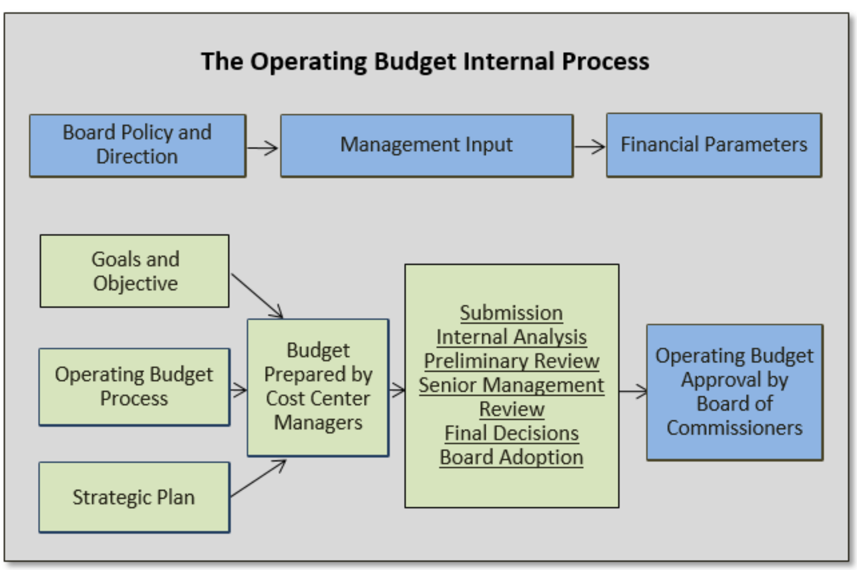
The Budget Process

The Compact between the States of Missouri and Illinois adopted in 1949 requires Bi-State Development Agency of the Missouri-Illinois Metropolitan District to prepare and adopt an annual budget. Such a budget must set forth proposed expenditures to be undertaken during the budget year for administration, operations, maintenance, debt service and capital projects. In addition, the budget identifies the anticipated income funding options for financing the proposed expenditures. The transit system is required to present a balanced budget where revenues equal expenses. Non-cash expenditures per United States Generally Accepted Accounting Principles (US GAAP) or Government Accounting Standards Boards (GASB) Pronouncements are not required to be funded to balance the budget. These expenditures include Other Post-Employment Benefits, pension adjustments in net pension liability per GASB 68 and depreciation and amortization of assets. The budget is a financial and strategic plan for the upcoming year developed in accordance with Bi-State Development policies. It seeks to optimize resources and maintain consistency with defined organizational objectives and BSD's Strategic Plan.

The preparation and eventual approval of the three-year operating and capital budgets are both an internal and external process.

Operating Budget Internal Preparation

Each year the budget begins with a budget message to Bi-State Development's cost center managers imparting objectives for the upcoming budget year. Included in the message is the state of Bi-State Development's expected financial condition for the coming year and details of procedures to follow in preparation of the budget.



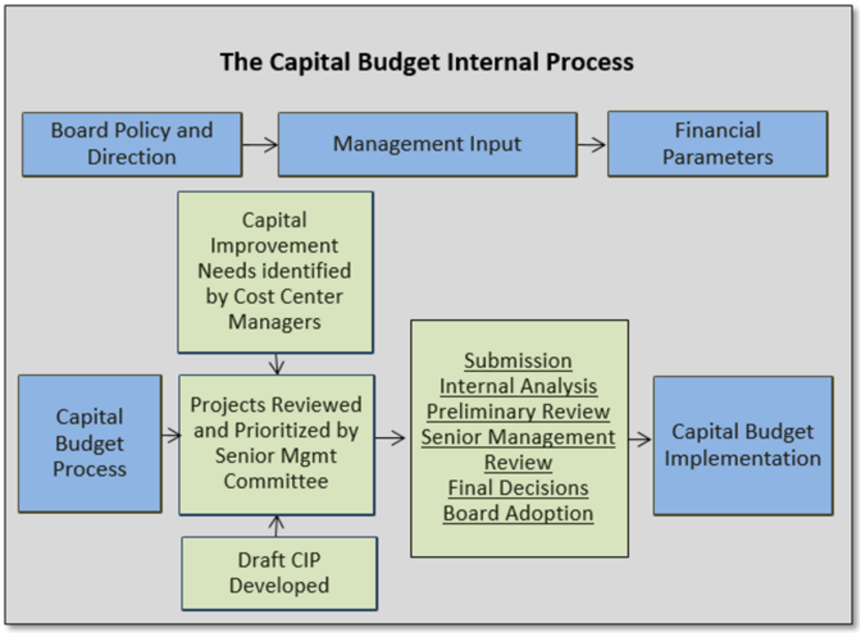
The cost center managers submit operating requests to the budget department using an online application. Bi-State Development's senior management reviews the preliminary operating budgets and sets parameters for the coming year. Through a series of meetings, cost center managers refine their preliminary operating budget requests per management's parameters, goals and objectives. Final decisions are then made by Bi-State Development's President and Chief Executive Officer, which allow the operating budget document to be prepared and presented to the Board. The Board of Commissioners' approval completes the internal process.

Operating Budget External Review and Approval Process

Each of the Transit System's funding jurisdictions has a separate operating budget approval process. In St. Louis County, Bi-State Development's operating budget is reviewed and recommended by the Public Transportation Commission and advanced to the County Executive. The County Executive submits a funding bill to the County Council, which debates and acts upon the bill. In the City of St. Louis, the Ways and Means Committee of the Board of Aldermen reviews the bill prior to adoption of funding ordinances by the Board. Subsequently, the Board of Estimates and Apportionment authorizes payments. In Illinois, Bi-State Development contracts with the St. Clair County Transit District for funds for operations. Budgets for the Bi-State Development Research Institute and Arts In Transit, Inc. are approved by their respective boards. The Gateway Arch, BSD personnel and the National Park Service work together to prepare a budget that is approved by the National Park Service.

Capital Budget Internal Preparation

The preparation and eventual approval of the three year capital budget is both an internal and external process. Each year the capital budget process begins with a meeting of Bi-State Development's senior managers who serve as the Capital Improvement Program Prioritization Committee. Projected federal, state and local revenue sources covering three fiscal years are discussed and the budget message to BSD's cost center managers is communicated regarding the capital improvement objectives for the upcoming capital budget cycle. Projects for all enterprises are solicited from the cost center managers. Projects from the region's long-range plan formulated by the East-West Gateway Council of Governments, the federally recognized St. Louis Metropolitan Planning Organization, are incorporated as appropriate. Projects sponsored by the FAA for the Airport and National Park Service for the Arch are also incorporated as appropriate. Internally, operating plans are formulated, as is a Transportation Improvement Program, which documents all federal transit grants for which Bi-State Development plans to apply.

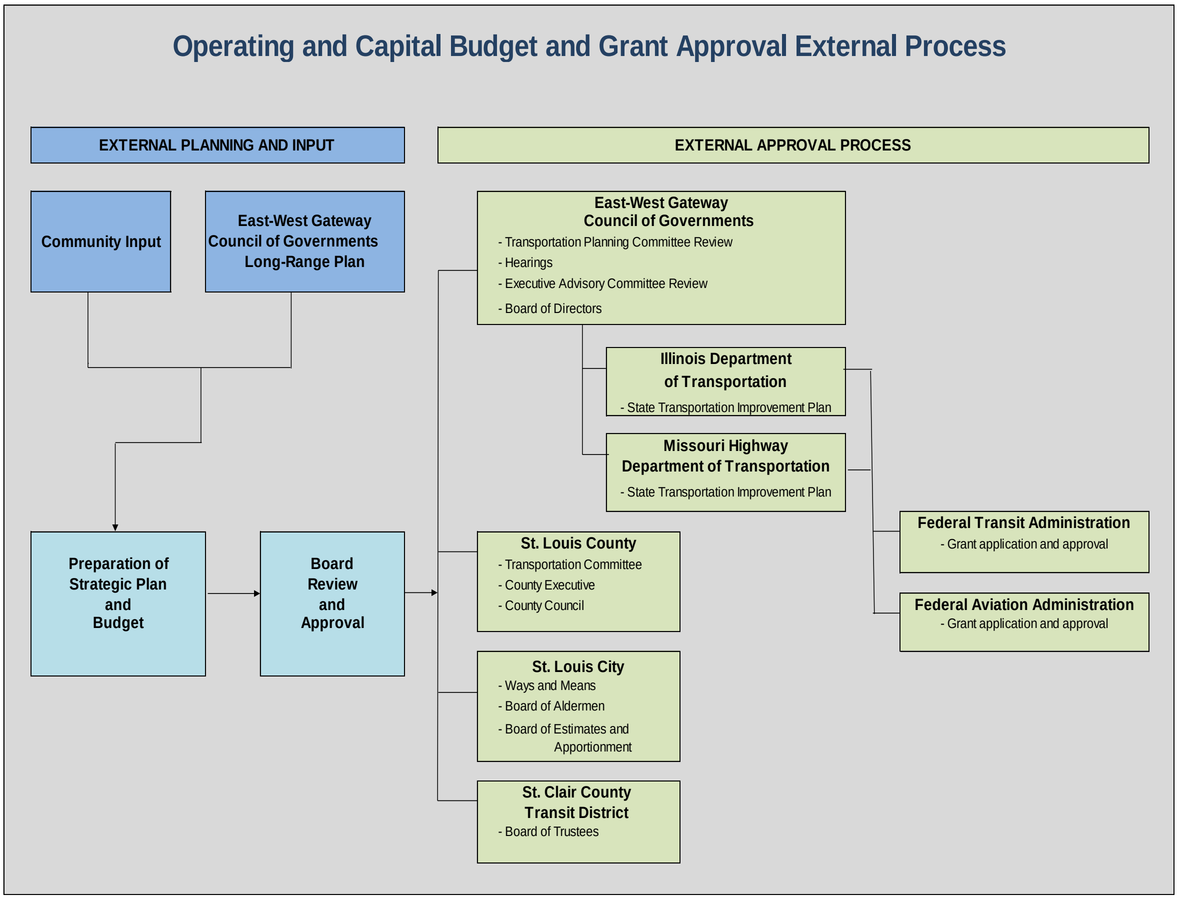


Cost center managers submit capital requests to the budget department. Senior management reviews these preliminary budgets and parameters are set for the coming year. Through a series of meetings with cost center managers, capital budget requests are refined and prioritized. Final decisions are then made by BSD's President and Chief Executive Officer and senior management to allow the budget document to be prepared and presented to the Board. The Board of Commissioners approval completes the internal process.

Capital Budget External Review and Approval Process

The capital budget is then considered under an external review and approval process. Each of the Transit System's funding jurisdictions has a separate approval process. In St. Louis County, Bi-State Development's capital budget is reviewed and recommended by the Public Transportation Commission and advanced to the County Executive. The County Executive submits a bill to the County Council, which debates and acts upon the bill. In the City of St. Louis, the Ways and Means Committee of the Board of Aldermen reviews the bill prior to adoption of funding ordinances by the Board. Subsequently, the Board of Estimates and Apportionment authorizes payments. In Illinois, Bi-State Development contracts with the St. Clair County Transit District (District) for funds for operations and capital acquisition. Bi-State Development, with approval of the District, applies for grants from the Illinois Department of Transportation. Budgets for the Bi-State Development Research Institute and Arts In Transit, Inc. are approved by their respective boards. The National Park Service approves the Arch budget and the FAA approves related capital projects for the Airport.

East-West Gateway has a rigorous review process for the TIP, an important part of BSD's overall budget. That process includes public hearings and committee review prior to consideration for approval by its Board of Commissioners. After Council approval, the TIP is forwarded to the Illinois Department of Transportation and the Missouri Highway and Transportation Commission for review and inclusion in each state's Transportation Improvement Program. Final review by the Federal Transit Administration is required for grant application and receipt of federal funds.



Operating and Capital Budget Amendment Process

Organizational hierarchy changes can occur after the budget has been approved by the Board of Commissioners. These reporting changes can involve a single employee or multiple departments being reassigned to a different managerial structure. Managerial reassignments can be within the same company or a change in the company to which an employee or department is reporting.

If managerial and reporting changes do occur, the Finance Division in cooperation with the affected divisions/departments will transfer only the appropriate budget dollars, related labor and expenses. The budget transfers under these circumstances will be a dollar for dollar transfer from the old reporting structure to the new reporting structure. Overall, there will be no changes, deletions or additions to total revenue, expense or net income (deficit) for BSD overall. Any budget transfers affected by hierarchy changes will be presented to the Board in an informational briefing paper.

A budget amendment for either the operating or capital budget is deemed necessary when a shortfall requiring the identification of additional funds is created by a significant event that could not have been reasonably foreseen at the time of budget adoption. Additionally, an amendment may be necessary due to local, state or federal government action. Presentation of the amendment to the Board of Commissioners is necessary, identifying proposed changes along with the justification and funding mechanism. Adoption by a majority of the Board formally amends the budget.

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FY 2022 Operating Budget Calendar

September 2020	• Ready budget system • Review expense and revenue drivers
October 2020	• Division leaders submit goals and objectives • Prepare baseline budget • Budget "kick-off" information released • Budget system opened to management
November 2020	• Miles, hours, passengers and operator manpower received • Position change forms received from division leaders • Organizational leaders submit strategies, action steps and performance measures • Managers submit and vice presidents approve budget requests
December 2020	• Budget team reviews budget input at detail level • Team leaders submit FY 2022 target performance indicator measures • Reports prepared and transit overview discussed with President
January 2021	• Bi-State Development budget reports discussed with President and Vice Presidents • Budget changes made in the system by Budget Team • Updated budget communicated to President and senior staff
February 2021	• Review and analyze budget documents • Transit Improvement Plan created • Approved budget reports and documents prepared
March 2021	• Budget book prepared • PowerPoint budget presentation created • Budget documents printed and sent to Board of Commissioners • Budget presented to the Audit, Finance, and Administration Committee
April 2021	• Budget presented to the Board of Commissioners for approval
May/June 2021	• Complete the external budget approval process St. Louis County • Complete the external budget approval process St. Louis City • Completed the external budget approval process St. Clair County Transit • Complete the exteral budget approval process EWGCG

BI-STATE DEVELOPMENT

ORGANIZATION AND COMMUNITY PROFILE

Bi-State Development Profile

Organizational History and Enterprise Overview

Bi-State Development was established on September 20, 1949, by an interstate compact passed by the state legislatures in Illinois and Missouri, and then approved by the governors of the two states. The Compact, approved by the United States Congress and signed by President Harry S. Truman on August 31, 1950, created an organization that has broad powers in seven counties (St. Louis City, St. Louis, St. Charles and Jefferson Counties in Missouri and St. Clair, Madison and Monroe Counties in Illinois). The Compact gives BSD the ability to plan, construct, maintain, own and operate bridges, tunnels, airports and terminal facilities, plan and establish policies for sewage and drainage facilities and other public projects, and issue bonds and exercise such additional powers as conferred upon it by the legislatures of both states. Funding is received from local, state and federal sources through grant, contract and sales tax revenue. BSD does not have taxing authority but is authorized to collect fees from the operation of its facilities. For nearly seven decades, BSD has been uniquely empowered to initiate and realize regional economic development.

Today, BSD is organized as a one parent organization with five business enterprises: Metro Transit, Gateway Arch, Riverfront Attractions, St. Louis Downtown Airport, and St. Louis Regional Freightway. BSD maintains three self-insurance funds designed to highlight the significant business activity and expense associated with health, casualty and worker's compensation self-insurance

History	
1949	Bi-State Development Agency was created.
1950	Interstate Compact approved by U.S. Congress and President Truman.
1953	Granite City Dock bonds issued.
1962	Gateway Arch Transportation System bonds issued.
1963	Purchased 15 local transit systems.
1964	Purchased Parks Airport (St. Louis Downtown Airport).
1967	Gateway Arch Transportation System (trams) opened (Arch opened in 1965).
1986	Gateway Arch Parking Facility opened.
1988	Call-A-Ride begins demand response service.
1993	MetroLink opened. St. Clair County in Illinois approved sales tax to fund future MetroLink corridor.
1994	City of St. Louis and St. Louis County approved ¼ cent sales tax for regional transit improvements.
1997	City of St. Louis passed ¼ cent sales tax contingent on St. Louis County passage.
1999	Received Outstanding Achievement for Light Rail award from APTA.
2001	St. Clair County Illinois MetroLink extension opened. Purchased Tom Sawyer and Becky Thatcher riverboats.
2002	First of nine MetroBus transfer centers and garages opened.
2003	MetroLink opened Illinois Shiloh-Scott extension.
2006	Cross County MetroLink line opened.
2010	St. Louis County approved Prop A ½ cent sales tax.
2013	Missouri voters passed Proposition P, a 3/16 cent sales tax to fund improvements for trails and parks in the region as well as additional funding to the Gateway Arch grounds.
2014	Bi-State Research Institute was formed. BSD tasked to lead the Regional Freight District. Gateway Arch Parking Facility discontinued operations.
2016	St. Louis Regional Freightway was launched and the Historic Eads Bridge rehabilitation project was completed.
2018	Gateway Arch renovation project completed

Regional Infrastructure Development

One of Bi-State Development's first projects was the 1953 construction of a 600-foot wharf in Granite City, Illinois. BSD issued $1.5 million in revenue bonds for the cost of construction. The wharf and its facilities were used for mooring, loading and unloading barges, the handling of commodities to be transported by barges and transit storage. BSD contracted with Granite City Terminals Company to run the southern end of the wharf. The port was sold to America's Central Port (formerly Tri-City Regional Port) on April 15, 1975 for $730,000. In the early 1960's, BSD participated in an exhaustive study of the St. Louis County sewer problem that contributed to creation of the Metropolitan St. Louis Sewer District. In 2016, BSD celebrated the completion of the first full-scale rehabilitation of the historic Eads Bridge. The 142-year-old structure is the oldest bridge still in operation across the Mississippi River and the $48 million comprehensive rehabilitation project was necessary to extend the life of the bridge for another 75 years so it can continue to carry vehicles, pedestrians and MetroLink trains across the river, providing a critical link between downtown St. Louis, Missouri, and East St. Louis, Illinois. It is the only connection for MetroLink between the two states, carrying 300 MetroLink trains each day.

The Department of Economic Development is currently engaged with the community on three Transit Oriented Development (TOD) proposed projects. The Forest Park/DeBaliviere TOD project proposes a $90 million, 285-unit, 30,000 square feet retail, apartment development that includes 350 parking spaces. The project will include investment on Bi-State's parking lot and kiss-n-ride properties as well as an adjacent private property along DeBaliviere. A North Hanley TOD proposes a 55-unit workforces housing development at an underutilize portion of the southwest corner of the North Hanley MetroLink parking lot.

BSD staff are also working with the City of Swansea and St. Clair County Transit District on the next phases of TOD development following the 2019 opening of the $11 million, 62-unit Metro Landing active adult project at the Swansea MetroLink station. The next phases will include opportunities for adjacent and on-site mixed-use development as the community works on creating a town center around the station area.

St. Louis Downtown Airport

By 1961, Lambert International Airport was becoming so crowded that a secondary St. Louis airport was essential. Realizing an additional airfield was crucial to the continuing economic growth in St. Louis, the region looked to BSD for a solution. An agreement was reached that BSD would assist in reopening Parks Metropolitan Airport in Cahokia, Illinois. BSD acquired the airport property for $3.4 million in 1965, reopened it as the Bi-State Parks Airport and invested in airport improvements. In July 1999, the Board of Commissioners renamed it the St. Louis Downtown Airport. Today, St. Louis Downtown Airport, is the third busiest airport in Illinois and second busiest in the St. Louis region. It generates more than 3,700 jobs and provides a regional economic impact of $584 million.

Tourism Innovation: Gateway Arch and Riverfront Attractions

October 2015 marked the 50th Anniversary of the completion of the Gateway Arch and of BSD's partnership with the National Park Service. In the early 1960's, BSD was asked to fund and operate the Gateway Arch tram system that would carry visitors to the top of the Gateway Arch. A $3.3 million revenue bond issue was completed in July 1962, and a unique partnership with the Gateway

Arch and National Park Service began. Today, BSD continues to operate the trams and other services as a cooperative effort with the National Park Service. Renewing the agreement with the National Park Service in 2014 allowed BSD to move forward with other important capital projects at the Arch. BSD issued $7.6 million in bonds to replace the tram system motor generator sets and a portion of the Visitor's Center/Museum roof completed in 2017. In 2018, the National Park Service announced the decision to officially change the name of the Jefferson National Expansion Memorial to simply the Gateway Arch. The public opening of the renovated national park in July 2018 unveiled a new museum and concessions operated by BSD.

Bi-State Development extended its presence on the St. Louis riverfront at the foot of the Jefferson National Expansion Memorial in July 2001 when it purchased the Becky Thatcher and Tom Sawyer Riverboats preserving the long history of riverboat cruising in St. Louis. The riverboat business is a continuation of the Streckfus Steamers Company, which was founded in 1891. BSD riverfront attractions also include the operation of a barge heliport. Gateway Helicopter Tours operates from a barge on the riverfront and has daytime flight tours of several scenic locations around the region.

Metro Transit

Metro was founded in 1963 when BSD purchased and consolidated 15 privately owned transit operations by using a $26.5 million bond issue to sustain efficient and reliable bus service in the region. Today, BSD provides three modes of public transportation services in the St. Louis region: MetroBus, bus operations; MetroLink, light rail operations; and Metro Call-A-Ride, paratransit operations. The MetroBus fleet consists of 409 vehicles planning to operate on 76 MetroBus routes in FY 2022.

BSD expanded into light rail transportation in July 1993. The original 17-mile corridor was constructed between Lambert International Airport in Missouri and Fifth and Missouri Streets in East St. Louis, Illinois. MetroLink doubled in length with the 2001 expansion to Southwestern Illinois College in Illinois and the 2003 expansion to Shiloh, Illinois, home of Scott Air Force Base. The most recent light rail expansion occurred in August 2006 when the Cross-County extension was completed. This expansion added another eight miles on the Blue Line through Clayton south to Shrewsbury, Missouri. The MetroLink light rail system operates 66 vehicles over 46 miles of track, serving 38 stations and 27 Park and Ride lots.

In 1987, Metro Call-A-Ride began demand response service to fill a need for alternative transportation service to customers with physical or cognitive disabilities who are unable to independently use regular fixed route bus or light rail service. BSD has created programs to educate and certify all paratransit users. BSD also spearheaded the regional Transportation Management Association (TMA), which consists of private for-profit and non-profit transportation providers working together to provide regional paratransit services. The Metro Call-A-Ride fleet has 123 vans which primarily provide curb-to-curb van service for Americans with Disabilities Act (ADA) eligible customers.

Today, East-West Gateway Council of Governments, the region's metropolitan planning organization, is involved in consideration of several MetroLink expansion options for the future while Metro Transit continues to implement its long-range plan with projects like the North County Transit Center (completed 2016), the Civic Center Transit Center expansion (completed 2017) and construction of a new MetroLink station to serve the Cortex Innovation Community (completed 2018). Metro Transit launched a new system redesign in September 2019, Metro Reimagined, to improve frequency delivering shorter waits faster trips and better connections.

St. Louis Regional Freightway

In 2014, BSD was selected by the region's elected leadership to lead a new regional freight district partnership aimed at optimizing the region's freight transportation infrastructure in BSD's seven county region and Franklin County. The St. Louis Regional Freightway is a public-private partnership to optimize the region's freight transportation network. The cooperative effort will determine how the region manages the movement of freight on the roads, rails, rivers, airport and pipelines. Freightway activities will boost the St. Louis region's competitive position among its peer cities in becoming not only a premier multimodal freight center in the Midwest region through job and economic growth, but also a freight center with global reach ready to compete in international markets.

The Freightway has produced a list of priority infrastructure projects in support of regional goals that has been unanimously approved by the chief elected officials of the region including the replacement of the Merchants Bridge; has launched a website that serves as the point of contact regarding regional logistics capabilities and site selection for potential employers and developers; and hosted numerous regional meetings on critical freight and logistics opportunities engaging local partners and potential partners throughout the Midwest and into the Gulf of Mexico. In May 2019, the Freightway in partnership with Inland Marine Expo and the Institute for Trade and Transportation Studies held St. Louis Freight Week, showcasing the region's freight assets, raising St. Louis' profile as a global freight hub and introducing St. Louis' assets to shippers and carriers. The St. Louis Regional Freightway welcomed John Trent of the Georgia Ports Authority as keynote speaker for its spring Freight Industry Forum, which highlighted the new partnership being developed between The Freightway and the Port of Savannah. Currently, the Freightway is positioning the St. Louis region to be a key inland market and distribution center as nation-wide growth in the global container market continues.

Community Profile

The St. Louis bi-state region (the region) is a Midwestern leader in the start-up economy, educational institutions, freight movement and tourism and home to more than 2.8 million residents. Located at the confluence of the Mississippi and Missouri Rivers, St. Louis is recognized globally by the iconic image of the Gateway Arch on the downtown riverfront.

St. Louis Region Population by County

Region	2010	2019	% Change
St. Louis City	319,294	300,576	-5.86%
St. Louis County	998,954	994,205	-0.48%
St. Charles County	360,485	402.022	11.52%
Jefferson County	218,728	225,081	2.90%
Franklin County	101,491	103,967	2.44%
St. Clair County	270,056	259,686	-3.84%
Madison County	269,282	262,966	-2.35%
Monroe County	32,957	34,637	5.10%
Total	**2,571,247**	**2,583,140**	**0.46%**
United States	**308,745,538**	**328,239,523**	**6.31%**

www.census.gov

Centrally located, the St. Louis region is a convenient destination from anywhere in the country. Transportation access includes four major interstates, St. Louis Lambert International Airport, several regional airports, Greyhound Bus and Amtrak. The St. Louis region is a global logistics hub and the largest freight hub among comparably sized Midwestern cities totaling 383 million tons of freight annually. The region is home to the second largest inland port, third largest rail hub at the crossroads of six Class I railroads, four interstates and two international cargo airports.

The region has much to offer including urban, suburban and rural communities at one of the lowest costs of living levels among the largest cities in the United States, diverse housing stock, and great cultural, academic and recreational amenities.

St. Louis' Forest Park, site of the 1904 World's Fair, is home to many of the region's cultural and educational institutions including the St. Louis Art Museum, St. Louis Zoo, St. Louis Science Center and Missouri History Museum. Additionally, the park houses the 12,000-seat outdoor Municipal Amphitheatre (the MUNY), America's oldest and largest outdoor musical theater. Opening day for the new St. Louis Aquarium at Union Station was Christmas Day 2019. The region also boasts five state parks and hundreds of county and municipal parks. Grand Center is now the center of a thriving arts district, and two professional sports teams, St. Louis Cardinals baseball and St. Louis Blues hockey, play in downtown St. Louis. The St. Louis MLS team is a Major League Soccer expansion franchise that is expected to begin play in 2022. The Gateway Arch just completed major renovations inside and outside the iconic landmark. The premier tourist destination in the Midwest, The Arch attracts over 2 million visitors annually.

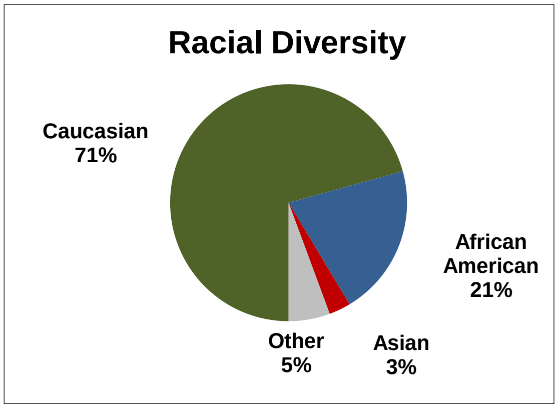
Bi-State Development is the transportation and economic development agency for the St. Louis Region. The City of St. Louis, St. Louis County, and St. Clair County in Illinois are served by BSD's MetroBus, MetroLink and Metro Call-A-Ride operations. Residents from Madison County, Illinois enjoy the benefits of the Metro transit system through coordinated services with Madison County Transit. Other communities such as St. Charles and Jefferson Counties in Missouri may access Metro Transit Centers and park-and-ride lots near the borders of these communities. The bi-state region also boasts a robust greenway system and miles of on-road dedicated bike lanes supporting those who choose to bike to work or simply for recreation or exercise.

Demographics and Workforce

Long known for its educational excellence, the St. Louis region is home to some of the top educational institutions in the world. More than 12 universities and four-year colleges, including Washington University, Saint Louis University and the University of Missouri - St. Louis are in the St. Louis region. Additionally, 18 two-year and community colleges enhance the quality and skills of the regional workforce and enrich its intellectual creativity and strength.

The region ranks highly in the rate of people earning associate degrees, bachelor's degrees, and advanced degrees. This trend in educational attainment positions the region to attract businesses and improve economic outcomes. The bi-state region has one of the highest proportions of its population engaged in the workforce at 76.3%, ranking 16th out of 50 US cities. The region also has the 10th largest proportion of middle-class jobs in the US. 59.2% of jobs earn between two-thirds and two times the national median wage (EWG WWS, 2019).

Ninety-two percent of the region's residents are either Caucasian (71%) or African American (21%), while persons of Asian and other origin each make up about three percent (3.0%) of the region's population. Per the U.S. Census Bureau, the Hispanic population can identify with any race and therefore are included in any of the racial categories shown on the chart. The population in the bi-state area can be described as slow-growth. A notable exception is an increase in the foreign-born population. Immigrants make up 4.9 percent of the region's population.



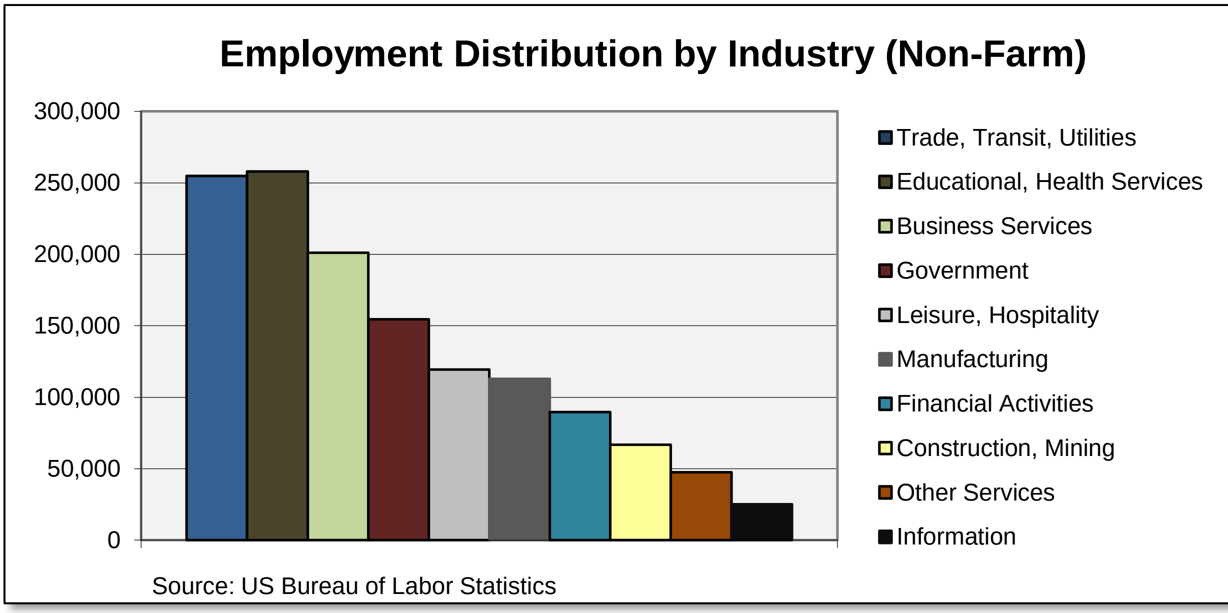
Seniors, age 65 and over, comprise 15.7% of the region's population. The "greying" of the regional workforce is a demographic challenge that policymakers and planners are working to address along with other workforce issues, such as the need to decrease racial disparity through increased access to quality education, workforce development and job opportunities.

Regional Economy and Workforce

St. Louis' $161 billion-dollar regional economy includes more than 103,700 businesses employing more than 1.4 million people. Fifteen Fortune 1000 companies and some of the largest private firms in the nation, and an increasing number of small-to-medium enterprises and startups are located throughout the region. The current median household income is approximately $62,790 per year, and according to the State of Missouri, the gross domestic product of the region is $169.8 billion.

The region ranks fifth in the Midwest for start-up businesses, spurred by growth in the Cortex Innovation Community and several other innovation and start-up hubs throughout the region. Venture capital investment is amongst the highest in the Midwest, with over $800 million last year.

The St. Louis region is home to a diverse industrial base. The area boasts more than 254 million

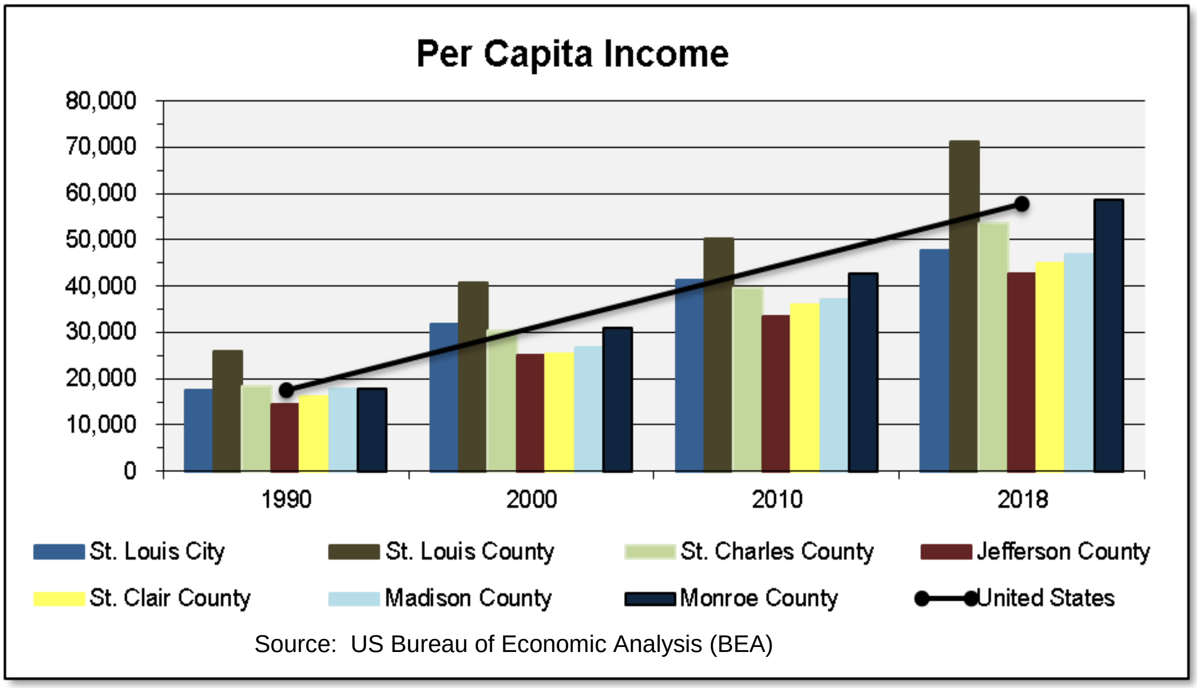


square feet of distribution and manufacturing space, as well as room for growth and expansion. More than 75 companies operate distribution facilities with over 250,000 square feet including some with 1 million square feet. Total non-farm employment is over 1.3 million. The trades, transit and utilities group remain the top employment producer with educational and health services close behind. The largest employers in the region include BJC HealthCare, Wal-Mart Stores Inc., Washington University, SSM Healthcare, Mercy Healthcare, Boeing Defense Space & Security, Scott Air Force Base and Schnucks.

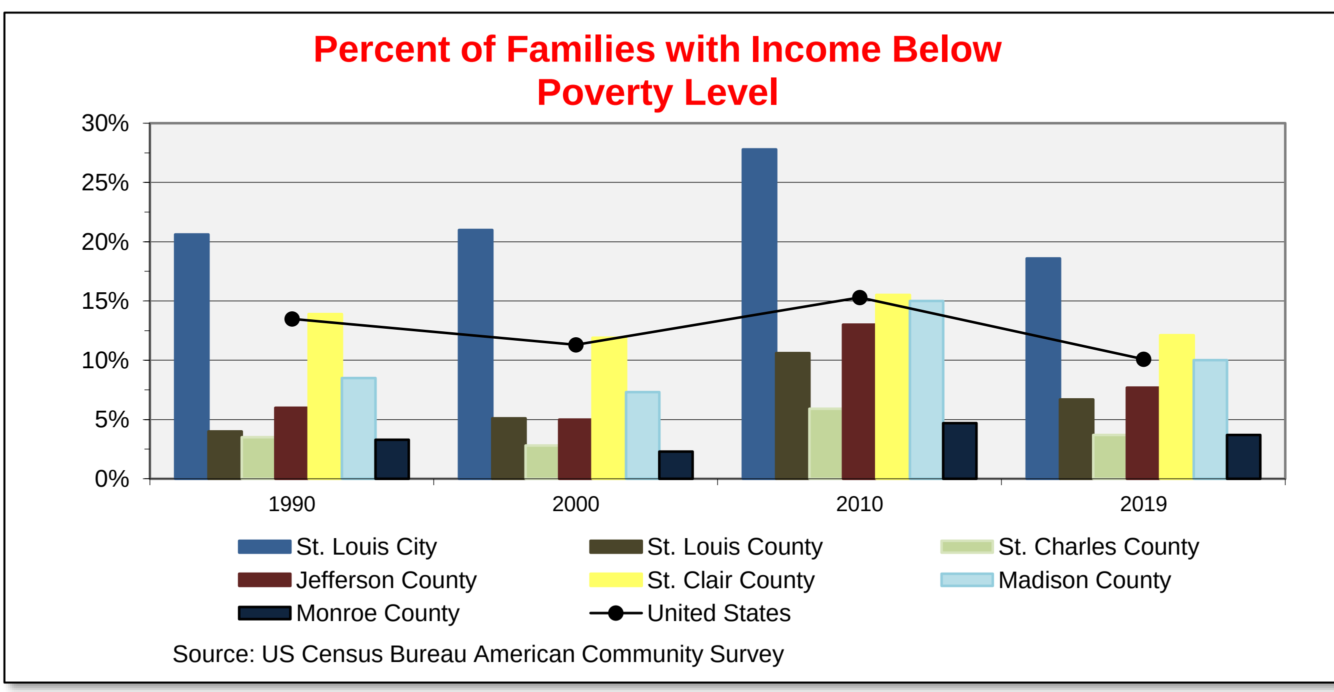
The region is ranked 10th highest in purchasing power in the country (EWG WWS, 2018) as a result of experiencing good real estate development prospects, benefiting from a low cost of doing business as well as living costs. St. Louis scored 3.62 out of 5.0 on perceived development and redevelopment opportunity. Source: 2020 Urban Land Institute Emerging Trends in Real Estate.

Regional Income and Poverty

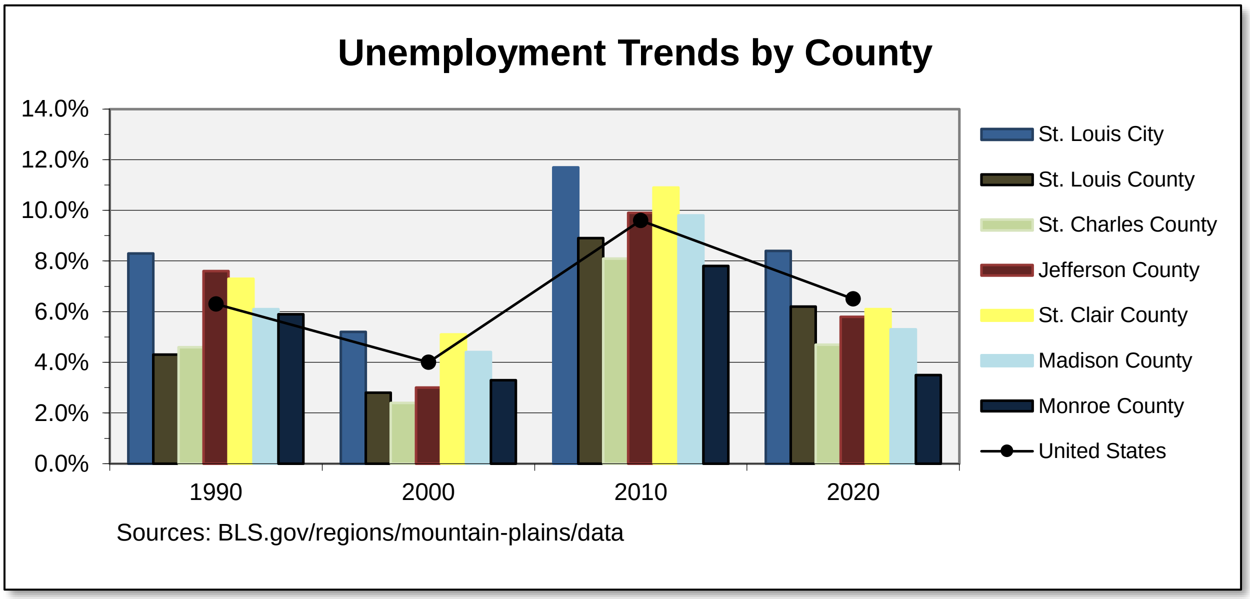
Income levels are relevant to BSD enterprises especially as it relates to public transit ridership. Public transit provides access to work and school for many low-income residents who cannot afford to own or maintain a car. Per capita income is derived by dividing the total income of all people, age 16 and over, in a geographic area by the total population in that area.



The poverty thresholds are the same for all parts of the country. They are not adjusted for region, state or local variations in the cost of living. According to the 2018 U.S. Census Bureau, the national average of families living below the poverty level was 11.8%. The following chart depicts that the BSD region includes poverty level trends and economic disparities that are both better and worse than the national average. These trends may be influenced by socio-economic factors relating to environment and education and the lasting effects of long-term fluctuating unemployment rates.



In December 2020, the U.S Bureau of Labor Statistics reported the national average unemployment rate was 6.9%. Within the bi-state area, the average unemployment rate was 5.9%. But as the graph below displays unemployment rates do vary by county.



Mobility

Ease of mobility is a key factor to the success of any community. Excellent transportation access to work, school, sporting venues, entertainment, and medical centers attract business, people and visitors to the region. Once here, public transit provides MetroBus, MetroLink and demand response service. Bike commuting has increased through a dockless bike / e-scooter share program in the City as well as neighboring County municipalities.

Metro Transit is ranked 23rd out of the 50 urbanized areas with the most transit travel (ranked by unlinked passenger trips) providing an alternative to the automobile. Additionally, public transportation provides a rich service for the elderly and disadvantaged by improving their mobility and quality of life. Seniors account for over 15.7% of the region's population. The City of St. Louis has more than 24.2% of its population living below the poverty level. Public transit is the most common mode of travel for households after single occupancy vehicles.

BI-STATE DEVELOPMENT

YEAR IN REVIEW

FY 2020 - FY 2021 Overview

Bi-State Development achieved significant milestones in FY 2020. The organization continued to assert its role as regional leader with broad powers to cross local, county and state boundaries to drive regional economic vitality.

Business Events

- Bi-State Development successfully completed two bond refinancings that combined would provide more than $76 million in budgetary savings. The first refinancing was part of an amendment to an existing Memorandum of Agreement between the City of St. Louis, St. Louis County and Bi-State Development related to construction of the Cross County (MetroLink) Extension. This allowed Bi-State Development to take advantage of lower interest rates, which presented the ability to replace $196.8 million of bonds carrying interest rates of 4.5% – 5.0% with bonds having an effective cost of funds, below 3%, resulting in the significant debt service savings of $49.1 million over the life of the bonds. The second refinancing provides $36.4 million in debt service savings through the sale of more than $171.2 million in Series 2020 bonds. All but approximately $22 million of remaining Series 2013A bonds were refunded through the sale of the Series 2020 bonds.

- Bi-State Development worked closely with regional government leaders and law enforcement partners to establish a new, collaborative and comprehensive security strategy for the Metro Transit system. Several milestones were achieved in FY 2020, starting with the selection of new Transit Public Safety leadership team in September 2019. That was followed by new contracts with three law enforcement partners – Metropolitan St. Louis Police Department, St. Louis County Police Department and St. Clair County Sheriff’s Department – that outlined personnel assigned to the Metro Transit system and outlined specific roles and responsibilities. Contracts were also established with the St. Clair County Sheriff’s Department and City of St. Louis Sheriff’s Office to expand the use of deputy sheriffs as secondary officers on the Metro Transit system. An agreement was established with a new contracted security firm, G4S Solutions, who were chosen based on their ability to provide detailed reporting capabilities and intelligence collection efforts, personnel location identification and monitoring, and enhanced training for its staff.

- The St. Louis Regional Freightway hosted the third annual FreightWeekSTL, which was held as a virtual conference due to the COVID-19 pandemic. The four-day virtual conference featured speakers and presentations to an audience of freight industry leaders, experts and influencers from around the nation. Among the highlights were updates to port and inland waterway growth and development, flood mitigation strategies, a spotlight on regional infrastructure projects, explosion of new industrial development along region’s major freight corridors, and evaluation of a post-COVID freight economy.

- In September 2019, Metro Transit launched Metro Reimagined – a new MetroBus service plan that made changes to every bus route in Missouri. This was the culmination of a two-year project, which took an in- depth analysis of the Metro Transit system to identify improvements to better meet the mobility needs of the region. Research, customer engagement and community outreach conducted during the project identified faster, more direct trips and more frequent service as top priorities. Through the new service plan, Metro Transit increased frequency on ten routes, which carry nearly half of current MetroBus customers in Missouri, to offer service every 15 minutes or faster on weekdays – previously, only one bus routes offered that level of service. In addition, the new service plan included 35 MetroBus routes that offer 30-minute frequencies, instead of the 40-minute or 60-minute service most routes operated previously. Weekend service was also improved through the Metro Reimagined plan. Nearly all MetroBus routes have Sunday service, including many routes that previously did not operate on Sundays.

- A new project launched in December 2019 that will bring major improvements to the busiest station on the MetroLink light rail system, the Central West End MetroLink Station. The $7.5 million enhancement project is being funded by Washington University School of Medicine and BJC HealthCare, in partnership with Metro Transit. The goal is to relieve congestion at the station as well as to improve safety and visibility. The project is expected to take about a year to complete.

- Bi-State Development was awarded a $142.4 million grant by the Federal Transit Administration (FTA) as part of the Coronavirus Aid, Relief and Economic Security (CARES) Act. This funding will support the safe operation of MetroBus, MetroLink light rail and Metro Call-A-Ride paratransit services in the bi-state area during the ongoing COVID-19 pandemic. In addition to supporting operational costs, the grant funds will also be used to continue enhanced cleaning protocols on transit vehicles and at facilities, obtain cleaning supplies, masks, gloves and other personal protective equipment, and continue other measures needed to support the health and safety of transit riders and employees during the pandemic.

Community Engagement

- In partnership with St. Louis County, City of St. Louis and St. Clair County, Metro Transit implemented the second year of the Gateway Go Card program, which provides area youth between 13 and 25 years old with the option to purchase transit fares at a 50 percent discount. The program was developed to make it easier for area youth to get to jobs, summer camps, recreational programs and other destinations around the region. The program uses a special version of the Metro Gateway Card smart card, and young people are able to load one-ride tickets, two-hour passes and monthly passes directly to their Gateway Go Card at half the normal price.

- Metro Transit expanded the MetroLink Access Project in FY 2020 to install new infrastructure to change how transit riders access light rail platforms to improve safety, better support security monitoring and improve the overall customer experience. The project was first launched in September 2018 at three MetroLink stations. After receiving positive feedback from customers and law enforcement/security personnel, it was expanded to the Delmar Loop and Central West End MetroLink stations.

- As part of its commitment to provide new mobility options to better meet the needs of the region, Metro Transit has developed new partnerships to offer new, affordable and convenient first-mile/last-mile services for transit riders. Metro partnered with Lyft ride-sharing services in a special program that offered transit riders $1 Lyft rides in select transit corridors, to make it easier to travel between home, work and high- frequency MetroBus and MetroLink services. Metro also launched a new pilot program on-demand transit service in partnership with Via. The new service, Via Metro STL, allows transit riders to hail a vehicle from their mobile device, whenever it is needed, and travel to any destination during service hours within the two service areas: Southwest St. Louis County and North St. Louis County. Rides on Via Metro STL were free for the first two months after its launch and are only $2 after the free trial period.

- Metro Transit made several significant modifications to its operations and policies beginning in March 2020 to protect transit riders and employees during the COVID-19 pandemic. During the crisis, Metro launched a new mobile fare feature in partnership with the Transit app, that provided a convenient, contact-less fare option which eliminated the need for the physical exchange of fare media. In addition, Metro installed hand- washing stations at major transit centers and MetroLink stations; enhanced cleaning and disinfecting of vehicles and facilities; instituted a system-wide mask policy; established social distancing visual lines; suspended paper fares and transfers; and modified boarding procedures and vehicle capacities. This was supported through a communications strategy that educated customers on the changes and encouraged everyone to follow CDC guidelines and best practices while using the transit system.

BI-STATE DEVELOPMENT

APPENDIX

Bi-State Development Funds, Sources and Uses

The FY 2022 budget sources and uses of cash report is detailed by operating business unit. The report shows the beginning balances, sources and uses of those funds and the final ending balances. The report includes the dollar and percent change in balances from the beginning to the end of the period. On the following page is combined Operating and Capital report. Below is a discussion of the changes in cash by business unit.

Metro Transit

Metro transit funds are expected to decrease by approximately $3.9 million or 1.5%. This decrease is primarily related to increases in services and capital projects payments. The capital projects planned for Metro transit are extensive and detailed in the capital section of the annual budget book. The funding for these projects will come from local sales tax money, which has been restricted for capital expenditures, and federal funding.

Executive Services

Sources of funds from operating revenue will offset expenses that will create no impact on funds balances. Any available funds in Executive Services are used at the direction of the President and Chief Executive Officer and the Board of Commissioners. There is no capital activity planned for the Executive Services in FY 2022.

Gateway Arch

The Gateway Arch Tram is expected to operate at a positive cash flow of $1.3 million or 6.1%. The additional funds can be attributed to the completed renovation of the Arch grounds and its positive impact on tourism. The Arch Trams have several capital projects totaling $1.6 million. These projects include the design and audio visual programming for the Tucker Theatre experience project. The funding for these projects will come from the Jefferson National Expansion Memorial capital improvement fund.

Riverfront Attractions

The Riverfront Attractions is planned to have an operating deficit and a negative cash flow in FY 2022. Revenue has begun to increase subsequent to the completion of the riverfront and Arch grounds construction.

St. Louis Downtown Airport

The St. Louis Downtown Airport is expected to operate with a positive cash flow. The federal source of funds, state, local and the airport funds will provide funding for the capital expenditures. Capital projects for FY 2022 are expected to total $8.5 million. Out years include planned taxiway and land improvements and specific equipment replacements.

St. Louis Regional Freightway

St. Louis Regional Freightway continues to move forward. Still in the building stage, a negative cash flow of $31 thousand is projected for FY 2022. The President and Chief Executive Officer of Bi-State Development and the Executive Director of St. Louis Regional Freightway will pursue regional support to fund the deficit through private sector partners. There is no capital spending in the FY 2022 budget.

Self-Insurance Funds

The three Self-Insurance Funds have a combined source of funds of $49.4 million. The source of funds for Health, Casualty and Workers' Compensation funds are $37.8 million, $5.0 million and $6.6 million respectively. The use of funds for the Health Insurance Fund is equal to the source of funds resulting in a breakeven operating cash flow. For the Casualty and Workers Compensation Funds costs for administration will utilize funds set aside in anticipation of these costs. There is no Self-Insurance Funds capital spending in the FY 2022 budget.

Bi-State Development Component Units

The two remaining BSD component units, BSD Research Institute and Arts In Transit, Inc. have minimal impact on BSD's overall cash flow activities. The BSD Research Institute will close in FY 2021. Arts in Transit , Inc. will create a negative cash flow of approximately $2,000.

Bi-State Development
Capital and Operating Budget
Projected Sources and Uses of Funds
Fiscal Year 2022
(in thousands)

	Metro Transit	Executive Services	Gateway Arch Tram	Riverfront Attractions	St. Louis Downtown Airport	St. Louis Regional Freightway	BSD Research Institute	Arts In Transit, Inc.	Health Self-Insurance Fund	Casualty Self-Insurance Fund	Workers Comp Self-Insurance Fund	Total
Beginning available funds*	**$ 257,871**	**$ 1,820**	**$ 20,774**	**$ 5**	**$ 1,505**	**$ 116**	**$ 111**	**$ 93**	**$ 4,478**	**$ 10,348**	**$ 10,153**	**$ 307,274**
Sources of funds:												
Operating revenue	26,767	4,367	5,695	2,510	5,714	-	-	-	-	-	-	45,053
State and local assistance	351,184	-	-	-	4,445	-	-	-	-	-	-	355,629
Federal assistance	390,327	-	-	-	90	-	-	-	-	-	-	390,417
Investment Income **	10,906	2	10	-	1	-	-	-	2	10	12	10,943
Other	4,000	-	-	-	-	625	-	15	37,823	5,023	6,553	54,039
Total Sources	**783,184**	**4,369**	**5,705**	**2,510**	**10,250**	**625**	**-**	**15**	**37,825**	**5,033**	**6,565**	**856,081**
Uses of funds:												
Wages and benefits ***	205,036	2,485	2,695	1,437	889	202	-	22	763	611	261	214,401
Services	47,926	1,513	1,156	329	109	339	4	73	259	46	19	51,773
Materials and supplies	33,216	22	479	546	100	4	-	7	23	3	2	34,402
Utilities and fuel	8,395	3	151	91	178	-	-	-	4	1	1	8,824
Casualty and liability costs	10,234	57	99	200	69	-	-	-	-	2,643	267	13,569
Other	7,767	290	1,099	141	133	49	-	8	36,775	5,035	7,168	58,465
Contributions to Others	1,255	-	1,155	-	-	-	-	-	-	-	-	2,410
Capital Projects - Metrolink	132,455	-	-	-	-	-	-	-	-	-	-	132,455
New revenue & support vehicles	110,982	-	-	-	-	-	-	-	-	-	-	110,982
Facilities new and rehab	6,538	-	-	-	70	-	-	-	-	-	-	6,608
Construction - land improvement	-	-	-	-	5,800	-	-	-	-	-	-	5,800
Capital projects, equipment,	197,856	-	-	-	-	-	-	-	-	-	-	197,856
and other capital	-	-	1,600	-	2,620	-	-	-	-	-	-	4,220
Debt service (interest and principal) **	25,378	-	453	-	-	-	-	-	-	-	-	25,831
Total Uses	**787,038**	**4,370**	**8,887**	**2,744**	**9,968**	**594**	**4**	**110**	**37,824**	**8,339**	**7,718**	**867,596**
Ending available funds	**$ 254,018**	**$ 1,820**	**$ 17,591**	**$ (229)**	**$ 1,788**	**$ 146**	**$ 107**	**$ (2)**	**$ 4,478**	**$ 7,041**	**$ 9,000**	**$ 295,758**
Change in Balance	**$ (3,853)**	**$ -**	**$ (3,183)**	**$ (234)**	**$ 283**	**$ 30**	**$ (4)**	**$ (95)**	**$ -**	**$ (3,307)**	**$ (1,153)**	**$ (11,515)**
Percent Change	**-1.5%**	**-**	**-15.3%**	**> 100%**	**18.8%**	**<100%**	**-3.6%**	**-102.2%**	**-**	**-32.0%**	**-11.4%**	**-3.7%**

* Beginning balances are from the January 31, 2021 balance sheet for each enterprise.

** Excludes capital lease-leaseback activities.

*** Excludes non-cash pension and OPEB activity.

Metro Transit Peer Performance Comparison

Peer Groups

The following analysis compares Metro's transit performance to a select group of peers. This peer group includes transit agencies with similar service characteristics including regional demographics, system size and modes of transportation.

The BSD's transit peer group includes the follow systems:

Buffalo	Niagara Frontier Transportation Authority (NFT Metro)
Cleveland	The Greater Cleveland Regional Transit Authority (GCRTA)
Dallas	Dallas Area Rapid Transit (DART)
Pittsburgh	Port Authority of Allegheny County (Port Authority)
Portland	Tri-County Metropolitan Transportation District of Oregon (Tri-Met)
San Diego	San Diego Metropolitan Transit System (MTS)
San Jose	Santa Clara Valley Transportation Authority (VTA)

Performance Indicators

Performance was measured against six performance criteria as reported by the Federal Transportation Administration (FTA) in their National Transit Database (NTD) for 2019. The following performance measures were reviewed:

Service Efficiency

- Operating Expense per Revenue Hour
- Operating Expense per Revenue Mile

Cost Effectiveness

- Operating Expense per Passenger
- Operating Expense per Passenger Mile

Service Effectiveness

- Passengers per Revenue Hour

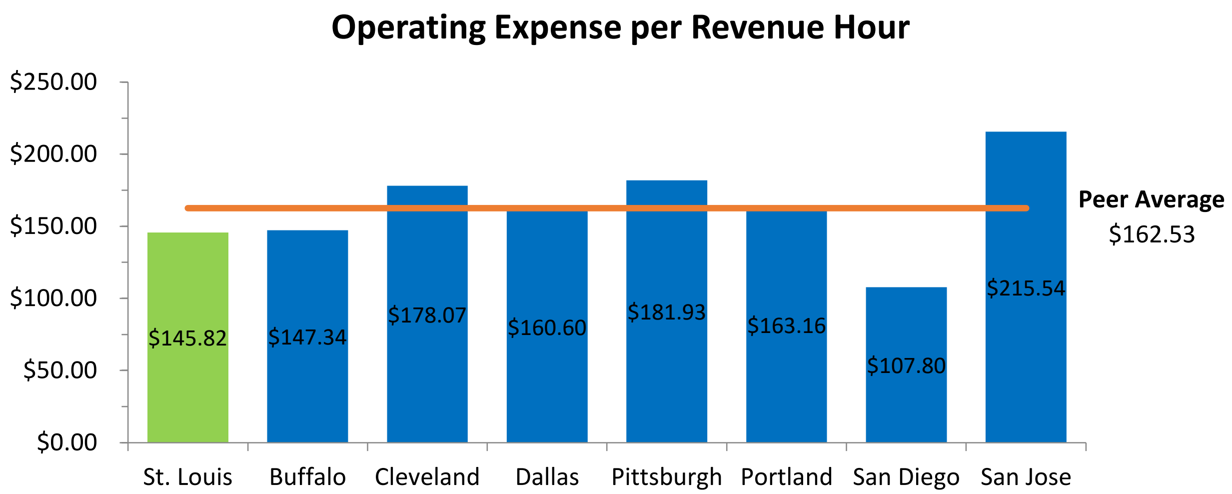
Operational Efficiency

- Farebox Recovery (Fare Revenue per Operating Expense)

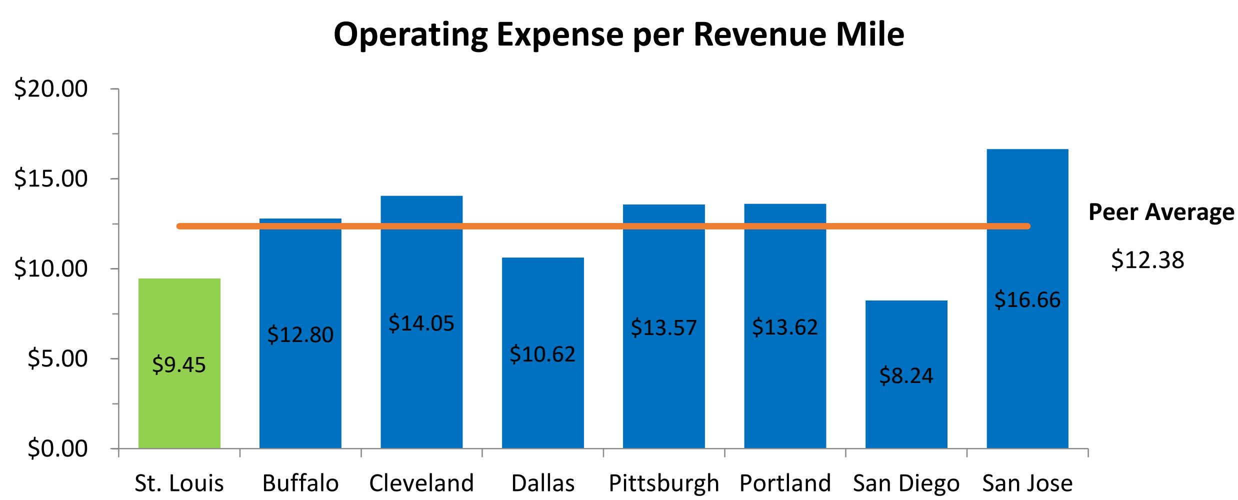
The following charts are prepared using 2019 National Transit Database system data, which is the latest data available at this writing. Most of these comparisons incorporate ridership and revenue related to ridership. Since 2017, ridership has continued to trend downward.

Peer Performance Comparison

Service Efficiency



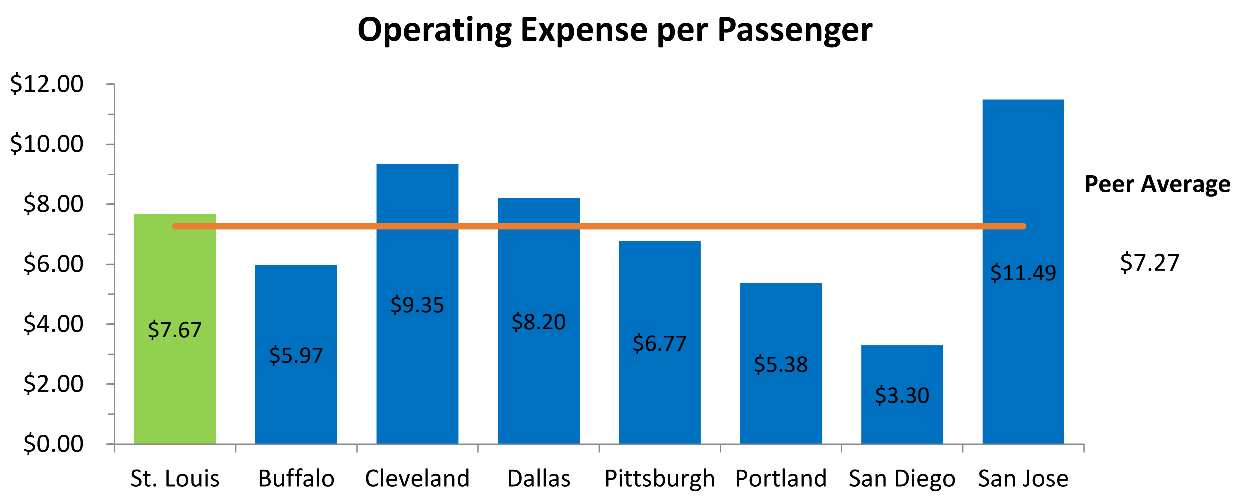
Operating Expenses are the costs associated with the operation of the transit agency and goods and services purchased for system operation. The cost efficiency performance ratio of operating expense per revenue hour shows Bi-State Development transit's cost per hour at 10.2% below the peer average and ranking the second most efficient of the peer group behind only San Diego.



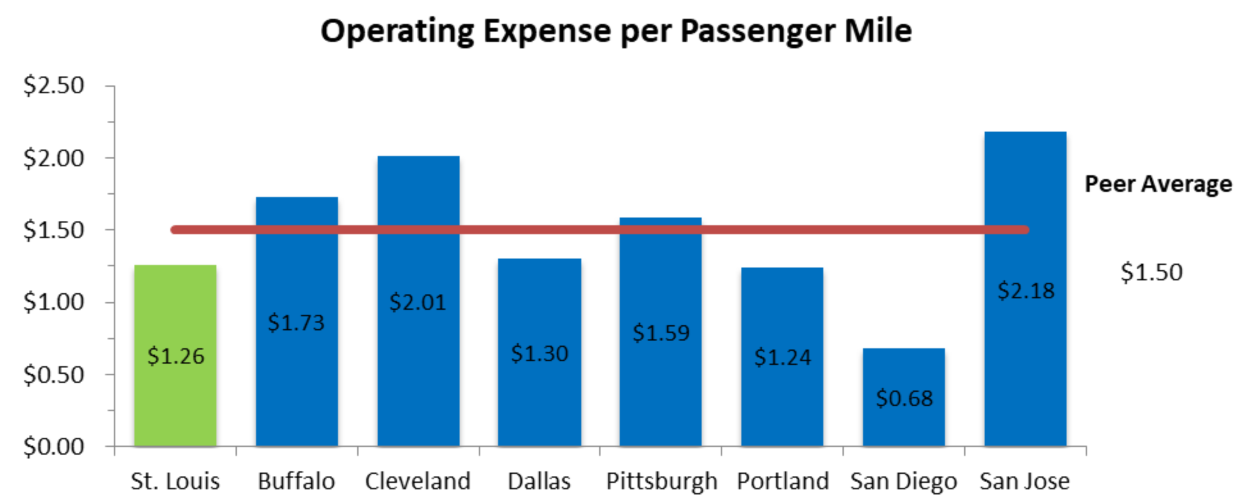
The performance ratio of operating expense per revenue mile has Bi-State Development transit's cost per mile ranking the second lowest of the peer group only behind San Diego and 23.6% below the peer average.

Peer Performance Comparison

Cost Effectiveness



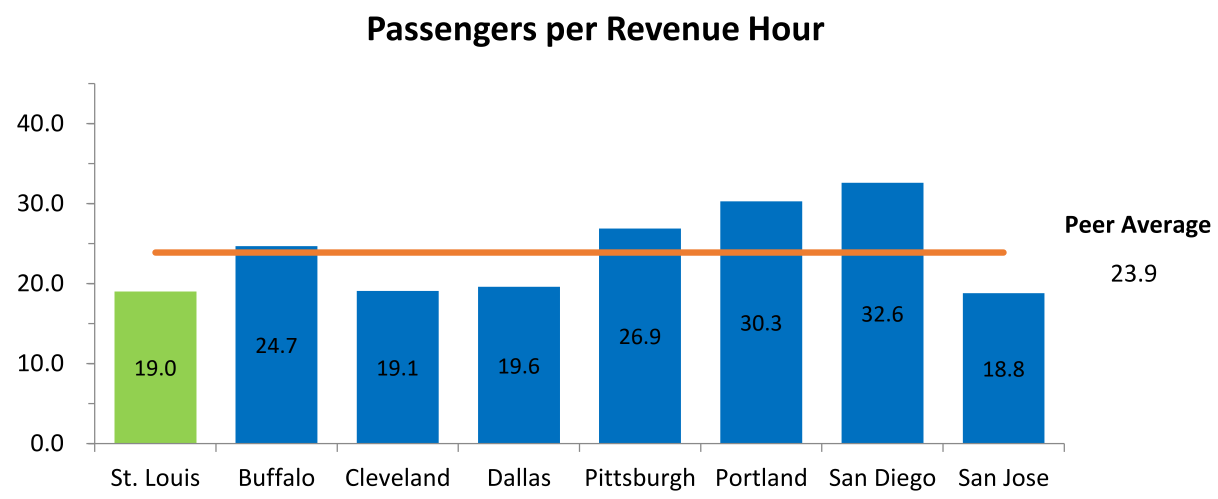
The cost effectiveness performance ratio of operating expense per passenger shows Bi-State Development transit consistent with the average expense for agencies within this peer group. BSD at $7.67 operating expense per passenger is ranked near the middle of the peer group and just above the peer average of $7.27.



The performance ratio of operating expense per passenger mile has Bi-State Development transit ranked behind San Diego and Portland. BSD transit's operating cost of $1.26 per passenger mile is 16.0% better than the peer average. BSD prides itself on controlling costs beginning with their effective preventive maintenance program.

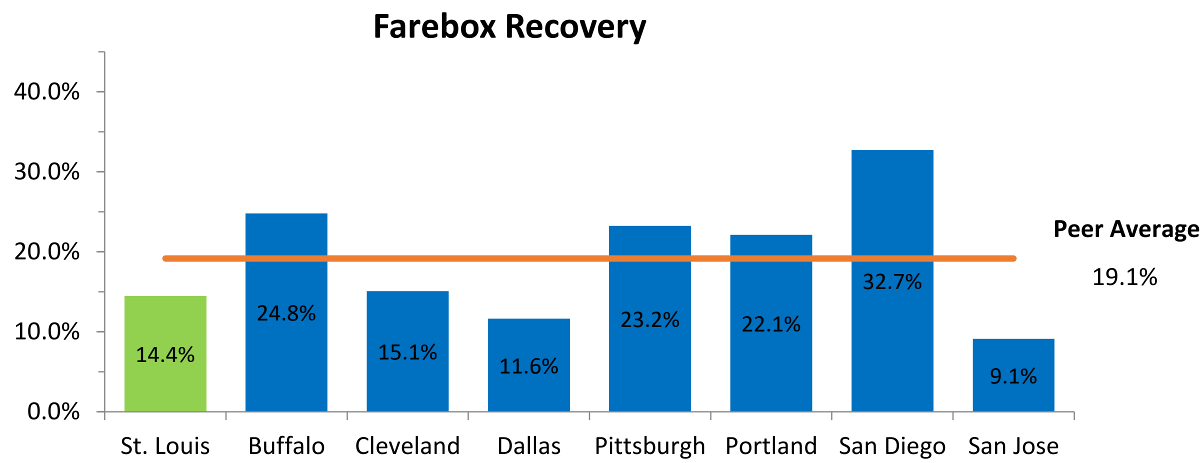
Peer Performance Comparison

Service Effectiveness



Passenger per revenue hour indicates the system is widely used and a higher quotient is more desirable. Service effectiveness as measured by the performance ratio of passengers per revenue hour shows Bi-State Development transit below the peer average. The Bi-State Development service area population and low residential and employment density affects this performance indicator. BSD remains committed to serve the St. Louis region with an affordable and efficient transit system.

Operational Efficiency



Farebox recovery is a measurement of how much of operating costs are covered by passenger revenue. A higher percentage ensures the transit system will be less dependent on other revenue sources. Bi-State Development transit's system farebox recovery of 14.4% is below the peer average, but exceeds Dallas and San Jose. Declining trends in ridership have contributed to Metro's lower farebox recovery percentage.

Financial Policies, Fund Balances, Debt Obligations

All fiscal policies apply to all operations of Bi-State Development.

Planning and Budgeting Policies

Balanced Budget

Each year the President and Chief Executive Officer prepares an annual budget for the forthcoming fiscal year that will be presented to the Board of Commissioners. The President and CEO will work with the Board in setting strategic objectives, update Bi-State Development long range planning document, and prepare both operating and capital budgets. 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 during the ensuing fiscal year and the proposed method of financing such expenditures.

Basis of Budgeting

Bi-State Development budgets expenses on the ***accrual basis of accounting*** that is consistent with accounting policy whereby revenues are recognized when earned and expenses are recognized at the time the liability is incurred.

Balanced Budget Guideline

For purposes of the operating budget, a balanced budget shall be where revenues equal expenditures except for depreciation, amortization and non-cash other post-employment benefit expenses.

Bi-State Development is required to adopt a balanced operating budget per Missouri Statute 70.370; however, it is not required to adopt legally enforceable budgets and does not adopt such budgets.

Audit Policies

Internal Audit

It is Bi-State Development's policy to employ an Internal Auditor who will report directly to the Board of Commissioners. The Internal Auditor 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 and CEO and management in effectively discharging their administrative responsibilities. The Internal Audit Department shall perform routine audits of compliance of Bi-State Development's enterprises with internal Bi-State Development rules and regulations. The Internal Audit Department shall, at all reasonable times, have access to the accounts, books, and records of Bi-State Development. The Internal Audit Department may interview the President and CEO and other employees of Bi-State Development as necessary.

External Audit

It is the policy of Bi-State Development to submit its books and records to an annual audit by a qualified recognized CPA firm. The firm 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.

Accounting Policies

Financial Reporting Entity

The basic financial statements encompass all proprietary and fiduciary functions for which Bi-State Development is responsible. These functions include: Executive Services, St. Louis Regional Freightway, Gateway Arch Tram System, Riverfront Attractions, St. Louis Downtown Airport, Bi-State Development Research Institute, Arts In Transit, Inc. and Metro Transit. In addition, Bi-State Development also has three self-insurance funds for Health, Casualty and Workers' Compensation and an Other Post-Employment Benefit Trust fund.

Component Units

Additionally, Bi-State Development evaluated whether there were any potential component units which should be included in these financial statements based on the following criteria: financial accountability, access to resources, responsibility for debts and deficits, and fiscal independence. The City of St. Louis, Missouri, the Missouri counties of St. Louis, St. Charles and Jefferson, the Illinois counties of Madison, St. Clair, and Monroe and the States of Illinois and Missouri have limited decision-making authority over Bi-State Development and have limited responsibility for Bi-State Development's debts or deficits except as provided in the Memorandum of Agreement.

Bi-State Development has two blended component units for FY 2020. Both units are qualified 501(c)3 non-profit entities and are shown on the schedule of business units in the statistical section of this CAFR. The two entities are the Bi-State Development Research Institute and Arts In Transit, Inc. Bi-State Development approves and determines the contingent of board members of both non-profits. Also each non-profit provides services entirely to BSD and for the benefit of BSD. For these reasons, the component units are considered blended and included in the Bi-State Development's CAFR. The activity of the two blended component units are immaterial to the financial reporting entity.

Basis of Accounting

Bi-State Development follows the accrual basis of accounting and uses the economic resources measurement focus for all of its enterprise funds and fiduciary fund. Revenues are recognized when earned and expenses are recognized at the time liabilities are incurred regardless of the timing of related cash flows.

Estimates and Assumptions

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and deferred inflows and outflows of resources; the disclosure of contingent assets and liabilities at the date of the financial statements; and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Proprietary Fund

Bi-State Development's proprietary fund is used to account for operations that are financed and operated in a manner similar to private business enterprises. Proprietary funds operate by creating a cash flow to pay for the services by issuing fees and charges. For financial reporting purposes, Bi-State Development reports a single enterprise fund in which all subsidiary enterprise funds are combined and interfund transactions are eliminated. Bi-State Development is required to adopt an overall balanced operating budget; however, it is not required to adopt legally enforceable budgets and does not adopt such budgets.

The business purposes of the various internal funds of Bi-State Development that are reported in a single enterprise fund are as follows:

- Executive Services – performs certain developmental activities and acts as the administrative head of Bi-State Development;
- St. Louis Regional Freightway – develops freight and freight related business opportunities in the St. Louis bi-state region;
- Gateway Arch Tram System – operates and maintains the transportation system within the Gateway Arch in accordance with a cooperative agreement with the National Park Service and the United States Government;
- Gateway Arch Riverfront Attractions – owns, operates and maintains both the Tom Sawyer and Becky Thatcher Riverboats docked along the Mississippi River just below the Gateway Arch;
- St. Louis Downtown Airport– owns, operates and maintains the St. Louis Downtown Airport and an adjacent business park located in Cahokia, Illinois;
- Bi-State Development Research Institute – generates economic opportunities for Bi-State Development in the region;
- Arts In Transit, Inc. – plans, funds and acquires artwork for the transit alignment to enhance the ridership experience;
- Transit System (Metro) – owns, operates and maintains the St. Louis metropolitan area public transportation system which includes MetroBus, MetroLink and Metro Call-A-Ride services;
- Health Self-Insurance – operates the self-funded health programs and charges for services to other operating units within Bi-State Development.
- Casualty Self-Insurance – operates the self-funded casualty and risk insurance programs and charges for services to other operating units within Bi-State Development.
- Workers' Compensation Self-Insurance – operates the self-funded workers' compensation insurance program and charges for services to other operating units within Bi-State Development.

Fiduciary Fund

Fiduciary funds are used to account for assets held by Bi-State Development as a trustee or as an agent for others and which the assets cannot be used to support its own programs. The fiduciary fund is the trust fund for the Bi-State Development Agency Other Post Employment Benefit Trust.

Expense Policies

All highly liquid investments readily convertible into cash with original maturities of 90 days or less are treated as cash equivalents.

Investments

Bi-State Development's investments consist of collateralized repurchase agreements. Triple A rated money market funds, collateralized certificates of deposit, commodities guaranteed, investment contracts, municipal bonds, and U.S. Treasury and U.S. Government Agency securities. Additional information regarding valuation of investments can be found in Footnote 4: Fair Value of Financial Instruments.

Materials and Supplies

Metro inventories of materials and supplies are recorded at cost, using the weighted-average method and are expensed when inventories are consumed in operations.

The Gateway Arch Riverboats gift shop and food inventory counts are completed midyear to accommodate seasonality and maritime regulations. Purchases made between the midyear inventory count and fiscal year end are expensed as incurred.

The St. Louis Downtown Airport inventory of firefighting chemicals is recorded at cost, using the first-in-first-out method to expense as the chemicals are used.

Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets, are recorded at cost, when acquired or constructed. Capital assets are defined under Bi-State Development policy as assets with an initial, individual cost of more than $5,000 and an estimated useful life of one year or more. Improvements to existing plant and equipment, which extend the useful lives of the related assets, are also capitalized. Donated capital assets are recorded at acquisition value.

Expenditures for maintenance and repairs are charged to expense as incurred. When capital assets are retired or otherwise disposed of, the cost of the assets and the related accumulated depreciation are removed from the accounts, and gains or losses on disposals are recorded. Prorated shares of the proceeds from the sale of property and equipment, which were acquired with federal or state funds, are returned to the United States Department of Transportation – Federal Transit Administration or the related state Department of Transportation.

Depreciation and Amortization

Depreciation of capital assets is calculated using the straight-line method over the estimated useful lives of the assets. The estimated useful lives by categories are as follows:

Capital Asset Category	Years to Depreciate
Airport runways, airframe and related facilities	15 to 25
Buildings and improvements	15 to 40
Gateway Arch tram facilities	15 to 25
Riverboats and barges	15 to 20
Light rail structures and improvements	12 to 30
Autos and trucks	5 to 10
Buses, vans, light rail and other revenue vehicles	3 to 25
Furniture, fixtures, computers and other equipment	3 to 10

Self-insurance Liabilities

Self-insurance liabilities for workers' compensation, employee medical and dental insurance claims, and public liability and property damage claims are recognized when incurred and on the basis of the estimated cost to Bi-State Development upon resolution.

Workers' compensation benefits are awarded as determined by the appropriate governmental authority in each state in which Bi-State Development operates. Estimated liabilities for injury and damage claims and medical and dental insurance claims are charged to the appropriate operations expenses in the year the claim events occur. Estimated liabilities for outstanding claims are made by management, as needed.

Self-insured liabilities are reported when it is probable that a loss has occurred and the amount of the loss can be reasonably estimated. These liabilities include an amount for claims that have incurred, but not reported.

Since self-insured claims depend on complex factors such as inflation, changes in legal doctrines, and damage awards, the process used in computing claims liability does not necessarily result in an exact amount. Claims liabilities are evaluated on a case-by-case basis and are re-evaluated periodically to take into consideration historical experience of recently settled claims, the frequency of claims, and other economic and social factors.

Other Non-Current Liabilities

The classification of other non-current liabilities for BSD includes various types of commitments which are due in longer than one year. There are FTA funds committed for future rehabilitation of MetroLink light rail cars. There is also the long term portion of accrued sick time. Since sick time is allowed by union contract to be carried forward and applied in future periods, seventy-five percent of the balance is classified as long term. The short term portion of accrued sick leave is recorded in other current liabilities.

There is also an amount due to St. Clair County Transit District (SCCTD) for additional funds contributed from SCCTD to BSD which were used for additional collateral related to 2001 Light Rail Vehicle leases. The combined funds from BSD and SCCTD used for the additional collateral are returnable in the future under certain conditions. If the funds are returned to BSD in part or in full, then BSD would refund the pro rata portion of the returned collateral to SCCTD.

Derivative Financial Instruments

Bi-State Development utilizes commodity hedging to reduce the volatility in fuel costs. Hedging techniques are traditionally used to limit exposure to price fluctuations. Management recognizes that fluctuations in fuel prices could have an overall negative impact on Bi-State Development's financial affairs. Accordingly, futures contracts are used to manage this exposure.

GASB 53 requires the gain or loss on the sale of derivative instruments to be recorded in the statement of revenues, expenses, and changes in net position. The fair value of the future contracts is estimated by a mathematical approximation of the market, derived from proprietary models as of a given date, and based on certain assumptions regarding past, present, and future market conditions, as well as certain financial information. The hedge agreement is reported at fair value and included in other current liabilities, and amounts owed by BSD are included in deferred outflows of resources and amounts due to BSD are included in deferred inflows of resources on the Statements of Net Position.

Net Position

GASB requires the classification of net position into three components – net investment in capital assets; restricted; and unrestricted. These net position classifications are defined as follows:

- **Net investment in capital assets** - This component consists of capital assets, net of accumulated depreciation reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings or debt-related deferred inflows or outflows of resources that are attributable to the acquisition, construction, or improvement of those assets.
- **Restricted net position** - This component consists of external constraints placed on net position imposed by creditors (such as through debt covenants), contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.
- **Unrestricted net position** - This component of net position consists of amounts that do not meet the definition of "restricted" or "net investment in capital assets."

Bi-State Development typically utilizes restricted sources of funding first and then unrestricted sources of funding for its programs.

Operating Revenues and Expenses

Operating revenues and expenses generally result from providing services in connection with ongoing operations. Revenues are recorded as income in a manner consistent with the timing of the provided service. The principal operating revenues of the various internal funds of Bi-State Development are as follows:

- Executive Services – interfund charges for management services;
- St. Louis Regional Freightway – contributions and reimbursement of expenses related to operating costs;
- Gateway Arch Tram System – charges to tourists for admissions to attractions at the Jefferson National Expansion Memorial and rentals;

- Gateway Arch Riverfront Attractions – charges to tourists for riverboat excursions along the Mississippi, memorabilia sales and heliport and bicycle rentals;
- St. Louis Downtown Airport – charges to customers for aviation and runway services provided, including hangar rentals and fuel;
- Arts In Transit, Inc. – contributions for bus paintings, art services and donations;
- Bi-State Development Research Institute – contributions for services, grants, and donations;
- Transit System (Metro) – fares charged to passengers for public transportation, advertising, and rentals.
- Health Self-Insurance – charges for medical, dental, prescription and other health related services to other Bi-State Development business units.
- Casualty Self-Insurance – charges for casualty and risk related services to other Bi-State Development business units
- Workers' Compensation Self-Insurance – charges for worker's compensation and other related services to other Bi-State Development business units

Operating expenses include the cost of delivering services, administrative expenses, and depreciation expenses on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

Fare Revenue

Farebox revenues are recognized at the time services are purchased and revenue passes through the bus farebox and MetroLink ticket vending machines. Sales of monthly passes, ten two-hour passes, 30-day passes and other tickets types are also recorded as revenue at the time of purchase.

Sales of University passes, Universal passes and Student Tickets, which are valid for a specific academic term, are recorded initially as unearned revenue. These unearned revenues are recognized as operating revenue monthly. The amount recognized in each month is determined by calculating a daily weighted average proration factor. The weighted average proration factor is calculated by considering total number of students, employees, and days specified in the contract.

Sales Tax Revenues

Missouri state and local sales taxes are imposed on the purchase price of tangible personal property and taxable services sold. These taxes are forwarded to the State of Missouri Department of Revenue either monthly or quarterly depending on the sales volume of the vendor. The Missouri Department of Revenue distributes the local sales tax collected back to the applicable city and county. The Missouri sales tax subsidies to Bi-State Development are generated from a portion of the local City of St. Louis and St. Louis County sales taxes collected. These funding jurisdictions distribute the sales tax subsidies via an appropriation process to Bi-State Development or the Bond Trustee, as applicable. Typically there is a two month lag from the date of sale tax collected by business owners and remission to the State of Missouri and the receipt of cash by Bi-State.

Grants and Assistance

All grants and assistance are recorded in the accounting period in which they become earned, measurable and all eligibility requirements are met. Unrestricted, irrevocable operating assistance grants are recorded as non-operating revenue. Capital grants and assistance that are restricted to use for payments of debt service or acquisitions of capital assets are recorded as capital contributions in the statement of revenues, expenses, and changes in net position.

Compensated Absences

Substantially all employees receive compensation for vacations, holidays, illness, and certain other qualifying absences. The number of days compensated in the various categories of absence is based generally on length of service. Compensated absences, which have been earned but not paid, have been accrued in the accompanying financial statements.

The accrued compensated absence liability for salaried employees' paid time off is $4.6 million on June 30, 2020. The combined accrued compensation absence liability for sick and vacation time for bargaining unit employees is $11.9 million on June 30, 2020.

Pensions

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of Bi-State Development's pension plans (Salaried Plan and Union Plans), and additions to/deductions from the pension plans' fiduciary net position have been determined on the same basis as they are reported by the pension plans. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

Other Post-Employment Liability

For purposes of measuring the net OPEB liability, deferred outflows of resources and deferred inflows of resources related to OPEB, and OPEB expense, information about the fiduciary net position of Bi-State Development OPEB trust and additions to the OPEB trust net position have been determined on the same basis as they are reported by the OPEB Trust. Currently, no benefits are paid directly from the trust. Investments are reported at fair value.

Cash, Cash Equivalents and Investments

Cash, cash equivalents and investments are presented on the statement of net position as either unrestricted or restricted cash and cash equivalents and unrestricted or restricted investments. Restricted cash, cash equivalents and investments are disclosed in Note 3.

Balances of cash, cash equivalents, and investments of the business type activities as of June 30, 2020 were as follows:

	Total
Unrestricted cash and cash equivalents	
Cash on hand	$257,642
Cash deposits	2,129,126
Cash equivalents	132,233,674
Total unrestricted cash and cash equivalents	134,620,442
Restricted cash and cash equivalents	109,271,559
Total cash and cash equivalents	243,892,001
Unrestricted investments	12,504,078
Restricted investments	34,446,564
Restricted investments held to pay capital lease	125,818,054
Total restricted investments	160,264,618
Total investments	172,768,696
Total cash, cash equivalents and investments	$416,660,697

Cash on Hand

Cash on hand, which includes petty cash, working funds (including funds in ticket vending machines) and undeposited receipts.

Cash Deposits

At June 30, 2020, the unrestricted and restricted deposit bank balances were $18,426,402.

Bank balances are insured by FDIC insurance for balances up to $250,000 per financial institution. Any balances over the FDIC limit are collateralized with securities held in a joint custody account at the Federal Reserve Bank, or with securities held in a segregated account with a third party custodian.

Investments

Restricted investments are made in accordance with investment policies specific to their restriction. Unrestricted investments are made in accordance with Bi-State Development's general investment policy.

Credit Risk

Credit risk is the risk that the financial counterparty will fail to meet its defined obligations. Bi-State Development's investment policy authorizes the unlimited purchase of direct obligations of the U.S. Government or its agencies, repurchase agreements, and triple AAA rated money market funds. Repurchase agreements are entered into only with pre-approved credit-worthy banks or dealers, and a written repurchase agreement is completed for each bank or dealer. Repurchase agreements are collateralized with direct obligations of the U.S. Government or its agencies and sponsored enterprises. Securities are held in segregated customer accounts or at the Federal Reserve. Bi-State Development's investment policy limits investments in commercial paper, collateralized certificates of deposit, and banker's acceptances to five million dollars per issuer. The policy also stipulates that money market funds have over $500 million in assets and carry the highest rating issued by a nationally recognized credit rating organization. The policy is not applicable to restricted investments, or collateral securities related to lease finance obligations or bond indentures. The investment policies are specific to each transaction.

Custodial Credit Risk

Custodial credit risk is the risk that, in the event of the failure of the counter-party, Bi-State Development will not be able to recover its investments or collateral securities that are in possession of an outside party. Bi-State Development's investment policy specifies that all investments be delivered to Bi-State Development's securities safekeeping agent and held in the name of Bi-State Development. The policy is not applicable to restricted investments or collateral securities related to lease finance obligations or bond indentures, which generally are held in trust according to specific provisions of the lease agreement or bond indenture. As of June 30, 2020, Bi-State Development's investment safekeeping agent held, in Bi-State Development's name, all of Bi-State Development's non-lease or bond related investments in treasury securities or government agency securities. As of June 30, 2020, collateral for repurchase agreements was held by Bi-State Development's agent. Bi-State Development's investment policy specifies that collateral for repurchase agreements with a term of longer than 14 days be placed in joint custody with Bi- State Development at the Federal Reserve Bank or other third party custodian. No repurchase agreements in effect at June 30, 2020 had a term of longer than 14 days.

Concentration of Credit Risk

Bi-State Development maintains an investment policy that establishes thresholds for holdings of individual securities. As of June 30, 2020, more than 5 percent of Bi-State Development's investments were in the Federal Home Loan Bank for an amount totaling $8,519,075.

Concentration of credit risk is the risk associated with the magnitude of investment in any one issuer. The Other Post-Employment Benefit Fiduciary Trust Committee maintains an investment policy that establishes thresholds for holdings of individual securities. As of June 30, 2020, more than 5 percent of the OPEB trusts investments were in the Artisan Partners Fund ($2.9 million), Vanguard 500 Index Fund ($9.9 million), DFA Investment Dimensions ($2.4 million), John Hancock ($4.7 million), Neuberger Berman Intl Fund ($4.7 million), Metropolitan West Funds ($8.7 million), Blackstone Hedged Equity ($3.5 million) and Blackstone Park Avenue ($3.5 million).

Interest Rate Risk

Interest rate risk is the risk that the fair value of an investment will decline as interest rates increase, and if it is sold before its maturity a loss will result. Bi-State Development's investment policy specifies that all funds may be invested in maturities that match anticipated obligations to a maximum of five years. The policy is not applicable to restricted investments or collateral securities related to lease finance obligations or bond indentures, for which investment maturities are generally matched to specific debt amortization requirements. Due to the short duration of the majority of Bi-State Development's non-lease or bond related investments at June 30, 2020, interest rate risk is not deemed significant to Bi-State Development.

As of June 30, 2020, Bi-State Development had the following maturities of cash, cash equivalents and investments:

Fair Value of Cash, Cash Equivalents and Investment Maturities

	Credit Rating (S&P/Moody's)	**Balance**	**Overnight**	**2-90days**	**90-365days**	**1-5years**	**+5years**
Cash	-	$17,654,181	$17,654,181	$0	$0	$0	$0
CDs	-	1,601,661	0	0	1,601,661	0	0
Money Market Funds					0		
& Other Broker Accounts	AAAm/Aaa-mf	216,929,235	216,929,235	0	0	0	0
Commodities Account	-	8,672,960	8,672,960	0		0	0
U.S. Treasury Bills	AA+/Aaa	13,493,375	0	6,999,160	6,494,215	0	0
U.S. Treasury Notes	AA+/Aaa	7,624,489	0	0	7,624,489	0	0
Government Agencies:							
FHLB Bonds	AA+/Aaa	8,519,075	0	0	6,518,135	2,000,940	0
PEFCO Bonds	unrated	11,118,310	0	0	0	11,118,310	0
Municipal Bonds	See Below	5,229,357	0	0	0	5,229,357	0
Investment Contracts:							
AIG	BBB+/Baa1	19,102,146	0	0	0	0	19,102,146
Assured Guaranty	AA/A2	106,715,908	0	0	0	0	106,715,908
Total		$416,660,697	$243,256,376	$6,999,160	$22,238,500	$18,348,607	$125,818,054

A breakdown of municipal bonds is as follows:

Cash, Cash Equivalents and Investment Maturities
Municipal Bonds

	Credit Rating (S&P/Moody's)	**Balance**	**Overnight**	**2-90days**	**90-365days**	**1-5years**	**+5years**
Massachusetts State	AA/Aa1	$3,918,234	$0	$0	$0	$3,918,234	$0
Illinois State	BBB-/Baa3	483,907	0	0	0	483,907	0
Nevada State	AA/Aa2	827,216	0	0	0	827,216	0
Total		$5,229,357	$0	$0	$0	$5,229,357	$0

Cash, Cash Equivalents and Investments of the Fiduciary Fund

At June 30, 2020, Bi-State Development's fiduciary activities had the following cash and investment maturities:

	S&P Credit Rating	Balance	Overnight	Less Than One Year	1 to 5 years	Over 5 years
Money Market	n/a	27,041	$27,041	$0	$0	$0
U.S. Equity						
Artisan Partners Mid Cap Funds	n/a	2,870,057	2,870,057	0	0	0
Vanguard 500 Index Fund	n/a	9,907,652	9,907,652	0	0	0
DFA Investment Dimensions Group	n/a	2,438,238	2,438,238	0	0	0
Non-U.S. Equity						
Neuberger Berman International	n/a	4,655,104	4,733,426	0	0	0
John Hancock Disciplined Fund	n/a	4,655,104	4,655,104	0	0	0
Fixed Income						
Metropolitan West Funds	n/a	8,672,515	8,672,515	0	0	0
Hedge Funds						
Blackstone Hedged Equity Offshore Fund	n/a	3,554,656	0	0	3,554,656	0
Blackstone Park Avenue Non-Taxable Fund	n/a	3,454,232	0	0	3,454,232	0
Total		$40,312,921	$33,304,033	$ 0	$7,008,888	$ 0

Restricted Cash, Cash Equivalents and Investments

Assets are considered restricted when they are subject to constraints that are either externally imposed or imposed by law through constitutional provisions or enabling legislation.

Restricted cash, cash equivalents, and investments for Bi-State Development as of June 30, 2020 were the following:

2020 Restricted cash, cash equivalents and investments

	Cash & Cash Equivalents	Investments	Total
Cross county debt service reserve	$29,096,819	$29,612,484	$58,709,303
Arch debt service reserve, project fund	722,882	0	722,882
Regional Freightway	15,000	0	15,000
Self-insurance	27,440,988	2,364,620	29,805,608
Capital lease - collateral	5,467,096	0	5,467,096
Capital tower lease - collateral	1,736,450	0	1,736,450
National Park Service	19,522,521	0	19,522,521
Federal Transit Authority	16,596,844	2,469,460	19,066,304
Fuel hedge program	8,672,959	0	8,672,959
Total restricted cash and Investments	109,271,559	34,446,564	143,718,123
Restricted investments held to pay capital lease / leaseback liabilities	0	125,818,054	125,818,054
Total restricted cash, cash equivalents and investments	$109,271,559	$160,264,618	$269,536,177

Cross county debt service reserve funds:
The trustee holds the debt service and the debt service reserve funds in restricted trustee accounts determined by the bond indenture. The debt service funds are used to pay current principal and interest on debt. The debt service reserve fund represents the highest annual debt service required over the life of the bond. The debt service reserve fund protects the bondholder in the event of impairment.

Arch debt service reserve, and project funds:
In December 2014, Bi-State Development issued taxable arch tram revenue bonds. The financing funded the cost of new motor generator sets and a portion of the cost of the visitor center roof, a cost of issuance fund, and a debt service reserve fund. These trustee accounts are restricted per the bond indenture.

Regional Freightway:
The funds are designated for a trucking apprenticeship program. The St. Louis Freightway has a Memorandum of Understanding with St. Louis Community College and Schneider Trucking.

Self-insurance funds:
These are funds used to pay claims incurred by Bi-State Development's self-insurance plan. The funds are used for workers' compensation, casualty, and medical and dental claims. Funds withheld from

employees' wages for the flexible spending account program are also restricted in this category. The funds are restricted based upon the vendor contracts and obligations.

Capital lease collateral funds:
In February 2011, Bi-State Development cured a technical default on the C1 and C2 tranches of the 2001 LRV lease. The transaction required Bi-State Development to purchase collateral. Each year an evaluation of the supplemental collateral is performed to establish the requirement. For 2020, the collateral requirement is $5.5 million and is restricted under the contract agreement.

Capital tower lease collateral funds:
The FTA has remitted funds to Bi-State Development which will be used to pay capital lease obligations in the future.

National Park Service funds:
Funds are reserved for NPS capital projects under the Cooperative agreement between Bi-State Development and the National Park Service.

Federal Transit Authority funds:
The FTA initially funded $18.0 million of the debt service reserve on the 2010 debt. When the debt was paid off on August 1, 2013, the funds were designated and restricted to be used for the Illinois MetroLink upgrade project by the FTA. Interest earned on the funds is $1.1 million.

Fuel hedge program funds:
These funds are restricted for use in conducting the fuel hedging program.

Restricted investments held to pay capital lease / leaseback liabilities:
In 2001, Bi-State Development entered into transactions to lease multiple LRVs. Bi-State Development received a prepayment equivalent to the net present value of the head lease obligations totaling $125.8 million. Approximately $93.6 million was initially deposited with AIG, to partially meet Bi-State Development's rent obligations under the sublease and to set aside funds to enable Bi-State Development to exercise its repurchase option. Since inception, this amount on deposit has significantly increased.

Operating / Capital Lease Obligations

Bi-State Development leases office space and equipment under operating leases that expire between years 2020 and 2099. Rent expense was $1,653,787 for 2020. Future minimum lease commitments as of June 30, 2020 are as follows:

Fiscal Years	Future Minimum Lease Payments
2021	$1,553,664
2022	1,529,138
2023	1,529,138
2024	1,529,138
2025	1,529,138
2026 to 2030	7,645,688
2031 to 2035	7,565,688
2036 to 2040	2,225,326
2041 to 2045	18,876
2046 to 2050	18,876
2051 to 2055	18,876
2056 to 2060	18,876
2061 to 2065	18,876
2066 to 2070	18,876
2071 to 2075	18,876
2076 to 2080	18,876
2081 to 2085	18,876
2086 to 2090	18,876
2091 to 2095	18,876
2096 to 2099	15,101
Total	$25,329,655

Capital Lease/Leaseback Obligations

In 2001, Bi-State Development entered into transactions to lease thirty-four of its Series 2000 and Series 3000 LRVs. There are only two Series 2001 Lease/Leaseback tranches remaining: C1 dated August 30, 2001 and C2 dated November 30, 2001. The C1 and C2 tranches involved transactions for twenty-three (23) and four (4) LRVs, respectively. The required collateral was $5.5 million for June 30, 2020. The collateral amount will be returned in entirety to Bi-State Development (and the SCCTD) at the end of the lease. It is expected that as the lease termination date approaches, the collateral amount will be reduced.

The following table highlights pertinent information on the subleases for 2020:

	Capital Lease Obligation
Sublease balances, June 30, 2019	$118,080,699
Interest accrued in 2020	7,737,357
Lease payments and reductions	0
Total sublease balances, June 30, 2020	$125,818,056
Purchase option dates	January 2025
Sublease termination dates	January 2025

The following is a schedule by fiscal year of future lease payments and purchase option payments, to the extent they are exercised, and interest expense for the above transactions as of June 30, 2020:

Fiscal Year	**Payments**
2021	$0
2022	0
2023	0
2024	183,231,266
2025	34,310,352
Total future lease payments	$217,541,618
Less amount representing future interest	(91,723,562)
Net obligation at June 30, 2020	$125,818,056

Non-Current Liabilities

Debt, capital lease obligations and non-current liabilities at June 30, 2020, consisted of the following:

	2019 Beginning Balance	Additions	Reductions	2020 Ending Balance	Due Within One Year
Capital Lease Obligations	$118,080,701	$7,737,355	$0	$125,818,056	$0
Mass Transit Sales Tax Appropriation					
Bonds, Series2009	97,220,000	0	(97,220,000)	0	0
Less: Unamortized debt discount	(144,570)		144,570	0	0
Mass Transit Sales Tax Appropriation					
Bonds, Series 2013A	281,805,000	0	(99,630,000)	182,175,000	10,445,000
Plus: Unamortized debt premium	9,020,567	0	(2,622,864)	6,397,703	0
Less: Unamortized debt discount	(790,087)		790,0870	0	0
St. Louis County Missouri					
Series 2013B	135,000,000	0	0	135,000,000	0
Gateway Arch Revenue Bonds 2014	7,195,353	0	(166,171)	7,029,182	172,911
Mass Transit Sales Tax Appropriation					
Bonds, Series 2019	0	164,430,000	0	164,430,000	0
Plus: Unamortized debt premium	0	27,826,131	(1,794,180)	26,031,951	0
Net OPEB liability	64,528,648	4,660,015	(6,829,916)	62,358,747	0
Long Term Self-Insurance Liability	26,623,439	48,892,052	(45,721,303)	29,794,188	15,688,855
Net Pension Liability	84,959,343	15,893,891	0	100,853,234	0
Other Liabilities	33,288,645	39,381,002	(34,775,155)	37,894,492	7,545,826
Total	**$856,787,037**	**$309,755,103**	**($288,759,589)**	**$877,782,551**	**$33,852,592**

Note: The Gateway Arch Revenue 2014 Bond Series is a direct placement with PNC bank.

Debt

Mass Transit Sales Tax Appropriation Bonds

Series 2009

In October 2009, Bi-State Development issued $97.2 million in Mass Transit Sales Tax Appropriation Bonds. The transaction closed on November 9, 2009. These bonds were refunded into the Series 2019 bonds.

Series 2013

On August 1, 2013, Bi-State Development issued its $381.2 million par Series 2013A Bonds. The bonds were issued at a premium of approximately $23.2 million and a discount of $1.0 million. The bond series is a secured by sales taxes generated from the Transportation Half-Cent, Prop M and Prop M2. The bond proceeds were used to:

- Refund all of Bi-State Development's Cross County Bonds, with the exception of the Series 2009 Bonds;
- Establish a Debt Service Reserve Fund (DSRF) in the amount of $26.5 million;
- Pay costs of issuance of approximately $1.7 million.

The bonds were issued at fixed rate coupons ranging from 3.0 percent to 5.0 percent, and matures from 2014 through Fiscal Year 2054. The effective true interest cost for the bonds is 4.44 percent.

A unique feature of the deal was the participation of St. Louis County, which at closing loaned Bi-State Development Prop A ½ cent sales tax funds (Series 2013B Subordinate Bonds), which had been retained by the County for future transit capital projects. The County has also agreed to provide future Prop A funds to Bi-State Development to allow for optional retirement of the Series 2013 Bonds. The County's participation in the project brought the effective yield to approximately 3.7 percent. As of June 30, 2020, the County has loaned Bi-State Development $135.0 million of Prop A funds.

The Series 2019 bonds refunded $90 million of these bonds, leaving outstanding principal of $182.2 million, maturing through Fiscal Year 2045.

Series 2014

On December 3, 2014, Metro closed on the Series 2014 Taxable Arch Tram Revenue Bonds. These bonds have a par value of $7,656,000 and a 30-year term. The initial fixed rate term is 10 years with a fixed interest rate of 4.016%. The bond series is a direct placement with PNC Bank and is secured by revenue generated from the Arch Tram operations. The annual debt service requirement is approximately $454,000 and the cost of issuance was $156,000. The bond proceeds were used as follows:

- Replace the tram motors of the visitor transportation system located within the Gateway Arch, consisting of trains, stairs, elevators and associated exhibits, generators, loading areas, and electrical, communication and other accessory equipment or devices;
- Improve a portion of the visitors' center roof located at the Jefferson National Expansion Memorial;

- Pay costs of issuance with respect to the Taxable Arch Tram Revenue Bonds.

Series 2019

On September 26, 2019, Bi-State Development issued its $164.4 million par Series 2019 Bonds. The bonds were issued at a premium of approximately $27.8 million. The cost of issuance and underwriter's discount were $0.5 million and $0.3 million, respectively. The bond series is a secured by sales taxes generated from the Transportation Half-Cent, Prop M and Prop M2. The bond proceeds were used to:

- Refund all of Bi-State Development's series 2009 Bonds, and $90.0 million of Series 2013A bonds;
- Pay interest on remaining Series 2013A bonds;
- Pay costs of issuance of approximately $818.0 thousand.

The bonds were issued at fixed rate coupons ranging from 3.0 percent to 5.0 percent, and matures from 2023 through Fiscal Year 2049. The effective true interest cost for the bonds is 2.8 percent. The bond refinancing had a nominal savings of $87.8 million and a net present value savings of $49.1 million. There was also a release of $5.6 million in debt service reserve funds. Funds released into escrowed totaled $206.2 million.

The total interest expense for the year was $22.8 million. The interest expense breakdown is as follows:

Interest Expense	Dollars (in millions)
Series 2009	$1.4
Series 2013	9.8
Series 2014	0.3
Series 2019	3.6
Capital Lease / Leaseback	7.7
Total	**$ 22.8**

Bond Ratings

Bond	Standalone credit rating (S&P/Moody's/Kroll)
Series 2009	**N/A**
Series 2013	**AA/ Aa2/ NA**
Series 2014	**N/A**
Series 2019	**AA/ NA/ AA+**

Pension Plans

Bi-State Development has sponsored three defined-benefit pension plans; one Salaried plan and two Union plans. All three plans are single employer plans.

It is the policy of Bi-State Development's Board of Commissioners to see that each pension plan is funded to its fullest extent feasible through a combination of investments and funding the actuarially determined contribution each year. Each plan is administered by an Administrative Pension Committee comprised of Trustees who are selected, at least in part, by the Board. Under Sections 70.050 A and B of its Collected Board Policies, the Board maintains authority over the appointment of the Trustees on the Salaried Employees Administrative Pension Committee, and over one-half of the Trustees on the Pension Committees that administer the plans for the employees who are represented by the Amalgamated Transit Union (ATU) and the International Brotherhood of Electrical Workers (IBEW). The ATU and the IBEW select the remaining Trustees on those Committees.

Required contributions and benefit provisions are established and amended by the Administrative Pension Committees. The Administrative Pension Committees are authorized to administer their respective plans' assets, determine eligibility for benefits under the plan and to construe the plans' terms.

There are separate audited financial statements for each of the pension plans. The independent audit firm who performs the work is hired by each respective Administrative Pension Committee. Like many other governments and public entities in Missouri, Bi-State Development's pension plans are monitored by the Joint Committee on Public Employee Retirement (JCPER) – a permanent oversight body created by the Missouri General Assembly in 1983.

Salaried Plan

The Salaried Plan was closed to new entrants effective July 1, 2013 and all subsequently hired salaried employees are eligible for an enhanced defined contribution 401k plan. As of January 1, 2014, the Salaried Plan became a 3% contributory single employer defined benefit pension plan for salaried employees who remained in the plan and did not freeze or waive their accrued benefit.

Employees who retire after attaining the normal service retirement age as defined in the plan, provided the employees have five years of credited service, are entitled to normal retirement benefits, payable monthly for life, based upon final average monthly earnings and years of credited service. Final employee average monthly earnings are the employee's average monthly earnings for the three consecutive Plan years preceding cessation of employment producing the highest average. Participants who have attained age 55 and completed 10 years of credited service may retire and receive reduced benefits. The Salaried Plan also provides death and disability benefits coordinated with Bi-State Development's Long Term Disability program.

Union Plans

All Bi-State Development full-time employees who are included in one of the collective bargaining units recognized by Bi-State Development are required to participate in an applicable Union Plan. The Union Plans are contributory single employer defined benefit pension plans. Participants must satisfy minimum age and service requirements for retirement and are eligible for a deferred vested pension if they leave the service of Bi-State Development with at least 10 years credited service. The Union Plans are as follows:

- Bi-State Development Agency of the Missouri-Illinois Metropolitan District and Division 788 Amalgamated Transit Union, AFL-CIO, Employees' Pension Plan and Agreement (788 ATU Plan)

- Bi-State Development Agency of the Missouri-Illinois Metropolitan District and Locals No. 2 and Local No. 309 of the International Brotherhood of Electrical Workers Employees' Pension Plan and Agreement (IBEW Plan)

Beginning April 1, 2015, the Bi-State Development Agency Division 788 ATU Operations Pension Plan and Bi-State Development Agency Division 788 ATU Clerical Pension Plan merged after a vote by the union membership and acceptance by the respective administrative pension committees to create the Bi-State Developments Agency Division 788 ATU Pension Plan. The combined 788 ATU Plan is being presented and any prior years' data shown as combined is based upon the total of the two individual plans. Despite the merger, both plans have grandfathered in the benefit structures for their respective employees.

The 788 ATU Plan members hired on or after April 1, 2015 are eligible for full retirement benefits at (a) age 65, (b) the completion of 25 years of credited service or (c) age 55 with 20 or more years of credited service. Participants who have attained age 55 with 15 years of credited service may retire with reduced benefits.

Under the 788 Clerical Plan, members hired prior to April 1, 2015 are eligible for full retirement benefits at (a) age 65 or (b) the completion of 25 years of credited service. Former participants in the 788 Clerical Plan are eligible for reduced retirement benefits at (a) age 62 with 10 or more years credited service or (b) age 54 to 62 with 15 years or more of service.

For the 788 ATU and Clerical Plan, the retirement benefit is $40 times the years of credited service up to 25 years. A participant with twenty-five or more years of service accrued before April 1, 2020 receives a retirement benefit of $55 times years of credited service, and for years of service that accrue after April 1, 2020 receives a retirement benefit of $60 times years of credited service.

Eligible IBEW Plan members who retire after December 31, 2013 are eligible for full retirement benefits at (a) age 60 with 10 or more years of credited service or (b) the completion of 25 years of credited service. The IBEW defined benefit pension plan was closed to new employees effective January 1, 2014. Newly hired employees are eligible for a defined contribution plan and the National Electric Benefit Funds pension plan. For the IBEW plan, the retirement benefit is $60 times the years of credited service.

All Union employees are required to make plan contributions by payroll deduction each week. If a union employee leaves the employment of Bi-State Development prior to being eligible to receive a monthly benefit, he or she is eligible for a refund of employee contributions. Upon retirement and meeting plan eligibility, employees are entitled to a monthly pension benefit, payable for life. The Union Plans also provide survivor and disability benefits.

All three pension plans do not include cost of living adjustments for pension plan benefit payments.

The Union Plans' benefit terms can only be changed through the negotiation of a labor contract and the approval of the Board of Commissioners. The Salaried Plan benefits can be changed with the approval of the Board only.

Grants and Assistance

Capital Improvement Grants

Capital improvement projects for airport engineering and construction costs at the St. Louis Downtown Airport are funded by capital improvement grants from the Federal Aviation Administration and the Illinois Department of Aeronautics and the Illinois Department of Transportation (IDOT). The St. Louis Downtown Airport provides additional funds from operating revenues.

Capital and Operating Assistance Grants

Bi-State Development receives federal and state capital assistance grants for undertaking of urban public transportation capital improvement projects. Additionally, beginning in fiscal year 1999, a portion of the capital assistance grants may be used for fleet maintenance. The terms of the capital assistance grants require that a portion of the project costs be funded locally. The local share of the capital assistance grants has been funded by grants from the State of Illinois and by application of local Missouri sales tax appropriations. Bi-State Development receives the following type of assistance grants:

- **Federal Transit Administration -** Bi-State Development is the recipient of several Federal Transit Administration Assistance Grants awarded by the United States Department of Transportation under the Federal Transit Act of 1964, as amended.
- **State of Missouri** - In 1996, the Governor of the State of Missouri approved temporary transit operating assistance grant funding through the Missouri Department of Transportation (MoDOT). Bi-State Development began receiving this assistance in July 1996.
- **Illinois Department of Transportation (IDOT) Grants** - IDOT is authorized under provisions of Illinois Revised Statutes, Chapter 127, Section 49 through 51 and Illinois Revised Statues, Chapter 127, Section 701 (Illinois Acts) to provide capital assistance to Bi-State Development. Bi-State Development uses a portion of the Illinois capital assistance grants to meet local share requirements on certain federal transit administration capital improvement projects.

Commitments and Contingencies

Expenditures financed by state and federal grants are subject to audit by the granting agencies to verify compliance with conditions of the grants. Management believes that Bi-State Development is in compliance with the terms of such grants and that no significant liability will arise from audits previously performed or to be performed.

In the ordinary course of business, a number of claims and lawsuits arise from individuals seeking compensation for personal injury, death, and/or property damage resulting from accidents occurring in the operation of the system. In addition, Bi-State Development has been named as a defendant in a number of lawsuits relating to personnel and contractual matters. Management does not believe that the outcome of these claims will have a material adverse effect on Bi-State Development's financial position. However, in the event of an unfavorable outcome in one or more of these matters, the impact could be material to Bi- State Development's financial position or results of operations.

Bi-State Development has future contract commitments for construction and purchase of assets in the amount of $86.7 million as of June 30, 2020.

CONDUIT DEBT OBLIGATIONS

From time to time, Bi-State Development has been associated with the issuance of Industrial Development Bonds and Special Facility Revenue Bonds to provide financial assistance for the acquisition and construction of facilities deemed to be in the public interest.

Special Facility Revenue Bonds

For the construction of the second phase of the MetroLink system, Bi-State Development utilized funds provided by the proceeds from two special revenue bond issuances. These bonds are not general obligations of Bi-State Development as they are to be repaid by a party other than Bi-State Development. Accordingly, the bonds are not reported as liabilities in the accompanying financial statements. The following is a description of the two special facility revenue bond issuances:

St. Clair County MetroLink Extension Project Refunding Revenue Bonds, Series 2006 – The $39,155,000 Series 2006 Bonds, issued December 20, 2006 are special, limited obligations of Bi-State Development, payable solely from revenue and other sources provided in the indenture, and are not general obligations of Bi-State Development. These bonds mature serially in varying amounts through 2028. The Series 2006 bonds provided funds to refund a portion of the Series 1998 A bonds on July 1, 2009 through July 1, 2028. As of June 30, 2020, $24,795,000 remain outstanding.

St. Clair County MetroLink Extension Project Refunding Revenue Bonds, Series 2014 – The $4,160,000 Series 2014 Bonds, issued on December 4, 2014 are special, limited obligations of Bi-State Development, payable solely from revenue and other sources provided in the indenture, and are not general obligations of Bi-State Development. These bonds mature serially in varying amounts through 2027. The Series 2014 bonds provide funds to refund the Series 2004 Bonds which refunded the Series 1998 A bonds on July 1, 2004 through July 1, 2008. As of June 30, 2020, $2,770,000 remain outstanding.

Glossary

501(c)(3) - is an American tax-exempt nonprofit organization.

Accounting system - The total set of records and procedures which are used to record, classify and report information on the financial statements and operations of an entity.

Accrual basis accounting - The method of accounting under which revenues are recognized when earned and expenses are recognized at the time the liability is incurred (whether or not cash is received at that time or disbursements are made at that time).

AAP - Annual Audit Program - Internal Audit annual review of current company processes.

ADA - The Americans with Disabilities Act of 1990 – A federal act which prohibits discrimination against people with disabilities thereby promoting access to jobs, public accommodations, telecommunications, and public services, including public transit. Both operating and capital programs have been initiated by Bi-State Development in response to ADA legislation.

ADA paratransit service - Call-A-Ride van service provided to ADA-eligible passengers.

Administration - Bi-State Development's human resources, marketing and communications, procurement and material management, information technology and finance.

Aircraft movement - Takeoff or landing recorded by the St. Louis Downtown Airport tower. Movements when the tower is closed are not included.

Airport fuel sales - Number of gallons of aviation fuel delivered to the fixed base operators.

Alternative Mobility – more flexible options to fixed route large bus and train service, operated by smaller vehicles.

Amortization - the allocation of a lump sum amount to different time periods, particularly for loans and other forms of finance, including related interest or other finance charges.

Appropriation - A law enabling and limiting availability of funds from a funding jurisdiction. Generally, Bi-State Development budgets precede appropriation.

Arch tram ridership - Number of adult and child tickets sold.

Arts In Transit, Inc. – is a non-profit 501(c)(3) created to facilitate community engagement public art programs and projects that enhance the transit experience. This entity connects the region's art community to Metro Transit.

ATS - Alternative Transportation Service, paratransit service provider in St. Clair County, IL. Bi-State Development is contracted by SCCTD for maintenance of the ATS vehicles.

Average weekday ridership - Average passenger boardings for weekday service. Excludes Saturdays, Sundays, and scheduled holidays.

Balanced budget - The Approved Organizational Compact between the states of Missouri and Illinois requires Bi-State Development to prepare and adopt an annual operating budget. A balanced operating budget shall be defined as one where cash sources are greater or equal to the cash usage. (see also Operating Budget)

Based aircraft - Number of aircraft stored in owned or leased hangars or outside ramps at St. Louis Downtown Airport at end of each month.

Benefits - Fringe benefit expenses including health, life, and disability insurance; social security; vacations; holidays; sick leave; Paid Time Off (PTO); unemployment; workers' compensation, and employer's 401(k) contribution.

Bi-State Development Research Institute – The Institute is 501(c)(3) non-profit corporation under the Bi-State Development umbrella. The purpose of the Institute is to provide research and develop data and information for local programs, public infrastructure and public/private real estate improvements for BSD.

Board of Commissioners - Ten-member board that sets policy and direction for the Agency. The governor of Missouri appoints five commissioners and the County Boards of St. Clair and Madison Counties in Illinois appoint five.

Bond - A debt investment in which an investor loans money to an entity (corporate or governmental) that borrows the funds for a defined period of time at a fixed interest rate.

Call-A-Ride - Bi-State Development service name for demand-response van service.

Capital assets – An asset purchased $5,000 or greater value and having a useful life of more than one year. Also called fixed assets.

Capital budget - A component of the annual budget that serves as a guide for efficiently and effectively undertaking capital projects. The capital budget includes the Capital Improvement Program (CIP).

Capital Improvement Program (CIP) - A plan of major capital projects. It includes the funds required for the completion of the projects and the sources for funding these projects.

Capital project - Projects with an estimated useful life of 1-year or more and a total cost of at least $5,000.

Cash equivalent - Per Bi-State Development, all investments readily convertible into cash with original maturity of 90 days or less.

CMAQ grant - A federal Congestion Mitigation/Air Quality grant program designed to support transportation projects that contribute to air quality improvements and provide congestion relief.

Compensation - The cost of wages, salaries, overtime and benefits for the performance of work.

Complaint - Passenger or general public dissatisfaction expressed to Customer Service by phone call, letter or email for which there is no immediate, satisfactory explanation; includes operator behavior, service, equipment maintenance or suitability, or other concerns.

Continuing resolution - Legislation that allows a government organization to operate while its budget is still yet to be approved.

Cross County - MetroLink corridor extending through Clayton, Missouri and ending at Shrewsbury, Missouri, adding eight miles and nine stations to the system.

Cost center - An operating unit within Bi-State Development for which an annual budget is approved by the Board of Commissioners.

Customer complaint - See complaint.

Deadhead - The time and distance in which a transit vehicle is traveling toward a yard, shop, or the start of a run but is not in revenue service.

Debt Service Fund - A fund used to account for resources set apart for the payment of principal, interest, and any service charges on long-term debt.

Depreciation - The decrease in value of assets and/or the allocation of the cost of assets to periods in which the assets are used.

DMH - Missouri Department of Mental Health, which subsidizes Call-A-Ride paratransit passenger trips.

EADS - Employee Accountability and Development System, Bi-State Development's employee evaluation and development program.

EAM – Enterprise Asset Management. The optimal lifecycle management of the physical assets of an organization.

EEO - Equal Employment Opportunity

Economic Stimulus Funds - Funds created when the government changes its fiscal policy of spending and taxation in order to bolster and revive an economy that is in a recession. By spending money on state and federal infrastructure, the government hopes to provide jobs, and jump-start the failing economy.

EWGCOG - The East-West Gateway Council of Governments is designated by federal, state, and local officials as the Metropolitan Planning Organization (MPO) for the greater St. Louis region. The MPO is responsible for carrying out the urban transportation planning process in this region.

Executive Services - A Bi-State Development service supporting the other Bi-State Development companies.

Expense (operating) - Excludes depreciation, amortization, debt expense and sheltered workshop expense. Allocations by mode are based on a management-developed model.

Failure - Call-A-Ride and MetroBus: Revenue service interruption whereby a vehicle is unable to complete the assigned run and must be removed from service because of a mechanical, wheelchair lift, or other equipment failure. Road hazard tire failures, vandalism, accidents, and other failures not related to maintenance of vehicles are not reported. MetroLink revenue service interruption whereby a train is delayed by five minutes or more or removed from service because of a mechanical reason.

Fair value - Unbiased estimate of the potential market price.

Farebox recovery - Passenger revenue as a percent of operating expense.

Fares - The amount charged to passengers for use of various services provided by Bi-State Development.

FAST ACT – Fixing America's Surface Transportation Act. The surface transportation law that authorizes funding for various transportation programs. The law was signed by President Obama on December 4, 2016 and became effective October 1, 2016 and is effective for five years, through September 30, 2020. It replaces MAP-21.

Federal Discretionary Funds - Programs funds allocated for specific projects. Each program has its own eligibility and selection criteria that are established by law, by regulation, or administratively.

Federal Formula Fund - Is a grant program created by the Congress to distribute funding to states using a specific formula for the distribution of the funds. The formula tells the recipient of the funding how much aid the agency qualifies for.

Federal Vehicle Maintenance – The Federal Transit Administration allows preventive maintenance activities to be funded by Formula 5307 funds.

Finance - Bi-State Development's accounting, budget, grants, passenger revenue and treasury cost centers.

Fiscal policies - guidelines providing a framework for the financial responsibilities associated to the operation of Bi-State Development.

Fiscal year (FY) - The fiscal year for Bi-State Development ends on June 30 of each year. FY 2021 ends on June 30, 2021. FY 2021 of the federal government extends from October 1, 2020, through September 30, 2021.

Fixed asset - Assets of long-term character which are intended to continue to be held or used, such as land, buildings, machinery and furniture. See also Capital Assets

Fixed guideway funds - Provides grants for new and expanded rail, bus rapid transit, and ferry systems that reflect local priorities to improve transportation options in key corridors.

Fixed guideway system – Any transit service that uses and occupies a separate right–of-way or rails for the exclusive use of public transportation and other high occupancy vehicles or uses a fixed catenary system.

Fixed route service - MetroBus and MetroLink vehicles that operate according to fixed schedules and routes.

Fleet size – Number of revenue vehicles at the end of the reporting period.

FTA - (Federal Transit Administration) – The federal agency that helps cities and communities provide mobility to their citizens. Through its grant programs, FTA provides financial & planning assistance to help plan and build public transit systems. Since 1988, the only FTA funding available to Bi-State Development has been for capital projects.

Fund - A fiscal and accounting entity which is comprised of a self-balancing set of accounts which reflect all assets, liabilities, equity, revenue and expenditures (or expenses) necessary to disclose financial position and the results of operations. Funds are established as individual entities in order to segregate financial records for the purpose of legal compliance, different natures of the activities performed, measurement of different objectives, and to facilitate management control.

Fund accounting - An accounting system emphasizing accountability rather than profitability, used by non-profit organizations and governments.

Fund balance - Refers to the excess of current assets over current liabilities.

Gateway Arch - Jefferson National Expansion Memorial and park grounds operated by the National Park Service in downtown St. Louis. In reference to Bi-State Development, the tram system and ticketing operation managed by Bi-State Development under contract with the National Park Service.

Gateway Riverboats - Becky Thatcher and Tom Sawyer riverboats owned and operated by Bi-State Development adjacent to the Gateway Arch park grounds.

GAAP or Generally Accepting Accounting Principles (US) - A collection of commonly-followed accounting rules and standards for financial reporting.

Governmental Accounting Standards Board – Established in 1984, the Governmental Accounting Standards Board (GASB) is the independent, private-sector organization based in Norwalk, Connecticut, that establishes accounting and financial reporting standards for U.S. state and local governments that follow Generally Accepted Accounting Principles (GAAP).

General Fund - It is the principal operating fund for Bi-State Development.

Hedging - An investment position intended to reduce any substantial losses/gains suffered by an individual or an organization. The fuel hedging program is designed to protect the annual budget from severe fluctuations in price.

Half cent sales tax - One-half of a cent sales tax collected in St. Louis City and St. Louis County, enacted in 1973, to be used for transportation purposes

IDOT - Illinois Department of Transportation.

Infrastructure - Basic installations and facilities (e.g., roads, bridges) upon which the continuance and growth of a community depend.

IT - Information technology including hardware and software management and office services.

JARC - Job Access and Reverse Commute Program - FTA grant program to provide funding for local programs that offer job access and reverse commute services to provide transportation for low income individuals who may live in the city core and work in suburban locations.

Liability - Debt or other legal obligations arising out of transactions in the past which must be liquidated, renewed, or refunded at some future date. This term does not include encumbrances.

Management fee - Assessment by Executive Services to other Bi-State Development companies to finance Executive Services company expenses.

MAP-21 (Moving Ahead for Progress in the 21st Century Act) - The surface transportation law that authorizes funding for various transportation programs. The law was signed by President Obama on July 6, 2012 and became effective October 1, 2012 and is effective for two years, through September 30, 2014. It replaces SAFETEA-LU.

Media Exposures - Potential audience reached based on print media circulation, unique social media viewers, and broadcast audience size.

Metro Reimagined – A system service redesign, implemented in September 2019, which will increase frequency on high-demand bus routes, deliver shorter wait times, faster trips and better connections.

MetroBus - Bi-State Development service name for bus service.

MetroLink - Bi-State Development service name for light rail service.

MetroScapes - An Arts in Transit program that publishes local artists' images for use in Metro bus shelters and a limited edition of posters. Posters are offered for sale at the MetroStore.

Microtransit – is a form of demand responsive transit that offers flexible routing and/or flexible scheduling of small vehicles. Microtransit providers build routes so as to extend the efficiency and accessibility of the transit service.

New Freedom - FTA formula grant program that aims to provide additional tools to overcome existing barriers facing Americans with disabilities seeking integration into the work force and full participation in society.

New Start - FTA grant program that is the primary funding option for local "guideway" transit projects, such as rapid rail, light rail, commuter rail, people movers, and exclusive facilities for buses and other high-occupancy vehicles (such as bus rapid transit).

OATS, Inc. - A not-for-profit 501(c)3 corporation providing specialized public transportation for senior citizens, people with disabilities and the rural general public in 87 Missouri counties.

On-time performance - MetroBus and MetroLink: Automated passenger counters record early and late departures for selected MetroBus routes and MetroLink runs compared to published schedules. A trip is considered "on-time" if the vehicle departs within the time frame of 59 seconds before schedule or arrives within 4:59 minutes after schedule. Deleted from the results are no-shows or extreme weather days. Call-A-Ride: Appointments are made giving the passenger an estimated arrival time. A trip is considered on time if arrival for the appointment is within 20 minutes before or after the appointment time.

Operating budget - The portion of the budget pertaining to daily operations that provide basic governmental services. The operating budget contains appropriations for such expenditures as personnel, supplies, utilities, travel, fuel, and capital outlay.

Operating expense - See Expense (operating)

Operating revenue - See Revenue (operating)

Operations - Bi-State Development's vehicle operator and maintenance, security, custodial, service planning, and customer service cost centers.

Organizational unit - A major administrative unit of Bi-State Development with overall management responsibility for an operation or a group of related operations within a functional area.

Paraquad - A St. Louis center for independent living for people with disabilities.

Parking facility vehicle transactions - Number of vehicles exiting the facility excluding monthly parkers.

Passenger boardings - Includes original revenue vehicle boardings and all transfers based on MetroBus farebox counts, MetroLink ridership modeling using Automatic Passenger Counter (APC) technology, and actual Call-A-Ride passengers.

Passenger injury - Physical harm or alleged physical harm to a passenger or bystander involved in a Bi-State Development accident. One vehicle accident may result in multiple injuries.

Peer - City which management considers to be comparable to St. Louis. Certain cities report more than one agency in which case the agency results have been combined.

Per capita income - income computed for every man and woman in a geographic area age 16 and over.

Performance indicators - Specific quantitative and qualitative measures of work performed as an objective of the department or cost center.

Performance measurements - See Performance Indicators

Peripheral equipment - Computer input/output devices

Prop A - One-half of a cent sales tax collected in St. Louis County, enacted in 2010, primarily used to fund transit operating activity with the remainder applied to capital.

Prop M - One-quarter of a cent sales tax collected in St. Louis City and County used for mass transit development and operations.

Prop M2 - One-quarter of a cent sales tax collected in St. Louis City, approved in 1997 and began collecting in 2010 with the passage of the St. Louis County Prop A tax, used for operations and capital development.

Restricted funds - Grants or donations that require that the funds be used in a specific way or for a specific purpose.

Revenue (operating) - The term designates an increase to a fund's assets which does not increase a liability, represent a repayment of an expenditure already made, represent a cancellation of certain liabilities or represent an increase in contributed capital.

Revenue bond - a special type of bond distinguished by its guarantee of repayment solely from revenues generated by a specified revenue-generating entity associated with the purpose of the bonds.

Revenue hours - Time that MetroBus/Call-A-Ride vehicles or MetroLink trains operate in passenger service including special service and layover/recovery time.

Revenue miles - Distance that MetroBus/Call-A-Ride vehicles or MetroLink trains operate in passenger service including special service.

Revenue recovery - Passenger revenue, Transit Management Association revenue, and paratransit contractual revenue as a percent of expense.

Reverse commute - City-to-suburb commute. This phrase refers to the fact that most riders commute from the suburbs to the city.

Ridership - Transit System: Total passenger boardings. Gateway Arch tram: Number of adult and child tickets sold. Riverboats: Number of cruise tickets sold to adults and children.

Riverfront attractions - Includes the Gateway Riverboats and bike rentals, operated by Bi-State Development, and a heliport owned by Bi-State Development but operated under a lease agreement with a helicopter tour company.

Roadcall - MetroBus or Call-A-Ride revenue service interruption whereby the vehicle is delayed because of mechanical, tire, farebox, wheelchair or other equipment failure. A delay is not counted as a roadcall unless the delay is five minutes or more for MetroBus or fifteen minutes or more for Call-A-Ride.

SAFETEA-LU - Safe, Accountable, Flexible, and Efficient Transportation Equity Act – A Legacy for Users was signed into law August 10, 2005 for federal transit programs for FY 2005 through FY 2009. The law was extended under a series of continuing resolutions until its' final expiration on September 30, 2012.

SCORE - (Systems Connectivity Opportunity Responsiveness Efficiency) – Bi-State Development's state of the art business information system that brings a new level of integration of automation between business functions.

Security incident - Primarily disorderly conduct, fare evasion, trespassing, drunkenness and other arrests at Bi-State Development locations. Also includes reported violent crime and property crime even if there was no arrest.

Self-Insurance Funds - Self-insurance programs operated by Bi-State Development that includes medical and dental, casualty insurance and workers' compensation insurance.

Service hours - see total hours

Service miles - see total miles

Sheltered workshop - Vocational programs designed to provide work for persons with mental retardation/developmental disabilities. Two percent of the Missouri one-half cent sales tax (City of St. Louis and St. Louis County) when received by Bi-State Development is forwarded to support these programs.

Single Audit Act - provides audit requirements for ensuring all non-Federal entities that expend $500,000 or more of Federal awards in a year are expended properly

Smart card - Pocket-sized card with embedded integrated circuits which can process data to be used for transit fare collection.

St. Louis Downtown Airport – A full-service aviation center offering an extensive line of general aviation services eight minutes from downtown St. Louis in Cahokia/Sauget, Illinois. This is an enterprise within the Bi-State Development Agency umbrella.

St. Louis Regional Freightway – was created as a public-private partnership to optimize the region's freight transportation network and further enhance the St. Louis region's standing as a World Class Logistics Hub. This is a Bi-State Development enterprise.

STIP - State Transportation Improvement Program - A statewide prioritized listing/program of transportation projects covering a period of four years that is consistent with the long-range statewide transportation plan metropolitan transportation plans and transportation improvement plans (TIPs), and is required for projects to be eligible for funding.

STP - Surface Transportation Program; provides funds for projects that include road maintenance and construction, public transit projects, bridge improvements, traffic flow improvement projects, and bicycle and pedestrian projects.

Straight-line method - the purchase or acquisition price of an asset subtracted by the salvage value divided by the total productive years the asset can be reasonably expected to benefit the company

Strategic plan - Comprehensive summary of Bi-State Development's plan and vision to improve quality of life through public transportation.

Subsidy per passenger - Operating subsidies related to transit operations divided by passenger boardings.

TIF - Tax increment financing which creates tax incentives for business redevelopment. TIF programs may reduce sales tax receipts for Bi-State Development.

TIP - Transit Improvement Program, a planning document prepared by Bi-State Development for review and approval by state Departments of Transportation and the Federal Transit Administration to enable grant applications and receipt of federal funds.

TMA - Transit Management Association, which coordinates paratransit operations in the region using Bi-State Development's reservation and dispatching system.

TOD - Transit Oriented Development, is the growing trend in creating vibrant, livable communities. Also known as Transit Oriented Design, it is the creation of compact, walkable communities centered around high quality train systems. This makes it possible to live a higher quality of life without complete dependence on a car for mobility and survival.

Total hours - Revenue hours plus deadhead hours (e.g., from the facility to the start of a revenue trip).

Total miles - Revenue miles plus deadhead miles (e.g., from the facility to the start of a revenue trip).

Tourism Innovation - The division responsible for the sales, marketing and operation of the Gateway Arch and Gateway Riverfront Attractions.

Tranche - one of a number of related securities offered as part of the same transaction.

Transit Asset Management (TAM) is a model that uses asset condition to help prioritize funding to achieve or maintain transit networks in a state of good repair.

Transit System - the Bi-State Development Company that provides transit services under service names MetroBus, MetroLink, and Call-A-Ride.

Trapeze - Trapeze Software, a major software provider specializing in transportation systems.

TRIP - Transit in the Park - (Paul S. Sarbannes) - Program goals are to conserve natural, historical, and cultural resources; reduce congestion and pollution; improve visitor mobility and accessibility; enhance visitor experience; and ensure access to all, including persons with disabilities through alternative transportation projects.

TVM - Ticket Vending Machines located at each MetroLink station

Unscheduled absenteeism - Operator, mechanic and facility support sick time and unauthorized leave as a percent of current staffing, excluding overtime.

Vehicle accident - Incident in which Bi-State Development vehicle makes physical contact with another vehicle, a fixed object or a person. It also includes derailments or leaving the road.

Vehicle miles - For MetroBus and Call-A-Ride, total miles and vehicle miles are the same. For MetroLink, total mileage for each car of a two-car train is included.

Vehicle transactions - Number of vehicles exiting the Gateway Arch Parking Facility.

UZA - A Census-designated urban area with 50,000 residents or more (Urbanized Area).

Glossary of Acronyms

ADA	Americans with Disabilities Act
AFL-CIO	American Federation of Labor and Congress of Industrial Organizations
AIG	American International Group
AIT	Arts in Transit
AMBAC	American Municipal Bond Assurance Corporation
APC	Automatic Passenger Counter
APTA	American Public Transportation Association
ARC	Actuarially Recommended Contribution
ArcGIS	Collection of software products that runs on standard desktop computers to create, import, edit, query, map, analyze and publish geographic information.
ArcGIS Server	ArcGIS Server delivers dynamic maps and GIS data and services via the Web.
ARFF	Aircraft Rescue and Firefighting
ARRA	American Recovery and Reinvestment Act of 2009
ATS	Alternative Transportation Service, paratransit service provider in St. Clair County, IL. Metro is contracted by SCCTD for maintenance of the ATS vehicles
ATU	Amalgamated Transit Union
AVL	Automated Vehicle Locator
BJC	Barnes Jewish Christian Healthcare Centers
BRT	Bus Rapid Transit
BSD	Bi-State Development
CAD/AVL	Computer Aided Dispatch / Automated Vehicle Location
CAFR	Comprehensive Annual Financial Report
CCC	Cross County Collaborative
CCTV	Closed Circuit Television (Cameras)
CID	Community Improvement District
CIP	Capital Improvement Program
CMAQ	Congestion Mitigation&Air Quality

CMS	Constant Maturity Swap
DBE	Disadvantaged Business Enterprise
DHS	Department of Homeland Security
DMH	Department of Mental Health
DOT	United States Department of Transportation
EADS	Employee Accountability and Development System
ERS	Evaluated Receipt Settlement
ESGR	Employer Support of the Guard and Reserve
EWGCOG	East-West Gateway Council of Governments
FAA	Federal Aviation Administration
FASB	Financial Accounting Standards Board
FAST Act	Fixing America's Surface Transportation Act
FCC	Federal Communications Commission
FEMA	Federal Emergency Management Agency
FSA	Financial Security Assurance Company (now Assured Guaranty)
FTA	Federal Transit Administration
FY	Fiscal Year
GAAP	Generally Accepted Accounting Principles
GASB	Governmental Accounting Standards Board
GFOA	Government Finance Officers Association
GIC	Guaranteed Investment Contract
GIS	Geographic Information System
HCMS	Human Capital Management System
HPS	High Pressure Sodium
IBEW	International Brotherhood of Electrical Workers
IDOT	Illinois Department of Transportation
IDS	Intrusion Detection System
ISF	Internal Service Fund
IT	BSD's Information Technology Division
JARC	Job Access and Reverse Commute Program

LIBOR	London Interbank Offering Rate
LOC	Letter of Credit
LRV	Light Rail Vehicle
MAC	Missouri Arts Council
MAP-21	Moving Ahead for Progress in the 21st Century Act
MoDOT	Missouri Department of Transportation
MOW	Maintenance of Way
MPO	Metropolitan Planning Organization
MTIA	Major Transportation Investment Analysis
NOFA	Notice of Funding Availability
NPS	National Park Service
NTD	National Transit Database
O&M	Operations and Maintenance
OATS	Older Adults Transportation Service
OPEB	Other Post Employment Benefits
PAPIs	Precision Approach Indicators
P3	Public-Private Partnership
RAC	Regional Arts Commission
RCGA	Regional Chamber and Growth Association
RFP	Request for Proposal
ROMIS	Rail Operations Management Information System
RTC	Resolution Trust Corporation
SAFETEA-LU	Safe, Accountable, Flexible and Efficient Transportation Equity Act - A Legacy for Users
SCADA	Supervisory Control and Data Acquisition
SCCTD	St. Clair County Transit District (Illinois)
SCORE	Systems Connectivity Opportunity Responsiveness Efficiency (Business System)
SIF	Self-Insured Fund
SMSA	Standard Metropolitan Statistical Area
SOP	Standard Operating Procedures

SSM	Sisters of St. Mary Healthcare
STP	Surface Transportation Program
STIP	State Transportation Improvement Program
STRIP	Separate Trading of Registered Interest and Principal Securities
TAM	Transit Asset Management
TAMP	Transit Asset Management Plan
TDD	Transportation Development District
TEA-21	Transportation Equity Act for the 21st Century
TFLEX	Transit Finance Learning Exchange
TIF	Tax Increment Financing
TIGER	Transportation Investment Generating Economic Recovery - supplemental discretionary grant program managed by the DOT.
TIP	Transportation Improvement Program
TMA	Transportation Management Association
TOD	Transit Oriented Development
TSA	Transportation Security Administration
TSGP	(Department of Homeland Security) Transit Security Grant Program
TVM	Ticket Vending Machines
UMSL	University of Missouri - St. Louis
USCG	United States Coast Guard
USO	United Services Organization
Wash-U	Washington University
YTD	Year to Date

BI·STATE
DEVELOPMENT

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GATEWAY ARCH

ST. LOUIS DOWNTOWN AIRPORT

RIVERBOATS AT THE GATEWAY ARCH

ST LOUIS REGIONAL FREIGHTWAY

BU200854