SAN BRUNO
Community Foundation

This meeting will be held in person at the San Bruno Recreation and Aquatic Center Community Room, with members of the public able to attend and offer public comment in person at the Recreation and Aquatic Center or virtually via Zoom or telephone.*

IN-PERSON MEETING LOCATION
San Bruno Recreation and Aquatic Center
Community Room
251 City Park Way
San Bruno, CA 94066

REMOTE VIA ZOOM OR TELEPHONE
Zoom Link:
https://us02web.zoom.us/j/81129428077?pwd=ykk0NavGGH7PKCHEz33I1J65yMt5X5.1
Webinar ID: 811 2942 8077
Passcode: 801484
Dial-in: (669) 900-6833

* Remote participation is offered in the meeting via Zoom as a courtesy to the public. If a technical error or outage occurs and remote participation is unavailable, the SBCF Board may continue the meeting in the San Bruno Recreation and Aquatic Center where the public can attend and offer comments in person.

PUBLIC COMMENT: In person attendees who want to provide public comment will be asked to fill out a speaker card and submit it with the SBCF Executive Director. Virtual attendees can comment by using the “Raise Hand” feature in Zoom to request to speak. For dial-in comments, press *9 to “Raise Hand” and *6 to unmute. Public comments on agenda items are limited to three minutes per speaker. Public comment may also be emailed to info@sbcf.org. Comments received via email will not be read aloud during the meeting. Materials related to the agenda distributed after it is published will be available for public inspection at San Bruno City Hall, 567 El Camino Real, San Bruno, in compliance with the Brown Act.

ACCESSIBILITY: In compliance with the Americans with Disabilities Act, individuals requiring special accommodations or modifications to participate in this meeting should contact the SBCF Office 48 hours prior to the meeting at (650) 763-0775 or info@sbcf.org.

AGENDA

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

September 2, 2026
7:00 p.m.

1. Call to Order/Welcome

2. **Roll Call**

3. **Public Comment:** Individuals are allowed three minutes at this time to comment on items within the jurisdiction of the Board that are not on this agenda. It is the Board's policy to refer matters raised in this forum to staff for research and/or action where appropriate. The Brown Act prohibits the Board from discussing or acting upon any matter not agendized pursuant to State Law.

4. **Approval of Minutes:** June 3, 2026, Regular Board Meeting

5. **Executive Director's Report**

6. **Consent Calendar:** All items are considered routine or implement an earlier Board action and may be enacted by one motion; there will be no separate discussion unless requested by a Board Member or staff.

   a. Receive and Approve Treasurer's Report (May, June, and July 2026 Financial Statements)

7. **Conduct of Business**

   a. Receive Report from Investment Committee on its August 19, 2026, Regular Meeting and Presentation from Sand Hill Global Advisors, LLC, Regarding the Firm's Investment Outlook and SBCF's Investment Portfolio

   b. Receive Report on the San Bruno-Narita Sister City Program Grants from the City of San Bruno, the San Bruno Education Foundation, and the San Bruno Park School District

   c. Adopt Resolution Approving the San Bruno Community Foundation's Participation in the Alliance of Silicon Valley Community Foundations' Food Insecurity Initiative and Awarding Food Insecurity Initiative Grant to the San Bruno Park School District in an Amount Not to Exceed $32,000

   d. Receive Report on the Recreation and Aquatic Center Startup Programming and Outreach Activities Grant from the City of San Bruno; Determine Whether Proposed Grant Modification Presents a Conflict of Interest Under Nonprofit and Exempt Entity Laws; and Adopt Resolution Modifying Strategic Grant to the City of San Bruno Supporting Startup Programming and Outreach Activities at the San Bruno Recreation and Aquatic Center to Reallocate Funds from Year 2 to Year 3

e. Receive Report on the Crestmoor Fields Project from the City of San Bruno

f. Receive Report on the Fire Station No. 52 Replacement Project from the City of San Bruno and Adopt Resolution Creating and Appointing Members to the Ad Hoc Committee on Fire Station Replacement Project

g. Adopt Resolution Adopting the San Bruno Community Foundation's Restated Bylaws, Including a Three-Term Limit for Directors

8. Board Member Comments

9. Adjourn: The next regular meeting of the Board of Directors is scheduled for Wednesday, October 7, 2026, at 7:00 p.m.

MINUTES

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

June 3, 2026
7:00 p.m.

Meeting Location:
San Bruno Recreation & Aquatic Center, Community Room, 251 City Park Way, San Bruno

1. Call to Order/Welcome: President Netane-Jones called the meeting to order at 7:00 p.m.

2. Roll Call: Board Members Netane-Jones, Ruane, Gomez, and Inglima, present; Board Members Wong, Franzella, and Perry, excused.

3. Public Comment: None.

4. Approval of Minutes: May 6, Regular Board Meeting

Vice President Ruane moved to approve the minutes of the May 6, 2026, Regular Board Meeting, seconded by Board Member Inglima, approved unanimously by roll call vote (Wong, Franzella, and Perry, absent).

5. Executive Director's Report

Executive Director Hatamiya gave a brief report. She noted that 24 Crestmoor Scholars are eligible for a scholarship payment in 2026, that the students have started submitting their renewal documentation, and that she has begun the process of disbursing scholarship checks.

6. Consent Calendar

a. Adopt Resolution Approving Appointments to the Investment Committee

b. Receive and Approve Treasurer's Report (April 2026 Financial Statements)

Board Member Inglima moved to accept the Consent Calendar as presented, seconded by Secretary Gomez, approved unanimously by roll call vote (Wong, Franzella, and Perry, absent).

7. Conduct of Business

a. Receive Report on the Recreation and Aquatic Center Startup Programming and Outreach Activities Grant from the City of San Bruno and Provide Feedback on Potential Grant Modifications

San Bruno Community Services Director Travis Karlan updated the Board on the second year of the three-year, $2.25 million strategic grant to the City of San Bruno supporting startup programming and outreach activities at the Recreation and Aquatic Center (RAC). He reviewed the grant's purpose and year 1 accomplishments and then explained that the City is projected to use nearly $971,000 of the $1,165,126 in grant funds allocated for year 2 by the end of June. He highlighted uses of the grant in year 2, including membership incentives, facility access and special program incentives, marketing activities, opening the outdoor pool over the winter months, and community and fee-based activation events. He said that once the City completes its year 2 grant report, he will likely return to the Board with a request to roll over the remaining balance of the year 2 grant funds, to add a fourth year to the grant and redistribute all remaining grant funds over the two final years of the grant, and to expand the permitted uses of the grant funds to possibly include activities for seniors at the RAC during upcoming renovations at the Senior Center and enhanced parking opportunities for the facility. In response to questions from Board members, Director Karlen elaborated on the success of specific membership promotions and noted that the RAC's meeting rooms have seen increased rentals for celebrations of life and smaller conferences.

b. Receive Report on the Downtown Beautification Initiative from the City of San Bruno

Director Karlen gave the final update on the City's downtown beautification efforts, which have been funded in part by a $350,000 grant from the Foundation. He highlighted the project's funding partners and the completed improvements, including new planters and landscaping along San Mateo Avenue, an updated irrigation system, upgraded medians at the north and south ends of San Mateo Avenue, the planting of trees along Jenevein Avenue, and a new street pole banner program with three seasonal collections. He explained the benefits of the beautification upgrades, including significantly improving the appearance and continuity of the downtown corridor.

c. Receive Report on the Crestmoor Fields Project from the City of San Bruno

Director Karlan gave a brief update on the Crestmoor Fields Project, which the Foundation is supporting with more than $5.35 million in grant funding for the construction of a new soccer complex at the former Crestmoor High School site, including the installation of permanent lights. He reported that the City is close to coming to terms on an Improvement Agreement with the developer to construct the fields and hopes to bring the Agreement to the City Council for approval on June 23. In response to a question about the project timeline, he said that there is about six months of design work remaining on the project, followed by an 18-month construction period.

d. Receive Report from the Ad Hoc Committee on Strategic Planning on the Status of Potential Legacy Projects

As Committee Chair, President Netane-Jones reported that the Ad Hoc Committee on Strategic Planning has been primarily focused on the Foundation's main final legacy project, a new Fire Station No. 52. She said the Foundation recently received the positive news that Caltrans has approved the City's appraisal of its desired site for the fire station, which is a state-owned parcel bounded by Skyline Boulevard, San Bruno Avenue, and Glenview Drive, and that in October the California Transportation Commission will consider declaring the parcel as excess land and approve its conveyance. San Bruno Fire Chief Michael Ku thanked the Board for its support of the fire station replacement project and noted next steps in the planning phase. He estimated, based on comparables from other fire station projects in the area, that a new Fire Station No. 52 would cost about $18 million to build in addition to the land acquisition costs.

e. Receive Report from Investment Committee on its May 20, 2026, Regular Meeting

Executive Director Hatamiya reported on the Investment Committee's latest quarterly meeting on May 20, 2026. She gave highlights of the report from Sand Hill Global Advisors, which included the firm's investment outlook and a review of the first quarter 2026 performance of the Foundation's three investment accounts (Strategic Pool, Liquidity Pool, and Outdoor Education Quasi-Endowment), which totaled $32.4 million as of March 31, 2026. She said that in reviewing the portfolio balance, the Sand Hill team noted that total withdrawals from the portfolio since inception have totaled $62.4 million to support of long list of community benefits, with $25.7 million in total value added since inception as of mid-May.

Ms. Hatamiya reported that the Committee briefly discussed cash flow strategies related to the funding of any final legacy projects and conducted its annual review of the Foundation's Investment Policy Statement and Investment Operating Plan. Noting that the three-pool structure of the investment portfolio has served the Foundation well, she said the Committee made no recommendations for amendments to either document. Ms. Hatamiya also noted that following the Board's action in May, the Committee approved a resolution approving the use of remote teleconference meetings pursuant to Senate Bill 7070 and Government Code Sections 54953.8 and 54953.8.6. She said the Committee will begin using the remote teleconference meeting format at its August 19, 2026, meeting.

Finally, Ms. Hatamiya thanked Investment Committee Members Tony Clifford, Tim Ross, Mark Hayes, and Board Member Larry Franzella for their continued service, as the Board reappointed them to two-year terms beginning on July 1, 2026, earlier in the meeting as part of the Consent Calendar.

f. Adopt Resolution (a) Approving Fiscal Year 2026-2027 Budget, (b) Approving Transfer from the Strategic Pool Investment Account to the Liquidity Account for Fiscal Year 2026-2027, and (c) Directing the Executive Director to Submit the Fiscal Year 2026-2027 Budget to the San Bruno City Council for Consideration and Approval

Executive Director Hatamiya presented the Foundation's proposed budget for fiscal year 2026-2027. She noted the overall financial health of the organization, with total assets of $33.3 million and total net assets of $27.0 million as of April 30, 2026. She said that the budget reflects the strategy decisions the Board made in 2025 to spend down the Foundation's remaining net assets on a small number of larger legacy projects and wind down all other program.

She then went through the three categories of expenses (direct program expenses of $5,000,000, all for strategic grants; personnel expenses of $263,418; and non-personnel support costs of $135,162), for a total of $5,398,580.

She noted that the Foundation's cash-flow requirements drive the transfers from investments, the Foundation's primary source of "income." She explained the Foundation's cash-flow needs based on strategic grants and operating expenses. With total strategic cash needs of $12,103,593, she said that $1,911,995 will be covered by the Strategic Carry Forward from fiscal year 2025-2026, resulting in a Strategic Payout of $10,191,598.

She asked the Board to approve a multi-part resolution: (a) approving fiscal year 2026-2027 budget, (b) approving a transfer from the Strategic Pool investment account to the Liquidity account for fiscal year 2026-2027, and (c) directing the Executive Director to submit the fiscal year 2026-2027 budget to the San Bruno City Council for consideration and approval. She further noted that the transfer amount is a ceiling and that the resolution gives the Executive Director the discretion to divide the transfer into smaller increments, set the timing of the transfer of those increments, and transfer less than the approved amount, based on the Foundation's cash flow needs. She explained that following the Board's approval, she was scheduled to present the budget to the City Council on June 9 and that the Council would consider approval of the budget on June 23.

President Netane-Jones expressed appreciation for Executive Director Hatamiya's financial expertise and ability to handle the Foundation's financial matters without a finance director.

Secretary Gomez moved to adopt the resolution (a) approving fiscal year 2026-2027 budget, (b) approving a transfer from the Strategic Pool investment account to the Liquidity account for fiscal year 2026-2027, and (c) directing the Executive Director to submit the fiscal year 2026-2027 budget to the San Bruno City Council for consideration and approval, seconded by Board Member Inglima, passed unanimously by roll call vote (Wong, Franzella, and Perry, absent).

8. Board Member Comments: Secretary Gomez encouraged others to attend San Bruno Community Day on Sunday, June 7.

9. Adjourn: Vice President Ruane moved to adjourn the meeting at 8:08 p.m., seconded by Secretary Gomez, approved unanimously (Wong, Franzella, and Perry, absent).

Respectfully submitted for approval at the Regular Board Meeting of September 2, 2026, by Secretary Raul Gomez and President Malissa Netane-Jones.

Raul Gomez, Secretary

Malissa Netane-Jones, President

SAN BRUNO

Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Executive Director's Report**

Since the June 3, 2026, Board meeting, I have continued implementing and overseeing various strategic grant initiatives, developing a new grant opportunity with the Alliance of Community Foundations, monitoring potential legacy projects including Fire Station No. 52, and supporting the Investment Committee, all of which will be covered during the business portions of the September 2, 2026, regular Board meeting. In addition, I have handled a variety of other matters, including the following:

1. Fiscal Year 2025-2026 Audit

Accounting Consultant Frank Bittner has closed the fiscal year 2025-2026 accounting books, as the year concluded on June 30, 2026, and together, he and I have submitted the requested reports and documents to the Foundation's auditors at Novogradac & Company. Novogradac has committed to preparing draft audited financial statements by October 10, and we have scheduled an Audit Committee meeting on October 19 at 3:30 p.m. at San Bruno City Hall, Room 101, to discuss the audit with the Novogradac team. Novogradac's Lance Smith is scheduled to present the audited financial statements to the Foundation Board at its November 4 meeting.

2. Fiscal Year 2026-2027 Budget

On June 9, 2026, I presented the Foundation's fiscal year 2026-2027 budget, which the Foundation Board approved on June 3, to the San Bruno City Council. I also gave a brief presentation on the Foundation's highlights over the past year. On June 23, the City Council formally approved the budget as part of its Consent Calendar.

3. Crestmoor Scholarship Payments

This year, 24 Crestmoor Scholars are eligible to receive scholarship payments upon receipt of their renewal documentation (proof of enrollment for fall 2026, a certificate of good standing from their college, and their 2026 annual report). Since June, I have disbursed 2026 scholarship payments to 23 of the eligible Crestmoor Scholars, and I am working with the final Scholar to confirm their renewal documentation.

4. Email Newsletter and Website Hits

Since the June 3 Board meeting, I have sent out one email blast to the Foundation's email distribution list, reporting on the June meeting. Of the approximately 770 emails sent, 54% of the recipients opened the email blast.

According to Google Analytics, between June 4 and August 26, approximately 900 users visited the Foundation website. The most visited pages were home page and the page related to the Recreation and Aquatic Center grants.

SAN BRUNO
Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Consent Calendar for the September 2, 2026, Regular Board Meeting**

For the September 2, 2026, Regular Meeting of the Board of Directors of the San Bruno Community Foundation, the Consent Calendar includes one item related to the administrative and operational functions of the Foundation.

1. Receive and Approve Treasurer's Report (May, June, and July 2026 Financial Statements)

The May, June, and July 2026 financial statements each consist of a Budget Report and Balance Sheet. The Budget Narratives provide a thorough explanation of the financial statements. The May and June Budget Reports include the fiscal year 2025-2026 budget figures approved at the June 4, 2025, Board meeting. The July Budget Report includes the fiscal year 2026-2027 budget figures approved at the June 3, 2026, Board meeting.

I recommend that the Board approve the Treasurer's Report, as outlined above, as part of the Consent Calendar on September 2, 2026.

Attachments:
1. May 2026 Financial Statements
2. June 2026 Financial Statements
3. July 2026 Financial Statements

SAN BRUNO
Community Foundation

May 2026

Budget Narrative

This report primarily describes amounts in column a (Actual Year to Date) of the monthly Budget Report. When projections vary from Budget (column b), the changes will be reflected in columns d (Final Projected Amount) and e (Change in Budget) and be explained. First eleven months equal 91.7% of the fiscal year.

INCOME

Line 1 Transfers from Strategic Pool – First transfer of $2,500,000 is equal to 26.2% of budget. There will be no additional transfers this fiscal year and the year-end projected total includes the $7,025,348 reduction compared to budget.

Line 2 Donations - $101,940 unbudgeted, unrestricted contributions have been received. $100,000 came from Google via Fidelity Charitable Funds. An additional $9,000 from Silicon Valley Community Foundation has been received in June.

EXPENSES

Line 4 Strategic Grants – $160,000 Outdoor Education grant is 3.2% of budget. In January, the Board approved additional grant funding of $1,952,400 for permanent lighting as part of the Crestmoor Fields Project grant. The grant agreement was fully executed and will be recorded in June. Projected year-end total is $2,887,600 less than budget.

Line 5 Salaries & Wages – Expense is slightly over budget at 92% due to Program Manager severance payment in July.

Line 6 Payroll Taxes & Benefits – Expense ($34,731) is 105.1% of budget. Retirement ($20,002) and Social Security/Medicare tax ($13,303) are the largest costs. Other costs include life ($664) and workers' compensation ($762) insurances. Final expected amount increased $4,939 based on Board approved increase in benefits.

Line 8 Occupancy – Only cost is office lease ($14,193). Amount is exactly on budget at 91.7%.

Line 9 Insurance – Total ($10,937) is 80.5% of budget and includes Directors & Officers ($7,349), crime ($2,387), and commercial liability ($1,201) policies. Final projected amount is $1,780 less than budget based on reduced premiums.

Line 10 Telecommunications – Cost ($1,585) is 75.5% of budget. Total includes internet ($749), cellular ($575), and land line ($261) services. Final projected amount is $350 less than budget.

Line 11 Postage & Shipping – Cost ($2,886) is 94.9% of budget. $2,532 or 88% of the total has been for Annual Report delivery.

Line 12 Marketing & Communications - $12,142 is 87.6% of budget with $11,444 or 94% of the total for Annual Report printing and design. Total also includes $451 for communications software app. Final expected amount is $1,612 less than budget.

Line 13 Office Supplies & Equipment – Cost ($1,299) is 50% of budget with $544 for computer related expenses and $706 for printer toner. Final expected amount is $868 less than budget.

Line 14 Legal Fees – $29,577 is 71.6% of budget, with $19,886 expended in support of Administration, $9,471 supporting Strategic Grants, and $220 for Community Grants. Final expected amount is $9,535 less than budget.

Line 15 Accounting & Payroll Fees – Total ($28,909) is 87.7% of budget with $15,299 for Accounting Consultant, $11,600 for audit and tax preparation fees, and $1,910 for payroll and accounting software fees. Final expected amount is $2,604 less than budget.

Line 16 Other Consultants – $472 cost is 12.5% of budget and was incurred for IT Consultant. Final expected amount is $2,303 less than budget.

Line 17 Travel, Meetings & Conferences – $2,822 is 46% of budget. $2,038 has been incurred for SBRAC room rentals. $784 incurred for costs associated with hosting a meeting of community foundations, which is being underwritten by a grant from the Silicon Valley Community Foundation. Final expected amount is $1,568 less than budget.

Line 18 Miscellaneous – Cost ($1,555) equals 61% of budget. $400 has been for Attorney General RRF-1 filing fees and $850 for organizational memberships. Final expected amount is $695 less than budget.

SUMMARY

Excluding the budget for Grants, total expenses are 88% of budget, which is less than the 91.7% benchmark for the first eleven months of the year. In terms of dollars, the $349,121 first eleven months expense is $14,497 less than the budget allocation for the first eleven months. Final expected amount for all non-grant expenses is $16,433 less than budget.

Total May Investment net gain or increase in value is $358,995. This came from Strategic Pool ($295,870), Quasi-Endowment Outdoor Education Pool ($56,779), and Liquidity Pool ($6,346) gains. Year-to-date Investment net income or increase in value is $2,475,596.

Overall organization year-to-date net income or increase in net assets is $2,068,405.

Total Net Assets, as of May 31, 2026, are $27,293,231 with $25,127,003 in general Unrestricted funds and $2,166,228 in the newly formed Quasi-Endowment Outdoor Education fund.

SAN BRUNO
Community Foundation

May 2026

<u>2025-2026 Budget Report</u>

		(a) Actual Year to Date	(b) Budget	(c) Actual as % of Budget (a/b)	(d) Final Projected Amount	(e) Change in Budget (d - b)
INCOME & TRANSFERS						
1	Transfers from Strategic Pool	2,500,000	9,525,348	26.2%	2,500,000	(7,025,348)
2	Donations	101,940	-	-	110,940	110,940
3	**Total Available for Operations**	2,601,940	9,525,348	27.3%	2,610,940	(6,914,408)
EXPENSES						
4	Strategic Grants	160,000	5,000,000	3.2%	2,112,400	(2,887,600)
5	Salaries & Wages	208,023	226,207	92.0%	226,207	-
6	Payroll Taxes & Benefits	34,731	33,058	105.1%	37,997	4,939
7	**Subtotal Personnel Expenses**	242,754	259,265	93.6%	264,204	4,939
8	Occupancy	14,193	15,483	91.7%	15,483	-
9	Insurance	10,937	13,590	80.5%	11,810	(1,780)
10	Telecommunications	1,585	2,100	75.5%	1,750	(350)
11	Postage & Shipping	2,886	3,040	94.9%	2,983	(57)
12	Marketing & Communications	12,142	13,855	87.6%	12,243	(1,612)
13	Office Supplies & Equipment	1,299	2,600	50.0%	1,732	(868)
14	Legal Fees	29,577	41,332	71.6%	31,797	(9,535)
15	Accounting & Payroll Fees	28,909	32,955	87.7%	30,351	(2,604)
16	Other Consultants	472	3,775	12.5%	1,472	(2,303)
17	Travel, Meetings & Conferences	2,822	6,140	46.0%	4,572	(1,568)
18	Miscellaneous	1,555	2,550	61.0%	1,855	(695)
19	**Subtotal Non-Personnel**	106,377	137,420	77.4%	116,048	(21,372)
20	**Total Expenses**	509,131	5,396,685	9.4%	2,492,652	(2,904,033)
21	**Net Surplus/(Loss)**	$ 2,092,809	$ 4,128,663		$ 118,288	$ (4,010,375)

Prepared by: F. Bittner, 7/6/2026

SAN BRUNO
Community Foundation

Statement of Financial Position
as of May 31, 2026

ASSETS			
Cash, Wells Fargo General	$ 131,485.68		
Cash, Wells Fargo Payroll	54,944.20		
Cash, Fidelity Liquidity Pool - Operating	2,218,863.88		
Total Cash		2,405,293.76	
Investments, Fidelity Strategic Pool	28,920,472.41		
Investments, Quasi-Endowment Outdoor Education	2,166,227.93		
Total Investments		31,086,700.34	
Prepaid Insurance	11,191.50		
Payroll Tax Holding Account	5,487.94		
Total Other Current Assets		16,679.44	
Deposits	909.45		
Right of Use Asset - Lease	60,531.85		
Total Other Assets		61,441.30	
TOTAL ASSETS			$ 33,570,114.84
LIABILITIES & NET ASSETS			
LIABILITIES			
Accounts Payable	5,754.78		
Payroll Taxes Payable	5,487.94		
Accrued Grants Payable	5,943,126.06		
Accrued Scholarships Payable	245,000.00		
Accrued Employee PTO	16,785.14		
Lease Liability	60,730.05		
Total Liabilities		6,276,883.97	
NET ASSETS			
Unrestricted, Non-QE 7/1/2025 Balance	25,224,776.73		
Transfers to Quasi-Endowment	(1,997,767.04)		
Year to Date Net Income from Operations	(407,191.08)		
Year to Date Non-QE Investment Income	2,307,184.33		
Total Non-QE Unrestricted Net Assets	25,127,002.94		
Quasi-Endowment 7/1/2025 Balance	48.85		
Transfer to Strategic Pool	(2,232.96)		
Year-to-date QE Investment Income	2,184.11		
Total QE Unrestricted Net Assets	-		
Quasi-Endowment Outdoor Education 7/1/2025 Balance	-		
Transfer from Strategic Pool	2,000,000.00		
Year-to-date QEOE Investment Income	166,227.93		
Total QEOE Unrestricted Net Assets	2,166,227.93		
Total Unrestricted Net Assets		27,293,230.87	
Total Net Assets		27,293,230.87	
TOTAL LIABLITIES & NET ASSETS			$ 33,570,114.84

Prepared by: F. Bittner, 7/6/2026

SAN BRUNO
Community Foundation

June 2026

Budget Narrative

This report primarily describes amounts in column a (Actual Year to Date) of the monthly Budget Report. When projections vary from Budget (column b), the variance will be reflected in column d (Actual vs. Budget Variance). This is the final report for the fiscal year.

INCOME

Line 1 Transfers from Strategic Pool – Transfer of $2,500,000 is equal to 26.2% of budget. The total is $7,025,348 less than budget.

Line 2 Donations - $110,940 unbudgeted, unrestricted contributions have been received. $100,000 came from Google via Fidelity Charitable Funds and $9,000 received from Silicon Valley Community Foundation.

EXPENSES

Line 4 Strategic Grants – $2,112,400 expense is 42.2% of budget. Amount is: $160,000 Outdoor Education grant; and $1,952,400 for permanent lighting as part of the Crestmoor Fields Project grant. Year-end total is $2,887,600 less than budget.

Line 5 Salaries & Wages – Expense matches budget exactly.

Line 6 Payroll Taxes & Benefits – Expense ($40,727) is 123.2% of budget. Retirement ($21,821) and Social Security/Medicare tax ($14,694) are the largest costs. Other costs include unemployment claim (by former employee) reimbursement ($3,150); and life ($664) and workers' compensation ($818) insurances. Final amount is $7,669 greater than budget due to Board approved increase in benefits and unexpected unemployment cost.

Line 8 Occupancy – Only cost is office lease ($15,483). Amount matches budget exactly.

Line 9 Insurance – Total ($12,300) is 90.5% of budget and includes Directors & Officers ($8,002), crime ($2,989), and commercial liability ($1,309) policies. Final amount is $1,290 less than budget based on reduced premiums.

Line 10 Telecommunications – Cost ($1,731) is 82.4% of budget. Total includes internet ($824), cellular ($625), and landline ($282) services. Final amount is $369 less than budget.

Line 11 Postage & Shipping – Cost ($2,977) is 97.9% of budget. $2,532 or 85% of the total has been for Annual Report delivery.

Line 12 Marketing & Communications - $12,142 is 87.6% of budget with $11,444 or 94% of the total for Annual Report printing and design. Total also includes $451 for communications software app. Final amount is $1,713 less than budget.

Line 13 Office Supplies & Equipment – Cost ($1,430) is 55% of budget with $676 for computer related expenses and $706 for printer toner. Final amount is $1,170 less than budget.

Line 14 Legal Fees – $30,340 is 73.4% of budget, with $20,374 expended in support of Administration, $9,746 supporting Strategic Grants, and $220 for Community Grants. Final amount is $10,992 less than budget.

Line 15 Accounting & Payroll Fees – Total ($30,042) is 91.2% of budget with $16,334 for Accounting Consultant, $11,600 for audit and tax preparation fees, and $2,008 for payroll and accounting software fees. Final amount is $2,913 less than budget.

Line 16 Other Consultants – $472 cost is 12.5% of budget and was incurred for IT Consultant. Final amount is $3,303 less than budget.

Line 17 Travel, Meetings & Conferences – $4,405 is 71.7% of budget. $2,896 has been incurred for SBRAC room rentals, $650 for annual Zoom subscription, and $784 for costs associated with hosting a meeting of community foundations, which is being underwritten by a grant from the Silicon Valley Foundation. Final amount is $1,735 less than budget.

Line 18 Miscellaneous – Cost ($1,555) equals 61% of budget. $400 has been for Attorney General RRF-1 filing fees and $850 for organizational memberships. Final amount is $995 less than budget.

SUMMARY

Excluding the budget for Grants, total expenses are 95.7% of budget. In terms of dollars, the $379,811 non-grant expenses are $16,874 less than the budget.

Total June Investment net gain or increase in value is $116,722. This came from Strategic Pool ($106,265), Quasi-Endowment Outdoor Education Pool ($4,001), and Liquidity Pool ($6,456) gains. Year-to-date Investment net income or increase in value is $2,592,319.

Overall organization year-to-date net income or increase in net assets is $211,048.

Total Net Assets, as of June 30, 2026, are $25,435,873 with $23,265,644 in general Unrestricted funds and $2,170,229 in the Quasi-Endowment Outdoor Education fund.

SAN BRUNO
Community Foundation

June 2026
2025-2026 Budget Report

		(a) Actual Year to Date	(b) Budget	(c) Actual as % of Budget (a/b)	(d) Actual vs Budget Variance
INCOME & TRANSFERS					
1	Transfers from Strategic Pool	$ 2,500,000	$ 9,525,348	26.2%	$ (7,025,348)
2	Donations	110,940	-	-	110,940
3	**Total Available for Operations**	2,610,940	9,525,348	27.4%	(6,914,408)
EXPENSES					
4	Strategic Grants	2,112,400	5,000,000	42.2%	(2,887,600)
5	Salaries & Wages	226,207	226,207	100.0%	-
6	Payroll Taxes & Benefits	40,727	33,058	123.2%	7,669
7	**Subtotal Personnel Expenses**	266,934	259,265	103.0%	7,669
8	Occupancy	15,483	15,483	100.0%	-
9	Insurance	12,300	13,590	90.5%	(1,290)
10	Telecommunications	1,731	2,100	82.4%	(369)
11	Postage & Shipping	2,977	3,040	97.9%	(63)
12	Marketing & Communications	12,142	13,855	87.6%	(1,713)
13	Office Supplies & Equipment	1,430	2,600	55.0%	(1,170)
14	Legal Fees	30,340	41,332	73.4%	(10,992)
15	Accounting & Payroll Fees	30,042	32,955	91.2%	(2,913)
16	Other Consultants	472	3,775	12.5%	(3,303)
17	Travel, Meetings & Conferences	4,405	6,140	71.7%	(1,735)
18	Miscellaneous	1,555	2,550	61.0%	(995)
19	**Subtotal Non-Personnel**	112,877	137,420	82.1%	(24,543)
20	**Total Expenses**	2,492,211	5,396,685	46.2%	(2,904,474)
21	**Net Surplus/(Loss)**	$ 118,729	$ 4,128,663		$ (4,009,934)

Prepared by: F. Bittner, 8/5/2026

SAN BRUNO
Community Foundation

Statement of Financial Position
as of June 30, 2026

ASSETS			
Cash, Wells Fargo General	$ 179,665.10		
Cash, Wells Fargo Payroll	33,550.83		
Cash, Fidelity Liquidity Pool - Operating	1,758,319.94		
Total Cash		1,971,535.87	
Investments, Fidelity Strategic Pool	29,026,737.36		
Investments, Quasi-Endowment Outdoor Education	2,170,229.39		
Total Investments		31,196,966.75	
Prepaid Insurance	8,577.00		
Payroll Tax Holding Account	5,487.94		
Total Other Current Assets		14,064.94	
Deposits	909.45		
Right of Use Asset - Lease	59,241.60		
Total Other Assets		60,151.05	
TOTAL ASSETS			$ 33,242,718.61
LIABILITIES & NET ASSETS			
LIABILITIES			
Accounts Payable	7,469.12		
Payroll Taxes Payable	5,487.94		
Accrued Grants Payable	7,545,526.06		
Accrued Scholarships Payable	172,500.00		
Accrued Employee PTO	16,365.96		
Lease Liability	59,496.35		
Total Liabilities		7,806,845.43	
NET ASSETS			
Unrestricted, Non-QE 7/1/2025 Balance	25,224,776.73		
Transfers to Quasi-Endowment	(1,997,767.04)		
Year to Date Net Income from Operations	(2,381,271.12)		
Year to Date Non-QE Investment Income	2,419,905.22		
Total Non-QE Unrestricted Net Assets	23,265,643.79		
Quasi-Endowment 7/1/2025 Balance	48.85		
Transfer to Strategic Pool	(2,232.96)		
Year-to-date QE Investment Income	2,184.11		
Total QE Unrestricted Net Assets	-		
Quasi-Endowment Outdoor Education 7/1/2025 Balance	-		
Transfer from Strategic Pool	2,000,000.00		
Year-to-date QEOE Investment Income	170,229.39		
Total QEOE Unrestricted Net Assets	2,170,229.39		
Total Unrestricted Net Assets		25,435,873.18	
Total Net Assets		25,435,873.18	
TOTAL LIABLITIES & NET ASSETS			$ 33,242,718.61

Prepared by: F. Bittner, 8/5/2026

SAN BRUNO
Community Foundation

July 2026

Budget Narrative

This report primarily describes amounts in column a (Actual Year to Date) of the monthly Budget Report. When projections vary from Budget (column b), the changes will be reflected in columns d (Final Projected Amount) and e (Change in Budget) and be explained. First month equals 8.3% of the fiscal year.

INCOME

Line 1 Transfers from Strategic Pool – Transfer of $1,600,000 in is 15.7% of budget.

Line 2 Donations – Final expected amount increased $100,000 for unbudgeted contribution received in August.

EXPENSES

Line 4 Strategic Grants – There have been no Grant expenses in July.

Line 5 Salaries & Wages – Expense is exactly on budget at 8.3%.

Line 6 Payroll Taxes & Benefits – Expense ($3,290) is 7.3% of budget. Retirement ($1,818) and Social Security/Medicare tax ($1,391) are the largest costs.

Line 8 Occupancy – Only cost is office lease ($1,290). Amount is 8.3% of budget.

Line 9 Insurance – Total ($872) is 7.6% of budget and includes Directors & Officers ($653), crime ($111), and commercial liability ($108) policies.

Line 10 Telecommunications – Cost ($146) is 7.1% of budget.

Line 11 Postage & Shipping – Cost ($24) is 0.7% of budget.

Line 12 Marketing & Communications - No expense incurred in July.

Line 13 Office Supplies & Equipment – Cost ($33) is 1.4% of budget.

Line 14 Legal Fees – No expense incurred in July.

Line 15 Accounting & Payroll Fees – Total ($1,811) is 5.4% of budget with $1,710 for Accounting Consultant.

Line 16 Other Consultants – No expense incurred in July.

Line 17 Travel, Meetings & Conferences – No expense incurred in July.

Line 18 Miscellaneous – Cost ($99) equals 3.5% of budget.

SUMMARY

Excluding the budget for Grants, total expenses are 6.5% of budget, which is well below the 8.3% benchmark for the first month of the year. In terms of dollars, the $25,749 in first month expense is $7,466 less than the one-month budget allocation.

Total July Investment net loss or decrease in value is $266,408. This came from the Strategic Pool ($255,597) and Quasi Endowment ($14,787) losses, and Liquidity Pool ($3,976) gain.

Overall organization year to date net loss or decrease in net assets is $292,158.

Total Net Assets, as of July 31, 2026, are $25,143,715 with $22,988,273 in general Unrestricted funds and $2,155,442 in the Outdoor Education Quasi-Endowment fund.

SAN BRUNO
Community Foundation

July 2026
2026-2027 Budget Report

		(a) Actual Year to Date	(b) Budget	(c) Actual as % of Budget (a/b)	(d) Final Projected Amount	(e) Change in Budget (d - b)
INCOME & TRANSFERS						
1	Transfers from Strategic Pool	1,600,000	10,191,598	15.7%	10,191,598	-
2	Donations	-	-	-	100,000	100,000
3	**Total Available for Operations**	1,600,000	10,191,598	15.7%	10,291,598	100,000
EXPENSES						
4	Strategic Grants	-	5,000,000	0.0%	5,000,000	-
5	Salaries & Wages	18,184	218,207	8.3%	218,207	-
6	Payroll Taxes & Benefits	3,290	45,211	7.3%	45,211	-
7	**Subtotal Personnel Expenses**	21,474	263,418	8.2%	263,418	-
8	Occupancy	1,290	15,483	8.3%	15,483	-
9	Insurance	872	11,471	7.6%	11,471	-
10	Telecommunications	146	2,050	7.1%	2,050	-
11	Postage & Shipping	24	3,280	0.7%	3,280	-
12	Marketing & Communications	-	13,920	0.0%	13,920	-
13	Office Supplies & Equipment	33	2,415	1.4%	2,415	-
14	Legal Fees	-	41,560	0.0%	41,560	-
15	Accounting & Payroll Fees	1,811	33,258	5.4%	33,258	-
16	Other Consultants	-	3,775	0.0%	3,775	-
17	Travel, Meetings & Conferences	-	5,150	0.0%	5,150	-
18	Miscellaneous	99	2,800	3.5%	2,800	-
19	**Subtotal Non-Personnel**	4,275	135,162	3.2%	135,162	-
20	**Total Expenses**	25,749	5,398,580	0.5%	5,398,580	-
21	**Net Surplus/(Loss)**	$ 1,574,251	$ 4,793,018		$ 4,893,018	$ 100,000

Prepared by: F. Bittner, 8/25/2026

SAN BRUNO
Community Foundation

Statement of Financial Position
as of July 31, 2026

ASSETS			
Cash, Wells Fargo General	$ 210,781.47		
Cash, Wells Fargo Payroll	13,521.26		
Cash, Fidelity Liquidity Pool - Operating	2,310,296.23		
Total Cash		2,534,598.96	
Investments, Fidelity Strategic Pool	27,171,139.82		
Investments, Fidelity Quasi-Endowment Outdoor Ed	2,155,442.21		
Total Investments		29,326,582.03	
Prepaid Insurance	8,473.00		
Payroll Tax Holding Account	5,487.96		
Total Other Current Assets		13,960.96	
Deposits	909.45		
Right of Use Asset - Lease	58,004.70		
Total Other Assets		58,914.15	
TOTAL ASSETS			$ 31,934,056.10
LIABILITIES & NET ASSETS			
LIABILITIES			
Accounts Payable	17,475.53		
Payroll Taxes Payable	5,487.96		
Accrued Grants Payable	6,545,195.25		
Accrued Scholarships Payable	147,500.00		
Accrued Employee PTO	16,365.96		
Lease Liability	58,316.00		
Total Liabilities		6,790,340.70	
NET ASSETS			
Unrestricted, Non-QE 7/1/2026 Balance	23,265,643.82		
Year to Date Net Income from Operations	(25,749.38)		
Year to Date Non-QE Investment Income	(251,621.25)		
Total Non-QE Unrestricted Net Assets	22,988,273.19		
Quasi-Endowment Outdoor Ed 7/1/2026 Balance	2,170,229.39		
Year-to-date QE Investment Income	(14,787.18)		
Total QE Unrestricted Net Assets	2,155,442.21		
Total Unrestricted Net Assets		25,143,715.40	
Total Net Assets		25,143,715.40	
TOTAL LIABLITIES & NET ASSETS			$ 31,934,056.10

Prepared by: F. Bittner, 8/25/2026

SAN BRUNO
Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Report from Investment Committee on its August 19, 2026, Regular Meeting and Presentation from Sand Hill Global Advisors, LLC, Regarding the Firm's Investment Outlook and SBCF's Investment Portfolio**

The September 2, 2026, Board meeting will include a report from the Investment Committee regarding its recent quarterly meeting and a presentation from the Foundation's investment adviser, Sand Hill Global Advisors, LLC.

1. Investment Committee Report

Investment Committee Chair Belinda Wong will give a report from the Investment Committee's most recent quarterly meeting, which took place on August 19, 2026.

At the meeting, Sand Hill Global Advisors Senior Portfolio Manager Meghan Daters, Senior Wealth Manager Kristin Sun, and Portfolio Manager George Angelopoulos gave an overview of the firm's investment outlook and economic forecast for the third quarter of 2026 and presented the second-quarter performance of the Foundation's investment portfolio. As of June 30, 2026, the Foundation's three investment accounts had the following balances: $29,059,971 for the Strategic Pool, $1,758,320 for the Liquidity Pool, and $2,171,517 for the Outdoor Education Quasi-Endowment, for a total of $32,989,808. The Sand Hill team also previewed the firm's presentation to the full Board at the September Board meeting.

The Committee also briefly discussed cash flow strategies related to the funding of any final legacy project grants. The Committee did not consider any guidance related to movement of investment funds from the Strategic Pool to the Liquidity Pool in anticipation of those potential grants.

2. Presentation from Sand Hill Global Advisors

On September 2, Sand Hill CEO Brian Dombkowski will give Sand Hill's annual presentation to the Board. Under the Investment Operating Plan, Sand Hill is obligated to present to the Board on an annual basis. This presentation typically takes place at the September Board meeting, following the Investment Committee's meeting in the quarter following the end of the fiscal year. This timing allows Sand Hill to cover the Foundation's investment portfolio performance for the previous fiscal year (which ends on June 30) as well as give its plans for the Foundation's portfolio and its perspective on the economic outlook for the current fiscal year.

The attached set of PowerPoint slides gives a preview of Sand Hill's presentation, which will cover Sand Hill's investment outlook, the structure of the Foundation's investment portfolio, the performance of the Foundation's investment portfolio, and an update on Sand Hill.

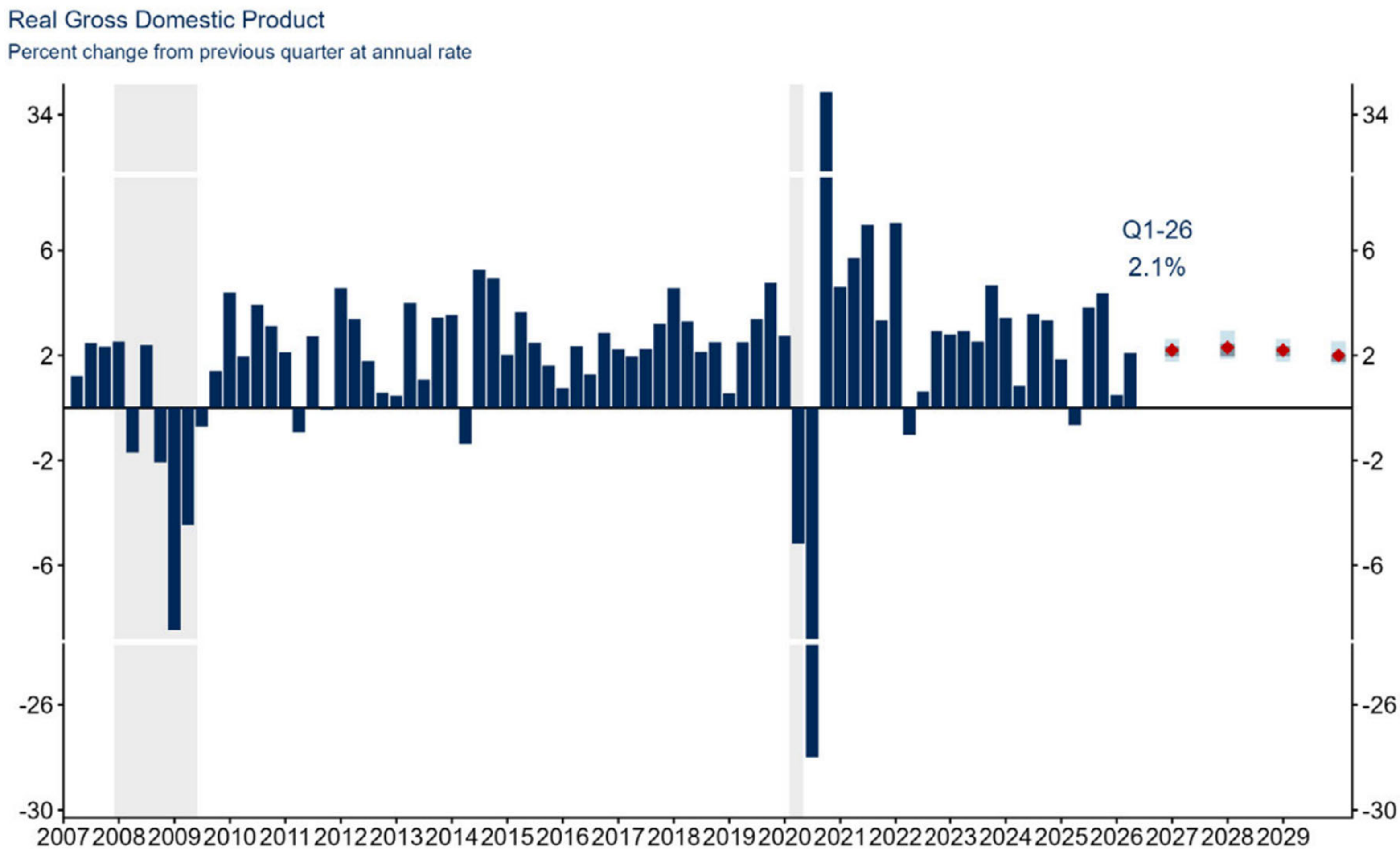
Attachment:

1. Slides for Sand Hill Global Advisors' 2026 Annual Report to the SBCF Board of Directors

2026 Annual Report to the SBCF Board of Directors

September 2, 2026

Economic Growth

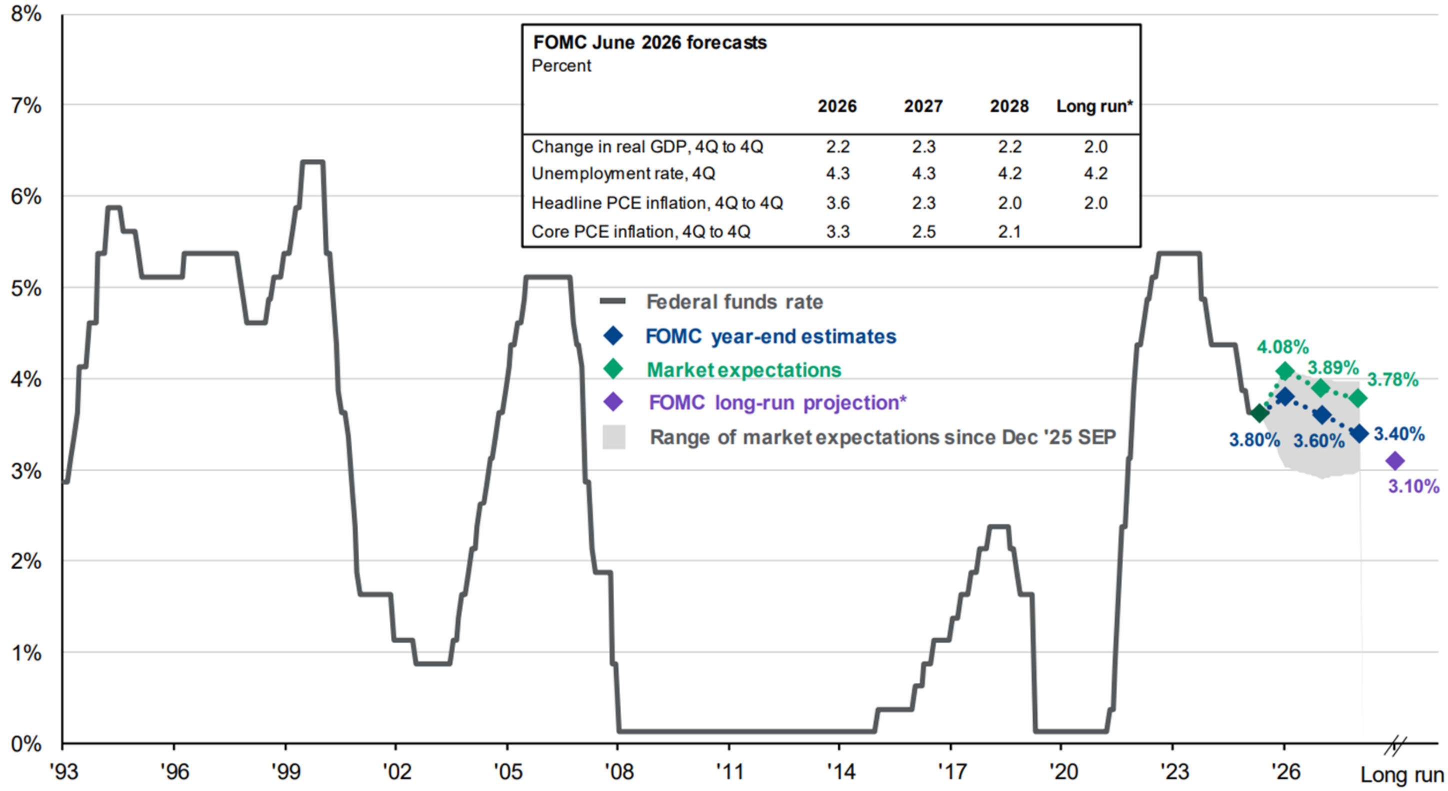


Source: Bureau of Economic Analysis via Haver Analytics & Federal Reserve Board. As of 6/6/2026

Interest Rates

Federal funds rate expectations

FOMC and market expectations for the federal funds rate

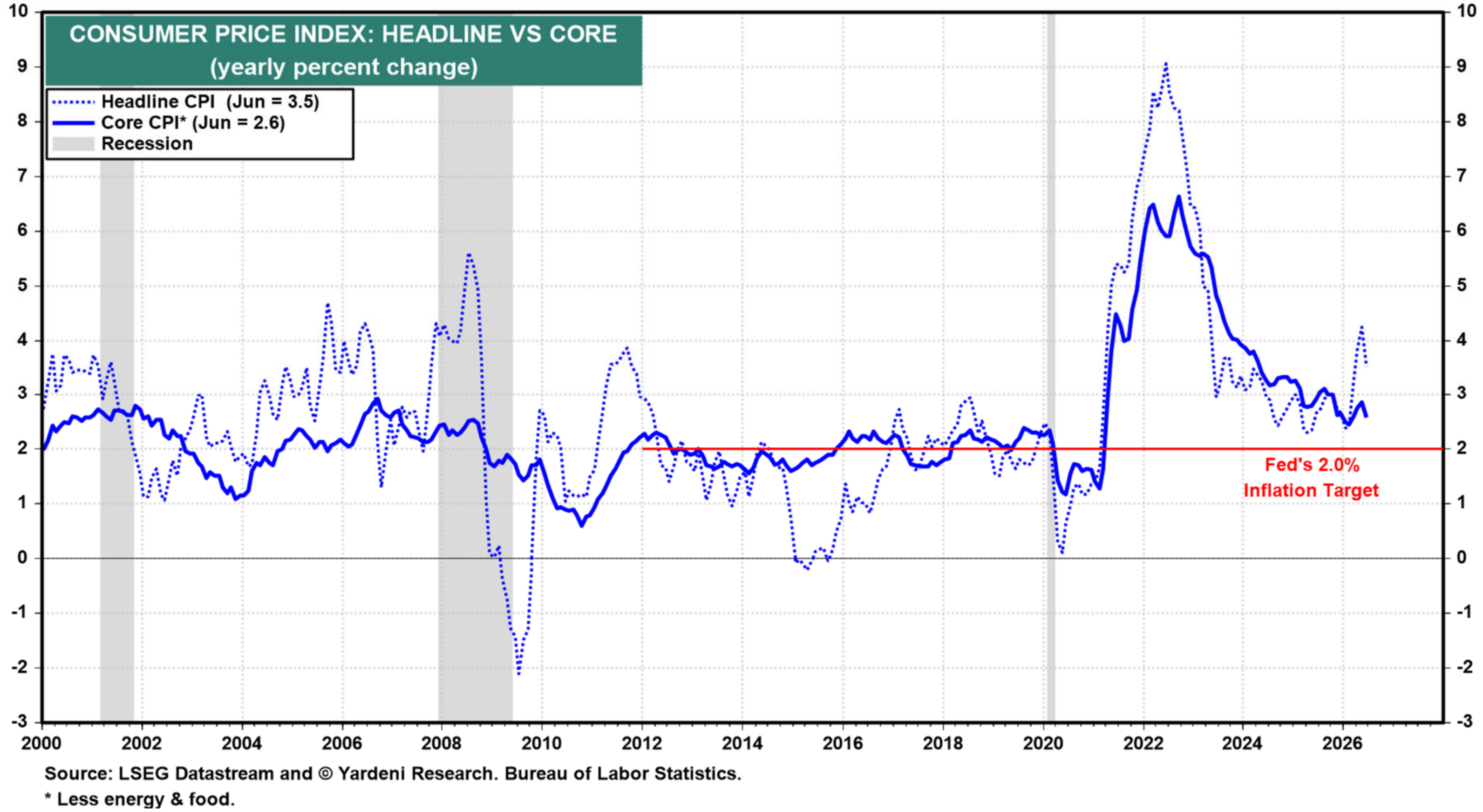


FOMC June 2026 forecasts
Percent

	2026	2027	2028	Long run*
Change in real GDP, 4Q to 4Q	2.2	2.3	2.2	2.0
Unemployment rate, 4Q	4.3	4.3	4.2	4.2
Headline PCE inflation, 4Q to 4Q	3.6	2.3	2.0	2.0
Core PCE inflation, 4Q to 4Q	3.3	2.5	2.1	

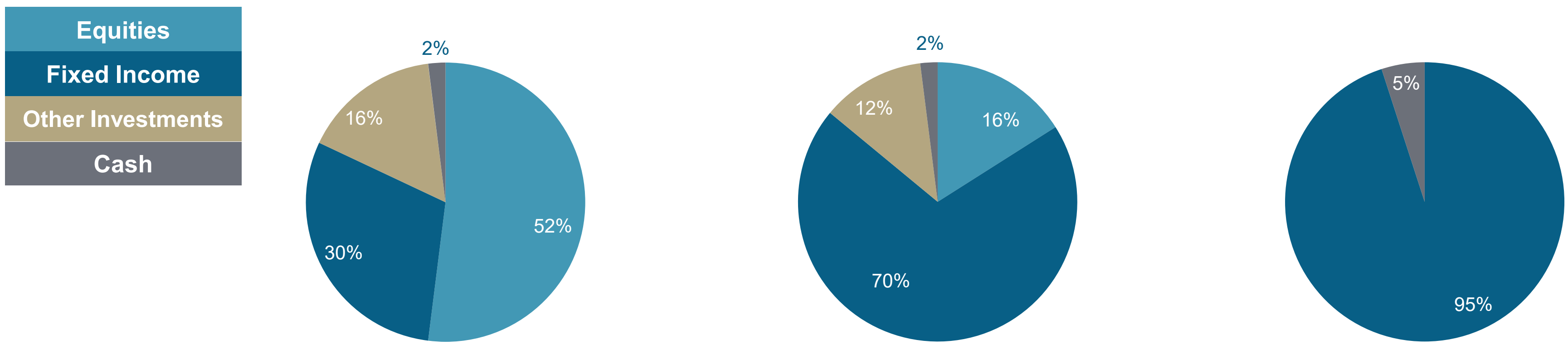
Source: Bloomberg, FactSet, Federal Reserve, JPM; As of 7/2/2026

Inflation Outlook



Source: LSEG Datastream, Yardeni Research, BLS. As of 7/14/2026.

SBCF Portfolio Parameters



	Quasi-Endowment **Custom Balanced**	**Strategic Pool** **Custom Conservative**	**Liquidity Pool** **Short-Term Cash & Fixed Income**
Initial Funding Value:	$15,000,000	$53,501,286[1]	$1,345,290
Risk Tolerance:	Moderately Conservative	Conservative	Conservative
Time Horizon:	Long-Term	Mid-Term	Short-Term
Cash Flows	Up to 7% per year	100% over a 7-10 year period	100% within 24 months
Objective(s):	Capital Appreciation Capital Preservation	Capital Preservation Capital Appreciation	Capital Preservation

(1) SBCF's Initial funding took place over multiple dates. The value reflected is the aggregate of the May 31, 2016 statement values plus subsequent transfers into SBCF accounts.
Note: Pie graphics depict the Strategic Asset Allocation weightings for each strategy.

SBCF Fiscal Year End Update – Quasi-Endowment Portfolio

- The original Q-E Pool (2016) balance transferred to the Strategic Pool on June 6, 2025.
- The Q-E Pool was then revived and funded with $2 million on March 13, 2026, earmarked specifically for the SBPSD Outdoor Education Program, and remains invested today.

	Q-E Pool (2016) as of 6/5/2025		Q-E Pool (2026) as of 6/30/2026	
Portfolio Balance [1]	$24,915,425		$2,171,517	
Allocation:	Current	*Target*	Current	*Target*
Stocks	58%	*52%*	57%	*52%*
Bonds	31%	*30%*	30%	*30%*
Other Assets	10%	*16%*	12%	*16%*
Cash	1%	*2%*	1%	*2%*
Performance:				
1 Year	8.63%		n/a	
Since Inception[2]	7.32%		8.58%	
Portfolio Within IPS & IOP Guidelines:	☑		☑	

(1) The ending balances listed include late-posted dividends and trade date values. They may not directly reflect the custodian's statement value.
(2) Performance shown is net of fees. Annualized performance since inception. Inception date on the new QE Pool was 3/13/2026,

SBCF Fiscal Year End Update – Strategic & Liquidity Pools

	Strategic Pool		Liquidity Pool	
6/30/26 Balance [1]	$29,059,971		$1,758,320	
6/30/26 Allocation:	Current	*Target*	Current	*Target*
Stocks	18%	*16%*	0%	*0%*
Bonds	72%	*70%*	85%	*0-100%*
Other Assets	9%	*12%*	0%	*0%*
Cash	1%	*2%*	15%	*0-100%*
6/30/26 Performance:				
1 Year	8.35%		4.14%	
Since Inception[2]	3.93%		2.60%	
Portfolio Within IPS & IOP Guidelines:	☑		☑	

(1) The ending balances listed include late-posted dividends and trade date values. They may not directly reflect the custodian's statement value.
(2) Performance shown is net of fees. Annualized performance since inception. Inception date on the SP & LP portfolios was 5/31/2016.

SBCF Portfolio Balance Update | as of August 25, 2026

Balance History:

Initial Combined Funding Value:	$69,846,576
Current Combined Value:	$32,014,148
Total Withdrawals Since Inception:	($63,880,331)
Total Value Added Since Inception:	**$26,047,903**

Community Benefits Supported:

- Recreation and Aquatic Center
- Crestmoor Memorial Scholarships
- Community Grants Fund
- First Responder Effectiveness
- San Bruno Community Day
- Music Education Strategic Initiative
- Pedestrian Safety Initiative
- Florida Avenue Park Development
- SBPSD Schools Transformation
- COVID-19 Relief Grants
- Tanforan Memorial
- SBPSD Field Trip Grant
- Centennial Plaza Improvement Project
- Downtown Beautification Projects
- RAC Startup Programming
- School Athletic Field Improvements
- Crestmoor Fields Project
- San Bruno-Narita Sister City Program
- San Bruno Schools Outdoor Education Program

Current Balance Information[1]:		Estimated Performance YTD[2]:
Quasi-Endowment Pool – 2026:	$2,198,061	9.90%
Strategic Pool:	$27,501,043	3.89%
Liquidity Pool:	$2,315,044	2.23%
Total Combined Value:	**$32,014,148**	

(1) Inception balance has been updated to reflect aggregate May 2016 statement values plus subsequent transfers into SBCF accounts.
(2) Calendar year performance shown is net of fees. Q-E Pool – 2026 Inception Date was 3/13/2026.

(3) Note: The ending balances listed include late-posted dividends and trade date values. They may not directly reflect the custodian's statement value.

Sand Hill Global Advisors

Firm Updates:

- Over $4.83 billion in Assets Under Management (AUM) as of June 30, 2026.*
- 35 employees, including 14 internal shareholders.
- We remain committed to our role as an independent fiduciary.
- We are honored to continue to work on behalf of the Foundation and the San Bruno community.

* Discretionary and Non-Discretionary Assets

Thank You

SAN BRUNO

Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Report on the San Bruno-Narita Sister City Program Grant from the City of San Bruno, the San Bruno Park School District, and the San Bruno Education Foundation**

At the September 2, 2026, Board meeting, the Board will receive an update on the grants to the San Bruno Education Foundation and the City of San Bruno supporting San Bruno's sister city relationship with Narita, Japan. Brian Adam from the City Manager's Office, Parkside Intermediate School Psychologist Ava Lynn, and Parkside School Counselor Carolina Guardado will give the presentation. Several students who participated in this year's sister city exchange program are also expected to attend and speak.

In December 2024, the Board approved strategic grants to the City of San Bruno and the San Bruno Education Foundation totaling $109,000 to bolster San Bruno's longstanding relationship with Narita, Japan. Viewing the San Bruno-Narita sister city relationship as a valuable community-building and educational initiative for the City of San Bruno, the San Bruno Park School District, and the San Bruno Education Foundation, the SBCF Board awarded a $75,000 grant to the San Bruno Education and a $34,000 grant to the City of San Bruno, both over three years. We are in the middle of the second year of the grant, and in January 2026, the Foundation disbursed grant payments of $20,000 to the San Bruno Education Foundation and $11,000 to the City. The final year's grant payments ($20,000 to the San Bruno Education Foundation and $8,000 to the City) will be paid out in January 2027.

San Bruno hosted the 2026 delegation from Narita, consisting of 10 middle school students and four adults, during the last week of March. San Bruno sent a delegation made up of Parkside students, teachers/staff, and one City staff member to Narita in July. On September 2, Mr. Adam, Ms. Lynn, Ms. Guardado, and the students will share highlights from the trip to Narita with the Board.

SAN BRUNO
Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Resolution Approving the San Bruno Community Foundation's Participation in the Alliance of Silicon Valley Community Foundations' Food Insecurity Initiative and Awarding Food Insecurity Initiative Grant to the San Bruno Park School District in an Amount Not to Exceed $32,000**

At the September 2, 2026, Board meeting, the Board will consider a resolution approving the San Bruno Community Foundation's Participation in the Alliance of Silicon Valley Community Foundations' Food Insecurity Initiative and awarding a strategic grant to the San Bruno Park School District to support its efforts to address food insecurity among its students and families in an amount not to exceed $32,000.

1. The Alliance of Silicon Valley Community Foundations' Food Insecurity Initiative

The Alliance of Silicon Valley Community Foundations is a group of Bay Area place-based funders located primarily in San Mateo and Santa Clara counties and is organized by the Silicon Valley Community Foundation. The Alliance meets quarterly and has primarily served as a network of community foundation executives and board members to share best practices, knowledge, and experiences with one another. As SBCF's representative, I have participated in the Alliance since 2020 during the COVID-19 pandemic. The other organizations that regularly participate in Alliance meetings include Belle Haven Community Development Fund, Community Foundation for San Benito County, Community Foundation of San Carlos, Downtown Menlo Fund, Gilroy Foundation, Los Altos Mountain View Community Foundation, Mavericks Community Foundation, Morgan Hill Community Foundation, Palo Alto Community Fund, Saratoga-Monte Sereno Community Foundation, and Woodside Community Foundation.

In an effort to expand the Alliance's focus to include collective impact, SVCF is organizing a collaboration of the Alliance's organizations to show the power of community foundations on a specific issue area. The group selected food insecurity as an important issue throughout the region, around which all Alliance organizations could rally. SVCF has offered to provide a total of $200,000 from its Community Lifeline Fund, of which access to food is one of the top priorities to be addressed, as matching grant funding to the other Alliance organizations. Based on the population of SBCF's service area, SBCF is eligible for a matching grant of $16,000. To qualify for the matching grant, SBCF must commit to investing $16,000 of its own funds on efforts to address food insecurity and request the matching grant by October 1. Alliance organizations may use SVCF matching funds to provide grants to other nonprofit organizations addressing food insecurity in their region and/or purchase food to do meal deliveries or food giveaways, or to provide to other nonprofits to do meal deliveries or food giveaways in their region.

If all Alliance organizations participate in the Food Insecurity Initiative, a total of $400,000 will be used to support hunger-relief efforts in the Alliance's geographical footprint. The Alliance plans to promote the collective impact of the Food Insecurity Initiative at events this fall with the Boards of Supervisors in both San Mateo and Santa Clara counties.

2. Request for Funding for San Bruno Park School District's Food Insecurity Initiative

Interested in participating in the Alliance's initiative and identifying a potential grantee that could use the funds to support hunger-relief efforts that would directly benefit the San Bruno community, I approached San Bruno Park School District Superintendent Matt Duffy about the District's efforts to address food insecurity among its students and their families. He and his staff enthusiastically responded to my inquiry with information about the challenges many students and their families face – including food insecurity – and the District's vision for addressing this barrier to student success. They noted that food insecurity contributes to chronic absenteeism, difficulty concentrating, behavioral changes, anxiety, and diminished academic achievement. They also explained that through its Community Schools Initiative, the District seeks to provide a wide array of wrap-around services to support students and their families and has a comprehensive vision for expanding its food access services. They explained that the District had previously partnered with Peninsula Food Runners to provide weekly fresh food distributions, serving approximately 300 SBPSD families each month, but that Peninsula Food Runners terminated the partnership in February 2026 when local grocery store donation programs changed. Previous plans to develop a school-based community food pantry stocked with non-perishable items (which included a 2021-2022 SBCF Community Grant to the San Bruno Lions Foundation to fund some of the equipment needed to launch the pantry) had not succeeded. With seed funding, they envisioned a new initiative to address food insecurity as part of the Community Schools program.

Following our discussion, SBPSD staff prepared the attached grant proposal to support the District's efforts to address food insecurity. The proposal details a multi-pronged effort and seeks funding for three key prongs:

a. School-Based Fresh Food Distributions: Restart its previous partnership with Peninsula Food Runners or a similar nonprofit organization to offer weekly opportunities for families to receive fresh food at school-based distributions or home deliveries. The distributions would be run out of the Community Schools Centers at Belle Air and Allen elementary schools and open to all District families in need.

b. Community Food Pantry: Create a permanent school-based pantry stocked with non-perishable food and essential household items, available to District families in need. Such a pantry would operate with minimal barriers and allow families facing hardships to receive food assistance quickly and without having to jump through burdensome bureaucratic hoops.

c. Emergency Food Assistance: Stock and maintain an emergency reserve of grocery gift cards for families facing unexpected crises, including homelessness, job loss, domestic violence, medical emergencies, and immigration-related hardships. Without such a reserve, District staff occasionally use personal funds to support students' families facing hardships. An emergency reserve of grocery gift cards would allow the District to respond immediately during crisis situations.

For the 2026-2027 school year, the District seeks $32,000 in grant funding to launch this school-based food security program:

School-Based Fresh Food Distributions: • To support ongoing purchases of fresh produce, dairy products, eggs, protein, and other nutritious fresh food items for weekly distributions	$10,000
Community Food Pantry: • To purchase pantry infrastructure, including refrigeration, shelving, storage containers, and other supplies • To purchase non-perishable food and household essentials to stock and maintain the food pantry	$2,000 $10,000
Emergency Food Assistance: • To purchase emergency grocery gift cards	$10,000
TOTAL	**$32,000**

The District anticipates serving more than 1,100 families through Community Schools services during the 2026-2027 school year. Through the Food Insecurity Initiative, the District estimates that at least 300 families each month would benefit from the weekly fresh food distributions and community food pantry. The District notes the advantages of providing these food access services through the schools, which are already engaged with these families, rather than through multiple agencies with administrative and bureaucratic requirements. The schools are well-equipped to help these families with dignity, respect, and minimal barriers.

This start-up funding would allow the District to reestablish and develop new partnerships with nonprofit organizations like Peninsula Food Runners, grocery stores, food banks, and corporations and to pursue funding strategies and opportunities for future years. The District has expressed its commitment to embed these food access efforts into its wrap-around Community Schools services for the long term.

At the September 2 Board meeting, Assistant Superintendent of Educational Services and Student Services Anjelica Zermeno and Community Manager Amira Elmukhtar will present the District's proposal to the Board and answer any questions Board members may have.

3. Resolution Approving the San Bruno Community Foundation's Participation in the Alliance of Silicon Valley Community Foundations' Food Insecurity Initiative and Awarding Food Insecurity Initiative Grant to the San Bruno Park School District in an Amount Not to Exceed $32,000

Following the presentation, the Board will consider a resolution approving the San Bruno Community Foundation's participation in the Alliance of Silicon Valley Community Foundations' Food Insecurity Initiative, directing the Executive Director to request $16,000 in matching grant funding from the Silicon Valley Community Foundation, and awarding a Food Insecurity Initiative strategic grant to the San Bruno Park School District in an amount not to exceed $32,000. The resolution would also authorize the Executive Director to develop and execute, on behalf of the Foundation, a grant agreement for the $32,000 grant to the District, including a term stating that grant payments will not be made until after the Foundation receives $16,000 in matching grant funding from the Silicon Valley Community Foundation.

I recommend that the Board approve this resolution. Although this grant is not fully in alignment with the post-RAC strategy the Board adopted in 2025 to spend down the Foundation's remaining net assets on a small number of larger final legacy projects, I believe it is an important collaboration in which SBCF should participate. It requires a relatively small financial contribution from SBCF, leverages funds being offered by SVCF, and allows SBCF to participate in a larger, regional effort to address a critical issue facing many San Bruno community members at a time when funding cuts at the federal and state levels threaten safety-net services. Moreover, the SBPSD proposal would address a critical need that the District has identified and enable the District to offer a comprehensive food security program as part of its Community Schools program. Because the District's program would support SBPSD students and their families, the Foundation can be confident that the funds would directly benefit San Bruno community members. As this seed funding would allow the District to launch new food access efforts that would not otherwise be offered, it would result in additional benefit to the community, as opposed to providing funding to other organizations that run existing hunger relief programs and may or may not bolster their efforts in San Bruno with an SBCF grant.

Attachments:

1. Resolution Approving the San Bruno Community Foundation's Participation in the Alliance of Silicon Valley Community Foundations' Food Insecurity Initiative and Awarding Food Insecurity Initiative Grant to the San Bruno Park School District in an Amount Not to Exceed $32,000
2. Exhibit A: Food Insecurity Initiative Grant Proposal from the San Bruno Park School District

RESOLUTION NO. 2026-__

RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION APPROVING THE SAN BRUNO COMMUNITY FOUNDATION'S PARTICIPATION IN THE ALLIANCE OF SILICON VALLEY COMMUNITY FOUNDATIONS' FOOD INSECURITY INITIATIVE AND AWARDING FOOD INSECURITY INITIATIVE GRANT TO THE SAN BRUNO PARK SCHOOL DISTRICT IN AN AMOUNT NOT TO EXCEED $32,000

WHEREAS, the San Bruno Community Foundation's Program Strategy Framework establishes strategic grantmaking as one of the Foundation's core program activities;

WHEREAS, in December 2021, the Board identified education, social and human services, and community health, safety, and wellness among its updated strategic grantmaking priorities;

WHEREAS, SBCF has been an active participant in the Alliance of Silicon Valley Community Foundations (Alliance), a group of Bay Area placed-based funders located primarily in San Mateo and Santa Clara counties organized by the Silicon Valley Community Foundation (SVCF);

WHEREAS, the Alliance has launched a collaborative Food Insecurity Initiative to bolster hunger relief efforts in the face of federal and state funding cuts to safety-net programs throughout the Alliance's geographical footprint

WHEREAS, and as part of this Initiative, SVCF is offering a total of $200,000 in matching grant funds to organizations participating in the Alliance, with the Foundation eligible to request $16,000 in matching grant funds to support efforts to address food insecurity in San Bruno;

WHEREAS, the San Bruno Park School District (District) has submitted to the Foundation a funding request to support the District's multiple-pronged plan, as part of its Community Schools program, to address food insecurity challenges facing its students and their families;

WHEREAS, the District's proposal requests $32,000 in grant funding for the 2026-2027 school year to restore weekly fresh food distributions through the District's Community Schools Centers, to create and maintain a permanent school-based community food pantry stocked with non-perishable food and essential household items, and an emergency reserve of grocery gift cards to assist families experiencing unexpected crises, including homelessness, job loss, domestic violence, medical emergencies, and immigration-related hardships;

WHEREAS, the Foundation wishes to participate in the Alliance's Food Insecurity Initiative to address a timely and critical issue – food insecurity – facing many community members in San Bruno as part of a regional collaboration;

WHEREAS, the Foundation also wishes to support the District's efforts to bolster student success by providing wrap-around social services, including food access services, to its students and their families, many of whom struggle with food insecurity; and

WHEREAS, participating in the Alliance's Food Insecurity Initiative and providing a strategic grant to the District to support its efforts to address food insecurity among San Bruno families is consistent with the Foundation's strategic grantmaking priorities of education, social and human services, and community health, safety, and wellness, as articulated above.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves the Foundation's participation in the Alliance of Silicon Valley Community Foundations' Food Insecurity Initiative and directs Executive Director Leslie Hatamiya to request $16,000 in matching grant funding from the Silicon Valley Community Foundation.

BE IT RESOLVED FURTHER that the Board approves a strategic grant to the San Bruno Park School District in an amount not to exceed $32,000 to support the District's efforts to address food insecurity as a barrier to student success, as outlined in the funding request attached as Exhibit A.

BE IT RESOLVED FURTHER that the Board hereby authorizes Executive Director Hatamiya to finalize, and execute on behalf of the Foundation, a Grant Agreement setting forth the specific terms and conditions, including the specific grant purposes, timeline, reporting and disbursement requirements, and a term stating that grant payments will not be made until after the Foundation receives $16,000 in matching grant funding from the Silicon Valley Community Foundation, for such a grant to the San Bruno Park School District in an amount not to exceed $32,000, and to take further actions that may be reasonably necessary for achieving the purposes of the grants or to put into effect the actions approved by this resolution.

Dated: September 2, 2026

ATTEST:

____

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2026-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 2nd day of September, 2026, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

EXHIBIT A

San Bruno Park School District
Innovate • Motivate • Educate

Insecurity Initiative 2026 *(Statement of Need)*

Statement of Need

The San Bruno Park School District (SBPSD) Food Insecurity Initiative seeks funding to address one of the greatest barriers to student success: food insecurity. When children do not have reliable access to nutritious food, the effects extend well beyond hunger. Food insecurity contributes to chronic absenteeism, difficulty concentrating, behavioral challenges, anxiety, and diminished academic achievement. Families experiencing financial hardship are often forced to choose between purchasing food, paying rent, transportation, utilities, or other basic necessities.

SBPSD's Community Schools Initiative brings a wide range of crucial resources—including a Care Closet, rent and utility assistance, CalWORKs, CalFresh enrollment, medical benefits, domestic violence services, immigration and legal services, and food resources—to support students and their families. Students and families from across the District are able to access these resources at the main Community Schools Center at Belle Air Elementary and a satellite Community Schools Center at Allen Elementary. During the 2025–2026 school year, more than 1,100 SBPSD families accessed these Community Schools services. These numbers reflect both the significant need within our community and the trust families place in our schools as safe, welcoming centers of support.

Until February 2026, SBPSD partnered with Peninsula Food Runners to provide weekly fresh food distributions serving approximately 300 families each month. Families received nutritious groceries—including milk, eggs, cheese, yogurt, fresh fruits and vegetables, baked goods, and other healthy staples—that helped ensure children had consistent access to healthy meals beyond the school day.

When local grocery donation programs changed, this partnership ended, leaving a significant gap in services. Although Community Schools established partnerships with organizations including Second Harvest Food Bank, the YMCA, Daly City Community Center, and CALL Primrose, many families remain unable to access these resources due to documentation requirements, transportation barriers, limited distribution hours, or concerns related to immigration status. As a result, many of our most vulnerable families continue to experience food insecurity.

Research consistently demonstrates that meeting students' basic needs is foundational to academic success. Studies show that students experiencing housing instability and food insecurity achieve better educational outcomes when schools provide coordinated, accessible supports that foster safety, stability, and family engagement (Goodwin, 2013; Institute for Children, Poverty & Homelessness, 2013; Swick, 2005). Schools are uniquely positioned to remove barriers and ensure students arrive healthy, ready to learn, and able to thrive.

Project Description

Funding will enable SBPSD to restore and expand equitable access to nutritious food through three integrated strategies.

1. School-Based Fresh Food Distributions

SBPSD will restore weekly fresh food distributions through our Community Schools Centers.

The district's first priority is to re-establish its successful partnership with Peninsula Food Runners. If that is not feasible, SBPSD will partner with a local grocery store or food vendor to purchase and distribute fresh food each week. This flexible approach ensures the program is sustainable and not dependent on a single provider.

Community Schools staff and volunteers will coordinate deliveries, organize distributions, and ensure families have consistent access to healthy food throughout the school year.

2. Community Food Pantry

Funding will establish a permanent school-based pantry stocked with non-perishable food and essential household items.

Unlike traditional food assistance programs, the pantry will operate with minimal barriers, allowing families experiencing hardship to receive assistance quickly, respectfully, and without burdensome eligibility requirements.

About five years ago, the District sought to establish a community food pantry, and despite the generous support of a 2021–2022 SBCF Community Grant to the San Bruno Lions Foundation to help launch the effort, the pantry was never fully implemented. While portions of the original equipment were repurposed to meet immediate district needs—including refrigerators now serving the Belle Air and Allen Community Schools Centers and shelving supporting the Allen Care Closet—existing equipment, including a commercial freezer, may still be incorporated into the new pantry model. Additional infrastructure will be purchased as needed to create a sustainable, long-term resource for families.

3. Emergency Food Assistance

SBPSD will maintain an emergency reserve of grocery gift cards for families experiencing unexpected crises, including homelessness, job loss, domestic violence, medical emergencies, or immigration-related hardships.

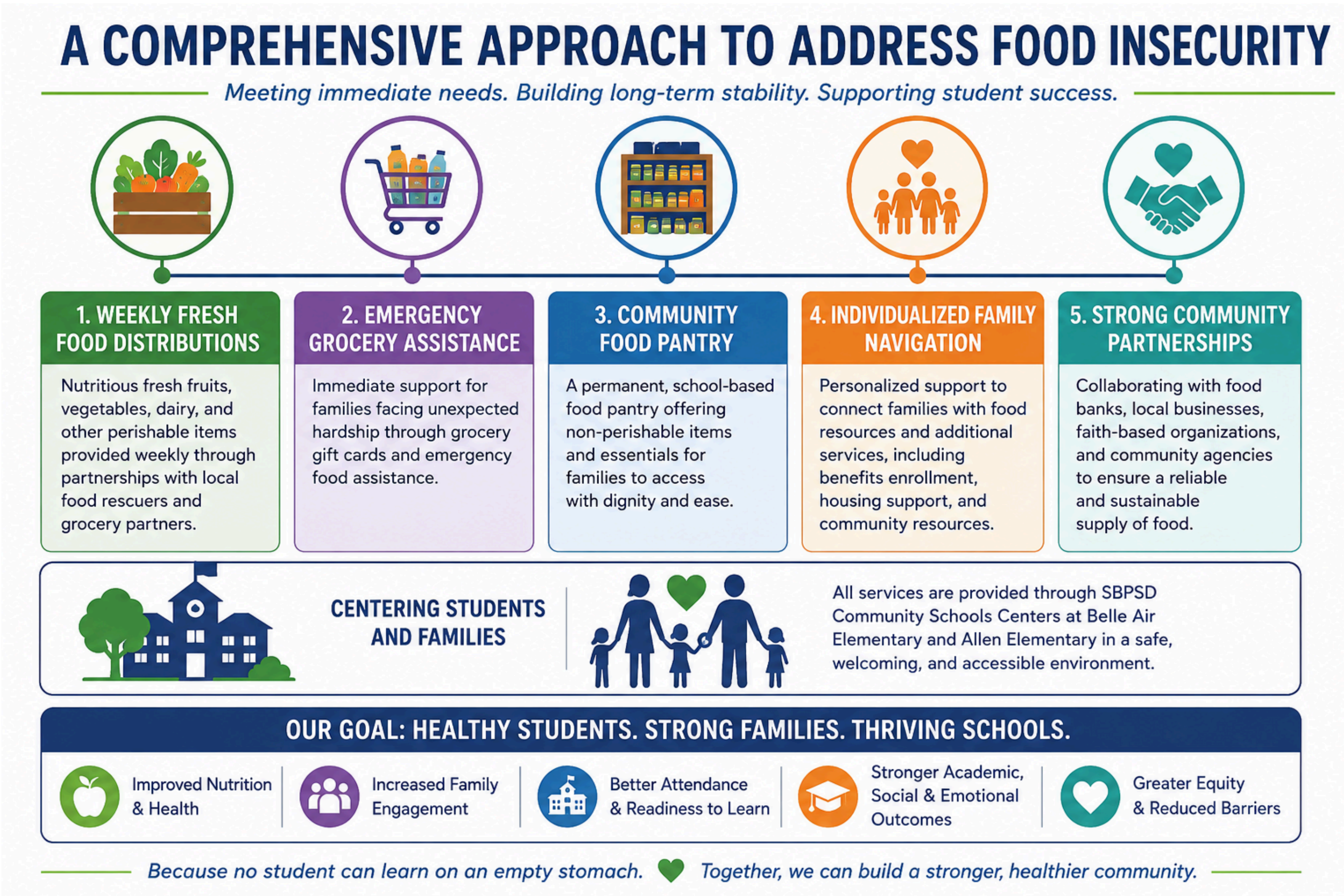
During the past year, district staff encountered several situations in which families had no immediate access to food. Without flexible emergency funding, staff often purchased groceries using personal funds while connecting families with longer-term resources.

An emergency grocery assistance fund will allow the district to respond immediately and compassionately during these critical situations.

Family Navigation and Community Partnerships

Community Schools staff will continue providing individualized family navigation services by connecting families with CalFresh, food resources, housing supports, public benefits, and community organizations while helping overcome barriers related to language, transportation, documentation, and housing instability.

A Comprehensive Approach to Address Food Insecurity:



Implementation Plan

The initiative will be coordinated by the San Bruno Park School District Student Services Department in partnership with Community Schools staff, school administrators, counselors, attendance teams, family liaisons, and community organizations.

Implementation will occur in four phases:

Phase 1 – Program Development

- Purchase pantry equipment and supplies
- Purchase emergency grocery gift cards

- Formalize food distribution partnerships
- Develop inventory and distribution procedures

Phase 2 – Pantry Launch

- Open the Community Schools Food Pantry
- Train staff and volunteers
- Inform families about available services

Phase 3 – Ongoing Operations

- Conduct weekly fresh food distributions
- Maintain pantry inventory
- Provide emergency grocery assistance as needed
- Continue family navigation services

Phase 4 – Evaluation and Sustainability

- Track families served
- Monitor food distributed and emergency assistance provided
- Collect family feedback
- Expand community and corporate partnerships to ensure long-term sustainability

Goals and Expected Outcomes

This initiative will:

- Increase consistent access to nutritious food for students and families.
- Reduce barriers for undocumented and housing-insecure families.
- Improve attendance, engagement, and academic success by addressing basic needs.
- Provide immediate assistance during family crises.
- Strengthen trust between schools and families through culturally responsive, low-barrier services.
- Expand community and corporate partnerships to sustain long-term food security.

Community Impact

SBPSD serves a diverse community where 53.2% of students qualify for free or reduced-price meals. Many families experience overlapping challenges including food insecurity, housing instability, limited transportation, and financial hardship.

Based on utilization during the 2025–2026 school year, SBPSD anticipates serving more than 1,100 families through Community Schools services during the 2026–2027 school year. The Food Insecurity Initiative is expected to directly support approximately 300 families each month through weekly fresh food distributions while also providing emergency grocery assistance and Community Food Pantry resources to hundreds of additional students and families experiencing temporary crises throughout the year.

Rather than requiring families to navigate multiple agencies with varying eligibility requirements, SBPSD provides a familiar, accessible school-based environment where support is available with dignity, respect, and minimal barriers. By integrating fresh food distributions, emergency assistance, a permanent Community Food Pantry, and individualized family navigation services, the District will strengthen family engagement while helping ensure students arrive at school healthy, nourished, and ready to learn.

Investing in food security is an investment in student success. By addressing students' basic needs through trusted Community Schools, SBPSD expects to improve attendance, increase family engagement, reduce barriers to learning, and promote students' academic, social, and emotional well-being.

Budget Narrative

The proposed $32,000 budget will establish and sustain a comprehensive school-based food security program during the 2026–2027 school year.

- $10,000 will support emergency grocery gift cards for families experiencing immediate crises.
- $2,000 will purchase pantry infrastructure, including refrigeration, shelving, storage containers, and organizational supplies.
- $10,000 will purchase non-perishable food and household essentials to maintain the Community Food Pantry.
- $10,000 will support ongoing purchases of fresh produce, dairy products, eggs, proteins, and other nutritious foods for weekly distributions.

Together, these investments will create a sustainable food assistance system that combines fresh food distributions, a permanent community pantry, emergency assistance, and family navigation services. By meeting families' basic needs through trusted school-based supports, SBPSD will improve student attendance, strengthen family engagement, reduce barriers to learning, and help ensure every child comes to school healthy, nourished, and ready to succeed.

Sustainability

While funding from the San Bruno Community Foundation would provide critical start-up support during the 2026–2027 school year, the District is committed to sustaining this initiative beyond the grant period. SBPSD will continue leveraging its Community Schools infrastructure to ensure families have ongoing access to food resources and wraparound services through the Community Schools Centers at Belle Air Elementary and Allen Elementary.

To sustain the initiative, the District will continue expanding partnerships with Peninsula Food Runners, local grocery stores, food banks, community-based organizations, and corporate partners to secure ongoing food donations and in-kind support. SBPSD will also pursue additional grant opportunities and philanthropic investments to supplement pantry operations, fresh food distributions, and emergency grocery assistance.

Because this initiative is embedded within the District's established Community Schools model, staffing, family navigation, and coordinated support services will continue beyond the grant period. Food security will remain integrated with existing services, including the Care Closet, CalFresh enrollment, rent and utility assistance, medical benefits, domestic violence services, immigration and legal support, and referrals to community resources.

By building upon existing Community Schools partnerships and infrastructure, SBPSD is creating a sustainable, school-based model that addresses immediate food insecurity while strengthening long-term family stability, student well-being, and academic success. This investment will continue to benefit students and families well beyond the 2026–2027 school year.

Budget Category	**Budget Detail**	**Description**	**Amount**	**% of Total**
Staffing/Personnel	Volunteers	San Bruno Park School Parent Volunteers	$0	0%
Marketing/Outreach Technology	Volunteers	San Bruno Park School Parent Volunteers	$0	0%
Materials & Supplies	Emergency Family Assistance	Emergency gift cards for food, transportation, and other essential needs.	$10,000	31.25%
Materials & Supplies	Food Pantry Infrastructure	Commercial refrigerator, shelving, storage containers, organizational supplies.	$2,000	6.25%
Materials & Supplies	Pantry Inventory (Non-Perishable Food)	Canned goods, rice, pasta, cereal, beans, diapers, baby formula, car seats, shelf-stable staples.	$10,000	31.25%
Materials & Supplies	Fresh Food Purchases	A weekly allocation of **$500** will provide fresh fruits, vegetables, dairy, eggs, proteins, and other nutritious perishable foods through our partnership with Peninsula Food Runners. A total of **$10,000** (**$1,000 per month for 10 months**) will ensure families have consistent access to healthy food throughout the school year.	$10,000	31.25%
		TOTAL:	**$32,000**	**100%**

SAN BRUNO PARK SCHOOL DISTRICT

COMMUNITY SCHOOLS

Coordinated resources and services targeted specifically at these sites while **supporting the greater district.**

COMMUNITY SCHOOLS AT BELLE AIR

District Community Schools Hub

Offering and housing a wide range of resources and services for **ALL** schools in **San Bruno Park School District.**

- Family Support & Navigation
- Care Closet
- Food Resources
- ESL Classes
- Parent Workshops
- Community Partners
- Basic Needs Referrals
- Mental Health Resources

Supporting the greater district

COMMUNITY SCHOOLS AT ALLEN ELEMENTARY

Community Schools Satellite

- Care Closet
- Food Distributions

Offering coordinated resources and services targeted at Allen Elementary while relying on Belle Air for many resources to support our students and families.

Smaller center. Connected to our Belle Air hub. Working together to serve our students and families.

Together, we strengthen our school communities and ensure all students and families have access to the resources they need to thrive.

SAN BRUNO
Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Report on the Recreation and Aquatic Center Startup Programming and Outreach Activities Grant from the City of San Bruno, Determination of Whether Proposed Grant Modification Presents a Conflict of Interest Under Nonprofit and Exempt Entity Laws, and Resolution Modifying Strategic Grant to the City of San Bruno Supporting Startup Programming and Outreach Activities at the San Bruno Recreation and Aquatic Center to Reallocate Funds From Year 2 to Year 3**

At the September 2, 2026, regular meeting, the Board of Directors will receive an update on the Recreation and Aquatic Center (RAC) Startup Programming and Outreach Activities Grant from the City of San Bruno and then consider approving a modification to the grant's disbursement schedule. Community Services Director Travis Karlen will give the presentation on behalf of the City.

1. RAC Startup Programming and Outreach Activities Grant and Request for Modification of the Grant

In September 2024, the Board approved a three-year, $2.25 million strategic grant to the City of San Bruno supporting startup programming and outreach activities at the new Recreation and Aquatic Center. The grant is intended to help the City bridge the opening of the facility to full operations and allow the City to test various marketing, outreach, recruitment, scholarship, and other initiatives to encourage community members to use the facility and ensure that it generates sufficient revenues to sustain its operations for the ongoing benefit of the community. In approving the grant, the Board affirmed its commitment to ensuring that the facility is successful and that the City has the flexibility to both address the recreational needs of the community as well as set the facility on a financially sustainable course.

As requested by the City, the three-year grant is structured so that the City submits an annual grant report each July covering the preceding fiscal year, after which the Foundation makes an annual disbursement, as supported by that year's grant report. The original allocation was as follows:

Table 1: Original Disbursement Schedule

Disbursement	Total Potential Amount of Disbursement	Target Date of Disbursement
Year 1, 2024-2025	$1,000,000	August 31, 2025
Year 2, 2025-2026	$750,000	August 31, 2026
Year 3, 2026-2027	$500,000	August 31, 2027

For Year 1, the City reported that it had spent $184,873.94 in furtherance of the grant purposes between September 4, 2024 (the grant's effective date), and June 30, 2025. Citing a number of reasons why the City was unable to utilize the grant funds in Year 1 to the extent originally anticipated, the City requested that the $815,126.06 balance remaining from the year 1 allocation be rolled over to Years 2 and 3, as follows:

Table 2: 2025 Updated Disbursement Schedule

Disbursement	Total Potential Amount of Disbursement	Target Date of Disbursement
Year 1, 2024-2025	$184,873.94	August 31, 2025
Year 2, 2025-2026	$1,165,126.06	August 31, 2026
Year 3, 2026-2027	$900,000.00	August 31, 2027

At the September 2025 Board meeting, the Board determined that the proposed modification did not present a conflict of interest under nonprofit and exempt entity laws and approved the updated disbursed schedule. The Foundation and the City then amended the grant agreement accordingly.

In July 2026, the City submitted the Year 2 interim grant report, substantiating that it had spent $1,000,330.81 in furtherance of the grant purposes between July 1, 2025, and June 30, 2026, and the Foundation recently disbursed a grant payment in that amount to the City. As documented in the attached email from Director Karlen, the City is now requesting that the $164,795.25 balance remaining from the Year 2 allocation be rolled over to Year 3, for an updated Year 3 total potential disbursement of $1,064,795.25. Although Director Karlen mentioned at the June 3 Board meeting that the City might also ask to add a fourth year to the grant and redistribute all remaining grant funds over the final two years of the grant, the City's request does not include an extension of the grant period to a fourth year.

Under the authority the Board delegates to me, as Executive Director, to finalize and execute on behalf of the Foundation a grant agreement setting forth the specific terms and conditions of the grant, and to take further actions that may be reasonably necessary for achieving the purposes of the grant or to put into effect the actions approved by the resolution approving the grant, I will amend a grant agreement to make minor or administrative adjustments to the grant agreement, such as extending the grant period when the program being funded takes longer than originally anticipated. In this instance, with the Board approving the first request for modification of this grant's disbursement schedule one year ago and this second request would similarly change the approved payment schedule and allocations, I am again bringing the City's grant modification request to the Board for approval. Under the grant agreement as currently written in accordance with the grant proposal the Board approved, the City would forfeit the unspent $164,795.25 of the Year 2 allocation; the balance would not automatically roll over to be utilized in Year 3.

2. Determination of Whether Proposed Grant Modification Presents a Conflict of Interest Under Nonprofit and Exempt Entity Laws

Prior to considering the City's request to modify the RAC Startup Programming and Outreach grant, the Board must determine whether the proposed modification of the grant to the City presents a conflict of interest under nonprofit and exempt entity laws, in accordance with the Foundation's Conflict of Interest Policy.

As Legal Counsel Heather Minner has previously explained to the Board, starting in September 2024, when the Board has approved or modified grants to the City of San Bruno, the Foundation's Conflict of Interest Policy requires the Board to determine whether any proposed grants to the City of San Bruno present a conflict of interest under nonprofit and exempt entity laws prior to awarding such grants, due to the fact that I, as the Executive Director, disclosed that my son had begun employment with the City of San Bruno.

During the 2024-2025 academic year, my son was a part-time paid intern for the City Manager's Office and then the Community Development Department while completing his senior year of college. Ms. Minner provided a legal memorandum to the Board in the September 4, 2024, Board meeting packet (starting on page 55 of the packet, which can be downloaded here), in which she discusses the internship, the relevant Conflict of Interest Policy procedures, and the analysis and conclusions of the Foundation's nonprofit and public agency legal counsel that the internship did not create a conflict of interest under either public entity laws or nonprofit and tax exempt entity laws for the grants to the City considered in September 2024. She reconfirmed her analysis and conclusion that the internship did not create a conflict of interest under either public entity laws or nonprofit and tax exempt entity laws for the grants to the City considered in December 2024, including the original Crestmoor Fields Project grant. In

September 2025, by which time my son had graduated from college and continued to work up to 40 hours per week for his paid internship in the Community Development Department, with the possibility of being considered for a full-time planner position, she again reconfirmed her analysis and conclusion that the internship did not create a conflict of interest under either public entity laws or nonprofit and tax exempt entity laws with regard to the Board's modification of the payment schedule for the RAC Startup Programming and Outreach grant.

In the fall of 2025, my son applied for, was offered, and accepted a full-time Assistant Planner position with the City of San Bruno in the Community Development Department, and I notified President Malissa Netane-Jones of this potential conflict in accordance with the Conflict of Interest Policy. In January 2026, when the Board considered additional grant funding for lighting for the Crestmoor Fields Project, Ms. Minner considered these facts and determined that the Executive Director's son's current employment with the City still does not pose a conflict of interest under public entity laws, consistent with the analysis presented in her prior memorandum to the Board. Also consistent with that prior analysis, Ms. Minner is recommending that the Board determine that his employment does not pose a conflict of interest under applicable nonprofit and tax exempt entity laws.

The Executive Director's son continues to work in the City's Community Development Department, and the San Bruno City Manager and Community Development Director have confirmed that he has not worked on the RAC programs that fall under the RAC Startup Programming and Outreach grant that the City seeks to modify or been involved in the request for modification of the grant, as these programs are all overseen by the Community Services Department. They have also confirmed that modification of the grant will not be a consideration in making any personnel decisions regarding the Executive Director's son. The grant agreement for this grant includes a term explicitly prohibiting the use of grant funds to compensate or provide any other monetary benefits to the Executive Director's son or any other insider of the Foundation, and this term would remain in the grant agreement post-modification.

Ms. Minner considered these facts and determined that the Executive Director's son's employment with the City still does not pose a conflict of interest under public entity laws, consistent with the analysis presented in her prior memorandum to the Board. Also consistent with that prior analysis, Ms. Minner is advising that his employment does not pose a conflict of interest under applicable nonprofit and tax-exempt entity laws with respect to the proposed modifications to the RAC Startup Programming and Outreach grant. Ms. Minner will make a brief presentation at the September 2 Board meeting to assist the Board in considering this matter.

If the Board determines that there is no conflict of interest, it will then proceed to consider the attached resolution modifying the strategic grant to the City of San Bruno supporting startup programming and outreach activities at the RAC.

If the Board determines that there is a conflict of interest with regard to the grant modification being considered, it is to follow the procedures for addressing the conflict of interest in Article IV, Section 2.b.iii of the Foundation's Conflict of Interest Policy. Under those procedures, if the Board determines that the grant modification is in the Foundation's best interest, for its own benefit, and that the terms of the grant arrangement are fair and reasonable to the Foundation and otherwise follows the procedures outlined in the Policy, it can proceed to approve the resolution modifying the grant, making additional findings and amending the resolution as necessary.

3. Resolution Modifying Strategic Grant to the City of San Bruno Supporting Startup Programming and Outreach Activities at the San Bruno Recreation and Aquatic Center to Reallocate Funds from Year 2 to Year 3

As requested by the City, the attached resolution would modify the strategic grant to the City supporting startup programming and outreach activities at the RAC by reallocating the total not-to-exceed grant amount of $2,250,000 million over the three years of the grant, as follows:

Table 3: 2026 Proposed Disbursement Schedule

Disbursement	Total Potential Amount of Disbursement	Target Date of Disbursement
Year 1, 2024-2025	$184,873.94	August 31, 2025
Year 2, 2025-2026	$1,000,330.81	August 31, 2026
Year 3, 2026-2027	$1,064,795.25	August 31, 2027

If approved, this update to the Grant Disbursement Schedule in Exhibit B would be the only modification to the grant agreement; all other terms of the grant agreement would remain unchanged.

Attachments:

- Request from the City of San Bruno to modify the RAC Startup Programming and Outreach Grant
- Resolution Modifying Strategic Grant to the City of San Bruno Supporting Startup Programming and Outreach Activities at the San Bruno Recreation and Aquatic Center to Reallocate Funds from Year 2 to Year 3

From: Travis Karlen
Sent: Friday, August 14, 2026 7:23 AM
To: Leslie Hatamiya-SBCF
Cc: Collette Stefanko
Subject: City Request for Year 3 of RAC Startup Grant

Good Morning Leslie,

Many thanks to you and the SBCF Board for your continued support of the RAC through the Access Grant. I'm pleased that the City was able to use much of the allocated funding as intended in FY 2025/26—promoting the facility, expanding accessibility to the public, and increasing awareness through a variety of incentives.

Per the City's records, there is a remaining reimbursable balance of approximately $164,795.25 from Year 2 under the amended Grant Agreement. Additionally, Year 3 of the grant outlines a reimbursable allocation of $900,000. The City respectfully requests that the remaining balance from Year 2 be carried over into Year 3, bringing the total Year 3 reimbursement to an amount not to exceed $1,064,795.25.

Looking ahead to year 3 of the grant period, the City anticipates an incremental increase in utilization of the RAC and plans to direct funds toward targeted initiatives that will further the grant purposes. Key anticipated uses include:

- **Resident Membership Incentive Program** – Launching a subsidy to cover approximately 15% of membership costs for residents, estimated at $9 per member per month.
- **Continuation of Drop-in Fitness Classes and Programs** – Continuing to offer a variety of drop-in fitness opportunities available to both members and daily guests. This year we are looking at adding Les Mills to programming for members. The City will be working on a elevated membership category for FY 2027/28 that will continue to include the drop-in-fitness.
- **Support for Instructor Onboarding** – Providing financial resources to attract, train, and onboard new contract instructors, ensuring a high-quality and diverse program offering.
- **Outdoor Pool Operations** – Continuing to operate the outdoor pool over the winter months to meet the demand of members. Additionally, putting in work to bring in additional rentals to boost aquatics revenue. The City will also be introducing a recreational swim team and an annual triathlon.
- **Community Day at the RAC** – Continuing to support this flagship annual event that celebrates and promotes community engagement at the Center.
- **Special Member Events and Programming** – Hosting activities designed to enhance the member experience and foster a stronger sense of community.
- **Marketing and Outreach** – Investing in promotional strategies to increase awareness of RAC programs and maximize community utilization.
- **Transportation Programs** – This item was deferred due to workload, however the City will exploring the feasibility of developing a transportation shuttle service to ensure seniors and potentially students have reliable access to RAC amenities and

programs. This item will require contracting with a local service provider to coincide with programming at the Center. This will be particularly important when the Senior Center closes for renovations.
- **Senior Center Related Programming** – The Senior Center is expected to close for renovations in FY 2026/27, with a tentative start in winter. Many of the programs currently offered there are free to participants. Because the RAC operates on a revenue-generating model, these grant funds would help offset the cost of extending that free programming to the RAC, preserving the value seniors currently receive while helping draw them into the facility during the transition.

In addition to these primary initiatives, there are two projects that need additional research before execution:

- **Parking Lot Acquisition and Redevelopment** – Should the City move forward with this project; I am respectfully requesting flexibility in utilizing any remaining funds for this initiative.
- **Marquee/Digital Sign** – A digital marketing sign along Crystal Springs Road to promote RAC programs and events. This would increase visibility for what the RAC offers and help draw in passersby. Additional coordination with Community Development would be needed to determine feasibility (e.g., permitting, placement, and sign code requirements).

Together, these initiatives reflect the City's commitment to expanding equitable access, enhancing program quality, and strengthening community engagement at the RAC during the next year of the grant period. As always, as new initiatives arise, the Director would consult with the Executive Director of the SBCF.

Let me know if you have any questions or need clarification on any of these items.

Thank you!

Travis M. Karlen, CPRP
Community Services Director
City of San Bruno
251 City ParkWay, San Bruno, CA 94066
(650) 616-7181 | tkarlen@sanbruno.gov

RESOLUTION NO. 2026-__

RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION MODIFYING STRATEGIC GRANT TO THE CITY OF SAN BRUNO SUPPORTING STARTUP PROGRAMMING AND OUTREACH ACTIVITIES AT THE SAN BRUNO RECREATION AND AQUATIC CENTER TO REALLOCATE FUNDS FROM YEAR 2 TO YEAR 3

WHEREAS, on September 4, 2024, noting the San Bruno Community Foundation's commitment to supporting a successful startup phase for the new San Bruno Recreation and Aquatic Center and helping ensure that the facility's operations get launched on financially sustainable footing, the Foundation's Board of Directors approved a strategic grant in an amount not to exceed $2,250,000.00 to the City of San Bruno to support startup programming and outreach activities at the new San Bruno Recreation and Aquatic Center over three years, based on a funding request from the City of San Bruno, requiring that in the event that the actual costs of such activities are less than $2,250,000.00, the Foundation would provide grant funding only to the extent necessary to cover those actual costs;

WHEREAS, in accordance with the City's funding request, the Grant Agreement for the strategic grant supporting startup programming and outreach activities at the new San Bruno Recreation and Aquatic Center set forth the following Grant Disbursement Schedule over the three years of the grant: $1,000,000.00 total potential disbursement in Year 1 (2024-2025), $750,000.00 total potential disbursement in Year 2 (2025-2026), and $500,000.00 total potential disbursement in Year 3 (2026-2027);

WHEREAS, the City reported, for Year 1 of the grant, expending $184,873.94 in furtherance of the grant's purposes and explained that it overestimated its ability to expend $1,000,000.00 in furtherance of the grant's purposes in the first year of the grant, when it was focused on establishing operations, systems, and service delivery and the ramping up of programs under the grant took longer than expected;

WHEREAS, at the request of the City, the Board approved a modification updating the Grant Disbursement Schedule for the strategic grant, as follows: $184,873.94 total potential disbursement in Year 1 (2024-2025), $1,165,126.06 total potential disbursement in Year 2 (2025-2026), and $900,000.00 total potential disbursement in Year 3 (2026-2027);

WHEREAS, the City reported, for Year 2 of the grant, expending $1,000,330.81 in furtherance of the grant's purposes;

WHEREAS, the City has requested that the $164,795.25 balance remaining from the Year 2 allocation be rolled over into Year 3, for an updated Year 3 total potential disbursement of $1,064,795.25;

WHEREAS, the Foundation remains committed to helping the City bridge the opening of the facility to full operations and allowing the City to test various marketing, outreach, recruitment, scholarship, and other initiatives to encourage community members to use the facility and ensure that it generates sufficient revenues to sustain its operations for the ongoing benefit of the community; and

WHEREAS, in compliance with the Foundation's Conflict of Interest Policy, the Executive Director timely disclosed a financial interest in the City of San Bruno through her son, who is employed in a full-time position with the City's Community Development Department; Foundation legal counsel advised that this interest does not pose a conflict of interest under public entity, nonprofit, or tax exempt laws; and on September 2, 2026, the Board determined that a conflict of interest does not exist in connection with modifying the grant to the City.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves a modification updating the Grant Disbursement Schedule for the strategic grant in an amount not to exceed $2,250,000.00 to the City of San Bruno to support startup programming and outreach activities at the new San Bruno Recreation and Aquatic Center over three years, as originally approved on September 4, 2024, and amended on September 3, 2025, as follows:

Year 1, 2024-2025: Total potential disbursement of $184,873.94
Year 2, 2025-2026: Total potential disbursement of $1,000,330.81
Year 3, 2026-2027: Total potential disbursement of $1,064,795.25

BE IT RESOLVED FURTHER that the Board hereby authorizes Executive Director Leslie Hatamiya to finalize, and execute on behalf of the Foundation, an Amendment to the Grant Agreement executed by the Foundation and the City on October 10, 2024, and amended on September 15, 2025, to modify the Grant Disbursement Schedule as set forth above, and to take further actions that may be reasonably necessary for achieving the purposes of the grant or to put into effect the actions approved by these resolutions.

Dated: September 2, 2026

ATTEST:

____

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2026-__ was duly and regularly passed and adopted by the Board of Directors of

The San Bruno Community Foundation on this 2nd day of September, 2026, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

SAN BRUNO
Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Report on the Crestmoor Fields Project from the City of San Bruno**

At the September 2, 2026, Board meeting, the Board will receive an update on the Crestmoor Fields Project from San Bruno Community Services Director Travis Karlen.

In December 2024, the Board approved a strategic grant supporting Phase 1 of the Crestmoor Fields Project (to construct a multi-field turf soccer complex at the site of the former Crestmoor High School, which is being developed into a new subdivision of single-family homes) to the City of San Bruno in an amount not to exceed $3,400,000. In January 2026, the Board approved an additional $1,952,400 in grant funding for permanent lighting as part of the Crestmoor Fields Project as one of the Foundation's final legacy projects, as well as an extension of the grant period consistent with the City's updated project timeline. In June 2026, the Foundation and the City executed an amendment to the grant agreement increasing the grant amount and extending the grant period. The Foundation's total commitment to the project is $5,352,400 in grant funding.

City staff has been in negotiations with the developer, Toll Brothers, on the improvement agreement to build the soccer fields, which has not yet been finalized and executed. Over the summer, the San Bruno City Council held a study session on the Crestmoor Fields Project, with staff noting concerns about the escalating cost of construction (now projected at about $10 million vs. the previous budget of about $8.5 million), updated projections for ongoing operational and maintenance costs ($150,000-$175,000 per year), the need to annually set aside funds to create a turf replacement reserve ($180,000 per year), as artificial turf fields have a lifespan of about 8-10 years, and the need to substantially revamp the field rental fee structure to achieve meaningful cost recovery at the facility. Sharing staff's concerns about the increasing costs and the City's ability to cover them, the City Council agreed to move forward with plans to consider a separate agreement to expand the stormwater basins needed to support the site including the fields and, with regard to the construction of the fields, directed staff to research design modifications that could decrease the cost of construction and to explore partnerships with the soccer organizations and other potential user groups to share the burden of operating the fields.

Memorandum

Under the grant agreement, the City is required to submit quarterly grant reports to the Foundation, and the Foundation is to make quarterly grant payments based on expenses incurred and reported in the grant reports. Over the past year, the City has reported a total of $142,228 in expenses incurred. However, disbursement of any grant payments is contingent upon prior (1) confirmation that Toll Brothers has granted to the City an irrevocable offer of dedication (IOD) for the 5.3 acres on the site of the former Crestmoor High School to be used for athletic fields and that the City plans to accept such IOD upon completion of the construction of the athletic fields; (2) execution of an improvement agreement between the City and Toll Brothers in which Toll Brothers agrees to construct the athletic fields for the City; (3) finalization by the City of the project budget for Phase 1 of the Crestmoor Fields Project; and (4) approval by the City Council of additional funding sufficient to cover the full amount of the total cost of Phase 1 of the Crestmoor Fields Project based upon such final budget above the maximum amount of the grant. Because the City has not yet satisfied the four requirements, the Foundation has not disbursed any payments to the City for this grant.

On September 2, Director Karlen will update the Board on the Crestmoor Fields Project, including the City's concerns about the cost of construction and ongoing operational costs, City staff's research on design modifications and outreach to potential partners, and the revised project timeline.

SAN BRUNO
Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Report on the Fire Station No. 52 Replacement Project from the City of San Bruno and Resolution Creating and Appointing Members to the Ad Hoc Committee on Fire Station Replacement Project**

At the September 2, 2026, Board meeting, the Board will receive an update on the City of San Bruno's plans to build a new Fire Station No. 52 from San Bruno Fire Chief Michael Ku and then consider a resolution creating and appointing members to a new Ad Hoc Committee on Fire Station Replacement Project.

1. Fire Station No. 52 Replacement Project

In May 2025, as part of the Foundation's updated program and investment strategy, the Board expressed its intent to spend down the Foundation's remaining total net assets on a small number of significant legacy projects and identified the City's plans to replace Fire Station No. 52 as the project to receive the largest portion of the funds. In response to the Foundation's offer, the San Bruno City Council agreed to have the Foundation serve as a funding partner on a new Fire Station No. 52.

As previously reported, the City has been in discussions with the California Department of Transportation (Caltrans) to obtain its preferred site for the new fire station, a 1.13-acre lot bordered by Glenview Drive, San Bruno Avenue, and Skyline Boulevard. Caltrans has expressed its interest in selling the lot to the City at the appraised price of $5.49 million, and the California Transportation Commission (CTC) is expected to consider approving the sale to the City in early 2027. The City has been conducting environmental reviews of the site; the results of the environmental reports have been generally positive and are another step forward in the process of acquiring the site for a new Fire Station No. 52.

On September 2, Chief Ku will provide an update on the project. In anticipation of the CTC's potential action in early 2027 and the short timeframe the City will have to close the sale after the CTC meeting, the Board may consider a request from the City for the first strategic grant related to the fire station replacement project, for the site acquisition, in late 2026 or early 2027.

Memorandum

2. **Resolution Creating and Appointing Members to the Ad Hoc Committee on Fire Station Replacement Project**

Following this Board's usual process for evaluating potential strategic grant opportunities, I recommend that the Board adopt the attached resolution appointing an advisory committee (named the Ad Hoc Committee on Fire Station Replacement Project) to research and evaluate opportunities for the Foundation to support the City's plans to build a new Fire Station No. 52 and, as appropriate, return to the Board with recommendations regarding one or more strategic grantmaking proposals related to the fire station replacement project. The City is preparing to present such Committee with a written proposal for the site acquisition grant. The Committee would review the proposal and, as necessary, meet with representatives from the City, to learn more about the fire station replacement project, and then, as appropriate, consider recommending to the Board a strategic grant proposal to support it. The Committee would also review, and make recommendations regarding, future funding requests from the City related to the fire station replacement project. If the Board adopts the resolution creating the Committee, such action would not commit the Foundation to any specific financial obligation. If the Committee recommends a strategic grant supporting the project, the Board would need to take separate action to consider such a proposal.

Under the resolution, Vice President Jim Ruane would chair the Committee, and President Netane-Jones and Board Member Jessica Inglima would serve as Committee members.

On a related note, the Ad Hoc Committee on Strategic Planning, whose charge included researching potential legacy projects and making recommendations to the Board on such potential legacy projects, has concluded its operations. If the Foundation is presented with other potential final legacy project opportunities beyond Fire Station No. 52, the Board will create a new ad hoc committee for each additional project to explore and evaluate grant proposals related to that project.

Attachments:

1. Resolution Creating and Appointing Members to the Ad Hoc Committee on Fire Station Replacement Project

RESOLUTION NO. 2026-__

RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION CREATING AND APPOINTING MEMBERS TO THE AD HOC COMMITTEE ON FIRE STATION REPLACEMENT PROJECT

WHEREAS, the San Bruno Community Foundation's Program Strategy Framework establishes strategic grantmaking as one of the Foundation's core program activities;

WHEREAS, in December 2021, the SBCF Board of Directors identified community health, safety, and wellness among its updated strategic grantmaking priorities;

WHEREAS, in May 2025, the Board decided to spend down the bulk of the Foundation's remaining total net assets in the near-to-mid-term on a small number of final legacy projects and wind down all other programs;

WHEREAS, the Board also identified the City of San Bruno's plans to construct a new Fire Station No. 52 as the project to receive the largest portion of the remaining funds earmarked for the final legacy projects;

WHEREAS, the City of San Bruno is in discussions with the California Department of Transportation (Caltrans) to purchase a two-acre lot bordered by Glenview Drive, San Bruno Avenue, and Skyline Boulevard as the site of the new Fire Station No. 52;

WHEREAS, at the September 2, 2026, Board meeting, San Bruno Fire Chief Michael Ku reported on the City of San Bruno's plans to build a new Fire Station No. 52 and highlighted its funding needs for the site acquisition; and

WHEREAS, the Board is interested in learning more about the project to replace Fire Station No. 52 and exploring how the Foundation could support the project for the benefit of the San Bruno community.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby creates an Ad Hoc Committee on Fire Station Replacement Project to research and evaluate opportunities for the Foundation to support the City of San Bruno's plans to build a new Fire Station No. 52 and, as appropriate, return to the Board with recommendations regarding one or more strategic grantmaking proposals related to the City of San Bruno's fire station replacement project.

BE IT RESOLVED FURTHER, that the Board of Directors hereby appoints Vice President Jim Ruane as chair and President Malissa Netane-Jones and Board Member Jessica Inglima as committee members.

Dated: September 2, 2026

ATTEST:

____
Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2026-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 2nd day of September, 2026, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

SAN BRUNO
Community Foundation

Memorandum

DATE: **August 27, 2026**

TO: **Board of Directors, San Bruno Community Foundation**

FROM: **Leslie Hatamiya, Executive Director**

SUBJECT: **Resolution Adopting the SBCF Restated Bylaws, Including a Three-Term Limit for Directors**

At the September 2, 2026, regular meeting, the Board of Directors will consider amending and restating the SBCF Bylaws to extend the term limits provision for members of the Board of Directors from two terms to three terms.

1. Background

In creating the San Bruno Community Foundation, the San Bruno City Council drafted and adopted the Foundation's Articles of Incorporation and Bylaws in 2013. After transitioning into a fully functioning nonprofit organization with a Board of seven, an Executive Director, and an office, the Board approved a series of amendments to the Bylaws to fully support the Foundation's operations on April 13, 2016. Many of the revisions were clean-up efforts to correct misspellings, make capitalization of terms and usage of numbers consistent, clarify vague language, add in proper legal code references, and ensure compliance with nonprofit law. The more substantive changes included making the purpose statement consistent with the amended purposes statement in the Articles of Incorporation; establishing a specific start date for Directors' terms and clarifying the definition of a term when a Director serves less than a complete term; adding the Executive Director as an officer; establishing a specific start date for officers' terms (except for the Executive Director); renaming Article XVI to more accurately reflect the City Council's role; and clarifying the two conflict of interest standards that apply to the Foundation Board – California Government Code Section 1090 (which applies to public entities) and Corporations Code Section 5233 (which applies to nonprofits). As required by the Bylaws, the City Council approved the Amended and Restated Bylaws on April 26, 2016.

On May 7, 2025, the Board revised the Foundation's program and investment strategies to spend down the bulk of the Foundation's remaining total net assets in the near-to-mid-term on at least one large legacy project and wind down all other programs and identified a new Fire Station No. 52 as the Foundation's top choice for the legacy project to receive most of the total net assets earmarked for legacy projects. On May 27, 2025, the City Council agreed to have the Foundation serve as a funding partner for a new Fire Station No. 52.

Following the Board's direction, the Foundation discontinued the Community Grants Fund and Crestmoor Scholarship. The Foundation did not offer either program in the 2025-2026 fiscal year and has no plans to restart them. The Ad Hoc Committee on Strategic Planning and the Executive Director focused the Foundation's programmatic efforts on identifying and preparing for Board approval several larger initiatives as the Foundation's final legacy projects. In January 2026, the Board approved an additional $1,952,400 in grant funding for the Crestmoor Fields Project to support the cost of installing permanent lighting at the soccer complex. With the previously approved $3.4 million in grant funding to support the construction of the fields, the Foundation's total commitment to the Crestmoor Fields Project now totals $5,352,400. In March 2026, the Board approved a two-part initiative to support the San Bruno Park School District's Outdoor Education Program for fifth grade students. The Board approved grant funding totaling $160,000 to support the program in academic years 2025-2026 and 2026-2027. The Board also designated $2 million as Quasi-Endowment specifically for the Outdoor Education program, with annual grants to be awarded for the program from Quasi-Endowment payout beginning in the 2027-2028 school year.

On the program side, the Foundation is currently focused primarily on the Fire Station No. 52 Replacement Project and the Crestmoor Fields Project, while also completing administration of remaining payments of Crestmoor Scholarships awarded in prior years (final payments scheduled to be disbursed in 2028), the San Bruno-Narita Sister City Program grants (which conclude in 2027), and the Outdoor Education grants (which the Foundation will administer until it concludes operations). The City is in the process of attempting to purchase its desired site for the new fire station from Caltrans, and if it is successful in doing so, the City may request its first grant for the Fire Station Project for the land acquisition later this year. Subsequent grants for the design, construction, and other components of the project would follow. The Foundation is waiting for the Crestmoor Fields Project to proceed, as the City addresses concerns over escalating construction, ongoing maintenance, and turf replacement costs and finalizes an improvement agreement to build the fields with the developer, Toll Brothers.

2. Current Board Membership and Term Limits

Article V, Section 6 of the SBCF Bylaws currently limit Board members to two consecutive terms:

> Terms shall be for four years, starting on January 1 of each year, staggered so that a roughly equal number of terms ends every two years, with designated Directors having initial two-year terms where necessary. No Director shall hold office for longer than two consecutive terms; a two-year term followed by a four-year term shall constitute two

> consecutive terms. However, an unexpired term of less than one-half of a full term shall not count as a term for the purpose of the term limits in this Section. A Director may be reappointed two years after serving two consecutive terms.

The second terms of three current Board members – President Malissa Netane-Jones, Vice President Jim Ruane, and Secretary Raul Gomez – will expire on December 31, 2027. These Board members have been important organizational leaders since they joined the Board in 2020. They have invaluable institutional knowledge and were involved in the Board's 2025 decision to spend the Foundation's remaining net assets on a small number of larger legacy projects and wind down all other programs. As the Foundation proceeds with the wind-down process – awarding and executing the final legacy project grants and then eventually concluding operations – continuity on the Board would be extremely beneficial, particularly the continued involvement of these three Board members who have been officers since 2022. Experienced Board members will be especially important if the Foundation transitions to part-time paid staff and the Board is increasingly relied upon to handle administrative duties.

3. Resolution Adopting the SBCF Restated Bylaws, Including a Three-Term Limit for Directors

I am recommending that the Board amend the Bylaws to extend the term limit provision for Board members from two terms to three terms and to clean up the language of the provision.

With the amendment, Article V, Section 6 of the SBCF Bylaws would read as follows:

> Terms for Directors shall be for four years, starting on January 1 of each year, staggered so that a roughly equal number of terms ends every two years, with designated Directors having initial two-year terms where necessary to accomplish this staggering. No Director shall hold office for longer than three consecutive terms; an initial two-year term followed by two four-year terms shall constitute three consecutive terms. However, an unexpired term of less than one-half of a full term shall not count as a term for the purpose of the term limits in this Section. A Director may be reappointed two years after serving three consecutive terms.

This amendment would not eliminate term limits altogether but would allow for current Board members to serve three consecutive terms. It would enable the Board to maintain continuity and the Foundation to benefit from the experience and leadership of President Netane-Jones, Vice President Ruane, and Secretary Gomez through the wind-down period. If they agree to serve another term and the City Council reappoints them, a third term for these three Board members would end on December 31, 2031. We expect the Foundation to conclude operations by that time. If it is still fully operating at that time because the final legacy projects have not moved forward as expected, then both a reevaluation of the Foundation's strategic plan and new energy and fresh perspectives from new Board members may be appropriate.

If approved, the attached resolution would direct the Executive Director to submit the Amended and Restated Bylaws to the City Council for approval. The timing of this amendment, approximately one year before the next appointment process will commence, would provide ample time for the City Council to approve the Restated Bylaws and for the Foundation to prepare for the next round of appointments.

Attached as Exhibit A are the proposed Restated Bylaws and a redlined version that highlights the proposed changes to Article V, Section 6.

Attachments:

1. Resolution Adopting the San Bruno Community Foundation's Restated Bylaws, Including a Three-Term Limit for Directors
2. Exhibit A: Restated Bylaws of the San Bruno Community Foundation
3. Amended and Restated Bylaws of the San Bruno Community Foundation – Redlined

RESOLUTION NO. 2026-__

RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION ADOPTING THE SAN BRUNO COMMUNITY FOUNDATION'S RESTATED BYLAWS, INCLUDING A THREE-TERM LIMIT FOR DIRECTORS

WHEREAS, the San Bruno City Council approved the San Bruno Community Foundation's original Bylaws on October 21, 2013;

WHEREAS, on April 13, 2016, the Foundation's Board of Directors amended and restated the Bylaws, which the San Bruno City Council approved on April 26, 2016;

WHEREAS, on May 7, 2025, the Board revised the Foundation's program and investment strategies to spend down the bulk of the Foundation's remaining total net assets in the near-to-mid-term on at least one large legacy project and wind down all other programs and identified a new Fire Station No. 52 as the Foundation's top choice for the legacy project to receive most of the total net assets earmarked for legacy projects;

WHEREAS, on May 27, 2025, the San Bruno City Council agreed to have the Foundation serve as a funding partner for a new Fire Station No. 52;

WHEREAS, Article V, Section 6 of the Bylaws limits each Director to serve no more than two consecutive terms on the Board;

WHEREAS, the second terms of three current Directors on the Foundation Board will expire on December 31, 2027;

WHEREAS, the Board seeks to have continuity on the Board during the Foundation's wind-down period, which will likely proceed over the next several years, as the construction of a new Fire Station No. 52 and the completion of the Foundation's other final legacy projects take place;

WHEREAS, to enable continuity on the Board and to have the Foundation benefit from the experience of the current Directors during the wind-down period, the Board seeks to amend the Bylaws to extend the term limits for Directors from two consecutive terms to three consectutive terms; and

WHEREAS, under Article XVI of the Foundation's Bylaws, amendments to the Foundation's Bylaws must be approved by the City Council.

NOW, THEREFORE, BE IT RESOLVED, the Board of Directors adopts the Restated Bylaws of the San Bruno Community Foundation attached as Exhibit A, which provide for a three consecutive term limit for Directors.

BE IT RESOLVED FURTHER, that the Board of Directors directs the Executive Director to submit the Restated Bylaws of the San Bruno Community Foundation approved by this resolution to the San Bruno City Council for consideration and approval.

Dated: September 2, 2026

ATTEST:

____

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2026-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 2nd day of September, 2026, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

EXHIBIT A

RESTATED BYLAWS OF
THE SAN BRUNO COMMUNITY FOUNDATION

A California Nonprofit Public Benefit Corporation

Amended and Restated by the SBCF Board of Directors, ______, 2026
Approved by the San Bruno City Council, ______, 2026

ARTICLE I.

NAME

Section 1. Corporate Name

The name of this corporation is: The San Bruno Community Foundation (the "Corporation").

ARTICLE II.

OFFICES OF THE CORPORATION

Section 1. Principal Office.

The principal office for the transaction of the activities and affairs of the Corporation (principal office) shall be fixed and located in the City of San Bruno, California. The Board of Directors of this Corporation (the "Board"; each member of the Board, a "Director") may change the location of the principal office to any place within the City of San Bruno, California.

Section 2. Other Offices.

The Board may at any time establish branch or subordinate offices at any place or places where the Corporation is qualified to conduct its activities. Any change shall be noted in these Bylaws, or this Section may be amended to state the new location.

ARTICLE III.

PURPOSE

The primary purpose of the Corporation is to benefit the San Bruno community through enduring and significant contributions to, and investments in, charitable and community programs, and publicly-owned community facilities, over the long term. In furtherance of that purpose, this Corporation is organized and shall be operated exclusively for charitable purposes (within the meaning of Internal Revenue Code Section 501(c)(3)) by conducting or supporting activities for the benefit, or to carry out the purposes, of organizations, including but not limited to, the City of San Bruno, that: (i) benefit the San Bruno community, and (ii) are described in either (x) Internal Revenue Code Sections 501(c)(4), 501(c)(5), or 501(c)(6) but only if they would be described in Internal Revenue Code Section 509(a)(2) were they organizations described in Internal Revenue Code Section 501(c)(3), or (y) Internal Revenue Code Sections 509(a)(1) or (a)(2).

ARTICLE IV.

MEMBERS

Section 1. Member.

The Corporation shall have no voting members within the meaning of the Nonprofit Corporation Law.

ARTICLE V.

BOARD OF DIRECTORS

Section 1. General Corporate Powers.

Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, all powers and activities of the Corporation shall be exercised directly by or under the ultimate direction of the Board.

Section 2. Specific Powers.

Without prejudice to the general powers set forth in Section 1 of this Article, but subject to the same limitations and to the approval rights of the City Council of the City of San Bruno (the "City" or "City Council") provided in Article XVI, the Board of Directors shall have the power to:

(a) Appoint and remove, at the pleasure of the Board, all the Corporation's officers and agents, prescribe powers and duties for them that are consistent with law, with the Articles of Incorporation, and with these Bylaws, and require from them security for faithful performance of their duties.

(b) Adopt and use a corporate seal and alter the forms of the seal and certificates.

(c) Borrow money and incur indebtedness on behalf of the Corporation and cause to be executed and delivered for the Corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities, subject to the reserved powers set forth in Section 3, below.

Section 3. Authorized Number and Qualifications.

(a) The authorized number of Directors shall be an odd number not fewer than five (5) and no more than eleven (11), as determined by action of the City Council.

(b) No Director shall serve concurrently as a member of the San Bruno City Council.

(c) A majority of the authorized number of Directors shall be residents of the City of San Bruno; provided, however, that a non-resident Director need not be removed solely to comply with such requirement. Among non-residents, preference may be given to representatives of a business or other entity located in or with a substantial interest in the City. Directors should include individuals with particular expertise in areas applicable to the operation of a nonprofit entity, such as financial, investment, legal, philanthropic, or community-based programs.

(d) Directors shall serve without compensation.

Section 4. Restriction of Interested Persons as Directors.

No person serving on the Board may be an interested person. An interested person is:

(a) Any person compensated by the Corporation for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any expense reimbursement paid to a Director as Director; and

(b) Any brother, sister, ancestor, descendant, spouse, domestic partner, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person.

However, any violation of the provisions of this Section shall not affect the validity or enforceability of any transaction entered into by the Corporation.

Section 5. Designation and Removal of Directors.

All Directors shall be designated and may be removed by the City Council.

Section 6. Term.

Terms for Directors shall be for four years, starting on January 1 of each year, staggered so that a roughly equal number of terms ends every two years, with designated Directors having initial two-year terms where necessary to accomplish this staggering. No Director shall hold office for longer than three consecutive terms; an initial two-year term followed by two four-year terms shall constitute three consecutive terms. However, an unexpired term of less than one-half of a full term shall not count as a term for the purpose of the term limits in this Section. A Director may be reappointed two years after serving three consecutive terms.

Section 7. Events Causing Vacancy.

A vacancy or vacancies on the Board shall exist on the occurrence of the following:

(a) The death or resignation of any Director;

(b) The declaration of a vacancy by majority vote of all Directors then in office, excluding the vote of the Director at issue, when a Director has been declared of unsound mind by an order of court, been convicted of a felony, been found by final order or judgment of any court to have breached a duty under Article 3 of

Chapter 2 of the California Nonprofit Public Benefit Corporation Law, or failed or ceased to meet any required qualification of a Director that was in effect at the beginning of that Director's current term of office;

(c) The action of the City Council to remove any Director upon a finding of cause by a two-thirds (2/3) vote of the total number of authorized Directors;

(d) The increase of the authorized number of Directors;

(e) Expiration of a Director's term of office; or

(f) Action by the City Council to remove a Director.

Vacancies shall be filled by the City Council as provided in Section 5.

Section 8. Resignations.

Except as provided below, any Director may resign by giving written notice to the President or Secretary of the Board. The resignation shall be effective when the notice is given unless it specifies a later time for the resignation to become effective. If a Director's resignation is effective at a later time, the City Council shall appoint a successor to take office as of the date when the resignation becomes effective. Except on notice to the Attorney General of California, no Director may resign if the Corporation would be left without a duly selected Director or Directors. A Director's resignation may not be rescinded, revoked, or withdrawn.

Section 9. Compensation and Reimbursement.

The Directors shall serve without compensation, though they may be reimbursed for their reasonable expenditures on behalf of the Corporation if approved by the Board.

Section 10. Approval of Executive Compensation.

The Board (or an authorized committee of the Board) shall review and approve the compensation, including benefits, of the Executive Director to assure that such compensation is just and reasonable and given in return for services actually rendered to this Corporation. This review and approval shall occur upon the hiring of the officer, whenever the officer's term of employment (if any) is renewed or extended, and whenever the officer's compensation is modified (unless the modification extends to substantially all employees).

ARTICLE VI.

DIRECTORS' MEETINGS

Section 1. Place of Meetings.

Regular meetings of the Board shall be held at any place in the City of San Bruno. At least four (4) meetings of the Board shall be held each year, including the annual meeting required by Section 3, below.

Section 2. Method of Meetings.

All meetings of the Board of Directors, or any committee thereof, shall be called, noticed, held, and conducted in accordance with the applicable provisions of the Ralph M. Brown Act (the "Brown Act") (commencing with Section 54950 of the California Government Code). The Board of Directors shall take no action other than at a meeting called, noticed, and held pursuant to these Bylaws.

Section 3. Annual Meeting.

The Board shall hold a regular meeting for purposes of organization, election of officers, and transaction of other business. Notwithstanding any other provision of these Bylaws, the annual meeting shall be held in the City of San Bruno, California.

Section 4. Other Regular Meetings.

Other regular meetings of the Board may be held at such time and place as the Board may fix from time to time.

Section 5. Authority to Call Special Meetings.

Special meetings of the Board for any purpose may be called at any time pursuant to the Brown Act.

Section 6. Quorum.

A majority of the authorized number of Directors shall constitute a quorum for the transaction of business, except to adjourn. Every action taken or decision made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be the act of the Board, including, without limitation, those provisions relating to:

(a) Approval of certain transactions between corporations having common directorships;
(b) Creation of and appointments to committees of the Board; and
(c) Indemnification of Directors.

A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of Directors, if any action taken or decision made is approved by at least a majority of the required quorum for that meeting.

Section 7. Adjournment.

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place pursuant to the Brown Act.

ARTICLE VII.

COMMITTEES

Section 1. Committees of the Board.

The Board, by resolution adopted by a majority of the Directors then in office provided a quorum is present, may create one or more committees, each consisting of two or more Directors and no one who is not a Director, to serve at the pleasure of the Board. Members of Committees shall serve without compensation. Committees are authorized to create subcommittees in their discretion to assist in the work of the committee. Appointments to committees of the Board shall be by majority vote of the Directors then in office. No committee, regardless of Board resolution, may:

(a) Fill vacancies on the Board or on any committee that has the authority of the Board;

(b) Fix compensation of the Directors for serving on the Board or on any committee;

(c) Amend or repeal Bylaws or adopt new Bylaws;

(d) Amend or repeal any resolution of the Board that by its express terms is not so amendable or repealable;

(e) Create any other committees of the Board or appoint the members of committees of the Board;

(f) Expend corporate funds to support a nominee for Director after more people have been nominated for Director than can be appointed;

(g) Approve any contract or transaction to which the Corporation is a party and in which one or more of its Directors has a material financial interest, except as special approval is provided for in Section 5233(d)(3) of the California Corporations Code; or

(h) Approve the merger, reorganization, voluntary dissolution, or disposition of substantially all of the assets of the Corporation.

Section 2. Meetings and Action of Committees of the Board.

Meetings and actions of committees of the Board shall be governed by, held, and taken in accordance with the provisions of these Bylaws and conducted in accordance with the applicable provisions of the Brown Act concerning meetings and other Board actions, except that the time for regular meetings of such committees and the calling of special meetings of such committees may be determined either by Board resolution or, if there is none, by resolution of the committee of the Board. Minutes of each meeting of any committee of the Board shall be kept and shall be filed with the corporate records. The Board may adopt rules for the governance of any committee, provided they are consistent with these Bylaws, or, in the absence of rules adopted by the Board, the committee may adopt such rules. The below enumerated committees may be created by the Board, but are not limited to:

Section 3. Advisory Committees.

The Board may also create one or more advisory committees which may contain any number of Director and non-Director committee members. None of the powers of the Board can be delegated to any advisory committee, except that management of the Corporation's activities may be delegated to such a committee to the same extent that those powers may be delegated to anyone pursuant to California Corporations Code §5210 and other provisions of these Bylaws.

Section 4. Audit Committee.

The Corporation shall have an Audit Committee consisting of at least two (2) Directors appointed by the Board. Directors who are employees or officers of the Corporation or who receive, directly or indirectly, any consulting, advisory, or other compensatory fees from the Corporation (other than for service as Director) may not serve on the Audit Committee. The Audit Committee shall perform the duties, but are not limited to:

(a) Assisting the Board in choosing an independent auditor and recommending termination of the auditor, if necessary;
(b) Negotiating the auditor's compensation;
(c) Conferring with the auditor regarding the Corporation's financial affairs; and
(d) Reviewing and accepting or rejecting the audit.

Members of the Audit Committee shall not receive compensation for their service on the Audit Committee. If the Corporation has a Finance Committee, a majority of the members of the Audit Committee may not concurrently serve as members of the Finance Committee, and the chair of the Audit Committee may not serve on the Finance Committee. Members of the Audit Committee shall not include the President and the Treasurer.

ARTICLE VIII.

OFFICERS

Section 1. Officers of the Corporation.

The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and an Executive Director. The Corporation may also have, at the Board's discretion, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers as may be appointed in accordance with Section 3 of this Article. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the President and the Executive Director may not hold any other office.

Section 2. Election of Officers.

The officers of the Corporation, except the Executive Director and those appointed under Section 3 of this Article, shall be chosen annually by the Board for one-year terms starting on January 1 and shall serve at the pleasure of the Board, subject to the rights, if any, of any officer under any contract of employment, and subject to the approval of the City Council.

Section 3. Other Officers.

The Board may appoint and may authorize the President or other officer to appoint any other officers that the Corporation may require. Each officer so appointed shall have the title, hold office, have the authority, and perform the duties specified in the Bylaws or determined by the Board.

Section 4. Removal of Officers.

Without prejudice to any rights of an officer, any officer may be removed with or without cause by the Board and also by any officer on whom the Board may confer that power of removal.

Section 5. Resignation of Officers.

Any officer may resign at any time by giving written notice to the Corporation. The resignation shall take effect as of the date the notice is received or at any later time specified in the notice and, unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to the rights, if any, of the Corporation. An officer may not rescind, revoke, or withdraw a resignation.

Section 6. Vacancies in Office.

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to that office.

ARTICLE IX.

RESPONSIBILITIES OF OFFICERS

Section 1. President.

The President shall preside at all Board meetings and shall have such other powers and duties as the Board or the Bylaws may prescribe.

Section 2. Vice President.

If the President is absent or disabled, the Vice President shall perform all duties of the President. When so acting, the Vice President shall have all powers of and be subject to all restrictions on the President. The Vice President shall have such other powers and perform such other duties as the Board or the Bylaws may prescribe.

Section 3. Secretary.

The Secretary shall keep or cause to be kept, at the Corporation's principal office or such other place as the Board may direct, a book of minutes of all meetings, proceedings, and actions of the Board and of committees of the Board. The minutes of meetings shall include the time and place that the meeting was held, whether the meeting was annual, regular, or special, and, if special, how authorized, the notice given, and the names of those present at Board and committee meetings. The Secretary shall keep or cause to be kept, at the principal office in California, a copy of the Articles of Incorporation and Bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and of committees of the Board required by these Bylaws to be given. The Secretary shall keep the corporate seal in safe custody and shall have such other powers and perform such other duties as the Board or the Bylaws may prescribe.

Section 4. Treasurer.

The Treasurer shall be the chief financial officer of the Corporation and shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the Corporation's properties and transactions. The Treasurer shall send or cause to be given to the Directors such financial statements and reports as are required to be given by law, by these Bylaws, or by the Board.

The books of account shall be open to inspection by any Director at all reasonable times. The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Corporation with such depositories as the Board may designate, shall disburse the Corporation's funds as the Board may order, shall render to the President and the Board, when requested, an account of all transactions as Treasurer and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as the Board or the Bylaws may prescribe.

If required by the Board, the Treasurer shall give the Corporation a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the office and for restoration to the Corporation of all of its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Treasurer on his or her death, resignation, retirement, or removal from office.

Section 5. Executive Director.

The Board shall appoint an Executive Director, who shall serve as the Corporation's chief executive officer at the pleasure of the Board and whose terms and conditions of employment shall be specified by the Board. The Executive Director shall be responsible for the day-to-day administration of the Corporation and shall have other such powers and duties as are prescribed by the Board. The Executive Director shall hire, direct, and discharge all other agents and employees, who shall have such authority and perform such duties as may be required to carry out the operations of the Corporation in accordance with the policies established by the Board.

Unless excused by the Board's presiding officer or committee chair, the Executive Director shall attend all meetings of the Board and committees, except the Audit Committee; provided, however, that the Board or any committee of the Board may enter into a closed session without the presence of the Executive Director at the President's discretion in compliance with the Brown Act.

ARTICLE X.

STANDARD OF CARE

Section 1. General.

A Director shall perform the duties of a Director, including duties as a member of any committee of the Board on which the Director may serve, in good faith, in a manner such director believes to be in the best interest of this Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances.

In performing the duties of a Director, a Director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by:

(a) One (1) or more officers or employees of the Corporation whom the Director believes to be reliable and competent in the matters presented;

(b) Counsel, independent accountants, or other persons as to matters which the Director believes to be within such person's professional or expert competence; or

(c) A committee of the Board upon which the Director does not serve that is composed exclusively of any or any combination of Directors and persons described in subsection (a) and (b) of this Section 1, as to matters within its designated authority, which committee the Director believes to merit confidence, so long as in any such case, the Director acts in good faith, after reasonable inquiry when the need thereof is indicated by the circumstances and without knowledge that could cause such reliance to be unwarranted.

A person who performs the duties of a Director in accordance with the above shall have no liability based upon any failure or alleged failure to discharge that person's obligations as Director, including, without limiting the generality of the foregoing, any actions or omissions which exceed or defect a public or charitable purpose to which the Corporation, or assets held by it, are dedicated.

Section 2. Standard of Care - Investments.

Except with respect to assets held for use or used directly in carrying out this Corporation's charitable activities, in investing, reinvesting, purchasing, acquiring, exchanging, selling, and managing this Corporation's investments, the Board shall avoid speculation, looking instead to the permanent disposition of the funds, considering the probable incomes, as well as the probable safety of this Corporation's capital.

Section 3. Standard of Care – Self-Dealing Transactions.

The Board shall not approve a contract in which one of its Directors has a financial interest, pursuant to California Government Code Section 1090, or a self-dealing transaction, pursuant to Corporations Code Section 5233.

Section 4. Inspection.

Every Director shall have the right at any reasonable time during the business hours of the Corporation to inspect and copy all books, records, and documents pursuant to the California Nonprofit Public Benefit Corporation Law and the California Public Records Act, and to inspect the physical properties of this Corporation.

ARTICLE XI.

INDEMNIFICATION; LIABILITY OF THE CORPORATION

Section 1. Right of Indemnity.

To the fullest extent permitted by law, this Corporation shall indemnify its Directors, officers, employees, and other persons described as "agents" in Section 5238(a) of the California Corporations Code, including persons formerly occupying such position, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that Section, and including an action by or in the right of the Corporation, by reason of the fact that the person is or was a person described in that Section. "Expenses," as used in these Bylaws, shall have the same meaning as in Section 5238(a) of the California Corporations Code.

Section 2. Approval of Indemnity.

On written request to the Board by any person seeking indemnification under Section 5238(b) or Section 5238(c) of the California Corporations Code, the Board shall promptly determine under Section 5238(e) of the California Corporations Code whether the applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met and, if so, the Board shall authorize indemnification.

Section 3. Advancement of Expenses.

To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under Sections 1 and 2 of this Article in defending any proceeding covered by those Sections shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the Corporation for those expenses.

Section 4. Insurance.

The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, Directors, employees, and other agents, against any liability asserted against or incurred by any officer, Director, employee, or agent in such capacity or arising out of the officer's, Director's employee's, or agent's status as such.

Section 5. Liability of the Corporation.

The Corporation itself shall be responsible for the management and fiscal affairs of the Corporation and for the payment of any debts and liabilities incurred by the Corporation.

ARTICLE XII.

RECORDS AND REPORTS

Section 1. Maintenance of Corporate Records.

The Corporation shall keep:

(a) Adequate and correct books and records of account; and

(b) Written minutes of the proceedings of its Board and committees of the Board.

The Corporation shall abide by the provisions of the California Public Records Act.

Section 2. Maintenance and Inspection of Articles and Bylaws.

The Corporation shall keep at its principal office, or if its principal office is not in California, at its principal business office in this state, the original or a copy of the Articles of Incorporation and its Bylaws, as amended to date, which shall be open to inspection by the Directors at all reasonable times during office hours.

Section 3. Annual Report.

The Board shall cause an annual report to be sent to the Directors within one hundred fifty (150) days after the end of the Corporation's fiscal year. That report shall contain the following information, in appropriate detail, for the fiscal year:

(a) The assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year;

(b) The principal changes in assets and liabilities, including trust funds;

(c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes;

(d) The expenses or disbursements of the Corporation for both general and restricted purposes; and

(e) Any information required by Section 4 of this Article.

The annual report shall be accompanied by a report on this Corporation prepared by independent accountants, or, if there is no such report, by the certificate of an authorized officer of the Corporation that the financial statements included in the annual report were prepared without audit from the Corporation's books and records.

This requirement of an annual report shall not apply if the Corporation receives less than $25,000 in gross receipts during the fiscal year, provided, however, that the information specified above for inclusion in an annual report must be furnished annually to all Directors.

Section 4. Annual Statement of Certain Transactions and Indemnifications.

The Corporation shall annually prepare and furnish to each Director a statement of any transaction or indemnification of the following kind within one hundred twenty (120) days after the end of the Corporation's fiscal year:

(a) Any transaction in which the Corporation, its parent, or its subsidiary was a party;

(b) Any transaction in which an "interested person" had a direct or indirect material financial interest; and

(c) Any transaction which involved more than $50,000, or was one of a number of transactions with the same interested person involving, in the aggregate, more than $50,000. For the purposes of this subparagraph, and subparagraph (b) above, an "interested person" is either of the following:

i) Any Director or officer of the Corporation, its parent, or subsidiary (but mere common directorship shall not be considered such an interest); or

ii) Any holder of more than ten (10) percent of the voting power of the Corporation, its parent, or its subsidiary. The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the Corporation, the nature of their interest in the transaction, and, if practicable, the amount of that interest, provided that if the transaction was with a partnership in which the interested person is a partner, only the interest of the partnership need be stated.

(d) Any indemnifications or advances aggregating more than $10,000 paid during the fiscal year to any officer or Director of the Corporation under Article X, Sections 1, 2 and 3 of these Bylaws.

ARTICLE XIII.

MISCELLANEOUS

Section 1. Fiscal Year.

The fiscal year of this Corporation shall end each year on June 30.

Section 2. Contracts.

All contracts entered into on behalf of this Corporation must be authorized by the Board, or, where the contract is for less than twenty-five thousand dollars ($25,000), by the President, Treasurer, or Executive Director.

Section 3. Execution of Checks.

Except as otherwise provided by law, every check, draft, promissory note, money order, or other evidence of indebtedness of the Corporation shall be signed by such individuals as are authorized by the Board.

Section 4. Independent Audit.

The Corporation shall retain an independent auditor and conduct annual independent audits in accordance with the applicable provisions of the Supervision of Trustees and Fundraisers for Charitable Purposes Act (commencing with Section 12586 of the California Government Code).

Section 5. Amendment of Bylaws.

The Bylaws may be amended or repealed and new Bylaws adopted by the vote of a majority of all the Directors then in office and the approval of the City Council. Such amended or newly adopted Bylaws shall take effect immediately upon approval of the City Council.

Section 6. Applicable Law.

This Corporation shall be subject to any and all applicable state, federal, and local laws, including, but not limited to, such laws as may be applicable as a result of the Corporation's affiliation with the City.

Section 7. Ralph M. Brown Act.

All meetings of the Board of Directors, or any committee thereof, shall be called, noticed, held and conducted in accordance with the applicable provisions of the Ralph M. Brown Act (commencing with Section 54950 of the California Government Code).

Section 8. Conflict of Interest.

The Board shall develop, establish, and implement a conflict of interest policy. The policy shall provide that the Board and the Corporation's agents and employees shall not be financially interested in a contract made by them in their official capacity, or by anybody or board of which they are members pursuant to Government Code Section 1090. In addition, the Corporation shall not authorize any contract in which an officer of the City of San Bruno has a financial interest, either directly or through a body or board of which they are members. Nor shall the Board, its agents, or its employees be purchasers at any sale or vendors at any purchase made by them in their official capacity pursuant to Government Code Section 1090.

ARTICLE XIV.

DISSOLUTION OF THE CORPORATION

Subject to the provisions governing distribution upon dissolution set forth in the Articles of Incorporation of the Corporation, in the event of a dissolution of the Corporation the residual assets shall be distributed as provided in the Articles of Incorporation.

ARTICLE XV.

CONSTRUCTION AND DEFINITIONS

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the General Provisions of the California Nonprofit Corporation Law and the California Nonprofit Public Benefit Corporation Law shall govern the construction of the Bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, the plural includes the singular, and the term “person” includes both a legal entity and a natural person.

ARTICLE XVI.

APPROVAL OF THE CITY COUNCIL

In addition to the City Council having the authority to designate and remove Directors pursuant to Article V, the following actions shall require approval by the City Council:

(a) Any change in the Articles of Incorporation or Bylaws of the Corporation;

(b) Adoption, amendment, or repeal of the Corporation’s investment policy and its spending policy;

(c) The Corporation’s annual budget;

(d) Adoption, amendment, or repeal of the Corporation’s grant policies;

(e) Election of officers of the Corporation;

(f) Any agreement for the management of the affairs of the Corporation;

(g) Acquisition of real estate or of any project that would require the use of City property or resources;

(h) Incurrence of indebtedness by the Corporation in excess of twenty-five thousand dollars ($25,000); and/or

(i) Affiliation of the Corporation with any other entity ("Affiliation" meaning any arrangement whereby the Corporation controls, is controlled by, or is under common control with any other entity or any other similar arrangement).

CERTIFICATE OF SECRETARY

I certify that I am the duly designated and acting Secretary of the San Bruno Community Foundation, a California nonprofit public benefit corporation; that the above Bylaws consisting of 16 pages, are the Bylaws of the Foundation as amended and restated by the Board of Directors at its meeting on _________, 2026, and that these Bylaws have not been amended or modified since that date. These amended and restated Bylaws were also approved by the San Bruno City Council at a meeting held in San Bruno, California, on ________, 2026.

Executed on __________, 2026, at San Bruno, California.

____
Raul Gomez, Secretary

RESTATED BYLAWS OF
THE SAN BRUNO COMMUNITY FOUNDATION
A California Nonprofit Public Benefit Corporation

Amended and Restated by the SBCF Board of Directors, ~~April 13~~______, 202~~1~~6
Approved by the San Bruno City Council, ~~April 26~~______, 202~~1~~6

ARTICLE I.

NAME

Section 1. Corporate Name

The name of this corporation is: The San Bruno Community Foundation (the "Corporation").

ARTICLE II.

OFFICES OF THE CORPORATION

Section 1. Principal Office.

The principal office for the transaction of the activities and affairs of the Corporation (principal office) shall be fixed and located in the City of San Bruno, California. The Board of Directors of this Corporation (the "Board"; each member of the Board, a "Director") may change the location of the principal office to any place within the City of San Bruno, California.

Section 2. Other Offices.

The Board may at any time establish branch or subordinate offices at any place or places where the Corporation is qualified to conduct its activities. Any change shall be noted in these Bylaws, or this Section may be amended to state the new location.

ARTICLE III.

PURPOSE

The primary purpose of the Corporation is to benefit the San Bruno community through enduring and significant contributions to, and investments in, charitable and community programs, and publicly-owned community facilities, over the long term. In furtherance of that purpose, this Corporation is organized and shall be operated exclusively for charitable purposes (within the meaning of Internal Revenue Code Section 501(c)(3)) by conducting or supporting activities for the benefit, or to carry out the purposes, of organizations, including but not limited to, the City of San Bruno, that: (i) benefit the San Bruno community, and (ii) are described in either (x) Internal Revenue Code Sections 501(c)(4), 501(c)(5), or 501(c)(6) but only if they would be described in Internal Revenue Code Section 509(a)(2) were they organizations described in Internal Revenue Code Section 501(c)(3), or (y) Internal Revenue Code Sections 509(a)(1) or (a)(2).

ARTICLE IV.

MEMBERS

Section 1. Member.

The Corporation shall have no voting members within the meaning of the Nonprofit Corporation Law.

ARTICLE V.

BOARD OF DIRECTORS

Section 1. General Corporate Powers.

Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, all powers and activities of the Corporation shall be exercised directly by or under the ultimate direction of the Board.

Section 2. Specific Powers.

Without prejudice to the general powers set forth in Section 1 of this Article, but subject to the same limitations and to the approval rights of the City Council of the City of San Bruno (the "City" or "City Council") provided in Article XVI, the Board of Directors shall have the power to:

(a) Appoint and remove, at the pleasure of the Board, all the Corporation's officers and agents, prescribe powers and duties for them that are consistent with law, with the Articles of Incorporation, and with these Bylaws, and require from them security for faithful performance of their duties.

(b) Adopt and use a corporate seal and alter the forms of the seal and certificates.

(c) Borrow money and incur indebtedness on behalf of the Corporation and cause to be executed and delivered for the Corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities, subject to the reserved powers set forth in Section 3, below.

Section 3. Authorized Number and Qualifications.

(a) The authorized number of Directors shall be an odd number not fewer than five (5) and no more than eleven (11), as determined by action of the City Council.

(b) No Director shall serve concurrently as a member of the San Bruno City Council.

(c) A majority of the authorized number of Directors shall be residents of the City of San Bruno; provided, however, that a non-resident Director need not be removed solely to comply with such requirement. Among non-residents, preference may be given to representatives of a business or other entity located in or with a substantial interest in the City. Directors should include individuals with particular expertise in areas applicable to the operation of a nonprofit entity, such as financial, investment, legal, philanthropic, or community-based programs.

(d) Directors shall serve without compensation.

Section 4. Restriction of Interested Persons as Directors.

No person serving on the Board may be an interested person. An interested person is:

(a) Any person compensated by the Corporation for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any expense reimbursement paid to a Director as Director; and

(b) Any brother, sister, ancestor, descendant, spouse, domestic partner, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person.

However, any violation of the provisions of this Section shall not affect the validity or enforceability of any transaction entered into by the Corporation.

Section 5. Designation and Removal of Directors.

All Directors shall be designated and may be removed by the City Council.

Section 6. Term.

Terms for Directors shall be for four years, starting on January 1 of each year, staggered so that a roughly equal number of terms ends every two years, with designated Directors having initial two-year terms where necessary to accomplish this staggering. No Director shall hold office for longer than three~~two~~ consecutive terms; an initial two-year term followed by two~~a~~ four-year terms shall constitute three~~two~~ consecutive terms. However, an unexpired term of less than one-half of a full term shall not count as a term for the purpose of the term limits in this Section. A Director may be reappointed two years after serving three~~two~~ consecutive terms.

Section 7. Events Causing Vacancy.

A vacancy or vacancies on the Board shall exist on the occurrence of the following:

(a) The death or resignation of any Director;

(b) The declaration of a vacancy by majority vote of all Directors then in office, excluding the vote of the Director at issue, when a Director has been declared of unsound mind by an order of court, been convicted of a felony, been found by final order or judgment of any court to have breached a duty under Article 3 of

Chapter 2 of the California Nonprofit Public Benefit Corporation Law, or failed or ceased to meet any required qualification of a Director that was in effect at the beginning of that Director's current term of office;

(c) The action of the City Council to remove any Director upon a finding of cause by a two-thirds (2/3) vote of the total number of authorized Directors;

(d) The increase of the authorized number of Directors;

(e) Expiration of a Director's term of office; or

(f) Action by the City Council to remove a Director.

Vacancies shall be filled by the City Council as provided in Section 5.

Section 8. Resignations.

Except as provided below, any Director may resign by giving written notice to the President or Secretary of the Board. The resignation shall be effective when the notice is given unless it specifies a later time for the resignation to become effective. If a Director's resignation is effective at a later time, the City Council shall appoint a successor to take office as of the date when the resignation becomes effective. Except on notice to the Attorney General of California, no Director may resign if the Corporation would be left without a duly selected Director or Directors. A Director's resignation may not be rescinded, revoked, or withdrawn.

Section 9. Compensation and Reimbursement.

The Directors shall serve without compensation, though they may be reimbursed for their reasonable expenditures on behalf of the Corporation if approved by the Board.

Section 10. Approval of Executive Compensation.

The Board (or an authorized committee of the Board) shall review and approve the compensation, including benefits, of the Executive Director to assure that such compensation is just and reasonable and given in return for services actually rendered to this Corporation. This review and approval shall occur upon the hiring of the officer, whenever the officer's term of employment (if any) is renewed or extended, and whenever the officer's compensation is modified (unless the modification extends to substantially all employees).

ARTICLE VI.

DIRECTORS' MEETINGS

Section 1. Place of Meetings.

Regular meetings of the Board shall be held at any place in the City of San Bruno. At least four (4) meetings of the Board shall be held each year, including the annual meeting required by Section 3, below.

Section 2. Method of Meetings.

All meetings of the Board of Directors, or any committee thereof, shall be called, noticed, held, and conducted in accordance with the applicable provisions of the Ralph M. Brown Act (the "Brown Act") (commencing with Section 54950 of the California Government Code). The Board of Directors shall take no action other than at a meeting called, noticed, and held pursuant to these Bylaws.

Section 3. Annual Meeting.

The Board shall hold a regular meeting for purposes of organization, election of officers, and transaction of other business. Notwithstanding any other provision of these Bylaws, the annual meeting shall be held in the City of San Bruno, California.

Section 4. Other Regular Meetings.

Other regular meetings of the Board may be held at such time and place as the Board may fix from time to time.

Section 5. Authority to Call Special Meetings.

Special meetings of the Board for any purpose may be called at any time pursuant to the Brown Act.

Section 6. Quorum.

A majority of the authorized number of Directors shall constitute a quorum for the transaction of business, except to adjourn. Every action taken or decision made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be the act of the Board, including, without limitation, those provisions relating to:

(a) Approval of certain transactions between corporations having common directorships;
(b) Creation of and appointments to committees of the Board; and
(c) Indemnification of Directors.

A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of Directors, if any action taken or decision made is approved by at least a majority of the required quorum for that meeting.

Section 7. Adjournment.

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place pursuant to the Brown Act.

ARTICLE VII.

COMMITTEES

Section 1. Committees of the Board.

The Board, by resolution adopted by a majority of the Directors then in office provided a quorum is present, may create one or more committees, each consisting of two or more Directors and no one who is not a Director, to serve at the pleasure of the Board. Members of Committees shall serve without compensation. Committees are authorized to create subcommittees in their discretion to assist in the work of the committee. Appointments to committees of the Board shall be by majority vote of the Directors then in office. No committee, regardless of Board resolution, may:

(a) Fill vacancies on the Board or on any committee that has the authority of the Board;

(b) Fix compensation of the Directors for serving on the Board or on any committee;

(c) Amend or repeal Bylaws or adopt new Bylaws;

(d) Amend or repeal any resolution of the Board that by its express terms is not so amendable or repealable;

(e) Create any other committees of the Board or appoint the members of committees of the Board;

(f) Expend corporate funds to support a nominee for Director after more people have been nominated for Director than can be appointed;

(g) Approve any contract or transaction to which the Corporation is a party and in which one or more of its Directors has a material financial interest, except as special approval is provided for in Section 5233(d)(3) of the California Corporations Code; or

(h) Approve the merger, reorganization, voluntary dissolution, or disposition of substantially all of the assets of the Corporation.

Section 2. Meetings and Action of Committees of the Board.

Meetings and actions of committees of the Board shall be governed by, held, and taken in accordance with the provisions of these Bylaws and conducted in accordance with the applicable provisions of the Brown Act concerning meetings and other Board actions, except that the time for regular meetings of such committees and the calling of special meetings of such committees may be determined either by Board resolution or, if there is none, by resolution of the committee of the Board. Minutes of each meeting of any committee of the Board shall be kept and shall be filed with the corporate records. The Board may adopt rules for the governance of any committee, provided they are consistent with these Bylaws, or, in the absence of rules adopted by the Board, the committee may adopt such rules. The below enumerated committees may be created by the Board, but are not limited to:

Section 3. Advisory Committees.

The Board may also create one or more advisory committees which may contain any number of Director and non-Director committee members. None of the powers of the Board can be delegated to any advisory committee, except that management of the Corporation's activities may be delegated to such a committee to the same extent that those powers may be delegated to anyone pursuant to California Corporations Code §5210 and other provisions of these Bylaws.

Section 4. Audit Committee.

The Corporation shall have an Audit Committee consisting of at least two (2) Directors appointed by the Board. Directors who are employees or officers of the Corporation or who receive, directly or indirectly, any consulting, advisory, or other compensatory fees from the Corporation (other than for service as Director) may not serve on the Audit Committee. The Audit Committee shall perform the duties, but are not limited to:

(a) Assisting the Board in choosing an independent auditor and recommending termination of the auditor, if necessary;
(b) Negotiating the auditor's compensation;
(c) Conferring with the auditor regarding the Corporation's financial affairs; and
(d) Reviewing and accepting or rejecting the audit.

Members of the Audit Committee shall not receive compensation for their service on the Audit Committee. If the Corporation has a Finance Committee, a majority of the members of the Audit Committee may not concurrently serve as members of the Finance Committee, and the chair of the Audit Committee may not serve on the Finance Committee. Members of the Audit Committee shall not include the President and the Treasurer.

ARTICLE VIII.

OFFICERS

Section 1. Officers of the Corporation.

The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and an Executive Director. The Corporation may also have, at the Board's discretion, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers as may be appointed in accordance with Section 3 of this Article. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the President and the Executive Director may not hold any other office.

Section 2. Election of Officers.

The officers of the Corporation, except the Executive Director and those appointed under Section 3 of this Article, shall be chosen annually by the Board for one-year terms starting on January 1 and shall serve at the pleasure of the Board, subject to the rights, if any, of any officer under any contract of employment, and subject to the approval of the City Council.

Section 3. Other Officers.

The Board may appoint and may authorize the President or other officer to appoint any other officers that the Corporation may require. Each officer so appointed shall have the title, hold office, have the authority, and perform the duties specified in the Bylaws or determined by the Board.

Section 4. Removal of Officers.

Without prejudice to any rights of an officer, any officer may be removed with or without cause by the Board and also by any officer on whom the Board may confer that power of removal.

Section 5. Resignation of Officers.

Any officer may resign at any time by giving written notice to the Corporation. The resignation shall take effect as of the date the notice is received or at any later time specified in the notice and, unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to the rights, if any, of the Corporation. An officer may not rescind, revoke, or withdraw a resignation.

Section 6. Vacancies in Office.

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to that office.

ARTICLE IX.

RESPONSIBILITIES OF OFFICERS

Section 1. President.

The President shall preside at all Board meetings and shall have such other powers and duties as the Board or the Bylaws may prescribe.

Section 2. Vice President.

If the President is absent or disabled, the Vice President shall perform all duties of the President. When so acting, the Vice President shall have all powers of and be subject to all restrictions on the President. The Vice President shall have such other powers and perform such other duties as the Board or the Bylaws may prescribe.

Section 3. Secretary.

The Secretary shall keep or cause to be kept, at the Corporation's principal office or such other place as the Board may direct, a book of minutes of all meetings, proceedings, and actions of the Board and of committees of the Board. The minutes of meetings shall include the time and place that the meeting was held, whether the meeting was annual, regular, or special, and, if special, how authorized, the notice given, and the names of those present at Board and committee meetings. The Secretary shall keep or cause to be kept, at the principal office in California, a copy of the Articles of Incorporation and Bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and of committees of the Board required by these Bylaws to be given. The Secretary shall keep the corporate seal in safe custody and shall have such other powers and perform such other duties as the Board or the Bylaws may prescribe.

Section 4. Treasurer.

The Treasurer shall be the chief financial officer of the Corporation and shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the Corporation's properties and transactions. The Treasurer shall send or cause to be given to the Directors such financial statements and reports as are required to be given by law, by these Bylaws, or by the Board.

The books of account shall be open to inspection by any Director at all reasonable times. The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Corporation with such depositories as the Board may designate, shall disburse the Corporation's funds as the Board may order, shall render to the President and the Board, when requested, an account of all transactions as Treasurer and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as the Board or the Bylaws may prescribe.

If required by the Board, the Treasurer shall give the Corporation a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the office and for restoration to the Corporation of all of its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Treasurer on his or her death, resignation, retirement, or removal from office.

Section 5. Executive Director.

The Board shall appoint an Executive Director, who shall serve as the Corporation's chief executive officer at the pleasure of the Board and whose terms and conditions of employment shall be specified by the Board. The Executive Director shall be responsible for the day-to-day administration of the Corporation and shall have other such powers and duties as are prescribed by the Board. The Executive Director shall hire, direct, and discharge all other agents and employees, who shall have such authority and perform such duties as may be required to carry out the operations of the Corporation in accordance with the policies established by the Board.

Unless excused by the Board's presiding officer or committee chair, the Executive Director shall attend all meetings of the Board and committees, except the Audit Committee; provided, however, that the Board or any committee of the Board may enter into a closed session without the presence of the Executive Director at the President's discretion in compliance with the Brown Act.

ARTICLE X.

STANDARD OF CARE

Section 1. General.

A Director shall perform the duties of a Director, including duties as a member of any committee of the Board on which the Director may serve, in good faith, in a manner such director believes to be in the best interest of this Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances.

In performing the duties of a Director, a Director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by:

(a) One (1) or more officers or employees of the Corporation whom the Director believes to be reliable and competent in the matters presented;

(b) Counsel, independent accountants, or other persons as to matters which the Director believes to be within such person's professional or expert competence; or

(c) A committee of the Board upon which the Director does not serve that is composed exclusively of any or any combination of Directors and persons described in subsection (a) and (b) of this Section 1, as to matters within its designated authority, which committee the Director believes to merit confidence, so long as in any such case, the Director acts in good faith, after reasonable inquiry when the need thereof is indicated by the circumstances and without knowledge that could cause such reliance to be unwarranted.

A person who performs the duties of a Director in accordance with the above shall have no liability based upon any failure or alleged failure to discharge that person's obligations as Director, including, without limiting the generality of the foregoing, any actions or omissions which exceed or defect a public or charitable purpose to which the Corporation, or assets held by it, are dedicated.

Section 2. Standard of Care - Investments.

Except with respect to assets held for use or used directly in carrying out this Corporation's charitable activities, in investing, reinvesting, purchasing, acquiring, exchanging, selling, and managing this Corporation's investments, the Board shall avoid speculation, looking instead to the permanent disposition of the funds, considering the probable incomes, as well as the probable safety of this Corporation's capital.

Section 3. Standard of Care – Self-Dealing Transactions.

The Board shall not approve a contract in which one of its Directors has a financial interest, pursuant to California Government Code Section 1090, or a self-dealing transaction, pursuant to Corporations Code Section 5233.

Section 4. Inspection.

Every Director shall have the right at any reasonable time during the business hours of the Corporation to inspect and copy all books, records, and documents pursuant to the California Nonprofit Public Benefit Corporation Law and the California Public Records Act, and to inspect the physical properties of this Corporation.

ARTICLE XI.

INDEMNIFICATION; LIABILITY OF THE CORPORATION

Section 1. Right of Indemnity.

To the fullest extent permitted by law, this Corporation shall indemnify its Directors, officers, employees, and other persons described as "agents" in Section 5238(a) of the California Corporations Code, including persons formerly occupying such position, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that Section, and including an action by or in the right of the Corporation, by reason of the fact that the person is or was a person described in that Section. "Expenses," as used in these Bylaws, shall have the same meaning as in Section 5238(a) of the California Corporations Code.

Section 2. Approval of Indemnity.

On written request to the Board by any person seeking indemnification under Section 5238(b) or Section 5238(c) of the California Corporations Code, the Board shall promptly determine under Section 5238(e) of the California Corporations Code whether the applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met and, if so, the Board shall authorize indemnification.

Section 3. Advancement of Expenses.

To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under Sections 1 and 2 of this Article in defending any proceeding covered by those Sections shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the Corporation for those expenses.

Section 4. Insurance.

The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, Directors, employees, and other agents, against any liability asserted against or incurred by any officer, Director, employee, or agent in such capacity or arising out of the officer's, Director's employee's, or agent's status as such.

Section 5. Liability of the Corporation.

The Corporation itself shall be responsible for the management and fiscal affairs of the Corporation and for the payment of any debts and liabilities incurred by the Corporation.

ARTICLE XII.

RECORDS AND REPORTS

Section 1. Maintenance of Corporate Records.

The Corporation shall keep:

(a) Adequate and correct books and records of account; and

(b) Written minutes of the proceedings of its Board and committees of the Board.

The Corporation shall abide by the provisions of the California Public Records Act.

Section 2. Maintenance and Inspection of Articles and Bylaws.

The Corporation shall keep at its principal office, or if its principal office is not in California, at its principal business office in this state, the original or a copy of the Articles of Incorporation and its Bylaws, as amended to date, which shall be open to inspection by the Directors at all reasonable times during office hours.

Section 3. Annual Report.

The Board shall cause an annual report to be sent to the Directors within one hundred fifty (150) days after the end of the Corporation's fiscal year. That report shall contain the following information, in appropriate detail, for the fiscal year:

(a) The assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year;

(b) The principal changes in assets and liabilities, including trust funds;

(c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes;

(d) The expenses or disbursements of the Corporation for both general and restricted purposes; and

(e) Any information required by Section 4 of this Article.

The annual report shall be accompanied by a report on this Corporation prepared by independent accountants, or, if there is no such report, by the certificate of an authorized officer of the Corporation that the financial statements included in the annual report were prepared without audit from the Corporation's books and records.

This requirement of an annual report shall not apply if the Corporation receives less than $25,000 in gross receipts during the fiscal year, provided, however, that the information specified above for inclusion in an annual report must be furnished annually to all Directors.

Section 4. Annual Statement of Certain Transactions and Indemnifications.

The Corporation shall annually prepare and furnish to each Director a statement of any transaction or indemnification of the following kind within one hundred twenty (120) days after the end of the Corporation's fiscal year:

(a) Any transaction in which the Corporation, its parent, or its subsidiary was a party;

(b) Any transaction in which an "interested person" had a direct or indirect material financial interest; and

(c) Any transaction which involved more than $50,000, or was one of a number of transactions with the same interested person involving, in the aggregate, more than $50,000. For the purposes of this subparagraph, and subparagraph (b) above, an "interested person" is either of the following:

i) Any Director or officer of the Corporation, its parent, or subsidiary (but mere common directorship shall not be considered such an interest); or

ii) Any holder of more than ten (10) percent of the voting power of the Corporation, its parent, or its subsidiary. The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the Corporation, the nature of their interest in the transaction, and, if practicable, the amount of that interest, provided that if the transaction was with a partnership in which the interested person is a partner, only the interest of the partnership need be stated.

(d) Any indemnifications or advances aggregating more than $10,000 paid during the fiscal year to any officer or Director of the Corporation under Article X, Sections 1, 2 and 3 of these Bylaws.

ARTICLE XIII.

MISCELLANEOUS

Section 1. Fiscal Year.

The fiscal year of this Corporation shall end each year on June 30.

Section 2. Contracts.

All contracts entered into on behalf of this Corporation must be authorized by the Board, or, where the contract is for less than twenty-five thousand dollars ($25,000), by the President, Treasurer, or Executive Director.

Section 3. Execution of Checks.

Except as otherwise provided by law, every check, draft, promissory note, money order, or other evidence of indebtedness of the Corporation shall be signed by such individuals as are authorized by the Board.

Section 4. Independent Audit.

The Corporation shall retain an independent auditor and conduct annual independent audits in accordance with the applicable provisions of the Supervision of Trustees and Fundraisers for Charitable Purposes Act (commencing with Section 12586 of the California Government Code).

Section 5. Amendment of Bylaws.

The Bylaws may be amended or repealed and new Bylaws adopted by the vote of a majority of all the Directors then in office and the approval of the City Council. Such amended or newly adopted Bylaws shall take effect immediately upon approval of the City Council.

Section 6. Applicable Law.

This Corporation shall be subject to any and all applicable state, federal, and local laws, including, but not limited to, such laws as may be applicable as a result of the Corporation's affiliation with the City.

Section 7. Ralph M. Brown Act.

All meetings of the Board of Directors, or any committee thereof, shall be called, noticed, held and conducted in accordance with the applicable provisions of the Ralph M. Brown Act (commencing with Section 54950 of the California Government Code).

Section 8. Conflict of Interest.

The Board shall develop, establish, and implement a conflict of interest policy. The policy shall provide that the Board and the Corporation's agents and employees shall not be financially interested in a contract made by them in their official capacity, or by anybody or board of which they are members pursuant to Government Code Section 1090. In addition, the Corporation shall not authorize any contract in which an officer of the City of San Bruno has a financial interest, either directly or through a body or board of which they are members. Nor shall the Board, its agents, or its employees be purchasers at any sale or vendors at any purchase made by them in their official capacity pursuant to Government Code Section 1090.

ARTICLE XIV.

DISSOLUTION OF THE CORPORATION

Subject to the provisions governing distribution upon dissolution set forth in the Articles of Incorporation of the Corporation, in the event of a dissolution of the Corporation the residual assets shall be distributed as provided in the Articles of Incorporation.

ARTICLE XV.

CONSTRUCTION AND DEFINITIONS

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the General Provisions of the California Nonprofit Corporation Law and the California Nonprofit Public Benefit Corporation Law shall govern the construction of the Bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, the plural includes the singular, and the term “person” includes both a legal entity and a natural person.

ARTICLE XVI.

APPROVAL OF THE CITY COUNCIL

In addition to the City Council having the authority to designate and remove Directors pursuant to Article V, the following actions shall require approval by the City Council:

(a) Any change in the Articles of Incorporation or Bylaws of the Corporation;

(b) Adoption, amendment, or repeal of the Corporation’s investment policy and its spending policy;

(c) The Corporation’s annual budget;

(d) Adoption, amendment, or repeal of the Corporation’s grant policies;

(e) Election of officers of the Corporation;

(f) Any agreement for the management of the affairs of the Corporation;

(g) Acquisition of real estate or of any project that would require the use of City property or resources;

(h) Incurrence of indebtedness by the Corporation in excess of twenty-five thousand dollars ($25,000); and/or

(i) Affiliation of the Corporation with any other entity ("Affiliation" meaning any arrangement whereby the Corporation controls, is controlled by, or is under common control with any other entity or any other similar arrangement).

CERTIFICATE OF SECRETARY

I certify that I am the duly designated and acting Secretary of the San Bruno Community Foundation, a California nonprofit public benefit corporation; that the above Bylaws consisting of 16 pages, are the Bylaws of the Foundation as amended and restated by the Board of Directors at its meeting on _________, 2026, and that these Bylaws have not been amended or modified since that date. These amended and restated Bylaws were also approved by the San Bruno City Council at a meeting held in San Bruno, California, on ________, 2026.

Executed on __________, 2026, at San Bruno, California.

____
Raul Gomez, Secretary