

SAN BRUNO

Community Foundation

Board of Directors

Nancy A. Kraus, *President* • Frank Hedley, *Vice President* • John P. McGlothlin, *Secretary* • Tim Ross, *Treasurer*
Patricia Bohm • Emily Roberts • Regina Stanback Stroud
Leslie Hatamiya, *Executive Director*

AGENDA

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

December 5, 2018

7:00 p.m.

Meeting Location:

San Bruno Senior Center, 1555 Crystal Springs Road, San Bruno

In compliance with the Americans with Disabilities Act, individuals requiring reasonable accommodations or appropriate alternative formats for notices, agendas, and records for this meeting should notify us 48 hours prior to meeting. Please call the City Clerk's Office at 650-616-7058.

- 1. Call to Order/Welcome**
- 2. Roll Call**
- 3. Approval of Minutes:** November 7, 2018, Regular Board Meeting
- 4. Board Member Comments**
 - a. President
 - b. Others
- 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. Adopt Resolution Ratifying Election of 2019 Officers
 - b. Adopt Resolution Canceling January 2 and February 6, 2019, Regular Meetings of the Board of Directors and Scheduling Special Board Meeting on February 6, 2019

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- c. Receive and Approve Treasurer's Report (October 2018 Financial Statements)

7. Conduct of Business

- a. Receive Recommendation from Community Grants Fund Review Panel and Adopt Resolutions Awarding 2018-2019 Community Grants Totaling \$300,000
- b. Receive Report from Ad Hoc Committee on Recreation and Aquatics Center Project
- c. Receive Report on Other Programs (Crestmoor Neighborhood Memorial Scholarship and Other Strategic Grants) and Adopt Resolution Approving Strategic Grant to the City of San Bruno to Support Community Day 2019 and Authorizing Receipt of Donations in Support of Community Day
- d. Receive Report from Investment Committee and Adopt Resolution Authorizing Executive Director to Execute a Professional Services Agreement with Sand Hill Global Advisors, LLC, for Investment Management Services Commencing March 11, 2019

- 8. Public Comment:** Individuals are allowed three minutes, groups in attendance, five minutes. If you are unable to remain at the meeting, contact the President to request that the Board consider your comments earlier. 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 agendaized pursuant to State Law.

9. Adjourn

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MINUTES

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

November 7, 2018

7:00 p.m.

Meeting Location:

San Bruno Senior Center, 1555 Crystal Springs Road, San Bruno

- 1. Call to Order/Welcome:** President Nancy Kraus called the meeting to order at 7:03 p.m. She then called for a moment of silence to honor two friends of the San Bruno community who recently passed away – committed volunteer Anna Marie Jones and Barry Marquardt of the American Legion Post 409.
- 2. Roll Call:** Board Members Kraus, Hedley, McGlothlin, Bohm, Roberts, and Stanback Stroud, present; Ross, excused.
- 3. Approval of Minutes:** September 5, 2018, Regular Board Meeting: Vice President Hedley moved to approve the minutes of the September 5, 2018, Regular Board Meeting, seconded by Board Member Roberts, approved unanimously.

4. Board Member Comments

a. President: President Kraus shared that Measure X, the bond on the ballot to support fixing San Bruno Park District schools, received 66.7% voter support in the previous night's election, well above the 55% required to pass. She also noted that she had the pleasure of attending the recent "Music in the Air" concert, in which students from San Bruno's public schools delighted the audience with their talent. She said the concert also featured an international opera singer who, earlier in the day, spent time offering a mini-master class to the choir. She said the Foundation's Music Education Strategic Initiative is well on the way toward sustainability with the efforts being made by leaders of the San Bruno Education Foundation and the Capuchino High School Alumni Association.

b. Others: Secretary McGlothlin reported on the opening of the new Glenview Park in the Crestmoor Neighborhood. He said about 100 people attended the opening ceremony hosted by the City of San Bruno and that it was wonderful to see so many children enjoying the park, both that day

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and since then. He said the park's opening brings closure to the physical reconstruction of the neighborhood, but not closure to the emotional damage so many in the neighborhood continue to experience.

5. Executive Director's Report: Executive Director Leslie Hatamiya gave a brief report. She commended the work of Accounting Consultant Frank Bittner and announced that, under her contract authority as Executive Director, she executed a new one-year contract for his services commencing on December 1, 2018. She also reported that website traffic and e-newsletter readership have remained stable in recent months.

6. Consent Calendar

- a. Receive and Approve Treasurer's Report (August and September 2018 Financial Statements)

Secretary McGlothlin moved to accept the Consent Calendar as presented, seconded by Board Member Stanback Stroud, approved unanimously.

7. Conduct of Business

- a. Receive Report from Novogradac & Company LLP Regarding the San Bruno Community Foundation's Audited Financial Statements for the Year Ended June 30, 2018, and Adopt Resolution Approving the Audited Financial Statements for the Year Ended June 30, 2018

Audit Committee Chair McGlothlin thanked Executive Director Hatamiya and Accounting Consultant Frank Bittner for their work on the Foundation's financial accounting records, culminating in a successful and timely closure of the FY2017-18 accounting books despite increased complexity in the Foundation's financial statements. He then introduced Lance Smith, the Novogradac partner in charge of the Foundation's audit. Mr. Smith thanked Executive Director Hatamiya and Accounting Consultant Frank Bittner for their assistance with the audit. He said he was pleased to issue a clean opinion of the Foundation's financial statements for the year ended June 30, 2018.

Mr. Smith gave an overview of the audited financial statements, noting highlights that included an increase of \$1.3 million in assets based on investment income, an increase in program expenses corresponding with an increase in program activity, and the addition of "temporarily restricted net assets" resulting from restricted donations the Foundation received during the fiscal year. He noted several changes in the accounting standards that will be implemented next year, including a renaming of "temporarily restricted net assets" to "donor restricted net assets," more integration of the functional expense statement with the statement of activities, simplified reporting of investment fees, and a new standard on reporting of liquidity.

Ms. Hatamiya reported that she had distributed a draft of the FY2017-18 tax returns to Board members for review earlier that day and that the Foundation is on schedule to submit the tax returns by the November 15 deadline.

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Board Member Roberts moved to adopt the resolution approving the audited financial statements for the year ended June 30, 2018, seconded by Board Member Stanback Stroud, approved unanimously.

b. Receive Report from Ad Hoc Committee on Recreation and Aquatics Center Project

On behalf of the Ad Hoc Committee on Recreation and Aquatics Center Project, President Kraus and Executive Director Leslie Hatamiya gave an update on the Foundation's partnership with the City of San Bruno to build a new community recreation and aquatics center in San Bruno City Park.

President Kraus said that the Foundation awarded a strategic grant to the City for an amount up to \$550,000 to cover the costs associated with the conceptual design phase of the project and that the City retained the services of Group 4 Architecture to assist with the phase. She also reported that in March the Foundation paid \$381,500 of that grant to the City. She said that a recent grant report submitted by the City indicated that the balance due on the grant is \$34,608.85 and that the conceptual design phase came under budget because the City did not hire a project manager for this phase.

She then reported that the project is now in the second phase – schematic design and construction documents – and the City is continuing to work with Group 4. In September the Board approved a strategic grant not to exceed \$5,625,000 to the City to cover the expenses associated with the second phase of the design and development of the recreation and aquatics center. She noted that the City is now in the process of selecting a project and construction management firm to assist with the project.

Ms. Hatamiya reported that at the request of the City Manager, the Foundation considered an alternative financing option for the project, by which the Foundation would secure a taxable bond to pay for the new center and use investment returns from the \$50 million promised for the project to pay the debt service. She said that the Foundation and the City explored – and declined to pursue – this option in 2015 when the Foundation, at the conclusion of its Community Listening Campaign, understood that there was strong community support for using the restitution funds for a new community facility. Ms. Hatamiya reported that with the assistance of Treasurer Tim Ross and Investment Committee Member Mark Hayes, she conducted due diligence on this option, consulting with a public finance investment banker, a municipal financial advisory firm, and nonprofit counsel. She said the group concluded that the likelihood of success for such a financing scheme, especially with the Foundation as both the borrower of the bond and the investor of the funds, would be extremely low and declined to pursue the idea any further.

c. Receive Report on Other Programs (Community Grants Fund, Crestmoor Neighborhood Memorial Scholarship, Other Strategic Grants)

Executive Director Hatamiya and Program Consultant Stephanie Rutgers reported on the Foundation's other programs. With regard to the Community Grants Fund, Ms. Rutgers reported that the Foundation received 46 grant applications by the September 26 deadline, nearly a 28% increase over the previous year, and that the applications are being evaluated by a review panel of community volunteers. She said

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the Board will consider the panels' grant recommendations at the December 5 Board meeting; with a \$100,000 donation from Google.org/YouTube, the Foundation will award grants totaling \$300,000 this cycle.

Ms. Rutgers then reported that the 2019 Crestmoor Neighborhood Memorial Scholarship will launch in early December, when the online application will be accessible and updated marketing materials will be distributed to local schools and throughout the community. She said that the application deadline will be March 6, 2019, one week earlier than past years.

With regard to the Music Education Strategic Initiative, Ms. Hatamiya reported that implementation of the initiative, which includes three-year strategic grants to the San Bruno Education Foundation and the Capuchino High School Alumni Association to bolster music education in San Bruno's public schools, is proceeding on schedule. She reported that the bulk of this year's funds to SBEF is dedicated to funding the Music for Minors program at the five San Bruno Park School District elementary schools and that at Parkside Intermediate School and Capuchino High School, grant funds are being used to purchase needed music program supplies and equipment. She thanked Board members who were able to attend the highlight of the year for the Music Education Initiative – "Music in the Air" – which took place on November 3 at the Capuchino Theater. She reported that it was an amazing night of music, with performances by Cap and Parkside students, plus special guest star opera singer Kevin Thompson, who flew in from New York to participate. She then showed an inspiring promotional video that SBEF created with grant funds highlighting the Music Education Strategic Initiative and including interview clips of SBCF Board Member Emily Roberts. She thanked SBEF Vice President Bryan Vander Lugt for all the work he has dedicated to the initiative and to making "Music in the Air" a success.

Ms. Hatamiya reported that implementation of the Foundation's \$250,000 grant to SBEF to support two projects central to the San Bruno Park School District's current efforts to transform into "Schools with Tomorrow Inside" – the Sobrato Early Academic Language (SEAL) Program at Belle Air and Allen Elementary Schools and the Parkside Intermediate School Accelerating Student Learning Through Systems Transformation - are underway. She said that the District launched the SEAL program at Belle Air and Allen this fall, with teachers receiving necessary training and coaching and that at Parkside administrators have begun strengthening instructional practices with the support of Partners in School Innovation.

Ms. Hatamiya then reported on implementation of the Foundation's strategic grant to the City to support pedestrian safety improvements in San Bruno, including the installation of five sets of flashing beacons at unsignalized or mid-block crosswalks. She reported that the final two sets of flashing beacons – on the southern end of San Mateo Avenue and on Crestmoor Avenue near John Muir Elementary School – were installed this fall, with recognition signage to be installed at both sites in the near future.

With regard to the First Responder Effectiveness Strategic Initiative, Ms. Hatamiya reported that implementation of the three first responder effectiveness projects is proceeding on schedule, with the purchase of the emergency shelter supplies and the scheduling of the police mindfulness training in

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December and January. She reported that the San Bruno Police Department is working with the consultants to complete the critical facilities site assessments by the end of 2018. She also mentioned that First Responder donations from Google.org and employees from Google and YouTube have totaled slightly more than \$303,000 and that the City is working on an additional first responder proposal to be funded by these additional funds, possibly for a mobile command vehicle, which staff hopes to bring to the Board for approval in the coming months.

San Bruno Police Chief Ed Barberini was present and answered several questions from Board members regarding the mobile command vehicle proposal and the City's approach to identifying and addressing the needs of individuals with mental health issues in San Bruno.

President Kraus thanked Executive Director Hatamiya and Program Consultant Rutgers for their work on these programs.

d. Elect Officers for 2019

President Kraus opened up officer nominations for 2019.

Board Member Bohm nominated Frank Hedley for President, seconded by Secretary McGlothlin, approved unanimously.

Board Member Stanback Stroud nominated Emily Roberts for Vice President, seconded by Vice President Hedley, approved unanimously.

Board Member Roberts nominated John McGlothlin for Secretary, seconded by Board Member Bohm, approved unanimously.

Vice President Hedley nominated Tim Ross for Treasurer, seconded by Board Member Stanback Stroud, approved unanimously.

Executive Director Hatamiya said that the newly elected slate of officers would be presented to the San Bruno City Council, per the Foundation's Bylaws, on November 27.

8. Public Comment: None.

9. Adjourn: Board Member Stanback Stroud moved to adjourn the meeting at 8:09 p.m., seconded by Secretary McGlothlin, approved unanimously.

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Respectfully submitted for approval at the Regular Board Meeting of December 5, 2018, by Secretary John McGlothlin and President Nancy Kraus.

John McGlothlin, Secretary

Nancy Kraus, President

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Community Foundation

Memorandum

DATE: November 30, 2018

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Executive Director's Report

Since the November 7, 2018, Board meeting, I have continued to focus on administering the Community Grants Fund and Crestmoor Scholarship Program, partnering with the City on strategic projects, monitoring the Music Education Strategic Initiative and the SBPSD Schools Transformation Strategic Grant, and supporting the Investment Committee, all of which will be covered during the business portion of the December 5, 2019, regular Board meeting. In addition, I have handled a variety of other matters, including the following:

1. City Council Approval of 2019 Officers

Under Article XVI(e) of the Foundation's Bylaws, the election of the Foundation's officers requires approval by the San Bruno City Council. Following the Board's election of 2019 officers at the November 7, 2018, Board meeting, the City Council at its regular meeting on November 27, 2018, considered and approved the slate of 2019 officers as part of the Consent Calendar.

2. Federal and State Tax Returns

Our auditor, Novogradac & Company, completed the Foundation's federal and state tax returns in a timely fashion, and we filed the returns with the appropriate government agencies by the November 15, 2018, deadline.

3. Email Newsletter and Website Hits

Since the November 7 Board meeting, I have sent out one email blast to the Foundation's email distribution list, reporting on the November Board meeting and highlighting the Pedestrian Safety Initiative. Of the approximately 650 emails sent, about 48% of the recipients opened the email (a higher-than-usual percentage), and the e-newsletter was viewed, either in email or as posted on the web, 825 times.

According to Google Analytics, activity on the sbcf.org website was relatively tame. Between November 7 and November 26, 182 users engaged in 210 sessions on the Foundation website, for a total of 349 page views.

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Memorandum

DATE: November 30, 2018

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Consent Calendar for the December 5, 2018, Regular Board Meeting

For the December 5, 2018, Regular Meeting of the Board of Directors of the San Bruno Community Foundation, the Consent Calendar includes three items related to administrative and operational functions of the Foundation:

1. Adopt Resolution Ratifying Election of 2019 Officers

As documented in the minutes, on November 7, 2018, the Board took nominations for each office individually. With separate votes for each office, the Board elected the Foundation's officers for 2019, as follows:

President: Frank Hedley
Vice President: Emily Roberts
Secretary: John McGlothlin
Treasurer: Tim Ross

The attached resolution would ratify the election results for the 2019 officers.

2. Adopt Resolution Canceling January 2 and February 6, 2019, Regular Meetings of the Board of Directors and Scheduling Special Board Meeting on February 6, 2019

As discussed at previous Board meetings and following the pattern of the past year, it is not necessary for the Board to meet as frequently as the regular monthly schedule to handle all of the Foundation's business. The Foundation Board is scheduled to have regular monthly meetings on January 2 and February 6, 2019 (the first Wednesday of the month). At this time, we do not anticipate the Foundation facing any pressing matters that would require Board attention or action on either date. In addition, we would like to schedule a special meeting on February 6, 2019, at 6:00 p.m. This meeting would include a closed session to discuss the executive director's annual performance evaluation and would be held at San Bruno City Hall, Room 101, 567 El Camino Real, San Bruno.

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Memorandum

3. Receive and Approve Treasurer's Report (October 2018 Financial Statements)

The October 2018 financial statements consist of a Budget Report and Balance Sheet. The attached Budget Narrative provides a thorough explanation of the financial statements. The Budget Report includes the budget figures approved at the June 6, 2018, Board meeting.

I recommend that the Board ratify by resolution the election results for the 2019 officers, approve the resolution canceling the January 2 and February 6, 2019, regular Board meetings and scheduling a special Board meeting on February 6, 2019, and receive and approve the Treasurer's Report as part of the Consent Calendar.

Attachments:

1. Resolution Ratifying Election of 2019 Officers
2. Resolution Canceling January 2 and February 6, 2019, Regular Meetings of the Board of Directors and Scheduling Special Board Meeting on February 6, 2019
3. October 2018 Financial Statements

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
RATIFYING ELECTION OF 2019 OFFICERS**

WHEREAS, the Bylaws of the San Bruno Community Foundation provide that officers should be elected annually;

WHEREAS, at a Regular Meeting on November 7, 2018, nominations were taken for the offices of President, Vice President, Secretary, and Treasurer;

WHEREAS, the Foundation Board of Directors voted unanimously to appoint the following officers for 2019:

President: Frank Hedley
Vice President: Emily Roberts
Secretary: John McGlothlin
Treasurer: Tim Ross

WHEREAS, the San Bruno City Council, pursuant to Article XVI(e) of the Foundation's Bylaws, approved the election of 2019 officers on November 27, 2018.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors ratifies the results of the Board election of 2019 officers held on November 7, 2018, as follows:

President: Frank Hedley
Vice President: Emily Roberts
Secretary: John McGlothlin
Treasurer: Tim Ross

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
CANCELING THE JANUARY 2 AND FEBRUARY 6, 2019, REGULAR MEETINGS OF THE BOARD OF
DIRECTORS AND SCHEDULING SPECIAL BOARD MEETING ON FEBRUARY 6, 2019**

WHEREAS, the January Regular Meeting of the San Bruno Community Foundation's Board of Directors is scheduled for January 2, 2019, and the February Regular Board Meeting is scheduled for February 6, 2019;

WHEREAS, no business items requiring Board action are anticipated for either meeting;
and

WHEREAS, the Board seeks to hold a special meeting with a closed session to consider the Executive Director's annual performance review on February 6, 2019.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors cancels its Regular Board Meetings of January 2 and February 6, 2018.

RESOLVED FURTHER that the Board of Directors schedules a Special Board Meeting at 6:00 p.m. on February 6, 2019, at San Bruno City Hall, Room 101, 567 El Camino Real, San Bruno.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

SAN BRUNO

Community Foundation

October 2018

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 Expected Amount) and e (Change in Budget), and also be explained. First four months equal 33.3% of the fiscal year.

INCOME

Line 1 Transfers from Quasi Endowment – Transfers planned for later in the year.

Line 2 Transfers from Strategic Pool – \$700,000 transfer in August is 17.3% of budget.

Line 3 Restricted Donations - \$3,592 received is from: Benevity on behalf of Google employees in support of First Responder (\$2,392); and El Crystal PTA in support of RAC memorial bench (\$1,200).

Line 4 Interest Income – \$6,512 is 81.4% of budget. Liquidity Pool – Operating balance is currently \$1,062,233.

EXPENSES

Line 8 Strategic Grants – \$250,000 is 5.5% of budget. School Transformation grant distributed in July.

Line 10 Salaries & Wages – Expense is exactly on budget at 33.3%.

Line 11 Payroll Taxes & Benefits – Expense (\$6,658) is 29.9% of budget. Costs include retirement (\$3,109), Social Security/Medicare (\$3,107), and Workers' Compensation Insurance (\$383).

Line 13 Occupancy – Only cost is office lease (\$4,826). Amount is 32.9% of budget.

Line 14 Insurance – Total (\$5,831) is exactly on budget and includes Directors & Officers (\$4,495), Crime (\$967), and Commercial Liability (\$369) policies.

Line 15 Telecommunications – Cost (\$617) is 32.1% of budget. Expense includes cell phone (\$265) and internet access (\$234).

Line 16 Postage & Shipping – Cost (\$1,491) is 74.6% of budget. 92% of the cost (\$1,368) has been for distribution of 2017-18 Annual Reports.

Line 17 Marketing & Communications - \$8,317 expense is 53.3% of budget. 89% of the total (\$7,398) has been for design and printing of 2017-18 Annual Reports.

Line 18 Office Supplies & Equipment – Total (\$276) is 5.3% of budget.

Line 19 Legal Fees – \$4,707 expense is 12.8% of budget. The majority (\$4,197) has been for first quarter City Attorney cost.

Line 20 Accounting & Payroll Fees – Total (\$14,187) is 45.8% of budget. Costs include Accounting Consultant (\$7,021) and CPA Audit and tax preparation fees (\$7,000).

Line 21 Other Consultants - Cost (\$11,153) is 22.3% of budget and 99% is for Program Support Consultant (\$11,078).

Line 22 Travel, Meetings & Conferences – \$468 is 11.3% of budget and is entirely from the first Board meeting of the year.

Line 23 Miscellaneous – Cost (\$611) equals 30.6% of budget with an organizational membership (\$500) representing most of the cost.

SUMMARY

Excluding the budget for Scholarships & Grants, total expenses are at 31.1% of budget, which is below 33.3% benchmark for the first four months of the year. In terms of dollars, the \$121,328 in these non-grant & scholarships expense is \$8,577 less than the four-month budget allocation.

Early in July, as prescribed by the Board, \$10 million was transferred from the Strategic Investment Pool to the Liquidity Pool. This amount has been segregated on the Balance Sheet and is described as: Investments, Fidelity Liquidity Pool - RAC. The current balance of the funds is \$10,064,987 including interest and dividends earned. Operating cash is also held in the Liquidity Pool and is described as: Cash, Fidelity Liquidity Pool - Operating.

October Investment net loss (decrease in value) is <\$1,748,382> and came from Strategic Pool <\$870,773> and Quasi Endowment <\$892,359> losses and Liquidity Pool – RAC gain of \$14,750. Year-to-date Investment loss is <\$861,893> and is from the Strategic Pool <\$429,551> and Quasi Endowment <\$497,329> losses, less Liquidity Pool – RAC gain of \$64,987.

Overall organization year-to-date net loss is <\$1,288,105>.

Total Net Assets, as of October 31, 2018 are \$71,575,016 with \$17,014,646 in Quasi Endowment; \$54,156,024 in general Unrestricted funds; and \$404,346 in Temporarily Restricted Net Assets.

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Statement of Financial Position as of October 31, 2018

ASSETS

Cash, Wells Fargo General	\$	44,762.30	
Cash, Wells Fargo Payroll		24,658.44	
Cash, Wells Fargo Savings		39,054.48	
Cash, Fidelity Liquidity Pool - Operating		1,062,233.20	
Total Cash			1,170,708.42
Investments, Fidelity Liquidity Pool - RAC		10,064,986.62	
Investments, Fidelity Strategic Pool		44,181,167.41	
Investments, Fidelity Quasi-Endowment		17,014,646.26	
Accrued Interest Receivable		30,796.91	
Total Investments			71,291,597.20
Prepaid Rent		1,206.61	
Prepaid Insurance		7,963.25	
Total Other Current Assets			9,169.86
Deposits		1,253.45	
Total Other Assets			1,253.45
TOTAL ASSETS			\$ 72,472,728.93

LIABILITIES & NET ASSETS

LIABILITIES

Accounts Payable		17,443.64	
Accrued Grants Payable		726,397.00	
Accrued Scholarships Payable		140,000.00	
Accrued Employee PTO		13,872.32	
Total Liabilities			897,712.96

NET ASSETS

Unrestricted, Non-QE 7/1/2018 Balance		54,950,391.76	
Year to Date Unrestricted Net Income from Operations		(364,816.35)	
Year to Date Non-QE Investment Income		(429,551.24)	
Total Non-QE Unrestricted Net Assets		54,156,024.17	
Quasi-Endowment 7/1/2018 Balance		17,511,975.42	
Year-to-date QE Investment Income		(497,329.16)	
Total QE Unrestricted Net Assets		17,014,646.26	
Total Unrestricted Net Assets			71,170,670.43
Temporarily Restricted Net Assets		400,753.72	
Year to Date Temporarily Restricted Income		3,591.82	
Total Temporarily Restricted Net Assets			404,345.54
Total Net Assets			71,575,015.97
TOTAL LIABILITIES & NET ASSETS			\$ 72,472,728.93

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Statement of Financial Position as of October 31, 2018

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Year-to-date QE Investment Income		(497,329.16)	
Total QE Unrestricted Net Assets		17,014,646.26	
Total Unrestricted Net Assets			71,170,670.43
Temporarily Restricted Net Assets		400,753.72	
Year to Date Temporarily Restricted Income		3,591.82	
Total Temporarily Restricted Net Assets			404,345.54
Total Net Assets			71,575,015.97
TOTAL LIABILITIES & NET ASSETS			\$ 72,472,728.93

SAN BRUNO

Community Foundation

Memorandum

DATE: November 30, 2018

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Recommendation from Community Grants Fund Review Panel and Resolutions Awarding 2018-2019 Community Grants Totaling \$300,000

At the December 5, 2018, Board meeting, Program Consultant Stephanie Rutgers and I will report on the Community Grants Fund and present for Board approval the recommendations of the Community Grants Fund Review Panel for the 2018-2019 grant awards.

1. 2018-2019 Grant Cycle

This year the Foundation will distribute \$300,000 in Community Grants. The budget approved by the Board in June includes \$200,000 for Community Grants Fund disbursements. As previously reported, Google.org and YouTube donated, for the second year in a row, \$100,000 to the Community Grants Fund for distribution this year.

As you know, the Foundation launched the third cycle of the Community Grants Fund at the beginning of July, distributing marketing materials about the grant opportunity throughout the San Bruno community and making the grant application available on the Foundation website. Over the summer, we held three grant workshops at City Hall, at which we explained the program's eligibility requirements and application process. We also fielded email and phone inquiries from prospective applicants.

By the September 26, 2018, deadline, the Foundation received 46 applications. After an initial review for completeness and eligibility, 44 applications were passed on to a volunteer Review Panel made up of 12 community members and individuals with grantmaking and nonprofit experience. The Review Panel evaluated the applications based on the five established program criteria:

- The benefits of the proposed project or program to the San Bruno community
- The proposal's alignment with one of the Foundation's focus areas
- Project/program methodology and budget
- Requested grant amount in relation to the anticipated community benefit
- Organizational track record, stability, and financial health

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In its deliberations, the Panel gave the most weight to the first criteria – benefits of the proposal to the San Bruno community. Based on its evaluation, the Review Panel is recommending that the Board approve 25 grant awards totaling \$300,000, as listed in Exhibits A, B, C, D, E, and F. The Review Panel concluded that the applications for these projects sufficiently satisfy the five criteria. The 25 projects serve a broad cross-section of the San Bruno community, including students, low-income and marginalized families, children, teenagers, and different ethnicities. Recommended grant awards range from \$3,000 to \$22,000; 10 of the grants are for at least \$15,000. Fourteen of the recommended grant awards are for projects that also received Community Grants funding in past cycles; those marked with an asterisk (*) in the attached Exhibits received funding in 2017-2018, and those marked with a double asterisk (**) received funding in both 2016-2017 and 2017-2018. The latter group of projects are receiving their third consecutive year of funding and will not be eligible to receive funding next year. The Review Panel recommends that one award be subject to certain conditions, as articulated in the Exhibits.

Due to the large number of grant applications received this year, the Review Panel was unable to recommend funding many worthy projects. In order to ensure that a broad assortment of projects serving diverse cross-sections of the community would be funded, many of the recommended grant awards are for less than the amount requested by the applying organization. In the end, the Review Panel declined to recommend grant awards for 19 applications. Many of those applications generally fell within two categories: the proposal did not make a strong enough case for need in and/or benefit to San Bruno, or the proposal was premature, failed to provide sufficient details and supporting documentation, and/or failed to clearly explain how the funds would be used. In some cases, the Panel found the projects to be worthwhile, but the proposals were not found to be quite as compelling, based on the five criteria, as those being recommended for funding. The applications not being recommended for funding came from Belle Air Elementary School PTA, Bio-Link Depot, Inc., Center for Independence of Individuals with Disabilities, City of San Bruno (third application), Community Initiatives (as fiscal sponsor for SF Hep B Free-Bay Area), Fresh Approach, Fresh Lifelines for Youth, Inc., Home & Hope, Life Steps Foundation, Inc., LifeMoves, My Busy Town, Rebuilding Together Peninsula, Samaritan House, San Francisco International New Concept Film Festival, San Mateo County Community College District/SparkPoint at Skyline College, Social Good Fund Inc. (as fiscal sponsor for American Legion Post 409), Sojourn to the Past, Taulama For Tongans, Tax-Aid, The B.E.L.L. Foundation, Inc., and WeXL.

At the time the packet for the December 5 Board meeting is posted, staff will notify all grant applicants of the Review Panel's recommendation with respect to their specific application and refer them to this memo, including Exhibits A-F. For those applications where the Review Panel declined to recommend any funding, we are offering a phone call to explain the Review Panel's reasoning and provide feedback that could be helpful should the organization choose to apply for funding in the future.

SAN BRUNO

Community Foundation

Memorandum

Attached to this memorandum are six resolutions endorsing the Review Panel's recommendations:

- The first resolution awards 20 Community Grants totaling \$251,500.
- The second resolution awards one Community Grant in the amount of \$4,000 to the American Association of University Women (AAUW) North Peninsula Chapter (Secretary John McGlothlin will recuse himself from consideration of this resolution due to his spouse's volunteer affiliation with the AAUW North Peninsula Chapter).
- The third resolution awards one Community Grant in the amount of \$22,000 to the Capuchino High School Alumni Association (President Nancy Kraus will recuse herself from consideration of this resolution due to her former volunteer affiliation with CHSAA).
- The fourth resolution awards one Community Grant in the amount of \$10,000 to StarVista (Board Member Emily Roberts will recuse herself from consideration of this resolution because the grant funds are for the Healthy Homes program, which her employer, First 5 San Mateo County, also funds, while Board Member Pat Bohm will recuse herself from consideration of this resolution because the organization of which she is the Executive Director (Daly City Partnership) is a partner with StarVista on two collaborations and StarVista provides free services at DCP's facilities).
- The fifth resolution awards one Community Grant in the amount of \$9,500 to Second Harvest Food Bank of Santa Clara and San Mateo Counties (Board Member Bohm will recuse herself from consideration of this resolution because Second Harvest supplies DCP's food pantries).
- The sixth resolution awards one Community Grant in the amount of \$3,000 to the Society of Western Artists (Board Member Regina Stanback Stroud will recuse herself from consideration of this resolution because the grant funds are to provide an art exhibition for students of Skyline College, of which she is President).

Ms. Rutgers and I recommend that the Board approve all six resolutions.

Ms. Rutgers and I want to commend and thank the members of the Review Panel for their dedication and hard work. They each spent countless hours reading the applications, and at the Panel's in-person meeting, it was clear that they took their duties very seriously and deliberated thoughtfully to make decisions on the recommended grant awards.

2. 2017-2018 Grant Cycle

We also want to report on an adjustment made to one 2017-2018 Community Grant. A year ago the Board approved a \$25,000 Community Grant to the San Bruno Education Foundation to establish a Gifted and Talented Education (GATE) program to engage accelerated learners and

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highly creative students in the San Bruno Park School District. The grant period for all 2017-2018 Community Grants expires on December 31, 2018. In mid-November, SBEF informed the Foundation in writing that the grant funds would not be expended by December 31, 2018, as SBPSD activities around its restructuring plans and the passage of Measure X have delayed the implementation timeline for the GATE program. SBEF requested a six-month extension of the grant period, with commencement of the GATE program taking place in the second half of the current school year. Concluding that a six-month extension would be reasonable under these circumstances, I agreed to the extension, and SBEF Vice President Bryan Vander Lugt and I executed an amendment to the Grant Agreement, changing the end of the grant period to June 30, 2019.

Attachments:

- Resolution Awarding 2018-2019 Community Grants Totaling \$251,500
- Exhibit A: List of Grant Awards Recommended by Community Grants Fund Review Panel
- Resolution Awarding 2018-2019 Community Grants to the American Association of University Women (AAUW) North Peninsula Chapter in the Amount of \$4,000
- Exhibit B: List of Grant Award to the American Association of University Women (AAUW) North Peninsula Chapter Recommended by Community Grants Fund Review Panel
- Resolution Awarding 2018-2019 Community Grant to the Capuchino High School Alumni Association in the Amount of \$22,000
- Exhibit C: List of Grant Award to the Capuchino High School Alumni Association Recommended by Community Grants Fund Review Panel
- Resolution Awarding 2018-2019 Community Grant to StarVista in the Amount of \$10,000
- Exhibit D: List of Grant Award to StarVista Recommended by Community Grants Fund Review Panel
- Resolution Awarding 2018-2019 Community Grant to Second Harvest Food Bank of Santa Clara and San Mateo Counties in the Amount of \$9,500
- Exhibit E: List of Grant Award to Second Harvest Food Bank of Santa Clara and San Mateo Counties Recommended by Community Grants Fund Review Panel
- Resolution Awarding 2018-2019 Community Grant to Society of Western Artists in the Amount of \$3,000
- Exhibit F: List of Grant Award to Society of Western Artists Recommended by Community Grants Fund Review Panel

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
AWARDING 2018-2019 COMMUNITY GRANTS TOTALING \$251,500**

WHEREAS, the Community Grants Fund is a responsive grantmaking program allowing local community groups to apply for grant funding of up to \$25,000 to support new and existing programs that benefit the San Bruno community;

WHEREAS, the Foundation received 46 grant applications by the September 26, 2018, application deadline;

WHEREAS, the Community Grants Fund Review Panel, a volunteer body of community members and individuals with grantmaking and nonprofit experience appointed by the Executive Director, evaluated the applications based on five established criteria for the program: (a) the benefits of the proposed project or program to the San Bruno community, (b) the proposal's alignment with one of the Foundation's focus areas; (c) project/program methodology and budget, (d), requested grant amount in relation to the anticipated community benefit, and (e) organizational track record, stability, and financial health;

WHEREAS, the Review Panel recommends that the Board approve grant awards totaling \$251,500, as listed in Exhibit A, to 20 projects whose applications, it concluded, satisfy the five program criteria; and

WHEREAS, the 20 projects serve a broad cross-section of the San Bruno community.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves 20 Community Grants totaling \$251,500 for projects to be completed in 2019, in the amounts and with the conditions recommended by the Community Grants Fund Review Panel, as listed in Exhibit A.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

Exhibit A:
Grant Awards Recommended by the CGF Review Panel
November 30, 2018

Applicant Organization	Project/Program	Project Description	Amount Recommended	Conditions
Bay Area Bioscience Education Community	Biotechnology Education Support for San Bruno Schools	To provide San Bruno high school and community college teachers with the technical skills, knowledge, and resources to empower them to teach biotechnology curriculum.	\$10,000	
Catholic Worker Hospitality House	Catholic Worker Homeless Shelter*	For the continued operation of its emergency homeless shelter located at St. Bruno's Catholic Church in downtown San Bruno.	\$20,000	
City of San Bruno	Essential Emergency Management Concepts Training	To support essential emergency management training for the City of San Bruno's senior leadership team and key public safety representatives.	\$10,000	
City of San Bruno	San Bruno - Narita Sister City Exchange Program*	To support the Narita, Japan Sister City Exchange Program, which offers a cultural and educational exchange between San Bruno and Narita middle school students.	\$6,500	Grantee is to rebuild fundraising activities (e.g., through the Sister City Committee)
Community Overcoming Relationship Abuse (CORA)	Crisis Intervention Services for San Bruno Families Impacted by Intimate Partner Abuse*	To provide San Bruno families impacted by intimate partner abuse with 24-hour access to crisis intervention services, including crisis counseling, safety planning, and access to emergency shelter.	\$15,000	
County of San Mateo	Jobs for Youth Al Teggia Youth Scholarship Program*	To support two San Bruno under-served students pursuing higher education through the Al Teggia Jobs for Youth Scholarship Program.	\$3,000	
Edgewood Center for Children and Families	San Bruno Kinship Support Network*	To provide support services to kinship families (where relatives assume parenting responsibilities when children can no longer remain with parents, thereby preventing the need for those children to be placed in foster care) in San Bruno.	\$20,000	
Latino Commission on Alcohol and Drug Abuse Services of San Mateo County	Entre Familia Outpatient Services*	To expand mental and behavioral health services for individuals in substance abuse recovery in San Bruno.	\$15,000	
Lowen Soccer Club	Lowen Field Maintenance Program*	For maintenance of and improvements to San Bruno's widely used soccer fields.	\$10,000	
Legal Aid Society of San Mateo County	HomeSavers Program	To provide legal assistance to San Bruno residents facing eviction or living in substandard conditions with the goal of keeping them in their homes through the HomeSavers Program.	\$10,000	
Marine Science Institute	Discover Our Bay - San Bruno	To provide students from low-income San Bruno schools with engaging and interactive marine science instruction through the Discover Our Bay program.	\$5,000	
My Digital TAT2	Healthy Online Habits Workshops	To educate San Bruno Park School District 4th and 5th graders, parents, and teachers on building healthy online habits, behavior, and critical thinking skills.	\$20,000	
Ombudsman Services of San Mateo County, Inc.	Ombudsman Services	To protect the rights of San Bruno residents of long-term care facilities through education, advocacy, and support services.	\$10,000	
Parents Helping Parents, Inc.	Special Education Training Classes	To empower San Bruno parents to effectively advocate for their special needs children and navigate the educational, legal, and social service systems of care.	\$20,000	

Exhibit A:
Grant Awards Recommended by the CGF Review Panel
November 30, 2018

Applicant Organization	Project/Program	Project Description	Amount Recommended	Conditions
Partners and Advocates for Remarkable Children and Adults	REACH (Recreational Experiences for All Children)**	To support program operating costs and enhance summer camp programming for REACH, an inclusive, licensed day- and after-school program for children with and without developmental disabilities.	\$12,000	
Peninsula Conflict Resolution Center	Pacific Islander Health Ambassador Program (PIHA)*	To educate San Bruno's Pacific Islander community on diabetes prevention and treatment through the Pacific Islander Health Ambassador Program.	\$10,000	
Project Read/City of South San Francisco	Learning Wheels**	To continue expansion of literacy services to low-income San Bruno parents and children through Learning Wheels, Project Read's literacy van.	\$20,000	
Samoan Solutions, Inc.	"Fagogo o Samoa" Workshops and Theater Production*	For a Samoan cultural educational workshop series, culminating in a stage performance of Samoan legends open to all San Bruno residents.	\$15,000	
The Society of St. Vincent de Paul, Particular Council of San Mateo County, Inc.	SVdP's Peninsula Family Resource Center**	To provide services to San Bruno families and individuals at risk of homelessness through the Peninsula Family Resource Center.	\$15,000	
Via Heart Project	CPR in Schools**	To provide CPR and AED training to students at San Bruno's Parkside Intermediate School, preparing them for emergency situations and creating a community of first responders.	\$5,000	
		TOTAL	\$251,500	

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
AWARDING 2018-2019 COMMUNITY GRANT TO AMERICAN ASSOCIATION OF UNIVERSITY
WOMEN (AAUW) NORTH PENINSULA CHAPTER IN THE AMOUNT OF \$4,000**

WHEREAS, the Community Grants Fund is a responsive grantmaking program allowing local community groups to apply for grant funding of up to \$25,000 to support new and existing programs that benefit the San Bruno community;

WHEREAS, the Foundation received 46 grant applications by the September 26, 2018, application deadline;

WHEREAS, the Community Grants Fund Review Panel, a volunteer body of community members and individuals with grantmaking and nonprofit experience appointed by the Executive Director, evaluated the applications based on five established criteria for the program: (a) the benefits of the proposed project or program to the San Bruno community, (b) the proposal's alignment with one of the Foundation's focus areas; (c) project/program methodology and budget, (d), requested grant amount in relation to the anticipated community benefit, and (e) organizational track record, stability, and financial health; and

WHEREAS, the Review Panel recommends that the Board approve a grant award to American Association of University Women (AAUW) North Peninsula Chapter in the amount of \$4,000, as listed in Exhibit B, for a project whose application, it concluded, satisfies the five program criteria.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves one Community Grant in the amount of \$4,000 to American Association of University Women (AAUW) North Peninsula Chapter for a project to be completed in 2019, as recommended by the Community Grants Fund Review Panel and listed in Exhibit B.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

Exhibit B:
Grant Awards Recommended by the CGF Review Panel
November 30, 2018

Applicant Organization	Project/Program	Project Description	Amount Recommended	Conditions
American Association of University Women (AAUW) North Peninsula, CA	Tech Trek of North Peninsula AAUW CA*	To enable three San Bruno middle school students to attend the Tech Trek science and math summer camp for girls held at Stanford University.	\$4,000	
		TOTAL	\$4,000	

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
AWARDING 2018-2019 COMMUNITY GRANT TO CAPUCHINO HIGH SCHOOL ALUMNI
ASSOCIATION IN THE AMOUNT OF \$22,000**

WHEREAS, the Community Grants Fund is a responsive grantmaking program allowing local community groups to apply for grant funding of up to \$25,000 to support new and existing programs that benefit the San Bruno community;

WHEREAS, the Foundation received 46 grant applications by the September 26, 2018, application deadline;

WHEREAS, the Community Grants Fund Review Panel, a volunteer body of community members and individuals with grantmaking and nonprofit experience appointed by the Executive Director, evaluated the applications based on five established criteria for the program: (a) the benefits of the proposed project or program to the San Bruno community, (b) the proposal's alignment with one of the Foundation's focus areas; (c) project/program methodology and budget, (d), requested grant amount in relation to the anticipated community benefit, and (e) organizational track record, stability, and financial health; and

WHEREAS, the Review Panel recommends that the Board approve a grant award to the Capuchino High School Alumni Association in the amount of \$22,000, as listed in Exhibit C, for a project whose application, it concluded, satisfies the five program criteria.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves one Community Grant in the amount of \$22,000 to the Capuchino High School Alumni Association for a project to be completed in 2019, as recommended by the Community Grants Fund Review Panel and listed in Exhibit C.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

Exhibit C:
Grant Awards Recommended by the CGF Review Panel
November 30, 2018

Applicant Organization	Project/Program	Project Description	Amount Recommended	Conditions
Capuchino High School Alumni Association	Chromebook Carts	To help Capuchino High School reach its goal of providing digital devices for all students through the purchase of 70 Chromebooks and two Chromebook carts.	\$22,000	
		TOTAL	\$22,000	

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
AWARDING 2018-2019 COMMUNITY GRANT TO STARVISTA IN THE AMOUNT OF \$10,000**

WHEREAS, the Community Grants Fund is a responsive grantmaking program allowing local community groups to apply for grant funding of up to \$25,000 to support new and existing programs that benefit the San Bruno community;

WHEREAS, the Foundation received 46 grant applications by the September 26, 2018, application deadline;

WHEREAS, the Community Grants Fund Review Panel, a volunteer body of community members and individuals with grantmaking and nonprofit experience appointed by the Executive Director, evaluated the applications based on five established criteria for the program: (a) the benefits of the proposed project or program to the San Bruno community, (b) the proposal's alignment with one of the Foundation's focus areas; (c) project/program methodology and budget, (d), requested grant amount in relation to the anticipated community benefit, and (e) organizational track record, stability, and financial health; and

WHEREAS, the Review Panel recommends that the Board approve a grant award to StarVista in the amount of \$10,000, as listed in Exhibit D, for a project whose application, it concluded, satisfies the five program criteria.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves one Community Grant in the amount of \$10,000 to StarVista for a project to be completed in 2019, as recommended by the Community Grants Fund Review Panel and listed in Exhibit D.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of

the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

Exhibit D:
 Grant Awards Recommended by the CGF Review Panel
 November 30, 2018

Applicant Organization	Project/Program	Project Description	Amount Recommended	Conditions
StarVista	Healthy Homes Parent/Caregiver Support Services	To provide at-risk San Bruno parents and caregivers of children ages 0-5 with support and education to build parent/caregiver capacity and reduce the causes and effects of toxic stress through the Healthy Homes program.	\$10,000	
		TOTAL	\$10,000	

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
AWARDING 2018-2019 COMMUNITY GRANT TO SECOND HARVEST FOOD BANK OF SANTA
CLARA AND SAN MATEO COUNTIES IN THE AMOUNT OF \$9,500**

WHEREAS, the Community Grants Fund is a responsive grantmaking program allowing local community groups to apply for grant funding of up to \$25,000 to support new and existing programs that benefit the San Bruno community;

WHEREAS, the Foundation received 46 grant applications by the September 26, 2018, application deadline;

WHEREAS, the Community Grants Fund Review Panel, a volunteer body of community members and individuals with grantmaking and nonprofit experience appointed by the Executive Director, evaluated the applications based on five established criteria for the program: (a) the benefits of the proposed project or program to the San Bruno community, (b) the proposal's alignment with one of the Foundation's focus areas; (c) project/program methodology and budget, (d), requested grant amount in relation to the anticipated community benefit, and (e) organizational track record, stability, and financial health; and

WHEREAS, the Review Panel recommends that the Board approve a grant award to Second Harvest Food Bank of Santa Clara and San Mateo Counties in the amount of \$9,500, as listed in Exhibit E, for a project whose application, it concluded, satisfies the five program criteria.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves one Community Grant in the amount of \$9,500 to Second Harvest Food Bank of Santa Clara and San Mateo Counties for a project to be completed in 2019, as recommended by the Community Grants Fund Review Panel and listed in Exhibit E.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

Exhibit E:
Grant Awards Recommended by the CGF Review Panel
November 30, 2018

Applicant Organization	Project/Program	Project Description	Amount Recommended	Conditions
Second Harvest Food Bank of Santa Clara and San Mateo Counties	Building a Healthier Community	To serve San Bruno families and individuals at risk for hunger through the distribution of 478,000 pounds of healthy food.	\$9,500	
		TOTAL	\$9,500	

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
AWARDING 2018-2019 COMMUNITY GRANT TO SOCIETY OF WESTERN ARTISTS IN THE
AMOUNT OF \$3,000**

WHEREAS, the Community Grants Fund is a responsive grantmaking program allowing local community groups to apply for grant funding of up to \$25,000 to support new and existing programs that benefit the San Bruno community;

WHEREAS, the Foundation received 46 grant applications by the September 26, 2018, application deadline;

WHEREAS, the Community Grants Fund Review Panel, a volunteer body of community members and individuals with grantmaking and nonprofit experience appointed by the Executive Director, evaluated the applications based on five established criteria for the program: (a) the benefits of the proposed project or program to the San Bruno community, (b) the proposal's alignment with one of the Foundation's focus areas; (c) project/program methodology and budget, (d), requested grant amount in relation to the anticipated community benefit, and (e) organizational track record, stability, and financial health; and

WHEREAS, the Review Panel recommends that the Board approve a grant award to the Society of Western Artists in the amount of \$3,000, as listed in Exhibit F, for a project whose application, it concluded, satisfies the five program criteria.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves one Community Grant in the amount of \$3,000 to the Society of Western Artists for a project to be completed in 2019, as recommended by the Community Grants Fund Review Panel and listed in Exhibit F.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

Exhibit F:
Grant Awards Recommended by the CGF Review Panel
November 30, 2018

Applicant Organization	Project/Program	Project Description	Amount Recommended	Conditions
Society of Western Artists	Skyline College Art Exhibit	To host a month-long exhibition of visual artwork (drawing, painting, photography, ceramics, and sculpture) by Skyline College art students at its gallery in downtown San Bruno.	\$3,000	
		TOTAL	\$3,000	

SAN BRUNO

Community Foundation

Memorandum

DATE: November 30, 2018

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report from Ad Hoc Committee on Recreation and Aquatics Center Project

In March 2018, the Board created the Ad Hoc Committee on Recreation and Aquatics Center Project to serve as the Foundation's liaison to the City of San Bruno in the design and construction of a new recreation and aquatics center in San Bruno City Park, to be funded by up to \$50 million in strategic grants from the Foundation. As chair, President Nancy Kraus will provide an update on the Recreation and Aquatics Center Project at the December 5, 2018, Board meeting. Vice President Frank Hedley also sits on the Committee.

As you know, the overall project consists of three phases: conceptual design, development of schematic design plans and construction drawings, and construction. The Foundation and City have agreed to fund the project through a series of separate grant agreements that will cover specific portions of the project costs, rather than a single grant for the full \$50 million.

At the November 7 Board meeting, the Committee gave an extensive update on the Recreation and Aquatics Center Project. In the past month, there have been several updates:

1. Phase 1: Conceptual Design

In mid-November, the Foundation disbursed to the City the final payment of \$34,608.85 for the conceptual design (Phase 1) grant.

2. Phase 2: Schematic Design and Construction Documents

The City is in the process of finalizing its contract with Group 4 Architecture for architectural services for Phase 2 (schematic design and construction documents) and for support services through Phase 3 (construction).

Once the Group 4 contract is executed, the Foundation and the City will finalize the second grant agreement for the project, which will cover the costs associated with architectural design and support costs for the remainder of the project. On September 5, the Board approved a strategic grant, in an amount not to exceed \$5,625,000, to the City of San Bruno to cover these

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expenses as well as the hiring of project management services for Phase 2. However, because the City will not complete selection of a project management firm and execute its contract until early 2019, the City Manager and I have agreed to exclude the project management fees from the second grant agreement. Instead, a third grant agreement will encompass the project management fees. I anticipate bringing such grant to the Board for approval in the first quarter of 2019.

As mentioned in November, in mid-September the City issued a Request for Proposal (RFP) for project and construction management services for the Recreation and Aquatics Center project. The City received several proposals by the October 19 deadline, and a review panel (on which the City Manager asked me to serve) did an initial evaluation of the proposals in mid-November. The panel will be interviewing several finalists in mid-December.

SAN BRUNO

Community Foundation

Memorandum

DATE: November 30, 2018

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report on Other Programs (Crestmoor Neighborhood Memorial Scholarship and Other Strategic Grants)

At the December 5, 2018, Board meeting, Program Consultant Stephanie Rutgers and I will give an update on the Crestmoor Neighborhood Memorial Scholarship and the Foundation's other strategic grants.

1. Crestmoor Neighborhood Memorial Scholarship

The 2019 Crestmoor Neighborhood Memorial Scholarship will launch the week of December 10, when the online application will be accessible and updated marketing materials will be distributed to local schools and throughout the community. Ms. Rutgers will continue to handle the day-to-day management of the program. We have updated the marketing materials, which should arrive from the printer next week. Ms. Rutgers is working with our IT consultants at Shake Technologies to update the online application. Again this year, the online application will feed directly into our Salesforce database, streamlining the review process, our tracking of program winners, and the overall management of the program.

We are not making any structural changes to this year's program, although we will continue to improve our outreach efforts to attract more applicants, particularly high school seniors planning to attend community college. We will offer workshops on the Scholarship and the application process at Capuchino High School and Skyline College in January and February. The application deadline will be March 6, 2019 (one week earlier than past years).

In the budget approved by the Board in June, the 2019 Crestmoor Scholarship is budgeted at \$120,000 (same as 2017 and 2018).

2. Community Day

In each of the past two years, the Board approved a strategic grant of up to \$30,000 to the City of San Bruno to sponsor Community Day and authorized staff to receive restricted donations earmarked for Community Day and to grant those restricted donations to the City in support of

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Community Foundation

Memorandum

Community Day. In both years, the Foundation's eventual contributed ended up being slightly less than \$30,000 due to funding from other sources. For Community Day 2017, the Foundation disbursed a grant of \$43,000 to the City – \$28,000 of the Foundation's funds and \$15,000 from community partners (YouTube and Walmart). In addition, the City directly received one additional Foundation-solicited sponsorship of \$5,000 (Skyline College) for the event and had ride wristband revenues of \$12,550. Total expenses for the event were \$60,550.

For Community Day 2018, the Foundation disbursed a grant of \$49,225 to the City – \$28,225 of the Foundation's funds and \$21,000 from community partners (Sammut Family Foundation, YouTube, PG&E, and Recology San Bruno). In addition, the City directly received Foundation-solicited sponsorships totaling \$5,250 (Skyline College and Jack's Restaurant and Bar) and had ride wristband revenues of \$9,330. Total expenses for the event were \$63,805.

The City has provided a request, supported by a detailed budget, for a \$30,000 grant from the Foundation and its assistance in securing additional sponsorships from community partners to support Community Day 2019. After five years of holding Community Day, the City has mastered the logistics of putting on the event and does not anticipate more than minor adjustments in its plans for 2019. As a result, City staff is fairly confident in its budget estimates of \$66,185 in expenses for the 2019 event. The slight increase in expenses (3.7%) reflects reasonable escalation in required health inspection fees, supplies, and staff time. Ride wristband sales saw a decrease in 2018 (from about \$12,000 in previous years to \$9,330 in 2018), so staff is being conservative in its wristband revenue estimate for 2019 (again \$9,330). As a result, an additional \$26,855 in additional sponsorships and donations will be needed to meet the event budget (slightly more than what was raised in 2018).

In our discussions with City staff, President Nancy Kraus, Vice President Frank Hedley, and I have stressed the need for the City to take on more of the responsibility of funding the event, through a contribution from the City and/or handling fundraising for the event. These conversations have referenced the Board's decision to fund the event for the first time in 2016 with a \$30,000 grant (no additional fundraising involved), with the intention of scaling back its support over time as the City ramped up its ability to secure sponsorships from other partners. With a new City Manager and a new Director of Community Services who have yet to experience Community Day, the City requests that the Foundation maintain its \$30,000 level of funding and fundraising assistance for the 2019 event and understands that the Foundation will be looking to decrease its level of support in the coming years.

Given the success of the past three Community days that the Foundation has supported and the continued community benefits the event produces, I recommend that the Foundation adopt the attached resolution committing to a grant of up to \$30,000 to the City to help fund Community Day 2019 and authorizing staff to again receive donations earmarked for

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Community Day from corporate and other donors. The City's request to maintain the same level of support as in 2018 seems reasonable given the significant leadership transition in the City staff and its acknowledgment that Foundation support may decrease in the future. The Foundation would approach the community partners that financially supported Community Day in 2017 and 2018 as well as seek out new sponsors. Sponsors would have the option of making their contributions to the Foundation as a 501(c)(3); they could also provide financial support directly to the City if that is their preference.

3. Other Strategic Grants

The Board received comprehensive updates on the following strategic grants in November – Music Education Strategic Initiative, SBPSD Schools Transformation Strategic Grant, Pedestrian Safety Strategic Initiative, and First Responder Strategic Initiative – and there have been no updates of significance in the past month.

Attachment:

1. Resolution Approving Strategic Grant to the City of San Bruno to Support Community Day 2019 and Authorizing Receipt of Donations in Support of Community Day

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
APPROVING GRANT TO THE CITY OF SAN BRUNO TO SUPPORT COMMUNITY DAY 2019 AND
AUTHORIZING RECEIPT OF DONATIONS IN SUPPORT OF COMMUNITY DAY**

WHEREAS, building upon the success of the past five Community Day events, the City of San Bruno intends to host Community Day in June 2019;

WHEREAS, the City requested \$30,000 in grant funding and fundraising assistance from the San Bruno Community Foundation to support Community Day 2019;

WHEREAS, potential corporate sponsors for Community Day have expressed a preference for supporting Community Day through donations to the Foundation;

WHEREAS, the Foundation can accept restricted donations and grant funds to the City for a restricted charitable purpose; and

WHEREAS, Community Day has been a successful, well-attended event that builds community relationships, thanks San Bruno community members for their many contributions to the City, fosters community spirit, provides opportunities for community-based volunteer groups to provide services and promote educational resources and information to the San Bruno community, and is consistent with the Foundation's strategic priority of community-building.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves a strategic grant of up to \$30,000 to the City to help underwrite the costs of holding the sixth annual Community Day in 2019.

FURTHER BE IT RESOLVED that the Board of Directors authorizes the Executive Director to receive restricted donations earmarked for Community Day and to grant those restricted donations to the City in support of Community Day.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

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Community Foundation

Memorandum

DATE: November 30, 2018

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report from Investment Committee and Resolution Authorizing Executive Director to Execute a Professional Services Agreement with Sand Hill Global Advisors, LLC, for Investment Management Services Commencing March 11, 2019

The December 5, 2018, Board meeting will include a report from the Investment Committee regarding its recent quarterly meeting, which was held on November 27, 2018. Treasurer Tim Ross chairs the Committee, on which Vice President Frank Hedley and community members Tony Clifford, Mark Hayes, and Georganne Perkins also serve.

On November 27, a team representing Sand Hill Global Advisors LLC (SHGA), the Foundation's investment adviser – including Chief Executive Officer Brian Dombkowski and Senior Wealth Manager Kristin Sun – made its quarterly presentation to the Committee. Mr. Dombkowski gave an overview of the firm's investment outlook, describing the current stage of the economic cycle as mid-to-late cycle with increasing volatility over the past couple of months. He gave a summary of the firm's current economic forecast for the fourth quarter of 2018, commenting on economic growth, interest rates, the employment market, corporate earnings, international developed markets, emerging markets, inflation, commodity markets, valuation, and the housing market.

Mr. Dombkowski then reviewed the Foundation's Investment Dashboard for the third quarter of 2018, including September 30, 2017, balances of \$17,915,777 for the Quasi-Endowment, \$45,137,066 for the Strategic Pool, and \$11,120,166 for the Liquidity Pool. He reported that SHGA continues to focus on reducing risk exposure, preferring short-duration fixed income holdings (flattened yield curve has resulted in returns being similar across the curve); the equity portfolio maintains an overweight to international markets given favorable valuation and growth.

The Committee changed the date of one of its 2019 quarterly meetings due to conflicts for some Committee members. It will now meet on Wednesday, February 13 (instead of February 20). The other 2019 meetings are May 15, August 21, and November 20. All four meetings will be held at 4:30 p.m., at San Bruno City Hall, Room 101.

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Finally, the Committee brings to the Board for consideration a recommendation to authorize the Executive Director to execute a new professional services agreement with SHGA for investment management services, to commence on March 11, 2019.

In March 2016, after a thorough vetting process that included a Request for Proposals for Investment Management Services resulting in 17 submissions and in-person interviews of five finalists, the Board selected SHGA as the Foundation's investment adviser. On March 11, 2016, Mr. Dombkowski, representing SHGA, and I, representing the Foundation, executed a professional services agreement for investment management services. The agreement is for a three-year term, beginning on March 11, 2016, and ending on March 10, 2019. Under the agreement, SHGA has provided a variety of services to the Foundation, including overall portfolio management and execution of the Foundation's investment strategy, timely execution of all cash transfer requests, customized reporting as requested by the Investment Committee, delivery of monthly custodian statements, quarterly presentations to the Investment Committee, annual presentation to the Board, cash flow modeling requests, governance checklist oversight, direct access to SHGA's entire professional team (including the CEO and CIO), and – at the beginning of the relationship – assistance in drafting the Investment Policy Statement and Investment Operating Plan.

Given that the Investment Committee and Foundation Board have been very pleased with SHGA's management of the Foundation's investment portfolio and its responsive service to the Foundation, the Committee passed the attached resolution recommending execution of a new agreement with SHGA to begin when the current agreement expires. SHGA has agreed to all the terms in the original agreement. The one change supported by both parties is to not include a termination date, which is typical of investment management services agreements and how SHGA's usual agreements are structured (the agreement between SBCF and SHGA was drafted by the Foundation).

The revised term and termination provision would read as follows:

4. Term and Termination. SHGA shall serve as a consultant to the Foundation under this Agreement, commencing on March 11, 2019, and continuing until this Agreement is terminated as provided herein.

This Agreement may be terminated by either party with or without cause by written notice to the other party, effective thirty (30) days after receipt of such notice by the addressee or such later date as may be specified in such notice. The parties understand that at times Foundation assets will be invested in investments with limited liquidity, and SHGA may not be able to liquidate all Foundation holdings upon request. Liquidation on such holdings may take ninety (90) days or more to complete depending upon the size of the liquidity request, market conditions, distribution limits and other

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factors determined by managers of such limited liquidity investments. Foundation understands and acknowledges that SHGA will use its best efforts to provide for a timely liquidation of such investments upon notification of termination, but SHGA will not be liable for any loss Foundation may experience as a result of any reasonable delay in the liquidation of such investments. The Foundation shall pay SHGA for the portion of the Services that have been performed prior to the termination.

All other terms in the agreement, including fees, would remain the same.

Consistent with the Committee's recommendation, I recommend that the Board approve the attached resolution authorizing the Executive Director to execute a professional services agreement with Sand Hill Global Advisors, LLC, for investment management services commencing March 11, 2019.

Attachments:

1. Investment Committee Resolution No. IC 2018-8 Recommending that the SBCF Board of Directors Authorize the Executive Director to Execute a Professional Services Agreement with Sand Hill Global Advisors, LLC, for Investment Management Services Commencing on March 11, 2019
2. Resolution Authorizing Executive Director to Execute a Professional Services Agreement with Sand Hill Global Advisors, LLC, for Investment Management Services Commencing March 11, 2019

RESOLUTION NO. 2018-8

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
INVESTMENT COMMITTEE RECOMMENDING THAT THE SBCF BOARD OF DIRECTORS
AUTHORIZE THE EXECUTIVE DIRECTOR TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT
WITH SAND HILL GLOBAL ADVISORS, LLC, FOR INVESTMENT MANAGEMENT SERVICES
COMMENCING ON MARCH 11, 2019**

WHEREAS, on March 2, 2016, after a thorough vetting process that included a Request for Proposals for Investment Management Services resulting in 17 submissions and in-person interviews of five finalists, the Board of Directors of the San Bruno Community Foundation determined that Sand Hill Global Advisors, LLC (SHGA), was the investment firm with the overall best fit to meet the Foundation's long-term investment needs, including service, cost, independence, and understanding of the Foundation's unique situation as the Foundation's investment adviser and selected SHGA as the Foundation's investment adviser;

WHEREAS, on March 11, 2016, the Foundation and SHGA executed a three-year professional services agreement for investment management services, beginning on March 11, 2016, and ending on March 10, 2019;

WHEREAS, since March 2016, SHGA has competently and diligently managed the Foundation's investment portfolio and has provided responsive service to the Foundation; and

WHEREAS, SHGA has agreed to execute a new professional services agreement for investment management services commencing on March 11, 2019, identical to the agreement executed on March 11, 2016, with one exception (consistent with SHGA's investment management agreements with its other clients, the agreement will not include a specific termination date, and both SHGA and the Foundation will be able to terminate at any time with or without cause with 30-days' written notice).

NOW, THEREFORE, BE IT RESOLVED that the Investment Committee recommends that the SBCF Board of Directors authorize the Executive Director to execute a professional services agreement with SHGA for investment management services commencing on March 11, 2019.

Dated: November 27, 2018

ATTEST:

 11/27/18

Tim Ross, Investment Committee Chair

I, Tim Ross, Chair, do hereby certify that the foregoing Resolution No. 2018-8 was duly and regularly passed and adopted by the Investment Committee of the San Bruno Community Foundation on this 27th day of November, 2018, by the following vote:

AYES: Committee members: Ross, Clifford, Hayes, Hedley

NOES: Committee members: None

ABSENT: Committee members: Perkins

RESOLUTION NO. 2018-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
AUTHORIZING EXECUTIVE DIRECTOR TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT
WITH SAND HILL GLOBAL ADVISORS, LLC, FOR INVESTMENT MANAGEMENT SERVICES
COMMENCING MARCH 11, 2019**

WHEREAS, on March 2, 2016, after a thorough vetting process that included a Request for Proposals for Investment Management Services resulting in 17 submissions and in-person interviews of five finalists, the Board of Directors of the San Bruno Community Foundation determined that Sand Hill Global Advisors, LLC (SHGA), was the investment firm with the overall best fit to meet the Foundation's long-term investment needs, including service, cost, independence, and understanding of the Foundation's unique situation as the Foundation's investment adviser and selected SHGA as the Foundation's investment adviser;

WHEREAS, on March 11, 2016, the Foundation and SHGA executed a three-year professional services agreement for investment management services, beginning on March 11, 2016, and ending on March 10, 2019;

WHEREAS, since March 2016, SHGA has competently and diligently managed the Foundation's investment portfolio and has provided responsive service to the Foundation;

WHEREAS, SHGA has agreed to execute a new professional services agreement for investment management services commencing on March 11, 2019, identical to the agreement executed on March 11, 2016, with one exception (consistent with SHGA's investment management agreements with its other clients, the agreement will not include a specific termination date, and both SHGA and the Foundation will be able to terminate at any time with or without cause with 30-days' written notice); and

WHEREAS, on November 27, 2018, the Foundation's Investment Committee passed a resolution recommending that the SBCF Board execute a professional services agreement with SHGA for investment management services commencing on March 11, 2019.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes the Executive Director to execute a professional services agreement with SHGA for investment management services commencing on March 11, 2019.

Dated: December 5, 2018

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2018-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 5th day of December, 2018, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members: