

SAN BRUNO

Community Foundation

Board of Directors

Malissa Netane-Jones, *President* • Jim Ruane, *Vice President* • Raul Gomez, *Secretary* • Pak Lin, *Treasurer*
Supriya S. Perry • Irving Torres
Leslie Hatamiya, *Executive Director*
www.sbcf.org

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

IN-PERSON MEETING LOCATION

San Bruno Senior Center
1555 Crystal Springs Road
San Bruno, CA 94066

REMOTE VIA ZOOM OR TELEPHONE

Zoom Link:
<https://us02web.zoom.us/j/81097866942?pwd=QzdxR2h2UnA4Qnh2QXQvSWZaalRXUT09>
Webinar ID: 810 9786 6942
Passcode: 518964
Dial-in: (669) 900-6833

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 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

April 5, 2023

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 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.

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4. Presentations

- a. Recognition of Dr. Melissa Moreno for Her Service on the San Bruno Community Foundation Board of Directors
- b. Recognition of San Bruno City Manager Jovan Grogan for his service to the San Bruno community and his support of the San Bruno Community Foundation
- c. Recognition of San Bruno Community Services Director Ann Mottola for her service to the San Bruno community and her support of the San Bruno Community Foundation

5. Approval of Minutes: March 1, 2023, Regular Board Meeting

6. Executive Director's Report

7. 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 Authorizing President Malissa Netane-Jones to Execute a Contract with Novogradac & Company LLP for Audit and Tax Preparation Services for Fiscal Year 2022-2023 for an Amount Not to Exceed \$11,000
- b. Adopt Resolution Adjusting Executive Director's Compensation
- c. Receive and Approve Treasurer's Report (February 2023 Financial Statements)

8. Conduct of Business

- a. Receive Report on the San Bruno Recreation and Aquatic Center from the City of San Bruno and Adopt Resolution Increasing Strategic Grant Funding to the City of San Bruno for Construction of the San Bruno Recreation and Aquatic Center Project by an Amount Not to Exceed \$1,500,000
- b. Receive Report on Community Day 2023 from the City of San Bruno
- c. Receive Report on Other Programs (Crestmoor Scholarship, Community Grants Fund, and Other Strategic Grants)

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9. Board Member Comments

10. Adjourn: The next regular meeting of the Board of Directors is scheduled for Wednesday, May 3, 2023, at 7:00 p.m.

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Melissa Moreno • Supriya S. Perry • Irving Torres

Leslie Hatamiya, *Executive Director*

MINUTES

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

March 1, 2023

7:00 p.m.

Meeting Location:

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

- 1. Call to Order/Welcome:** President Netane-Jones called the meeting to order at 7:05 p.m. She notified the Board that Board Member Perry was not able to attend the meeting in person and needed to stay at home to care for her children due to last-minute changes in her childcare arrangements. She said Board Member Perry notified the Foundation that she would attend the meeting remotely for “just cause” due to childcare need. Given that there was a quorum of the Board attending the meeting in person, she noted that under new Brown Act meeting provisions, Board Member Perry could attend remotely. Appearing on Zoom, Board Member Perry confirmed that there was no one 18 years of age or older in the room with her.
- 2. Roll Call:** Board Members Netane-Jones, Ruane, Gomez, Lin, Moreno, Perry, and Torres, present.
- 3. Public Comment:** None.
- 4. Approval of Minutes:** January 30, 2023, Special Board Meeting and February 1, 2023, Regular Board Meeting: Vice President Ruane moved to approve the minutes of the January 30, 2023, Special Board Meeting and February 1, 2023, Regular Board Meeting, seconded by Board Member Moreno, approved unanimously by roll call vote.

5. Executive Director’s Report

Executive Director Leslie Hatamiya reported on several items. She reported that, under her contract authority as Executive Director, she renewed the Foundation’s commercial general liability, property, non-owned hired auto liability, and cyber liability insurance policies with Philadelphia Insurance Companies (total combined premium of \$1,256) and the workers compensation insurance policy with AmTrust North America (\$1,187). These policies are up for renewal on March 21, 2023. She also

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reminded Board members to submit their necessary ethics paperwork (Form 700 and Conflict of Interest Policy Annual Affirmation).

6. Consent Calendar

- a. Adopt Resolution Authorizing Executive Director to Bind Directors and Officers Liability Insurance Policy from Travelers Casualty and Surety Company of America for an Amount Not to Exceed \$14,284
- b. Receive and Approve Treasurer's Report (January 2023 Financial Statements)

Treasurer Lin moved to accept the Consent Calendar as presented, seconded by Board Member Moreno, approved unanimously by roll call vote.

7. Conduct of Business

- a. Receive Report on the Implementation Plan for the San Bruno Recreation and Aquatic Center from the City of San Bruno

San Bruno Community Services Director Ann Mottola and Deputy Director Damian Sandholm gave a report from the City of San Bruno on the Implementation Plan for the new San Bruno Recreation and Aquatic Center in San Bruno City Park, which is currently under construction and will open in the fall of 2023. They explained that the Implementation Plan will guide the operational, programmatic, and fiscal planning for the first three years of operation of the facility. Ms. Mottola and Mr. Sandholm gave a thorough presentation covering the facility's program areas, the schedule of expanded and new programs, budgeting methodology and cost recovery, revenue centers, fees, staffing requirements, timeline, and next steps. Ms. Mottola emphasized that the plan is designed for the facility's programming to grow in a responsible, sustainable manner. Board members asked clarifying questions about staffing, facility hours, fencing around the pool, staff onboarding, fees, and special events and thanked Ms. Mottola and Mr. Sandholm for the work they have put into planning for the successful operation of the new center.

- b. Receive Report on Other Programs (Crestmoor Scholarship, Community Grants Fund, and Other Strategic Grants)

Executive Director Hatamiya reported that since the Board approved 23 Community Grants at the December meeting, staff has provided executed all 23 grant agreements and that the Foundation is nearly done distributing grant checks to the organizations. She said that the 2023-2024 Community Grants Fund cycle will follow the usual schedule and launch in early July.

Ms. Hatamiya also noted that the 2023 Crestmoor Scholarship program is approaching the March 7, 2023, application deadline. She said that a large number of students registered online, with staff

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encouraging them to complete their applications by the deadline. She said that Program Manager Jessica Carrillo held three in-person and two virtual workshops for applicants, that the selection panel is assembled, and that staff will be very busy working on the program the next two weeks.

c. Receive Report from Investment Committee on its February 15, 2023, Regular Meeting

Treasurer Pak Lin gave a brief update on the Investment Committee's recent quarterly meeting, which was held on February 15, 2023. She reported that the meeting included a report from the Foundation's investment management team at Sand Hill Global Advisors and a discussion of cash flow needs related to the Recreation and Aquatic Center project.

8. Board Member Comments: None.

9. Closed Session: Conference with Labor Negotiators Pursuant to Government Code section 54957.6. Agency designated representative: Board President Malissa Netane-Jones. Unrepresented employee: Executive Director

There was no reportable action.

10. Adjourn: Vice President Ruane moved to adjourn the meeting at 8:32 p.m., seconded by Board Member Torres, approved unanimously.

Respectfully submitted for approval at the Regular Board Meeting of April 5, 2023, by Secretary Raul Gomez and President Malissa Netane-Jones.

Raul Gomez, Secretary

Malissa Netane-Jones, President

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Memorandum

DATE: March 30, 2023

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Executive Director's Report

Since the March 1, 2023, Board meeting, I have continued to focus on administering the Community Grants Fund and Crestmoor Scholarship programs, monitoring and attending to various strategic grant initiatives, and supporting the Audit Committee, all of which will be covered during the business portions of the April 5, 2023, regular Board meeting. In addition, I have handled a variety of other matters, including the following:

1. Insurance Policy Renewals

Renewals of the Foundation's directors and officers (D&O) liability, workers compensation, and commercial general liability, cyber liability, property, and non-owned hired auto liability insurance policies became effective on March 21, 2023. The Board approved renewing the D&O policy on March 1, with a premium of \$14,284. I renewed the other two policies under my contract authority as Executive Director. This year's premium for the workers compensation insurance policy with AmTrust North America is \$1,187, which is a modest \$12 increase from last year's premium. The Foundation's commercial general liability (CGL), property, cyber liability, and non-owned hired auto liability insurance policies are bundled together in one policy with the Philadelphia Insurance Companies, with an annual premium of \$1,256, which is only \$29 more than last year.

In addition, the Foundation's crime insurance policy with Travelers Casualty and Surety Company of America started was renewed for two years last spring. As a result, we will soon pay the annual premium of \$2,897 to secure coverage for the second year of the renewal beginning on May 27, 2023.

2. SBCF Board Appointments Process

SBCF Board Member Melissa Moreno has been named to be the Interim Chancellor of the San Mateo County Community College District, effective April 1, 2023. In conjunction with taking on this new assignment, Melissa has resigned from the SBCF Board, also effective April 1, 2023.

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In addition, the Board terms of President Malissa Netane-Jones, Vice President Jim Ruane, and Secretary Raul Gomez conclude on December 31, 2023, and, under the Bylaws, all three are eligible for reappointment to another four-year term. Also under the Bylaws, the San Bruno City Council is responsible for appointing members of the SBCF Board of Directors. I have notified City Manager Jovan Grogan of Board Member Moreno's resignation, and the application for applying for the open seat is posted on the City's website at <https://www.sanbruno.ca.gov/500/Commissions-Boards-Committees>, with a May 5, 2023, deadline. I will provide an update on the process at the Board meeting.

3. Board Meeting Schedule

As you know, the Board's regular meeting schedule is the first Wednesday of the month at 7:00 p.m. at the San Bruno Senior Center. As was our practice pre-pandemic, we may cancel regular meetings when the Foundation does not face any pressing matters that would require Board attention in a given month. (Pre-pandemic, we sometimes canceled the April, May, July, August, and October meetings.) Following this practice, we may cancel the May regular meeting, which is scheduled for May 3, if there are no pressing matters for the Board to attend to at that time.

4. Email Newsletter and Website Hits

Since the March 1 Board meeting, I have sent out one email blast to the Foundation's email distribution list, reporting on the March meeting and reminding the community of the deadline for the 2023 Crestmoor Scholarship. Of the approximately 800 emails sent, 49% of the recipients opened the email.

According to Google Analytics, activity on the sbcf.org website has been moderate and focused on the Crestmoor Scholarship. Between March 1 and March 29, 604 users visited the Foundation website. Not surprisingly, given that the Crestmoor Scholarship application deadline fell within this time frame, the most visited pages were the pages related to the scholarship program and the home page.

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Memorandum

DATE: March 30, 2023

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Consent Calendar for the April 5, 2023, Regular Board Meeting

For the April 5, 2023, 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 Authorizing President Malissa Netane-Jones to Execute a Contract with Novogradac & Company LLP for Audit and Tax Preparation Services for Fiscal Year 2022-2023 for an Amount Not to Exceed \$11,000

Article XIII, Section 4, of the Foundation's Bylaws states that the Foundation "shall retain an independent auditor and conduct annual independent audits (commencing with Section 12586(d) of the California Government Code)." As a tax-exempt 501(c)(3) public charity, the Foundation is required to submit federal (IRS Form 990) and state (California Form 199) information tax returns as well as the annual registration renewal fee report with the California Attorney General's Office (RRF-1). Since fiscal year 2014-2015, the Foundation has used Novogradac & Company LLP, with a team headed by partner Lance Smith, to conduct the audit of the Foundation's financial statements and to prepare the Foundation's annual federal and state tax returns.

The Foundation's Fiscal Policies and Procedures require the Foundation to issue a Request for Proposal (RFP) for audit and tax preparation services at least every five years, and the Foundation did so in 2020 for fiscal year 2019-2020. The Foundation received six proposals from certified public accounting firms, and after a thorough review process, the Audit Committee recommended and the Board ultimately approved continuing its relationship with Novogradac to provide audit and tax preparation services. The Board's selection of Novogradac was contingent on the firm's willingness to assign new staff accountants under Mr. Smith to the Foundation's auditing team. Novogradac agreed to and implemented the rotation of staff accountants starting with the fiscal year 2019-2020 audit.

Mr. Smith has presented the Foundation with an engagement letter for audit and tax preparation services for fiscal year 2022-2023, setting forth the total fees at \$11,000 (\$8,500 for

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the audit and \$2,500 for the tax returns). The fees for tax preparation services are \$750 more than those for the previous fiscal year, and the fees for audit services are \$150 more than last year's fees (total increase of \$900). According to Mr. Smith, the increase in fees reflect a high inflationary pressure on Novogradac's staffing costs over the last year.

Both Novogradac and the Foundation have agreed to a professional services contract that is substantially the same as the agreement signed the last five years. Because the Board of Directors, as part of its fiduciary duties, is responsible for oversight of the Foundation's accounting functions and the performance of the independent auditor, the contract with the CPA firm will be executed by the President, as the Board's representative, and not the Executive Director.

I recommend that the Board approve the resolution authorizing President Malissa Netane-Jones to execute a contract with Novogradac & Company LLP for audit and tax preparation services for fiscal year 2022-2023 for an amount not to exceed \$11,000 as part of the Consent Calendar.

2. Adopt Resolution Adjusting Executive Director's Compensation

At its regular meeting on February 1, 2023, the Board met in closed session to conduct the Executive Director's annual performance evaluation pursuant to Government Code Section 54957, and to discuss adjustments to her compensation package pursuant to Government Code Section 54957.6. The Board also met in closed session at its regular meeting on March 1, 2023, to continue its discussion of the Executive Director's compensation package. The Board now recommends a compensation adjustment for the Executive Director, as outlined in the attached resolution and letter to the Executive Director. The adjustment provides for a 5% cost-of-living salary adjustment, retroactive to February 1, 2023, with salary to be paid on a twice-a-month payroll schedule.

3. Receive and Approve Treasurer's Report (February 2023 Financial Statements)

The February 2023 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 1, 2022, Board meeting.

I recommend that the Board approve the attached resolutions and the Treasurer's Report, as outlined above, as part of the Consent Calendar on April 5, 2023.

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Attachments:

1. Resolution Authorizing President Malissa Netane-Jones to Execute a Contract with Novogradac & Company LLP for Audit and Tax Preparation Services for Fiscal Year 2022-2023 for an Amount Not to Exceed \$11,000
2. Resolution Adjusting Executive Director's Compensation
3. February 2023 Financial Statements

RESOLUTION NO. 2023-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
AUTHORIZING PRESIDENT MALISSA NETANE-JONES TO EXECUTE A CONTRACT WITH
NOVOGRADAC & COMPANY LLP FOR AUDIT AND TAX PREPARATION SERVICES FOR FISCAL
YEAR 2022-2023 FOR AN AMOUNT NOT TO EXCEED \$11,000**

WHEREAS, Article XIII, Section 4, of the Bylaws calls for the retention of an independent auditor to conduct an annual audit of The San Bruno Community Foundation's financial statements and records;

WHEREAS, Article VII, Section 4, of the Bylaws establishes an Audit Committee consisting of at least two directors to assist the Board in selecting an independent auditor, negotiate the auditor's compensation, confer with the auditor regarding the Foundation's financial affairs, and review and accept or reject the annual audit;

WHEREAS, the Foundation's Fiscal Policies and Procedures require the Foundation to issue a Request for Proposal (RFP) for audit and tax preparation services at least every five years;

WHEREAS, In 2020, the Foundation issued a RFP for audit and tax preparation services for fiscal year 2019-2020, and, after a thorough review process, the Audit Committee recommended and the Board ultimately approved continuing its relationship with Novogradac to provide audit and tax preparation services;

WHEREAS, Novogradac & Company LLP successfully provided audit and tax preparation services to the Foundation for each fiscal year since fiscal year 2014-2015;

WHEREAS, Novogradac & Company LLP has presented the Foundation Board of Directors with a proposal to provide audit and tax preparation services to the Foundation for fiscal year 2022-2023, with fees totaling \$11,000 (\$8,500 for audit services and \$2,500 for tax preparation services).

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby authorizes President Malissa Netane-Jones to execute a contract with Novogradac & Company LLP for audit and tax preparation services for fiscal year 2022-2023 for an amount not to exceed \$11,000.

Dated: April 5, 2023

ATTEST:

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2023-__ was duly and regularly passed and adopted by the Board of Directors of The San Bruno Community Foundation on this 5th day of April, 2023, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

RESOLUTION NO. 2023-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
ADJUSTING EXECUTIVE DIRECTOR'S COMPENSATION**

WHEREAS, on January 15, 2015, the Board of Directors of The San Bruno Community Foundation approved a resolution appointing Leslie Hatamiya as the Foundation's Executive Director, subject to the terms and conditions of the offer letter which included her compensation package, that the Board sent to Ms. Hatamiya on December 22, 2014, and which Ms. Hatamiya signed on December 23, 2014;

WHEREAS, on March 2, 2022, the Board approved the sending of a letter restating and amending the Executive Director's compensation and benefits, including maintaining an annual base salary of \$197,920.00, to be paid on a twice-a-month payroll schedule;

WHEREAS, Ms. Hatamiya has received no cost-of-living adjustments to her base salary since 2020, prior to the start of the COVID-19 pandemic;

WHEREAS, the Board desires to provide the Executive Director with a 5% cost-of-living increase in annual base salary to \$207,816.00, retroactive to February 1, 2023, to be paid on a twice-a-month payroll schedule.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby authorizes President Malissa Netane-Jones to send on behalf of the Foundation the attached letter which restates, as amended, the Executive Director's compensation and benefits, and approves a 5% cost-of-living increase in Ms. Hatamiya's annual base salary to \$207,816.00, retroactive to February 1, 2023, to be paid on a twice-a-month payroll schedule.

Dated: April 5, 2023

ATTEST:

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2023-__ was duly and regularly passed and adopted by the Board of Directors of The San Bruno Community Foundation on this 5th day of April, 2023, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

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Community Foundation

April 5, 2023

Leslie Hatamiya
Executive Director
San Bruno Community Foundation
901 Sneath Lane, Suite 209
San Bruno, CA 94066

Dear Leslie:

On behalf of the Board of Directors of The San Bruno Community Foundation, I am pleased to acknowledge with considerable appreciation your outstanding service as Executive Director. Accordingly, in recognition of this service, and subject to Board approval on April 5, 2023, your compensation and benefits will be adjusted as follows:

- You will receive a 5% cost-of-living salary adjustment, retroactive to February 1, 2023, so that your annual base salary is now \$207,816, to be paid on a twice-a-month payroll schedule.

In addition, the other benefits enumerated in your original offer letter dated December 22, 2014, and amended and restated in our letters to you dated March 1, 2017, March 7, 2018, March 6, 2019, March 4, 2020, and March 2, 2022, will continue:

- Immediate accrual of paid time off at the annual rate of 160 hours. This takes the place of separate accruals for vacation and sick leave. Maximum accrual of paid time off will be 160 hours.
- The Foundation observes twelve (12) holidays (the eleven (11) scheduled holidays in the City of San Bruno's holiday schedule as well as New Year's Eve on December 31 (or, if December 31 falls on a weekend, the closest weekday to December 31), and you will receive annually twelve (12) paid vacation days as per this schedule.
- Life insurance at 1X base salary with option to purchase additional coverage at employee expense (employee is responsible for taxability of the life insurance benefit).
- Eighty (80) hours paid leave for jury duty, as required.
- Reimbursement of reasonable and necessary expenses related to the performance of the job; payment for conferences, training, publications, professional associations, and professional development at the discretion of the Board and as approved in advance.

- Participation in a qualified employer-sponsored 403(b) plan or equivalent, with a pre-tax employer contribution of 5% with no required employee contribution.
- Workers' Compensation coverage, State Disability Insurance, and other benefits if required by California laws.
- Health (medical, dental, vision) insurance, but at the time of your hiring, you indicated that you currently had, and will continue to maintain, such health insurance from other sources and therefore that you declined such insurance from the Foundation.

We look forward to your continued service as Executive Director of the Foundation.

Sincerely,

A handwritten signature in black ink, appearing to read "M. Netane-Jones". The signature is fluid and cursive, with a large initial "M" and a long, sweeping underline.

Malissa Netane-Jones
President

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February 2023

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 eight months equal 66.7% of the fiscal year.

INCOME

Line 1 Transfers from Quasi Endowment – Initial \$200,000 transfer in December, for Community Grants, is 66.9% of the budget.

Line 2 Transfers from Strategic Pool – \$21,029,423 transfers are 83.8% of budget.

Line 3 Transfers from Liquidity RAC – \$8,759,369 transfer of account balance is 99.8% of budget.

Line 4 Donations - \$1,670 income is unbudgeted. \$1,500 designated for Scholarships.

Line 5 Interest Income - \$61,836 is 586.5% of budget. Balance of Liquidity Pool is \$14,711,303.

EXPENSES

Line 9 Community Grants - \$300,000 is 100% of budget.

Line 10 Strategic Grants - \$565,000 is 10.3% of budget and has been for: Centennial Plaza Improvements (\$500,000); San Bruno Park School District Field Trips and Assemblies (\$35,000); and Community Day (\$30,000) grants.

Line 11 Other Grants – \$10,000 is the entire budget and was used for Parkside Athletic Field grant.

Line 13 Salaries & Wages – Expense is under budget at 66.6%.

Line 14 Payroll Taxes & Benefits – Expense (\$15,800) is 62.8% of budget. Social Security/Medicare tax (\$8,205) and retirement (\$6,597) are largest costs with workers' compensation (\$784) and life (\$214) insurances also included.

Line 16 Occupancy – Only cost is office lease (\$10,806). Amount is 66.1% of budget.

Line 17 Insurance – Total (\$12,378) is 63.2% of budget and includes Directors & Officers (\$9,400), crime (\$2,160), and commercial liability (\$818) policies.

Line 18 Telecommunications – Cost (\$1,587) is 62.2% of budget and includes cell phones (\$721), internet (\$631), and land line (\$235) services.

Line 19 Postage & Shipping – Cost (\$562) is 15.1% of budget.

Line 20 Marketing & Communications - \$15,521 expense is 86.8% of budget. Costs include Annual Report design and printing (\$12,623), Scholarship flyer design and printing (\$1,139), and grant/scholarship application software (\$1,591).

Line 21 Office Supplies & Equipment – Cost (\$953) is 16.4% of budget.

Line 22 Legal Fees – \$24,868 expense is 55% of budget. \$14,197 has been for administrative support, \$9,384 for Strategic Grants, and \$1,287 for Community Grants.

Line 23 Accounting & Payroll Fees – Total (\$26,187) is 73.2% of budget with \$14,769 for Accounting Consultant, \$10,100 for audit fees, \$728 for payroll fees, and \$590 for accounting software.

Line 24 Other Consultants – \$22,981 is 59.1% of budget and has been for fundraising assessment and planning (\$15,000), DEI training (\$5,000), and IT (\$2,981) consultants.

Line 25 Travel, Meetings & Conferences – \$200 is 1.2% of budget incurred for meeting room rent.

Line 26 Miscellaneous – Cost (\$2,009) equals 70.2% of budget. \$1,400 incurred for organizational memberships and \$200 for State attorney general filing fee.

SUMMARY

Excluding the budget for Scholarships & Grants, total expenses are at 62.4% of budget, which is below 66.7% benchmark for the first eight months of the year. In terms of dollars, the \$282,370 in expense is \$19,547 less than the first eight months budget allocation.

Total February Investment net loss or decrease in value is \$747,895. This came from Strategic Pool (\$167,842) and Quasi Endowment (\$580,053) losses. Year-to-date investment gain or increase in value is \$1,343,755.

Overall organization year to date net gain or increase in net assets is \$249,891.

Total Net Assets, as of February 28, 2023 are \$27,497,072 with \$20,301,177 in Quasi Endowment; \$7,193,195 in general Unrestricted funds; and \$2,700 in Donor Restricted Net Assets.

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February 2023 2022-2023 Budget Report

	(a)	(b)	(c)	(d)	(e)
	Actual Year to Date	Budget	Actual as % of Budget (a/b)	Final Projected Amount	Change in Budget (d - b)
INCOME & TRANSFERS					
1 Transfers from Quasi Endowment	\$ 200,000	\$ 285,937	69.9%	\$ 285,937	\$ -
2 Transfers from Strategic Pool	21,029,423	25,088,288	83.8%	21,029,423	(4,058,865)
3 Transfers from Liquidity RAC	8,759,369	8,774,970	99.8%	8,759,369	(15,601)
4 Donations	1,670	-	-	1,670	1,670
5 Interest Income	61,836	10,543	586.5%	10,543	-
6 Miscellaneous Income	-	-	-	-	-
7 Total Available for Operations	30,052,298	34,159,738	88.0%	30,086,942	(4,072,796)
EXPENSES					
8 Crestmoor Scholarships	-	160,000	0.0%	160,000	-
9 Community Grants	300,000	300,000	100.0%	300,000	-
10 Strategic Grants	565,000	5,500,000	10.3%	5,500,000	-
11 Other Grants	10,000	10,000	100.0%	10,000	-
12 Subtotal Direct Program Expenses	875,000	5,970,000	14.7%	5,970,000	-
13 Salaries & Wages	148,518	223,075	66.6%	223,075	-
14 Payroll Taxes & Benefits	15,800	25,173	62.8%	25,173	-
15 Subtotal Personnel Expenses	164,318	248,248	66.2%	248,248	-
16 Occupancy	10,806	16,349	66.1%	16,349	-
17 Insurance	12,378	19,572	63.2%	19,572	-
18 Telecommunications	1,587	2,552	62.2%	2,552	-
19 Postage & Shipping	562	3,720	15.1%	3,720	-
20 Marketing & Communications	15,521	17,878	86.8%	17,878	-
21 Office Supplies & Equipment	953	5,800	16.4%	5,800	-
22 Legal Fees	24,868	45,200	55.0%	45,200	-
23 Accounting & Payroll Fees	26,187	35,792	73.2%	35,792	-
24 Other Consultants	22,981	38,870	59.1%	38,870	-
25 Travel, Meetings & Conferences	200	16,031	1.2%	16,031	-
26 Miscellaneous	2,009	2,863	70.2%	2,863	-
27 Subtotal Non-Personnel	118,052	204,627	57.7%	204,627	-
28 Total Expenses	1,157,370	6,422,875	18.0%	6,422,875	-
29 Net Surplus/(Loss)	\$ 28,894,928	\$ 27,736,863		\$ 23,664,067	\$ (4,072,796)

SAN BRUNO

Community Foundation

Statement of Financial Position as of February 28, 2023

ASSETS

Cash, Wells Fargo General	\$ 204,096.88	
Cash, Wells Fargo Payroll	21,266.39	
Cash, Fidelity Liquidity Pool - Operating	14,711,302.58	
Total Cash		14,936,665.85
Investments, Fidelity Strategic Pool	7,635,312.22	
Investments, Fidelity Quasi-Endowment	20,301,176.75	
Total Investments		27,936,488.97
Prepaid Rent	1,344.96	
Prepaid Insurance	2,185.25	
Total Other Current Assets		3,530.21
Deposits	909.45	
Total Other Assets		909.45
TOTAL ASSETS		<u><u>\$ 42,877,594.48</u></u>

LIABILITIES & NET ASSETS

LIABILITIES

Accounts Payable	13,240.85	
Accrued Grants Payable	15,094,722.26	
Accrued Scholarships Payable	260,000.00	
Accrued Employee PTO	12,559.80	
Total Liabilities		15,380,522.91

NET ASSETS

Unrestricted, Non-QE 7/1/2022 Balance	7,341,872.74	
Year to Date Net Income from Operations	(995,363.87)	
Year to Date Strategic Investment Income	846,685.95	
Total Non-QE Unrestricted Net Assets	7,193,194.82	
Quasi-Endowment 7/1/2022 Balance	19,804,107.76	
Year-to-date QE Investment Income	497,068.99	
Total QE Unrestricted Net Assets	20,301,176.75	
Total Unrestricted Net Assets		27,494,371.57
Donor Restricted Net Assets 7/1/2022 Balance	101,200.00	
Year to Date Donor Restricted Net Income	(98,500.00)	
Total Donor Restricted Net Assets		2,700.00
Total Net Assets		<u>27,497,071.57</u>
TOTAL LIABILITIES & NET ASSETS		<u><u>\$ 42,877,594.48</u></u>

SAN BRUNO

Community Foundation

Memorandum

DATE: March 30, 2023

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report on the San Bruno Recreation and Aquatic Center from the City of San Bruno and Resolution Increasing Strategic Grant Funding to the City of San Bruno for Construction of the San Bruno Recreation and Aquatic Center Project by an Amount Not to Exceed \$1,500,000

At the April 5, 2023, regular meeting, the Board of Directors will receive its quarterly update on the San Bruno Recreation and Aquatic Center (RAC) project from the City of San Bruno. In addition, the Board will consider a request from the City to increase strategic grant funding for construction of the RAC (RAC Grant #8) by an amount not to exceed \$1,500,000, in order to replenish the project's construction contingency to ensure there is adequate funding for any unforeseen work and to avoid schedule delays and increased project costs. The City's project team, led by Project Manager Rod Macaraeg and Public Works Director Matthew Lee, will give the update and present the request for additional funding.

1. RAC Project History

In the spring of 2015, the Foundation undertook its first Community Listening Campaign to solicit input from the San Bruno community on community needs and how the restitution funds could be used to address those needs. The community identified new community facilities – such as a new library, recreation center, swimming pool, and community center – as the top priority. In January 2016, the Board approved a strategic grant to the City to enable the City to develop a Community Facilities Vision Plan to define goals and priorities for new or renovated community facilities in San Bruno, including a pre-planning process to develop the scope of work and work plan.

The City engaged with Anderson Brule Architects (ABA) to lead the Community Facilities Vision Planning Process to allow for significant community input in considering and prioritizing the various community facility upgrade projects that were identified in the Foundation's 2015 Listening Campaign as top uses for the restitution funds. ABA completed its outreach in mid-December 2016 and presented its findings to and received feedback from a joint meeting of City commissions and boards held on January 23, 2017.

SAN BRUNO

Community Foundation

Memorandum

At its regular February 14, 2017, meeting, the San Bruno City Council considered the results of the visioning and prioritization process. The City-ABA team presented the Council with the top two candidates for a Foundation-funded building project: a new recreation center and swimming pool joint use facility, and a new library and community center joint use facility. The Council ultimately agreed to build a new recreation center/pool joint use facility in San Bruno City Park. By consensus, the Council directed the City Manager to (a) proceed with selecting a firm to do preliminary conceptual design development and programming and (b) formally request from the Foundation funding of \$50 million to support this project.

On March 1, 2017, the Board approved a resolution supporting the concept of a \$50 million strategic grant to the City of San Bruno for the design and construction of a new recreation center-swimming pool joint facility and directing the Executive Director to proceed with negotiating such a grant arrangement with the City. In March 2018, the Board created the Ad Hoc Committee on Recreation and Aquatic Center Project to serve as the Foundation's liaison to the City for the design and construction of a new Recreation and Aquatic Center (RAC) in San Bruno City Park. The Committee currently consists of President Malissa Netane-Jones and Vice President Jim Ruane.

On the advice of outside counsel, the Foundation and City agreed to fund the project through a series of grant agreements that cover specific portions of the project costs, rather than a single grant for the full \$50 million. Since 2017, the Foundation has approved eight RAC grants totaling \$50 million, as follows:

- RAC Grant #1: In November 2018, after the City concluded, with the guidance of Group 4 Architecture, Research + Planning, the conceptual design of the recreation and aquatic center, the Foundation completed payment on the conceptual design grant totaling \$416,108.85.
- RAC Grant #2: In January 2019, with SBCF Board approval, the Foundation and the City executed a grant agreement for the second strategic grant for architectural services related to the recreation and aquatic center project for tasks including schematic design development, preparation of construction and bid documents, and support to the construction bid and award processes and through the project construction, in an amount not to exceed \$5,420,388.
- RAC Grant #3: In March 2019, the Board approved a strategic grant, in an amount not to exceed \$1,079,000, to the City to cover expenses associated with obtaining project and construction management services related to the design, development, and construction of the RAC. This grant primarily pays for the services of Griffin Structures.

SAN BRUNO

Community Foundation

Memorandum

- RAC Grant #4: In June 2020, the Board approved a strategic grant, in an amount not to exceed \$1,061,611, to the City to cover permit fees and expenses related to City compliance review related to the RAC project.
- RAC Grant #5: In September 2020, the Board approved a strategic grant to the City in an amount not to exceed \$375,000 to cover the costs associated with procuring temporary facilities to house the City's Community Services Department's offices and programs while the new facility is being built.
- RAC Grant #6: Also in September 2020, the Board approved another strategic grant to the City in an amount not to exceed \$60,000 to cover the development of a strategic business plan related to the RAC project.
- RAC Grant #7: In April 2021, the Board approved a strategic grant, in an amount not to exceed \$1,123,438, to the City to cover the costs of renovating and expanding the Tom Lara Field Parking Lot related to the RAC project.
- RAC Grant #8: In June 2021, after the San Bruno City Council approved the design of the RAC project, authorized the City Manager to execute a construction contract, in an amount not to exceed \$43,031,000, with Lathrop Construction, Inc. for the project, authorized the City Manager to execute an agreement with Ninyo and Moore to provide geotechnical and testing and inspection services for the project in an amount not to exceed \$396,262, approved a construction contingency of \$4,687,046, and approved a total project budget in the amount of \$59,890,228, the Board approved an eighth strategic grant, in the amount \$40,464,454.15, to cover the costs related to the construction phase of the RAC.

As shown in the table below, as of March 15, 2023, the Foundation has paid out a total of \$35,565,277.74 in RAC grant payments on the eight grants and has a balance of \$14,434,722.26 left to disburse. The City will be submitting its next set of RAC grant reports in the second half of April, after which the Foundation will make payments on RAC Grants #3, 4, 5, 7, and 8. RAC Grants #1, 2, and 6 have been fully disbursed.

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RAC Grant #	For	Total Grant Amount	Total Grant	
			Payments Made as of 3/15/2023	Balance to Pay
1	Conceptual Design	\$416,108.85	\$416,108.85	\$0.00
2	Architectural Services	\$5,420,388.00	\$5,420,388.00	\$0.00
3	Project & Construction Management Services	\$1,079,000.00	\$925,872.37	\$153,127.63
4	City Compliance Review	\$1,061,611.00	\$575,878.03	\$485,732.97
5	Temporary Facilities	\$375,000.00	\$96,841.94	\$278,158.06
6	Business Plan	\$60,000.00	\$60,000.00	\$0.00
7	Tom Lara Field Parking Lot	\$1,123,438.00	\$964,709.18	\$158,728.82
8	Construction	\$40,464,454.15	\$27,105,479.37	\$13,358,974.78
	TOTAL	\$50,000,000.00	\$35,565,277.74	\$14,434,722.26

Since the Foundation approved the RAC construction grant in June 2021, the City has adjusted the total project budget and construction contingency several times. On February 8, 2022, the City Council adopted a resolution to increase the total project budget by \$560,000 to \$60,540,228, with additional funding coming from the City's Water Fund (\$346,000), Sewer Fund (\$104,000) and Park-In-Lieu Fund (\$110,000), and to authorize the City Manager to appropriate a not-to-exceed amount of \$1,039,456 from construction contingency to fund the project's soft costs, reducing the construction contingency to \$3,647,590. On January 24, 2023, the San Bruno City Council adopted a resolution to transfer \$201,600 from the construction contingency to fund the tree removal on Crystal Springs that had been designated as an "extra hazardous fire condition" by the City of San Bruno Fire Chief and Fire Marshal, reducing the construction contingency to \$3,445,990.

2. City's Request for Additional RAC Grant Funding

As the attached request from the City explains, based on approved and anticipated change orders, City staff estimates that by July the construction contingency will be \$605,400.75, which is about 4% of the remaining \$15,000,000 worth of construction work to be completed. For construction projects of this size, it is a best practice to have 10% to 15% contingency for the remaining work to ensure there is adequate funding for any unforeseen work and to avoid schedule delays and increased project costs.

As a result, on March 28, 2023, in order to raise the construction contingency to 14% for the remaining work, the City Council adopted a resolution increasing the total project budget to \$62,290,228, with \$250,000 coming from the City's General Fund Capital Reserve, and requesting that the Foundation provide an amount not to exceed an additional \$1,500,000 in

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grant funding for construction of the RAC. Cognizant of the fact that the Foundation's funds are to be used directly to support the construction of the RAC facility, the \$250,000 in funds from the City's General Fund Capital Reserve will support Beckner Shelter road and parking lot repaving improvements – a project ancillary to the main RAC project that will be completed more cost-effectively if done in conjunction with the RAC construction due to the proximity of the two projects in San Bruno City Park. In addition, in approving the resolution, Councilmembers expressed concerns about escalating budget costs and the hope that the additional contingency funding will not need to be utilized.

In response to the City's request, on April 5, the Board will consider the attached resolution to increase strategic grant funding to the City of San Bruno for construction of the San Bruno Recreation and Aquatic Center project by an amount not to exceed \$1,500,000. If approved, this Board action would increase the total grant for RAC Grant #8 to an amount not to exceed \$41,964,454.15. The resolution would also authorize the Executive Director to finalize, and execute on behalf of the Foundation, an Amendment to the Grant Agreement executed by the Foundation and the City of San Bruno on September 16, 2021, and amended on August 12, 2022, increasing the grant amount by an amount not to exceed \$1,500,000, to an amount not to exceed \$41,964,454.15, and stipulating that all Foundation grant funds are to be used directly for the construction of the new recreation and aquatic center for the benefit of the community and not for ancillary City projects taking place in San Bruno City Park. Given that grant payments are made based on actual and expected expenses covered by the grant, the Foundation would only pay the additional funds to the extent that the City incurs covered expenses related to the RAC construction. If, ultimately, the City does not need to use the additional contingency funding, the Foundation would not make payment on those funds.

Understanding that the City might request additional RAC grant funding this year, I requested that the City make a single request incorporating all remaining funding needs, as opposed to a series of smaller requests, and the City anticipates that this will be the sole request for additional funding.

In light of the possible request for additional RAC funding, the fiscal year 2022-2023 budget includes \$5,500,000 for strategic grants. Thus far this fiscal year, the Foundation has approved strategic grants totaling \$565,000 (\$500,000 for the Centennial Plaza Improvement Project, \$30,000 for Community Day 2023, and \$35,000 for the San Bruno Park School District Field Trip grant). The requested \$1,500,000 is well below the remaining \$4,935,000 budgeted for strategic grants.

The Ad Hoc Committee on Recreation and Aquatic Center Project and I recommend that the Board approve the attached resolution increasing strategic grant funding to the City of San

SAN BRUNO

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Bruno for construction of the San Bruno Recreation and Aquatic Center project by an amount not to exceed \$1,500,000.

If the Board approves the additional \$1,500,000 for RAC Grant #8, I will ask the SBCF Investment Committee to provide guidance on the timing of transferring such funds from the Strategic Pool to the Liquidity Pool at its next meeting on May 17, 2023. The FY2022-2023 approved budget includes transfers from the Strategic Pool to the Liquidity Pool sufficient to cover the additional RAC grant funding cash needs.

Attachments:

1. Grant Request from the City of Sand Bruno for Additional \$1,500,000 in San Bruno Community Foundation Funds to Complete Construction of the San Bruno Recreation and Aquatic Center
2. Resolution Increasing Strategic Grant Funding to the City of San Bruno for Construction of the San Bruno Recreation and Aquatic Center Project by an Amount Not to Exceed \$1,500,000



INTEROFFICE MEMORANDUM

Jovan D. Grogan
City Manager

CITY OF SAN BRUNO
CITY MANAGER'S OFFICE

DATE: March 29, 2023

TO: Leslie Hatamiya, San Bruno Community Foundation

FROM: Jovan Grogan, City Manager

PREPARED BY: Rod Macaraeg, SBRAC Project Manager

SUBJECT: Grant Request for Additional \$1,500,000 in San Bruno Community Foundation Funds to Complete Construction of the San Bruno Recreation and Aquatic Center.

The City of San Bruno is honored to partner with the San Bruno Community Foundation (SBCF) in its endeavor to build its new Recreation and Aquatics Center. We are requesting an additional grant amount of \$1,500,000 to complete the construction phase for this project, that resulted in necessary and unforeseen construction change orders.

BACKGROUND:

The construction of the City of San Bruno's (City) new Recreation and Aquatic Center (RAC) is approximately 55% complete and projected to be completed by late fall of 2023. The completed work to date includes:

1. Creek realignment and enlargement improvements, City Parkway realignment and installation of the new water and sewer main.
2. Building's main structural framing system including seismic bracing.
3. Completed 1st and 2nd floor concrete floor including pool deck areas.
4. Completed most of the interior framing and working on the exterior framing while completing mechanical, electrical, plumbing (MEP) and heating, ventilation, and air conditioning (HVAC) ductwork.
5. Completed indoor pool plumbing system in preparation for the pool shell construction.

Once constructed, the new RAC building will be a two-story, 49,500 square foot facility replacing the former Veterans Memorial Recreation Center located at 251 City Park Way. The new facility will operate as the City's aquatic, recreation, and community center with a maximum occupancy of 2,400 people and will include an indoor/outdoor pool, multi-use gymnasium, indoor elevated track, community hall, conference rooms, multi-function rooms, classrooms, and staff offices.

Attachment 1 provides a timeline significant action for the RAC.

DISCUSSION:

The RAC project originally had a construction contingency amount of \$4,687,046, which constitutes approximately 10.9% of the construction contract amount. The typical construction contingency for a project of the magnitude of the RAC project is 10% to 15%.

At the February 8, 2022, City Council meeting, the City approved a resolution authorizing the City Manager to appropriate a not-to-exceed amount of \$1,039,456 from the construction contingency to fund the project's design and support costs. The project did not previously earmark any project contingency for the project's soft costs. This reduced the construction contingency from the original \$4,687,046 to \$3,647,590.

Subsequently, on January 24, 2023, the City Council adopted a resolution to transfer \$201,600 from the construction contingency to fund the tree removal on Crystal Springs that had been designated as an "extra hazardous fire condition" by the City of San Bruno Fire Chief and Fire Marshal. The RAC's construction contingency was further reduced to \$3,445,990. These two actions brought the contingency to approximately 8% of the original construction amount, below the typical 10% construction contingency for a project of the magnitude of the RAC project.

Staff received direction from City Council on March 28, 2023 to request replenishing the current construction contingency with San Bruno Community Foundation (SBCF) funds in the amount of \$1,500,000, increasing the total construction contingency to \$4,945,990, which equals 11.5% of the construction contract, and supplementing the funds that were previously transferred to soft costs. This will increase the total SBCF fund commitment to the City for this project to \$51,500,000.

With approximately \$15,000,000 worth of work left to complete all the projected change order work, the forecasted \$605,400.75 construction contingency balance (approximately 4% of the remaining work) is considered low moving towards project completion. Typically, it is best practice to have 10% to 15% contingency for the remaining work to ensure there is adequate funding for any unforeseen work to avoid schedule delays and increased project costs. Increasing the construction contingency amount by \$1,500,000 will ensure that the project has a healthy contingency of 14% for the remaining work. The amounts described above are summarized in Table 1 below.

Table 1: Summary of Project Contingency

Construction Contingency Drawdown and Proposed Increase			
	Project Contingency Balance	Remarks	Percent of Construction Contract
Approved Construction Contingency (June 8, 2021)	\$4,687,046.00	Construction Award	10.9%
Adjusted Construction Contingency (February 8, 2022)	\$3,647,590.00	Budget Adjustments	8.5%

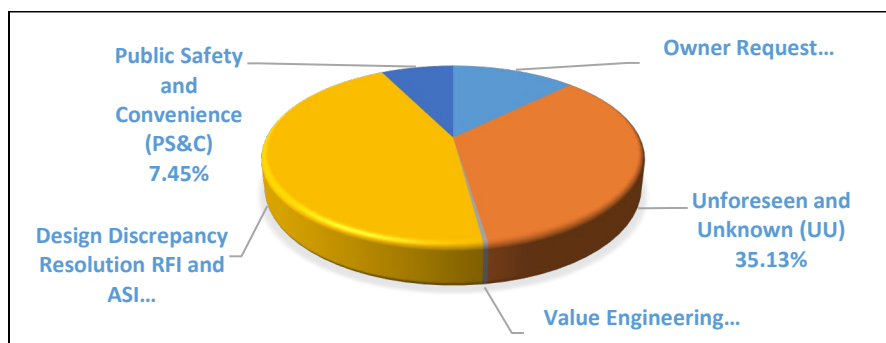
Amended Construction Contingency (January 24, 2023)	\$3,445,990.00	Pay Tree Removal – Fire Hazard	8.0%
Contingency Balance To Date:	\$1,624,322.40	Less Approved Change Orders \$2,095,714.69	3.77%
Anticipated Remaining Balance	\$605,400.75	Less Potential Change Orders \$1,018,922.05	1.4%
April 2023 SBCF Fund Request	\$2,105,400.75	Request SBCF Funds of \$1,500,000	4.89%

Recreation and Aquatic Center (RAC) Program Funding Sources, Budget, And Expenditures
 Attachment 2 lists the funding sources for the project and Attachment 3 lists the project expenditures in relation to those funding sources. The two tables highlight that the SBCF grant fund covers \$50,000,000 of the Initial Adopted Project Components of \$54,408,363. This reflects a balance of \$4,408,363 in Initial Adopted Project Components funded by City Funds. Other connected project components such as the Water/Sewer Replacement projects (\$1,520,000) are funded through the City’s Water/Sewer Enterprise Funds. Currently City Funds are used to fund contingency for this project. There are currently no SBCF funds used to fund other additional scope added after the initial project adoption. The Desoto Sidewalk Enhancements and the Beckner Shelter Road and Parking Lot Repaving Project constitutes \$1,013,000 dollars of the current total approved \$60,540,228 budget (approximately 1-2%).

Approved Change Orders

Approved change orders are changes to the contract that have been reviewed, approved, and included in the contract and are necessary to construct the RAC building. The total cost of approved change orders to date is approximately \$2,095,715 (see Attachment 5). Most of the costs are from Design Discrepancy Resolution (DDR) and Unknown and Unforeseen (UU) circumstances: \$943,088 are changes to the structural, mechanical, electrical, and plumbing system, necessary to meet the latest code requirements, and maintainability of the facility in the future, and \$436,861 are from the disposal of unsuitable soil from the roadway, utility, and creek construction to a special handling disposal site. The rest of the approved change orders are due to public safety and convenience, owner request, and value engineering. The current approved change orders, totaling \$2,095,715, are summarized by category type in Chart 1 below.

Chart 1: Approved Change Orders



Potential Change Orders

Staff are currently tracking an estimated cost of potential change orders in the amount of \$1,018,922 (see Attachment 6). The potential change orders include an estimated amount of \$618,922 for the DDR category, which include changes to structural, mechanical, and architectural elements. There is also an estimated \$400,000 of UU category changes which include the disposal of additional contaminated soil that is currently being reviewed for approval. These potential change orders are expected to be completed by July 2023.

Beckner Shelter Road and Parking Lot Repaving Project

The Beckner Shelter Road and Parking Lot Repaving improvements was a project previously identified as an ancillary project to the RAC. This was due to Beckner Shelter Road work being complementary to the RAC project which includes sidewalk access from the Lara Parking Lot, an Americans with Disabilities Act (ADA) accessible bridge to the pool parking lot and rehabilitation to Beckner Shelter. The proximity of the paving for this effort is directly adjacent to the RAC project and there would be mobilization cost savings for paving. Shifting project funds from the Beckner Shelter Road and Parking Lot Repaving Project (Project #51022) would allow the work to be completed as part of the project. No SBCF Funds are utilized as part of this project.

Budget Update:

The project is currently operating with the following City Council approved budget:

Construction Cost	\$43,031,000
Project's Soft Cost	\$14,063,238
Construction Contingency	<u>\$ 3,445,990</u>
Approved Budget	\$60,540,228

With the requested additional SBCF funds of \$1,500,000 and the transfer of \$250,000 from the General Fund Capital Reserve, the proposed new budget for the RAC project will be \$62,290,228.

Approved Budget	\$60,540,228
Additional SBCF Funds	\$ 1,500,000
CIP Funds Transfer	<u>\$ 250,000</u>
Proposed New Budget	\$62,290,228

Attachments:

1. San Bruno Recreation and Aquatics Center Background
2. Summary of Funding Sources
3. Summary of Project Expenditures & Funding Sources
4. Approved Change Orders
5. Potential Change Orders

Attachment #1: San Bruno Recreation and Aquatics Center Background

- On 2015, the San Bruno Community Foundation (SBCF) conducted a broad-based Community Listening Campaign to identify the community's priorities for use of the restitution funds received following the 2010 PG&E gas pipeline explosion in San Bruno's Crestmoor neighborhood. To narrow the results of the Listening Campaign, the City conducted a subsequent facilitated community discussion in 2016 to establish community facility prioritization, which identified replacement of the Veterans Memorial Recreation Center and Swimming Pool as the community's highest priority.
The new Recreation and Aquatics Center Project (Project) was planned as a single project to be located in San Bruno City Park, 251 City Park Way, in the same general area as the existing Veterans Memorial Recreation Center. The Project consists of three separate phases. The first phase of work included the conceptual design of the new Recreation and Aquatics Center. The second phase included the development of schematic design plans and construction drawings, and the third phase is project construction.
- On December 12, 2017, the City Council approved a contract with Group 4 Architecture Research and Planning, Inc. (Group 4) for the development of the conceptual design (Phase I) of the new community facility. The development of the conceptual design included several components such as program alternatives, site analysis and alternatives, building alternatives, project budget and operating strategies, analysis and evaluation of identified alternatives, selection of recommended alternative, conceptual design package and budget, and public engagement. Group 4 facilitated a community engagement process to obtain feedback and participation in program design and features of the new Recreation and Aquatics Center. Community feedback collected from over 1,700 participants, in conjunction with input and review by City staff and several Commissions, was used to assist in the development of program enhancements, design values and strategies, site options and exterior materials. The City also developed a Recreation and Aquatics Center Advisory Committee (RAC Committee) to serve as a working committee. The RAC Committee was comprised of two Councilmembers, two members of the San Bruno Community Foundation Board, two members of the San Bruno Park and Recreation Commission, and several City staff members.
- On July 24, 2018, the City Council approved a contract with Group 4 for the development of the design and construction documents (Phase II). The scope of work included six main tasks: schematic design development; design development and review; construction documents/plan check at 90%; bid documents and back check; support to bidding and award of the construction contract; and construction support. The project includes the realignment of City Park Way, improvements to the parking lot and landscaping along City Park Way in addition to demolition of the existing facilities and the new construction. The Project design was completed in January 2021. The Project was advertised in April 2021 to benefit from an anticipated favorable bidding climate. The Project is expected to receive remaining permits and be prepared to commence with construction in August 2021.
- On June 8, 2021, the City Council adopted a resolution approving the FY2021-22 Budget that includes an overall \$50 million commitment to the City for the Recreation and Aquatic Center (RAC) funded by eight grants from the San Bruno Community Foundation (SBCF) supporting different components of the project. Also, the City Council adopted a resolution authorizing the City Manager to execute a construction contract with Lathrop Construction, Inc., in an amount not to exceed \$43,031,000.00 and approving a construction contingency of \$4,687,046.00 (10.9% of construction contract).

- On February 8, 2022, the City Council adopted a resolution to increase the budget by \$560,000.00. Sources of the budget increase were from the Water Fund (\$346,000.00), Sewer Fund (\$104,000.00) and Park-In-Lieu Fund (\$110,000.00), which resulted in increasing the total project budget from \$59,980,228.00 to \$60,540,228.00. The resolution additionally authorized the City Manager to appropriate a not-to-exceed amount of \$1,039,456.00 from construction contingency to fund the project's soft costs. This reduced the construction contingency from \$4,687,046.00 to \$3,647,590.00 (8.5% of the original construction contract amount).
- Additionally, on February 8, 2022, the City Council approved the appropriations of \$136,000.00 from the Water Fund and \$104,000.00 from the Sewer Fund for a temporary water bypass line deemed necessary after the commencement of construction due to its current alignment west of the former and new RAC facility. The City Council also approved the appropriation of \$110,00.00 from the Park In-Lieu Fund appropriation to fund the sidewalk and pedestrian improvements at Desoto Road to provide permanent pedestrian improvements.
- On January 24, 2023, the City Council adopted a resolution to transfer \$201,600.00 from the construction contingency to fund the tree removal on Crystal Springs that had been designated as an "extra hazardous fire condition" by the City of San Bruno Fire Chief and Fire Marshal. The RAC's construction contingency was reduced to \$3,445,990.00 (8.0% of the original construction contract amount).
- On March 15, 2023, there was a presentation made to the Recreation Aquatic Center Advisory Committee on the status of the project discussing the additional contingency need and the future action by City Council to request for additional funds from the San Bruno Community Foundation.
- On March 28, 2023, the City Council took action to approve the revised budget and approved the request to the San Bruno Community Foundation for an additional \$1,500,000 in funds.

Attachment #2: Funding Sources

RECREATION & AQUATIC CENTER FUNDING	
Original RAC Budget	
San Bruno Community Foundation Grant	\$50,000,000.00
Park In-Lieu Fund	\$ 1,720,000.00
YouTube CB (1400/1450 Bayhill)	\$ 4,500,000.00
PG&E Settlement Funds	\$ 1,000,000.00
Residual Funds from Crestmoor Neighborhood Rebuilding	\$ 900,000.00
Water Fund	\$ 594,000.00
Sewer Fund	\$ 476,000.00
Measure A and Gas Tax Fund	\$ 750,000.00
City Art	\$ 50,000.00
Subtotal	\$59,990,000.00
Feb 2022 Amendments	
Water Fund	\$ 346,000.00
Sewer Fund	\$ 104,000.00
Park In-Lieu Fund	\$ 110,000.00
Subtotal	\$ 560,000.00
ADOPTED BUDGET GRAND TOTAL	
\$60,550,000.00	
GF Capital Reserve Fund (Beckner Shelter Road & Parking Lot Repaving)	\$ 250,000.00
San Bruno Community Foundation Grant Request (New Request)	\$ 1,500,000.00
PROPOSED APPROXIMATE BUDGET GRAND TOTAL \$62,300,000.00	

ATTACHMENT #3: PROJECT EXPENDITURES & FUNDING SOURCES

Expenditures

RECREATION & AQUATIC CENTER EXPENDITURES		
Initial Adopted Project Components	Cost	Fund Sources
Design and Pre-construction costs		SBCF, City Funds
Building Construction		
Relocate Memorial Structure		
Tom Lara Field Parking Lot Realignment		
Rotary Pavilion Concrete Pad & Electrical		
Traffic Signal @ City Parkway		
City Park Way Road Realignment		
Subtotal	\$54,398,590.51	
Other Connected Adopted Project Components		
Water Line Replacement in City Park Way	\$ 940,000.00	City Water/Sewer Enterprise Funds
Sewer Pipeline Replacement in City Park Way	\$ 580,000.00	
Subtotal	\$1,520,000.00	
Change Orders Connected to Adopted Project Components		
Approved Change Orders (Not Including Desoto Sidewalk)	\$2,031,762.79	City Funds
Anticipated Change Orders	\$1,018,922.05	
Additional 30 Tree Removals	\$ 201,600.00	
Subtotal	\$3,316,236.74	
Additional Scope Added After Initial Project Adoption		
Desoto Sidewalk Enhancements	\$ 63,951.90	City Funds
Beckner Shelter Road	\$ 950,000.00	
Subtotal	\$1,013,000.00	
Construction Contingency		
Current Contingency Balance	\$ 605,400.75	City Funds
New Contingency Request	\$1,500,000.00	SBCF
Subtotal	\$2,105,400.75	
TOTAL PROJECT BUDGET		\$62,290,228.00

Attachment #4: Approved Change Orders to Date



SAN BRUNO RECREATION AND AQUATIC CENTER PROJECT Approved Change Orders



CCO No.	Description	Cost	CATEGORIES				
			Owner Request (OR)	Unforeseen and Unknown (UU)	Value Engineering (VE)	Design Discrepancy Resolution RFI & ASI (DDR)	Public Safety and Convenience (PS&C)
Approved CCOs							
CCO#001	PCO #1R1 - Hazardous material	\$ 34,182.10		\$ 34,182.10			
CCO#001	PCO #2R1 - Installation of a 10" Temporary Water Bypass Line (RFI #19)	\$ 210,095.59		\$ 210,095.59			
CCO#001	PCO #003 - Pool Bldg sewer line capping (RFI #40)	\$ 6,585.00	\$ 6,585.00				
CCO#001	PCO #006 - Additional haul off of contaminated concrete	\$ 10,500.00					\$ 10,500.00
CCO#001	PCO #8R1 - Tree removal (RFI #96) for tree in conflict with water line	\$ 81,743.75					\$ 81,743.75
CCO#002	PCO #5R2 - Sidewalk and Crosswalk addition at City Park Way	\$ 63,951.90					\$ 63,951.90
CCO#003	PCO #031 - Contaminated Spoils Off-Haul Disposal Premium (Shoring Wall/Site Grading)	\$ 172,272.41		\$ 172,272.41			
CCO#003	PCO #31B - Contaminated Spoils Off-Haul Disposal Premium (Boring/footing/Foundation Excavation)	\$ 126,921.57		\$ 126,921.57			
CCO#004	PCO #013 - Additional Haz Mat Removal Abatement - Transite Pipe	\$ 7,682.60		\$ 7,682.60			
CCO#004	PCO #018 - RFI 166 GeoFabric and Drainrock at Existing pool due to groundwater/pool soil conditions	\$ 36,504.11		\$ 36,504.11			
CCO#004	PCO #019 - T&M Removal of Concrete Foundation for Monument	\$ 1,721.36		\$ 1,721.36			
CCO#004	PCO #030 - Shoring Walls Soils Change In Condition	\$ 9,111.69		\$ 9,111.69			
CCO#004	PCO #032 - RFI 174 Credit for Add Service for Shotcrete in lieu of CIP	\$ (7,300.00)			\$ (7,300.00)		
CCO #005	PCO #004R1 - ASI 3 Plumbing Changes at Pump Room	\$ 118,301.90				\$ 118,301.90	
CCO #005	PCO #010R1 - Plumbing Drain Revisions	\$ 86,569.06				\$ 86,569.06	
CCO #005	PCO #012R1 ASI 6/ RFI 68 Revisions to Restrooms 118 & 176	\$ 10,208.06				\$ 10,208.06	
CCO #005	PCO #023R1 Provide Trap Primers at Floor Sinks	\$ 6,122.81				\$ 6,122.81	
CCO #005	PCO #024R1 Increase Plumbing Vent Sizing	\$ 24,451.50				\$ 24,451.50	
CCO #005	PCO #025R1 Upsize Grease Waste Serving MSB-1	\$ 2,119.67				\$ 2,119.67	
CCO #005	PCO #026R1 Provide 2" Plumbing Vents	\$ 10,211.09				\$ 10,211.09	
CCO #005	PCO #028R1 Provide CW Piping to Serve RH-1	\$ 1,783.06				\$ 1,783.06	
CCO #005	PCO #040R1 RFI 202 Condensate Piping at AC3	\$ 3,758.02				\$ 3,758.02	
CCO #005	PCO #049 RFI 168 Upsize Gas Pipe for Pool Boilers	\$ 4,439.04				\$ 4,439.04	
CCO #006	PCO #014 ASI 04 Expansion Joint Revisions	\$ 3,607.80				\$ 3,607.80	
CCO #006	PCO #015 ASI 07 Structural Revisions	\$ 207,002.25				\$ 207,002.25	
CCO #006	PCO #017 ASI 2 Elevator Shaft Steel/Overrun Revisions	\$ 7,404.60				\$ 7,404.60	
CCO #006	PCO #022 RFI 134 Provide Additional Contuity Plates	\$ 12,394.20				\$ 12,394.20	
CCO #006	PCO #034 Credit Unused Balance of GeoPier Allowance	\$ (177,250.00)				\$ (177,250.00)	
CCO #006	PCO #043 RFI 152 Additional Kicker Braces at Deck Edges	\$ 1,114.05				\$ 1,114.05	
CCO #006	PCO #048 Metal Decking Material Price Increase	\$ 167,399.34				\$ 167,399.34	
CCO #007	COR 52 Structural Steel Fabrication	\$ 336,295.65				\$ 336,295.65	
CCO #008	COR 11 ASI 5 Rail Revisions	\$ (11,046.00)				\$ (11,046.00)	
CCO #008	COR 38 Openpath access control system	\$ 3,906.00	\$ 3,906.00				
CCO #008	COR 46 R1 Added tube steel near corner windows	\$ 31,141.95				\$ 31,141.95	
CCO #008	BAAQMD Permit Fee	\$ 4,322.00				\$ 4,322.00	
CCO #008	COR 55 Aluminum duct at the natatorium	\$ 1,180.20				\$ 1,180.20	
CCO #008	COR 57 ASI 13 Glazing Revision at South Elevation	\$ 2,943.24	\$ 2,943.24				
CCO #008	COR 59 Revised deck drain POC and pipe size	\$ 1,825.14				\$ 1,825.14	
CCO #009	RFI 104 Mini-split Integration	\$ 13,672.05	\$ 13,672.05				
CCO #010	RFI 336 Provide Aqua Drop Feature	\$ 11,701.20	\$ 11,701.20				
CCO #010	RFI 221 Delete Interior Pool timing system and starting blocks	\$ (93,043.00)	\$ (93,043.00)				
CCO #010	ASI 14 Extend Indoor Pool stair and add rails	\$ 39,162.90	\$ 39,162.90				
CCO #011	Door Hardware revisions per RFI 149 and Submittal Comments	\$ 9,545.51				\$ 9,545.51	
CCO #011	RFI 206 & Rebar Shop Drawing Mark-Ups	\$ 49,909.65				\$ 49,909.65	
CCO #011	RFI 264 Metal Stud Framing Revisions @Bleachers	\$ 14,873.25				\$ 14,873.25	
CCO #011	Added Trim Bars per SSK-047 - Submittal #630	\$ 3,257.10				\$ 3,257.10	
CCO #011	RFI 349 Extend /deck Angles	\$ 9,402.75				\$ 9,402.75	
CCO #011	Masonry Revisions per Submittal 47.1/RFI 384	\$ 2,744.05				\$ 2,744.05	
CCO #012	Contaminated Spoils Off-Haul and Disposal	\$ 137,667.03		\$ 137,667.03			
CCO #013	ASI 9R - Creek Extension	\$ 282,645.49	\$ 282,645.49				
Sub Total			\$ 267,572.88	\$ 736,158.46	\$ (7,300.00)	\$ 943,087.70	\$ 156,195.65
(%)			12.77%	35.13%	-0.35%	45.00%	7.45%
Approved CCOs		\$ 2,095,714.69					

Attachment #5: Potential Change Orders



SAN BRUNO RECREATION AND AQUATIC CENTER PROJECT Potential Change Orders



CCO No.	Description	Cost	CATEGORIES				
			Owner Request (OR)	Unforeseen and Unknown (UU)	Value Engineering (VE)	Design Discrepancy Resolution RFI & ASI (DDR)	Public Safety and Convenience (PS&C)
Potential Change Order (Under Review)							
COR 016	ASI 11 Trash and Generator Enclosure Revisions	\$ 44,728.88				\$ 44,728.88	
COR 021	RFI 45/45.1 Revisions to Electric Water Coolers	\$ 12,235.64				\$ 12,235.64	
COR 027	RFI 146 Epoxy Flooring Slope to Drains	\$ 52,920.00				\$ 52,920.00	
COR 037	RFI 224 Delete Fall Protection	\$ (22,849.00)				\$ (22,849.00)	
COR 041R1	RFI 245/245.1 Wall Type Revisions	\$ 87,882.73				\$ 87,882.73	
COR 044	RFI 229/229.1 Fire Service Riser at Building	\$ 8,375.56				\$ 8,375.56	
COR 045	RFI 273.1 Drain conflict at GL A & GL 1	\$ 3,509.48				\$ 3,509.48	
COR 061R1	ASI 12 Change RM 126B to PV Closet 126B	\$ 13,321.35				\$ 13,321.35	
COR 062	RFI 232 Revised Eew-1 Emergency Eyewash and Thermostatic Mixing Valve	\$ 4,401.79				\$ 4,401.79	
COR 066	ASI 17 Lobby and RM 224 revisions	\$ 9,162.30	\$ 9,162.30				
COR 068R1	ASI 16 Add Storefront at 2nd floor	\$ 68,046.13	\$ 68,046.13				
COR 069	18 Ga GSM closure @ High Roof rake	\$ 15,157.80				\$ 15,157.80	
COR 072	RFI 415 Exterior Deck Coating and Drains	\$ 22,478.32				\$ 22,478.32	
COR 073	Demo and Remove buried concrete at creek tie-in	\$ 5,551.70		\$ 5,551.70			
COR 074	5 Added Water Valves	\$ 37,693.08	\$ 37,693.08				
COR 076	Additional Paving Section beyond Contract Conform	\$ 60,000.00		\$ 60,000.00			
COR 078	RFI 358 Relocate FACP and add smoke per AHJ	\$ 13,382.00				\$ 13,382.00	
COR 079	Hat Channel at Metal Roof for PV	\$ 20,165.25				\$ 20,165.25	
COR 085	RFI 300 Added Trap Primer (TP-1) and Primer Piping	\$ 20,334.39				\$ 20,334.39	
COR 087	RFI 135/ 148 Add Control Damper to DOAS-3	\$ 4,460.40				\$ 4,460.40	
COR 088	ASI 21 Add Electrical Power to Flush Valves at Toilet and Urinals	\$ 12,774.30				\$ 12,774.30	
COR 094	RFI 43 Plumbing Impacts from Dimensional Changes	\$ 25,189.95				\$ 25,189.95	
TBD	RFI 417 Roof Curbs and Housekeeping Pads	\$ 100,000.00				\$ 100,000.00	
TBD	Additional Off-Hauling Contaminated Soils	\$ 400,000.00		\$ 400,000.00			
Total Potential Change Orders		\$ 1,018,922.05	\$ 114,901.51	\$ 465,551.70	\$ -	\$ 438,468.84	\$ -

RESOLUTION NO. 2023-__

RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION INCREASING STRATEGIC GRANT FUNDING TO THE CITY OF SAN BRUNO FOR CONSTRUCTION OF THE SAN BRUNO RECREATION AND AQUATIC CENTER PROJECT BY AN AMOUNT NOT TO EXCEED \$1,500,000

WHEREAS, in the spring of 2015 the San Bruno Community Foundation conducted a Community Listening Campaign, through which the upgrade and expansion of San Bruno's community facilities, including its recreation center, swimming pool, and library, as well as the need for community center facilities, were identified as important community needs;

WHEREAS, in November 2015, the Foundation's Board of Directors established a quasi-endowment of \$15 million to be invested following a long-term investment strategy, with the remaining balance of the approximately \$70 million in the Foundation's funds to be used to fund programs and operations, and identified strategic grantmaking priorities, including such capital projects as upgraded library/community center, year-round swimming pool, and recreation center facilities;

WHEREAS, in January 2016, the Board agreed to provide funds not to exceed \$300,000 to the City of San Bruno to fund the completion of a Community Facilities Vision Plan focused on the Foundation's capital project strategic priorities and related facilities;

WHEREAS, from late summer 2016 through the beginning of 2017, the City of San Bruno, with the assistance of Anderson Brule Architects, conducted a community facilities visioning and prioritization process that solicited input from the San Bruno community on capital project concepts involving standalone and combined recreation center, library, community center, and swimming pool facilities;

WHEREAS, on February 14, 2017, after receiving and considering the results of the community facilities visioning and prioritization process, the San Bruno City Council agreed by consensus to build a new recreation and aquatic center facility in San Bruno City Park and directed the City Manager to (a) move forward with selecting a firm to do preliminary conceptual design development and programming, and (b) formally request from the Foundation funding of \$50 million to support this project;

WHEREAS, concluding that a new recreation and aquatic center would be a meaningful investment benefiting the entire San Bruno community for years to come and a tangible tribute to the Crestmoor neighborhood and those residents who most directly experienced the devastation of the 2010 gas pipeline explosion, on March 1, 2017, the Board approved a resolution expressing its support for the concept of the Foundation making a strategic grant to the City of San Bruno for the planning, design, and construction of a new recreation and aquatic

center in an amount not to exceed \$50 million and directing the Executive Director to proceed with negotiating and proposing the terms of such grant arrangement with the City;

WHEREAS, upon advice of legal counsel, the Executive Director and the Ad Hoc Committee on Program Strategy Development proposed a multi-stage grantmaking approach to the project, beginning with a strategic grant to cover expenses related to the project's conceptual design stage;

WHEREAS, in November 2017, the Board approved a strategic grant, in an amount not to exceed \$550,000, to the City of San Bruno to cover expenses in connection with the conceptual design of a community recreation and aquatic center for the benefit of the public (RAC Grant #1);

WHEREAS, in November 2018, after the City concluded, with the guidance of Group 4 Architecture, Research + Planning, the conceptual design of the recreation and aquatic center, the Foundation completed payment on the conceptual design grant totaling \$416,108.85 (RAC Grant #1);

WHEREAS, in January 2019, with Foundation Board approval, the Foundation and the City executed a grant agreement for the second strategic grant for architectural services related to the recreation and aquatic center project for tasks including schematic design development, preparation of construction and bid documents, and support to the construction bid and award processes and through the project construction, in an amount not to exceed \$5,420,388 (RAC Grant #2);

WHEREAS, in March 2019, the Board approved a strategic grant, in an amount not to exceed \$1,079,000, to the City to cover expenses associated with obtaining project and construction management services related to the design, development, and construction of a community recreation and aquatic center for the benefit of the public (RAC Grant #3);

WHEREAS, in June 2020, the Board approved a strategic grant, in an amount not to exceed \$1,061,611, to the City to cover permit fees and expenses related to City compliance review related to the recreation and aquatic center project (RAC Grant #4);

WHEREAS, in September 2020, the Board approved two additional strategic grants to the City – one in an amount not to exceed \$375,000 to cover the costs associated with procuring temporary facilities to house the City's Community Services Department's offices and programs while the new facility is being built (RAC Grant #5), and one in an amount not to exceed \$60,000 to cover the development of a strategic business plan (RAC Grant #6) – related to the recreation and aquatic center project;

WHEREAS, in April 2021, the Board approved a strategic grant, in an amount not to exceed \$1,123,438, to the City to cover the costs of renovating and expanding the Tom Lara Field Parking Lot related to the recreation and aquatic center project (RAC Grant #7); and

WHEREAS, on June 8, 2021, the San Bruno City Council approved the design of the recreation and aquatic center project, authorized the City Manager to execute a construction contract, in an amount not to exceed \$43,031,000, with Lathrop Construction, Inc. for the project, authorized the City Manager to execute an agreement with Ninyo and Moore to provide geotechnical and testing and inspection services for the project in an amount not to exceed \$396,262, approved a construction contingency of \$4,687,046, and approved a total project budget in the amount of \$59,890,228;

WHEREAS, on June 15, 2021, the Foundation Board approved an eighth strategic grant supporting the recreation and aquatic center project, in an amount not to exceed \$40,464,454.15, to cover the costs related to the construction phase of the recreation and aquatic center (RAC Grant #8);

WHEREAS, on February 8, 2022, the San Bruno City Council adopted a resolution to increase the total recreation and aquatic center project budget by \$560,000 to \$60,540,228, with additional funding coming from the City's Water Fund (\$346,000), Sewer Fund (\$104,000) and Park-In-Lieu Fund (\$110,000), and to authorize the City Manager to appropriate a not-to-exceed amount of \$1,039,456 from construction contingency to fund the project's soft costs, reducing the construction contingency to \$3,647,590;

WHEREAS, on January 24, 2023, the San Bruno City Council adopted a resolution to transfer \$201,600 from the construction contingency to fund the tree removal on Crystal Springs that had been designated as an "extra hazardous fire condition" by the City of San Bruno Fire Chief and Fire Marshal, reducing the construction contingency to \$3,445,990;

WHEREAS, based on approved and anticipated change orders, City staff estimates that by July, the construction contingency will be \$605,400.75, which is about 4% of the remaining \$15,000,000 worth of construction work to be completed, which is well below the best practice of 10%-15% contingency for projects of this size;

WHEREAS, on March 28, 2023, in order to raise the construction contingency to 14% for the remaining work to ensure there is adequate funding for any unforeseen work and to avoid schedule delays and increased project costs, the San Bruno City Council adopted a resolution increasing the total recreation and aquatic center project budget to \$62,290,228, with \$250,000 coming from the City's General Fund Capital Reserve, and requesting that the Foundation provide additional grant funding in an amount not to exceed \$1,500,000 to support the construction of the recreation and aquatic center; and

WHEREAS, the Board now wishes to increase, by an amount not to exceed \$1,500,000, the amount of the strategic grant to the City of San Bruno for construction of the recreation and aquatic center in order to avoid schedule delays and increased project costs, and also to ensure that such Foundation grant funds are used specifically to support the construction of the facility and not for ancillary City projects taking place in San Bruno City Park.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves an amendment to the RAC Grant #8 Grant Agreement increasing the strategic grant funding from the Foundation to the City of San Bruno in support of construction of the recreation and aquatic center by an amount not to exceed \$1,500,000, for a total grant amount not to exceed \$41,964,454.15.

BE IT RESOLVED FURTHER that the Board hereby authorizes Executive Director Leslie Hatamiya, with the support of legal counsel as appropriate, to finalize, and execute on behalf of the Foundation, an Amendment to the Grant Agreement executed by the Foundation and the City of San Bruno on September 16, 2021, and amended on August 12, 2022, increasing the grant amount by an amount not to exceed \$1,500,000, to a total grant amount not to exceed \$41,964,454.15; stipulating that all Foundation grant funds are to be used directly for the construction of the new recreation and aquatic center for the benefit of the community and not for ancillary City projects taking place in San Bruno City Park; and making such other related minor changes as are appropriate.

BE IT RESOLVED FURTHER that the officers of the Foundation are authorized and directed to take all such further actions as they may deem necessary or appropriate in order to implement the foregoing resolutions and any actions heretofore taken by the officers to further the purposes of the foregoing resolutions prior to the date of this consent are hereby ratified, approved, and confirmed.

Dated: April 5, 2023

ATTEST:

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2023-__ was duly and regularly passed and adopted by the Board of Directors of The San Bruno Community Foundation on this 5th day of April, 2023, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

SAN BRUNO

Community Foundation

Memorandum

DATE: March 30, 2023

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report on Community Day 2023

The April 5, 2023, Board meeting will include a report from the City of San Bruno on its current plans for Community Day 2023. Community Services Deputy Director Damian Sandholm and Recreation Services Supervisor Meghan Rosin will present the update on behalf of the City.

In November 2022, the SBCF Board approved a \$30,000 strategic grant to the City of San Bruno to support Community Day 2023. As you will recall from Community Services Director Ann Mottola's presentation in November, the City plans to follow the same event format in 2023 as it did in 2022, with the festivities taking place along San Mateo Avenue, as San Bruno City Park remains a construction site for the Recreation and Aquatic Center. Scheduled for the afternoon of Sunday, June 4, immediately following the San Bruno Lions Club's Posy Parade, Community Day will continue as a street festival celebrating the cultural diversity of San Bruno, with activities for all ages, performances, and opportunities to purchase food and drinks. The City is looking to build upon the 2022 format by creating an expanded artist and maker vendor area and potentially adding a lounge or beer garden.

SAN BRUNO

Community Foundation

Memorandum

DATE: March 30, 2023

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report on Other Programs (Crestmoor Scholarship, Community Grants Fund, and Other Strategic Grants)

At the April 5, 2023, Board meeting, I will give an update on the Crestmoor Neighborhood Memorial Scholarship, the Community Grants Fund, and the Foundation's other strategic grants.

1. Crestmoor Neighborhood Memorial Scholarship

The Foundation received 69 applications for the 2023 Crestmoor Scholarship by the March 7 deadline, a 30% increase from 2022 and a return to pre-pandemic levels. The volunteer selection panel is currently in the process of reviewing the applications. We expect to notify applicants of the results of the selection process before the end of April, and the scholarship recipients will be recognized at the June 7, 2023, Board meeting. We plan to distribute scholarships totaling \$160,000 this year.

2. Community Grants Fund

a. 2021-2022 Grant Cycle

In December 2021, the Board approved 23 Community Grants totaling \$300,000 for the 2021-2022 cycle. The Foundation recently received final grant reports from most of these grantees.

b. 2022-2023 Grant Cycle

In December 2022, the Board approved 23 Community Grants totaling \$300,000 for the 2022-2023 cycle. In March, we completed the last four grant check presentations and have distributed grant checks for all 23 grants.

SAN BRUNO

Community Foundation

Memorandum

c. 2023-2024 Grant Cycle

Following our usual schedule, we plan to launch the 2023-2024 cycle of the Community Grants Fund at the beginning of July. We do not anticipate making any significant changes to the program.

3. Other Strategic Grants

With regard to the Centennial Plaza Improvement Project, which the Foundation is helping fund with a \$500,000 grant to the City of San Bruno, the project continues in the construction documents phase. The project schedule has been pushed out about two months, as estimates for the City's review periods have been extended and extra time was added to allow for Planning Commission review of the project. Under the revised timeline, construction is scheduled to begin in the fall of this year and conclude by the spring of 2023.

Last fall, the Foundation awarded a \$35,000 grant to the San Bruno Park School District to support field trips and assemblies this school year. All five elementary schools and Parkside Intermediate School have used a portion of their allocated funding for field trips and assemblies. Highlights include Belle Air Elementary School's visit to the San Francisco International Airport, where third grade students toured many different aspects of the airport operations. Parkside students have visited the Tech Museum in San Jose and the Exploratorium in San Francisco, with a next trip to the California Academy of Sciences planned. Students at Portola Elementary School will head to the San Francisco Giants' Oracle Park to learn math, with many more trips by the various schools planned for the spring.