

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 • Belinda Wong
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/87019354122?pwd=ZWdxLzBjZDRaVWFyZW1kLytDb2Rndz09>
Webinar ID: 870 1935 4122
Passcode: 706203
Dial-in: (669) 900-6833

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

PUBLIC COMMENT: In person attendees who want to provide public comment will be asked to fill out a speaker card and submit it with the SBCF Executive Director. Virtual attendees can comment by using the “Raise Hand” feature in Zoom to request to speak. For dial-in comments, press *9 to “Raise Hand” and *6 to unmute. Public 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

March 6, 2024

7:00 p.m.

- 1. Call to Order/Welcome**
- 2. Roll Call**

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- 3. Public Comment:** Individuals are allowed three minutes at this time to comment on items within the jurisdiction of the Board that are not on this agenda. It is the Board's policy to refer matters raised in this forum to staff for research and/or action where appropriate. The Brown Act prohibits the Board from discussing or acting upon any matter not agendaized pursuant to State Law.
- 4. Approval of Minutes:** February 7, 2024, Regular Board Meeting
- 5. Executive Director's Report**
- 6. Consent Calendar:** All items are considered routine or implement an earlier Board action and may be enacted by one motion; there will be no separate discussion unless requested by a Board Member or staff.
 - a. 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 \$11,585
 - b. Adopt Resolution Authorizing President Malissa Netane-Jones to Execute a Contract with Novogradac & Company LLP for Audit and Tax Preparation Services for Fiscal Year 2023-2024 for an Amount Not to Exceed \$11,300
 - c. Adopt Resolution Adjusting Executive Director's Compensation
 - d. Receive and Approve Treasurer's Report (January 2024 Financial Statements)
- 7. Conduct of Business**
 - a. Receive Report on the San Bruno Recreation and Aquatic Center from the City of San Bruno
 - b. Receive Report on the Centennial Plaza Improvement Project from the City of San Bruno
 - c. Receive Report from the Ad Hoc Committee on Downtown Beautification Initiatives and Adopt Resolution Approving Strategic Grant to the City of San Bruno for the Downtown Beautification Project in an Amount Not to Exceed \$350,000
 - d. Receive Report from Ad Hoc Committee on SBPSD Strategic Initiatives
 - e. Receive Report on Other Programs (Crestmoor Scholarship, Community Grants Fund, and Strategic Grants)

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f. Receive Report from Investment Committee on its February 21, 2024, Regular Meeting

8. Board Member Comments

9. Adjourn: The next regular meeting of the Board of Directors is scheduled for Wednesday, April 3, 2024, at 7:00 p.m.

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MINUTES

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

February 7, 2024

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 7:00 p.m.
- 2. Roll Call:** Board Members Netane-Jones, Ruane, Gomez, Lin, Perry, Torres, and Wong, present.
- 3. Public Comment:** None.
- 4. Approval of Minutes:** December 6, 2023, Regular Board Meeting: Treasurer Lin moved to approve the minutes of the December 6, 2023, Regular Board Meeting, seconded by Vice President Ruane, approved unanimously by roll call vote.

5. Executive Director's Report

Executive Director Hatamiya gave a brief report. She noted that the San Bruno City Council approved the Foundation's 2024 officers as part of its Consent Calendar at its December 12, 2023, meeting. She also reminded Board members to submit their necessary ethics paperwork (Form 700 and Conflict of Interest Policy Annual Affirmation).

6. Consent Calendar

- a. Receive and Approve Treasurer's Report (November and December 2023 Financial Statements)

Secretary Gomez moved to accept the Consent Calendar as presented, seconded by Board Member Wong, approved unanimously by roll call vote.

7. Conduct of Business

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- a. Receive Report on Downtown Beautification Projects from the City of San Bruno and Adopt Resolution Creating and Appointing Members to the Ad Hoc Committee on Downtown Beautification Initiatives

The Board received a presentation from San Bruno Community Services Director Travis Karlen, accompanied by Park Services Manager Dan Venezia, requesting funding for a number of beautification projects the City of San Bruno wants to undertake in downtown San Francisco. He underscored the important bolstering the downtown, with the City Council recently identifying downtown beautification as one of its top strategic initiatives. Mr. Karlen gave a thorough overview of the beautification projects, including revitalizing the planters along San Mateo Avenue, replacing the trees on Jenevein Avenue, improving the median landscape at both the north and south ends of San Mateo Avenue, developing a collection of downtown street banners, and installing a new LED marquee sign at the southern end of San Mateo Avenue. In requesting SBCF grant funding, Mr. Karlen provided a project budget totaling \$308,000 and including a 10% contingency (\$28,000).

Board members asked a number of questions regarding volunteer involvement in maintaining the downtown planters, the potential tree planting on Jenevein Avenue, the basis for the City's cost estimates, the lifespan of new planters, the project timeline, and other sources of funding for the project.

Several downtown business owners and interested community members – including Sadana Traxler, owner of Twice As Nice; Rebecca Molano, owner of One Love Café; the owner of Catch 22 Salon and Boutique; Nancy Foreman; Mario Guitron, chair of the San Bruno Culture & Arts Commission; and Linda Mason – spoke in support of the City's proposed efforts to beautify the downtown corridor.

The Board then considered a resolution creating an Ad Hoc Committee on Downtown Beautification Initiatives to research and analyze the City's proposed projects and funding request and then, as appropriate, consider recommending to the full Board a strategic grant proposal for funding them.

Vice President Ruane moved to adopt the resolution creating and appointing members to the Ad Hoc Committee on Downtown Beautification Initiatives, seconded by Secretary Gomez, approved unanimously by roll call vote.

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

Executive Director Hatamiya reported that since the Board approved 26 Community Grants at the December meeting, staff has provided executed 25 grant agreements and begun distributing grant checks to the organizations. She thanked Board members who have participated in the virtual and in-person check presentations.

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Ms. Hatamiya also noted that the 2024 Crestmoor Scholarship, which launched in early December with a March 5, 2024, deadline, is in full swing. She said that students have begun completing the application and that staff has begun conducting workshops on the application process for potential applicants.

She also reported on the quarterly grant payment process for the Recreation and Aquatic Center (RAC) grants. She said that the Foundation recently received quarterly grant reports from the City of San Bruno and is in the process of paying out quarterly grant payments totaling just under \$75,000. She said that once those payments are made, the Foundation will have paid out nearly \$49.3 million of the \$51.5 million committed for the RAC, with a balance of about \$2.2 million to be paid.

Regarding the Centennial Plaza Improvement Project, she said the City received bids from contractors in January and that the City Council is expected to consider the project budget and additional funding needed to complete the project at its February 13 meeting.

8. Study Session: Conduct Strategic Planning Discussion on Post-RAC Program and Investment Strategies and Provide Direction to Staff Regarding Potentially Revising Such Strategies

The Board conducted a strategic planning study session to discuss the Foundation's program and investment strategies once the RAC, the Foundation's primary legacy project, is completed. Executive Director Hatamiya provided an overview of the three main options being considered – (1) spending down the remaining funds (approximately \$25 million) in the near-to-mid term on one or two large legacy projects and winding down all other programs, (2) spending down the remaining funds over a set period of time (e.g., 10-25 years), or (3) following an endowment model, under which the Foundation is sustained in perpetuity at a lower annual budget level – and the pros and cons of each option. She also mentioned large capital projects that the City of San Bruno and the San Bruno Park School District are separately considering, which could potentially serve as major legacy projects to which the Foundation may want to contribute.

The Board had a robust discussion of the three options, including commenting on the impact of potentially ending the Community Grants Fund and the Crestmoor Scholarship, the influence of future City Councils on the Foundation's funds, the impact of funding a final legacy project such as a new fire station, which would be a meaningful capstone given the origins of the restitution funds, and the value of waiting until after the November election to make a decision. Several Board members expressed a desire to seek feedback from the community on the Foundation's future strategy.

The Board ultimately agreed to set aside the endowment model (option #3), which would result in a relatively modest annual payout to support the Foundation's programs and operations in order to maintain the purchasing power of the endowment's corpus. Board members felt that option #3 would be viable only if additional revenue generation became part of the Foundation's business model but noted that the Board, after feedback and analysis from fundraising consultants, had already expressed concerns about adding an active fundraising operation. Instead, the Board decided to focus its deliberations on the other two options and potentially wait until after the November 2024 election, as both the City and the school district may be

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placing revenue measures on the ballot, to make a final decision. The Board agreed to have the Executive Director convey to the City Manager that the Foundation is open to considering a legacy project in partnership with the City, or the School District, with the remaining restitution funds.

9. Board Member Comments: Board Member Wong said she appreciated being in the same room with the rest of the Board.

10. Closed Session: Public Employee Performance Evaluation Pursuant to Government Code section 54957: Executive Director

There was no reportable action.

11. 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.

12. Adjourn: Board Member Perry moved to adjourn the meeting at 9:16 p.m., seconded by Board Member Torres, approved unanimously.

Respectfully submitted for approval at the Regular Board Meeting of March 6, 2024, by Secretary Raul Gomez and President Malissa Netane-Jones.

Raul Gomez, Secretary

Malissa Netane-Jones, President

SAN BRUNO

Community Foundation

Memorandum

DATE: March 1, 2024

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Executive Director's Report

Since the February 7, 2024, Board meeting, I have continued to focus on administering the Community Grants Fund and Crestmoor Scholarship programs, monitoring our strategic grant initiatives, and working with the Investment Committee and various ad hoc committees, all of which will be covered during the business portion of the March 6, 2024, regular Board meeting. In addition, I have handled a variety of other matters, including the following:

1. Insurance Policy Renewals

The Consent Calendar includes a resolution authorizing the Executive Director to bind a renewal policy for the Foundation's directors and officers' liability insurance policy, as the current policy expires on March 21, 2024. The Foundation's commercial general liability (CGL), property, cyber-liability, and non-owned hired auto liability insurance policies with the Philadelphia Insurance Companies, which are bundled together, and the workers' compensation insurance policy with AmTrust North America also expire in March.

For the commercial bundle, our current insurer offered a renewal package with a total annual premium of \$1,271, just a slight increase from last year's premium of \$1,256. Broken down, the premium for CGL is \$713, the premium for property coverage is \$145, the premium for the auto coverage is \$334, and the premium for cyber liability coverage is \$79. Under my contract authority as Executive Director, I have renewed this policy, which will go into effect on March 21, 2024.

For the workers compensation policy, AmTrust offered the Foundation a renewal policy with a total estimated cost of \$1,723, which is 45% higher than last year's cost of \$1,187. Our broker at CalNonprofits Insurance Services obtained an alternative proposal for similar coverage from The Hartford, with an estimated premium of \$904. As a result, I have decided to switch carriers for our workers compensation policy, binding coverage with The Hartford, which will go into effect on March 21, 2024.

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2. Strategic Planning

On February 27, 2024, the San Bruno City Council received a recommendation from its Ballot Measure Ad Hoc Committee, consisting of Vice Mayor Michael Salazar and Councilmember Tom Hamilton, which was charged with reviewing types of revenue measures for the November 2024 general election to strengthen the City's fiscal sustainability and reporting its findings to the full Council. The Committee evaluated various revenue measure options, including a general obligation bond, utility users' tax, parcel tax, transient occupancy tax, business tax, benefit assessment districts, and sales tax add-on. In doing so, it considered several factors, including the results from the City's recent Community Perceptions Survey. The Committee recommended that the Council consider a general obligation bond, which can be used only to finance the acquisition or improvement of real property. The City listed unfunded capital needs responsive to the Community Perceptions Survey that could be funded by a general obligation bond, including stormwater infrastructure, reconstruction of Fire Stations 51 and 52, Crestmoor Canyon fire safety improvements, Crestmoor fields construction and other park enhancements, accelerated pavement management system, Senior Center renovation, and street light replacements. The Council agreed to move forward with the Committee's recommendation and take steps to explore a general obligation bond. The tentative timeline includes stakeholder/community outreach and a poll of residents this spring, with a decision as to whether to place a measure on the ballot to be made by late July.

I will continue to monitor the City's plans for a ballot measure, including its identification of specific capital improvement projects to be funded by such measure, to which the Foundation could consider contributing funding as a final legacy project. We will continue the Board's strategic planning discussions this year as we receive further information from the City and the San Bruno Park School District, which is also considering a November ballot measure and several capital project, on their plans.

3. Ethics Requirements

I would like to remind all Board members that they must file Fair Political Practices Commission Form 700 – Statement of Economic Interests annual statements with the San Bruno City Clerk's Office by April 2, 2024. Some Board members are also required to complete AB 1234 ethics training this year, and I ask you to do so and submit the certificate of completion at your earliest convenience. Finally, I request that all Board members who have not yet submitted their 2024 Conflict of Interest Policy Annual Affirmation do so as soon as possible. Thank you to those Board members who have already submitted their necessary ethics paperwork.

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4. Email Newsletter and Website Hits

Since the February 7 Board meeting, I have sent out one email blast to the Foundation's email distribution list, reporting on the Board's February meeting and reminding the community of the deadline for the 2024 Crestmoor Scholarship. Of the approximately 800 emails sent, 53% 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 February 7 and February 28, 474 users visited the Foundation website. The most visited pages were the home page and the pages related to the Crestmoor Scholarship.

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Community Foundation

Memorandum

DATE: March 1, 2024

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Consent Calendar for the March 6, 2024, Regular Board Meeting

For the March 6, 2024, Regular Meeting of the Board of Directors of the San Bruno Community Foundation, the Consent Calendar includes four items related to the administrative, programmatic, and operational functions of the Foundation.

1. 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 \$11,585

Directors and officers liability insurance (D&O) provides coverage for damages resulting from the wrongful acts of the directors, officers, managers, and the Foundation as an entity, as well as coverage for employment-related actions.

In March 2023, the Board approved the purchase of a D&O policy from Travelers Casualty and Surety Company of America, which expires on March 21, 2024. This policy included a fiduciary liability rider to provide protection related to the Foundation's 403(b) retirement plan.

Travelers has offered the Foundation a renewal of its existing policy. The policy renewal includes coverage similar to last year's coverage, including separate \$1,000,000 liability limits each for D&O coverage, employment practices liability, and fiduciary liability coverage as well as an additional \$1,000,000 for defense costs, which is shared for all coverages. The cost for the renewal policy is \$11,585, a 19% decrease from last year's premium of \$14,284.

I recommend the Board approve the resolution authorizing Executive Director Leslie Hatamiya to bind a directors and officers liability insurance policy from Travelers Casualty and Surety Company of America for an amount not to exceed \$11,585 as part of the Consent Calendar.

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2. Adopt Resolution Authorizing President Malissa Netane-Jones to Execute a Contract with Novogradac & Company LLP for Audit and Tax Preparation Services for Fiscal Year 2023-2024 for an Amount Not to Exceed \$11,300

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) informational 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 2023-2024, setting forth the total fees at \$11,300 (\$8,700 for the audit and \$2,600 for the tax returns). The fees for tax preparation services are \$200 more than those for the previous fiscal year, and the fees for audit services are \$100 more than last year's fees (total increase of \$300).

Both Novogradac and the Foundation have agreed to a professional services contract that is substantially the same as the agreement signed in previous 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

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services for fiscal year 2023-2024 for an amount not to exceed \$11,300 as part of the Consent Calendar.

3. Adopt Resolution Adjusting Executive Director's Compensation

At its regular meeting on February 7, 2024, 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 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, 2024, with salary to be paid on a twice-a-month payroll schedule.

4. Receive and Approve Treasurer's Report (January 20234 Financial Statements)

The January 2024 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 fiscal year 2023-2024 budget figures approved at the June 7, 2023, Board meeting.

I recommend that the Board approve the three attached resolutions and the Treasurer's Report, as outlined above, as part of the Consent Calendar on March 6, 2024.

Attachments:

1. 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 \$11,585
2. Resolution Authorizing President Malissa Netane-Jones to Execute a Contract with Novogradac & Company LLP for Audit and Tax Preparation Services for Fiscal Year 2023-2024 for an Amount Not to Exceed \$11,300
3. Resolution Adjusting Executive Director's Compensation
4. January 2024 Financial Statements

RESOLUTION NO. 2024-__

RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION AUTHORIZING EXECUTIVE DIRECTOR TO BIND DIRECTOR AND OFFICERS LIABILITY INSURANCE POLICY FROM TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA FOR AN AMOUNT NOT TO EXCEED \$11,585

WHEREAS, directors and officers liability insurance provides coverage for damages resulting from the wrongful acts of the directors, officers, managers, and the Foundation as an entity, as well as coverage for employment-related actions;

WHEREAS, on March 1, 2023, the Board of Directors of The San Bruno Community Foundation authorized the purchase of a directors and officers liability insurance policy, which includes fiduciary liability coverage for the management of the Foundation's Retirement Savings Plan, from Travelers Casualty and Surety Company of America, which expires on March 21, 2024; and

WHEREAS, Travelers Casualty and Surety Company of America is offering the Foundation a renewal of the Foundation's directors and officers liability insurance policy with a quoted annual premium of \$11,585.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes Executive Director Leslie Hatamiya to bind the directors and officers liability insurance policy for the period of March 21, 2024, to March 21, 2025, from Travelers Casualty and Surety Company of America for an amount not to exceed \$11,585.

Dated: March 6, 2024

ATTEST:

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2024-__ was duly and regularly passed and adopted by the Board of Directors of The San Bruno Community Foundation on this 6th day of March, 2024, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

RESOLUTION NO. 2024-__

**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 2023-2024 FOR AN AMOUNT NOT TO EXCEED \$11,300**

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; and

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 2023-2024, with fees totaling \$11,300 (\$8,700 for audit services and \$2,600 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 2023-2024 for an amount not to exceed \$11,300.

Dated: March 6, 2024

ATTEST:

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2024-__ was duly and regularly passed and adopted by the Board of Directors of The San Bruno Community Foundation on this 6th day of March, 2024, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

RESOLUTION NO. 2024-__

**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 that included her compensation package, which the Board sent to Ms. Hatamiya on December 22, 2014, and which Ms. Hatamiya signed on December 23, 2014;

WHEREAS, on April 5, 2023, the Board approved the sending of a letter restating and amending the Executive Director's compensation and benefits, including a 5% cost-of-living increase in annual base salary to \$207,816.00, to be paid on a twice-a-month payroll schedule; and

WHEREAS, following its annual performance evaluation of the Executive Director for 2023, the Board desires to provide the Executive Director with a 5% cost-of-living increase in annual base salary to \$218,206.80, retroactive to February 1, 2024, 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 \$218,206.80, retroactive to February 1, 2024, to be paid on a twice-a-month payroll schedule.

Dated: March 6, 2024

ATTEST:

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2024-__ was duly and regularly passed and adopted by the Board of Directors of The San Bruno Community Foundation on this 6th day of March, 2024, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

SAN BRUNO

Community Foundation

March 6, 2024

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 March 6, 2024, your compensation and benefits will be adjusted as follows:

- You will receive a 5% cost-of-living salary adjustment, retroactive to February 1, 2024, so that your annual base salary is now \$218,206.80, 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, March 2, 2022, and April 5, 2023, 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

SAN BRUNO

Community Foundation

January 2024

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 seven months equal 58.3% of the fiscal year.

INCOME

Line 1 Transfers from Quasi Endowment – \$200,000 transferred for Community Grants is 53.6% of budget.

Line 2 Transfers from Strategic Pool – First transfer of the year is \$500,000 and equals 20.5% of budget.

Line 3 Donations - \$1,700 received is unbudgeted. \$1,500 is from Allan & Mary Johnson designated for Scholarships.

Line 4 Interest Income – Total is \$10,020 or 58.3% of budget.

Line 5 Miscellaneous Income - \$30,000 is unbudgeted amount from write-off of 2023 Community Day grant.

EXPENSES

Line 8 Community Grants – \$273,000 is 91% of budget. Remaining budget amount of \$27,000 has been spent in February.

Line 12 Salaries & Wages – Expense is a touch over budget at 58.7%.

Line 13 Payroll Taxes & Benefits – Expense (\$14,599) is 54.6% of budget. Social Security/Medicare tax (\$7,631) and retirement (\$6,061) are the largest costs. Also included are workers' compensation (\$693) and life (\$214) insurance.

Line 15 Occupancy – Only cost is office lease (\$9,811). Amount is 57.7% of budget.

Line 16 Insurance – Total (\$10,752) is 54.3% of budget and includes Directors & Officers (\$7,140), crime (\$1,446), and commercial liability (\$630) policies.

Line 17 Telecommunications – Cost (\$1,444) is 54.5% of budget. \$673 has been for cell phones, \$565 for internet, and \$206 land line services.

Line 18 Postage & Shipping – Cost (\$2,330) is 91% of budget. \$2,059 or 88% of the total has been for Annual Report distribution.

Line 19 Marketing & Communications - \$13,583 expense is 76.4% of budget and has been for Annual Report design and printing (\$11,446), scholarship flyers (\$1,249), and grants and scholarship application software (\$889).

Line 20 Office Supplies & Equipment – Cost (\$2,788) is 48.1% of budget. \$2,248 or 81% of the total has been for Program Manager equipment.

Line 21 Legal Fees – \$15,290 expense is 32.5% of budget. Cost includes \$8,160 for Administrative, \$751 for Strategic Grants, and \$6,379 for Community Grants support.

Line 22 Accounting & Payroll Fees – Total (\$24,417) is 66.5% of budget with \$11,000 for annual audit and tax preparation, \$12,105 for Accounting Consultant and \$1,312 for payroll and accounting software/fees.

Line 23 Other Consultants – \$4,463 is 13.6% of budget and has been for Computer/IT consultant.

Line 24 Travel, Meetings & Conferences – \$3,200 expense is 72.3% of budget. \$2,727 has been for Board member travel to Japan and \$473 has been for Board meeting expenses.

Line 26 Miscellaneous – Cost (\$1,414) equals 52.1% of budget. \$850 has been for organizational memberships.

SUMMARY

Excluding the budget for Scholarships & Grants, total expenses are at 53.6% of budget, which is well below 58.3% benchmark for the first seven months of the year. In terms of dollars, the \$241,767 in year-to-date expense is \$21,197 less than the seven-month budget allocation.

Total January Investment net loss or decrease in value is \$24,678. This came from Strategic Pool (\$23,574) and Quasi Endowment (\$17,313) losses, and Liquidity Pool (\$17,639) gain. Year-to-date Investment net gain or increase in value is \$1,443,506.

Overall organization year to date net gain or increase in net assets is \$970,459.

Total Net Assets, as of January 31, 2024 are \$28,095,288 with \$22,143,060 in Quasi Endowment; \$5,951,028 in general Unrestricted funds; and \$1,200 in Donor Restricted Net Assets.

SAN BRUNO

Community Foundation

January 2024 2023-2024 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	\$ 372,843	53.6%	\$ 372,843	\$ -
2 Transfers from Strategic Pool	500,000	2,439,538	20.5%	2,439,538	-
3 Donations	1,700	-	-	1,700	1,700
4 Interest Income	10,020	17,177	58.3%	17,177	-
5 Miscellaneous Income	30,000	-	-	30,000	30,000
6 Total Available for Operations	741,720	2,829,558	26.2%	2,861,258	31,700
EXPENSES					
7 Crestmoor Scholarships	-	160,000	0.0%	160,000	-
8 Community Grants	273,000	300,000	91.0%	300,000	-
9 Strategic Grants	-	500,000	0.0%	500,000	-
10 Other Grants	-	10,000	0.0%	10,000	-
11 Subtotal Direct Program Expenses	273,000	970,000	28.1%	970,000	-
12 Salaries & Wages	137,676	234,648	58.7%	234,648	-
13 Payroll Taxes & Benefits	14,599	26,757	54.6%	26,757	-
14 Subtotal Personnel Expenses	152,275	261,405	58.3%	261,405	-
15 Occupancy	9,811	17,009	57.7%	17,009	-
16 Insurance	10,752	19,787	54.3%	19,787	-
17 Telecommunications	1,444	2,648	54.5%	2,648	-
18 Postage & Shipping	2,330	2,560	91.0%	2,560	-
19 Marketing & Communications	13,583	17,786	76.4%	17,786	-
20 Office Supplies & Equipment	2,788	5,800	48.1%	5,800	-
21 Legal Fees	15,290	47,040	32.5%	47,040	-
22 Accounting & Payroll Fees	24,417	36,742	66.5%	36,742	-
23 Other Consultants	4,463	32,882	13.6%	32,882	-
24 Travel, Meetings & Conferences	3,200	4,424	72.3%	4,424	-
25 Miscellaneous	1,414	2,713	52.1%	2,713	-
26 Subtotal Non-Personnel	89,492	189,391	47.3%	189,391	-
27 Total Expenses	514,767	1,420,796	36.2%	1,420,796	-
28 Net Surplus/(Loss)	\$ 226,953	\$ 1,408,762		\$ 1,440,462	\$ 31,700

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Statement of Financial Position as of January 31, 2024

ASSETS

Cash, Wells Fargo General	\$ 67,270.14	
Cash, Wells Fargo Payroll	32,711.37	
Cash, Fidelity Liquidity Pool - Operating	2,873,102.79	
Total Cash		2,973,084.30
Investments, Fidelity Strategic Pool	5,994,386.93	
Investments, Fidelity Quasi-Endowment	22,143,060.13	
Total Investments		28,137,447.06
Prepaid Rent	1,414.92	
Prepaid Insurance	3,761.00	
Total Other Current Assets		5,175.92
Deposits	909.45	
Total Other Assets		909.45
TOTAL ASSETS		\$ 31,116,616.73

LIABILITIES & NET ASSETS

LIABILITIES

Accounts Payable	85,397.19	
Accrued Grants Payable	2,658,378.15	
Accrued Scholarships Payable	262,500.00	
Accrued Employee PTO	15,053.44	
Total Liabilities		3,021,328.78

NET ASSETS

Unrestricted, Non-QE 7/1/2023 Balance	5,810,649.13	
Transfer from Quasi-Endowment	200,000.00	
Year to Date Net Income from Operations	(373,046.84)	
Year to Date Strategic Investment Income	313,425.53	
Total Non-QE Unrestricted Net Assets		5,951,027.82
Quasi-Endowment 7/1/2023 Balance	21,212,979.52	
Transfer to Liquidity for Operations	(200,000.00)	
Year-to-date QE Investment Income	1,130,080.61	
Total QE Unrestricted Net Assets		22,143,060.13
Total Unrestricted Net Assets		28,094,087.95
Donor Restricted Net Assets 7/1/2023 Balance	101,200.00	
Year to Date Donor Restricted Net Income	(100,000.00)	
Total Donor Restricted Net Assets		1,200.00
Total Net Assets		28,095,287.95
TOTAL LIABILITIES & NET ASSETS		\$ 31,116,616.73

SAN BRUNO

Community Foundation

Memorandum

DATE: March 1, 2024

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

At the March 6, 2024, regular meeting, the Board of Directors will receive its quarterly update on the San Bruno Recreation and Aquatic Center (RAC) project, which remains in the construction phase, from the City of San Bruno. Community Services Director Travis Karlen will give the presentation on behalf of the City.

In addition, on behalf of the Foundation's Ad Hoc Committee on Recreation and Aquatic Center Project, Vice President Jim Ruane will give a brief update on the RAC grants that the Foundation has awarded to the City.

In early February, the Foundation made quarterly RAC grant payments totaling \$74,939.25. As shown in the table below, as of February 15, 2024, the Foundation has paid out a total of \$49,254,840.79 in RAC grant payments and has a balance of up to \$2,245,159.21 left to disburse (\$1,500,000.00 for construction contingency).

RAC Grant #	For	Total Grant Amount	Total Grant Payments Made as of 2/15/2024	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	\$1,079,000.00	\$0.00
4	City Compliance Review	\$1,061,611.00	\$674,419.78	\$387,191.22
5	Temporary Facilities	\$375,000.00	\$106,752.24	\$268,247.76
6	Business Plan	\$60,000.00	\$60,000.00	\$0.00
7	Tom Lara Field Parking Lot	\$1,123,438.00	\$1,033,717.77	\$89,720.23
8	Construction	\$40,464,454.15	\$40,464,454.15	\$0.00
8A	Construction Contingency	\$1,500,000.00	\$0.00	\$1,500,000.00
	TOTAL	\$51,500,000.00	\$49,254,840.79	\$2,245,159.21

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Community Foundation

Memorandum

As the facility was expected to be completed by the end of 2023, the three active RAC grants – for #4 City Compliance Review, #5 Temporary Facilities, and #8 Construction – expire on March 31, 2024. It is highly unlikely that the City will fully use up the remaining balances on grants #4 and #5, as the quarterly requests for funds have been relatively low. There is also a remaining balance on grant #7 for the Tom Lara Field parking lot renovations. At some point, we will need to roll the remaining balances to the Construction grant, per our understanding with the City from the beginning of the project that if the City does not use up the full amount of one of the grants, we would add the remaining balance to the Construction grant at the end, so that the City would receive the full amount of SBCF's original \$50 million commitment. It is administratively simpler to add all remaining balances to Construction grant #8 at one time rather than piecemeal, just as it is administratively simpler for the City to have only one RAC grant to track and report on for the remainder of the project. Thus, we intend to terminate the RAC grants #4 and #5 and amend Construction grant #8 in two ways: (1) extend the end of the grant period to September 30, 2024, and (2) increase the base construction grant amount by \$745,159.21 (which is the combined amount of the remaining balances of grants #4, #5, and #7). Nonprofit counsel is in the process of drafting documentation to accomplish these actions, which I will present to the City for execution.

The City will be submitting its next set of RAC grant reports in the second half of April, after which the Foundation will make its next set of grant payments.

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Community Foundation

Memorandum

DATE: March 1, 2024

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report on the Centennial Plaza Improvement Project from the City of San Bruno

At the March 6, 2024, regular meeting, the Board of Directors will receive an update on the Centennial Plaza Improvement Project from the City of San Bruno. Community Services Director Travis Karlen will give the presentation on behalf of the City.

In November 2022, the SBCF Board approved a \$500,000 grant to the City of San Bruno to support the Centennial Plaza Improvement Project. The City is in the process of renovating Centennial Plaza, an underutilized open space in the downtown area at the intersection of Jenevein Avenue and San Mateo Avenue, into a useable community gathering space that can be used for resting, outdoor dining, and entertainment in a park setting.

Since July 2021, the City has been working with Callander Associates Landscape Architects on the design of the plaza. In November 2023, the City issued a notice inviting bids for the construction of the project (base bid and four bid alternates). The alternates (festoon lighting, water bottle filler, stage trellis, and two decorative cubes) were part of the original project design but were bid as alternates due to the expected costs. On January 16, 2024, City staff conducted the bid opening for the project and received two bids. The lowest responsive bid was from Suarez and Munoz Construction, with a base bid of \$828,008 and a total bid of \$1,106,728.

With the bids received, the City's updated project budget is as follows:

Consultant Design - Completed	\$192,765
Engineering Review	\$2,462
Construction Contract	\$1,106,728
Construction Contingency	\$115,000
Project Management	\$166,000
Total	\$1,582,955

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After considerable discussion, on February 13, 2024, the San Bruno City Council unanimously adopted a resolution:

- Approving the design of the Centennial Plaza Improvements;
- Authorizing the City Manager to Execute a Construction Contract with Suarez and Munoz Construction Inc. for the Centennial Plaza Improvement Project in an amount not to exceed \$1,106,728;
- Approving a construction contingency of \$115,000;
- Approving the procurement of a comprehensive project and construction project manager in an amount not to exceed \$166,000;
- Approving a budget adjustment of \$576,259 from the Community Facilities Impact Fee Fund for the completion of the project; and
- Determining the project is exempt under the California Environmental Quality Act.

Now that the City Council has approved the project, City staff anticipates starting construction in March or April 2024, and construction will take approximately 165 calendar days to be completed.

The City submitted its most recent quarterly grant report at the end of January 2024, reporting incurred expenses of \$31,831.32 for the quarter ending December 31, 2023. After the City Council approved both the project budget and the additional funding beyond the Foundation's grant needed to complete the project, the Foundation issued the City a grant payment of \$31,831.32 on February 21. The Foundation has paid out a total of \$118,612.38 on this grant, with a balance of \$381,387.62 remaining.

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Memorandum

DATE: March 1, 2024

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report from Ad Hoc Committee on Downtown Beautification Initiatives and Resolution Awarding Strategic Grant to the City of San Bruno for the Downtown Beautification Project in an Amount Not to Exceed \$350,000

At its March 6, 2024, regular meeting, the Foundation Board will receive a report from the Ad Hoc Committee on Downtown Beautification Initiatives and consider a resolution approving a strategic grant for the Downtown Beautification Project to the City of San Bruno in an amount not to exceed \$350,000. The Board created the ad hoc, advisory committee at its February 7, 2024, meeting to research and consider ways in which the Foundation could support the City of San Bruno's downtown beautification initiatives and report back to the Board with a possible funding recommendation. Vice President Jim Ruane will make the report on behalf of the Committee. President Malissa Netane-Jones and Treasurer Pak Lin also serve on the Committee.

1. Downtown Beautification Project

On February 7, Community Services Director Travis Karlen gave a presentation to the Board on the City's current efforts to improve the look and feel of downtown San Bruno. To provide context, he explained that the City's General Plan and Transit Corridors Plan envision promoting San Mateo Avenue as the symbolic heart of the City through implementation policies to improve the visibility and appearance of the downtown, expand the streetscape amenities, place clearly marked crosswalks, and beautify the street, with the combined efforts of the City, merchants, and property owners. He also noted that the Downtown Streetscape Plan, which was approved in 2019, implements this vision with an ambitious conceptual streetscape improvement plan for San Mateo Avenue, including the addition of streetscape amenities, landscaping, street trees, lighting, and paving improvements. He explained that due to the estimated cost of a streetscape plan of this size, the plan is on hold until it is fiscally feasible.

With the support of many downtown business owners and other community members, the City is now focused on a more modest but still impactful Downtown Beautification Project with five key elements:

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- Revitalization of downtown planters
- Downtown street trees planting
- Median landscape improvements
- Street pole banners
- Marquee sign replacement

Mr. Karlen noted the City's need for funding for the project, requesting a Foundation grant to fund the project budget of \$308,000, including \$28,000 in contingency. Several downtown business owners and community members spoke in support of the City's downtown beautification plans.

Following the Board's usual process for evaluating potential strategic grant opportunities, the Board approved a resolution creating the Ad Hoc Committee on Downtown Beautification Initiatives to research ways in which the Foundation could support the City's downtown beautification initiatives and considering bringing a funding recommendation to the Board.

The Committee met on February 14 to discuss Mr. Karlen's presentation and identify questions or concerns for the City to address in its formal written proposal. Overall, the Committee was supportive of the investment in the downtown area. The Committee requested a timeline for the project, increased budget detail showing which items are based on vendor quotes and which are estimates, and ideas for how the Foundation would be recognized for funding the improvements. Given that the City may encounter additional costs once the City begins work on the project, particularly revitalizing the planters, repairing broken lateral lines, and improving the irrigation system, the Committee wondered if the current project budget sufficiently considered such additional costs and expressed a willingness to consider a slightly higher project budget. The Committee noted that the grant award could be structured with a "not-to-exceed" grant amount, with the City receiving only those funds needed to complete the project, up to a set limit. I conveyed the Committee's comments to Director Karlen.

The City of San Bruno then provided the attached strategic grant proposal for the Downtown Beautification Project, which outlines the five main components of the project, the project's value proposition and community impact, the project timeline, the project budget, why Foundation funds are needed, collaborative efforts related to the project, and the sustainability of the project. Of note, City staff increased the project budget to \$350,000, due to an increase in contingency from 10% to 25% to ensure that the budget provides sufficient cushion for unexpected costs that may arise due to the aging infrastructure and unknowns under the sidewalks. The proposal's project timeline anticipates construction beginning over the summer, with the project substantially completed in the fourth quarter of 2024. This timing lines up with the construction schedules for the Centennial Plaza and Posy Park improvements, which are

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also expected to be completed by the end of the year. The proposal also notes that recognition of the Foundation's funding may include a plaque near the marquee sign and/or placement of the SBCF logo on the street pole banners.

The project components with updated project figures is as follows:

Planter revitalization <i>Leak detection, irrigation repair, soil, sidewalk repair, planter excavation, design of plant palette and irrigation, planting</i>	\$130,000
Jevenvein Avenue trees <i>Feasibility, demolition/disposal, irrigation adjustments, soil amendment, tree planting, and ground cover</i>	\$20,000
Median landscape <i>Feasibility of south island irrigation, trenching and irrigation to site, plant material and planting at both locations</i>	\$20,000
Street pole banners <i>Banner design and outreach, banner arm replacement, installation, banner production</i>	\$30,000
Marquee <i>Sign and structure, electrical work, legal review and permitting</i>	\$80,000
<u>Contingency (25%)</u>	<u>\$70,000</u>
Total	\$350,000

The Committee met again on February 22 to discuss the proposal. Committee members expressed enthusiasm for the project and its potential to enhance the overall atmosphere downtown. The Committee also found the increased budget to be a more realistic estimate of the project's costs. After discussion, the Committee agreed to recommend that the full Board approve a \$350,000 strategic grant to the City of San Bruno to support the Downtown Beautification Project. Because the City Council has yet to authorize the project, the Committee recommends making payment of the grant contingent on the City Council approving the project and the project budget.

2. Resolution Approving Strategic Grant to the City of San Bruno for the Downtown Beautification Project in an Amount Not to Exceed \$350,000

On March 6, Vice President Ruane will report on the Committee's deliberations, and Mr. Karlen will give a brief update on the Downtown Beautification Project and answer any questions Board members may have about the project. The Board will then consider the attached resolution, as recommended by the Committee, approving a strategic grant for the Downtown Beautification Project to the City of San Bruno in an amount not to exceed \$350,000.

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The resolution includes language emphasizing the Foundation's commitment to supporting downtown San Bruno and highlighting the many grants the Foundation has already approved benefiting the downtown area, which demonstrate this ongoing commitment.

The resolution also includes language making payment of the grant funds contingent on the San Bruno City Council approving the Downtown Beautification Project and the project budget.

Finally, the grant amount is "not to exceed" \$350,000, and in the event that the actual costs of the project are less than \$350,000, the Foundation would provide grant funding only to the extent necessary to cover those actual costs.

As context for this grant proposal, please note that the Foundation's fiscal year 2023-2024 budget includes \$500,000 for strategic grants. If approved, this grant would be the first strategic grant awarded this fiscal year.

Attachments:

1. Strategic Grant Proposal for the Downtown Beautification Project from the City of San Bruno
2. Resolution Approving Strategic Grant to the City of San Bruno for the Downtown Beautification Project in an Amount Not to Exceed \$350,000

City of San Bruno Downtown Beautification Project Proposal

February 21, 2024

Prepared by:

Dan Venezia – Parks Services Manager

Travis M. Karlen – Community Services Director



1. Program Description and Implementation Plan

The initiative for which the City is seeking funding is the Downtown Beautification Project; with the purpose of improving the downtown aesthetics in 5 key areas. The areas of focus are planter revitalization, feasibility and potential planting of trees on Jenevein Avenue, median landscape revitalization, street pole banners, and south San Mateo Avenue marquee.

Planter Revitalization

The revitalization of the planters along San Mateo Avenue requires an initial phase to repair the broken lateral lines. This step includes locating the lateral breaks, excavating the concrete, repairing the breaks, and installing new concrete. Phase two includes the removal and salvage of viable plant material, and removal of the existing soil and irrigation within each planter. Once removed, new, updated irrigation will be installed along with new soil appropriate for planters. Phase three is the development and installation of a new plant palette. The selected contractor will be expected to consult with a landscape architect to provide plant material that creates the best aesthetic effect, requires low maintenance, and will thrive in our downtown environment.

Feasibility of Trees on Jenevein Avenue

The selected contractor will assess the feasibility of placing trees in the ground to avoid conflict with current infrastructure already in place including utilities. If it is feasible, three to five planters will be removed as well as the existing concrete from the bulb outs. Installation of a new tree water system connected to the current lateral lines, amendments to the soil to provide appropriate nutrients for the tree's health, installation of trees, and the addition of appropriate ground cover will occur.

Median Landscape Revitalization

The revitalization of the landscape on the medians on the north and south ends of San Mateo Ave will complement the greening efforts on the avenue. The south end median, marquee location, currently does not have irrigation, while the north side is fully irrigated. The feasibility of the addition of irrigation in the marquee median will be performed by the contractor. If it is deemed that irrigation can be installed without interference to infrastructure and utilities, present plant material will be removed, the soil will be amended, and a new drip irrigation system will be installed. Development and installation of a plant palette that is aesthetically pleasing, compliments the planters, requires low maintenance, and will thrive in our downtown environment will take place. If irrigation cannot be installed, a hardscape plan with the possibility of pavers, boulders, and decomposed granite will be incorporated. On the north median, which is already irrigated, updates to the area will be performed to complement other areas of the project and to pull in the Posy Park updates.

Street Pole Banners

An updated banner collection will be designed and procured to create a uniform look down San Mateo Avenue. Three new banner collections with themes including Summer/Patriotic Banners, Holiday Banners, and General Downtown Banners will be designed and procured. Banner designs will be created in-house and, prior to the finalization of the collections, banner concepts will be shared with the downtown business owners for feedback.



San Mateo Ave Marquee

The Marquee sign at the south end of the Avenue is deteriorated and is no longer functional. Removal of the old marquee including the wood posts and the concrete footings will need to take place. This portion of the project calls for pouring of new footings (information was received since the presentation to the board that new footings will be required), installation of new support poles, installation of a new LED sign, and electrical work to support the sign. The new sign will give the City an opportunity to promote more activities, events, and information. There may also be an opportunity to offer space for community non-profits with parameters in place, space permitting.

The components of this project will require formal bid processes to align with the City's purchasing policy. Much of the project will be completed with contractors and vendors. The Community Services Department in cooperation with Public Works will provide technical support during the construction process and construction management.

2. Value Proposition/Community Impact



The Downtown Beautification Project aligns with the City Council's strategic initiative of Downtown Greening and Beautification and is essential to address the declining amenities along San Mateo Avenue. Residents have been requesting improvements to the downtown area for several years. In 2019, a Downtown Streetscape Plan was developed and included the addition of streetscape amenities, landscaping, street trees, lighting and paving improvements, as well as other pedestrian-oriented improvements such as crosswalks. Due to the estimated cost of a plan of this size, the plan is on hold until it is fiscally attainable. The Downtown Beautification Project, while small, will have a big impact on the feel and continuity of our downtown. The planters and medians will add color and vibrance while the trees will soften the avenue and add some balance to the hardscape. New

banners will provide continuity and color while the LED marquee will give the opportunity to distribute information to the public in a more effective format. By upgrading the appearance of the downtown with a cohesive and unified urban design, it will provide residents with an economically successful dining and shopping destination.

To be successful, consistent communication with the downtown business community will be essential. Updates will be provided as this project, the Posy Park updates, and Centennial Plaza Improvements progress.

3. *Tentative Timeline (Based on the Award of Grant by SBCF)

- March 6 – SBCF Award of Grant
- March – Acceptance of Grant and authorization for the Project – City Council
- April – All Requests for Proposals/Quotes/Bids Released
- June 11 – Award contracts for any work to complete the project
- July/August – Begin construction, development of banners and fabrication of LED Sign
- October/November – Substantial completion of project

*Note: This timeline lines up with the timelines for Centennial Plaza and Posy Park Improvements. The goal is to complete all projects by the end of calendar year 2024 assuming that major interruptions due to unknown circumstances do not occur.

4. Budget

Below is a table identifying costs that were vetted by obtaining quotes and costs that are based on estimated calculations. At the board meeting in February, staff requested a 10% contingency due to the unknowns under the sidewalks. After more reflection, staff are requesting a 25% contingency to the project due to the aging infrastructure and number of anticipated breaks under the sidewalk. Actual costs for all elements of the project will be produced to the board for reimbursement payments. The total request for board consideration is \$350,000.

Element of Project		Quoted Portion	Estimated Portion	Total
Planter Revitalization	Leak Detection	\$1,990 Base Price \$160/hr = \$5,000		\$130,000
	Irrigation Repair		\$13,000	
	Soil		\$8,825	
	Sidewalk Repair		\$13,000	
	Planter Excavation	\$68,250		
	Design of Plant Palette and Irrigation	\$11,925		
	Planting		\$10,000	
Jenevein Ave Trees	Feasibility		\$2,000	\$20,000
	Demolition/Disposal		\$7,500	
	Irrigation Adjustments		\$1,000	
	Soil Amendment, Tree Planting, and ground cover		\$9,500	
Median Landscape	Feasibility of South Island Irrigation		\$1,000	\$20,000
	Trenching and Irrigation to site		\$10,000	
	Plant Material and Planting at both locations		\$9,000	

Element of Project		Quoted Portion	Estimated Portion	Total
Street Pole Banners	Banner Design and Outreach		\$3,500	\$30,000
	Banner Arm Replacement		\$3,500	
	Installation		\$2,400	
	Banner Production	\$20,600		
Marquee		\$62,000 Sign and Structure	\$15,000 Electrical Work \$3,000 Legal Review and Permitting	\$80,000
Contingency 25%	Unknown circumstances – Increased due to underground aging infrastructure		\$70,000	\$70,000
Total Request				\$350,000

5. Why are SBCF funds needed?

The City has two projects underway in the downtown area. The Posy Park project is fully funded and will renew the fountain, update landscaping, and add other elements to the area to make it more inviting. In addition, Centennial Plaza Improvements were approved by the City Council on February 13, 2024. The combined total for the two projects totals approximately \$2,157,955. The general fund is utilized to provide plant material annually for volunteers to fill in planters where they need updating. No other funding has been appropriated for this project; however, ongoing maintenance funding and emergency repair funding will be requested by staff during the budget process.

Recognition of the funding from the foundation can be displayed in the form of a plaque under the marquee sign and/or the foundation logo on the downtown banners. Staff will work directly with the foundation to determine the best way to recognize the grant funding.



6. Collaborations

Staff intend to collaborate with business owners to identify the plant palette and to weigh in on the banner design. The department intends to create a policy to incorporate information from various non-profit organizations on the LED marquee, space permitting.

7. Sustainability

The City Council has identified the Downtown Beautification and Greening initiative as one of their 5 Strategic Initiatives for FY 2024/25. Community Services staff will be presenting the overall project to the City Council and will be requesting additional resources for ongoing maintenance and emergency funding for expected repairs. In addition, the department will be working to re-engage the volunteer community to assist with ongoing weeding, dead-heading, and replanting that will be needed moving forward.

RESOLUTION NO. 2024-__

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION
APPROVING STRATEGIC GRANT TO THE CITY OF SAN BRUNO FOR THE DOWNTOWN
BEAUTIFICATION PROJECT IN AN AMOUNT NOT TO EXCEED \$350,000**

WHEREAS, the San Bruno Community Foundation is committed to supporting downtown San Bruno as an important economic and cultural neighborhood for the benefit of the community and has demonstrated its commitment through a series of grants related to the downtown area, including a \$500,000 strategic grant helping fund the Centennial Plaza Improvement Project; COVID-19 relief grants totaling \$407,000 supporting struggling San Bruno small businesses; the Pedestrian Safety Strategic Initiative, which funded flashing beacons at high pedestrian traffic intersections including one set on San Mateo Avenue; a grant as the lead sponsor of the 2022 Community Day, which took place in downtown San Bruno and showcased local businesses and other community organizations; and several Community Grants that have invested in the American Legion Post #409 building renovation and community art shows by the Society of West-Coast Artists, both located on San Mateo Avenue, as well as in projects by the Bay Area Entrepreneur Center of Skyline College and Renaissance Entrepreneurship Center to bolster the downtown community;

WHEREAS, the City of San Bruno has shared with the Foundation its plans to improve the aesthetics of the downtown area and upgrade declining amenities along San Mateo Avenue, including planter revitalization, feasibility and potential planting of trees on Jenevein Avenue, median landscape revitalization, street pole banners, and replacement of the marquee sign on the south end of San Mateo Avenue;

WHEREAS, the Foundation Board of Directors believes that the Downtown Beautification Project will provide significant community benefits to the residents of San Bruno, especially in combination with the City's renovations taking place at Centennial Plaza and Posy Park, upgrading the appearance of the downtown with an attractive, cohesive urban design and serving as an important component of the City's efforts to revitalize the downtown area as a vibrant corridor for shopping, dining, and community activities;

WHEREAS, the City has requested \$350,000 in grant funding from the San Bruno Community Foundation to support the Downtown Beautification Project; and

WHEREAS, supporting the Downtown Beautification Project is consistent with the Foundation's strategic grantmaking priorities of economic vitality and community-building, as well as with the Foundation's commitment to supporting downtown San Bruno for the benefit of the public, as articulated above.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves a strategic grant in an amount not to exceed \$350,000 to the City of San Bruno to support the Downtown Beautification Project; provided, however, that the grant shall be contingent on San Bruno City Council approval of the project and the project budget; and in the event that the actual costs of the Project are less than \$350,000, the Foundation would provide grant funding only to the extent necessary to cover those actual costs.

BE IT RESOLVED FURTHER that the Board hereby authorizes Executive Director Leslie Hatamiya to finalize, and execute on behalf of the Foundation, a Grant Agreement setting forth the specific terms and conditions, including the specific grant purposes and contingent nature, for such a grant to the City of San Bruno in an amount not to exceed \$350,000, and to take further actions that may be reasonably necessary for achieving the purposes of the grant.

Dated: March 6, 2024

ATTEST:

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2024-__ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 6th day of March, 2024, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

SAN BRUNO

Community Foundation

Memorandum

DATE: March 1, 2024

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report from Ad Hoc Committee on SBPSD Strategic Initiatives

At the March 6, 2024, regular meeting, the Board of Directors will receive a report from the Ad Hoc Committee on SBPSD Strategic Initiatives. As Committee Chair, Board Member Irving Torres will provide the report. Secretary Raul Gomez and Board Member Supriya Perry also serve on the Committee.

On November 1, 2023, the Board received a presentation from San Bruno Park School District Superintendent Matt Duffy on the district's top initiatives, including the launch of STEAM labs, staffing, and programming at each elementary school, completion of a new STEAM wing at Parkside Intermediate School, and transformed playing fields for all schools (with initial focus on Parkside and John Muir). The SBCF Board then created the Ad Hoc Committee on SBPSD Strategic Initiatives, which is charged with researching and considering ways in which the Foundation could support the San Bruno Park School District's strategic initiatives and, as appropriate, assisting the District in preparing one or more strategic grantmaking proposals for the Board to consider in 2024 to support such efforts. This Committee's work is taking place in the context of the Board's deliberations on the Foundation's program and investment strategies once the Recreation and Aquatic Center grants are completed in 2024.

The Committee has met three times since November, including one meeting with Superintendent Duffy and San Bruno Education Foundation President Heather Latta to learn more about the school district's strategic initiatives.

Given the large estimated budgets for the district's top priority initiatives, the Committee has decided to take a pause and consider supporting those initiatives as part of the Board's ongoing strategic planning deliberations. The Committee is open to considering a high priority, immediate need at a much lower funding level, if the district were to identify one.

SAN BRUNO

Community Foundation

Memorandum

DATE: March 1, 2024

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 March 6, 2024, 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 2024 Crestmoor Neighborhood Memorial Scholarship launched on December 8, 2023, when the online application was made accessible and updated marketing materials were distributed to local schools and throughout the community.

Program Manager Jessica Carrillo held five in-person and virtual workshops on the Crestmoor Scholarship application process tailored to high school and community college applicants in January and February. The application deadline is March 5, 2024.

The Selection Panel has been assembled, and staff is in the process of preparing the materials for the Panel's work.

One issue that has arisen this program cycle is a delay in students receiving their federal financial aid reports for the Free Application for Federal Student Aid (FAFSA), information from which the Selection Panel uses in assessing an applicant's financial need. The U.S. Department of Education's office of Federal Student Aid rolled out a new FAFSA application in late December for the 2024-2025 academic year. Some families have experienced issues in completing the form, and distribution of students' FAFSA Submission Summary has been delayed until March. We have adjusted to this situation in two primary ways: first, by asking scholarship applicants to self-report some information from their FAFSA application, and, second, by allowing scholarship applicants who have filed their FAFSA forms but have yet to receive their Submission Summary (which is typically a required supplementary document) to submit their scholarship applications by the March 5 deadline and provide the Foundation with their Submission Summary once they receive it. We continue to monitor the situation, which is

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Memorandum

affecting other scholarship programs as well as college financial aid assessments across the country, and will make further adjustments as necessary.

2. Community Grants Fund

In December 2023, the Board approved 26 grants totaling \$300,000 (of which \$100,000 was donated by YouTube/Google.org). We have executed all 26 grant agreements.

Thank you to all Board members who are helping deliver the grant checks through in-person and virtual check presentations with the grantee organizations. By March 6, we will have delivered 23 of the 26 grant checks, with three remaining check distributions later in March.

3. Other Strategic Grants

The March 6 agenda contains reports on the Recreation and Aquatic Center and the Centennial Plaza Improvement Project. We will have updates on the other two active strategic grants – the Music Education Strategic Initiative and the SBPSD School Field Trip Grant – later in the year.

SAN BRUNO

Community Foundation

Memorandum

DATE: March 1, 2024

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report from Investment Committee

The March 6, 2024, Board meeting will include a report from the Investment Committee regarding its recent quarterly meeting, which was held on February 21, 2024. Treasurer Pak Lin chairs the Committee, on which Board Member Belinda Wong and community members Tony Clifford, Mark Hayes, and Tim Ross also serve.

On February 21, a team representing Sand Hill Global Advisors LLC (SHGA), the Foundation's investment adviser – including Chief Executive Officer Brian Dombkowski, Senior Portfolio Manager Meghan DeGroot Daters, and Analyst George Angelopoulos – made its quarterly presentation to the Committee. Mr. Dombkowski gave an overview of the firm's investment outlook, as well as a summary of the firm's current economic forecast, commenting on global risk factors, economic growth, interest rates, inflation, commodity markets, the employment market, corporate earnings, international developed markets, emerging markets, the housing market, and valuation. He noted that the U.S. economy has been surprisingly strong, with GDP growth around 2.5% for the full year 2023. He also noted that the Federal Reserve pivoted in December and began to project interest rate cuts in 2024, and that inflation has fallen meaningfully from the highs reached in June 2022.

Ms. Daters then reviewed the Foundation's Investment Dashboard for the fourth quarter of 2023, including December 31, 2023, balances of \$22,179,248 for the Quasi-Endowment, \$6,025,944 for the Strategic Pool, and \$3,149,964 for the Liquidity Pool, for a total of \$31,355,156. She also discussed the performance of the underlying funds in the Foundation's Quasi-Endowment, Strategic, and Liquidity pools. She explained the firm maintained its positioning in the fourth quarter, including an overweight to mid-cap and emerging stocks, an overweight to bonds with duration longer than the benchmark, and an underweight to all areas within alternative investments.

The Committee also discussed cash flow strategies related to the San Bruno Recreation and Aquatic Center (RAC) grants. Since early 2018, the Foundation has made grant payments totaling \$49,254,841 related to the eight grants supporting the design and construction of the

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RAC. The latest set of RAC grant payments totaling \$74,939 was made in early November based on the City's latest set of quarterly grant reports. The remaining balance of RAC grant payments to be paid is \$2,245,159, of which \$1.5 million is the additional amount that the Board approved for construction contingency earlier this year. All funds committed to the RAC grants have already been transferred to the Liquidity Pool.