

SAN BRUNO

Community Foundation

Board of Directors

Emily Roberts, *President* • Jim Ruane, *Vice President* • John P. McGlothlin, *Secretary* • Tim Ross, *Treasurer*
Raul Gomez • Nancy A. Kraus • Malissa Netane-Jones
Leslie Hatamiya, *Executive Director*

GOVERNOR'S EXECUTIVE ORDER N-25-20** CORONAVIRUS COVID-19**

On March 17, 2020, the Governor of California issued Executive Order N-29-20 suspending certain provisions of the Ralph M. Brown Act in order to allow for local legislative bodies to conduct their meetings telephonically or by other electronic means. Pursuant to the CDC's social distancing guidelines which discourage large public gatherings, the Board of Directors of the San Bruno Community Foundation is now holding meetings via Zoom.

If you would like to make a Public Comment on an item not on the agenda, or comment on a particular agenda item, you may address the Council orally during the meeting, or you may email us at info@sbcf.org. The length of all emailed comments should be commensurate with the three minutes customarily allowed per speaker, which is approximately 300 words total. Emails received before the special or regular meeting start time will be forwarded to the Foundation Board of Directors, posted on the Foundation's website and will become part of the public record for that meeting. If emailed comments are received after the meeting start time, or after the meeting ends, they will be forwarded to the Foundation Board of Directors and filed with the agenda packet becoming part of the public record for that meeting.

Individuals who require special assistance of a disability-related modification or accommodation to participate in this meeting, or who have a disability and wish to request an alternative format for the agenda, agenda packet or other writings that may be distributed at the meeting, should contact Melissa Thurman, City Clerk 48 hours prior to the meeting at (650) 619-7070 or by email at mthurman@sanbruno.ca.gov. Notification in advance of the meeting will enable the San Bruno Community Foundation to make reasonable arrangements to ensure accessibility to this meeting, the materials related to it, and your ability to comment.

AGENDA

SAN BRUNO COMMUNITY FOUNDATION

Special Meeting of the Board of Directors

June 15, 2021

6:00 p.m.

Zoom Meeting Details:

<https://us02web.zoom.us/j/89988551406?pwd=STR4alEydEx2eTFnSFpLSmZmL1Bwdz09>

Webinar ID: 899 8855 1406

Passcode: 471321

Dial-in: (669) 900-6833

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

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- 3. Public Comment:** Individuals are allowed three minutes. 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. Conduct of Business**
 - a. Receive Report on the San Bruno Recreation and Aquatic Center Project from the City of San Bruno and Adopt Resolution Approving Strategic Grant to the City of San Bruno for Construction of the San Bruno Recreation and Aquatic Center Project in an Amount Not to Exceed \$40,464,454.15
- 5. Board Member Comments**
- 6. Adjourn:** The next regular meeting of the Board of Directors is scheduled for Wednesday, July 7, 2021, at 7:00 p.m.

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Memorandum

DATE: June 11, 2021

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Resolution Approving Strategic Grant to the City of San Bruno for Construction of the San Bruno Recreation and Aquatic Center Project in an Amount Not to Exceed \$40,464,454.15

At the June 15, 2021, Special Meeting, the Board of Directors will receive and consider a request from the City of San Bruno for the eighth and final grant related to the design and construction of the San Bruno Recreation Aquatic Center (RAC) project – RAC Grant #8 for the construction of the facility, in an amount not to exceed \$40,464,454.15. In many respects, this is a momentous occasion, marking an important juncture, after five years of planning and deliberations, of the Foundation’s most significant strategic initiative.

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.

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

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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 consists of Vice President Jim Ruane and Board Member Nancy Kraus.

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 seven RAC grants totaling approximately \$9.5 million, leaving \$40,464,454.15 available for the remaining construction grant:

RAC Grant #	For	Total Grant Amount	Total Grant Payments as of 6/11/2021	Balance to Pay
1	Conceptual Design	\$416,108.85	\$416,108.85	\$0.00
2	Architectural Services	\$5,420,388.00	\$4,564,786.24	\$855,601.76
3	Project & Construction Management Services	\$1,079,000.00	\$371,137.48	\$707,862.52
4	City Compliance Review	\$1,061,611.00	\$405,358.36	\$656,252.64
5	Temporary Facilities	\$375,000.00	\$22,191.12	\$352,808.88
6	Business Plan	\$60,000.00	\$60,000.00	\$0.00
7	Tom Lara Field Parking Lot	\$1,123,438.00	\$0.00	\$1,123,438.00
	TOTAL	\$9,535,545.85	\$5,839,582.05	\$3,695,963.80
8	<i>Construction</i>	<i>\$40,464,454.15</i>	<i>\$0.00</i>	<i>\$40,464,454.15</i>
	PROSPECTIVE TOTAL	\$50,000,000.00	\$5,839,582.05	\$44,160,417.95

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After conducting a request for proposals and qualifications process, in late 2017 the City selected Group 4 Architecture, Research + Planning as the architectural firm to undertake the conceptual design work and, ultimately, to design the RAC (funded by RAC Grants #1 and #2). Due to limited staff resources, the City determined it was unable to dedicate a staff person to perform as RAC project manager. In March 2019, The City Council approved an agreement with Griffin Structures to provide comprehensive project and construction management services to manage the design and construction phases of the project (funded by RAC Grant #3). The firm is serving as the City's representative and overseeing the work of the architect, general contractor, and subcontractors to ensure that the RAC is completed in conformance with the City's scope, quality, schedule, and budget requirements.

RAC Grants #1 and #6 have been completed and fully paid out. The RAC project design was completed in January 2021 (RAC Grant #1). The City presented its strategic business plan (RAC Grant #6) to the Foundation Board in April 2021. The City expects the project to receive remaining permits in the next two months and is preparing to begin construction in August 2021.

For RAC Grants #2-#5 and #7, grant payments are being made on a quarterly basis, based on a progress report for each grant outlining incurred expenses submitted by the City after the end of each quarter. Thus far, the Foundation has disbursed a total of more than \$5.8 million in grant payments.

2. RAC Grant #8: Construction

On June 15, a team led by City Manager Jovan Grogan, Community Services Director Ann Mottola, and Group 4 Principal Dawn Merkes will provide an update on the RAC project and present the City's request for the final RAC grant to support the construction phase of the project.

Due to the unique nature of the project and its importance to the community, the City determined a Contractor Prequalification effort for the selection of a general contractor to build the facility was in the City's best interest and would provide the best value to the community. The prequalification process utilized the State of California's Dept. of Industrial Relations' Pre-Qualification of Contractors Model Questionnaire as its base template, and on June 22, 2020, the City issued the General Contractor Pre-Qualification Questionnaire for the San Bruno Recreation and Aquatic Center project. The City received a total of eight submissions and, after review, determined that six were prequalified contractors permitted to bid on the project.

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On January 15, 2021, City staff issued a notice inviting bids for the construction of the RAC project. The notice to bidders was sent to the six pre-qualified general contractors and posted on the City's website as well as at Barker Blue for general distribution. City staff held a mandatory pre-bid meeting on January 27, 2021. A total of six bids were received and opened on March 23, 2021, with bids received ranging from \$40,665,457 to \$46,650,000. The attached grant proposal from the City details what items are included in the bids (base bid vs. add alternates) as well as the total bid amounts from the six bidding firms. The City was pleased with the bid results, as all bids were substantially below the architect's estimate.

Through its due diligence process and assisted by Griffin Structures, the City received new information and determined that the two lowest bidders (BHM Construction and Thompson Builders) did not meet all of the prequalification requirements. The City informed these two firms that their bids would not be considered and did not receive any challenge or protest from either company by the deadline established in the bid documents.

The City found Lathrop Construction's bid to be responsive and its prequalification status intact and therefore deemed Lathrop Construction the lowest responsive and responsible bidder. The City issued a Notice of Intent to Award on May 21, 2021. Including all add alternates, Lathrop's bid totals \$43,031,000.

The City has determined that the total estimated budget for the RAC project, including the construction contract, is \$59,980,228 (not including solar):

Estimated Project Costs	
Design (Group 4)	\$6,484,371
Environmental	82,500
Construction Management (Griffin Structures)	1,279,000
Geotechnical, T&I, Waterproofing, Commissioning Services	486,262
Construction Contract (Lathrop)	43,031,000
Contingency (11.32%)	4,687,046
Lara Field Parking Lot	1,161,953
Traffic signals, CityNet Fiber	850,000
Temporary space during construction	375,000
Furniture Fixtures and Equipment	1,013,000
Electronic systems and special equipment	25,000
Utility company connection and services	131,523
Fees / Administration / Business Plan	373,573
Approximate Total Project Cost	\$59,980,228

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This budget exceeds the Foundation's \$50 million commitment by nearly \$10 million. To fund the remaining \$10 million, the City has identified eight additional funding sources, as listed in the chart below. These funding sources do not include incurring any debt.

Project Cost and Funding Sources Summary	
RAC Project Cost	
Base Project Cost (including outdoor pool & contingencies*)	\$59,424,228
Add Alternatives (for design)	556,000
Subtotal Base Project + Adds for Design Alternatives	\$59,980,228
Add Alternatives for Solar (currently unfunded – City staff will seek grant funding and examine alternative financing models for the solar system, with the goal of amending the project scope once funds are secured)	1,298,843
Total	\$61,279,071
Funding Sources	
San Bruno Community Foundation Grant	\$50,000,000
Park In-Lieu Fund	1,720,000
YouTube Community Benefit Payment (1400/1450 Bayhill)	4,500,000
PG&E Settlement Funds, Ex Parte Disclosures	1,000,000
Residual Funds from Crestmoor Neighborhood Rebuild Project	900,000
Water Fund	594,000
Sewer Fund	476,000
Measure A and Gas Tax Fund	750,000
City Art Fund	50,000
Subtotal	\$59,990,000

* Total contingencies within the project cost = \$5.088M

On June 8, 2021, the 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 (these services are mentioned in the grant proposal), approved a construction contingency of \$4,687,046, and approved a total project budget in the amount of \$59,890,228.

On June 22, 2021, the City Council will formally consider the project funding plan for approval as part of the City's FY2021-2022 operating and capital budget.

The Committee and I recommend that the Board approve the attached resolution approving RAC Grant #8 for construction of the RAC in an amount not to exceed \$40,464,454.15 and authorizing the Executive Director to finalize and executed on behalf of the Foundation the

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grant agreement for this grant. Please note that this authorization would be contingent on (a) the City providing written confirmation that it has entered into a construction contract with a general contractor (Lathrop) for the construction of the recreation and aquatic center and (b) the San Bruno City Council approving the RAC project funding plan as part of the City's FY2021-2022 budget.

Upon Board approval, I will work with the City Manager to finalize a grant agreement for this grant. Given the size of the grant and the complexity of this part of the project, I have already begun discussions with outside counsel – both our nonprofit counsel at the NEO Law Group and our real estate counsel at Cox, Castle & Nicholson – about provisions we may want to add to our standard grant agreement. Real estate counsel has suggested several additional provisions related to ensuring that the City has secured sufficient funding to complete the project and that it sticks within a budget consistent with the funds it has secured so that there is confidence that the project will actually be completed. We will also want to include a provision ensuring that SBCF receives sufficient recognition of its contribution to the project in signage and other marketing methods related to the project and facility.

Attachments:

1. RAC Grant #8 Proposal
2. Resolution Approving Strategic Grant to the City of San Bruno for Construction of the San Bruno Recreation and Aquatic Center Project in an Amount Not to Exceed \$40,464,454.15



INTEROFFICE MEMORANDUM

CITY OF SAN BRUNO
CITY MANAGER'S OFFICE

Jovan D. Grogan
City Manager

DATE: June 9, 2021

TO: Leslie Hatamiya, San Bruno Community Foundation

FROM: Jovan D. Grogan, City Manager

PREPARED BY: Ann Mottola, Community Services Director

SUBJECT: Grant Request for 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 pleased to request this grant of \$40,464,454 for the construction phase of this project.

BACKGROUND

In 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) is 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.

Due to limited staff resources, the City determined it was unable to dedicate a staff person to perform as project manager on this Project. The City Council approved an agreement with Griffin Structures in March 2019 to provide comprehensive project and construction management services to manage the design and construction phases of the Project. The firm is serving as the City's representative and overseeing the work of the architect, builder, and subcontractors to ensure that the Project is completed in conformance with the City's scope, quality, schedule, and budget requirements.

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.

CONSTRUCTION SERVICES

Due to the unique nature of the project and its importance to the community, the City determined a Contractor Prequalification effort was in the City's best interest so as to provide the best value to the community. The prequalification process utilized the State of California's Dept. of Industrial Relations' *Pre-Qualification of Contractors Model Questionnaire* as its base template, and on June 22, 2020, the City issued the General Contractor Pre-Qualification Questionnaire for the San Bruno Recreation and Aquatic Center project.

The intent of the prequalification process was two-fold:

1. Provide the maximum number of bidders to encourage a competitive bid environment; and
2. Narrow the bid pool to only those bidders deemed qualified to bid on the project based on the criteria established in the questionnaire.

The City received a total of eight submissions for prequalification, and after review, determined that six were prequalified Contractors permitted to bid on the project:

1. Amoroso Construction
2. BHM Construction
3. Lathrop Construction
4. Overaa Construction

Grant Request for Construction of the San Bruno Recreation and Aquatic Center

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5. Swinerton Builders
6. Thompson Builders

On January 15, 2021, staff issued a notice inviting bids for the construction of the Project. The notice to bidders was sent to the six pre-qualified general contractors and posted on the City's website as well as at Barker Blue for general distribution. Staff held a mandatory pre-bid meeting on January 27, 2021.

A total of six bids were received and opened on March 23, 2021, with bids received ranging from \$40,665,457 to \$46,650,000.

Included in the bids were eight additive alternate bid:

1. Outdoor Pool and Deck
2. Backup Generator and Enclosure
3. Topping Slab
4. Wood Wall Treatment at Natatorium
5. Wood Exterior Improvement (voided per Planning Commission)
6. Extension of Glazing at Entry Trellis
7. Soffit at Balcony
8. Exterior Sunshade
9. Creek – Segment B

Due to budgetary concerns and uncertainty as to which if any add alternates the City could afford, the Basis of Award was identified as the Base Bid plus Add Alternates 1 and 2. These were selected as they were considered important elements of the project and would benefit from being included in the Basis of Award, as such an inclusion historically encourages more competitive pricing. Accordingly, the bids were received as follows:

No.	Contractor Name	Base Bid Total	Total of Add Alts 1 and 2	Total of Base Bid and Add Alternates
1	BHM Construction, Inc.	\$37,884,457	\$2,781,000	\$40,665,457
2	Thompson Builders Corporation	\$39,048,000	\$2,913,000	\$41,961,000
3	Lathrop Construction Associates, Inc.	\$39,995,000	\$2,480,000	\$42,475,000
4	S.J. Amoroso Construction Co., LLC	\$40,997,000	\$2,700,000	\$43,697,000
5	Swinerton Builders	\$43,523,000	\$2,675,000	\$46,198,000
6	C. Overaa & Co.	\$43,750,000	\$2,900,000	\$46,650,000
	Architect's Estimate	\$48,905,884	\$3,205,866	\$52,111,750

In its due diligence, the City, with the assistance of Griffin Structures performed a post-bid analysis of all the bidders for bid responsiveness, and also performed additional review and research to reconfirm the prequalification status of the low bidders. During this due diligence period the City learned additional information leading to the conclusion that the two low bidders (BHM Construction and Thompson Builders) did not meet all of the prequalification requirements, and they were informed that their bids would not be considered. The City did not receive any challenge or protest from either company by the deadline established in the bid documents.

In its evaluation of Lathrop Construction, the No. 3 low bidder, the City found their bid to be responsive and their prequalification status intact and therefore deemed Lathrop Construction the lowest responsive and responsible bidder. The City issued a Notice of Intent to Award on May 21, 2021.

Given the favorable bid results and that all bids were substantially below the Architect's estimate, staff recommends that all of the Add Alternates be included in the Lathrop contract award. Therefore, the total Lathrop proposal recommended for award is as follows:

Base Scope	\$ 39,995,000
Alternate 1: Outdoor Pools and Deck	2,216,000
Alternate 2: Backup Generator & Enclosure	264,000
Alternate 3: Topping Slab	124,000
Alternate 4: Wood Wall Treatment at Natatorium	110,000
Alternate 5: Wood Exterior Improvement (voided)	-
Alternate 6: Extension of Glazing at Entry Trellis	95,000
Alternate 7: Soffit at Balcony	58,000
Alternate 8: Exterior Sunshade	100,000
Alternate 9: Creek - Segment B	69,000
TOTAL	\$ 43,031,000

GEOTECHNICAL AND MATERIALS TESTING AND INSPECTION SERVICES

Also included in this request for the RAC Construction grant is the contract for Geotechnical and Materials Testing and Inspection Services. On January 29, 2021, the City issued an RFP for professional services to provide Geotechnical and Testing and Inspection services for the Project. The information was posted on the City's website as well as via Barker Blue for general dissemination to interested firms.

On March 5, 2021, five proposals for services were received from four firms ranging in cost from approximately \$208,000 to \$490,000. The City reviewed each proposal based on an evaluation of the completeness of scope, a comparison of the total number of hours in each proposal, and an analysis of the hourly rates for the various disciplines required for comprehensive Geotechnical and Materials Testing and Inspection services for the project. Based on this analysis, the City determined that Ninyo & Moore provided the best value proposal to the City.

FISCAL IMPACT

The San Bruno Community Foundation (SBCF) has committed its intent to grant \$50 million to the City from the City-negotiated restitution settlement funds with PG&E for design and construction of this project.

The cost for this phase of the project is part of the overall \$50 million budget. This request for \$40,464,455 reflects the balance of the \$50,000,000. The following table is a summary of RAC project grants received to date. The requested amount is included as Grant #8, RAC Construction.

Grant #	Description	Amount
1	Conceptual Design Phase	\$ 416,109
2	Arch Svcs through Schematic Design & Construction Docs	5,420,388
3	Construction Management for Duration of the Project	1,079,000
4	City Compliance Review	1,061,611
5	Relocation of Recreation Staff and Programs	375,000
6	RAC Strategic Business Plan	60,000
7	Tom Lara Parking Lot Rehabilitation	1,123,438
8	RAC Construction	40,464,454
	Total	\$ 50,000,000

The total cost for this Project, which is outlined below, is approximately \$59,980,228. Adequate funding is available in the Project budget. Total estimated project costs are as follows:

Estimated Project Costs	
Design (Group 4)	\$ 6,484,371
Environmental	82,500
Construction Management (Griffin Structures)	1,279,000
Geotechnical, T&I, Waterproofing, Commissioning Services	486,262
Construction Contract (Lathrop)	43,031,000
Contingency (11.32%)	4,687,046
Lara Field Parking Lot	1,161,953
Traffic signals, CityNet Fiber	850,000
Temporary space during construction	375,000
Furniture Fixtures and Equipment	1,013,000
Electronic systems and special equipment	25,000
Utility company connection and services	131,523
Fees / Administration / Business Plan	373,573
Approximate Total Project Cost	\$ 59,980,228

The following table outlines the anticipated total cost and proposed sources for the project.

Project Cost and Funding Sources Summary	
RAC Project Cost	
Base Project Cost (including outdoor pool & contingencies*)	\$ 59,424,228
Add Alternatives (for design)	556,000
Subtotal Base Project + Adds for Design Alternatives	\$ 59,980,228

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Add Alternatives for Solar	1,298,843
Total	\$ 61,279,071
Funding Sources	
San Bruno Community Foundation Grant	\$50,000,000
Park In-Lieu Fund	1,720,000
YouTube Community Benefit Payment (1400/1450 Bayhill)	4,500,000
PG&E Settlement Funds, Ex Parte Disclosures	1,000,000
Residual Funds from Crestmoor Neighborhood Rebuild Proj	900,000
Water Fund	594,000
Sewer Fund	476,000
Measure A and Gas Tax Fund	750,000
City Art Fund	50,000
Subtotal	\$ 59,990,000

** Total contingencies withing the project cost = \$5.088M*

At this time, there is not identified funding to finance the added cost to complete the solar system installation. Staff will seek grant funding and examine alternative financing models for the solar system, with the goal of amending the project scope once funds are secured.

RESOLUTION NO. 2021-__

RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION APPROVING STRATEGIC GRANT TO THE CITY OF SAN BRUNO FOR CONSTRUCTION OF THE SAN BRUNO RECREATION AND AQUATIC CENTER PROJECT IN AN AMOUNT NOT TO EXCEED \$40,464,454.15

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 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 #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; 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; and

WHEREAS, the City has requested an eighth strategic grant supporting the recreation and aquatic center project, in the amount \$40,464,454.15, to cover the costs related to the construction phase of the recreation and aquatic center.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors approves a strategic grant, in an amount not to exceed \$40,464,454.15, to the City of San Bruno to cover the costs of construction of a community recreation and aquatic center for the benefit of the public.

BE IT RESOLVED FURTHER that the Board hereby authorizes Executive Director Leslie Hatamiya to finalize, and execute on behalf of this corporation, a Grant Agreement setting forth the specific terms and conditions, including the specific grant purposes, for such a grant to the City of San Bruno in an amount not to exceed \$40,464,454.15, contingent on (a) the City of San Bruno providing written confirmation that it has entered into a construction contract with a general contractor for the construction of the recreation and aquatic center and (b) the San Bruno City Council approving the recreation and aquatic center funding plan as part of the City's fiscal year 2021-2022 budget.

Dated: June 15, 2021

ATTEST:

John McGlothlin, Secretary

I, John McGlothlin, Secretary, do hereby certify that the foregoing Resolution No. 2021-__ was duly and regularly passed and adopted by the Board of Directors of The San Bruno Community Foundation on this 15th day of June, 2021, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members: