

SAN BRUNO

Community Foundation

Board of Directors

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

AGENDA

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

July 6, 2016
7:00 p.m.

Meeting Location:

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

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

1. Call to Order/Welcome

2. Roll Call

3. Approval of Minutes: June 1, 2016, Regular Board Meeting

4. Board Member Comments

- a. President
- b. Others

5. Executive Director's Report

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

- a. Receive and Approve Treasurer's Report (May 2016 Financial Statements)

7. Conduct of Business

- a. Receive Report from Ad Hoc Committee on Foundation Program Development Regarding Community Grants Fund and Crestmoor Neighborhood Memorial Scholarship Program

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- b. Receive Report from the Ad Hoc Committee on Program Strategy Development Regarding Proposals to the San Bruno City Council Related to Near-Term Projects

- 8. **Public Comment:** Individuals are allowed three minutes, groups in attendance, five minutes. If you are unable to remain at the meeting, contact the President to request that the Board consider your comments earlier. It is the Board's policy to refer matters raised in this forum to staff for research and/or action where appropriate. The Brown Act prohibits the Board from discussing or acting upon any matter not agendaized pursuant to State Law.

- 9. **Adjourn**

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MINUTES

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

June 1, 2016
7:00 p.m.

Meeting Location:

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

- 1. Call to Order/Welcome:** President Nancy Kraus called the meeting to order at 7:03 p.m.
- 2. Roll Call:** Board Members Kraus, Hedley, Cohn, Roberts, Bohm, McGlothlin, and Stanback Stroud present.
- 3. Presentation:** 2016 Crestmoor Neighborhood Memorial Scholarship Recipients

President Kraus acknowledged the leadership of the Foundation's Executive Director, Leslie Hatamiya, and the Board's ad hoc committee on Foundation Program Development (Board Member Bohm and Secretary Roberts) in creating the Crestmoor Neighborhood Memorial Scholarship, which honors the community members who most directly endured the destruction of the 2010 gas pipeline explosion and resulting fire in San Bruno's Crestmoor neighborhood. She also thanked the review panel that dedicated many hours to selecting the 2016 Crestmoor Scholars. She then addressed the seven scholarship recipients and expressed admiration for their success in school as well as their success as young adults in recognizing the importance of being positive contributors to society.

President Kraus then introduced the seven Crestmoor Scholars – Alejandra Andrade, Jamie Chen, Anthony Harvey, Giselle Hengst, Allie Stines, Erick Sullivan, and Leitu Takapu – and read short biographies about each. Board Member Bohm and Secretary Roberts presented each Crestmoor Scholar with a framed certificate.

Several Board Members, including Dr. Stanback Stroud, Mr. McGlothlin, and Vice President Hedley, and Secretary Roberts – commended the Crestmoor Scholars and their commitment to the San Bruno community, reminding them to “pay it forward” and to remember the community members the scholarship program honors. After President Kraus offered members of the public the opportunity to speak, Mayor Jim Ruane congratulated the Crestmoor Scholars and commented on the lesson of making something good come out of something horrible. Maria Barr, a San Bruno resident directly affected by the explosion, also shared her congratulations.

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Crestmoor Scholar Stines expressed her gratitude to the Foundation.

4. Approval of Minutes: May 4, 2016, Regular Board Meeting: Board Member Stanback Stroud moved to approve the minutes of the May 4, 2016, Regular Board Meeting, seconded by Board Member McGlothlin, approved unanimously.

5. Board Member Comments

- a. President: President Kraus made brief remarks, explaining that the Board meeting marked another milestone for the Foundation.
- b. Others: None.

6. Executive Director's Report: Executive Director Hatamiya reported on several items related to the administrative operations of the Foundation. First, she reported that she renewed the Foundation's crime insurance policy with Travelers on May 27, 2016, for a total of \$2,822, and declined social engineering fraud coverage due to the Foundation's low risk profile. Second, she reported that, per the Board's action at the May meeting, President Kraus executed the professional services agreement with Novogradac & Company for audit and tax prep services for FY2015-16. With regard to revisions to the Foundation's Conflict of Interest Policy, she reported that the City Attorney has been doing research on applicability of Government Code Section 1090 to the Foundation Board and is awaiting informal feedback from the California Attorney General's office. Finally, she reported that readership of the Foundation's May e-newsletter, which announced the Crestmoor Scholars, was greater than previous months and, similarly, that the Foundation website experienced increased activity around the time of the scholarship announcement.

7. Consent Calendar

- a. Receive and Approve Treasurer's Report (April 2016 Financial Statements)
- b. Adopt Resolution Authorizing Executive Director Leslie Hatamiya to Execute Agreement with the City of San Bruno to Reimburse the City for City Attorney's Services to the Foundation, for an Amount Not to Exceed Five Percent of the City Attorney's Compensation
- c. Adopt Resolution Creating and Making Appointments to Ad Hoc Committee on Elections Process
- d. Adopt Resolution Canceling the August 3, 2016, Regular Board Meeting

The Board considered items a and d in a single motion without discussion. Vice President Hedley moved to approve these items as presented, seconded by Board Member McGlothlin, approved unanimously.

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8. Conduct of Business

Board Member McGlothlin asked for discussion of items b and c of the Consent Calendar.

Board Member McGlothlin said he pulled item b because he has concerns about reimbursing the City for the City Attorney's services, for which he said there is no precedent. There being no further discussion, Board Member Stanback Stroud moved to adopt the Resolution Authorizing Executive Director Leslie Hatamiya to Execute Agreement with the City of San Bruno to Reimburse the City for City Attorney's Services to the Foundation, for an Amount Not to Exceed Five Percent of the City Attorney's Compensation, seconded by Vice President Hedley, approved by 6-1 vote (Board Member McGlothlin voting no).

Board Member McGlothlin then said he pulled item c from the Consent Calendar because he believes the creation of the Ad Hoc Committee on Elections Process is an important effort and he wanted to give other Board Members the opportunity to give input to the Committee prior to it convening as well as to suggest the Board consider a study session on the topic. There being no input from other Board Members, Board Member McGlothlin moved to approve the Resolution Creating and Making Appointments to Ad Hoc Committee on Elections Process, seconded by Secretary Roberts, approved unanimously.

- a. Receive Report from Ad Hoc Committee on Foundation Program Development and Adopt Resolution Creating Community Grants Fund and Approving 2016-2017 Fiscal Year Program Budget

Representing the Ad Hoc Committee on Foundation Program Development, Chair Bohm presented the Committee's proposal for the creation of the Community Grants Fund, a responsive grantmaking program to allow local community groups to apply for grant funding of up to \$25,000 to support new or existing programs that benefit the San Bruno community. She explained that this would be an annual program, with a 2016-2017 program budget of \$200,000. The application period would open by July 1, with an application deadline of September 30, 2016. She explained that the program would be open to 501(c)(3) public charities; 501(c)(4), 501(c)(5), and 501(c)(6) organizations that meet the public support tests described in Internal Revenue Code Section 509(a)(2); and governmental units described in Section 170(b)(1)(A). She explained that the Foundation would fund projects, programs, capital projects, and capacity-building efforts that benefit the San Bruno community and fall within one of the Foundation's identified focus areas. The program would use an online application, and a review panel and the Executive Director will make recommendations on grant awards to the Board. Under the proposal, the Board would approve the first set of Community Grants in December.

President Kraus thanked the Committee for incorporating comments received at the May Board meeting into the final proposal. Secretary Roberts, a member of the Committee, clarified that the application deadline is September 30, as there was a misprint in one place in the written materials.

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Board Member Stanback Stroud moved to adopt the Resolution Creating the Community Grants Fund and Approving 2016-2017 Fiscal Year Program Budget, seconded by Board Member McGlothlin, approved unanimously.

- b. Receive Report from the Ad Hoc Committee on Program Strategy Development Regarding Proposals to the San Bruno City Council Related to Near-Term Projects

Committee Chair Kraus reported on progress with the four near-term projects on which the Foundation is partnering with the City of San Bruno. She explained that the Executive Director is in the process of developing a grant agreement template with the assistance of legal counsel and that now that the Foundation is in possession of the restitution funds, we will be writing grant award checks as projects unfold.

She reported that with a \$30,000 Foundation grant, the City will be holding Community Day at San Bruno City Park on Sunday, June 5, in conjunction with the Lions Club's Posy Parade. She encouraged everyone to attend.

She reminded the Board that the City engaged Anderson Brule Architects in a Community Facilities Vision Plan pre-planning process and reported that the City Manager continues to work with ABA on the details of the pre-planning report and hopes to move forward with the full Community Facilities Vision Plan, which will include community engagement opportunities similar to the Foundation's 2016 Community Listening Campaign, in the summer.

With regard to pedestrian safety improvements, Chair Kraus reported that the City has plans to enlist the assistance of a traffic engineer to look at circulation paths in the downtown area and near schools in order to propose various pedestrian improvements in those areas to be funded by Foundation grant funding.

Finally, with regard to the proposed grant to support development of a new park at 324 Florida Avenue, Chair Kraus reported that last week the City Council approved a demolition contract for the site and that demolition is expected to occur later this year. She also reported that the City's proposed capital budget, which the City Council will consider this month, includes \$425,000 in City funds to cover park design and construction costs beyond the Foundation's proposed contribution of \$200,000. She reported that the City intends to begin a conceptual design process for the park in June which will include several community meetings to gather input.

- c. Adopt Resolution Approving 2016-2017 Budget

Executive Director Hatamiya presented the fiscal year 2016-2017 budget to the Board. She emphasized the importance of transparency and economy in creating the budget. She also explained that once the Board approves the budget, in accordance with the Bylaws it will then be presented to the City Council on June 28 for approval.

Executive Director Hatamiya explained that the budget is presented in the new format for the financial statements; now that the Foundation has taken possession of the restitution funds, going forward the Foundation will have only negligible operating income, and, as a result, have

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she and the accounting consultant have added a new section from the budget to show “Transfers from Net Assets.” She explained that the combination of operating income and transfers from net assets provides the funds available for operations for the year.

She explained that, unlike most nonprofit budgets, the Foundation’s budget is expense-driven rather than income-driven, and then went through the three categories of expenses (direct program expenses - \$975,000, direct personnel expenses - \$200,022, and non-personnel support costs - \$170,268), for a total of \$1,345,290. The expenses will require a transfer from the Strategic Pool investment account of \$1,341,290.

Vice President Hedley moved to adopt the Resolution Approving 2016-2017 Budget, seconded by Board Member Stanback Stroud, approved unanimously.

d. Adopt Resolution Approving Adjustments to Distribution of Funds in Investment Accounts

Executive Director Hatamiya explained that the Foundation received the restitution funds from the City in May, and, in accordance with the Board’s direction at the May Board meeting, Sand Hill Global Advisors distributed the funds to the Foundation’s three Fidelity accounts on May 24, as follows:

- Quasi-Endowment Pool: \$15,000,000
- Strategic Pool: \$52,642,134
- Liquidity Pool: \$2,000,000

She explained that the Board anticipated in May that, to meet the Foundation’s liquidity needs, it would likely need to make a further adjustment – likely moving funds from the Liquidity Pool to the Strategic Pool so that the remaining balance in the Liquidity Pool would equal total expenses in the 2016-2017 budget – once the budget is approved on June 1.

Because the Board just approved the 2016-2017 budget, she then recommended that the Board approve the resolution authorizing the Executive Director to direct Sand Hill Global Advisors to adjust the distribution of the funds in the Liquidity Pool account and the Strategic Pool account so that the remaining balance, at the time of the adjustment, in the Liquidity Pool account is equal to total expenses in the Foundation’s 2016-2017 budget as passed by the Board (\$1,345,290) and that any excess funds above that amount are transferred to the Strategic Pool account.

Board Member Stanback Stroud moved to adopt the Resolution Approving Adjustments to Distribution of Funds in Investment Accounts, seconded by Board Member McGlothlin, approved unanimously.

Executive Director Hatamiya thanked City Treasurer John Marty and City Finance Director Angela Kraetsch for their assistance and cooperation in managing the transfer of the restitution funds. She also thanked Sand Hill’s Kristin Sun for overseeing all aspects of the funding of the Foundation’s Fidelity investment accounts.

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e. Adopt Resolution Creating and Appointing Members to Investment Committee

Executive Director Hatamiya explained the final recommendation of the Ad Hoc Committee on Investment Strategy regarding ongoing oversight of investment services and activities, which is the creation of an Investment Committee. She explained that by including non-Director members in addition to appointed Board members, this Committee would take advantage of finance and investment management expertise outside the Board to bolster the Foundation's investment management oversight responsibilities. She reported that pursuant to the Foundation's Bylaws and as outlined in the Investment Committee Charter, the relevant resolution would create an advisory committee consisting of five members: the Board Treasurer, one other Director member, and three non-Director members with experience in finance and investment management. The Treasurer would serve in an ex officio capacity as the Committee's Chair. All other Committee members would be appointed by the Board to serve two-year terms commencing on the first day of the Foundation's fiscal year (July 1) and terminating 24 months later on the last day of the Foundation's fiscal year (June 30). She reported that the Committee would meet at least quarterly, and because it would be a standing committee, its meetings would be subject to the open meeting provisions of the Brown Act.

She then announced the proposed Committee members: In addition to Treasurer Ben Cohn who will serve as Chair of the Investment Committee by virtue of his position as Foundation Treasurer, they would be Vice President Frank Hedley as the other Director member of the Committee and Anthony Clifford (longtime San Bruno resident and Executive Vice President and Chief Operating Office at First National Bank of Northern California), Mark Hayes (former managing director at the Stanford Management Company and the Foundation's outgoing investment consultant), and Georganne Perkins (Senior Advisor to Fisher Lynch Capital) as the three non-Director Committee members to two-year terms commencing on July 1, 2016. She said that Mr. Clifford, Dr. Hayes, and Ms. Perkins would bring a valuable combination of endowment and other investment management experience, business acumen, and community engagement to the Investment Committee and that the Foundation would be very well served to benefit from their contributions on the Investment Committee.

Board Member McGlothlin commended the invaluable assistance the Ad Hoc Committee on Investment Strategy received from Dr. Hayes and said participating in the investment manager RFP process made him realize the importance of bringing people with strong professional credentials to the Investment Committee. He said he would have liked to have had more Investment Committee members from the San Bruno community, as Committee membership could serve as feeding ground for service on the Board.

When the floor was opened to comments from the public, Barry Marquardt said that he agreed with Board Member McGlothlin's comments.

Board Member McGlothlin moved to adopt the Resolution Creating and Appointing Members to Investment Committee, seconded by Board Member Stanback Stroud, approved unanimously.

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9. Public Comment: David Nigel, speaking as a member of the Parks and Recreation Commission, thanked the Foundation Board for supporting Community Day. Speaking as a citizen, he thanked Board Member Bohm, Secretary Roberts, and Executive Director Hatamiya for their professionalism in the scholarship selection process and commended the Board for creating the program.

9. Adjourn: Board Member Stanback Stroud moved to adjourn the meeting at 8:23 p.m., seconded by Board Member McGlothlin, approved unanimously.

Respectfully submitted for approval at the Regular Board Meeting of July 6, 2016, by Secretary Emily Roberts and President Nancy Kraus.

Emily Roberts, Secretary

Nancy Kraus, President

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Community Foundation

Memorandum

DATE: July 1, 2016

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Executive Director's Report

Since the June 1, 2016, Board meeting, I have continued to focus on supporting the committees charged with administering the Crestmoor Scholarship Program, launching the Community Grants Fund, and partnering with the City on near-term projects, all of which will be covered during the business portion of the July 6, 2016, regular Board meeting.

In addition, I have handled a variety of other matters, including the following:

1. Investment Committee and Investment-Related Matters

I have been in contact with the newly appointed Investment Committee members (Treasurer Ben Cohn, Vice President Frank Hedley, Tony Clifford, Mark Hayes, and Georganne Perkins), all of whom have expressed their enthusiasm for serving the Foundation in this capacity. The Committee will have its regular quarterly meetings on the third Wednesday of the middle month of the quarter (August 17, November 16, February 15, and May 17 for this fiscal year) at 4:30 p.m. at San Bruno City Hall Room 101.

In addition, the Foundation's investment adviser, Sand Hill Global Advisors, will make its annual report to the Board at the regularly scheduled September Board meeting. This will allow the Sand Hill team to report on the previous fiscal year's returns and its thoughts on the market for the coming year, after meeting with the Investment Committee in August.

In the last week of June, the Sand Hill team did a final transfer from the City's Fidelity account, totaling \$204,441 (residual interest payments plus the proceeds of one CD that had to be liquidated prior to transfer), to the Foundation's Liquidity Pool account. Per the Board's direction at the last Board meeting to have the balance in the Liquidity Pool account equal the 2016-2017 budget amount, these funds were subsequently transferred to the Foundation's Strategic Pool account. The Foundation has now received all of the restitution funds from the City.

Finally, as reported previously, the Sand Hill team is gradually investing the Foundation's funds over several months. The team invested the first tranche in early

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June and then, taking advantage of the drop in the market resulting from Brexit, invested the second tranche of funds on Friday, June 24. The team expects to invest the next tranche of funds in July.

2. Ad Hoc Committee on Elections Process

The Ad Hoc Committee on Elections Process, which was created at the June 1 Board meeting, will hold its first meeting on July 19. The Committee consists of Chair Stanback Stroud, Vice President Hedley, and Board Member McGlothlin.

3. Office Rent

As I reported previously, I executed a one-year lease extension for the Foundation office that increases the monthly rent from \$909.45 per month to \$1,064.25 per month, effective April 1, 2016. The original lease contains an "Operating Expense Escalation Payment" of an additional \$11.61 per month to offset increases in operating expenses and taxes on the property beginning on the first anniversary date of the commencement of the lease. I had not remembered that provision from the original lease, and the rental agent did not flag it when negotiating the lease extension (which I have since pointed out to the property management company). I recently became aware of this provision – and have paid the additional amount due for the four months of the lease year – when the property company finally invoiced the Foundation with the proper monthly amount. For April through June, the monthly invoices included the old rent amount. After three months of notifying the property management office of this error, I finally received a corrected bill, which included the additional Operating Expenses charge. As a result, the Foundation's monthly rent is effectively \$1,075.86.

4. Conflict of Interest Policy

As reported previously, the Ad Hoc Committee on Bylaws and Corporate Governance Policy Revisions plans bring a revised Conflict of Interest Policy to the Board for consideration. City Attorney Marc Zafferano has been doing research on the applicability of Government Code Section 1090 to the Foundation, which will impact the revisions to the Conflict of Interest Policy. Earlier this week, he finally received informal feedback from the California Attorney General's Office that will be incorporated into the policy. The Committee hopes to have the revised Conflict of Interest Policy ready for Board consideration at the September Board meeting.

5. City Council Actions

On June 28, 2016, the San Bruno City Council considered two items related to the Foundation. I attended the Council meeting on behalf of the Foundation. First, the Council, on a 3-1 vote, approved the Foundation's 2016-2017 budget. Councilwoman Irene O'Connell expressed concerns about the \$30,000 amount budgeted for

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Community Day in the event that the costs for the 2017 event exceed \$30,000. Second, the Council unanimously approved a resolution authorizing the City Manager to execute an agreement with the Foundation to reimburse the City for the City Attorney's services. This resolution is consistent with the resolution the Foundation Board approved on June 1. I am now working with City staff to execute an agreement by which the Foundation will reimburse the City for 5% of the City Attorney's compensation.

6. Email Newsletter

The reach of our e-newsletter remains fairly consistent with previous months. For the e-newsletter that was sent on June 8 and featured photos of the 2016 Crestmoor Scholars and Community Day, of the 500+ emails sent, 46% of the recipients opened the email, and the e-newsletter was viewed, either in email or as posted on the web, 459 times. In addition, about 18% of recipients clicked on the email, either to view it in an Internet browser or to be linked to the SBCF website.

7. Website Hits

The sbcf.org website has been subscribed to Google Analytics since the end of March. In the past month, 217 users engaged in 244 sessions on the Foundation website, for a total of 402 page views. Activity was lower than the previous month, when the Crestmoor Scholarship recipients were originally announced. Activity was highest around the time of the June 8 e-newsletter, which included links to the website.

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Community Foundation

Memorandum

DATE: July 1, 2016

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Consent Calendar for the July 6, 2016, Regular Board Meeting

For the July 6, 2016, Regular Meeting of the Board of Directors of the San Bruno Community Foundation, the Consent Calendar includes one item related to administrative and operational functions of the Foundation:

1. Receive and Approve Treasurer's Report (May 2016 Financial Statements)

The May 2016 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 revised budget figures approved at the October 7, 2015, Board meeting.

I recommend that the Board receive and approve the Treasurer's Report as part of the Consent Calendar.

Attachment:

1. May 2016 Financial Statements

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Community Foundation

May 2016

Budget Narrative

This report primarily describes amounts in column a (Actual Year to Date) of the monthly Budget Report. When projections vary from Budget (column b), the changes will be reflected in columns d (Final Expected Amount) and e (Change in Budget), and also be explained. First eleven months equal 92% of the fiscal year.

INCOME

Line 1 Restitution Funds – \$69,904,400 recorded in May, including \$205,723 in City of San Bruno accounts pending transfer as of May 31. Year to date total of \$70,110,400 is \$431,456 more than budget. Including \$491,031 received in the prior fiscal year, grand total of restitution funds received is \$70,601,431. The amount in excess of \$70 million (\$601,431) is less than one percent (0.86%).

Line 2 Interest Income – \$514 or 94% of the \$544 total is from May interest on the Fidelity Liquidity Pool account. Total is \$344 over budget.

EXPENSES

Line 4 Salaries & Wages – Executive Director continues as only employee. Final expected amount decreased \$50,000 based on no new hire planned for this fiscal year.

Line 5 Payroll Taxes & Benefits – Year to date costs (\$22,744) include: Social Security/Medicare (\$9,673); Workers' Compensation Insurance (\$1,736); accrued Paid Time Off (\$3,080); Retirement (\$8,021); and Life Insurance (\$234). Final expected amount reduced \$13,587 based on projection of current costs.

Line 7 Grants & Assistance – \$55,000 in grants (2) to the City of San Bruno have been awarded. \$100,000 in Scholarships have been awarded (\$10,000 paid and \$90,000 accrued). Additional \$645,000 in City grants could possibly be awarded this fiscal year as well for a maximum line item total for the year of \$800,000 (\$200,000 less than budget).

Line 8 Occupancy – Only cost is office lease (\$10,314 total). Rent increased to \$1,064 per month in April. Final expected amount increased \$328.

Line 9 Insurance – Year to date actual (\$15,174) is for: Directors & Officers (D&O) coverage (\$11,782); crime coverage (\$2,497); and package non-profit liability coverage (\$895). Both the D&O and liability policies had small increases (less than \$3 per month) effective March 21. Crime policy renewed at the end of May with an increase of about \$8 per month. Final expected amount decreased \$241.

Line 10 Telecommunications – Year to date cost (\$1,327) includes cell phone account (\$700), internet access (\$505), and land line (\$122). Final expected amount decreased \$1,380.

Line 11 Postage & Shipping – \$341 year to date cost is only 8.1% of budget. The budget includes cost for one city-wide mailing, which will not happen this year. Final expected amount reduced \$3,810.

Line 12 Marketing & Communications – Total (\$2,017) includes \$1,738 for Scholarship related costs; and \$272 for logo design and website domain.

Line 13 Office Supplies – Total (\$1,292) includes: toner (\$755); Accounting software fees (\$310); and miscellaneous supplies (\$228).

Line 14 Office Equipment & Furniture – Total cost (\$2,023) includes: file cabinet (\$817); projector (\$436); chairs (\$382); and table (\$202).

Line 15 Legal Fees – Total cost of \$23,916 for: internal policies and by-laws (\$9,470); IRS classification issues and amendment to Articles of Incorporation (\$7,927); reimbursements to City of San Bruno (\$3,939); and grant making issues (\$2,580).

Line 16 Auditor & Payroll Fees – Total cost (\$7,479) includes audit (\$6,000) and payroll (\$1,479) fees. Audit fees, paid in full for the year, are \$300 less than amount budgeted. Final expected amount reduced \$196.

Line 17 Investment Consultant – Total cost (\$6,500) for assistance with: review of proposals; selection of Investment Manager; Investment Policy Statement; and asset allocation review. No additional costs anticipated. Final expected amount reduced \$8,500.

Line 18 Other Consultants - Total costs (\$40,367) include: \$16,800 for Accounting consultant; \$15,224 for sample project cost modeling; \$5,660 for Scholarship related costs; \$1,863 for retirement plan; and \$780 for general technology costs. Final expected amount increased \$1,000 based on projected accounting and technology services.

Line 19 Travel, Meetings & Conferences – Total cost (\$5,256) is almost entirely for Board meetings, including \$2,850 for audio recording, \$1,519 for Senior Center facility rent, and \$713 for City of San Bruno support staff. Final expected cost reduced \$3,010.

Line 20 Miscellaneous – Cost (\$917) is for organizational memberships (\$700) and various governmental filing and bank fees (\$217).

SUMMARY

One expense line items (Auditor & Payroll Fees) is over the 92% benchmark for eleven months of the year.

- Auditor & Payroll Fees are over budget by 4%. This variance exists only because audit fees have been paid in full for the year. Costs should be within budget by year-end.
- Six expense line items, not including Grants & Assistance, are below 50% used for the year.

Because the revised budget includes \$1 million for estimated amount of SBCF's initial Grants & Assistance (GA), and only \$155,000 has been incurred, expenses for eleven months are only 31.8% of budget. After removing the \$1 million and \$155,000 for GA, year to date costs are 69.4% of budget, which is still 22.3% less than the 91.7% benchmark for eleven months of the year. Projected year end expenses have been reduced by \$279,396 with \$200,000 reduction in projected Grants & Assistance.

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May 2016 2015-2016 Budget Report

	(a)	(b)	(c)	(d)	(e)
	Actual Year to Date	Budget	Actual as % of Budget (a/b)	Final Expected Amount	Change in Budget (d - b)
INCOME					
1 Restitution Funds	\$ 70,110,400	\$ 69,678,944	100.6%	\$ 70,110,400	\$ 431,456
2 Interest Income	544	200	272.0%	544	344
3 Total Income	70,110,944	69,679,144	100.6%	70,110,944	431,800
EXPENSES					
4 Salaries & Wages	160,417	225,000	71.3%	175,000	(50,000)
5 Payroll Taxes & Benefits	22,744	38,556	59.0%	24,969	(13,587)
6 Subtotal Personnel	183,161	263,556	69.5%	199,969	(63,587)
7 Grants & Assistance	155,000	1,000,000	15.5%	800,000	(200,000)
8 Occupancy	10,314	11,050	93.3%	11,378	328
9 Insurance	15,174	16,799	90.3%	16,558	(241)
10 Telecommunications	1,327	2,856	46.5%	1,476	(1,380)
11 Postage & Shipping	341	4,187	8.1%	377	(3,810)
12 Marketing & Communications	2,016	15,500	13.0%	15,500	-
13 Office Supplies	1,292	2,760	46.8%	2,760	-
14 Office Equipment & Furniture	2,023	4,300	47.0%	4,300	-
15 Legal Fees	23,916	30,000	79.7%	30,000	-
16 Auditor & Payroll Fees	7,479	7,781	96.1%	7,585	(196)
17 Investment Consultant	6,500	15,000	43.3%	6,500	(8,500)
18 Other Consultants	40,367	45,750	88.2%	46,750	1,000
19 Travel, Meetings & Conferences	5,256	10,000	52.6%	6,990	(3,010)
20 Miscellaneous	917	3,000	30.6%	3,000	-
21 Subtotal Non-Personnel	271,922	1,168,983	23.3%	953,174	(215,809)
22 Total Expenses	455,083	1,432,539	31.8%	1,153,143	(279,396)
23 Net Surplus/(Loss)	\$ 69,655,861	\$ 68,246,605	102.1%	\$ 68,957,801	\$ 711,196

SAN BRUNO

Community Foundation

Statement of Financial Position as of May 31, 2016

ASSETS

Cash, Wells Fargo General	\$ 26,468.77	
Cash, Wells Fargo Payroll	10,143.55	
Cash, Wells Fargo Savings	50,038.84	
Cash, Fidelity Liquidity Pool	2,000,512.24	
Total Cash		2,087,163.40
Investments, Fidelity Quasi-Endowment	15,000,105.00	
Investments, Fidelity Strategic Pool	52,668,614.59	
Accrued Interest Receivable	56,543.21	
Total Investments		67,725,262.80
Accounts Receivable	205,723.27	
Prepaid Rent	1,064.25	
Prepaid Insurance	6,592.95	
Total Other Current Assets		213,380.47
Deposits	1,517.45	
Total Other Assets		1,517.45
TOTAL ASSETS		<u>\$ 70,027,324.12</u>

LIABILITIES & NET ASSETS

LIABILITIES

Accounts Payable	13,954.95	
Accrued Grants Payable	55,000.00	
Accrued Scholarships Payable	90,000.00	
Accrued Employee PTO	8,687.25	
Total Liabilities		167,642.20

NET ASSETS

Unrestricted, 7/1/2015 Balance	177,237.78	
Year to Date Net Income	69,655,860.61	
Investment Income	26,583.53	
Transfer to Quasi-Endowment	(1,500,105.00)	
Total Non-QE Net Assets	68,359,576.92	
Quasi-Endowment	1,500,105.00	
Total Unrestricted Net Assets		69,859,681.92
TOTAL LIABILITIES & NET ASSETS		<u>\$ 70,027,324.12</u>

SAN BRUNO

Community Foundation

Memorandum

DATE: July 1, 2016

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report from the Ad Hoc Committee on Foundation Program Development
Re: Community Grants Fund and Crestmoor Neighborhood Memorial
Scholarship

1. Community Grants Fund

On June 1, 2016, the Foundation Board of Directors approved the creation of the Community Grants Fund and the 2016-2017 program budget (\$200,000). We launched the program today, July 1, with the activation of the online Grant Application and the distribution of a press release to local media outlets. At the July 6, 2016, Board meeting, the Ad Hoc Committee on Foundation Program Development will give an update on the rollout of the Community Grants Fund. The two Board members who sit on the Committee are Patricia Bohm, who serves as chair, and Secretary Emily Roberts.

a. Online Application

With the assistance of Shake Technologies, the Foundation's IT consulting firm, we successfully launched the Community Grants Fund with an online Grant Application created using FormAssembly. The Grant Application links from the Foundation's website at www.sbcf.org. The website also includes detailed information about the Community Grants Fund, including eligibility requirements, funding priorities, criteria, conditions, and timeline.

b. Outreach

Starting on July 1, we began efforts to broadcast information about the Community Grants Fund throughout the San Bruno community. We created a program flyer containing detailed information about the program. The flyer is double-sided, with the information in English on one side and in Spanish on the other. We also created a poster advertising the program and sending interested people to the website, and we printed the poster in two sizes (11"x17" and 8.5"x11"). The flyer and poster are attached to this memo. We also produced a press release that was emailed to local media.

SAN BRUNO

Community Foundation

Memorandum

We are sending flyers and posters to a broad range of community organizations in San Bruno. We are also distributing flyers and/or posters to a variety of high-visibility or gathering spots in town, including City Hall, San Bruno Public Library, Veterans Memorial Recreation Center, Crestmoor neighborhood trailer, San Bruno Chamber of Commerce, local churches, Bayhill merchants, Towne Center merchants, and downtown merchants. We also sent out program information to the Foundation's 500+ email distribution list.

I would like to thank Board Members Pat Bohm, Emily Roberts, and Nancy Kraus, for assisting with flyer and poster distribution.

c. Grant Workshops

We have scheduled three optional Grant Workshops – on Tuesday, July 19, Monday, August 15, and Monday, September 12 – to educate community groups on the Community Grants Fund, eligibility requirements, and the application process. All workshops will be held at San Bruno City Hall, Room 115, from 6:00 to 7:00 p.m. The workshops are open to the public; attendance is not required to apply for a grant.

2. Crestmoor Neighborhood Memorial Scholarship

The Foundation has paid out scholarship checks to five of the seven 2016 recipients of the Crestmoor Neighborhood Memorial Scholarship. We are still waiting for proof of enrollment at college for the fall 2016 term for the other two recipients.

In preparation for next year's program, we will be meeting with staff at Skyline College in early July to discuss ways to improve outreach to community college students and increase the number of community college applications.

Attachments:

1. Community Grants Fund Flyer
2. Community Grants Fund Poster

New in 2016!

SAN BRUNO

Community Foundation

COMMUNITY GRANTS FUND

APPLICATION DEADLINE: SEPTEMBER 30, 2016

APPLY ONLINE AT www.sbcf.org

The San Bruno Community Foundation has created the Community Grants Fund to support San Bruno community organizations. This responsive grantmaking program allows local community groups to apply for grant funding of up to \$25,000 for new or existing programs that benefit the San Bruno community. The Community Grants Fund operates annually.

ELIGIBLE ORGANIZATIONS

The Community Grants Fund is generally open to the following types of organizations that engage in activities to benefit the San Bruno community:

- 501(c)(3)* public charities
- 501(c)(4), 501(c)(5), and 501(c)(6) organizations that meet the public support tests described in 509(a)(2)
- Governmental units that are described in 170(b)(1)(A)

*All numerical references are to specific sections of the Internal Revenue Code.

The Foundation recommends that any organization with questions about eligibility for a grant in connection with the Community Grants Fund, particularly 501(c)(4), 501(c)(5), and 501(c)(6) organizations, contact Foundation staff prior to completing an application.

GRANT AWARDS

For the 2016-2017 grant cycle, the Foundation intends to award, in connection with the Community Grants Fund, multiple grants totaling \$200,000 that benefit a diverse cross-section of the San Bruno community. The number of grants provided will depend on a number of factors, including the number and quality of applications received. Grants to an organization will not exceed \$25,000 in a grant cycle.

Grant awards are to be used within a one-year period (the 2017 calendar year for this grant cycle).

ACTIVITIES ELIGIBLE FOR FUNDING

The Foundation will fund three categories of activity:

- Projects or programs
- Capital projects
- Capacity-building efforts

FUNDING PRIORITIES

Applications must be for programs or projects that (1) benefit the San Bruno community and (2) fall within one of the Foundation's focus areas:

- Publicly owned community facilities
- Community health and safety
- Sports and recreation
- Education
- Youth activities
- Public spaces, parks, and open space
- Community-building
- Human and social services for all
- Economic vitality
- Intra-San Bruno transit
- Healthy, stable, and affordable housing

CRITERIA

Grant Applications will be evaluated on a variety of factors, including but not limited to:

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

APPLICATION CHECKLIST

✓ **Executive Summary:** Complete form with information about the Applicant Organization and the Community Grant Proposal

✓ **Narrative:** Respond to questions regarding:

- Organizational Information
- Purpose of Grant

✓ **Supporting Documentation:**

- Annual Report
- Organization's Financial Statements from most recent fiscal year
- Organization's Budget
- Program/Project Budget
- Signature Page
- *For 501(c)(3) public charities and 501(c)(4), 501(c)(5), and 501(c)(6) organizations:* Proof of federal tax-exempt status
- *For 501(c)(4), 501(c)(5), and 501(c)(6) organizations:* Completed IRS Form 990, Schedule A, Part III and related documentation

GRANT WORKSHOPS

To learn about the Community Grants Fund application process, attend an optional workshop to be held at

**San Bruno City Hall, Room 115,
567 El Camino Real
6:00-7:00 p.m.**

Tuesday, July 19

Monday, August 15

Monday, September 12

Questions? Visit www.sbcf.org, email grants@sbcf.org, or call (650) 763-0775

¡Nuevo en 2016!

SAN BRUNO

Community Foundation

EL FONDO DE SUBVENCIONES DE LA COMUNIDAD

PLAZO PARA APLICAR: SEPTIEMBRE 30, 2016

APLIQUE EN LÍNEA: www.sbcf.org

La Fundación de la Comunidad de San Bruno ha creado el Fondo de Subvenciones de la Comunidad para apoyar a las organizaciones de la comunidad de San Bruno. Este programa de subvenciones receptivo permite a los grupos de la comunidad local para solicitar fondos de subvenciones de hasta \$25,000 para programas nuevos o existentes que benefician a la comunidad de San Bruno. El Fondo de Subvenciones de la Comunidad opera anualmente.

ORGANIZACIONES ELEGIBLES

El Fondo de Subvenciones de la Comunidad está generalmente abierto a los siguientes tipos de organizaciones que se dedican a actividades en beneficio de la comunidad de San Bruno:

- 501(c)(3)* caridad pública
- 501(c)(4), 501(c)(5), y 501(c)(6) organizaciones que cumplan con las pruebas públicas de apoyo disritos en 509(a)(2)
- Las unidades Gubernamentales que se describen en 170(b)(1)(A)

* Todas las referencias numéricas son para secciones específicas del Código de Impuestos Internos.

La Fundación recomienda que cualquier organización con preguntas de derecho a una beca de conexión con el Fondo de Subvenciones de la Comunidad, en particular 501(c)(4), 501(c)(5), y 501(c)(6) organizaciones, se pongan en contacto con personal de la Fundación antes de completar una aplicación.

SUBVENCIÓN

Para el 2016-2017 ciclo de subsidios, la Fundación propone adjudicar, en relación con el Fondo de Subvenciones de la Comunidad, múltiples subvenciones por un total \$200,000 que se benefician de un grupo diverso de la comunidad de San Bruno. El número de subvenciones concedidas dependerá de varios factores, incluyendo el número y la calidad de las solicitudes recibidas. Subvenciones a una organización no excederán de \$25,000 en un ciclo de subsidios.

La concesión de subvenciones se van a utilizar dentro de un período de un año (para el año 2017 del calendario para este ciclo de subsidios).

ACTIVIDADES ELEGIBLES

La Fundación financiará tres categorías de actividades:

- Proyectos o programas
- Proyectos de Capital
- Los esfuerzos de creación de capacidad

LAS PRIORIDADES DE FONDOS

Las aplicaciones deben ser para programas o proyectos que (1) beneficiará a la comunidad de San Bruno y (2) dentro de una de las áreas de enfoque de la Fundación:

- Propiedad pública equipamientos comunitarios
- Construir una comunidad
- La salud y la seguridad de la comunidad
- Servicios humanos y sociales para todos
- Deportes y recreación
- Vitalidad económica
- Educación
- Intra-San Bruno tránsito
- Actividades de los jóvenes
- Vivienda económica, sana y estable
- Espacios públicos, parques y espacios abiertos

CRITERIOS

Las aplicaciones de subvención se evaluarán en una variedad de factores, incluyendo pero no limitado a:

- Beneficios del proyecto o programa propuesto para la comunidad de San Bruno
- La alineación de la propuesta con una de las áreas de enfoque de la Fundación
- Metodología del proyecto/programa
- Importe de la subvención solicitada en relación con el beneficio colectivo previsto
- Historia de la organización, la estabilidad y la salud financiera

LISTA DE REQUISITOS

- ✓ **Sumario Ejecutivo:** Completar el formulario con la información sobre la organización solicitante y de la comunidad propuesta subvención.
- ✓ **Narrativa:** Responder a las preguntas con respecto:
 - Información de la organización
 - Propósito de la subvención
- ✓ **Documentos de soporte:**
 - Reporte Anual
 - Los estados financieros de la organización de año fiscal más reciente
 - Presupuesto de la organización
 - Presupuesto del proyecto/programa
 - Hoja de firma
 - **Para 501(c)(3) caridades públicas y 501(c)(4), 501(c)(5), y 501(c)(6) organizaciones:** Prueba de exenta de impuestos federales
 - **Para 501(c)(4), 501(c)(5), y 501(c)(6) organizaciones:** Forma completa IRS 990, Planificar A, Parte III y documentación relacionada

TALLERES DE SUBVENCIÓN

Para obtener información sobre el proceso de solicitud del Fondo de Subvenciones de la Comunidad, asistir a un taller opcional que tendrá lugar en el

Palacio Municipal de San Bruno,
la habitación, 115
567 El Camino Real
6:00-7:00 p.m.

Martes, Julio 19
Lunes, Agosto 15
Lunes, Septiembre 12

¿Preguntas? Visite www.sbcf.org, correo grants@sbcf.org, o llame (650) 763-0775



Is your community organization working to
enhance the quality of life in San Bruno?

If so, the San Bruno
Community Foundation may
be able to help!

To apply for a grant,
visit www.sbcf.org

Community Grants Fund

Community groups may apply for grants of up to \$25,000 to support new or existing programs and projects that benefit the San Bruno community

To learn about the Community Grants Fund, eligibility requirements,
and the application process, visit www.sbcf.org or

Attend an optional Grant Workshop:

Tuesday, July 19 • Monday, August 15 • Monday, September 12

All Grant Workshops will be held at 6:00-7:00 p.m. San Bruno City Hall, Room 115, 567 El Camino Real

Grant Application Deadline: September 30, 2016

SAN BRUNO
Community Foundation

SAN BRUNO

Community Foundation

Memorandum

DATE: July 1, 2016

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Report from the Ad Hoc Committee on Program Strategy Development Regarding Proposals to the San Bruno City Council Related to Near-Term Projects

As you know, in early January, the Foundation proposed to the City of San Bruno a partnership on four strategic projects for 2016:

- Grant of up to \$300,000 to the City for the completion of a Community Facilities Vision Plan focused on the Foundation's capital project strategic priorities and related facilities, including a pre-planning process with Anderson Brule Architects (ABA) to develop the scope of work and work plan;
- Grant of up to \$30,000 to the City to underwrite the costs of holding the third annual Community Day in 2016 and encouraging the City to merge the event with the annual Posy Parade in early June;
- Grant of up to \$170,000 to the City to improve pedestrian safety along Cherry Avenue in the Bayhill area and along San Mateo Avenue in the downtown area by installing lighted crosswalks, lighted signage, or other similarly high-visibility pedestrian safety features; and
- Grant of up to \$200,000 to develop the City-owned lot at 324 Florida Avenue into a new community park.

At the July 6, 2016, Board meeting, President Nancy Kraus, as chair of the Ad Hoc Committee on Program Strategy Development (which also includes Vice President Frank Hedley and Board Member Regina Stanback Stroud), will provide the Board with an update on all four projects. The Committee met in June to discuss next steps on the projects, and President Kraus and I have met with the City Manager to discuss plans to move these projects forward. Both sides agree that it is important to develop a mutually agreeable process for documenting and executing the grant proposals that we will follow for future grants.

With the assistance of outside nonprofit counsel and the City Attorney, I have drafted a template Grant Agreement and Grant Report Form to be used for most Foundation

SAN BRUNO

Community Foundation

Memorandum

grants. Now that the Foundation has possession of the restitution funds, I am working with the City Manager to finalize and execute Grant Agreements for the projects, as explained below.

1. Community Day Grant

The City hosted a very well-attended Community Day in San Bruno City Park the afternoon of Sunday, June 5. Community Day began at the conclusion of the San Bruno Lions Club's Posy Parade, which ended at the park. The event included carnival rides, children's games, food booths, music, and informational tables. The Lions Club also hosted a car show at the event, and the annual Parkside-St. Roberts baseball game as well as the Pee Wee Baseball 10-year-old game also took place at the park that afternoon.

I am working with City staff to finalize the Grant Agreement for this project. Once the Grant Agreement is executed, the Foundation will issue the grant check to the City.

City staff is in the process of compiling financial information for this year's Community Day and debriefing the event. This information will be useful to the Foundation in determining the amount for a grant to underwrite the costs of Community Day in 2017.

2. Community Facilities Vision Plan

As previously reported, this grant will be carried out in two parts. The first part is a planning grant for the pre-planning process conducted by Anderson Brule Architects (ABA) this spring. I am working with the City Manager to finalize the Grant Agreement for this grant, after which the Foundation will issue the grant check of \$25,000 to the City.

The second grant will be for up to \$275,000 for the Community Facilities Vision Plan. City staff is waiting to receive the final pre-planning report and Vision Plan proposal from ABA. Once it has received those documents and decides to move forward with ABA, the City will provide the Foundation with a brief proposal that will form the basis for the Grant Agreement. In the 2016-2017 budget approved on June 28, the City Council included \$125,000 in City funds toward accomplishment of the Vision Plan as needed.

3. Pedestrian Safety Improvements

The Committee is working with City staff to execute this project in at least two grants. The first will be a planning grant that allows the City to hire a traffic engineer to study the downtown area and streets near schools and make recommendations on pedestrian improvements in those areas for the Foundation to fund. This grant will likely be in the \$10,000-\$15,000 range and would come out of the \$170,000 the Foundation has

SAN BRUNO

Community Foundation

Memorandum

proposed. I am waiting for the City to provide us with a brief proposal for this planning grant.

Once the City has received the traffic engineer's analysis and recommendations, the two sides will agree on improvements to fund with Foundation funding, and the Foundation will issue a second grant, up to the remaining balance of the \$170,000, to underwrite the costs of the improvements.

4. Florida Avenue Park

The Committee is working with City staff to execute this project in two or three grants until the proposed \$200,000 is paid out. The first grant will be for the conceptual design phase (expected to be around \$25,000), which the City recently launched, a second grant will be for the landscape design (likely in the \$100,000-\$125,000 range), and a third grant for the balance of the remaining funds will go toward park construction.

The City is preparing a proposal for the conceptual design phase grant. The City has engaged with the consulting firm that recently provided similar conceptual design services for a new Glenview/Crestmoor park. The City held the first park planning meeting on June 22, inviting members of the local neighborhood and other interested community members to attend and provide their input on design concepts for the park. Vice President Hedley attended the meeting on behalf of the Foundation.

The City expects to complete demolition of the existing structures on the site by late fall, with park construction to begin soon thereafter. The City Council included \$425,000 in City funds – in addition to the Foundation's \$200,000 – for the completion of the park project in the capital budget it approved on June 28.