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## AGENDA

### SAN BRUNO COMMUNITY FOUNDATION

#### Regular Meeting of the Board of Directors

January 15, 2015  
6:30 p.m.

**Meeting Location: San Bruno City Hall, Conference Room 115,  
567 El Camino Real, 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 650-616-7058.

1. **Call to Order/Welcome**
2. **Roll Call**
3. **Approval of Minutes: November 19, 2014, November 22, 2014, December 12, 2014, and December 17, 2014 Special Board Meetings**
4. **Announcements**
5. **Boardmember Comments**
  - a. President
  - b. Vice-President: Informational Report Regarding Options for Office Space
  - c. Others
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 Boardmember or staff.
  - a. Receive Report Regarding Ongoing Activities of the SBCF
  - b. Adopt Resolution Appointing Board Officers for Calendar Year 2015
7. **Conduct of Business**
  - a. Receive Report from Board Committee and Adopt Resolution Appointing Leslie Hatamiya as the Executive Director of the SBCF

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

**SAN BRUNO COMMUNITY FOUNDATION**

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- 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

#### Special Meeting of the Board of Directors

November 19, 2014  
11:00 a.m.

- 1. Call to Order/Welcome:** The San Bruno Community Foundation met on November 19, 2014 at San Bruno City Hall, 567 El Camino Real, San Bruno, CA in Conference Room 115. The meeting was called to order at 11:03 a.m.
- 2. Roll Call:** Boardmembers Kraus, McGlothlin, Roberts, Cohn, Bohm, Hedley, and Stanback Stroud were present.
- 3. Public Comment:** None.
- 4. Closed Session:**  
Public Employment Pursuant to Government Code Section 54947: Executive Director
- 5. Adjourn**

Boardmember Hedley motioned to adjourn the meeting at 5:15 p.m., seconded by Boardmember McGlothlin, approved unanimously.

Respectfully submitted for approval at the Regular Board Meeting of January 15, 2015 by Secretary Emily Roberts and President Nancy Kraus.

\_\_\_\_\_  
Emily Roberts, Secretary

\_\_\_\_\_  
Nancy Kraus, President

## MINUTES

### SAN BRUNO COMMUNITY FOUNDATION

#### Regular Meeting of the Board of Directors

November 22, 2014  
10:00 a.m.

**Meeting Location: San Bruno City Hall, Conference Room 115,  
567 El Camino Real, 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 650-616-7058.

**1. Call to Order/Welcome** at 10:03 a.m.

**2. Roll Call:** Boardmembers Kraus, McGlothlin, Roberts, Cohn, Bohm, Hedley, and Stanback Stroud present.

**3. Approval of Minutes: October 16, 2014, Regular Board Meeting** Boardmember McGlothlin motioned to approve the October 16, 2014 Regular Board Meeting Minutes, seconded by Boardmember Stanback Stroud and approved unanimously.

**4. 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 investigation and/or action where appropriate. The Brown Act prohibits the Board from discussing or acting upon any matter not agendaized pursuant to State Law.

Vice Mayor Rico Medina thanked the Board for all they have done and all they will do in the new year ahead. He encouraged the Board to reach out to the community as a whole, allowing them to feel like part of the process. He also asked that the Board keep the community well informed and make sure all procedures and processes are communicated clearly.

#### **5. Conduct of Business**

- a. Selection of Board Officers 2014-15: Boardmember McGlothlin motioned to continue with the current state of officers, seconded by Boardmember Hedley and approved unanimously.
- b. Adopt Resolution Authorizing the Board president to Execute a Fiscal Sponsorship Agreement with Community Partners: Boardmember Stanback Stroud motioned to proceed with the application and engage in negotiations on the terms of the contract, seconded by Boardmember Hedley and approved unanimously. It was made clear that going forward with the application does not obligate the board to anything written in the current contract.

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

**SAN BRUNO COMMUNITY FOUNDATION**

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**6. Closed Session**

Public Employment Pursuant to Government Code Section 54947: Executive Director

**7. Adjourn**

Boardmember Bohm motioned to adjourn the meeting at 3:27 p.m., seconded by Boardmember Hedley, approved unanimously.

Respectfully submitted for approval at the Board Meeting of January 15, 2015 by Secretary Emily Roberts and President Nancy Kraus.

\_\_\_\_\_  
Emily Roberts, Secretary

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Nancy Kraus, President

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## MINUTES

### SAN BRUNO COMMUNITY FOUNDATION

#### Special Meeting of the Board of Directors

December 12, 2014  
5:00 p.m.

- 1. Call to Order/Welcome:** The San Bruno Community Foundation met on December 12, 2014 at San Bruno City Hall, 567 El Camino Real, San Bruno, CA in Conference Room 115. The meeting was called to order at 5:02 p.m.
- 2. Roll Call:** Boardmembers Kraus, McGlothlin, Roberts, Cohn, Bohm, and Hedley were present. Boardmember Stanback Stroud was absent with notice.
- 3. Public Comment:** None.
- 4. Closed Session:**  
Public Employment Pursuant to Government Code Section 54947: Executive Director
- 5. Adjourn**

Boardmember Stanback Stroud motioned to adjourn the meeting at 6:20 p.m., seconded by Boardmember Hedley, approved unanimously.

Respectfully submitted for approval at the Regular Board Meeting of January 15, 2015 by Secretary Emily Roberts and President Nancy Kraus.

\_\_\_\_\_  
Emily Roberts, Secretary

\_\_\_\_\_  
Nancy Kraus, President

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## MINUTES

### SAN BRUNO COMMUNITY FOUNDATION

#### Special Meeting of the Board of Directors

December 17, 2014  
6:00 p.m.

1. **Call to Order/Welcome:** The San Bruno Community Foundation met on December 17, 2014 at San Bruno City Hall, 567 El Camino Real, San Bruno, CA in Conference Room 115. The meeting was called to order at 6:01 p.m.
2. **Roll Call:** Boardmembers Kraus, McGlothlin, Roberts, Bohm, Hedley, and Stanback Stroud present. Boardmember Cohn was absent with notice.
3. **Public Comment:** None.
4. **Closed Session:**  
Public Employment Pursuant to Government Code Section 54947: Executive Director
5. **Adjourn**

Boardmember Hedley motioned to adjourn the meeting at 6:36 p.m., seconded by Boardmember McLoughlin, approved unanimously.

Respectfully submitted for approval at the Regular Board Meeting of January 15, 2015 by Secretary Emily Roberts and President Nancy Kraus.

\_\_\_\_\_  
Emily Roberts, Secretary

\_\_\_\_\_  
Nancy Kraus, President

Office Options For the San Bruno Community Foundation (SBCF)-Market Survey

**Purpose.** Now that SBCF has obtained IRS recognition as a 503 (C)(3) Non-Profit organization. Our next step, which is nearing completion, is recruiting our Executive Director (ED). Once this key position is filled, SBCF has a list of critical actions to complete during 2015. To address these actions, workspace for the ED is important to meet with board members, government officials, community members and organizations, consultants, and vendors.

To start the process, the Executive Committee asked me to start very preliminary research to identify areas within San Bruno where SBCF might consider office locations. It was clearly understood that this research would be informal and not include solicitation of offers, determination of specifications or any formal or informal commitments.

**Criteria.** When researching options, the three criteria discussed informally at previous meetings would serve as the starting point. The criteria were; Colocation with the City offices, a “storefront” in the core commercial area of our City, or the one large office park within the City (aka BayHill). Based on my brief discussion with the City Manager, it appears that adequate space may not be available in the City offices.

I also developed a rough outline of office space requirements based on SBCF’s initial budget and the board’s discussions. This would consist of an enclosed office for the ED (165-225 Sq. Ft. including circulation space), a workstation for the ED’s Assistant (150 Sq. Ft.), 1 or 2 workstations for visiting consultants etc., and a small conference room for the staff and visiting board members to meet in (150-200 Sq. Ft.) for a total footprint of 615-875 Sq. Ft. From a practical standpoint total space would be closer to 1,000 Sq. Ft. An option to be considered is a public meeting room (for Board Meetings), which would add 1000-1100 Sq. Ft.

After outlining the above criteria, I used three approaches; walking through and driving around the central district and BayHill, Internet research, and discussions with a Realtor who is familiar with general market conditions in San Bruno.

- a. **Walk-thru and Drive Around.** Several “office size” (from exterior) vacancies on El Camino, San Mateo Ave. and San Bruno Ave. Most appear as older construction (pre-1970), most have limited parking. Walking around BayHill, several buildings had vacancy signs including some advertising “executive suites” (i.e. turnkey locations with options like short-use conference rooms).
- b. **Internet Research.** Several vacancies at BayHill were listed, some in the 1,000 Sq. Ft. range. Prices for a “fully serviced” lease ranged from \$42.86 up



per year (in some cases, janitorial, security, etc. are priced separately). Specific configurations would need to be verified.

- c. **Realtor Input.** Discussions resulted in much the same square footage estimates as I developed. In terms of cost, central area rates are much less than BayHill (\$1.50-\$2.00 per Sq. Ft., compared to \$4.00+), however, the lessee would be expected to fund tenant improvements (i.e. interior walls, tech infrastructure) and provide janitorial. Many properties do not meet ADA requirements (i.e. disabled access, or restrooms). The Realtor cited Skyline College's San Mateo Ave. rental as a good example of updated space. Regarding BayHill, the Realtor stated we could find modern space, sometimes with shared facilities (conference rooms), included services, etc. The Realtor suggested we look into School property and offered to donate time showing us locations and arranging contacts with commercial lessors.

**Recommendations/Next Steps.**

- 1) Share with Board as information or discussion item.
- 2) Obtain consensus regarding; Location of office (area of San Bruno), type of location (storefront, executive suite, shared location, etc.).
- 3) Involve Executive Director in process (when selected).
- 4) Determine need for sub-committee to assist in further market research.
- 5) Schedule research visits (possibly utilizing assistance volunteered from San Bruno Realtor).
- 6) Agree on timetable.
- 7) Agree on need for contacts to locate infrastructure (furniture and equipment).

## MEMORANDUM

SAN BRUNO COMMUNITY FOUNDATION

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**DATE:** January 15, 2015

**TO:** Board of Directors, San Bruno Community Foundation

**FROM:** Marc L. Zafferano, City Attorney

**SUBJECT:** Receive Report Regarding Ongoing Activities of the San Bruno Community Foundation

This report provides an update regarding the ongoing activities of the SBCF.

After receiving approval of 501(c)(3) status from the Internal Revenue Service, city staff provided the appropriate forms to the State of California for their determination of tax-exempt status under state law.

The SBCF's first tax return was due before the end of the calendar year. City staff contracted with the accounting firm of Moss Adams LLP, which had been recommended by the city's consultants. For a fee of \$2500, the firm prepared the federal Form 990 and state Form 199 tax returns. The Board President signed the returns and they were filed. As the SBCF's funds are still held by the City, no assets or income were reflected on the returns.

The SBCF's Director's and Officer's insurance policy is scheduled to expire on March 21, 2015. City staff received a letter from the company, RSUI Indemnity that it would be willing to renew the policy, but the notice was unclear whether the terms and conditions of coverage, or the premium, would remain the same as last year. City staff asked the broker to provide new competitive quotes from the market so that the Board can make an informed decision about coverage options and cost. In addition, city staff and its consultants have recommended that the organization procure quotes for other coverage that will become necessary this year, such as a commercial general liability policy and worker's compensation. City staff will work with the new Executive Director to obtain this information and provide it to the Board at an upcoming meeting.

State law (commonly referred to as "AB 1234") requires that all elected and appointed officials who receive either a salary or reimbursement for expenses obtain training in government ethics. The required 2-hour training is available free of charge via an online link at the FPPC website.

City staff and the consultants, working in conjunction with the new Executive Director, will continue to assist the Board in these and other activities as the SBCF continues to move forward to accomplish its mission.

RESOLUTION No. 2015 - \_\_

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION  
APPOINTING BOARD OFFICERS FOR 2014-15**

**WHEREAS**, the Bylaws of the SBCF provide that Board officers shall be elected annually;

**WHEREAS**, at a Special Meeting on November 22, 2014, nominations were taken for the offices of President, Vice-President, Treasurer, and Secretary;

**WHEREAS**, the Board of Directors unanimously voted to re-appoint each officer to the same office as they had held in 2013-14;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors appoints the following officers of the SBCF for 2014-15:

President: Nancy Ann Kraus  
Vice-President: John McGlothlin  
Treasurer: Ben Cohn  
Secretary: Emily Roberts

Dated: January 15, 2015

ATTEST:

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Emily Roberts, Secretary

I, Emily Roberts, Secretary, do hereby certify that the foregoing Resolution No. 2015-\_\_ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 15<sup>th</sup> day of January, 2015, by the following vote:

AYES: Boardmembers:

NOES: Boardmembers:

ABSENT: Boardmembers:

## MEMORANDUM

SAN BRUNO COMMUNITY FOUNDATION

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**DATE:** January 15, 2015

**TO:** Board of Directors, San Bruno Community Foundation

**FROM:** Nancy Kraus, Frank Hedley, and Dr. Regina Stanback Stroud  
Board Committee for Executive Director Recruitment and Selection  
Process

**SUBJECT:** Receive Report from Board Committee and Adopt Resolution  
Appointing Leslie Hatamiya as the Executive Director of the San  
Bruno Community Foundation

At its meeting of May 15, 2014, the San Bruno Community Foundation (SBCF) appointed a Board committee consisting of President Nancy Kraus and Board Members Frank Hedley and Dr. Regina Stanback Stroud to develop a selection process for an Executive Director. The Board ratified the appointment of the Committee at its meeting on June 19, 2014, and instructed the Committee to return to the Board at the July meeting with a recommendation for proceeding with a search to recruit an Executive Director for the Foundation. The Committee recommended, and the full Board approved selection of The 360 Group to conduct the search, with the stated goal of concluding the process by early 2015. The services of The 360 Group also included retention of a compensation expert, Sullivan Cotter and Associates Inc., to provide the Board with a formal compensation study for the Executive Director position as required by California law.

At the Board's direction, the Committee and The 360 Group met on several occasions to develop a recommended selection process and job description, and to screen the initial pool of applicants. The full Board and The 360 Group convened on six separate occasions at regular and special meetings between September and December to review the Committee's recommendations and to interview the finalist candidates. The Board selected its top candidate and authorized The 360 Group to conduct background and reference checks, and then to negotiate an offer letter consistent with the compensation study.

The attached offer letter to Leslie Hatamiya reflects a base annual salary of \$175,000, which is well within the range recommended by Sullivan Cotter's compensation study. Benefits include a 5% employer contribution to a 403(b) retirement plan, twelve paid holidays, and four weeks of combined paid vacation and sick leave. These benefits are consistent with those provided for similar positions among comparable non-profits in the field.

It is recommended that the Board adopt the attached Resolution appointing Leslie Hatamiya as the Executive Director of the SBCF on the terms and conditions specified in the attached offer letter.

Attachments:

1. Offer Letter
2. Resolution

December 22, 2015

Leslie Hatamiya  
160 Camellia Court  
San Bruno, CA 94066

Dear Leslie:

On behalf of the San Bruno Community Foundation (the "Foundation"), I am pleased to offer you the position of Executive Director. This letter, together with the attachments, describes the employment offer in more detail, including:

- Specific responsibilities
- Compensation and benefits
- Other terms and conditions

#### **SPECIFIC RESPONSIBILITIES AND REPORTING RELATIONSHIP**

As Executive Director, you will report to the Foundation's Board of Directors (the "Board"), to the President of the Board for day-to-day activities, and be responsible for performing all duties incident to such position as described in the attached job description or as directed by the Board. This is a full-time exempt position. By signing this letter agreement, you confirm to the Board and the Foundation that you have no contractual commitments or other legal obligations that would prohibit you from performing your duties for the Foundation.

#### **COMPENSATION AND BENEFITS**

The Foundation will pay you a starting base salary at the rate of \$ 6,730.77 (\$175,000 annualized) per bi-weekly payroll period, payable in accordance with the Foundation's standard payroll schedule. This salary may be subject to adjustment from time to time, at the sole discretion of the Board.

As a regular employee of the Foundation, you will be eligible to participate in a number of employer-sponsored benefits as specified in this letter. All non-mandatory employee benefits are subject to amendment or termination by the Board.

You are also eligible for the following:

- Immediate accrual of paid time off at the annual rate of 160 hours, or approximately 6.15 hours per pay period. This takes the place of separate accruals for vacation sick leave. Maximum accrual of paid time off will be 160 hours.
- Twelve paid holidays for 2015 as per the California state holiday schedule.
- Life insurance at 1X base salary with option to purchase additional coverage at employee expense (employee is responsible for taxability of the life insurance benefit).

- You have indicated that you currently have, and that you will continue to maintain health (medical, dental, vision) insurance from other sources, and you decline such insurance from the Foundation.
- Eighty (80) hours paid leave for jury duty, as required
- Reimbursement of reasonable and necessary expenses related to the performance of the job; payment for conferences, training, publications, professional associations, and professional development at the discretion of the Board and as approved in advance.
- Participation in a qualified employer-sponsored 403(b) plan or equivalent, with a pre-tax employer contribution of 5% with no required employee contribution.
- Workers' Compensation coverage, State Disability Insurance and other benefits if required by California laws.

#### **OTHER TERMS AND CONDITIONS**

Your employment by the Foundation is for no specific period of time. Your employment by the Foundation will be "at will," meaning that either you or the Foundation may terminate your employment at any time and for any reason, with or without cause. Should you decide to leave the Foundation of your own accord, we require that you provide the Foundation sixty (60) days' advance notice, unless you and the Board agree otherwise. Should the Foundation terminate you without cause or ask that you resign, it will pay you a lump sum equal to two week's base salary for each full and completed year of employment, without proration, not to exceed a total of 12 week's base salary, subject to your signing a full release of all claims known and unknown against the Foundation and the City. Termination for cause (conviction of a crime or moral turpitude, or a finding that you violated a statute or law constituting misconduct in office) will not obligate the Foundation to make any severance payment.

Any contrary representations that may have been made to you are superseded by this letter agreement. Although your job duties, title, compensation and benefits, as well as the Foundation's personnel policies and procedures, may change from time to time, the "at will" nature of your employment may only be changed by an express written agreement signed by you and an authorized representative of the Board acting on behalf of the Foundation.

The Foundation is subject to various state and federal laws governing the conduct of public entities, including the Brown Act, the Public Records Act, financial conflict of interest laws in the California Government Code and as enforced by the state Attorney General and the Fair Political Practices Commission, and other conflict of interest laws. You agree not to engage in any activity, which would create a "common law" conflict of interest, or that is or may be a prohibited contract, under any such applicable laws, or which would create an incompatibility of office. You may not engage in any other employment for compensation during the term of this agreement, and you will not engage in teaching, consulting, or any other similar activity without the prior written approval of the Board.

Finally, you will be privy to confidential and often sensitive information pertaining to the Foundation and to the City of San Bruno, and are required not to disclose such information if prohibited by applicable city policy or state law.



This letter and attachments contain all of the terms of your employment by the Foundation and supersede any prior understandings or agreements, whether oral or written, between you and the Foundation. Please sign and return this letter to me to indicate your acceptance of the Foundation's offer of employment as outlined in this letter and the enclosed terms of offer. This offer, if not accepted, will expire at the close of business on Friday, January 9, 2015. As required by law, your employment by the Foundation is contingent upon your providing legal proof of your identity and authorization to work in the United States, as well as undergoing a thorough background, reference, and credit check with fingerprinting. Your employment by the Foundation is also contingent upon the Foundation approving this contract in open session on or about January 15, 2015, and your starting work as a regular employee of the Foundation on or before February 1, 2015.

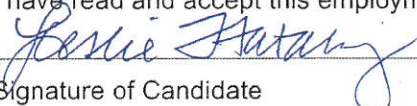
Leslie, we are very excited about your joining the San Bruno Community Foundation. You have impressive credentials. As Board Chair, I am personally looking forward to working with you, and believe that it will be a mutually rewarding relationship. Please call me at any time if you would like to discuss any aspect of the offer, or if you have any questions or other concerns.

With best regards,

Nancy A. Kraus  
Board President, San Bruno Community Foundation

**Acceptance**

I have read and accept this employment offer:

  
Signature of Candidate

Dated: 12/23/2014

**Attachments**

San Bruno Community Foundation Executive Director Position Description

RESOLUTION No. 2015 - \_\_

**RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION  
APPOINTING LESLIE HATAMIYA AS THE EXECUTIVE DIRECTOR OF THE SAN  
BRUNO COMMUNITY FOUNDATION**

**WHEREAS**, the Bylaws of the SBCF provide that the Board of Directors shall appoint an Executive Director;

**WHEREAS**, after a comprehensive search process, the Board has selected Leslie Hatamiya based on her education, experience, and qualifications for the position;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors appoints Leslie Hatamiya as its Executive Director subject to the terms and conditions of the offer letter attached hereto as Exhibit A.

Dated: January 15, 2015

ATTEST:

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Emily Roberts, Secretary

I, Emily Roberts, Secretary, do hereby certify that the foregoing Resolution No. 2015-\_\_ was duly and regularly passed and adopted by the Board of Directors of the San Bruno Community Foundation on this 15<sup>th</sup> day of January, 2015, by the following vote:

AYES: Boardmembers:

NOES: Boardmembers:

ABSENT: Boardmembers: