

SAN BRUNO

Community Foundation

Board of Directors

Malissa Netane-Jones, *President* • Jim Ruane, *Vice President* • Raul Gomez, *Secretary* • Pak Lin, *Treasurer*
Melissa Moreno • Supriya S. Perry • Irving Torres
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 Leslie Hatamiya, Executive Director, 48 hours prior to the meeting at (650) 763-0775 or by email at info@sbcf.org. 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

Regular Meeting of the Board of Directors

February 2, 2022

7:00 p.m.

Zoom Meeting Details:

<https://us02web.zoom.us/j/85622859064?pwd=bDZ6R1BybzhFOHMYQzJTV0YrdUNOZz09>

Webinar ID: 856 2285 9064

Passcode: 839604

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. **Approval of Minutes:** January 5, 2022, Regular Board Meeting
5. **Consent Calendar:** All items are considered routine or implement an earlier Board action and may be enacted by one motion; there will be no separate discussion unless requested by a Board Member or staff.
 - a. Adopt Resolution Declaring the Continued State of Local Emergency and Need for the San Bruno Community Foundation Board of Directors and Other Foundation Legislative Bodies Subject to the Ralph M. Brown Act to Continue to Teleconference in Order to Ensure the Health and Safety of the Public Pursuant to AB 361
 - b. Receive and Approve Treasurer's Report (December 2021 Financial Statements)
6. **Board Member Comments**
7. **Adjourn:** The next regular meeting of the Board of Directors is scheduled for Wednesday, March 2, 2022, at 7:00 p.m.

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MINUTES

SAN BRUNO COMMUNITY FOUNDATION

Regular Meeting of the Board of Directors

January 5, 2022

7:00 p.m.

Meeting Conducted via Zoom

1. **Call to Order/Welcome:** President Netane-Jones called the meeting to order at 7:00 p.m.
2. **Roll Call:** Board Members Netane-Jones, Ruane, Gomez, Lin, Moreno, Perry, and Torres, present.
3. **Public Comment:** None.
4. **Approval of Minutes:** December 1, 2021, Regular Board Meeting: Vice President Ruane moved to approve the minutes of the December 1, 2021, Regular Board Meeting, seconded by Board Member Torres, approved unanimously by roll call vote.
5. **Consent Calendar**
 - a. Adopt Resolution Declaring the Continued State of Local Emergency and Need for the San Bruno Community Foundation Board of Directors and Other Foundation Legislative Bodies Subject to the Ralph M. Brown Act to Continue to Teleconference in Order to Ensure the Health and Safety of the Public Pursuant to AB 361
 - b. Adopt Resolution Designating Signatories on SBCF Wells Fargo Bank Accounts
 - c. Adopt Resolution Designating Signatories on SBCF Fidelity Investments Brokerage Accounts
 - d. Adopt Resolution Appointing Members to the Investment Committee
 - e. Adopt Resolution Appointing Member to the Audit Committee
 - f. Adopt Resolution Appointing Member to the Ad Hoc Committee on Program Development

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- g. Adopt Resolution Appointing Member to the Ad Hoc Committee on Recreation and Aquatic Center Project
- h. Adopt Resolution Appointing Member to the Ad Hoc Committee on Tanforan Memorial
- i. Adopt Resolution Appointing Member to the Ad Hoc Committee on Vocational Education Strategic Initiative
- j. Adopt Resolution Creating and Appointing Members to the Ad Hoc Committee on Education Initiatives
- k. Receive and Approve Treasurer's Report (November 2021 Financial Statements)

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

6. Study Session: Discuss Roles, Responsibilities, and Operating Norms of the Board of Directors

The Study Session began with each Board member and the Executive Director introducing themselves to the group, including their personal and professional background, their interest in serving on the Foundation Board, ways they have been involved with the Foundation, and a favorite San Bruno memory.

President Netane-Jones gave an overview of the governing responsibilities of the Board as a whole, the role of individual Board members in supporting the organization, and the board-executive director relationship. She then covered the Board's operating norms and operations, explaining the protocol for placing items on a Board meeting agenda, the role and formation of committees, officer elections, and diversity, equity, and inclusion (DEI) training.

The Board discussed the officer elections process, in particular the challenges of the two-step process that includes City Council approval and the fact that the President and Treasurer serve a critical operating function as signatories on the Foundation's bank and investment accounts, and agreed to maintain the current process.

The Board also discussed the value of DEI training and agreed to have the new Board members participate in the self-assessment and individual meetings with the DEI consultant in which last year's Board members participated and to have the Board engage in at least one DEI discussion each year.

7. Board Member Comments: None.

8. Adjourn: Vice President Ruane moved to adjourn the meeting at 8:03 p.m., seconded by Board Member Torres, approved unanimously.

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Respectfully submitted for approval at the Regular Board Meeting of February 2, 2022, by Secretary Raul Gomez and President Malissa Netane-Jones.

Raul Gomez, Secretary

Malissa Netane-Jones, President

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Memorandum

DATE: January 28, 2022

TO: Board of Directors, San Bruno Community Foundation

FROM: Leslie Hatamiya, Executive Director

SUBJECT: Consent Calendar for the February 2, 2022, Regular Board Meeting

For the February 2, 2022, Regular Meeting of the Board of Directors of the San Bruno Community Foundation, the Consent Calendar includes two items related to administrative, programmatic, and operational functions of the Foundation.

1. Adopt Resolution Declaring the Continued State of Local Emergency and Need for the San Bruno Community Foundation Board of Directors and Other Foundation Legislative Bodies Subject to the Ralph M. Brown Act to Continue to Teleconference in Order to Ensure the Health and Safety of the Public Pursuant to AB 361

On March 4, 2020, Governor Gavin Newsom declared a State of Emergency to make additional resources available, formalize emergency actions already underway across multiple state agencies and departments, and help the State prepare for a broader spread of COVID-19.

On March 17, 2020, in response to the COVID-19 pandemic, Governor Newsom issued Executive Order N-29-20, which suspended certain provisions of the Ralph M. Brown Act to allow local legislative bodies to conduct meetings telephonically or by other means. The State also implemented a shelter-in-place order, requiring all non-essential personnel to work from home.

In response to the Executive Order and following the lead of the San Bruno City Council and the City's commissions, boards, and committees, the Foundation's Board of Directors and standing committees (Investment Committee and Audit Committee) have been conducting virtual meetings since April 2020. The usage of Zoom for public meetings has allowed the Foundation to ensure the public's continued access to its meetings while also ensuring the public's safety.

On June 11, 2021, Governor Newsom issued Executive Order N-08-21, which rescinded his prior Executive Order N-29-20 and set a date of October 1, 2021, for agencies to transition back to public meetings held in full compliance with the Ralph M. Brown Act. Since Executive Order N-08-21 was enacted, the Delta and Omicron variants of the COVID-19 virus have emerged, resulting in more than 80 times the seven-day average daily case rate for San Mateo County in

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Memorandum

mid-January 2022 compared with mid-June 2021. San Mateo County Health Department issued Health Order C19-12 on August 2, 2021, which re-implemented mask guidelines regardless of vaccination status. Taking these factors into account, the Foundation, like the City of San Bruno, has continued its public meetings in the virtual setting and wishes to maintain this format to preserve the health and safety of its staff, volunteers, and the public.

AB 361 was signed into law by the Governor on September 16, 2021, went into effect immediately as urgency legislation (codified under Government Code § 54953), allowing local legislative bodies to continue to meet remotely beyond the current executive order's expiration of September 30, 2021, in any of the following circumstances:

- The legislative body holds a meeting during a proclaimed state of emergency, and state or local officials have imposed or recommended measures to promote social distancing.
- The legislative body holds a meeting during a proclaimed state of emergency for the purpose of determining, by majority vote, whether as a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees.
- The legislative body holds a meeting during a proclaimed state of emergency and has determined, by majority vote, pursuant to subparagraph (B), that, as a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees (Government Code § 54953(e)(1)(A)-(C)).

Staff has determined the following findings can be made to meet the above provisions of AB 361:

- The state of California remains under the COVID-19 state of emergency proclaimed by the Governor pursuant to the California Emergency Services Act.
- The emergency continues to directly impact the ability of members to meet safely in person.
- State or local officials continue to impose or recommend measures to promote social distancing (Government Code § 54953(e)(3)(B)(i)-(ii)).

On November 3, 2021, December 1, 2021, and January 5, 2022, the Foundation Board adopted resolutions making necessary findings so that the Foundation could continue to teleconference public meetings without adhering to all of the Brown Act's teleconferencing requirements, in order to ensure the health and safety of the public. The public can attend public meetings by teleconference accessibility via call-in option or an internet-based service option (via the Zoom Webinar platform). Meeting details including the Zoom link and accessible phone numbers are listed on the published agenda for each meeting. The Foundation monitors attendance via teleconference as well as email correspondence received throughout each public meeting and provides access for public comment opportunities in real time both verbally and in writing.

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Memorandum

Under AB 361, which will sunset on January 1, 2024, the Foundation Board may continue to teleconference public meetings if the Board makes findings every 30 days during the proclaimed state of emergency. Thus, I recommend that the Board once again adopt the resolution declaring the continued state of local emergency and need for the Foundation Board of Directors and other legislative bodies subject to the Ralph M. Brown Act to continue to teleconference in order to ensure the health and safety of the public pursuant to AB 361, as part of the Consent Calendar. If the Board chooses not to adopt the resolution or declare staff's findings, the Foundation may not be subject to the Brown Act exemptions that would be allowed under AB 361.

2. Receive and Approve Treasurer's Report (December 2021 Financial Statements)

The December 2021 financial statements consist of a Budget Report and Balance Sheet. The attached Budget Narrative provides a thorough explanation of the financial statements. The Budget Report includes the budget figures approved at the June 2, 2021, Board meeting.

I recommend that the Board approve the attached resolution and the Treasurer's Report, as outlined above, as part of the Consent Calendar on February 2, 2022.

Attachments:

1. Resolution Declaring the Continued State of Local Emergency and Need for the San Bruno Community Foundation Board of Directors and Other Foundation Legislative Bodies Subject to the Ralph M. Brown Act to Continue to Teleconference in Order to Ensure the Health and Safety of the Public Pursuant to AB 361
2. December 2021 Financial Statements

RESOLUTION NO. 2022-__

RESOLUTION OF THE SAN BRUNO COMMUNITY FOUNDATION DECLARING THE CONTINUED STATE OF LOCAL EMERGENCY AND NEED FOR THE SAN BRUNO COMMUNITY FOUNDATION BOARD OF DIRECTORS AND OTHER FOUNDATION LEGISLATIVE BODIES SUBJECT TO THE RALPH M. BROWN ACT TO CONTINUE TO TELECONFERENCE IN ORDER TO ENSURE THE HEALTH AND SAFETY OF THE PUBLIC PURSUANT TO AB 361

WHEREAS, on March 4, 2020, the Governor of California proclaimed a State of Emergency to exist in California as a result of the threat of novel coronavirus disease 2019 (COVID-19);

WHEREAS, on March 17, 2020, the Governor of California executed Executive Order N-29-20, which suspended and modified specified provisions in the Ralph M. Brown Act (Government Code Section § 54950 *et seq.*) and authorized local legislative bodies to hold public meetings via teleconferencing and to make public meeting accessible telephonically or otherwise electronically to all members of the public seeking to observe and address the local legislative body;

WHEREAS, on June 11, 2021, the Governor of California executed Executive Order N-08-21, which extended the provisions of Executive Order N-29-20 concerning teleconference accommodations for public meetings through September 30, 2021;

WHEREAS, the San Bruno Community Foundation, including its Board of Directors and all other legislative bodies subject to the Ralph M. Brown Act (“Brown Act Bodies”), has been holding meetings using teleconferencing and virtual meeting technology in an effort to help protect Foundation officials, staff, volunteers, and the public from COVID-19;

WHEREAS, on August 2, 2021, in response to the Delta variant, the San Mateo County Health Department issued Order C19-12, which requires all individuals to wear face coverings when indoors in workplaces and public settings;

WHEREAS, because of the rise in COVID-19 cases due to the Delta variant and now the Omicron variant, the Foundation is concerned about the health and safety of all individuals who intend to attend public meetings of the Foundation in person;

WHEREAS, on September 16, 2021, the Governor of California signed into law Assembly Bill 361 (AB 361, Rivas) into law as an urgency measure that went into effect immediately;

WHEREAS, AB 361 authorizes local legislative bodies to continue to conduct meetings using teleconferencing without complying with the Ralph M. Brown Act’s standard teleconferencing requirements if certain conditions are met;

WHEREAS, AB 361 requires local findings that meeting in person would present an imminent risk to the health and safety of attendees; and

WHEREAS, the Foundation desires to continue conducting public meetings of its Brown Act Bodies using teleconferencing as authorized by AB 361.

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

1. The Foundation Board of Directors hereby finds and determines that the foregoing recitals are true and correct; the recitals are hereby incorporated by reference into each of the findings as though fully set forth therein.
2. In compliance with AB 361, the Foundation Board of Directors makes the following findings:
 - a. The Foundation Board of Directors has reconsidered the circumstances of the state of emergency, and the state of emergency remains active;
 - b. The state of emergency continues to directly impact the ability of the Foundation's Brown Act Bodies, as well as staff and members of the public, to meet safely in person; and
 - c. State or local officials continue to impose or recommend measures to promote social distancing.
3. Meetings of the Foundation's Brown Act Bodies will continue to be conducted via teleconference, pursuant to AB 361.

This resolution will be effective upon adoption.

Dated: February 2, 2022

ATTEST:

Raul Gomez, Secretary

I, Raul Gomez, Secretary, do hereby certify that the foregoing Resolution No. 2022-__ was duly and regularly passed and adopted by the Board of Directors of

the San Bruno Community Foundation on this 2nd day of February, 2022, by the following vote:

AYES: Board members:

NOES: Board members:

ABSENT: Board members:

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December 2021

Budget Narrative

This report primarily describes amounts in column a (Actual Year to Date) of the monthly Budget Report. When projections vary from Budget (column b), the changes will be reflected in columns d (Final Projected Amount) and e (Change in Budget) and be explained. First six months equal 50% of the fiscal year.

INCOME

Line 1 Transfers from Quasi Endowment – \$200,000 transfer in December related to Community Grants distribution is 63.9% of budget.

Line 2 Transfers from Strategic Pool – Initial transfer of \$500,000 in September is 1.9% of budget.

Line 3 Transfers from Liquidity RAC – Transfer planned for later in the year.

Line 5 Interest Income – \$17,572 is 44.9% of budget. Liquidity Pool – Operating balance is currently \$9,102,683. This balance has been and will continue to decline as RAC Construction grant payments are made.

EXPENSES

Line 9 Community Grants – Agreements for the first three grants were executed in December and totaled \$60,000 (20% of budget).

Line 10 Strategic Grants – \$40,464,454 RAC Construction Grant awarded in September is 88% of budget.

Line 13 Salaries & Wages – Expense is slightly under budget at 49%. There has been turnover in the Program Manager position.

Line 14 Payroll Taxes & Benefits – Expense (\$10,705) is 43.5% of budget. Social Security/Medicare tax (\$4,970) and retirement (\$4,948) are the largest costs. Other costs include workers' compensation (\$576) and life (\$214) insurance.

Line 16 Occupancy – Only cost is office lease (\$7,749). Amount is 49.2% of budget.

Line 17 Insurance – Total (\$11,621) is 47.9% of budget and includes Directors & Officers (\$9,611), crime (\$1,396), and commercial liability (\$614) policies.

Line 18 Telecommunications – Cost (\$1,410) is 49.5% of budget, with cell phones (\$685) and internet (\$548) being the largest expenses.

Line 19 Postage & Shipping – Cost (\$1,813) is 41.8% of budget. 85% of the total or \$1,537 is for Annual Report mailing.

Line 20 Marketing & Communications - \$9,884 expense is 57.5% of budget. \$8,278 or 85% of the total has been for Annual Report design and printing. \$1,077 has been for Scholarship flyers and promotions. \$411 has been for Grant & Scholarship application software.

Line 21 Office Supplies & Equipment – Cost (\$2,570) is 42.1% of budget. Laptop for Program Manager (\$2,184) accounts for 85% of the total.

Line 22 Legal Fees – \$14,976 expense is 36% of budget. Costs include \$9,278 for San Bruno City Attorney, \$4,708 related to Strategic Grants, and \$900 for Community Grants.

Line 23 Accounting & Payroll Fees – Total (\$21,797) is 61.7% of budget with \$11,493 for Accounting Consultant, \$9,750 for annual audit and tax preparation fees, and \$554 for payroll processing fees.

Line 24 Other Consultants – \$2,789 is 13.4% of budget and has been for IT consultant.

Line 25 Travel, Meetings & Conferences – \$15 expense is 0.4% of budget.

Line 26 Miscellaneous – Cost (\$800) equals 26.1% of budget. \$325 has been for Board recognition expenses.

SUMMARY

Excluding the budget for Scholarships & Grants, total expenses are at 46.3% of budget, which is below the 50% benchmark for the first half of the year. In terms of dollars, the \$195,770 in year-to-date expense is \$15,697 less than the first half budget allocation.

The Fidelity Liquidity Pool – RAC, was created with a \$10 million July 2018 transfer. The balance as of December 31, 2021 is \$10,583,432, including market value loss of \$4,673 in December.

Total December investment net gain or increase in value is \$961,931. This came from the Strategic Pool (\$340,205) and Quasi Endowment (\$626,399) gains less \$4,673 Liquidity Pool loss. Year-to-date investment net gain or increase in value is \$1,363,592.

Overall organization year to date net loss or decrease in net assets is \$39,339,060. Most of this is the RAC 8 Construction grant (\$40,464,454) investment.

Total Net Assets, as of December 31, 2021 are \$35,524,336 with \$23,578,146 in Quasi Endowment; \$11,844,990 in general Unrestricted funds; and \$101,200 in Donor Restricted Net Assets.

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December 2021 2021-2022 Budget Report

	(a)	(b)	(c)	(d)	(e)
	Actual Year to Date	Budget	Actual as % of Budget (a/b)	Final Projected Amount	Change in Budget (d - b)
INCOME & TRANSFERS					
1 Transfers from Quasi Endowment	\$ 200,000	\$ 312,932	63.9%	\$ 312,932	\$ -
2 Transfers from Strategic Pool	500,000	26,456,233	1.9%	26,456,233	-
3 Transfers from Liquidity RAC	-	10,631,501	0.0%	10,631,501	-
4 Donations	-	-	-	-	-
5 Interest Income	17,572	39,173	44.9%	39,173	-
6 Miscellaneous Income	-	-	-	-	-
7 Total Available for Operations	717,572	37,439,839	1.9%	37,439,839	-
EXPENSES					
8 Crestmoor Scholarships	-	160,000	0.0%	190,000	30,000
9 Community Grants	60,000	300,000	20.0%	300,000	-
10 Strategic Grants	40,464,454	45,964,454	88.0%	45,964,454	-
11 Other Grants	-	10,000	0.0%	10,000	-
12 Subtotal Direct Program Expenses	40,524,454	46,434,454	87.3%	46,464,454	30,000
13 Salaries & Wages	109,641	223,600	49.0%	223,600	-
14 Payroll Taxes & Benefits	10,705	24,636	43.5%	24,636	-
15 Subtotal Personnel Expenses	120,346	248,236	48.5%	248,236	-
16 Occupancy	7,749	15,758	49.2%	15,758	-
17 Insurance	11,621	24,248	47.9%	24,248	-
18 Telecommunications	1,410	2,851	49.5%	2,851	-
19 Postage & Shipping	1,813	3,500	51.8%	3,500	-
20 Marketing & Communications	9,884	17,200	57.5%	17,200	-
21 Office Supplies & Equipment	2,570	6,100	42.1%	6,100	-
22 Legal Fees	14,976	41,556	36.0%	41,556	-
23 Accounting & Payroll Fees	21,797	35,332	61.7%	35,332	-
24 Other Consultants	2,789	20,870	13.4%	20,870	-
25 Travel, Meetings & Conferences	15	4,220	0.4%	4,220	-
26 Miscellaneous	800	3,063	26.1%	3,063	-
27 Subtotal Non-Personnel	75,424	174,698	43.2%	174,698	-
28 Total Expenses	40,720,224	46,857,388	86.9%	46,887,388	30,000
29 Net Surplus/(Loss)	\$ (40,002,652)	\$ (9,417,549)		\$ (9,447,549)	\$ (30,000)

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Statement of Financial Position as of December 31, 2021

ASSETS

Cash, Wells Fargo General	\$ 152,537.62		
Cash, Wells Fargo Payroll	11,017.11		
Cash, Fidelity Liquidity Pool - Operating	9,102,682.80		
Total Cash		9,266,237.53	
Investments, Fidelity Liquidity Pool - RAC	10,583,431.50		4,672.50
Investments, Fidelity Strategic Pool	31,946,775.69		
Investments, Fidelity Quasi-Endowment	23,578,145.99		
Total Investments		66,108,353.18	
Prepaid Rent	1,306.96		
Prepaid Insurance	6,565.75		
Total Other Current Assets		7,872.71	
Deposits	909.45		
Total Other Assets		909.45	
TOTAL ASSETS			\$ 75,383,372.87

LIABILITIES & NET ASSETS

LIABILITIES

Accounts Payable	74,923.65		
Accrued Grants Payable	39,531,388.83		
Accrued Scholarships Payable	237,500.00		
Accrued Employee PTO	15,224.00		
Total Liabilities		39,859,036.48	

NET ASSETS

Unrestricted, Non-QE 7/1/2021 Balance	51,853,495.41		
Transfer from Quasi-Endowment	200,000.00		
Year to Date Net Income from Operations	(40,702,652.31)		
Year to Date Strategic Investment Income	494,147.30		
Total Non-QE Unrestricted Net Assets		11,844,990.40	
Quasi-Endowment 7/1/2021 Balance	22,908,700.87		
Transfer to Liquidity for Operations	(200,000.00)		
Year-to-date QE Investment Income	869,445.12		
Total QE Unrestricted Net Assets		23,578,145.99	
Total Unrestricted Net Assets		35,423,136.39	
Donor Restricted Net Assets 7/1/2021 Balance	101,200.00		
Year to Date Donor Restricted Net Income	-		
Total Donor Restricted Net Assets		101,200.00	
Total Net Assets		35,524,336.39	
TOTAL LIABILITIES & NET ASSETS			\$ 75,383,372.87