SAN PABLO ECONOMIC DEVELOPMENT CORPORATION
BOARD MEETING AGENDA

Board of Directors
Xavier Abrams, Chair
Genoveva Garcia Calloway, Vice Chair
Kanwar Singh, Treasurer (excused absence)
Saman Farid, Director
Patricia Ponce, Director

WEDNESDAY, January 17th, 2024
6:00 PM

CALL TO ORDER OF ANNUAL MEETING/ PLEDGE OF ALLEGIANCE/ ROLL CALL

PUBLIC COMMENTS: The public is encouraged to address the San Pablo EDC Board on any matter listed on the agenda or any other matter within its jurisdiction subject to the rules of decorum to be described and acted on by the Board. If you wish to address the Board, please email saeidb@sanpabloedc.org with “Speaker Form” in the subject line. The Board will hear public comments on items listed on the agenda during discussion of the matter and prior to a vote.

EXECUTIVE DIRECTOR REMARKS

CONSENT AGENDA
All matters listed in the Consent Agenda section will be considered routine by the Board and will be enacted by one motion. The disposition of the item is indicated. There will be no separate discussion of these items. If discussion is requested, that item will be removed from the section entitled Consent Agenda and will be considered separately.

CONSENT AGENDA (3 items)

1. Minutes of the November 15, 2023 regular meeting (pages 3-4)
   Recommendation: Approve

2. San Pablo EDC FY23-24 Financial Statements ending November 30, 2023 (pages 5-11)
   Receive and file

3. Resolution authorizing adoption of updated Employee Handbook (pages 12-42)
   Receive and file

* * * END OF CONSENT AGENDA * * *
REGULAR AGENDA – ITEMS FOR DISCUSSION

1. Resolution nominating and re-electing eligible board directors for another term, to wit Vice Chair Genoveva Calloway for a second three-year term as a regular director, Treasurer Kanwar Singh for a third three-year term as a regular director, and Director Patricia Ponce for a third two-year term as a city-nominated board director (pages 43-63)
   Recommendation: Approve

2. Resolution nominating and electing board officers (pages 64-66)
   Recommendation: Approve

3. Resolution authorizing application to Travis Credit Union Foundation Financial Coaching Grant (pages 67-70)
   Recommendation: Approve

4. Resolution authorizing application to Robert Wood Johnson Foundation’s Storytelling Grant and ratifying grant writing expense up to $3,000 (pages 71-80)
   Recommendation: Approve

ADJOURNMENT
Adjourn to next regular meeting scheduled for Wednesday, February 21, 2024, at 6:00 pm.
ROLL CALL

The Board of Directors (Board) meeting was called to order at 6:05 PM in the San Pablo Economic Development Corporation (San Pablo EDC) Offices at 1000 Gateway Avenue, First Floor, San Pablo, California. Present were Vice Chair Genoveva Calloway, Director Saman Farid and Director Patricia Ponce who attended remotely via Zoom under the “just cause” provision. Chair Xavier Abrams joined at 6:25. Also present were Executive Director Leslay Choy and Board Secretary Saeid Babay Hosseini. Treasurer Kanwar Singh had an excused absence.

PUBLIC COMMENTS

There were no public comments.

EXECUTIVE DIRECTOR REMARKS

Executive Director Choy briefed the board on the Contra Costa County Economic Forum. She invited the Board to attend San Pablo’s Winter Wonderland event on November 30th and the San Pablo City Council rotation on Monday, December 4th at 6:00 PM when Director Ponce will become Mayor. She shared the food guide staff developed to encourage local construction contractors working on city projects to frequent participating food businesses. Finally, she highlighted San Pablo EDC's involvement with the West Contra Costa Unified School District's Career Technical Education Advisory Council.

CONSENT AGENDA

1. Minutes of the October 18, 2023 regular meeting
   **Recommendation:** Approve

2. San Pablo EDC FY23-24 Financial Statements ending September 30, 2023
   **Recommendation:** Receive and file

It was moved by Director Farid, seconded by Director Ponce, and passed by a vote of those present to adopt the items on the Consent Agenda. The motion passed as follows:

**AYES:** Calloway, Farid, Ponce
**NOES:** None
**ABSTAIN:** None
**ABSENT:** Abrams, Singh
REGULAR AGENDA

Resolution authorizing execution of fiscal year 2023-2024 Memorandum of Understanding with TekPerfect for workforce training services

Executive Director Choy introduced the item, updated the Board on the collaboration between San Pablo EDC and partners for an IT Training and Certification program, highlighting the proposed MOU with TekPerfect to enhance IT career access and experience for workforce participants. Following board discussion, it was moved by Director Ponce, seconded by Vice Chair Calloway, and passed by a vote of those present to adopt RESOLUTION SPEDC2023-026, a resolution authorizing Executive Director Choy to execute fiscal year 2023-2024 Memorandum of Understanding with TekPerfect for workforce training services.

AYES: Calloway, Farid, Ponce
NOES: None
ABSTAIN: None
ABSENT: Abrams, Singh

Resolution authorizing execution of fiscal year 2023-2024 Memorandum of Understanding with Jewish Vocational Services for workforce training services

Executive Director Choy introduced the item, explained the importance of the collaboration with Jewish Vocational Services (JVS) on the IT Training and Certification program with a focus on JVS's comprehensive employment support. Following board discussion, it was moved by Director Farid, seconded by Vice Chair Calloway, and passed by a vote of those present to adopt RESOLUTION SPEDC2023-027, a resolution authorizing Executive Director Choy to execute fiscal year 2023-2024 Memorandum of Understanding with Jewish Vocational Services for workforce training services.

AYES: Abrams, Calloway, Farid, Ponce
NOES: None
ABSTAIN: None
ABSENT: Singh

ADJOURNMENT

It was moved by Vice Chair Calloway and seconded by Director Farid to adjourn the meeting at 6:27 PM to the next regular meeting scheduled for Wednesday, December 20, 2023 at 6:00 PM.

Respectfully submitted,

______________________________
Saeid Babay Hosseini, Board Secretary

______________________________
Genoveva Calloway, Vice Chair

Minutes for November 15, 2023
SAN PABLO EDC BOARD REPORT

DATE: January 17, 2024
TO: San Pablo EDC Board
FROM: Leslay Choy, Executive Director
SUBJECT: SAN PABLO ECONOMIC DEVELOPMENT CORPORATION FISCAL YEAR 2023-24 FINANCIAL STATEMENTS THROUGH NOVEMBER 2023

RECOMMENDED ACTION

The Executive Director recommends the Board of Directors:

1. Receive and file report.

BACKGROUND

As part of its ongoing fiduciary oversight, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) reviews the organization’s financial reports. These reports are received and reviewed in advance by Board Treasurer and Finance Committee member, Kanwar Singh. Financials compare year-to-date expenses to annual budget in a format recommended by Treasurer Singh.

ANALYSIS OF FINANCIAL REPORTS

Attached is a set of financial reports through November 2023. The lead item is the balance sheet, which shows the organization’s financial position as of November 30, 2023. The November balance sheet reflects assets of $4,931,088, liabilities of $1,973,286 and equity of $2,957,802. Note that the COSP 120 funds administered on behalf of the City of San Pablo for the B2B and Mini-BIGs programs reflect a multi-year contract total of $609,528 less revenue earned as of each financial close on the balance sheet under account 25800 “Unearned or Deferred Revenue.” This is also where the unearned portion of the professional services agreement with the City of San Pablo for general operations resides, and changes the month-over-month liabilities, reducing as the year advances.

The second section of the report is the year-to-date profit and loss (P&L) total statement through November 30, 2023 with comparison to budget. The P&L statements are presented as a summary of the Total Budget for Operations, Measure S and Total Grants, followed by detailed operations for each budget class. The first column represents year-to-date (YTD) revenue and expenses by budget item; second column represents total budget; third column represents year-to-date variance to budget. EDC recognizes income on an accrual basis.

The first part of the Total P&L statement is revenue (income). November YTD has total income of $859,179, representing 42.3% of budgeted income with 41.7% of the year complete. While reimbursement-based grants, such as Contra Costa Workforce Collaborative (CCWC) and CREATE naturally produce revenue lag, all revenue will be realized under those grant contracts in FY23-24. Also, while a minor revenue impact, it warrants highlight to the board that the mid-year budget will be at least $5,000 lower in earned program revenue, as the USPS did not distribute an issue of ad share, so San Pablo EDC had to rerun the ad share at full cost to EDC but zero cost to the advertising businesses. While a query was initiated and complaint filed, the USPS fell silent and EDC changed bulk distribution centers.

The second part of the P&L represents expenses, the bulk of which are 62100 Contract Services, 65000 Operations and 66000 Payroll. YTD expenses were $598,464 or 37.2% of the annual budget.

Monthly non-cash depreciation of $3,739 for the EDC’s commercial building asset, Mission Plaza, is accounted for as “other expense” in account 70100, as it does not affect operations. By classifying it this
way, the EDC separates operations and cash usage from non-cash activity. This is referred to as EBITDA or earnings before interest, taxes, depreciation and amortization.

**Attachments**
- San Pablo EDC FY23-24 Financial Statements for November 2023
San Pablo Economic Development Corporation
Balance Sheet
As of November 30, 2023

<table>
<thead>
<tr>
<th>ASSETS</th>
<th>Nov 30, 23</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Current Assets</strong></td>
<td></td>
</tr>
<tr>
<td>Checking/Savings</td>
<td></td>
</tr>
<tr>
<td>10000 · SPEDC Checking Account</td>
<td>1,302,874.41</td>
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<tr>
<td>10005 · Money Market ...1115</td>
<td>2,044,899.59</td>
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<tr>
<td>10015 · TCU Checking /Savings Account</td>
<td>173.45</td>
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<tr>
<td>10100 · Petty Cash</td>
<td>100.00</td>
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<tr>
<td><strong>Total Checking/Savings</strong></td>
<td>3,348,047.45</td>
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<tr>
<td>Accounts Receivable</td>
<td></td>
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<tr>
<td>11000 · Accounts Receivable</td>
<td>292,519.42</td>
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<tr>
<td><strong>Total Accounts Receivable</strong></td>
<td>292,519.42</td>
</tr>
<tr>
<td>Other Current Assets</td>
<td></td>
</tr>
<tr>
<td>12000 · Undeposited Funds</td>
<td>350.00</td>
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<tr>
<td>13000 · Prepaid Expenses</td>
<td>706.00</td>
</tr>
<tr>
<td><strong>Total Other Current Assets</strong></td>
<td>1,056.00</td>
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<tr>
<td><strong>Total Current Assets</strong></td>
<td>3,641,622.87</td>
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<tr>
<td><strong>Fixed Assets</strong></td>
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<tr>
<td>14100 · Buildings - Operating</td>
<td>1,540,000.00</td>
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<tr>
<td>14200 · Accumulated Depreciation</td>
<td>(250,535.19)</td>
</tr>
<tr>
<td><strong>Total Fixed Assets</strong></td>
<td>1,289,464.81</td>
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<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td>4,931,087.68</td>
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<tr>
<td><strong>LIABILITIES &amp; EQUITY</strong></td>
<td></td>
</tr>
<tr>
<td>Liabilities</td>
<td></td>
</tr>
<tr>
<td>Current Liabilities</td>
<td></td>
</tr>
<tr>
<td>Accounts Payable</td>
<td></td>
</tr>
<tr>
<td>20000 · Accounts Payable</td>
<td>26,649.09</td>
</tr>
<tr>
<td><strong>Total Accounts Payable</strong></td>
<td>26,649.09</td>
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<tr>
<td>Credit Cards</td>
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<tr>
<td>20500 · SPEDC Credit Card</td>
<td>5,302.62</td>
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<td><strong>Total Credit Cards</strong></td>
<td>5,302.62</td>
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<tr>
<td>Other Current Liabilities</td>
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<tr>
<td>24000 · Payroll Liabilities</td>
<td>3,913.02</td>
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<tr>
<td>25800 · Unearned or Deferred Revenue</td>
<td>609,528.14</td>
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<tr>
<td>25810 · Repair credit for Mission Plaza</td>
<td>24,293.29</td>
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<tr>
<td>25820 · Security Deposit</td>
<td>3,600.00</td>
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<td><strong>Total Other Current Liabilities</strong></td>
<td>641,334.45</td>
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<td><strong>Total Current Liabilities</strong></td>
<td>673,286.16</td>
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<tr>
<td>Long Term Liabilities</td>
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</tr>
<tr>
<td>27100 · Notes, Mortgages, and Leases</td>
<td>1,300,000.00</td>
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<tr>
<td><strong>Total Long Term Liabilities</strong></td>
<td>1,300,000.00</td>
</tr>
<tr>
<td><strong>Total Liabilities</strong></td>
<td>1,973,286.16</td>
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<tr>
<td>Equity</td>
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<tr>
<td>32100 · Operations Net Assets</td>
<td>2,728,984.91</td>
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<tr>
<td>32500 · Meas Q Net assets</td>
<td>38,798.08</td>
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<tr>
<td><strong>Net Income</strong></td>
<td>190,018.53</td>
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<tr>
<td><strong>Total Equity</strong></td>
<td>2,957,801.52</td>
</tr>
<tr>
<td><strong>TOTAL LIABILITIES &amp; EQUITY</strong></td>
<td>4,931,087.68</td>
</tr>
</tbody>
</table>
## San Pablo Economic Development Corporation
### Profit & Loss Budget vs. Actual
#### July through November 2023

<table>
<thead>
<tr>
<th>Ordinary Income/Expense</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Income</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>43400 · Direct Public Support</td>
<td>3,500.00</td>
<td>15,000.00</td>
<td>(11,500.00)</td>
<td>23.3%</td>
</tr>
<tr>
<td>44400 · Government Contracts</td>
<td>234,375.00</td>
<td>562,500.00</td>
<td>(328,125.00)</td>
<td>41.7%</td>
</tr>
<tr>
<td>44500 · Government Grants</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>45000 · Investments</td>
<td>43,083.36</td>
<td>85,200.00</td>
<td>(42,116.64)</td>
<td>50.6%</td>
</tr>
<tr>
<td>46400 · Other Types of Income</td>
<td>6,312.55</td>
<td>27,500.00</td>
<td>(21,187.45)</td>
<td>23.0%</td>
</tr>
<tr>
<td>47200 · Program Income</td>
<td>105,950.79</td>
<td>240,000.00</td>
<td>(134,049.21)</td>
<td>44.1%</td>
</tr>
<tr>
<td><strong>Total Income</strong></td>
<td>393,221.70</td>
<td>930,200.00</td>
<td>(536,978.30)</td>
<td>42.3%</td>
</tr>
<tr>
<td><strong>Gross Profit</strong></td>
<td>393,221.70</td>
<td>930,200.00</td>
<td>(536,978.30)</td>
<td>42.3%</td>
</tr>
<tr>
<td><strong>Expense</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>60300 · Awards and Grants</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>60900 · Business Expenses</td>
<td>2,912.90</td>
<td>9,900.00</td>
<td>(6,987.10)</td>
<td>29.4%</td>
</tr>
<tr>
<td>62100 · Contract Services</td>
<td>17,750.34</td>
<td>69,350.00</td>
<td>(51,599.66)</td>
<td>25.6%</td>
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<tr>
<td>62800 · Facilities and Equipment</td>
<td>1,746.35</td>
<td>5,500.00</td>
<td>(3,753.65)</td>
<td>31.8%</td>
</tr>
<tr>
<td>65000 · Operations</td>
<td>53,316.01</td>
<td>145,330.00</td>
<td>(92,013.99)</td>
<td>36.7%</td>
</tr>
<tr>
<td>65100 · Other Types of Insurance</td>
<td>20,358.98</td>
<td>44,700.00</td>
<td>(24,341.02)</td>
<td>45.5%</td>
</tr>
<tr>
<td>66000 · Payroll Expenses</td>
<td>83,392.29</td>
<td>231,921.00</td>
<td>(148,528.71)</td>
<td>36.0%</td>
</tr>
<tr>
<td>66500 · Benefits</td>
<td>44,143.72</td>
<td>83,683.00</td>
<td>(39,539.28)</td>
<td>52.8%</td>
</tr>
<tr>
<td>68300 · Travel and Meetings</td>
<td>6,838.10</td>
<td>8,500.00</td>
<td>(1,661.90)</td>
<td>80.4%</td>
</tr>
<tr>
<td>69000 · Operational Contingency</td>
<td>2,000.00</td>
<td>5,000.00</td>
<td>(3,000.00)</td>
<td>40.0%</td>
</tr>
<tr>
<td>69010 · Bank Service Charges</td>
<td>116.66</td>
<td></td>
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</tr>
<tr>
<td><strong>Total Expense</strong></td>
<td>232,575.35</td>
<td>603,884.00</td>
<td>(371,308.65)</td>
<td>38.5%</td>
</tr>
<tr>
<td><strong>Net Ordinary Income</strong></td>
<td>160,646.35</td>
<td>326,316.00</td>
<td>(165,669.65)</td>
<td>49.2%</td>
</tr>
<tr>
<td><strong>Other Income/Expense</strong></td>
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<tr>
<td><strong>Other Expense</strong></td>
<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>70100 · Depreciation &amp; Amortization</td>
<td>18,696.65</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>71500 · Mini-BIG’s</td>
<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>71600 · Back to Business</td>
<td></td>
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</tr>
<tr>
<td><strong>Total Other Expense</strong></td>
<td>18,696.65</td>
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<td></td>
<td></td>
</tr>
<tr>
<td><strong>Net Other Income</strong></td>
<td>(18,696.65)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Net Income</strong></td>
<td>141,949.70</td>
<td>326,316.00</td>
<td>(184,366.30)</td>
<td>43.5%</td>
</tr>
</tbody>
</table>
## San Pablo Economic Development Corporation
### Profit & Loss Budget vs. Actual
#### July through November 2023

### Ordinary Income/Expense

<table>
<thead>
<tr>
<th>Income</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>43400 · Direct Public Support</td>
<td>166,666.65</td>
<td>400,000.00</td>
<td>(233,333.35)</td>
<td>41.67%</td>
</tr>
<tr>
<td>44400 · Government Contracts</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>44500 · Government Grants</td>
<td>166,666.65</td>
<td>400,000.00</td>
<td>(233,333.35)</td>
<td>41.67%</td>
</tr>
<tr>
<td>45000 · Investments</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>46400 · Other Types of Income</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>47200 · Program Income</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Income</strong></td>
<td><strong>166,666.65</strong></td>
<td><strong>400,000.00</strong></td>
<td><strong>(233,333.35)</strong></td>
<td><strong>41.67%</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Expense</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>60300 · Awards and Grants</td>
<td>10,000.00</td>
<td>12,500.00</td>
<td>(2,500.00)</td>
<td>80.0%</td>
</tr>
<tr>
<td>60900 · Business Expenses</td>
<td>782.00</td>
<td>2,470.00</td>
<td>(1,688.00)</td>
<td>31.66%</td>
</tr>
<tr>
<td>62100 · Contract Services</td>
<td>20,824.35</td>
<td>112,550.00</td>
<td>(91,725.65)</td>
<td>18.5%</td>
</tr>
<tr>
<td>62800 · Facilities and Equipment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>65000 · Operations</td>
<td>9,840.36</td>
<td>30,630.00</td>
<td>(20,789.64)</td>
<td>32.13%</td>
</tr>
<tr>
<td>65100 · Other Types of Insurance</td>
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<td></td>
</tr>
<tr>
<td>66000 · Payroll Expenses</td>
<td>104,056.36</td>
<td>297,200.00</td>
<td>(193,143.64)</td>
<td>35.01%</td>
</tr>
<tr>
<td>66500 · Benefits</td>
<td>9,411.05</td>
<td>89,650.00</td>
<td>(80,238.95)</td>
<td>10.5%</td>
</tr>
<tr>
<td>68300 · Travel and Meetings</td>
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<tr>
<td>69000 · Operational Contingency</td>
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</tr>
<tr>
<td>69010 · Bank Service Charges</td>
<td></td>
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</tr>
<tr>
<td><strong>Total Expense</strong></td>
<td><strong>154,914.12</strong></td>
<td><strong>545,000.00</strong></td>
<td><strong>(390,085.88)</strong></td>
<td><strong>28.43%</strong></td>
</tr>
</tbody>
</table>

**Net Ordinary Income**

<table>
<thead>
<tr>
<th></th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Net Ordinary Income</strong></td>
<td>11,752.53</td>
<td>(145,000.00)</td>
<td>156,752.53</td>
<td>(8.11%)</td>
</tr>
</tbody>
</table>

### Other Income/Expense

<table>
<thead>
<tr>
<th>Other Expense</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>70100 · Depreciation &amp; Amortization</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>71500 · Mini-BIG's</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>71600 · Back to Business</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Other Expense</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Net Other Income**

<table>
<thead>
<tr>
<th></th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Net Other Income</strong></td>
<td>11,752.53</td>
<td>(145,000.00)</td>
<td>156,752.53</td>
<td>(8.11%)</td>
</tr>
</tbody>
</table>

**Net Income**

<table>
<thead>
<tr>
<th></th>
<th>Jul - Nov 23</th>
<th>Budget</th>
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<tbody>
<tr>
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</table>

### Measure S

<table>
<thead>
<tr>
<th></th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
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</tr>
</thead>
<tbody>
<tr>
<td><strong>Gross Profit</strong></td>
<td>166,666.65</td>
<td>400,000.00</td>
<td>(233,333.35)</td>
<td>41.67%</td>
</tr>
</tbody>
</table>

**Other Income/Expense**

<table>
<thead>
<tr>
<th>Other Income/Expense</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
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</thead>
<tbody>
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<td>(145,000.00)</td>
<td>156,752.53</td>
<td>(8.11%)</td>
</tr>
</tbody>
</table>
## Profit & Loss Budget vs. Actual
### July through November 2023

<table>
<thead>
<tr>
<th>Ordinary Income/Expense</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Income</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>43400 · Direct Public Support</td>
<td>154,192.59</td>
<td>154,193.00</td>
<td>(0.41)</td>
<td>100.0%</td>
</tr>
<tr>
<td>44400 · Government Contracts</td>
<td>145,098.44</td>
<td>548,739.48</td>
<td>(403,641.04)</td>
<td>26.4%</td>
</tr>
<tr>
<td>44500 · Government Grants</td>
<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
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<tr>
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</tr>
<tr>
<td>47200 · Program Income</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Income</strong></td>
<td>299,291.03</td>
<td>702,932.48</td>
<td>(403,641.45)</td>
<td>42.6%</td>
</tr>
<tr>
<td><strong>Gross Profit</strong></td>
<td>299,291.03</td>
<td>702,932.48</td>
<td>(403,641.45)</td>
<td>42.6%</td>
</tr>
<tr>
<td><strong>Expense</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>60300 · Awards and Grants</td>
<td>8,521.76</td>
<td>24,499.23</td>
<td>(15,977.47)</td>
<td>34.8%</td>
</tr>
<tr>
<td>60900 · Business Expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>61000 · Contract Services</td>
<td>98,105.67</td>
<td>139,775.55</td>
<td>(41,669.88)</td>
<td>70.2%</td>
</tr>
<tr>
<td>62000 · Facilities and Equipment</td>
<td>1,200.00</td>
<td>5,300.00</td>
<td>(4,100.00)</td>
<td>22.6%</td>
</tr>
<tr>
<td>65000 · Operations</td>
<td>89,341.42</td>
<td>247,760.78</td>
<td>(158,419.36)</td>
<td>36.1%</td>
</tr>
<tr>
<td>65100 · Other Types of Insurance</td>
<td>13,805.88</td>
<td>40,596.92</td>
<td>(26,791.04)</td>
<td>34.0%</td>
</tr>
<tr>
<td>66000 · Payroll Expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>66500 · Benefits</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>68300 · Travel and Meetings</td>
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<td>69010 · Bank Service Charges</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Expense</strong></td>
<td>210,974.73</td>
<td>457,932.48</td>
<td>(246,957.75)</td>
<td>46.1%</td>
</tr>
<tr>
<td><strong>Net Ordinary Income</strong></td>
<td>88,316.30</td>
<td>245,000.00</td>
<td>(156,683.70)</td>
<td>36.0%</td>
</tr>
<tr>
<td><strong>Other Income/Expense</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Other Expense</strong></td>
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<tr>
<td>71500 · Mini-BIG's</td>
<td>9,500.00</td>
<td>45,000.00</td>
<td>(35,500.00)</td>
<td>21.1%</td>
</tr>
<tr>
<td>71600 · Back to Business</td>
<td>42,500.00</td>
<td>200,000.00</td>
<td>(157,500.00)</td>
<td>21.3%</td>
</tr>
<tr>
<td><strong>Total Other Expense</strong></td>
<td>52,000.00</td>
<td>245,000.00</td>
<td>(193,000.00)</td>
<td>21.2%</td>
</tr>
<tr>
<td><strong>Net Other Income</strong></td>
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<td>36,316.30</td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

**Total Grants**

<table>
<thead>
<tr>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
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<td>145,098.44</td>
<td>548,739.48</td>
<td>(403,641.04)</td>
<td>26.4%</td>
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<td>702,932.48</td>
<td>(403,641.45)</td>
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<td>139,775.55</td>
<td>(41,669.88)</td>
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<tr>
<td>1,200.00</td>
<td>5,300.00</td>
<td>(4,100.00)</td>
<td>22.6%</td>
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<td>247,760.78</td>
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<td>40,596.92</td>
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<tr>
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<td><strong>36,316.30</strong></td>
<td></td>
<td><strong>100.0%</strong></td>
</tr>
</tbody>
</table>
## Ordinary Income/Expense

### Income

<table>
<thead>
<tr>
<th>Description</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>43400 · Direct Public Support</td>
<td>157,692.59</td>
<td>169,193.00</td>
<td>(11,500.41)</td>
<td>93.2%</td>
</tr>
<tr>
<td>44400 · Government Contracts</td>
<td>379,473.44</td>
<td>1,111,239.48</td>
<td>(731,766.04)</td>
<td>34.15%</td>
</tr>
<tr>
<td>44500 · Government Grants</td>
<td>166,666.65</td>
<td>400,000.00</td>
<td>(233,333.35)</td>
<td>41.67%</td>
</tr>
<tr>
<td>45000 · Investments</td>
<td>43,083.36</td>
<td>85,200.00</td>
<td>(42,116.64)</td>
<td>50.57%</td>
</tr>
<tr>
<td>46400 · Other Types of Income</td>
<td>6,312.55</td>
<td>27,500.00</td>
<td>(21,187.45)</td>
<td>22.96%</td>
</tr>
<tr>
<td>47200 · Program Income</td>
<td>105,950.79</td>
<td>240,000.00</td>
<td>(134,049.21)</td>
<td>44.15%</td>
</tr>
</tbody>
</table>

### Total Income

<table>
<thead>
<tr>
<th>Description</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>859,179.38</td>
<td>2,033,132.48</td>
<td>(1,173,953.10)</td>
<td>42.26%</td>
</tr>
</tbody>
</table>

### Gross Profit

<table>
<thead>
<tr>
<th>Description</th>
<th>Jul - Nov 23</th>
<th>Budget</th>
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<td>2,033,132.48</td>
<td>(1,173,953.10)</td>
<td>42.26%</td>
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### Expense

<table>
<thead>
<tr>
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<th>Jul - Nov 23</th>
<th>Budget</th>
<th>$ Over Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>60300 · Awards and Grants</td>
<td>10,000.00</td>
<td>12,500.00</td>
<td>(2,500.00)</td>
<td>80.0%</td>
</tr>
<tr>
<td>60900 · Business Expenses</td>
<td>12,216.66</td>
<td>36,869.23</td>
<td>(24,652.57)</td>
<td>33.14%</td>
</tr>
<tr>
<td>62100 · Contract Services</td>
<td>136,680.36</td>
<td>321,675.55</td>
<td>(184,995.19)</td>
<td>42.49%</td>
</tr>
<tr>
<td>62800 · Facilities and Equipment</td>
<td>1,746.35</td>
<td>5,500.00</td>
<td>(3,753.65)</td>
<td>31.75%</td>
</tr>
<tr>
<td>65000 · Operations</td>
<td>64,356.37</td>
<td>181,260.00</td>
<td>(116,903.63)</td>
<td>35.51%</td>
</tr>
<tr>
<td>65100 · Other Types of Insurance</td>
<td>20,358.98</td>
<td>44,700.00</td>
<td>(24,341.02)</td>
<td>45.55%</td>
</tr>
<tr>
<td>66000 · Payroll Expenses</td>
<td>276,790.07</td>
<td>776,881.78</td>
<td>(500,091.71)</td>
<td>35.63%</td>
</tr>
<tr>
<td>66500 · Benefits</td>
<td>67,360.00</td>
<td>213,929.92</td>
<td>(146,569.27)</td>
<td>31.49%</td>
</tr>
<tr>
<td>68300 · Travel and Meetings</td>
<td>6,838.10</td>
<td>8,500.00</td>
<td>(1,661.90)</td>
<td>80.45%</td>
</tr>
<tr>
<td>69000 · Operational Contingency</td>
<td>2,000.00</td>
<td>5,000.00</td>
<td>(3,000.00)</td>
<td>40.0%</td>
</tr>
<tr>
<td>69010 · Bank Service Charges</td>
<td>116.66</td>
<td>116.66</td>
<td>100.0%</td>
<td></td>
</tr>
</tbody>
</table>

### Total Expense

<table>
<thead>
<tr>
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</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>598,464.20</td>
<td>1,606,816.48</td>
<td>(1,008,352.28)</td>
<td>37.25%</td>
</tr>
</tbody>
</table>

### Net Ordinary Income

<table>
<thead>
<tr>
<th>Description</th>
<th>Jul - Nov 23</th>
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</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>260,715.18</td>
<td>426,316.00</td>
<td>(165,600.82)</td>
<td>61.16%</td>
</tr>
</tbody>
</table>

### Other Income/Expense

### Other Expense

<table>
<thead>
<tr>
<th>Description</th>
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<tbody>
<tr>
<td>70100 · Depreciation &amp; Amortization</td>
<td>18,696.65</td>
<td>18,696.65</td>
<td>100.0%</td>
<td></td>
</tr>
<tr>
<td>71500 · Mini-BIG's</td>
<td>9,500.00</td>
<td>45,000.00</td>
<td>(35,500.00)</td>
<td>21.11%</td>
</tr>
<tr>
<td>71600 · Back to Business</td>
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</thead>
<tbody>
<tr>
<td></td>
<td>70,696.65</td>
<td>245,000.00</td>
<td>(174,303.35)</td>
<td>28.86%</td>
</tr>
</tbody>
</table>

### Net Other Income

<table>
<thead>
<tr>
<th>Description</th>
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<tbody>
<tr>
<td></td>
<td>190,018.53</td>
<td>181,316.00</td>
<td>8,702.53</td>
<td>104.8%</td>
</tr>
</tbody>
</table>
SAN PABLO EDC BOARD REPORT

DATE: January 17, 2024
TO: San Pablo EDC Board
FROM: Leslay Choy, Executive Director
SUBJECT: RESOLUTION OF THE SAN PABLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS ADOPTING UPDATED EMPLOYEE HANDBOOK

RECOMMENDED ACTION

The Executive Director recommends the Board of Directors:

1. Approve resolution

BACKGROUND

As updates are needed based on changes in law, policies or benefits, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) is asked to review and approve changes made to the Employee Handbook. San Pablo EDC exceeds best practice, reviewing its Employee Handbook semi-annually and regularly implementing changes that keep the organization compliant, as well as competitive as a great place to work.

All changes were done in collaboration with, and fully reviewed by, San Pablo EDC legal counsel, Law Offices of Julian Gross.

ANALYSIS

Sick Leave. Several changes have taken place in terms of California Labor Law. In 2024, minimal sick leave offered by an employer to part-time employees has been updated. It requires an employer to provide one hour of sick leave for every 30 hours worked, and that for full-time employees, the accrual rate must mean that there are 40 hours available by the 200th day of employment. San Pablo EDC’s language was updated in this section. While San Pablo EDC’s policy exceeded the State’s requirement, the 40 hours by day 200 for .8 FTEs needed an accrual rate change. SB 616 came about as a response to the pandemic.

Policy on Health and Employee Accountability. This section has been updated and simplified to include any contagious viral or bacterial infection and the protocol employees follow as well as the policy San Pablo EDC practices.

Bereavement Leave. This section has been updated, per California law (SB 848 and AB 1949), to include grandchildren, and reproductive loss, and has been expanded to include all part-time employees and eligibility for leave after the 30th day of employment.

The Board is asked to review all changes and adopt the updated Employee Handbook.

FISCAL IMPACT

There is no fiscal impact.

Attachments

1. San Pablo EDC Employee Handbook (updated 011724)
RESOLUTION SPEDC2024-0

RESOLUTION OF THE SAN PABLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS ADOPTING UPDATED EMPLOYEE HANDBOOK

WHEREAS, when updates are needed based on changes in law, policies or benefits, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) is asked to review and approve changes made to the Employee Handbook; and

WHEREAS, California Labor Law for 2024 and organization practice were reviewed with San Pablo EDC legal counsel to bring about three key updated areas: the Sick Leave section has been updated to clarify accrual by employee type; the Policy on Health and Employee Accountability section has been updated and simplified; and the Bereavement Leave section has been updated, per California law (SB 848 and AB 1949), to include grandchildren, and reproductive loss, and has been expanded to include all part-time employees and eligibility for leave after the 30th day of employment; and

WHEREAS, there is no fiscal impact.

NOW, THEREFORE, BE IT RESOLVED by the San Pablo Economic Development Corporation Board of Directors, as follows:

1) Adopt the updated Employee Handbook.

ADOPTED this 17th day of January, 2024, by the following vote, to wit:

AYES:  
NOES:  
ABSTAIN:  
ABSENT:  
ATTEST:  

APPROVED:  

__________________________________________________  ________________________________________
Saeid Babay Hosseini, Board Secretary            Xavier Abrams, Board Chair
San Pablo EDC
Employee Handbook

San Pablo Economic Development Corporation
1000 Gateway Avenue, First Floor
San Pablo, CA 94806

Originally Adopted 11/20/2013
Last Updated 01/11/2024
Board Adopted 01/17/2024
**Table of Contents**

- Introduction ................................................................................................................................. 1
- Authority and Responsibilities .................................................................................................... 1
- Employee Classifications ............................................................................................................. 1
- Benefits........................................................................................................................................ 2
  - 403(b) Thrift Plan ................................................................................................................... 2
  - Language Pay Differential ...................................................................................................... 3
  - Smart Phone ........................................................................................................................... 3
- Holidays ....................................................................................................................................... 4
- Vacation Policy ............................................................................................................................ 4
- Sick Leave ................................................................................................................................... 5
- COVID-19 Leave ........................................................................................................................... 6
- Policy on Health and Employee Accountability ........................................................................ 6
- Additional Leave Policies............................................................................................................. 7
  - Disability Leave and Reasonable Accommodation Policy................................................ 7
  - State Disability Insurance....................................................................................................... 8
  - Pregnancy Leave and Accommodation ................................................................................. 8
  - Parental Leave ........................................................................................................................ 9
  - Bereavement Leave ................................................................................................................ 11
  - Catastrophic Leave and Exceptional Need Leave Policies ................................................... 12
- Jury Duty .................................................................................................................................... 15
- Personnel Files .......................................................................................................................... 15
- Internal Complaint Review Procedure ...................................................................................... 15
  - Purpose and Scope................................................................................................................. 15
  - Procedure for Filing a Complaint ......................................................................................... 15
  - Investigation ......................................................................................................................... 16
  - Appeal .................................................................................................................................. 16
  - Non-Retaliation .................................................................................................................... 16
- Employment at Will ................................................................................................................... 17
- Discipline Procedures and Rules of Conduct ........................................................................... 17
  - Policy .................................................................................................................................... 17
  - Discipline Procedure ............................................................................................................ 17
  - Job Performance ................................................................................................................... 17
  - Misconduct ............................................................................................................................ 18
- Code of Ethics ............................................................................................................................ 18
- Conflict of Interest .................................................................................................................... 19
- Policy on Discrimination, Harassment & Non-Retaliation ....................................................... 20
  - Purpose of Policy .................................................................................................................. 20
  - Discrimination Prohibited ..................................................................................................... 20
San Pablo EDC Employee Handbook

Harassment Defined ............................................................................................................ 21
Reporting and Investigating Harassing Conduct................................................................. 21
Retaliation Prohibited........................................................................................................... 22
Corrective Action .................................................................................................................. 22
Smoking ..................................................................................................................................... 22
Safety Program ........................................................................................................................ 22
Termination of Employment .................................................................................................. 23
  Voluntary Termination......................................................................................................... 23
  Involuntary Termination ..................................................................................................... 23
Termination Due to Reorganizations, Elimination of Job Positions, Restructuring of Program Areas, Or Budget Concerns ............................................................................................ 23
Exit Interview ....................................................................................................................... 23
Return of San Pablo EDC Property and Account Access...................................................... 23
Appendix A: SAN PABLO EDC APPLICATION FOR CATASTROPHIC OR EXCEPTIONAL NEED LEAVE ................................................................................................................................................... 24
Appendix B: SAN PABLO EDC CATASTROPHIC OR EXCEPTIONAL LEAVE DONATION FORM .... 25
Acknowledgment ...................................................................................................................... 26
Introduction

This employee handbook has been developed to help create a professional environment where all employees are treated with dignity and respect, where employees’ talents can flourish, and where the San Pablo Economic Development Corporation (San Pablo EDC) can effectively promote its mission. The following policies provide a framework to guide the organization in personnel matters, but are not intended to state terms of a contract. They aim, instead, to provide guidance to San Pablo EDC’s Executive Director and other staff with regard to desired policies and practices in the workplace.

San Pablo EDC employees should exercise common sense and common courtesy at all times, and respect others in the workplace. This handbook cannot substitute for good judgment on the part of San Pablo EDC staff.

The policies outlined in this handbook reflect decisions made as of January 17, 2024. San Pablo EDC reserves the right to change the policies and practices described within consistent with its bylaws. Employees are advised to check with the Executive Director because policies may have changed and the handbook may not have been updated to reflect all changes. San Pablo EDC reviews and updates the handbook periodically.

To ensure that each employee is familiar with San Pablo EDC’s policies and practices, we ask that each employee sign the acknowledgment form at the back of this handbook and return it to the Executive Director. San Pablo EDC hopes that the policies and practices described in this handbook will help foster a work environment that is professional, engaging and humane.

Authority and Responsibilities

San Pablo EDC is a non-profit corporation legally constituted in the State of California and governed by a Board of Directors. San Pablo EDC Board of Directors is responsible for overseeing the general policy direction of the organization, including basic program goals and financial arrangements, and for the hiring, evaluation, succession planning and firing of the chief executive (i.e., Executive Director). Except in unusual circumstances, the Board of Directors is not involved in the day-to-day operation of the organization.

The Executive Director has the responsibility of running all aspects of San Pablo EDC on a day-to-day basis, and the authority to make any decisions necessary toward that end, including hiring, training, firing, or discipline of staff. Any authority possessed by the Executive Director may be delegated at the Executive Director’s discretion.

Employee Classifications

Every employee of San Pablo EDC is either an exempt employee or a nonexempt employee. Exempt employees generally perform jobs that involve professional, executive, or administrative roles. Exempt employees are paid on a salaried basis. Under California law, exempt employees do not earn overtime compensation. Nonexempt employees are paid by the hour and are eligible to be paid for overtime work in accordance with California’s wage and hour laws.
California law determines whether an employee is exempt or nonexempt, using a detailed set of criteria. The Executive Director will determine whether each San Pablo EDC employee is exempt or nonexempt, and may change the employment classification of an employee at any time based on the nature of the employment assignment. Nonexempt employees must contact the Executive Director regarding overtime work, including to seek the Executive Director’s advanced permission to work overtime, to the extent possible.

Each employee’s supervisor will establish that employee’s regular work schedule, after consultation with the employee. Exempt employees’ salary does not vary based on hours worked per day, but such employees are generally expected to work an agreed-upon schedule, to satisfy organizational needs. For nonexempt employees, San Pablo EDC will comply with all applicable laws regarding overtime compensation for each employee’s actual hours worked.

Benefits

Each employee should contact the Executive Director for details regarding employment benefits to be provided, beyond or different from those described in this policy.

Full-time regular employees working 32 hours or more per week are eligible for medical, dental and vision benefits. Employees working 32 hours per week are covered by San Pablo EDC at 80% of premium; their eligible dependents are covered at 80% of the premium cost. Employees working 40 hours per week are covered by San Pablo EDC at 100% of premium; their eligible dependents are covered at 90% of the premium cost. Eligible dependents live in the same household as the employee and include registered domestic partners, spouses and children. Benefits provided and portion of employee cost-share may change over time; employees will be notified of all such changes.

If an employee enrolls their spouse in their health insurance plan and their spouse is already enrolled for health insurance benefits through the spouse’s employer, San Pablo EDC will apply a surcharge to the employee. San Pablo EDC will also apply the surcharge if an employee elects medical benefits for their spouse and the spouse is also eligible for and declines to elect medical benefits through the spouse’s employer. San Pablo EDC will similarly apply a surcharge if an employee elects dental or vision benefits for their spouse and the spouse is also eligible for and declines to elect such benefits through the spouse’s employer.

Enrollment takes place annually for currently covered employees. For new employees, applications are submitted 30 days after hire and coverage takes place at the earliest effective date thereafter, which is typically the first of the following month, but varies depending on broker, carrier and timing issues.

403(b) Thrift Plan

San Pablo EDC offers a 403(b) Thrift Plan administered by Mutual America for staff regularly scheduled to work 32 hours or more per week. This plan allows staff to allocate pre-tax earnings to a retirement-type plan and receive a dollar-to-dollar match up to 3% of the earnings that employees contribute. An employee becomes vested after three years of service. All maximum contributions conform to IRS limits. Employees are eligible on day one to contribute their own money and are eligible after six months to receive an employer match.
There is no retroactive contribution. The plan will not permit loans to be made from funds, as may be done with a traditional IRA.

Employees may enroll with the Controller or the Executive Director.

**Language Pay Differential**

San Pablo EDC serves a workforce and business public, the majority of whom speak and read Spanish as their primary language. As such, language fluency in Spanish increases the SPEDC’s ability to engage businesses, workforce and the community at large. Employees who are multilingual Spanish/English and who regularly use their skills to serve members of the public, and are recognized as such by their respective supervisors, shall receive a language pay differential upon application and approval of the Executive Director as outlined below. This benefit must be initially certified and recertified periodically to continue eligibility or when an employee advances to the next level.

To receive the language-pay differential, staff for whom Spanish is a regular, daily demand of their job will undergo language proficiency testing at a third-party linguistic evaluation provider selected by the SPEDC, provided the staff member is a .8 full time equivalent (FTE) or greater. The Executive Director shall have the final determination. Testing is arranged upon request and approval by the supervisor, after the first complete month of employment. Fluency testing consists of written and oral exams, each of which takes approximately 60 minutes, and the results of which typically follow within two business days. Testing levels currently assessed are native and near-native fluency for both speaking and reading/writing at a professional, business level.

Language compensation for native and near-native fluency in Spanish speaking and reading/writing are:

- Near-native fluency (secondary level): $200 per month for the ability to speak fluently and frequently during the course of work and to read and express in writing the secondary language required (Spanish) if full-time at 40 hours per week, or $160 if working 32 hours per week; and
- Native fluency (expert level): $300 per month for the ability to speak, read, write, edit, proofread frequently, investigate and/or testify in court in the secondary language required (Spanish) if full-time at 40 hours per week, or $240 if working 32 hours per week.

An employee may receive pay for only one appropriate competency level.

Frequency shall be defined as using the required secondary language daily in the performance of the employees’ assigned duties. Proof of frequency can be certified by the employee’s supervisor.

**Smart Phone**

San Pablo EDC provides a monthly smart phone stipend for .8 full time equivalent (FTE) or greater. The rate is $50 per month and pro-rated according to FTE status (i.e., .8 FTE receives $40/mo). Employees must demonstrate they have their work email, contacts and calendar synced. The stipend commences after the first complete month of employment. Should an employee leave employment prior to completing the month, the benefit is not paid for that month.
Holidays

San Pablo EDC observes the following standard holidays each year:

- New Year’s Day
- Independence Day
- Martin Luther King, Jr., Day
- Labor Day
- Presidents’ Day
- Veteran’s Day
- Memorial Day
- Thanksgiving float & Thanksgiving Day
- Juneteenth
- Christmas Eve & Christmas Day

Full-time employees (including .8 FTEs) will receive a paid day off for each holiday. Part-time employees working 24 hours or more per week will receive a paid day off on any holiday listed above that falls on a day that the employee is regularly scheduled to work. Holidays falling on Saturdays will normally be observed on the preceding Thursday or Friday, depending on an employee’s schedule. Holidays falling on Sundays will normally be observed on the following Monday. Holidays that occur during an eligible employee’s vacation will not be counted as vacation days taken.

San Pablo EDC may require work on a scheduled holiday as it considers necessary. As such, employees may be required to work holidays according to the operating needs of the organization. For nonexempt employees, work on an observed holiday will be paid as if the day were a regularly scheduled workday, except where overtime payments are required pursuant to state or federal law. When organizational needs permit, San Pablo EDC may adjust nonexempt employees’ work schedules to provide additional time off during a week in which work on a scheduled holiday is required.

Vacation Policy

San Pablo EDC provides vacation benefits to most employees to enable them to take paid leave for rest, recreation, or any other desired purpose. San Pablo EDC believes that this time is valuable for employees in order to make their work experience with San Pablo EDC personally satisfying, and to enhance both personal and professional development. San Pablo EDC provides employees with additional vacation benefits as years of service are accumulated.

Regular part-time employees working at least 24 hours per week accrue vacation benefits on a pro rata basis, as compared to a 40-hour-a-week schedule, as indicated above. Temporary employees do not accrue vacation benefits unless they are converted to regular employees. Temporary employees are individuals hired to work on time-limited projects or assignments, with the understanding that employment will terminate no later than the conclusion of a specified period of time, which will not exceed 1,500 hours of substantially similar service in the same capacity in a fiscal year. Temporary employees can be either full-time or part-time employees during that period. All employees that are not temporary employees are regular employees.

Accrued vacation must be taken in increments of at least a half day. Vacation accrues based on continuous length of service, measured from the date of hire. Regular employees accrue vacation according to the following schedule.
Seniority | Annual paid vacation based on 40-hr/wk | Hourly rate of accrual (40-hr/wk) | Hourly rate of accrual (32-hr/wk) | Hourly rate of accrual (24-hr/wk)
---|---|---|---|---
0 | 8 days/80 hours | 6.67 hours/mo | 5.33 hours/mo | 4.33 hours/mo
1 | 10 days/100 hours | 8.33 hours/mo | 6.67 hours/mo | 5 hours/mo
2 | 12 days/120 hours | 10 hours/mo | 8 hours/mo | 6 hours/mo
3 | 13 days/130 hours | 10.83 hours/mo | 8.67 hours/mo | 6.5 hours/mo
4 | 15 days/150 hours | 12.5 hours/mo | 10 hours/mo | 7.5 hours/mo
5+ | 16 days/160 hours | 13.33 hours/mo | 10.67 hours/mo | 8 hours/mo

Unused vacation time may be carried over from year to year, but vacation accruals may not exceed 160 hours. Once this maximum is reached, all further accruals will cease. Vacation accruals will recommence after the employee has taken vacation and accrued hours have dropped below the maximum accrual.

No employee will receive pay in lieu of vacation except on the termination of his or her employment. No vacation accrues during an unpaid leave of absence. On termination of employment, the employee is paid all accrued but unused vacation at the employee's base rate of pay at the time of his/her/their termination.

All vacations must be approved in advance by the Executive Director. Requests for vacations of five days or longer must be submitted at least two weeks prior to the commencement of the vacation period. Scheduling of vacations is to be done in a manner consistent with San Pablo EDC's operational requirements.

If an observed San Pablo EDC holiday (see guideline entitled “Holidays”) occurs during an employee's scheduled vacation, no deduction from accrued vacation will be made for the holiday period.

**Sick Leave**

In order to help prevent loss of earnings that may be caused by accident or illness, San Pablo EDC has established a paid sick leave policy. All employees who work for San Pablo EDC for at least 30 or more days within a year are entitled to paid sick leave, as measured from the employee’s date of hire, as follows:

- Full-time employees that are 1.0 FTE accrue 6.67 sick hours per month (80 hours per year).
- Full-time employees that are at least .8 FTE but less than 1.0 FTE accrue 6.25 sick hours per month (75 hours per year).
- Part-time employees (defined as less than .8 FTE) accrue 1 hour of sick leave for every 30 hours worked.

An employee is entitled to use accrued sick leave beginning on the 90th day of employment, after which day the employee may use paid sick days as they are accrued.

Sick leave may be taken for a personal illness or emergency. Eligible employees may also use sick leave to attend to an illness of a family member or other dependent. Hours absent for medical and dental appointments will be treated as sick leave. At the earliest time practicable, employees
should notify their immediate supervisor of any need to take sick leave. Sick leave must be taken by eligible employees in increments of at least one hour.

San Pablo EDC retains the right to request verification from a licensed health care provider for absences due to illness or disability. Sick pay may be withheld if a satisfactory verification is not provided by the employee. Medical information provided by an employee will be treated confidentially by San Pablo EDC.

Eligible employees may accrue up to a maximum of 160 hours of sick leave. Eligible employees may carry over all accrued but unused sick leave, up to the 160 hours maximum, from one calendar year to the next. Employees will not accrue sick leave during any unpaid leave of absence.

No employee will receive pay in lieu of sick leave under any circumstances, and employees will not be paid for any accrued but unused sick leave upon termination of employment.

If an employee separates and is rehired by San Pablo EDC within one year from the date of separation, previously accrued and unused paid sick days shall be reinstated. The employee shall be entitled to use those previously accrued and unused paid sick days and to accrue additional paid sick days upon rehiring, subject to the terms of this Sick Leave Policy.

**COVID-19 Leave**

Due to the COVID-19 pandemic and its support of employees taking measures protect their health through vaccination, San Pablo EDC has established a paid COVID-19 Leave policy. Employees are given an annual leave bank of eight (8) hours for the purposes of receiving a COVID-19 vaccine or booster, or to deal with any COVID-19 vaccine-related side effects.

This leave is independent of any other type of leave bank offered by San Pablo EDC and of any state or federal requirement that would require San Pablo EDC to provide leave specifically for COVID-19 related illness. The COVID-19 Leave is available to an employee upon hire. It is only for use for a COVID-19 vaccination or booster appointment and/or the effects of receiving the vaccine or booster.

San Pablo EDC retains the right to request verification of vaccination or booster appointment. Pay may be withheld if a satisfactory verification is not provided by the employee. Medical information provided by an employee will be treated confidentially by San Pablo EDC.

No employee will receive pay in lieu of COVID-19 Leave under any circumstances, and employees will not be paid for any unused COVID-19 Leave upon termination of employment.

**Policy on Health and Employee Accountability**

San Pablo EDC employees are asked to put their health and the health of others first. An employee is not to come to work sick with any suspected viral or bacterial infection which may be contagious and he/she/they are not under the care of a medical professional.
Additionally, due to the COVID-19 pandemic and workforce productivity impacts that other serious viral infections have had, the following employee responsibilities pertain to COVID-19 or any suspected viral infection.

- Don’t come to work if you are sick. Specifically, if you are experiencing fever, active coughing and sinus discharge, and/or body aches, do not come to work until after you have (1) tested negative for COVID-19; (2) been fever-free for at least 48 hours without aid of a fever-reducing medication; and (3) are on Day 6 and feeling much better, counting the first day of symptoms as Day 0.

- In the event you have symptoms and/or have tested COVID-positive, do not return to the workplace until you meet the following conditions:
  
  a. You have quarantined for 5 days; note, the first day of symptoms onset is considered Day 0; and
  
  b. You have had no fever for at least 48 hours without the use of medicine to reduce fever; and your other symptoms have improved; or
  
  c. You have had no fever for at least 48 hours without the use of medicine to reduce fever; and your other symptoms have improved, and you have had two negative tests in a row, at least 24 hours apart or you are willing to wear an appropriate mask at all times if symptom-free but still testing positive after Day 6.

If you begin to feel ill or exhibit signs of illness in the workplace, immediately remove yourself from the workplace and inform your supervisor. Employees are encouraged to request COVID-19 test kits, if available. It is recommended that anyone feeling ill seek medical attention and follow the directions of their medical provider.

This is an evolving policy area and employees are expected to follow additional guidance, which may be contained in separate policies/memoranda.

Additional Leave Policies

San Pablo EDC values its employees and recognizes there are a range of circumstances for which employees may wish to request leave. These leave policies cover disability leave, maternity and parental leave, and bereavement leave. These policies provide a framework by which employees may request and take leave, and complement the existing policies on paid time off (PTO). For purposes of this employee handbook, PTO is defined as accrued vacation and sick leave.

Disability Leave and Reasonable Accommodation Policy

An employee who experiences a disability or medical condition that limits their ability to engage in a major life activity (such as sitting, standing, walking, breathing, working, or any other physical, mental, or social activity) may be entitled to accommodation of that disability or condition, including but not limited to a leave of absence.

Disabled employees who are able to perform the essential functions of their job but need accommodation of their disability or medical condition are encouraged to direct requests for accommodation to the Executive Director. Once alerted to a potential need for accommodation,
the Executive Director will request the employee make the request in writing and, if needed, request the employee provide a medical certification from their health care provider regarding their need for accommodation. San Pablo EDC will seek the employee’s participation in the interactive process to determine what, if any, reasonable accommodation San Pablo EDC may be able to provide the employee to facilitate performance of their job duties. To the extent an employee’s anticipated or actual disability permits, San Pablo EDC requests the employee provide San Pablo EDC at least 30 days’ notice regarding their need for accommodation. To the extent that a need for accommodation cannot be anticipated, San Pablo EDC will begin the interactive process as soon as practical, including by providing a short-term, interim accommodation while the interactive process is pending, provided that doing so does not cause an undue burden on San Pablo EDC’s operations.

Disability leave is unpaid leave and an employee on disability leave must continue to pay their portion of premiums for employee benefits provided by San Pablo EDC. An employee granted leave for a disability or medical condition may apply accrued, unused PTO to the period of disability leave. While on unpaid disability leave, an employee does not continue to accrue PTO.

State Disability Insurance

Sometimes an employee suffers an injury or illness outside of work that prevents the employee from working and earning income. When this happens, California State Disability Insurance (SDI) may provide the employee with a percentage of their salary while they are unable to work. This insurance is also available for the period of time an eligible employee is physically unable to work due to pregnancy and/or childbirth or related medical conditions. See San Pablo EDC’s Maternity, Parental and Bereavement Leave Policies for more information. This policy pertains to all employees who have paid into the state fund through deductions from their paychecks. (See “Eligibility” section, below.)

California State Disability leave and benefits may be available to eligible San Pablo EDC employees who are physically unable to work. Claims for SDI leave and benefits must be filed with the California Employment Development Department (EDD). The EDD is solely responsible for all decisions granting and denying benefits, as well as for the administration of such benefits. San Pablo EDC plays no role in the process. To the extent an employee has questions about SDI benefits, they must contact EDD.

Pregnancy Leave and Accommodation

Eligibility and Leave Time

Employees who become physically unable to work due to pregnancy, childbirth, or related medical conditions may take up to four (4) months of disability leave. In addition to the use of accrued PTO, California state disability insurance may be available for San Pablo EDC employees who are physically unable to work due to pregnancy and childbirth or a related medical condition to use during pregnancy leave.

San Pablo EDC does not offer paid pregnancy leave. Employees may, however, use SDI, to the extent they are eligible, and may supplement their SDI benefits with accrued PTO. An employee’s combined use of SDI benefits and PTO may not exceed 100% of an employee’s regular compensation. If an employee exhausts SDI benefits, they may use any remaining accrued PTO
for the remainder of their pregnancy leave. Once an employee has exhausted accrued PTO, the remainder of an employee’s pregnancy leave will be unpaid. An employee is responsible for their portion of employee benefits during the period they are on unpaid pregnancy leave and are not otherwise using accrued PTO.

If an employee has exhausted all accrued PTO upon their return to work and, after returning, needs to take sick leave for their own illness or to care for a qualifying family member, San Pablo EDC will permit employees to use up to 40 hours of sick leave as an advance against their sick leave accrual. Sick leave earned thereafter will be applied to the deficit, at the regular rate at which an employee accrues sick leave, until the deficit is resolved.

**Related Disability Accommodation**

If an employee remains disabled by pregnancy, childbirth, or a related medical condition after the four-month leave described above, she may be able to take state or federal disability leave. An employee who remains disabled due to pregnancy, childbirth, or a related medical condition, may be entitled to disability leave under state and federal disability laws beyond the four-month leave period described above. The same requirements will apply to an employee requesting disability leave under these circumstances will be treated as are required of any other employee seeking disability leave. Please refer to San Pablo EDC’s disability leave policy for information as to how to request disability leave. Any employee seeking who needs reasonable accommodation of a disability, whether pregnancy-related, childbirth-related, or other disability, must follow the procedure described below.

- An employee in need of a reasonable accommodation due to pregnancy, childbirth or related conditions, are encouraged to make a request for reasonable accommodation to the Executive Director.

- An employee seeking reasonable accommodation and San Pablo EDC will engage in the interactive process to determine what, if any, reasonable accommodations can be made. As part of the interactive process to ascertain a reasonable accommodation, any employee making a requesting for reasonable accommodation must submit a medical certification from the employee’s medical care provider regarding the employee’s disability. This document, and all information related to an employee’s medical condition, will be treated as confidential medical information.

- Where disability is anticipated, employees are required to give San Pablo EDC at least thirty (30) days’ notice of the need for pregnancy disability leave. Where a 30-day notice is not feasible, employees must give San Pablo EDC notice of the need for leave as soon as is practicable. In such cases, San Pablo EDC will consider whether it can provide a short-term, interim accommodation, to the extent doing so would not cause an undue burden on its operations, while the interactive process remains pending.

**Parental Leave**

San Pablo EDC supports its employees’ need to bond with a new child. Eligible employees are entitled to take parental leave to bond with a new child for that purpose.
**Eligible Employees**

Under San Pablo EDC’s Parental Leave policy, any employee who:

- has worked for San Pablo EDC for more than twelve (12) months and
- has worked at least 1,250 hours during the previous 12-month period may, upon request, take up to twelve (12) weeks’ leave to bond with:
  - a newborn child;
  - a newly adopted child; or
  - a recently-placed foster child

within one (1) year of the child’s birth, adoption, or placement.

San Pablo EDC does not offer paid parental leave. Employees may, however, use SDI, to the extent they are eligible, and may supplement their SDI benefits with accrued PTO. An employee’s combined use of SDI benefits and PTO may not exceed 100% of an employee’s regular compensation. If an employee exhausts SDI benefits, they may use any remaining accrued PTO for the remainder of their parental leave. Once an employee has exhausted accrued PTO, the remainder of an employee’s parental leave will be unpaid. An employee is responsible for their portion of employee benefits during the period they are on unpaid parental leave and are not otherwise using accrued PTO.

If an employee has exhausted all accrued PTO upon their return to work and, after returning, needs to take sick leave for their own illness or to care for a qualifying family member, San Pablo EDC will permit employees to use up to 40 hours of sick leave as an advance against their sick leave accrual. Sick leave earned thereafter will be applied to the deficit, at the regular rate at which an employee accrues sick leave, until the deficit is resolved.

**Reinstatement Following Parental Leave**

San Pablo EDC will endeavor to return employees who take parental leave to the same or comparable position when they return to work following their leave of absence.

**Benefits**

Employees who take parental leave must continue to pay their portion of premiums for benefits provided to San Pablo EDC employees. An employee on parental leave is required to maintain their portion of medical, dental and vision insurance premiums while on leave. The employee’s portion of the benefit premiums will be deducted from payments to employees for the portion of their leave that is paid for with accrued PTO. After an employee has exhausted their accrued PTO, the employee’s portion of benefits premium payments are to be submitted to the controller by the date of the employee’s regular payroll deduction. An employee on leave may make these payments as they are due or make multiple advanced payments at a time. Failure to maintain premiums can result in the cancellation of benefits.

**Jointly-employed Parents**

Where both parents of a new child work for San Pablo EDC, the total parental leave taken by both parents may not exceed twelve (12) weeks.
Parental Leave—Paid Family Leave

Under the California Paid Family Leave (PFL), an eligible employee may take up to six (6) weeks of paid parental leave for the birth, adoption, or foster placement of a new child. This leave is filed with, and paid through, the Employment Development Department (EDD).

Eligible Employees

To be eligible for PFL parental leave benefits, an employee must:

- have welcomed a new child into the family in the past twelve (12) months through a birth, adoption, or foster care placement;
- have paid into State Disability Insurance in the past five (5) to eighteen (18) months; and,
- not have taken the maximum six (6) weeks of PFL in the past twelve (12) months.

An employee eligible for paid parental leave under the PFL does not have to take the 6 weeks of leave all at once.

Paid parental leave runs concurrently with the unpaid parental leave described in the previous section.

Bereavement Leave

San Pablo EDC recognizes that employees may need time off when a loved one dies or when there has been a reproductive loss event. Eligible employees may take up to five (5) days’ leave for travel, making arrangements, and attending services after the death of immediate family members. Three (3) days of bereavement leave is paid by San Pablo EDC, separate and apart from accrued PTO. Bereavement pay is calculated based on the base pay rate at the time of absence, and it will not include any additional forms of compensation, such as overtime pay.

Eligibility

An employee is eligible for bereavement leave if the employee has worked for San Pablo EDC for at least 30 days.

Key Definition

An “immediate family member,” for purposes of San Pablo EDC’s bereavement leave policy, is a:

- spouse or registered domestic partner;
- child;
- parent;
- sibling;
- grandparent;
- grandchild;
- parent-in-law; and/or
- familial members of the employee’s household (such as stepchildren).
A reproductive loss event includes miscarriage, failed adoption, failed surrogacy, stillbirth or an unsuccessful assisted reproduction. Eligible employees may take this unpaid leave intermittently; however, it must be completed within three months of the reproductive loss event. If an eligible employee experiences more than one reproductive loss event within a 12-month period, San Pablo EDC allows a total amount of reproductive loss leave time of 20 days within a 12-month period. Eligible employees may use accrued sick leave or vacation to supplement paid days off.

**Notification of Leave**

Notification of leave must be made to the Executive Director as soon as possible.

**Proof of Leave**

For bereavement leave in event of a death, employees may be asked to supply details on the name of the deceased, date of death, city of death, and relationship to the deceased in order to receive approval for bereavement leave.

**Additional Leave Requests**

If an employee requires more than the time allowed for bereavement leave, he/she may request, in writing, an unpaid personal leave of absence, or may use accrued vacation or sick leave.

**Policy Violations**

In the event an employee violates the bereavement leave policy, they may be suspended and/or terminated.

**Working While on Leave of Absence**

San Pablo EDC supports an employee’s right to take a leave of absence from work when needed; therefore, while employees are on any of the leaves of absence described above, they are not to engage in work related activities. This includes, but is not limited to, checking emails, voicemail or taking calls for work related issues.

**Holiday Pay While on Leave**

An employee on leave will not be paid for holidays occurring during a leave of absence. If released to return to work on a holiday, the employee will not be paid for the holiday. Employees must actively return to work before the holiday in order to receive holiday pay.

**Catastrophic Leave and Exceptional Need Leave Policies**

San Pablo EDC maintains a catastrophic leave policy and an exceptional need policy.

**Catastrophic Leave Policy**

A catastrophic leave is a need for leave when the employee has suffered a catastrophic injury or illness that prevents the employee or the employee's immediate family member by San Pablo EDC policy (i.e., spouse, children, parents) to work, attend school, or perform other regular daily activities due to a life-threatening condition or severely incapacitation, which will require the employee’s absence for more than a one-month period. The purpose of the catastrophic leave policy is to provide access to paid time off once an employee has exhausted their own accrued PTO and is awaiting receipt of short-term or long-term disability benefits, to the extent the
employee is eligible for such benefits. If an employee uses this policy to care for a family member suffering from a catastrophic injury, the employee may only utilize such benefits after they have exhausted their accrued PTO.

For catastrophic leave, an eligible employee may use up to a total of 30 working days of donated PTO, in increments of eight (8) or ten (10) hours, depending on their work schedule. The number of hours in a workday, for the purpose, is based on an employee’s regular schedule just before the catastrophic injury or exceptional need occurred. A qualified full-time employee would be entitled to up to 240 hours.

Only full-time employees (defined as .8 FTE or more) who have at least one year of service are eligible to use the catastrophic leave policy.

**Exceptional Need Leave Policy**

An exceptional need leave is when an employee has an exceptional event taking place for which there is demonstrated need and benefit to the employee (e.g., medical emergency), but would otherwise constitute an unpaid absence. The purpose of the exceptional need leave policy is to provide employees with paid time off for an exceptional need in the event they have no or insufficient PTO.

For exceptional need leave, an eligible employee may use up to 100 hours of donated PTO, in increments of eight (8) or ten (10) hours, depending on their work schedule.

Only full-time employees (defined as .8 FTE or more) who have at least one year of service are eligible to use the exceptional need leave policy.

**Donations to Leave Bank**

Both forms of leave are funded through a donation-based neutral bank, wherein San Pablo EDC employees may donate vacation or sick time for the use of their colleagues. An employee is not eligible to receive time from the neutral bank unless the employee has first exhausted their own accrued PTO at or in an advance of the date on which San Pablo EDC grants donated time to the employee.

The following guidelines apply to employees who wish to donate time to the neutral bank:

- Employees may make donations in increments of eight or ten hours, up to a maximum of 40 hours during a single calendar year.
- Employees must maintain at least 40 hours of accrued sick leave in their personal bank. Employees with less than 40 hours of accrued sick leave are not eligible to donate to the neutral bank.
- Donors shall submit a signed Catastrophic or Exceptional Leave Donation Form.
- Donated time shall be considered a gift.
- San Pablo EDC will not treat or consider time donated to the neutral bank as vacation time or sick leave used by the donor employee, for purposes of the donor employee’s performance evaluation, discipline, or otherwise.
Procedure

To apply for either catastrophic leave or exceptional need leave, an employee must comply with the following procedures.

- If your need is based on your or a qualified family member’s medical condition, provide medical certification from a health care provider to verify the need for catastrophic or exceptional need leave. If leave is for a family member, the medical certification must indicate that employee’s attendance with the family member is required.

  1. Submit your request in writing using San Pablo EDC’s Application for Catastrophic Leave or Exceptional Need Leave Form. The completed form must be submitted to the Executive Director for approval.
  2. Upon approval of a request for donations, the Executive Director will, at the employee’s request, post a notice of the eligible employee’s need for donations via email.
  3. The recipient must exhaust all available PTO balances prior to using catastrophic leave. When the physician’s statement and leave balances indicate the probable exhaustion of balances within two (2) pay periods, San Pablo EDC Executive Director may approve the solicitation and acceptance of leave donations prior to all balances being exhausted, so that time donated may be utilized immediately upon exhaustion of the employee’s leave balance, but not before.
  4. Donated days when used by the recipient, will be paid at the recipient’s current rate of pay and therefore will be considered taxable income.
  5. San Pablo EDC may require periodic medical certification updates regarding the catastrophic illness and may require a fitness for duty certification prior to the employee returning to work.

These procedures in no way limit San Pablo EDC's management rights to require modified duty.

Conclusion of Leave

San Pablo EDC will terminate an approved catastrophic or exceptional need leave at 30 working days or 40 hours, respectively. In the event that an employee’s medical condition or other circumstances which qualified them for leave in the first instance change and they do not qualify to use either form of leave of the maximum period provided and return to work thereafter, any remaining balance of donated time will be returned to the donating employee(s) on a prorated basis.

Voluntary Participation

Employee participation in this program as a donor or recipient is voluntary. It is a violation of San Pablo EDC policy for one employee to pressure another employee to serve as a donor.

No Modification to Employment Relationship

Nothing in this policy shall be construed to modify the employment relationship between San Pablo EDC and the receiving employee, or to restrict San Pablo EDC’s management rights. This section shall not modify existing San Pablo EDC rules, policies or agreements regarding unpaid leave of absence or family leave.
Forms

The following forms are located on the S drive under in the Forms and Templates folder.

- Appendix A: Application for Catastrophic or Exceptional Need Leave
- Appendix B: Catastrophic or Exceptional Need Leave Donation Form

Jury Duty

Employees required to report for jury duty shall be granted leave for such purpose, upon presentation of jury notice to the Executive Director. Regular employee shall receive full pay for the time served on a jury for their normal scheduled work hours for up to 10 days per calendar year, provided the employee remits to the San Pablo EDC all fees as soon as received by the employee for such duties. Compensation for mileage or subsistence allowances shall not be considered a fee and shall be retained by the employee. Jury duty service beyond 10 working days per calendar shall be unpaid leave unless the employee chooses to use available administrative or vacation leave.

Personnel Files

The information in each employee's personnel file is confidential and shall be kept up to date. Each employee should inform the Executive Director immediately whenever there are changes in personal data, such as address, telephone number, persons to notify in case of emergency, number of dependents, and claimed exemptions for tax purposes.

Every employee has the right to inspect his or her personnel file at reasonable times and with reasonable notice. In addition, employees have the right to request copies of all employment-related documents that they have signed. Personnel files are confidential property of San Pablo EDC and may not be removed from San Pablo EDC’s premises without written authorization from the Executive Director.

Internal Complaint Review Procedure

Purpose and Scope

The purpose of the Internal Complaint Review Procedure is to afford all employees of San Pablo EDC the opportunity to seek internal resolution of concerns related to working conditions. This procedure should not be used to raise substantive questions about San Pablo EDC’s programs, approach, or goals. Such questions should simply be raised with a supervisor or in a staff meeting.

This procedure supplements the “Open Door Policy” set forth in this handbook, which states the San Pablo EDC philosophy that all employees have access to their immediate supervisors or to other San Pablo EDC supervisors of their choice to informally express any work-related concerns.

Procedure for Filing a Complaint

Filing of Complaint

Employees should file written complaints with the Executive Director as soon as possible after the events that give rise to the employee's concerns related to working conditions. The written complaint should set forth in detail the bases for the employee's complaint.
If a complaint relates to a decision by or the conduct of the Executive Director, the complaint may be submitted directly to the Board of Directors, and will be investigated by the Board or its designee.

Complaints may be submitted anonymously, and will be investigated to the degree feasible without identifying information.

**Investigation**

The Executive Director or a designee of the Executive Director, including a qualified outside investigator, if necessary, will promptly investigate the complaint of the facts set forth in the complaint. The investigator will conduct the investigation in a fair and impartial manner, including by providing notice to the accused regarding the allegations and by meeting separately with the employee and with others who either are named in the complaint or who may have information that could impact the findings.

San Pablo EDC will attempt to treat all internal complaints and their investigation as confidential, recognizing, however, that in the course of investigating and resolving internal complaints some dissemination of information to others may be necessary or appropriate.

The investigator will, based the investigative findings, make credibility determinations and make determinations based on the preponderance of the evidence standard. The investigator will not make legal conclusions about whether the conduct at issue violated the law.

On completion of the investigation, the employee should receive a written indication of the Executive Director’s decision, and an oral explanation of the reasons for the decision. The Executive Director will maintain a record of the resolution of the complaint.

**Appeal**

If a complaint is not resolved to the employee's satisfaction through the investigation by the Executive Director, the employee may submit to the Board of Directors a written request for review of the complaint. On completion of the Board’s review, the employee should receive a written indication of the Board’s decision.

Decisions of the Board on appeal are final. If the complaint was initially submitted to the Board of Directors because it concerned the Executive Director, then the Board’s decision is final, and cannot be appealed.

**Non-Retaliation**

If an employee has filed a complaint in good faith, the employee will not be disciplined or otherwise penalized for lodging the complaint. Retaliation in any form will not be tolerated. An employee who retaliates against someone who, acting in good faith, complained regarding a violation of law or who cooperated in an investigation is subject to discipline up to and including termination of employment. If an employee believes that he or she is being retaliated against for lodging a complaint, the employee should promptly notify the Executive Director or the Board of Directors. This policy is intended to encourage and enable employees and others to raise serious concerns within San Pablo EDC prior to seeking resolution outside the organization.
Employment at Will

In order to preserve flexibility for all parties, all employment at San Pablo EDC is “at will.” This means that both employees and San Pablo EDC have the right to terminate employment at any time, with or without advance notice, with or without cause. Employees also may be demoted or disciplined and the terms of their employment may be altered at any time, with or without cause, at the discretion of San Pablo EDC. No one other than the Board of Directors of San Pablo EDC has the authority to alter this arrangement, to enter into an agreement for employment for a specified period of time, or to make any agreement contrary to this policy. Any such agreement must be in writing, must be signed by the Chair of the Board of Directors and by the affected employee, and must express a clear and unambiguous intent to alter the at-will nature of the employment relationship.

Discipline Procedures and Rules of Conduct

Policy

Employees are expected to observe certain standards of job performance and good conduct. When performance or conduct does not meet San Pablo EDC standards, San Pablo EDC will, in appropriate situations, endeavor to provide the employee a reasonable opportunity to correct the deficiency. If the employee then fails to make the correction, he or she may be subject to discipline up to, and including, termination.

The rules set forth in sections C and D, below, are intended to provide employees with fair notice of what is expected of them. Necessarily, however, such rules cannot identify every type of unacceptable conduct and performance. Therefore, employees should be aware that conduct not specifically listed below but which adversely affects or is otherwise detrimental to the interests of San Pablo EDC, other employees, or customers, may also result in disciplinary action.

These rules do not alter the at-will status of the employment relationship between San Pablo EDC and its employees. San Pablo EDC reserves the right to discipline or terminate employees at its discretion, with or without cause, and with or without notice or any particular procedures. The rules described in this section simply provide guidance to employees regarding expected standards of behavior and performance.

Discipline Procedure

Discharge or demotion for poor performance or misconduct generally will be preceded by an oral warning or a written warning, including a chance for correction of performance. However, San Pablo EDC reserves the right to proceed directly to a demotion, termination, or other disciplinary action without warning, when San Pablo EDC deems such action appropriate. In some cases, San Pablo EDC will suspend an employee while investigating potential misconduct.

Job Performance

Employees may be disciplined for poor job performance, including but not limited to the following:

- Unsatisfactory work quality or quantity;
- Poor attitude (for example, rudeness or lack of cooperation);
- Excessive absenteeism or tardiness;
• Failure to follow instructions or San Pablo EDC procedures; or
• Failure to follow established safety regulations.

Misconduct

Employees may be disciplined for misconduct, including but not limited to the following:

• Insubordination;
• Dishonesty or other violation of San Pablo EDC Code of Ethics;
• Theft;
• Misusing or destroying San Pablo EDC property or the property of another on San Pablo EDC’s premises;
• Violating conflict of interest rules;
• Disclosing or using confidential information without authorization;
• Falsifying or altering San Pablo EDC’s records, including the application for employment;
• Interfering with the work performance of others;
• Altercations;
• Harassing, including sexually harassing, employees, contractors, or clients;
• Being under the influence of, manufacturing, dispensing, or distributing alcohol or illegal substances on San Pablo EDC’s property or while conducting San Pablo EDC business;
• Sleeping on the job or leaving the job without authorization;
• Abuse of the Internal Complaint system, including filing of allegations made with reckless disregard for truth or falsity;
• Possessing a firearm or other dangerous weapon on San Pablo EDC’s property or while conducting San Pablo EDC business;
• Being convicted of a crime that raises a threat to the safety or mission of San Pablo EDC, its employees, customers, or property; or
• Intentional failure to follow San Pablo EDC’s policies or procedures.

Code of Ethics

The Code of Ethics adopted by the San Pablo EDC requires all staff, board members, interns and volunteers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. San Pablo EDC and representatives shall practice honesty and integrity in fulfilling responsibilities and comply with all applicable laws and regulations.

The Code of Ethics prohibits fraudulent conduct, which includes any deliberate act or failure to act with the intention of obtaining an unauthorized benefit. Examples of fraudulent conduct include:

• Forgery or alteration of documents
• Unauthorized alteration or manipulation of computer files
• Fraudulent financial reporting
Pursuit of a benefit or advantage in violation of SPEDC’s conflict-of-interest bylaws
- Deliberately failing to comply with SPEDC’s Conflict of Interest Code
- Misappropriation or misuse of SPEDC resources, such as funds, supplies, or other assets
- Authorizing or receiving compensation for goods not received or services not performed
- Authorizing or receiving compensation for hours not worked

Employees are requested to communicate any observed or suspected violations of the Code of Ethics, using the Internal Complaint system described above.

**Conflict of Interest**

All persons employed by San Pablo EDC owe a duty of fidelity to the organization. Employees must never place themselves in a position where their self-interest may conflict with this duty.

Consistent with the Political Reform Act, the San Pablo EDC has adopted a Conflict of Interest Code that requires individuals with designated positions to file statements of economic interests with the San Pablo EDC. These statements will be retained and be available for public inspection (California Government Code Sec. 81008). All employees and consultants must maintain compliance with the San Pablo EDC’s Conflict of Interest Code.

In addition to compliance with the Conflict of Interest Code, San Pablo EDC expects that all staff members will avoid engaging in activities, while at work or in their lives outside of the organization, that compromise the organization’s position or integrity through actions such as self-promotion, appropriation of the assets of San Pablo EDC, influence peddling, or abuses of confidence.

Staff members may not engage in activities that interfere with fully performing their San Pablo EDC duties and responsibilities. Staff are expected to avoid situations in which their judgment in making decisions or taking actions on behalf of the organization may be adversely affected by personal consideration or situations where a staff member’s position, performance, loyalty, or stewardship to the organization is compromised.

For example, using San Pablo EDC facilities or supplies for non-EDC purposes and sanctioned events, or holding a financial interest in a business that supplies goods or services to San Pablo EDC may constitute conflicts of interest.

The following guidelines are intended to help ensure that San Pablo EDC receives from its staff the amount and quality of effort, judgment, and loyalty that are necessary for the organization to further its mission in ways that are consistent with its standards of excellence, loyalty, and duty of care.

EDC staff members must inform the Executive Director and receive written approval from the Executive Director before engaging in any outside activities that pose the potential for such conflicts of interest, including but not limited to the following:

- Employment outside of San Pablo EDC
- Employment at San Pablo EDC as an outside vendor
- Outside business, philanthropic, community, political, or other interests or activities that
may impact your work commitment or the use of San Pablo EDC facilities or supplies

- Outside interests, your own or those of members of your staff, related to suppliers of goods and services to San Pablo EDC
- Accepting gifts, gratuities, or favors from individuals or organizations with which San Pablo EDC conducts business or that are seeking association with San Pablo EDC or the extension of such gratuities or favors, which might reasonably be interpreted as an attempt to influence the recipients in the conduct of their duties
- Using information that San Pablo EDC considers privileged or confidential for non-EDC purposes
- Using the name of San Pablo EDC for benefit in any way, including monetary profit, or acting as a private person in a way that could create the impression you are representing the interests of San Pablo EDC

Any activities and interests that are potential conflicts of interest require advance approval from the Executive Director. Failing to receive such prior approval, or continuing an activity if the Executive Director has disapproved it, is grounds for disciplinary action, including termination of employment. Prior approval does not exempt any staff from making disclosures required by the Conflict of Interest Code.

Staff observing perceived or real conflicts of interest not disclosed to the Executive Director are encouraged through standard of care and duty of loyalty to report these to the Executive Director, and may do so anonymously.

**Policy on Discrimination, Harassment & Non-Retaliation**

**Purpose of Policy**

San Pablo EDC is committed to providing a workplace free of sexual harassment (which includes harassment based on gender, pregnancy, childbirth, or related medical conditions), as well as harassment based on such factors as race, color, creed, national origin, ancestry, age, physical disability, mental disability, medical condition, marital status, sexual orientation or identity, family care or medical leave status, veteran status, or any other basis protected by federal or state laws. San Pablo EDC strongly disapproves of and will not tolerate harassment of employees by supervisors or co-workers. Similarly, San Pablo EDC will not tolerate harassment by its employees of non-employees with whom San Pablo EDC employees have a professional relationship. San Pablo EDC will attempt to protect employees from harassment by non-employees in the workplace.

**Discrimination Prohibited**

San Pablo EDC does not discriminate on the basis sex (including pregnancy, childbirth, breastfeeding and related medical conditions), race, religion, color, national origin (including language use restrictions), ancestry, religious creed (including religious dress and grooming practices), political affiliation, disability (mental and physical, including HIV or AIDS), medical condition (cancer and genetic characteristics), genetic information, marital status, parental status, age (40 and over), military and veteran status, sexual orientation, gender identity and gender expression, the exercise of family and medical care leave, the exercise of pregnancy
disability leave, or the request, exercise, or need for reasonable accommodation and any other status protected by local, state, or federal law.

San Pablo EDC prohibits discrimination against or harassment of any individual on any of the bases listed above. For information about the types of conduct that constitute harassment, please refer to San Pablo EDC’s Policy against Harassment set forth elsewhere in this handbook, and its Rules of Conduct policy.

This policy applies to all areas of employment, including recruitment, hiring, training, promotion, compensation, benefits, transfer, and social and recreational programs. It is the responsibility of every manager and employee to conscientiously follow this policy. Any employee having any questions regarding this policy should contact the Executive Director.

Any employee who is subject to or witnesses discrimination or harassment that violates this section should promptly contact the Executive Director. Any such employee may file an Internal Complaint, as described in the Internal Complaint Review Procedures set forth elsewhere in this handbook.

Harassment Defined

Harassment may take the form of verbal, physical, or visual conduct related to any of the legally protected bases described above. Such conduct constitutes harassment when (1) submission to the conduct is made either an explicit or implicit condition of employment; (2) submission or rejection of the conduct is used as the basis for an employment decision; (3) the conduct interferes with an employee’s work performance; or (4) the conduct creates an intimidating, hostile, or offensive work environment.

Harassment may include, but is not limited to, the following: slurs, jokes, statements, or gestures; assaults; impeding or blocking another’s movement or otherwise physically interfering with normal work; and pictures, drawings, or cartoons based upon an employee's protected status.

Sexually harassing conduct in particular includes all of these prohibited actions as well as other unwelcome conduct, such as requests for sexual favors, conversation containing sexual comments, and other unwelcome sexual advances. Sexually harassing conduct can be by a person of either the same or the opposite sex.

Reporting and Investigating Harassing Conduct

San Pablo EDC understands that victims of harassment are often embarrassed and reluctant to report acts of harassment for fear of being blamed, concern about being retaliated against, or because it is difficult to discuss sexual matters openly with others. However, no employee should have to endure harassing conduct, and San Pablo EDC therefore strongly encourages employees to promptly report any incidents of harassment so that corrective action may be taken. Any incidents of harassment, including work-related harassment by any San Pablo EDC personnel or any other person, should be reported to the Executive Director or the Board of Directors.

Harassment complaints may be filed using the Internal Complaint Review Procedure or using any other formal or informal method. Any San Pablo EDC employee who receives a complaint or who observes harassing conduct should promptly inform the Executive Director or the Board of Directors so that an investigation may be initiated.
Every reported complaint of harassment will be investigated thoroughly and promptly. Typically, the investigation will include the following steps: an interview of the employee who lodged the harassment complaint to obtain complete details regarding the alleged harassment; interviews of anyone who is alleged to have committed the acts of harassment to respond to the claims; and interview of any employees who may have witnessed, or who may have knowledge of, the alleged harassment. The Executive Director or the Board of Directors will notify the complainant of the results of the investigation. The investigation will be handled in as confidential a manner as possible consistent with a full, fair, and proper investigation.

In addition to notifying San Pablo EDC about harassment or retaliation complaints, affected employees may also direct their complaints to the California Department of Fair Employment and Housing (DFEH), which has the authority to conduct investigations of the facts. The deadline for filing complaints with the DFEH is one year from the date of the alleged unlawful conduct. If the DFEH believes that a complaint is valid, the DFEH may seek an administrative hearing before the California Fair Employment and Housing Commission (FEHC) or file a lawsuit in court. Both the FEHC and the courts have the authority to award monetary and non-monetary relief in meritorious cases. Employees can contact the nearest DFEH office or the FEHC at the locations listed in San Pablo EDC's DFEH poster or by checking the state government listings in the local telephone directory.

**Retaliation Prohibited**

San Pablo EDC will not tolerate retaliation against any employee for making a complaint of harassment or for cooperating in an investigation. No adverse action will be taken against any individual for good faith reporting of harassment. Retaliation by any San Pablo EDC employee against an individual reporting harassment is an unauthorized violation of San Pablo EDC policy, and will lead to disciplinary action.

**Corrective Action**

If harassment or retaliation is established, San Pablo EDC will take corrective action. Corrective action may include, for example: training, referral to counseling, or disciplinary action ranging from oral or written warnings to termination of employment, depending on the circumstances. With regard to acts of harassment by clients, vendors, or contractors, appropriate corrective action will also be taken.

**Smoking**

San Pablo EDC prohibits smoking in the workplace.

**Safety Program**

San Pablo EDC is committed to providing and maintaining a healthy and safe work environment for all employees. Accordingly, San Pablo EDC has instituted an Injury and Illness Prevention Program designed to protect the health and safety of all personnel. A complete copy of the Injury and Illness Prevention Program is kept by the Executive Director and is available to all employees.

All employees are required to follow safe and healthy work practices at all times. Employees may be subject to discipline for engaging in any unsafe or unhealthy work practice or for violating established safety rules and norms. Employees should immediately report to the Executive
Termination of Employment

Voluntary Termination
San Pablo EDC will consider an employee to have voluntarily terminated his or her employment if the employee explicitly resigns from San Pablo EDC or fails to report for work without notice to San Pablo EDC for three consecutive days.

Involuntary Termination
Poor performance, misconduct, or other violations of San Pablo EDC's rules of conduct may lead to involuntary termination of employees. This list of reasons for involuntary termination does not preclude San Pablo EDC from discharging or demoting employees for other reasons. San Pablo EDC reserves the right to discharge or demote any employee with or without cause and with or without prior notice.

Termination Due to Reorganizations, Elimination of Job Positions, Restructuring of Program Areas, Or Budget Concerns
From time to time, San Pablo EDC may need to terminate an employee as a consequence of reorganizations, elimination of job positions, restructuring of program areas, or budget concerns. Should San Pablo EDC consider such terminations necessary, San Pablo EDC will attempt to provide all affected employees with advance notice. Layoff benefits associated with such terminations, if any, will be specified at that time.

Exit Interview
Employees who leave San Pablo EDC for any reason may be asked to participate in an exit interview. This interview is intended to permit terminating employees the opportunity to communicate their views regarding their work with San Pablo EDC, including job duties, job training, job supervision, and job benefits.

Return of San Pablo EDC Property and Account Access
On termination of employment, whether voluntary or involuntary, all San Pablo EDC documents, computer records, and other tangible San Pablo EDC property in the employee's possession or control must be returned to San Pablo EDC. This includes San Pablo EDC logo clothing issued as part of uniforms. All passwords and log-ins must be provided to the Executive Director.
San Pablo EDC Employee Handbook

Appendix A: SAN PABLO EDC APPLICATION FOR CATASTROPHIC OR EXCEPTIONAL NEED LEAVE (complete either the Exceptional or the Catastrophic Leave section)

Employee name: ______________________ Title: __________________ Date: ______________

☐ I have regular full-time status (.8 FTE or more) as an employee and have completed at least one year of EDC service.

**Exceptional Need Leave**

☐ I have an exceptional need have exhausted all allowed paid time off or will do so by ______________.

☐ My exceptional need is ________________________

☐ The number of hours I require for my exceptional need is ____ and the dates I would apply the leave, if donated, are ________________________.

☐ I estimate that I will return to work on ____________________________________________________________________.

**Catastrophic Leave**

☐ I have sustained a life-threatening illness or debilitating injury or;

☐ A member of my immediate family has sustained a life-threatening illness or debilitating injury as described below.

☐ I have exhausted all allowed paid time off or will do so by ______________

☐ I will be unable to work for at least a one-month period and have applied for medical leave of absence.

☐ I have attached medical certification that confirms the need for my absence for myself or to care for an immediate family member.

☐ I estimate that I will return to work on ____________________________________________________________________.

Qualifying conditions for the care of an immediate family member: ________________________

I certify that the above statements are true and correct. I authorize the San Pablo Economic Development Corporation (San Pablo EDC) to solicit catastrophic leave donations on my behalf. I understand that my name will be used in such request, and I hereby WAIVE any privacy claims I may have had to this information, and agree to HOLD SAN PABLO EDC AND ITS EMPLOYEES HARMLESS from any liability arising directly or indirectly out of the disclosure of this information, and COVENANT NOT TO SUE SAN PABLO EDC or its employees due to the disclosure of such information.

_______________________________ Date: __________________
Signed

Verified by Executive Director: ______________________ Date: __________________

[ ] Approved [ ] Disapproved
Appendix B: SAN PABLO EDC CATASTROPHIC OR EXCEPTIONAL LEAVE DONATION FORM

Donor’s name: ___________________ Title: ___________________ Date: __________

- Maximum donation is forty hours

Donors are generally limited to one request to donate per recipient event.

I wish to donate _________ hours of sick leave.

I understand that all donations of my sick leave time is considered as a gift to the receiving employee and may only be cancelled as stipulated in the Sick Leave Sharing Plan for Catastrophic Illness or Injury. My signature below authorizes the deduction of the above sick time from my records, to be added to the neutral bank.

__________________________________________  __________________________
Donor’s Signature                         Date
Please read the Employee Handbook and fill out and return this portion to your supervisor within two weeks.

Employee Name: ______________________

I acknowledge that I have received a copy of San Pablo EDC's Employee Handbook. I understand that I am responsible for reading and understanding the guidelines set forth in the handbook. No one has made any promises or commitments to me contrary to the terms of this acknowledgement or the handbook.

I understand and agree that my relationship with San Pablo EDC is “at-will,” which means that my employment is for no definite period and may be terminated either by me or by San Pablo EDC at any time and for any reason, with or without cause or advance notice.

I further understand that the policies contained in the handbook are guidelines only and do not create any contractual rights or obligations. I understand that, because San Pablo EDC cannot anticipate every issue that may arise during my employment, San Pablo EDC's guidelines and policies may change. I therefore understand that San Pablo EDC has the right to add to, change, or eliminate any of the provisions of the handbook in its sole discretion, with or without revising and redistributing the handbook. If I have any questions regarding the status of any of San Pablo EDC's policies or procedures, I will consult the Executive Director.

Signature: ______________________

Date: ______________________
RESOLUTION OF THE SAN PABLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS NOMINATING AND RE-ELECTING ELIGIBLE BOARD DIRECTORS FOR ANOTHER TERM, TO WIT VICE CHAIR GENOVEVA CALLOWAY FOR A SECOND THREE-YEAR TERM AS A REGULAR DIRECTOR, TREASURER KANWAR SINGH FOR A THIRD THREE-YEAR TERM AS A REGULAR DIRECTOR, AND DIRECTOR PATRICIA PONCE FOR A THIRD TWO-YEAR TERM AS A CITY-NOMINATED BOARD DIRECTOR

RECOMMENDED ACTION

The Executive Director recommends the Board of Directors:

1. Nominate and elect eligible directors in one motion

BACKGROUND

Annually in January, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) considers nominations for eligible seats on the board. When new candidates are submitted, the Board follows its interview protocol. This year, the Board has three directors eligible for re-election, all of whom desire to fulfill another term. These directors are: Vice Chair Genoveva Calloway who is seeking a second three-year term as a regular director, Treasurer Kanwar Singh who is seeking a third and final three-year term as a regular director, and Director Patricia Ponce who is seeking a third and final two-year term as a city-nominated board director.

For reference, Article II.B of the San Pablo EDC bylaws covers the nomination and election of directors, and Article II.C covers director terms by type.

ANALYSIS

Regular Directors. Under Article II.B, Vice Chair Genoveva Calloway may be nominated for a second three-year term as a regular director and Treasurer Kanwar Singh may be nominated for a third and final three-year term as a regular director. Vice Chair Calloway has unparalleled depth in the community and county, and provides vital connections for staff to constituents, as well as serves as an ambassador for the organization, often helping the organization be far more effective in its engagement. Treasurer Singh has brought his experienced nonprofit financial experience, as well as new markets tax credit expertise, to the benefit of San Pablo EDC for the past six years. For Controller Bradley Ward and Executive Director Leslay Choy this has saved time, money and sanity, while enabling the organization to achieve the highest rating in its financial audits. Further, he has helped San Pablo EDC expand its on-the-job training (OJT) employers.

City-nominated Directors. Per Article II.B.3 of the San Pablo EDC bylaws, San Pablo City Council (Council), may nominate up to two individuals to serve a two-year term on the San Pablo EDC Board of Directors (Board) as those positions become available. Nominees are then presented to the Board for its consideration to nominate and elect city-nominated Directors by a heightened majority of sitting Directors.

As the Board is aware, Directors Patricia Ponce and Saman Farid occupy the City’s seats. In October 2023,
Executive Director Leslay Choy sent a memo to Matt Rodriguez, San Pablo City Manager, to inform him that Director Ponce’s second two-year term was concluding, and based on the unique experience and skill set she offers the Board, as well as her enthusiasm to serve another term, she was requesting the Council re-nominate Director Ponce for a third two-year term as a city nominee. The Council approved the renomination by minute order 23-484 on December 18, 2023.

The Board is asked to make a motion to nominate and re-elect Vice Chair Genoveva Calloway for a second three-year term as a regular director, Treasurer Kanwar Singh for a third three-year term as a regular director, and Director Patricia Ponce for a third two-year term as a city-nominated board director.

**FISCAL IMPACT**

There is no fiscal impact.

**Attachments**

1. San Pablo EDC Bylaws (updated January 2023)
RESOLUTION SPEDC2024-0

RESOLUTION OF THE SAN PABLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS NOMINATING AND RE-ELECTING ELIGIBLE BOARD DIRECTORS FOR ANOTHER TERM, TO WIT VICE CHAIR GENOVEVA CALLOWAY FOR A SECOND THREE-YEAR TERM AS A REGULAR DIRECTOR, TREASURER KANWAR SINGH FOR A THIRD THREE-YEAR TERM AS A REGULAR DIRECTOR, AND DIRECTOR PATRICIA PONCE FOR A THIRD TWO-YEAR TERM AS A CITY-NOMINATED BOARD DIRECTOR

WHEREAS, annually in January, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) considers nominations for eligible seats on the board. When new candidates are submitted, the Board follows its interview protocol; and

WHEREAS, this year, the Board has three directors eligible for re-election, all of whom desire to fulfill another term: Vice Chair Genoveva Calloway who is seeking a second three-year term as a regular director, Treasurer Kanwar Singh who is seeking a third and final three-year term as a regular director, and Director Patricia Ponce who is seeking a third and final two-year term as a city-nominated board director; and

WHEREAS, Article II.B of the San Pablo EDC bylaws covers the nomination and election of directors, and Article II.C covers director terms by type; and

WHEREAS, under Article II.B, Vice Chair Genoveva Calloway may be nominated for a second three-year term as a regular director and Treasurer Kanwar Singh may be nominated for a third and final three-year term as a regular director, and per Article II.B.3 of the San Pablo EDC bylaws, Director Ponce may be nominated for a third and final two-year term as a city nominee; and

WHEREAS, there is no fiscal impact.

NOW, THEREFORE, BE IT RESOLVED by the San Pablo Economic Development Corporation Board of Directors, as follows:

1) Nominate and re-elect Vice Chair Genoveva Calloway for a second three-year term as a regular director, Treasurer Kanwar Singh for a third three-year term as a regular director, and Director Patricia Ponce for a third two-year term as a city-nominated board director.

ADOPTED this 17th day of January, 2024, by the following vote, to wit:

AYES:
NOES:
ABSTAIN:
ABSENT:

ATTEST: APPROVED:

Saeid Babay Hosseini, Board Secretary Xavier Abrams, Board Chair
Resolution SPEDC2024-0
SAN PABLO ECONOMIC DEVELOPMENT CORPORATION

(a California Nonprofit Public Benefit Corporation)

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BYLAWS
ARTICLE I: GENERAL CORPORATE MATTERS

A. Name and Corporate Purposes. The name of this corporation is the San Pablo Economic Development Corporation (the “San Pablo EDC”). The San Pablo EDC has been formed to provide charitable training, educational and other service assistance to the general public for the purposes of furthering its mission to act as the catalyst for equitable economic opportunity. The San Pablo EDC expands public-private partnerships, and partners with various public and private entities to perform activities so as to expand employment, economic prosperity and business opportunities for businesses and residents within the City of San Pablo (the “City”) and East Bay Region; providing such public and charitable services and activities that are associated with such specific purposes as allowed by law; developing the capacity of local businesses, and expanding access to resources to promote economic growth; providing and expanding economic opportunities for all residents with an emphasis on access to job training and employment for low and moderate income households; supporting homeownership, homebuyer education and housing security; encouraging and stimulating economic development within the City of San Pablo and surrounding area to attract industry that diversifies and stabilizes the local economy; partnering with various entities to develop programs that encourage employment and community safety; engaging in community development as it relates to economic development in partnership with others; and soliciting and receiving contributions, donations, grants, gifts, bequests, including all kinds of funds, securities and property, both real, personal and mixed, whether principal or income, tangible or intangible, present or future, vested or contingent, in order to carry out these purposes; and by carrying on other activities in furtherance of these purposes as allowed by law. The San Pablo EDC shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its charitable training or educational purposes.

B. Powers of Board of Directors.

1. General Powers. Subject to the provisions and limitations of applicable laws, the business and affairs of the San Pablo EDC shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board. The Board shall have the power to take any actions on behalf of the corporation that it deems necessary or appropriate to conduct the business and affairs of the corporation, subject to the limitations of these bylaws, the San Pablo EDC’s articles of incorporation, and any applicable laws.

2. Delegation. The Board may delegate portions of its powers and responsibilities, but only as described in these bylaws. Any delegated activities and affairs of the San Pablo EDC shall be managed, and all corporate powers shall be exercised, under the ultimate direction, authority, and responsibility of the Board. The Board may delegate all or some portion of the management of the day-to-day operations of the San Pablo EDC to the Executive Director and staff supervised by the Executive Director, to one or more other persons, to a management company, to a board committee, or to another entity. Management of day-to-day operations shall not include any of the actions listed in Article V.D. Unless explicitly authorized to do so by board resolution or these bylaws, no person or entity to whom authority is delegated under this Article I.B.2 may (i) commit the San Pablo EDC to an expenditure of the San Pablo EDC funds greater than $10,000, or (ii) make any other contractual commitment on the San Pablo EDC’s behalf under which the San Pablo EDC may be liable for more than $10,000.
ARTICLE II: COMPOSITION OF BOARD OF DIRECTORS

A. Number of Directors. The number of Directors of the San Pablo EDC shall be at least five, and in no case shall there be more than nine Directors. If the number of Directors holding office falls below five, the Board may still engage in board action so long as the quorum requirements of Article III.B.1 and other requirements of these bylaws are met.

B. Election of Directors.

1. Majority Requirement. Directors shall be elected through nomination by a sitting Director and approval by heightened majority as described in Article III.A.2.

2. Timing and Notice of Election. The Board shall aim to elect Directors at annual meetings, but may elect Directors to fill vacancies at any time. Notice and agenda for any board meeting at which the Board votes upon the election of one or more directors must state that election of Directors will be considered at the meeting.

3. Protocol for Persons Nominated by City of San Pablo. Two Director positions shall be filled by persons nominated by the San Pablo City Council. While City Councilmembers are eligible for such Director positions, no more than one Director who is an elected official of the City shall serve at any given time. These positions shall be staggered such that no more than one seat may turn over directorship at any given time. City employees are not eligible. Nominees submitted by the San Pablo City Council shall:

   a. Meet the skills and experience criteria identified by the San Pablo EDC in its October notification letter to the City Manager.

   b. Be submitted for nomination in December to the Chair of the Board of Directors as part of the director nomination process. Should the San Pablo City Council fail to nominate a qualified individual by December 31, the San Pablo EDC Board shall recruit an individual to fill the Board seat who is a San Pablo resident, a San Pablo business owner, or person operating a business in San Pablo.

   c. Be subsequently nominated and elected by the San Pablo EDC Board.

   d. Serve a term of no more than two years, with terms staggered such that each calendar year, a Director nominated or renominated by the City of San Pablo shall be seated. Such Directors do not serve on the San Pablo EDC Board in an official capacity as representatives of the San Pablo City Council, and are expected to exercise independent judgment and serve the San Pablo EDC Board with the same standard of care and duty of loyalty as that of other Directors.

4. Board Independence. At no time may individuals who are elected officials holding City of San Pablo office constitute a majority of the Directors. A violation of the provisions of this Article II.G shall not affect the validity or enforceability of any transaction entered into by the San Pablo EDC, or the authority of any action taken by the Board.
C. Term of Office of Directors.

1. Three-year Terms. For Directors elected at annual meetings, the term of office shall be three years, or any shorter period determined by the Board. For Directors elected or appointed between annual meetings, the term of office shall run until three years from the first annual meeting after that Director's election, or for any shorter period determined by the Board. Regardless of time of appointment, Directors nominated by the San Pablo City Council shall serve terms of no more than two years. Directors may serve up to three consecutive terms. Terms may be extended under the circumstances described in Article II.D.1.

2. Transition. By board resolution approved through a heightened majority as described in Article III.A.2 and accompanying establishment of these bylaws, the Board shall fix the remaining tenure of each Director sitting at the time of establishment of these bylaws. This resolution shall establish length of terms of sitting Directors and new Director positions such that terms of approximately one-third of the Directors shall expire at each annual meeting.

D. Expiration of Terms.

1. Notice to Director. At least sixty days prior to the scheduled expiration of a Director’s term, the Board Chair or another Director shall provide written notice to the Director of the date on which the term expires. If timely notice is not provided to the Director, the Director’s term shall be extended until sixty days from the date when the notice is provided. Notice shall be provided in accordance with the procedures set forth for board meeting notice in Article III.B.3.

2. Reelection of Directors. For a Director not appointed pursuant to nomination by San Pablo City Council, prior to the expiration of such Director’s term, that Director may, through written communication to the Board Chair, request reelection.

   a. If the Director requests reelection as described above, the Director’s term continues until the Board votes on whether to reelect that Director, in compliance with these bylaws’ specifications for Election of Directors in Article II.B. If the Board votes not to reelect the Director, the Director’s term expires either at that time or as scheduled, whichever is later.

   b. If the Director does not request reelection, the Director’s term expires as scheduled.

E. Removal or Resignation of Directors.

1. Removal of Directors. The Board may remove any Director, with or without cause, if such action is approved by a heightened majority as described in Article III.A.2. The decision to remove a Director must occur at a board meeting, and cannot take place through unanimous written consent.

   a. Absences from Board Meetings. When any Director is absent from three consecutive regular board meetings, or is absent from more than four regular board meetings in a calendar year, then at the next regular board meeting, the Board shall consider whether to remove that Director from the Board.
b. **Meeting Notice Required.** In order to remove any Director, notice that such action would be considered at the board meeting in question must have been provided to all Directors holding office.

2. **Resignation of Directors.** In order to resign, a Director must give written notice to the Board Chair, the Executive Director, the Secretary, or the Board. The resignation shall be effective upon receipt, unless the notice specifies a later time for the effectiveness of the resignation. A Director may not resign when resignation would leave the San Pablo EDC without any Director, unless the resigning Director first notifies the California Attorney General.

F. **Restriction on Interested Persons as Directors.** Not more than forty-nine percent of the persons serving on the Board at any time may be interested persons. For purposes of this Article II, Section F, the term “interested person” has the meaning given it by California Corporations Code Section 5227, and is (1) any person compensated by the San Pablo EDC for services rendered to it within the previous twelve months, whether as a full-time or part-time employee, independent contractor, or otherwise; or (2) any brother, sister, ancestor, descendant, spouse, domestic partner, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person. A violation of the provisions of this Article II.F shall not affect the validity or enforceability of any transaction entered into by the San Pablo EDC, or the authority of any action taken by the Board.

G. **Backgrounds of Directors.** In exercising its control over board membership, the Board shall attempt to ensure that:

1. Directors collectively represent a diversity of race, gender, geography, industry and relevant backgrounds and skills to enable the Board to make informed, well-balanced decisions on the economic viability and social impact of the San Pablo EDC activities;

2. Directors collectively have a strong knowledge of workforce and business development, the needs of businesses and residents of the City of San Pablo and Contra Costa County, and a comprehensive working knowledge of local and regional economic conditions, business concerns, government activities and funding sources;

3. Directors collectively maintain a range of relevant areas of expertise vis-à-vis the strategic plan, including expertise in the following issues: economic development, strategic planning, finance, technology, marketing, fund development and audit, among others.

While the Board shall make its best efforts to ensure that the above aims are met, the failure of the Board at any given time to satisfy any criteria described in this Article II.G shall not limit the power of the Board in any manner, including the ability to elect Directors of the Board’s choice.

**ARTICLE III: PROCEDURES OF BOARD OF DIRECTORS**

A. **Requirements for Board Action.** The Board engages in official action when it takes action in compliance with the procedures set forth in Articles III.A and III.B.
1. **Normal Action: Majority of Directors Present at Meeting.** Unless otherwise required by these bylaws, board action at a meeting shall require approval by a majority of the Directors present at the meeting.

2. **Heightened Majority: Majority of All Directors Holding Office.** Where a heightened majority is required by these bylaws, board action shall require approval at a meeting by a majority of the Directors holding office.

**B. Board Meetings.** Board meetings must comply with the procedures set forth in this Article III.B, and shall be scheduled, noticed, and administered in compliance with the Ralph M. Brown Act, California Government Code sections 54950 et seq. (the “Brown Act”) and any organizational Transparency Policy. In case of conflict between provisions of these bylaws and the Brown Act, provisions of the Brown Act shall govern.

1. **Quorum.** A quorum is required for a board meeting.

   a. **Majority Constitutes Quorum.** If the San Pablo EDC has two or more Directors holding office, then a majority of the Directors holding office shall constitute a quorum.

   b. **Sole Director.** If the San Pablo EDC has only one Director holding office, then a quorum cannot be attained, and the only official action that Director can take is to appoint another Director pursuant to Article II.B.

   c. **No Proxy Voting.** Directors may not vote by proxy or delegate their vote to other directors.

2. **Types of Meetings.**

   a. **Annual Meeting.** The Board shall hold an annual meeting for the purpose of electing Directors and Officers of the San Pablo EDC and for the transaction of other business appropriate for annual consideration.

   b. **Regular Meetings.** Regular meetings will be held on the third Wednesday of each month, or at other times fixed by the Board.

   c. **Special Meetings.** Special meetings may be held at any reasonable time, with time specified by the Board Chair. Special meetings of the Board may be called by the Board Chair or any two Directors. Notice of the meeting shall specify who called the special meeting.

3. **Notice and Agendas.** Notice and agendas for each board meeting shall be delivered to each Director, and to the public, in such manner, such times, and with such contents as required by the Brown Act.

4. **Meetings via Telephone or Other Technology.** Directors may participate in a meeting via video or telephone conference, or other technology approved by the Board, so long as all Directors participating in the meeting can communicate with one another concurrently and can participate in all matters before the Board, and other requirements of the Brown Act for meeting by
5. **Minutes Required.** The Secretary or his or her designee shall keep minutes of each board meeting, which shall be maintained at the corporation’s principal office. The minutes shall set forth every official action taken by the Board, including both decisions made and acts performed.

6. **Public Access.** All Board meetings shall be open to the public, except for portions of meetings held in closed session, for purposes permitted by, and under procedures set forth in, the Brown Act.

C. **Board Compensation.**

1. **No Compensation for Services as a Director.** Directors may not receive any compensation for their services on the Board or on any board committee. Directors may accept gifts in recognition for service to the organization, in amounts and types limited by any gift acceptance policy or resolution adopted by the Board, and by applicable law.

2. **Compensation for Other Services to the San Pablo EDC.** Directors may be compensated for rendering services to the San Pablo EDC in a capacity other than as a Director or board committee member, but only where (a) such action to approve such compensation is taken under the procedures provided in Article IV.B, and (b) board composition complies with the standards set forth in Article II.F.

3. **Expense Reimbursement.** Directors may receive reasonable reimbursement of expenses incurred as a Director or board committee member, including reimbursement and advances as provided in Article IV.E. Reimbursement rates for expenses may be fixed or determined by resolution of the Board of Directors.

**ARTICLE IV: STANDARD OF CARE FOR BOARD OF DIRECTORS**

A. **General Standard of Care.**

1. **Standard of Care.** A Director shall perform the duties of a Director, including duties as an Officer or member of a board committee, in good faith, in a manner that the Director believes to be in the best interests of the San Pablo EDC, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances. A Director shall maintain a duty of loyalty to the organization, making decisions to advance the interests of the organization and not the business or personal interests of the individual board member, another individual, entity or organization.

2. **Reliance.** So long as a Director acts in good faith, after any reasonable inquiry made necessary by the circumstances, and without knowledge that would cause such reliance to be unwarranted, a Director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, prepared or presented by:

   a. Officers or employees of the San Pablo EDC whom the Director believes to be reliable and competent in the matters presented;
b. counsel, independent accountants or other persons or entities as to matters which the Director believes to be within such person’s professional or expert competence; or

c. a committee of the Board upon which the Director does not serve, as to matters within its designated authority, if the Director believes that the committee merits confidence.

3. Avoidance of Liability. As set forth in Nonprofit Code § 5231, subd. (c), a Director who performs the duties of a Director in accordance with the standards of this Article IV.A shall, to the extent permitted by law, have no liability based upon any failure or alleged failure to discharge his or her obligations as a Director.

B. Conflict of Interest. The San Pablo EDC has adopted a Conflict of Interest Code in compliance with the California Political Reform Act (Gov. Code §81000 et seq.).

1. Financial Conflicts of Interest.

a. Incorporation of the California Political Reform Act. No Director, Officer, or employee shall make, participate in making, or seek to influence a decision of the San Pablo EDC in which the Director, Officer, or employee has a financial interest within the meaning of California Government Code Section 87100 et seq. and any subsequent amendments to these sections.

b. Incorporation of California Government Code 1090, et seq. No Director, Officer, or employee shall make a contract in which they have a financial interest within the meaning of California Government Code Section 1090 et seq. and any subsequent amendments to these sections.

2. Definition of Financial Interest. A Director, Officer, or employee has a material financial interest in a decision or action within the meaning of Government Code Section 87100 if it is reasonably foreseeable that the decision or action will have a material financial effect, distinguishable from its effect on the public generally, on the Director, Officer, or employee, a member of their immediate family, or on any of the following:

(i) any business entity in which the Director, Officer, or employee has a direct or indirect investment worth two thousand dollars ($2,000) or more;

(ii) any real property in which the Director, Officer, or employee has a direct or indirect interest worth two thousand dollars ($2,000) or more;

(iii) any source of income, except gifts or loans by a commercial lending institution made in the regular course of business on terms available to the public without regard to official status, aggregating five hundred dollars ($500) or more in value provided, promised to, or received by, the Director within 12 months prior to the time when the decision or action is taken;

(iv) any business entity in which the Director, Officer, or employee is a director, officer, partner, trustee, employee, or holds any position of management;

(v) any donor of, or any intermediary or agent for a donor of, a gift or gifts at or above the amount
designated by the Fair Political Practices Commission received by, or promised to the Director, Officer, or employee in the 12 months prior to when the decision or action is taken.

For purposes of this section, indirect investment or interest means any investment or interest owned: by the spouse or dependent child of a Director, Officer, or employee; by an agent on behalf of a Director, Officer, or employee; or by a business entity or trust in which the Director, Officer, or employee (or the individual’s agents, spouse, and dependent children) own directly, indirectly, or beneficially a 10-percent interest or greater.

4. Board Approval of Actions or Decisions Concerning an Interested Director. The San Pablo EDC may enter into a decision or action concerning an interested Director only where such decision or action has been approved in advance by a heightened majority as described in Article III.A.2, without counting the vote of any Interested Directors. The interested Director or Directors may be counted in determining the presence of a quorum. Such approval must occur in good faith, after reasonable investigation, and with knowledge of the material facts concerning the decision or action and the Director’s interest in the decision or action.

   a. Such approval must include determinations that:
      i. the decision or action is for the benefit of the San Pablo EDC;
      ii. the decision or action is fair and reasonable to the San Pablo EDC; and
      iii. the San Pablo EDC cannot obtain a more advantageous arrangement with reasonable effort.

   b. In addition, the interested Director must do all of the following things:
      i. Publicly identify the material financial interest that gives rise to the conflict of interest or potential conflict of interest in detail sufficient to be understood by the public.
      ii. Recuse himself or herself from discussing and voting on the matter.
      iii. Leave the room until after the discussion, vote, and any other disposition of the matter is concluded.

5. Transactions with City of San Pablo. In Board consideration of a matter for which both the San Pablo EDC Board and the City Council of San Pablo may take action (e.g., a contract between the City and the San Pablo EDC), a Director simultaneously serving on the City Council shall be recused from the San Pablo EDC Board vote and shall not participate in Board discussion.

   C. Loans for Reasonable Expenses Incurred. The San Pablo EDC shall not make any loan of money or property to, or guarantee the obligation of, any Director, Officer, or employee. The San Pablo EDC may advance money to a Director, Officer, or staff member of the San Pablo EDC for expenses reasonably anticipated to be incurred in performance of the services to the San Pablo EDC, so long as such person would be entitled to later reimbursement for such expenses, consistent with the San Pablo EDC’s expense reimbursement policy.

   D. Indemnification for Qualifying Legal Expenses. The San Pablo EDC shall advance or reimburse qualifying legal expenses incurred by individuals serving the San Pablo EDC to the extent
authorized by law.

1. **Standard for Indemnification.** To the fullest extent permitted by law, the San Pablo EDC shall indemnify past and present Directors, Officers, employees, volunteers, and other agents against legal expenses, judgments, fines, settlements, and any other amounts incurred in connection with legal proceedings brought because that person was an agent of the corporation.

2. **Procedures.** An individual requesting indemnification shall submit a written request to the Board. The Board shall consult an attorney to help the San Pablo EDC determine the ability of the San Pablo EDC to indemnify the individual, and shall grant or deny the request for indemnification based upon the relevant legal standards and the facts underlying the request.

3. **Advancing Expenses.** To the extent permitted by law, if the Board approves indemnification, the San Pablo EDC shall advance expenses incurred before final disposition of the legal proceeding in question, unless the Board determines otherwise.

E. **Insurance.** The San Pablo EDC shall use its best efforts to purchase and maintain insurance against any liability asserted against or incurred by an agent of the San Pablo EDC in that capacity or arising out of the agent’s status as an agent of the San Pablo EDC. The Board shall determine what constitutes “best efforts,” taking into account terms of available indemnification policies and other relevant factors.

F. **Political Activity.** The San Pablo EDC shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office. To the extent a Director, Officer, or employee participates in political activity, in person or virtually (including on social media) they may do so in a personal capacity only and may not take a public position on behalf of the San Pablo EDC or identify themselves as a San Pablo EDC Director, Officer, or employee, verbally or in writing (including name badges or program materials). Directors, officers, and employees are prohibited from engaging in political activity (either in person or virtually) while performing job or official duties for the San Pablo EDC.

G. **Ethics Training.** In accordance with Government Code §§ 53234-53235.2, the San Pablo EDC will provide Directors with annual ethics training to ensure compliance with AB 1234.

**ARTICLE V: BOARD COMMITTEES**

A. **Establishment.** The Board may by resolution or through these bylaws establish one or more standing committees to exercise a portion of the powers of the Board. Resolutions establishing committees must be approved by a heightened majority as described in Article III.A.2. The Board may also establish one or more ad hoc advisory committees composed solely of two Directors, that present information and advice to the Board regarding specified subjects. All standing committees shall be established and operated in compliance with the Brown Act. In case of conflict between provisions of these bylaws and the Brown Act, provisions of the Brown Act shall govern.

B. **Membership.** Election of a Director to a committee must be approved by a heightened majority as described in Article III.A.2. Each committee shall consist of two or more Directors, to be nominated by Directors and approved by the Board. The Board may designate one or more Directors as
alternate members. Alternate members may replace any absent member at any meeting of the committee, and may attend any meeting of the committee. Individuals who are not Directors may be appointed by the Board to serve on committees, although such individuals shall not have the right to vote on the committee, and must constitute less than fifty percent of the membership of the committee.

C. Powers. Board committees may exercise Board power to the extent specifically delegated by the Board and as limited in these bylaws.

D. Prohibited Actions. Regardless of Board resolution or other action, no committee may:

1. adopt, amend, or repeal articles of incorporation or bylaws for the San Pablo EDC;
2. alter the membership or structure of the Board or any committee, or establish any committee;
3. elect, alter the term of, or remove any Officer;
4. fix compensation of any Director as Director, member of a committee, or Officer;
5. amend or repeal any resolution of the Board that by its express terms is not so amendable or repealable;
6. approve any decision or action involving an interested Director;
7. authorize the indemnification of any agent of the San Pablo EDC, or authorize advancing expenses to any agent of the San Pablo EDC;
8. approve legal action, including the initiation of a lawsuit, settlement, mediation, arbitration, or other significant related decisions, except for legal action approved by the Executive Committee due to exigent circumstances; or
9. approve a plan of merger, consolidation, voluntary dissolution, bankruptcy, or reorganization; or approve the sale, lease, transfer, exchange, or other disposal of all or substantially all of the property and assets of the San Pablo EDC; or revoke any such plan.

E. Meetings and Actions of Committees. Meetings and procedures for actions of all standing committees shall be similar to the provisions of these bylaws regarding meetings and actions of the San Pablo EDC’s Board, and shall be subject to the Brown Act. The provisions of Articles III and IV of these bylaws shall govern board committees, with such changes as are necessary to substitute the committee and its members for the Board and its members. The time for regular meetings of committees may be determined either by resolution of the Board or by resolution of the committee. Special meetings of committees may also be called by resolution of the Board. Notice of special meetings of committees shall be given to any alternate members. Minutes shall be kept of each meeting at which committee action is taken, shall be presented to the Board at the next board meeting, and shall be filed with the corporate records. All committee meetings shall be publicly noticed and agendized per Brown Act requirements, except for those of ad hoc advisory committees. Committees described below are standing
committees that may be formed by the Board in accordance with these bylaws, requiring notice and agenda pursuant to the Brown Act.

F. Governance Committee. Pursuant to Article V.A, the Board may appoint a Governance Committee composed of two or more Directors. The Governance Committee shall recruit, evaluate, and nominate potential Directors, identifying organizational needs and applying criteria established through the San Pablo EDC’s strategic plan and other governance tools. The Governance Committee shall be charged with member orientation and assist the Board in ensuring that Directors possess the skills and knowledge needed by the Board to advance the San Pablo EDC’s goals and ensure effective corporate governance. In fulfilling this responsibility, the Governance Committee shall also recommend educational opportunities for Directors, ensure the Board regularly conducts a self-assessment, maintain an updated skills matrix, and review, revise and propose policy.

G. Finance Committee. Pursuant to Article V.A, the Board may appoint a Finance Committee composed of two or more Directors. The Finance Committee shall provide financial oversight functions for the San Pablo EDC, through budgeting, financial planning, financial reporting, and the creation and monitoring of internal controls and accountability policies. Specific tasks may include: (i) working with the Executive Director to develop an annual operating budget; (ii) approving the budget on behalf of the Finance Committee; (iii) monitoring adherence to the budget; (iv) developing long-range financial goals, along with funding strategies to achieve such goals; (v) developing multi-year operating budgets that integrate strategic plan objectives and initiatives; and (vi) presenting all financial goals and proposals to the Board for approval.

ARTICLE VI: OFFICERS

A. Officers of the San Pablo EDC. The officers of the San Pablo EDC shall consist of a Board Chair, Vice Chair, Executive Director, Secretary, and Treasurer. For purposes of application of the Nonprofit Code, these Officers shall function as the San Pablo EDC’s Chairperson, Vice Chairperson, President, Secretary, and Chief Financial Officer, respectively. The Board may designate other offices, or change the titles of these offices, by resolution.

B. Procedural Matters.

1. Election of Officers. The Officers may be elected by the Board at its annual meeting or at any other time, through vote of a heightened majority as described in Article III.A.2. The same person may hold any number of offices, except that neither the Secretary nor the Treasurer may serve concurrently as the Board Chair or the Executive Director.

2. Term and Compensation of Officers. The Board shall determine the terms of the Officers, and in the case of the Executive Director may select an indeterminate term. The compensation, if any, of the Officers shall be set by resolution of the Board, in compliance with these bylaws and applicable law. As noted in Article III.C, Directors may not be compensated for service as a Director, although Directors may be compensated for performance of other services to the San Pablo EDC, if such compensation is approved in compliance with conflict of interest provisions and other relevant terms of these bylaws. Directors may not be compensated for service as Board Chair or Vice Chair; Directors may not be compensated for service as officers except under a properly-approved contract of employment.
3. Removal or Resignation of Officers. Except as provided in any contract of employment, any Officer may be removed with or without cause by the Board through vote of a heightened majority as described in Article III.A.2, or may resign at any time by giving written notice to the Board, the Board Chair, the Executive Director, or the Secretary. Unless the notice specifies a later time for the effectiveness of the resignation, the resignation shall be effective upon receipt.

C. Duties of Officers. In addition to the duties specified in these bylaws, all Officers shall perform all duties customarily incident to their office, and shall have any other powers and be subject to any other restrictions set by the Board. Officers shall be subject to control of the Board in the performance of their duties.

1. Chair of Board of Directors. The Chair of the Board of Directors shall preside at any meeting of the Board or the Executive Committee, if present at that meeting. The Chair is authorized to execute in the name of the San Pablo EDC all contracts and other documents that have been properly approved.

2. Vice Chair of Board of Directors. The Vice Chair shall, in the absence of the Board Chair, or in the event of the Board Chair’s inability or refusal to act, perform all the duties of the Board Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Board Chair.

3. Executive Director. Subject to the control, advice and consent of the Board, the Executive Director shall supervise and conduct the day-to-day operations of the San Pablo EDC, shall keep the Board reasonably informed regarding such operations, shall regularly consult with the Board concerning the operations of the San Pablo EDC, and shall see that all actions and resolutions of the Board are carried into effect. The Board may place the Executive Director under a contract of employment with the San Pablo EDC. The Executive Director shall be responsible for the hiring, evaluation and firing of all other San Pablo EDC personnel, for keeping the Board reasonably informed of staff performance, and for implementing any personnel policies adopted by the Board. The Executive Director is authorized to contract, receive, deposit, disburse, and account for funds of the San Pablo EDC, subject to limits set forth in these bylaws or in Board resolutions; to execute in the name of the San Pablo EDC contracts and other documents properly approved; and to negotiate all material business transactions of the San Pablo EDC not reserved for the Board by board resolution or these bylaws. Subject to any restrictions contained in these bylaws, applicable law, any board resolution, or an employment contract, the Executive Director may delegate specific aspects of his or her duties as appropriate.

4. Secretary. The Secretary or his or her designee shall maintain all records and documents of the San Pablo EDC, shall act as Secretary of all the meetings of the Board, and shall keep the minutes of all such meetings in books proposed for that purpose. If the Secretary is a Director, the Secretary may delegate portions of these responsibilities to the Executive Director; if the Secretary is not a Director, then the Secretary shall carry out these functions in conjunction with the Executive Director.

5. Treasurer. The Treasurer or his or her designee shall maintain adequate and correct accounts of the properties and business transactions of the San Pablo EDC, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. Such accounts shall be open to inspection by any Director at
any reasonable time. The Treasurer or his or her designee shall ensure that all funds and other valuables in the name and to the credit of the San Pablo EDC are deposited and maintained in a reliable manner. The Treasurer or his or her designee shall disburse the funds of the San Pablo EDC as may be ordered by the Board, the Executive Committee, or the Executive Director. At each board meeting, the Treasurer or his or her designee shall provide to the Directors a written report detailing all of San Pablo EDC’s financial transactions above $50 in the period since the last such written report. Such report shall also include an overview of San Pablo EDC’s accounts and assets. If the Treasurer is a Director, the Treasurer may delegate portions of these responsibilities to the Executive Director; if the Treasurer is not a Director, then the Treasurer shall carry out these functions in conjunction with the Executive Director.

ARTICLE VII: RECORDS AND REPORTS

A. Maintenance of Records. The San Pablo EDC shall maintain originals or copies of the following documents and records at its principal office, all of which shall be made available to the public in compliance with any organization Transparency Policy, and applicable law:

1. The San Pablo EDC’s Articles of Incorporation and Bylaws, both current and past versions.
2. The San Pablo EDC’s federal tax exemption application, any favorable IRS determination letter, and its annual information returns for three years from their date of filing.
4. Written minutes of the proceedings of the Board and committees.

B. Director Inspection of Records and Property. Every Director shall have the right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the San Pablo EDC. The inspection may be made in person or by an agent or attorney.

C. Delivery of Records. Upon leaving office, each Officer, Director, employee, or other agent of the San Pablo EDC shall promptly turn over to the San Pablo EDC any the San Pablo EDC funds, books, records, minutes, lists, documents, or any other the San Pablo EDC property that is in that person’s custody.

D. Reports. An annual report shall be sent to all Directors no more than 120 days after the end of the San Pablo EDC’s fiscal year, containing the following information with appropriate detail:

1. the assets and liabilities, including the trust funds, of the San Pablo EDC at the end of the fiscal year;
2. the principal changes in assets and liabilities, including trust funds, during the fiscal year;
3. the revenues or receipts of the San Pablo EDC, both unrestricted and restricted for particular purposes, for the fiscal year;
4. the expenses or disbursements of the San Pablo EDC for both general and restricted purposes during the fiscal year; and

5. the information required by Section 6322 of the Nonprofit Code concerning certain “self-dealing transactions” involving more than $50,000 or indemnifications involving more than $10,000 during the fiscal year.

The report shall be accompanied by any pertinent report of independent accountants.

E. Public Inspection. Records of the San Pablo EDC shall be made available to the public as required by any organization Transparency Policy and the California Public Records Act.

ARTICLE VIII: MISCELLANEOUS

A. Corporate Powers. The San Pablo EDC shall hold and may exercise all such powers as may be conferred upon a nonprofit corporation by the laws of the State of California and as may be necessary or expedient for the administration of the affairs and attainment of the purposes of the San Pablo EDC, provided, however, that in no event shall the San Pablo EDC engage in activities which are not permitted to be carried on by a corporation exempt under Section 501(c)(3) of the Internal Revenue Code. No substantial part of the activities of the San Pablo EDC shall consist of the publication or dissemination of materials with the purpose of attempting to influence legislation. The San Pablo EDC shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Any such participation or intervention by a Director, staff member, or volunteer of the San Pablo EDC is unauthorized and outside the scope of that person’s authority to act on behalf of the San Pablo EDC.

B. Amendments of Bylaws. These bylaws may be amended or repealed through: (i) approval at a board meeting by a heightened majority as described in Article III.A.2. Where approval of amendments is sought at a board meeting, the topic of the proposed amendments shall be included as part of the notice for that meeting. If any provision of these bylaws requires approval of a certain action by a larger portion of the Board than a majority of the Directors holding office, then that provision may not be amended or repealed except by approval of that larger portion of the Board.

C. Interpretation of Bylaws.

1. Conflict. In the event that anything contained within these bylaws, including any delegation of authority or description of procedures, conflicts with the articles of incorporation or any applicable law, including the Nonprofit Code, the California Political Reform Act, or the Brown Act, these latter sources of authority shall govern.

2. Nonprofit Code. Unless the context otherwise requires, the provisions, rules of construction, and definitions contained in the Nonprofit Code shall govern the construction of these bylaws. If any sections of the Nonprofit Code specifically referred to in these bylaws are subsequently reorganized or renumbered, these bylaws shall be interpreted to refer to the reorganized or renumbered sections.
3. **Severability.** If any competent court of law holds any portion of these bylaws invalid or inoperative, then so far as is reasonable and possible (i) the remainder of these bylaws shall be considered valid and operative, and (ii) effect shall be given to the intent manifested by the portion deemed invalid or inoperative.

4. **Headings.** Although headings may be considered as a factor in interpretation of these bylaws, the body of the text shall govern in case of conflict.

5. **Use of Certain Terms.** In interpretation of these bylaws, “the Board” shall mean the board of directors of the San Pablo EDC, “Director” shall mean a member of the Board, “Officer” shall mean an officer of the San Pablo EDC, “committee” and “board committee” shall mean a committee established under Article V and exercising powers of the Board, and “the Nonprofit Code” shall mean California’s Nonprofit Corporation Law.

D. **Principal Office.** As of July 2020, the principal office of the San Pablo EDC is located at 1000 Gateway Avenue, , San Pablo, County of Contra Costa, State of California. The Board may at any time change the location of the principal office or establish branch offices.

E. **Dedication of Assets.** The property and assets of the San Pablo EDC are irrevocably dedicated to charitable purposes. No part of the net earnings, property, or assets of the San Pablo EDC, on dissolution or otherwise, shall inure to the benefit of any private person. On liquidation or dissolution, all property and assets of the San Pablo EDC remaining after payment of debts and liabilities shall be distributed the City of San Pablo for use for public purposes.

F. **No Members.** The San Pablo EDC shall not have any members within the meaning of Section 5056 of the California Corporations Code. The San Pablo EDC may establish a membership program involving formal or informal relationship with or in support of the organization, but use of the term “member” in such program shall not indicate establishment of membership within the meaning of Section 5056, and any such “members” shall have no voting privileges with regard to board membership or organizational functions.
CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the currently elected and acting Secretary of the San Pablo EDC, a California nonprofit public benefit corporation, that the attached bylaws are the bylaws of the San Pablo EDC as adopted by the Board of Directors on January 18, 2023, and that they have not been amended or modified since that date.

Executed on January 18, 2023, at San Pablo, California.

Name: ___________________

Saied Babay Hosseini, Board Secretary
RECOMMENDED ACTION

The Executive Director recommends the Board of Directors:

1. Nominate and elect a slate of officers in one motion

BACKGROUND

Annually, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) nominates and elects a slate of officers as outlined in the organization’s bylaws Article VI.A.1.

Per Article VI.A, the officers of the Board are: Chair, Vice Chair, Treasurer and Secretary. The Board may nominate any sitting Director for any role, including the Director already occupying that role. Staff may also be nominated for the Board Secretary role. Per Article VI.A.1, “The same person may hold any number of offices, except that neither the Secretary nor the Treasurer may serve concurrently as the Board Chair or the Executive Director.”

Currently, the Board Chair is Xavier Abrams, the Vice Chair is Genoveva Calloway, the Treasurer is Kanwar Singh, and the Board Secretary is Saeid Babay Hosseini.

While the bylaws allow the Board to determine if the term of each officer is for the calendar year, a 12-month period, or an indeterminate amount of time, staff recommends the Board nominate a slate of officers, stipulating which person for which role, for the calendar year to serve until a new slate of directors is elected in the next calendar year.

Nominations may be seconded and voted on individually, or as a single motion for a slate of officers. The board resolution will be amended based on the Board’s actions at this meeting.

Brief descriptions for each officer role follow. Directors may also refer to Article VI.C.5 of the Bylaws.

Chair of Board of Directors

The Chair of the Board of Directors has an intimately understanding of the organization, its mission, strategic plan and operations. The Chair presides at board meetings if present. The Chair is authorized to execute in the name of the San Pablo EDC all contracts and other documents that have been properly approved. The Chair works with the Executive Director to develop board agendas and direct any board-level work, if needed. The Chair also formally represents the organization at events, and when needed, to the media. The Chair is charged with ensuring fellow directors exercise duty of care and loyalty.

Vice Chair of Board of Directors

The Vice Chair shall, in the absence of the Board Chair, or in the event of the Board Chair’s inability or refusal to act, perform all the duties of the Board Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Board Chair.
**Treasurer**

The Treasurer or his or her designee shall maintain adequate and correct accounts of the properties and business transactions of the San Pablo EDC, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. Such accounts shall be open to inspection by any Director at any reasonable time. The Treasurer or his or her designee shall ensure that all funds and other valuables in the name and to the credit of the San Pablo EDC are deposited and maintained in a reliable manner. The Treasurer or his or her designee shall disburse the funds of the San Pablo EDC as may be ordered by the Board, or the Executive Director.

**Secretary**

The Secretary or his or her designee shall maintain all records and documents of the San Pablo EDC, shall act as Secretary of all the meetings of the Board, and shall keep the minutes of all such meetings in books proposed for that purpose. If the Secretary is a Director, the Secretary may delegate portions of these responsibilities to the Executive Director; if the Secretary is not a Director, then the Secretary shall carry out these functions in conjunction with the Executive Director.

Following discussion, the Board is asked to make a single motion to (1) nominate a slate of officers specifying name and title, and (2) specify that the term of office is for calendar year 2024 until a new slate of officers is elected in 2025. Examples of motions might be, “I make a motion that [Name] serve as Board Chair, [Name] serve as Vice Chair, [Name] serve as Treasurer and [Name] serve as Board Secretary until the San Pablo EDC’s next annual meeting;” or “I make a motion that the slate of board officers remains the same until the San Pablo EDC’s next annual meeting.”

The board resolution will be updated to reflect the Board’s action.

**FISCAL IMPACT**

There is no fiscal impact.

**Attachments**

None.
RESOLUTION SPEDC2024-0

RESOLUTION OF THE SAN PABLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS NOMINATING AND ELECTING BOARD OFFICERS

WHEREAS, annually, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) nominates and elects a slate of officers as outlined in the organization’s bylaws Article VI.A.1; and

WHEREAS, per Article VI.A, the officers of the Board are: Chair, Vice Chair, Treasurer and Secretary. The Board may nominate any sitting Director for any role, including the Director already occupying that role; and

WHEREAS, currently, the Board Chair is Xavier Abrams, the Vice Chair is Genoveva Calloway, the Treasurer is Kanwar Singh, and the Board Secretary is Saeid Babay Hosseini; and

WHEREAS, the Board is asked to make a single motion to (1) nominate a slate of officers specifying name and title, and (2) specify that the term of office is for calendar year 2024 until a new slate of officers is elected in 2025; and

WHEREAS, there is no fiscal impact.

NOW, THEREFORE, BE IT RESOLVED by the San Pablo Economic Development Corporation Board of Directors, as follows:

1) Nominate and elect [Name] as Board Chair, [Name] as Vice Chair, [Name] as Treasurer and [Name] as Board Secretary until the San Pablo EDC’s next annual meeting.

ADOPTED this 17th day of January, 2024, by the following vote, to wit:

AYES:
NOES:
ABSTAIN:
ABSENT:

ATTEST: APPROVED:

Saeid Babay Hosseini, Board Secretary Xavier Abrams, Board Chair
The San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) authorizes all organization grant applications to ensure grant parameters fall within San Pablo EDC permitted activities, the focus of the grant would advance the organization’s strategic plan, and that grant writing expense, if any, is reasonable.

The foundation of San Pablo EDC’s long-time financial education partner, Travis Credit Union (TCU) issued a Financial Coaching Grant Application in January due February 8, 2024. TCU Foundation will award three (3) grants in 2024 to help nonprofits train up to staff to become financial coaches. The goal is to empower more communities through transformational financial education by expanding the number of trained financial coaches.

Described as multi-year, Year One of the grant would provide $30,000 in unrestricted funds for general operating support and up to $9,000 in professional development for nonprofit staff, composed of $6,000 for financial coach training for two (2) staff and $3,000 for access to Inclusiv Pathways software.

501(c)3 organizations serving Napa, Solano, Yolo, Contra Costa, and Merced counties may apply.

**ANALYSIS**

San Pablo EDC has a decade of experience expanding access to financial education in English and Spanish to a socioeconomically diverse population. While it will be a highly competitive process, the application is reasonable for the grant size and would not require external grant writing assistance. Given San Pablo EDC’s ongoing work to advance equitable economic opportunity, especially for historically marginalized populations, this grant seems a strong fit.

The Board is asked to authorize San Pablo EDC’s application to Travis Credit Union Foundation Financial Coaching Grant.

**FISCAL IMPACT**

There is no fiscal impact.

**Attachments**

1. TCU Foundation January 8, 2024 Press Release
RESOLUTION SPEDC2024-0

RESOLUTION OF THE SAN PABLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS AUTHORIZING APPLICATION TO TRAVIS CREDIT UNION FOUNDATION FINANCIAL COACHING GRANT

WHEREAS, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) authorizes all organization grant applications to ensure grant parameters fall within San Pablo EDC permitted activities, the focus of the grant would advance the organization’s strategic plan, and that grant writing expense, if any, is reasonable; and

WHEREAS, the foundation of San Pablo EDC’s long-time financial education partner, Travis Credit Union (TCU) issued a Financial Coaching Grant Application in January due February 8, 2024, after which TCU Foundation will award three (3) grants in 2024 to help nonprofits train up to staff to become financial coaches; and

WHEREAS, Year One of the grant would provide $30,000 in unrestricted funds for general operating support and up to $9,000 in professional development for nonprofit staff, composed of $6,000 for financial coach training for two (2) staff and $3,000 for access to Inclusiv Pathways software; and

WHEREAS, San Pablo EDC has a decade of experience expanding access to financial education in English and Spanish to a socioeconomically diverse population; given San Pablo EDC’s ongoing work to advance equitable economic opportunity, especially for historically marginalized populations, this grant seems a strong fit; and

WHEREAS, there is no fiscal impact.

NOW, THEREFORE, BE IT RESOLVED by the San Pablo Economic Development Corporation Board of Directors, as follows:

1) Authorize application to Travis Credit Union Foundation Financial Coaching Grant.

ADOPTED this 17th day of January, 2024, by the following vote, to wit:

AYES: 
NOES: 
ABSTAIN: 
ABSENT:

ATTEST:                APPROVED: 

Saeid Babay Hosseini, Board Secretary               Xavier Abrams, Board Chair
Travis Credit Union Foundation Opens Financial Coaching Grants Applications

January 08, 2024

Newly Launched Program Will Empower Nonprofits in Northern California with $117,000 in Grant Funding

VACAVILLE, CA – Travis Credit Union Foundation announces that applications are open today for its 2024 Financial Coaching Grants program. The Financial Coaching Grant aims to strengthen nonprofit organizations and create a network of financial coaches that empower communities in Northern California with increased financial literacy. Each grant will total $30,000 for general operating support and up to $9,000 in professional development for nonprofit staff. There are three grants available in 2024. Those interested in applying can start here (https://www.tcufund.org/grants.html).

Eligibility requirements are:

- Organizations benefitting people in the counties of Napa, Solano, Yolo, Contra Costa, and Merced
- Organizations classified as public charities
- Organizations with the ability to reach diverse communities to include those that are unbanked/underserved
- Organizations that do not discriminate by race, color, religion (creed), gender, gender expression, age, national origin, disability, marital status, sexual orientation, or military status
- Organizations with the capacity to allocate time and resources for two staff members to become financial coaches (self-study) and provide ten or more one-hour financial coaching sessions to beneficiaries each month
- Organizations that are willing to promote their participation in the Financial Coaching Grant Program and acknowledge funding received from Travis Credit Union Foundation in traditional and social media

“We believe in the power of financial education to transform lives,” said Damian Alarcon, president of Travis Credit Union Foundation. “This program is about making a tangible difference. By partnering with other nonprofits and ‘training the trainer,’ we aim to create a ripple effect of positive change, ultimately contributing to the financial wellness of the entire community.”
Those who apply and are selected as coaches will undergo a comprehensive three to five month self-study training through the Credit Union National Association (CUNA) / Financial Counseling for Empowerment Program (FICEP). Upon completing the Financial Coaching Course, coaches will be equipped to address a wide range of financial topics, from summarizing saving principles to educating community members about credit reports, credit scores, and wise use of tax refunds.

The TCU Foundation is committed to supporting nonprofits throughout the grant's lifetime, ensuring that financial wellness outcomes are achieved. The foundation will monitor financial coaching goals, metrics, and outcomes related to reduced debt, increased savings and established and/or improved credit scores. Renewal preferences are given to non-profits with a demonstrated record of coaching more beneficiaries.

The grant application will close on February 8, 2024 at 11:59 pm PST.

_About Travis Credit Union Foundation_

The Travis Credit Union Foundation supports financial education and wellness initiatives and is the philanthropic arm of Travis Credit Union. The Foundation is committed to making a positive impact in the communities it serves through financial education, charitable giving, and community support. Travis Credit Union generously funds the administrative costs of the Travis Credit Union Foundation, allowing for 100% of funds raised to go back to the community. To learn more about the Travis Credit Union Foundation's mission and how to participate in all it's doing to build financial wellness in the communities it serves, visit [tcufund.org](https://www.tcufund.org/).

**Media Contact**
Michelle Sabolich
AVP, Corporate Communications
Travis Credit Union
[media@traviscu.org](mailto:media@traviscu.org)
DATE: January 17, 2024  
TO: San Pablo EDC Board  
FROM: Leslay Choy, Executive Director  
SUBJECT: RESOLUTION OF THE SAN PABLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS AUTHORIZING APPLICATION TO ROBERT WOOD JOHNSON FOUNDATION’S STORYTELLING GRANT AND RATIFY GRANT WRITING EXPENSE UP TO $3,000

RECOMMENDED ACTION

The Executive Director recommends the Board of Directors:

1. Approve resolution

BACKGROUND

Strategic Goal 1. Coalesce diverse partner efforts to provide broad and intentional support services to business and workforce. Strategic Goal 4. Focus on fiscal sustainability and revenue diversification.

The San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) authorizes all organization grant applications to ensure grant parameters fall within San Pablo EDC permitted activities, the focus of the grant would advance the organization’s strategic plan, and that grant writing expense, if any, is reasonable.

As the Board is aware, San Pablo EDC led the application community of San Pablo for the Robert Wood Johnson Foundation (RWJF) Culture of Health (COH) prize in 2017, a national award. The community has benefitted for the past several years, participating in additional prize events, presenting on Capitol Hill and meeting elected officials in Washington, DC, and other training.

Now, as a prize alumni, San Pablo EDC is eligible to apply for the 2024 Prize Story Cohort. The Culture of Health Prize or “Prize” program launched a one-time opportunity to engage individuals from selected communities to expand the reach and influence of the storytelling efforts happening in the alumni communities.

ANALYSIS

Selected participants will have the opportunity to hone their stories and storytelling skills and then apply them in a variety of settings. In this way, RWJF provides training that helps communities more effectively tell their stories, which boosts engagement and awareness of critical health equity issues, as well as helps attract funding and other support.

San Pablo EDC reached out to city departments and leadership and received their support to pursue an application. San Pablo EDC has a staff person and San Pablo community member ready, willing and highly capable as serving as the point of contact.

Key dates to keep in mind:
- Applications due January 16, 2024
- Notification of applicant status: week of February 12, 2024
- Virtual interviews with finalists: week of March 4, 2024
- Notification of selected participants and start of cohort: April 2024
55 alumni communities are eligible and up to ten (10) awards will be distributed. Prize funding is $150,000 and training is made available to a single representative from each community.

The Board is asked to authorize San Pablo EDC’s application to the Robert Wood Johnson Foundation Culture of Health 2024 Prize Story Cohort and ratify grant writing expense up to $3,000. Currently, expense account 62130 has a total available balance of $8,000.

**FISCAL IMPACT**

Fiscal impact would be up to $3,000 to expense account 62130 Grant Writing shared between Operations and Measure S classes. If the grant application were successful, total fiscal impact to revenue would be $150,000, $37,500 of which would be recognized in fiscal year (FY) 2023-24 under income account 43405 Direct Public Grants (grants class) and $112,500 as deferred revenue until FY24-25.

**Attachments**

1. RWJF Culture of Health 2024 Prize Story Cohort FAQ
RESOLUTION SPEDC2024-0

RESOLUTION OF THE SAN PABLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS AUTHORIZING APPLICATION TO ROBERT WOOD JOHNSON FOUNDATION’S STORYTELLING GRANT AND RATIFY GRANT WRITING EXPENSE UP TO $3,000

WHEREAS, the San Pablo Economic Development Corporation (San Pablo EDC) Board of Directors (Board) authorizes all organization grant applications to ensure grant parameters fall within San Pablo EDC permitted activities, the focus of the grant would advance the organization’s strategic plan, and that grant writing expense, if any, is reasonable; and

WHEREAS, San Pablo EDC led the application community of San Pablo for the Robert Wood Johnson Foundation (RWJF) Culture of Health (COH) prize in 2017, a national award; and

WHEREAS, as a prize alumni, San Pablo EDC is eligible to apply for the 2024 Prize Story Cohort, a one-time opportunity to engage individuals from selected communities through funding and training to expand the reach and influence of the storytelling efforts happening in the alumni communities; and

WHEREAS, San Pablo EDC reached out to city departments and leadership and received their support to pursue an application, and has a staff person and San Pablo community member ready, willing and highly capable as serving as the point of contact; and

WHEREAS, applications are due January 16, 2024, and notification of prize winning communities will take place in April 2024, with a total ten awards; and

WHEREAS, prize funding is $150,000 and training is made available to a single representative from each community; and

WHEREAS, fiscal impact would be up to $3,000 to expense account 62130 Grant Writing shared between Operations and Measure S classes; if the grant application were successful, total fiscal impact to revenue would be $150,000, $37,500 of which would be recognized in fiscal year (FY) 2023-24 under income account 43405 Direct Public Grants (grants class) and $112,500 as deferred revenue until FY24-25.

NOW, THEREFORE, BE IT RESOLVED by the San Pablo Economic Development Corporation Board of Directors, as follows:

1) Authorize application to the Robert Wood Johnson Foundation Culture of Health 2024 Prize Story Cohort and ratify grant writing expense up to $3,000.

ADOPTED this 17th day of January, 2024, by the following vote, to wit:

AYES:
NOES:
ABSTAIN:
ABSENT:
ATTEST:

Saeid Babay Hosseini, Board Secretary

APPROVED:

Xavier Abrams, Board Chair
Robert Wood Johnson Foundation
Culture of Health Prize
Alumni Storytelling Cohort FAQ

Table of Contents
About the RWJF Culture of Health Prize Storytelling Cohort.................................................................1
What Does the Application Process Entail? ............................................................................................3
What Happens if My Community Wins? ...................................................................................................6
Whom May I Contact for More Information? .........................................................................................7

About the RWJF Culture of Health Prize Alumni Storytelling Cohort
Overview

What is the goal of the Prize Storytelling Cohort?
The Prize Storytelling Cohort is an opportunity to reengage alumni and share stories about what is possible when communities work to effectively address structural racism and other forms of discrimination to advance health equity. Highlighting these concrete stories of progress and solutions can motivate people to take action to advance health equity.

Who is administering funds? Is this a grant from HRiA?
HRiA is administering funds as part of the RWJF Culture of Health Prize program. It is a one-year grant from HRiA.

Is this a grant for future work or an award for previous work, like the Prize?
Funds are provided to awardees to support their ongoing or future local efforts related to storytelling and offset any potential costs incurred during their participation in the Prize Storytelling Cohort. It is not an award for previous work.

What contacts must we provide to participate in the application process?
Each community must have a **primary contact** and a **cohort participant**. The **primary contact** is the person who submits the application and is responsible for receiving information relevant to the application process from the Prize Storytelling Cohort team. The **cohort participant** is the sole dedicated representative chosen to participate and meet the expectations of the Prize Storytelling Cohort throughout the 12-month program. They will be the sole participant in the cohort. The primary contact and the cohort participant can be the same person.

**Will only one person from each community be involved in the cohort?**
Yes. The cohort participant will be the sole dedicated representative chosen to participate and meet the expectations of the Prize Storytelling Cohort throughout the 12-month program. In the spirit of collaboration and the Prize, the cohort participant will be responsible for communicating and sharing what they’ve learned with partners.

**Is this a competitive process?**
Yes. There will be up to 10 awards, and there are 55 Prize-winning communities. However, not every community will submit an application.

**Where can I find the RFP and the application portal?**
[Prize Storytelling Cohort RFP](#)
[Prize Storytelling Cohort Portal](#)

**Funding**

**Are these funds unrestricted?**
No. It is expected that the award be used to support cohort participation and expenses related to your community’s storytelling efforts, including but not limited to staff, local travel, activities, tools, capacities, collateral, and resources. A general narrative summary of the elements, activities, and products the funding was used for will be expected upon completion of the cohort.

**Will the funding go to one organization?**
Yes, HRiA will disperse the funding to a single organization. That organization will be responsible for distributing the funding to any partners as they determine appropriate.

**Is there an expectation that money is split across organizations or within a partnership?**
We recommend that the applicant organization divide the award in ways that support participation and expenses related to your community’s storytelling efforts. However, the winning organization decides how to use the funds.

**Can we use funds to pay people to record their own stories?**
Yes. The award should be used to support cohort participation and expenses related to your community's storytelling efforts, including but not limited to staff, local travel, activities, tools, capacities, collateral, and resources.

**Does the funding need to go to the organization that originally applied for the Prize?**

No, but the primary contact must describe how their organization's current work connects to the collective effort of the original Prize-winning partnership. This is an opportunity for communities that won the RWJF Culture of Health Prize prior to 2023 and have continued any efforts associated with, or evolving from, their Prize-winning work.

**Is this an annual award?**

No, it is not an annual award. It is a onetime grant.

**What Does the Application Process Entail?**

**Logistics**

**What is the application timeline?**

- Submission Period: November 28, 2023, through January 16, 2024, by 1:59 p.m. EST.
  - Creating a grantmaking/online application portal account
  - Completing an application (there is an option to save and return to complete)
  - Includes an essay
  - Submitting before 2 p.m. EST on January 16, 2024

  **Applications submitted after 2 p.m. EST will not be considered**

- Notification of applicant status: week of February 12, 2024
- Virtual interviews with finalists: week of March 4, 2024
- Notification of selected participants and start of cohort: April 2024

**Should only one organization from each Prize-winning community apply?**

It is recommended that a single application from each alumni community be submitted. We encourage people within each alumni community to talk with one another since this is a competitive opportunity. We will not select multiple winners from one alumni community to participate in the Prize Storytelling Cohort. However, we will not disqualify communities if there are multiple applications from a single community.

**Does my organization need to be one of the initial applicants that received Prize funding when awarded as a Prize winner to apply for the Cohort?**

No, but you must describe how the current work connects to the collective effort of the original Prize-winning partnership.

**Is this an application that must be completed in one sitting?**
No. You have the option to start your application, save it and return to complete it. You do not have to complete it in one sitting. Please select The RWJF Culture of Health Prize Alumni Storytelling Cohort to visit the portal.

Content

What are reviewers looking for?
Reviewers will be looking for applications that:

- Reflect the breadth of work and collaboration happening across the community and across multiple sectors that reflect the spirit of the Prize focus and selection criteria (see Appendix);
- Describe alignment of the ongoing work in the applicant community and the focus of the intended storytelling efforts with the spirit of the 2023 Prize and its selection criteria, especially criterion one: Addressing structural racism and other structural injustices to create conditions that advance health equity;
- Demonstrate interest and ability to actively participate in the cohort over the 12-month period, with a clear description of how participation will benefit the community’s local change efforts. Please identify one person who will act as cohort participant and will be consistently and actively engaged throughout the cohort; and
- Demonstrate that the proposed cohort participant plays a relevant role in the community to serve as a lead in driving storytelling efforts and local change efforts.

Are reviewers considering regional diversity? Will applicants be at a disadvantage if multiple Prize-winning communities from their state apply?
No. Reviewers will evaluate each application individually.

If I come from a large county, region, etc. that won the Prize, can I focus my application on one of our communities instead of the entire county?
No, the cohort is for the past Prize-winning communities as they’ve been named historically.

Is it important that applicants have national influence?
No, the cohort is focused on local efforts.

In the cohort application, should we repeat all the information included in our Prize-winning application?
No. However, you will need to show how your current work connects to the collective Prize-winning efforts. A lot may have changed since you won the Prize. We want you to reflect on what is true now.
Your application should include some description of your story and your Prize-winning work. You should also describe what your community has done since winning the prize. You should relate it to the prize criteria 1, especially around challenging structural racism, and consider how it reflects the criteria on this year’s prize.

**Will our application be judged against the six new Prize criteria?**
Yes. A successful application will describe how the ongoing work in the applicant community and the focus of the intended storytelling efforts align with the spirit of the 2023 Prize and its selection criteria, especially criterion one: *Addressing structural racism and other structural injustices to create conditions that advance health equity.*

**Cohort Participant**

**Why do we need to select a cohort participant?**
The cohort participant is the one dedicated representative chosen to participate and meet the expectations of the Prize Storytelling Cohort throughout all 12 months. The structure of the cohort requires there be one dedicated person responsible for participating in cohort activities, sharing information to the rest of the community and leading the community’s storytelling efforts. The knowledge they gain should be reflected in the community’s work.

The cohort participant will be the individual responsible for actively connecting the storytelling work back with relevant community partners and the local change work in the community related to the Prize, engaging them in the storytelling work, lifting up their voices and stories, and strengthening the community’s storytelling capacity in a way that will endure beyond the award cycle.

**Do we need to determine the cohort participant before applying?**
We recommend you select your cohort participant before submitting your application, if at all possible. However, we will not automatically disqualify applications that do not have a cohort participant. Instead, the proposal will be considered in the context of how it addresses the full set of cohort selection criteria.

**What Happens if My Community Wins?**

**What’s the commitment after being selected for the cohort?**
After winning and becoming a member of the Storytelling Cohort, the community’s cohort participant will:

- Participate in select virtual cohort gatherings and one in-person meeting with Spitfire Strategies throughout the award period to aid in development of relationships and peer-to-peer learning across the cohort.
• Participate in four to six virtual cohort-related training and monthly coaching sessions with Spitfire Strategies to strengthen storytelling strategies and skills.
• Engage with Spitfire Strategies, including the above-mentioned monthly coaching sessions over the course of the cohort to shape storytelling strategies and identify storytelling communications opportunities specific to the community’s focus and priorities.
• With Spitfire’s support, identify, pursue, and enable two communications opportunities (e.g., conferences, public speaking engagements) and leverage four to six local media efforts to gain regional, state, and national audiences and influence over the course of the Prize Storytelling Cohort.
• Actively connect the storytelling work back with relevant community partners and the local change work in the community related to the Prize, engaging them in the storytelling work, lifting up their voices and stories, and strengthening the community’s storytelling capacity in a way that will endure beyond the award cycle.
• Attend the 2024 Prize winners celebration event and alumni gathering to share learning from participation in the cohort and stories developed.
• Upon completion of the Prize Storytelling Cohort, present stories, accomplishments, and impact of participation in the cohort on advancing your community’s work to the Prize program team.

**Will the community’s cohort participant be the face of the cohort?**
No. There’s no scheduled Prize Storytelling Cohort media engagement. The cohort participant will only be responsible for participating and engaging in cohort activities, as well as sharing information in their community.

**Will they need to report anything out at the end of the cohort?**
Yes. A general narrative summary of the elements, activities, and products the funding was used for will also be expected upon completion of the cohort. The cohort participant will also need to present stories, accomplishments, and impact of participation in the cohort on advancing your community’s work to the Prize program team.

**Whom may I contact for more information?**
For more information on the Prize Storytelling Cohort, please contact HRiA at CultureOfHealthPrize@HRiA.org or Spitfire Strategies at CultureOfHealth@SpitfireStrategies.com.