

MINUTES OF THE ANNUAL MEETING OF THE  
BOARD OF DIRECTORS OF THE  
DOROTHY M. SAKAZAKI  
ENVIRONMENTAL ENDOWMENT FUND  
April 14, 2022

1. CONVENE THE ANNUAL MEETING OF THE DOROTHY M. SAKAZAKI  
ENVIRONMENTAL ENDOWMENT FUND BOARD OF DIRECTORS

The Directors of the Dorothy M. Sakazaki Environmental Endowment Fund Nonprofit Public Benefit Corporation convened a duly noticed Annual Meeting in a virtual meeting online via Zoom at:

<https://us02web.zoom.us/meeting/register/tZMof--qpzojE9cJFPVFAafnBG5-4KqGmwMi>

April 14, 2022, at 6:34 p.m.

2. ROLL CALL OF BOARD MEMBERS

PRESENT: Directors Gregory T. Pyka, Brian A. Danley, and Melody LaBella, Secretary David P. Maggi, and President Stanley R. Caldwell

ABSENT: None

ALSO PRESENT: Mt. View Sanitary District (MVSD): District Manager Lilia M. Corona, Administrative Services Manager Denise D. Gray, District Engineer Chris Elliott, Environmental Services Manager Stacey Ambrose, Secretary Stephanie L. Seregin, and District Legal Counsel J. Daniel Adams

PUBLIC: None

3. PUBLIC COMMENT

None

4. CONSENT CALENDAR

A. APPROVE THE MINUTES OF THE APRIL 8, 2021, ANNUAL MEETING OF THE BOARD OF DIRECTORS OF THE DOROTHY M. SAKAZAKI ENVIRONMENTAL ENDOWMENT FUND

It was moved by Director Danley, seconded by President Caldwell, to adopt a motion approving Consent Calendar Agenda Item 4A.

Motion carried by the following vote:

- AYES: Directors Gregory T. Pyka, Brian A. Danley, Secretary David P. Maggi, and President Stanley R. Caldwell
- NOES: None
- ABSENT: None
- ABSTAIN: Director Melody LaBella

5. NEW BUSINESS

**A. DOROTHY M. SAKAZAKI ENVIRONMENTAL ENDOWMENT FUND ANNUAL REPORT OF CORPORATION ACTIVITIES - 2021**

1. REPORT FROM STAFF

The Mt. View Sanitary District (MVSD) District Manager Lilia M. Corona reported the Dorothy M. Sakazaki Environmental Endowment Fund (DMS EEF) had very little activity in 2021, so an audit was not performed.

2. COMMENT AND PROVIDE DIRECTION AS MAY BE REQUIRED

No direction was provided.

3. CONSIDER ADOPTION OF A MOTION ACCEPTING THE ANNUAL REPORT FOR YEAR ENDING DECEMBER 31, 2021

It was moved by President Caldwell, seconded by Director Danley, to adopt a motion accepting the annual report for year ending December 31, 2021.

Motion carried by the following vote:

- AYES: Directors Gregory T. Pyka, Brian A. Danley, and Melody LaBella, Secretary David P. Maggi, and President Stanley R. Caldwell
- NOES: None
- ABSENT: None
- ABSTAIN: None

**B. DOROTHY M. SAKAZAKI ENVIRONMENTAL ENDOWMENT FUND (DMSEEF) –  
CONFLICT OF INTEREST POLICY PERIODIC REVIEW**

1. RECEIVE REPORT FROM STAFF

MVSD Counsel J. Daniel Adams reported the DMS EEF Conflict of Interest Policy, adopted by Resolution September 13, 2012, provides for a periodic review of the Organization's activities to ensure that the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status.

A copy of the Conflict of Interest Policy and a report on the activities of the Corporation for the past year was provided to the Board of Directors to review. Upon review of the activities report, the Board is able to confirm that the DMS EEF is operating in a manner consistent with its charitable purposes and does not engage in activities that could jeopardize its tax-exempt status.

Staff requests the Board adopt a motion finding that based upon the fact that Directors and staff donate their time without any compensation, current compensation arrangements and benefits are reasonable; and, that current operations conform to the Organization's written policies' are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction; and, arrange with the Board Secretary to execute the Annual Statement.

2. CONDUCT THE REQUIRED PERIODIC REVIEW OF THE ATTACHED CONFLICT OF INTEREST POLICY.

3. CONSIDER ADOPTION OF A MOTION FINDING AS FOLLOWS:

a. BASED UPON THE FACT THAT DIRECTORS AND STAFF DONATE THEIR TIME WITHOUT ANY COMPENSATION, CURRENT COMPENSATION ARRANGEMENTS AND BENEFITS ARE REASONABLE; AND

b. CURRENT OPERATIONS CONFORM TO THE ORGANIZATION'S WRITTEN POLICIES, ARE PROPERLY RECORDED, REFLECT REASONABLE INVESTMENT OR PAYMENTS FOR GOODS AND SERVICES, FURTHER CHARITABLE PURPOSES AND DO NOT RESULT IN INUREMENT, IMPERMISSIBLE PRIVATE BENEFIT OR IN AN EXCESS BENEFIT TRANSACTION.

4. ARRANGE WITH THE BOARD SECRETARY TO EXECUTE THE ANNUAL STATEMENT.

It was moved by Director LaBella, seconded by Director Pyka, to adopt a motion finding that based upon the fact that Directors and staff donate their time without any compensation, current compensation arrangements and benefits are reasonable; and, current operations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction; and, arrange with the Board Secretary to execute the Annual Statement.

Motion carried by the following vote:

AYES:	Directors Gregory T. Pyka, Brian A. Danley, and Melody LaBella, Secretary David P. Maggi, and President Stanley R. Caldwell
NOES:	None
ABSENT:	None
ABSTAIN:	None

**C. ENVIRONMENTAL PROGRAMS FUNDING**

1. RECEIVE REPORT FROM STAFF

MVSD District Manager Corona reported.

2. PROVIDE DIRECTION ON ENVIRONMENTAL PROGRAMS FUNDING REQUESTS

The Board directed Ms. Corona to proceed with the use of funds as she proposed. This includes the Peyton Slough Wetlands Complex Activities, McNabney Marsh Level Monitoring, 100-year Celebration, Admin landscape drip irrigation, Pollution Prevention = Wetlands Conservation mural competition, Moorhen Wildlife Tour, and Sponsorship reimbursement.

Additionally, the Board requested Ms. Corona keep them updated on the 100-year celebration planning.

6. FUTURE BOARD ITEMS

A. REQUESTS AND DIRECTIVES FOR FUTURE MEETINGS

None

7. ADJOURN TO THE RESUMED MT. VIEW SANITARY DISTRICT REGULAR BOARD MEETING

At 7:04 p.m., President Caldwell adjourned the meeting to return to the MVSD Regular Board Meeting.



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David P. Maggi, Secretary