

Memorandum

Date: December 18, 2025
To: Board of Directors
From: Kellyx Nelson
Subject: Notification of Subaward to FireSafe San Mateo County for wildfire mitigation work on Sand Hill Road

Per the RCD's Procurement and Subaward Policy (adopted May 18, 2023), it is required to notify the Board of Directors of any signed subaward agreement exceeding \$60,000. This memorandum is to notify the board of directors that the RCD has issued a subaward to FireSafe San Mateo County (FSSMC) in an amount not to exceed \$300,000 to implement fuel reduction and hazardous tree removal along a portion of Sand Hill Road in Woodside.

FSSMC is a 501(c)(3) organization that was formed as the nation's first Fire Safe Council to support communities in wildfire preparedness and resiliency. Members include fire agencies and land stewards, including the RCD. The planned work is a component of the San Mateo County Critical Evacuation Corridors Wildfire Resilience, an overall effort funded by the State Coastal Conservancy in a grant to the RCD.

The subaward is to FSSMC to hire and oversee contractors and manage project-level operations to remove hazardous eucalyptus within the County right-of-way on a stretch of Sand Hill Road. The site has been identified as a priority by Woodside Fire Protection District and FSSMC because it is an essential evacuation and emergency access corridor for the communities of Woodside, Portola Valley, Skylonda, and La Honda. The subawarded work will reduce risks from the risk of wildfire ignition, treefall, and roadway obstruction.

Our Procurement and Subaward Policy authorizes issuance of a subaward without competitive procurement when the subrecipient is a public agency or qualified nonprofit responsible for carrying out a portion of a grant-funded program for public benefit. FSSMC meets the criteria for this subaward because they:

- Exercise programmatic decision-making for project delivery;
- Apply discretionary judgment in coordinating contractors and ensuring environmental and safety compliance;

- Contribute substantively to the conduct of the project as outlined in the Conservancy-approved Work Program; and
- Use funding to carry out activities aligned with its mission to support wildfire prevention and public safety in San Mateo County.

Appendix: Relevant Section of Procurement and Subaward Policy

6. Subaward. The District may fund a program or project or enter into a contract without a competitive selection process through a subaward of financial assistance to an eligible organization. Subawards are defined in the Federal Procurement Requirements (Federal Code of Regulations 200.317-200.327). Contracts or transactions between the District and government agencies, institutions of higher education, and non-profit organizations are often considered subawards regardless of whether the instrument is referred to as a contract. Where the subaward involves the pass-through of awarded funding, all applicable terms and conditions that are part of the primary award must be included in the subaward document.

Some characteristics that support the classification of an entity as a subrecipient rather than a contractor include when the entity:

- has responsibility for programmatic decision-making;
- requires considerable discretionary judgment in the performance of the work;
- contributes to the conduct of the project as described in the statement of work for the prime award;
- uses the funding to carry out a program for the entity's public purpose as specified in their mission statement or authorizing statute;
- would be considered as a co-author of publications resulting from the work performed under the award.

In determining whether the District classifies an entity as a subrecipient or a contractor, the substance of the relationship is more important than the form of the agreement. All of the characteristics listed above may not be present in all cases, and the District must use judgment in classifying each agreement as a subaward or a procurement contract. The Executive Director shall notify the Board of Directors of signed subaward agreements exceeding \$60,000.

Subawards are distinct from the purchasing of goods and services that constitutes a procurement relationship. Therefore, subawards do not function as exceptions to procurement requirements.