

FIRST AMENDMENT TO PROJECT AGREEMENT

This First Amendment to the Project Agreement (“Amendment”), dated 8/4/25 (the “Effective Date”), is by and between the Foley Family Charitable Foundation (“Foley Foundation”) and the City of Healdsburg (“City” and, together, the “Parties”).

WHEREAS, on or around December 1, 2022, the Parties entered into a Project Agreement (“2022 Agreement”); and

WHEREAS, as stated in the 2022 Project Agreement, the Foley Foundation has donated approximately \$7,000,000.00 (the “Donation”) to fund the design, construction, and permitting of a community pavilion and home for the Healdsburg farmers’ market (the “Project”) pursuant to a Fund Agreement with the Community Foundation Sonoma County (the “Community Foundation” and the “Fund Agreement”); and

WHEREAS, the Foley Foundation wishes to increase its donation by \$500,000 (“Additional Donation”), to be used for the Project; and

WHEREAS, the Parties desire to enter into this Amendment to further establish the roles and responsibilities of the Parties.

NOW THEREFORE, the Parties agree as follows:


- 1) The Foley Foundation agrees to make the Additional Donation pursuant to an amended Fund Agreement with the Community Foundation.
- 2) City agrees to utilize the Additional Donation to complete construction and permitting of the Project, along with any other Project-related tasks stated in or contemplated by the 2022 Agreement.
- 3) All provisions of the 2022 Agreement, with the exception of those provisions that limit the total donation amount for the Project remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed by their respective officers or officials as of the Effective Date.

FOLEY FAMILY CHARITABLE FOUNDATION

By: 
Lindsay Foley

CITY OF HEALDSBURG, CALIFORNIA

By: 
Jeffrey Kay, City Manager