

**FOURTH AMENDMENT TO THE HEADWATERS REVOLVING
LOAN FUND AGREEMENT BETWEEN THE COUNTY
OF HUMBOLDT AND ARCATA
ECONOMIC DEVELOPMENT CORPORATION**

This Fourth Amendment to the Headwaters Revolving Loan Fund Lender Agreement, as previously amended on 6/18/19, 3/20/20, 6/4/24 by and between the County of Humboldt, a political subdivision of the State of California (“County”), and the Arcata Economic Development Corporation, a California non-profit corporation (“Contractor”), is entered into this ____ day of _____, 2025.

WHEREAS, on April 8, 2014, County and Contractor (collectively, the “Parties”) entered into the “Headwaters Revolving Loan Fund Lender Agreement” (the “Agreement”), in order for Contractor to become a lender in the County’s Headwaters Fund Revolving Loan Fund Program (“Program”); and

WHEREAS, under the Agreement, County initially awarded Contractor three million five hundred thousand dollars (\$3,500,000) to be used in accordance with the “Revolving Loan Fund Lender Manual” (“Lender Manual”), the Master Participation Agreement (“MPA”), and a participation certificate (“Participation Certificate”) to be executed in connection with each loan made by Contractor; and

WHEREAS, as part of each Participation Certificate, Contractor agreed to sell and assign to County, and County agreed to purchase an undivided interest in, the principal amount outstanding of the promissory note Contractor entered into with its borrowers (“Borrower”); and

WHEREAS, under the terms of the Participation Certificate, the loan involved would be considered closed when all loan and security investments were duly executed, filed and recorded as evidenced by executed security agreements, guarantees, assignments, mortgages and/or financing statements in favor of Contractor; and

WHEREAS, on June 4, 2024, the agreement was amended to extend the term of the contract with Contractor through June 30, 2026 and increase the available funding available for loan participation to \$5,000,000; and

WHEREAS, the Parties also seek to increase the amount of funding available to Contractor under the agreement.

NOW, THEREFORE, the Parties mutually agree as follows:

1. Section 1.1 of the Agreement is hereby amended to increase the funding available to \$6,000,000 for loan participation by the COUNTY.
2. Except as expressly modified herein, all terms and conditions of the Agreement as previously amended remain in full force and effect. In the event of a conflict between

the provisions of this Fourth Amendment and the original Agreement, or any prior amendments thereto, the provisions of this Fourth Amendment shall govern.

IN WITNESS WHEREOF, the Parties have executed this Third Amendment as of the date first written above.

**Arcata Economic Development
Corporation**

County of Humboldt

By: _____

By: _____

Name: _____

Name: _____

Title: _____

Title: _____

Date: _____

Date: _____