

CALIFORNIA HORSE RACING BOARD
1010 HURLEY WAY, SUITE 300
SACRAMENTO, CA 95825
(916) 263-6000
FAX (916) 263-6042



REGULAR MEETING

of the **California Horse Racing Board** will be held on, **Thursday, February 17, 2005**, commencing at **9:00 a.m.**, at the **Arcadia City Hall, 240 West Huntington Drive, Arcadia, California**. **The meeting will open at 9:00 a.m., then the Board will adjourn into Executive Session with the regular meeting commencing at approximately 9:30 a.m.**

AGENDA

Action Items

1. Discussion and action by the Board on the **Application for License to Conduct a Horse Racing Meeting of the Churchill Downs California Company (T)**, from April 20 through July 17, 2005, inclusive.
2. Discussion and action by the Board on the **allocation of 2005 race dates for harness racing** at:
 - A. The California Exposition and State Fair (Cal-Expo).
 - B. The Los Angeles County Fair (Fairplex).
3. Discussion by the Board on **employment of Pari-Mutuel Employees Guild, Local 280 employees** at advance deposit wagering facilities in California.
4. Discussion and action by the Board on the **Jockey's Guild proposal for jockey weight allowances** amending:
 - A. **Rule 1420** – Definitions.
 - B. **Rule 1615** – Scale of Weights for Age.
 - C. **Repeal of Rules 1616 and 1684.**
5. Report by the Los Angeles County Fair on **future plans for the racing facility**.
6. Discussion and action regarding **Capitol Racing, LLC**.
7. Staff report on the following concluded race meetings:
 - A. **Los Alamitos Quarter Horse Racing Association**. at Los Alamitos from December 26, 2003 through December 19, 2004.

Committee Report

8. Report of the **Medication Committee**

Chairman John Harris, Chairman
Vice Chairman William Bianco, Member
Commissioner Richard Shapiro, Member

9. Report of the **Pari-Mutuel Committee**

Commissioner Jerry Moss, Chairman
Commissioner John Sperry, Member

Other Business

10. **General Business:** Communications, reports, requests for future action of the Board.
11. **Old Business:** Issues that may be raised for discussion purposes only, which have already been brought before the Board.
12. **Executive Session:** For the purpose of receiving advice from counsel, considering pending litigation, reaching decisions on administrative licensing and disciplinary hearings, and personnel matters, as authorized by Section 11126 of the Government Code.
 - A. Personnel.
 - B. Board may convene an Executive Session to consider any of the attached pending litigation.
 - C. The Board may also convene an Executive Session to consider any of the attached pending administrative licensing and disciplinary hearings.

Additional information regarding this meeting may be obtained from Roy Minami, at the CHRB Administrative Office, 1010 Hurley Way, Suite 300, Sacramento, CA 95825; telephone (916) 263-6000; fax (916) 263-6042. A copy of this notice can be located on the CHRB website at www.chrb.ca.gov. *Information for requesting disability related accommodation for persons with a disability who requires aids or services in order to participate in this public meeting, should contact Roy Minami.

CALIFORNIA HORSE RACING BOARD

John C. Harris, Chairman
William A. Bianco, Vice Chairman
Sheryl L. Granzella, Member
Marie G. Moretti, Member
Jerry Moss, Member
Richard B. Shapiro, Member
John C. Sperry, Member
Ingrid Fermin, Executive Director

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PENDING LITIGATION
FEBRUARY 2005

CASE

CASE NUMBER

MARTIN, JOHN v.
California Horse Racing Board

Sacramento County Superior Court
No. 98CS00952

**CALIFORNIA HARNESS HORSEMEN'S
ASSOCIATION and CAPITOL RACING,
LLC, v.**
California Horse Racing Board

Sacramento County Superior Court
No. 03CS01033

**SAN MATEO COUNTY EXPOSITION AND
FAIR ASSOCIATION v.**
California Horse Racing Board

Sacramento County Superior Court
No. 04CS01771

CALIFORNIA HORSE RACING BOARD

**M e m o r a n d u m**

Date : February 2, 2005

To : **California Horse Racing Board**
John C. Harris, Chairman
William A. Bianco, Vice Chairman
Sheryl L. Granzella, Member
Marie G. Moretti, Member
Jerry Moss, Member
Richard B. Shapiro, Member
John C. Sperry, Member

From : Sharyn S. Jolly *SSJ*
Administrative Hearings Unit

Subject : PROPOSED DECISIONS SCHEDULED FOR ACTION-EXECUTIVE SESSION

The following Proposed Decisions and Administrative Proceedings may be reviewed for action:

DOYLE, JOHN
SAC 04-081

Appeal from Board of Stewards Ruling #29, San Mateo County Fair, dated October 13, 2004.

EATON, TERRI
SAC 04-063

Appeal from Board of Stewards Ruling #7, California Exposition and State Fair, dated September 3, 2004.

PLANO, RICK
SAC 04-076

Appeal from Board of Stewards Ruling #4, Capitol Racing Association, dated October 2, 2004.

1010 Hurley Way, Suite 300, Sacramento, CA 95825

Phone: (916) 263-6000 □ FAX: (916) 263-6042

STAFF ANALYSIS
February 17, 2005

Issue: APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING OF CHURCHILL DOWNS CALIFORNIA COMPANY AT HOLLYWOOD PARK APRIL 20, 2005 THROUGH JULY 17, 2005.

Churchill Downs California Company filed its application to conduct a thoroughbred horse racing meeting at Hollywood Park:

- April 20 through July 17, 2005, or 64 race days, one day less than 2004. The association proposes to race a total of 550 races, or 8.6 per day.
- They will simulcast April 20 and 21 and live racing will begin April 22.

Sun	Mon	Tue	Wed	Thu	Fri	Sat
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

Sun	Mon	Tue	Wed	Thu	Fri	Sat
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30 H	31				

Sun	Mon	Tue	Wed	Thu	Fri	Sat
				2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

Sun	Mon	Tue	Wed	Thu	Fri	Sat
					1	2
3	4 H	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24/31	25	26	27	28	29	30

- Racing 5 days per week, Wednesday through Sunday, with 8 races Wednesdays, Thursdays and Fridays, 9 or 10 on a selected basis on Saturdays and Sundays and 10 on holidays.
 - Nine races Friday, April 22 and 11 races Saturday, July 2.
 - Racing Monday, May 30 and July 4.
 - Dark Wednesday, July 6.
- First post 1:20 p.m. daily and 7:05 p.m. Fridays.
 - 12:00 p.m. Saturday, July 2.
 - 1:20 p.m. Friday, May 6.
- Specific changes from the 2004 license application:
 - Dr. Steven Buttgenbach replaces Dr. Ray Baran as association veterinarian, Ken Goldberg replaces Charles McCaul as patrol judge and Charles McCaul replaces Tora Yamaguchi as assistant clerk of scales.
 - Request Jennifer Paige be appointed horse identifier pursuant to CHRB Rule 1525.
- Track safety requirements have been fulfilled.

- Wagering program will use CHRB rules.
 - Early wagering 8:30 a.m. on the day of and advance-day wagering.
 - \$1 trifecta and \$1 superfecta on any race that complies with Rule 1979 and 1979.1.
 - Pick 6 offered on last 6 races - 70% of net pool retained for jackpot and no cap set.
 - Pick 4 on first 4 and last 4 races - major share of the pool is designated as 0%.
 - When available patrons will be given the option of an alternate selection in the place pick all, pick 6 and pick 4.
- Simulcasting conducted with out-of-state racing jurisdictions pursuant to Business and Professions Code Section 19602; and with authorized locations throughout California.
- Inspection of backstretch worker housing completed.

Specific information **still needed** to complete this application includes:

1. Horsemen's agreement and stakes schedule.
2. Fire clearance.
3. Workers' compensation insurance.

RECOMMENDATION:

Staff recommends the Board approve the application conditioned upon receiving the additional information necessary to conduct the racing meeting.

STATE OF CALIFORNIA
CALIFORNIA HORSE RACING BOARD
APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING
CHRB-17 (Rev. 7/01)

Application is hereby made to the California Horse Racing Board (CHRB) for a license to conduct a horse racing meeting in accordance with the California Business and Professions (B&P) Code, Chapter 4, Division 8, Horse Racing Law, and the California Code of Regulations, Title 4, Division 4, CHRB Rules and Regulations.

1. APPLICANT ASSOCIATION

- A. **Churchill Downs California Company, a wholly owned subsidiary of Churchill Downs Incorporated, 1050 South Prairie Avenue, Inglewood, California 90301 (phone) 310-419-1500 (fax) 310-671-4460**
- B. Breed of horse: TB QH H
- C. Racetrack name: **Hollywood Park**
- D. Attach a certified check payable to the Treasurer of the State of California in the amount of \$10,000 as deposit for license fees pursuant to B&P Code Section 19490. **On file.**

NOTICE TO APPLICANT Application must be filed not later than 90 days before the scheduled start date for the proposed meeting pursuant to CHRB Rule 1433.

2. DATES OF MEETING

- A. Inclusive dates for the entire meeting: **April 20 through July 17, 2005.**
- B. Actual dates racing will be held: **April 22-24, 27-30**
May 1, 4-8, 11-15, 18-22, 25-30
June 1- 5, 8-12, 15-19, 22-26, 29-30
July 1-4, 7-10, 13-17
Simulcasting to be conducted on April 20 & 21.

C. Total number of days or nights of racing: **64**

D. Days or nights of the week races will be held:

Wed - Sun Tues - Sat Other (specify)
Racing Memorial Day, Monday May 30 &
Independence Day Monday July 4
Dark Wednesday July 6

E. Number of days or nights of racing per week: **5**

3. RACING PROGRAM

A. Total number of races: **550**

CHRB CERTIFICATION

Application received: *1/24/05 BH*
Deposit received: *on file*
Reviewed: *PA*

Hearing date: *2/17/05*
Approved date:
License number:

- B. Number of races for each day or night: **8 races on Wednesdays, Thursdays and Fridays except 9 races on Friday, April 22; 9 or 10 races on a selected basis on Saturdays and Sundays, 10 races on holidays and 11 races on Saturday, July 2.**
- C. Total number of stakes races: **49 (39 stakes and 10 overnight stakes)**
- D. Attach a listing of all stakes races and indicate the date to be run and the added money or guaranteed purse for each. Note the races that are designated for California-bred horses. **To be submitted under separate cover.**
- E. Will provisions be made for owners and trainers to use their own registered colors?
 Yes No If no, what racing colors are to be used:
- F. List all post times for the daily racing program:

RACE	Wednesdays, Thursdays, Saturdays (Except July 2), Sundays, Friday May 6 & Mondays May 30 & July 4	Fridays (except Friday, May 6)	Saturday, July 2 American Oaks Day
1 st	1:20 p.m.	7:05 p.m.	12:00 noon
2 nd	1:50 p.m.	7:35 p.m.	12:31 pm
3 rd	2:20 p.m.	8:05 p.m.	1:02 pm
4 th	2:50 p.m.	8:35 p.m.	1:34 pm
5 th	3:20 p.m.	9:05 p.m.	2:06 pm
6 th	3:50 p.m.	9:35 p.m.	2:44 pm
7 th	4:20 p.m.	10:05 p.m.	3:17 pm
8 th	4:50 p.m.	10:32p.m.	3:50 pm
9 ^{th*}	5:20 p.m.	10:59 p.m.	4:21 pm
10 ^{th*}	5:50 p.m.		4:50 pm
11 ^{th*}			5:19 pm

* When applicable

NOTICE TO APPLICANT Every licensee conducting a horse racing meeting shall each racing day provide for the running of at least one race limited to California-bred horses, to be known as the "California-bred race" pursuant to CHRB Rule 1813. For thoroughbred and quarter horse meetings, the total amount distributed for California-bred stakes races from the purse account, including overnight stakes, shall not be less than 10% of the total amount distributed for all stakes races pursuant to B&P Code Section 19568(b).

4. RACING ASSOCIATION

- A. Association is a: Corporation (complete subsection C)
 LLC (complete subsection D)
 Other (specify, and complete subsection E)
- B. Complete the applicable subsection and attached Addendum, Background Information & Ownership.

C. CORPORATION

1. Registered name of the corporation: **Churchill Downs California Company**
2. State where incorporated: **Kentucky**
3. Registry or file number for the corporation: **9913**
4. Names of all officers and directors, titles, and the number of shares of the corporation held by each: **See Attachment A**
5. Names (true names) of all persons, other than the officers and directors listed above, that hold 5% or more of the outstanding shares in the corporation and the number of shares held by each: **The corporation is a wholly-owned subsidiary of Churchill Downs Incorporated, a company publicly traded on the Nasdaq national market.**
6. Number of outstanding shares in the corporation: **1000 no par value**
7. Are the shares listed for public trading? Yes No
If yes, on what exchange and how is the stock listed:
8. Name of the custodian of the list of shareholders and/or the transfer agent for the share holdings of the corporation: **Rebecca C. Reed, Director & Secretary**
9. If more than 50% of the shares are held by a parent corporation or are paired with any other corporation or entity, give the name of the parent and/or paired corporation or entity: **Churchill Downs Incorporated**
10. Attach the most recent annual financial statement for the corporation, including balance sheet and profit and loss statement, and a copy of a report made during the preceding 12 months to shareholders in the corporation and/or the Securities and Exchange Commission and/or the California Corporations Commission. **Form 10-Q for 2004 third quarter & 401K for 2003 are enclosed.**

D. LLC

1. Registered name of the LLC:
2. State where articles of organization are filed:
3. Registry or file number for the LLC:
4. Names of all officers and directors, titles, and the number of shares of the LLC held by each:
5. Names (true names) of all members, other than the officers and directors listed above, that hold 5% or more of the outstanding shares in the LLC and the number of shares held by each:
6. Are the shares listed for public trading? Yes No
If yes, on what exchange and how is the stock listed:
7. If more than 50% of the shares are held by a parent corporation or are paired with any other corporation or entity, give the name of the parent and/or paired corporation or entity:
8. Attach the most recent annual financial statement for the LLC, including balance sheet and profit and loss statement, and a copy of a report made during the preceding 12 months to shareholders in the LLC and/or the Securities and Exchange Commission and/or the California Corporations Commission.

Attachment A

CHURCHILL DOWNS CALIFORNIA COMPANY

NAME	TITLE	NUMBER OF SHARES (Beneficially Owned)*
Thomas H. Meeker	Chairman of the Board	0
Rebecca C. Reed	Director & Secretary	0
Frederick M. Baedeker, Jr.	Director and President	0
Andrew G. Skehan	Director	0
Vicki L. Baumgardner	Assistant Treasurer	0
Stephen T. Arnold	Vice President, Finance and Treasurer	0
Allen N. Gutterman	Vice President, Marketing	0
Michael E. Miller	Vice President	0

*Shares beneficially owned in Churchill Downs California Company. The most current proxy statement for shares beneficially owned in Churchill Downs Incorporated on file.

E. OTHER

1. Name(s) of partners/sole proprietor:
2. If a partnership, attach partnership agreement.

F. Management and Staff

1. Name and title of the managing officer and/or general manager of the association and the name and title of all department managers and staff, other than those listed in 10B, who will be listed in the official program:

Frederick M. Baedeker, Jr., President
Eual G. Wyatt, Jr., General Manager
Steve Arnold, Vice President, Finance, and Treasurer
Allen Gutterman, Vice President, Marketing
Tim Barden, Management Liaison & Simulcast Coordinator
Don Barney, Director of Security/Operations
John Barrios, Turf Course Superintendent
Benoit & Associates, Inc., Track Photographer
Cleon Bounds, Plant Superintendent
Diane Hudak, Horsemen's Liaison
Russell Hudak, Timer, Morning Line Maker
Ted Jakubanis, Television
Kerlan-Jobe Orthopedic, Jockeys' Physician
Michael Mooney, Director of Media Relations
Aimee Nakagawa, Turf Club
Plusmic, USA, Photo Finish
Robert Poole, Director of Pari-Mutuels
Chris Quinn, Director New Business Development
Vic Stauffer, Track Announcer
Christy Tucker, Director of Marketing

2. Name and title of the person(s) authorized to receive notices on behalf of the association and the mailing address of such person(s) if other than the mailing address of the association:
 - (a) **Rebecca C. Reed, Director & Secretary, 700 Central Avenue, Louisville, Kentucky 40208** and (b) **Frederick M. Baedeker, Jr., President** or (c) **Eual G. Wyatt, Jr. General Manager, Hollywood Park.**

5. PURSE PROGRAM

A. Estimated purse distribution:

1. All races other than stakes: **\$ 17,423,000**
2. Overnight stakes: **\$ 750,000**
3. Non-overnight stakes: **\$ 7,340,000**

B. Stakes Races:

1. Estimated purse distribution for all stakes races: **\$ 8,090,000**
2. Percentage of the estimated purse distribution for all stakes races that will be distributed for California-bred stakes races: **15%**

- C. Estimated funds to be generated for all California-bred incentive awards: **\$ 2,400,000**
- D. Estimated amount of payment to each recognized horsemen's organization contracting with the association and the name(s) of the organization(s):
- | | |
|-----------------------------|--------------------------|
| TOC | \$ 262,000 |
| CTT - Pension | \$ 262,000 |
| CTT - Administration | \$ 131,000 |
| NTRA | <u>\$ 295,000</u> |
| TOTAL | \$ 950,000 |
- E. Total estimated amount from all sources to be distributed at the meeting in the form of purses or other benefits to horsemen: **\$ 28,863,000**
- F. Estimated purse funds to be generated from on-track handle and intrastate off-track handle: (includes ADW) **\$ 21,231,000**
- G. Estimated purse funds to be generated from interstate handle: **\$ 5,233,000**
- H. Bank or depository for the Paymaster of Purses' purse account and the account number:
CitiBank #2654174990
- I. Name, address and telephone number of the pari-mutuel audit firm engaged for the meeting:
Bowen-McBeth, Inc.
10722 Arrow Route, Suite 110, Rancho Cucamonga, California 91730 (909) 944-6465

NOTICE TO APPLICANT All funds generated and retained from on-track pari-mutuel handle which are obligated by law for distribution in the form of purses, breeders' awards or other benefits to horsemen, **shall not** be deemed as income to the association and **shall**, within 3 calendar days following receipt, be deposited in a segregated and separate liability account in a depository approved by the CHRB and shall be at the disposition of the Paymaster of Purses, who shall pay or distribute such funds to the persons entitled thereto. All funds generated from off-track simulcast wagering, interstate wagering, and out-of-state wagering which are obligated by law for distribution in the form of purses and breeders' awards, shall also be deposited within 3 calendar days following receipt, into such liability account. In the event the association is obligated to the payment of purses prior to those obligated amounts being retained from pari-mutuel wagering for such purpose, or as a result of overpayment of earned purses at the conclusion of the meeting, the association shall transfer from its own funds such amounts as are necessary for the Paymaster of Purses to distribute to the horse owners statutorily or contractually entitled thereto. The association is entitled to recover such transferred funds from the Paymaster of Purses' account; and if insufficient funds remain in the account at the conclusion of the meeting, the association is entitled to carry forward the deficit to its next succeeding meeting as provided by B&P Code Section 19615(c) or (d). In the event of **underpayment** of purses which results in a balance remaining in the Paymaster of Purses' account at the conclusion of the meeting after distribution of amounts due to horsemen and breeders and horsemen's organizations, the association may carry forward the surplus amount to its next succeeding meeting; provided, however, that the amount so retained does not exceed an amount equivalent to the average daily distribution of purses and breeders' awards during the meeting. All amounts in excess shall be distributed retroactively and proportionally in the form of purses and breeders' awards to the horse owners and breeders having earned purses or awards during the conduct of the meeting.

6. STABLE ACCOMMODATIONS

- A. Number of usable stalls available for racehorses at the track where the meeting is held: **1,950**
- B. Minimum number of stalls believed necessary for the meeting: **1,950**
- C. Total number of usable stalls to be made available off-site at approved auxiliary stabling areas or approved training centers: **2,500**

- D. Name or location of each off-site stabling area and the number of stalls to be maintained at each site:
- | | |
|---------------------------|--------------|
| Santa Anita | 1,500 |
| Pomona | 500 |
| San Luis Rey Downs | 500 |
- E. Attach each contract or agreement between the association and the person(s) furnishing off-site stabling accommodations for eligible racehorses, which cannot be provided stabling on-site. **On file.**

Complete subsections F through I if the association will request reimbursement for off-site stabling as provided by B&P Code Sections 19607, 19607.1, 19607.2, and 19607.3; otherwise, skip to Section 7.

- F. Total number of usable stalls made available on-site for the 1986 meeting: **2,000**
- G. Estimated cost to provide off-site stalls for this meeting: **\$1,900,000** Cost per available stall - **\$10.44 per day**
- H. Estimated cost to provide vanning from off-site stalls for this meeting. Show fees to be paid for vanning per-horse: **\$400,000**
Roundtrip from:
- | | | | |
|---------------------|--------------|---------------------|--------------|
| Santa Anita | \$160 | Los Alamitos | \$160 |
| Pomona | \$180 | | |
| San Luis Rey | \$290 | | |
- I. Estimated cost for off-site stabling and vanning for this meeting. **\$2,300,000**

7. PARI-MUTUEL WAGERING PROGRAM

- A. Pursuant to B&P Code Section 19599, and with the approval of the CHRB, associations may elect to offer wagering programs using CHRB Pari-mutuel Rules, the Association of Racing Commissioners International (RCI) Uniform Rules of Racing, Chapter 9, Pari-mutuel Wagering, or a combination of both. Please complete the following schedule for the types of wagering other than WPS and the minimum wager amount for each:

Use DD for daily double, E for exacta (special quinella), LS for limited sweepstakes (pick 6), PK3 for pick three, PK4 for select four, PK6 for pick 6 one pool, PK7 for pick 7, PNP for pick (n) pool, PPN for place pick (n), Q for quinella, SF for superfecta, SS1 for special sweepstakes (pick 6) alternate 1, SS2 for special sweepstakes (pick 6) alternate 2, SS3 for special sweepstakes (pick 6) alternate 3, SRUS for special reserved unlimited sweepstakes (pick 9), SUS for special unlimited sweepstakes (pick 9), TRI for trifecta, and US for unlimited sweepstakes (pick 9).

	TYPE OF WAGERS	APPLICABLE RULES
Race #1 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PPN	CHRB 1976.8
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$1 PNP (Pick 4)	CHRB 1976.9
Race #2 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958

Race #3 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$2 PNP (Pick 6 when 8 races)	CHRB 1976.9
Race #4 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$2 PNP (Pick 6 when 9 races)	CHRB 1976.9
Race #5 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$2PNP (Pick 6 when 10 races)	CHRB 1976.9
	\$1PNP (Pick 4 when 8 races)	CHRB 1976.9
Race #6 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$1PNP (Pick 4 when 9 races)	CHRB 1976.9
	\$1PNP (Pick 6 when 11 races)	CHRB 1976.9
Race #7 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3 (when 9 or more races)	CHRB 1977
	\$2Q	CHRB 1958
	\$1PNP (Pick 4 when 10 races)	CHRB 1976.9
Race #8 *	\$2 DD (when 9 or more races)	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3 (when 10 or more races)	CHRB 1977
	\$2Q	CHRB 1958
	\$1PNP (Pick 4 when 11 races)	CHRB 1976.9
Race #9 *	\$1E	CHRB 1959
	\$2Q	CHRB 1958
	\$2 DD (when 10 races)	CHRB 1957
	\$1PK3 (when 11 races)	CHRB 1977
Race #10*	\$1E	CHRB 1959
	\$2Q	CHRB 1958
	\$2DD (when 11 races)	CHRB 1957
Race #11*	(July 2 only)	
	\$1E	CHRB 1959
	\$2Q	CHRB 1958

* \$1Trifecta in any race when we can comply with CHRB Rule 1979 and a \$1 Superfecta in any race when we can comply with CHRB Rule 1979.1. The Pick 6 [P(n)P] will be offered on the last 6 races of the card. In accordance with CHRB Rule 1976.9 we designate that seventy percent (70%) of the net pool be retained for the jackpot and that no cap be set on the jackpot. A Pick 4 (PnP) will be offered on the first 4 and the last 4 races of the card. In accordance with CHRB Rule 1976.9 we designate that major share of the Pick 4 pool be designated as 0%. Additionally, we will offer our patrons the option of

Attachment B

Acoma Pueblo Casino
AmericaTab
AmWest Entertainment
Arapahoe Park
Arima Race Club
Arlington Park
Atlantic City Race Course
Atlantis Casino
Atokad Downs
Balmoral Park
Batavia Downs
Beulah Park
Birmingham Race Course
Blue Ribbon Downs
Bluff's Run Greyhound Park
Buffalo Raceway
Calder Race Course
Canterbury Park
Capital District OTB
Catskill District OTB
Charles Town Race Course
Choctaw Racing Services
Churchill Downs
Colonial Downs
Columbus Races
Connecticut OTB
Corpus Christi Greyhound Park
Crystal Palace Casino
Dairyland Greyhound
Dakota Teletrack
Delaware Park
Delta Downs
Dover Downs
Downs at Albuquerque
Dubuque GHP
Ellis Park
Emerald Downs
Eureka GHP
Evangeline Downs
Excelsior Casino
Fair Grounds
Fairmount Park
Finger Lakes
Fonner Park
Foxswoods Casino
Freehold Raceway
Geneva Lakes Kennel Club
Great Lakes Downs
Greenetrack
Greyhound Track at Post Falls
Gulf Greyhound Park
Harrington Raceway

Hawthorne
Hazel Park
Hinsdale Greyhound Park
*Hippodromo Presidente Ramon
Hoosier Park
Horsemen's Park
Indiana Downs
Jackson Harness
Keeneland
*LVDC
Lebanon Raceway
Les Bois Park
Lewiston Raceway
Lincoln Greyhound Park
Lone Star Park
Louisiana Downs
Manor Downs
Maryland Jockey Club
Maywood Park
Meadowlands
Meskwaki Casino
*MIR/Caliente
Mobile Greyhound Park
Monmouth Park
Montana Simulcast Partners
Monticello Raceway
Mountaineer Park
Mt. Pleasant Meadows
Multnomah Kennel Club
Nassau Regional OTB
Nebraska State Fair Park
Nevada Pari-Mutuel Association
New Jersey Casinos
New York City OTB
NYRA
Newport Jai-Alai
Northfield Park
Northville Downs
Oaklawn Park
Ocean Downs Racetrack
Penn National
Philadelphia Park
Plainridge Racecourse
Pocono Downs
Pojoaque Casino
Portland Meadows
Potawatomi Casino
Prairie Meadows
Raceway Park
Remington Park

Attachment B (continued)

Retama Park	Turf Paradise
RGS	Turfway Park
River Downs	Valley Race Park
Rockingham Park	Vernon Downs
Ruidoso Downs	Western Regional OTB
Saginaw Harness	Wichita Greyhound Park
Sam Houston Race Park	Will Rogers Downs
Saratoga Harness	Wonderland Greyhound Park
Scarborough Downs	Woodbine Entertainment Group
Scioto Downs	Woodlands
Spirit Mountain Casino	Wyoming OTB
Southland Greyhound Park	Yavapai Downs
Sports Creek	Yonkers Raceway
Stables Casino	Youbet.com
Suffolk Downs	
Suffolk District OTB	
Sunland Park	
Sun Ray Park	
Tampa Bay, Downs	
TVG	
The Meadows	
The Racing Channel/The Racing Channel Intl.	
The Stables Casino	
Thistledown	
Tri-State Greyhound Park	

* Out-of-state wagering systems that will not combine their pari-mutuel pools with those of the association.

Wagering systems in Northern California:

CARF
Golden Gate Fields

Other out-of-state wagering systems to be determined.

(F) Please note the attached 2004 April-July calendars which include single-feature events which were imported during the 2004 Spring Meeting. It is anticipated Hollywood Park may import many of these same events as well as others - to be determined during the 2005 Spring Meeting.

Also:

Full and/or partial cards from The New York Racing Association, Churchill Downs, Woodbine Entertainment and Hastings Entertainment, with other events to be determined.

2004 CALIFORNIA SIMULCASTS

4/23/2004

PT

APRIL

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY	
[23] 28 10:52 GULFSTREAM(9)3-11 12:21 AQUEDUCT(4)6-9 12:30 SANTA ANITA 12:45 GOLDEN GATE FIELDS 12:18 FAIR GROUNDS(6)5-10 CLOSES 1:25 LAUREL(2)8-9 CLOSES 2:40 SUNLAND(2)8,9 6:00/6:30 LOS ALAMITOS QH	29	30	[29] 31 11:26 GULFSTREAM(7)3-9 11:52 AQUEDUCT(5)5-9 12:37 PIMLICO(4)6-9 12:45 GOLDEN GATE FIELDS 1:00 SANTA ANITA 2:17 OAKLAWN(4)7-10 4:50/5:35 CAL EXPO HARNESS	[23] 1 11:26 GULFSTREAM(7)3-9 11:52 AQUEDUCT(5)5-9 12:07 PIMLICO(4)5-8 12:45 GOLDEN GATE FIELDS 12:52 OAKLAWN(7)4-10 1:00 SANTA ANITA 4:50/5:35 CAL EXPO HARNESS 6:00/7:15 LOS ALAMITOS QH	[23] 2 11:15 KEENELAND(8)3-10 OPENS 11:45 GULFSTREAM(9)1-9 12:21 AQUEDUCT(4)6-9 12:45 GOLDEN GATE FIELDS 1:00 SANTA ANITA 1:37 PIMLICO(2)8,9 4:50/5:35 CAL EXPO HARNESS 6:00/7:15 LOS ALAMITOS QH	[23] 3 MAGNA 5 PICK 5 10:53 GULFSTREAM(10)3-12 12:00 SANTA ANITA 12:15 GOLDEN GATE FIELDS 12:21 AQUEDUCT(4)6-9 1:36 PIMLICO(2)8-9 1:45 KEENELAND(3)8-10 2:22 HAWTHORNE(1)7 3:05 OAKLAWN(3)9-11 5:10/5:35 CAL EXPO HARNESS 6:00/6:30 LOS ALAMITOS QH	SANTA ANITA 12/26/03-4/18/04 Wed-Sun & Holidays 1:00 PM Weekdays 12:30 PM Weekends 12:00 PM 4/3/2004 11:00 AM 3:00 PM-4/9,4/16 GOLDEN GATE FIELDS 12/26/03-4/4/04 Wed-Sun & Holidays 12:45 PM Daily 12:15 PM 4/3
[23] 4 Deylight Savings Begins 11:15 KEENELAND(7)3-9 DARK AQUEDUCT 11:20 GULFSTREAM(8)4-11 12:30 SANTA ANITA 12:45 GOLDEN GATE FIELDS-CLOSES 12:55 PIMLICO(3)7-9 1:57 HAWTHORNE(3)7-9 3:55 SUNLAND(2)11,12 5:40/5:30 LOS ALAMITOS QH	5	6	[29] 7 11:26 GULFSTREAM(7)3-9 11:45 KEENELAND(6)4-9 11:52 AQUEDUCT(5)5-9 12:45 BAY MEADOWS-OPENS 1:00 SANTA ANITA 1:25 PIMLICO(1)#8 3:11 OAKLAWN(1)#9 100K 4:50/5:30 CAL EXPO H	[29] 8 11:26 GULFSTREAM(7)3-9 11:45 KEENELAND(6)4-9 11:52 AQUEDUCT(5)5-9 12:45 BAY MEADOWS 1:00 SANTA ANITA 1:37 PIMLICO(1)#8 3:11 OAKLAWN(1)#9 100K 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[23] 9 11:45 GULFSTREAM(9)1-9 11:45 KEENELAND(7)4-10 12:21 AQUEDUCT(4)6-9 12:45 BAY MEADOWS 1:55 PIMLICO(1)#9 3:00 SANTA ANITA 3:29 OAKLAWN(2)#10,11 200K 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[23] 10 MAGNA 5 PICK 5 11:19 GULFSTREAM(8)4-11 12:30 SANTA ANITA 12:45 BAY MEADOWS 12:45 KEENELAND(5)6-10 1:15 AQUEDUCT(3)8-10 WOOD *2:25 HAWTHORNE(2)#8,9 2:29 PIMLICO(1)#9 2:44 OAKLAWN(4)9-12AK Derby 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	BAY MEADOWS 4/7/04-6/20/04 Wed-Sun & Holidays 12:45 4/7-4/18 1:00 4/21-6/20 12:45 Fridays - 4/9, 4/16 7:20 Fridays - 4/23, 5/7, 5/14, 5/21 Racing: 6/31-Mon., Labor Day Dark: 6/2-Wednesday
[14] 11 EASTER 11:20 GULFSTREAM(7)4-10 DARK KEENELAND DARK AQUEDUCT DARK PIMLICO 12:30 SANTA ANITA 12:45 BAY MEADOWS 2:19 SUNLAND(7)7-13 5:40/5:30 LOS ALAMITOS QH	12	13	[29] 14 11:26 GULFSTREAM(7)3-9 11:45 KEENELAND(6)4-9 11:52 AQUEDUCT(5)5-9 12:45 BAY MEADOWS 1:00 SANTA ANITA 1:07 PIMLICO(2)#7,8 4:50/5:30 CAL EXPO H	[23] 15 11:26 GULFSTREAM(7)3-9 11:45 KEENELAND(6)4-9 11:52 AQUEDUCT(5)5-9 12:45 BAY MEADOWS 1:00 SANTA ANITA 1:07 PIMLICO(2)#7,8 4:35 LONE STAR(1)#1-OPENS 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[23] 16 11:45 GULFSTREAM(9)1-9 11:45 KEENELAND(7)4-10 12:21 AQUEDUCT(4)6-9 12:45 BAY MEADOWS 3:00 SANTA ANITA 4:35 LONE STAR(3)1-3 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[23] 17 MAGNA 5 PICK 5 11:19 GULFSTREAM(7)4-10 11:45 KEENELAND(7)4-10 12:50 AQUEDUCT(3)7-9 12:30 SANTA ANITA 12:45 BAY MEADOWS 1:46 PIMLICO(2)8,9 *2:25 HAWTHORNE(1)#8 3:19 LONE STAR(3)9-11 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	HOLLYWOOD PARK 4/21-7/18/04 Wed-Sun & Holidays 1:20 Daily, except Fridays 7:05 Fridays, except 4/30 1:20 Friday, 4/30 12:05 6/12 12:00 7/3
[23] 18 11:20 GULFSTREAM(7)4-10 11:45 KEENELAND(6)4-9 12:30 SANTA ANITA-Closes 12:45 BAY MEADOWS 12:21 AQUEDUCT(4)6-9 *1:57 HAWTHORNE(3)7-9 *2:23 LONE STAR(3)7-9 5:40/5:30 LOS ALAMITOS QH	19	20	[29] 21 11:24 AQUEDUCT(6)4-9 11:26 GULFSTREAM(7)3-9 11:45 KEENELAND(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD-Opens 4:35 LONE STAR(1)#1 4:50/5:30 CAL EXPO H	[29] 22 11:24 AQUEDUCT(6)4-9 11:26 GULFSTREAM(7)3-9 11:45 KEENELAND(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 4:35 LONE STAR(1)#1 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[23] 23 11:45 GULFSTREAM(9)1-9 11:45 KEENELAND(7)4-10 12:21 AQUEDUCT(4)6-9 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS 7:51 LONE STAR(3)8-10	[23] 24 10:40 CHURCHILL(8)3-10 OPENS 10:52 GULFSTREAM(8)3-10 >12:53 AQUEDUCT(3)7-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD >*2:26 HAWTHORNE(1)#8 >2:41 LONE STAR(3)7-9 TX MILE 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	
[23] 25 10:43 CHURCHILL(8)3-10 10:52 GULFSTREAM(7)3-9 CLOSES >11:24 AQUEDUCT(5)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD >2:51 LONE STAR(2)8,9 5:40/5:30 LOS ALAMITOS QH	26	27	[17] 28 10:43 CHURCHILL(8)3-10 11:24 AQUEDUCT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD TBA IMPORTS 4:50/5:35 CAL EXPO H	[17] 28 10:43 CHURCHILL(8)3-10 11:24 AQUEDUCT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD TBA IMPORTS 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[24] 30 Kentucky Oaks 8:00 CHURCHILL(11)11-11 10:56 AQUEDUCT(7)3-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD TBA IMPORTS 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[25] 1 Kentucky Derby 8:00 CHURCHILL(12)11-12 10:00 AQUEDUCT(10)11-10 1:00 BAY MEADOWS 1:20 HOLLYWOOD TBA IMPORTS 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	SELECTED STAKES OF SPECIAL INTEREST MAY BE ADDED TO WEEKEND IMPORT SCHEDULE. * TENTATIVE SCHEDULE SUBJECT TO CHANG

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY	
[23] 25 10:43 CHURCHILL(8)3-10 10:52 GULFSTREAM(7)3-9 CLOSES 11:24 AQUEDUCT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 2:51 LONE STAR(2)8-9 5:40/5:30 LOS ALAMITOS QH	26	27	[17] 28 10:43 CHURCHILL(8)3-10 11:24 AQUEDUCT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:07 PIMLICO(2)7,8 4:35 LONE STAR(1)1#1 4:50/5:35 CAL EXPO H	[17] 29 10:43 CHURCHILL(8)3-10 11:24 AQUEDUCT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:07 PIMLICO(2)7,8 4:35 LONE STAR(1)1#1 4:50/5:35 CAL EXPO H 8:00/7:15 LOS ALAMITOS QH	[34] Kentucky Oaks 30 8:00 CHURCHILL(11)1-11 10:58 AQUEDUCT(7)3-9 11:06 PIMLICO(3)3-5 11:43 CALDER(8)5-10 1:00 BAY MEADOWS 1:20 HOLLYWOOD 2:00 HAWTHORNE(4)7-10 3:38 TURF PARADISE(3)8-8 4:50/5:35 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[35] Kentucky Derby 1 8:00 CHURCHILL(12)1-12 10:57 AQUEDUCT(8)3-10 11:18 PIMLICO(4)4-7 12:00 CALDER(7)8-12 1:00 BAY MEADOWS 1:20 HOLLYWOOD 4:01 LONE STAR(4)9-12 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	BAY MEADOWS 4/7/04-8/20/04 Wed-Sun & Holidays 12:45 4/7-4/18 1:00 4/21-5/20 12:45 Fridays - 4/8, 4/18 7:20 Fridays - 4/23, 5/7, 5/14 5/21, 5/28, 6/4, 6/11, 6/18 Racing: 5/31-Mon., Mem. Day Dark: 8/2-Wednesday HOLLYWOOD PARK 4/21-7/18/04 Wed-Sun & Holidays 1:20 Daily, except Fridays 7:05 Fridays, except 4/30 1:20 Friday, 4/30 12:05 8/12 12:00 7/3 12:50 8/5-BELMONT STKS. N. CA RACING FAIRS 6/16-6/27 STOCKTON-10 DAYS Dark: 8/21, 8/22 12:45 Daily, except Fridays 3:15 Fridays 8/30-7/11 PLEASANTON-11 DAYS Dark: 7/8 12:15 Daily 7/14-7/28 VALLEJO-11 DAYS Dark: 7/19 & 7/20 12:45 Daily 7/28-8/9 SANTA ROSA-12 DAYS Dark: 8/3 12:45 Daily 8/11-8/23 SAN MATEO-12 DAYS Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 FERDALE-10 DAYS Dark: 8/17 8/25-8/6 SACRAMENTO-11 DAYS Dark: 8/30, 8/31 10/18-10/18 FRESNO-11 DAYS Dark: 10/12 SCHEDULE SUBJECT TO CHANGE
[23] 2 DARK CHURCHILL 11:10 CALDER(7)4-10 11:24 AQUEDUCT(8)4-9 Closes 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:27 LONE STAR(8)5-10 1:57 HAWTHORNE(3)7-9 4:14 EMERALD(1)1#7 5:40/5:30 LOS ALAMITOS QH	3	4	[18] 5 10:47 CHURCHILL(9)2-10 11:33 BELMONT(8)4-9 Opens 12:41 PIMLICO(3)8-8 1:00 BAY MEADOWS 1:20 HOLLYWOOD 4:35 LONE STAR(1)1#1 4:50/5:35 CAL EXPO H	[18] 6 10:47 CHURCHILL(9)2-10 11:33 BELMONT(8)4-9 12:41 PIMLICO(3)8-8 1:00 BAY MEADOWS 1:20 HOLLYWOOD 4:35 LONE STAR(1)1#1 4:50/5:30 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[21] 7 11:45 CHURCHILL(10)1-10 12:12 CALDER(4)8-9 1:30 BELMONT(8)4-9 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS 7:51 LONE STAR(3)8-10	[23] 8 10:47 CHURCHILL(9)2-10 11:36 BELMONT(8)4-9 1:00 BAY MEADOWS 1:17 PIMLICO(3)7-9 1:20 HOLLYWOOD 1:34 CALDER(4)9-12 4:15 LONE STAR(1)1#11 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	Dark: 8/21, 8/22 12:45 Daily, except Fridays 3:15 Fridays 8/30-7/11 PLEASANTON-11 DAYS Dark: 7/8 12:15 Daily 7/14-7/28 VALLEJO-11 DAYS Dark: 7/19 & 7/20 12:45 Daily 7/28-8/9 SANTA ROSA-12 DAYS Dark: 8/3 12:45 Daily 8/11-8/23 SAN MATEO-12 DAYS Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 FERDALE-10 DAYS Dark: 8/17 8/25-8/6 SACRAMENTO-11 DAYS Dark: 8/30, 8/31 10/18-10/18 FRESNO-11 DAYS Dark: 10/12 SCHEDULE SUBJECT TO CHANGE
[23] 9 10:47 CHURCHILL(8)2-10 11:36 BELMONT(8)4-9 12:25 PIMLICO(3)8-8 12:38 CALDER(4)7-10 1:00 BAY MEADOWS 1:20 HOLLYWOOD 4:15 EMERALD(1)1#7 5:40/5:30 LOS ALAMITOS QH	10	11	[19] 12 10:47 CHURCHILL(8)2-10 11:33 BELMONT(8)4-9 12:41 PIMLICO(3)8-8 1:00 BAY MEADOWS 1:20 HOLLYWOOD 4:35 LONE STAR(1)1#1 4:50/5:35 CAL EXPO H	[19] 13 10:47 CHURCHILL(8)2-10 11:33 BELMONT(8)4-9 12:41 PIMLICO(3)8-8 1:00 BAY MEADOWS 1:20 HOLLYWOOD 4:35 LONE STAR(1)1#1 4:50/5:30 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[21] 14 8:45 PIMLICO(12)1-12 11:45 CHURCHILL(10)1-10 3:57 ARLINGTON(1)1#7 OPENS 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS	[23] 15 7:30 PIMLICO(13)1-13 10:15 CHURCHILL(10)1-10 11:36 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 2:08 ARLINGTON(3)7-9 3:45 LONE STAR(4)9-12 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	Dark: 8/21, 8/22 12:45 Daily, except Fridays 3:15 Fridays 8/30-7/11 PLEASANTON-11 DAYS Dark: 7/8 12:15 Daily 7/14-7/28 VALLEJO-11 DAYS Dark: 7/19 & 7/20 12:45 Daily 7/28-8/9 SANTA ROSA-12 DAYS Dark: 8/3 12:45 Daily 8/11-8/23 SAN MATEO-12 DAYS Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 FERDALE-10 DAYS Dark: 8/17 8/25-8/6 SACRAMENTO-11 DAYS Dark: 8/30, 8/31 10/18-10/18 FRESNO-11 DAYS Dark: 10/12 SCHEDULE SUBJECT TO CHANGE
[23] 16 10:47 CHURCHILL(8)2-10 11:36 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:38 ARLINGTON(4)8-9 1:55 LONE STAR(4)8-9 5:40/5:30 LOS ALAMITOS QH	17	18	[19] 19 10:47 CHURCHILL(8)2-10 11:33 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)1#1 4:50/5:35 CAL EXPO H	[19] 20 10:47 CHURCHILL(8)2-10 11:33 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)1#1 4:50/5:30 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 21 11:45 CHURCHILL(10)1-10 1:30 BELMONT(8)4-9 2:24 ARLINGTON(4)4-7 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS 7:44 LONE STAR(3)8-10	[23] 22 10:47 CHURCHILL(8)2-10 11:36 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 2:06 ARLINGTON(4)7-10 *2:18 PIMLICO(1)1#9 2:51 LONE STAR(3)8-10 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	Dark: 8/3 12:45 Daily 8/11-8/23 SAN MATEO-12 DAYS Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 FERDALE-10 DAYS Dark: 8/17 8/25-8/6 SACRAMENTO-11 DAYS Dark: 8/30, 8/31 10/18-10/18 FRESNO-11 DAYS Dark: 10/12 SCHEDULE SUBJECT TO CHANGE
[23] 23 10:47 CHURCHILL(8)2-10 11:36 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:38 ARLINGTON(4)8-9 1:55 LONE STAR(4)8-9 5:40/5:30 LOS ALAMITOS QH	24	25	[19] 26 10:47 CHURCHILL(8)2-10 11:33 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)1#1 4:50/5:35 CAL EXPO H	[19] 27 10:47 CHURCHILL(8)2-10 11:33 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)1#1 4:50/5:30 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 28 11:45 CHURCHILL(10)1-10 1:30 BELMONT(8)4-9 2:24 ARLINGTON(4)4-7 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS 7:44 LONE STAR(3)8-10	[23] 29 10:47 CHURCHILL(8)2-10 11:36 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 2:06 ARLINGTON(4)7-10 >2:08 ARLINGTON(4)7-10 >2:51 LONE STAR(4)8-11 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	Dark: 8/3 12:45 Daily 8/11-8/23 SAN MATEO-12 DAYS Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 FERDALE-10 DAYS Dark: 8/17 8/25-8/6 SACRAMENTO-11 DAYS Dark: 8/30, 8/31 10/18-10/18 FRESNO-11 DAYS Dark: 10/12 SCHEDULE SUBJECT TO CHANGE
[23] 30 10:47 CHURCHILL(8)2-10 11:36 BELMONT(8)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:38 ARLINGTON(4)8-9 >2:51 LONE STAR(4)8-11 5:40/5:30 LOS ALAMITOS QH	[23] Memorial Day 31 10:47 CHURCHILL(8)2-10 12:08 BELMONT(8)5-10 1:00 BAY MEADOWS 1:20 HOLLYWOOD TBA LONE STAR(4) Million Day TBA ARLINGTON(4)	1	2	[20] 3 10:47 CHURCHILL(8)2-10 11:05 BELMONT(7)3-9 11:57 ARLINGTON(4)3-7 1:00 BAY MEADOWS 1:20 HOLLYWOOD DARK LONE STAR 4:50/5:30 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 4 11:45 CHURCHILL(10)1-10 12:06 BELMONT(8)5-10 2:24 ARLINGTON(3)4-7 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS 7:44 LONE STAR(3)8-10	[23] BELMONT STKS 5 *8:00 BELMONT(13)1-13 *10:15 CHURCHILL(10)1-10 12:50 HOLLYWOOD 1:00 BAY MEADOWS *1:34 ARLINGTON(8)5-10 *2:30 PIMLICO(2)11,12 *3:05 LONE STAR(4)8-11 5:10/5:30 CAL EXPO H 5:30/6:30 LOS ALAMITOS QH	Dark: 8/3 12:45 Daily 8/11-8/23 SAN MATEO-12 DAYS Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 FERDALE-10 DAYS Dark: 8/17 8/25-8/6 SACRAMENTO-11 DAYS Dark: 8/30, 8/31 10/18-10/18 FRESNO-11 DAYS Dark: 10/12 SCHEDULE SUBJECT TO CHANGE

2004 CALIFORNIA SIMULCASTS

6/24/2004

PDT

JUNE

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY	
[23] 30 10:47 CHURCHILL(9)2-10 11:36 BELMONT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:36 ARLINGTON(4)6-9 2:51 LONE STAR(4)8-11 5:40/5:30 LOS ALAMITOS QH	[23] Memorial Day 31 10:47 CHURCHILL(9)2-10 12:08 BELMONT(6)5-10 1:00 BAY MEADOWS 1:20 HOLLYWOOD 2:02 CALDER(1)#10 2:05 LONE STAR(5)8-10 2:38 ARLINGTON(2)8,9	1	2	[20] 3 10:47 CHURCHILL(9)2-10 11:05 BELMONT(7)3-9 11:57 ARLINGTON(7)3-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD DARK LONE STAR 4:50/5:30 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 4 11:45 CHURCHILL(10)1-10 12:06 BELMONT(6)5-10 2:24 ARLINGTON(4)4-7 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS 7:44 LONE STAR(3)8-10	[36] BELMONT STKS 5 9:00 BELMONT(13)1-13 10:15 CHURCHILL(11)1-11 12:50 HOLLYWOOD 1:00 BAY MEADOWS 1:00 ARLINGTON(6)5-10 2:16 PIMLICO(2)9,10 3:01 LONE STAR(4)8-11 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	<u>BAY MEADOWS</u> 4/7/04-8/20/04 Wed-Sun & Holiday 12:45 4/7-4/18 1:00 4/21-6/20 12:45 Fridays - 4/9, 4/16 7:20 Fridays - 4/23, 5/7, 5/21, 5/28, 6/4, 6/11, Racing: 5/31-Mon., Mem. Da Dark: 6/2-Wednesday
[23] 6 10:47 CHURCHILL(9)2-10 11:36 BELMONT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:36 ARLINGTON(4)6-9 1:55 LONE STAR(4)8-9 5:40/5:30 LOS ALAMITOS QH	7	8	[19] 9 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)#1 4:50/5:35 CAL EXPO H	[19] 10 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)#1 4:50/5:35 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 11 11:45 CHURCHILL(10)1-10 1:30 BELMONT(6)4-9 2:24 ARLINGTON(4)4-7 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS 7:44 LONE STAR(3)8-10	[23] 12 10:43 CHURCHILL(11)2-12 11:36 BELMONT(6)4-9 2:38 ARLINGTON(3)8-10 1:00 BAY MEADOWS 1:20 HOLLYWOOD 2:45 THISTLEDOWN(2)#14,15 3:19 LONE STAR(1)#9 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	<u>HOLLYWOOD PAR</u> 4/21-7/18/04 Wed-Sun & Holiday 1:20 Daily, except Friday 7:05 Fridays, except 4/30 1:20 Friday, 4/30 12:00 7/3 12:50 6/5-BELMONT STK
[23] 13 10:47 CHURCHILL(10)2-11 11:36 BELMONT(6)4-9 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 1:55 LONE STAR(4)6-9 2:36 RUIDOSO(1)#7-LosAl Import 3:28 RUIDOSO(1)#9-LosAl Import 5:40/5:30 LOS ALAMITOS QH	14	15	[19] 16 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 12:45 SAN JOAQUIN/STOCKTON 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)#1 4:50/5:35 CAL EXPO H	[19] 17 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 12:45 SAN JOAQUIN/STOCKTON 1:00 BAY MEADOWS 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)#1 4:50/5:35 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 18 11:45 CHURCHILL(10)1-10 1:30 BELMONT(6)4-9 2:24 ARLINGTON(4)4-7 3:15 SAN JOAQUIN/STOCKTON 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:20 BAY MEADOWS 7:44 LONE STAR(3)8-10	[23] 19 10:47 CHURCHILL(9)2-10 11:36 BELMONT(7)4-10 12:45 SAN JOAQUIN/STOCKTON 1:00 BAY MEADOWS 1:20 HOLLYWOOD 2:51 LONE STAR(3)8-10(DallasTurf) 2:30 SUFFOLK(1)#10 MASS CAP 2:38 ARLINGTON(3)8-10 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	<u>N. CA RACING FAIL</u> 6/16-8/27 <u>STOCKTON-10 DA</u> Dark: 6/21, 6/22 12:45 Daily, except Friday 3:15 Fridays 6/30-7/11 <u>PLEASANTON-11 I</u> Dark: 7/6 12:15 Daily 7/14-7/26 <u>VALLEJO-11 DAYS</u> Dark: 7/19 & 7/20 12:45 Daily 7/28-8/9 <u>SANTA ROSA-12 C</u> Dark: 8/3 12:45 Daily 8/11-8/23 <u>SAN MATEO-12 D</u> Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 <u>FERNDALE-10 DA</u> Dark: 8/17 8/25-9/6 <u>SACRAMENTO-11</u> Dark: 8/30, 8/31 10/6-10/18 <u>FRESNO-11 DAYS</u> Dark: 10/12
[23] 20 10:47 CHURCHILL(9)2-10 11:36 BELMONT(6)4-9 12:45 SAN JOAQUIN/STOCKTON 1:00 BAY MEADOWS-CLOSES 1:20 HOLLYWOOD 1:04 ARLINGTON(5)5-9 2:51 LONE STAR(2)8-9 2:30 CANTERBURY(1)#7 5:40/5:30 LOS ALAMITOS QH	21	22	[19] 23 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 12:45 SAN JOAQUIN/STOCKTON 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)#1 4:50/5:35 CAL EXPO H	[19] 24 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 12:45 SAN JOAQUIN/STOCKTON 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)#1 4:50/5:35 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 25 11:45 CHURCHILL(10)1-10 1:30 BELMONT(6)4-9 2:24 ARLINGTON(4)4-7 3:15 SAN JOAQUIN/STOCKTON 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:44 LONE STAR(3)8-10	[23] 26 10:47 CHURCHILL(9)2-10 >12:00 ARLINGTON(8)3-10 >12:06 BELMONT(6)5-10 12:45 SAN JOAQUIN/STOCKTON 1:20 HOLLYWOOD 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	
[23] 27 10:47 CHURCHILL(9)2-10 11:36 BELMONT(6)4-9 12:45 SAN JOAQUIN/STOCKTON 1:20 HOLLYWOOD 1:04 ARLINGTON(5)5-9 Long Star (3) >4:15 EMERALD(1)TBO 5:40/5:30 LOS ALAMITOS QH	28	29	[19] 30 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 12:15 ALAMEDA/PLEASANTON 1:20 HOLLYWOOD 4:50/5:35 CAL EXPO H	[19] 1 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 12:15 ALAMEDA/PLEASANTON 1:20 HOLLYWOOD 4:50/5:30 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 2 11:45 CHURCHILL(10)1-10 1:30 BELMONT(6)4-9 12:15 ALAMEDA/PLEASANTON 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD	[23] 3 10:47 CHURCHILL(9)2-10 11:36 BELMONT(6)4-9 12:00 HOLLYWOOD 12:15 ALAMEDA/PLEASANTON 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	

SUBJECT TO CHANGE

2004 CALIFORNIA SIMULCASTS

7/28/2004 #2

PDT

JULY

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY	
[23] 27 10:47 CHURCHILL(9)2-10 11:36 BELMONT(6)4-9 12:45 SAN JOAQUIN/STOCKTON 1:20 HOLLYWOOD 1:04 ARLINGTON(5)5-9 2:51 LONE STAR(2)8-9 4:15 EMERALD(1)7 5:40/5:30 LOS ALAMITOS QH	28	29	[18] 30 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 12:15 ALAMEDA/PLEASANTON 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)7 4:50/5:35 CAL EXPO H	[19] 1 10:47 CHURCHILL(9)2-10 11:33 BELMONT(6)4-9 12:15 ALAMEDA/PLEASANTON 1:20 HOLLYWOOD 1:58 ARLINGTON(3)7-9 4:35 LONE STAR(1)7 4:50/5:30 CAL EXPO H 5:30/7:15 LOS ALAMITOS QH	[23] 2 11:45 CHURCHILL(11)1-11 1:30 BELMONT(6)4-9 12:15 ALAMEDA/PLEASANTON 2:24 ARLINGTON(4)4-7 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 8:21 LONE STAR(2)9,10	[23] 3 10:47 CHURCHILL(10)2-11 11:38 BELMONT(6)4-9 12:00 HOLLYWOOD 12:15 ALAMEDA/PLEASANTON 1:04 ARLINGTON(6)5-10 2:20 MONMOUTH(1)7-10 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	HOLLYWOOD PARK 4/21-7/18/04 Wed-Sun & Holidays 1:20 Daily, except Fridays 7:05 Fridays, except 4/30 1:20 Friday, 4/30 12:00 7/3 12:50 6/5-BELMONT STKS. N. CA RACING FAIRS 6/16-6/27 STOUGHTON-10 DAYS Dark: 6/21, 6/22 12:45 Daily, except Fridays 3:15 Fridays 6/30-7/11 PLEASANTON-11 DAYS Dark: 7/6 12:15 Daily 7/14-7/26 VALLEJO-11 DAYS Dark: 7/19 & 7/20 12:45 Daily 7/28-8/9 SANTA ROSA-12 DAYS Dark: 8/3 12:45 Daily 8/11-8/23 SAN MATEO-12 DAYS Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 FERNDALE-10 DAYS Dark: 8/17 2:28 Mon,Wed,Thu 2:56 Fri 1:55 Sat,Sun 8/25-9/6 SACRAMENTO-11 DAYS Dark: 8/30,9/1 1:00 Daily Double-Header Only Friday, 8/27 1:00 9 races, last at 4:45 PM 6:00 8 races, approx. 9:05 PM 2:30 Friday, 9/13 10/6-10/17 FRESNO-11 DAYS Dark: 10/12
[23] 4 10:47 CHURCHILL(11)2-12 12:05 BELMONT(6)5-10 12:10 CALDER(1)6 12:15 ALAMEDA/PLEASANTON 1:20 HOLLYWOOD 3:00 LONE STAR(1)7 3:36 ARLINGTON(4)7-10 5:40/5:30 LOS ALAMITOS QH	[23] 5 10:47 CHURCHILL(10)2-11 Closes 12:05 BELMONT(6)5-10 12:15 ALAMEDA/PLEASANTON 1:04 ARLINGTON(5)5-9 1:20 HOLLYWOOD 3:19 LONE STAR(2)9,10	6	[18] 7 11:00 ARLINGTON(9)1-9 DARK BELMONT 11:08 ELLIS PARK(9)2-10 12:15 ALAMEDA/PLEASANTON DARK HOLLYWOOD DARK LONE STAR	[19] 8 11:00 ARLINGTON(9)1-9 11:33 BELMONT(6)4-9 12:15 ALAMEDA/PLEASANTON 1:20 HOLLYWOOD 2:03 ELLIS PARK(3)8-10 4:35 LONE STAR(1)7 4:50/5:35 CAL EXPO H 6:30/7:15 LOS ALAMITOS QH	[23] 9 12:15 ALAMEDA/PLEASANTON 1:30 BELMONT(6)4-9 1:00 ARLINGTON(9)1-9 1:06 ELLIS PARK(5)6-10 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH 7:05 HOLLYWOOD 7:44 LONE STAR(3)8-10	[23] 10 9:50 CALDER(13)1-13 11:36 BELMONT(6)4-9 12:15 ALAMEDA/PLEASANTON 1:20 HOLLYWOOD 2:31 ARLINGTON(3)8-10 2:40 COLONIAL DWNS(1)9 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	Dark: 6/21, 6/22 12:45 Daily, except Fridays 3:15 Fridays 6/30-7/11 PLEASANTON-11 DAYS Dark: 7/6 12:15 Daily 7/14-7/26 VALLEJO-11 DAYS Dark: 7/19 & 7/20 12:45 Daily 7/28-8/9 SANTA ROSA-12 DAYS Dark: 8/3 12:45 Daily 8/11-8/23 SAN MATEO-12 DAYS Dark: 8/17 1:45 Weekdays 1:15 Weekends 8/12-8/22 FERNDALE-10 DAYS Dark: 8/17 2:28 Mon,Wed,Thu 2:56 Fri 1:55 Sat,Sun 8/25-9/6 SACRAMENTO-11 DAYS Dark: 8/30,9/1 1:00 Daily Double-Header Only Friday, 8/27 1:00 9 races, last at 4:45 PM 6:00 8 races, approx. 9:05 PM 2:30 Friday, 9/13 10/6-10/17 FRESNO-11 DAYS Dark: 10/12
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[23] 18 11:00 ARLINGTON(9)1-9 11:36 BELMONT(6)4-9 12:36 ELLIS(6)5-10 12:45 SOLANO/VALLEJO 1:20 HOLLYWOOD Closes 1:43 DELAWARE(2)9,10 5:40/5:30 LOS ALAMITOS QH	19	20	[20] 21 11:00 ARLINGTON(9)1-9 11:33 BELMONT(6)4-9 12:45 SOLANO/VALLEJO 1:02 ELLIS PARK(5)6-10 2:00 DEL MAR	[20] 22 11:00 ARLINGTON(9)1-9 11:33 BELMONT(6)4-9 12:45 SOLANO/VALLEJO 1:02 ELLIS PARK(5)6-10 2:00 DEL MAR 4:50/5:35 CAL EXPO H 6:30/7:15 LOS ALAMITOS QH >12:36 ELLIS PARK(6)5-10	[23] 23 12:45 SOLANO/VALLEJO 1:30 BELMONT(6)4-9 1:00 ARLINGTON(10)1-10 1:06 ELLIS PARK(5)6-10 3:28 CALDER(2)9,10 4:00 DEL MAR 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[23] 24 11:00 ARLINGTON(10)1-10 11:36 BELMONT(6)4-9 12:06 ELLIS(7)4-10 12:45 SOLANO/VALLEJO 2:00 DEL MAR 3:50 *RUIDOSO(1QH)via Los AI 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	Dark: 8/30,9/1 1:00 Daily Double-Header Only Friday, 8/27 1:00 9 races, last at 4:45 PM 6:00 8 races, approx. 9:05 PM 2:30 Friday, 9/13 10/6-10/17 FRESNO-11 DAYS Dark: 10/12
[23] 25 11:00 ARLINGTON(9)1-9 11:36 BELMONT(6)4-9 Closes 12:05 ELLIS(7)4-10 12:45 SOLANO/VALLEJO 2:00 DEL MAR 3:50 *RUIDOSO(1QH)via Los AI 4:55 EMERALD(1)7 5:40/5:30 LOS ALAMITOS QH	[18] 26 10:40 ELLIS PARK(10)1-10 12:45 SOLANO/VALLEJO 12:35 THISTLEDOWN(5)8,10,12,14,15 12:55 RIVER(3)9,11,13 2:00 DEL MAR	27	[20] 28 11:00 ARLINGTON(9)1-9 11:04 SARATOGA(9)3-10 Opens 12:45 SANTA ROSA 2:00 DEL MAR 2:03 ELLIS PARK(3)8-10	[20] 29 11:00 ARLINGTON(9)1-9 11:04 SARATOGA(7)3-9 12:45 SANTA ROSA 1:32 ELLIS PARK(4)7-10 2:00 DEL MAR 4:50/5:30 CAL EXPO H 6:30/7:15 LOS ALAMITOS QH	[23] 30 11:04 SARATOGA(7)3-9 >12:36 ELLIS PARK(6)5-10 12:45 SANTA ROSA 1:00 ARLINGTON(10)1-10 4:00 DEL MAR 4:50/5:30 CAL EXPO H 6:00/7:15 LOS ALAMITOS QH	[23] 31 11:00 ARLINGTON(10)1-10 11:04 SARATOGA(8)3-10 12:45 SANTA ROSA >1:10 PIMLICO(3)7-9 2:00 DEL MAR 2:00 **BrCrown via Los AI >2:36 ELLIS(2)9,10 5:10/5:30 CAL EXPO H 5:30/7:00 LOS ALAMITOS QH	7/21-9/8 DEL MAR 9/3-11/7 BAY MEADOWS-FALL 9/10-9/26 FAIRPLEX 8/28-10/31 OAK TREE 11/10-12/20 GRF-WINTER 11/3-12/20 HOLLYWOOD PARK 04/03 Dates: Pending CHRBP approval **Harness - Los Alamitos Import *QH Race - Los Alamitos Import

an alternate selection pick (when available) in the place Pick All and Pick 6 and Pick 4. Additionally we will offer Win, Place or Show parlay wagering in accordance with CHRB 1954.1.

NOTE: Applicant reserves the right to offer or substitute additional wagers approved prior to or during its meeting.

- B. The maximum carryover pool to be allowed to accumulate before its distribution **OR** the date(s) designated for distribution of the carryover pool: **n/a**
- C. List any options requested with regard to exotic wagering: **B & P code Section 19611.5**
- D. Will "advance" or "early bird" wagering be offered? Yes No
If yes, when will such wagering begin: **8:30 am on the day of and advance-day wagering.**
- E. Type(s) of pari-mutuel or totalizator equipment to be used by the association and the simulcast organization, name of the person(s) supplying equipment, and expiration date of the service contract:
Scientific Games: September, 2005

8. SIMULCASTING WAGERING PROGRAM

- A. Simulcast organization engaged by the association to conduct simulcast wagering: **Southern California Off-Track Wagering, Inc.**
- B. Attach the agreement between the association and simulcast organization permitting the organization to use the association's live audiovisual signal for wagering purposes and providing access to its totalizator for the purpose of combining on-track and off-track pari-mutuel pools. **On file.**
- C. California simulcast facilities the association proposes to offer its live audiovisual signal:
- | | |
|--|--|
| National Orange Show (San Bernardino) | Barona Indian Reservation |
| Del Mar Fair (Del Mar) | Sycuan Tribe |
| Ventura County Fair | Cabazon Indian Reservation |
| Riverside County Nat'l Date Fest. (Indio) | Viejas Indian Reservation |
| Lake Perris Fairgrounds | Santa Anita Racetrack |
| Santa Barbara Horse & Flower Show (S.B.) | L.A. County Fair (Pomona) |
| Santa Barbara County Fair (Santa Maria) | Los Alamitos Race Course |
| Antelope Valley Fair & Alfalfa Fest. (Lancaster) | San Bernardino County Fair (Victorville) |
| Bay Meadows/Golden Gate/CARF and NOTWINC locations | |
- D. Out-of-state wagering systems the association proposes to offer its live audiovisual signal:
See Attachment B
- E. Out-of-state wagering systems that will combine their pari-mutuel pools with those of the association:
See Attachment B
- F. For **THOROUGHBRED** racing associations, list the host track from which the association proposes to import out-of-state and/or out-of-country thoroughbred races. Include the dates imported races will be held, and whether or not a full card will be accepted. If the full card will not be imported, state "selected feature and/or stakes races": **See Attachment B**

NOTICE TO APPLICANT B&P Code Section 19596.2(a) stipulates that on days when live thoroughbred or fair racing is being conducted in the state, the number of thoroughbred races which may be imported by an association or fair during the calendar period

the association or fair is conducting its racing meeting cannot exceed a combined daily total of 23 imported thoroughbred races statewide. The limitation of 23 imported thoroughbred races per day statewide does not apply to those races specified in B&P Code Section 19596.2(a)(1), (2), (3) and (4).

THOROUGHBRED SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or Selected Feature and/or Stakes Races
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Examples:

Calder Race Course	1/1 & 1/2/99	Full Card
Fair Grounds	3/14/99	Selected Feature and/or Stakes Races

- G. For **QUARTER HORSE** racing associations, list the host track from which the association proposes to import out-of-state and/or out-of-country quarter horse races. Include the dates imported races will be held, and whether or not a full card will be accepted. If the full card will not be imported, state "selected feature and/or stakes races":

QUARTER HORSE SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or Selected Feature and/or Stakes Races
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Examples:

Retanta Park	4/8 & 4/9/99	Full Card
Ruidoso Downs	9/6/99	Selected Feature and/or Stakes Races

- H. For **STANDARD BRED** racing associations, list the host tracks from which the association proposes to import out-of-state and/or out-of-country harness races. Include the dates imported races will be held, and whether or not a full card will be accepted. If the full card will not be imported, state "selected feature and/or stakes races":

HARNESS SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or Selected Feature and/or Stakes Races
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Examples:

Saratoga Raceway	5/8/99	Full Card
Meadowlands	8/7/99	Selected Feature and/or Stakes Races

- I. For **ALL** racing associations, list imported simulcast races the association plans to receive which use breeds other than the breed of the majority of horses racing at its live horse racing meeting. Include the name of the host track, the dates imported races will be held, and how many races will be imported:

OTHER BREED SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Breed of Horse	Race Dates	Number of Races to be Imported
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- J. For **ALL** racing associations, if any out-of-state or out-of-country races will commence outside of the time constraints set forth in B&P Code Section 19596.2(d), attach a copy showing the agreement by the appropriate racing association(s). **To be submitted under separate cover if the above eventuality occurs.**

NOTICE TO APPLICANT All interstate wagering to be conducted by an association is subject to the provisions of Title 15, United States Codes, which require specific written approval of the CHRB and of the racing commission having jurisdiction in the out-of-state venue. All international wagering to be conducted by an association is subject to the provision of B&P Code Sections 19596, 19596.1, 19596.2, 19601, 19602, and 19616.1, and will require specific written approval of the CHRB.

Every association shall pay over to the simulcast organization within 3 calendar days following the closing of wagering for any day or night racing program, or upon receipt of the proceeds, such amounts that are retained from off-track simulcast wagering, interstate and out-of-state wagering, and which are obligated by statute for guest commissions, simulcast operator's expenses and promotions, equine research, local government in-lieu taxes, and stabling and vanning deductions. Every association shall pay to its Paymaster of Purses' account within 3 calendar days following the closing of wagering for each day or night racing program, or upon receipt of the proceeds, such amounts that are retained or obligated from off-track simulcast wagering, interstate and out-of-state wagering for purses, breeders' awards or other benefits to horsemen. (See Notice to Applicant, Section 5.)

9. CHARITY RACING DAYS

A. Name and address of the distributing agent (charity foundation) for the net proceeds from charity racing days held by the association: **Hollywood Park Racing Charities, 1050 South Prairie Avenue Inglewood, California 90301 310-419-1518**

B. Names and addresses of the trustees or directors of the distributing agent:

Tirso del Junco, M.D. Chairman & President 4924 Sunset Boulevard Los Angeles, CA 90027	Miss Angie Dickinson Treasurer P. O. Box 369 Inglewood, CA 90306	Alvin Segel, Esq. Irell & Manella 1800 Avenue of the Stars, #900 Los Angeles, CA 90067
Mr. Willie D. Davis Vice-President P. O. Box 369 Inglewood, CA 90306	Mrs. Barbara Knight Secretary P. O. Box 369 Inglewood, CA 90306	Rick Baedeker, President Hollywood Park Race Track 1050 South Prairie Avenue Inglewood, CA 90301

C. Dates the association will conduct races as charity racing days OR:

D. Will the association pay the distributing agent an amount equal to the maximum required under B&P Code Section 19550(b)? Yes

NOTICE TO APPLICANT Net proceeds from charity racing days shall be paid to the designated and approved distributing agent within 180 days following the conclusion of the association's race meeting in accordance with the provisions of B&P Code Section 19555. Thereafter, the distributing agent shall distribute not less than 90% of the aggregate proceeds from such charity racing days within 12 calendar months after the last day of the meeting during which the charity racing days were conducted and shall distribute the remaining funds as soon thereafter as is practicable. At least 20% of the distribution shall be made to charities associated with the horse racing industry in accordance with the provisions of B&P Code Section 19556(b).

10. RACING OFFICIALS, OFFICIALS, AND OFFICIATING EQUIPMENT

A. Racing Officials nominated:

Associate Judges	N/A
Association Veterinarian(s)	Steven C. Buttgenbach, D.V.M.
Clerk of Scales	Ruben Hernandez
Clerk of the Course	Melanie Stubblefield
Horse Identifier	Jennifer Paige
Horseshoe Inspector	Harry Toston
Paddock Judge/Patrol Judge	Ken Goldberg
Patrol Judge/Film Specialist	Dawn Jackson

Placing Judges	Robert Moreno and Kevin Colosi
Alternate Placing or Patrol Judge	Zachery Soto
Starter	Gary Brinson
Timer	Russell Hudak

B. Management officials in the racing department:

Director of Racing	N/A
Racing Secretary	Martin Panza
Assistant Racing Secretary	Richard Wheeler and Daniel Eidson
Paymaster of Purses	James D. Miller
Others (Asst. Clerk of Scales)	Charles McCaul

- C. Name, address and telephone number of the reporter employed to record and prepare transcripts of hearings conducted by the stewards: **Weinstein Court Reporters, 9582 Hamilton Avenue, Suite 265 Huntington Beach, California 92646 (714)964-7102**
- D. Photographic device to be used for photographing the finish of all races, name of the person supplying the service, and expiration date of the service contract: **Plusmic, USA 12/31/05**
- E. Photopatrol video equipment to be used to record all races, name of the person supplying the service, and expiration date of the service contract: **Association provides its own service and equipment. Equipment utilized is described in Attachment C.**
- F. Type of electronic timing device to be used for the timing of all races, name of the person supplying the service, and expiration date of the service contract: **American Teletimer, 12/31/07**

11. SECURITY CONTROLS AND EMERGENCY SERVICES

- A. Name and title of the person responsible for security controls on the premises: **Don Barney**
- B. Estimated number of security guards, gatemen, patrolmen or others to be engaged in security tasks on a regular full-time basis. Describe the electronic security system: **Approximately 52 guards, 10 Gatemen, 1 Fireguard/surveillance cameras in grandstands, clubhouse, turf club and both entrances to the barn area.**
- C. Name, address and emergency telephone number of the ambulance service to be used during workouts and the running of the races: **Huntington Ambulance Service, Box 145 Sunset Beach, California 562/904-1550**
- D. Name, address and emergency telephone number of the ambulance service to be used during workouts at auxiliary sites: **Santa Anita -Huntington Ambulance Service, Box 145 Sunset Beach, California (562) 904-1550 Pomona – Event Medical, EMS Los Alamitos, CA 714/821-6166 San Luis Rey Downs – North County Fire Protection District Fallbrook, CA 760/723-2005**
- E. Attach a fire clearance from the fire authority having jurisdiction over the premises.
- F. Name of the workers' compensation insurance carrier for the association and the number of the

Attachment C

VIDEO EQUIPMENT

CAMERAS

Eight DXC-35 Sony Cameras
Six DXC-637 Sony Cameras
Pan (Wide) w/44X1 Fuji Lens
Pan (Close up) w/55X1 Fuji Lens
7/8 Dirt Tower w/45X1 Canon Lens
7/8 Turf Tower w/33X1 Canon Lens
1/4 Tower w/22X1 Fuji Lens
3/8 Tower w/45X1 Canon Lens
Winner's Circle w/18X1 Canon Lens
Paddock view Camera w/18X1
Ground Level Finish w/18X1 Canon Lens
Gate Start Camera w/15X1 Fuji Lens
Horse Tunnel Camera w/15X1 Canon Lens
Studio Camera w/15X1 Canon Lens
Paddock view Camera w/15X1

VIDEO TAPE RECORDING EQUIPMENT

12 - Channels Leitch 300 Video Servers
2 - BVW - 75 Beta SP (slo-mo)
4 - PVW - 2800 Beta Sp
1- DPS Velocity video edit system

DISTRIBUTION/SWITCHING EQUIPMENT

Utah 132X132 A/V Router
Ross Synergy 3 Production Switcher
Ross "Squeeze & Tease" four Channel Digital Video Effects Unit

OTHER

Four "Autotote" VGS Units - Betting Screens
Data links wagering system
2 - Chyron Graphics Systems - Max and Maxine
Charlson O'Hare Computer Graphics System
Clear-com "Matrix" Intercom System
Approximately 1,100 Color Televisions

insurance policy (if self-insured, provide details): **Travelers Indemnity Company of II**
#TC2JUB 134D2157-04

- G. Attach a Certificate of Insurance for workers' compensation coverage. The CHRB is to be named as a certificate holder and given not less than 10 days' notice of any cancellation or termination of insurance which secures the liability of the association for payment of workers' compensation.
Attachment D

12. CONCESSIONAIRES AND SERVICE CONTRACTORS

Names and addresses of all persons to whom a concession or service contract has been given, other than those already identified, and the goods and/or services to be provided by each: **See Attachment E**

13. SCHEDULE OF CHARGES

- A. Proposed charges for admissions, seating or boxes, parking and programs. Note any changes from the previous year:

1) General Admission	\$ 7.00
a. 17 yrs. old and under	Free
b. Wed & Thu Senior Citizens	\$ 4.00
(2) Clubhouse Admission	\$ 10.00
(3) Turf Club	\$ 20.00
(4) Reserved seating	\$ 2.00
(5) General Parking	Free
(6) Preferred (Premium) Parking	\$ 3.00
(7) Valet Parking	\$ 8.00
(8) Programs	On Track \$ 2.00
	Off Track \$ 2.25

- B. Describe any "Season Boxes" and "Turf Club Membership" fees:

Box Seats	*Turf Club Membership
4 seat Box \$1,600	Single Turf Club \$ 1,000
6 seat Box \$2,000	Double Turf Club \$ 1,500
8 seat Box \$2,600	Corporate Membership \$ 2,400
8 seat SuperBox \$3,000	Guest \$ 12

*Includes Spring/Summer, Fall Meets and Simulcast

- C. Describe any "package" plans such as combined parking, admission and program: **Admission includes parking and program.**

Attachment D

ACORD CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YY)

8/06/04

PRODUCER

Acordia of KY-Louisville
 950 Breckenridge Ln, Ste.50
 P.O. Box 7809
 Louisville KY 40257-0809
 (502) 425-9444

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

COMPANIES AFFORDING COVERAGE

COMPANY

A Gulf Insurance Company

COMPANY

B Travelers Insurance Co

COMPANY

C

COMPANY

D

INSURED

Churchill Downs, Inc.
 Attn: Donna Ottersbach
 700 Central Avenue
 Louisville, KY 40208

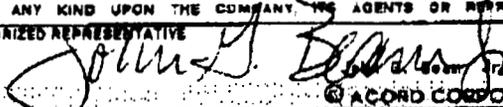
COVERAGES

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED, NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
A	GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY CLAIMS MADE <input checked="" type="checkbox"/> OCCUR OWNERS & CONTRACTOR'S PROT <input checked="" type="checkbox"/> Liquor Liability	CGL7755518 INCLUDED	3/01/04	3/01/05	GENERAL AGGREGATE \$ 2,000,000 PRODUCTS COMP/OP AGG \$ 1,000,000 PERSONAL & ADV INJURY \$ 1,000,000 EACH OCCURRENCE \$ 1,000,000 FIRE DAMAGE (Any one fire) \$ 500,000 MED EXP (Any one person) \$
B	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS	TC2JUB133D805A04	3/01/04	3/01/05	COMBINED SINGLE LIMIT \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE \$
	GARAGE LIABILITY <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN AUTO ONLY: EACH ACCIDENT \$ AGGREGATE \$
A	EXCESS LIABILITY <input checked="" type="checkbox"/> UMBRELLA FORM OTHER THAN UMBRELLA FORM	CUT802075	3/01/04	3/01/05	EACH OCCURRENCE \$ 5,000,000 AGGREGATE \$ 5,000,000
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY THE PROPRIETOR/PARTNERS/EXECUTIVE OFFICERS ARE: <input type="checkbox"/> INCL <input type="checkbox"/> EXCL	TC2JUB1340215704	3/01/04	3/01/05	WC STATUTORY LIMITS: OTH-ER: EL EACH ACCIDENT \$ 500,000 EL DISEASE-POLICY LIMIT \$ 500,000 EL DISEASE-EA EMPLOYEE \$ 500,000
B	OTHER Business Auto Coverage	TJBAP1330906104	3/01/04	3/01/05	Comprehensive: 500 deductible Collision: 500 deductible Hired Car Phy Damage Limit: \$50,000

DESCRIPTION OF OPERATIONS, LOCATIONS, VEHICLES/SPECIAL ITEMS
 California Horse Racing Board is additional insured with reference to Hollywood Park's 2004 meet. Named insured includes Hollywood Park.

CERTIFICATE HOLDER:
 California Horse Racing Board
 Attn: Roy Wood
 1010 Hurley Way, Suite 300
 Sacramento, CA 95825

CANCELLATION:
 SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.
 AUTHORIZED REPRESENTATIVE


Attachment E

Concessionaires and Service Contractors

Levy Premium FoodService Limited Partnership
980 North Michigan Avenue, Suite 400
Chicago, IL 60611
Food, Beverage, Liquor

Robert J. Baedeker
Baedeker's Guide
130 West El Portal
San Clemente, California 92672
Tip Sheet

Harry Aqurarelli
Duke Racing Selections
6632 West 87th Street
Los Angeles, California 90045
Tip Sheet

Winners
Toby Turrell
14112 Enfield Circle
Westminster, California 92683
Tip Sheet

Bob's Card, Inc.
Tiffany Boland
420 South Rolling Hills Place
Anaheim, California 92807
Tip Sheet

Today's Racing Digest
P. O. Box 85007
San Diego, California 92138

Thorograph
541 Hudson Street
New York City, New York 10014

New World Service, Inc.
1050 South Prairie
Inglewood, California 90301
Janitorial

Miscellaneous

Ann Roper Silks
c/o Ann Roper
P. O. Box 3547
Lennox, CA 90304

Western Saddlery
c/o A. Liederman
206 E. Hillsdale Blvd.
San Mateo, CA 94403

14. JOCKEYS/DRIVERS' QUARTERS

A. Check the applicable amenities available in the jockeys/drivers' quarters:

- | | | |
|--|---|--|
| <input checked="" type="checkbox"/> Corners (lockers and cubicles) | How many | <input type="text" value="80"/> |
| <input checked="" type="checkbox"/> Showers | <input checked="" type="checkbox"/> Steam room, sauna or steam cabinets | <input checked="" type="checkbox"/> Lounge area |
| <input checked="" type="checkbox"/> Masseur | <input checked="" type="checkbox"/> Food/beverage service | <input checked="" type="checkbox"/> Certified platform scale |

B. Describe the quarters to be used for female jockeys/drivers: **Separate quarters including restroom facilities, showers, cubicles, scale, televisions, couch, food services, etc.**

15. BACKSTRETCH EMPLOYEE HOUSING

- A. Attach written certification that an inspection of the backstretch employee housing has been conducted by a lead agency designated by the CHRB and the applicant is not aware of any known violations of the local housing ordinances. **Inspection completed**
- B. Number of rooms used for housing on the backstretch of the racetrack: **Approximately 450**
- C. Number of restrooms available on the backstretch of the racetrack: **77 including: 155 toilets, 81 urinals and 167 sinks**
- D. Estimated ratio of restroom facilities to the number of backstretch personnel: **Minimum of 1 to 10 including non-resident personnel**

16. TRACK SAFETY

- A. Total distance of the racecourse - measured from the finish line counterclockwise (3' from the inner railing) back to the finish line: **Main Track – 1 mile & 1/8 Turf Course – 1 mile & 165 feet**
- B. Describe the type(s) of materials used for the inner and outer railings of the race course, the type of inner railing supports (i.e., metal gooseneck, wood 4" x 4" uprights, offset wood 4" x 4" supports, etc.), the coverings, if any, on the top of the inner railing, and the approximate height of the top of the inner railing from the level of the race course. **Main Track – inner rail sheet metal panel covering over metal goosenecks supports – 40" in height, outer rail – metal uprights. Turf Course – inner rail – Fontana turf rail 40" in height, outer rail – metal uprights.**
- C. Name of the person responsible for supervision of the maintenance of the racetrack safety standards pursuant to CHRB Rule 1474: **Dennis Moore**
- D. Attach a Track Safety Maintenance Program pursuant to CHRB Rule 1474.
- E. If the association is requesting approval to implement alternate methodologies to the provisions of Article 3.5, Track Safety Standards, pursuant to CHRB Rule 1471, attach a Certificate of Insurance for liability insurance which will be in force for the duration of the meeting specified in Section 2. The CHRB is to be named as a certificate holder and given not less than 10 days' notice of any cancellation or termination of liability insurance. Additionally, the CHRB must be listed as additionally insured on the liability policy at a minimum amount of \$3 million per incident. The

liability insurance certificate must be on file in the CHRB headquarters office prior to the conduct of any racing.

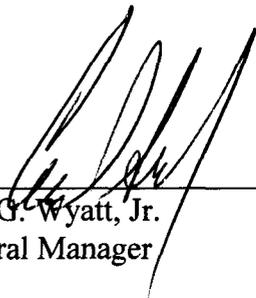
17. DECLARATIONS

- A. All labor and lease agreements and concession and service contracts necessary to conduct the entire meeting have been finalized except as follows (if no exceptions, so state): **no exceptions**
- B. Attach each horsemen's agreement pursuant to CHRB Rule 2044. **To be submitted under separate cover**
- C. Attach a lease agreement permitting the association to occupy the racing facility during the entire term of the meeting. (In the absence of either a lease agreement or a horsemen's agreement, a request for an extension pursuant to CHRB Rule 1407 shall be made). **n/a**
- D. All service contractors and concessionaires have valid state, county or city licenses authorizing each to engage in the type of service to be provided and have valid labor agreements, when applicable, which remain in effect for the entire term of the meeting except as follows (if no exceptions, so state): **no exceptions**
- E. Absent natural disasters or causes beyond the control of the association, its service contractors, concessionaires or horsemen participating at the meeting, no reasons are believed to exist that may result in a stoppage to racing at the meeting or the withholding of any vital service to the association except as follows (if no exceptions, so state): **no exceptions**

NOTICE TO APPLICANT Pursuant to CHRB Rules 1870 and 1871, the CHRB shall be given 15 days' notice in writing of any intention to terminate a horse racing meeting or the engagements or services of any licensee, approved concessionaire, or approved service contractor.

18. CERTIFICATION BY APPLICANT

I hereby certify under penalty of perjury that I have examined this application, that all of the foregoing statements in this application are true and correct, and that I am authorized by the association to attest to this application on its behalf.



 Eual G. Wyatt, Jr.
 General Manager

_____ *1/20/05* _____
 Date

**STAFF ANALYSIS
ALLOCATION OF HARNESS DATES**

**REGULAR BOARD MEETING
FEBRUARY 17, 2005**

Background:

During the 2005 dates allocation process, the Board allocated harness dates to the Cal Expo facility in Sacramento through July 31, 2005. No dates were allocated for the remainder of 2005 since the harness industry was unclear about its future plans due to the lease at Cal Expo that expires on or about July 31, 2005. However, in the intervening months Cal Expo has moved forward with plans to lease its facility to a harness operator after July 31 and has requested an allocation of dates (September 23 through December 18, 2005). In addition, the Los Angeles County Fair at Pomona has also made arrangements for a harness meet at its racing facility and is requesting an allocation of dates (October 7 through December 23, 2005).

Because of the overlapping requests for a date allocation the harness horsemen's association (the CHHA) held a meeting to discuss this issue. The CHHA Board of Directors voted (5 to 4) to support Cal Expo's request for harness dates.

Recommendation:

Staff recommends that the Board refer this matter to the Race Dates Committee.



CAL EXPO

January 28, 2005

Chairman John Harris
California Horse Racing Board
1010 Hurley Way, Suite 300
Sacramento, CA 95825

Dear Chairman Harris:

On behalf of the Board of Directors of the California Exposition & State Fair, I respectfully request an item be placed on the agenda of the February 2005 CHRB meeting in Arcadia related to the allocation of harness racing days for the 2005 Fall period to Cal Expo.

As you may recall, the allocation of all racing dates (except Southern California Thoroughbred dates) was finalized at the August 2004 CHRB meeting. The other exception was the allocation of Fall harness racing dates at Cal Expo. The CHRB felt it was prudent to delay the allocation of the Fall dates until Cal Expo had completed the RFP process for the Fall 2005 period.

As of this time, the RFP process is complete with one proposer which is the Sacramento Harness Benevolent Association. Cal Expo staff has reviewed the proposal and determined it to be responsive. The Cal Expo Board has scheduled a special meeting on February 8 to consider the award of a three year contract to SHBA.

Therefore, we respectfully request the allocation of harness racing dates at the Cal Expo facility for the inclusive period of September 23 through December 18, 2005. A license application with all required detailed information shall be forthcoming from the SHBA.

Your consideration and approval of this request is sincerely appreciated.

Best Regards,
CALIFORNIA EXPOSITION & STATE FAIR

Norbert J. Bartosik
General Manager/CEO

NJB:DE:lvc

cc: CHR B Members
Cal Expo Board of Directors
Ingrid Fermin
Ralph Scurfield
Roy Minami
Brian May
David Elliott

CALIFORNIA EXPOSITION & STATE FAIR

P.O. Box 15649 • Sacramento, CA 95852-1649 State of California • Arnold Schwarzenegger, Governor

Minami, Roy

From: Kathy Yeram [YERAM@fairplex.com]
Sent: Thursday, February 03, 2005 5:14 PM
To: johnharris@harrisfarms.com
Cc: Reagan, John; Ingrid Fermin; Minami, Roy
Subject: Harness Racing at Fairplex Park

February 3, 2005

Mr. John Harris
California Horse Racing Board
1010 Hurley Way, Suite 300
Sacramento, CA 95825

Dear Chairman Harris:

I am writing this letter to notify you of the Los Angeles County Fair Association's intent to host a harness meet at Fairplex Park from October 7, 2005 through December 23, 2005. Capital Racing, LLC will serve as the operator of this racemeet. Racing law provides for harness racing dates to be run at Fairplex Park and in the Central and Southern Zone. Our venue has hosted harness racing in the past and is prepared to once again accommodate the needs of live night racing.

We ask that you place this item on the agenda for your Board meeting of February 17, 2005. We appreciate your consideration of this request, and believe that you will find a North/South harness racing circuit will be in the best interest of racing in California.

Please feel free to give me a call if you have any questions.

Sincerely,

James E. Henwood
President and Chief Executive Officer

Cc: Ingrid Fermin, John Reagan, Roy Minami

2/4/2005



CAL EXPO

February 8, 2005

Chairman John Harris
California Horse Racing Board
1010 Hurley Way, Suite 300
Sacramento, CA 95825

Dear Chairman Harris:

As a follow up to our letter dated January 25, 2005 regarding our request to allocate harness racing dates to Cal Expo for the Fall 2005 period, the Cal Expo Board of Directors unanimously approved and awarded a three year contract to the Sacramento Harness Benevolent Association at a special board meeting held today.

We respectfully request the allocation of harness racing dates at our facility and if you have any questions regarding this or any other matter, please contact us at your convenience.

Respectfully,
CALIFORNIA EXPOSITION & STATE FAIR

Norbert J. Bartosik,
General Manager/CEO

NJB:DE:lvc

cc: CHRB Members
Cal Expo Board Members
Ingrid Fermin
Roy Minami
John Reagan
Ralph Scurfield
Brian May
David Elliott

CALIFORNIA EXPOSITION & STATE FAIR

P.O. Box 15649 • Sacramento, CA 95852-1649 State of California • Arnold Schwarzenegger, Governor

STAFF ANALYSIS
LOCAL 280 AND ADW

REGULAR BOARD MEETING
FEBRUARY 17, 2005

Background:

The Pari-Mutuel Employees Guild, Local 280, has asked the Board to re-examine the employment situation regarding the ADW licensees (see attached letter). The Local believes that promises made during the passage of the ADW law should be kept, i.e., the licensed ADW providers should employ some of their members. This issue has been raised before (see letters in the package from Local 280 and their counsel, and TVG) but not resolved, at least not to the satisfaction of the Local.

Recommendation:

Staff recommends that the Board hear from interested parties regarding this matter.



PARI-MUTUEL EMPLOYEES GUILD

OF CALIFORNIA
SEIU Local 280

LOCAL 280

SEIU

Leading the Way

Ron J. Liccardo
President

James Correll
Secretary-Treasurer

GENERAL OFFICE
1838 E. Huntington Dr.
Duarte, CA 91010
(626) 301-7900

NORTHERN OFFICE
P.O. Box 25146
San Mateo, CA 94402
(650) 558-8137

Jack Cascio
Vice President

Richard D. Castro
Vice President

January 25, 2005



Roy Minami, Asst. Exec. Director
California Horse Racing Board
1010 Hurley Way, Suite 300
Sacramento, CA 95825

Dear Mr. Minami:

I'm requesting consideration to put an agenda item on the next General California Horse Racing Board meeting for February 17th. For public notice, we would like revisit CHRB Licensed Advanced Deposit Wagering Companies refusal at this point of using CA. Pari Mutuel Employee Guild Of California, Local 280 members in same or similar jobs that we have in our Collective Bargaining Agreement with CA Race Track Operators.

It is our opinion, that to grant them a license, was in fact, a violation of the intent of the Legislative Bill AB 471. We also feel it is a violation of your own CA. Rules & Regulations. We specifically feel promises were made to our organization that we understood for our support, we would be getting phone operator and another similar jobs within the framework of our Collective Bargaining Agreement

Thanking you in advance for your consideration.

Respectfully,

Richard D. Castro
President, Local 280

xc

Executive Board, Local 280
David Rosenfeld, Attorney

John R



December 15, 2004

Mr. Richard Castro
President
Pari-Mutuel Employees Guild
SEIU Local 280
1838 E. Huntington Dr.
Duarte, CA 91010

Re: December 5, 2004 Letter to Mr. BJ Cosson

Dear Mr. Castro,

I write on behalf of ODS Technologies, L.P. d/b/a TVG ("TVG"), a CHRBR-approved provider of Advance Deposit Wagering ("ADW") services via our multi-jurisdictional wagering hub facility located in Beaverton, Oregon. We thank you for your letter and your offer to meet with us.

TVG does not currently have any pari-mutuel employees in California. All of TVG's ADW systems are automated and, furthermore, are located in and licensed by the State of Oregon. Through our relationships with California racing associations, members of your organization who are employed by the racing associations staff the TVG Deposit/Withdrawal windows at the racetracks. We are most appreciative of the services that they perform.

As we have stated on numerous occasions in the past, we will certainly have discussions with you should TVG move any of its ADW systems to California or otherwise locate pari-mutuel employees in California. At this time, we have no plans in this area.

Nonetheless, if you would still like to discuss these matters further, please let me know and we would be happy to meet with you in the Los Angeles area at an agreeable time.

Highest Regards,

A handwritten signature in black ink, appearing to read "John Hindman", written over a horizontal line.

John Hindman
Vice President of Communications &
General Counsel

cc:  CHR
BJ Cosson, Vice President, TVG
Joe Lang
Cathy Christian, Esq.

STEWART WEINBERG
MICHAEL B. ROGER
DAVID A. ROSENFELD
WILLIAM A. SOKOL
VINCENT A. HARRINGTON, JR.
W. DANIEL BOONE
PAUL D. SUPTON
BLYTHE MICKELSON
BARRY E. HINKLE
JAMES RUTKOWSKI *
SANDRA RAE BENSON
CHRISTIAN L. RAISNER
JAMES J. WESSER
THEODORE FRANKLIN
ANTONIO RUIZ
MATTHEW J. GAUGER
ASHLEY K. IKEDA **
LINDA BALDWIN JONES
PATRICIA A. DAVIS

* Also admitted in Arizona
** Admitted in Hawaii

WEINBERG, ROGER & ROSENFELD

A PROFESSIONAL CORPORATION

180 GRAND AVENUE, SUITE 1400
OAKLAND, CALIFORNIA 94612-3752
TELEPHONE (510) 839-6600
FAX (510) 891-0400

EMILY P. RICH
ALAN G. CROWLEY
SHIRLEY LEE
LORI K. AQUINO **
ANNE I. YEN
NICOLE M. PHILLIPS
J. FELIX DE LA TORRE
KRISTINA L. HILLMAN ***
ANDREA LAIAONA
MONICA T. GUIZAR
S. TATIANA DAZA
BROOKE D. PIERMAN ***
M. SUZANNE MURPHY
DAVID A. BOHL
JESSICA S. CHRISTENSEN
BRUCE A. HARLAND
CONCEPCION E. LOZANO-BATISTA
GUADALUPE PALMA

** Admitted in Hawaii
*** Also admitted in Nevada

PATRICIA M. GATES, Of Counsel
JOHN PLOTZ, Of Counsel
PENELOPE S. PAHL, Of Counsel
ROBERTA D. PERKINS, Of Counsel

November 29, 2004

California Horse Racing Board
1010 Hurley Way, Suite 300
Sacramento, CA 95825

Re: Applications For License to Conduct Advance Deposit Wagering

Dear Sir or Madam:

This office represents Pari-Mutuel Employees Guild, Local 280. This letter is intended to supplement the letter of November 19, 2004, in which Richard Castro, the President of Local 280, objects to the applications for licenses to conduct advance deposit wagering submitted by three entities. These are action items 4, 5 and 6 on the Board's agenda set for December 2, 2004.

Business and Professions Code Section 19604 is a statutory authorization for advance deposit wagering. Section (c)(1) governs the issue which Local 280 is raising before the Board:

Betting systems and multi-jurisdictional wagering hubs located and operating in California shall be approved by the Board prior to establishing advanced deposit wagering accounts or accepting wagering instructions concerning those accounts and shall enter into written contractual agreement with the bona fide labor organization that has historically represented the same or similar classifications of employees at the nearest horse racing medium.

The same statute authorizes the Board to "develop and adopt rules to license and regulate all phases of operation . . ." The Board's rules which had been adopted are clear in this regard. Section 2071 applies to advanced deposit wagering conducted by an applicant located in California. The rule provides:

Applicants shall enter into a written contractual agreement with a bona fide labor organization that has historically represented the same or similar classifications of employees at the nearest horseracing medium.

Section 2071 (i)

Section 2072 applies to applicants establishing advanced deposit wagering out-of-state. Rule 2072 (n) states as follows:

November 29, 2004

Page 2

By submitting the Application the out-of-state Applicant consents to the jurisdiction of California courts and the application of California law as to all California wagers and operations.

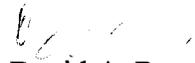
Item 6 of the Board's agenda concerns XpressBet, Inc. This application is for a "California multi-jurisdictional wagering company. Plainly, this is an in-state application which is governed by the rule cited above.

Item 5 is an application by Youbet.Com, Inc. This is an application for a "California multi-jurisdictional wagering hub . . . and out-of-state multi-jurisdictional wagering hub." The rules also apply to this application.

Finally, the application of ODS Technologies, L.P. is for an "out-of-state multi-jurisdictional wagering hub." None of the applicants has indicated that it has obtained the appropriate contractual relationship with the appropriate labor organization. In fact, none has such an appropriate collective bargaining agreement.

We have been authorized to seek injunctive relief, if the Board approves these applications in violation of the Business and Professions Code and the Board's rules all of which are mandatory. The applicant must in all cases have the appropriate contractual relationship. None does and none of these applications may be approved.

Sincerely,


David A. Rosenfeld

DAR/lh
opeiu 3 afl-cio(1)

1/365830



PARI-MUTUEL EMPLOYEES GUILD

OF CALIFORNIA
SEIU Local 280

LOCAL 280

SEIU
Leading the Way

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President

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Jack Cascio
Vice President

James Correll
Secretary-Treasurer

Richard D. Castro
Vice President

November 19, 2004

Roy Minami, Executive Director
California Horse Racing Board
1010 Hurley Way, Suite 300
Sacramento, CA 95825

Dear Mr. Minami:

RE: OPPOSITION TO RE-LICENSE ADW OPERATORS

I'm sending this letter to be placed in the C.H.R.B. packet. I request this be on record, that Pari-Mutuel Employees Guild, Local 280 is and will remain in **OPPOSITION** until a provision is included to make it mandatory that live phone operators be utilized solely in California, as a condition if wagers are taken from California Race Tracks.

When we gave our support for this legislation, it was with the understanding that we would have live phone operators taking bets based in California. In addition, there was considerable discussion that the Hubs of these businesses should also be housed in California. **Neither of these working environments have taken place to our satisfaction, thus the opposition position on this issue.**

We understand that maybe the law needs to be changed to add more teeth to our position, which we are willing to actively support. We would accept a proposal if it could be demonstrated within a reasonable amount of time that these companies taking California Race Track wagers, would in fact adopt a policy to include full service live phone operators based in California.

If you feel to discuss this further, I can be reached at 626 301-7900, ext. 15

Fraternally,

Richard D. Castro
President, Local 280

STAFF ANALYSIS
PROPOSED AMENDMENT OF RULES
1420. DEFINITIONS
AND
1615. SCALE OF WEIGHTS FOR AGE
AND REPEAL OF RULES
1616. MINIMUM WEIGHTS TO BE CARRIED
AND
1684. ITEMS INCLUDED IN WEIGHT

Regular Board Meeting
February 17, 2005

BACKGROUND

Business and Professions (B&P) Code Section 19420 states jurisdiction and supervision over meetings in California where horse races with wagering on their results are conducted, and over all persons or things having to do with the operation of such meetings is vested in the California Horse Racing Board. B&P Code Section 19562 provides that the Board may prescribe rules, regulations and conditions under which all horse races with wagering on their results will be conducted in this state. Board Rule 1615, Scale of Weights For Age, mandates the weights to be carried if the conditions for a race do not specify otherwise.

At the March 25, 2004, Regular Board Meeting, the Jockeys' Guild (Guild) proposed an increase in California's jockey weight allowances. After hearing the proposal the Board directed staff to draft amendments to Board rules affecting jockey weights. At the June 3, 2004, Regular Board Meeting proposals to amend rules 1615, Scale of Weights for Age, and 1420, Definitions, and to repeal rules 1616, Minimum Weights to be Carried and 1684, Items Included in Weight, were presented. The Board directed staff to initiate a 45-day public comment period for the proposed amendments. The proposals to amend rules 1615 and 1420, and repeal rules 1616 and 1684, were heard for adoption at the August 19, 2004, Regular Board Meeting. After extensive testimony, the Board directed staff to prepare a modified text of Rule 1615 for consideration at a future Regular Board Meeting.

ANALYSIS

The proposal to amend Rule 1615 would replace the scale of weights for age of the horse and set new minimum weights for California jockeys. The original proposal set minimum weights for jockeys riding an Arabian or Thoroughbred horse at 118 pounds. This weight has been changed to a minimum weight of 116 pounds. For jockeys riding an Appaloosa, Paint, Quarter Horse or mule, the minimum weight has been changed from 123 pounds to 121 pounds. In addition the minimum weights in handicap races is 112 pounds. The requirement that every horse shall carry ten pounds of riding gear from withers to rump has remained unchanged. However, the official program would be required to state the jockey's actual

weight, the weight of the equipment and the combined total weight of jockey and equipment. The proposed amendment to Rule 1615 does not alter or affect apprentice allowances, but if an allowance is used, the minimum weight may be reduced by the amount of the allowance. The original proposal to amend Rule 1615 provided one body fat measurement for male and female jockeys. However, as minimum body fat requirements are different for men and women, the requirement was modified to include minimums for both genders. The new text provides for a minimum body fat content of 10 percent for female jockeys. Finally, subparagraph (h) of the proposed amendment to Rule 1615 exempted jockeys licensed in the United States before December 31, 2004, from the minimum body fat requirements for a period of 24 months commencing June 1, 2005.

No changes were made to the proposal to amend Rule 1420, or the proposed repeal of rules 1616 and 1684.

The modifications to the proposed amendment of Rule 1615 are substantive and would require a 45-day public comment period.

RECOMMENDATION

This item is presented for discussion and action.

CALIFORNIA HORSE RACING BOARD
TITLE 4. CALIFORNIA CODE OF REGULATIONS
ARTICLE 2. DEFINITIONS
PROPOSED AMENDMENT OF
RULE 1420
Definitions

Regular Board Meeting
February 17, 2005

1420. Definitions.

As used in these rules:

(a) "Chairman" means the member elected by the Board to be Chairman of the Board and its presiding member.

(b) "Commissioner" means a member of the Board.

(c) "Age of Horse" means the age as reckoned beginning on the first day of January of the year in which the horse was foaled.

(d) "Authorized Agent" means an agent appointed by a written document, which is signed by the owner and filed with the Board.

(e) "Breeder" means the owner of the dam at the time of foaling.

(f) "Conviction" includes a plea of guilty, forfeiture of bail, a judgment or verdict of guilty, or a conviction following a plea of nolo contendere, whether or not the conviction is later set aside pursuant to the provisions of Section 1203.4 of the Penal Code.

(g) "Driver" means one who drives and controls the horse from a seated position on a two-wheel vehicle.

(h) "Horse" means an equine and includes a stallion, gelding, mare, colt, filly or ridgling and includes mule, jack, jenny, ginnet, and hinney.

(i) "Jockey" means a race rider.

(j) "Licensee" means a licensee of the California Horse Racing Board.

(k) "Maiden" means a horse which has never won a race on the flat in a state or country where the races are covered by the Daily Racing Form or other similar authorized publication. A maiden which has been disqualified after finishing first is still a maiden. Conditions referring to maidens apply to the status at the time of starting.

(l) "Nominator" means a person in whose name a horse is entered to race.

(m) "Objection" means a formal complaint filed before a race with the stewards or the Board objecting to the eligibility of any horse to compete in the race or the right of any person to participate in the race.

(n) "Owner" includes the owner, part owner and lessee of any horse. An interest only in the earnings of a horse does not constitute ownership. If husband and wife, it is presumed that joint ownership exists.

(o) "Post" means the place on the race course from which a start is made.

(p) "Post Time" means the definite time for the start of a race, and is indicated by a clock device set up as directed by the Board.

(q) "Premises" means the inclosure and all other areas collectively utilized by an association in connection with its conduct of a licensed race meeting, including parking lots, auxiliary stabling areas, public inclosure and restricted areas, whether or not the areas are adjacent to the inclosure.

(r) "Protest" means a formal complaint filed after a race with the stewards or the Board protesting the right of any horse to a place, purse or award in the race, or protesting any

decision of the stewards relating to the eligibility, participation or placing of any horse in a race.

(s) "Race" means a contest among horses for a purse, stake or reward, contested at an authorized race meeting. "Race" includes but is not limited to:

(1) Purse Race. A race for money or any other prize to which the owners of the horses engaged do not contribute.

(2) Stake Race. A race for which owners of horses entered or engaged for the race contribute to a purse for which money or any other prize may be added, nominations to which close 72 hours or more before starting.

(3) Claiming Race. A race in which any horse entered therein may be claimed in conformity with the rules established by the Board.

(4) Handicap Race. A race in which the weights to be carried by the entered horses are adjusted by a handicapper, board of handicappers or the racing secretary, to equalize their respective chances of winning.

(5) Overnight Race. A race in which entries close 72 hours or less, excluding Sundays, in advance of the first race of the day on which the race is to be run.

(6) Walkover. A stake race in which only one horse starts or in which all the starters are owned by the same interest.

(7) Invitational Stake Race. An invitational stake race or an invitational handicap race for which owners do not contribute to the purse, but which is advertised in the regular stakes program, shall also be considered a stake race.

(8) Non-wagering Race. A race contested without pari-mutuel wagering on its results including a race upon which pari-mutuel wagering is canceled.

(9) Match Race. A race contested between two horses under conditions of the contest agreed to by their owners.

(10) "Special Racing Event". A race of unique interest, magnitude or fame. "Special racing event" shall also mean an exhibition race when approved by the Board.

(11) "Exhibition Race". A race contested under conditions established by the association as a promotional event or to provide a special racing opportunity to a particular horse or class of horse or class of participants and to which the association contributes the purse or awards for the contest. No pari-mutuel wagering may be conducted on the results of an exhibition race.

(t) "Race on the Flat" means a race run over a course on which no jumps or other obstacles are placed.

(u) "Recognized Meeting," "Race Meeting," or "Authorized Meeting" means the entire period under the conduct of an association within the inclosure of the designated grounds, and for which a license has been granted by the Board. When the context in the rules applies, it may include a meeting conducted by an association in some other jurisdiction recognized by the Board.

(v) "Restricted Area" means those areas within the inclosure where admission can be obtained only upon presentation of authorized credentials, proper license or visitor's pass, including those areas designated as the stable area, receiving or detention barn, jockey room, saddling paddock, race course and pari-mutuel department.

(w) "Rules" means the Rules and Regulations of the California Horse Racing Board and the orders of the Board.

(x) "Starter" means a horse when it is in the starting gate stall, and, when the field is dispatched by the starter, the stall gate in front of the horse is opened.

(y) "Sulky" means a dual wheel racing vehicle with dual shafts not exceeding the height of the horses withers. Shafts must be hooked separately on each side.

(z) "Time of Race Meeting" means that period of time commencing at 12:01 A.M. on the first day of racing at a recognized meeting and concluding at 12:00 midnight after the final race of the last day of racing as allocated and licensed by the Board.

~~(aa) "Weight for Age" means the standard weight to be carried by a horse according to the scale established by the rules, and remains such though there be penalties or allowances.~~

Authority: Sections 19440, 19562 and 19563,
Business and Professions Code.

Reference: Sections 19401(e) and 19420,
Business and Professions Code.

CALIFORNIA HORSE RACING BOARD
 TITLE 4. CALIFORNIA CODE OF REGULATIONS
 ARTICLE 6. ENTRIES AND DECLARATIONS
 PROPOSED AMENDMENT OF
 RULE 1615
 Scale of Weights For Age

Regular Board Meeting
 February 17, 2005

1615. Scale of Weights For Age.

The following scale of weights for age shall be carried if the conditions for a race do not specify otherwise:

Distance	Age	Jan. and Feb.	March and April	May	June	July	Aug	Sept.	Oct.	Nov. and Dec.
½ mile	2 years....	-	-	-	-	-	105	108	111	114
	3 years....	117	119	121	123	125	126	127	128	129
	4 years....	130	130	130	130	130	130	130	130	130
	5 years and —up....	130	130	130	130	130	130	130	130	130
¾ mile	2 years....	-	-	-	-	-	102	105	108	111
	3 years....	114	117	119	121	123	125	126	127	128
	4 years....	129	130	130	130	130	130	130	130	130
	5 years and —up....	130	130	130	130	130	130	130	130	130
1 mile	2 years....	-	-	-	-	-	-	96	99	102
	3 years....	107	111	113	115	117	119	121	122	123
	4 years....	127	128	127	126	126	126	126	126	126
	5 years and —up....	128	128	127	126	126	126	126	126	126
1 ¼ miles	2 years....	-	-	-	-	-	-	-	-	-
	3 years....	101	107	111	113	116	118	120	121	122
	4 years....	125	127	127	126	126	126	126	126	126
	5 years and —up....	127	127	127	126	126	126	126	126	126
1 ½ miles	2 years....	-	-	-	-	-	-	-	-	-
	3 years....	98	104	108	111	114	117	119	121	122
	4 years....	124	126	126	126	126	126	126	126	126
	5 years and —up	126	126	126	126	126	126	126	126	126
2 miles	3 years....	96	102	106	109	112	114	117	119	120
	4 years....	124	126	126	126	126	125	125	124	124
	5 years and —up....	126	126	126	126	126	125	125	124	124

~~In a race of intermediate distance weights for the shorter distance shall be carried.~~

(a) Every horse shall carry a minimum of 10 pounds of riding gear from withers to rump. "Riding gear," means any or all of the items listed below. It does not include equipment worn on the horse's head, tail, or legs; nor a channel, breastplate, or running martingale; nor foul-weather gear, which is any additional riding apparel a jockey chooses to wear due to inclement weather. Riding gear shall be weighed with the jockey when he weighs out under Rule 1682 of this division and again when the jockey weighs in under Rule 1701 of this division.

Anti-slip pad

Arm number

Boots

Eye protection

Foam pad

Gloves

Goggles (4 pair)

Helmet cover

Leggings

Metal stirrups

Number cloth

Over-girth

Pants

Pommel pad

Rubber bands

Saddle

Saddle pad

Safety helmet

Safety vest

Silks

Socks

Sock tie

T-shirt

Turtleneck

Under-girth

Underwear

Whip

(b) The official program shall separately designate the jockey's actual weight, the weight of the equipment from the withers to the rump as specified in subsection (a), and the combined total weight of the jockey and the equipment.

(c) "Jockey weight" means the weight of the jockey, nude, absent any riding gear or clothing, as recorded by the clerk of scales when the jockey is weighed. The clerk of scales will weigh and record jockey weight once each day when the jockey reports to the jockey's room in accordance with Rule 1680 of this division. If the jockey uses a robe to be weighed, its weight shall be deducted to arrive at the nude weight.

(d) The minimum jockey weight for a jockey riding an Arabian or Thoroughbred horse shall be no less than 116 pounds. The minimum jockey weight for a jockey

riding an Appaloosa, Paint, Quarter Horse or mule shall be no less than 121 pounds.

The minimum jockey weight in handicap races shall be no less than 112 pounds.

(e) Nothing in this rule shall affect or alter apprentice allowances. If the apprentice allowance is used, then the minimum weight may be reduced by the amount of such allowance.

(f) Male jockeys shall maintain a minimum body fat content of 5% and female jockeys a minimum body fat content of 10%. A jockey's body fat content shall be measured and recorded by the clerk of scales once each day of racing. A jockey whose body fat content measures within 1% below the minimum level under this Rule shall be placed on warning and suspended from riding if the minimum standard is not met within three calendar days of the date of the warning. A jockey whose body fat content measures more than 1% below the minimum level under this Rule shall disqualified from riding in any race.

(g) Compliance with subsection (f) of this rule is optional for 24 months, commencing June 1, 2005, for any jockey licensed in the United States before December 31, 2004.

Authority: Section 19420,
Business and Professions Code.

Reference: Section 19562,
Business and Professions Code.

CALIFORNIA HORSE RACING BOARD
TITLE 4. CALIFORNIA CODE OF REGULATIONS
ARTICLE 6. ENTRIES AND DECLARATIONS
PROPOSED REPEAL OF
RULE 1616
Minimum Weights to Be Carried

Regular Board Meeting
February 17, 2005

~~1616. Minimum Weights to Be Carried.~~

~~Notwithstanding any other provisions of this Division, the minimum weight to be carried in all overnight races for two-year-olds only, for three-year-olds only, and for four-year-olds only and upward shall be 112 pounds subject to further sex and apprentice allowances. The minimum weight to be carried in all races except handicap and stakes races, shall be 103 pounds.~~

~~Authority: Sections 19562 and 19590,
Business and Professions Code.~~

~~Reference: Sections 19562 and 19590,
Business and Professions Code.~~

CALIFORNIA HORSE RACING BOARD
TITLE 4. CALIFORNIA CODE OF REGULATIONS
ARTICLE 8. RUNNING THE RACE
PROPOSED REPEAL OF
RULE 1684
Items Included in Weight

Regular Board Meeting
February 17, 2005

~~1684. Items Included in Weight.~~

~~A Jockey's weight includes his riding clothing, saddle and pad. It shall not include the jockey's safety helmet, safety vest, whip or the horse's bridle.~~

~~Authority: Sections 19481 and 19562,
Business and Professions Code.~~

~~Reference: Section 19481,
Business and Professions Code.~~

ITEM 5

CALIFORNIA HORSE RACING BOARD

February 17, 2005 Regular Board Meeting

There is no board package material for this item.

Information to be presented at the board meeting

STAFF ANALYSIS
CAPITOL RACING, LLC

REGULAR BOARD MEETING
FEBRUARY 17, 2005

Background:

At the October 2004 meeting, the Board asked Capitol Racing, LLC, (Capitol) to provide audited financial statements and a \$1 million bond or irrevocable letter of credit. While waiting for those items to be delivered, the California Harness Horsemen's Association (CHHA) sent the CHRB a letter in which they questioned the distribution of the harness handle with regard to three items: the excess SCOTWINC expense funds, the outs and refunds on imported races, and the splitting of the funds per Section 19605.7(c).

The disposition of the above items is as follows:

- The CHRB received an audited balance sheet from Capitol. However, there were several items on the balance sheet that in the opinion of the CHRB staff does not meet the test of valid assets. When adjusted for those items, the "members capital" in the LLC is essentially zero.
- An "irrevocable" letter of credit was delivered to the CHRB. However, in the opinion of the Board's counsel and staff, the letter of credit is revocable (see paragraph 3) and as such, does not satisfy the Board's October request. It should be replaced with an appropriate instrument that provides the Board and others with the proper financial protection.
- Per Horse Racing Law, the outstanding tickets and refunds on imported races are to be split equally between the association and purses. All other outs are to be split between the State of California and a harness backstretch welfare fund. Instead, Capital split all outs between the State and the welfare fund thus shortchanging themselves as well as the purses by about \$48,000 each in 2004. Staff will take steps to correct this matter for future distributions but it probably is not practical to make retroactive changes since the welfare fund is for the horsemen. However, it would be their decision if they wish to transfer money from the welfare fund to the purses.
- The Horse Racing Law allows for a simulcast expense fund that is fed by a percentage of the off-track handle. For harness meets, this fund generally has a sizeable surplus at the end of each year. SCOTWINC administers this fund and makes an annual reimbursement for the excess of expense money. This money is then split between Capitol and the purses. Staff has found that Capitol has properly distributed this money.
- Per Horse Racing Law .5% of the simulcast handle will be shared by the association and the purses. The split of these funds is to be in a written agreement for each meet per Section 19605.7(c). Although Capitol has maintained that they had an unwritten agreement with the horsemen that 100% of these funds would go to Capitol, the horsemen's association has

made it clear to CHRB staff that they had no such an agreement. The purse agreements between Capitol and the CHHA are the only written agreements between the two parties that staff has in hand for the race meets in Sacramento. These agreements indicate that all monies from simulcasting will be split 50-50. As such, it would appear that Capitol has incorrectly withheld approximately \$1.1 million from the harness purses over the last three years. Since there is an accumulated overpayment of purses at the Capitol meets of approximately \$2.1 million, this adjustment would reduce that overpayment by slightly more than half. Staff will work with Capitol to determine the exact amount of the misdirected funds and assure that the proper adjustment is made to the purse account.

Recommendation:

Staff recommends that the Board direct Capitol to work with staff to address the incomplete items outlined above and to make the necessary adjustments to the purse account.

CAPITOL RACING, LLC

BALANCE SHEET

DECEMBER 31, 2003

Independent Auditors' Report

Board of Directors and Members
Capitol Racing, LLC

We have audited the balance sheet of Capitol Racing, LLC as of December 31, 2003. This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this financial statement based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the balance sheet is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the balance sheet. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall balance sheet presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the balance sheet referred to above presents fairly, in all material respects, the financial position of Capitol Racing, LLC as of December 31, 2003, in conformity with accounting principles generally accepted in the United States of America.

Sense, Zezoff + Co.

Sense, Zezoff & Co.
Certified Public Accountants

December 31, 2004

CAPITOL RACING, LLC
(A Limited Liability Company)
BALANCE SHEET
DECEMBER 31, 2003

ASSETS

Current assets:	
Cash and cash equivalents	\$ 147,455
Accounts receivable	876,961
Prepaid expenses	168,006
Overpaid purses receivable	754,531
Total current assets	<u>1,946,953</u>
Restricted assets for impact fees	1,936,137
Equipment, net of accumulated depreciation of \$792,175	420,034
Goodwill	139,207
Advances to horsemen, net of allowance for uncollectable accounts of \$1,424,088	161,048
Long-term deposits and other assets	258,333
Total assets	<u>\$ 4,861,712</u>

LIABILITIES AND MEMBERS' CAPITAL

Current liabilities:	
Accounts payable	\$ 2,723,221
Line of credit	-
Notes payable to horsemen	126,000
Total current liabilities	<u>2,849,221</u>
Commitments and contingencies	
Members' capital	<u>2,012,491</u>
Total liabilities and members' capital	<u>\$ 4,861,712</u>

The accompanying notes are an integral part of this financial statement.

CAPITOL RACING, LLC
(A Limited Liability Company)
NOTES TO FINANCIAL STATEMENT
DECEMBER 31, 2003

NOTE 1 - DESCRIPTION OF BUSINESS:

Capitol Racing, LLC (the "Company") is a California limited liability company which engages in the operation of harness races and the transmission of television simulcasts of these races. The Company operates harness racing meets in accordance with California Horse Racing Law. The meets are held at the racetrack on the grounds of the California Exposition and State Fair in Sacramento.

The Company leases its facility from the State of California and is granted a license to conduct its meets by the California Horse Racing Board. The granting of the license and the continuing ability to lease the facility are critical elements in the continuation of the business in its current form.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING AND REPORTING POLICIES:

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reporting amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and cash equivalents

The Company considers financial instruments with a fixed maturity date of less than three months to be cash equivalents.

CAPITOL RACING, LLC
(A Limited Liability Company)
NOTES TO FINANCIAL STATEMENT
DECEMBER 31, 2003

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING AND REPORTING POLICIES
(Continued):

Accounts receivable

At December 31, 2003, the Company's accounts receivable consisted of the following:

Southern California Off-Track Wagering, Inc.	\$ 292,118
Various other in-state and out-of-state wagering facilities	61,635
Advanced deposit wagering facilities	492,505
Employee and other advances	30,703
	<u>\$ 876,961</u>

Advertising costs

The Company expenses advertising costs as incurred.

Equipment

Equipment is recorded at cost. Depreciation is computed using the double declining balance method of depreciation over the assets' estimated useful lives of five to seven years. Maintenance and repairs are charged to expense as incurred; major renewals and betterments are capitalized.

Income taxes

The Company is not a taxpaying entity for federal or California income tax purposes, and thus no income tax expense has been recorded in the statements. Income from the Company is taxed to the members in their individual tax returns.

California Horse Racing Law

The California Horse Racing Law has established the fixed percentages of the total pari-mutuel handle, which have been retained or paid for license fees, commissions, breakage, purses and awards.

CAPITOL RACING, LLC
(A Limited Liability Company)
NOTES TO FINANCIAL STATEMENT
DECEMBER 31, 2003

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING AND REPORTING POLICIES
(Continued):

Accounting for Impairment of Long-Lived Assets

The Company accounts for the impairment of long-lived assets and certain identifiable intangibles by reviewing these assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets.

NOTE 3 - EQUIPMENT:

Equipment is summarized by major classification as follows:

Track equipment, vehicles and other equipment	\$ 866,763
Paddock tent	256,989
Office equipment	88,457
	<hr/> 1,212,209
Less accumulated depreciation	(792,175)
	<hr/> <u>\$ 420,034</u>

NOTE 4 - ADVANCES TO HORSEMEN:

The Company made advances to several horsemen in the aggregate amount of \$1,585,136 during the years 2000 through 2003. The advances are undocumented and therefore bear no rate of interest and no terms for repayment. Management has established a reserve of \$1,424,088 for potentially uncollectable accounts. The amount of \$161,048 shown on the December 31, 2003 balance sheet is the net of these amounts.

CAPITOL RACING, LLC
(A Limited Liability Company)
NOTES TO FINANCIAL STATEMENT
DECEMBER 31, 2003

NOTE 5 - IMPACT FEES LITIGATION:

Los Alamitos Race Course (Los Alamitos) claims that it is entitled to receive impact fees for taking the harness racing satellite signal from the Company. The Company believes that, under legislation passed in 1999, they are not legally obligated to pay the impact fees. The matter was taken before an Administrative Law Judge (ALJ) who ruled in the Company's favor and denied the claim of Los Alamitos. The California Horse Racing Board (CHRB), despite the ALJ's ruling, subsequently directed the Company to pay impact fees to Los Alamitos.

The Company has taken exception and is currently litigating the CHRB's directive. The Company's legal counsel believes that the Company is likely to prevail and will not be obligated to pay the fees. Los Alamitos' claim for impact fees, as of December 31, 2003 is in excess of \$3,500,000. In the event the litigation is settled unfavorably to the Company, management contends that 50%, or approximately \$1,750,000 of this amount would be paid by the horsemen's purse pool. The amount of the impact fees liability has not been determined because it is contingent upon the outcome of the current litigation and is therefore not recorded on the Company's financial statements.

In conjunction with the pending litigation, the Company has deposited \$553,419 into a restricted cash account and the members of the Company have posted a \$1,000,000 bond. In February 2004, the CHRB ordered the Company to pay \$500,000 of this amount held in the restricted cash account to Los Alamitos so Los Alamitos could hold these funds until the impact fee matter is resolved. The CHRB also allowed Los Alamitos to retain amounts due to the California harness horsemen's purse pool related to unopposed imported races which amounts to \$1,382,718 as of December 31, 2003. In addition, commencing in March 2004, the CHRB required the Company to deposit amounts equal to 50% of potential future impact fees, based on the original formula, into an account held by the CHRB. All of these assets will be returned to the Company if the impact fee matter is resolved in favor of the Company or will be used to pay impact fees.

CAPITOL RACING, LLC
(A Limited Liability Company)
NOTES TO FINANCIAL STATEMENT
DECEMBER 31, 2003

NOTE 5 - IMPACT FEES LITIGATION - (Continued):

Restricted assets for impact fees consist of the following as of December 31, 2003:

Restricted cash account	\$ 553,419
Receivable from Los Alamitos	<u>1,382,718</u>
	<u>\$ 1,936,137</u>

NOTE 6 - OVERPAID PURSES RECEIVABLE:

The Company has in many cases paid purses that were in excess of the amount paid by the horsemen's purse pool based on the pari-mutuel formula. At December 31, 2003, overpaid purses amounted to \$754,531. The Company has substantially collected this amount in 2004.

NOTE 7 - NOTES PAYABLE TO HORSEMEN:

At December 31, 2003 the Company holds notes payable to horsemen in the amount of \$126,000 which bear interest at 10%. The notes were entirely repaid during 2004.

NOTE 8 - LEASE AGREEMENTS:

The Company leases the racetrack at the California Exposition and State Fair (Cal Expo) from the State of California which expires on July 31, 2005. The lease calls for annual lease payments of \$2,100,000 and requires the Company to expend \$200,000 per year on capital improvements. The Company can terminate the lease if the California Horse Racing Board fails to grant the Company a license to hold its harness racing meets for a minimum number of days. The lease agreement also requires the Company to provide maintenance for the facility, carry certain minimum insurance, and provides rules for sharing concessions and gate revenue.

CAPITOL RACING, LLC
(A Limited Liability Company)
NOTES TO FINANCIAL STATEMENT
DECEMBER 31, 2003

NOTE 8 - LEASE AGREEMENTS - (Continued):

The Company also leases certain office space under a three-year lease, which expires in August 2005. The approximate future minimum lease payments due under the office lease at December 31, 2003 are as follows:

Years ended December 31,	
2004	\$ 38,784
2005	22,624
	<hr/>
	\$ 61,408
	<hr/>

NOTE 10 - LINE OF CREDIT:

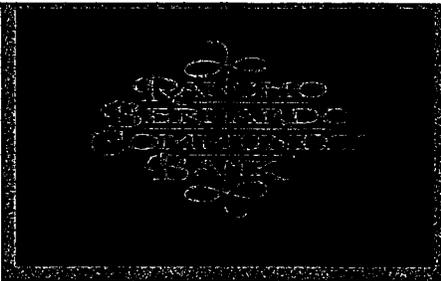
The Company maintains a line of credit with Merrill Lynch Business Financial Services, Inc. The agreement expires on March 31, 2005 and provides for borrowings up to \$600,000 at an interest rate equal to the "30 - Day Commercial Paper Rate" plus 3.15%. At December 31, 2003, the rate was 4.16%, and the Company had no outstanding borrowings. The agreement is guaranteed by the members of the Company.

NOTE 11 - CONCENTRATIONS OF CREDIT RISK:

The Company maintains its cash balances in two financial institutions in California. The balances are insured by the Federal Deposit Insurance Corporation up to \$100,000. As of December 31, 2003, the Company's uninsured balances were \$69,605.

NOTE 12 - COMMITMENTS AND CONTINGENCIES:

Besides the Impact Fee Litigation described in Note 5, the Company is subject to various legal proceedings and claims which arise in the ordinary course of business. In the opinion of management, and legal counsel where appropriate, the amount of ultimate liability with respect to these actions will not materially affect the financial position of the Company.



IRREVOCABLE STANDBY LETTER OF CREDIT #42

December 28, 2004

To: California Horse Racing Board

We hereby establish our Irrevocable Standby Letter of Credit in favor of the California Horse Racing Board ("CHRB") for the account of Capitol Racing LLC, a California limited liability company ("Capitol Racing"), 16935 W. Bernardo Drive, Suite 190, San Diego, CA 92127, in the amount of One Million and 00/100 (\$1,000,000.00) U. S. Dollars available at Rancho Bernardo Community Bank by payment against your drafts at sight to be accompanied by:

A signed statement by a representative of CHRB that the amount drawn under this Letter of Credit represents an amount owed to CHRB and unpaid by Capitol Racing, and that the special conditions detailed below have been met.

Partial drawings permitted.

This Letter of Credit shall expire on December 28, 2005, provided, however, that it shall be deemed automatically renewed without amendment for an additional 365 days from the present or any future expiration date hereof, unless thirty (30) days prior to any such date, CHRB shall have received notice by certified mail, return receipt requested, that we elect not to consider this letter of credit renewed for any such additional period.

SPECIAL CONDITIONS: Notwithstanding the above, this letter of credit shall be available by CHRB's drafts at sight accompanied by:

- (a) A final judgment or order against Capitol Racing in the litigation entitled *Capital Racing v. CHRB*, Superior Court of Sacramento County, Case No. 02CS01033 (the "Case"), where said final judgment or order requires Capitol Racing to pay monies to the Los Alamitos Quarter Horse Association ("LAQHRA") after all of Capitol Racing's appeals based on any of the issues presented in the Case are exhausted; and

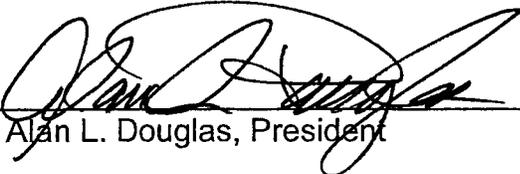
Reserve of 1,000,000.00 U.S. Dollars

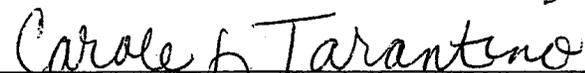
- (b) The following sources of funds are not sufficient to satisfy the amount of the final monetary judgment or order against Capital Racing in the Case: (i) the \$500,000 previously deposited by Capitol Racing with LAQHRA as security for a potential final monetary judgment against Capital Racing; (ii) the approximately \$1.3 million that Los Alamitos Race Course currently owes the horsemen racing for Capitol Racing for reasons unrelated to the dispute that is the subject of the CHRB's May 12, 2003 Decision, or the issues in the Case; and (iii) the total amount of the weekly deposits Capitol Racing is paying to the CHRB pursuant to that certain agreement between Capitol Racing and CHRB, which was entered into between Capitol Racing and the CHRB at a meeting of the California Horse Racing Board on February 19, 2004 (which deposits CHRB is accumulating and holding in a trust account, the purpose of which is to pay a potential monetary judgment against Capitol Racing); and
- (c) Capital Racing fails to pay any remaining balance of a final monetary judgment against Capital Racing; and
- (d) 90 days have elapsed since CHRB provided Capitol Racing with written notice that the funds identified in "(b)" above are exhausted and insufficient to meet Capitol Racing's obligations.

We engage with you that drafts drawn and presented under and in compliance with the terms of this Letter of Credit will be duly honored.

This Letter of Credit is subject to the Uniform Customs and Practices for Documentary Credits (1983 Revision), published by the International Chamber of Commerce, ICC Publication 500, to the extent it is not inconsistent with applicable laws of the State of California.

RANCHO BERNARDO COMMUNITY BANK

By: 
Alan L. Douglas, President

By: 
Carole Tarantino, Senior Vice President

**FREIDBERG & PARKER**

A LAW CORPORATION

Edward Freidberg
Port J. Parker
Wendy A. Taylor
Kathleen M. Kerckes
Jesmin Alam
Floyd Cranmore

December 23, 2004

Susanna V. Pullen,
Of Counsel

VIA FACSIMILE AND U.S. MAIL
(916) 263-6042

John C. Harris, Chairman
California Horse Racing Board
1010 Hurley Way, Room 101
Sacramento, California 95825

Re: Request for items to be placed on the agenda for the CHRB January 20, 2005 meeting.

Dear Chairman Harris:

I have appeared before the board and written a number of letters to the board representing clients who are harness horse owners and breeders with regard to Capitol Racing's license to operate harness horse meets at Cal Expo.

I request on behalf of my clients the following items be placed on the agenda for the upcoming January 20, 2005 CHRB meeting:

1. Capitol Racing's compliance or lack of compliance with CHRB's requirement that they file an audited financial statement for their operations for the year 2003;
2. Whether the CHRB needs to take action with regard to Capitol Racing's license if they failed to provide the board with an audited financial statement for the year 2003.
3. Capitol Racing's breach of their obligation to share the distribution of takeout in accordance with § 19605.7(c) of the California Horse Racing Law equally with the horsemen in accordance with the provisions of section XIII(b) of the agreement between Capitol Racing LLC and California Harness Horsemen's Association. See enclosed letter by Richard M. English.

John C. Harris, Chairman
California Horse Racing Board
December 23, 2004
Page 2

4. Capitol Racing's obligation to share equally with the horsemen the amount of breakage and unclaimed tickets from simulcasted races. See the English letter;
5. Whether Capitol Racing has complied with its obligations to share equally with the horsemen the surplus refunded by Scotwinc. This surplus, as set forth in Mr. English's letter, is believed to be approximately \$3 million for the year ended September 30, 2004;
6. To investigate whether loans to horsemen set forth in the unaudited financial statements of Capitol Racing as being in excess of \$1 million are made to officers or directors of California Harness Horsemen's Association and, if so, whether such loans constitute a conflict of interest, making such loans prohibited.

Your considered attention to this request will be greatly appreciated.

Very truly yours,

FREIDBERG & PARKER

Dictated but not read by Edward
Freidberg; sent on his behalf to avoid
delay.

EDWARD FREIDBERG

EP/jt

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PAGE 01

Richard M. English
 Certified Public Accountant
 6921 Canyon Heights Lane
 Los Angeles, CA 90068
 (323) 460-7023 Fax (323) 460-7024

December 13, 2004

Mr. Ben Kenney
 California Harness Horsemen's Association
 P.O. Box 254767
 Sacramento, Ca 95865

Dear Mr. Kenney,

At the request of Mr. Christo Bardis I have analyzed the Purse Account Activity reports prepared for Capitol Racing for the period December 2000 through July 2004. My analysis consisted of comparing the reported purses earned from perimutuel wagering, including Advanced Deposit Wagering, Notwino revenues, and Scotwinc surpluses to information available from CHRIMS and Scotwinc. My analysis did not include any other possible sources of purses nor did it include any charges against the purses earned.

In the course of performing my analysis I noted the following items which I present for your consideration.

Distribution of Take-out

Section 19605.7 (c) of the California Horse Racing Law provides that, for harness meetings, 0.5% of the total amount handled by each satellite shall be distributed according to a written agreement for each race meeting between the association and the horsemen's organization. The agreements between Capitol Racing and California Harness Horsemen's Association do not specifically address this issue. The agreements do address simulcasting income. Section XIII (B) states "gross income derived from simulcasting of live racing shall be split equally as commissions and purses in accordance with California statutes."

Total satellite handle during the period was \$407,385,126 and the 0.5% discussed in 19605.7 (c) was \$2,036,926. Capital allocated 100% of these funds to commissions and nothing to purses. Details are provided on Exhibit A. The Quarter Horse industry is also covered by Section 19605.7 (c). Quarter Horses allocate 100% of these funds to purses.

Unclaimed Tickets

Section 19601.(d) provides, in part, that all breakage and unclaimed tickets from imported races shall be distributed equally between the association and the horsemen in

RICK ENGLISH

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PAGE 02

the form of purses. The Purses Account Activity reports do not reflect any provision for unclaimed tickets.

I estimate the purse portion of unclaimed tickets are approximately \$229,000. My estimate is based on the historic ratio of unclaimed tickets to handle on imported races experienced by Los Alamitos. My estimate is detailed in Exhibit B.

Scotwin Surplus

Section 19605.7(b) provides that satellite operations be funded by a deduction of 6% of satellite handle to be paid to Scotwin. At the conclusion Scotwin's year end, September 30, the surplus is refunded and is split equally between commissions and purses. Capitol's annual surplus is approximately \$3,000,000, half of which is due the horsemen. The surpluses are estimable and should be reflected on the purse schedule when generated.

Capitol generally uses the "cash" method of recognizing these proceeds when received. The cash method understates the purses earned and overstates the overpayment of purses.

As previously discussed, my analysis was limited to certain elements of the Purses Account Activity reports prepared by Capitol Racing and does not constitute an audit. Accordingly, I do not express an opinion on the aforementioned reports.

Yours truly,



Richard M. English

RICK ENGLISH

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EXHIBIT A

CAPITOL RACING
PROMOTION FUNDS - SECTION 18808.7(e)

PERIOD	SAT. HANDLE	RATE	AMOUNT
12/20/00 - 8/31/01	\$ 80,382,284	0.5%	\$ 401,811
09/01/01 - 8/31/02	\$ 114,521,009	0.5%	\$ 572,605
09/01/02 - 8/31/03	\$ 108,821,138	0.5%	\$ 534,108
08/01/03 - 8/31/04	<u>\$ 105,680,887</u>	0.6%	<u>\$ 528,402</u>
TOTAL	<u>\$ 407,385,128</u>		<u>\$ 2,036,826</u>

Handle amounts obtained from Chrome reports.

19605.7.

(c) In addition to the distributions specified in subdivision (a) and (b), for mixed breed meetings, 1 percent of the total amount handled by each satellite wagering facility shall be distributed to an organization described in Section 19608.2 for promotion of the program at satellite wagering facilities. For harness meetings, 0.5 percent of the total amount handled by each satellite wagering facility shall be distributed to an organization described in Section 19608.2 for the promotion of the program at satellite wagering facilities, and 0.5 percent of the total amount handled by each satellite wagering facility shall be distributed according to a written agreement for each race meeting between the licensed racing association and the organization representing the horsemen participating in the meeting. For quarter horse meetings 0.5 percent of the total amount handled by satellite wagering facility on races run in California shall be distributed to an organization described in Section 19608.2 for the promotion of the program at satellite wagering facilities, 0.5 percent of the total amount handled by each satellite wagering facility on out-of-state and out-of-country imported races shall be distributed to the official quarter horse registering agency for the purposes of Section 19617.75, and 0.5 percent of the total amount handled by each satellite wagering facility on all races shall be distributed according to a written agreement for each race meeting between the licensed racing association and the organization representing the horseman participating in the meeting.

(d) Additionally, for thoroughbred, harness, quarter horse, mixed breed, and fair meetings, 0.33 percent of the total amount handled by each satellite wagering facility shall be paid to the city or county in which the satellite wagering facility is located pursuant to Section 19610.3 or 19610.4.

(e) Notwithstanding any other provision of law, a racing association is responsible for the payment of the state license fee as required by this section.

STAFF ANALYSIS
STAFF REPORT ON END-OF-MEET RESULTS

REGULAR BOARD MEETING
FEBRUARY 17, 2005

Background:

This item contains end-of-meet reports for recently concluded race meets. Staff is prepared to answer questions regarding the information presented.

Recommendation:

This item is for information and discussion.

LOS ALAMITOS QUARTER HORSE RACING ASSOCIATION

YEAR	2000	2001	2002	2003	2004
TOTAL RACE DAYS	140	181	203	205	203
TOTAL HANDLE	178,761,144	228,868,336	231,008,823	248,566,350	288,033,128
ON-TRACK	44,624,408	54,692,422	50,601,828	49,227,352	53,460,467
OFF-TRACK	101,400,798	125,586,676	119,018,452	114,145,155	125,732,667
INTERSTATE	32,735,938	48,589,238	48,736,315	50,183,415	58,159,937
ADW	32,735,938	48,589,238	12,652,229	35,010,428	50,680,058
LIVE	132,542,046	172,385,950	176,476,305	197,754,967	228,335,435
INTERSTATE IMPORTED	-	-	54,532,518	49,814,581	48,680,725
INTERNATIONAL IMPORTED	46,219,098	56,482,386	-	996,802	11,016,968
AVERAGE DAILY HANDLE	1,276,865	1,264,466	1,137,974	1,212,519	1,418,882
ON-TRACK	318,746	302,168	249,270	240,133	263,352
OFF-TRACK	724,291	693,849	586,298	556,806	619,373
INTERSTATE	233,828	268,449	240,080	244,797	286,502
AVE. ADW	233,828	268,449	62,326	170,783	249,655
AVE. CALIF. DAILY HANDLE	1,043,037	996,017	835,568	796,939	882,725
AVERAGE LIVE	946,729	952,409	869,341	964,658	1,124,805
INTERSTATE IMPORTED	-	-	268,633	242,998	239,807
INTERNATIONAL IMPORTED	330,136	312,057	-	4,862	54,271
TOTAL TAKEOUT	36,302,891	46,202,502	46,663,782	50,068,864	58,668,028
EFFECTIVE TAKEOUT	20.31%	20.19%	20.20%	20.14%	20.37%
STATE LICENSE FEES	816,299	1,010,445	790,645	721,264	1,105,484
STATE %	0.46%	0.44%	0.34%	0.29%	0.38%
TRACK COMMISSIONS	9,336,684	11,513,596	10,989,694	10,986,671	11,272,263
ADW COMMISSIONS	-	-	493,821	1,599,290	2,328,405
TOTAL COMMISSIONS	9,336,684	11,513,596	11,483,515	12,585,961	13,600,668
TRACK %	5.22%	5.03%	4.97%	5.06%	4.72%
HORSEMEN'S PURSES	9,133,306	11,288,514	10,778,940	10,776,466	10,993,217
ADW PURSES	-	-	484,974	1,570,894	2,279,143
TOTAL ADW	9,133,306	11,288,514	11,263,914	12,347,360	13,272,360
HORSEMEN'S %	5.11%	4.93%	4.88%	4.97%	4.61%

LOS ALAMITOS QUARTER HORSE RACING ASSOCIATION

YEAR	2000	2001	2002	2003	2004
CAIIFORNIA ATTENDANCE	727,420	937,165	1,008,107	976,851	946,480
ON-TRACK	211,325	274,560	286,157	285,396	261,405
OFF-TRACK	516,095	662,605	721,950	691,455	685,075
DAILY ATTENDANCE	5,196	5,178	4,966	4,765	4,662
AVERAGE DAILY ON - TRACK	1,509	1,517	1,410	1,392	1,288
AVERAGE DAILY OFF - TRACK	3,686	3,661	3,556	3,373	3,375
TOTAL RACE EVENTS	1,432	1,878	1,903	2,048	1,886
STARTS	11,377	14,323	12,626	13,721	13,285
AVERAGE STARTS PER EVENT	7.9	7.6	6.6	6.7	7.0
AVERAGE HANDLE PER START	11,650	12,036	13,977	14,413	17,187

**LOS ALAMITOS QUARTER HORSE RACING ASSOCIATION
AVERAGE DAILY HANDLE**

