

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, August 18, 2005, commencing at 9:30 a.m., at the Del Mar Satellite Wagering Facility, 2260 Jimmy Durante Blvd., Del Mar, California. The meeting will open at 9:30 a.m., then the Board will adjourn into Executive Session with the regular meeting commencing at approximately 10:00 a.m.

AGENDA

Action Items

1. Discussion and action by the Board on the **approval of the minutes of the regular meeting of June 30, 2005.**
2. Discussion and action by the Board on the **approval of the minutes of the regular meeting of July 21, 2005.**
3. Report by the California Animal Health and Food Safety Laboratory (UCD) on the **Post-mortem Program.**
4. Discussion and action by the Board on the **Application to Conduct a Horse Racing Meeting of the Oak Tree Racing Association (T) at Santa Anita**, commencing September 28 through November 6, 2005, inclusive.
5. Discussion and action by the Board on the **Application to Conduct a Horse Racing Meeting of the Fresno District Fair (F) at Fresno** commencing October 5 through October 16, 2005, inclusive.
6. Discussion and action by the Board on the **Application to Conduct a Horse Racing Meeting of the Pacific Racing Association (T) at Golden Gate Fields**, commencing October 19, 2005 through January 29, 2006, inclusive.
7. Discussion and action by the Board on the following **matters relating to Hollywood Park:**
 - A. Discussion and action by the Board on the **request by the Bay Meadows Land Company on the purchase of Hollywood Park**, pursuant to Business and Professions Code Section 19483 and 19484.
 - B. Discussion and action by the Board on the **Application to Conduct a Simulcast Wagering Facility at Hollywood Park by Stockbridge HP Fall Racing Association**, commencing on or about September 24, 2005.
8. Discussion and action by the Board on **procedures for suspensions relative to amount of time available to request stays from the CHRB or courts.**
9. Discussion and action by the Board on the **need for adequate camera views/angles of racing, particularly the head-on camera shot** of the turf course at Del Mar.

10. Report from Scientific Games Racing on the **status of implementing the alternate runner selection option for the Pick (n) wager.**
11. Update on the status of the **Capitol Racing purse account.**
12. Staff report on the following concluded race meets:
 - A. **Churchill Downs California Operating Company** at Hollywood Park from April 22 through July 17, 2005.
 - B. **San Joaquin County Fair** at Stockton from June 15 through June 26, 2005.
 - C. **Alameda County Fair** at Pleasanton from June 29 through July 10, 2005.
 - D. **Solano County Fair** at Vallejo from July 13 through July 25, 2005.
13. Discussion and action by the Board on the **request of the California Harness Horsemen's Association (CHHA) for approval of an agreement between the CHHA and the Los Alamitos Quarter Horse Racing Association regarding impact fees.**

Committee Reports

14. Report of the **Medication Committee**

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

Other Business

15. **General Business:** Communications, reports, requests for future action of the Board.
16. **Old Business:** Issues that may be raised for discussion purposes only, which have already been brought before the Board.
17. **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

PROCEEDINGS of the Regular Meeting of the **California Horse Racing Board** held at the **Alameda County Fairgrounds** (Satellite Wagering Facility – Gate 12), 4501 Pleasanton Avenue, Pleasanton, California, on **June 30, 2005**.

Present: John C. Harris, Chairman
 William A. Bianco, Vice-Chairman
 Marie G. Moretti, Member
 Jerome S. Moss, Member
 Richard B. Shapiro, Member
 Ingrid Fermin, Executive Director
 Derry Knight, Deputy Attorney General

DISCUSSION AND ACTION BY THE BOARD ON THE APPROVAL OF THE MINUTES OF THE REGULAR MEETING OF APRIL 28, 2005.

Chairman Harris asked for approval of the minutes of the Regular Board Meeting of April 28, 2005. Vice-Chairman Bianco motioned to approve the minutes. Commissioner Moretti seconded the motion, which was unanimously carried.

DISCUSSION AND ACTION BY THE BOARD ON THE APPLICATION TO CONDUCT A HORSE RACING MEETING OF THE CALIFORNIA EXPOSITION AND STATE FAIR (HARNESS) (H) AT CAL-EXPO, COMMENCING AUGUST 6 THROUGH SEPTEMBER 17, 2005, INCLUSIVE.

Jacqueline Wagner, CHRB staff, said California Exposition and State Fair (Cal-Expo) proposed to run 26 nights for a minimum of 280 races. Ms. Wagner stated Cal-Expo would begin simulcasting on July 31, and the live meeting would commence on August 6, 2005. The first live post time would be 5:35 p.m., and on September 5, 2005, the first live post time would be 2:05 p.m. Ms. Wagner stated the horsemen's agreement and the Southern California Off Track Wagering, Inc. (SCOTWINC) contracts were missing from the application. Staff recommended approval of the application contingent on receipt of the missing information.

Commissioner Shapiro asked if Cal-Expo had surveillance cameras in its detention barn or at the stable gate. Dave Elliott of Cal-Expo said his organization did not have such cameras. Cal-Expo felt an additional security guard posted at the detention stall would be adequate, as the detention barn would be a minimum of five and a half hours to a maximum of ten hours. Commissioner Shapiro stated a video system would provide 24-hour surveillance with a continuous loop or digital system that could be reviewed to see if anyone entered the stalls. He said the Board required such surveillance from all associations for TCO2 positives. If a trainer had a TCO2 positive, for the next 30 days he would be required to run all of his horses out of a detention barn. The horses would have to be in the detention barn 24-hours before a race. Within those stalls would be a video surveillance system. If Cal-Expo were going to adopt the same TCO2 program as the other associations, it would include such a surveillance system. Mr. Elliott said it would be cost prohibitive for Cal-Expo to run a feed to the CHRB security offices. He stated a feed could be run to gate 12, which was manned at all hours. Cal-Expo hoped it would be able to have a live person monitor every detention stall. Commissioner Shapiro said the Board was looking for consistency. Every racing association and the fairs had been required to provide video surveillance. If Cal-Expo wished to have live security guards it could, but they would not be able to provide 24-hour coverage. He stated he understood the fairs had developed an inexpensive portable stall system with video surveillance incorporated, and he thought the system could be shared. Commissioner Shapiro said he would like Cal-Expo to set up detention barns, just as the other associations had. Mr. Elliott said Cal-Expo would comply. Chairman Harris asked if horse racing law provided for the number of days the fair could run harness. Mr. Elliott said Cal-Expo was well below the number of days that

could have been run. Chairman Harris asked what the take-out rate was for harness. Chris Schick of California Harness Horsemen's Association said the take-out rate was 17.43 percent on the win-place-and-show wager. The exacta take-out rate was 24.18 percent. If a patron wagered on another association that was overlapping Cal-Expo, a 2-percent location fee would be paid to Cal-Expo. The same was true if a patron wagered on Cal-Expo at another location during overlap. Commissioner Moretti asked if Cal-Expo had received comments regarding the running of a harness meeting in place of the traditional meet, and had Cal-Expo devised a method of measuring the success of its meeting? Mr. Elliott said the bottom line was dollars. He added some letters had been received from persons who looked at the traditional meeting as a once-a-year social event. However, the harness industry was supportive. Mr. Elliott said one measure was the fact that Cal-Expo had sold only nine fewer season box seats for harness than it sold in 2004. As there was still one month to sell box seats, Mr. Elliott said there was the possibility that sales would surpass the 2004 number. Commissioner Shapiro **motioned** to approve the application for license to conduct a horse racing meeting of Cal-Expo. Alan Horowitz of Capitol Racing (CR) said his organization objected to the license application. The allocated dates were beyond the traditional fair thoroughbred meeting. CR believed any harness dates allocated to the Cal-Expo facility should go to the tenant-lessee. Commissioner Shapiro asked if the cover over the paddock would remain with the facility. Mr. Horowitz said CR had not entered into any arrangements with Cal-Expo or the Sacramento Harness Association regarding the cover. Absent any agreement, CR would probably remove the cover. Norbert Bartosik of Cal-Expo said his organization believed the cover was a capital improvement. If CR wished to remove the cover, it would be required to restore the property

to its prior condition. Mr. Bartoski said a letter was sent to CR requesting it give the matter consideration, but there had been no response. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE APPLICATION TO CONDUCT A HORSE RACING MEETING OF THE SAN MATEO COUNTY FAIR (F) AT BAY MEADOWS, COMMENCING AUGUST 10 THROUGH AUGUST 25, 2005, INCLUSIVE.

Jacqueline Wagner, CHRB staff, said the San Mateo County Fair (SMCF) proposed to run 12 days, the same number of days as in 2004, for a total of 142 races, 41 races more than in 2004. The first post time would be 12:30 p.m. on weekends, and 1:00 p.m., weekdays. Ms. Wagner said no items were missing from the application, and staff recommended it be approved as presented. Chairman Harris said the application mandated races for breeds that also ran at Ferndale, which overlapped the SMCF meeting. He asked if there would be sufficient stock to fill the races. Bernie Thurman of SMCF said her organization was aware of the potential conflict and was confident there would be sufficient entries. SMCF would run its mule races after the Ferndale meeting, and its stakes races would run on Wednesdays and Thursdays. Commissioner Shapiro said he, too, had concerns regarding sufficient horses. He commented that he wondered if there should not be a standard for the minimum number of starters. Ms. Thurman said SMCF was hoping to offer 142 races; however, if the available population indicated otherwise, some races would be dropped. She added if SMCF did not fill the maximum number of races, it would probably ask to amend its application to move its post time to 1:00 or 1:15 p.m. Commissioner Moretti **motioned** to approve the application for

license to conduct a horse racing meeting of SMCF. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE APPLICATION TO CONDUCT A HORSE RACING MEETING OF THE HUMBOLDT COUNTY FAIR (F) AT FERNDALE, COMMENCING AUGUST 11 THROUGH AUGUST 21, 2005, INCLUSIVE.

Jacqueline Wagner, CHRB staff, said the Humboldt County Fair (HCF) proposed to run ten days, the same number of days as in 2004, for a total of 75 races, two more than in 2004. The first post time would be 1:55 p.m. on weekends, 2:25 p.m. Monday, Wednesday and Thursday, and 2:55 p.m. Friday. Ms. Wagner stated the application was complete and staff recommended approval as presented. Commissioner Shapiro **motioned** to approve the application for license to conduct a horse racing meeting of HCF. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE APPLICATION FOR APPROVAL TO CONDUCT ADVANCE DEPOSIT WAGERING (ADW) OF XPRESSBET, INC., FOR AN OUT-OF-STATE MULTIJURISDICTIONAL WAGERING HUB FROM JULY 1, 2005, THROUGH DECEMBER 31, 2006.

John Reagan, CHRB staff, said the application by Xpressbet would move the advance deposit wagering (ADW) provider from its Autotote hub at Bay Meadows to an AmTote hub in Oregon. Commissioner Shapiro asked if any jobs would be lost in the move. Mr. Reagan said he was not able to predict if any jobs would be lost. Scott Daruty of Xpressbet said the application only moved his organization from one tote company to another and would not affect Xpressbet jobs. Richard Castro of Pari-mutuel Employees Guild (PMEG) Local 280

said his organization did not support the application. Chairman Harris said he believed the application by Xpressbet was merely a business decision that he did not have a problem supporting. Commissioner Moretti said she also had no problems with Xpressbet's application. She stated PMEG's objections could be dealt with when the ADW companies were applying to renew their licenses. Commissioner Shapiro said he too supported the application. He added he and the entire Board remained sympathetic to the idea that the intent of ADW was to bring the hubs and related jobs to California. Commissioner Shapiro **motioned** to approve the application for approval to conduct ADW of Xpressbet for an out-of-state multijurisdictional wagering hub. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE FOLLOWING ISSUES CONCERNING CAPITAL RACING, LLC. 1) PROMOTIONAL FUND AND 2) OVERPAYMENT OF PURSES.

John Reagan, CHRB staff, said the first issue having to do with Capital Racing (CR) was the question of splitting the promotional monies. Mr. Reagan added the issue was currently in litigation. The second issue was the purse accounts: what was the status of the over or under payments? Commissioner Shapiro said the issues were complicated and of long standing. With regards to the issue of the promotional funds, he stated there had to be a written agreement if it was going to be handled in any way other than an equal split. The horsemen's agreement did not have language that provided for anything other than an equal split of the funds. However, certain parties contended there was an informal verbal agreement to the contrary. Commissioner Shapiro said he had not seen any evidence of such an agreement, so

he would recommend CR be directed to return promotional fund monies to the horsemen's organization for the benefit of purses. Bradley Benbrook, a litigation counsel for CR, requested that the Board take no action that would add to the existing litigation, or create new litigation. Mr. Benbrook said regardless of the position the Board took on the promotional funds, the issue would ultimately be decided by the courts. If the Board took a position, it would add to the litigation in Sacramento Superior Court. Commissioner Shapiro said the Board was the regulatory body charged with enforcing horse racing law in California, and he did not see how any action the Board took would create further litigation. The issue before the Board was whether purses were distributed pursuant to the law. The law was clear regarding purse distribution and the Board had not been presented with anything to compel it to act contrary to the law. In addition, Commissioner Shapiro said he did not believe the Board should be swayed by outside litigation as it had an obligation to the state, the horsemen and the industry to enforce the law. Mr. Benbrook said the law required that promotional funds be split according to a written agreement. Testimony by David Neumeister and other past presidents of the California Harness Horsemen's Association (CHHA) stipulated there was an oral agreement that the promotional funds would be split or used for promotion and not be placed in the purse pool. There was an agreement regarding the disposition of the promotional funds, and the horsemen benefited from that. Commissioner Shapiro said the difference was that the racing association took the promotional funds without a written agreement. Absent a written agreement, the monies should have been distributed according to the law. He stated he had not seen anything that led him to believe there was a written agreement, so he would recommend the Board enforce the law. Mr. Benbrook said the law did not require an even

split of the monies. The law stated the monies would be split as the parties agreed. Commissioner Shapiro stated the horsemen's agreement contained verbiage that would dictate a 50/50 split. Mr. Benbrook said the horsemen's agreement required the gross income derived from simulcasting be split equally as commissions and purses. The promotional fund was a deduction required by statute, and was not income. He stated it was to be used for promotions, and that is how it was used. Mr. Benbrook said the former presidents of CHHA stated there was an oral agreement to use the funds for promotions. In addition, the current president of the CHHA wrote a letter addressed to the Board that confirmed the horsemen's agreement did not include the use of promotional funds. The CHHA requested a change in its agreement to deal with the promotional funds, and received it, but there was no language in prior agreements. Mr. Benbrook said all the parties to past agreements stipulated to their meaning, but others, who were not parties to the agreements, were intervening with claims to the contrary. He stated when he asked the Board not to take sides; he was referring to the few horsemen who were taking issue with the lack of past written agreements. Mr. Benbrook said legal president stated the Board could not take sides in a contract dispute, and it would be unfortunate if it were to do so by agreeing with the few horsemen. Brian Kenney, president of CHHA, said he had been on the board of the CHHA for five years, and until December 2004 no one knew what the promotional fund was. He stated no one voted on an oral agreement, or knew the horsemen had access to such funds. The disposition of promotional funds was written into the horsemen's agreement when it was discovered. Mr. Kenney said the CHHA believed the law was clear: the funds belonged to the horsemen, and the CHHA was asking that the Board enforce the law. Chairman Harris said it appeared the parties agreed to the

fund, but it was not clear CR actually spent the monies on promotion. Commissioner Shapiro said CR claimed it used all the monies to promote the meetings. The issue was that the horsemen took the position they were never consulted, nor did they agree that CR could use their half of the funds as it deemed necessary. Mr. Benbrook said based on statements made by past CHHA presidents, and the weekly accounting provided to the horsemen, it was difficult to believe no one was aware of the funds uses. Mr. Kenney said the CHHA board had not heard of the promotional fund until five or six months ago. There was no documentation or accounting of the purses or promotional monies that were spent. Mr. Benbrook said he and Mr. Kenney agreed that the president of the CHHA authorized the agreements. He stated CR was able to show how the promotional funds were spent and that the horsemen benefited. Mr. Kenney said he disagreed that there was an agreement. He stated the law required a written agreement and there was no such document. Commissioner Shapiro **motioned** to require CR to pay to CHHA 50 percent of the promotional fund monies to the harness horsemen. If the money was used to offset any overpayment, it should be distributed pursuant to the horse racing law. Alan Horowitz of CR asked if the motion required a lump sum repayment to the horsemen's association, or would a formula be worked out to return it to the purses. He added the funds started in 1977, and asked if the money would go to horsemen currently racing, or be distributed retroactively. Commissioner Shapiro said Board staff would work with CR, CHHA and any other applicable harness entity to devise a method of returning the funds. Mr. Horowitz said the issue of shortfalls accruing during harness racing at Los Alamitos was yet to be decided. He stated there was no oral or written agreement, and no portion of the additional monies was distributed to horsemen. He suggested the Board address the issue at a future

time. Commissioner Shapiro said Los Alamitos informed him in writing that such monies were not distributed, and the Board would agenda the item for future action. Chairman Harris asked Commissioner Shapiro to restate his motion. Commissioner Shapiro **motioned** to require that promotional monies used by CR be reallocated so that 50 percent of those monies were paid to the harness purse pool, and that staff be directed to advise the Board regarding the ultimate form of the distribution pursuant to Business and Professions Code Section 19605.7(c). Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**. Mr. Benbrook said he wanted to state for the record that Mr. Horowitz' request for clarification was not an agreement or consent to the motion. Commissioner Shapiro said the second issue regarded the question of overpayment or underpayment of purses. He stated CR's calculations indicate purses were overpaid; however, there were other monies, and if they were applied in various ways, purses could be underpaid. Commissioner Shapiro said he would ask Deputy Attorney General (DAG) Darry Knight to provide the Board with an opinion. DAG Knight said he had examined the issue and it appeared that Los Alamitos was withholding purse-designated funds from CR due to a dispute between the entities. However, the monies were ultimately payable to CR. While Los Alamitos was withholding the funds, CR continued to pay purses at a level that assumed the purse-designated funds were being received. DAG Knight said there was no overpayment of purses as they were being paid in accordance with the moneys that were payable to CR. Commissioner Shapiro said that meant the impact was neutral, and what were currently 612 monies belonged to CR since it paid the purses as if the monies had been received from Los Alamitos. DAG Knight said that was correct. Richard English of Los Alamitos said the law specifically stated the monies were

purse monies, so they belonged to the harness horsemen. Mr. Reagan said staff examined the issue as the overpayments suddenly became large. For some time there was a close correlation between the funds and what was being paid in purses. Within the past several months, as CR's situation changed, other things were done. The purse overpayment was calculated to approximately a million and a half dollars, and the 612 monies were currently at a million nine hundred thousand dollars. If the 612 monies were taken and put into purses, the purses would be underpaid by a few hundred thousand dollars. Commissioner Shapiro said if Los Alamitos had not withheld any 612 funds, there would be no underpayment of purses. Mr. Reagan said that was correct. He stated when CR advanced funds to the purses, it did so with the expectation of getting it back. When Los Alamitos remitted the money, it would be used to settle the purse accounts. Commissioner Shapiro said he recommended that staff do a full accounting, which included the earlier action of the Board regarding promotional funds, and all other funds being held by various entities. Commissioner Shapiro said that as CR's license would expire on July 31, 2005, he would like to see an accounting prior to that date so there would be time for the Board to intercede.

DISCUSSION AND ACTION BY THE BOARD ON THE REQUEST OF THE OAK TREE CHARITABLE FOUNDATION TO DISTRIBUTE CHARITY RACING PROCEEDS IN THE AMOUNT OF \$64,395.00 TO 10 BENEFICIARIES.

John Reagan, CHRB staff, said the Oak Tree Charitable Foundation requested to distribute \$64,395.00 to 10 beneficiaries. He stated one hundred percent of the funds would go to horse racing related charities, and staff recommended approval of the request. Commissioner

Shapiro **motioned** to approve the request. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

UPDATE ON THE USE OF MICROCHIPS. PRESENTATION BY DAN FICK, EXECUTIVE DIRECTOR OF THE JOCKEY CLUB.

Dr. Ron Jensen, CHRB Equine Medical Director, said the issue of microchips as a means of identifying race horses was discussed at the May 2005 Regular Board Meeting. He stated at that time it was determined a system of electronic identification for horses should be implemented in California. Staff was working with the Jockey Club and with the California Department of Agriculture (CDA) to accomplish the Board's goals. In addition, the United States Department of Agriculture (USDA) had mandated that all livestock be able to be identified within 48 hours, and was making pilot project funds available through individual state departments of agriculture. Staff was working with the individual charged with the California electronic identification program to obtain funds to initiate a pilot project. Staff was developing a plan, which would be submitted to the CDA. If accepted, the plan would be incorporated in the pilot project for the entire State of California. Dan Fick of the Jockey Club gave an overhead presentation regarding the USDA's National Animal Identification System. Chairman Harris thanked Mr. Fick for his presentation and asked if electronic identification of horses was being done on a broad basis. Mr. Fick said 16 countries, including most of the major racing nations, were currently microchipping horses. In the United States 200,000 horses had been microchipped. Commissioner Moretti asked what it would take for California to initiate such a program. Mr. Fick said the microchips had to be ordered, and once the racing associations agreed to participate in the program, it would take approximately 90 days

to program and set up the system. Ron Charles of Magna Entertainment Corporation asked how long it would take to have an entire facility of between 1,500 to 2,000 horses microchipped. Mr. Fick said a facility of that size would take between one and two weeks. Mr. Charles asked if the scanning device could be used to monitor workouts. Mr. Fick said the scanning device had to be within an inch or two of the chip to read it. However, the Jockey Club was currently working with other entities to develop an automated tracking system. Commissioner Moretti asked if microchips would ever replace tattoos. Mr. Fick said there would be times when a scanner would not be available. A tattoo would provide a double check for identification purposes. Commissioner Shapiro said he thought the Jockey Club program was a positive step. He asked what was the next step in initiating such a program in California. Dr. Jensen said he strongly suggested a small pilot program be used to work out the logistics and make sure the system operated, as it should. Chairman Harris said staff could develop a plan to bring back to the Board.

PUBLIC HEARING BY THE BOARD ON THE ADOPTION OF THE REGULATORY AMENDMENT TO CHRB RULE 1433 - APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING.

Jacqueline Wagner, CHRB staff, said the proposal to amend Rule 1433, Application for License to Conduct a Horse Racing Meeting, would revise CHRB forms 17, Application for License to Conduct A Horse Racing Meeting, and 18, Application for License to Conduct a Horse Racing Meeting of a California Fair, which were incorporated by reference. Ms. Wagner stated the proposal to amend Rule 1433 was heard at the May 2005 Regular Board Meeting where the language was modified to allow the licensee to submit a consolidated annual

audited financial statement of the parent/owner if the parent/owner was a publicly traded corporation that guaranteed the obligations of the licensee. Ms. Wagner said the applications were also expanded to include information regarding the purse program from the prior race meetings. No comments were received during the 15-day public comment period, and staff recommended the Board adopt the proposal as presented. Rick Baedeker of the California Federation of Racing Associations (CFRA) said his organization supported the proposed amendment with the exception of the requirement that marketing budgets be submitted as part of the application. He stated CFRA did not believe the request for such information was in the purview of the Board. In addition, the applications were submitted 90 days prior to the meeting and the marketing and promotions plans at that time were maybe 50 percent complete. Chairman Harris said there was no magical formula regarding promotion plans. The Board simply wished to understand the magnitude of funds a racing association would devote to marketing. Commissioner Shapiro said he was sympathetic but the Board wanted to see that racing associations were marketing the product. He asked if there was a middle ground that would be acceptable. Mr. Baedeker said it would be acceptable if a marketing plan could be submitted concurrent with the application, and if such plans were not part of the application and did not reflect dollars budgeted. Jack Liebau of Bay Meadows Racing Association said the associations submitted their marketing plans to a subcommittee of the Board, and that worked well. He stated his organization did not have any problems submitting a marketing plan on an informal basis, but it did not believe it should be part of the licensing process. Commissioner Shapiro said he would not oppose revising the application to reflect the CFRA concerns. Chairman Harris said he was concerned that the industry was not growing. It seemed

marketing was not working and he did not believe it was intrusive to get a feel for what associations planned to maximize their potential. He added if the item were modified, the proposed regulation would have to go out for public comment. Commissioner Shapiro **motioned** to delete item 15A and strike the word “budget” in 15B, and submit the proposed amendment for an additional 15-day public comment period. Commissioner Moretti **seconded** the motion, which was **unanimously carried**.

PUBLIC HEARING BY THE BOARD ON THE ADOPTION OF THE REGULATORY AMENDMENT TO CHRB RULE 1663, ENTRY OF CLAIMED HORSE.

Jacqueline Wagner, CHRB staff, said the proposed amendment to Board Rule 1663, Entry of Claimed Horse, would cause a horse claimed in a California claiming race to be ineligible to race in another racing jurisdiction for 60 days after the close of the meeting where it was claimed. The proposed amendment also stated that for the purposes of the regulation, the California fair circuit was considered one meeting. The proposed amendment would include standardbred horses in the 60-day “jail time” while maintaining the breed’s exemption from the remaining provisions of the rule. No comments were received during the 45-day public comment period, and staff recommended the Board adopt the rule as presented. Commissioner Shapiro **motioned** to adopt the amendment to Rule 1663. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

**PUBLIC HEARING BY THE BOARD ON THE ADOPTION OF THE ADDITION OF
CHRB RULE 1843.6 – TOTAL CARBON DIOXIDE TESTING.**

Jacqueline Wagner, CHRB staff, said in January 2005 the Board adopted the proposed addition of Rule 1843.6, Total Carbon Dioxide Testing. The rule was adopted in anticipation of a change in horse racing law that would exempt total carbon dioxide (TCO₂) testing from the provisions of the split sample program. Subsequent amendments to the enabling legislation provided for a duplicate test sample. As a result, the proposed regulation needed to be amended. Ms. Wagner stated the proposed amendment would allow the owner or trainer to request that a duplicate test sample be taken. The request would be made prior to collection of the official sample, and the owner or trainer would be responsible for all costs associated with the duplicate sample. The proposed rule was noticed for a 45-day public comment period, and no comments were received. Ms. Wagner said staff recommended the Board adopt the rule as presented. Commissioner Shapiro **motioned** to adopt the addition of Rule 1843.6. Commissioner Moretti **seconded** the motion. Dr. Tim Coleman, a practicing veterinarian, said any number of trainers would not plan on requesting a pre-race duplicate TCO₂ sample. He stated he spoke with the Ohio State laboratory and it suggested that if a positive were detected, the sample could immediately be shipped to another laboratory for additional testing. Dr. Coleman said the Ohio State laboratory believed there would not be a significant difference in the results if a second test was conducted within 24 hours of the first test. He stated he believed the model would save owners and trainers a lot of up-front duplicate sample fees. Dr. Jensen said there was a four or five day window to achieve an accurate analysis on a TCO₂ sample. The proposed addition of Rule 1843.6 was written to allow for a duplicate sample procedure, and the only way one could be guaranteed a sample would be tested in a timely

manner was to have them collected and sent immediately. Dr. Jensen said the Ohio State scheme was problematic, as the shipping company did not pick up or deliver on Sundays. He stated, in addition, if the primary sample tested positive, it was retested at least three times. It could be possible to get the primary sample to a second laboratory within 24 hours on occasion, but certainly not consistently. Dr. Coleman said he was concerned that a trainer who obviously did not administer any alkalinizing agent would come up with a positive and not have any recourse. Chairman Harris said any trainer with a TCO₂ positive would be subject to a hearing where he could present mitigating circumstances. He commented TCO₂ testing had been in place at the association level for some time, and the number of positive had dropped from quite a few to almost none. Dr. Jensen said there were a number of things one could do to raise a horse's TCO₂ level without administering bicarbonate. However, at a level of 37 one had to do several things; the normal level in horses was usually around 30 to 31. Dr. Coleman stated a 1997 study demonstrated that just by administering lasix a range of 37 millimoles could be reached. He stated it would be rare, but it could happen, and as the violation was a Class 3 offense, it would be unfortunate for the trainer and owner. The motion was **unanimously carried**.

PUBLIC HEARING BY THE BOARD ON THE ADOPTION OF THE REGULATORY AMENDMENT TO CHRB RULE 1976.9 – PICK (N) POOL.

Jacqueline Wagner, CHRB staff, said the proposed amendment to Board Rule 1976.9, Pick (n) Pool, provided that if the racing surface was changed from dirt to turf, or turf to dirt, in any race comprising the pick-n, before wagering closes on the pick-n wager, and the public was not informed, any pick-n wager on that race would be considered winning wagers for the

purposes of the pick-n pool. In addition, the rule would permit the totalizator to provide information regarding the possible payouts for each of the runners when the last race comprising the pick-n is the only race remaining. Ms. Wagner stated no comments were received during the 45-day public comment period, and staff recommend the Board adopt the amendment as presented. Chairman Harris asked if California would be the only jurisdiction with such provisions. John Reagan, CHRB staff, said there were a few racing jurisdictions that had a similar rule. Commissioner Shapiro **motioned** to adopt the proposed amendment to Board Rule 1976.9. Commissioner Moretti **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE APPROVAL OF STEWARD'S CONTRACTS.

Wendy Voss, CHRB staff, said the state contracting manual required the Board to approve contracts for new stewards. She stated the new contracts did not represent a dollar amount increase over the contracts approved by the Board at the May 2005 Regular Board Meeting. Vice Chairman Bianco **motioned** to approve the steward's contracts. Commissioner Moretti **seconded** the motion, which was **unanimously carried**.

UPDATE ON THE STATUS OF THE JOCKEY WEIGHT ISSUE.

Darrell Haire of the Jockeys' Guild said the parties were working on a health assessment study. Commissioner Shapiro stated the issue was presented to the Racing Commissioners International and major racing jurisdictions to solicit interest in participating on a national

basis. He stated the project was moving along and had cooperation from California racing interests.

DISCUSSION ON THE LEGALITY OF CALIFORNIA SIGNALS BEING SOLD TO OUTLETS THAT ALLOW PARTNERSHIP INTERESTS IN WAGERS AS MAY BE OCCURRING IN "PLAYERS' POOLS."

Chairman Harris said the issue was whether California should allow entities that were a pool of wagers to commingle in its pools. He stated the issue was brought to the attention of the Board by a fan who felt such pools were not in compliance with California law. Deputy Attorney General (DAG) Peter Kaufman said there were two issues with respect to the pools. He stated a wager that was not authorized by statute was unlawful and constituted bookmaking. The accounts that constituted the pools were not lawful within the meaning of the Board's regulations, as they did not qualify as accounts from which an advance deposit wager (ADW) could be made. The second issue was whether the wagers were made within the enclosure as required by law. While Business and Professions Code Section 19595 stated that wagering from an ADW account were considered to have been made within the enclosure, the wagers made into players' pools were not subject to the exception or authorized by statute, so they were unlawful. DAG Kaufman said his preliminary view was that such pools were not appropriate and should not be received by a track. Commissioner Shapiro asked what action the Board should take with regards to such pools. DAG Kaufman said it was a licensing issue. Licensees could not perform illegal acts, so there was a disciplinary action that could be taken. Chairman said a memorandum would be issued to the racing associations regarding the acceptance of players' pools.

DISCUSSION ON THE PROCEDURES IN PLACE TO INSURE THE TIMELY DISCLOSURE OF GELDED HORSES AND THE NEED FOR BETTER DISSEMINATION OF FIRST TIME GELDING INFORMATION IN THE PROGRAM AND RACING FORM.

Chairman Harris said fans had complained of horses that were gelded, but not announced in the program. He stated it was not a big problem if the horse was gelded prior to its first start, but if a horse started one or more times and was then gelded, the action could be seen as affecting its performance. Chairman Harris said if the gelding was not reported properly it either did not show in the program or the Racing Form, or it did not indicate it was a first time gelding - which was a factor a handicapper could consider. He stated the Board needed to work with Equibase to arrive at a way to indicate the status of the horse. Dan Fick of the Jockey Club said in 2004 his organization implemented a program that managed office software. When an entry was taken it checked the Jockey Club database for past performance information. If there was an error an e-mail enquiry was sent to the track so officials could verify the information and correct the program, if needed. Mr. Fick said the program had tracked over 25,000 geldings in the last 18 months. He stated it would not be difficult for the Jockey Club to write a program to compare the date of the gelding with the date of a race. Mr. Fick said the only problem with relying strictly on trainers reporting gelding was that one horse in a race could be reported properly and another might not. Chairman Harris said he hoped the Board could work with Equibase, as gelding was probably a greater cause of performance change than many factors.

DISCUSSION OF EFFORTS AND SUCCESS IN RAISING OVERALL AWARENESS OF FAIR RACING THROUGH THE NORTHERN CALIFORNIA MEDIA, AS WELL AS RACING MEDIA.

Chairman Harris said the item was on the agenda due to his concern with the Racing Form's coverage of racing fairs. He said he spoke with Racing Form staff and was satisfied they were intent on improving their coverage. Chris Korby of the California Authority of Racing Fairs spoke about the efforts of the racing fairs to generate media coverage and increase public awareness. Jim Ghidella of Thoroughbred Owners of California said the best way to generate media coverage was to offer a good product. He spoke about his efforts to have the Stockton Sweepida publicized by the Stockton Record. Mr. Ghidella commented he would encourage the fairs to run more stakes races because they made good copy and gave local sports reporters something to write about. Rick Pickering of the Alameda County Fair spoke about his fair's media program.

MEETING ADJOURNED AT 5:45 P.M.

A full and complete transcript of the aforesaid proceedings are on file at the office of the California Horse Racing Board, 1010 Hurley Way, Suite 300, Sacramento, California, and therefore made a part hereof:

Chairman

Executive Director

PROCEEDINGS of the Regular Meeting of the **California Horse Racing Board** held at the **Del Mar Satellite Wagering Facility**, 2260 Jimmy Durante Boulevard, Del Mar, California, on **July 21, 2005**.

Present: John C. Harris, Chairman
 William A. Bianco, Vice-Chairman
 Sheryl L. Granzella, Member
 Marie G. Moretti, Member
 Jerome S. Moss, Member
 Richard B. Shapiro, Member
 Ingrid Fermin, Executive Director
 Derry Knight, Deputy Attorney General

DISCUSSION AND ACTION BY THE BOARD ON THE APPROVAL OF THE MINUTES OF THE REGULAR MEETING OF MAY 26, 2005.

Chairman Harris asked for approval of the minutes of the Regular Meeting of May 26, 2005.

Commissioner Moretti **motioned** to approve the minutes. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE APPLICATION TO CONDUCT A HORSE RACING MEETING OF THE BAY MEADOWS RACING ASSOCIATION (T) AT BAY MEADOWS, COMMENCING AUGUST 26 THROUGH OCTOBER 16, 2005, INCLUSIVE.

Jacqueline Wagner, CHRB staff, said Bay Meadows Racing Association (BMRA) proposed to run 33 days for a total of 284 races. The first post time would be 1:45 p.m. during the Del Mar overlap; 1:15 p.m. during the Fairplex overlap; 12:45 p.m. during the Oak Tree overlap; and a 7:00 p.m. post time on Friday, September 9, 16, 23, and 30, and October 7 and 14. Ms. Wagner said the application was complete and staff recommended the Board approve the application as presented. Commissioner Shapiro asked if the Bay Meadows Main Track Investors, LLC, (BMMTI) was the same entity the Board previously approved. Terry Fancher

of Bay Meadows Land Company (BMLC) said BMMTI was a wholly owned subsidiary of BMLC. The license to conduct a race meeting would be issued to BMRA. Commissioner Shapiro asked what BMRA's policy was towards shock wave therapy on its facility. Jack Liebau of BMRA said shock wave therapy was limited to the receiving barn. He stated BMRA's policy was the same as Santa Anita's. The veterinarian had to sign a log and the horse had to be identified by a third party. Commissioner Shapiro asked how BMRA knew veterinarians were not administering the therapy at a barn. Mr. Liebau said BMRA had no way to monitor what happened to a horse that was not on its grounds. Horses were stabled at Golden Gate Fields and Pleasanton, and those facilities had their own policies regarding shock wave therapy. Mr. Liebau stated it was a problem he did not think could be solved because one could remove a horse from a facility and do anything one wished. However, Mr. Liebau said it would be difficult to administer the therapy in BMRA's barn area without it being noticed by other parties. Commissioner Shapiro asked if BMRA saw any problems in completing its labor negotiations in a timely manner. Mr. Liebau said the unions seemed more interested in the labor negotiations with the hotels in San Francisco than in BMRA, but he did not think there would be any problems with timeliness, nor did he foresee any work stoppages. Commissioner Moretti asked if BMRA had any way to track if its Friday evening customers were returning. Mr. Francher said BMRA was not tracking Friday evening customers, however, he noticed the Saturday and Sunday fans were a bit younger than one would expect, so perhaps the Friday evenings were effective. Commissioner Shapiro **motioned** to approve the application for license to conduct a horse racing meeting of BMRA. Commissioner Moretti **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE APPLICATION TO CONDUCT A HORSE RACING MEETING OF THE LOS ANGELES COUNTY FAIR (F) AT FAIRPLEX, COMMENCING SEPTEMBER 9 THROUGH SEPTEMBER 26, 2005, INCLUSIVE.

Jacqueline Wagner, CHRB staff, said Los Angeles County Fair (LACF) proposed to run 16 days, one day less than in 2004, for a total of 201 races, five more than in 2004. The first post time would be 1:00 p.m. Monday through Thursday, and 12:00 noon Friday through Sunday. Ms. Wagner said the application was complete, and staff recommended the Board approve the application as presented. Commissioner Shapiro said he noted LACF was working with another association to import the signal from the Sydney Jockey Club of Australia. He stated he thought there was an issue with the Australian signal. He asked if the problem was resolved. Paul Porter of LACF said his organization was not importing races from Australia. Commissioner Shapiro asked how LACF planned to convince fair-goers to experience horse racing. Mr. Bradvica of LACF said on opening weekend up to 20 thousand \$1 cash vouchers were given to adults entering the fairgrounds. He stated there was a signage program suggesting how the vouchers could be used to make a wager – particularly on the 10-cent superfecta, trifecta and exactas. In addition the fair had an exhibit on its main street titled “Betting for Begginers.” The exhibit looked like a barn and included a live horse. Interested persons learned more about horse racing and were given a tour of the racetrack. Participants were given a box seat section and wagers were placed on every horse in the race. In addition, participants were given a badge so the mutual tellers would know they needed extra help. Approximately 300 to 500 persons participated each day of racing. Chairman Harris said he noticed the admission prices were a bit high. He stated one received entrance to the fair, and the racetrack, but the total cost was approaching \$30. There was, however, a race fan club

card; how did it work? Mr. Bradvica said the race fan club card was an admission based incentive program that counted the number of visits. For every ten visits, one received a free fair admission. Some fans built up 120 to 150 admissions and essentially received free admission during the entire fair. There was also a race fan club card that gave more than half off during the live meeting. The admission was \$7 off – along with a guest, and was a significant discount. In 2005, Mondays would be free admission along with free programs and free Daily Racing Forms. Commissioner Moretti **motioned** to approve the application for license to conduct a race meeting of LACF. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE APPLICATION TO CONDUCT A HORSE RACING MEETING OF THE SACRAMENTO HARNESS ASSOCIATION (H) AT CAL-EXPO COMMENCING SEPTEMBER 23 THROUGH DECEMBER 30, 2005, INCLUSIVE.

Jacqueline Wagner, CHRB staff, said Sacramento Harness Association (SHA) proposed to run 53 nights for a total of 689 races. The first live post would be 5:35 p.m. daily. SHA would use CHRB regulations for its wagering program. Ms. Wagner stated the contract with Scientific Games was missing from the application. Staff recommended the Board approve the application contingent on receipt of the missing information. Commissioner Shapiro said the application stated there would be \$20,000 guaranteed gross Pick-4 pools. He asked why the word “gross” was included; was there something different from \$20,000 guaranteed? Christopher Schick of SHA said his organization was guaranteeing a gross pool as opposed to a net pool. Generally, when an association advertises a guaranteed pool, it is actually a gross pool. Mr. Schick added the normal Pick-4 pool in harness racing was around eight to ten

thousand dollars. A guarantee created more interest and attracted larger players. Commissioner Shapiro asked if each leg of the California Sires Stakes was \$18,000 as noted on the application. Mr. Schick said each leg was \$18,000. The Sires Stakes committee was going through some changes and has been resurrected. If the Sires Stakes were the only source of funds for the program, the races would pay a little over \$7,000. SHA was working with the stakes committee, and with funding from the California Harness Horsemen Association (CHHA) and contributions from the horsemen's purse account, the \$18,000 level was reached. Commissioner Shapiro asked what SHA's average daily purse distribution would be compared to the current operator's meeting. Mr. Schick said based on the California Horse Racing Information Management System, the current harness operator was generating \$50,000 a night in purses. SHA's purse schedule, which was approved by the CHHA, predicted a 20 percent increase, which would be approximately \$60,000 a night. Mr. Schick commented SHA would have to generate more handle, but it was confident it would be successful. He stated the purse schedule was part of an overall plan to attract new horsemen and horses to California. Commissioner Shapiro asked SHA to talk about any improvements that would give fans a better place to sit and food service. Ralph Scurfield of SHA said his organization was working with Cal-Expo regarding concessionaires. He stated he would make a presentation to the Cal-Expo board about a \$750,000 renovation of the simulcast facility to make it a better venue in all weather by bringing glass walls into the grandstand. In addition there would be a 50 by 100 foot outside platform. Food would be transferred to the new facility from the Turf Club. Commissioner Shapiro asked about the capitalization of SHA. Mr. Scurfield said SHA was a not-for-profit corporation. He stated all of the heavy equipment for the meeting was

being leased, as there was no advantage in depreciating anything. Mr. Scurfield enumerated the various financial liabilities and assets of SHA and spoke about Cal-Expo's cooperation in opening the meeting. Commissioner Shapiro **motioned** to approve the application for license to conduct a horse racing meeting of SHA. Stephen Bieri of Capital Racing said his organization requested information regarding SHA's application for license and had yet to receive it. He stated CR had a right to comment on the application, but could not do so if it was uninformed. He requested that the item be carried over to CR would have time to review the information it requested. Commissioner Shapiro said he appreciated CR's request for information, but he was not sure how a review of the applicant's financial statement affected CR, or why CR was asking for a delay. Mr. Bieri said over the past several years there had been a lot of scrutiny regarding the financial viability of CR. He stated he had heard a lot of discussion regarding the Board's intention to have new applicants adhere to very specific capitalization and liquidity. CR was not opposed to the application, and it had no reason to doubt SHA's presentation, it simply wondered why the requested information was not available. Commissioner Shapiro said the information was public record and CR was entitled to examine it, but he did not understand how CR's financial issues related the SHA's application. Mr. Bieri said there was no relation, however, he would like CR's request honored. Commissioner Shapiro said staff would forward the information. Vice-Chairman Bianco **seconded** the motion, which was **unanimously carried**.

PUBLIC HEARING BY THE BOARD ON THE ADOPTION OF THE REGULATORY AMENDMENT TO CHRB RULE 1433 - APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING.

Jacqueline Wagner, CHRB staff, said the proposal to amend Rule 1433, Application for License to Conduct a Horse Racing Meeting, would revise forms CHRB-17, Application for License to Conduct a Horse Racing Meeting, and CHRB-18, Application for License to Conduct a Horse Racing Meeting of a California Fair, which were incorporated by reference. Ms. Wagner said the proposed amendment was heard for adoption at the June 2005 Regular Board Meeting and additional revisions were made due to comments. The requirement to disclose financial information regarding advertising and promotions was deleted. No comments were received during the 15-day public comment period. Ms. Wagner said staff recommended the Board adopt the amendment as presented. Commissioner Granzella **motioned** to adopt the amendment to Rule 1433. Commissioner Moretti **seconded** the motion, which was **unanimously carried**.

DISCUSSION AND ACTION BY THE BOARD ON THE REQUEST OF THE LOS ANGELES TURF CLUB TO DISTRIBUTE CHARITY-RACING PROCEEDS IN THE AMOUNT OF \$225,718 TO 37 BENEFICIARIES.

Carl Coaxem, CHRB staff, said the Los Angeles Turf Club (LATC) requested to distribute \$227,781 in charity racing proceeds to 37 beneficiaries. Mr. Coaxem stated 86 percent of the proceeds would be donated to racing related charities. Chairman Harris said he understood the racetrack could distribute charity funds through a foundation, or such funds could be distributed by the track. Mr. Coaxem said that was correct. Commissioner Moss asked who the three largest beneficiaries were. Mr. Coaxem said the disabled riders; the Winners

Foundation and the Edwin Gregson Foundation were the largest beneficiaries. Vice-Chairman Bianco **motioned** to approve the request of LATC to distribute charity racing proceeds. Commissioner Moretti **seconded** the motion, which was **unanimously carried**.

UPDATE ON THE JOCKEY WEIGHT ISSUE.

Craig Fravel of Del Mar Thoroughbred Club (DMTC) said he and Barry Broad of the Jockeys' Guild (Guild) were working with the industry to rework Assembly Bill (AB) 1180, which was sponsored by the Guild. Mr. Fravel said AB 1180 was in a form wherein it could be supported by the industry and would require a study on jockey health. He stated the study would be designed to have academic utility, and he had met with various organizations across the country to garner support for participation in a national working group to define the study's parameters. Once a definitive budget was in place additional financial support would be sought from industry sources, as well as participation of associations and jockeys around the country. A national conference call would take place in August 2005 with Racing Commissioners International (RCI) to move forward that organization's work on the issue. Mr. Broad said AB 1180 codified the basic parameters of the study, which was intended to be a scientific peer review, and contemplated Board and industry involvement in oversight/guidance roles. Commissioner Moretti asked where the funding for the study would originate. Mr. Fravel said various California racing interests agreed to help fund a portion of the study. However, once a budget was in place, national organizations would be approached to assist in funding the study on a national basis. Mr. Fravel added that almost all racetracks had some form of on-site medical services that could be utilized in the study. Commissioner Shapiro said he was

working with the RCI to disseminate the proposed study to all racing jurisdictions and in seeking additional funding. He said when the issue was first discussed it was agreed there were certain unhealthy practices and facilities that could be dealt with in advance of a study. Commissioner Shapiro said DMTC was working to improve the weigh-in, weigh-out procedures, but was there any movement among the tracks to deter any unhealthy practices in the enclosure? Mr. Fravel said the tracks were probably not moving as quickly as the Board would like, but he was working to map out actions that should be looked at. He stated a study of weigh-in and weigh-out practices worldwide was being conducted, and it would be shared with the Guild and Board staff to see what could be accomplished. Chairman Harris said he would like the study to look at the accuracy of jockeys' physical exams, both periodic and when they return from an injury. He stated the Board's physical exam rule was vague, so tracks needed to make sure their physicians were thorough.

PRESENTATION BY THE TOTALIZATOR COMPANIES ON THEIR CURRENT TECHNOLOGY AND CAPABILITIES.

Keith Johnson of AmTote stated he had been with his organization for 17 years. He stated during that time there had been major changes in simulcasting and AmTote had reinvented its system to enable its customers to fully exploit the potential of a global racing industry. Mr. Johnson gave a PowerPoint demonstration regarding AmTote's structure, current business model and technological advantages. Commissioner Shapiro asked when California could expect to see a modern, updated system that would allow fans to use a wireless device or pari-mutuel clerks to walk around with a handheld device. Mr. Johnson said AmTote offered such technology. Commissioner Shapiro asked why was it not used in California? Mr. Johnson

said Autotote held the current contract. He stated the problem in California was not the infrastructure; it was the decision to invest in new terminal equipment and peripherals. Vice-Chairman Bianco asked what AmTote's presence was in California. Mr. Johnson said AmTote currently had no operations in California. However, it worked with advance deposit wagering entities that were licensed in California. Commissioner Shapiro asked if it was possible for racing associations to use different totalizator companies. Mr. Johnson said it was possible on a technical level, and that situation existed in every other jurisdiction in the nation. Vice-Chairman Bianco asked if AmTote employed any Californians. Mr. Johnson said AmTote would have a hub in California. Typically AmTote would employ the persons at the track running the hub. Chairman Harris asked how long the current contract would last. Rick Baedeker of Hollywood Park said the current contract had one year to run. Chairman Harris said he was bothered that a year would go by and nothing would happen until a new contract was in place. The current machines were old and not working well. Bill Huntley of Scientific Games Systems (SGS) said there was no company that would make a huge investment in new equipment with one year left on a contract. There had to be sufficient years left on a contract to depreciate the value in such a capital investment. He stated SGS recognized it needed to do a better job of maintaining the machines and was dedicated to that goal. Part of SGS's current reinvention of its businesses was to reorganize its approach to maintenance and in the coming months the Board would see a dramatic improvement in that area. Commissioner Shapiro asked if SGS had terminals that were not being used that could be moved to areas where they would be put to better use. Mr. Huntley said SGS was creating an entirely new line of terminals, as well as a new computer system. The problem was not just the machines; it was

also the system. In regards to different systems talking to each other, Mr. Huntley said that was possible, but the industry would continue to receive late field board postings as the interfaces were antiquated. Commissioner Granzella asked how long the contracts would last. Mr. Huntley said the contracts lasted five years. Ron Charles of Magna Entertainment Corporation said if racetracks used different totalizator companies, the fans could not cash tickets at other facilities. Mr. Huntley gave a PowerPoint presentation regarding SGS, its current business in California, and its plans to reinvent itself administratively and technologically. Chairman Harris asked how SGS was progressing with the alternate selection on the Pick-six. Mr. Huntley said the software would be installed the following week. Mr. Molnar of United Tote gave a PowerPoint demonstration of his organization, its current technology, and its product development plans. Commissioner Shapiro asked if United Tote could detect a per-capita increase in use since it installed its new technology, and did United Tote have handhelds in operation anywhere. Mr. Molnar said United Tote had handhelds on line in a couple of different locations. He said the response was positive, however, the industry seemed to see handhelds as an enhanced level of service for bigger players. If one wished to use them at a Turf Club that offered such devices, one would probably have to reserve them in advance and secure them with a credit card. Commissioner Shapiro asked if they were a popular item where they were offered. Mr. Molnar said the devices were extremely popular. Commissioner Shapiro asked if the tracks were able to see an increase in wagering due to the use of such devices. Mr. Molnar said in some ways it was too early to tell as the devices had only been used at one meeting. It was difficult to tell if fans were excited

because it was new technology or if they would be popular on an ongoing basis. However United Tote would continue to monitor how fans used the devices.

DISCUSSION AND ACTION BY THE BOARD ON THE MATTER OF REPORTING FIRST-TIME GELDINGS.

Chairman Harris said there was a lot of concern expressed regarding the timely reporting of first time gelding. He stated the Board had a rule covering the issue that would be vigorously enforced. The Board had the ability to scratch any horse that was improperly entered as a colt, but was, in fact, a gelding. He stated staff spoke with the stewards and investigators to make them more cognizant of the problem. In addition, Equibase was approached regarding the reporting of such information.

REPORT ON THE STATUS OF HANDLE AND ATTENDANCE FOR ALL 2005 CALIFORNIA RACE MEETS.

Carl Coaxem, CHRB staff, said the report covered all breeds and stated it demonstrated a drop in handle while showing a steady increase in advance deposit wagering handle. Mr. Coaxem said the handle declined 1.57 percent in 2005 over the same period in 2004. Chairman Harris asked if harness had actually dropped 26 percent. The live harness went from 75 million to 55 million. Mr. Coaxem said such differences appeared routinely. However, the time of year and weather also had an effect on the numbers.

DISCUSSION AND ACTION BY THE BOARD ON THE 2004 FINANCIAL STATEMENTS FOR CAPITOL RACING, LLC.

Carl Coaxem, CHRB staff, said staff said staff requested the 2004 calendar year audited financial statement from Capitol Racing (CR). He stated he understood it would not be available until the end of July 2004. Mr. Bieri of CR said the audited financial statements were not available. Commissioner Shapiro said the Board had asked for an audited financial statement for 2004 for many months. He stated the end of July had come and the audited statement was still not available. Despite repeated requests the issue kept being deferred. Commissioner Shapiro said he found the lack of response unacceptable, and he recommended the Board consider a sanction against CR for lack of compliance. Kim Hankins of California Harness Horsemen's Association (CHHA) said the issue went as far back as June 2004. The Board requested audited financial statements and audited purse pools. He stated in since CR had not complied with the Board's requests the CHHA would like the Board to have CR post a bond in the amount of 1.5 million payable to the CHHA for the promotional funds that were assigned to it at the June 2005 Regular Board Meeting. Mr. Coaxem said he was receiving the accounting for the purses at CR and he did not see any adjustment for the promotional funds. He stated he understood there should be some adjustment, and the summaries he received did not reflect that. Commissioner Shapiro said he did not know if the promotion fund was adjusted or monies transmitted. He stated he was concerned the Board did not know where it was on the issue, so perhaps the answer was to freeze all of the money that would be going to the racing association, and make sure no monies are paid except to purses until there was a clear understanding. Mr. Bieri said CR had been performing for eight years and paying all its bills. In 2003 there was a lot of concern regarding CR's financials, but CR was viable and no

one complained about non-payment of liabilities. In 2004 CR had not missed one payment, and through July 2005 no one had accused CR of not paying its bills. CR did owe the Board an audited financial statement, and as soon as they were available, they would be handed over. Mr. Bieri said CR believed the purse pool was overpaid by \$1.4 million, and it had not adjusted its books per the June 2005 Regular Board Meeting because it believed the Board erred. Mr. Bieri said CR sent a letter to the Board to that effect and a writ of mandate was being filed. Commissioner Shapiro said the Board never suggested CR could not pay its bills. He stated his suggestion regarding a sanction was related to the audited financial statement, which the Board had requested for nearly six months. Mr. Bieri said he understood, but if the Board were going to freeze monies CR was entitled to in the normal course of business, it would be a punitive action. CR was in the process of finishing its business and taking more money would put more of a burden on it. Chairman Harris said the larger issue was that the horsemen get the funds due them. Mr. Bieri said the horsemen's funds were paid to them in the purses. The question of the promotional fund was a different issue. CR would not pay money to the horsemen on the promotional fund until a court stated it was owed. He conceded the manner in which the agreements were made was sloppy, but there were agreements made regarding the promotional funds, and CR acted in the manner in which it agreed. Commissioner Moss asked why there was such a problem getting an audited statement prepared. Mr. Bieri said he was the person responsible for that failure, but he would get it done. He stated there was an unaudited version that could be given to staff. An audited version would not change it at all. Mr. Hankins said CHHA did not dispute CR's payment of its bills. He said it was only asking for protection over a \$1.5 million bill that was in dispute.

There were other bonds posted by CR, but they were attached to other monies. Commissioner Shapiro asked Deputy Attorney General (DAG) Darry Knight for guidance regarding possible sanctions of CR. DAG Knight said the Board should direct staff to evaluate the matter and to take appropriate action in the form of a sanction to be reviewed by the Board as an appellate review body. Commissioner Shapiro **motioned** to direct staff to look into the matter and make appropriate recommendations with respect to CR's failure to provide the Board with the 2004 audited financial statement in a timely manner. Commissioner Moss **seconded** the motion, which was **unanimously carried**.

REPORT OF THE MEDICATION COMMITTEE.

Dr. Ron Jensen, CHRB Equine Medical Director, said the Medication Committee (committee) met on July 12, 2005. He stated the committee heard a report from Dr. Sue Stover of University of California Davis. The report highlighted that over the course of the toe-grab study the overall length of toe grabs used in thoroughbred racing decreased. In addition, statistical data indicated high toe grabs caused an increase in the risk of injury, and low or very low toe grabs did not. Dr. Jensen said the committee heard a discussion regarding uniform penalties that were based on recommendations by the racing medication testing consortium. The recommendations would be presented to all racing jurisdictions as uniform penalties during the joint meeting of the Racing Commissioners International and National Association of Professional Racing Administrators. Dr. Jensen said there was a lot of work to do to adopt the recommendations into the California rules. The committee also heard a discussion on a draft of a plan to implement microchip implantation in horses for electronic identification. Dr.

Jensen said the committee also discussed the addition of an animal welfare regulation. He stated a rule was drafted and would be presented at the August 2005 Medication Committee meeting. Chairman Harris said he would like to see the Board move forward with a rule eliminating high front toe grabs. Commissioner Moss asked if there was any news regarding total carbon dioxide levels in recent testing. He asked how the testing was working at Del Mar and how it worked at Hollywood Park. Dr. Jensen said he did not believe there had been a high test in the recent 500 horses tested. The overall trend was down. Commissioner Moss said he heard the levels allowed in testing were raised, and even though there were some over limit tests, the limits themselves were raised. Dr. Jensen said the allowable limits were actually lowered to 37 millimoles. Warnings were being issued if tests showed limits near that mark. Commissioner Moss asked if there was a rule regarding shock wave therapy. Dr. Jensen said there was a rule. A special stall at Del Mar had been set aside for the therapy. Commissioner Moss said the therapy was to be used in the presence of a vet, in a designated place. He said the therapy could be heard and he thought it should be reported if someone heard it in a place not authorized. Dr. Jensen said the policy was that a licensed veterinarian could only provide it and the treatment had to be reported to the official vet. A horse that received shock wave therapy could not race for ten days.

GENERAL BUSINESS

Terry Fancher of Bay Meadows Land Company (BMLC) said his organization signed a contract to purchase Hollywood Park Racetrack. He stated an application for license to conduct a horse racing meeting of Hollywood Park would be submitted at a future meeting.

He added BMLC would be happy to answer any questions the Board might have regarding the purchase. Commissioner Shapiro said the Race Dates Committee was proposing that a three-year racing calendar be considered to iron out some of the apparent inequities that happened from one year to the next. Staff would be sending out the proposed calendar soon. The committee was scheduled to meet on September 7, 2005, and follow-up shortly with a second meeting. Chairman Harris asked if the Board could obligate a three-year period. Deputy Attorney General Darry Knight said aside from any possible statutory prohibitions, there was nothing precluding the Board from looking at a three-year race dates calendar. The current Board could not bind a subsequent Board, but it could make long-term commitments. Commissioner Shapiro said he took an informal poll at the committee meeting and received positive feedback. A three-year calendar would allow for long term planning on the part of the associations.

MEETING ADJOURNED AT 1:24 P.M.

A full and complete transcript of the aforesaid proceedings are on file at the office of the California Horse Racing Board, 1010 Hurley Way, Suite 300, Sacramento, California, and therefore made a part hereof:

Chairman

Executive Director

CALIFORNIA HORSE RACING BOARD

AUGUST 18, 2005
REGULAR BOARD MEETING

There is no board package material for item 3.

STAFF ANALYSIS
August 18, 2005

Issue: APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING OF THE OAK TREE RACING ASSOCIATION AT SANTA ANITA SEPTEMBER 28, 2005 THROUGH NOVEMBER 6, 2005.

Oak Tree Racing Association filed its application to conduct a thoroughbred horse racing meeting at Santa Anita:

- September 28 through November 6, 2005, or 31 days, 5 more than 2004. The association proposes to race 262 races, or 8.5 per day.

September - 2005						
Sun	Mon	Tue	Wed	Thu	Fri	Sat
				1	2	3
4	5 H	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	

October - 2005						
Sun	Mon	Tue	Wed	Thu	Fri	Sat
						1
2	3	4	5	6	7	8
9	10 H	11	12	13	14	15
16	17	18	19	20	21	22
23/30	24/31	25	26	27	28	29

November - 2005						
Sun	Mon	Tue	Wed	Thu	Fri	Sat
		1	2	3	4	5
6	7	8	9	10	11 H	12
13	14	15	16	17	18	19
20	21	22	23	24 H	25	26
27	28	29	30			

- Racing 5 days per week, Wednesday through Sunday, with 8 races weekdays, 9 opening day, weekends and Monday, October 10, and 11 Sunday, November 6, California Cup Day.
 - Request the option to program 10 races on opening day, weekends and October 10.
 - Racing Monday, October 10, which makes 6 days the week of October 10-16.
- First post 1:00 p.m. Wednesday and Thursday, 2:30 p.m. Friday and 12:30 p.m. weekends and holidays.
 - 9:40 a.m. Saturday, October 29, Breeders' Cup Day.
 - 11:15 a.m. Sunday, November 6, California Cup Day.
 - 1:00 p.m. Friday, November 4.
- Specific changes from the 2004 license application:
 - Dr. Steven Buttgenbach replaces Dr. Ray Baran as association veterinarian.
 - Turf Club admission increased from \$15 to \$20 and on-track programs from \$2 to \$2.25.
- Request Dianne Piper 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. to 10:00 a.m. each day except California Cup Day.
- Simulcasting conducted with other out-of-state racing jurisdictions pursuant to Business and Professions Code Section 19602; and with authorized locations throughout California.

RECOMMENDATION:

Staff recommends the Board approve the application.

STATE OF CALIFORNIA
CALIFORNIA HORSE RACING BOARD
APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING
CHRB-17 (Rev. 07/05)

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. Name, mailing address, telephone and fax numbers of association:

Oak Tree Racing Association
Santa Anita Park
285 W. Huntington Drive
Arcadia, CA 91007

Telephone: 626/574-6345 or 574-7223
Fax Phone: 626/447-2940

B. Breed of horse: TB QH H

C. Racetrack name: **Santa Anita 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.

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: **September 28 through November 6, 2005**

B. Actual dates racing will be held: **September 28, 29, 30**
October 1, 2, 5, 6, 7, 8, 9, 10, 12, 13, 14, 15, 16,
19, 20, 21, 22, 23, 26, 27, 28, 29, 30
November 2, 3, 4, 5, 6

C. Total number of days or nights of racing: **31 Days**

D. Days or nights of the week races will be held:
 Wed - Sun Tues - Sat Other (specify)

E. Number of days or nights of racing per week: **5 Days**
Exception: 6 Days Monday, October 10 through
Sunday, October 16, 2005

3. RACING PROGRAM

A. Total number of races: **Estimate 262***

CHRB CERTIFICATION

Application received: *6/27/05*
Deposit received: *10,000*
Reviewed: *PN*

Hearing date: *8/18/05*
Approved date:
License number:

- B. Number of races for each day or night: **8 races weekdays**
9 races Opening Day, Weekends and Monday, October 10; (*) with the option to program 10 races on such days.
11 races Sunday, November 6, 2005, California Cup Day

C. Total number of stakes races: **29 including California Cup Day**

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. **Attached**

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:

	Weekdays (Except Fridays)	Weekends & Holidays	Fridays
Race 1	1:00 p.m.	12:30 p.m.	2:30 p.m.
Race 2	1:30 p.m.	1:00 p.m.	3:00 p.m.
Race 3	2:00 p.m.	1:30 p.m.	3:30 p.m.
Race 4	2:30 p.m.	2:00 p.m.	4:00 p.m.
Race 5	3:00 p.m.	2:30 p.m.	4:30 p.m.
Race 6	3:30 p.m.	3:00 p.m.	5:00 p.m.
Race 7	4:00 p.m.	3:30 p.m.	5:30 p.m.
Race 8	4:30 p.m.	4:00 p.m.	6:00 p.m.
Race 9	5:00 p.m. <i>(When applicable)</i>	4:30 p.m. <i>(When applicable)</i>	
Race 10	5:30 p.m. <i>(When Applicable)</i>	5:00 p.m. <i>(When applicable)</i>	
Exceptions:	Breeders' Cup Day, Saturday, October 29		9:40 AM
	California Cup Day, Sunday, November 6		11:15 AM
	Friday, November 4, 2005		1:00 PM

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 and Ownership. **Addendum A on file with CHRB.**

RACE DATE	RACE	AGE	DISTANCE	PURSE	B/C \$	CLOSES	COST
Wed, Sep 28	SEN. KEN MADDY HANDICAP (G III)	F/M, 3 & UP	abt. 6 1/2 (T)	\$100,000		22-Sep	\$92,000
Sat, Oct 1	GOODWOOD BREEDERS' CUP HANDICAP (G II)	3 & UP	1 1/8 M	\$500,000*	\$100,000	1-Sep	\$375,000
Sat, Oct 1	YELLOW RIBBON STAKES (G I)	F/M, 3 & UP	1 1/4 M (T)	\$500,000		1-Sep	\$450,000
Sat, Oct 1	OAK LEAF STAKES (G II)	F, 2 YO	1 1/16 M	\$200,000		1-Sep	\$180,000
Sun, Oct 2	CLEMENT L. HIRSCH TURF CHAMPIONSHIP (G I)	3 & UP	1 1/4 M (T)	\$250,000		1-Sep	\$235,000
Sun, Oct 2	LADY'S SECRET BREEDERS' CUP HANDICAP (G II)	F/M, 3 & UP	1 1/16 M	\$250,000	\$75,000	1-Sep	\$160,000
Sun, Oct 2	NORFOLK STAKES (G II)	2 YO	1 1/16 M	\$200,000		1-Sep	\$180,000
Sat, Oct 8	OAK TREE BREEDERS' CUP MILE (G II)	3 & UP	1 M (T)	\$250,000*	\$50,000	1-Sep	\$180,000
Sat, Oct 8	ANCIENT TITLE BREEDERS' CUP STAKES (G I)	3 & UP	6 F	\$250,000*	\$50,000	1-Sep	\$180,000
Sun, Oct 9	CAVONNIER STAKES	2 YO (CA)	7 F	\$75,000+		29-Sep	
Mon, Oct 10	COVER GAL STAKES	F, 2 YO (CA)	7 F	\$75,000+		29-Sep	
Sat, Oct 15	OAK TREE DERBY (G II)	3 YO	1 1/8 M (T)	\$150,000		6-Oct	\$135,000
Sun, Oct 16	HAROLD C. RAMSER, SR. HANDICAP	F, 3 YO	1 M (T)	\$100,000		6-Oct	\$92,000
Sat, Oct 22	SUNNY SLOPE STAKES	2 YO	6 F	\$75,000+		13-Oct	
Sun, Oct 23	ANOAKIA STAKES	F, 2 YO	6 F	\$75,000+		13-Oct	
Sat, Oct 29	BREEDERS' CUP DAY						
Sat, Oct 29	MORVICH HANDICAP (G III)	3 & UP	abt 6 1/2 F (T)	\$100,000		20-Oct	\$92,000
Sun, Oct 30	CARLETON F. BURKE HANDICAP (G III)	3 & UP	1 1/2 M (T)	\$100,000		20-Oct	\$92,000
Sat, Nov 5	LAS PALMAS HANDICAP (G II)	F/M, 3 & UP	1 M (T)	\$150,000		27-Oct	\$135,000
Sun, Nov 6	CALIFORNIA CUP CLASSIC presented by SMITH BARNEY	3 & UP (CA)	1 1/8 M	\$250,000		22-Aug	
Sun, Nov 6	CALIFORNIA CUP MILE	3 & UP (CA)	1 M (T)	\$175,000		22-Aug	
Sun, Nov 6	CALIFORNIA CUP MATRON	F/M, 3 & UP (CA)	1 1/16 M	\$150,000		22-Aug	
Sun, Nov 6	CALIFORNIA CUP SPRINT	3 & UP (CA)	6 F	\$150,000		22-Aug	
Sun, Nov 6	CALIFORNIA CUP DISTAFF	F/M, 3 & UP (CA)	abt 6 1/2 f (T)	\$150,000		22-Aug	
Sun, Nov 6	CALIFORNIA CUP JUVENILE (COLTS & GELDINGS)	2 YO (CA)	1 1/16 M	\$125,000		22-Aug	
Sun, Nov 6	CALIFORNIA CUP JUVENILE (FILLIES)	F, 2 YO (CA)	1 1/16M	\$125,000		22-Aug	
Sun, Nov 6	CALIFORNIA CUP DISTANCE HANDICAP	F/M, 3 & UP	1 1/4 M (T)	\$100,000		22-Aug	
Sun, Nov 6	CALIFORNIA CUP STARTER HANDICAP	3 & UP (CA)	1 1/2 M (T)	\$50,000		27-Oct	
Sun, Nov 6	CALIFORNIA CUP STARTER SPRINT HANDICAP	3 & UP (CA)	6 F	\$50,000		27-Oct	

Supplemental nominations available for all stakes...

**Pending TOC Approval

TOTAL \$2,578,000

+ Added Money * Includes Breeders' Cup Fund Money

C. CORPORATION

1. Registered name of the corporation: **Oak Tree Racing Association**
2. State where incorporated: **California**
3. Registry or file number for the corporation: **D5468-730**
4. Names of all officers and directors, titles, and the number of shares of the corporation held by each:

Dr. Jack K. Robbins	President and Director
Sherwood C. Chillingworth	Executive Vice President, Director
Thomas R. Capehart	Vice-President-Secretary, Director
Dr. Rick M. Arthur	Vice-President-Assistant Secretary, Director
John H. Barr	Vice-President, Director
Robert B. Lewis	Vice-President, Director
Trudy V. McCaffery	Vice President, Director

Note: There are no shares of stock, but there are seven membership certificates issued; One to each Director. Oak Tree Racing Association is a not-for-profit and Non-dividend paying corporation.

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: **None. Each of the Directors owns one (1) membership.**
6. Number of outstanding shares in the corporation: **Seven**
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: **Thomas R. Capehart, Vice President-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: **N/A**
10. Attach the most recent audited annual financial statement for the licensee, 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. The licensee may submit the audited consolidated annual financial statements of its parent owner if the parent owner is a publicly traded company and guarantees the obligations of the licensee.
Financial statements as of May 31, 2005, are presently being prepared by our independent auditors, Vicente, Lloyd & Stutzman. It is anticipated that these statements will be completed by late August and will be promptly forwarded to the Board. Latest available statements as of May 31, 2004 are on file with CHRB.

D. LLC **N/A**

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 audited annual financial statement for the licensee, 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.

E. OTHER N/A

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:

Dr. Jack K. Robbins	President and Director
Sherwood C. Chillingworth	Executive Vice President & Managing Officer, Director
Thomas R. Capehart	Vice-President-Secretary, Director
Dr. Rick M. Arthur	Vice-President-Assistant Secretary, Director
John H. Barr	Vice-President, Director
Robert B. Lewis	Vice-President, Director
Trudy V. McCaffery	Vice President, Director
Ron Charles	President, Los Angeles Turf Club, Incorporated
George Haines II	General Manager
Candace Coder-Chew	Director of Print & Graphics
Aaron Vercruysse	Simulcast Coordinator
Steve Guise	Director of Facility & Grounds
Randy Hartzell	Pari-Mutuel Manager
Barbara Helm	Controller
Dick Honaker	Director of Security
Dick Hughes	Industrial Relations
Richard Price	Director of Operations and Guest Services
Pete Siberell	Director of Community Services & Special Projects
Amy J. Zimmerman	Director of Broadcasting
Nina Zukin	Director of Information Services
Trevor Denman	Public Address Commentator
Steve Wood	Track Superintendent
Jay Cohen	Hornblower

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:
Sherwood C. Chillingworth, Executive Vice President & Managing Officer, Oak Tree Racing Association

5. PURSE PROGRAM**A. Purse distribution:**

1. All races other than stakes:

Current meet estimate:	\$ 7,200,000
Prior meet actual:	\$ 5,600,000
2. Overnight stakes:

Current meet estimate:	\$ 300,000
Prior meet actual:	\$ 300,000
3. Non-overnight stakes:

Current meet estimate:	\$ 2,578,000
Prior meet actual:	\$ 2,555,000

B. Stakes races:

1. Purse distribution for all stakes races:

Current meet estimate:	\$ 2,878,000
Prior meet actual:	\$ 2,855,000
2. Percentage of the purse distribution for all stakes races that will be distributed for California-bred stakes races:

Current meet estimate:	Cal Cup (\$1,325,000)* Not included in stakes figure.
Prior meet actual:	Cal Cup (\$1,325,000)* Not included in stakes figure.

C. Funds to be generated for all California-bred incentive awards:

- | | |
|------------------------|---------------------|
| Current meet estimate: | \$ 1,400,000 |
| Prior meet actual: | \$ 1,100,000 |

D. Payment to each recognized horsemen's organization contracting with the association and the name(s) of the organization(s):

Recognized Horsemen's Organization

Current meet estimate:	Prior meet actual:
NTRA \$132,000	NTRA \$100,000
TOC \$112,800	TOC \$ 91,200
CTT *\$169,200	CTT *\$136,800
*Pension Fund - \$126,900	*Pension Fund - \$102,600
*Administration - \$42,300	*Administration - \$34,200
TOTAL \$414,000	TOTAL \$328,000

E. Total amount from all sources to be distributed in the form of purses or other benefits to horsemen (5A+5C+5D):

- | | |
|------------------------|---------------------|
| Current meet estimate: | \$11,892,000 |
| Prior meet actual: | \$ 9,883,000 |

- F. Purse funds to be generated from on-track handle and intrastate off-track handle:
 Current meet estimate: **\$ 8,036,300**
 Prior meet actual: **\$ 7,123,000**

- G. Purse funds to be generated from interstate handle:
 Current meet estimate: **\$ 2,417,000**
 Prior meet actual: **\$ 1,862,000**

- H. Bank and account number for the Paymaster of Purses' purse account:
Wells Fargo Regional Commercial Bank, West Covina Office, paid through Paymaster of Purses Account #4761-070515

- I. Name, address and telephone number of the pari-mutuel audit firm engaged for the meeting:
Bowen, McBeth Co., 10722 Arrow Route, Suite 110, Rancho Cucamonga, CA 91730 Telephone: (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; shall not be transferred to a parent corporation outside the State of California; 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: **1,853**

- 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 and location of each off-site auxiliary stabling area and the number of stalls to be maintained at each site:
Hollywood Park 1,500 San Luis Rey Downs 500 Fariplex 500

- E. Attach each contract or agreement between the association and the person(s) furnishing off-site stabling accommodations for eligible racehorses that cannot be provided stabling on-site.
SCOTWINC agreement on file with CHRB

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: **1,950**

- G. Estimated cost to provide off-site stalls for this meeting. Show cost per day per stall:
\$625,000 \$8.00/day/stall excluding vaning costs.
- H. Estimated cost to provide vaning from off-site stalls for this meeting. Show fees to be paid for vaning per-horse: **\$120,000**
\$160 RT for Hollywood and Pomona
\$290 RT for San Luis Rey Downs

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), PK3 for pick three, PK4 for select four, PNP for pick (n) pool, PPN for place pick (n), Q for quinella, SF for Superfecta, TRI for trifecta and US for unlimited sweepstakes (pick 9).

	TYPE OF WAGERS	APPLICABLE RULES
Example Race:	\$1 E; \$1 Double	CHRB #1959; RCI #VE
Race #1	\$1E \$2DD \$1PK3 \$1PPN	CHRB #1959, 1957, 1977, 1976.8
Race #2	\$1E \$2DD \$1PK3	CHRB #1959, 1957, 1977
Race #3	\$1E \$2DD \$1PK3	CHRB #1959, 1957, 1977
Race #4	\$1E \$2DD \$1PK3 \$1PNP5	CHRB #1959, 1957, 1977, 1976.9
Race #5	\$1E \$2DD \$1PK3 \$1PNP5 \$1PK4	CHRB #1959, 1957, 1977, 1976.9, 1978
Race #6	\$1E \$2DD \$1PK3 \$1PNP5 \$1PK4	CHRB #1959, 1957, 1977, 1976.9, 1978
Race #7	\$1E \$2DD \$1PK3 \$1PK4	CHRB #1959, 1957, 1977, 1978
Race #8	\$1E \$2DD \$1PK3 \$1PK4	CHRB #1959, 1957, 1977, 1978
Race #9	\$1E \$2DD	CHRB #1959, 1957
Race #10	\$1E \$2DD	CHRB #1959, 1957

- Rolling \$2 Daily Doubles beginning with Race #1. (CHRB #1957)
- \$1 Trifecta on all eligible Races. (CHRB #1979)
- \$1 Superfecta wagering as follows: All qualifying races. (CHRB #1979.1)
- Incoming simulcasts will follow host track format.
- \$1 Place PK-8 on 8-race program; Place PK-9 on 9-race program, Place PK-10 on 10-race program. Closing Line Favorite evidenced by the amounts wagered in the win pool. [All \$1 Wagers] No carryover. Pay all tickets with most winners (CHRB 1976.8)
- \$2 PNP-6 Last six live races 70% Carryover, 30% Minor. Closing Line Favorite evidenced by the amounts wagered in the win pool (CHRB #1976.9)
- \$1 PNP-5 Last five live races. No carryover. Pay all tickets with most winners. (CHRB #1976.9)
- \$1 PK-4 last four live Races. (CHRB #1978)
- \$2 Parlay Wagering Races 1-10 (CHRB #1954.1)
- Additional deduction provided by subdivision (a) of Section 19611.5 will be made.

- B. Maximum carryover pool to be allowed to accumulate before its distribution **OR** the date(s) designated for distribution of the carryover pool: **Sunday, November 6, 2005**
- C. List any options requested with regard to exotic wagering: **N/A**
- D. Will "advance" or "early bird" wagering be offered? Yes No
 If yes, when will such wagering begin:
8:30 AM to 10:00 AM each day. Exception: California Cup Day
- 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 Racing, David Payton Expires: 9/2006

8. SIMULCAST 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.
Agreement on file with CHRB.
- C. California simulcast facilities the association proposes to offer its live audiovisual signal:
Attached
- D. Out-of-state wagering systems the association proposes to offer its live audiovisual signal:
Attached - Common Pool Sites and Separate Pool/Flat Fee Sites.
- E. Out-of-state wagering systems that will combine their pari-mutuel pools with those of the association:
See 8-D Attachment
- 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": **Attached**

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
--------------------	------------	---

- 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": **N/A**



California Simulcast Facilities

Location Name

Alameda County Fair
Antelope Valley Fair
Barona Casino
Bay Meadows
Big Fresno Fair
Cabazon Fantasy Springs Casino
California State Fair
Earl Warren Showgrounds
Fairplex Park
Fresno Club One
Golden Gate Fields
Hollywood Park
Humbolt County fair
Kern County Fair
Los Alamitos Racecourse
Monterey County Fair
National Orange Show
Redwood Acres Fair
San Bernardino County Fair
San Joaquin County Fair
Santa Clara fair
Santa Anita Park
Santa Maria Fair Park
Shalimar Sportscenter
Shasta District Fair
Solano County fair
Sonoma County Fair
Stanislaus County Fair
Sycuan Gaming Center
The Farmers Fair
Tulare County Fair
Ventura County Fair
Viejas Casino and Turf Club

City

Pleasanton
Lancaster
Lakeside
San Mateo
Fresno
Indio
Sacramento
Santa Barbara
Pomona
Fresno
Albany
Inglewood
Ferndale
Bakersfield
Cypress
Monterey
San Bernadino
Eureka
Victorville
Stockton
San Jose
Arcadia
Santa Maria
Indio
Anderson
Vallejo
Santa Rosa
Turlock
El Cajon
Perris
Tulare
Ventura
Alpine

Oak Tree Pari-Mutuel List



Guest	State	Guest	State
Amwest Entertainment	North Dakota	Maryland Jockey Club	Maryland
Arapahoe Park	Colorado	Midway Slots & Simulcast	Delaware
Arlington International Racecourse	Illinois	Monmouth Park	New Jersey
Atlantic City Casino Assn.	New Jersey	Montana Simulcast Partners	Montana
Atlantic City Race Course	New Jersey	Monticello Raceway	New York
Atokad Downs	Nebraska	Mount Pleasant Meadows	Michigan
Attheraces Ptc	United Kingdom	Mountaineer Park	West Virginia
Balmoral Park/Maywood	Illinois	Multnomah Greyhound Park	Oregon
Bettor Racing OTB	South Dakota	Nassau/Suffolk OTB	New York
Beulah Park	Ohio	Nevada Pari-Mutuel Association	Nevada
Birmingham Race Course	Alabama	New Jersey Sports & Exposition Authority	New Jersey
Blue Ribbon Downs	Oklahoma	New York City Off-Track Betting	New York
Bluffs Run Greyhound Park & Casino	Iowa	New York Racing Association	New York
Boyd Gaming, dba Delta Downs	Louisiana	Newport Jai-Alai	Rhode Island
Buffalo Trotting Association	New York	Northfield Park	Ohio
Calder Race Course	Florida	Northville Racing Corp.	Michigan
Canterbury Park	Minnesota	Oaklawn Park	Arkansas
Capital District OTB	New York	Ocean Downs	Maryland
Capital Sports Pty Ltd.	Australia	Penn National Race Course	Pennsylvania
Catskill OTB	New York	Philadelphia Park	Pennsylvania
Charles Town Races	West Virginia	Plainridge Race Course	Massachusetts
Choctaw Racing Services, LLC	Oklahoma	Portland Meadows	Oregon
Churchill Downs	Kentucky	Prairie Meadows	Iowa
Churchill Downs Sports Spectrum	Kentucky	Raceway Park	Ohio
Coeur d'Alene Casino	Idaho	Racing & Gaming Services, Inc.	British WI
Colonial Downs	Virginia	Racing Services, Inc.	North Dakota
Columbus Races	Nebraska	Remington Park	Oklahoma
Connecticut OTB	Connecticut	Retama Park	Texas
Corpus Christi Greyhound Race Track	Texas	River Downs	Ohio
Crystal Palace Casino	Bahamas	Rockingham Park	New Hampshire
Dairyland Greyhound Park	Wisconsin	Rosecroft Raceway	Maryland
Delaware Park	Delaware	Ruidoso Downs	New Mexico
Dover Downs	Delaware	Saginaw Harness Raceway	Michigan
Downs at Albuquerque	New Mexico	Sam Houston Race Park, LTD	Texas
Ellis Park	Kentucky	Saratoga Raceway	New York
Emerald Downs	Washington	Scarborough Downs	Maine
Euro Off Track	Florida	Scioto Downs	Ohio
Evangeline Downs	Louisiana	Southland Greyhound Park	Arkansas
Fair Meadows at Tulsa	Oklahoma	Sports Creek Raceway	Michigan
Fairgrounds Race Course	Louisiana	State Fair Park	Nebraska
Fairmount Park	Illinois	Stevenson & Associates, Inc. (Common)	Florida
Finger Lakes Race Track	New York	Suffolk Downs	Massachusetts
Fonner Park	Nebraska	Suffolk OTB	New York
Fonner Park	New Jersey	Sunland Park	New Mexico
Freehold Raceway	Wisconsin	Surray Park	New Mexico
Geneva Lakes Kennel Club	Texas	The Green Track	Alabama
Gillespie County Fair Race Meet	Michigan	The Greyhound Park at Post Falls	Idaho
Great Lakes Downs	Illinois	The Meadows	Pennsylvania
Hawthorne National LLC	Michigan	The Racing Network International, Inc.	Oregon
Hazel Park	New Hampshire	The Texas Hub at Gull Greyhound	Texas
Hinsdale Greyhound Park	Indiana	Thistedown Racing	Ohio
Hoosier Park	Nebraska	Tri-State Racetrack & Gaming Center	West Virginia
Horsemen's Park	Indiana	Turf Paradise	Arizona
Indiana Downs	Florida	Turfway Park	Kentucky
International All Sports Limited	Michigan	TVG Network	California
Jackson Harness Raceway	Kentucky	U.S. Off Track, LLC	Florida
Keeneland Association	Nevada	Valley Greyhound Park (Sam Houston site)	Texas
Las Vegas Dissemination Co.	Ohio	Vernon Downs	New York
Labanon Raceway	Idaho	Western Regional OTB	New York
Les Bois Park Simulcast Network	Maine	Wheeling Downs	West Virginia
Lewiston Raceways, Inc.	North Dakota	Wichita Greyhound Park	Kansas
Lien Games, Inc.	Rhode Island	Winn Vegas Casino	Iowa
Lincoln Park	Texas	Wonderland Greyhound Park	Massachusetts
Lone Star Race Park Ltd.	Louisiana	Woodlands	Kansas
Louisiana Downs	Nevada	Wyoming OTB	Wyoming
LVDC / Elite Turf Club	Nevada	XpressBet, Inc.	California
LVDC / Holiday Beach Hotel & Casino	Oklahoma	Yonkers Raceway	New York
LVDC / Tonkawa Bingo	Nevada	Youbet	California
LVDC / Tribal Locations	Texas	Zia Park	New Mexico
Manor Downs			

Separate Pool Sites

Caliente (MIR)	San Diego	California
Caymanas Park	St. Catherine	Jamaica
Stevenson & Associates, Inc.	Mechanicsville	Florida
Woodbine Entertainment Group	Rexdale, Ontario	Ontario



OAK TREE 2005 Proposed Imports*

Dates	Track	Race(s)
9-28 through 11-6	Aqueduct	Full/Partial Card or Stakes
9-28 through 11-6	Belmont	Full/Partial Card or Stakes
9-28 through 11-6	Calder	Full/Partial Card or Stakes
9-28 through 11-6	Churchill	Full/Partial Card or Stakes
9-28 through 11-6	Delaware Park	Partial Card/Stakes
9-28 through 11-6	Great Lakes Downs	Full/Partial Card or Stakes
9-28 through 11-6	Hastings Park	Partial Card/Stakes
9-28 through 11-6	Hawthorne	Full/Partial Card or Stakes
9-28 through 11-6	Hoosier Downs	Full/Partial Card or Stakes
9-28 through 11-6	Keeneland	Full/Partial Card or Stakes
9-28 through 11-6	Laurel	Full/Partial Card or Stakes
9-28 through 11-6	Louisiana Downs	Full/Partial Card or Stakes
9-28 through 11-6	Meadowlands	Partial Card/Stakes
9-28 through 11-6	Philadelphia Park	Partial Card/Stakes
9-28 through 11-6	Pimlico	Full/Partial Card or Stakes
9-28 through 11-6	Remington	Full/Partial Card or Stakes
9-28 through 11-6	Thistledown	Full/Partial Card or Stakes
9-28 through 11-6	Turf Paradise	Full/Partial Card or Stakes
9-28 through 11-6	Turfway Park	Partial Card/Stakes
9-28 through 11-6	Woodbine	Full/Partial Card or Stakes
9-28 through 11-6	Fort Erie	Full/Partial Card or Stakes

**Subject to change.*

QUARTER HORSE SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or 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": **N/A**

HARNESS SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or 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: **N/A**

OTHER BREED SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Breed of Horse	Race Dates	Number of Races to be Imported
--------------------	----------------	------------	--------------------------------

- 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 and 19596.3, attach a copy showing the agreement by the appropriate racing association(s). **N/A**

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 vaning 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:

Oak Tree Charitable Foundation, 285 W. Huntington Drive, Arcadia, CA 91007

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

Dr. Jack K. Robbins	President and Director
Sherwood C. Chillingworth	Executive Vice President, Director
Dr. Rick M. Arthur	Vice-President-Assistant Secretary, Director
John H. Barr	Vice-President, Director
Robert B. Lewis	Vice-President, Director
Thomas R. Capehart	Vice-President-Secretary, Director
Trudy V. McCaffery	Vice President, Director
285 W. Huntington Drive, Arcadia, CA 91007	

- 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:

Association Veterinarian(s)	Dr. Steven Buttgenbach
Clerk of Scales	Kevin Colosi
Clerk of the Course	Melanie Stubblefield
Film Specialist	Ruben Hernandez
Horse Identifier	Dianne Piper
Horseshoe Inspector	Victor Tovar
Paddock Judge	Ken Goldberg
Patrol Judges	Ken Goldberg, Ruben Hernandez, Dawn Jackson
Placing Judges	Bob Moreno, Lisa Jones
Starter	Jay Slender
Timer	Jeff Tufts

B. Management officials in the racing department:

Director of Racing	Michael J. Harlow
Racing Secretary	Rick Hammerle
Assistant Racing Secretary	Richard Wheeler
Paymaster of Purses	Cece Connor
Others (identify by name and title)	
Assistant Horse Identifier	Jennifer Paige
Assistant 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: **Ms. Barbara Weinstein, 9582 Hamilton Avenue, Suite 265, Huntington Beach CA 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 Corporation USA/Bill O'Brien Expires December 31, 2006
- 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. Specify the number and location of cameras for dirt and turf tracks. **In-house Video System**

MAJOR VIDEO EQUIPMENT LISTING

Cameras

- All cameras, except ENG cameras, are BTS LDK 91 or BTS LDK 100 broadcast color cameras.
- All cameras are equipped with Fujinon lens and Vinten camera Support Equipment.
- All cameras (except the 2 wireless) are on triax camera control systems.
- ENG cameras are Sony DVW-700 digital betacams.
- Enclosed saddling stall cameras are high-8 lock-down cameras.

Camera Positions

- 1) 3/8 tower on grass 55:1 lens
- 2) 3/8 tower on dirt 55:1 lens
- 3) hillside/square box on hill grass (remote) 18:1 lens
- 4) 1/4 tower on both grass and dirt 24:1 lens
- 5) tight pan camera on both grass and dirt 70:1 lens
- 6) loose pan camera on both grass and dirt 36:1 lens
- 7) 7/8 tower on grass 55:1 lens
- 8) 7/8 tower on dirt 55:1 lens
- 9) winner's circle 24:1 lens
- 10) wireless starting gate and saddling barn 18:1 lens
- 11) wireless lower finish line and interviews 14:1 lens
- 12) walking ring 14:1 lens
- 13) east saddling barn (remote) 7:1 lens
- 14) west saddling barn (remote) 7:1 lens
- 15) studio 18:1 lens
- 16) infield speaker pole (remote) 18:1 lens
- 17) ENG camera 20:1 lens
- 18) ENG camera 15:1 lens
- 19) East saddling barn enclosed saddling stall (lock-down)
- 20) West saddling barn enclosed saddling stall (lock-down)

Public

250	13" Gateway Flat Screen Monitors
30	42" LG Plasma Monitors
over 600	9" Sony receivers
over 500	27" Sony receivers
over 350	32" Sony receivers
over 75	13" Sony receivers
over 150	10" Sony receivers
150	20" Sony receivers
8	Barco Video Projectors
1	40'x53' Display Ad Large screen LED video board
2	Barco LED Screens

Control Room Equipment

- 1- Tektronix 4-channel digital profile file server.
- 1- Digital Betacam VTP
- 2- Composite Digital Video Tape recorders
- 6- Betacam record/play VCRs with slo-mo
- 2- Betacam record/play VCRs
- 1- 3/4" Umatic record/play VCR
- 1- 3/4" Umatic VCR

- 5 Digital Beta cam VCR's
- 1- GVG IPS-110 Editor
- 4- Hi 8 record/play VCR
- 8- VHS record/play VCR
- 1- BTS 128x128 video router with 64x64 stereo audio follow
- 1- GVG 3000 composite digital switcher w/dual MEs, PVW/PGM
- 2- Dual channel GVG DPM 700 digital effects system
- GVG video DAs
- 1- GVG GF-40 character generator/paint system
- 1- GVG DSS-4 stillstore
- 1- Quanta character generator
- Sony video monitors
- 5- Tektronix WFM and V-scopes
- 2- GVG 100 video switchers
- 2- Soundcraft Delta audio mixers
- 1- GVG 251 Editor
- 30- Jerold TV Modulators
- 2- Chyron MAX! Graphics Generators
- 2- Chyron Maxine! Graphics Generators

Number and location of cameras for dirt and turf tracks:

- 1 Tight Pan
- 1 Loose Pan
- 1 7/8th camera *dirt*
- 1 7/8th camera *turf*
- 1 RF Starting Gate camera
- 1 3/8th camera *dirt*
- 1 3/8th camera *turf*
- 1 ¼ pole camera
- 1 hillside camera *turf*

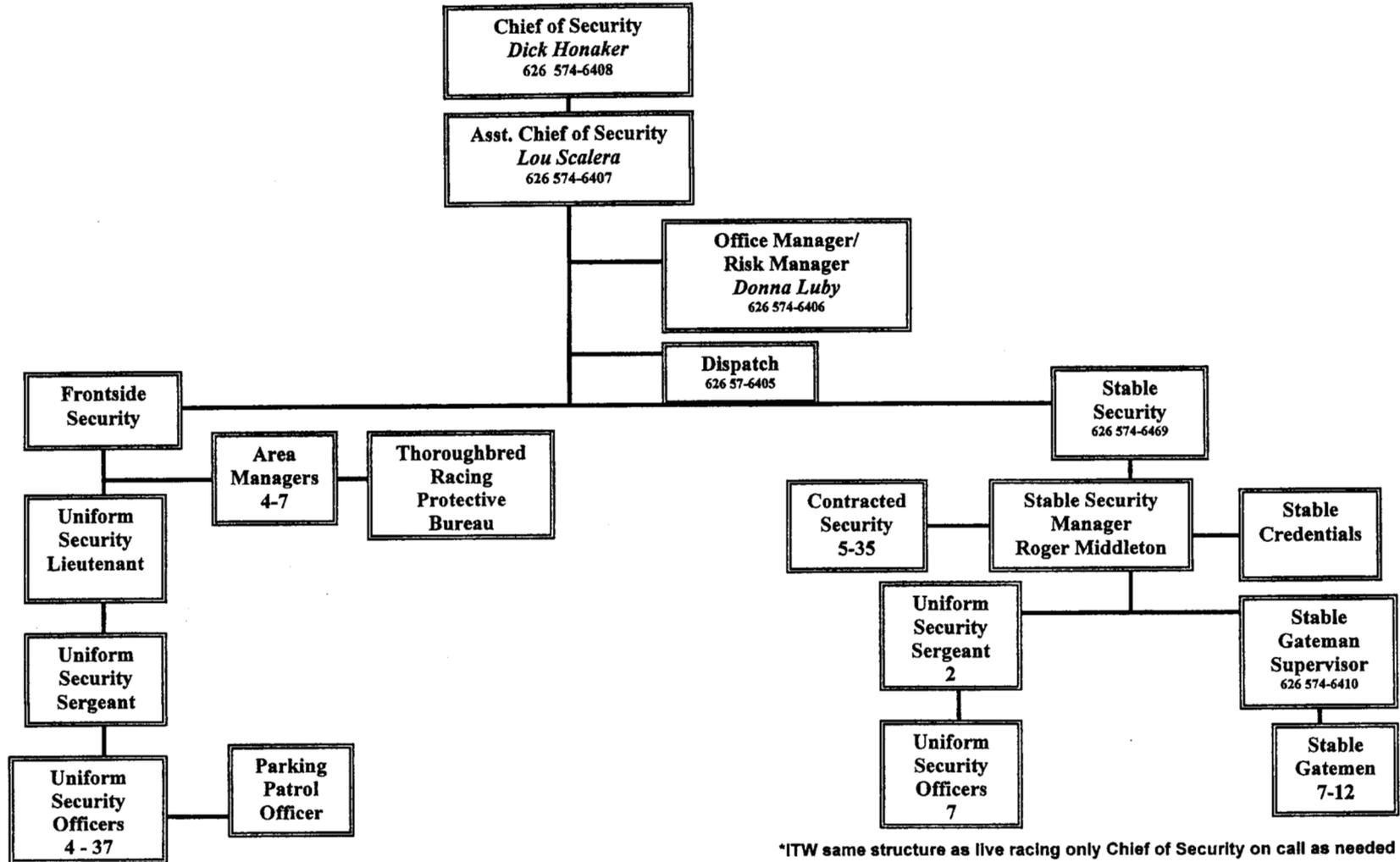
- F. Type of electronic timing device to be used for the timing of all races, name of the person supplying the service, and expiration date of the service contract:

Electronic timing systems on both dirt and turf courses, maintained and operated by Santa Anita personnel. Systems backed by hand timing.

11. SECURITY CONTROLS

- A. Name and title of the person responsible for security controls on the premises. Include an organizational chart of the security department and a list of the names of security personnel and contact telephone numbers. **Richard Honaker, Chief of Security**
Front Side Security Office (626) 574-6406
Stable Security Office (626) 574-6469
Organizational Chart: Attached Exhibit 11-A
- B. Estimated number of security guards, gatemen, patrolmen or others to be engaged in security tasks on a regular full-time basis:
7 Investigators
1 Dispatcher/Child Care
40 Security Guards
1 Office Manager/Risk Manager

Organizational Chart



*ITW same structure as live racing only Chief of Security on call as needed

revised 6/2005

EXH. 11-A

1 Fire Marshall
13 Gatemmen
1 Secretary, Stable Credentials

1. Attach a written plan for enhanced security for graded/stakes races and races of \$100,000 or more, to include the number of security guards in the restricted areas during a 24-hour period and a plan for detention barns.

A cooperative effort by Oak Tree Racing Association, Los Angeles Turf Club, Incorporated and TOC, has created and implemented a plan for Graded/Stakes Races. Under the plan, each horse entered in a graded race is assigned a contracted security officer. Each of these officers has received training from OTRA/LATC Stable Security management, the CHRB and one or more track veterinarians. Each officer is also issued a hand-held digital video camera and a log sheet to record [in writing and electronically] all activity including persons entering the stall with the horses entered. Each security officers is briefed before starting surveillance a minimum of six (6) hours prior to the post time of the given race. OTRA/LATC also tests for carbon dioxide (TCO₂) levels of entries prior to all races.

2. Detention Barns

- a. Attach a plan for use of graded stakes or overnight races.

As indicated in Exhibit B-3-A, the Detention Barn is used when a trainer's entry tests high for carbon dioxide (TCO₂). All race entries for the offending trainer must be transported to the Detention Barn by noon of the day prior to the scheduled race. In addition to the electronic surveillance as mentioned in section C1, below, a contracted security guard is then placed on duty for every 3 horses in the Detention Barn. In addition, entries for graded races that are confined to the Detention Barn receive a contracted security officer six (6) hours before post as indicated in (1) above.

- b. Number of security guards in the detention barn area during a 24-hour period.
See 2-a. above.

- c. Describe number and location of surveillance cameras in detention barn area.
OTRA/LATC utilizes several cameras at various locations in the stable area. Each camera has the ability to pan, tilt and zoom remotely. Images from these cameras are recorded on hard disk drives and are stored for approximately three (3) weeks. Control of these cameras is available via computer to various managers on the property.

3. TCO₂ Testing

- a. Number of races to be tested, and number of horses entered in each race to be tested.
See Exhibit B-3-a. Attached.

- b. Plan for enhanced surveillance for trainers with high-test results.
See 2-a above and Exhibit B-3-a. Attached.

- c. Plan for detention barns for repeat offenders.
See Exhibit B-3-a. Attached.

- d. Number of security personnel assigned to the TCO₂ program.

Two security officers from Stable Security are assigned to pick-up the samples, which are secured in a locked container, after the final testing on each Sunday and secure the samples in a refrigerated and locked storage area. The following Monday, two security officers from Stable Security retrieve the samples and send them via Federal Express to the testing



2005 Testing Policy & Procedures
Stall Application Supplemental Form

Oak Tree Racing Association is entitled to perform physiological tests consisting of the taking of blood samples from owners' horses entered in races to be conducted at the 2005 meet. It is the understanding of the parties that such samples will be tested for bicarbonate levels. Trainers of horses showing a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more shall be subject to the following actions:

- a. **1st Offense** – For the first test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse may have his/her barn, and all owners' horses stabled therein, subject to "earned surveillance" for a period of 45 days from the date of the infraction. Such earned surveillance will be conducted at the Oak Tree Racing Association's sole discretion, and may include, but not be limited to, the placing of surveillance cameras with recording devices in any locations within that barn that Oak Tree Racing Association deems necessary and appropriate to ensure the integrity of racing. Additionally, owners' horses entered by said trainer anytime within a period of 30 days after notification of the first offense, may be subject to confinement in a detention barn beginning at noon on the day before said horse is scheduled to compete. Such detention barn will be established at management's sole discretion, with the costs of such detention/surveillance including, but not limited to, \$150.00 for security and \$25.00 for stall renovation per horse/entrant, being borne by the trainer or owner of such horse.
- b. **2nd Offense** – For the second test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse shall be prohibited from entering any owners' horse within his care in a race for a period of 15 race days.
- c. **3rd Offense** – For the third test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse shall be expelled from Oak Tree Racing Association's grounds for a period of one year, and shall further be precluded from entering any owners' horses within his care for the balance of Oak Tree Racing Association's 2005 meet.

My signature below indicates that I have read the above policy and understand the consequences if a horse under my care tests positive.

By: Trainer

Date:

facility. The officers, on both days, log and sign in and out the samples as well as have Fed Ex sign for receipt of the samples. This procedure is used to protect the integrity of the chain of evidence. During the rest of the week, the vet and his/her personnel in the Receiving Barn handle this procedure.

C. Describe the electronic security system:

Electronic security system consists of video cameras with the ability to pan, tilt and zoom remotely. Camera monitors and control points are managed from secure locations. Video recordings are maintained on hard drives.

1. Location and number of video surveillance cameras for the detention barn and stable gate.
OTRA/LATC operates a detention barn located at Barn 121, stalls 9, 10, 11, 12, 12A, 14, 20 and 21 with each having a camera installed offering a wide angle view of the entire stall. In addition, on the outside of stalls 4, 7, 12A and 14, cameras have been installed offering wide-angle views of the shed row from both directions. The stable gates are included with the cameras mentioned in question 2-C above, and all of these cameras are controlled by the same measures.

D. For night racing associations: Describe emergency lighting system: **N/A**

12. EMERGENCY SERVICES

A. Name, address and emergency telephone number of the ambulance service to be used during workouts and the running of the races:

Huntington Ambulance Service, PO Box 145, Sunset Beach, CA 90742, (562) 904-1550

B. Name, address and emergency telephone number of the ambulance service to be used during workouts at auxiliary sites:

Hollywood Park: Huntington Ambulance Service (same as above)

Fairplex: E.M.S., 10765 Noel Street, Los Alamitos, CA 90720 (562)493-2070

San Luis Rey Downs: Emergency procedures plan on file with CHRB

C. Attach a fire clearance from the fire authority having jurisdiction over the premises. **Attached**

D. Name of the workers' compensation insurance carrier for the association and the number of the insurance policy (if self-insured, provide details):

State Compensation Insurance Fund Policy N0030000281-00

Servicing Office

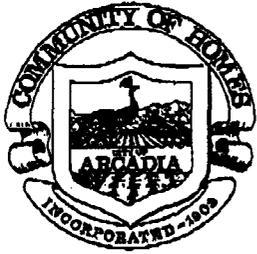
Clarendon National Insurance Company Effective 4/1/2005-4/1/2006

E. 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 that secures the liability of the association for payment of workers' compensation.

Attached

13. 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:



City of Arcadia

July 25, 2005

California Horse Racing Board
1010 Hurley Way, Suite 101
Sacramento, California 95823

Fire Department

RE: Los Angeles Turf Club Fire Clearance (Oak Tree Meet)

Gentlemen:

David Lugo
Fire Chief

The Arcadia Fire Department, Bureau of Fire Prevention conducted a Fire and Life Safety Inspection of the facilities at Los Angeles Turf Club to be used for the 2005 Oak Tree Meet.

It is requested that this letter be accepted as the report of that inspection. During this inspection no apparent fire or life safety code violations were noted, and all permitted uses may continue.

In accordance with regulations as adopted by the California Horse Racing Board; this letter may be accepted as a fire clearance from this office for the 2005 Oak Tree Racing Meet at Los Angeles Turf Club, Arcadia, California.

Sincerely,

Mark Krikorian
Deputy Fire Marshal

WORKERS COMPENSATION AND EMPLOYERS LIABILITY INSURANCE POLICY

INFORMATION PAGE

WCIRB Co. No.

25461

CLARENDON NATIONAL INSURANCE COMPANY

A Stock Company

7 Times Square

(36th & 37th Floors)

New York, NY 10036

Policy No.

N0030000281-00

Renewal of Policy No.

New

1. The Insured/Mailing Address:

Oak Tree Racing Association
P. O Box 60014
Arcadia, CA 91066-6014

Individual Partnership
 Corporation Other

Insured's I.D. No(s), if applicable

SIC:

Bureau ID: 1592520

FEIN: 95-2573813

Other workplaces not shown above:
See Endorsement WC 04 00 03 (Ed-98)

2. The policy period is from 04/01/2005 to 04/01/2006 12:01 AM Standard Time, at the insured's mailing address.

3. A. Workers Compensation Insurance: Part One of the policy applies to the Workers Compensation Law of the states listed here:
California

B. Employers Liability Insurance: Part Two of the policy applies to the states, if any listed in item 3A: The limits of our liability under Part Two are:
Bodily Injury by Accident \$ 1,000,000 each accident
Bodily Injury by Disease \$ 1,000,000 policy limit
Bodily Injury by Disease \$ 1,000,000 each employee

C. Other States Insurance: Part Three of the policy applies to the states, if any listed here:
All states except states listed in Item 3A and NORTH DAKOTA, OHIO, WASHINGTON, WEST VIRGINIA, WYOMING

This policy includes these endorsements and schedules: WC 00 00 01A, WC 00 00 00A, WC 04 00 04.

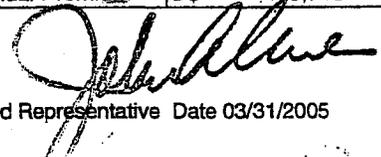
4. The premium for this policy will be determined by our Manuals of Rules, Classifications, Rates and Rating Plans. All information required below is subject to verification and change by audit.

Classifications See Attached Endorsement WC 04 00 05	Code No.	Premium Basis Total Estimated Annual Remuneration	Rate Per \$ 100 of Remuneration	Estimated Annual Premium
Total Class Premium				\$ 337,525
If indicated below, interim adjustments of premium shall be made- <input checked="" type="checkbox"/> Annually <input type="checkbox"/> Semi-Annually <input type="checkbox"/> Quarterly <input type="checkbox"/> Other (Monthly)		Premium for increased Limits Part Two, if applicable		\$ 9,451
		Total Premium Subject to Experience Modification		\$ 346,976
		Premium Modified to Reflect Experience Mod. of .70		\$ 242,883
		Schedule Rating		\$ (53,434)
		Group Discount		\$ 0
		Total Estimated Standard Premium		\$ 189,449
		Premium Discount, if applicable		\$ (21,626)
		Terrorism Risk Act		\$ 1,300
		Total Estimated Premium		\$ 169,123
		Expense Constant		\$ 175
		CA- User Funding Factor	0.004809	\$ 808
		CA-Fraud Asses.	0.000500	\$ 84
		CA-Surcharge	0.020000	\$ 3,360
	Uninsured Employers Asses.	0.000691	\$ 116	
	Subsequent Injury Asses.	0.000259	\$ 44	
Minimum Premium \$2,000	Deposit Premium \$173,710	Total Estimated Annual Premium		\$ 173,710

Name of Producer: Entertainment Brokers International

Servicing Office:
10940 Wilshire Blvd., 17th Floor
Los Angeles, CA 90024

Countersigned By


Authorized Representative Date 03/31/2005

THIS INFORMATION PAGE WITH THE WORKERS COMPENSATION AND EMPLOYERS LIABILITY INSURANCE POLICY AND ENDORSEMENTS, IF ANY, ISSUED TO FORM A PART THEREOF, COMPLETES THE ABOVE NUMBERED POLICY.

HANDICAPPERS

Bob's Card Incorporated Tiffany Bohland 420 S. Rolling Hills Place Anaheim, CA 92807	(CHRB-25A and CHRB-87 on file with CHRB.)
Mr. Toby Turrell (Winners) 14112 Enfield Circle Westminster, CA 92683	(CHRB-25A and CHRB-87 on file with CHRB.)
Baedeker's Incorporated Mr. Robert Baedeker 130 W. El Portal San Clemente, CA 92672	(CHRB-25A and CHRB-87 on file with CHRB.)
Duke Racing Selections c/o Harry Acquarelli 6632 West 87th Street Los Angeles, CA 90045	(CHRB-25A and CHRB-87 on file with CHRB.)
Today's Racing Digest, Inc. Jason Karches 2080 Las Palmas Drive Carlsbad, CA 92009	(Exempt from CHRB-25A and CHRB-87)
Triangle Turf Publications William R. & Karen S. Archer PO Box 871 Del Mar, CA 92014	(CHRB-25A and CHRB-87 on file with CHRB.)

14. ON-TRACK ATTENDANCE/FAN DEVELOPMENT

- A. Describe any promotional plans.
1. **Pincay Day – DVD's of Pincay special for all in attendance**
 2. **Steins – first Saturday**
 3. **Trevor Denman Bobble Head Doll with voice feature – for Thoroughbreds only**
 4. **Sweatshirt on last Saturday for Thoroughbreds who have been in attendance three prior times in current meet.**
 5. **Two Microbrew Festivals**
 6. **Handicapping Challenge – TRA and DRF**
 7. **Family Fun Days (5 during meet)**
 8. **Thoroughbred "Bring a Friend"**
 9. **Cal Cup Thermos**
 10. **Cocktail function for principal representatives of Groups who have reserved space during the meet and all Turf Club Members on September 16. The invitation suggests to current Turf Club Members to bring friends who might be interested in Turf Club Membership. A game including race handicapping will be played, which will allow players to win "play-money". At the end of the evening they can use this play-money to bid on gift items we will provide. Purpose: to increase Turf Club Membership and encourage more than one visit by Groups.**

11. **Mid-Autumn Festival – to attract approximately 500 Asian participants to infield. This program just in the planning stage.**
 12. **Professional Handicappers Challenge – Contest for media handicappers – Standings published weekly. Winner keeps \$1,000 and designates to his or her charity of choice. Focuses attention on which media handicappers are best and believe fans will take note.**
- B. Number of hosts and hostesses employed for meeting:
- **Patron Service Representatives (through Group Sales) 1-4 per day, depending on needs.**
 - **Patron Service Representatives (through Operations) – 4-12 per day, depending on needs.**
 - **Mutuel Hosts & Hostesses – 15 weekdays, 18-20 weekends**
- C. Describe facilities set aside for new fans:
Jim Quinn will hold handicapping seminars adjacent to walking ring on weekends primarily for new fans.
- D. Describe any improvements to the physical facility in advance of the meeting that directly benefit:
1. **Horsemen - Extensive repairs and clean up throughout the stable area.**
 2. **Fans**
 - a) **Seating just East of tunnel will be for Club House ticket buyers. Additional seating to East will be held for Turf Club fans that may want to watch races outdoors rather than in the new Turf Club Dining Room.**
 - b) **Converted John Henry Room to Turf Club Dining Room with new seating at tables with flat screen TV's and 42" plasma TV's throughout the room providing excellent viewing.**
 3. **Facilities in the restricted areas**
Plans are underway for new Equine Hospital on the backside.

15. SCHEDULE OF CHARGES

- A. Proposed charges, note any changes from the previous year:
- | | | |
|------------------------------|---|-----------------------|
| Admission (general) | \$ 5.00 | |
| Admission (clubhouse) | \$ 8.50 | |
| Admission (turf club) | \$ 20.00 | (\$5 increase) |
| Reserved seating (general) | Free | |
| Reserved seating (clubhouse) | \$ 5.00 (Sold on premium days only.) | |
| | \$ 7.50 (Daily box seat, sold every day.) | |
| Parking (general) | \$ 4.00 | |
| Parking (preferred) | \$ 6.00 | |
| Parking (valet) | \$ 10.00 | |
| Programs (on-track) | \$ 2.25 | (.25 increase) |
| (off-track) | \$ 2.25 | |
- B. Describe any "Season Boxes" and "Turf Club Membership" fees:
- Turf Club Season admission: One Card - \$300.00 (Adjusted for 31 race days.)**
Two Cards - \$500.00 (Adjusted for 31 race days.)
- Season Box Seat: \$130.00 per seat (Adjusted for 31 race days.)**
- C. Describe any "package" plans such as combined parking, admission and program: N/A

16. 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 style="width: 50px;" type="text" value="40+"/>
<input checked="" type="checkbox"/>	Showers	<input checked="" type="checkbox"/>	Steam room, sauna or steam cabinets
<input checked="" type="checkbox"/>	Masseur	<input checked="" type="checkbox"/>	Food/beverage service
		<input checked="" type="checkbox"/>	Lounge area
		<input checked="" type="checkbox"/>	Certified platform scale

B. Describe the quarters to be used for female jockeys/drivers:
Same amenities as above including sofas, but in separate quarters. Four corners. They share food and beverage service area.

17. BACKSTRETCH EMPLOYEE HOUSING

- A. Inspection of backstretch housing will be completed 30 days prior to the start of the meet by CHRB Investigator Chris Loop.
- B. Number of rooms used for housing on the backstretch of the racetrack: **445+**
- C. Number of restrooms available on the backstretch of the racetrack:
29 Restrooms (116 toilets, 99 lavatories, 45 urinals, 64 showers)
- D. Estimated ratio of restroom facilities to the number of backstretch personnel: **47**

18. TRACK SAFETY

- A. Total distance of the racecourse - measured from the finish line counterclockwise (3' from the inner railing) back to the finish line: 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.
Metal gooseneck with sheet metal covering. Total rail height ranges from 38-42 inches.
- C. Name of the person responsible for supervision of the maintenance of the racetrack safety standards pursuant to CHRB Rule 1474: **Steve Guise, Director of Facility & Grounds**
- D. Attach a Track Safety Maintenance Program pursuant to CHRB Rule 1474. **On file with CHRB.**
- 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. **N/A**

19. 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 horseman's agreement pursuant to CHRB Rule 2044.

On file with CHRB.

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).

On file with the CHRB Board.

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.

20. 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.

S.C. Chillingworth
Print Name
Exec. Vice Pres
6/22/05
Print Title

[Signature]
Signature
6/22/05
Date

STAFF ANALYSIS
August 18, 2005

Issue: APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING OF THE FRESNO DISTRICT FAIR AT FRESNO OCTOBER 5, 2005 THROUGH OCTOBER 16, 2005.

- Fresno District Fair filed its application to conduct a horse racing meeting at Fresno:
- October 5 through October 16, 2005, or 11 days, one more than 2004. Allocated 11 race days in 2004 but were unable to race one day due to weather conditions. They propose to race a total of 92 races, one more than 2004.

October - 2005						
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
23/30	24/31	25	26	27	28	29

- Racing 5 days the first week and 6 days the second week with 8 races per day Monday, Wednesday, Thursday and Friday, 9 Saturday and 9 Sunday.
 - Number of horses available determines the number of daily races programmed by breed.
 - No racing Tuesday, October 11.
- First post 12:37 p.m. Saturday and Sunday, 1:30 p.m. Friday and 1:15 p.m. Monday, Wednesday and Thursday.
- Specific changes from the 2004 license application:
 - Dolores Collins replaces Wilda Lucas as clerk of the course for thoroughbreds, Danny Winick replaces Joe Gibson as patrol judge and Jim Burns replaces James Dreyer as assistant racing secretary.
 - New - offering \$5 general admission for child and \$7 for seniors and \$10 chance lot parking.
 - Preferred parking increased from \$6 to \$7.
 - Number of usable stalls available at the track increased from 700 to 780.
 - 10 races on Friday and Saturday in 2004.
 - 12:45 p.m. post Friday and 1:37 p.m. Monday, Wednesday and Thursday in 2004.
- Request Darrell Sparks be appointed horse identifier pursuant to CHRB Rule 1525.
- Track safety requirements have been fulfilled.
- Wagering program will use CHRB rules.
 - Early wagering will not be offered.
 - A 10 cent superfecta will be offered.

- Simulcasting conducted with other out-of-state racing jurisdictions pursuant to Business and Professions Code Section 19602; and with authorized locations throughout California.

RECOMMENDATION:

Staff recommends the Board approve the application.

Application is hereby made to the California Horse Racing Board (CHRB) for a license to conduct a horse racing meeting of a California fair as authorized by Article 6.5 of the California Business and Professions (B&P) Code, Chapter 4, Division 8, Horse Racing Law, and in accordance with applicable provisions and the California Code of Regulations, Title 4, Division 4, CHRB Rules and Regulations.

1. APPLICANT FAIR ASSOCIATION

A. Name, mailing address, telephone and fax numbers of fair:

21st District Agricultural Association,
The Big Fresno Fair
1121 South Chance Avenue,
Fresno, Ca. 93702
(559) 650-3247; FAX (559) 650-3226

B. Fair association is a: District Fair County Fair Citrus Fruit Fair
 California Exposition and State Fair Other qualified fair

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 RACE MEETING

A. Inclusive dates of race meeting: **October 5, 6, 7, 8, 9, 10, 12, 13, 14, 15, 16, 2005**

B. Dates racing will NOT be held: **Tuesday, October 11, 2005**

C. Total number of racing days: **11 Days**

3. RACING PROGRAM

A. Total number of races: **92**

B. Number of races by breed:

<input type="text" value="57"/>	Thoroughbreds	<input type="text" value="10"/>	Quarter Horses	<input type="text" value="4"/>	Appaloosas
<input type="text" value="10"/>	Arabians	<input type="text" value="0"/>	Paints	<input type="text" value="11"/>	Mules

C. Number of races daily: **Monday/Wednesday/Thursday/Friday - 8 Races**
Saturday 8 to 9 Races; Sunday 9 to 10 Races

CHRB CERTIFICATION

Application received: 7/1/05
Reviewed: PN

Hearing date: 8/18/05
Approved date:
License Number:

	1st	2 nd			1st	2 nd	1 st	2 nd	1 st	2 nd	1 st	2 nd
	Sun	Sun.	Monday	Tues.	Wed.	Wed.	Thurs.	Thurs.	Fri.	Fri.	Sat.	Sat.
Thoroughbred	6	7	5		4	7	4	5	5	4	5	5
Other Breeds	3	3	3		4	1	4	3	3	4	3	4
Total	9	10	8		8	8	8	8	8	8	8	9

D. Total number of stakes races by breed:

Thoroughbreds Quarter Horses Appaloosas
 Arabians Paints Mules

E. Attach a listing of all stakes races and indicate the date to be run and the added money or guaranteed purse for each.

Sunday, October 16, 2005 Arabians, 3 Years Old & Up 1 1/16 Miles	KCuch Jedah Stakes 8 th Running	\$ 12,000 Guaranteed Noms Close 10/10/05 (Includes \$2,000 ARAC)
Sunday, October 9, 2005 Mules, 3 Years Old & Up 350 Yards	AMRA World Championship Futurity	\$ 10,000 Guaranteed Noms Close 10/9/05
Friday, October 7, 2005 Arabians, 3 Years Old & Up Six Furlongs	California ARC Gold Cup	\$ 12,000 Guaranteed (Includes \$2,000 from ARAC) Noms Close 10/2/05
Sunday, October 16, 2005 Quarter Horses, Two Years Old 400 Yards	Fresno Quarter Horse Futurity 12 th Running	\$ 10,000 Guaranteed Noms Close 10/10/05
Sunday, October 16, 2005 Mules, 3 Years Old & Up 440 Yards	Fresno AMRA Gold Cup 11 th Running	\$ 10,000 Guaranteed Noms Close 10/9/05

OVERNIGHT STAKES SCHEDULE

Sunday, October 16, 2005 Thoroughbreds, 3 Years Old & Up One Mile	Bulldog Stakes 14 th Running	\$ 50,000 Guaranteed Noms Close 10/10/05 12 Noon
Thursday, October 13, 2005 Thoroughbreds, Six Furlongs, 2 Years Old	The Harvest Futurity 2 nd Running	\$ 40,000 Guaranteed Noms Close 10/6/05 12 Noon

F. 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:

G. List all post times for the daily racing program:

	MON/WED/THURS	FRIDAYS	SATURDAYS	SUNDAYS
1 st	1:15 p.m.	1:30 p.m.	12:37 p.m.	12:37 p.m.
2 nd	1:45 p.m.	2:00 p.m.	1:07 p.m.	1:07 p.m.

3 rd	2:15 p.m.	2:30 p.m.	1:37 p.m.	1:37 p.m.
4 th	2:45 p.m.	3:00 p.m.	2:07 p.m.	2:07 p.m.
5 th	3:15 p.m.	3:30 p.m.	2:37 p.m.	2:37 p.m.
6 th	3:45 p.m.	4:00 p.m.	3:07 p.m.	3:07 p.m.
7 th	4:15 p.m.	4:30 p.m.	3:37 p.m.	3:37 p.m.
8 th	4:45 p.m.	5:00 p.m.	4:07 p.m.	4:07 p.m.
9 th			4:37 p.m.	4:37 p.m.
10 th				5:07 p.m.

With the approval of the Board, the Big Fresno Fair will set its post times in a manner that will enhance the California racing product from Santa Anita and Bay Meadows.

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.

4. FAIR ASSOCIATION

A. Names of the Fair Directors:

- | | |
|-------------------------------------|--|
| Jack Hall, President | Debbie Jacobsen, Vice-President |
| Linda Mae Balakian-Hunsucker | Allen M. Rush |
| Joseph De Los Santos | Larry Serpa |
| Ardie Der Manouel | Wangyee Vang |
| | David C. Yancey |

B. Names of the directors serving on the Racing Committee or otherwise responsible for the conduct of the racing program:

Chief Executive Officer John C. Alkire; Director Ardie Der Manouel

C. Name and title of the fair manager or executive officer and the names and titles of all department managers and fair staff, other than those listed in 9B, who will be listed in the official program:

- | | |
|--|---|
| John C. Alkire, CEO | Stacy Rianda, Deputy Manager II |
| Richard Horner, Pari-Mutuel Manager | Anita Ortega, Stable Superintendent |
| Steve Wood, Track Foreman | Chuck George, Track Foreman |
| Daniel White, Satellite Supervisor | Dan Brantley, Maintenance Supervisor |

5. PURSE PROGRAM

A. Purse distribution:

1. All races other than stakes:

Current meet estimate:	\$565,100
Prior meet actual:	\$583,000

2. Overnight stakes:

Current meet estimate:	\$90,000
Prior meet actual:	\$30,000 for Harvest Futurity; Bulldog Stakes Race scheduled for Sunday, 10/17/2004 but horse racing was cancelled due to rain.

- 3. Non-overnight stakes:
 - Current meet estimate: **\$50,000**
 - Prior meet actual: **\$30,000**

- B. Funds to be generated for all California-bred incentive awards:
 - Current meet estimate: **\$20,200**
 - Prior meet actual: **\$ 9,000**

- C. Payment to each recognized horsemen's organization contracting with the fair:

Current meet estimate:	Prior meet actual:
CTT \$1,963	\$1,645
TOC \$3,927	\$3,290
NTRA \$5,486	\$5,756
PCQHRA \$ 948	\$ 895
CWAR \$1,433	\$1,209
ARAC \$7,723	\$6,001
AMRA \$4,812	\$4,800
CHBPAPEN \$5,890	\$4,935
CTHF <u>\$5,890</u>	<u>\$4,935</u>
Total \$38,072	Total \$33,466

- D. Amount from **all sources** to be distributed at the meeting in the form of purses or other benefits to horsemen (5A+5B+5C):
 - Current meet estimate: **\$763,372**
 - Prior meet actual: **\$685,466**

- E. Purse funds to be generated from on-track handle and intrastate off-track handle:
 - Current meet estimate: **\$465,000**
 - Prior meet actual: **\$375,263**

- F. Purse funds to be generated from interstate handle:
 - Current meet estimate: **\$145,000**
 - Prior meet actual: **\$ -0-**

- G. Bank and account number for the Paymaster of Purses' purse account:
West America Bank – Account #0601064512 (CARF)

- H. Name, address and telephone number of the pari-mutuel audit firm engaged for the meeting:
Disher Accountancy Corp., 1816 Maryal Drive, Sacramento, Ca. 95864, (916) 482-4224

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 fair 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 fair 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 fair 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 fair is entitled thereafter 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 fair 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 fair 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: **780**
- B. Minimum number of stalls believed necessary for the meeting: **780**
- C. Total number of usable stalls to be made available off-site at approved auxiliary stabling areas or approved training centers: **None**
- D. Name and location of each off-site auxiliary stabling area and the number of stalls to be maintained at each site: **N/A**
- E. Attach each contract or agreement between the fair and the person(s) furnishing off-site stabling accommodations for eligible racehorses that cannot be provided stabling on-site. **N/A**

Complete subsections F through I if the fair 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: **1,037**
- G. Estimated cost to provide **off-site** stalls for this meeting. Show cost per-day per stall: **N/A**
- H. Estimated cost to provide **vanning** from off-site stalls for this meeting. Show fees to be paid for vanning **per-horse**: **N/A**

7. PARI-MUTUEL WAGERING PROGRAM

- A. Pursuant to B&P Code Section 19599, and with the approval of the CHRB, fairs 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), PK3 for pick three, PK4 for select four, PNP for pick (n) pool, PPN for place pick (n), Q for quinella, SF for superfecta, and TRI for trifecta, and US for unlimited sweepstakes (pick 9).

TYPE OF WAGERS	APPLICABLE RULES
Example Race \$1 E; \$1 Double	CHRB #1959; RCI #VE
Exacta (E)	CHRB #1959
Quinella (Q)	CHRB #1958
Pick 3 (PK3)	CHRB #1977
Daily Double (DD)	CHRB #1957
Trifecta (TRI)	CHRB #1979
Superfecta (SF)	CHRB #1979.1
Place Pick (n) Pool (PPN)	CHRB #1976.8
Pick (n) Pool (PNP)	CHRB #1976.9

Race #1	\$1 E, \$1 PK3, \$1 PNP, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	
Race #2	\$1 E, \$1 PK3, \$1 PNP, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	
Race #3	\$1 E, \$1 PK3, \$1 PNP, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	
Race #4	\$1 E, \$1 PK3, \$1 PNP, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	
Race #5	\$1 E, \$1 PK3, \$1 PNP, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	\$1 PNP for 8 Race Program
Race #6	\$1 E, \$1 PK3, \$1 PNP, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	\$1 PNP for 9 Race Program
Race #7	\$1 E, \$1 PK3, \$1 PNP, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	\$1 PNP for 10 Race Program
Race #8	\$1 E, \$1 PK 3, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	No DD on 8 Race Program
Race #9	\$1 E, \$1 TRI, \$2 Q, \$2 DD, \$.10 SF	
Race #10	\$1 E, \$1 TRI \$2 Q, \$.10 SF	

- B. Maximum carryover pool to be allowed to accumulate before its distribution OR the date(s) designated for distribution of the carryover pool: **Last day of race meet, October 16, 2005**
- C. List any options requested with regard to exotic wagering:
\$1 PNP when applicable; and \$.10 SF when applicable.
- D. Will "advance" or "early bird" wagering be offered? Yes No
If yes, when will such wagering begin:
- E. Type(s) of pari-mutuel or totalizator equipment to be used by the fair and the simulcast organization, the name of the person(s) supplying equipment, and expiration date of the service contract:
Scientific Games Racing (Autotote), David Payton, September 30, 2005

8. SIMULCAST WAGERING PROGRAM

- A. Simulcast organization engaged by the fair to conduct simulcast wagering:
**California Authority of Racing Fairs;
Northern California Off-Track Wagering, Inc. (NOTWINC)**
- B. Attach the agreement between the fair and simulcast organization permitting the organization to use the fair'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 fair proposes to offer its live audiovisual signal:
All California Facilities authorized to accept the signal.
- D. Out-of-state wagering systems the fair proposes to offer its live audiovisual signal: **Attached**
- E. Out-of-state wagering systems that will combine their pari-mutuel pools with those of the fair:
Attached
- F. List the host tracks from which the fair 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":
Attached

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).

2005 Northern California Racing Fairs - Simulcast Department

8. SIMULCAST WAGERING PROGRAM

- D. Out-of-state wagering systems the fair proposed to offer its live audiovisual signal.
- E. Out of-state wagering systems that will combine their pari-mutuel pools with those of the fair.

Prepared:4/15/05

Separate:

Caliente (MIR)	CA
Caymanas Park	JAM
Fraser Downs	CAN
Hastings Entertainment Inc.	BC
Las Vegas Dissemination Co.	NV
Stevenson & Associates, Inc.	MD
Teletheatre BC	CA
Woodbine Entertainment Group	CAN

Commingled:

America Tab	OH
AmWest Entertainment	KY
Arapahoe Park	CO
Arlington International Racecourse	IL
Atlantic City Casino Assn.	NJ
Atlantic City Race Course	NJ
Atlantis Paradise Island Casino	FL
Atokad Downs	NE
Balmoral Park / Maywood	IL
Beulah Park	OH
Birmingham Race Course	AL
Blue Ribbon Downs	OK
Bluffs Run Greyhound Park & Casino	IA
Boyd Gaming, dba Delta Downs	LA
Buffalo Trotting Association	NY
Calder Race Course	FL
Canterbury Park	MN
Capital District OTB	NY
Capitol Sports Pty Ltd.	AUS
Catskill OTB	NY
Charles Town Races	WV
Choctaw Racing Services, LLC	OK
Churchill Downs	KY
Coeur d' Alene Casino	ID
Coeur d' Alene Casino Phone	ID
Coeur d' Alene Greyhound Park	ID
Colonial Downs	VA
Columbus Races	NE
Comanche Nation Games	OK
Connecticut OTB	CT
Corpus Christi Greyhound Race Track	TX
Crystal Palace Casino	BAH
Dairyland Greyhound Park	WI
Delaware Park	DE
Dover Downs	DE
Downs at Albuquerque	NM
Ellis Park	KY
Emerald Downs	WA
Equus St Thomas Racing	VI
Euro Off Track	FL
European Simulco AKA MEC Sport & Entertainment	CA
Evangeline Downs	LA

Excelsior Casino	AR
Fair Grounds Race Course	LA
Fair Meadows at Tulsa	OK
Fairmount Park	IL
Finger Lakes Race Track	NY
Fire Lakes	OK
Fonner Park	NE
Freehold Raceway	NJ
Geneva Lakes Kennel Club	WI
Gillespie County Fair Race Meet	TX
Great Lakes Downs	MI
Gulf Greyhound Park	TX
Gulf Greyhound Park @ Post Falls	ID
Gulfstream Park	FL
Harrington Raceway AKA Midway Slots	DE
Hawthorne National LLC	IL
Hazel Park	MI
Hinsdale Greyhound Park	NH
Hoosier Park	IN
Horsemen's Park	NE
Indiana Downs	IN
International All Sports	OH
International Wagering Systems, Inc.	CA
Jackson Harness Raceway	MI
Keeneland Association	KY
Kentucky OTB	KY
LVDC Atlantis Paradise Island Casino, Bahamas	NV
LVDC Cities of Gold Sports Bar (Pojoaque), NM	NV
LVDC Comanche Nation Games, OK	NV
LVDC Elite Turf Club, Curacao	NV
LVDC Fire Lakes Entertainment	NV
LVDC Foxwoods Resorts Casino, CT	NV
LVDC Holiday Beach, Curacao	NV
LVDC Meskwaki Bingo & Casino, IA	NV
LVDC Red River Casino, OK	NV
LVDC Spirit Mountain Casino, OR	NV
LVDC The Stables, OK	NV
LVDC Tonkawa Bingo, OK	NV
Lebanon Raceway	OH
Les Bois Park Simulcast Network	ID
Lewiston Raceways, Inc.	ME
Lien Games, Inc.	ND
Lincoln Greyhound Park	RI
Lone Star Race Park Ltd.	TX
Louisiana Downs (Harrah's)	LA
Manor Downs	TX
Maryland Jockey Club	MD
Midway Slots & Simulcast/Harrington Raceway	DE
Montana Simulcast Partners	MT
Monticello Raceway	NY
Mount Pleasant Meadows	MI
Mountaineer Park	WV
Nassau/Suffolk OTB	NY
Nevada Pari-Mutuel Association	NV
New Jersey Sports & Exposition Authority	NJ
New York City Off-Track Betting	NY
New York Racing Association	NY
Newport Jai-Alai	RH
Northfield Park	OH
Northville Downs	MI
Oaklawn Park	AR
Ocean Downs	MD
Penn National Race Course	PA
Philadelphia Park	PA
Plainridge Race Course	MA
Pocono Downs	PA

Portland Meadows	OR
Prairie Meadows	IA
Raceway Park	OH
Racing & Gaming Services, Inc.	WI
Remington Park	OK
Retama Park	TX
River Downs	OH
Rockingham Park	NH
Rosecroft Raceway	MD
Royal River Racing (Bettor Racing OTB)	ID
Ruidoso Downs	NM
Saginaw Harness Raceway	MI
Sam Houston Race Park, LTD	TX
Saratoga Raceway	NY
Scarborough Downs	ME
Scioto Downs	OH
Seabrook Greyhound	NH
Southland Greyhound Park	AR
Sports Creek Raceway	MI
State Fair Park	NE
Stevenson & Associates, Inc. (Common)	MD
Stevenson & Associates, Inc., Books	MD
Suffolk Downs	MA
Suffolk Downs OTB	MA
Sunland Park	NM
SunRay Park	NE
Tampa Bay Downs	FL
The Greyhound Park at Post Falls	ID
The Meadows	PA
The Racing Channel, Inc. (Domestic)	OR
The Racing Network International, Inc.	OR
The Texas Hub at Gulf Greyhound	TX
Thistledown Racing	OH
Tri-State Racetrack & Gaming Center	WV
Turf Paradise	AZ
Turfway Park	KY
TVG Network	CA
U.S. Off Track, LLC	FL
Valley Greyhound Park (Sam Houston site)	TX
Vernon Downs	NY
Western Regional OTB	NY
Wheeling Downs	WV
Wichita Greyhound Park	KS
Wonderland Greyhound Park	MA
Woodlands	KS
Wyoming Downs Rodeo Events, LLC dba PONYUPBET	WY
Wyoming OTB	WY
XpressBet, Inc	CA
Yavapai	AZ
Yonkers Raceway	NY
Youbet	CA
Zia Park Racetrack	NM

2005 Northern California Racing Fairs

8. SIMULCAST WAGERING PROGRAM

- F. List the host tracks from which the fair 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":

THOROUGHBRED SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or Selected Feature and/or Stakes Races
Arlington Park	6/15 - 9/18/05	Full or Partial Cards
Assiniboia Downs	6/15 - 10/16/05	Full or Partial Cards
Australia	6/15 - 10/16/05	Full or Partial Cards
Calder	6/15 - 10/16/05	Full or Partial Cards
Canterbury Park	6/15 - 9/5/05	Full or Partial Cards
Churchill Downs	6/15 - 7/10/05	Full or Partial Cards
Delaware Park	6/15 - 10/16/05	Full or Partial Cards
Ellis Park	7/13 - 9/5/05	Full or Partial Cards
Fort Erie	6/15 - 10/16/05	Full or Partial Cards
Hastings Park	6/15 - 10/16/05	Full or Partial Cards
Hawthorne	9/23 - 10/16/05	Full or Partial Cards
Hoosier Park	6/15 - 10/16/05	Full or Partial Card
Laurel Park	8/10 - 8/26/05	Full or Partial Cards
Lone Star	6/15 - 7/17/05	Full or Partial Cards
Louisiana Downs	6/15 - 10/16/05	Full or Partial Cards
Meadowlands	9/30 - 10/16/05	Full or Partial Cards
Monmouth Park	6/15 - 10/16/05	Full or Partial Cards
Northlands Park	6/15 - 10/16/05	Full or Partial Cards
NYRA	6/15 - 10/16/05	Full or Partial Cards
Penn National	6/15 - 10/16/05	Full or Partial Cards
Philadelphia Park	6/15 - 10/16/05	Full or Partial Cards
Pimlico	9/8 - 10/16/05	Full or Partial Cards
Prairie Meadows	6/15 - 10/16/05	Full or Partial Cards
Remington Park	8/5 - 10/16/05	Full or Partial Cards
Suffolk Downs	6/15 - 10/16/05	Full or Partial Cards
Thistledown	6/15 - 10/16/05	Full or Partial Cards
Timonium	8/27 - 10/16/05	Full or Partial Cards
Turfway Park	9/7 - 10/16/05	Full or Partial Cards
Woodbine	6/15 - 10/16/05	Full or Partial Cards

THOROUGHBRED SIMULCAST RACES TO BE IMPORTED

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

- G. List imported simulcast races the fair plans to receive during the racing meeting 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:
N/A

OTHER BREED SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Breed of Horse	Race Dates	Number of Races to be Imported
--------------------	----------------	------------	--------------------------------

- H. 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 and 19596.3, attach a copy showing agreement by the appropriate racing association(s). N/A

NOTICE TO APPLICANT: All interstate wagering to be conducted by a fair 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 a fair is subject to the provisions 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 fair shall pay to the simulcast organization within 3 calendar days following the closing of wagering for each 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 fair shall pay to its Paymaster of Purses' account within three (3) calendar days following the closing of wagering for each 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. RACING OFFICIALS, OFFICIALS, AND OFFICIATING EQUIPMENT

- A. Racing officials nominated:

Association Veterinarian(s)	Dr. Gary Beck – DVM Track Fitness Veterinarian
Clerk of Scales	Fred Alexander
Clerk of the Course TB	Dolores Collins
EB	Dolores Collins
Film Specialist	Danny Winick
Horse Identifier	Darrell Sparks
Horseshoe Inspector	Duke Bonde
Patrol Judge	Danny Winick
Paddock Judge/Patrol Judge	Matt Nichols
Placing Judges	Charla Dreyer
Starter	Robert Mooneyhan
Timer	Melody Truitt

- B. Management officials in the racing department:

Director of Racing	Daniel White
Racing Secretary	Zachary Soto
Assistant Racing Secretary	Jim Burns
Paymaster of Purses	Victoria Layne
Others (identify by name and title)	

- C. Name, address and telephone number of the reporter employed to record and prepare transcripts of hearings conducted by the stewards:

Esquire Deposition Services, 516 W. Shaw, Suite 200, Fresno, Ca. 93704 (559) 261-2324

- 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 Corporation USA, Bill O'Brien Expires 12/07/07
- 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. Specify the number and location of cameras for dirt and turf tracks.
Pegasus Communications, Inc., Jim Porep, April 30, 2008
Equipment Description: 5 cameras - (3 towers, 1 pan, 1 hand-held)
- 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:
Permanently installed system-laser, Pegasus Communications, Inc., Jim Porep, April 30, 2008

10. SECURITY CONTROLS

- A. Name and title of the person responsible for security controls on the premises. Include an organizational chart of the security department and a list of the names of security personnel and contact telephone numbers. **Daniel White, Director of Racing**
- B. Estimated number of security guards, gatemen, patrolmen or others to be engaged in security tasks on a regular full-time basis:
Grandstand Security Guards – 4 Security Guards plus 2 Fresno Police Department Officers. Stable Gate Area Security Guards, 6 Gatemen; 2 Stable Area Patrol; and 4 Security Guards.

SEE ATTACHED CARF PLAN:

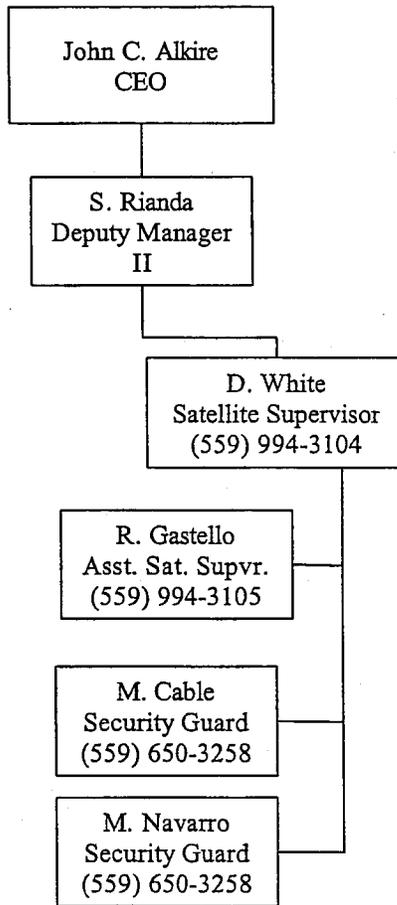
1. Attach a written plan for enhanced security for graded/stakes races, and races of 100,000 or more, to include the number of security guards in the restricted areas during a 24-hour period and a plan for detention barns.
 2. Detention Barns:
 - A. Attach a plan for use of graded stakes or overnight races.
 - B. Number of security guards in the detention barn area during a 24-hour period.
 - C. Describe number and location of surveillance cameras in detention barn area.
 3. TCO2 Testing:
 - A. Number of races to be tested and number of horses entered in each race to be tested.
 - B. Plan for enhanced surveillance for trainers with high-test results.
 - C. Plan for detention barns for repeat offenders.
 - D. Number of security personnel assigned to the TCO2 program.
- C. Describe the electronic security system.
1. Location and number of video surveillance cameras for the detention barn and stable gate.
Will work with CARF to provide cameras for the detention barn and will conduct random, security patrols throughout the barn areas in conjunction with CHRB investigators.

11. EMERGENCY SERVICES

- A. Name, address and emergency telephone number of the ambulance service to be used during workouts and the running of the races:
American Ambulance, 2911 E. Tulare Street, Fresno, CA 93721, (559) 443-5900



**21st District Agricultural Association
The Big Fresno Fair**





a California joint powers agency

1776 Tribute Road, Suite 150
Sacramento, California 95815
Office: 916.927.7223 • Fax: 916.263.3341
www.racingfairs.org

Member Fairs

ALAMEDA COUNTY FAIR
Pleasanton, CA
ANTELOPE VALLEY FAIR
Lancaster, CA
CALIFORNIA-STATE FAIR
Sacramento, CA
DEL MAR FAIR
Del Mar, CA
EARL WARREN SHOWGROUNDS
Santa Barbara, CA
FARMERS FAIR & EXPOSITION
Perris, CA
THE BIG FRESNO FAIR
Fresno, CA
HUMBOLDT COUNTY FAIR
Ferndale, CA
KERN COUNTY FAIR
Bakersfield, CA
MONTEREY COUNTY FAIR
Monterey, CA
NATIONAL DATE FESTIVAL
Indio, CA
NATIONAL ORANGE SHOW
San Bernardino, CA
REDWOOD ACRES FAIR
Eureka, CA
SAN BERNARDINO COUNTY FAIR
Victorville, CA
SAN JOAQUIN COUNTY FAIR
Stockton, CA
SAN MATEO COUNTY FAIR
San Mateo, CA
SANTA BARBARA COUNTY FAIR
Santa Maria, CA
SHASTA DISTRICT FAIR
Anderson, CA
SOLANO COUNTY FAIR
Vallejo, CA
SONOMA COUNTY FAIR
Santa Rosa, CA
STANISLAUS COUNTY FAIR
Turlock, CA
TULARE COUNTY FAIR
Tulare, CA
VENTURA COUNTY FAIR
Ventura, CA

May 12, 2005

Ms. Ingrid Fermin, Executive Director
California Horse Racing Board
1010 Hurley Way
Sacramento, CA 95815

Dear Ingrid,

Please consider this letter an attachment to the 2005 License Applications for San Joaquin Fair, Alameda County Fair, Solano County Fair, Sonoma County Fair, Humboldt County Fair and the Fresno District Fair.

Total Carbon Dioxide (TCO2) Testing

On behalf of its member Fairs listed above, California Authority of Racing Fairs (CARF) will manage a program of TCO2 testing for all Thoroughbred starters and for starters of other breeds as the Board may specify. CARF intends to enter into an agreement with the Maddy Equine Analytical Chemistry Laboratory at the University of California at Davis to perform the actual blood testing. We are presently in discussion with Dr. Scott Stanley as to the particulars of that agreement.

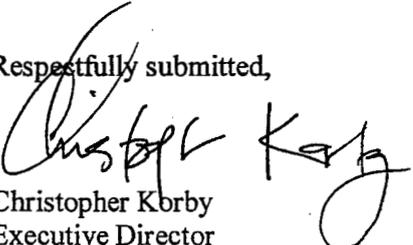
Our testing program will be consistent with TCO2 testing currently conducted by other racing associations in the state. Please find attached to this letter an excerpt of our Agreement with Thoroughbred Owners of California (TOC) pertaining to this program.

Detention Stalls

Each Fair above will designate detention stalls sufficient to stable horses subject to confinement or to "earned surveillance" as specified in the Agreement with TOC. A video surveillance system will be installed to record activities in the area of the detention stalls. At management's discretion, security personnel may be posted to monitor horses in detention. Costs of detention, including, but not limited to, \$150.00 for security and \$25.00 for stall renovation per horse/entrant will be borne by the trainer or owner of such a horse.

Thank you for your consideration.

Respectfully submitted,


Christopher Korby
Executive Director

*Excerpt from CARF-TOC Agreement
Pertaining to TCO₂ Testing and Consequences
For Infractions*

8.15. Track is entitled to perform physiological tests consisting of the taking of blood samples from owners' horses entered in races to be conducted at the 2005 Meet. It is the understanding of the parties that such samples will be tested for bicarbonate levels. Trainers of horses showing a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, and owners' horses within their control, will be subject to the following:

A. 1st Offense – For the first test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse may have his/her barn, and all owners' horses stabled therein, subject to “earned surveillance” for a period of 45 days from the date of the infraction. Such earned surveillance will be conducted at TRACK's sole discretion, and may include, but not be limited to, the placing of surveillance cameras with recording devices in any location within that barn that Track deems necessary and appropriate to ensure the integrity of racing. Additionally, owners' horses entered by said trainer anytime within a period of 30 days after notification of the first offense, may be subject to confinement in a detention barn beginning at noon on the day before said horse is scheduled to compete. Such detention barn will be established at management's sole discretion, with the costs of such detention/surveillance including, but not limited to, \$150.00 for security and \$25.00 for stall renovation per horse/entrant, being born by the trainer or owner of such horse.

B. 2nd Offense – For the second test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse shall be prohibited from entering any owners' horse within his/her care in a race for a period of 15 race days.

C. 3rd Offense – For the third test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse shall be expelled from TRACK's enclosure for a period of one year, and shall further be precluded from entering any owners' horses within his care for the balance of Track's 2005 Meet.

The parties further acknowledge and agree that the balance, or a portion thereof, of any penalties imposed by another licensed California Thoroughbred racing association, pursuant to contract provisions similar to those contained herein in Subsections A through C, shall be recognized and enforced by TRACK at its 2005 meet. For the purpose of this Section, said penalties are deemed to be cumulative, and shall be enforced as if any prior elevated TCO₂ test or tests had occurred at TRACK's 2005 meet. Accordingly, any subsequent offense penalty imposed by TRACK pursuant to Subsections B and/or C may, in its discretion, include and be based upon a violation of similar contractual provisions at any other meet conducted by a licensed California Thoroughbred racing association.

- B. Name, address and emergency telephone number of the ambulance service to be used during workouts at auxiliary sites: **None**
- C. Attach a fire clearance from the fire authority having jurisdiction over the premises.
Fire Marshall is scheduled to inspect Fresno Fair's portable horse stalls September 20th, 2005.
- D. 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 that secures the liability of the fair for payment of workers' compensation. **Attached**

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:

C & C Concessions, Inc.
Charles A. Giordano, President
P. O. Box 1651
Ontario, Ca. 91762
(909) 816-7052

Speeda Sound
Mike King
5617 W. San Madele
Fresno, Ca. 93722

Winner's Circle Restaurant (Café)
Don Fowler
1100 Howe Avenue, #450
Sacramento, Ca. 95825

Bob's Card, Inc. (Tip Sheets)
Tiffany Bohland
420 S. Rolling Hill Place
Anaheim Hills, Ca. 92807

Cal Horse (Tip Sheets)
Rick Harris
26807 Proveda
Mission Viejo, Ca. 92691

Photos by Frank (Winner's Circle Photos)
Patricia Visco
5024 Katella #124
Los Alamitos, Ca. 90720

Silver Bar Leasing (Portable Stalls)
2445 S. Fruit
Fresno, Ca. 93706

United Puett Start Gate (Starting Gate)
1 Sound View Loop
South Salem, NY 10590

Bailey Mobile Laundry (Jockeys Laundry)
Frances Lorene Dutton
1129 Avenida Sevilla #7-B
Walnut Creek, Ca. 94595-3741

Daily Racing Form
100 Broadway
New York, NY 10005

NOTWINC (Armored Car Service)
11875 Dublin Blvd.
Dublin, Ca. 94568

13. ON-TRACK ATTENDANCE/FAN DEVELOPMENT changes made to this section

- A. Describe any promotional plans:
All dedicated horse racing television spots are run on local television stations and cable and promotions of the Fresno Fair's Race Meet will also be included in radio spots and all of our publicity materials.
- B. Number of hosts and hostesses employed for meeting: **6**



March 16, 2005

To: California Horse Racing Board (CHRB)
Attn: Pat Noble
1010 Hurley Way, Suite 300
Sacramento, CA 95825

Re: Big Fresno Fair/21st DAA
1121 S. Chance Avenue
Fresno, CA 93702

Please be advised that the Big Fresno Fair/21st DAA is a member of the California Fair Services Authority (CFSA), and participates in the following self-insurance and loss pooling programs which are administered by CFSA:

I. COMPREHENSIVE GENERAL LIABILITY PROGRAM

Limit \$10 million CSL per occurrence
Coverage continuous until cancelled

II. WORKERS' COMPENSATION AND EMPLOYERS' LIABILITY

- A. Primary Coverage \$500,000 self-insured retention California Fair Services Authority
Coverage continuous until cancelled
- B. Excess Coverage (a) Workers' Compensation: \$50,000,000 in excess of \$500,000
(b) Employers' Liability: \$10,000,000 in excess of \$500,000
Coverage provided by California Public Entity Insurance Authority
Term: 07/01/2004 to 07/01/2005

CFSA represents to CHRB that within the above limits, terms and provisions of the coverage stated, to the extent provided by law, CFSA will provide defense, payment, and indemnification on loss funding in accordance with the terms of the contractual assumption of the Big Fresno Fair/21st DAA as set forth in CHRB's "Insurance Requirements".

You will be given at least thirty (30) days notice of any change in the foregoing information. We trust that this commitment will satisfy your insurance requirements.

Please feel free to contact this office on all matters including possible claims.

Sincerely,

Lianne Lewellen
Risk Analyst

16. BACKSTRETCH EMPLOYEE HOUSING

- A. Inspection of backstretch housing will be completed 30 days prior to the start of the fair by CHRB Investigator Martin Snezek.
- B. Number of rooms used for housing on the backstretch of the racetrack:
106 tack rooms, a possible 54 to be used for housing
- C. Number of restrooms available on the backstretch of the racetrack:
Four trailers – two, 48-foot restroom trailers with five restrooms each available for both men and women; and two, 28-foot shower trailers with four showers and 1 restroom each available for both men and women.
- D. Estimated ratio of restrooms to the number of backstretch personnel:
**1 – Receiving Barn; 58 in RV Trailer Park; 3 Portable Toilets (2 @ Gate #10; 1 @ Gap);
1 – Racing Secretary's Office; 2 in Winner's Circle Cafe.**

17. TRACK SAFETY

- A. Total distance of the racecourse - measured from the finish line counterclockwise (3' from the inner railing) back to the finish line: **Approximately 5,129 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.
Inner rail, metal (powder coated); outer rail, metal, aluminum & galvanized chain link; inner rail supports, metal gooseneck; inner rail top shield is made of sheet metal; shield is 39" above the track surface.
- C. Name of the person responsible for supervision of the maintenance of the racetrack safety standards pursuant to CHRB Rule 1474: **Track Masters, Inc., Steve Wood**
- D. Attach a Track Safety Maintenance Program pursuant to CHRB Rule 1474. **On file**
- E. If the fair 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. **N/A**

18. DECLARATIONS

- A. All labor agreements, concession and service contracts, and other agreements 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. **On file**

- C. 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

- D. Absent natural disasters or causes beyond the control of the fair, 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 fair 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.

19. 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 fair to attest to this application on its behalf.

John C. Alkire
Print Name

Chief Executive Officer
Print Title


Signature

7/1/05
Date

STAFF ANALYSIS
August 18, 2005

Issue: APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING OF THE PACIFIC RACING ASSOCIATION AT GOLDEN GATE FIELDS OCTOBER 19, 2005 THROUGH JANUARY 29, 2006.

Pacific Racing Association filed its application to conduct a thoroughbred horse racing meeting at Golden Gate Fields:

- October 19 through January 29, 2006, or 73 days. The association proposes to race a total of 620 races, or 8.5 per day. The requested dates for December 26, 2005 through January 29, 2006 have yet to be allocated.

October - 2005						
Sun	Mon	Tue	Wed	Thu	Fri	Sat
						1
2	3	4	5	6	7	8
9	10 H	11	12	13	14	15
16	17	18	19	20	21	22
23/30	24/31	25	26	27	28	29

November - 2005						
Sun	Mon	Tue	Wed	Thu	Fri	Sat
		1	2	3	4	5
6	7	8	9	10	11 H	12
13	14	15	16	17	18	19
20	21	22	23	24 H	25	26
27	28	29	30			

December - 2005						
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 H	26	27	28	29	30	31

January - 2006						
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	31				

- Racing 5 days per week, Wednesday through Sunday, with 8 races weekdays and 9 or 10 weekends, holidays and dates of special interest.
 - Option to request administrative approval to conduct more than an average of 8.5 races each day if the horse population permits additional racing.
 - Racing December 19, 26 and January 16.
 - No racing December 21-25.
- First post 12:45 p.m. daily.
 - Request the option to change post times to coordinate north/south signals.
 - 11:00 a.m. Thanksgiving, Thursday, November 24.
- Request Patrick Kealy be appointed horse identifier pursuant to CHRB Rule 1525.
- Track safety requirements have been fulfilled.
- Wagering program will use all CHRB rules.
 - Early wagering will not be offered.

- Simulcasting conducted with out-of-state racing jurisdictions pursuant to Business and Professions Code Section 19602; and with authorized locations throughout California.

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

1. Name of the paddock judge and patrol judge.

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. 07/05)

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. Name, mailing address, telephone and fax numbers of association:

Pacific Racing Association
1100 Eastshore Highway
Berkeley, California 94710
Phone (510) 559-7300

Administration Fax (510) 559-7464

B. Breed of horse: TB QH H

C. Racetrack name: **Golden Gate Fields**

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 with the Board.**

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: **October 19, 2005 through January 29, 2006**

B. Actual dates racing will be held:

October 19-23, 26-30; November 2-6, 9-13, 16-20, 23-27; November 30-December 4, 7-11, 14-18, 19, 26, December 28-January 1, 4-8, 11-15, 16, 18-22, 25-29

C. Total number of days or nights of racing: **73 days**

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

Wed - Sun Tues - Sat Other (specify)

Racing Monday, December 19, dark Wednesday December 21 through Sunday December 25, racing Monday December 26 and January 16.

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

5 days per week except as set forth in Item D above.

3. RACING PROGRAM

A. Total number of races: **620**

CHRB CERTIFICATION

Application received: *7/14/05*
Deposit received: *on file*
Reviewed: *PN*

Hearing date: *8/18/05*
Approved date:
License number:

- B. Number of races for each day or night: **8.5 will be the average throughout the meet; we propose to conduct 8 races on weekdays, 9 or 10 on weekends, holidays and dates of special interest. We will request administrative approval to conduct more than an average of 8.5 races per day if the horse population permits additional racing.**
- C. Total number of stakes races: **15**
- 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. **Schedule for 9 non-overnight stakes races is attached. Dates for the 6 overnight stakes races TBA.**
- 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:

<u>Post Time</u>	<u>Race Number</u>
12:45 p.m.	1
1:15 p.m.	2
1:45 p.m.	3
2:15 p.m.	4
2:45 p.m.	5
3:15 p.m.	6
3:45 p.m.	7
4:15 p.m.	8
4:45 p.m.	9
5:15 p.m.	10

Request the option to change post time schedules due to Hollywood Park & Oak Tree at Santa Anita post times in order to coordinate North/South signals. *11:00 a.m. post Thanksgiving Day, Thursday, November 24, 2005.

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 and Ownership.
On file with the Board.
- C. CORPORATION

- 1. Registered name of the corporation: **Pacific Racing Association**
- 2. State where incorporated: **California**
- 3. Registry or file number for the corporation: **Federal ID #94-1585367**
California ID #173-1919-5

Attachment - 3D
Golden Gate Fields Stakes
Fall/Winter 2005/2006

Stakes	Purse	Age/Sex	Distance	To Be Run	Closes	Non-Fee
Tanforan Handicap	\$100,000 G	3 Yo's & Up	1 3/8 (T)	Sat, October 22	Mon, October 10	\$50
Miss America Handicap	\$100,000 G	F&M 3 Yo's & Up	1 1/8 (T)	Sun, October 30	Mon, October 17	\$50
Silky Sullivan Gill	\$100,000 G	3 Yo's	1 1/8 (T)	Sat, November 5	Sat, October 22	\$50
Moment to Buy	\$75,000 G	F 3 Yo	1 1/16 (T)	Sat, November 12	Sat, October 29	\$50
Forty Niner Handicap	\$100,000 G	3 Yo's & Up	1 1/16	Fri, November 25	Sat, November 12	\$50
Work The Crowd Hcp (Bred in CA)	\$100,000 G Inc \$20,000 CBRF	F&M 3 Yo's & Up	1 1/16 (T)	Mon, December 26	Wed, December 14	\$50
Lafayette Handicap	\$100,000 G	4 Yo's & Up	1 1/16 (T)	Sun, January 1	Sun, Dec 18	\$50
California Derby Gill	\$100,000 G	3 Yo's	1 1/16	Sat, January 7	Mon, December 26	\$50
Brown Bess Handicap	\$100,000 G	F&M 4 Yo's & Up	1 1/16 (T)	Sat, January 28	Sat, Dec 14	\$50

ATTACHMENT - 3D

**Golden Gate Fields Stakes
Fall/Winter 2005/2006**

Tanforan Handicap

\$100,000 G

3 Y O's & Upward

1 3/8 (T)

Saturday, October 22

Closes Monday, October 10

Miss America Handicap

\$100,000 G

F&M 3 Y O & Upward

1 1/8 (T)

Sunday October 30

Closes Monday, October 17

Silky Sullivan GIII

\$100,000 G

3 Y O's

1 1/8 (T)

Saturday, November 5

Closes Saturday, October 22

Moment to Buy

\$75,000 G

F 3 Y O

1 1/16 (T)

Saturday, November 12

Closes Saturday, October 29

Forty Niner Handicap

\$100,000 G

3 Y O's & Upward

1 1/16

Friday, November 25

Closes Saturday, November 12

ATTACHMENT - 3D

**Golden Gate Fields Stakes
Fall/Winter 2005/2006**

**Work The Crowd Hcp
(Bred in CA)**

\$100,000 G Inc \$20,000 CBRF
F&M 3 Y O & Upward
1 1/16 (T)
Monday, December 26
Closes Wednesday, December 14

Lafayette Handicap

\$100,000 G
4 Y O's & Upward
1 1/16 (T)
Sunday, January 1
Closes Sunday, Dec 18

California Derby GIII

\$100,000 G
3 Y O's
1 1/16
Saturday, January 7
Closes Monday, December 26

Brown Bess Handicap

\$100,000 G
F&M 4 Y O's & Upward
1 1/16 (T)
Saturday, January 28
Closes Saturday, Dec 14

- 4. Names of all officers and directors, titles, and the number of shares of the corporation held by each: **Pacific Racing Association has only one shareholder, Magna Entertainment Corporation, a Delaware Corporation.**
- 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:
None
- 6. Number of outstanding shares in the corporation:
69,347 shares of no par value common stock.
- 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: **Not applicable.**
- 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:
Magna Entertainment Corporation
- 10. Attach the most recent audited annual financial statement for the licensee, 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. The licensee may submit the audited consolidated annual financial statements of its parent owner if the parent owner is a publicly traded company and guarantees the obligations of the licensee. **On file with the Board.**

D. LLC – **Not applicable**

- 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 audited annual financial statement for the licensee, 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.

E. OTHER – **Not applicable**

- 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:
 - Frank Stronach, Chairman and Director**
 - Jim McAlpine, Chief Executive Officer and Director**
 - Don Amos, Vice President and Chief Operating Officer**
 - Blake Tohana, Executive Vice President and Chief Financial Officer**
 - Ron Charles, President, California**
 - Frank J. DeMarco, Jr., Assistant Secretary**
 - Peter W. Tunney, Vice President and General Manager**
 - Calvin Rainey, Assistant General Manager**
 - Jason Spetnagel, Director of Operations and Plant**
 - Adam Njaa, Controller of Operations**
 - T.W. Johnson, Director of Security**
 - Bill Newell, Director of Food and Beverage**
 - Bryan Wayte, Manager of Mutuels**
 - Aaron Vercruysse, Simulcast Coordinator**

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:
 - Peter W. Tunney, Vice President and General Manager**

5. PURSE PROGRAM

A. Purse distribution:

1. All races other than stakes:

Current meet estimate:	\$10,082,250.00
Prior meet actual:	\$4,151,327.00

2. Overnight stakes:

Current meet estimate:	\$330,000.00
Prior meet actual:	\$108,700.00

3. Non-overnight stakes:

Current meet estimate:	\$855,000.00
Prior meet actual:	\$572,150.00

B. Stakes races:

1. Purse distribution for all stakes races:

Current meet estimate:	\$1,185,000.00
Prior meet actual:	\$680,850.00

2. Percentage of the purse distribution for all stakes races that will be distributed for California-bred stakes races:

Current meet estimate:	10%
Prior meet actual:	8.8%

C. Funds to be generated for all California-bred incentive awards:

- | | |
|------------------------|-----------------------|
| Current meet estimate: | \$1,020,450.00 |
| Prior meet actual: | \$467,761.00 |

- D. Payment to each recognized horsemen's organization contracting with the association and the name(s) of the organization(s):

Recognized Horsemen's Organization

Current meet estimate:		Prior meet actual:	
TOC (NTRA Contribution)	\$205,928.00	TOC (NTRA Contribution)	\$ 93,001.00
TOC	\$117,674.00	TOC	\$ 53,143.60
CTT (Administration)	\$ 58,837.00	CTT (Administration)	\$ 26,571.80
CTT (Pension)	<u>\$117,674.00</u>	CTT (Pension)	<u>\$ 53,143.60</u>
Total	\$500,113.00	Total	\$225,860.00

- E. Total amount from all sources to be distributed in the form of purses or other benefits to horsemen (5A+5C+5D):

Current meet estimate: **\$12,787,813.00**
 Prior meet actual: **\$5,525,798.00**

- F. Purse funds to be generated from on-track handle and intrastate off-track handle:

Current meet estimate: **\$8,821,500.00**
 Prior meet actual: **\$4,297,829.42**

- G. Purse funds to be generated from interstate handle:

Current meet estimate: **\$2,295,000.00**
 Prior meet actual: **\$820,384.82**

- H. Bank and account number for the Paymaster of Purses' purse account:

Wells Fargo Bank - Account #4496895475

- I. Name, address and telephone number of the pari-mutuel audit firm engaged for the meeting:

Bowen & McBeth, 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; **shall not** be transferred to a parent corporation outside the State of California; 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: **1325**
- B. Minimum number of stalls believed necessary for the meeting: **2000**

- C. Total number of usable stalls to be made available off-site at approved auxiliary stabling areas or approved training centers: **900**
- D. Name and location of each off-site auxiliary stabling area and the number of stalls to be maintained at each site: **Bay Meadows Racecourse – 900 Stalls**
- E. Attach each contract or agreement between the association and the person(s) furnishing off-site stabling accommodations for eligible racehorses that cannot be provided stabling on-site.
Agreement on file with the Board.

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: **1405**
- G. Estimated cost to provide off-site stalls for this meeting;- Show cost per day per stall:
Stabling costs for this meet: \$803,400.00
Stabling costs per day per stall: \$8.67 per calendar day
- H. Estimated cost to provide vanning from off-site stalls for this meeting. Show fees to be paid for vanning per-horse:
Vanning fees for this meet: \$134,320.00; Vanning fee per horse: \$115.00
Pleasanton Vanning & Starter Fees \$74,095.00; Pleasanton fee per horse \$290.00

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), PK3 for pick three, PK4 for select four, PNP for pick (n) pool, PPN for place pick (n), Q for quinella, SF for superfecta, and TRI for trifecta, and US for unlimited sweepstakes (pick 9).

	TYPE OF WAGERS	APPLICABLE RULES
Example Race:	\$1 E; \$1 Double	CHRB #1959; RCI #VE
Race #1	\$2 DD*; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 PPN%; \$1 SF#; \$2 PAR^	CHRB#1957; 1959; 1958; 1977; 1979; 1976.8; 1979.1; 1954.1
Race #2	\$2 DD*; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 PPN%; \$1 SF#; \$2 PAR^	CHRB#1957; 1959; 1958; 1977; 1979; 1976.8; 1979.1; 1954.1
Race #3	\$2 DD*; \$2 PNP @; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 SF# \$1 PPN%; \$2 PAR^	CHRB#1957; 1976.9; 1959; 1958; 1977; 1979; 1979.1; 1976.8; 1954.1
Race #4	\$2 DD*; \$2 PNP @; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 SF# \$1 PPN%; \$2 PAR^	CHRB#1957; 1976.9; 1959; 1958; 1977; 1979; 1979.1; 1976.8; 1954.1
Race #5	\$2 DD*; \$2 PNP @; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 SF# \$1 PPN%; \$1 PK4!; \$2 PAR^	CHRB#1957; 1976.9; 1959; 1958; 1977; 1979; 1979.1; 1976.8; 1978; 1954.1
Race #6	\$2 DD*; \$2 PNP @; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 SF# \$1 PPN%; \$1 PK4!; \$2 PAR^	CHRB#1957; 1976.9; 1959; 1958; 1977; 1979; 1979.1; 1976.8, 1978 1954.1

Race #7	\$2 DD*; \$2 PNP @; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 SF# \$1 PPN%; \$1 PK4!; \$2 PAR^	CHRB#1957; 1976.9; 1959; 1958; 1977; 1979; 1979.1; 1976.8; 1978 1954.1
Race #8	\$2 DD*; \$2 PNP @; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 SF# \$1 PPN%; \$1 PK4!; \$2 PAR^	CHRB#1957; 1976.9; 1959; 1958; 1977; 1979; 1979.1; 1976.8; 1978 1954.1
Race #9	\$2 DD*; \$2 PNP @; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 SF# \$1 PPN%; \$1 PK4!; \$2 PAR^	CHRB#1957; 1976.9; 1959; 1958; 1977; 1979; 1979.1; 1976.8; 1978 1954.1
Race #10	\$2 DD*; \$2 PNP @; \$1 E; \$2 Q; \$1 PK3+; \$1 TRI++; \$1 SF# \$1 PPN%; \$1 PK4!	CHRB#1957; 1976.9; 1959; 1958; 1977; 1979; 1979.1; 1976.8; 1978

- * - \$2 Daily Double on all races
- @ - \$2 Pick 6 on last six races
- + - \$1 Pick 3 on every race
- ++ - \$1 Trifecta on every eligible race
- # - \$1 Superfecta on all eligible races
- % - \$1 Place Pick All on all races carded
- ! - \$1 Pick 4 on last four races
- ^ - \$2 Parlay on every eligible race

Additional deduction provided by subdivision (a) of Section 19611.5 will be made.

- B. Maximum carryover pool to be allowed to accumulate before its distribution **OR** the date(s) designated for distribution of the carryover pool: **January 29, 2006 for the period of October 19, 2005 through January 29, 2006.**
- C. List any options requested with regard to exotic wagering: **2 Tier – 70%/30% split**
- D. Will "advance" or "early bird" wagering be offered? Yes No
If yes, when will such wagering begin:
- 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 Racing, LLC, Mr. David Payton, Expires: September 2006**

8. SIMULCAST WAGERING PROGRAM

- A. Simulcast organization engaged by the association to conduct simulcast wagering:
Northern California Off-Track Wagering, Inc.
- B. Attach the agreement between the associations 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.
Agreement on file with the Board.
- C. California simulcast facilities the association proposes to offer its live audiovisual signal:

<p><u>Northern California</u> Alameda County Fair, Pleasanton Bay Meadows Racecourse, San Mateo Big Fresno Fair, Fresno California State Fair & Exposition, Sacramento Club One, Fresno Kern County Fair, Bakersfield Monterey County Fair, Monterey</p>	<p><u>Southern California</u> Barona Casino, Lakeside Fantasy Springs Casino (Cabazon), Indio Del Mar Thoroughbred Club, Del Mar Hollywood Park, Inglewood Desert Expo Centre, Indio The Farmers Fair, Perris Antelope Valley Fair, Lancaster</p>
---	--

Redwood Acres Fair, Eureka
San Joaquin County Fair, Stockton
Santa Clara County Fair, San Jose
Shasta District Fair, Anderson
Solano County Fair, Vallejo
Sonoma County Fair, Santa Rosa
Stanislaus County Fair, Turlock
Tulare County Fair, Tulare

Santa Barbara County Fair, Santa Maria
Los Alamitos Racecourse, Los Alamitos
Mid-State Fair, Paso Robles.
National Orange Show, San Bernardino
Fairplex Park, Pomona
Santa Anita, Arcadia
Viejas Casino & Turf Club, Alpine
Earl Warren Showgrounds, Santa Barbara
Sycuan Gaming Center, El Cajon
Ventura County Fair, Ventura
San Bernardino County Fair, Victorville

D. Out-of-state wagering systems the association proposes to offer its live audiovisual signal:

Pacific Racing Association/Golden Gate Fields
October 19, 2005 – January 29, 2006
Out-of-State Imports - Full or Partial Card

<u>TRACK</u>
Arlington Park
Calder/Tropical Park
Canterbury Downs
Churchill Downs
Delaware Park
Ellis Park
Emerald Downs
Fair Grounds
Hastings Park
Hawthorne
Hoosier Park
Keeneland
Kentucky Downs
Lone Star Park
Louisiana Downs
Meadowlands
Monmouth Park
NYRA
Oaklawn
Penn National
Philadelphia Park
Remington Park
Rockingham Park
Sportsman's Park
Sunland Park
Tampa Bay Downs
Thistledown
Turf Paradise
Turfway Park

E. Out-of-state wagering systems that will combine their pari-mutuel pools with those of the association:

Acoma Pueblo, NM
 American Tab, OH
 Arapahoe Park, CO
 Arlington International Race Course, IL
 Atlantic City Casino Assn., NJ
 Atlantic City Race Course, NJ
 Atokad Downs, NE
 Balmoral Park, IL
 Batavia Downs, NY
 Bettor Racing OTB, SD
 Beulah Park, OH
 Birmingham Race Course, AL
 Blue Ribbon Downs, OK
 Bluff's Run, IA
 Boyd Gaming d/b/a Delta Downs-LA
 Buffalo Trotting Association, NY
 Calder Race Course, FL
 Canterbury Park, MN
 *Capital District OTB, NY
 *Catskill Off-Track Betting, NY
 Charles Town Races, WV
 Choctaw Racing Services, L.L.C., OK
 Churchill Downs, KY
 Churchill Downs Sports Spectrum, KY
 Coeur d' Alene Hotel & Casino, ID
 *Coeur d' Alene Hotel & Casino, ID
 Colonial Downs, VA
 Columbus Races, NE
 Comanche Nation Games, OK
 *Connecticut OTB, CT
 Corpus Christi Greyhound Track, TX
 Dairyland Greyhound Park, WI
 Delaware Park, DE
 Delta Downs, LA
 Dover Downs, DE
 Downs at Albuquerque, NM
 Ellis Park, KY
 Emerald Downs, WA
 Eureka Downs, KS
 Evangeline Downs, LA
 Excelsior Hotel, Aruba
 Fair Grounds, LA
 Fair Meadows, IL
 Fairmount Park, IL
 Finger Lakes Race Track, NY
 Fire Lakes d/b/a Citizen Band Potawatomi, OK
 Fonner Park, NE
 Foxwoods Casino, CT
 Freehold Raceway, NJ
 Garden State Park, NJ
 Geneva Lakes Kennel Club, WI
 Great Lakes Downs, MI
 Greentrack, AL
 Gulfstream Park, FL
 Harrington Raceway & Simulcast Facility, DE
 Hawthorne Race Course, IL
 Hazel Park, MI
 Hinsdale Greyhound Park, NH
 *Holiday Beach Hotel, NV
 Hoosier Park, IN
 *Horsemen's Atokad Park, NE
 *Horsemen's Park, NE
 International Racing Group, N.V., NV
 Jackson Harness Raceway, MI
 Juarez, TX
 Keeneland, KY
 Kentucky Downs, KY
 Kentucky OTB, KY
 Las Vegas Dissemination Services, NV
 Lebanon Trotting Club, OH

Les Bois Park, ID
 Lewiston OTB, ME
 Lincoln Park, RI
 Lincoln State Fair, NE
 Lone Star Race Park, TX
 Louisiana Downs, LA
 Manor Downs, TX
 Maryland Jockey Club, MD
 Maywood Park, IL
 Meskwaki Casino, IA
 Mobile Greyhound Park, AL
 Monmouth Park, NJ
 Montana Simulcast Partners (IMS), MT
 Monticello Raceway, NY
 Mountaineer Park, WV
 Mt. Pleasant Meadows, MI
 Multnomah Greyhound Park, OR
 *Nassau Downs Regional OTB, NY
 Nebraska State Fair Park, NE
 Nevada Pari-Mutuel Association, NV
 New Jersey Sports & Exposition, NJ
 New Mexico State Fair, NM
 *New York City Off-Track Betting, NY
 *New York Racing Association, NY
 Newport Jai Alai, RI
 Northfield Park, OH
 Northville Downs, MI
 Northville Racing Corp., MI
 Oaklawn Park, AR
 Ocean Downs, MD
 *Penn National Race Course, PA
 *Philadelphia Park, PA
 Plainridge Racecourse, MA
 Playfair Race Course, WA
 Pocono Downs, PA
 Pojoaque Pueblo Gaming, Inc., NM
 Portland Meadows, OR
 Potawatomi Indian Tribe of OK
 Prairie Meadows, IA
 Raceway Park, OH
 *Racing & Gaming Services, W.I
 Racing Services, Inc., ND
 Randall Doc James, St. Croix, USVI
 Remington Park, OK
 Retama Park, TX
 Rillito Park, AZ
 River Downs, OH
 Rockingham Park, NH
 Rosecroft Raceway, NY
 Ruidoso Downs, NM
 Saginaw Harness, MI
 Sam Houston Park, TX
 Saratoga Raceway, NY
 Scarborough Downs, ME
 Schenectady OTB, NY
 Scioto Downs, OH
 Southland Greyhound Park-AR
 Sports Creek Raceway, MI
 Sportsman's Park, IL
 St. Croix Greyhound Park, WI
 Suffolk Downs, MA
 Sunland Park Racetrack, NM
 SunRay Park and Casino, NM
 Tampa Bay Downs, FL
 *The Meadows, PA
 *The Racing Channel, OR
 The Stables, OK
 The Texas Hub, TX
 Thistledown Racing Club, OH
 *Thoroughbred Racing International, PA
 Tonkawa Bingo, OK

Tri-State Greyhound, WV
 *TRN International
 Tucson Greyhound Park, AZ
 Turfway Park, KY
 Turf Paradise, AZ
 Turning Stone Casino, NY
 *US Offtrack d/b/a Greyhound Channel-OR
 Valley Race Park, TX
 Vernon Downs, NY
 *Western Regional OTB, NY
 Wichita Greyhound Park, KS
 Will Rogers Downs, OK
 Wonderland Greyhound Park, MA
 Woodlands, KS
 Wyoming OTB, WY
 Yavapai Downs, AZ
 Yonkers Raceway, NY
 *Youbet.com, PA

Separate Pools

Assiniboia Downs, CAN
 Caliente (Hipodromo De Agua Caliente), MEX
 Caymanas Park, JA
 Edmonton Northlands, AL, CAN
 Elmira Raceway, ON, CAN
 Flamboro Downs, ON, CAN
 Fraser Downs, BC, CAN
 Hiawatha Downs, ON, CAN
 Hipodromo d'Aylmer, QU, CAN
 Hipodromo Presidente Remon, PA
 Juarez, MEX
 Las Vegas Dissemination Co., NV
 l' Hippodrome de Montreal, ML, CAN
 Marquis Downs, SA, CA
 Ontario Jockey Club, ON, CAN
 Pacific Racing Association, BC, CAN
 Queensbury Downs, SA, CAN
 Rideau Carlton, ON, CAN
 Stampede Park, AL, CAN
 Stevenson & Associates, MD
 Western Fair, ON, CAN
 Windsor Raceway, ON, CAN

- 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”:

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
See 8D above.	TBD	

- 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
Los Alamitos	Per CHRB calendar	Full Card

- 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
Sacramento Harness Assn. @ Cal Expo	Per CHRB calendar	Full Card

- 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
None			

- 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 and 19596.3, attach a copy showing the agreement by the appropriate racing association(s). **Not applicable.**

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: **Pacific Racing Association is agent for distribution.**
- B. Names and addresses of the trustees or directors of the distributing agent:
Pacific Racing Association will act as its own distributing agent.
- 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:
- | | |
|-----------------------------|-------------------------------------|
| Association Veterinarian(s) | Robert Connolly |
| Clerk of Scales | Paul Nicolo |
| Clerk of the Course | Anne S. Daftary |
| Film Specialist | Paul Nicolo |
| Horse Identifier | Patrick Kealy |
| Horseshoe Inspector | Jack Hammonds |
| Paddock Judge | TBA |
| Patrol Judges | Ella Robinson & TBA |
| Placing Judges | C. Gregory Brent, Jr. & Tina Walker |
| Starter | Chuck Burkes |
| Timer | Richard Somers |
- B. Management officials in the racing department:
- | | |
|-------------------------------------|-------------------|
| Director of Racing | Peter W. Tunney |
| Racing Secretary | Sean Greely |
| Assistant Racing Secretary | Linda Anderson |
| Paymaster of Purses | Patricia Prospero |
| Others (identify by name and title) | |
| Assistant Clerk of Scales | Ken Sjoldal |
| Main Track Superintendent | Juan Meza |

Turf Track Superintendent
 Price Maker
 Stable Area Superintendent

Jason Spetnagel
 Richard Somers
 Carrie Fawcett

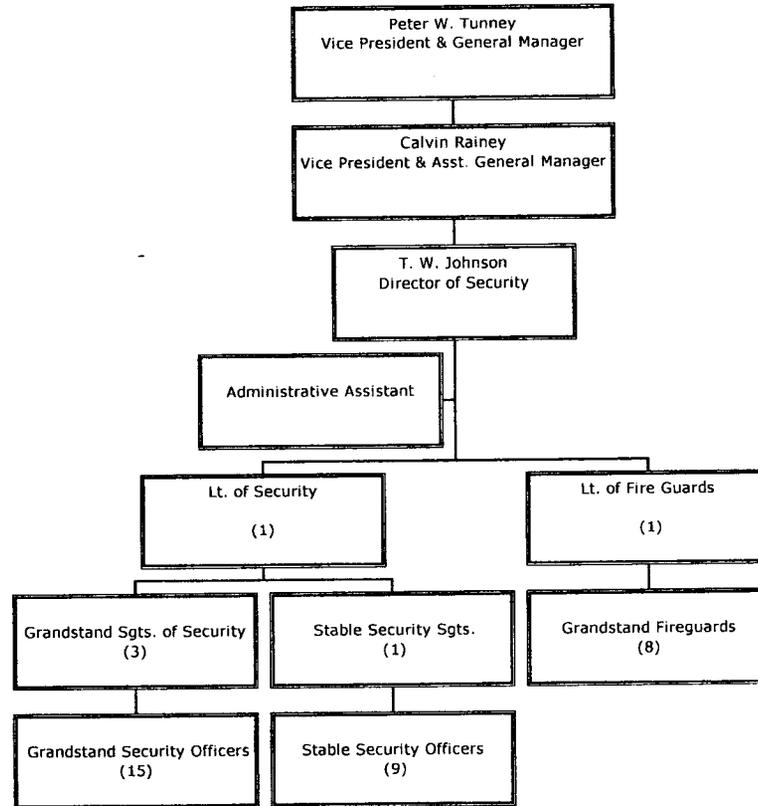
- C. Name, address and telephone number of the reporter employed to record and prepare transcripts of hearings conducted by the stewards: **Christine Niccoli
 Niccoli Reporting Service, 619 Pilgrim Drive, Foster City, CA 94404-1707, (650) 573-9339**
- D. Photographic device to be used for photographing the finish of all races, name of the person supplying the service, and expiration date of the service contract:
Plusmic Corp., USA, Bill O'Brien, Expires: March 2007
- E. Photo patrol video equipment to be used to record all races, name of the person supplying the service, and expiration date of the service contract. Specify the number and location of cameras for dirt and turf tracks. Pegasus Communications, Inc.
Jim Porep, Jr., System maintained in house, Equipment contract expires: December 31, 2007
- Cameras are in place at the 1/4 pole, 3/8 pole and 7/8 pole towers. There are two cameras located on the roof and two on the ground, at the finish line and the starting gate.**
- 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:
Pacific Racing Assn. electronic timer is installed and maintained by Pacific Racing Assn. staff.

11. SECURITY CONTROLS

- A. Name and title of the person responsible for security controls on the premises: Include an organizational chart of the security department and a list of the names of security personnel and contact telephone numbers.
**T.W. Johnson, Director of Security is responsible for security on site.
 Security Department organizational chart is attached.
 Security Department phone number (510) 559-7370
 Stable Security phone number (510) 559-7533
 T.W. Johnson cell phone number (510) 418-3161**
- B. Estimated number of security guards, gatemen, patrolmen or others to be engaged in security tasks on a regular full-time basis: **29**
1. Attach a written plan for enhanced security for graded/stakes races, and races of \$100,000 or more, to include the number of security guards in the restricted areas during a 24-hour period and a plan for detention barns. **Security plan is attached.**
 2. Detention Barns:
 - A. Attach a plan for use of graded stakes or overnight races.
Twenty-Four hour surveillance prior to race
 - B. Number of security guards in the detention barn area during a 24-hour period.
Four Security Guards
 - C. Describe number and location of surveillance cameras in detention barn area.
Four surveillance cameras inside stalls at detention barn

GOLDEN GATE FIELDS

SECURITY DEPARTMENT ORGANIZATIONAL CHART





GOLDEN GATE FIELDS

ATTACHMENT 11 (B) (1)

TO: California Horse Racing Board
FROM: Peter W. Tunney
DATE: 7/10/05
SUBJECT: Supplement to License Application

This memorandum is submitted as an addendum to Section 11(B) (1) of the Pacific Racing Association's license application in order to provide additional detail regarding enhanced security for graded stakes at the 2005 race meet.

Components of the 2005 security plan include the following:

1. Assignment of event security personnel to each graded stakes entry beginning no less than six (6) hours prior to post-time for the race.
2. Training of security personnel by the Golden Gate Field's racing office, security supervisors and CHRB investigators.
3. Provision and monitoring of log/surveillance requiring all individuals entering the stall of an entrant to provide license information and purpose of entry.
4. Digital video cameras to record activity by persons entering stalls;
5. Total carbon dioxide (TCO₂) level testing of entries in all races consistent with the testing at preceding race meets.
6. Compliance with TCO₂ detention barn procedures, protocols and disciplinary procedures as set forth in agreements with TOC and CTT. A copy of current protocols and procedures is attached as Exhibit A.
7. Enhanced authority to conduct additional supplementary testing as set forth in the stall application.

3. TCO2 Testing:

A. Number of races to be tested, and number of horses entered in each race to be tested.
Every horse in every race has been tested since early January 2005

B. Plan for enhanced surveillance for trainers with high-test results.
24 Hour detention and video surveillance prior to the race

C. Plan for detention barns for repeat offenders.
Assigned to detention barns with 24 hour surveillance

D. Number of security personnel assigned to the TCO2 program.
Two (2) Security personnel assigned to the program

C. Describe the electronic security system:

1. Location and number of video surveillance cameras for the detention barn and stable gate.
**Electronic surveillance system consists of cameras placed strategically throughout the plant.
 3 cameras are currently located at: Main Stable Gate, Walk-In Gate and Detention area.**

D. For night racing associations: Describe emergency lighting system: **Not applicable.**

12. EMERGENCY SERVICES

A. Name, address and emergency telephone number of the ambulance service to be used during workouts and the running of the races: **Brad Winding Turf Rescue, LLC, 19615 Barclay Road, Castro Valley, CA 94546, (510) 581-8470**

B. Name, address and emergency telephone number of the ambulance service to be used during workouts at auxiliary sites: **Bayshore Ambulance, P. O. Box 4622, Foster City, CA 94404, (650) 525-9700**

C. Attach a fire clearance from the fire authority having jurisdiction over the premises.
**Berkeley fire clearance attached.
 Albany fire inspection scheduled for August 2, 2005.**

D. Name of the workers' compensation insurance carrier for the association and the number of the insurance policy (if self-insured, provide details): **Liberty Mutual - #WC2-B71-072827-025**

E. 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 that secures the liability of the association for payment of workers' compensation.
Attached

13. 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: Current concessionaires have been previously provided to the Board.

Tip Sheets **Jack's Blue Card, 127 Sun Avenue, Hayward, CA 94544**

Armored Car Services **Loomis Armored Car, P.O. Box 44196, San Francisco, CA 94144**

ATTACHMENT 11 (3)

EXHIBIT A

Track is entitled to perform physiological tests consisting of the taking of blood samples from owners' horses entered in races to be conducted at the 2005 Meet. It is the understanding of the parties that such samples will be tested for bicarbonate levels. Trainers of horses showing a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, and owners' horses within their control, will be subject to the following:

- A. **1st Offense** – For the first test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse may have his/her barn, and all owners' horses stabled therein, subject to “earned surveillance” for a period of 45 days from the date of the infraction. Such earned surveillance will be conducted at TRACK's sole discretion, and may include, but not be limited to, the placing of surveillance cameras with recording devices in any location within that barn that Track deems necessary and appropriate to ensure the integrity of racing. Additionally, owners' horses entered by said trainer anytime within a period of 30 days after notification of the first offense, may be subject to confinement in a detention barn beginning at noon on the day before said horse is scheduled to compete. Such detention barn will be established at management's sole discretion, with the costs of such detention/surveillance including, but not limited to, \$150.00 for security and \$25.00 for stall renovation per horse/entrant, being born by the trainer or owner of such horse.
- B. **2nd Offense** – For the second test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse shall be prohibited from entering any owners' horse within his/her care in a race for a period of 15 race days.
- C. **3rd Offense** – For the third test that results in a total carbon dioxide (TCO₂) of 37 millimoles per liter of plasma or more, the registered trainer of such horse shall be expelled from TRACK's enclosure for a period of one year, and shall further be precluded from entering any owners' horses within his care for the balance of Track's 2005 Meet.

Track further agrees that it shall enforce these penalties when imposed as a result of similar contract provisions with other racing associations in California. By way of example only, Track agrees that should any horse running at its meet be subject to detention barn confinement as the result of a positive at another association, Track will continue to require detention barn confinement for the remainder of said 30 day period. Also by way of example, should a trainer have a TCO2 positive or positives at a race meet other than its own and a subsequent positive at Track's race meet or at another associations meet, Track will enforce paragraph B, and may, at its discretion, enforce paragraph C above as though the original positive(s) had taken place at its meet.

Golden Gate Fields

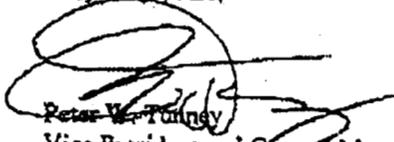
January 21, 2005

Mr. David Ross
Fire Inspector
City of Berkeley
Sent Via Fax: (510) 981-5579

Dear Mr. Ross:

This letter confirms that Pacific Racing Association at Golden Gate Fields has no Fire and Life Safety violations outstanding following the inspection conducted by your office. In accordance with your instructions to Pat Noble of the California Horse Racing Board, we request your signature below to verify that we have received Fire Clearance from the City of Berkeley for the period November 2004 through November 2005. Thank you in advance for your prompt attention to this request.

Very truly yours,


Peter W. Tunney
Vice President and General Manager



David Ross, Fire Inspector
City of Berkeley

PWT:ekh

Pacific Racing Association
1100 Eastshore Highway, P.O. Box 6027, Albany, California 94708
A Magna Entertainment Corp. Facility

TOTAL P.02



Aon Reed Stenhouse Inc.

20 Bay Street
Toronto, Canada M5J 2N9
Tel: (416) 868-5500 Fax: (416) 868-5580

Memorandum of Insurance

No. M68 /05-06

AS

To: California Horse Racing Board
Attn: Insurance Department
1010 Hurley Way, Suite 300
Sacramento, California 95825

Re: Evidence of Insurance

Insurance as described herein has been arranged on behalf of the insured named herein under the following policy(ies) and as more fully described by the terms, conditions, exclusions and provisions contained in the said policy(ies) and any endorsements attached thereto.

Insured: Magna Entertainment Corp. a/o Pacific Racing Association a/o Golden Gate Fields a/o MI Developments Inc.
1100 Eastshore Highway
Albany, CA 94706

Coverage:

	Insurer	Policy No.	Policy Eff.Date	Policy Exp.Date	Limit(s) of Liability not less than/ Perils Insured
US Commercial General Liability	Zurich American Insurance Company	GLO9302183-03	Jan. 1/2005	Jan. 1/2006	\$1,000,000 USD INCLUSIVE Bodily Injury and Property Damage subject to aggregate where applicable
Workers' Compensation	Liberty International	WC2-B71-072827-025	Jan. 1/2005	Jan. 1/2006	As per applicable State Law

This memorandum constitutes a statement of the facts as of the date of issuance and are so represented and warranted only to the insured; other persons relying on this memorandum do so at their own risk.

Aon Reed Stenhouse Inc.

Mary M. Smith, Supervisor
Technical Services Department

Issued by: Alexandra Schrader
Direct Line: 416-868-5603

Dated December 30, 2004, at Toronto, Ontario

**THE POLICY CONTAINS A CLAUSE THAT MAY LIMIT THE AMOUNT PAYABLE
OR, IN THE CASE OF AUTOMOBILE INSURANCE,
THE POLICY CONTAINS A PARTIAL PAYMENT OF LOSS CLAUSE**

- Track Physician** **Dr. David Seftel, Conocen Corp., 1083 Shell Blvd., #10, Foster City, CA 94404**
- Official Program** **Del Mar Graphics, 1100 Eastshore Highway, Albany, CA 94706**
- Jockey's Laundry** **F. Lorene Dutton, Bailey's Mobile Laundry, 3263 Vineyard Ave., Pleasanton, CA 94566**
- Starting Gate** **Mike Costello, United Puett Starting Gate Co., P.O. Box 18, S. Salem, NY 10590**
- Track Photographer** **Bill Vassar, Vassar Photography, 1167 Sapphire Drive, Livermore, CA 94550**

14. ON-TRACK ATTENDANCE/FAN DEVELOPMENT

- A. Describe any promotional plans: **Promotional information attached.**
- B. Number of hosts and hostesses employed for meeting:
 - 4 Customer Service Representatives**
 - 5 Group Sales Hosts/Hostesses**
- C. Describe facilities set aside for new fans:
 - Horse Wizard Lounge – Representatives will educate new customers on how to wager in a fun filled interactive environment.**
 - How to Play the Horses Booth – This booth will be set up near the event areas to help teach new customers how to wager.**
- D. Describe any improvements to the physical facility in advance of the meeting that directly benefit:
 - 1. Horsemen – **See attached**
 - 2. Fans – **See attached**
 - 3. Facilities in the restricted areas – **Equine Hospital**

15. SCHEDULE OF CHARGES

- A. Proposed charges, note any changes from the previous year:

Admission (general)	\$ 3.00
Admission (clubhouse)	\$ 4.00
Reserved seating (general)	N/A
Reserved seating (clubhouse)	\$ 3.00
Parking (general)	\$ 3.00
Parking (preferred)	\$ 7.00
Parking (valet)	\$ 7.00
Programs (on-track)	\$ 2.00
(off-track)	\$ 2.25
- B. Describe any "Season Boxes" and "Turf Club Membership" fees:

Turf Club – Full Season Single Membership	\$ 1,000.00
Turf Club – Full Season Dual Membership	\$ 2,000.00
Top of the Stretch – Full Season Membership	\$ 500.00
Club House Box (4 seats, no admission)	\$ 450.00
Club House Season Pass (Admission only)	\$ 400.00
Grandstand Season Pass (Admission only)	\$ 200.00

ATTACHMENT - 14A			
Golden Gate Fields Fall/Winter Meet 2005/2006			
October 19, 2005 - January 29, 2006			
19-Oct	Opening Day		
Oct 19-Oct 23	DRF/NTRA Handicappers Challenge Round 1		
22-Oct	Giveaway - Ball Cap		
29-Oct	Breeders' Cup World Thoroughbred Championships		
30-Oct	Halloween - Family Day		
5-Nov	GSRN Mystery Mutuel Voucher Promotion - Silky Sullivan Stakes GRIII		
	College Day Promotion		
6-Nov	Cal Cup Day - Promotion		
11-Nov	Veterans Day - Free General Admission to Veterans and Military Personnel		
12-Nov	DRF/NTRA Handicappers Challenge Round 2		
19-Nov	Mystery Mutuel Voucher Promotion - Direct Mail		
	Free General Admission with Cal Berkeley Gear		
	Bounce Back Coupon for Free General Admission		
24-Nov	Thanksgiving - Buffet		
25-Nov	Giveaway - Umbrella		
26-Nov	DRF/NTRA Handicappers Challenge Final Round		
3-Dec	Canned Food Drive - Free General Admission with canned food item		
4-Dec	Toys 4 Tots - Free Club House Admission with new toy		
10-Dec	Giveaway - Promotion		
17-Dec	Mystery Mutuel Voucher Promotion - Direct Mail		
1-Jan	Giveaway - Golden Gate Fields Wall Calendar		
7-Jan	Giveaway - Promotion		
16-Jan	Martin Luther King, Jr. Day - Fan Appreciation Day		
21-Jan	Ronn Owens - KGO - Handicap Contest		
28-Jan	Sunshine Millions Day		
	Mystery Mutuel Voucher Promotion - Direct Mail		
29-Jan	Closing Day - Grab Bag Day		

ATTACHMENT – 14A

Golden Gate Fields Fall/Winter 2005/2006 Event Summaries

Traditionally, on Opening Day, patrons participating in the Golden Gate Fields exclusive mailing list receive an informative brochure on upcoming events and promotions throughout the meet. Additionally, a Free General Admission pass will be included for Opening Day, Wednesday, October 19, 2005.

DRF/NTRA Handicapping Contest

Golden Gate Fields offers the DRF/NTRA Handicapping Contest. Implementing a five-day qualifying period for Round One of the contest qualifies a more significant number of entrants to the following rounds, thus generating larger on-track attendance for the following rounds. The contest's cash prizes act as proven strong incentive to drive attendance on desired days. This contest offers a \$5,000 prize to be divided among the top three winners. The top three qualifiers are invited to participate in the National DRF/NTRA Handicapping Championships in Las Vegas.

Promotions – Giveaways

Opening Saturday, October 22 – Ball Cap Promotion
Cal Cup Day, Sunday, November 6 – giveaway item not determined
Day after Thanksgiving, Friday, November 25 – Umbrella Promotion
Saturday, December 10 – giveaway item not determined
Sunday, January 1 – Golden Gate Fields Wall Calendar Promotion
Saturday, January 7 – giveaway item not determined
Closing Day, Grab Bag Day, Sunday January 29 – surplus of giveaway items

Halloween Family Day

Sunday, October 30
This year Golden Gate Fields will host Halloween Family Day. The activities to be included are a haunted house, pumpkin patch, Halloween Costume Contest, a bag of goodies for each child, pony rides, petting zoo, face painters, balloon artists, bounce house, carnival games, and live entertainment from WB20.

College Day

Saturday, November 5
This event is designed and advertised to attract a younger demographic. \$2 Beer specials, \$1 Sodas, \$1 Hot Dogs, and \$1 admission with student ID. The event will be promoted on LIVE105. LIVE105 will provide a local band as well as an on-air personality.

GSRN Mystery Mutuel Voucher Promotion

Saturday, November 5

ATTACHMENT – 14A

Golden Gate Fields Fall/Winter 2005/2006 Event Summaries

This is a CMC sponsored promotion. The GSRN Mystery Mutuel Voucher promotion is planned to target big days/races. Each active GSRN member will be mailed a \$5 Win voucher valid on the day of the Silky Sullivan Stakes GR III.

Mystery Mutuel Mailing

Saturday, November 19, 2005 (MMV#1)

Saturday, December 17, 2005 (MMV#2)

Patrons listed in the exclusive Golden Gate Fields mailing list will receive one Mystery Mutuel Ticket valid on a specified date. Ticket prizes range from \$2 to one (1) at \$5,000. An award presentation will be conducted in the Winners Circle where the winner will be presented with an oversized check. The event is targeted at receiving new sign ups on the mailing list and has been successful in the purpose previously.

Food Drive

Saturday, December 3, 2005

Patrons who donate a canned food item will receive one Grandstand Admission pass valid for the live racing meet. This event will aid in supporting a local community food bank during the holiday season.

Toys 4 Tots

Sunday, December 4, 2005

The US Marine Corp. will be in attendance at Golden Gate Fields on Sunday, December 4 to help collect new toys for the Toys 4 Tots program. Patrons who donate a new toy will receive 2 Club House admission passes.

Fan Appreciation Day

Martin Luther King, Jr. Day

Monday, January 16, 2006

Concept:

This promotion will be carried out in attempt to increase attendance on Martin Luther King, Jr. day. Golden Gate Fields will offer a giveaway for all fans in attendance and a raffle drawing to collect names and addresses to be added to the mailing list. The prizes will be a selection from hotel accommodations to restaurant gift certificates.

Sunshine Millions Day

Saturday, January 28, 2006

ATTACHMENT – 14A

Golden Gate Fields Fall/Winter 2005/2006 Event Summaries

Sunshine Millions has become a spectacular day of coast-to-coast Thoroughbred racing emphasizing races from Santa Anita and Gulf Stream Park. To help promote this day patrons on the Golden Gate Fields mailing list will receive one Mystery Mutuel Ticket valid for that day. Again, ticket prizes will range from \$2 to one (1) at \$5,000. An award presentation will be conducted in the Winners Circle where the winner will be presented with an oversized check.

Handicapping Contest with KGO Talk Show Host Ronn Owens
Golden Gate Fields would like to arrange a Celebrity Handicapping Contest. Such contests in the past have been with KGO talk show host Ronn Owens and KNBR sports personality Rod Brooks. Ronn Owens will talk to the crowd of handicappers and fans at the track. Ronn will make his selection and fans will try to beat the celebrity for their chance at \$5,000. If Ronn wins, the money will be donated to a charitable organization of his choice. This attracts fans of the celebrity – newcomers out to the track and in order to meet the personality plus enter the contest.

Senior Thursdays

Senior Citizens will receive a discount card for reduced admission. Free Grandstand or \$3 Club House admission every Thursday during live racing.

ATTACHMENT – 14D (1) (2)

Golden Gate Fields Facility Improvements for Patrons and Horsemen:

To improve the facility for future meets Golden Gate Fields has implemented improvements in order to benefit the patrons as well as the horsemen. An addition of multiple tote machines was made to the exterior wall of the Clubhouse level. Many of the interior tote machines in the Rotunda area were replaced with new and improved machines to provide the patrons greater ease when using the totes. New voucher machines that accept bills of \$5 and \$10 as well as higher, replaced the previous ones which only accepted bills of \$20 or higher to accommodate a wider variety of bettor. To better serve the large concentration of patrons and horsemen in the Clubhouse, a more prominent Customer Service area was added. In addition to benefit the horsemen, that prefer the Clubhouse exterior seating area, a section was designated as a Horsemen's Area near the new Trackside Court. The Trackside Court provides an exclusive area for patrons to enjoy the wonderful weather as well as be provided with food and beverage service similar to that of the Turf Club. Additional box seats were added to accommodate a larger number of patrons and horsemen who prefer not to utilize the Trackside Court area. Golden Gate Fields will continue to plan and execute improvements to create an environment that is favorable to both patrons and horsemen.

C. Describe any "package" plans such as combined parking, admission and program: **None**

16. 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="23"/> |
| <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:

Fifteen by twenty foot room accessed from a community hallway. The room has a television and bed with an attached shower room, sink and toilet.

17. BACKSTRETCH EMPLOYEE HOUSING

A. Inspection of backstretch housing will be completed 30 days prior to the start of the meet by CHRB Supervising Investigator Bob Gai.

B. Number of rooms used for housing on the backstretch of the racetrack: **128**

C. Number of restrooms available on the backstretch of the racetrack: **18 with showers, 7 in office areas.**

D. Estimated ratio of restroom facilities to the number of backstretch personnel: **1 restroom for every 12 people.**

18. TRACK SAFETY

A. Total distance of the racecourse - measured from the finish line counterclockwise (3' from the inner railing) back to the finish line: 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.
Inner and outer railings are metal gooseneck. Coverings are Fontana Safety Rail. Approximate height of the top of the inner railing is 42 inches.

C. Name of the person responsible for supervision of the maintenance of the racetrack safety standards pursuant to CHRB Rule 1474: **Juan Meza**

D. Attach a Track Safety Maintenance Program pursuant to CHRB Rule 1474. **On file with Board.**

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. **Not applicable.**

19. DECLARATIONS

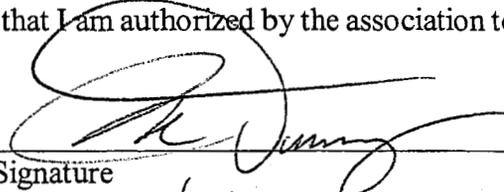
- A. All labor and lease agreements and concession and service contracts necessary to conduct the entire meeting have been finalized except as follows (if no exceptions, so state): **No exceptions.**
- B. Attach each horsemen's agreement pursuant to CHRB Rule 2044. **On file with the Board.**
- C. Attach 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). **Not applicable.**
- 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.

20. 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.

PETER W. TURNER
Print Name


Signature

VICIE - PRESIDENT / GENERAL MANAGER
Print Title

1/13/05
Date

STAFF ANALYSIS
MATTERS RELATING TO HOLLYWOOD PARK

REGULAR BOARD MEETING
AUGUST 18, 2005

Background:

A. The Bay Meadows Land Company (BMLC), which owns a financial interest in the property and the operator of the Bay Meadows Race Course, is in the process of purchasing the Hollywood Park Race Track. If the sale closes, they would then have financial interests in both Bay Meadows and Hollywood Park. Horse Racing Law Sections 19483 and 19484 requires that in order for one entity to hold a financial interest in two licensed racing associations and/or two race tracks, the Board must find that the purposes of the Horse Racing Law are better served by such dual ownership. BMLC is making such a request (see attached letter). No other materials have been forwarded in support of the request for the Board to make such a finding.

B. The second part of this item relates to the Hollywood Park property as a satellite wagering facility. The current operator of the live race meet is licensed to run it as a satellite wagering facility (essentially tracks are satellites year round since they also import signals during their live meets, too). This item is a license application from the probable new owner/operator of the track for authorization to continue operating Hollywood Park as a satellite wagering facility. This is a prudent move since the sale is expected to close on or about September 23, 2005, shortly after the September Board meeting. By addressing this matter now, an approval conditional upon the closing of the transaction will allow Hollywood Park to continue uninterrupted as a satellite wagering facility.

Recommendation:

- A. Staff recommends that the Board hear from the BMLC with regard to the benefit of finding that the sale in progress does better serve the purposes of the Horse Racing Law.
- B. Staff recommends that the Board conditionally approve the license application for authorization to operate a satellite wagering facility.

1200 Park Place
San Mateo, CA 94403
TEL: 650.524.1201
FAX: 650.524.1211
www.bmlc.com



July 29, 2005

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

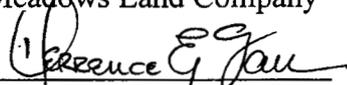
Re: Horse Racing Law Sections 19483 and 19484

Ladies and Gentlemen:

The Board is hereby requested to determine that the California Horse Racing Law is better served by the Bay Meadows Land Company or its successor, the future owner of that certain racing facility commonly know as "Hollywood Park," and an entity that has a financial interest in a licensee that conducts racing at the Bay Meadows Racetrack, being able to have a financial interest in companies licensed to conduct racing at Hollywood Park. Such determination is being requested in order to be in compliance with Sections 19483 and 19484 of the California Horse Racing Law.

Respectfully requested

Bay Meadows Land Company

By 
Terrence E. Farcher

cc: Ingrid Ferman
Ray Minami
John Reagan

Stockbridge HP Fall Racing Association, LLC

RECEIVED
CHRB

2005 AUG -4 AM 10:30

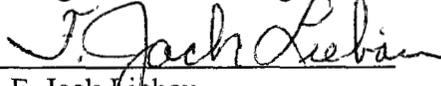
August 3, 2005

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

Ladies and Gentleman:

On behalf of Bay Meadows Land Company ("BMLC"), I am forwarding a request that the Board determine that the California Horse Racing Law is better served by BMLC or its successor, the future owner of that certain racing facility commonly known as "Hollywood Park" and an entity that has a financial interest in a licensee that conducts racing at Bay Meadows Racetrack, being able to have a financial interest in companies licensed to conduct racing at Hollywood Park.

Respectfully submitted
Stockbridge HP Fall Racing Association, LLC

By 
F. Jack Liebau
President

cc: Ingrid Ferman
Roy Minami
John Reagan

Stockbridge HP Fall Racing Association, LLC

ITEM 7

August 2, 2005

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

Ladies and Gentleman:

On behalf of Stockbridge HP Fall Racing Association, LLC, I am forwarding an Application for Authorization to Operate a Simulcast Wagering Facility (Form CHRB-25).

The Application relates to the same premises now being operated as a simulcast facility at Hollywood Park, Inglewood, California. The Application is being filed because of the prospective sale of Hollywood Park to a new entity of the buyer that has not yet been licensed to conduct a race meet at Hollywood Park.

In connection with the Application, the following documents are being submitted.

1. Certified copy of Certificate of Formation of the Applicant.
2. Limited Liability Company Agreement of the Applicant.
3. Authorization of Applicant to transact intrastate business in California.

The officers of the Applicant have been previously licensed in connection with the licensing of the Bay Meadows Racing Association and for that reason their respective Personal History Record Forms are already on file with the Board and are not here being submitted.

Respectfully submitted
Stockbridge HP Fall Racing Association, LLC

By



F. Jack Liebau
President

cc: Ingrid Ferman
Roy Minami
John Reagan

1200 Park Place
San Mateo, CA 94403

STATE OF CALIFORNIA
CALIFORNIA HORSE RACING BOARD
APPLICATION FOR AUTHORIZATION TO OPERATE A SIMULCAST WAGERING FACILITY
CHRB-25 (Rev. 4/92)

Application is hereby made to the California Horse Racing Board (CHRB) for authorization to operate a simulcast wagering facility in accordance with the California Business and Professions Code (B&P), Chapter 4, Division 8 (Horse Racing Law) and the California Code of Regulations, Title 4, Division 4 (CHRB Rules and Regulations).

Name of applicant association, fair, or tribal facility:
Stockbridge HP Fall Racing Association, LLC

Location of facility (City and County): **Hollywood Park, 1050 South Prairie Avenue, Inglewood, CA 90301 County of Los Angeles**

Mailing address of association, fair, or tribal facility: **C/O Bay Meadows Racing Association
P. O. Box 5050
San Mateo, CA 94403**

Telephone number: **(650) 573-4505**

Name and title of the managing officer or tribal council representative of the applicant association, fair, or tribal facility: **F. Jack Liebau, President**

Name of the affiliated (simulcast) organization(s) that will operate the pari-mutuel wagering at the facility: **Southern California Off-Track Wagering, Inc. (SCOTWINC)**

The regular schedule for operation of the facility will be as follows: **All days on which wagering is conducted by a licensed California meet.**

Inclusive date during which the applicant proposes to operate as a simulcast wagering facility during the current racing year: **September 24 through December 24, 2005**
The applicant, if duly licensed, anticipates assuming the operation of Hollywood Park on or about September 24, 2005.

Application must be filed not later than 90 days before the scheduled start date for operation of the proposed facility pursuant to CHRB Rule 2057.

CHRB CERTIFICATION	
Application filed on:	Approved on:
Reviewed by:	License number issued:
Date of Hearing:	Date tribal compact approved:

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

Other vendors to be permitted to sell products or services outside, but on the premises of, the simulcast wagering facility are:

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

SUPERVISION, SECURITY AND FIRE PREVENTION

The names of all persons to be employed as a Simulcast Facility Supervisor at the simulcast wagering facility: **To be submitted**

The workers' compensation insurance carrier and the policy number securing the applicant's liability for payment of workers' compensation is (if self-insured, give details): **To be submitted**

Attach a copy of the Certificate of Insurance. **To be submitted**

Attach a fire clearance from the fire authority having jurisdiction. **Attached**

The name of the person having responsibility for security controls at the facility is: **Don Barney**

The number of security officers and/or guards to be regularly employed at the facility is:

	Live Racing	Simulcast Only
Uniformed	55	32
Fireguards	7	3
Agents	11	4

The police or sheriff's department having jurisdiction for criminal law enforcement over the premises of the facility is: **Inglewood Police Department**

Specify the name, address and telephone number of the emergency ambulance service the applicant will utilize in event of illness or injury at the facility: **Huntington Ambulance Service, P.O. Box 145, Sunset Beach, CA 562/904-1550**

Does the applicant propose to have emergency medical care available at the facility:

Yes No If yes, describe:

Huntington Ambulance EMTs and qualified Fireguard EMTs.

EQUIPMENT PROVIDED BY THE GUEST ASSOCIATION

Describe the television equipment (simulcast receivers, decoders, controls, monitors, etc.) to be utilized at the facility: **Hollywood Park has 4 Monterey satellite receivers, which interface with 6 Scientific Games, 4 Roberts and 1 NYRA digital receivers. Woodbine has 2 digital receivers. The signals are routed with a Utah-300 routing switcher to the Hollywood Park Head End where they are distributed over 52 television channels to 2,000-television sets located throughout the facility.**

Describe the public address equipment (controls, microphones, speakers, etc.) to be utilized at the facility: **Hollywood Park utilizes a computer controlled Crown IQ-USM 810 Digital Processor. This processor has created 10 zones with independent level control. The track has 3 towers with Renkus Heinz speaker clusters each tower powered by a Crown 1,600 and 800 watt amplifier. The other zones use Crown and QSC power amplifiers with a variety of speakers JBL 25 AV, horns and ceiling mount. The track uses a 70.7 Volt distribution system. Microphone type is determined by the venue TV Broadcast, Public Address or Hearings.**

Attach a detailed scale plan of the facility indicating all points of access, emergency exits, and the placement of offices and food and beverage service locations. **Attached**

PARI-MUTUEL EQUIPMENT AND WAGERING SERVICES

Describe the pari-mutuel equipment, odds displays, modems or muxes, and method of data transmission to be utilized (include the number of pari-mutuel terminals to be on-site): **Equipment is provided by Scientific Games and includes 170 probe terminals, 120 SAMs, 22 bill heads, 23 STAN terminals and 10 SICs. Odds are displayed through VGS (video graphic system). Data is transmitted via the frame network and backup is provided by ISDN (integrated services digital network).**

Will the applicant be responsible for maintenance of the pari-mutuel equipment?

Yes No

Equipment is maintained by Scientific Games staff members.

The seating capacity in the premium area is: **7,808 including Study Hall & Hollywood Bar, Turf Club outside, Turf Club inside, Upper Club & Clubhouse table area, VIP Lounge, Personal Press Box.**

The number of tables in the premium area is: **1,000 Study Hall, Hollywood Bar, Upper Club, Turf Club outside table area, Clubhouse tables, inside Turf, Clubhouse tables, VIP Lounge, Personal Press Box**

Overall square footage in the public general admission area is: **128,000 sq. ft.**

Overall square footage in the public premium admission area is: **146,700 sq. ft.**

Overall square footage available for "overflow" attendance: **61,120 sq. ft.**

Describe occupancy restrictions, if any, imposed by the fire authority having jurisdiction:

Study Hall – 45
Hollywood Bar – 120
VIP Lounge – 250

The total number of parking spaces available in the combined parking areas can accommodate (number of standard sized automobiles): **6,765 full sized spaces, 276 disabled spaces**

Describe any other activities to be scheduled on or near the facility premises that may have a negative impact on available parking: **None**

AGREEMENTS

Fair applicants must attach the resolution of its governing body that determined that the conduct of simulcast wagering at its fair facility best serves the interest of the fair.

Attach a copy of the agreement between the applicant and the (simulcast) organizations(s) that sets forth therein the duties of the respective parties. **Prevailing SCOTWINC agreement**

Attach a copy of the written consent of the horsemen's organization(s), if applicable, consenting to the acceptance of wagers at the facility.

NOTICES TO APPLICANT

Notice is given to the applicant that its application, if approved by the Board, authorizes the applicant to offer pari-mutuel wagering at its simulcast facility until notified otherwise.

Notice is also given that retention of and control over all moneys generated from pari-mutuel wagering held or conducted at the facility is the responsibility of the (simulcast organization(s) which contract(s) to provide the pari-mutuel equipment and pari-mutuel employees; and that such organization(s) is (are) responsible for its proper distribution in accordance with the law and the rules and regulation of the Board.

Notice is also given that CHRB Rules 1870 and 1871 require that the Board be given 15 days notice in writing of any intention to terminate operations, engagements, or services by any licensee, approved concessionaire, or approved service contractor.

DECLARATIONS

All labor agreements, concession contracts, service contracts, horsemen's agreement, lease agreements and agreement with the (simulcast organization(s) necessary to conduct and operate the simulcast wagering program at the facility have been finalized except as follows (if there are no exceptions, so state): **Applicant will assume the terms of agreements currently in place at Hollywood Park.**

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 approval except as follows (if there are no exceptions, so state): **No exceptions**

Absent natural disasters or causes beyond the control of the applicant, its service contractors, concessionaires or employees engaged at the facility, no reasons are believed to exist that may result in a stoppage to the conduct of pari-mutuel wagering at the facility or the withholding of any vital service to the applicant except as follows (if there are no exceptions, so state): **No exceptions**

By authority of Article 9.2, of the California B&P Code; and the Federal Indian Gaming Act; in order to allow an evaluation of the competence, integrity, and character of potential simulcast facility operators authorized by the CHRB, any person, corporation, trust association, partnership, joint venture, or management firm who submits an application for such authorization or who is named in such application and who is not a State or County entity, or has not previously completed such disclosure when filing for a horseracing application pursuant to Article 4, Section 19480 of the California B&P Code shall be required to complete and submit a full disclosure statement.

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 applicant to attest to this application on its behalf.

F. Jack Liebau

Print Name

President

Print Title

F. Jack Liebau

Signature

August 2, 2005

Date

Exhibit A

Officers of Applicant

F. Jack Liebau	President
Charlene Kiley	Chief Financial Officer
Michael Scalzo	Vice-President
Bernie Thurman	Vice-President
Michael Ziegler	Vice-President
Kristin H. Gardner	Secretary



County of Los Angeles
Fire Department

Date: 7-26-05

To: Clen Bounds, Plant Superintendent
Hollywood Park, Inc.
1050 S. Prairie Ave.
Inglewood, Ca 90301

From: Los Angeles County Fire Department

Subject: Fire Safety Inspection

On March 25, 2005 a fire safety inspection of the racetrack facilities was conducted. The overall condition of the facility was found to be good, and appears to conform with applicable fire and safety standards at this time.

We therefore approve the use of the facility for the Spring 2005 Thoroughbred Meeting and until our next fire safety inspection in October of 2005. Thank your staff for their cooperation and if I may be of further assistance, please feel free to contact me at the phone number below.

Sincerely,

Inspector William Boyd
Central Region Hawthorne Prevention Bureau
310-263-2732

Delaware

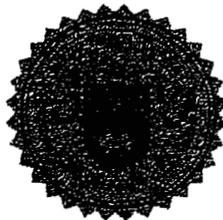
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "STOCKBRIDGE HP FALL RACING ASSOCIATION, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JUNE, A.D. 2005, AT 6:46 O'CLOCK P.M.

3993459 8100

050544678



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3990356

DATE: 06-30-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:53 PM 06/29/2005
FILED 06:46 PM 06/29/2005
SRV 050544678 - 3993459 FILE

CERTIFICATE OF FORMATION

OF

STOCKBRIDGE HP FALL RACING ASSOCIATION, LLC

This Certificate of Formation of Stockbridge HP Fall Racing Association, LLC (the "**Company**") is being duly executed and filed by Stockbridge HP Holdings Company, LLC, as an authorized person, to form a limited liability company pursuant to the provisions of the Delaware Limited Liability Company Act (6 Del. C. ' 18-201, *et seq.*).

FIRST: The name of the limited liability company formed hereby is Stockbridge HP Fall Racing Association, LLC.

SECOND: The address of the registered office of the Company in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, Delaware 19808.

THIRD: The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, Delaware 19808.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 29th day of June, 2005.

Stockbridge HP Holdings Company, LLC

By: /s/ Kristin H. Gardner
Kristin H. Gardner, Vice President

**LIMITED LIABILITY COMPANY AGREEMENT
OF
STOCKBRIDGE HP FALL RACING ASSOCIATION, LLC**

This Limited Liability Company Agreement (this "**Agreement**") of Stockbridge HP Fall Racing Association, LLC is entered into by Stockbridge HP Holdings Company, LLC, as the sole member, and any other person who, at such time, is admitted to the Company (as defined below) as a member in accordance with the terms of this Agreement, being a "**Member**").

The Member, by execution of this Agreement, hereby forms a limited liability company pursuant to and in accordance with the Delaware Limited Liability Company Act (6 *Del. C.* §18-101, *et seq.*), as amended from time to time (the "**Act**"), and hereby agrees as follows:

1. *Name.* The name of the limited liability company formed hereby is Stockbridge HP Fall Racing Association, LLC (the "**Company**").

2. *Filing of Certificates.* The Member, as an authorized person, within the meaning of the Act, shall execute, deliver and file, or cause the execution, delivery and filing of, all certificates required or permitted by the Act to be filed in the Office of the Secretary of State of the State of Delaware and any other certificates, notices or documents required or permitted by law for the Company to qualify to do business in any jurisdiction in which the Company may wish to conduct business.

3. *Purposes.* The purpose of the Company is to engage in any lawful act or activity for which limited liability companies may be formed under the Act.

4. *Powers.* In furtherance of its purposes, but subject to all of the provisions of this Agreement, the Company shall have and may exercise all the powers now or hereafter conferred by Delaware law on limited liability companies formed under the Act. The Company shall have the power to do any and all acts necessary, appropriate, proper, advisable, incidental or convenient to or for the protection and benefit of the Company, and shall have, without limitation, any and all of the powers that may be exercised on behalf of the Company by the Member.

5. *Principal Business Office.* The principal business office of the Company shall be located at such location as may hereafter be determined by the Member.

6. *Registered Office; Registered Agent.* The address of the registered office and the name and address of the registered agent of the Company in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, Delaware 19808.

7. *Member.* The name and the mailing address of the Member are as follows:

Name	Address
Stockbridge.HP Holdings Company, LLC	1200 Park Place San Mateo, CA 94403

8. *Limited Liability.* Except as required by the Act, the debts, obligations and liabilities of the Company, whether arising in contract, tort or otherwise, shall be solely the debts, obligations and liabilities of the Company, and the Member shall not be obligated personally for any such debt, obligation or liability of the Company solely by reason of being a member of the Company.

9. *Capital Contributions.* The Member is deemed admitted as the member of the Company upon its execution and delivery of this Agreement. The Member may, but is not obligated to make any capital contribution to the Company.

10. *Allocation of Profits and Losses.* The Company's profits and losses shall be allocated solely to the Member.

11. *Distributions.* Subject to the limitations of Section 18-607 of the Act and any other applicable law, distributions shall be made to the Member at the times and in the aggregate amounts determined by the Member.

12. *Management.* In accordance with Section 18-402 of the Act, management of the Company shall be vested in the Member. The Member shall have the power to do any and all acts necessary, convenient or incidental to or for the furtherance of the purposes described herein, including all powers, statutory or otherwise, possessed by members of a limited liability company under the laws of the State of Delaware. The Member has the authority to bind the Company.

13. *Officers.* (a) The Member may, from time to time as it deems advisable, select natural persons who are employees or agents of the Company and designate them as officers of the Company (the "**Officers**") and assign titles (including, without limitation, President, Vice President, Secretary, and Treasurer) to any such person. Unless the Member decides otherwise, if the title is one commonly used for officers of a business corporation formed under the Delaware General Corporation Law, the assignment of such title shall constitute the delegation to such person of the authorities and duties that are normally associated with that office. Any delegation pursuant to this Section 13 may be revoked at any time by the Member. An Officer may be removed with or without cause by the Member.

(b) As of the date hereof, the following persons are hereby appointed by the Member as officers of the Company: (i) F. Jack Liebau, President; (ii) Charlene A. Kiley, Chief Financial Officer; (iii) Michael Scalzo, Vice President; (iv) Bernice Thurman, Vice President; (v) Michael Ziegler, Vice President; and (vi) Kristin H. Gardner, Secretary.

14. *Other Business.* The Member may engage in or possess an interest in other business ventures of every kind and description, independently or with others. The Company shall not have any rights in or to such independent ventures or the income or profits therefrom by virtue of this Agreement.

15. *Exculpation and Indemnification.* (a) To the fullest extent permitted by the laws of the State of Delaware and except in the case of bad faith, gross negligence or willful misconduct, no Member or Officer shall be liable to the Company or any other Member for any loss, damage or claim incurred by reason of any act or omission performed or omitted by such Member or Officer in good faith on behalf of the Company and in a manner reasonably believed to be within the scope of the authority conferred on such Member or Officer by this Agreement.

(b) Except in the case of bad faith, gross negligence or willful misconduct, each person (and the heirs, executors or administrators of such person) who was or is a party or is threatened to be made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Member or Officer, shall be indemnified and held harmless by the Company to the fullest extent permitted by the laws of the State of Delaware for directors and officers of corporations organized under the laws of the State of Delaware. Any indemnity under this Section 15 shall be provided out of and to the extent of Company assets only, and no Member shall have personal liability on account thereof.

16. *Assignments.* The Member may at any time assign in whole or in part its limited liability company interest in the Company. If the Member transfers all of its interest in the Company pursuant to this Section 16, the transferee shall be admitted to the Company upon its execution of an instrument signifying its agreement to be bound by the terms and conditions of this Agreement. Such admission shall be deemed effective immediately prior to the transfer, and, immediately following such admission, the transferor Member shall cease to be a member of the Company.

17. *Resignation.* The Member may at any time resign from the Company. If the Member resigns pursuant to this Section 17, an additional Member shall be admitted to the Company, subject to Section 18 hereof, upon its execution of an instrument signifying its agreement to be bound by the terms and conditions of this Agreement. Such admission shall be deemed effective immediately prior to the resignation, and, immediately following such admission, the resigning Member shall cease to be a member of the Company.

18. *Admission of Additional Members.* One or more additional members of the Company may be admitted to the Company with the written consent of the Member.

19. *Dissolution.* (a) The Company shall dissolve and its affairs shall be wound up upon the first to occur of: (i) the written consent of the Member or (ii) the entry of a decree of judicial dissolution under Section 18-802 of the Act.

(b) In the event of dissolution, the Company shall conduct only such activities as are necessary to wind up its affairs (including the sale of the assets of the Company in an orderly manner), and the assets or proceeds from the sale of the assets of the Company shall be applied in the manner, and in the order of priority, set forth in Section 18-804 of the Act.

20. *Separability of Provisions.* If any provision of this Agreement or the application thereof is held by a court of competent jurisdiction or other authority to be invalid, void or unenforceable to any extent, the remainder of this Agreement and the application of such provisions shall remain in full force and effect and shall in no way be affected, impaired or invalidated.

21. *Entire Agreement.* This Agreement constitutes the entire agreement of the Member with respect to the subject matter hereof.

22. *Governing Law.* This Agreement shall be governed by, and construed under, the laws of the State of Delaware (without regard to conflict of laws principles).

23. *Amendments.* This Agreement may not be modified, altered, supplemented or amended except pursuant to a written agreement executed and delivered by the Member.

24. *Sole Benefit of Member.* The provisions of this Agreement are intended solely to benefit the Member and, to the fullest extent permitted by applicable law, shall not be construed as conferring any benefit upon any creditor of the Company (and no such creditor shall be a third-party beneficiary of this Agreement), and the Member shall have no duty or obligation to any creditor of the Company to make any contributions or payments to the Company.

25. *Effectiveness.* This Agreement shall become effective when the Member shall have executed and delivered the Agreement to the Company.

IN WITNESS WHEREOF, the undersigned, intending to be legally bound hereby, has duly executed this Agreement as of the 29 day of June, 2005.

Stockbridge HP Holdings Company, LLC

By: KH Gardner
Name: Kristin H. Gardner,
Title: Vice President

State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 13 2009

BRUCE McPHERSON
Secretary of State

State of California
Secretary of State

CERTIFICATE OF REGISTRATION

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the 1st day of July, 2005, **STOCKBRIDGE HP FALL RACING ASSOCIATION, LLC**, complied with the requirements of California law in effect on that date for the purpose of registering to transact intrastate business in the State of California; and further purports to be a limited liability company organized and existing under the laws of the State of **Delaware** as **STOCKBRIDGE HP FALL RACING ASSOCIATION, LLC** and that as of said date said limited liability company became and now is duly registered and authorized to transact intrastate business in the State of California, SUBJECT, HOWEVER, TO:

- (a) any licensing requirements otherwise imposed by the laws of this State and;
- (b) that subject limited liability company shall transact all intrastate business within this State under the above name elected by it.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of July 13, 2005.



A handwritten signature in cursive script, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State



**State of California
Secretary of State**

**LIMITED LIABILITY COMPANY
APPLICATION FOR REGISTRATION**

File #

200519310329

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUL - 1 2005

A \$70.00 filing fee AND a certificate of good standing from an authorized public official of the jurisdiction of formation must accompany this form.

IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

ENTITY NAME (End the name in Item 1 with the words "Limited Liability Company," "Ltd. Liability Co." or the abbreviations "LLC" or "L.L.C.")

1. NAME UNDER WHICH THE FOREIGN LIMITED LIABILITY COMPANY PROPOSES TO REGISTER AND TRANSACT BUSINESS IN CALIFORNIA
Stockbridge HP Fall Racing Association, LLC
2. NAME OF THE FOREIGN LIMITED LIABILITY COMPANY, IF DIFFERENT FROM THAT ENTERED IN ITEM 1 ABOVE

DATE AND PLACE OF ORGANIZATION

3. THIS FOREIGN LIMITED LIABILITY COMPANY WAS FORMED ON 06 - 29 - 05 IN Delaware
(MONTH) (DAY) (YEAR) (STATE OR COUNTRY)

AND IS AUTHORIZED TO EXERCISE ITS POWERS AND PRIVILEGES IN THAT STATE OR COUNTRY.

AGENT FOR SERVICE OF PROCESS (If the agent is an individual, the agent must reside in California and both Items 4 and 5 must be completed. If the agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and Item 4 must be completed (leave Item 5 blank).)

4. NAME OF AGENT FOR SERVICE OF PROCESS
Corporation Service Company which will do business in California as CSC-Lawyers Incorporating Service
5. IF AN INDIVIDUAL, ADDRESS OF INITIAL AGENT FOR SERVICE OF PROCESS IN CALIFORNIA CITY STATE ZIP CODE
CA

APPOINTMENT (The following statement is required by statute and may not be altered.)

6. IN THE EVENT THE ABOVE AGENT FOR SERVICE OF PROCESS RESIGNS AND IS NOT REPLACED, OR IF THE AGENT CANNOT BE FOUND OR SERVED WITH THE EXERCISE OF REASONABLE DILIGENCE, THE SECRETARY OF STATE OF THE STATE OF CALIFORNIA IS HEREBY APPOINTED AS THE AGENT FOR SERVICE OF PROCESS OF THIS FOREIGN LIMITED LIABILITY COMPANY.

OFFICE ADDRESSES (Do not abbreviate the name of the city.)

7. ADDRESS OF THE PRINCIPAL EXECUTIVE OFFICE CITY AND STATE ZIP CODE
1200 Park Place, Suite 200 San Mateo, CA 94403
8. ADDRESS OF THE PRINCIPAL OFFICE IN CALIFORNIA, IF ANY CITY STATE ZIP CODE
1200 Park Place, Suite 200 San Mateo CA 94403

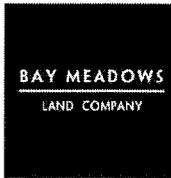
EXECUTION

9. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

Kristin H. Gardner 07/05/05
SIGNATURE OF AUTHORIZED PERSON DATE
Kristin H. Gardner Secretary
TYPE OR PRINT NAME OF AUTHORIZED PERSON TITLE OF AUTHORIZED PERSON

RETURN TO (Enter the name and the address of the person or firm to whom a copy of the filed document should be returned.)

10. NAME [James F. Henderson, L.A.]
FIRM Davis Polk & Wardwell
ADDRESS 450 Lexington Avenue
CITY/STATE/ZIP [New York, NY 10017]



INTEROFFICE MEMORANDUM

TO: COMMISSIONERS
FROM: JACK LIEBAU
SUBJECT: AGENDA ITEM #7 – BAY MEADOWS LAND COMPANY / HOLLYWOOD PARK
DATE: 8/16/2005

Forwarding letter re the above Agenda Item that unfortunately was not received by Staff in time to be included in Packet.

STOCKBRIDGE

CAPITAL PARTNERS, LLC

August 9, 2005

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

Ladies and Gentlemen:

This letter sets forth additional information for consideration by the CHRB in connection with the application of Bay Meadows Land Company and/or its affiliates (collectively, "BMLC") to purchase the Hollywood Park Racetrack ("Hollywood Park").

1. **Ownership of Bay Meadows.** The beneficial owner of the Bay Meadows Racetrack is Stockbridge Real Estate Fund I, LP ("Stockbridge Fund I"), through BMLC, a wholly-owned subsidiary. BMLC also owns the Bay Meadows Racing Association.

Stockbridge Fund I is a privately-owned investment fund, organized as a limited partnership. It is managed by its General Partner, Stockbridge Capital Partners, LLC ("Stockbridge I GP"), which is headed by Terry Fancher. Terry Fancher has full discretion over all the activities and decisions of Stockbridge Fund I and BMLC. He is licensed by the CHRB.

The largest beneficial owner of Stockbridge Fund I (and BMLC) is Pennsylvania Public School Employees' Retirement System, a state pension fund. The other investors in Stockbridge Fund I are public and private pension funds and employees of the General Partner.

2. **Ownership of Hollywood Park.** The beneficial owner of Hollywood Park, following its purchase by an affiliate of BMLC, will be an affiliate of Stockbridge Real Estate Fund II, LP ("Stockbridge Fund II") through a wholly-owned affiliate.

Stockbridge Fund II is a separate legal entity and has different limited partners than Stockbridge Fund I. The General Partner of Stockbridge Fund II is headed by Terry Fancher. He has full discretion over all the activities and decisions of Stockbridge Fund II.

The largest beneficial owner of Hollywood Park will be California Public Employees' Retirement System, a public pension fund. The only pension fund with overlapping interests in both Stockbridge Fund I (the owner of Bay Meadows) and Stockbridge Fund

II (the owner of Hollywood Park) is Pennsylvania Public School Employees' Retirement System.

3. Ownership of General Partners of Stockbridge Fund I and Fund II. Terry Fancher has a beneficial interest in the General Partners of both Stockbridge Fund I and Stockbridge Fund II. Other employees of the General Partners also have beneficial interests in both General Partners.
4. Request for Approval of Acquisition of Hollywood Park by an affiliate and assignee of BMLC. The purchase and sale contract which BMLC has entered into with Churchill Downs California Company ("CD") to purchase Hollywood Park requires BMLC to acquire Hollywood Park whether or not the CHRB determines that the California Horse Racing Law is better served by the acquisition of Hollywood Park by BMLC. This provision of BMLC's contract with CD was required by CD notwithstanding BMLC's effort to be excused from its obligation to purchase Hollywood Park if the CHRB did not grant its approval of this acquisition.

Nevertheless, BMLC believes it is in the best interest of racing for the CHRB to approve BMLC's application to purchase Hollywood Park. This approval would prevent Hollywood Park's closure as a racetrack if BMLC is required to purchase Hollywood Park but is not licensed to operate it as a racetrack. Additionally, if the CHRB grants BMLC's application to operate Hollywood Park pursuant to a three year calendar or if the TOC agrees to support Hollywood Park's application for its historical race dates over the next three years, BMLC will invest a minimum of \$5 million in a new turf track at Hollywood Park and a polytrack racing surface. These investments will be made as soon as practicable. Furthermore, BMLC will continue to play a leadership role in seeking changes of law in California which are intended to improve economic conditions for the racing industry in California, including track owners, horse owners, breeders, and trainers.

Please let us know if there is any additional information which would be helpful to the CHRB.

Sincerely,

A handwritten signature in black ink, appearing to read "Terry Fancher", with a long horizontal line extending to the right.

Terry Fancher

CALIFORNIA HORSE RACING BOARD

AUGUST 18, 2005
REGULAR BOARD MEETING

There is no board package material for items 8 and 9.

STAFF ANALYSIS
REPORT FROM SCIENTIFIC GAMES (AUTOTOTE)

REGULAR BOARD MEETING
AUGUST 18, 2005

Background:

After the problems at the 2002 Breeders Cup caused the tote companies to install heavier security on Pick bets, the option of selecting alternate runners was lost. The CHRB immediately began requesting that the tote companies reintroduce this feature ASAP. Earlier this year, Scientific Games Racing (SGR), formerly Autotote, informed the Board that the option would be reinstalled in the California wagering system with the commencement of the 2005 Del Mar race meet. This did not occur and SGR will present a report on the circumstances so that the Board will be up-to-date on this matter.

Recommendation:

This item is for information and discussion.

STAFF ANALYSIS
UPDATE ON THE PURSE ACCOUNT AT CAPITOL RACING, LLC.

REGULAR BOARD MEETING
AUGUST 18, 2005

Background:

During the course of the most recent Capitol Racing meet at Cal Expo, the purse account generated the numbers on the attached spreadsheet. As indicated in the spreadsheet, the current meet had an underpayment but when added to the overpayment coming into the meet, there is a net final overpayment of \$1.367 million. However, this number does NOT include the following significant items that are outstanding due to the fact that they are associated with matters that are in litigation (except the SCOTWINC funds which will be dispersed in early 2006):

Promotion Funds (purses)	\$1,487,705
6-12 Funds	2,150,000
SCOTWINC (purse portion)	375,000
Escrow account at the CHRB	<u>474,665</u>
Total:	\$4,487,370

Therefore, depending on the resolution of the various matters in dispute, the final purse account may have to be adjusted for the above items.

Recommendation:

This item is for information and discussion.

CAPITOL PURSE ACCOUNT	
Purse Revenues	
From Handle(on,off, O/S)	\$4,458,277
NOTWINC	223,037
SCOTWINC	400,000
Non-commingled pools	31,353
ADW	781,377
Outs	60,777
Total Purse Revenues	\$5,954,821
Deductions from Purses	
Purses Paid	\$4,865,317
CHHA	267,497
Breeders Awards	76,535
Owners Awards	76,535
Total Deductions	\$5,285,884
Underpayment	\$668,937
Prior Overpayment	\$2,036,049
Final Overpayment	\$1,367,112

STAFF ANALYSIS
STAFF REPORT ON END-OF-MEET RESULTS

REGULAR BOARD MEETING
AUGUST 18, 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.

END-OF-MEET OUTLINE SUMMARY

For the California Horse Racing Board meeting, August 18, 2005. This report includes a summary for the following racing meetings: CHURCHILL DOWNS at HOLLYWOOD PARK, SAN JOAQUIN FAIR, ALAMEDA COUNTY FAIR, and SOLANO COUNTY FAIR.

Churchill Downs at Hollywood Park

April 22 – July 17, 2004

Race days: 64

AVERAGE DAILY STATISTICS

	PERCENTAGE CHANGE
Ave. Daily handle	0.47%
Ave. On-track	-1.72%
Ave. Off-track	-2.14%
Ave. Interstate-exported	-2.23%
Ave. ADW	20.33%
Ave. Daily attendance-Calif.	-7.00%
Ave. On-track	-6.88%
Ave. Off-track	-7.10%

San Joaquin Fair at Stockton

June 15 – June 26, 2005

Race days: 10

AVERAGE DAILY STATISTICS

	PERCENTAGE CHANGE
Ave. daily handle	12.64%
Ave. On-track	1.48%
Ave. Off-track	0.53%
Ave. Interstate-exported	18.60%
Ave. ADW	67.53%
Ave. daily attendance-Calif.	-1.43%
Ave. On-track	0.43%
Ave. Off-track	-3.64%

August 18, 2005

Alameda County Fair at Pleasanton
June 29 – July 10, 2004
Race days: 11

AVERAGE DAILY STATISTICS

	PERCENTAGE CHANGE
Ave. daily handle	7.08%
Ave. On-track	9.64%
Ave. Off-track	3.82%
Ave. Interstate-exported	-1.02%
Ave. ADW	45.74%
Ave. daily attendance-Calif.	6.61%
Ave. On-track	19.02%
Ave. Off-track	-5.48%

Solano County Fair at Vallejo
July 13 – July 25, 2004
Race days: 11

AVERAGE DAILY STATISTICS

	PERCENTAGE CHANGE
Ave. daily handle	1.23%
Ave. On-track	-5.56%
Ave. Off-track	1.34%
Ave. Interstate-exported	-8.57%
Ave. ADW	46.23%
Ave. daily attendance-Calif.	-3.46%
Ave. On-track	1.91%
Ave. Off-track	-5.34%

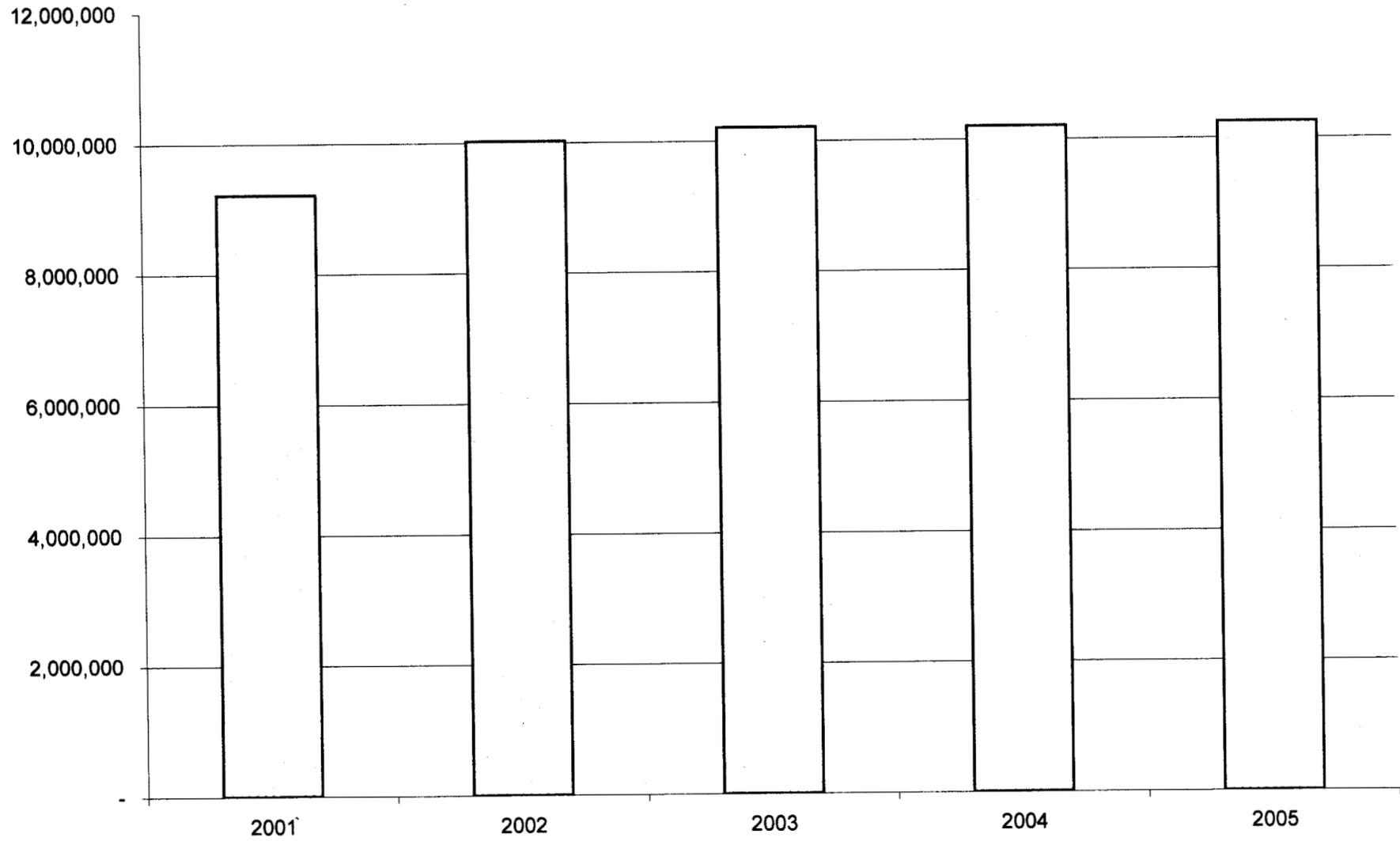
CHURCHILL DOWNS AT HOLLYWOOD PARK

YEAR	2001	2002	2003	2004	2005
TOTAL DAYS	67	65	65	65	64
TOTAL HANDLE	617,374,038	651,487,880	663,272,662	662,871,626	655,750,992
ON-TRACK	135,998,909	128,499,426	120,433,415	113,796,028	110,118,152
OFF-TRACK	227,757,299	220,785,642	213,261,776	213,326,568	205,553,606
INTER-STATE	253,617,830	266,343,795	274,740,167	259,792,380	250,083,276
ADW		35,859,017	54,837,304	75,956,651	89,995,959
LIVE	459,925,516	500,667,632	513,054,594	512,490,379	504,031,443
INTRA-STATE	65,991,770	60,896,619	58,332,995	56,475,116	51,682,930
INTER-STATE IMPORTED	91,456,752	89,329,715	91,885,073	93,906,131	86,157,772
INTERNATIONAL IMPORTED	-	593,914	-	-	13,878,847
AVE. DAILY HANDLE	9,214,538	10,022,890	10,204,195	10,198,025	10,246,109
ON-TRACK	2,029,834	1,976,914	1,852,822	1,750,708	1,720,596
OFF-TRACK	3,399,363	3,396,702	3,280,950	3,281,947	3,211,775
INTERSTATE	3,785,341	4,097,597	4,226,772	3,996,806	3,907,551
ADW		551,677	843,651	1,168,564	1,406,187
AVE. CALIFORNIA HANDLE	5,429,197	5,373,616	5,133,772	5,032,655	4,932,371
AVE. LIVE	6,864,560	7,702,579	7,893,148	7,884,467	7,875,491
INTRASTATE IMPORTED	984,952	936,871	897,431	868,848	807,546
INTERSTATE IMPORTED	1,365,026	1,374,303	1,413,617	1,444,710	1,346,215
INTERNATIONAL IMPORTED	-	9,137	-	-	216,857
TOTAL TAKEOUT	119,045,991	124,574,219	125,477,110	128,811,694	127,165,483
EFFECTIVE TAKEOUT	19.28%	19.12%	18.92%	19.43%	19.39%
STATE LICENSE FEES	8,267,140	8,018,148	7,760,408	7,616,045	7,200,320
STATE %	1.34%	1.23%	1.17%	1.15%	1.10%
TRACK COMMISSIONS	25,216,296	24,362,010	23,089,750	22,583,278	21,960,729
ADW COMMISSIONS	-	1,494,243	2,095,367	3,232,465	3,852,178
TOTAL COMMISSIONS	25,216,296	25,856,253	25,185,117	25,815,742	25,812,908
TRACK %	4.08%	3.97%	3.80%	3.89%	3.94%
HORSEMENS PURSES	24,756,210	23,892,949	22,647,298	22,147,572	21,558,296
ADW PURSES	-	1,464,348	2,045,598	3,162,571	3,768,984
TOTAL PURSES	24,756,210	25,357,297	24,692,896	25,310,143	25,327,279
HORSEMENS %	4.01%	3.89%	3.72%	3.82%	3.86%

CHURCHILL DOWNS AT HOLLYWOOD PARK

YEAR	2001	2002	2003	2004	2005
TOTAL DAYS	67	65	65	65	64
CAIIORNIA ATTENDANCE	1,271,571	1,307,378	1,221,782	1,185,404	1,085,427
ON-TRACK	550,794	592,789	552,396	542,595	497,465
OFF-TRACK	720,777	714,589	669,386	642,809	587,962
DAILY ATTENDANCE	18,979	20,114	18,797	18,237	16,960
AVERAGE DAILY ON - TRACK	8,221	9,120	8,498	8,348	7,773
AVERAGE DAILY OFF - TRACK	10,758	10,994	10,298	9,889	9,187
TOTAL RACE EVENTS	571	557	558	558	551
STARTS	4,452	4,393	4,293	4,461	4,266
AVERAGE STARTS PER EVENT	7.8	7.9	7.7	8.0	7.7
AVERAGE HANDLE PER START	103,308	113,969	119,510	114,882	118,151

**CHURCHILL DOWNS AT HOLLYWOOD PARK
AVERAGE DAILY HANDLE**



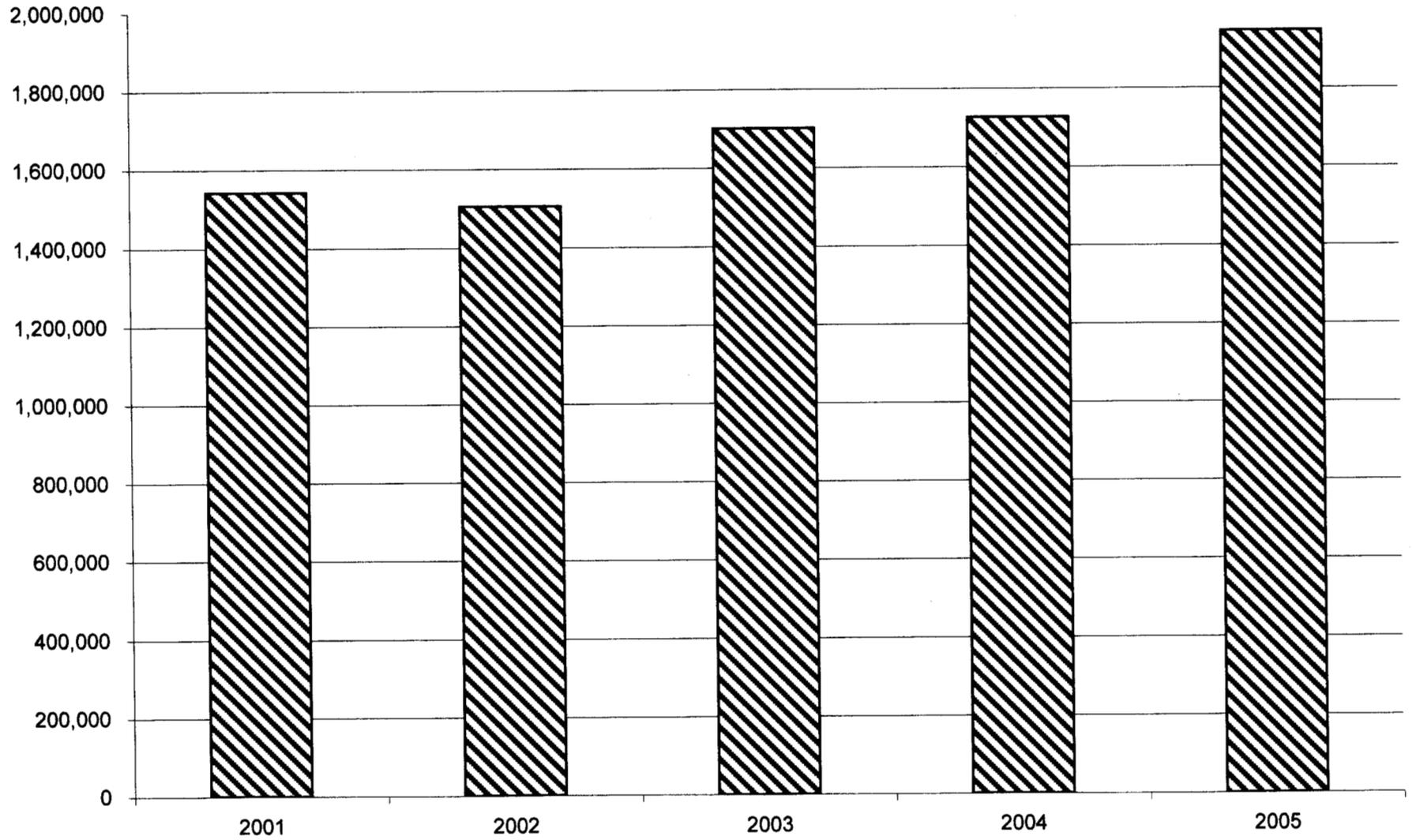
SAN JOAQUIN FAIR

YEAR	2001	2002	2003	2004	2005
TOTAL RACE DAYS	10	10	10	10	10
TOTAL HANDLE	15,421,930	15,053,055	17,014,231	17,272,082	19,454,424
ON-TRACK	2,325,986	2,268,334	2,297,774	2,149,393	2,181,189
OFF-TRACK	9,794,127	9,581,951	9,311,621	9,074,078	9,122,115
INTERSTATE	3,301,817	3,094,738	3,741,643	4,051,463	4,805,207
ADW	0	108,033	1,663,193	1,997,147	3,345,914
LIVE	9,130,373	8,631,531	10,890,203	11,295,946	13,319,292
INTRASTATE IMPORTED	3,333,365	3,234,153	2,949,164	2,968,321	2,599,965
INTERSTATE IMPORTED	2,958,192	3,141,600	3,174,864	3,007,815	2,775,135
INTERNATIONAL IMPORTED	0	45,772	0	0	760,032
AVERAGE DAILY HANDLE	1,542,193	1,505,306	1,701,423	1,727,208	1,945,442
ON-TRACK	232,599	226,833	229,777	214,939	218,119
OFF-TRACK	979,413	958,195	931,162	907,408	912,211
INTERSTATE	330,182	309,474	374,164	405,146	480,521
AVERAGE ADW HANDLE		10,803	166,319	199,715	334,591
AVERAGE LIVE	913,037	863,153	1,089,020	1,129,595	1,331,929
INTRASTATE IMPORTED	333,336	323,415	294,916	296,832	259,997
INTERSTATE IMPORTED	295,819	314,160	317,486	300,782	277,513
INTERNATIONAL IMPORTED	0	4,577	0	0	76,003
TOTAL TAKEOUT	3,088,624	2,989,150	3,078,325	3,504,348	3,953,700
EFFECTIVE TAKEOUT	20.03%	19.86%	18.09%	20.29%	20.32%
STATE LICENSE FEES	187,983	181,522	181,230	176,811	178,840
STATE %	1.22%	1.21%	1.07%	1.02%	0.92%
TRACK COMMISSIONS	597,322	582,883	569,601	562,443	606,513
ADW COMMISSIONS	-	2,599	75,152	90,178	155,511
TOTAL COMMISSIONS	597,322	585,482	644,753	652,621	762,024
TRACK %	3.87%	3.87%	3.35%	3.26%	3.12%
HORSEMEN'S PURSES	602,479	588,373	576,015	568,087	612,638
ADW PURSES	-	2,616	75,886	91,215	157,188
TOTAL PURSES	602,479	590,989	651,901	659,302	769,826
HORSEMEN'S %	3.91%	3.91%	3.39%	3.29%	3.15%

SAN JOAQUIN FAIR

YEAR	2001	2002	2003	2004	2005
CALIFORNIA ATTENDANCE	89,263	87,889	86,393	83,229	82,036
ON-TRACK	45,323	44,849	45,079	45,145	45,338
OFF-TRACK	43,940	43,040	41,314	38,084	36,698
DAILY ATTENDANCE	8,926	8,789	8,639	8,323	8,204
AVERAGE DAILY ON - TRACK	4,532	4,485	4,508	4,515	4,534
AVERAGE DAILY OFF - TRACK	4,394	4,304	4,131	3,808	3,670
TOTAL RACE EVENTS	104	104	104	104	102
STARTS	816	775	846	797	755
AVERAGE STARTS PER EVENT	7.8	7.5	8.1	7.7	7.4
AVERAGE HANDLE PER START	11,189	11,137	12,873	14,173	17,641

**SAN JOAQUIN FAIR
AVERAGE DAILY HANDLE**



ALAMEDA COUNTY FAIR

YEAR	2001	2002	2003	2004	2005
TOTAL RACE DAYS	11	11	11	11	11
TOTAL HANDLE	34,378,981	33,088,663	34,419,955	35,782,995	38,317,137
ON-TRACK	7,384,200	6,802,265	6,134,946	6,298,354	6,905,586
OFF-TRACK	19,717,534	18,407,768	17,519,030	16,964,061	17,612,934
INTERSTATE	7,277,248	7,460,089	8,474,107	9,513,928	9,416,580
ADW	-	418,541	2,291,873	3,006,652	4,382,038
LIVE	18,300,588	17,922,142	20,045,504	21,870,024	22,937,877
INTRASTATE IMPORTED	8,785,023	7,988,183	7,293,359	6,632,560	7,179,085
INTERSTATE IMPORTED	7,293,371	7,056,167	7,081,093	7,280,411	6,497,195
INTERNATIONAL IMPORTED	0	122,172	0	0	1,702,980
AVERAGE DAILY HANDLE	3,125,362	3,008,060	3,129,087	3,253,000	3,483,376
ON-TRACK	671,291	618,388	557,722	572,578	627,781
OFF-TRACK	1,792,503	1,673,433	1,592,639	1,542,187	1,601,176
INTERSTATE	661,568	678,190	770,373	864,903	856,053
ADW	-	38,049	208,352	273,332	398,367
AVERAGE LIVE	1,663,690	1,640,392	1,822,319	1,988,184	2,240,078
INTRASTATE IMPORTED	798,638	726,198	663,033	602,960	652,644
INTERSTATE IMPORTED	663,034	641,470	643,736	661,856	590,654
INTERNATIONAL IMPORTED	0	11,107	0	0	154,816
TOTAL TAKEOUT	6,879,911	6,528,719	6,884,133	7,253,774	7,756,627
EFFECTIVE TAKEOUT	20.01%	19.73%	20.00%	20.27%	20.24%
STATE LICENSE FEES	399,496	372,305	352,091	353,000	360,827
STATE %	1.16%	1.13%	1.02%	0.99%	0.94%
TRACK COMMISSIONS	1,366,938	1,265,780	1,166,137	1,205,405	1,299,429
ADW COMMISSIONS	1,494,243	11,055	103,886	134,984	199,872
TOTAL COMMISSIONS	2,861,181	1,276,835	1,270,023	1,340,389	1,499,301
TRACK %	3.98%	3.86%	3.69%	3.75%	3.91%
HORSEMEN'S PURSES	1,385,716	1,282,759	1,180,660	1,221,859	1,317,666
ADW PURSES	1,464,348	11,195	105,325	136,637	202,789
TOTAL PURSES	2,850,064	1,293,954	1,285,985	1,358,496	1,520,455
HORSEMEN'S %	4.03%	3.91%	3.74%	3.80%	3.97%

ALAMEDA COUNTY FAIR

YEAR	2001	2002	2003	2004	2005
CALIFORNIA ATTENDANCE	96,201	93,482	83,850	97,447	103,892
ON-TRACK	38,474	38,462	33,926	48,112	57,262
OFF-TRACK	57,727	55,020	49,924	49,335	46,630
DAILY ATTENDANCE	8,746	8,498	7,623	8,859	9,445
AVERAGE DAILY ON - TRACK	3,498	3,497	3,084	4,374	5,206
AVERAGE DAILY OFF - TRACK	5,248	5,002	4,539	4,485	4,239
TOTAL RACE EVENTS	120	120	120	120	120
STARTS	928	880	927	916	896
AVERAGE STARTS PER EVENT	7.7	7.3	7.7	7.6	7.5
AVERAGE HANDLE PER START	19,720	20,366	21,624	23,876	25,600

ALAMEDA COUNTY FAIR

ALC YEAR DIFFERENCE

CHANGE

YEAR

TOTAL RACE DAYS

TOTAL HANDLE	2,534,142	7.08%
ON-TRACK	607,232	9.64%
OFF-TRACK	648,873	3.82%
INTERSTATE	(97,348)	-1.02%
ADW	1,375,386	45.74%
LIVE	1,067,853	4.88%
INTRASTATE IMPORTED	546,525	8.24%
INTERSTATE IMPORTED	(783,216)	-10.76%
INTERNATIONAL IMPORTED	1,702,980	0.00%
AVERAGE DAILY HANDLE	230,377	7.08%
ON-TRACK	55,203	9.64%
OFF-TRACK	58,988	3.82%
INTERSTATE	(8,850)	-1.02%
ADW	125,035	45.74%
AVERAGE LIVE	251,894	12.67%
INTRASTATE IMPORTED	49,684	8.24%
INTERSTATE IMPORTED	(71,201)	-10.76%
INTERNATIONAL IMPORTED	154,816	0.00%
TOTAL TAKEOUT	502,853	6.93%
EFFECTIVE TAKEOUT		
STATE LICENSE FEES	7,827	2.22%
STATE %		
TRACK COMMISSIONS	94,024	7.80%
ADW COMMISSIONS	64,888	48.07%
TOTAL COMMISSIONS	158,912	11.86%
TRACK %		
HORSEMEN'S PURSES	95,806	7.84%
ADW PURSES	66,152	48.41%
TOTAL PURSES	161,959	11.92%
HORSEMEN'S %		

ALAMEDA COUNTY FAIR

ALC YEAR DIFFERENCE

CHANGE

YEAR

CAIIFORNIA ATTENDANCE	6,445	6.61%
ON-TRACK	9,150	19.02%
OFF-TRACK	(2,705)	-5.48%
DAILY ATTENDANCE	586	6.61%
AVERAGE DAILY ON - TRACK	832	19.02%
AVERAGE DAILY OFF - TRACK	(246)	-5.48%

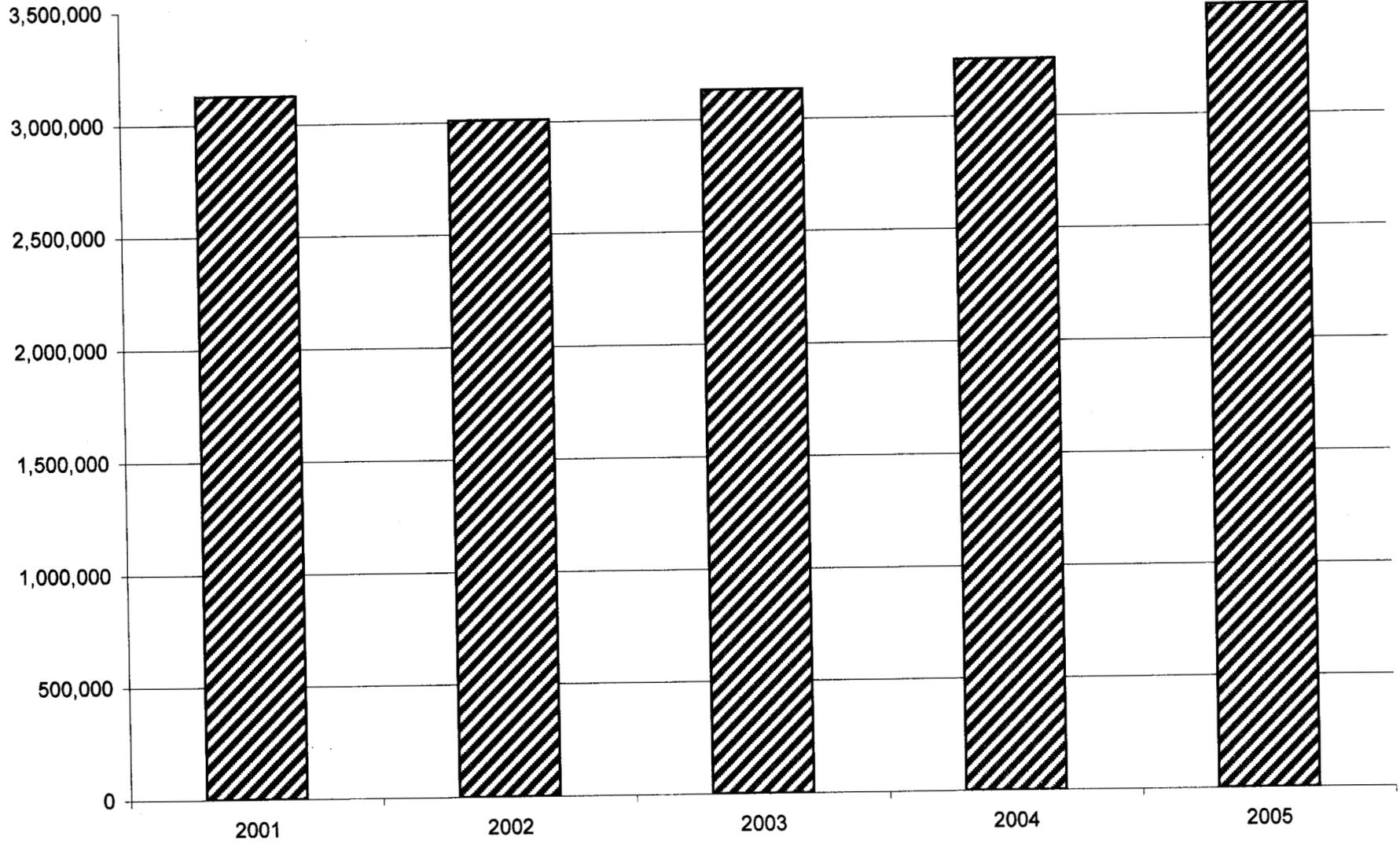
TOTAL RACE EVENTS

STARTS

AVERAGE STARTS PER EVENT

AVERAGE HANDLE PER START

**ALAMEDA COUNTY FAIR
AVERAGE DAILY HANDLE**



SOLANO COUNTY FAIR

YEAR	2001	2002	2003	2004	2005
TOTAL RACE DAYS	12	11	10	11	11
TOTAL HANDLE	32,879,173	30,596,647	30,697,104	32,645,205	33,046,332
ON-TRACK	3,646,736	2,964,941	2,869,927	3,039,969	2,871,017
OFF-TRACK	20,400,516	18,360,752	16,744,773	16,861,379	17,086,644
INTERSTATE	8,831,921	8,081,325	8,899,491	10,122,082	9,254,831
ADW		1,189,628	2,182,913	2,621,775	3,833,839
LIVE	17,949,733	16,918,383	18,793,346	19,905,050	19,852,093
INTRASTATE IMPORTED	8,674,176	7,177,225	6,048,327	6,722,872	6,455,476
INTERSTATE IMPORTED	6,255,264	6,447,769	5,855,431	6,017,283	5,171,033
INTERNATIONAL IMPORTED	0	53,269	0	0	1,567,730
AVERAGE DAILY HANDLE	2,739,931	2,781,513	3,069,710	2,967,746	3,004,212
ON-TRACK	303,895	269,540	286,993	276,361	261,002
OFF-TRACK	1,700,043	1,669,159	1,674,477	1,532,853	1,553,331
INTERSTATE	735,993	734,666	889,949	920,189	841,348
ADW		108,148	218,291	238,343	348,531
AVERAGE LIVE	1,495,811	1,538,035	1,879,335	1,809,550	1,804,736
INTRASTATE IMPORTED	722,848	652,475	604,833	611,170	586,861
INTERSTATE IMPORTED	521,272	586,161	585,543	547,026	470,094
INTERNATIONAL IMPORTED	0	4,843	0	0	142,521
TOTAL TAKEOUT	6,659,189	6,204,695	6,201,118	6,703,749	6,758,644
EFFECTIVE TAKEOUT	20.25%	20.28%	20.20%	20.54%	20.45%
STATE LICENSE FEES	353,898	311,797	297,028	298,614	292,156
STATE %	1.08%	1.02%	0.97%	0.91%	0.88%
TRACK COMMISSIONS	1,208,148	1,060,964	979,580	1,016,436	1,017,280
ADW COMMISSIONS		58,581	101,496	120,626	181,404
TOTAL COMMISSIONS	1,208,148	1,119,545	1,081,076	1,137,063	1,198,684
TRACK %	3.67%	3.66%	3.52%	3.48%	3.63%
HORSEMEN'S PURSES	1,210,063	1,060,632	980,799	1,017,168	1,017,585
ADW PURSES		58,678	101,419	120,735	181,547
TOTAL PURSES	1,210,063	1,119,310	1,082,218	1,137,904	1,199,131
HORSEMEN'S %	3.68%	3.66%	3.53%	3.49%	3.63%

SOLANO COUNTY FAIR

YEAR	2001	2002	2003	2004	2005
TOTAL RACE DAYS	12	11	10	11	11
CAIIFORNIA ATTENDANCE	80,966	73,416	63,131	62,540	60,375
ON-TRACK	21,692	19,721	14,084	16,229	16,539
OFF-TRACK	59,274	53,695	49,047	46,311	43,836
DAILY ATTENDANCE	6,747	6,674	6,313	5,685	5,489
AVERAGE DAILY ON - TRACK	1,808	1,793	1,408	1,475	1,504
AVERAGE DAILY OFF - TRACK	4,940	4,881	4,905	4,210	3,985
TOTAL RACE EVENTS	128	118	114	125	124
STARTS	1,019	921	948	986	942
AVERAGE STARTS PER EVENT	8.0	7.8	8.3	7.9	7.6
AVERAGE HANDLE PER START	17,615	18,370	19,824	20,188	21,074

SOLANO COUNTY FAIR

SCF YEAR DIFFERENCE

CHANGE

YEAR

TOTAL RACE DAYS

TOTAL HANDLE	401,127	1.23%
ON-TRACK	(168,952)	-5.56%
OFF-TRACK	225,266	1.34%
INTERSTATE	(867,251)	-8.57%
ADW	1,212,064	46.23%
LIVE	(52,957)	-0.27%
INTRASTATE IMPORTED	(267,396)	-3.98%
INTERSTATE IMPORTED	(846,250)	-14.06%
INTERNATIONAL IMPORTED	1,567,730	0.00%
AVERAGE DAILY HANDLE	36,466	1.23%
ON-TRACK	(15,359)	-5.56%
OFF-TRACK	20,479	1.34%
INTERSTATE	(78,841)	-8.57%
ADW	110,188	46.23%
AVERAGE LIVE	(4,814)	-0.27%
INTRASTATE IMPORTED	(24,309)	-3.98%
INTERSTATE IMPORTED	(76,932)	-14.06%
INTERNATIONAL IMPORTED	142,521	0.00%
TOTAL TAKEOUT	54,895	0.82%
EFFECTIVE TAKEOUT		
STATE LICENSE FEES	(6,458)	-2.16%
STATE %		
TRACK COMMISSIONS	844	0.08%
ADW COMMISSIONS		
TOTAL COMMISSIONS	61,621	5.42%
TRACK %		
HORSEMEN'S PURSES	417	0.04%
ADW PURSES		
TOTAL PURSES	61,228	5.38%
HORSEMEN'S %		

SOLANO COUNTY FAIR

SCF YEAR DIFFERENCE

CHANGE

YEAR

TOTAL RACE DAYS

CAIFORNIA ATTENDANCE	(2,165)	-3.46%
ON-TRACK	310	1.91%
OFF-TRACK	(2,475)	-5.34%
DAILY ATTENDANCE	(197)	-3.46%
AVERAGE DAILY ON - TRACK	28	1.91%
AVERAGE DAILY OFF - TRACK	(225)	-5.34%

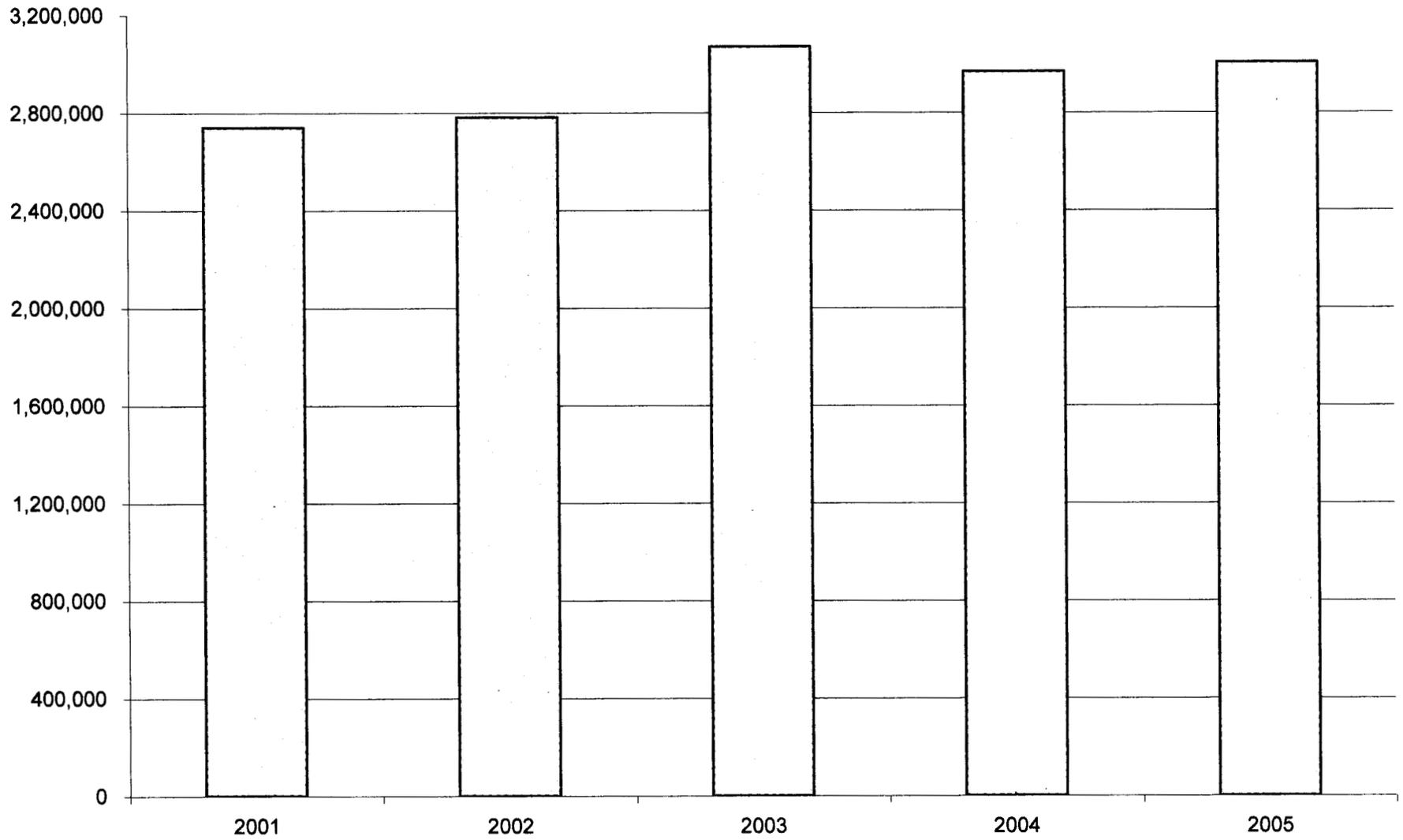
TOTAL RACE EVENTS

STARTS

AVERAGE STARTS PER EVENT

AVERAGE HANDLE PER START

**SOLANO COUNTY FAIR
AVERAGE DAILY HANDLE**



STAFF ANALYSIS
CHHA REQUEST FOR APPROVAL OF FUTURE
IMPACT FEES IN HORSEMEN'S AGREEMENTS

REGULAR BOARD MEETING
AUGUST 18, 2005

Background:

After years of strife caused by the highly contentious issue of impact fees between the harness and quarter horse racing associations, it appears *that some progress* has been made to resolve the issue for *current and future* meets. In the attached letter, Kim Hankins, the Executive Director of the California Harness Horsemen's Association (CHHA), indicates that an agreement has been reached between the various parties regarding future impact fees payable (unfortunately, the contentious debate regarding impact fees through July 2005 is not addressed in these documents). The formula appears to be simple: the impact fee is 5% of exchanged handle between the host tracks of the two associations.

The Hankins letter refers to Board "approval of all future" horsemen's agreements with regard to impact fees. While the Board cannot bind future boards to approve future agreements, it can indicate that they find the 5% reasonable and/or acceptable, if in fact that is the case. Or they can withhold comment or judgment until the actual horsemen's agreements containing the proposed impact fee arrangements are presented to the Board for review.

Recommendation:

This item for information and discussion.



CALIFORNIA HARNESS HORSEMEN'S ASSOCIATION

**P.O. Box 254767
Sacramento, CA. 95865
Phone (916) 263-7888
Fax (916) 263-7887**

**Ben Kenney, President
Jim Perez, Vice-President
Kim Hankins, Executive Director**

August 8, 2005

**Roy Minami
California Horse Racing Board
1010 Hurley Way.
Sacramento, CA 95865**

Roy,

Per our conversation on Friday, please consider this letter as a formal request from the California Harness Horsemen's Association to have the following item added to the August 18th, 2005 CHRB Board meeting:

Discussion and action: CHRB approval of all future Agreements for CHHA in its horsemen's contracts with SHA at Cal Expo and California Exposition and State Fair a provision regarding the acceptance and payments of impact fees between the harness race meet operator and Los Alamitos Quarter Horse Racing Association.

This request is the result of an agreement CHHA has reached with LAQHRA that a 5% impact fee will be exchanged, which is less than the approximate 6% previously approved by the board when Capitol was operating the meet. Written agreements will have already have been entered into between CHHA and Cal Expo, as well as SHA, and written impact fee agreements will have already been entered into between LAQHRA and both SHA and Cal Expo when the aforementioned CHRB meeting is convened.

Thank you, for your timely attention in this matter.

**Kim Hankins
Executive Director
CHHA**