



1776 Tribute Road, Suite 205
Sacramento, CA 95815
Office: 916.927.7223 Fax: 916.263.3341
www.calairs.com

AGENDA
CALIFORNIA AUTHORITY OF RACING FAIRS
LIVE RACING COMMITTEE MEETING
JOHN ALKIRE, CHAIR
11:00 P.M., TUESDAY, MAY 3, 2011
VIA TELECONFERENCE

Notice is hereby given that a meeting of the California Authority of Racing Fairs' Live Racing Committee will commence at 11:00 p.m., Tuesday, May 3, 2011. The meeting will be held at the CARF Conference Room located at 1776 Tribute Road, Sacramento, California 95815.

AGENDA

- I. Date, time and location of next meeting: June 7, 2011 in Sacramento.
- II. Approval of minutes.
- III. Report, discussion and action, if any, on legislative programs for 2011 and beyond.
- IV. Report, discussion and action, if any, on funding applications and disbursement plan for funds from CDFA F&E for CARF programs.
- V. Report, discussion and action, on re-allocation of Change Fund.
- VI. Discussion and action, if any, on FY2011/2012 Expenditure Plan proposed by CDFA F&E.
- VII. Report, discussion and action, if any, on racing license applications.
- VIII. Report, discussion and action, if any, on purse program and negotiations with horsemen's organizations.
- IX. Discussion and action, if any, request from Winners Foundation for counseling locations and on grounds transportation permit.
- X. Financials
- XI. Executive Director's Report



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NOTICE
CALIFORNIA AUTHORITY OF RACING FAIRS
LIVE RACING COMMITTEE MEETING
JOHN ALKIRE, CHAIR
11:00 A.M., TUESDAY, MAY 3, 2011
VIA TELECONFERENCE

Notice is hereby given that a teleconference meeting of the Live Racing Committee will commence at 11:00 a.m., Tuesday, May 3, 2011. The meeting will be held at the CARF Conference Room located at 1776 Tribute Road, Sacramento, California 95815.

CARF Live Racing Committee Meeting
Toll Free Dial In Number: (800) 791-2345
Participant Code: 62745 #

The Public and members of the Live Racing Committee may participate from the following locations:

Alameda County Fair
4501 Pleasanton Ave.
Pleasanton, CA 94566

Humboldt County Fair
1250 5th Street
Ferndale, CA 95536

Solano County Fair
900 Fairgrounds Drive
Vallejo, CA 94589

The Big Fresno Fair
1121 S. Chance Avenue
Fresno, CA 93702

San Joaquin Fair
1658 S. Airport Way
Stockton, CA 95206

Sonoma County Fair
1350 Bennett Valley Road
Santa Rosa, CA 95404

California State Fair
1600 Exposition Blvd.
Sacramento, CA 95815



a California joint powers agency

1776 Tribute Road, Suite 205
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April 15, 2011

Mr. Chris Carpenter
 San Mateo County Fair
 2495 S. Delaware St.
 San Mateo, CA 94403

Dear Chris,

We're pleased to notify you that the California Authority of Racing Fairs and the CDFA Division of Fairs and Expositions have agreed on an allocation plan for funds available for CARF programs. This plan includes a substantial allocation for San Mateo County Fair. The CARF Board has taken formal action endorsing and recommending this plan; implementation is underway. A description, summary and spreadsheet of the allocation plan are attached.

Included in that plan is a recommended allocation of \$164,813 and \$379,999 to San Mateo County Fair from two CARF programs: Equipment Replacement Program and Capital Improvements Program. These two allocations recommended for San Mateo County Fair total \$503,951 available after payment of CARF administrative fees. (Please see attached spreadsheet showing allocations.) These allocation amounts were based on formula derived from pro-rata parimutuel handle figures. The handle figures on which they are based reflect the success of the new satellite at San Mateo County Fair and its standing as the largest satellite in Northern California. This success has resulted in substantial allocations to your Fair from these programs.

The CARF Board has recommended and F&E has agreed that this funding be used to accelerate repayment of the loans extended to SMCF by CARF and F&E to build the new satellite facility at your Fair. By doing so, SMCF can reduce its debt load by \$503,951 and the loans are repaid earlier to the lenders. To that end, the CARF Board has taken action recommending adoption of this allocation plan with the condition that the funding would be used exclusively to pay down the

loans extended by to SMCF to build its satellite in 2008. In addition, the CARF Board also included conditions that the SMCF consents to limit its 20-mile consent radius to within San Mateo County; and that the SMCF signs a prior consent for implementation of a satellite wagering facility at the Cow Palace. These recommendations and conditions have been accepted and agreed to by F&E.

Due to recent developments in the Capitol related to the state budget, we are on a tight timetable for obtaining signed funding agreements and for disbursing these funds. Accordingly, we will need the SMCF's signed agreements to the conditions (please see attached *Consent Agreements*), along with a signed funding agreement, on or before May 2, 2011, so that the agreements can be approved at the CARF Board meeting on May 3, 2011.

When the CARF Board acted on the allocation plan, it included a provision that in the event that San Mateo County Fair did not agree to the conditions above, the funding would be withdrawn and distributed to the remaining CARF member Fairs on a pro-rata basis according to parimutuel handle.

We're attaching for your signature several documents that that will confirm your agreement to the above.

1. Consent to limit 20-mile consent radius within the County of San Mateo.
2. Pre-consent to implementation of a satellite wagering facility at the Cow Palace.
3. Funding agreement with F&E that dedicates use of the allocation exclusively to debt repayment to CARF and F&E. CARF and F&E will direct how the debt repayment is to be divided.

You and I have spoken about this already on the phone. We encourage San Mateo County Fair to accept this funding package and thereby accelerate repayment of the loans that helped finance constructive of your very successful satellite.

Best regards,

/s/

Christopher Korby
Executive Director

Cc: John Alkire, CARF Board Chair
Rebecca Desmond, Acting Director, Division of Fairs and Expositions
Attachments: 3

CONSENT AGREEMENT

To whom it may concern:

San Mateo County Fair (SMCF) hereby affirms its 20-mile consent radius for establishment of a satellite wagering facility within the County of San Mateo. The San Mateo County Fair (SMCF) also hereby acknowledges, agrees and warrants that it will consent to the licensing of a satellite wagering facility within 20-miles of the San Mateo County Fairgrounds if that satellite wagering facility is located outside the boundaries of the County of San Mateo.

CEO
San Mateo County Fair

Date

Board Chair
San Mateo County Fair

Date

CONSENT AGREEMENT

In the event that the California Horse Racing Board grants a license to the Cow Palace to operate a satellite wagering facility or a mini-satellite on its Fairgrounds or on leased premises in the City and County of San Francisco, San Mateo County Fair hereby grants its consent to the operation of such satellite wagering operations by the Cow Palace.

CEO
San Mateo County Fair

Date

Board Chair
San Mateo County Fair

Date

**MOTIONS ADOPTED BY CARF BOARD REGARDING
FUNDING DISBURSEMENTS FROM F&E TO CARF MEMBER FAIRS
APRIL 5, 2011**

Funding Disbursement Recommendations to Division of Fairs and Expositions
(As described in F&E letter of March 28)

Motion:

Disbursement of Funds for Capital Improvement Projects at San Mateo County Fair Satellite Facility

The CARF Board approves and recommends implementation of the two-stage disbursement plan described in the letter sent from F&E on March 28, 2011. In the same action, the CARF Board recommends that the satellite Capital Improvements' funding for San Mateo County Fair include the following conditions: 1) the SMCF signs a declaration that its 20-mile consent radius for other satellite facilities will apply only within the County of San Mateo; 2) SMCF gives its advance written consent to implementation of a satellite facility at the Cow Palace; 3) SMCF agrees that the funding allocation will be used exclusively to pay down debt on the satellite facility loans from CARF and F&E. In the event that SMCF does not agree to these conditions, the CARF Board recommends that this allocation be disbursed according to a pro-rata formula, based on parimutuel handle, to other CARF member Fairs. The Board authorizes the Executive Director to work with F&E and San Mateo County Fair on the details of this debt repayment.

Motion:

Disbursement of Equipment Replacement Program Funds Allocated for San Mateo County Fair

The CARF Board approves and recommends implementation of the two-stage disbursement plan described in the letter sent from F&E on March 28, 2011, for Equipment Replacement Program funds to San Mateo County Fair. In the same action, the CARF Board recommends that the Equipment Replacement Program funding for San Mateo County Fair will include the following conditions: 1) the SMCF signs a declaration that its 20-mile consent radius for other satellite facilities will apply only within the County of San Mateo; 2) SMCF gives its advance written consent to implementation of a satellite facility at the Cow Palace; 3) SMCF agrees that the funding allocation will be used exclusively to pay down debt on the satellite facility loans from CARF *and* F&E. In the event

that SMCF does not agree to these conditions, the CARF Board recommends that this allocation be disbursed according to a pro-rata formula, based on parimutuel handle, to other CARF member Fairs. The Board authorizes the Executive Director to work with F&E and San Mateo County Fair on the details of this debt repayment within the guidelines of this Board motion.

2010/2011 Live Racing and Satellite Wagering Facility Programs

Fair ID	Fair Name	Program	Eligibility	Fund Agmt Sent to Fair	Fund Agmt Rec'd from Fair	Initial Claim Processed (15%)	CARF Board Approval	Final Claim Processed (85% or 100%)
2	San Joaquin County Fair	Eqpt Replacement Fund	\$80,880.50	X	X	4/20/2011		
		Special Circumstances	\$100,000.00	X	X	4/20/2011		
		Total	\$180,880.50					
7	Monterey County Fair	Eqpt Replacement Fund	\$15,779.69	X	X	4/20/2011		
		Capital Improvements at Satellite Facilities	\$36,382.30	X	X	4/20/2011		
		Total	\$52,161.99					
15	Kern County Fair	Eqpt Replacement Fund	\$16,472.26	X	X	4/20/2011		
		Capital Improvements at Satellite Facilities	\$37,979.12	X	X	4/20/2011		
		Total	\$54,451.38					
21	Big Fresno Fair	Eqpt Replacement Fund	\$68,679.52	X	X	4/20/2011		
		Capital Improvements at Live Racing Facilities	\$525,000.00	X	X	4/20/2011		
		Track Safety and Maintenance	\$200,000.00	X	X	N/A	N/A	4/20/2011
		Satellite Development	\$550,000.00	X	X	N/A	N/A	4/20/2011
		Total	\$1,343,679.52					
24	Tulare County Fair	Eqpt Replacement Fund	\$6,667.67	X	X	4/27/2011		
		Capital Improvements at Satellite Facilities	\$15,373.26	X	X	4/27/2011		
		Total	\$22,040.93					
27	Shasta District Fair	Eqpt Replacement Fund	\$4,192.61	X	X	4/20/2011		
		Capital Improvements at Satellite Facilities	\$9,666.66	X	X	4/20/2011		
		Total	\$13,859.27					
28	San Bernardino County Fair	Eqpt Replacement Fund	\$17,917.62	X	X	4/20/2011		
		Capital Improvements at Satellite Facilities	\$41,311.59	X	X	4/20/2011		
		Total	\$59,229.21					
31	Ventura County Fair	Eqpt Replacement Fund	\$55,056.53	X				
		Capital Improvements at Satellite Facilities	\$126,940.58	X				
		Total	\$181,997.11					
38	Stanislaus County Fair	Eqpt Replacement Fund	\$16,377.91	X	X	4/20/2011		
		Capital Improvements at Satellite Facilities	\$37,761.57	X	X	4/20/2011		
		Total	\$54,139.48					
46	Southern CA Fair	Eqpt Replacement Fund	\$31,084.00	X	X	4/27/2011		
		Capital Improvements at Satellite Facilities	\$71,668.53	X	X	4/27/2011		
		Total	\$102,752.53					
50	Antelope Valley Fair	Eqpt Replacement Fund	\$31,487.24	X	X	4/20/2011		
		Capital Improvements at Satellite Facilities	\$72,598.27	X	X	4/20/2011		
		Total	\$104,085.51					
ALA	Alameda County Fair	Eqpt Replacement Fund	\$156,743.83	X	X	4/20/2011		
		Capital Improvements at Live Racing Facilities	\$525,000.00	X	X	4/20/2011		
		Track Safety and Maintenance	\$200,000.00	X	X	N/A	N/A	4/20/2011
		Total	\$881,743.83					
HUM	Humboldt County Fair	Eqpt Replacement Fund	\$9,513.82	X	X	4/20/2011		
		Special Circumstances	\$100,000.00	X	X	4/20/2011		
		Total	\$109,513.82					
NOS	National Orange Show	Eqpt Replacement Fund	\$60,818.40	X	X	4/20/2011		
		Capital Improvements at Satellite Facilities	\$140,225.38	X	X	4/20/2011		
		Total	\$201,043.78					
RIV	Riverside County Fair	Eqpt Replacement Fund	\$13,052.36	X	X			
		Capital Improvements at Satellite Facilities	\$30,094.06	X	X			
		Total	\$43,146.42					
SMA	San Mateo County Fair	Eqpt Replacement Fund	\$164,812.61	X	O			
		Capital Improvements at Satellite Facilities	\$379,998.69	X	O			
		Total	\$544,811.30					
SOL	Solano County Fair	Eqpt Replacement Fund	\$59,362.59	X	X	4/20/2011		

2010/2011 Live Racing and Satellite Wagering Facility Programs

Fair ID	Fair Name	Program	Eligibility	Fund Agmt Sent to Fair	Fund Agmt Rec'd from Fair	Initial Claim Processed (15%)	CARF Board Approval	Final Claim Processed (85% or 100%)
		Special Circumstances	\$200,000.00	X	X	4/20/2011		
		Total	\$259,362.59					
SON	Sonoma County Fair	Eqpt Replacement Fund	\$82,186.06	X	X	4/27/2011		
		Capital Improvements at Live Racing Facilities	\$525,000.00	X	X	4/27/2011		
		Track Safety and Maintenance	\$200,000.00	X	X	N/A	N/A	4/27/2011
		Total	\$807,186.06					
XPO	CA Expo and State Fair	Eqpt Replacement Fund	\$108,914.79	X	X	4/20/2011		
		Capital Improvements at Live Racing Facilities	\$525,000.00	X	X	4/20/2011		
		Track Safety and Maintenance	\$200,000.00	X	X	N/A	N/A	4/20/2011
		Total	\$833,914.79					
		Grand Total	\$5,850,000.02					

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE
DIVISION OF FAIRS & EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS

PROJECT APPLICATIONS

- Equipment Replacement Program (Satellite Wagering)
- Pari-Mutuel Facility Capital Improvements (Satellite Wagering)
- Pari-Mutuel Facility Capital Improvements (Live Racing & Special Circumstances)



CALIFORNIA DEPARTMENT OF
FOOD AND AGRICULTURE



Presented to the CARF Live Racing Committee and
CARF Board of Directors
May 3, 2011



a California joint powers agency

1776 Tribute Road, Suite 205
Sacramento, CA 95815
Office: 916.927.7223 Fax: 916.263.3341
www.calfairs.com

To: CARF Member Fairs CEO's
From: Christopher Korby
Date: April 11, 2011
Re: Current F&E Funding for CARF Programs

This follows up on discussions at the March 16 joint meeting of the CARF Northern and Southern Simulcast Committees regarding F&E funding for CARF programs. At that meeting, we reviewed the funding allocation plan that CARF was negotiating with the Division of Fairs and Expositions (F&E). The allocation plan had been reviewed and recommended to F&E by the CARF Board of Directors at its March 1 meeting; F&E had agreed to the plan. Subsequently, at the April 5 CARF Board meeting, CARF and F&E agreed on a disbursement plan for the funding. We are now in the implementation stage of the disbursement plan.

Each of you will be receiving Funding Agreements from F&E for your Fair's allocation(s) for specific CARF programs. The allocations will include funding for CARF's Equipment Replacement Program and for the Parimutuel Facility Capital Improvement Program. In the disbursement plan agreed to with F&E, funding will take place in the following sequence: 1) Fair signs F&E Funding Agreement to release initial payment (15%) of the funding allocation; 2) Fair remits payment of CARF administrative fees pursuant to the enclosed invoice; 3) Fair submits **Project Application** form (enclosed) to CARF by April 22, 2011, describing the project for which it will use funding; 4) project is approved by F&E and CARF; 5) second stage of funding is released to Fair.

Raechelle Gibbons, who handles accounting matters for CARF, will coordinate with individual Fairs on the best manner for your accounting staff to handle this at your Fair. Raechelle is prepared to work individually with your accounting staff and will be in touch with you and/or your staff by phone. You may reach Raechelle at 916-263-6143 OFFICE or 916-479-0969 CELL. Please feel free to also contact any other CARF staff member by phone or via e-mail if you have questions regarding this funding.

We'd like to express our appreciation to F&E staff for the cooperation in negotiating this funding for CARF programs. These programs benefit all CARF member Fairs.

Best regards,

Christopher Korby
Executive Director

1/1/09-12/31/09 Handle

CARF MEMBER FAIRS TOTAL HANDLE - SATELLITE & LIVE RACING FAIRS

DRAFT - 3

SUPPLEMENT TO EQUIPMENT REPLACEMENT FUND MONEYS HELD ON DEPOSIT FOR ALL CARF MEMBERS: TOTAL \$1,000,000

Location	Off-Track S/W Handle	On-Track Handle	Out-of-State Handle	Off Track Handle	ADW Handle	Total Handle	% of Total	\$1,000,000.00	CARF Admin Fee 7.50%	Funding Available Balance
Anderson	2,128,019					2,128,019	0.419%	\$4,192.61	\$314.45	\$3,878.17
Tulare	3,384,271					3,384,271	0.667%	\$6,667.67	\$500.08	\$6,167.60
Ferndale	173,374	765,661	1,247,109	1,212,630	1,430,099	4,828,873	0.951%	\$9,513.82	\$713.54	\$8,800.28
Shalimar (Indio)	6,624,910					6,624,910	1.305%	\$13,052.36	\$978.93	\$12,073.43
Monterey	8,009,204					8,009,204	1.578%	\$15,779.69	\$1,183.48	\$14,596.21
Turlock	8,312,838					8,312,838	1.638%	\$16,377.91	\$1,228.34	\$15,149.56
Bakersfield	8,360,729					8,360,729	1.647%	\$16,472.26	\$1,235.42	\$15,236.84
Victorville	9,094,338					9,094,338	1.792%	\$17,917.62	\$1,343.82	\$16,573.79
Lake Perris	15,777,120					15,777,120	3.108%	\$31,084.00	\$2,331.30	\$28,752.70
Lancaster	15,981,793					15,981,793	3.149%	\$31,487.24	\$2,361.54	\$29,125.70
Ventura	27,944,715					27,944,715	5.506%	\$55,056.53	\$4,129.24	\$50,927.29
Vallejo	17,651,053	988,623	3,569,484	5,770,841	2,150,319	30,130,320	5.936%	\$59,362.59	\$4,452.19	\$54,910.40
San Bernardino	30,869,233					30,869,233	6.082%	\$60,818.40	\$4,561.38	\$56,257.02
Fresno	11,183,418	3,330,997	5,793,375	10,476,616	4,074,850	34,859,257	6.868%	\$68,679.52	\$5,150.96	\$63,528.55
Stockton	20,109,643	1,673,003	5,196,865	10,021,748	4,050,776	41,052,035	8.088%	\$80,880.50	\$6,066.04	\$74,814.46
Santa Rosa	12,059,592	3,761,855	8,326,193	12,539,588	5,027,465	41,714,694	8.219%	\$82,186.06	\$6,163.95	\$76,022.11
Sacramento	28,432,047	2,787,250	5,563,234	13,235,109	5,263,598	55,281,238	10.891%	\$108,914.79	\$8,168.61	\$100,746.19
Pleasanton	41,035,610	6,251,700	10,169,316	15,520,927	6,579,985	79,557,537	15.674%	\$156,743.83	\$11,755.79	\$144,988.04
San Mateo	83,652,961					83,652,961	16.481%	\$164,812.61	\$12,360.95	\$152,451.66

Totals	350,784,867	19,559,090	39,865,577	68,777,459	28,577,091	507,564,084	100%	\$1,000,000.00	\$75,000.00	\$925,000.00
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1/1/09-12/31/09 Handle

CARF MEMBER FAIRS - SATELLITE WAGERING ONLY

CAPITAL IMPROVEMENT PROJECTS AT FAIR SATELLITE FACILITIES WITH NO LIVE RACING: TOTAL \$1,000,000

Location	Off-Track S/W Handle	On-Track Handle	Out-of-State Handle	Off Track Handle	ADW Handle	Total Handle	% of Total	\$1,000,000.00	CARF Admin Fee 7.5%	Funding Available Balance
Anderson	2,128,019					2,128,019	0.967%	\$9,666.66	\$725.00	\$8,941.66
Tulare	3,384,271					3,384,271	1.537%	\$15,373.26	\$1,152.99	\$14,220.26
Shalimar (Indio)	6,624,910					6,624,910	3.009%	\$30,094.06	\$2,257.05	\$27,837.00
Monterey	8,009,204					8,009,204	3.638%	\$36,382.30	\$2,728.67	\$33,653.63
Turlock	8,312,838					8,312,838	3.776%	\$37,761.57	\$2,832.12	\$34,929.45
Bakersfield	8,360,729					8,360,729	3.798%	\$37,979.12	\$2,848.43	\$35,130.69
Victorville	9,094,338					9,094,338	4.131%	\$41,311.59	\$3,098.37	\$38,213.22
Lake Perris	15,777,120					15,777,120	7.167%	\$71,668.53	\$5,375.14	\$66,293.39
Lancaster	15,981,793					15,981,793	7.260%	\$72,598.27	\$5,444.87	\$67,153.40
Ventura	27,944,715					27,944,715	12.694%	\$126,940.58	\$9,520.54	\$117,420.03
San Bernardino	30,869,233					30,869,233	14.023%	\$140,225.38	\$10,516.90	\$129,708.48
San Mateo	83,652,961					83,652,961	38.000%	\$379,998.69	\$28,499.90	\$351,498.79

Totals	220,140,131	0	0	0	0	220,140,131	100%	\$1,000,000.00	\$75,000.00	\$925,000.00
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1/1/09-12/31/09 Handle

CARF MEMBER FAIRS - LIVE RACING FAIRS

CAPITAL IMPROVEMENTS AT LIVE RACING FAIRS: TOTAL \$2,100,000

Location	Off-Track S/W Handle	On-Track Handle	Out-of-State Handle	Off Track Handle	ADW Handle	Total Handle	% of Total	\$2,100,000.00	CARF Admin Fee 7.5%	Funding Available Balance
Fresno	11,183,418	3,330,997	5,793,375	10,476,616	4,074,850	34,859,257		\$252,000.00	\$39,375.00	\$485,625.00
Santa Rosa	12,059,592	3,761,855	8,326,193	12,539,588	5,027,465	41,714,694		\$252,000.00	\$39,375.00	\$485,625.00
Sacramento	28,432,047	2,787,250	5,563,234	13,235,109	5,263,598	55,281,238		\$252,000.00	\$39,375.00	\$485,625.00
Pleasanton	41,035,610	6,251,700	10,169,316	15,520,927	6,579,985	79,557,537		\$252,000.00	\$39,375.00	\$485,625.00

Totals	92,710,667	16,131,802	29,852,119	51,772,240	20,945,898	211,412,726		\$2,100,000.00	\$157,500.00	\$1,942,500.00
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SPECIAL CIRCUMSTANCES

Ferndale	173,374	765,661	1,247,109	1,212,630	1,430,099	4,828,873		\$100,000.00	\$7,500.00	\$92,500.00
Stockton	20,109,643	1,673,003	5,196,865	10,021,748	4,050,776	41,052,035		\$100,000.00	\$7,500.00	\$92,500.00
Vallejo	17,651,053	988,623	3,569,484	5,770,841	2,150,319	30,130,320		\$200,000.00	\$15,000.00	\$185,000.00

SATELLITE & LIVE RACING FAIRS
EQUIPMENT REPLACEMENT FUND
PROJECT APPLICATIONS

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3. Ferndale.....	8
4. Shalimar (Indio)	10
5. Monterey.....	12
6. Turlock.....	14
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8. Victorville.....	22
9. Lake Perris.....	24
10. Lancaster.....	26
11. Ventura.....	28
12. Vallejo.....	30
13. San Bernardino.....	32
14. Fresno.....	36
15. Stockton.....	38
16. Santa Rosa.....	40
17. Sacramento.....	42
18. Pleasanton.....	44

1/1/09-12/31/09 Handle

CARF MEMBER FAIRS TOTAL HANDLE - SATELLITE & LIVE RACING FAIRS

DRAFT - 3

SUPPLEMENT TO EQUIPMENT REPLACEMENT FUND MONIES HELD ON DEPOSIT FOR ALL CARF MEMBERS: TOTAL \$1,000,000

Location	Off-Track	On-Track	Out-of-State	Off Track	ADW	Total	% of	\$1,000,000.00	CARF Admin Fee 7.50%	Funding Available
	S/W Handle	Handle	Handle	Handle	Handle	Handle	Total			
Anderson	2,128,019					2,128,019	0.419%	\$4,192.61	\$314.45	\$3,878.17
Tulare	3,384,271					3,384,271	0.667%	\$6,667.67	\$500.08	\$6,167.60
Ferndale	173,374	765,661	1,247,109	1,212,630	1,430,099	4,828,873	0.951%	\$9,513.82	\$713.54	\$8,800.28
Shalimar (Indio)	6,624,910					6,624,910	1.305%	\$13,052.36	\$978.93	\$12,073.43
Monterey	8,009,204					8,009,204	1.578%	\$15,779.69	\$1,183.48	\$14,596.21
Turlock	8,312,838					8,312,838	1.638%	\$16,377.91	\$1,228.34	\$15,149.56
Bakersfield	8,360,729					8,360,729	1.647%	\$16,472.26	\$1,235.42	\$15,236.84
Victorville	9,094,338					9,094,338	1.792%	\$17,917.62	\$1,343.82	\$16,573.79
Lake Perris	15,777,120					15,777,120	3.108%	\$31,084.00	\$2,331.30	\$28,752.70
Lancaster	15,981,793					15,981,793	3.149%	\$31,487.24	\$2,361.54	\$29,125.70
Ventura	27,944,715					27,944,715	5.506%	\$55,056.53	\$4,129.24	\$50,927.29
Vallejo	17,651,053	988,623	3,569,484	5,770,841	2,150,319	30,130,320	5.936%	\$59,362.59	\$4,452.19	\$54,910.40
San Bernardino	30,869,233					30,869,233	6.082%	\$60,818.40	\$4,561.38	\$56,257.02
Fresno	11,183,418	3,330,997	5,793,375	10,476,616	4,074,850	34,859,257	6.868%	\$68,679.52	\$5,150.96	\$63,528.55
Stockton	20,109,643	1,673,003	5,196,865	10,021,748	4,050,776	41,052,035	8.088%	\$80,880.50	\$6,066.04	\$74,814.46
Santa Rosa	12,059,592	3,761,855	8,326,193	12,539,588	5,027,465	41,714,694	8.219%	\$82,186.06	\$6,163.95	\$76,022.11
Sacramento	28,432,047	2,787,250	5,563,234	13,235,109	5,263,598	55,281,238	10.891%	\$108,914.79	\$8,168.61	\$100,746.19
Pleasanton	41,035,610	6,251,700	10,169,316	15,520,927	6,579,985	79,557,537	15.674%	\$156,743.83	\$11,755.79	\$144,988.04
San Mateo	83,652,961					83,652,961	16.481%	\$164,812.61	\$12,360.95	\$152,451.66

Totals	350,784,867	19,559,090	39,865,577	68,777,459	28,577,091	507,564,084	100%	\$1,000,000.00	\$75,000.00	\$925,000.00
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SHASTA DISTRICT FAIR

ANDERSON

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. Name of Fair: Shasta District Fair
2. Project Name: _____
3. Funding Amount Allocated: \$3878.17
4. Program (please check applicable CARE program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
5. Project Description-Summary
(Attach additional information/photos as appropriate.)

Place funds in CARE Equipment
Fund for future use.
6. Description of Cost Estimates & Source of Cost Estimates
(Attach supporting documentation as appropriate.)
7. Project Benefits
(Attach supporting documentation as appropriate.)

[Send along with any additional detail to CARE, 1776 Tribute Rd., Sacramento CA 95815]

TULARE COUNTY FAIR

TULARE

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair:* 24th DAA/ Tulare County Fair
2. *Project Name:* Restroom upgrade
3. *Funding Amount Allocated:* \$ 6,667.67
4. *Program (please check applicable CARF program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)
Facility restroom upgrade's and fixture replacement

6. *Description of Cost Estimates & Source of Cost Estimates*
(Attach supporting documentation as appropriate.)
\$7,500 Liberty Construction General Contractor

7. *Project Benefits*
(Attach supporting documentation as appropriate.)
New/renovated ADA approved restrooms

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

HUMBOLDT COUNTY FAIR

FERNDALE

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS & EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS *PROJECT FUNDING APPLICATION*
Executive Summary

1. *Name of Fair: HUMBOLDT*
2. *Project Name: Wagering Facility Improvements, ERF*
3. *Funding Amount Allocated: \$ 9,513.82*
4. *Program (please check applicable CARF program below)*

Parimutuel Facility Capital Improvements

Equipment Replacement Program

5. *Project Description-Summary*

As prescribed in the Funding Program Agreement, these funds will be used for Wagering Facility Improvements, as identified by the parties to the agreement.

6. *Description of Cost Estimates & Source of Cost Estimates*

Cost estimates/funding availability are based upon distribution developed by the executive staff of the California Authority of Racing Fairs.

7. *Project Benefits*

Provide for improvements to wagering facilities, so as to contribute to the health and safety of employees and patrons.

RIVERSIDE COUNTY FAIR

SHALIMAR (INDIO)

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Riverside County Fair & National Date Festival*
2. *Project Name: Shalimar Indio*
3. *Funding Amount Allocated: \$ 13,052.36*
4. *Program (please check applicable CARF program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*

5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)

Upgrade the current security alarm in the Shalimar.

6. *Description of Cost Estimates & Source of Cost Estimates*
(Attach supporting documentation as appropriate.)

\$12,000

7. *Project Benefits*
(Attach supporting documentation as appropriate.)

Would benefit the Fair by lowering our risk of theft or vandalism.

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

MONTEREY COUNTY FAIR

MONTEREY

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Monterey County Fair*

2. *Project Name: Sports Bar*

3. *Funding Amount Allocated: \$15,779.69*

4. *Program (please check applicable CARF program below)*

Parimutuel Facility Capital Improvements

Equipment Replacement Program

5. *Project Description-Summary*

(Attach additional information/photos as appropriate.)

The Monterey Bay Race Place has been building a 'Sports Bar' atmosphere in a section of the facility. Race Place would like to purchase additional large flat screen televisions and upgrade this area with a new bar and furniture.

6. *Description of Cost Estimates & Source of Cost Estimates*

(Attach supporting documentation as appropriate.)

Bids are currently being gathered for new flat screens. The cost estimate is currently \$12,000 for six large flat screen televisions.

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

To attract a new demographic to the Race Place as well as create another area of interest to current patrons. The Race Place has DirecTV with many different sports and pay per view options which has been positively received among the current patrons as well as solicited interest from new patrons.

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

STANISLAUS COUNTY FAIR

TURLOCK

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. Name of Fair: Stanislaus County Fair
2. Project Name: _____
3. Funding Amount Allocated: \$15,149.56
4. Program (please check applicable CAREF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
5. Project Description-Summary
(Attach additional information/photos as appropriate.)

Keep funds on account with CAREF

6. Description of Cost Estimates & Source of Cost Estimates
(Attach supporting documentation as appropriate.)

7. Project Benefits
(Attach supporting documentation as appropriate.)

[Send along with any additional detail to CAREF, 1776 Tribute Rd., Sacramento CA 95815]

KERN COUNTY FAIR

BAKERSFIELD



15th DISTRICT AGRICULTURAL ASSOCIATION

1142 South P Street • Bakersfield, CA 93307 • 661.833.4900
www.kerncountyfair.com • Fax 661.836.2743

April 22, 2011

Chris Korby
California Authority of Racing Fairs
1776 Tribute Road, Suite 150
Sacramento, CA 95815

RE: Equipment Replacement Funds

The Kern County Fairgrounds Satellite Wagering Facility will work with CARF and the Equipment Replacement Program to fulfill the procurement of equipment that was submitted for approval on April 20, 2011.

Please let me know if there is any additional information needed.

Thank you,

Bill Blair, CEO
15th District Agricultural Association
The Great Kern County Fair

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair:* Kern County Fair
2. *Project Name:* Equipment Replacement
3. *Funding Amount Allocated:* \$ 16,472.26
4. *Program (please check applicable CARE program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)

The Kern County Fairgrounds did not participate in the Equipment Replacement Program when it first was instituted. Therefore, the fairgrounds had to replace old equipment out of the fair operating budget. With these funds we will replace overhead projectors with up to date 60" flat screen TV's, install a security camera system, purchase replacement 8' banquet tables and refurbish the cables in the equipment room for the satellite and tv signals.

Please see attached for photos/explanation

6. *Description of Cost Estimates & Source of Cost Estimates*
(Attach supporting documentation as appropriate.)

Please see attached

7. *Project Benefits*
(Attach supporting documentation as appropriate.)

Please see attached

[Send along with any additional detail to CARE, 1776 Tribute Rd., Sacramento CA 95815]

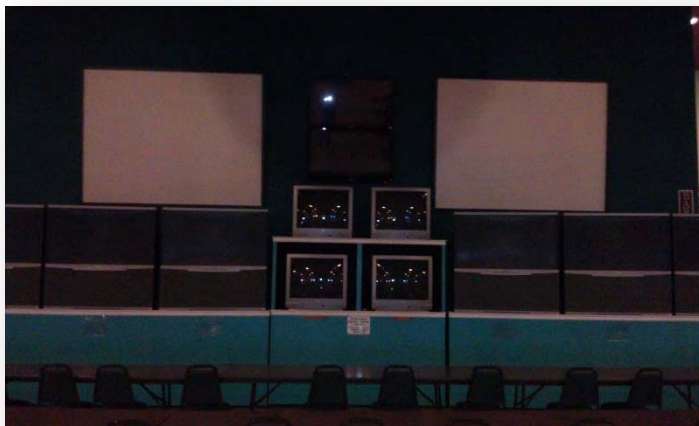


Equipment Replacement

Satellite Wagering Facility – 15th DAA – Kern County Fairgrounds, Bakersfield, CA

Project List:

1. 4 – 60” LCD/LED/Plasma TV’s
 - a. Cost: \$2,164.99 per unit /Total \$8,569.96
 - b. The cost was determined from pricing at COSTCO, which had the lowest prices available. The installation would be in house installation.
 - c. Project benefits: 1.) High quality TV’s that will replace the two overhead projector screens now installed on the west wall of the facility. 2.) Long term cost savings of \$800-\$1,600 per year for bulb replacement on the two Mitsubishi overhead projectors.



2. Security Camera System

- a. Cost: \$4,979.00 (installed). This is a mid-range system that will provide 4 cameras, recording DVR and a split screen monitor. Areas that will be covered are the front desk, concession stand and the floor.
- b. The cost was given to the facility by Tel-Tec, who is the provider of the alarm system for the building and the fairgrounds.
- c. Project benefits: 1.) Better security in the facility during operating hours for employees. 2.) A perception from the clientele that we care about their safety and security.



3. 30 8" banquet tables

- a. Cost: \$110 per table / Total \$3,300
- b. The cost was derived from quotes from various companies and will also check with CFSA for pricing which was unavailable in time for submission of this request.
- c. Project benefit: 1.) Better esthetics by replacing tables that have been damaged over the years. 2.) Safety for patrons as tables have been removed due to wear and tear on the leg supports, etc.



Total Request - **\$16,462.96** – The fair will augment the amount to fulfill the project cost of \$16,938.96

SAN BERNARDINO
COUNTY FAIR

VICTORVILLE

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. Name of Fair: 28TH D.A.A.
2. Project Name: EQUIPMENT REPLACEMENT
3. Funding Amount Allocated: \$ 41,311.59
4. Program (please check applicable CARF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
5. Project Description-Summary
(Attach additional information/photos as appropriate.)

* REQUESTING F&E TRANSFER AMOUNT TO CARF
AND HOLD ON BEHALF OF 28TH D.A.A.

6. Description of Cost Estimates & Source of Cost Estimates
(Attach supporting documentation as appropriate.)

7. Project Benefits
(Attach supporting documentation as appropriate.)

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

SOUTHERN CALIFORNIA
FAIR

LAKE PERRIS

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. Name of Fair: SOUTHERN CALIFORNIA FAIR
2. Project Name: FUTURE EQUIPMENT REPLACEMENT
3. Funding Amount Allocated: \$ 31,094.00
4. Program (please check applicable CARF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
5. Project Description-Summary
(Attach additional information/photos as appropriate.)
CARF TO HOLD FUNDS FOR FUTURE
EQUIPMENT REPLACEMENT PROJECT(S)

6. Description of Cost Estimates & Source of Cost Estimates
(Attach supporting documentation as appropriate.)
N/A AT THIS TIME

7. Project Benefits
(Attach supporting documentation as appropriate.)
N/A AT THIS TIME

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

ANTELOPE VALLEY FAIR

LANCASTER

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. Name of Fair: Antelope Valley Fair
2. Project Name: Slw Equipment Replacement
3. Funding Amount Allocated: \$ 31,487²⁴
4. Program (please check applicable CARF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
5. Project Description-Summary
(Attach additional information/photos as appropriate.)

*Remit funds to CARF to hold on deposit
for Antelope Valley Fair.*

6. Description of Cost Estimates & Source of Cost Estimates
(Attach supporting documentation as appropriate.)
7. Project Benefits
(Attach supporting documentation as appropriate.)

[Send along with any additional detail to CARE, 1776 Tribute Rd., Sacramento CA 95815]

VENTURA COUNTY FAIR

VENTURA

PROJECT APPLICATION
NOT SUBMITTED BY
DEADLINE

SOLANO COUNTY FAIR

VALLEJO

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Solano County Fair*
2. *Project Name: Equipment Replacement Program*
3. *Funding Amount Allocated: \$59,362.59*
4. *Program (please check applicable CARF program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*

5. *Project Description-Summary*

(Attach additional information/photos as appropriate.)

Solano County Fair will remit F&E funding available for equipment replacement to CARF. The funds will be deposited in an account in CARF's Equipment Replacement Program and will be expended for the benefit of the Solano County Fair's satellite wagering facility.

6. *Description of Cost Estimates & Source of Cost Estimates*

(Attach supporting documentation as appropriate.)

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

NATIONAL ORANGE
SHOW

SAN BERNARDINO

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF
 FAIRS & EXPOSITIONS
 AND
 CALIFORNIA AUTHORITY OF RACING FAIRS
 PROJECT APPLICATION
Executive Summary

1. *Name of Fair:* National Orange Show
2. *Project Name:* Martin A. Matich Sports Center Equipment Replacement
3. *Funding Amount Allocated:* \$60,818.40
4. *Program:* Equipment Replacement Program
5. *Project Description-Summary:*

Replace chairs, televisions, signs on the outside of the building, security cameras, ice machine, bar stools and upgrade the control room.


Please remit funds to CARF to hold on deposit for the National Orange Show as part of the CARF Equipment Replacement Fund Program since we are still obtaining estimates from various vendors.

6. *Description of Cost Estimates & Source of Cost Estimates:*

1. Chairs- 500, Reupholster- Avg cost \$30-40 per chair	Est. \$15,000- \$20,000
2. Televisions- 5 55" Lcd TVS- Avg. cost \$1,000.00	Est. \$5,000
3. Televisions- 15 46" Lcd TVS- Avg. cost \$700.00	Est. \$10,000
3. Signs on Outside Building-	Est. TBD
4. Security Cameras- New System-	Est. \$1,000-\$3,000
5. Ice Machine	Est. TBD
6. Bar Stools- 25, Avg. cost \$125- \$200	Est. \$3,000-\$5,000
7. Upgrade the Control room	Est. \$4000-\$8,000

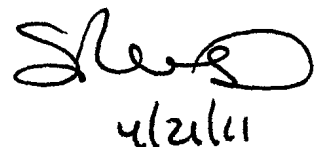
7. *Project Benefits:*

- Upgrading the Televisions with the 15 46" LCD TV's and 5 55" LCD TV's will replace the tube TVs at our bars which is our prominent television viewing area.
- We have two signs on the outside of the building that display various events happening in the Sports Center throughout the year. Both signs have multiple cracks and the backlight is not in working order. With the cracks in the signs, we can only put a display on half of it. Without the backlight, the display can't be viewed at night.
- Adding Security Cameras would improve the overall safety of our patrons as well as our staff. They would eliminate the dead spots in the building and would help aid in better surveillance on the outside perimeter as well.


1/21/11

The low resolution viewing on the new security cameras would help the security guards in identifying people outside the building.

- The control room is the area where we distribute the Race Track Audio and Video feed to the different screens in the building. Upgrading the Computers, TV's, cable boxes and audio receivers will help us project a better overall atmosphere to the patrons and bring our control room up to par with other OTB faculties.
- The chairs in the building are the original ones from when we opened doors 20 years ago. A great deal of our chairs in the building have tears and stains on them.
- An Ice Machine would help decrease overhead costs for the bars. At the moment, since we do not have our own ice on hand, we are buying bags from a local company.
- Replacing the bar stools around the bar would allow us to replace those stools that have tears and loose legs. The bar stools that we have are approximately 20 years old.



A handwritten signature in black ink, appearing to be 'Shelby' followed by a stylized flourish, with the date '4/21/11' written below it.

BIG FRESNO FAIR

FRESNO

**CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
 EXPOSITIONS
 AND
 CALIFORNIA AUTHORITY OF RACING FAIRS
 PROJECT APPLICATION
 Executive Summary**

1. Name of Fair: BIG FRESNO FAIR
2. Project Name: EQUIPMENT REPLACEMENT PROGRAM
3. Funding Amount Allocated: \$ 68,679.52
4. Program (please check applicable CARF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
5. Project Description-Summary
(Attach additional information/photos as appropriate.)

*REMIT FUNDS TO CARF & HOLD ON DEPOSIT
 FOR THE BIG FRESNO FAIR*

6. Description of Cost Estimates & Source of Cost Estimates
(Attach supporting documentation as appropriate.)

7. Project Benefits
(Attach supporting documentation as appropriate.)

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

SAN JOAQUIN
COUNTY FAIR

STOCKTON

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: San Joaquin County Fair*
2. *Project Name: Satellite Wagering Facility Equipment Replacement*
3. *Funding Amount Allocated: \$80,880.50*
4. *Program (please check applicable CARF program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)

Remit funds to CARF to hold on deposit for the San Joaquin County Fair Satellite Wagering Facility as part of the CARF Equipment Replacement Fund Program.

6. *Description of Cost Estimates & Source of Cost Estimates*
(Attach supporting documentation as appropriate.)

7. *Project Benefits*
(Attach supporting documentation as appropriate.)

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

SONOMA COUNTY FAIR

SANTA ROSA

PROJECT APPLICATION
NOT SUBMITTED BY
DEADLINE

CALIFORNIA STATE FAIR

SACRAMENTO

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Cal Expo*
2. *Project Name: Equipment Replacement Fund Program*
3. *Funding Amount Allocated: \$ 100,000*
4. *Program (please check applicable CARE program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*

5. *Project Description-Summary*

(Attach additional information/photos as appropriate.)

We will utilize the funds for this program to enhance the experience of visiting Cal Expo by purchasing replacement modulators, plasma screens, led screens, and other video equipment necessary operate our facility.

6. *Description of Cost Estimates & Source of Cost Estimates*

(Attach supporting documentation as appropriate.)

We fully expect to utilize the total amount of funds allocated to Cal Expo.

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

The project benefits will hopefully be to increase attendance, wagering, experience, and revenue to Cal Expo by offering a first class 21st century facility.

Cal Expo wishes to receive the entire allocated amount of funding.

[Send along with any additional detail to CAREF, 1776 Tribute Rd., Sacramento CA 95815]

ALAMEDA COUNTY FAIR

PLEASANTON

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT FUNDING APPLICATION
Executive Summary

1. *Name of Fair: Alameda County Fairgrounds*
2. *Project Name: Satellite Wagering Facility Equipment Replacement Fund Program*
3. *Funding Amount Requested: \$156,743.83*
4. *Program (please check applicable CARF program below)*
Parimutuel Facility Capital Improvements
X Equipment Replacement Program

5. *Project Description-Summary:*

Remit funds to CARF to hold on deposit for the Alameda County Fair Satellite Wagering Facility as part of the CARF Equipment Replacement Fund Program.

6. *Description of Cost Estimates & Source of Cost Estimate*

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

(Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento, CA 95815)

CAPITAL IMPROVEMENT PROJECTS
SATELLITE WAGERING FACILITIES
(NOT CONDUCTING LIVE RACING)

PROJECT APPLICATIONS

1. Anderson.....48
2. Tulare.....50
3. Shalimar (Indio).....52
4. Monterey.....56
5. Turlock.....58
6. Bakersfield.....62
7. Victorville.....68
8. Lake Perris.....70
9. Lancaster.....72
10. Ventura.....76
11. San Bernardino.....78

1/1/09-12/31/09 Handle

CARF MEMBER FAIRS - SATELLITE WAGERING ONLY

CAPITAL IMPROVEMENT PROJECTS AT FAIR SATELLITE FACILITIES WITH NO LIVE RACING: TOTAL \$1,000,000

Location	Off-Track		On-Track		Out-of-State		Off Track		ADW		Total Handle	% of Total	\$1,000,000.00	CARF Admin Fee 7.5%	Funding Available Balance
	S/W Handle	Handle	Handle	Handle	Handle	Handle	Handle	Handle							
Anderson	2,128,019										2,128,019	0.967%	\$9,666.66	\$725.00	\$8,941.66
Tulare	3,384,271										3,384,271	1.537%	\$15,373.26	\$1,152.99	\$14,220.26
Shalimar (Indio)	6,624,910										6,624,910	3.009%	\$30,094.06	\$2,257.05	\$27,837.00
Monterey	8,009,204										8,009,204	3.638%	\$36,382.30	\$2,728.67	\$33,653.63
Turlock	8,312,838										8,312,838	3.776%	\$37,761.57	\$2,832.12	\$34,929.45
Bakersfield	8,360,729										8,360,729	3.798%	\$37,979.12	\$2,848.43	\$35,130.69
Victorville	9,094,338										9,094,338	4.131%	\$41,311.59	\$3,098.37	\$38,213.22
Lake Perris	15,777,120										15,777,120	7.167%	\$71,668.53	\$5,375.14	\$66,293.39
Lancaster	15,981,793										15,981,793	7.260%	\$72,598.27	\$5,444.87	\$67,153.40
Ventura	27,944,715										27,944,715	12.694%	\$126,940.58	\$9,520.54	\$117,420.03
San Bernardino	30,869,233										30,869,233	14.023%	\$140,225.38	\$10,516.90	\$129,708.48
San Mateo	83,652,961										83,652,961	38.000%	\$379,998.69	\$28,499.90	\$351,498.79
Totals	220,140,131	0	0	0	0	0	0	0	0	0	220,140,131	100%	\$1,000,000.00	\$75,000.00	\$925,000.00

SHASTA DISTRICT FAIR

ANDERSON

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

-
1. Name of Fair: Shasta District Fair
 2. Project Name: Carpet + Paint upgrade
 3. Funding Amount Allocated: \$8941.46
 4. Program (please check applicable CARF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
 5. Project Description-Summary
(Attach additional information/photos as appropriate.)
 - Replace carpet in Satellite Facility
 - Paint inside and outside of Satellite Facility
 6. Description of Cost Estimates & Source of Cost Estimates
(Attach supporting documentation as appropriate.)
 - Estimate of removal & replace Carpet \$10,000-
 - Estimate of paint \$2,000-
 7. Project Benefits
(Attach supporting documentation as appropriate.)
 - More desirable and attractive atmosphere
for Satellite Wagering patrons

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

TULARE COUNTY FAIR

TULARE

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair:* 24th DAA
2. *Project Name:* Kitchen Roof Replacement
3. *Funding Amount Allocated:* \$ 15,373.26
4. *Program (please check applicable CARF program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)

Replacement of roof on kitchen

6. *Description of Cost Estimates & Source of Cost Estimates*
(Attach supporting documentation as appropriate.)

\$18,000 Liberty Construction General Contractor

7. *Project Benefits*
(Attach supporting documentation as appropriate.)

Brings kitchen roof up to food service code

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

RIVERSIDE COUNTY FAIR

SHALIMAR (INDIO)

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Riverside County Fair & National Date Festival*
2. *Project Name: Shalimar Indio*
3. *Funding Amount Allocated: \$ 30,094.06*
4. *Program (please check applicable CARF program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)

Install computerized environmental controller for the current air conditioning system. Our current system can only be controlled by adjusting chiller water temperature up or down a few degrees or shutting entire system down to control the temperature.

6. *Description of Cost Estimates & Source of Cost Estimates*
(Attach supporting documentation as appropriate.)

\$20k to \$25k

7. *Project Benefits*
(Attach supporting documentation as appropriate.)

Shalimar's location in the desert our temperatures are excessively high sometimes 120 degrees. We would like to offer our pari-mutuels and our patrons an updated system as this is one of our constant complaints regarding our facility.

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Riverside County Fair & National Date Festival*
2. *Project Name: Shalimar Indio*
3. *Funding Amount Allocated: \$ 30,094.06*
4. *Program (please check applicable CARE program below)*
 - x Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)

Repair the Shalimar roof. Currently we have invested money in repairing the structural problems but continue to experience several leaks in the roof; we would utilize the remainder of the capitol improvement dollars to repair the roof leaks.

6. *Description of Cost Estimates & Source of Cost Estimates*
(Attach supporting documentation as appropriate.)

Depending on an actual estimate of the air conditioning upgrade the remainder of the funds to repair roof leaks.

7. *Project Benefits*
(Attach supporting documentation as appropriate.)

Currently our roof poses both a safety and environmental hazard for our pari-mutuels and patrons.

[Send along with any additional detail to CAREF, 1776 Tribute Rd., Sacramento CA 95815]

MONTEREY COUNTY FAIR

MONTEREY

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Monterey County Fair*
2. *Project Name: Roofing/General Facility Upgrade*
3. *Funding Amount Allocated: \$36,382.30*
4. *Program (please check applicable CARF program below)*
 - XX Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*

5. *Project Description-Summary*

(Attach additional information/photos as appropriate.)

The Monterey Bay Race Place is in need of a new roof. The roof has not been replaced in over 20 years and has many areas in need of repair.

The Race Place is also in need of new doors going from the sunroom to the Patio area.

In addition, the Race Place is in need of new carpet. The last carpet replacement was in 2001, and it has considerably worn over the last ten years. Due to the finances available, the entire facility is not able to be recarpeted, but the Winners Circle will be targeted first.

6. *Description of Cost Estimates & Source of Cost Estimates*

(Attach supporting documentation as appropriate.)

The low bid for roofing came in at \$21,740.00; new doors will cost approximately \$2,500 and new carpet for the Winners Circle will cost approximately \$8,000. Doors and carpeting bids have been sent out and will be received and determined by next week. Bid information will be sent upon request when received.

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

The roof is a definite benefit in protecting the sustainability of the building itself and the equipment within. The doors are very much needed as well as the new carpet in the Winners Circle.

STANISLAUS COUNTY FAIR

TURLOCK

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. Name of Fair: Stanislaus County Fair
2. Project Name: see Attached
3. Funding Amount Allocated: \$ 34,929.45
4. Program (please check applicable CARF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
5. **Project Description-Summary**
(Attach additional information/photos as appropriate.)

6. **Description of Cost Estimates & Source of Cost Estimates**
(Attach supporting documentation as appropriate.)

7. **Project Benefits**
(Attach supporting documentation as appropriate.)

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT APPLICATION

5) Project Description/Summary

- A) Install fencing, gates and light towers to provide security for facility and patrons
- B) Purchase tables and chairs

6) Description of Cost Estimates and Source of Cost Estimates

- A) \$14,929.45-Denair Fencing In house electrician
- B) \$20,000 Myti Lite Company

7) Project Benefits

- A) Provide enhanced security and safety for facility and patrons
- B) Enhance comfort for patrons

KERN COUNTY FAIR

BAKERSFIELD

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair:* Kern County Fair
2. *Project Name:* Building and Capital Improvements
3. *Funding Amount Allocated:* \$ 37,979.12
4. *Program (please check applicable CARF program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*

(Attach additional information/photos as appropriate.)

The Kern County Fair Satellite Wagering building is over 60 years old. The funds available to us will be used to refinish the large wood floor in the center of the building, refinish the concrete floor to give it a new surface and look, replace the existing swamp coolers, repaint rest rooms and walls, and upgrade an outside janitorial storage area.

Please see attached for photographs and explanation

6. *Description of Cost Estimates & Source of Cost Estimates*

(Attach supporting documentation as appropriate.)

Please see attached

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

Please see attached

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]



Building & Capital Improvements

Satellite Wagering Facility – 15th DAA – Kern County Fairgrounds, Bakersfield, CA

Project List:

1. Resurface and Refinish wood floor
 - a. Cost: \$5,000
 - b. The cost of the project was from solicitations of local contactors who perform this type of work. It will consist of sanding and refinishing the floor. This has not been done in 25 years.
 - c. Project benefits: 1.) This will, along with the next proposed project, will make the building almost look like new. It will be a total makeover. 2.) Cost savings will be realized every year by not having to strip and wax the floor to make it look presentable.



2. Repair and Refinish Concrete Floor
 - a. Cost - \$8,973.11
 - b. The cost includes buying a burnisher and all the materials to do this in-house. A quote from a local contractor to do this project with his own equipment was over \$12,000. Clean Source and Waxie gave combined demonstrations on how-to with 3M products

and the results were amazing. In the future we would be able to refinish all the floors on the fairgrounds.

- c. Project benefits: 1.) The floors would shine like glass without being slippery. 2.) The image of the Satellite Wagering Facility would be enhanced. 3.) Cracks and some other major flaws would be repaired prior to the refinishing of the concrete for safety purposes.



3. Replace 14 swamp coolers

- a. Cost – 1,016.49/unit – Total cost \$14,230
- b. Pricing was solicited from various vendors and BASCO quoted the lowest price. Installation would be performed in-house.
- c. Project benefits: 1.) Better cooling of the building during warm months. Existing units are over 20 years old and have been maintained as well as possible. Some units are in dire need of replacement at this point in time. 2.) Employees and patrons would benefit tremendously with a better attempt at cooling the hot air. 3.) Cost savings with more efficient units



4. Additional Electrical and Ceiling Drop Cords
 - a. Cost: \$5,500
 - b. The cost was determined through a material list and labor estimates from an electrician the fairgrounds contracts through for the installation. A similar project was completed last summer in two other buildings that are almost identical in size and construction.
 - c. Project benefit: 1.) Adaptability for events that potentially take place during larger race meets. There is no electrical availability in the center of the building. It would give the staff greater flexibility in planning race events such as the Triple Crown.
5. Interior and Rest Room Painting.
 - a. Cost: \$1,000
 - b. The cost was estimated by the Maintenance staff with materials and labor.
 - c. Project Benefit: 1.) Better esthetics and a perception from the patrons and public that the fairgrounds cares about how the facility is presented. It is maintenance that needs to take place.
6. Roof over outdoor mop station
 - a. Cost: \$500
 - b. The cost was estimated by the Maintenance staff with materials and labor.
 - c. Project Benefit: 1.) Materials and equipment that are stored outside in the mop station would be protected from the elements.

Total Request - **\$37,979.12**

SAN BERNARDINO
COUNTY FAIR

VICTORVILLE

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. Name of Fair: 28TH D.A.A. / SAN BERNARDINO CO. FAIR
2. Project Name: S/W CAPITAL IMPROVEMENT
3. Funding Amount Allocated: \$ 17,917.00
4. Program (please check applicable CARF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program

5. Project Description-Summary

(Attach additional information/photos as appropriate.)

HEALTH DEPT PLAN CHECK FOR CONCESSION AREA. Upgrade Concession Area by ADDING FLOORING, single hand-washing sink, Portable 3 Compartment, Power Save Unit to Reduce UTILITY consumption. LIGHT REPLACEMENT/ENERGY REDUCTION. PATRONS COMPLAIN OF GLARE ON TV SETS. CARPETING FOR GENERAL PUBLIC AREA. Currently Linoleum. MODIFICATION OF PARIMUTU AREA FOR WALK-UP WINDOW.

6. Description of Cost Estimates & Source of Cost Estimates

(Attach supporting documentation as appropriate.)

PLAN CHECK \$ 998⁰⁰
 PORTABLE SINK \$ 1932⁵⁰
 POWER SAVE UNIT \$ 300⁰⁰
 PARIMUTUEL MODIFICATION / FLOORING, DRAIN, SINK \$ 3650⁰⁰
 LIGHTING PROJECT \$ 3719⁸⁰
 CARPETING \$ 7300⁰⁰

7. Project Benefits

(Attach supporting documentation as appropriate.)

100% IMPROVEMENT FOR CUSTOMER SERVICE, COMFORT TO PATRONS
 \$ SAVINGS IN UTILITY COST TO OPERATE.
 COMPLIANCE WITH HEALTH DEPT.

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

SOUTHERN CALIFORNIA
FAIR

LAKE PERRIS

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. Name of Fair: SOUTHERN CALIFORNIA FAIR
2. Project Name: FUTURE CAPITAL IMPROVEMENTS
3. Funding Amount Allocated: \$ 71,669.53
4. Program (please check applicable CARF program below)
 - Parimutuel Facility Capital Improvements
 - Equipment Replacement Program
5. Project Description-Summary
(Attach additional information/photos as appropriate.)
CARF TO HOLD FUNDS FOR FUTURE
CAPITAL IMPROVEMENT PROJECT(S).

6. Description of Cost Estimates & Source of Cost Estimates
(Attach supporting documentation as appropriate.)
N/A AT THIS TIME.

7. Project Benefits
(Attach supporting documentation as appropriate.)
N/A AT THIS TIME.

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

ANTELOPE VALLEY FAIR

LANCASTER

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS

AND

CALIFORNIA AUTHORITY OF RACING FAIRS

PROJECT APPLICATION

Executive Summary

1. Name of Fair: Antelope Valley Fair
2. Project Name: S/W Capital improvement
3. Funding Amount Allocated: \$ 72,598.27
4. Program (please check applicable CARF program below)

Parimutuel Facility Capital Improvements

Equipment Replacement Program

5. Project Description-Summary

(Attach additional information/photos as appropriate.)

- | | |
|--|-----------|
| 1) Replace 3841 sq.ft of existing carpet with tile @ \$10.00/sq.ft | \$ 38,401 |
| 2) Replace 200 existing fixed place chairs w/ new chairs (R/R) | \$ 15,000 |
| 3) Install mirrored window in equipment room | \$ 5,300 |
| 4) Slurry seal & stripe SW parking lot | \$ 25,000 |

6. Description of Cost Estimates & Source of Cost Estimates

\$ 83,701

(Attach supporting documentation as appropriate.)

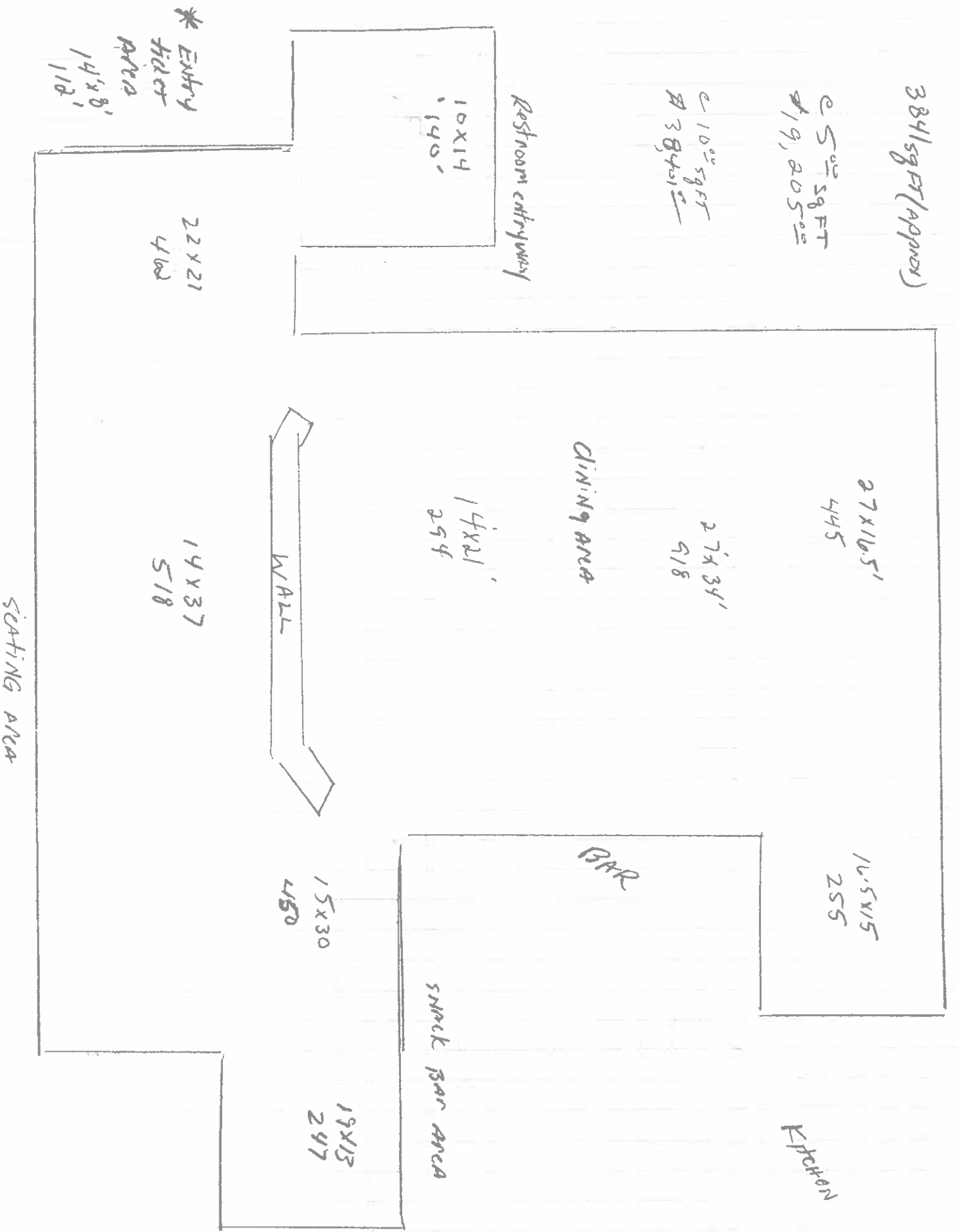
- Attached is map of SW area to be tiled w/ square footage
- Maintenance department researched estimates for items 2 & 3.
- Slurry seal estimate was verbally provided by Pavement Recycling.

7. Project Benefits

(Attach supporting documentation as appropriate.)

1. Carpet needs to be replaced
2. chairs are currently being replaced on as-needed basis
3. Mirror would allow for greater security
4. Slurry Seal is part of Fairgrounds upkeep.

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]



VENTURA COUNTY FAIR

VENTURA

PROJECT APPLICATION
NOT SUBMITTED BY
DEADLINE

NATIONAL ORANGE
SHOW

SAN BERNARDINO

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF
FAIRS & EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair:* National Orange Show
2. *Project Name:* Roof Replacement
3. *Funding Amount Allocated:* \$140,225.38
4. *Program:* Parimutuel Facility Capital Improvements
5. *Project Description-Summary:*

Tear and dispose of existing roofing. Install fiberglass base sheets. Solid Mop fiberglass ply sheet. Solid Mop fiberglass capsheet. Seal all pipes and penetrations using flashing cement and paint all pipes and vent flashings. Lastly remove all roofing debris.

Should funding amount allocated exceed the cost of the roof replacement proposed, we would like to use the remaining balance for new carpet throughout the facility. We estimate new carpet to cost approximately \$50,000.

Please remit funds to CARF to hold on deposit for the National Orange Show as part of the CARF Equipment Replacement Fund Program until current contractor bids are received.

6. *Description of Cost Estimates & Source of Cost Estimates:*

Please see attached estimates from 2009. Estimates range from \$85,000 - \$300,000. These estimates were provided by various companies however funds were not available at that time to contract for the repairs. We have arranged for three companies to provide us with current bids now that funding is available.

7. *Project Benefits:*

The roof at the Sports Center is the original roofing installed 20 years ago leaving much wear and tear. We have multiple leaks throughout the building that have caused us to close areas due to water that has leaked through the ceiling and onto the tables, chairs and the carpet. Recently, this past winter, we had to turn off certain lights in the building due to the water that traveled through the roof and onto the light fixtures.

Replacing the roof will eliminate the need for room closures due to leaks and will provide our customers with a better overall experience and atmosphere.



Handwritten signature, possibly reading "Shelby" or similar, with the name "utaku" written below it.

Morrison Hope Roofing, Inc.

PO Box 5028
San Bernardino, CA 92412

License# 881487



Phone: 909-881-5771
Fax: 909-881-8595
EMail: scrane757@verizon.net

April 8, 2009

Mr. Henry Rivera
The NOS Events Center
689 South E Street
San Bernardino, CA 92408

Dear Mr. Henry Rivera;

Morrison Hope Roofing, Inc. propose to furnish all labor, material and equipment necessary to complete the below referenced project as follows:

Project Address : Off Track betting Building 930 S. Arrowhead, Ave

- Tear off and dispose of existing roofing down to wood sheeting.
- Thoroughly inspect roof sheeting for dry rot. If dry rot is found it shall be replaced on a time and material basis.
- Nail one 25 lb. fiberglass base sheet according to manufactures specifications.
- Solid mop two 11 lb. fiberglass ply sheet using type III asphalt at the rate of 30 lb. per ply per 100 square foot area.
- Solid mop one 72 lb. fiberglass capsheet at the rate of 30 lb. per 100 square foot area.
- Seal all pipes and penetrations using flashing cement.
- Paint all pipes and vent flashings.
- Remove all roofing debris.
- A standard 10 year guarentee shall be issued upon completion and final payment.

Total Price: \$139,298.00

Thank you for considering Morrison Hope Roofing, Inc.. If you have any questions, please call the above listed telephone number.

Sincerely:

A handwritten signature in black ink, appearing to read 'Todd Smith', written over a horizontal line.

Todd Smith
Morrison Hope Roofing, Inc.

Morrison Hope Roofing, Inc.

PO Box 5028
San Bernardino, CA 92412

License# 881487



Phone: 909-881-5771
Fax: 909-881-8595
EMail: scrane757@verizon.net

April 6, 2009

Mr. Henry Rivera
The NOS Events Center
689 South E Street
San Bernardino, CA 92408

Dear Mr. Henry Rivera;

Morrison Hope Roofing, Inc. propose to furnish all labor, material and equipment necessary to complete the below referenced project as follows:

Project Address :Off Track Betting Building 930 S. Arrowhead Ave

- Sweep entire roof area and remove debris.
- Seal penetrations and A.C. Units According to Western Colloid Specifications.
- Repair roof splits and blisters as per manufactures specifications.
- Install new Cool Roof Spec# SM-2P-XE per manufacturers specifications.
- Seal all pipes and penetrations using flashing cement.
- Paint all pipes and vent flashings.
- Remove all roofing debris.
- A standard 10 year guarantee shall be issued upon completion and final payment.
- Manufacturer shall issue a 10 year limited warranty upon completion and final payment.

Total Price: \$99,986.00

Thank you for considering Morrison Hope Roofing, Inc.. If you have any questions, please call the above listed telephone number.

Sincerely:

A handwritten signature in black ink, appearing to read 'Todd Smith', written over a horizontal line.

Todd Smith
Morrison Hope Roofing, Inc.



FLUID APPLIED REINFORCED ROOF SYSTEM

SPECIFICATION NO. SM-2P-XE

RECOVER SMOOTH SURFACE / CAP SHEET

2 PLY POLYESTER REINFORCED – EMBEDDED ACRYLIC SURFACE

PART 1 - GENERAL

1.1 APPLICABLE PUBLICATIONS: The publications listed below form a part of this specification to the extent referenced. The publications are referred to in the text by the basic designation only.

- 1.1.1 American Society for Testing and Materials Publication (ASTM)
- 1.1.2 Underwriters Laboratories Inc. (U.L.)
- 1.1.3 Western Colloid Details, Drawings and Notes
- 1.1.4 ENERGY STAR[®] guidelines for energy efficiency (Roof Coatings)
- 1.1.5 CRRC – Cool Roof Rating Council

1.2 QUALITY CONTROL

1.2.1 Pre-Roofing Conference: Prior to starting the application of the roofing system, there will be a pre-roofing conference with the owner's representative to assure a clear understanding of the specifications. The conference shall be attended by the Contractor(s) and the Membrane Manufacturer's representative.

1.2.2 Warranty: The contractor shall warrant for 2 years, from the date of completion, that the roofing system is free of defective materials and workmanship. Repairs that become necessary because of defective materials and/or workmanship while this roofing is under warranty shall be performed by the contractor. Any additional warranties shall be provided by the contractor to the owner.

1.2.3 Manufacturer shall certify that materials submitted have been used in like application and that they have been actively engaged in the manufacture of these materials for a minimum period of 15 years prior to submittals, as required. The manufacturer shall certify that the contractor is authorized and approved for the application of their materials.

1.3 SUBMITTALS:

1.3.1 Descriptive literature: Submit manufacturer's application instructions and technical data sheets or catalog cuts on materials.

1.4 DELIVERY, STORAGE AND HANDLING:

1.4.1 Storage: Prior to and during project, protect all materials from inclement weather conditions. Keep lids tightly closed on all containers when not in use. Locate materials temporarily stored on the roof in approved areas and distribute the load to stay within the live load limits of the roof construction.

1.4.2 Handling: Select and operate materials handling equipment so as not to damage existing construction and applied roofing. Handle roll materials in a manner to prevent damage to edges and ends.

1.5 ENVIRONMENTAL CONDITIONS: This Fluid Applied Reinforced Roof System is water based and should be applied when weather conditions permit proper application and drying. Application will not be permitted during inclement weather (wet, rain, snow, freeze). The temperature during application shall be a minimum of 55 degrees Fahrenheit (F) and rising. Do not attempt application when rain, inclement weather or temperatures below 40 degrees F are expected within 48 hours after application. The system should not be applied if there is ice or frost on the roof surface/deck. The preparation and repair portion of the system that does not include water based materials may be applied immediately prior to inclement weather if necessary.

1.6. PROTECTION OF PROPERTY:

1.6.1 Protective Coverings: Contractor shall take proper precautions to protect owners property against damage and overspray. The use of shield boards, maskings and protective coverings shall be used as necessary. Western Colloid is not responsible for damages caused by the overspray of any of its products.

SYSTEM COMPONENTS AND WEIGHTS

<u>No.</u>	<u>Component</u>	<u>Amount</u>	<u>Dry Weight Lb.**</u>
1	Base Coat #298 Emulsion	6 Gallons	23.
2	Polyester Fabric	2 Plys	5.
3	Interply Coat #298 Emulsion	6 Gallons	23.
4	Surface / Reflective Coating - ElastaHyde White Acrylic	3 Gallons	21.
Total System Dry Weight			72.0

** weight approximate (per 100 sq. ft.)

PART 2 - PRODUCTS

2.1 DESCRIPTION OF ROOF SYSTEMS:

2.1.1 This specified assembly is a cold process method to upgrade existing roofing. The system is water based and environmentally friendly. It has very low odor. It is reinforced with tough, light weight polyester fabrics. It is intended to significantly extend the life of applicable existing roof membranes. This system eliminates or indefinitely delays the need to remove existing roof membranes which reduces land fill usage. The system is surfaced with a highly reflective elastomeric coating. This type of reflective surface has proven to significantly reduce temperatures and save energy on many types of commercial structures.

2.2 MATERIALS: Shall conform to the respective specifications and to the requirements herein.

2.2.1 Polyester Fabric: Shall be Western Colloid's 2.75 ounce firm or 3.0 ounce soft, stitchbonded polyester fabric used as a reinforcing fabric in asphalt emulsion.

2.2.2 SBS Fiber Glass Base Sheet: Shall be minimum 25 lb., SBS asphalt coated, G-2 type base sheet conforming to ASTM D 4601-95.

2.2.3 SBS Modified Bitumen Cap Sheet: Shall be minimum 4mm., granule surfaced, SBS modified with fiberglass and or polyester reinforcement(s).

2.2.4 Asphalt Flashing Compound: Asbestos free, cut back roof mastic reinforced with non asbestos fibers. ASTM D 4586-86 Type 1.

2.2.5 Modified Asphalt Flashing Compound: Asbestos free, cut back roof mastic reinforced with non asbestos fibers. Modified to form a permanently rubberized compound.

2.2.6 Elastic Cement #600: Elastomeric Flashing & Sealing Compound: A water base, highly concentrated acrylic resinous plastic emulsion with inert mineral pigments and fillers as manufactured by Western Colloid. For application to all exposed terminations, metal joints and any areas needing a tough, highly flexible sealing compound. Available in white or black.

2.2.7 #298 Asphalt Emulsion: A premium clay stabilized asphalt emulsion ASTM D 1227 Type III as manufactured by Western Colloid. Produced in a continuous colloid mill process without any added surfactants or additives. Also known as Glas-Shield Waterproofing Compound for cold process roofing.

2.2.8 ElastaHyde #720 ARC: Meets and exceeds ASTM D6083-97a for 100% acrylic roof coating. A premium, elastomeric acrylic, white reflective coating. ElastaHyde is manufactured from premium resins, pigments and components producing an acrylic coating of the highest quality. ElastaHyde is a durable coating that will resist rigorous weather conditions while protecting roof surfaces and contributing to substantial energy savings. ElastaHyde #720 ARC meets the requirements of a "Cool Roof" and is listed by the "Cool Roof Rating Council" (CRRC). As an ENERGY STAR® Partner, Western Colloid has determined that ElastaHyde #720 ARC meets the ENERGY STAR® guidelines for energy efficiency (white only). Manufactured by Western Colloid. (ElastaHyde can be produced in colors) (For application to smooth asphalt, emulsion or modified bitumen surfaces, use ElastaHyde #770 AXP for base or both coats.)

** Refer to current Technical bulletins for complete product data and proper application methods.

** Refer to MSDS for proper handling procedures.

PART 3 - EXECUTION

3.1 PREPARATION:

3.1.1 Roof membrane shall be repaired and made sound and watertight prior to application of the fluid applied reinforced roofing membrane using one or more of the following steps.

3.1.2 Remove all loose gravel, dirt, dust and foreign debris by vacuum, washing, sweeping or power blower. The entire surface shall be properly cleaned so as to receive proper attachment of the new fluid applied membrane. Areas of light dirt and dust may require only sweeping or power blowing. Areas of heavier dirt, dried mud or contamination may require washing. Use strongest cleaning method necessary to achieve best results.

3.1.3 Valleys and ponding areas shall be washed and may require priming so as to receive a positive attachment of the system. If priming is necessary to any area, use #298 Asphalt Emulsion diluted 20 to 30 percent with water as primer. Apply vigorously with brush and allow to dry.

Valley and ponding areas shall receive an extra ply of polyester set in #298 Asphalt Emulsion prior to the application of the membrane.

3.1.4 All blisters are to be repaired using the "floating patch" (or other approved) method with asphalt flashing compound and modified base or cap sheet. Remove blisters with flat shovel, scraper or knife. Embed modified base or cap sheet in application of asphalt flashing compound. Apply pressure to smooth and achieve complete contact of sheet and flashing compound. Edges of sheet shall extend at least 6 inches beyond widest point of blister being repaired. Apply asphalt flashing compound to seal edge of sheet.

3.1.5 Large splits are to be repaired using the "floating patch" (or other approved) method with asphalt flashing compound and modified base or cap sheet. Make cuts in the membrane 2 to 3 inches long at the end of each split. Make cut at right angle to split to stop the split from continuing. Embed modified base or cap sheet in application of asphalt flashing compound. Apply pressure to smooth and achieve complete contact of sheet and flashing compound. Edges of sheet shall extend at least 6 inches beyond widest point of split being repaired. Apply asphalt flashing compound to seal edge of sheet.

3.1.6 Small splits and irregularities are to be repaired using a three course method with #800 Elastic Cement. To the area needing repair apply #800 at a rate of 5 gallons per 100 sq. ft.(aprox. 1/8 in. thick). Into the wet #800 embed 1 ply of polyester fabric. Brush the fabric into the #800 to insure full saturation having no wrinkles or voids. Over the fabric apply another coat of #800 at a rate of 4 gal. per 100 sq.ft.. Allow to dry.

3.2 APPLICATION

3.2.1 Base and Wall Flashings: Prior to the application of the membrane, install one ply of Polyester Fabric into a full coat of 5 gallons per 100 sq.ft.(per ply) of #298 Asphalt Emulsion achieving full saturation. Polyester ply shall extend over cant onto deck and continue up wall to terminate as necessary, under counter flashing, reglet or wall cap flashing per Western Colloid details.

3.2.2 Edge Flashings: Remove and replace gravel stops and metal edge where necessary. Where gravel stop is replaced, replace with low or no rise metal edge. Metal edge shall be nailed at 4" O.C.. Strip-in the metal with modified base sheet set in asphalt flashing compound making sure to cover all nails. Leave at least 2" of metal bare at edge to insure positive attachment and seal of polyester fabric in emulsion. Where edge flashing is left in place, cut back roofing to provide for a positive attachment of the new membrane per Western Colloid details.

3.2.3 Vent and Pipe Flashings: If flange is removed and replaced or new flange is installed, set flange of metal "jack" in a bed of asphalt flashing compound and attach with nails. Strip-in the metal with modified base or cap sheet set in asphalt flashing compound making sure to cover all nails. Continue new membrane up to base of cone. Apply #800 Elastic Cement to top of cone extending onto pipe and insure complete seal is achieved.

3.2.4 Roof Drains (clamping type): Prior to the application of the roofing membrane, remove clamping ring and clean as necessary. Embed modified cap sheet in application of modified asphalt flashing compound into the drain bowl and extending a minimum of 18" from center of drain onto the deck (or as necessary to extend beyond drain sump). Apply pressure to smooth and achieve complete contact of cap sheet and modified asphalt flashing compound. Replace clamping ring. The roofing membrane system is to be installed leaving approximately 2 to 3 inches distance from the drain ring. Apply a thin bead of # 800 Elastic Cement to the membrane termination after it has dried. Be sure to feather the #800 so as not to cause water to dam.

Optional: The new membrane may be terminated at the drain bowl and clamped with the drain clamping ring. Omit the SBS membrane and add an extra ply of polyester fabric set in #298 to the drain area. The polyester shall extend at least 18 inches from the center of the drain or as necessary to extend beyond the drain sump or ponding area. The new membrane must be allowed to dry before setting the clamping ring.

3.2.5 Misc. Flashings: Where sign anchors, equipment supports or other projections penetrate the roof membrane, seal with #800 Elastic Cement creating a "cone" shaped seal. Where large voids must be bridged use 1 ply of polyester fabric in the #800. Misc. flashings to be of #800 Elastic Cement and Polyester Fabric and to be constructed in a manner acceptable to the membrane manufacturer as necessary to meet the needs of each flashing detail.

Refer to Western Colloid detail drawings and notes for additional details and application information.

3.2.6 MEMBRANE: Over the properly prepared surface, apply a coat of #298 asphalt emulsion at a rate of 6 gallons per 100 sq.ft.. Immediately following and starting at the low edge of the roof, embed a 1/2 width of polyester felt continuing up the roof with full width sheets. Over the first ply of polyester felt apply a second coat of #298 asphalt emulsion at the rate of 6 gallons per 100 sq.ft.. Immediately following and starting at the low edge of the roof, embed a full width second ply of polyester felt. Lightly broom each ply of polyester felt to achieve full saturation having no wrinkles or voids. Polyester shall terminate 2 inches above cant. Do Not walk on the polyester during application while emulsion is still wet causing displacement of the #298 Asphalt Emulsion. Allow to cure.

3.2.7 Reflective Coating - ElastaHyde: After roof has been properly prepared apply reflective coating. To prevent damage to the membrane, the reflective coating should be applied early in the day prior to the heating and softening of the emulsion surface. If surface becomes soft and sticks to equipment or feet, discontinue application. Wash roof surface to remove any asphaltic residue that may cause lack of adhesion or "tobacco staining". Apply over the entire roof surface, ElastaHyde elastomeric reflective roof coating at a rate of 3 gallons per 100 sq. ft. to achieve a dry thickness of no less than 23 mils after cure. The reflective coating shall be applied in a two coat application. This shall be done in a "cross hatch" manner (the second coat shall be at a right angle to the first). Each coat shall be 1/2 of the total application rate. Before application, mix well and strain if spray applying. Do not thin or dilute.

3.2.8 Cleanup: Each day, remove from the job site, debris, scraps, containers and any rubbish resulting from the installation of the roofing system.



Job Name: THE NOS EVENTS CENTER

Sports Center: Approx. 53300' (533)

Options: Re-roof or Coating

Option 1: Eternalastic White Elastomeric Roof Coating (Title 24 Complaint)

- 5yr Material warranty / 5yr Workmanship warranty: **\$99,914.00**
- 10yr Material Warranty / 5yr Workmanship Warranty **\$ 134,934.00**

Option 2: Torch Down (APP Modified Bitumen Cool-Star Roof System)

- 10yr Material Warranty / 10yr Workmanship Warranty: **\$ 229,429.00**
- 15yr Material warranty / 15yr Workmanship Warranty: **\$ 340,344.00**
- 20yr Material Warranty / 20yr Workmanship Warranty: **\$ 388,314.00**

Option 3: Hot Mop (BUR) Mineral Surface Cool-Star Cap Sheet

- 10yr Material Warranty / 5yr Workmanship Warranty: **\$ 229,820.00**
- 15yr Material warranty / 7yr Workmanship Warranty: **\$ 317,125.00**
- 20yr Material Warranty / 10yr Workmanship warranty **\$ 360,298.00**

CAPITAL IMPROVEMENT PROJECTS
LIVE RACING FAIRS/SPECIAL CIRCUMSTANCES
PROJECT APPLICATIONS

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1/1/09-12/31/09 Handle

CARF MEMBER FAIRS - LIVE RACING FAIRS

CAPITAL IMPROVEMENTS AT LIVE RACING FAIRS: TOTAL \$2,100,000

Location	Off-Track S/W		On-Track		Out-of-State		Off Track		ADW		% of Total		CARF Admin		Funding Available	
	Handle	Handle	Handle	Handle	Handle	Handle	Handle	Handle	Handle	Handle	Total	Total	Fee 7.5%	Balance	Balance	
Fresno	11,183,418	3,330,997	5,793,375	10,476,616	4,074,850	34,859,257							\$39,375.00	\$525,000.00	\$485,625.00	
Santa Rosa	12,059,592	3,761,855	8,326,193	12,539,588	5,027,465	41,714,694							\$39,375.00	\$525,000.00	\$485,625.00	
Sacramento	28,432,047	2,787,250	5,563,234	13,235,109	5,263,598	55,281,238							\$39,375.00	\$525,000.00	\$485,625.00	
Pleasanton	41,035,610	6,251,700	10,169,316	15,520,927	6,579,985	79,557,537							\$39,375.00	\$525,000.00	\$485,625.00	

Totals	92,710,667	16,131,802	29,852,119	51,772,240	20,945,898	211,412,726							\$2,100,000.00	\$157,500.00	\$1,942,500.00
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SPECIAL CIRCUMSTANCES

Ferndale	173,374	765,661	1,247,109	1,212,630	1,430,099	4,828,873							\$100,000.00	\$7,500.00	\$92,500.00
Stockton	20,109,643	1,673,003	5,196,865	10,021,748	4,050,776	41,052,035							\$100,000.00	\$7,500.00	\$92,500.00
Vallejo	17,651,053	988,623	3,569,484	5,770,841	2,150,319	30,130,320							\$200,000.00	\$15,000.00	\$185,000.00

BIG FRESNO FAIR

FRESNO

**CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary**

1. **Name of Fair:** Big Fresno Fair – 21st DAA
2. **Project Name:** Capital Improvements for Live Racing Facilities
3. **Funding Amount Allocated:** \$525,000.00
4. **Program (please check applicable CARF program below)**

**X Parimutuel Facility Capital Improvements
Equipment Replacement Program**

5. **Project Description-Summary**
(Attach additional information/photos as appropriate.)

The entire allocated amount will be utilized to improve our total overall Racing Facility & Racing Product at the Big Fresno Fair. Projects will range from backside restrooms, barn renovations plus asphalt for the owner's & trainer's parking area to expanding the S/W downsized facility. Additionally, funds may be considered to supporting our racing purses if necessary.

6. **Description of Cost Estimates & Source of Cost Estimates**
(Attach supporting documentation as appropriate.)

- | | | | |
|-----------------------------|--------------|-----------------------------------|--------------|
| A. Backside Restrooms | \$55,030.00 | D. Expanding S/W Facility | \$277,200.00 |
| B. Barn Renovations | \$117,000.00 | E. Additional Electricity & Trees | \$23,100.00 |
| C. Asphalt for Parking Area | \$167,500.00 | | |

****Supporting Racing Purses (If needed to continue racing)**

***CCA Estimates & Big Fresno Fair Maintenance Dept.**

7. **Project Benefits**
(Attach supporting documentation as appropriate.)

All the aforementioned projects will support the total racing product produced at the Big Fresno Fair for many years to come. Customer Service will be enhanced and showcased with all the projects & will cover our Fair customer's, owner's, trainer's, plus assisting staff to be more efficient.

Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento, CA 95815

SONOMA COUNTY FAIR

SANTA ROSA

PROJECT APPLICATION
NOT SUBMITTED BY
DEADLINE

CALIFORNIA STATE FAIR

SACRAMENTO

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Cal Expo*
2. *Project Name: Live Racing Capital Improvement Projects*
3. *Funding Amount Allocated: \$ 525,000*
4. *Program (please check applicable CARF program below)*
 - X- Pari-mutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)

The California Exposition & State Fair operates race meets for approximately 47 weeks per year. We are attaching a list of projects that total \$944,600. All of the projects listed will enhance our racing program.

6. *Description of Cost Estimates & Source of Cost Estimates*

(Attach supporting documentation as appropriate.)

The cost estimates provided on the attached document are derived from existing staff, (capital improvements project manager, landscape manager, maintenance chief) and from projects completed that are alike in scope.

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

The benefits of each project will enhance our racing programs, provide compliance with ADA issues, assist in the compliance of water quality control board issues for storm water runoff, improve the video presentation of our racing programs, enable us to increase our budget efficiency, provide security, improve the environment for working conditions, improve the quality and safety of our barn area, and generally create the experience of attending the Cal Expo races as a fan or racing participant a memorable one.

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

2011 Cal Expo- Project Funding Application/Request

PROJECTS-

Barn Refurbish- Barns D, E, F \$42,000 per barn-	\$126,000
Recycled Tire Tile Installation at South Racetrack Gap Gate-	\$35,000
Replace Turf Club Carpeting-	\$31,500
Relocate Infield Finish Line-	\$15,000
Replace (2) Evidence/Soda Testing Trailers in Vet Barn- (\$30,000 each)	\$60,000
Install Sod and Irrigation at ends of barns-	\$28,600
Backstretch Racing Office Remodel-	\$200,000
Purchase Racetrack Corporation Yard Office Trailer-	\$13,500
Racetrack Infield Beautification-	\$10,000
Backstretch Racing Office Lawn Area Upgrade-	\$10,000
Tote Board- Reface/Paint/Vinyl Text-	\$15,000
Track Lights- Relamp	\$15,000
Fiber run to backside for video/audio and supporting equipment	\$7,500
Courtesy Slats in chain link fencing south turn-	\$7,500
Equipment purchases- tiller, grader	\$65,000
Crows nest- Refurbish 4 offices-	\$20,000
CO2 Detectors Installation in Tack Rooms	\$10,000
VIS RT software programming for live racing video signal	\$50,000
RV Park Upgrade of asphalt-	\$50,000
Grandstand Surveillance/Security Upgrade-	\$40,000
Clubhouse A/C upgrade	\$50,000
Grandstand WiFi installation-	\$30,000
Crows Nest A/C-	\$15,000
Permanent Tractor Shed Office Structure-	\$40,000
Total-	\$944,600

ALAMEDA COUNTY FAIR

PLEASANTON

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT FUNDING APPLICATION
Executive Summary

1. *Name of Fair: Alameda County Fairgrounds*
2. *Project Name: 2011 Live Racing & Training Cap Expenditures*
3. *Funding Amount Requested: Tier 1 at \$615,438 & Tier 2 at \$105,000 for a total of \$720,438*
4. *Program (please check applicable CARF program below)*
 x Live Racing Facility improvements
 Mini-satellite development /Satellite Facility Relocation
5. *Project Description-Summary*

As the designated Auxiliary Thoroughbred Training Facility in Northern California, we plan to replace old, worn-out track equipment, upgrade utility infrastructure, and remodel or repair existing structures in the backside Barn Area and in the Grandstands.

6. *Description of Cost Estimates & Source of Cost Estimate*

<u>Tier 1 Projects</u>	<u>Estimates</u>
Water truck	\$137,438
CARF Track Equipment Funding	\$120,000
210 John Deer tractor	\$80,000
Septic tank system	\$30,000
Small tractor ('mule')	\$35,000
Breaking corral	\$19,000
Breaking corral	\$15,000
RV South electrical upgrade	\$45,000
Underground cabling	\$9,000
Railing	\$10,000
Training track chain link fence	\$5,000
Remodel Tote Room Offices	\$20,000
Grandstand cabling	\$50,000
New track harrow	\$30,000
Crow's nest flooring replacement	\$10,000
	\$615,438

<u>Tier 2 Projects</u>	<u>Estimates</u>
Grandstand decking	\$25,000
Guttering on barns	\$80,000
	<hr/>
	\$105,000

7. Project Benefits

(Attach supporting documentation as appropriate.)

With more than 500 Thoroughbred horses in daily training, the proposed Capital items would replace and repair; existing equipment, infrastructure and structures enhancing the year-round training facility for northern California. Additional enhancements will also preserve the use of the Grandstands into the future.

We have prioritized the projects into two separate groupings with Tier 1 addressing the more immediate concerns.

Please refer to the enclosed attachment for further details.

Prepared for:
 Jim Burns
 Alameda County Fairgrounds
 4501 Pleasanton Avenue
 Pleasanton, CA 94566
 Phone (925) 426-7566

Prepared by:
 Les Schwindt
 GOLDEN GATE TRUCK CENTER
 8200 BALDWIN STREET
 OAKLAND, CA 94621
 Phone (510) 632-3535

QUOTATION

M210G CONVENTIONAL CHASSIS	
SET BACK AXLE - TRUCK	MFS-16-143A 16,000# FL1 SINGLE FRONT AXLE
CUM ISB 6 7-325 325 HP @ 2300 RPM, 2600 GOV, 750 LB/FT @ 1800 RPM	16,000# FLAT LEAF FRONT SUSPENSION
ALLISON 3500 RDS AUTOMATIC TRANSMISSION WITH PTO PROVISION	106 INCH BBC FLAT ROOF ALUMINUM CONVENTIONAL CAB
RT-40-145 40,000# R-SERIES TANDEM REAR AXLE	4875MM (192 INCH) WHEELBASE
HENDRICKSON PRIMAAX EX 46,000# REAR AIR SUSPENSION	11/32X3-1/2X10-15/16 INCH STEEL FRAME (0.73MMX277.8MM/0.344X10.94 INCH) 120KSI
	1900MM (75 INCH) REAR FRAME OVERHANG

	TOTAL # OF UNITS (1)	PER UNIT	TOTAL
VEHICLE PRICE		\$ 88,345	\$ 88,345
EXTENDED WARRANTY		\$ 0	\$ 0
DEALER INSTALLED OPTIONS		\$ 0	\$ 0
CUSTOMER PRICE BEFORE TAX		\$ 88,345	\$ 88,345

TAXES AND FEES			
TAXES AND FEES		\$ 0	\$ 0
OTHER CHARGES		\$ 0	\$ 0

TRADE-IN			
TRADE-IN ALLOWANCE		\$ (0)	\$ (0)
BALANCE DUE	(LOCAL CURRENCY)	\$ 88,345	\$ 88,345

COMMENTS:
 Projected delivery on ___ / ___ / ___ provided the order is received before ___ / ___ / ___.

APPROVAL:
 Please indicate your acceptance of this quotation by signing below:

Customer: X _____ Date: ___ / ___ / ___

Application Version 7.3.317
 Data Version PRL-01M.001
 ALCO Fairgrounds M210G 55GVW



03/15/2011 1:58 PM

Page 1 of 14

McLELLAN EQUIPMENT

QUOTE

South San Francisco - Sales 251 Shaw Road South San Francisco, CA 94080 800-848-8449 650-873-8100 FAX: 650-589-7398	CAB AND CHASSIS DELIVER CAB AND CHASSIS TO 13221 CROWN AVE., HANFORD CALIFORNIA 92320
--	--

ALAMEDA COUNTY FAIR GROUNDS 4501 PLEASANTON AVE. PLEASANTON CA 94566 Attn: MR ED JOHNSON MR JIM BURNS Tel: Fax: Date: MARCH 3 2011	Ship To: ALAMADA COUNTY FAIR GROUNDS FOB: CUSTOMER Quote # Cell: Saleman: JOE DEBATTISTA cell 650 438 2561
--	--

Standard Features Included in base price			
Item	Part #	Description	Price
*	WT4000A	4000GAL A STYLE ENGINE DRIVE WATER SYSTEM	
A:	WT100121	TANK 4000GAL A STYLE, 20GPI WITH (4) BAFFLES FULL FENDERS FILL DOME	\$30,804.00
B:	WT900038	WATER PUMP,CENTRIFUGAL, 4X3, ENGINE DRIVE PUMP	INCLUDED
C:	(#)	PAINT, ACRYLIC ENAMEL, SINGLE COLOR (MUST INCLUDE PAINT CODE AND PAINT BRAND)	INCLUDED
D:	WT400208	FRONT SPRAY BAR WITH (2) VALVES	INCLUDED
E:	WT400223	REAR SPRAY BAR WITH (2) VALVES AND LADDER	INCLUDED
F:	WT400209	HYDRANT FILL	INCLUDED
G:	WT900027	MUD FLAPS	INCLUDED
H:	WT900031	D O T LIGHTS, SET (LED STOP, TAIL, TURN)	INCLUDED
J:	WT900048	STROBE/ BEACON (AMBER)	INCLUDED
K:	WT900030	EXTEND REAR PIPE BUMPER	INCLUDED
L:	WT500119	CAB CONTROLS - 4-BANK	INCLUDED
M:	WT400210	WATER LEVEL SIGHT GAUGE (REAR CURB SIDE)	INCLUDED
N:	WT900029	TANK TO PUMP PLUMBING	INCLUDED
O:	WT900032	SAFETY KIT (BACK UP ALARM, ANTI SKID, SAFETY CLIP RAIL, FIRE EXT)	INCLUDED
P:	WT400199	4000 GALLON CETER PLUMBING	INCLUDED
Q:	WT200140	HOLD DOWN SYSTEM (LEAF SPRING)	INCLUDED
R:	WT900035	CABLE THROTTLE ASSY.	INCLUDED
Base Price			\$30,804.00

Options in addition to standard features			
Qty.	Part #	Description	Price
1		HYDRAULIC SYSTEM TO OPERATE ARM AND LOCK FOR ONE ARM	
1		REAR SPRAY BAR W/ ON OFF VALVES AND 1 NOZZLE PER FOOT & LH SWIVEL ASSY.	\$3,400.00
1		LEFT ARM SQUIRE TUBE WITH 1 NOZZLE PER FOOT WITH WATER SWIVEL	\$3,800.00
		ASSY TO SIIMILAR TO GOLDEN GATE FIELDS SET UP 22FT LON WITH BREAK AWAY	\$5,400.00
FEDERAL EXISE TAX IF APPLICABLE IF NOT DEDUCT			\$5,209.00
Base Price			\$17,089.00

YEAR	MAKE	Chassis Information	Price
		SE NOTE ON EMAIL	
		DELIVERY	\$1,200.00
SUB TOTAL PRICE FOB CUSTOMER LOCATION, DOES NOT INCLUDE CA. SALES TAX:			\$49,093.00

Accepted by: _____

Company Representative

McLellan Equipment accepts no responsibility for legal weight laws.



Coast Counties Truck & Equip C501
260 Doolittle Drive

Alameda County Fairgrounds
4501 Pleasanton Ave

San Leandro, California United States 94577
Phone: (510) 568-6933
Fax: (510) 562-2322
Email: bdozier@coastcounties.com

Pleasanton, California United States 94566
Phone: (925) 542-7600
Fax: (925) 426-7553
Contact Email:
Prepared for:

Customer Quote

Equipment

Quantity Ordered:	1	
Truck Price:	\$118,301	
Dealer Options:	\$0	
Equipment List Price:	\$118,301	
Surcharges Not Subject to Discount:	\$7,000	
Options Not Subject to Discount:	\$0	
Factory Freight Cost:	\$1,825	
 Total Equipment Price:		<u>\$127,126</u>

NET Sale Price:

\$89,342

Miscellaneous

FET Tire Credit:		
Net Chassis FET:	\$0	
State Tax:		\$10,298
Body/Trailer/Accessories FET:		\$0
Fees:		\$0
Other:		\$0

Quotation Total:

\$89,640

Unpublished options may require review/approval.
Dimensional and performance data for unpublished options may vary from that displayed in PROSPECTOR.

Printed:	3/17/2011 4:36:20 PM	Complete	Model Number:	Model 348
Effective Date:	Jan 1, 2011		Quote/DTPO/CO:	Q45460083
Prepared by:	ID: Bob Dozier		Version Number:	22.11

56674-DD62-1040

**NorCal Kenworth – Bay Area**

1755 Adams Avenue
San Leandro, California 94577
Tel: (510) 836-6100
Fax: (510) 836-2551

March 16th 2011

Ed Johnson
Alameda County Fairgrounds
4501 Pleasanton Avenue
Pleasanton, CA 94566

Dear Ed,

We thank you for the opportunity to provide you with a quotation for one 2012 Kenworth T440 3 axle water truck chassis.

Specifications include:

Kenworth Model T440
Cummins ISL9- 380 Engine
Allison automatic transmission
Dana 18,000 lb. front axle
Dana Spicer 44K rear axle
Chalmers 46,000 lb. suspension

SALES PRICE	\$107,860.00
FET	\$12,943.00
SALES TAX	\$ 10,516.00
TOTAL	\$131,319.00

Excludes DMV!

If you have any questions regarding this quotation, I can be reached on my cell at (510) 774-5243.

Sincerely,
Colin Petrie
NorCal Kenworth

**NorCal Kenworth - Bay Area**

1755 Adams Avenue
San Leandro, California 94577
Tel: (510) 836-6100
Fax: (510) 836-2551

March 16th 2011

Ed Johnson
Alameda County Fairgrounds
4501 Pleasanton Avenue
Pleasanton, CA 94566

Dear Ed,

We thank you for the opportunity to provide you with a quotation for one 2012 Kenworth T800 3 axle water truck chassis.

Specifications include:

Kenworth Model T800
Cummins ISLX 11.9 Engine
Allison automatic transmission
Dana 18,000 lb. front axle
Dana Spicer 44K rear axle
Chalmers 46,000 lb. suspension

SALES PRICE	\$118,634.00
FET	\$14,236.00
SALES TAX	\$11,567.00
TOTAL	\$144,437.00

Excludes DMV!

If you have any questions regarding this quotation, I can be reached on my cell at (510) 774-5243.

Sincerely,
Colin Petrie
NorCal Kenworth

McLELLAN EQUIPMENT

QUOTE

South San Francisco - Sales
 251 Shaw Road
 South San Francisco, CA 94080
 800-848-8449 650-873-8100
 FAX: 650-589-7398

CAB AND CHASSIS
 DELIVER CAB AND CHASSIS
 TO 13221 CROWN AVE.,
 HANFORD CALIFORNIA 92320

ALAMEDA COUNTY FAIR GROUNDS
 4501 PLEASANTON AVE.
 PLEASANTON CA 94566
 Attn: MR ED JOHNSON MR JIM BURNS
 Tel:
 Fax:
 Date: MARCH 3 2011

Ship To: ALAMADA COUNTY FAIR GROUNDS
 FOB: CUSTOMER
 Quote #
 Cell:
 Saleman: JOE DEBATTISTA cell 650 438 2561

Standard Features Included in base price			
Item	Part #	Description	Price
*	WT4000A	4000GAL A STYLE ENGINE DRIVE WATER SYSTEM STAINLESS STEEL SHELL AND BAFFLES	\$52,795.00
A:	WT100121	TANK, 4000GAL A STYLE, 20GPI WITH (4) BAFFLES FULL FENDERS FILL DOME	INCLUDED
B:	WT900038	WATER PUMP, CENTRIFUGAL, 4X3 ENGINE DRIVE PUMP	INCLUDED
C:	(#)	PAINT, ACRYLIC ENAMEL, SINGLE COLOR (MUST INCLUDE PAINT CODE AND PAINT BRAND)	INCLUDED
D:	WT400208	FRONT SPRAY BAR WITH (2) VALVES	INCLUDED
E:	WT400223	REAR SPRAY BAR WITH (2) VALVES AND LADDER	INCLUDED
F:	WT400209	HYDRANT FILL	INCLUDED
G:	WT900027	MUD FLAPS	INCLUDED
H:	WT900031	D.O.T. LIGHTS, SET (LED STOP, TAIL, TURN)	INCLUDED
J:	WT900048	STROBE/ BEACON (AMBER)	INCLUDED
K:	WT900030	EXTEND REAR PIPE BUMPER	INCLUDED
L:	WT500119	CAB CONTROLS - 4-BANK	INCLUDED
M:	WT400210	WATER LEVEL SIGHT GAUGE (REAR CURB SIDE)	INCLUDED
N:	WT900029	TANK TO PUMP PLUMBING	INCLUDED
O:	WT900032	SAFETY KIT (BACK UP ALARM, ANTI SKID, SAFETY CLIP RAIL, FIRE EXT.)	INCLUDED
P:	WT400199	4000 GALLON CETER PLUMBING	INCLUDED
Q:	WT200140	HOLD DOWN SYSTEM (LEAF SPRING)	INCLUDED
R:	WT900035	CABLE THROTTLE ASSY	INCLUDED
Base Price			\$52,795.00

Options in addition to standard features			
Qty.	Part #	Description	Price
1		HYDRAULIC SYSTEM TO OPERATE ARM AND LOCK FOR ONE ARM	\$3,400.00
1		REAR SPRAY BAR W/ ON OFF VALVES AND 1 NOZZLE PER FOOT & LH SWIVEL ASSY	\$3,800.00
1		LEFT ARM SQUIRE TUBE WITH 1 NOZZLE PER FOOT WITH WATER SWIVEL ASSY TO SIMILAR TO GOLDEN GATE FIELDS SET UP 22FT LON WITH BREAK AWAY	\$5,400.00
FEDERAL EXISE TAX IF APPLICABLE IF NOT DEDUCT			\$7,848.00
Base Price			\$20,448.00

YEAR	MAKE	Chassis Information	Price
		SE NOTE ON EMAIL	
		DELIVERY	\$1,200.00
SUB TOTAL PRICE FOB CUSTOMER LOCATION, DOES NOT INCLUDE CA. SALES TAX:			\$74,443.00

Accepted by: _____
 Company Representative

McLellan Equipment accepts no responsibility for legal weight laws.

Alameda County Fairgrounds
 CARF Cap Ex Projects
 April 22, 2011

Tier 1 Projects

<u>Projects</u>	<u>Estimates</u>	<u>Project Benefits</u>
Water truck	\$137,438	Replaces 1988 Ford L8000 water truck that has 268,835 odometer reading; odometer has turned over once, possibly twice.
CARF Track Equipment Funding	\$120,000	Funding to CARF in exchange of more CARF track equipment usage at ACF
210 John Deer tractor	\$80,000	Replace 1987 John Deere 210C tractor; used to haul dirt and other materials in barn area.
Septic tank system	\$30,000	Further improve drainage system in stabling area.
Small tractor ('mule')	\$35,000	Used to pull trailer in the barns area. Replace old, worn one.
Breaking corral	\$19,000	Replace walls and construct covering
Breaking corral	\$15,000	Construct covering for second breaking corral
RV South electrical upgrade	\$45,000	Upgrade utilities in RV Campgrounds used primarily by horsemen. \$15,000/section. 3/15/11: 35 RV South Campers, 28 horsemen - 80%.
Underground cabling	\$9,000	Copper telephone lines between Admin office and Grandstands
Railing	\$10,000	Purchase 40 railing pieces @ \$250/piece
Training track chain link fence	\$5,000	Pleasanton Avenue fencing
Remodel Tote Room Offices	\$20,000	Replace floor & ceiling tiles, paint.
Grandstand cabling	\$50,000	Remove old unused cabling in grandstands and install new cabling.
New track harrow	\$30,000	Currently using GGF harrows, long-term availability questionable.
Crow's nest flooring replacement	\$10,000	Need to replace flooring in the Steward's area on top of Grandstand roof.
	\$615,438	

Tier 2 Projects

<u>Projects</u>	<u>Estimates</u>	<u>Project Benefits</u>
Grandstand decking	\$25,000	Replace and seal decking over Steward's office on paddock-end of the Grandstands.
Guttering on barns	\$80,000	Further enhance drainage
	\$105,000	

HUMBOLDT COUNTY FAIR

FERNDALE

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS AND ESPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING APPLICATION
Executive Summary

1. *Name of Fair: HUMBOLDT*
2. *Project Name: Live Racing Facility Improvements: New roofs, Barns A-F.*
3. *Funding Amount Requested: \$ 100,000*
4. *Program (please check applicable CARF program below)*
 *Parimutuel Facility Capital Improvements
Equipment Replacement Program*
5. *Project Description-Summary*
Replace existing 75 year-old wood shingles with metal colored roofing. Existing shake shingles are were originally installed in the 1940's, but have begun to deteriorate and need to be replaced.
6. *Description of Cost Estimates & Source of Cost Estimates*
Working with Project Manager Dave Freese (CCA) cost estimates were obtained from local contractors with whom Mr. Freese has worked on other racing-related projects over the years.
7. *Project Benefits:* The shingles throughout the barns have rotted and cannot be repaired. On the east side of the roofs particularly, sections of the roofs and blown off, exposing the interiors to rain. The barns are constructed of redwood and remain in reasonably good shape; however, the condition of the barns will begin to deteriorate if the roofs aren't replaced. In addition to the important structural components of this project, the new roofs will also prove beneficial to the appearance of the facilities during the annual fair, when the Association's racing signal is broadcast via satellite throughout the country.

SAN JOAQUIN
COUNTY FAIR

STOCKTON

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair:* San Joaquin County Fair
2. *Project Name:* Area Enhancements of the Grandstand and Infield
3. *Funding Amount Allocated:* \$ 100,000
4. *Program (please check applicable CARF program below)*
 - Parimutuel Facility Capital Improvements*
 - Equipment Replacement Program*
5. *Project Description-Summary*
(Attach additional information/photos as appropriate.)

Enhancement of the grandstand and infiled area of the track.

6. *Description of Cost Estimates & Source of Cost Estimates*
(Attach supporting documentation as appropriate.)

Tree Planting - \$25,000
Winners Circle - \$40,000
Infield \$35,000 +

7. *Project Benefits*
(Attach supporting documentation as appropriate.)

Transforming the look of the track and the grandstand adds quality to a televised product, as well as the on-track experience.

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

SOLANO COUNTY FAIR

VALLEJO

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Solano County Fair*
2. *Project Name: Secure/Demolish Unsafe Racing Facilities*
3. *Funding Amount Allocated: \$100,000*
4. *Program (please check applicable CARF program below)*

- Parimutuel Facility Capital Improvements*
- Equipment Replacement Program*

5. *Project Description-Summary*

(Attach additional information/photos as appropriate.)

- Additional securing of racing grandstand to prevent unauthorized access
- Demolition and disposal of five structures representing the greatest safety hazard (see attached diagram)
- Salvage and relocate modular restroom to area of greater need and use

6. *Description of Cost Estimates & Source of Cost Estimates*

(Attach supporting documentation as appropriate.)

- See attached budget
- Cost estimates were prepared by staff based on recent similar demolition and disposal using fair's permanent labor, rental equipment, and local disposal facilities

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

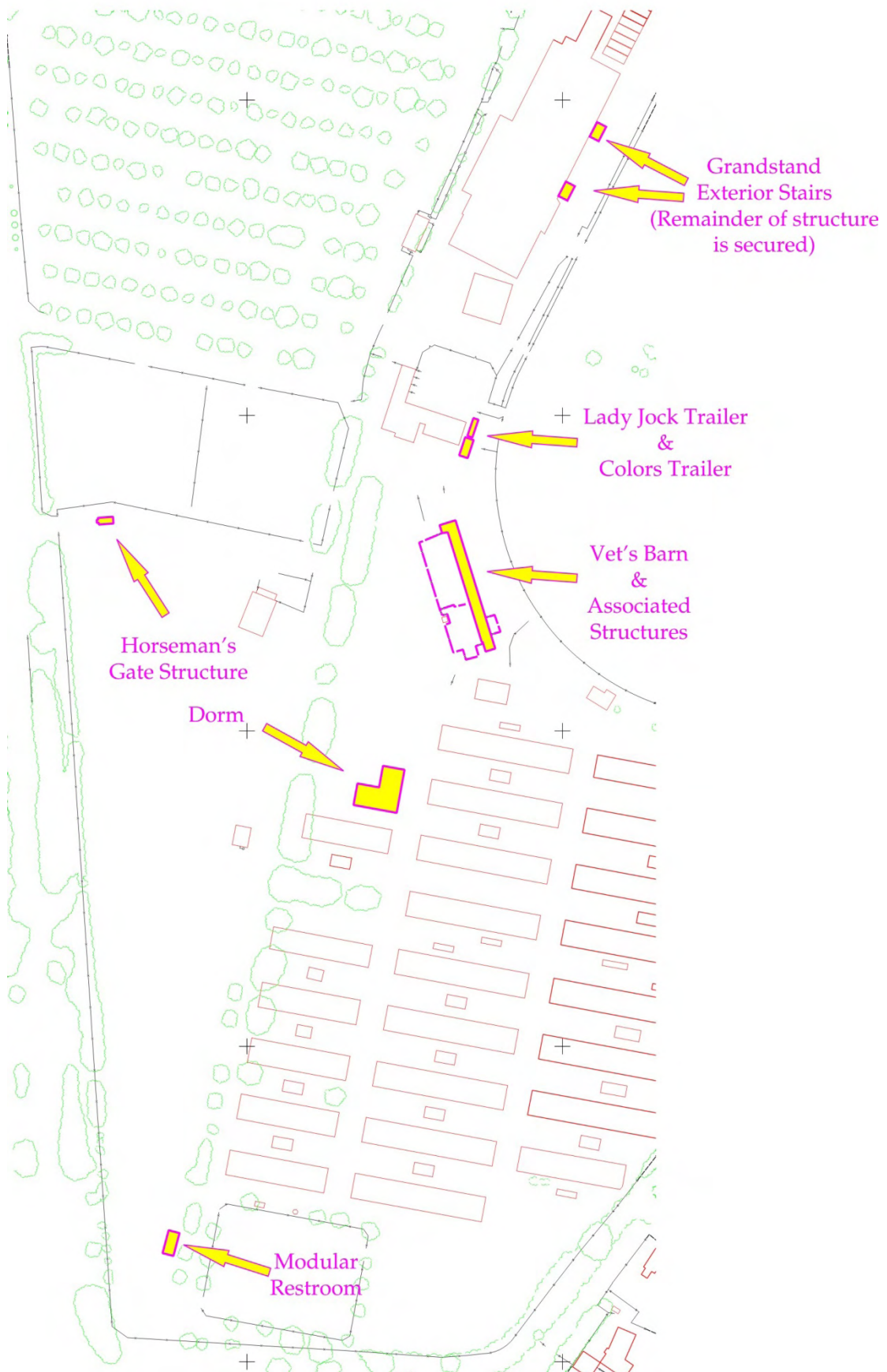
- Secures facilities from unauthorized use, minimizing safety and liability issues
- Provides additional restroom/shower needed elsewhere on the fairgrounds
- Investment in mitigating immediate safety issues only, considering that proposed redevelopment of the property will encompass demolition and disposal at no cost to the fair
- Proposed transfer of balance of project funds to Satellite Wagering Facility Improvement Project based on better investment of resources in a facility which will generate additional revenue

[Send along with any additional detail to CARF, 1776 Tribute Rd., Sacramento CA 95815]

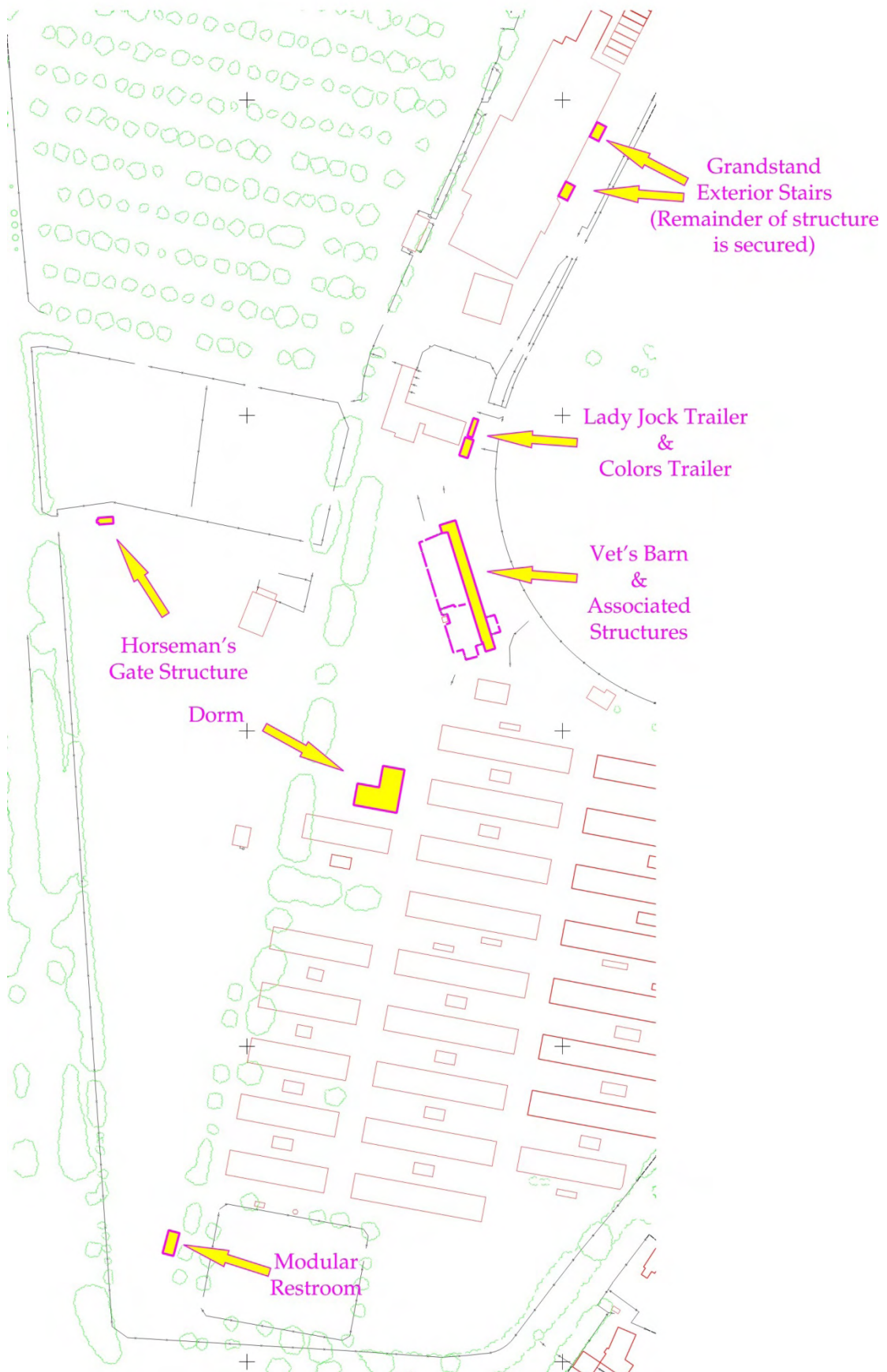
**Solano County Fair
Secure/Demolish Unsafe Racing Facilities
Budget**

Additional Securing of Racing Grandstand	\$6,250.00
Demolish/Dispose Horseman's Gate Structure	\$4,000.00
Demolish/Dispose 2 Trailers (Jockey Rooms)	\$5,000.00
Demolish/Dispose Vet's Barn & Associated Structures	\$8,000.00
Demolish/Dispose Dorm	\$8,000.00
Salvage and Relocate Modular Restroom	\$10,000.00
Demolition/Disposal Contingency	\$5,000.00
CARF Administration Fee	\$3,750.00
Total Project Budget	<u>\$50,000.00</u>
Transfer to Satellite Wagering Facility Improvement Project	\$50,000.00
Total Funding Amount Allocated	<u><u>\$100,000.00</u></u>

Solano County Fair
Secure/Demolish Unsafe Racing Facilities



Solano County Fair
Secure/Demolish Unsafe Racing Facilities



CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE DIVISION OF FAIRS &
EXPOSITIONS
AND
CALIFORNIA AUTHORITY OF RACING FAIRS
PROJECT APPLICATION
Executive Summary

1. *Name of Fair: Solano County Fair*
2. *Project Name: Satellite Wagering Facility Improvements*
3. *Funding Amount Allocated: \$100,000*
4. *Program (please check applicable CARE program below)*

- Parimutuel Facility Capital Improvements*
- Equipment Replacement Program*

5. *Project Description-Summary*

(Attach additional information/photos as appropriate.)

- Interior facility improvements including ADA, security systems, additional monitors/AV equipment, restroom rehab, paint, carpet, lighting, furnishings and décor
- Exterior facility improvements including ADA, signage, security systems, roof rehab, patio upgrades and exterior furnishings, and kitchen access security upgrades

6. *Description of Cost Estimates & Source of Cost Estimates*

(Attach supporting documentation as appropriate.)

- See attached budget
- Cost estimates were prepared by staff based on similar projects recently undertaken, quotes received from vendors, and estimates based on industry standard research materials

7. *Project Benefits*

(Attach supporting documentation as appropriate.)

- Addresses critical exterior and interior ADA issues
- Enhances guest experience by updating and enhancing facility aesthetics, electronics, furnishings, lighting, patios, food and pari-mutuel service areas, and restrooms
- Improves security of facility/operations and guest/employee safety
- Improves awareness, visibility and curb appeal of facility from both off-grounds (Hwy 37) and on-grounds
- Proposed transfer of balance of project funds from Racing Facilities Project based on better investment of resources in a facility which will generate additional revenue
- Additional resources from Equipment Replacement Fund make it possible to achieve significantly more needed upgrades and improvements

[Send along with any additional detail to CARE, 1776 Tribute Rd., Sacramento CA 95815]

**Solano County Fair
Satellite Wagering Facility Improvements
Budget**

Item	Total	Source		
		Project Funding	From Racing Facility Funding	Equipment Replacement Fund
INTERIOR				
Building Interior ADA	25,000.00		25,000.00	
Interior Paint	10,000.00	10,000.00		
Carpet Replacement	35,000.00	24,000.00		11,000.00
Restroom Rehab	10,000.00	10,000.00		
Interior Lighting Upgrade	10,000.00	10,000.00		
Interior Furnishings	15,000.00			15,000.00
Alarm Upgrades	3,000.00	3,000.00		
Facility Décor	6,250.00		6,250.00	
Additional Monitors/AV Equipment	15,000.00			15,000.00
Total Interior	129,250.00	57,000.00	31,250.00	41,000.00
EXTERIOR				
Parking Lot ADA	15,000.00		15,000.00	
Facility Signage Replacement	5,000.00	5,000.00		
North Elevation Signage (Facing Hwy 37)	3,000.00	3,000.00		
Security Camera System	4,000.00			4,000.00
Roof Rehab	5,000.00	5,000.00		
North Patio Fence Replacement	5,000.00	5,000.00		
South Patio Gate Hardware Upgrade	5,000.00	5,000.00		
South Patio Landscaping & Shade Cover	5,000.00	5,000.00		
North Patio Canopy Replacement	5,000.00	5,000.00		
Exterior Furnishings	5,000.00			5,000.00
Kitchen Door Access Upgrade	2,500.00	2,500.00		
Total Exterior	59,500.00	35,500.00	15,000.00	9,000.00
CARF ADMIN FEES	15,000.00	7,500.00	3,750.00	3,750.00
TOTALS	203,750.00	100,000.00	50,000.00	53,750.00

CALIFORNIA AUTHORITY OF RACING FAIRS

MANAGEMENT SERVICES
CONTRACT ADMINISTRATION
PARI-MUTUEL DISTRIBUTIONS
PROJECT FUNDING

TEN-YEAR REPORT 2000-2009 RACING FAIRS



JANUARY 2010
PREPARED BY CALIFORNIA AUTHORITY OF RACING FAIRS
CHRISTOPHER KORBY, EXECUTIVE DIRECTOR





MANAGEMENT SERVICES & CONTRACT ADMINISTRATION

CARF Organization

The California Authority of Racing Fairs (CARF) is a joint-powers authority established by California Law (Government Code Section 9500 et seq.).

CARF was established for conducting business activity, for and with member Fair associations, in pari-mutuel wagering programs and related activities. CARF is managed by an Executive Director, employed by a Board of Directors made up of member Fairs.

The mission of CARF is to serve the best interests of its members by providing a unified voice of advocacy and representation and asserting a leadership role in the horse racing industry. To accomplish this mission we continue to perform support services, seek new revenue opportunities and conduct related business activities.

Racing Operations

- Works with Racing Fairs on preparation, submission and presentation of CHRB License Applications
- Provides Racing Office computer system (all computer hardware/peripherals) and application software (Equibase) and manages service, technical support and transportation
- Provides and manages Paymaster services, including Paymaster (CARF employee) bank accounts, audits, payment of all purse moneys to owners and all other distributions of payment to various recipients
- Telecommunications: provision of voice, fax and data lines necessary to support racing, totalisator and simulcast operations
- Provides accounting, reconciliation and distribution of all parimutuel commissions, purse, license fees and other distributions

continued...

- Coordinates development and management of purse schedule through Fair Circuit in cooperation with Fair Racing Secretaries and Thoroughbred Owners of California
- Provides Supplemental Purse Fund management and accounting
- Provides marketing coordination through circuit
- Manages contracts for daily racing program production, printing and distribution
- Manages Condition Book production and distribution
- Manages contracts and logistics for provision of Jumbo Video Screen
- Manages contract for Starting Gate
- Manages contract for Photo Finish
- Total Carbon Dioxide (TCO2) testing
- Furnishes electronic timing system with operator
- Oversees TV Production System for Officials and Simulcast Transmissions
- Manages provision of Temporary Stalls
- Coordinates provision of Mobile Offices for Racing Operations
- Daily, on-site management and oversight of all operations above, along with management, coordination and disposition of other matters that may arise from time to time in the course of conducting racing at Fairs
- Active liaison, representation and advocacy with on-track Stewards and with senior CHRB officials

Contracts with Horsemen's Associations

- Negotiates contracts with horsemen's associations, as required by statute
- Thoroughbred Owners of California
- Cal Western Appaloosa
- Pacific Coast Quarter Horse Association
- Arabian Racing Association of California
- American Mule Racing Association
- California Thoroughbred Trainers

Labor Agreements

- Local 280 Pari-Mutuel Employees Guild
- Local 1877 (formerly Local 399) AFL-CIO Service Employees International Union Valets and rec. barn personnel
- Local 495 International Brotherhood of Teamsters, Chauffeurs, Warehousemen and helpers of America
- Note: Assist Starters now with Teamsters Local 495 but under separate agreement

Recruitment Program for Out-of-State Horses

- Organizes and conducts out-of-state recruitment of horses to run at Northern California Fairs
- Manages payment of incentives
- Tracks and reports on results of Recruitment Program

MANAGEMENT SERVICES & CONTRACT ADMINISTRATION

Pari-Mutuel Wagering Operations

- Maintains totalisator contract
- Parimutuel labor contract
- NOTWInc agreement for Northern California simulcast network
- You Bet.com Advanced Deposit Wagering
- TVG Advanced Deposit Wagering
- Xpress Bet Advanced Deposit Wagering
- TwinSpires Advanced Deposit Wagering
- Provide all accounting, reconciliation, banking for ADW wagering operations

Personnel

- Morning Fitness Vet
- Veterinarian
- TCO2 Technician
- Track Maintenance Crew Chief
- Horse Ambulance Driver
- Clocker and Timer
- Paymaster
- Program Manager
- Track Announcer
- Stewards' Aide
- Jocks' Room
- Racing Secretary

Race Track Safety & Maintenance Program

- CARF developed this program and provides management oversight throughout Fair Circuit.
- Works with Division of Fairs and Expositions to maintain funding support
- Contracts with Steve Wood, Trackmaster, Inc., to provide expert consultation and oversight of Fair track maintenance
- Carries lease agreements for John Deere tractors
- Owns and provides custom-built water truck (2001 Sterling), provides rock-picker (added 2003) and Kimzey Equine Ambulance.
- Owns or provides harrows, floats, and other miscellaneous equipment required for track maintenance.
- Manages all planning, heavy equipment transportation and logistics
- Provides daily, on-site management, key personnel and oversight
- No direct cost to Racing Fairs.

Web Site Operations

- Manages racing Website www.calfairs.net on behalf of Fairs which conduct live racing
- Contracts with information service providers
- Daily management and administration of racing information provided to racing fans on Website

Simulcast Operations

- Manages Satellite Transmission and Encryption Services
- Manages TV Production for simulcast coverage
- Manages telecommunications support: provision of voice, fax and data lines necessary to support simulcast operations
- Furnishes back up electrical generators
- Provides accounting, reconciliation, banking for simulcast operations
- NOTWInc contract for Northern California simulcast network
- Manages contracts for out-of-state simulcast sites and distribution of daily racing programs and other simulcast information
- Payment of commissions, purses, license fees and all other distributions from simulcast operations



CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING & PARI-MUTUEL DISTRIBUTIONS

ALL RACING FAIRS

(1) PARI-MUTUEL DISTRIBUTIONS MADE BY CARF ON
BEHALF OF MEMBER FAIRS

(2) PARI-MUTUEL COMMISSIONS PAID TO MEMBER FAIRS

(3) PROJECT FUNDING PAID TO MEMBER FAIRS

2000-2009

2000		2001		2002	
(1) Pari-Mutuel Distributions	33,526,873	(1) Pari-Mutuel Distributions	32,682,669	(1) Pari-Mutuel Distributions	32,249,252
(2) Commissions	8,628,051	(2) Commissions	8,554,397	(2) Commissions	8,380,538
(3) Project Funding	783,623	(3) Project Funding	1,245,172	(3) Project Funding	1,428,383
TOTAL	9,411,673	TOTAL	9,799,569	TOTAL	9,808,920
2003		2004		2005	
(1) Pari-Mutuel Distributions	31,928,107	(1) Pari-Mutuel Distributions	33,171,274	(1) Pari-Mutuel Distributions	29,430,938
(2) Commissions	8,112,371	(2) Commissions	8,110,285	(2) Commissions	7,224,756
(3) Project Funding	1,886,498	(3) Project Funding	1,416,899	(3) Project Funding	1,378,047
TOTAL	9,998,870	TOTAL	9,527,183	TOTAL	8,602,802
2006		2007		2008	
(1) Pari-Mutuel Distributions	28,325,882	(1) Pari-Mutuel Distributions	31,018,063	(1) Pari-Mutuel Distributions	32,762,661
(2) Commissions	6,608,660	(2) Commissions	7,176,710	(2) Commissions	7,800,550
(3) Project Funding	1,235,505	(3) Project Funding	1,257,747	(3) Project Funding	686,199
TOTAL	7,844,165	TOTAL	8,434,456	TOTAL	8,486,749
2009		2000-2009		<p>\$316.6 Million - Pari-Mutuel Distributions Made by CARF on behalf of Member Fairs</p> <p>\$78.1 Million - Pari-Mutuel Commissions Paid by CARF to Member Fairs</p> <p>\$11.7 Million - Project Funding Paid by CARF to Member Fairs</p>	
(1) Pari-Mutuel Distributions	31,539,280	(1) Pari-Mutuel Distributions	316,634,998		
(2) Commissions	7,516,626	(2) Commissions	78,112,943		
(3) Project Funding	413,916	(3) Project Funding	11,731,989		
TOTAL	7,930,543	TOTAL	406,479,930		



CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING & PARI-MUTUEL DISTRIBUTIONS

SAN JOAQUIN COUNTY FAIR

(1) PARI-MUTUEL DISTRIBUTIONS MADE BY CARF ON
BEHALF OF THE SAN JOAQUIN COUNTY FAIR

(2) PARI-MUTUEL COMMISSIONS PAID TO SAN JOAQUIN COUNTY FAIR
(3) PROJECT FUNDING PAID TO SAN JOAQUIN COUNTY FAIR

2000-2009

2000		2001		2002	
(1) Pari-Mutuel Distributions	3,496,320	(1) Pari-Mutuel Distributions	3,530,282	(1) Pari-Mutuel Distributions	3,452,383
(2) Commissions to STK	988,339	(2) Commissions to STK	961,074.00	(2) Commissions to STK	952,308
(3) Project Funding to STK	96,824	(3) Project Funding to STK	336,240	(3) Project Funding to STK	93,162
TOTAL to Stockton	1,085,163	TOTAL to Stockton	1,297,314.00	TOTAL to Stockton	1,045,470
2003		2004		2005	
(1) Pari-Mutuel Distributions	3,740,288	(1) Pari-Mutuel Distributions	3,745,764	(1) Pari-Mutuel Distributions	4,041,057
(2) Commissions to STK	973,510	(2) Commissions to STK	946,206	(2) Commissions to STK	1,070,779
(3) Project Funding to STK	326,063	(3) Project Funding to STK	259,479	(3) Project Funding to STK	141,507
TOTAL to Stockton	1,299,573	TOTAL to Stockton	1,205,685	TOTAL to Stockton	1,212,286
2006		2007		2008	
(1) Pari-Mutuel Distributions	3,675,197	(1) Pari-Mutuel Distributions	5,564,460	(1) Pari-Mutuel Distributions	4,008,030
(2) Commissions to STK	905,268	(2) Commissions to STK	1,326,475	(2) Commissions to STK	941,626
(3) Project Funding to STK	147,832	(3) Project Funding to STK	124,455	(3) Project Funding to STK	49,605
TOTAL to Stockton	1,053,100	TOTAL to Stockton	1,450,930	TOTAL to Stockton	991,231
2009		2000-2009		<p>\$39.5 Million - Pari-Mutuel Distributions Made by CARF on Behalf of San Joaquin County Fair</p> <p>\$10 Million - Pari-Mutuel Commissions Paid by CARF to San Joaquin County Fair</p> <p>\$1.6 Million - Project Funding Paid by CARF to San Joaquin County Fair</p>	
(1) Pari-Mutuel Distributions	4,202,323	(1) Pari-Mutuel Distributions	39,456,104		
(2) Commissions to STK	933,664	(2) Commissions to STK	9,999,249		
(3) Project Funding to STK	45,250	(3) Project Funding to STK	1,620,417		
TOTAL to Stockton	978,914	TOTAL to Stockton	11,619,666		



California Authority of Racing Fairs

Cumulative Funding Disbursements to San Joaquin County Fair 2000-2009

	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	TOTALS
Infotext Funds	\$23,076										\$23,076
LOU1 Area Enhancements											\$0
Equipment Replacement Fund	\$998	\$1,990	\$47,912	\$90,813	\$5,618	\$11,326	\$6,782	\$9,830	\$4,355	\$0	\$179,625
SWF upgrades	\$72,750										\$72,750
SWF Million alloc funds						\$59,121	\$3,300				\$62,421
Backstretch Improvements											
Restrooms 2000-2001 exp		\$149,764									\$149,764
Horsebarn restrooms		\$44,236									\$44,236
Restrooms		\$95,000									\$95,000
Tackrooms				\$190,000							\$190,000
Jock's room, masonry wall					\$208,611						\$208,611
SWF upgrades						\$25,811					\$25,811
Asphalt project							\$92,500				\$92,500
Grandstand painting, fencing								\$69,375			\$69,375
Racetrack Maintenance		\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$407,250
Total Funding	\$96,824	\$336,240	\$93,162	\$326,063	\$259,479	\$141,507	\$147,832	\$124,455	\$49,605	\$45,250	\$1,620,419

CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING & PARI-MUTUEL DISTRIBUTIONS

ALAMEDA COUNTY FAIR

(1) PARI-MUTUEL DISTRIBUTIONS MADE BY CARF ON BEHALF OF THE ALAMEDA COUNTY FAIR

(2) PARI-MUTUEL COMMISSIONS PAID TO ALAMEDA COUNTY FAIR (3) PROJECT FUNDING PAID TO ALAMEDA COUNTY FAIR 2000-2009

2000		2001		2002	
(1) Pari-Mutuel Distributions	7,451,826	(1) Pari-Mutuel Distributions	7,081,988	(1) Pari-Mutuel Distributions	6,878,892
(2) Commissions to PLN	1,937,518	(2) Commissions to PLN	1,844,663	(2) Commissions to PLN	1,752,821
(3) Project Funding to PLN	72,750	(3) Project Funding to PLN	243,627	(3) Project Funding to PLN	284,643
TOTAL to Pleasanton	2,010,268	TOTAL to Pleasanton	2,088,290	TOTAL to Pleasanton	2,037,464
2003		2004		2005	
(1) Pari-Mutuel Distributions	6,929,459	(1) Pari-Mutuel Distributions	7,320,151	(1) Pari-Mutuel Distributions	7,645,223
(2) Commissions to PLN	1,708,203	(2) Commissions to PLN	1,747,421	(2) Commissions to PLN	1,949,332
(3) Project Funding to PLN	337,744	(3) Project Funding to PLN	86,004	(3) Project Funding to PLN	329,497
TOTAL to Pleasanton	2,045,947	TOTAL to Pleasanton	1,833,425	TOTAL to Pleasanton	2,278,829
2006		2007		2008	
(1) Pari-Mutuel Distributions	7,186,185	(1) Pari-Mutuel Distributions	7,773,382	(1) Pari-Mutuel Distributions	6,848,934
(2) Commissions to PLN	1,668,428	(2) Commissions to PLN	1,861,089	(2) Commissions to PLN	1,605,554
(3) Project Funding to PLN	125,941	(3) Project Funding to PLN	88,579	(3) Project Funding to PLN	267,328
TOTAL to Pleasanton	1,794,369	TOTAL to Pleasanton	1,949,668	TOTAL to Pleasanton	1,872,882
2009		2000-2009			
(1) Pari-Mutuel Distributions	7,764,926	(1) Pari-Mutuel Distributions	72,880,966	<div style="border: 1px solid #add8e6; border-radius: 15px; padding: 10px;"> <p>\$72.9 Million - Pari-Mutuel Distributions Made by CARF on Behalf of Alameda County Fair</p> <p>\$17.9 Million - Pari-Mutuel Commissions Paid by CARF to Alameda County Fair</p> <p>\$1.9 Million - Project Funding Paid by CARF to Alameda County Fair</p> </div>	
(2) Commissions to PLN	1,862,330	(2) Commissions to PLN	17,937,359		
(3) Project Funding to PLN	68,110	(3) Project Funding to PLN	1,904,223		
TOTAL to Pleasanton	1,930,440	TOTAL to Pleasanton	19,841,582		



California Authority of Racing Fairs

Cumulative Funding Disbursements to Alameda County Fair 2000-2009

	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	TOTALS
Infotext Funds											\$0
LOU1 Area Enhancements					\$5,000						\$5,000
Equipment Replacement Fund		\$94,386	\$118,803	\$37,937	\$2,606	\$32,783	\$7,851	\$15,799	\$15,359	\$22,860	\$348,384
SWF upgrades											
SWF upgrades	\$72,750										\$72,750
SWF Million alloc funds					\$33,148	\$42,991					\$76,139
Backstretch Improvements											
Bathroom upgrades		\$103,991									\$103,991
Horse Racks			\$83,513								\$83,513
Waste Water			\$37,077								\$37,077
Barn Roofs				\$254,557							\$254,557
Horse Barn						\$19,310					\$19,310
Barns Restroom						\$57,690					\$57,690
Paddock						\$131,474					\$131,474
Jockey Club House							\$72,840				\$72,840
Froehlich,Kow&Gong -TB study								\$27,530			\$27,530
Alameda Study									\$17,756		\$17,756
Main Well Capital Improvement									\$71,108		\$71,108
Hay Covers									\$19,853		\$19,853
Auxiliary Well/Bridal Path									\$92,157		\$92,157
Grandstand Lighting									\$5,845		\$5,845
Racetrack Maintenance											
		\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$407,250
Total Funding	\$72,750	\$243,627	\$284,643	\$337,744	\$86,004	\$329,497	\$125,941	\$88,579	\$267,328	\$68,110	\$1,904,222

CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING & PARI-MUTUEL DISTRIBUTIONS

SOLANO COUNTY FAIR

(1) PARI-MUTUEL DISTRIBUTIONS MADE BY CARF ON BEHALF OF THE SOLANO COUNTY FAIR

(2) PARI-MUTUEL COMMISSIONS PAID TO SOLANO COUNTY FAIR

(3) PROJECT FUNDING PAID TO SOLANO COUNTY FAIR

2000-2009

2000		2001		2002	
(1) Pari-Mutuel Distributions	7,010,390	(1) Pari-Mutuel Distributions	6,861,755	(1) Pari-Mutuel Distributions	6,420,624
(2) Commissions to SOL	1,677,620	(2) Commissions to SOL	1,686,812	(2) Commissions to SOL	1,593,131
(3) Project Funding to SOL	260,991	(3) Project Funding to SOL	48,121	(3) Project Funding to SOL	202,188
TOTAL to Vallejo	1,938,611	TOTAL to Vallejo	1,734,933	TOTAL to Vallejo	1,795,319

2003		2004		2005	
(1) Pari-Mutuel Distributions	6,282,938	(1) Pari-Mutuel Distributions	6,699,461	(1) Pari-Mutuel Distributions	6,658,853
(2) Commissions to SOL	1,487,039	(2) Commissions to SOL	1,511,328	(2) Commissions to SOL	1,544,044
(3) Project Funding to SOL	286,410	(3) Project Funding to SOL	291,816	(3) Project Funding to SOL	80,995
TOTAL to Vallejo	1,773,449	TOTAL to Vallejo	1,803,144	TOTAL to Vallejo	1,625,039

2006		2007		2008	
(1) Pari-Mutuel Distributions	6,249,389	(1) Pari-Mutuel Distributions	14,536,602	(1) Pari-Mutuel Distributions	5,842,714
(2) Commissions to SOL	1,423,819	(2) Commissions to SOL	3,230,587	(2) Commissions to SOL	1,329,792
(3) Project Funding to SOL	106,777	(3) Project Funding to SOL	146,413	(3) Project Funding to SOL	125,357
TOTAL to Vallejo	1,530,596	TOTAL to Vallejo	3,377,000	TOTAL to Vallejo	1,455,149

2009		2000-2009	
(1) Pari-Mutuel Distributions	2,556,790	(1) Pari-Mutuel Distributions	69,119,516
(2) Commissions to SOL	595,478	(2) Commissions to SOL	16,079,650
(3) Project Funding to SOL	68,217	(3) Project Funding to SOL	1,617,285
TOTAL to Vallejo	663,695	TOTAL to Vallejo	17,696,935

\$69.1 Million - Pari-Mutuel Distributions Made by CARF on Behalf of Solano County Fair

\$16.1 Million - Pari-Mutuel Commissions Paid by CARF to Solano County Fair

\$1.6 Million - Project Funding Paid by CARF to Solano County Fair



California Authority of Racing Fairs

Cumulative Funding Disbursements to Solano County Fair 2000-2009

	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	TOTALS
LOU1 Area Enhancements	\$184,998										\$184,998
Equipment Replacement Fund	\$3,243	\$2,871	\$225	\$1,669	\$67,983	\$2,294	\$567	\$544	\$437	\$22,967	\$102,801
SWF upgrades	\$72,750										\$72,750
Backstretch Improvements											
RV Spaces			\$31,407								\$31,407
Restroom/shower, stable area housing			\$125,306								\$125,306
Backstretch Electrical				\$23,338							\$23,338
Horsestall Footing				\$51,356							\$51,356
Horsebarn				\$164,797							\$164,797
Backstretch					\$71,982						\$71,982
Water/Sewer for Restrooms					\$54,923						\$54,923
Wash Racks/ Restrooms					\$51,678						\$51,678
Pumps/Stall repairs						\$9,287					\$9,287
Stall, drain, Jockey Kitchen						\$24,163					\$24,163
Froehlich, Kow & Gong Solano Study							\$16,739				\$16,739
Drainage, Electrical, Paving							\$44,220				\$44,220
Froehlich, Kow & Gong Solano Harness Study								\$29,029			\$29,029
Wash Rack repairs								\$32,499			\$32,499
Stall improvements/ Vanning & Stabling								\$39,092			\$39,092
Froehlich, Kow & Gong Solano Harness Study									\$1,000		\$1,000
Refurbished Jockey Kitchen, Racing patio									\$51,779		\$51,779
RV Electrical									\$26,891		\$26,891
Racetrack Maintenance											
		\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$407,250
Total Funding	\$260,991	\$48,121	\$202,188	\$286,410	\$291,816	\$80,995	\$106,777	\$146,413	\$125,357	\$68,217	\$1,617,284

CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING & PARI-MUTUEL DISTRIBUTIONS

SONOMA COUNTY FAIR

(1) PARI-MUTUEL DISTRIBUTIONS MADE BY CARF ON BEHALF OF THE SONOMA COUNTY FAIR

(2) PARI-MUTUEL COMMISSIONS PAID TO SONOMA COUNTY FAIR

(3) PROJECT FUNDING PAID TO SONOMA COUNTY FAIR

2000-2009

2000	2001	2002
(1) Pari-Mutuel Distributions <u>8,406,206</u>	(1) Pari-Mutuel Distributions <u>7,677,473</u>	(1) Pari-Mutuel Distributions <u>7,862,315</u>
(2) Commissions to SR <u>2,069,321</u>	(2) Commissions to SR <u>1,958,593</u>	(2) Commissions to SR <u>2,000,666</u>
(3) Project Funding to SR <u>124,361</u>	(3) Project Funding to SR <u>242,968</u>	(3) Project Funding to SR <u>58,680</u>
TOTAL to Santa Rosa 2,193,682	TOTAL to Santa Rosa 2,201,561	TOTAL to Santa Rosa 2,059,346
2003	2004	2005
(1) Pari-Mutuel Distributions <u>7,659,677</u>	(1) Pari-Mutuel Distributions <u>8,215,653</u>	(1) Pari-Mutuel Distributions <u>8,368,804</u>
(2) Commissions to SR <u>1,947,818</u>	(2) Commissions to SR <u>2,005,668</u>	(2) Commissions to SR <u>2,001,137</u>
(3) Project Funding to SR <u>296,127</u>	(3) Project Funding to SR <u>79,878</u>	(3) Project Funding to SR <u>425,613</u>
TOTAL to Santa Rosa 2,243,945	TOTAL to Santa Rosa 2,085,546	TOTAL to Santa Rosa 2,426,750
2006	2007	2008
(1) Pari-Mutuel Distributions <u>8,150,674</u>	(1) Pari-Mutuel Distributions <u>14,536,602</u>	(1) Pari-Mutuel Distributions <u>7,457,266</u>
(2) Commissions to SR <u>1,858,869</u>	(2) Commissions to SR <u>3,230,587</u>	(2) Commissions to SR <u>1,703,499</u>
(3) Project Funding to SR <u>369,851</u>	(3) Project Funding to SR <u>141,325</u>	(3) Project Funding to SR <u>58,659</u>
TOTAL to Santa Rosa 2,228,720	TOTAL to Santa Rosa 3,371,912	TOTAL to Santa Rosa 1,762,158
2009	2000-2009	
(1) Pari-Mutuel Distributions <u>5,894,507</u>	(1) Pari-Mutuel Distributions <u>84,229,177</u>	
(2) Commissions to SR <u>1,423,305</u>	(2) Commissions to SR <u>20,199,463</u>	
(3) Project Funding to SR <u>48,066</u>	(3) Project Funding to SR <u>1,845,528</u>	
TOTAL to Santa Rosa 1,471,371	TOTAL to Santa Rosa 22,044,991	

\$84.2 Million - Pari-Mutuel Distributions Made by CARF on Behalf of Sonoma County Fair

\$20.2 Million - Pari-Mutuel Commissions Paid by CARF to Sonoma County Fair

\$1.85 Million - Project Funding Paid by CARF to Sonoma County Fair

* Does not include \$1.5 Million loan from F&E for Turf Course, facilitated by CARF.



California Authority of Racing Fairs

Cumulative Funding Disbursements to Sonoma County Fair 2000-2009

	<u>2000</u>	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>TOTALS</u>
Infotext Funds							\$26,689	\$754	\$691		\$28,134
LOUI Area Enhancements	\$112,909					\$34,838					\$147,747
Equipment Replacement Fund	\$11,452	\$10,718	\$13,430	\$54,058	\$34,628	\$100,912	\$10,286	\$29,554	\$12,717	\$2,816	\$280,571
SWF upgrades											
SWF upgrades		\$37,000									\$37,000
SWF upgrades							\$35,750				\$35,750
SWF Million alloc funds							\$63,239				\$63,239
(Backstretch Improvements											
Horsemen's Trailer Park upgrade		\$150,000									\$150,000
Trailer Park - Sonoma				\$107,740							\$107,740
New Fence				\$4,900							\$4,900
Tack Rooms				\$84,179							\$84,179
Turf Course at Sonoma						\$170,256					\$170,256
Turf Course tractor/mower						\$74,357					\$74,357
Grandstand ticket booth							\$50,000				\$50,000
Fire Sprinklers							\$15,000				\$15,000
Horsemen's Park							\$54,786				\$54,786
Trailer Lot							\$68,851				\$68,851
Turf Track Equipment								\$65,768			\$65,768
Racetrack Maintenance											
Total Funding	\$124,361	\$242,968	\$58,680	\$296,127	\$79,878	\$425,613	\$369,851	\$141,325	\$58,659	\$48,066	\$1,845,528
		\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$407,250

NOTE: Does not include \$1.5 Million loan from F&E for Turf Course, facilitated by CARF May 2002.

CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING & PARI-MUTUEL DISTRIBUTIONS

HUMBOLDT COUNTY FAIR

(1) PARI-MUTUEL DISTRIBUTIONS MADE BY CARF ON
BEHALF OF THE HUMBOLDT COUNTY FAIR

(2) PARI-MUTUEL COMMISSIONS PAID TO HUMBOLDT COUNTY FAIR
(3) PROJECT FUNDING PAID TO HUMBOLDT COUNTY FAIR

2000-2009

2000		2001		2002	
(1) Pari-Mutuel Distributions	730,266	(1) Pari-Mutuel Distributions	775,571	(1) Pari-Mutuel Distributions	792,123
(2) Commissions to FER	219,351	(2) Commissions to FER	241,349	(2) Commissions to FER	248,051
(3) Project Funding to FER	136,518	(3) Project Funding to FER	41,188	(3) Project Funding to FER	240,899
TOTAL to Ferndale	355,869	TOTAL to Ferndale	282,537	TOTAL to Ferndale	488,950

2003		2004		2005	
(1) Pari-Mutuel Distributions	732,397	(1) Pari-Mutuel Distributions	812,600	(1) Pari-Mutuel Distributions	874,193
(2) Commissions to FER	230,333	(2) Commissions to FER	237,687	(2) Commissions to FER	258,095
(3) Project Funding to FER	28,588	(3) Project Funding to FER	55,296	(3) Project Funding to FER	107,250
TOTAL to Ferndale	258,921	TOTAL to Ferndale	292,983	TOTAL to Ferndale	365,345

2006		2007		2008	
(1) Pari-Mutuel Distributions	879,482	(1) Pari-Mutuel Distributions	941,483	(1) Pari-Mutuel Distributions	918,309
(2) Commissions to FER	237,112	(2) Commissions to FER	259,682	(2) Commissions to FER	219,455
(3) Project Funding to FER	27,250	(3) Project Funding to FER	516,625	(3) Project Funding to FER	27,250
TOTAL to Ferndale	264,362	TOTAL to Ferndale	776,307	TOTAL to Ferndale	246,705

2009		2000-2009	
(1) Pari-Mutuel Distributions	1,132,348	(1) Pari-Mutuel Distributions	8,588,772
(2) Commissions to FER	257,631	(2) Commissions to FER	2,408,746
(3) Project Funding to FER	27,250	(3) Project Funding to FER	1,208,114
TOTAL to Ferndale	284,881	TOTAL to Ferndale	3,616,860

\$8.6 Million - Pari-Mutuel
Distributions Made by CARF
on Behalf of Humboldt
County Fair

\$2.4 Million - Pari-Mutuel
Commissions Paid by CARF to
Humboldt County Fair

\$1.2 Million - Project Funding
Paid by CARF to Humboldt
County Fair



California Authority of Racing Fairs

Cumulative Funding Disbursements to Humboldt County Fair 2000-2009

	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	TOTALS
Infotext Funds											\$0
LOU1 Area Enhancements	\$136,518										\$136,518
Backstretch Improvements											
Showers - backstretch		\$13,938									\$13,938
Backstretch Restrooms			\$213,649								\$213,649
Restroom - CCA project				\$1,338							\$1,338
RV Lot gravel					\$13,016						\$13,016
Horse Stalls,Paint					\$15,030						\$15,030
Grandstand Restroom						\$80,000					\$80,000
Jockey Quarters								\$489,375			\$489,375
Racetrack Maintenance		\$27,250	\$27,250	\$27,250	\$27,250	\$27,250	\$27,250	\$27,250	\$27,250	\$27,250	\$245,250
Total Funding	\$136,518	\$41,188	\$240,899	\$28,588	\$55,296	\$107,250	\$27,250	\$516,625	\$27,250	\$27,250	\$1,208,115

CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING & PARI-MUTUEL DISTRIBUTIONS

CALIFORNIA STATE FAIR

(1) PARI-MUTUEL DISTRIBUTIONS MADE BY CARF ON
BEHALF OF THE CALIFORNIA STATE FAIR

(2) PARI-MUTUEL COMMISSIONS PAID TO CALIFORNIA STATE FAIR
(3) PROJECT FUNDING PAID TO CALIFORNIA STATE FAIR

2000-2009

2000		2001		2002	
(1) Pari-Mutuel Distributions	4,872,547	(1) Pari-Mutuel Distributions	5,134,085	(1) Pari-Mutuel Distributions	5,167,046
(2) Commissions to SAC	1,331,899	(2) Commissions to SAC	1,402,777	(2) Commissions to SAC	1,409,929
(3) Project Funding to SAC	90,405	(3) Project Funding to SAC	273,638	(3) Project Funding to SAC	215,559
TOTAL to Sacramento	1,422,304	TOTAL to Sacramento	1,676,415	TOTAL to Sacramento	1,625,488

2003		2004		2005	
(1) Pari-Mutuel Distributions	4,885,429	(1) Pari-Mutuel Distributions	4,840,756	(1) Pari-Mutuel Distributions	20,588
(2) Commissions to SAC	1,315,074	(2) Commissions to SAC	1,251,551	(2) Commissions to SAC	10,294
(3) Project Funding to SAC	203,591	(3) Project Funding to SAC	360,318	(3) Project Funding to SAC	70,644
TOTAL to Sacramento	1,518,665	TOTAL to Sacramento	1,611,869	TOTAL to Sacramento	80,938

2006		2007		2008	
(1) Pari-Mutuel Distributions	0	(1) Pari-Mutuel Distributions	0	(1) Pari-Mutuel Distributions	5,208,448
(2) Commissions to SAC	0	(2) Commissions to SAC	0	(2) Commissions to SAC	1,299,776
(3) Project Funding to SAC	217,544	(3) Project Funding to SAC	45,250	(3) Project Funding to SAC	95,250
TOTAL to Sacramento	217,544	TOTAL to Sacramento	45,250	TOTAL to Sacramento	1,395,026

2009		2000-2009	
(1) Pari-Mutuel Distributions	5,354,391	(1) Pari-Mutuel Distributions	35,483,290
(2) Commissions to SAC	1,352,635	(2) Commissions to SAC	9,373,935
(3) Project Funding to SAC	96,511	(3) Project Funding to SAC	1,668,710
TOTAL to Sacramento	1,449,146	TOTAL to Sacramento	11,042,645

\$35.5 Million - Pari-Mutuel
Distributions Made by CARF
on Behalf of California
State Fair

\$9.4 Million - Pari-Mutuel
Commissions Paid by CARF to
California State Fair

\$1.67 Million - Project Funding
Paid by CARF to California
State Fair



California Authority of Racing Fairs

Cumulative Funding Disbursements to California Exposition & State Fair 2000-2009

	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	TOTALS
Infotext Funds											\$0
LOU1 Area Enhancements											\$0
Equipment Replacement Fund	\$36,794	\$33,000	\$57,559	\$137,230	\$30,068	\$25,394	\$3,903	\$0	\$0	\$0	\$323,946
SWF upgrades	\$53,611	\$3,389	\$15,750								\$72,750
SWF Million alloc funds							\$75,891				\$75,891
Backstretch Improvements											
Backstretch Restrooms		\$192,000									\$192,000
Car wash/Holding Pen			\$23,921								\$23,921
Washracks,security lighting,tackroom			\$73,079								\$73,079
Timing System				\$21,111							\$21,111
ADA Restroom					\$144,001						\$144,001
Tack Room					\$137,924						\$137,924
Restrooms					\$3,074						\$3,074
Horsemen Trailer Park							\$92,500				\$92,500
Grandstand Flooring, Clubhouse									\$50,000		\$50,000
Roof/Railing										\$51,261	\$51,261
ADA Barn "P" Restroom/Showers											
Racetrack Maintenance		\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$407,250
Total Funding	\$90,405	\$273,638	\$215,559	\$203,591	\$360,318	\$70,644	\$217,544	\$45,250	\$95,250	\$96,511	\$1,668,709

CALIFORNIA AUTHORITY OF RACING FAIRS PROJECT FUNDING & PARI-MUTUEL DISTRIBUTIONS

BIG FRESNO FAIR

(1) PARI-MUTUEL DISTRIBUTIONS MADE BY CARF ON BEHALF OF THE BIG FRESNO FAIR

(2) PARI-MUTUEL COMMISSIONS PAID TO THE BIG FRESNO FAIR (3) PROJECT FUNDING PAID TO THE BIG FRESNO FAIR 2000-2009

2000		2001		2002	
(1) Pari-Mutuel Distributions	1,559,317	(1) Pari-Mutuel Distributions	1,621,516	(1) Pari-Mutuel Distributions	38,733,941
(2) Commissions to FNO	404,003	(2) Commissions to FNO	459,130	(2) Commissions to FNO	10,120,499
(3) Project Funding to FNO	1,775	(3) Project Funding to FNO	59,389	(3) Project Funding to FNO	333,250
TOTAL to Fresno	405,778	TOTAL to Fresno	518,519	TOTAL to Fresno	10,453,749
2003		2004		2005	
(1) Pari-Mutuel Distributions	1,697,917	(1) Pari-Mutuel Distributions	1,631,061	(1) Pari-Mutuel Distributions	1,906,521
(2) Commissions to FNO	450,394	(2) Commissions to FNO	420,297	(2) Commissions to FNO	475,375
(3) Project Funding to FNO	407,975	(3) Project Funding to FNO	284,109	(3) Project Funding to FNO	222,541
TOTAL to Fresno	858,369	TOTAL to Fresno	704,406	TOTAL to Fresno	697,916
2006		2007		2008	
(1) Pari-Mutuel Distributions	2,184,954	(1) Pari-Mutuel Distributions	2,202,137	(1) Pari-Mutuel Distributions	2,478,961
(2) Commissions to FNO	515,163	(2) Commissions to FNO	498,877	(2) Commissions to FNO	700,845
(3) Project Funding to FNO	240,310	(3) Project Funding to FNO	195,099	(3) Project Funding to FNO	62,751
TOTAL to Fresno	755,473	TOTAL to Fresno	693,976	TOTAL to Fresno	763,596
2009		2000-2009			
(1) Pari-Mutuel Distributions	4,633,995	(1) Pari-Mutuel Distributions	58,650,320	<p>\$58.7 Million - Pari-Mutuel Distributions Made by CARF on Behalf of the Big Fresno Fair</p> <p>\$15.4 Million - Pari-Mutuel Commissions Paid by CARF to the Big Fresno Fair</p> <p>\$1.87 Million - Project Funding Paid by CARF to the Big Fresno Fair</p>	
(2) Commissions to FNO	1,091,620	(2) Commissions to FNO	15,362,203		
(3) Project Funding to FNO	60,511	(3) Project Funding to FNO	1,867,710		
TOTAL to Fresno	1,152,131	TOTAL to Fresno	17,229,913		



California Authority of Racing Fairs

Cumulative Funding Disbursements to Big Fresno Fair 2000-2009

	<u>2000</u>	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>TOTALS</u>
LOUI Area Enhancements	\$1,775										\$1,775
Equipment Replacement Fund		\$11,619		\$5,562		\$16,197	\$5,024	\$8,643	\$17,501	\$15,261	\$79,807
SWF upgrades											
SWF upgrades		\$2,521		\$228,889	\$13,932						\$245,342
Facility Improvements											\$0
Fresno (Grandstand, VIP)					\$71,799	\$50,954					\$122,753
Fresno (equipment)					\$110,708						\$110,708
SWF Million alloc funds								\$50,591			\$50,591
Backstretch Improvements											
Electrical/Tackroom, Restroom			\$288,000								\$288,000
Backstretch Electrical				\$107,163							\$107,163
Paddock				\$21,111							\$21,111
Wash Racks					\$42,420						\$42,420
Tack Room & Grandstand						\$110,140					\$110,140
Winner's Circle							\$190,036				\$190,036
Grandstand Bath/Infield								\$90,615			\$90,615
Racetrack Maintenance		\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$45,250	\$407,250
Total Funding	\$1,775	\$59,389	\$333,250	\$407,975	\$284,109	\$222,541	\$240,310	\$195,099	\$62,751	\$60,511	\$1,867,711

PARI-MUTUEL DISTRIBUTIONS REPORT FOR SATELLITE FACILITIES LOCATED AT CALIFORNIA FAIRS 2008

CHRIMS Detailed Distribution Report

Date Range: 01/01/2008 - 12/31/2008
Report By: Location

Race Type: All Races
Location Types: Fairs

Hosts: All Hosts
Breed: Thoroughbreds

Locations: All Locations
On/Off: Off Track

Tracks: All Tracks

Location	Handle	License	City & County Tax	N/SCOTWinc Exp. Fund	UC Davis Equine Research	Satellite Location	Van/Stable Fund	Work Comp	CMC Promotion	Track Commission	Purses	Owners	Breeders/ Sires	To Out of State Tracks	Total Distributions	Attendance
Anderson	2,378,571	28,930	7,740	77,237	2,379	46,912	26,936	4,534	9,387	115,728	115,237	1,639	12,328	30,968	479,956	8,189
Bakersfield	7,279,476	87,555	23,771	243,636	7,280	144,066	80,477	14,998	29,025	357,264	356,099	4,894	37,756	84,119	1,470,940	32,761
Eureka	1,878,261	23,313	6,140	57,213	1,879	37,214	21,420	2,993	7,443	88,175	88,207	1,302	9,852	28,061	373,212	3,887
Ferndale	192,524	1,531	635	11,551	193	3,850	2,212	446	770	7,439	7,306	135	924	1,453	7,347	
Fresno	8,961,003	106,501	29,233	294,494	8,961	177,168	100,146	18,116	35,589	432,548	430,451	6,092	46,385	115,028	1,800,713	31,950
Fresno Club One	2,696,150	32,189	8,855	91,234	2,697	53,669	30,008	5,920	10,811	133,158	132,816	1,824	14,053	30,849	548,081	5,493
Lake Perris	17,566,696	357,452	57,671	473,013	17,567	349,520	176,784	41,970	70,256	852,053	851,849	11,987	93,751	153,945	3,497,818	75,215
Lancaster	14,965,410	301,072	49,123	404,961	14,966	297,714	149,945	32,765	59,903	734,253	725,909	10,168	79,821	153,033	3,013,634	75,343
Monterey	10,118,537	118,687	33,130	368,091	10,119	200,787	113,059	17,991	40,372	478,663	475,632	6,877	52,131	150,050	2,065,590	30,417
Pleasanton	40,025,036	488,559	131,280	1,286,378	40,025	495,636	449,601	82,211	159,845	1,970,419	1,968,418	27,345	209,536	456,075	8,065,328	129,350
Pomona	47,778,698	973,174	157,037	1,221,634	47,779	951,738	481,214	111,757	191,261	2,387,339	2,359,255	32,672	256,421	458,799	9,630,080	151,415
Sacramento	28,538,753	343,489	93,336	940,830	28,539	565,673	314,596	57,649	114,084	1,286,742	1,285,158	19,133	148,495	353,659	5,551,384	110,890
San Bernardino	32,262,038	647,499	105,956	875,246	32,262	642,160	323,886	75,860	129,185	1,585,213	1,567,057	21,948	172,140	314,837	6,493,248	142,907
San Jose	37,217,103	446,124	122,282	1,281,388	37,217	741,104	416,150	73,854	108,506	1,812,915	1,808,126	25,311	193,758	465,383	7,572,730	124,951
San Mateo	27,204,748	319,458	89,107	889,462	27,205	540,043	305,523	55,321	108,506	1,346,232	1,342,846	18,553	141,576	313,078	5,496,911	89,266
Santa Barbara	6,718,134	135,933	21,986	178,131	6,718	133,246	68,161	14,704	26,711	326,981	322,691	4,621	35,778	78,875	1,354,534	22,386
Santa Maria	6,079,864	124,038	19,930	161,927	6,080	120,790	61,843	12,564	24,212	290,456	286,561	4,190	32,426	63,195	1,208,213	20,342
Santa Rosa	12,454,092	151,965	40,645	397,094	12,454	246,334	139,133	25,449	49,496	607,660	606,926	8,462	64,882	150,399	2,500,898	63,165
Shalimar (Indio)	7,239,549	148,349	23,712	190,146	7,240	143,706	74,019	18,485	28,793	361,790	357,080	4,993	38,621	68,965	1,465,899	28,625
Stockton	20,194,698	246,032	66,240	660,474	20,195	401,456	225,927	41,174	80,733	991,421	990,075	13,742	105,531	239,948	4,082,948	85,941
Surfside Race Place	64,078,779	1,292,925	209,956	1,695,745	64,079	1,272,459	647,542	146,130	255,144	3,062,067	3,021,268	44,080	341,761	663,916	12,717,072	196,795
Tulare	3,614,488	44,078	11,805	119,916	3,615	71,542	40,956	6,262	14,327	168,186	167,407	2,491	18,768	46,653	716,004	17,562
Turlock	9,299,765	112,868	30,459	306,790	9,300	184,602	105,722	16,838	36,964	460,337	458,310	6,431	48,476	127,097	1,904,193	32,840
Vallejo	15,856,784	191,530	52,048	522,889	15,857	315,440	176,967	33,933	63,485	796,592	793,944	10,763	82,847	191,901	3,248,196	68,256
Ventura	29,437,699	589,470	96,660	785,231	29,438	585,817	298,355	65,056	117,560	1,459,766	1,441,547	20,226	157,263	320,619	5,967,007	84,903
Victorville	8,271,938	164,917	27,148	225,815	8,272	164,533	82,496	19,590	33,149	408,308	403,956	5,589	44,078	80,704	1,668,556	50,320
(Total: 26 records)	462,308,792	7,477,639	1,515,887	13,760,527	462,318	9,187,179	4,913,077	996,569	1,846,129	22,521,705	22,354,130	315,467	2,439,358	5,141,607	92,931,590	1,685,407

\$13.7 Million
NCOTWinc. & SCOTWinc.
Expense Fund

\$22.5 Million
Track Commissions

\$22.4 Million
to Purses

\$2.4 Million
Breeders & Sires
Programs

\$92.9 Million
in Total Industry
Distributions

In 2008, 1,685,407 patrons visited Fair Satellite Wagering Facilities and bet \$462.3 million, contributing \$92.9 million to the CA racing industry.

PARL-MUTUEL DISTRIBUTIONS REPORT FOR SATELLITE FACILITIES LOCATED AT CALIFORNIA FAIRS 2009

CHRIMS Detailed Distribution Report
 Date Range: 01/01/2009 - 12/31/2009
 Report By: Location

Race Type: All Races
 Location Types: Fairs
 Hosts: All Hosts
 Breed: Thoroughbreds
 Locations: All Locations
 Off Track
 Tracks: All Tracks

Location	Handle	License	CHRB Support Fee	F&E	City & County Tax	N/SCOTWinc Exp. Fund	UC Davis Equine Research	Satellite Location	Van/Stable Fund	Work Comp.	CMC Promotion	PFAB509	Track Commission	Purses	Owners	Breeders/Sires	To Out of State Tracks	Total Distributions	Attendance
Anderson	2,099,707	0	4,166	1,808	6,838	75,236	2,100	41,441	24,774	3,533	8,295	0	101,095	100,557	1,446	10,946	29,568	411,802	7,584
Bakersfield	6,674,603	0	12,425	5,252	21,769	239,927	6,675	131,933	76,588	13,582	26,474	1,715	327,161	325,764	4,469	34,678	82,228	1,310,641	33,064
Eureka	1,442,242	0	1,460	1,038	4,707	51,247	1,442	28,524	17,112	2,058	5,705	0	63,523	63,565	998	7,490	22,353	271,223	2,724
Ferridale	172,728	0	398	381	570	10,364	173	3,455	2,071	387	691	0	6,903	6,783	121	844	1,460	34,601	
Fresno	6,638,013	0	11,884	5,420	21,623	235,595	6,638	131,049	76,546	12,629	26,284	1,271	318,506	316,780	34,503	34,503	95,895	1,299,090	28,267
Fresno Club One	2,929,022	0	6,318	2,692	9,585	105,171	2,929	58,088	33,799	5,874	11,636	971	144,555	143,939	1,972	15,295	39,103	581,927	5,723
Lake Perris	13,502,685	0	49,965	11,994	44,305	364,193	13,503	268,518	163,766	30,800	53,894	1,916	668,586	660,928	9,171	73,772	134,133	2,549,445	65,786
Lancaster	13,230,943	0	48,411	11,970	43,425	358,312	13,231	263,181	159,697	28,102	52,796	3,189	673,898	666,873	8,943	72,164	151,670	2,555,662	63,719
Monterey	6,455,496	0	11,825	4,146	21,056	226,746	6,456	127,611	74,015	11,304	25,969	2,453	323,494	321,802	4,319	33,980	102,167	1,296,541	27,486
Pleasanton	35,393,360	0	71,261	31,549	115,988	1,273,014	35,394	702,957	412,095	66,013	140,771	8,172	1,697,129	1,691,097	24,049	185,105	459,182	6,913,775	117,055
Pegmona	47,180,771	0	195,825	39,275	155,012	1,210,381	47,181	939,467	573,077	105,411	188,168	11,601	2,426,358	2,399,074	32,092	259,598	489,973	9,072,494	165,023
Sacramento	24,479,836	0	46,900	21,043	79,984	885,604	24,480	484,752	280,263	46,032	97,776	684	1,093,812	1,090,318	16,355	127,825	339,679	4,635,509	97,970
San Bernardino	26,306,624	0	95,667	24,355	86,367	715,518	26,307	523,437	318,068	60,824	105,074	4,542	1,328,615	1,314,121	17,812	143,564	279,318	5,043,590	136,508
San Jose	30,113,338	0	149,569	67,578	98,849	1,105,664	30,114	599,082	347,779	59,062	119,970	11,521	1,487,915	1,482,022	20,292	157,056	400,947	6,006,538	125,769
San Mateo County	71,996,382	0	149,569	67,578	98,849	1,105,664	30,114	599,082	347,779	59,062	119,970	11,521	1,487,915	1,482,022	20,292	157,056	400,947	6,006,538	125,769
Santa Barbara	5,092,580	0	17,554	4,732	16,632	134,917	5,093	100,799	62,735	10,343	20,181	0	256,950	253,564	3,513	27,732	73,443	988,188	16,497
Santa Maria	5,251,315	0	19,522	4,757	17,185	137,163	5,252	104,151	64,996	10,887	20,830	105	263,924	260,340	3,640	28,737	61,943	1,003,431	15,045
Santa Rosa	10,420,797	0	20,312	9,096	33,915	362,121	10,421	205,542	120,371	19,756	41,145	2,676	499,183	498,096	7,025	54,251	142,701	2,026,611	54,299
Shallimar (Indio)	6,325,869	0	19,589	4,755	20,685	166,518	6,326	125,359	77,759	14,832	25,117	44	323,961	319,864	4,354	34,422	73,796	1,217,380	26,981
Stockton	16,398,362	0	34,707	16,435	53,752	596,577	16,399	325,769	189,797	32,687	65,282	4,639	800,814	798,022	11,075	85,675	211,377	3,243,007	75,479
Surfside Race Place	52,086,933	0	145,702	30,495	170,500	1,383,415	52,087	1,033,330	636,468	110,638	206,764	9,131	2,440,663	2,408,135	35,642	282,289	615,299	9,560,558	167,273
Tulare	3,317,738	0	6,673	3,065	10,838	119,669	3,318	65,684	39,232	5,372	13,143	108	151,680	150,885	2,289	17,337	45,549	634,844	13,927
Turlock	8,098,763	0	17,090	7,611	26,502	296,919	8,099	160,619	95,857	13,146	32,138	324	394,061	392,000	5,593	42,343	122,094	1,614,394	28,129
Vallejo	14,124,551	0	28,775	13,779	46,345	526,094	14,125	280,881	162,967	28,830	56,217	6,447	697,972	695,071	9,509	73,492	183,364	2,823,868	60,269
Ventura	24,844,298	0	95,667	21,542	81,551	661,038	24,845	494,248	303,847	51,243	99,022	3,359	1,267,564	1,252,365	17,016	136,106	305,150	4,814,563	77,759
Victorville	7,248,843	0	27,264	6,899	23,793	199,498	7,249	144,201	86,774	16,608	28,897	2,899	368,356	364,652	4,859	39,420	77,835	1,399,204	47,111
(Total: 27 records)	441,825,799	0	1,198,698	378,165	1,448,319	14,094,184	441,837	8,777,686	5,241,546	897,276	1,758,641	98,766	21,634,439	21,472,301	300,097	2,354,655	5,467,125	85,563,734	1,667,073

\$85.6 Million
in Total Industry Distributions

\$2.4 Million
Breeders & Sires Programs

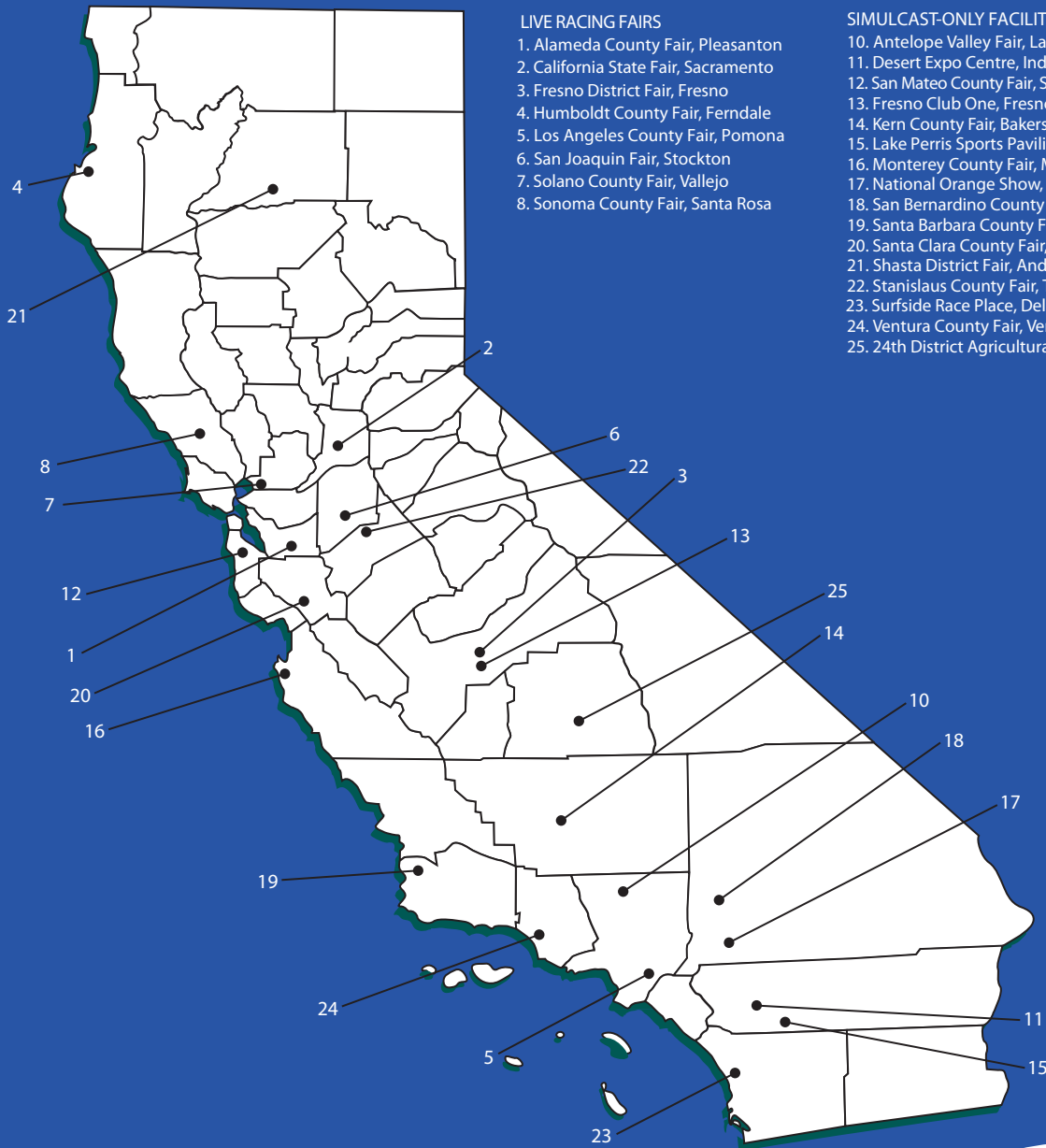
\$21.4 Million
to Purses

\$21.6 Million
Track Commissions

\$14.1 Million
NCOTWinc. & SCOTWinc.
Expense Fund

In 2009, 1,667,073 patrons visited Fair Satellite Wagering Facilities and bet \$441.8 million, contributing \$85.6 million to the CA racing industry.

Fair Satellite Wagering Facilities



LIVE RACING FAIRS

1. Alameda County Fair, Pleasanton
2. California State Fair, Sacramento
3. Fresno District Fair, Fresno
4. Humboldt County Fair, Ferndale
5. Los Angeles County Fair, Pomona
6. San Joaquin Fair, Stockton
7. Solano County Fair, Vallejo
8. Sonoma County Fair, Santa Rosa

SIMULCAST-ONLY FACILITIES

10. Antelope Valley Fair, Lancaster
11. Desert Expo Centre, Indio
12. San Mateo County Fair, San Mateo
13. Fresno Club One, Fresno
14. Kern County Fair, Bakersfield
15. Lake Perris Sports Pavilion, Perris
16. Monterey County Fair, Monterey
17. National Orange Show, San Bernardino
18. San Bernardino County Fair, Victorville
19. Santa Barbara County Fair, Santa Maria
20. Santa Clara County Fair, San Jose
21. Shasta District Fair, Anderson
22. Stanislaus County Fair, Turlock
23. Surfside Race Place, Del Mar
24. Ventura County Fair, Ventura
25. 24th District Agricultural Assn., Tulare



California Fairs' Satellite Network






Artist Rendering of the Alameda County Fair Satellite Wagering Facility in Pleasanton, CA

- **Map of Satellite Network Locations**
- **Facility Descriptions**
- **Pari-Mutuel Handle and Distributions
2007 - 2008 - 2009**

Presented by: Christopher Korby, Executive Director
California Authority of Racing Fairs
February 2010



California Fairs Satellite Network

Location	Fair/Regional Description	Table/ Carrel Seating	 Food Service					 Vehicle Parking	 Viewing Displays			
			Restaurant	Deli	Grill	Catering	Beverages & Full Bar		Television	Big Screen TV's	Jumbo Screen TV's	Carrel tabletop TV's
Anderson	Shasta District Fair	240		✓	✓	✓	✓	505	12	5		
Bakersfield	Kern County Fair	600		✓		✓	✓	Unlimited	26	12	2	
Del Mar	San Diego County Fair	3,500	✓	✓		✓	✓	12,000	425	40	4	
San Mateo	San Mateo County Fair	900		✓	✓	✓	✓	Unlimited	175	10	16	
Fresno	Big Fresno Fair	600		✓	✓	✓	✓	3,000	13	16	6	
Indio	Riverside County Fair	500		✓	✓	✓	✓	400	50	10		
Lancaster	Antelope Valley Fair	450		✓	✓	✓	✓	400	60		6	120
Monterey	Monterey California Fair	332		✓	✓	✓	✓	235	18	4		8
Perris	Southern California Fair	350		✓		✓	✓	250	65	6		54
Pleasanton	Alameda County Fair	800	✓	✓	✓	✓	✓	1,500	95		10	60
Pomona	Los Angeles County Fair	1,000	✓			✓	✓	45,000	65	8		147
Sacramento	Cal Expo & State Fair	950	✓	✓	✓	✓	✓	10,140	105		15	90
San Bernardino	National Orange Show	1,400	✓	✓		✓	✓	1,500	175		14	42
San Jose	Santa Clara County Fair	132		✓		✓	✓	475	20	10		
Santa Maria	Santa Barbara County Fair	250		✓	✓	✓	✓	565	42	14		
Santa Rosa	Sonoma County Fair	600	✓	✓	✓	✓	✓	1,000	90		8	20
Stockton	San Joaquin Fair	500		✓	✓	✓	✓	750	120	14	10	
Tulare	Tulare County Fair	300		✓	✓	✓	✓	1,000	14	6		
Turlock	Stanislaus County Fair	200		✓	✓	✓	✓	1,000	12	6	6	
Vallejo	Solano County Fair	250		✓	✓	✓	✓	250	40	16		
Ventura	Ventura County Fair	600		✓	✓	✓	✓	1,700	165		14	26
Victorville	San Bernardino County Fair	350		✓	✓	✓	✓	350	26	8		

Fair Satellite Wagering Facilities



LIVE RACING FAIRS

1. Alameda County Fair, Pleasanton
2. California State Fair, Sacramento
3. Fresno District Fair, Fresno
4. Humboldt County Fair, Ferndale
5. Los Angeles County Fair, Pomona
6. San Joaquin Fair, Stockton
7. Solano County Fair, Vallejo
8. Sonoma County Fair, Santa Rosa

SIMULCAST-ONLY FACILITIES

10. Antelope Valley Fair, Lancaster
11. Desert Expo Centre, Indio
12. San Mateo County Fair, San Mateo
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14. Kern County Fair, Bakersfield
15. Lake Perris Sports Pavilion, Perris
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19. Santa Barbara County Fair, Santa Maria
20. Santa Clara County Fair, San Jose
21. Shasta District Fair, Anderson
22. Stanislaus County Fair, Turlock
23. Surfside Race Place, Del Mar
24. Ventura County Fair, Ventura
25. 24th District Agricultural Assn., Tulare



PARL-MUTUEL DISTRIBUTIONS REPORT FOR SATELLITE FACILITIES LOCATED AT CALIFORNIA FAIRS 2009

CHRIMS Detailed Distribution Report

Date Range: 01/01/2009 - 12/31/2009
Report By: Location

Race Type: All Races
Location Types: Fairs

Hosts: All Hosts
Breed: Thoroughbreds

Locations:
On/Off:

All Locations
Off Track

Tracks: All Tracks

Location	Handle	License	CHRB Support Fee	F&E	City & County Tax	N/SCOTWinc Exp. Fund	UC Davis Equine Research	Satellite Location	Van/Stable Fund	Work Comp.	CMC Promotion	PFAB509	Track Commission	Purses	Owners	Breeders/Sires	To Out of State Tracks	Total Distributions	Attendance
Anderson	2,099,707	0	4,166	1,808	6,838	75,236	2,100	41,441	24,774	3,533	8,295	0	101,095	100,557	1,446	10,946	29,568	411,802	7,584
Bakersfield	6,674,603	0	12,425	5,252	21,769	239,927	6,675	131,933	76,588	13,582	26,474	1,715	327,161	325,764	4,469	34,678	82,228	1,310,641	33,064
Eureka	1,442,242	0	1,460	1,038	4,707	51,247	1,442	28,524	17,112	2,058	5,705	0	63,523	63,565	998	7,490	22,353	271,223	2,724
Ferridale	172,728	0	398	381	570	10,364	173	3,455	2,071	387	691	0	6,903	6,783	121	844	1,460	34,601	
Fresno	6,638,013	0	11,884	5,420	21,623	235,595	6,638	131,049	76,546	12,629	26,284	1,271	318,506	316,780	34,503	34,503	95,895	1,299,090	28,267
Fresno Club One	2,929,022	0	6,318	2,692	9,585	105,171	2,929	58,088	33,799	5,874	11,636	971	144,555	143,939	1,972	15,295	39,103	581,927	5,723
Lake Perris	13,502,685	0	49,965	11,994	44,305	364,193	13,503	268,518	163,766	30,800	53,894	1,916	668,586	660,928	9,171	73,772	134,133	2,549,445	65,786
Lancaster	13,230,943	0	48,411	11,970	43,425	358,312	13,231	263,181	159,697	28,102	52,796	3,189	673,898	666,873	8,943	72,164	151,670	2,555,662	63,719
Monterey	6,455,496	0	11,825	4,146	21,056	226,746	6,456	127,611	74,015	11,304	25,569	2,453	323,494	321,802	4,319	33,980	102,167	1,296,541	27,486
Pleasanton	35,393,360	0	71,261	31,549	115,988	1,273,014	35,394	702,957	412,095	66,013	140,771	8,172	1,697,129	1,691,097	24,049	185,105	459,182	6,913,775	117,055
Pomona	47,180,771	0	195,825	39,275	155,012	1,210,381	47,181	939,467	573,077	105,411	188,168	11,601	2,426,358	2,399,074	32,092	259,598	489,973	9,072,494	165,023
Sacramento	24,479,836	0	46,900	21,043	79,984	885,604	24,480	484,752	280,263	46,032	97,776	684	1,093,812	1,090,318	16,355	127,825	339,679	4,635,509	97,970
San Bernardino	26,306,624	0	95,667	24,355	66,367	715,518	26,307	523,437	318,068	60,824	105,074	4,542	1,328,615	1,314,121	17,812	143,564	279,318	5,043,590	136,508
San Jose	30,113,338	0	149,569	26,498	98,849	1,105,664	30,114	599,082	347,779	59,062	119,870	11,521	1,487,915	1,482,022	20,292	157,056	400,947	6,006,538	125,769
San Mateo County	71,996,382	0	149,569	67,578	236,545	2,653,283	71,997	1,433,608	841,091	137,324	286,803	20,999	3,507,760	3,495,884	49,076	376,432	926,899	14,254,847	207,626
Santa Barbara	5,092,580	0	17,554	4,732	16,632	134,917	5,093	100,799	62,735	10,343	20,181	0	256,950	253,564	3,513	27,732	73,443	988,188	16,497
Santa Maria	5,251,315	0	19,522	4,757	17,185	137,163	5,252	104,151	64,996	10,887	20,830	105	263,924	260,340	3,640	28,737	61,943	1,003,431	15,045
Santa Rosa	10,420,797	0	20,312	9,096	33,915	362,121	10,421	205,542	120,371	19,756	41,145	2,676	499,183	498,096	7,025	54,251	142,701	2,026,611	54,299
Shallimar (Indio)	6,325,869	0	19,589	4,755	20,685	166,518	6,326	125,359	77,759	14,832	25,117	44	323,961	319,864	4,354	34,422	73,796	1,217,380	26,981
Stockton	16,398,362	0	34,707	16,435	53,752	596,577	16,399	325,769	189,797	32,687	65,282	4,639	800,814	798,022	11,075	85,675	211,377	3,243,007	75,479
Surfside Race Place	52,086,933	0	145,702	30,495	170,500	1,383,415	52,087	1,033,330	636,468	110,638	206,764	9,131	2,440,663	2,408,135	35,642	282,289	615,299	9,560,558	167,273
Tulare	3,317,738	0	6,673	3,065	10,838	119,669	3,318	65,684	39,232	5,372	13,143	108	151,680	150,885	2,289	17,337	45,549	634,844	13,927
Turlock	8,098,763	0	17,090	7,611	26,502	296,919	8,099	160,619	95,857	13,146	32,138	324	394,061	392,000	5,593	42,343	122,094	1,614,394	28,129
Vallejo	14,124,551	0	28,775	13,779	46,345	526,094	14,125	280,881	162,967	28,830	56,217	6,447	697,972	695,071	9,509	73,492	183,364	2,823,868	60,269
Ventura	24,844,298	0	95,667	21,542	81,551	661,038	24,845	494,248	303,847	51,243	99,022	3,359	1,267,564	1,252,365	17,016	136,106	305,150	4,814,563	77,759
Victorville	7,248,843	0	27,264	6,899	23,793	199,498	7,249	144,201	86,774	16,608	28,897	2,899	368,356	364,652	4,859	39,420	77,835	1,399,204	47,111
(Total: 27 records)	441,825,799	0	1,198,698	378,165	1,448,319	14,094,184	441,837	8,777,686	5,241,546	897,276	1,758,641	98,766	21,634,439	21,472,301	300,097	2,354,655	5,467,125	85,563,734	1,667,073

\$14.1 Million
NCOTWinc. & SCOTWinc.
Expense Fund

\$21.6 Million
Track Commissions

\$21.4 Million
to Purses

\$2.4 Million
Breeders & Sires Programs

\$85.6 Million
in Total Industry
Distributions

In 2009, 1,667,073 patrons visited Fair Satellite Wagering Facilities and bet \$441.8 million, contributing \$85.6 million to the CA racing industry.

PARI-MUTUEL DISTRIBUTIONS REPORT FOR SATELLITE FACILITIES LOCATED AT CALIFORNIA FAIRS 2008

CHRIMS Detailed Distribution Report

Date Range: 01/01/2008 - 12/31/2008
Report By: Location

Race Type: All Races
Location Types: Fairs

Hosts: All Hosts
Breeds: Thoroughbreds

Locations: All Locations
On/Off: Off Track

Tracks: All Tracks

Location	Handle	License	City & County Tax	N/SCOTWinc Exp. Fund	UC Davis Equine Research	Satellite Location	Van/Stable Fund	Work Comp	CMC Promotion	Track Commission	Purses	Owners	Breeders/Sires	To Out of State Tracks	Total Distributions	Attendance
Anderson	2,378,571	28,930	7,740	77,237	2,379	46,912	26,936	4,534	9,387	115,728	115,237	1,639	12,328	30,968	479,956	8,189
Bakersfield	7,279,476	87,555	23,771	243,636	7,280	144,066	80,477	14,998	29,025	357,264	356,099	4,894	37,756	84,119	1,470,940	32,761
Eureka	1,878,261	23,313	6,140	57,213	1,879	37,214	21,420	2,993	7,443	88,175	88,207	1,302	9,852	28,061	373,212	3,887
Ferrdale	192,524	1,531	635	11,551	193	3,850	2,212	446	770	7,439	7,306	135	924	1,453	38,447	
Fresno	8,961,003	106,501	29,233	294,494	8,961	177,168	100,146	18,116	35,589	432,548	430,451	6,092	46,385	115,028	1,800,713	31,950
Fresno Club One	2,696,150	32,189	8,855	91,234	2,697	53,669	30,008	5,920	10,811	133,158	132,816	1,824	14,053	30,849	548,081	5,493
Lake Perris	17,566,696	357,452	57,671	473,013	17,567	349,520	176,784	41,970	70,256	852,053	841,849	11,987	93,751	153,945	3,497,818	75,215
Lancaster	14,965,410	301,072	49,123	404,961	14,966	297,714	149,945	32,765	59,903	734,253	725,909	10,168	79,821	153,033	3,013,634	75,343
Monterey	10,118,537	118,687	33,130	368,091	10,119	200,787	113,059	17,991	40,372	478,663	475,632	6,877	52,131	150,050	2,065,590	30,417
Pleasanton	40,025,036	488,559	131,280	1,286,378	40,025	495,636	449,601	82,211	159,845	1,970,419	1,968,418	27,345	209,536	456,075	8,065,328	129,350
Pomona	47,778,698	973,174	157,037	1,221,634	47,779	951,738	481,214	111,757	191,261	2,387,339	2,359,255	32,672	256,421	458,799	9,630,080	151,415
Sacramento	28,538,753	343,489	93,336	940,830	28,539	565,673	314,596	57,649	114,084	1,286,742	1,285,158	19,133	148,495	353,659	5,551,384	110,890
San Bernardino	32,262,038	647,499	105,956	875,246	32,262	642,160	323,886	75,860	129,185	1,585,213	1,567,057	21,948	172,140	314,837	6,493,248	142,907
San Jose	37,217,103	446,124	122,282	1,281,388	37,217	741,104	416,150	73,854	108,506	1,812,915	1,808,126	25,311	193,758	465,383	7,572,730	124,951
San Mateo	27,204,748	319,458	89,107	889,462	27,205	540,043	305,523	55,321	108,506	1,346,232	1,342,846	18,553	141,576	313,078	5,496,911	89,266
Santa Barbara	6,718,134	135,933	21,986	178,131	6,718	133,246	68,161	14,704	26,711	326,981	322,691	4,621	35,778	78,875	1,354,534	22,386
Santa Maria	6,079,864	124,038	19,930	161,927	6,080	120,790	61,843	12,564	24,212	290,456	286,561	4,190	32,426	63,195	1,208,213	20,342
Santa Rosa	12,454,092	151,965	40,645	397,094	12,454	246,334	139,133	25,449	49,496	607,660	606,926	8,462	64,882	150,399	2,500,898	63,165
Shalimar (Indio)	7,239,549	148,349	23,712	190,146	7,240	143,706	74,019	18,485	28,793	361,790	357,080	4,993	38,621	68,965	1,465,899	28,625
Stockton	20,194,698	246,032	66,240	660,474	20,195	401,456	225,927	41,174	80,733	991,421	990,075	13,742	105,531	239,948	4,082,948	85,941
Surfside Race Place	64,078,779	1,292,925	209,956	1,695,745	64,079	1,272,459	647,542	146,130	255,144	3,062,067	3,021,268	44,080	341,761	663,916	12,717,072	196,795
Tulare	3,614,488	44,078	11,805	119,916	3,615	71,542	40,956	6,262	14,327	168,186	167,407	2,491	18,768	46,653	716,004	17,562
Turlock	9,299,765	112,868	30,459	306,790	9,300	184,602	105,722	16,838	36,964	460,337	458,310	6,431	48,476	127,097	1,904,193	32,840
Vallejo	15,856,784	191,530	52,048	522,889	15,857	315,440	176,967	33,933	63,485	796,592	793,944	10,763	82,847	191,901	3,248,196	68,256
Ventura	29,437,699	589,470	96,660	785,231	29,438	585,817	298,355	65,056	117,560	1,459,766	1,441,547	20,226	157,263	320,619	5,967,007	84,903
Victorville	8,271,938	164,917	27,148	225,815	8,272	164,533	82,496	19,590	33,149	408,308	403,956	5,589	44,078	80,704	1,668,556	50,320
(Total: 26 records)	462,308,792	7,477,639	1,515,887	13,760,527	462,318	9,187,179	4,913,077	996,569	1,846,129	22,521,705	22,354,130	315,467	2,439,358	5,141,607	92,931,590	1,685,407

\$13.7 Million
N/COTWinc. & SCOTWinc.
Expense Fund

\$22.5 Million
Track Commissions

\$22.4 Million
to Purses

\$2.4 Million
Breeders & Sires
Programs

\$92.9 Million
in Total Industry
Distributions

In 2008, 1,685,407 patrons visited Fair Satellite Wagering Facilities and bet \$462.3 million, contributing \$92.9 million to the CA racing industry.

PARI-MUTUEL DISTRIBUTIONS REPORT FOR SATELLITE FACILITIES LOCATED AT CALIFORNIA FAIRS 2007

CHRIMS Detailed Distribution Report

Date Range: 01/01/2007 - 12/31/2007
Report By: Location

Race Type: All Races
Location Types: Fairs

Hosts: All Hosts
Breed: Thoroughbreds

Locations: All Locations
On/Off: Off Track

Tracks: All Tracks

Location	Handle	License	City & County Tax	N/SCOTWinc Exp. Fund	UC Davis Equine Research	Satellite Location	Van/Stable Fund	Work Comp	CMC Promotion	Track Commission	Purses	Owners	Breeders/Sires	To Out of State Tracks	Total Distributions	Attendance
Anderson	2,750,947	33,367	8,925	86,007	2,751	54,089	31,044	5,432	10,823	137,686	137,043	1,889	14,268	37,026	560,350	8,314
Bakersfield	8,115,501	96,943	26,490	262,463	8,116	160,545	90,102	17,478	32,301	404,587	403,115	5,485	42,222	91,909	1,641,756	35,953
Eureka	1,912,128	23,464	6,214	54,700	1,912	37,660	21,644	3,622	7,533	94,600	93,998	1,317	10,016	28,912	385,591	4,296
Ferndale	189,898	1,473	627	11,394	190	3,798	2,183	477	760	7,352	7,221	133	912	1,235	37,753	
Fresno	9,396,103	110,259	30,561	294,590	9,397	185,219	104,735	19,048	37,197	460,730	458,608	6,376	48,689	120,796	1,886,205	34,259
Fresno Club One	4,243,999	51,297	13,921	137,311	4,244	84,371	47,595	8,914	16,954	211,248	210,377	2,897	22,204	50,917	862,251	6,151
Lake Perris	20,259,128	411,188	66,260	544,813	20,260	401,577	208,504	46,521	80,724	971,238	989,537	13,769	107,691	193,628	4,025,711	84,566
Lancaster	17,813,777	368,938	58,332	477,872	17,814	353,530	183,353	39,132	71,085	865,841	855,653	12,108	94,837	186,874	3,575,369	84,322
Monterey	11,426,532	136,454	37,351	383,005	11,427	226,366	127,433	19,873	45,510	537,475	534,484	7,757	59,340	166,601	2,293,076	32,408
Pleasanton	45,986,863	555,862	150,344	1,441,641	45,987	1,171,174	514,856	93,935	183,023	2,264,569	2,261,695	31,339	240,483	533,480	9,228,390	140,711
Pomona	58,957,780	1,205,037	193,286	1,489,580	58,958	1,171,429	610,169	137,098	235,294	2,913,085	2,877,855	40,294	315,681	582,053	11,839,820	171,176
Sacramento	35,104,301	420,425	114,630	1,165,178	35,105	694,725	387,202	69,641	140,011	1,685,499	1,683,687	23,569	182,255	434,082	7,036,009	125,792
San Bernardino	36,067,703	725,335	118,105	973,246	36,069	715,790	370,843	84,051	143,963	1,757,708	1,737,264	24,490	191,918	361,742	7,240,524	157,562
San Jose	40,281,500	478,739	132,112	1,304,829	40,282	800,677	450,233	78,467	161,019	1,977,486	1,972,195	27,405	210,697	482,920	8,149,628	123,033
Santa Barbara	9,078,634	182,417	29,688	241,760	9,079	179,924	94,402	19,285	36,075	438,374	432,616	6,234	48,290	110,421	1,828,566	24,381
Santa Maria	6,896,280	140,752	22,511	182,327	6,897	136,432	71,483	14,176	27,364	326,697	322,390	4,721	36,635	74,716	1,367,099	22,826
Santa Rosa	14,772,858	178,976	48,077	443,228	14,774	291,375	164,411	31,350	58,547	734,518	733,633	10,008	77,175	179,845	2,965,917	65,460
Shalimar (Indio)	9,470,832	192,624	30,853	247,260	9,471	186,990	98,236	24,202	37,480	474,710	468,657	6,487	50,256	98,891	1,926,117	33,799
Surfside Race Place	21,543,607	260,535	70,500	673,007	21,544	427,275	240,130	45,271	85,938	1,080,241	1,078,732	14,617	112,818	252,538	4,363,144	92,298
Tulare	71,343,324	1,444,245	232,179	1,883,133	71,344	1,407,147	738,292	163,599	282,136	3,371,519	3,326,319	48,755	377,801	781,019	14,127,487	228,136
Tulare	4,268,785	51,459	13,924	138,295	4,269	84,389	48,262	7,828	16,900	200,523	199,608	2,938	22,189	55,848	846,392	19,995
Turlock	9,831,525	118,310	32,160	309,961	9,832	194,910	111,557	17,774	39,027	491,106	488,720	6,790	51,423	137,189	2,008,759	35,236
Vallejo	17,493,465	210,216	57,308	560,003	17,494	347,320	194,794	38,704	69,892	884,616	881,735	11,857	91,490	211,173	3,576,601	77,277
Ventura	33,830,173	675,438	110,571	903,719	33,831	670,130	350,353	77,645	134,480	1,672,093	1,651,252	23,137	179,803	374,069	6,856,521	94,842
Victorville	10,669,615	214,435	34,955	290,212	10,670	211,845	109,447	24,249	42,636	517,262	511,394	7,228	56,763	106,215	2,137,310	55,954
(Total: 25 records)	501,705,256	8,278,187	1,639,885	14,509,495	501,719	9,938,685	5,371,264	1,087,771	1,996,675	24,480,763	24,287,787	341,599	2,645,855	5,686,664	100,766,348	1,758,937

\$14.5 Million
N/COTWinc. & SCOTWinc.
Expense Fund

\$24.5 Million
Track Commissions

\$24.3 Million
to Purses

\$2.6 Million
Breeders & Sires
Programs

\$100.8 Million
in Total Industry
Distributions

In 2007, 1,758,937 patrons visited Fair Satellite Wagering Facilities and bet \$501.7 million, contributing \$100.8 million to the CA racing industry.

**JOINT COMMITTEE ON FAIRS
ALLOCATION & CLASSIFICATION**

**Network of California Fairs
2011/2012 Expenditure Plan**



Karen Ross, Secretary
California Department of Food & Agriculture

April 2011

Division of Fairs & Expositions
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CALIFORNIA DEPARTMENT OF
FOOD & AGRICULTURE

Karen Ross, Secretary

April 28, 2011

To: Members, Joint Committee on Fairs Allocation and Classification

Subject: 2011/2012 Expenditure Plan for the Network of California Fairs

I respectfully submit the 2011/2012 Expenditure Plan for the Fair and Exposition Fund. This Plan includes the California Department of Food & Agriculture's (CDFA) plan to administer the Fair and Exposition Fund and provide fiscal and operation oversight of fairs through its Division of Fairs & Expositions.

The Network of California Fairs is facing unprecedented times as it will be necessary to become fully self-sufficient by January 1, 2012 due to the elimination of General Fund support. This will be a challenge for many fairs.

CDFA is committed to continuing its oversight and support for the Network of California Fairs with an emphasis on the 52 active district agricultural associations. Through the Division of Fairs & Expositions, CDFA will assist fairs as they transition into these uncertain economic times.

Fairs provide a significant public benefit to the people of the great state of California and CDFA will continue to work with the fairs in meeting community obligations.

My staff and I look forward to the opportunity to discuss this plan and the future of the California fair industry with you. If you would like additional information, please contact Rebecca Desmond, Acting Director of the Division of Fairs and Expositions, at (916) 263-2459.

Yours truly,

Karen Ross
Secretary



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Introduction

The following report presents the 2011/2012 Network of California Fairs Expenditure Plan to the Joint Committee on Fairs Allocation and Classification. This publication includes an overview of the network of California fairs; the roles and responsibilities of various state, county and private organizations; the impact of the elimination of General Fund support for the network; and the California Department of Food & Agriculture's plan for operational support and oversight of the network in the new world of 100% self-sustaining fairgrounds.

Fair Network Oversight

The California Department of Food and Agriculture (CDFA), through the Division of Fairs and Expositions (F&E), provides fund administration and broad policy oversight to the network of California fairs through the application of law; development of policies, procedures and regulations; and broad supervision over fair fiscal and administrative matters.

Business and Professions (B&P) Code Sections 19621(c) and 19606.1(c) require CDFA to prepare an annual expenditure plan for review and approval by the Joint Committee on Fairs Allocation and Classification. Oversight of the Fairs & Expositions Fund and the Network of California Fairs is called for in statute in both the B&P Code (Sections 19606.1, 19620–19622.3, 19630, 19638) and the Food and Agriculture Code (Sections 3965.1, 4051, 4051.1, 4053, 4057-4060, 4501-4513).

The Network of California fairs includes 80 fairs divided into four categories (the latter three are non-DAA organizations):

- **54 DAAs:** State government entities
 - 52 active DAAs
 - 2 DAAs were deactivated during fiscal year 1997/98
- **23 County Fairs:** County government or not-for-profit organizations
- **2 Citrus Fruit Fairs:** Not-for-profit organizations
- **The California Exposition and State Fair (Cal Expo):** A state department

In 2009/2010, F&E updated the fair classification formula for the first time in 17 years. The new formula is based on a five-year average of total operating revenues for each fair, not including state allocations, one-time funds (grants and extraordinary events). The reclassification resulted in 27 fairs being reclassified, most to a higher class in recognition of their success in increasing operating revenues.



*Demonstration farms help teach fairgoers about the importance of agriculture.
Orange County Fair, Costa Mesa*



A drive-thru flu vaccine clinic at the Siskiyou Golden Fairgrounds in Yreka

A New Era of Oversight and Administrative Support

CDFA's Division of Fairs & Expositions provides fiscal and policy oversight of the network of California fairs and ensures the best use of available funding and other services. F&E is comprised of 18 staff members dedicated to serving California's network of 80 fairs.

For the past two fiscal years, the California fairs received financial assistance through various allocation and infrastructure programs from the Fairs and Expositions Fund which was supported by the General Fund. The Fairs and Expositions Fund is administered by the California Department of Food & Agriculture (CDFA) through its Division of Fairs & Expositions (F&E).

Prior to 2009/2010, the primary fund source for the Fair and Exposition Fund was from pari-mutuel horse racing license fees. The shift to the General Fund occurred at a time when horse racing in California was struggling to survive and revenue shortfalls within the Fair and Exposition Fund were at record highs, thereby jeopardizing the solvency of many California fairs.

As the 2011/2012 State Budget currently stands, the Network of California Fairs support from the General Fund has been eliminated and for the first time in 80 years, fairs will have to depend completely on their self-generated revenues to operate beginning January 1, 2012.

CDFA's role is also changing as F&E is facing a 50% reduction in funding to support operational support and fiscal and policy oversight of the Network of California Fairs. Most of the focus of the Department will be on the 52 DAAs as they will remain state entities, generating and expending state funds and operating with state employees on state property.

F&E plans to operate with three main objectives in mind under the overall goal of providing the ultimate public benefit to the state as it relates to the fairs. The objectives include community relevance, fiscal /policy oversight, and intervention transition.

Community Relevance

There are several aspects of the public benefits of fairs in California that all point to each fair's relevance in their communities. These benefits include economic impact; meeting public needs by providing a place of gathering, cultural centers, affordable community facilities; emergency response capabilities and disaster preparedness; and food, nutrition and agriculture education and awareness.

Fairs embody the entrepreneurial excellence, quest for knowledge, innovative drive, and community spirit that is the Golden State.

In 2009, the Network of California Fairs

had a \$2.85 billion economic impact providing \$127 million in state and local taxes and 25,000 jobs. At the local level, the impact goes further where, for example, millions of dollars are raised by nonprofit organizations that use those funds for vital community services such as education, healthcare and the arts.

As well as providing an affordable annual community event that encompasses agriculture, food and nutrition education, entertainment, and culture, fairgrounds provide some of the most vital community services in every county—emergency response and disaster preparedness. Fairgrounds throughout the state are called upon to house displaced residents, their pets and livestock during natural disasters such as earthquakes, wildfires and floods.

Fairground facilities also house emergency response personnel, equipment and supplies crucial to battling such disasters. Fairgrounds regularly serve as training grounds for law enforcement, public health officials, first responders and firefighters so that local emergency response agencies are prepared to assist their communities when the needs arise. These services are most critical in the rural areas of the state where nearly 50% of the fairgrounds reside and serve as the hub of the community.

Most fairgrounds are at least 50 years old and constant assessment of the facilities is necessary to ensure the safety of the public and employees who are on the fairgrounds throughout the year. Fire marshal and construction codes must be adhered to. F&E will continue to work closely with the three fair industry joint powers authorities to assist the district agricultural associations with facility evaluation and compliance with state codes and

regulations.

Fairs are at the forefront in the battle against childhood obesity and related diseases such as diabetes. Food and nutrition education are abundant at the annual county fair as well as through related youth organizations including 4-H and the Future Farmers of America.

Each district agricultural association has a nine-member board of directors appointed by the Governor. The boards are charged with the fiscal and policy oversight of the DAA and they work closely with fair management to make the DAA a productive state entity. County fairs and nonprofit fair organizations that contract to operate fairgrounds throughout the state also have boards of directors who are appointed in a variety of ways. As a total, these board members are leaders in the industry and are responsible, along with fair staffs, for the success of the Network of California fairs. To that end, providing training and board development are key components to F&E's role in supporting community relevance and the ultimate public benefit of the fairs in California.



The Salvation Army's Drought Relief food drive at the Big Fresno Fair

F&E is at many times the first point of contact for the public regarding the fair network in California and it will continue to provide diverse customer service to the people of California through communications with those who want to learn about fairs, serve on fair boards, and address concerns with fairgrounds operations.

The Department of Food and Agriculture and the California fair industry as a whole remain confident that regardless the legislature and public at large will continue to see public good as a tremendous investment for all of Californians.

Fiscal and Policy Oversight

Up until the 2011/2012 fiscal year, California fairs received state funding support either in direct allocations to fairs or through programs funded by F&E on behalf of the California fairs. Funding was traditionally derived from pari-mutuel horse racing license fees until 2009/2010 when the fund source transferred to the state's General Fund.

District agricultural associations (DAA) will now be responsible for fully self-funding unemployment claims, vehicle insurance, Department of Justice fees, property insurance pool support, annual audits, and construction management and inspection fees. These costs have been paid for by F&E in full or in part for the DAAs in the past.

To ensure all fairs are spending their funds appropriately, F&E fulfills a fiscal oversight role by reviewing and approving annual budgets, annual statements of operations (year-end financial reports), and reviewing

annual fiscal audits and semi-annual compliance audits. F&E will continue to do this for all fairs through 2011/2012, but will then narrow its focus to just the district agricultural associations as they will be the only state entities generating state funds in the future.

Beginning July 1, 2011, all fairs will be responsible for paying for their own annual financial audits and periodic compliance audits. This has been paid for from the F&E Fund for all DAAs and some county fairs.

F&E will continue CDFA's statutory oversight role regarding the operation of the district agricultural associations because they are state entities. This includes contract preparation and review, purchasing and procurement regulations through the Department of General Services, construction of public facilities, open meeting laws, board conduct, liability, and state employee requirements.

Intervention and Transition

A large portion of the fiscal and policy oversight role for F&E has been the fair intervention program, known as Fairs on the Watch. This program was designed to assist fiscally challenged fairs with operational and management assessment, board and staff training, board development, master planning, and in rare instances, financial assistance to accomplish financial goals through short-term operational loans or lines of credit. There currently are 24 fairs in the program and after July 1 the focus will be on just the 19 district agricultural associations that meet the intervention criteria of having less

than a 5% cash reserve.

With the elimination of the \$32 million in General Fund support, many fairs are facing financial challenges that they have never before experienced. Going forward, F&E will assist the district agricultural associations looking to reorganize and/or downsize to ensure they are remaining relevant to their communities and the constituents they serve. F&E will help draft policies and procedures, assist with employee lay off plans, provide guidance in best practices and provide services as necessary so that the fairs are operated in the most efficient and cost effective manner. Due to the expected changes in DAA staffing, F&E will continue funding three fulltime positions at CDFA Human Resources as all DAA employees remain state workers and fair management will need guidance as fair teams are restructured.

F&E staff will work with the “fairs on the watch” through additional financial reporting reviews, fair visits, fair board meeting attendance, strategic planning with fair staff and board, community outreach, and detailed assessments in consideration of reorganization, and if necessary, potential deactivation of the DAA and closure of the fairgrounds.

F&E will create a business model that will be used to assist fairs in determining what their options are for sustaining operations, reinvention, alternative governance, and at last resort, deactivation and closure. F&E is currently investigating the liabilities that will be present for the state should a DAA be deactivated and the property revert back to the state.

Issues to be considered will include state

employee layoffs, state employee leave balance liabilities, state property closure and liability, availability of state fairgrounds for emergency response and disaster preparedness, disposition of state personal property (computers, vehicles, equipment, tables, chairs, etc.), financial commitment liabilities (loans to F&E and/or commercial institutions), etc.

F&E will work closely with each DAA and its community in determining alternatives to deactivation and closure including exploring combining DAAs with other DAAs or county fairs in close proximity.

Expenditures

(See page 7 for details)

Administrative Oversight

The only sources of revenue to the F&E Fund after June 30, 2011 will be from fair loan payments (loans made to fairs from the F&E Fund in prior years), prior year license fee recapture guarantee agreement (B&P 19616.52; settlement with private tracks for \$5.5 million over six years beginning in 2009/2010), and 1% live racing fair handle (B&P 19641 [a]). These funds are time-limited as fair loans are paid off and the license fee recapture guarantee is paid in full in 2014/2015.

Revenues in 2011/2012 are estimated to be \$2.3 million. F&E will be forced to cut staffing by nearly 50%.

Fair Local Assistance

The expenditure budget has no funding earmarked for the direct support of California’s fair network.

Profile of Fair Class Levels

Class Level	Classification Criteria	# of Fairs Per Class
	Operating Revenue (\$1,000's)	
I	Up to 360	12
II	360 - 550	9
III	550 - 1,000	28
IV	1,500 - 3,000	14
V	5,000 - 6,000	4
VI	6,000 - 10,000	5
VII	Over 10,000	5

Prepared by the Division of Fairs

Division of Fairs & Expositions
Fair & Exposition Fund (191) and Satellite Wagering Account (192)
2011/2012 Revenue and Expenditure Plan

	Actual 2009/2010	Budgeted 2010/2011	Projected 2010/2011	Proposed 2011/2012
Beginning Balance				
Fairs and Expositions (F&E)	\$481,039	\$2,397,965	\$2,397,965	\$0
Revenues				
General Fund (B&P 19620.2)	32,000,000	32,000,000	32,000,000	0
License Fees				
1.0% Live Racing Fair Handle (B&P 19614(a))	877,885	300,000	656,740	400,000
Off-Track - Satellite Wagering (B&P 19605.9)	229,971	200,000	209,856	0
Other Revenue				
Prior Year Live Racing (B&P 19620.1(a))	2,104,433	0	43,445	0
Prior Year License Fees Guarantee Recapture (B&P 19616.52)	813,178	916,667	800,000	800,000
ADW Fees	36,042	0	13,442	0
Loan payments	0	0	762,723	1,100,000
SMIF Interest Revenue	95,143	75,000	75,000	0
Total Revenues	36,156,653	33,491,666	34,561,205	2,300,000
Fund Transfers & Other Receipts				
Transfers In				
Project Cost Savings	0	12,476,278	12,913,256	0
Generators & Light Towers	645,000	0	0	0
Transfers to Other Funds				
Retired DAA Employee Benefits	(246,000)	(246,000)	(246,000)	0
Total Available Resources	\$37,036,692	\$48,119,909	\$49,626,426	\$2,300,000
Expenditures				
Local Assistance				
Operational Support				
Bond Debt Service	2,750,000	0	0	0
California Construction Authority (CCA)	2,500,000	2,300,000	2,300,000	0
Property Insurance	750,000	1,000,000	1,000,000	0
Unemployment Insurance	1,150,000	950,000	950,000	0
DAA Vehicle Insurance Assistance	0	700,000	700,000	0
	7,150,000	4,950,000	4,950,000	0
General Fair Programs & Funding				
Local (Base) Allocations	9,985,600	10,428,050	10,246,737	0
Supplemental Local (Base) Allocations	0	9,112,339	16,824,708	0
Fair Performance Rating Program	2,050,000	2,165,000	2,010,000	0
Cal-Expo Pro Rata Reimbursement	265,000	265,000	265,000	0
Contingencies and Special Projects	322,047	500,000	250,000	0
Priority Fair Intervention Program	208,425	500,000	150,000	0
Regional Marketing Support Program	125,000	125,000	125,000	0
Rural Healthcare Equity Program	40,831	0	0	0
Generators & Light Towers	645,000	0	0	0
	13,641,904	23,095,369	29,871,445	0
Health & Safety				
Emergency Response Program	100,000	100,000	0	0
Health Department Program	100,000	50,000	50,000	0
Urgent Needs Fund	150,000	150,000	0	0
	350,000	300,000	50,000	0
Infrastructure				
Infrastructure Fund	5,050,000	5,119,289	2,310,000	0
Replenishment Fund (Investment Capital)	350,000	1,578,308	320,000	0
Environmental Investment Program	75,000	0	0	0
Project Planning	300,000	220,000	0	0
Green Energy Initiatives	0	700,000	700,000	0
	5,775,000	7,617,597	3,330,000	0
Training & Education				
Professional Development & Compliance	0	163,837	45,000	0
	0	163,837	45,000	0
Racing & Satellite Wagering Support				
Race Track Preparation	600,000	4,237,402	5,293,425	0
Supplemental Purses	1,329,971	1,300,000	1,309,856	0
Wagering Facility Improvements	2,000,000	2,000,000	2,000,000	0
Horse Racing Transition Assistance	672,527	0	0	0
	4,602,498	7,537,402	8,603,281	0
Abatements & Accrual Adjustments	(69,791)	(60,000)	(858,333)	0
Total Local Assistance	31,449,611	43,604,225	45,991,393	0
Administrative Oversight				
California Horse Racing Board Support (CHRB)	0	0	0	0
CDFA Support - Fairs & Expositions (F&E)	1,765,341	2,839,757	2,072,854	2,138,064
Professional Development & Compliance	386,360 ¹	428,243	428,243	0
Pro Rata Assessment	90,857	0	0	0
CDFA Support - Audit Program	946,558 ¹	1,156,000	1,133,936	0
Total Administrative Oversight	3,189,116	4,424,000	3,635,033	2,138,064
Total Current Year Expenditures	34,638,727	48,028,225	49,626,426	2,138,064
Total Prior Year Adjustments	0	0	0	0
Total Expenditures	\$34,638,727	\$48,028,225	\$49,626,426	\$2,138,064
Ending Balance	\$2,397,965	\$91,684	\$0	\$161,936

¹ Adjusted to Actual expense

Benefits of California Fairs

Fairs benefit Californians in a variety of ways from the obvious to the obscure. There is so much more than the fair just “coming to town.” Fairs in most communities are the longest running annual events of the county and fairgrounds provide more services to the public than are realized.

From agriculture and education to emergency preparedness and economic stimulus, fairs are more relevant to the state today than ever before.

Economic Impact

California fairs have immense economic, educational, social and cultural impacts. They embody the entrepreneurial excellence, the quest for knowledge, the innovative drive, and the community spirit that is the Golden State.

While the current environment presents reasons for some concern, it has only highlighted the importance of fairs to the state of California and to their local communities.

The following highlights from a 2009 economic impact study provide data to support the fact that fairs contribute to the betterment of the state:

- \$2.85 billion positive economic impact on California based on spending by all participants at fair time and interim events.
- \$855 million in annual income impact from attendee, fair

organization and fair-related business spending.

- 25,000 annual jobs created by fairs through direct employment and multiplier impacts.
- \$127 million in annual state and local government tax revenues from fair-related activities.

Emergency Response and Disaster Preparedness

California fairs are regularly called upon by federal, state and local public health and safety agencies to assist with emergency preparedness and response. The roles fairs play during these exercises and emergencies vary significantly and occur frequently. Fairs serve as community lifelines during earthquakes, floods, and wildfires.

Fairgrounds often serve as command centers for CalFire, CalEMA, Homeland Security, Law Enforcement and FEMA.



Firefighters mobilizing at the Earl Warren Showgrounds, home of the Santa Barbara Fair and Exposition.

Examples of current and past fairground use for emergency preparedness and response include:

- Command center, mobilization and emergency staging sites (e.g., Office of Emergency Services, U.S. Dept. of Defense, Dept. of Homeland Security, local police and fire)
- Essential shelters and evacuation centers for people, pets and livestock
- Fire camps
- Strategic National Stockpile
- Emergency preparedness training (e.g., police, fire, SWAT, county health, homeland security drills)
- Cooling and warming centers
- Military staging sites for natural disaster response
- Life-flight staging sites
- Mass vaccination training and county inoculation sites
- Temporary homeless shelters
- National Veterinary Stockpile sites related to the CDC Strategic National Stockpile use.

In 2011, the Redwood Acres Fairgrounds in Eureka took in evacuees from the tsunami created by the deadly earthquake in Japan; the Eastern Sierra Tri-County Fairs took in residents and horses during a wildland fire; and the Mariposa opened up its RV park to numerous local residents who lost power during a snow storm.



4-H poultry judging at the Santa Clara County Fair in San Jose.

Agriculture, Food and Nutrition Education

The heart of the fairs' tradition lies in agriculture. Fairs are the result of the industry's need to showcase its products and educate the public on the basics of where food and fiber come from.

Now 200 years old, American fairs were created to inspire and educate the farmers of America. "The first agencies for agricultural education that had a popular appeal, (fairs) were conducted on the theory that competitive displays of products would prompt the farmers to improve their livestock and crops and to adopt the new agricultural machinery." ¹ That ideal remains true today as fairs are looked to as top components in the agriculture education of the nation.

Numerous fairs in California provide youth agriculture education programs separate from the annual fair. Grade school students are brought to fairgrounds for a day to learn all about how food and fiber is grown and produced right here in their own state. They get to see agriculture in action and

they remember their trip to Ag Day for a lifetime.

During the annual fairs, there is a vast amount of agriculture, food and nutrition education provided to fair attendees and participants. From the showing of prize livestock to cooking demonstrations using locally grown food, fairgoers have an abundance of choices when it comes to agriculture education at the fair.

State and local government agencies use fairs to disseminate vital information regarding the protection of California's natural, industrial, and agricultural resources. These public outreach efforts offer communities a first-hand look at California agriculture and the essential role of this \$30 billion-a-year industry.

Specialty crops are being showcased more and more at California fairs. Current exhibits include small demonstration farms and gardens featuring local and regional specialty crops. Planned exhibits include vast enhancements of specialty crop promotion through expanded gardens, farming and cooking with local food demonstrations, and children's activities.

Locally grown, farm to table, and slow food methods of production and marketing are also being highlighted at fairs throughout the state. Make no mistake that California fairs are one of the agriculture industry's best and most affordable avenues of marketing to the public.

Environmental Leadership

By converting the Golden State's plentiful sunlight into solar power, 26 California fairs generate 8.1 megawatts of electricity

statewide, enough to power 6,400 homes or a city of 22,000 people. The photovoltaic systems, which convert light into electricity, are mounted on the expansive roofs of the fairs' exhibit buildings and barns.

The incredible achievement was initiated in 2001, and is a joint effort of the State of California and its network of California fairs, with grants from the California Energy Commission, local electrical utilities, and the Fair & Exposition Fund.

The Fair Community

Fairs provide a location for cultural and social interaction as well as a focal point for community members to:

- Celebrate their heritage
- Compete in a variety of events
- Hold family reunions
- Display and view artwork
- Learn about other cultures
- Demonstrate new technology
- Showcase the best of California



Marin County Fair CEO Jim Farley shows off the fairgrounds' solar panels.

In addition to providing facilities and activities for educational purposes and broad community services, fairs also provide valuable community activities such as:

- Field trips
- Agriculture in the classroom
- Cultural events
- Concerts
- Head Start programs
- Pre-school programs
- Before/after school programs
- Charitable activities
- Weddings & other celebrations
- Auto shows
- Livestock events
- Farmers markets

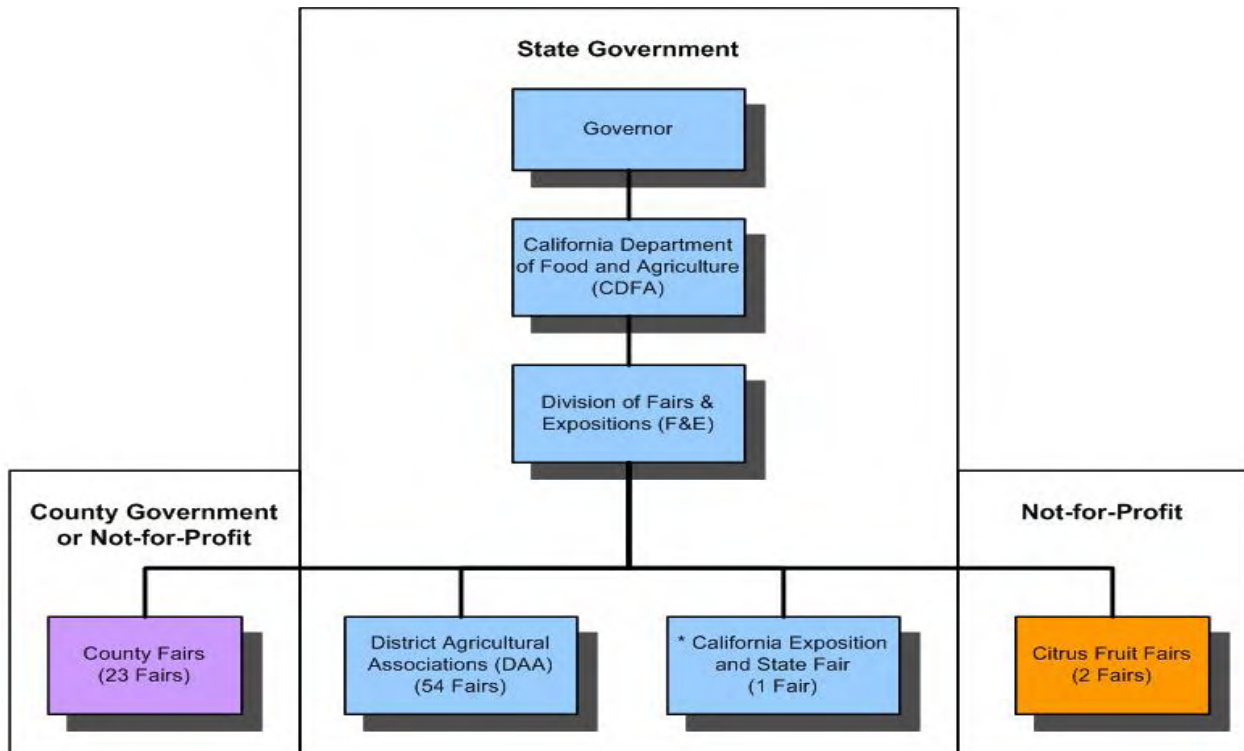


A local Boys and Girls club visiting the Solano County Fair in Vallejo.

As an added benefit, California fairs promote awareness of the Golden State's cultural diversity. Approximately 33 million people attend fairground events held in rural, suburban, and urban settings annually. These events attract people from various ethnic and age groups, creating a diverse cultural representation.

An important aspect of this fair community is also the millions of dollars raised by nonprofit organizations for the public good including children's healthcare, scholarships, food banks, recreation, public education, etc.

Organizational Relationships



* California Exposition and State Fair is a state agency.

State Government

California Department of Food & Agriculture (CDFA): A state department responsible for the oversight of California’s agricultural industry, including the network of California fairs.

Division of Fairs and Expositions (F&E): Division of CDFA that provides fiscal and policy oversight for the network of California fairs and ensures the best use of available funding and services.

District Agricultural Association (DAA): Holds fairs, expositions, and exhibitions to showcase various industries, enterprises, resources, and products, and to highlight California agriculture. Each DAA is governed by a nine-member

gubernatorially appointed board of directors.

California Exposition and State Fair (Cal Expo): A state department in Sacramento responsible for holding the annual California State Fair and exhibitions to highlight various industries, enterprises, resources, and products of the State.

County Government or Not-for-Profit

County Fairs: Holds fairs to highlight a county’s agricultural and natural resources.

Citrus Fruit Fairs: Holds annual fairs to celebrate the citrus fruit harvest.

In addition to state government, there are other organizations involved with fair operations and industry direction. Abbreviated descriptions of each organization's major roles are described below:

Joint Powers Authorities (JPAs)

Three JPAs have been formed in California to provide specified services to the fair industry. CDFA is a party to the joint powers agreement that authorized the formation of each of the following JPAs:

California Fair Services Authority (CFSA): Administers risk-sharing pools (general liability, workers' compensation, revenue protection and all-risk property) designed to protect the Fair & Exposition Fund and local fair organizations; provides safety programs, facility inspections; and provides accounting, payroll, purchasing, computer, employee benefits, and management services.

California Construction Authority (CCA): Provides financing, design, and construction services for capital

infrastructure, deferred maintenance, health and safety improvements, and horse racing facilities on fairgrounds.

California Authority of Racing Fairs (CARF): Provides legislative and operational support and professional development services for its members, all of which are horse racing fairs; assists CDFA with site selection and development for satellite wagering facilities; manages the track preparation agreement; and recommends an annual Satellite Wagering Account and racing track improvement plan.

Trade Organizations

The following not-for-profit association provides services to the fair industry:

Western Fairs Association (WFA)/ California Fairs Alliance (CFA): Sacramento-based trade association representing 72 of California's 80 fairs. Services include educational activities, training programs, and legislative advocacy.

Map of California Fairs



NETWORK OF CALIFORNIA FAIRS
2011/2012 EXPENDITURE PLAN

CALIFORNIA FAIR LISTING

(Sorted by District Agricultural Association No. or County Abbreviation)

Class	DAA No.	Fair Name	City	County	Fair Start Date	Fair End Date
	1	Oakland Fair *	Oakland	Alameda	N/A	N/A
V	01A	Grand National Rodeo, Horse & Stock Show	Daly City	San Francisco	10/15/11	10/23/11
IV+	02	San Joaquin County Fair	Stockton	San Joaquin	6/15/11	6/19/11
III+	03	Silver Dollar Fair	Chico	Butte	5/26/11	5/30/11
III+	04	Sonoma-Marin Fair	Petaluma	Sonoma	6/22/11	6/26/11
	5	San Francisco Fair *	San Francisco	San Francisco	N/A	N/A
IV	07	Monterey County Fair	Monterey	Monterey	8/31/11	9/5/11
III	09	Redwood Acres Fair	Eureka	Humboldt	6/23/11	6/26/11
III	10	Siskiyou Golden Fair	Yreka	Siskiyou	8/10/11	8/14/11
I	10A	Tulelake-Butte Valley Fair	Tulelake	Siskiyou	9/8/11	9/11/11
III	12	Redwood Empire Fair	Ukiah	Mendocino	8/4/11	8/7/11
III	13	Yuba-Sutter Fair	Yuba City	Sutter	8/3/11	8/7/11
III+	14	Santa Cruz County Fair	Watsonville	Santa Cruz	9/13/11	9/18/11
V	15	Kern County Fair	Bakersfield	Kern	9/21/11	10/2/11
VI	16	California Mid-State Fair	Paso Robles	San Luis Obispo	7/20/11	7/31/11
IV	17	Nevada County Fair	Grass Valley	Nevada	8/10/11	8/14/11
III	18	Eastern Sierra Tri-County Fair	Bishop	Inyo	9/1/11	9/5/11
IV	19	Santa Barbara Fair and Expo	Santa Barbara	Santa Barbara	4/27/11	5/2/11
III	20	Gold Country Fair	Auburn	Placer	9/8/11	9/11/11
VI	21	Big Fresno Fair	Fresno	Fresno	10/5/11	10/16/11
III+	21A	Madera District Fair	Madera	Madera	9/8/11	9/11/11
VII	22	San Diego County Fair	Del Mar	San Diego	6/10/11	7/4/11
III+	23	Contra Costa County Fair	Antioch	Contra Costa	6/2/11	6/5/11
IV	24	Tulare County Fair	Tulare	Tulare	9/14/11	9/18/11
III	24A	Kings Fair	Hanford	Kings	7/7/11	7/10/11
III+	25	Napa Town and Country Fair	Napa	Napa	8/10/11	8/14/11
III	26	Amador County Fair	Plymouth	Amador	7/28/11	7/31/11
III+	27	Shasta District Fair	Anderson	Shasta	6/15/11	6/19/11
IV	28	San Bernardino County Fair	Victorville	San Bernardino	5/14/11	5/22/11
II	29	Mother Lode Fair	Sonora	Tuolumne	7/7/11	7/10/11
III	30	Tehama District Fair	Red Bluff	Tehama	9/22/11	9/25/11
VI	31	Ventura County Fair	Ventura	Ventura	8/3/11	8/14/11
VII	32	Orange County Fair	Costa Mesa	Orange	7/15/11	8/14/11
I	33	San Benito County Fair	Tres Pinos	San Benito	9/30/11	10/2/11
I	34	Modoc District Fair	Cedarville	Modoc	8/18/11	8/21/11
IV	35	Merced County Fair	Merced	Merced	6/15/11	6/19/11
II	35A	Mariposa County Fair & Homecoming	Mariposa	Mariposa	9/2/11	9/5/11
III+	36	Dixon May Fair	Dixon	Solano	5/4/11	5/8/11
IV	37	Santa Barbara County Fair (at the Santa Maria Fairpark)	Santa Maria	Santa Barbara	7/13/11	7/17/11
IV+	38	Stanislaus County Fair	Turlock	Stanislaus	7/15/11	7/24/11
III	39	Calaveras Co. Fair & Jumping Frog Jubilee	Angels Camp	Calaveras	5/19/11	5/22/11
III	40	Yolo County Fair	Woodland	Yolo	8/17/11	8/21/11
II	41	Del Norte County Fair	Crescent City	Del Norte	8/4/11	8/7/11
II	42	Glenn County Fair	Orland	Glenn	5/18/11	5/22/11
II	44	Colusa County Fair	Colusa	Colusa	6/9/11	6/12/11
III+	45	California Mid-Winter Fair & Fiesta	Imperial	Imperial	3/4/11	3/13/11
IV+	46	Southern California Fair	Perris	Riverside	10/8/11	10/16/11
I-X	48	Schools Involvement Fair	Walnut	Los Angeles	4/12/11	4/16/11
II	49	Lake County Fair	Lakeport	Lake	9/1/11	9/4/11
V	50	Antelope Valley Fair	Lancaster	Los Angeles	8/19/11	8/28/11
I-X	51	The Valley Fair	Burbank	Los Angeles	TBD	TBD
I-X	52	Sacramento County Fair	Sacramento	Sacramento	5/26/11	5/30/11
I	53	Desert Empire Fair	Ridgecrest	Kern	10/20/11	10/23/11
I	54	Colorado River Fair	Blythe	Riverside	3/31/11	4/3/11

* Fair not in operation. Deactivated during fiscal year 1997/1998.

NETWORK OF CALIFORNIA FAIRS
2011/2012 EXPENDITURE PLAN

CALIFORNIA FAIR LISTING

(Sorted by District Agricultural Association No. or County Abbreviation)

Class	County Abbr.	Fair Name	City	County	Fair Start Date	Fair End Date
VII	ALA	Alameda County Fair	Pleasanton	Alameda	6/22/11	7/10/11
II	BUT	Butte County Fair	Gridley	Butte	8/25/11	8/28/11
III	CLO	Cloverdale Citrus Fair	Cloverdale	Sonoma	2/18/11	2/21/11
III+	EDO	El Dorado County Fair	Placerville	El Dorado	6/16/11	6/19/11
III+	HUM	Humboldt County Fair	Ferndale	Humboldt	8/11/11	8/21/11
VII	LAN	Los Angeles County Fair	Pomona	Los Angeles	9/3/11	10/2/11
II	LAS	Lassen County Fair	Susanville	Lassen	7/20/11	7/24/11
I	MAD	Chowchilla-Madera County Fair	Chowchilla	Madera	5/19/11	5/22/11
IV	MAR	Marin County Fair & Exposition	San Rafael	Marin	6/30/11	7/4/11
I	MEN	Mendocino County Fair & Apple Show	Boonville	Mendocino	9/16/11	9/18/11
III	MER	Merced County Spring Fair	Los Banos	Merced	4/27/11	5/1/11
III+	MON	Salinas Valley Fair	King City	Monterey	5/12/11	5/15/11
III+	NAP	Napa County Fair	Calistoga	Napa	7/1/11	7/4/11
VI	NOS	National Orange Show	San Bernardino	San Bernardino	5/26/11	5/30/11
III+	PLA	Placer County Fair	Roseville	Placer	6/23/11	6/26/11
II	PLU	Plumas-Sierra County Fair	Quincy	Plumas	8/10/11	8/14/11
IV+	RIV	Riverside County Fair & National Date Festival	Indio	Riverside	2/18/11	2/27/11
IV+	SBE	San Benito County Saddle Horse Show & Rodeo	Tres Pinos	San Benito	6/24/11	6/26/11
IV+	SCL	Santa Clara County Fair	San Jose	Santa Clara	8/4/11	8/7/11
I	SHA	Inter-Mountain Fair of Shasta County	McArthur	Shasta	9/1/11	9/5/11
III	SJO	Lodi Grape Festival & Harvest Fair	Lodi	San Joaquin	9/15/11	9/18/11
V	SMA	San Mateo County Fair	San Mateo	San Mateo	6/11/11	6/19/11
IV+	SOL	Solano County Fair	Vallejo	Solano	8/3/11	8/7/11
VI	SON	Sonoma County Fair	Santa Rosa	Sonoma	7/27/11	8/14/11
I	TRI	Trinity County Fair	Hayfork	Trinity	8/26/11	8/28/11
VII	XPO	California Exposition & State Fair	Sacramento	Sacramento	7/14/11	7/31/11



2011

Race Meet Agreement

BETWEEN

**CALIFORNIA AUTHORITY OF
RACING FAIRS**

AND

**THOROUGHBRED OWNERS OF
CALIFORNIA**

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2011 RACE MEET AGREEMENT

CALIFORNIA AUTHORITY OF RACING FAIRS

AGREEMENT

THIS AGREEMENT is entered into between the CALIFORNIA AUTHORITY OF RACING FAIRS, a joint exercise of powers agency ("CARF") representing those of its members identified in Attachment A (and Section 2.1), herein referred to as "TRACK" or "TRACKS" unless otherwise specifically designated, and the THOROUGHBRED OWNERS OF CALIFORNIA, INC., a California Corporation ("TOC").

WHEREAS, TRACK AND TOC, in an order to avoid controversies between them and to insure orderly commencement and conduct of race meetings for the further purpose of providing for an orderly, uniform and mutually acceptable method of stakes and overnight purse distribution have agreed as follows:

**I.
TERM**

1.1 This Agreement shall be applicable to the thoroughbred races conducted by TRACKS under licenses from the California Horse Racing Board ("CHRB") during the calendar year 2011.

**II.
STATUS OF THE PARTIES**

2.1 TRACKS. Each TRACK is a California Exposition and State Fair, county fair or district agricultural association (fair), organized and existing under the laws of the State of California.

For purposes of conducting thoroughbred horse racing at fair race meetings, TRACK is licensed to do so by the CHRB, and is subject to the applicable provisions of the California Horse Racing Law (Chapter 4, Division 8, California Business and Professions Code).

TRACK is a Member or Associate Member of the California Authority of Racing Fairs ("CARF"). CARF is a joint exercise of powers agency pursuant to California Government Code, Articles 1 and 2, Chapter 9, Division 7 of Title 1. CARF has been designated by TRACK to represent, negotiate, and contract on their behalf with TOC for the matters specified in this agreement.

CARF warrants and represents that it has been expressly authorized by TRACKS to enter into this agreement, and that this agreement shall be binding upon all such TRACKS, their members, agents, employees, and officials during the term of the agreement. The TRACKS specifically authorizing CARF include the: San Joaquin County Fair; Alameda County Fair; Sonoma County Fair; Humboldt County Fair; California Exposition and State Fair; and, the Fresno District Fair.

2.2 TOC. TOC is a California Corporation in good standing. TOC represents and warrants that it is the Organization acknowledged by the CHRB pursuant to its Rule 2040 to represent owners of thoroughbred race horses and is, pursuant to CHRB Rules 2041, 2042 and 2043, authorized to enter into agreements binding upon its members and TRACK.

III.

DISTRIBUTION OF PARIMUTUEL TAKEOUT; PAYMENT TO CTT AND TOC

3.1 CARF and TRACKS, and TOC acknowledge and agree that disbursements made by TRACKS to TOC and California Thoroughbred Trainers, Inc. ("CTT"), and to the horse owners in the form of purses, will be governed by the applicable provisions of the Horse Racing Law.

3.2 (a) TRACKS agree that they will pay and distribute in stakes and overnight purses, during the term hereof, a sum equal to 97% of the Gross Distribution and to pay to TOC and CTT the remaining 3% as provided in Section 19613(d) of the California Business & Professions Code. Specifically, TRACK shall pay 1% for administrative expenses and services rendered to horsemen, two-thirds (2/3) of which shall be paid to TOC and one-third (1/3) of which shall be paid to CTT; 1% for welfare funds, to be paid to CTT, in trust, for the California Thoroughbred Horsemen's Foundation, Inc.; and, 1% for a pension program for backstretch personnel to be administered by CTT.

(b) Before distribution of stakes and purses, the Gross Distribution shall be reduced by up to an additional 1-3/4%, as directed by TOC, paid to TOC for NTRA as authorized in Section 19613.05(a) of the California Business and Professions Code.

3.3 TRACK and TOC acknowledge and agree that disbursements made by TRACK to TOC, and to individual horse owners in the form of purses, will be governed by the provisions of this Agreement and the Horse Racing Law, Article 9.5, Article 9.2 and any other provisions regarding purses in any other Articles in Chapter 4, Division 8 of the *Business and Professions Code*. All monies available for purses generated from the pari-mutuel handle and other sources, including but not limited to, underpayments from prior race meets, voluntary deposits by horsemen, deposits by TOC, and accumulated interest on the Paymaster Account shall be held in a separate trust account pursuant to section 19597.5 of the Business and Professions Code for the sole benefit of horsemen and, further, shall not be commingled with monies belonging to

TRACK or statutory distributees. In this regard, the TRACK and TOC shall make those funds available for purses and bonuses. Nothing contained herein is intended to change, modify or amend the settlement agreement dated January 5, 1991 with respect to interest on the Paymaster Account.

TRACK further agrees that its Horsemen's Bookkeeper will make owners' purse monies available upon request forty-eight (48) hours after the race is declared official for pari-mutuel purposes, regardless of whether TRACK has received the results from the testing laboratory providing that such distribution is consistent with applicable rules, regulations, and laws of the California Horse Racing Board.

CARF and TRACKS agree to provide to TOC a final accounting of all purse monies paid, including all other added and other horsemen's monies, as well as all deposits made by horsemen into their individual Horsemen's Bookkeeper accounts, by the seventh day following the close of each TRACK's 2011 Meet. Further, TRACK shall pay and fully fund the balance of all such monies to the TOC Horsemen's Paymaster CARF Account by the sixtieth (60th) day after the close of the 2011 Meet in the event of a purse overpayment situation, or by the one hundred and twentieth (120th) day in the event of a purse underpayment situation, and shall provide with a statement indicating the method of calculating such payment, except for those purse moneys generated from 50% of the unspent balance of the 6% Simulcast Operating Fund and from ADW reconciliations. TRACKS agree to pay and fully fund 50% of the estimated unspent 6% Fund and ADW reconciliations to the TOC Horsemen's Paymaster CARF Account by the 60th (sixtieth) day after the close of the Fresno Fair 2011 Meet, and shall provide TOC with a statement indicating the method of calculating such payment. By the one hundred and twentieth (120th) day after the close of the Fresno Fair 2011 Meet, TRACKS agree to calculate a final true-up of the 6% Simulcast Operating Fund and ADW reconciliations, and pay the difference owed from the prior estimated payment.

IV.

AGREEMENT NOT TO STRIKE OR LOCKOUT, REMEDIES

4.1 It is agreed that the TOC is the organization recognized by the CHRB as the authorized representative of all thoroughbred owners racing at TRACKS and that TOC shall continue as such authorized representative during the term of this agreement.

4.2 TOC covenants that, during the term of this agreement and as long as TRACK is not in violation of the terms of this Agreement or of applicable law, it will not instigate, promote, encourage, or engage in any boycott, strike, or stoppage of any race or race meet at TRACK, or participate in the withholding or refusal of its performance of this agreement, or in any manner restrict or limit the operations of the TRACK, nor will it encourage any of its members to do so, other than as specifically authorized pursuant to state and federal law.

4.3 During the term of this Agreement, and as long thereafter as TOC is not in violation of the terms of this Agreement or of applicable law, TRACKS shall recognize TOC as the official organization representing owners at TRACKS' 2011 Meets and shall not file or participate in any action, claim or proceeding seeking the de-certification of TOC as the official and exclusive representative of California thoroughbred owners, nor will CARF and TRACKS engage in a lockout of TOC members.

4.4 Upon proof of TOC's violation of 4.2 above or of a TRACK's violation of 4.3 above, a TRACK or TOC, as the case may be, may give at least forty-eight (48) hours' written notice to the other party of the termination of this agreement, following which termination TRACK or TOC, as the case may be, shall have the right to effectuate such revised terms and conditions of the race meet as are, in TRACK or TOC's sole judgment, as the case may be, reasonably necessary and proper in order to restore and maintain the conduct of the race meeting.

4.5 Since time is of the essence in settling such disputes, in the event of a claimed violation or threat of violating any of the provisions of this agreement, the party claiming such violation, in its sole discretion, shall have the choice of pursuing independently or concurrently either:

- (a) The submission of such claim to the CHRB for resolution; or,
- (b) Submission of such claim directly to an appropriate court for such legal and equitable relief as is appropriate, including money damages, specific performance, and/or injunctive relief.

V. RACING PROGRAM

5.1 (a) Except as otherwise agreed, not more than 15% of the total purse distribution shall be paid as stakes in each race meet during the term of this agreement except for Alameda County Fair and Sonoma County Fair, whereas purses for stakes races shall not exceed 20% of the total purse distribution.

(b) Unless expressly agreed otherwise by TOC, CARF and TRACKS shall ensure that all stakes races offered, whether offered as a scheduled or overnight stake events, meet the minimum requirements set by the International Cataloging Standards Committee ("ICSC") for participating horses to earn "black type," based on their finish position, qualifying performance, or other criteria set by the ICSC. The 2011 Stakes Schedule is included for reference in Attachment B.

(c) In 2011, TRACKS will on or before 90 days prior to the opening of their scheduled race meets, submit to TOC its proposed stakes schedule and overnight purse schedule

for approval and submit also within 45 days prior to the opening of its scheduled race meet a proposed Condition Book for approval. If TOC does not forward its written objections to TRACK within 30 days of receipt of the proposed schedules, the Book shall be deemed approved. Otherwise the parties shall agree to the purse and stakes schedule as provided for or in Sections 9.1 and 9.2 of this Agreement. When a stakes schedule and overnight purse schedule is approved by TOC, it is agreed that there will be no change to such schedules without first obtaining written approval of TOC. TRACK further agrees to submit to TOC via electronic mail its camera-ready draft of each proposed Condition Book at least seventy-two hours prior to the date it is sent to the printers, if feasible, and if not as soon thereafter as possible, to enable TOC to review the same.

5.2 Unless otherwise agreed to by the parties in writing, the minimum purse for an overnight race conducted during the term of this agreement shall be not less than the amounts indicated on Attachment C. The maximum purse for an allowance overnight race or any other overnight race at each meet shall not be more than the lowest stakes race at each such race meet.

5.3 The amount of purse for substantially the same quality horses and substantially the same type condition for a race meet shall not vary without first obtaining the written or faxed approval of the TOC. The division of purses for each race shall be paid in accordance with the percentages shown in this Agreement.

5.4 A "date" will become effective when the foal certificate is registered with any of the CARF/TRACKS' Racing Offices, and shall carry over to all TRACKS in the same year.

5.5 The parties agree that races for the amount of \$2,750 (except maidens) or less to the winner will not be considered in eligibility for Thoroughbreds racing at CARF TRACKS.

5.6 (a) Maiden races shall not be written for a claiming price of less than \$5,000.00 for all racing fairs. Claiming races shall not be written for a claiming price of less than \$2,500.

(b) Racing Secretaries will offer an average of two Thoroughbred maiden races per racing day.

(c) When six horses are entered in an allowance race under six separate wagering interests, such race shall be considered filled and shall be run. It is further agreed by the parties that the Racing Secretary shall have the discretion to use allowance, and/or high priced claiming races with five (5) separate wagering interests in order to maintain a balanced racing program, but is to notify TOC as soon as practical when doing so. For all other overnight races except overnight stakes, when seven horses are entered under at least seven separate wagering interests, such race shall be considered filled and shall be run.

(d) In the event that any overnight stake race has entries with less than four

(4) separate wagering interests with at least three different trainers, and TRACK desires to cancel such overnight stakes race, TRACK shall inform TOC of its desire reasonably in advance.

(e) TRACK shall not cancel any non-overnight stakes race without first obtaining the approval of TOC, which will not be unreasonably withheld. In the event a stakes race is canceled following approval by TOC, owners who did enter shall be reimbursed out-of-pocket expenses, including nomination and other fees, veterinary, and transportation expenses to TRACK and return from an off-site stabling location.

(f) Unless otherwise agreed by the parties, TRACKS may include up to ten (10) additional races other than that published in the Condition Book. Said ten additional races includes any races in the Condition Book identified as "Substitute" races or otherwise designated as an alternative race, and any "Extra" race published on the Overnight or in any manner other than the Condition Book. TRACKS may write up to six (6) new races as "Extras" on any given race day and may use a maximum of four (4) "Substitute" races or up to four (4) races that have unsuccessfully filled on either of the prior two (2) race days. In the event a race offered in the Condition Book, including but not limited to a Substitute or other alternative race, and an Extra race published elsewhere receive the same number of entries, the race published in the Condition Book shall be considered the preferred race, and will be utilized before any Extra Race to make the card go.

5.7. Purses for all races run at the \$10,000 level and below during the 2011 Meet will be divided as follows:

- Fifty-five percent (55%) shall be paid to the winning owner;
- Twenty percent (20%) for second;
- Fifteen percent (15%) for third;
- Seven and one-half percent (7.5%) for fourth; and,
- Two and one-half percent (2.5%) for fifth;

Purses for all races run above the \$10,000 level during the 2011 Meet will be divided as follows:

- Sixty percent (60%) of the purse to the winning owner;
- Twenty percent (20%) for second;
- Twelve percent (12%) for third;
- Six percent (6%) for fourth; and,
- Two percent (2%) for fifth.

5.8. A \$150.00 Starter Fee, funded by payments from the California Thoroughbred Business League pursuant to *Business & Professions Code Section 19605.75*, shall be paid to all starters effectively finishing sixth or worse in any overnight race, and to fifth place finishers if their two percent (2%) share of the purse is less than \$150.00, wherein said fifth place finisher

will receive an aggregated maximum of \$150.00. For purposes of the payment of such starters fees, a "starter" means any horse that which leaves the gate at the official start of a race, and is considered a legal starter by the Stewards.

5.9 When the potential for a significant minus pool is recognized by a Host Track in any California zone or by TOC, it is agreed that each party shall be notified in advance. It is further agreed that the Host Track where the race takes place shall make its best effort to avoid the occurrence of a significant minus pool.

VI. CALIFORNIA-BRED INCENTIVE PROGRAM

6.1 California-Bred Incentive Program and Allowance Purse Increase.

An amount equal to thirty percent (30%) of the purse paid for finishing first through fifth, inclusive, in any open race, excluding purses for stakes races, starter allowance races, and qualifying claiming races, but including overnight stakes races, allowance races, and non-claiming maiden races shall be paid by TRACKS as an owner premium to the owner of a registered California-bred Thoroughbred horse participating in such a race. An optional claiming race shall be considered to be an allowance race with respect to horses not entered for a claiming price. However, a California-bred horse entered for a claiming price in an allowance race is entitled to the bonus provided for herein for finishing first through fifth. A California-bred who has won its first condition in a race restricted to California-breds remains eligible for its first condition in an open race, and is entitled to the owner premium mentioned above. Additionally, a win by a California-bred horse in a California-bred race for non-winners other than maiden or claiming shall not count against that horse with respect to any open race for non-winners, 2X, 3X, 4X, etc. The owner premium provided for herein shall be reduced by the amount of the owner premium paid to owners of California-bred Thoroughbred horses finishing first as provided in Section 19614.4(a) and (b) of the California Horse Racing Law.

Furthermore CARF and TRACKS and TOC agree pursuant to Section 19614.4 (d) of the California Horse Racing Law that TRACKS shall pay on a periodic basis during and after the meets, from purse revenues generated, to the official registering agency for the purpose of the California-bred bonus program an amount equal to the amount determined in paragraph (3) of subdivision (b) of Section 19617.2, and that amount shall be used for California-bred incentive awards. CARF and TRACKS shall obtain TOC's prior authorization to pay these amounts, and provide periodic and end-of-meet reconciliation reports.

VII. MUTUAL COOPERATION

7.1 (a) CARF and TRACKS, and TOC represent to and agree with each other that they are mutually interested in the continuance, maintenance and improvement of thoroughbred racing in the State of California and, to that end, believe it advisable and to their mutual best

interests that any differences of opinion between them with respect to the matters covered hereby, or any other matter or thing pertaining to thoroughbred racing wherein both parties are interested, should be settled by them, without undue publicity, by negotiation and consultation.

Such matters include, but are not limited to parking and seating facilities for owners and trainers, the provision of clockers at auxiliary training facilities, and the like. Each party agrees to cooperate with the other to promote, foster and retain public good will toward thoroughbred racing by conducting racing at TRACKS on the highest possible plane, and to maintain the highest standards of fairness and honesty.

(b) For purposes of any paragraph in this agreement which requires consultation, joint action, or written action by either party, the party designated herein shall have the authority to do all acts and make all decisions necessary to perform this agreement. Notices required to be given under this section shall be sent by certified mail, return receipt requested, postage prepaid as set forth in paragraph 18.7.

(c) Nothing in subsection (b) shall prohibit the parties from authorizing other persons, not to exceed three, to consult with each other's representatives and adjust and resolve minor or routine matters not requiring the final approval of a parties' authorized representative.

VIII.

STALL APPLICATIONS AND AUXILIARY TRAINING FACILITIES

8.1 TRACKS shall provide stalls for thoroughbred horses at each Track in an amount not less than the amount derived by multiplying the total number of stalls at the Track by the result obtained by dividing the number of scheduled thoroughbred races by the total of all scheduled races.

8.2 TRACK shall provide such auxiliary training facilities as are required to be provided pursuant to the Horse Racing Law and Rules and Regulations of the CHRB, or as the parties may otherwise agree. The location, dates of availability, conditions of availability, and amount of stalls at such auxiliary training facilities are designated on Attachment D hereto.

8.3 (a) TRACK shall distribute Stall Applications not less than 30 days prior to the commencement of each race meeting. Contingent on Horsemen receiving Stall Applications timely horsemen shall submit completed applications not less than 22 days prior to the scheduled commencement of the meeting. Stall applications will be granted to approved horses at least 15 days prior to the commencement of the race meet. If a horseman requests and is approved stall space at TRACK, but is unable to ship in, he shall give at least seven days' notice to TRACK. TRACK may reassign those stall(s) upon horseman's failure to give notice. TRACK agrees that, in the allocation and assignment of stall space and in all other respects, it will not discriminate in any way against any owner or trainer.

(b) If any owner asserts that he or she has been discriminated against by TRACK or the Stall Committee in the awarding of stalls, then the owner so claiming shall submit his or her claim to TOC and if TOC finds the claim meritorious, may represent the owner and present such grievance to TRACKS and, if appropriate to the CHRB.

(c) It is agreed that stall allocations shall be made primarily on the basis of the quality and condition of the horses for which stall space is requested, the availability of stall space and the character of the meets contemplated to be held by TRACKS. TRACKS shall endeavor to accommodate California domiciled trainers and California Bred Thoroughbreds in allocating stall spaces. A disproportionate share of stalls shall not be allocated to trainers domiciled out of state.

(d) It is agreed that horsemen occupying stalls at any TRACK shall enter their horses in races for which they are eligible, unless the horses are physically unfit to race. Horses whose condition or fitness will not permit them to race during the meeting shall vacate the premises within 48 hours. A failure, upon demand, to vacate the premises will result in a stall rental charge of \$50.00 per day such horse remains on the premises.

8.4 (a) Horses not properly identified or whose identity cannot be reasonably established by the Official Horse Identifier shall be denied stall space.

(b) TRACKS reserve the right to deny stall space to any owner/trainer whose accounts with any member of CARF are delinquent. Each TRACK is responsible to provide a current update to CARF and the specific horsemen for accounts receivable.

8.5 A Horsemen-Management Committee shall be created, composed of such members of TOC as it may designate, and the General Manager, Racing Secretary or other administrative officials to be designated by TRACKS. All matters concerning problems of the Horsemen with the TRACKS, other than track surface conditions, will be referred to this Committee in an effort amicably and equitably to adjust and resolve any problems which may arise.

In making its determination as to the availability of stall space for each such horse TRACK shall adhere to the following standards:

(a) Recently fired, blistered, or horses upon which surgery has recently been performed, or horses having a veterinary problem which prevents the horse from competing at the race meet, shall be denied stall space.

(b) The past performance of horses four years old and older may be considered in determining their eligibility for stall space.

(c) Horses not having qualifications consistent with the types of races scheduled in the TRACKS' condition books or which fail to meet the minimum conditions for eligibility published therein shall be denied stall space.

(d) Horses found not fit to race shall vacate TRACKS' stall space within 48 hours.

8.6 (a) Unless required by the Horse Racing Law or the Rules and Regulations of the CHRB, or pursuant to agreement by shareholders of NCOTWInc, TRACKS shall have no responsibility to reimburse horsemen or to otherwise pay for the vanning of horses stabled off track.

(b) TRACKS shall pay a Starters Fee of \$100.00 to the horse's owner for each start the horse makes at TRACK. This fee is intended to assist owners with vanning expenses.

(c) TRACKS shall pay for tattooing only for horses entered to race on the overnights. TRACK shall publicize this procedure during the two weeks prior to Pleasanton on the stable loudspeakers at Golden Gate Fields and Pleasanton, and on the bulletin boards and on the overnights at each TRACK.

8.7 TRACKS with available trailer spaces shall make their best effort to give preference to owners and trainers for vacant trailer spaces. Reservations shall be mailed by applicant to TRACK not less than 22 days prior to the opening of the race meet.

8.8 TRACK agrees to make its stalls, barn area and race track available without charge to horsemen and have the same in good condition at least 10 days prior to the commencement of its race meet. TRACKS agrees that their main tracks will be open, available and in condition for training at no charge to horsemen for at least (3) days following TRACKS' 2011 Meet.

8.9 TRACKS will maintain their racing surfaces in good condition for thoroughbred racing and training and agree to promptly rectify any condition unsafe to race horses during their meet. Golf courses controlled by TRACKS shall be closed during the meet, including the ten (10) days prior and three (3) days after live racing is conducted at the meet. TRACKS shall not conduct any activity on the racing surfaces hazardous to horsemen or horses.

8.10 TRAINING FACILITIES - At all times when TRACKS are being used as a RACE MEET, TRACKS will cause their main track to be open at 6:00 A.M. and to remain open until 10:00 A.M. every day of the week.

8.11 TRACKS agree to wash or otherwise clean the racing colors or "silks" of owners

with horses competing in the 2011 Meet. Such cleaning shall occur on the day that the silks are utilized or on the day immediately following their utilization. Such cleaning services will be provided at TRACK'S expense, without right of reimbursement from TOC, the individual owners, and/or their trainers.

8.12 The following are the workout criteria that will be in effect for the 2011 agreement. The minimum official, recorded workout distances and number of works for horses to run at the 2011 Fair meetings are as follows:

- a) Two year olds:
 - i) First time starters in races under six furlongs: three works, one of which is at least one-half mile and a gate OK;
 - ii) First time starters in races six furlongs or over: three works, one of which is at least five-eighths mile and a gate OK.

- b) Three year olds and up:
 - i) First time starters under six furlongs: three works, one of which is at least one-half mile and a gate OK.
 - ii) Six furlongs and over: three works, one of which is at least five-eighths mile and gate approval;
 - iii) Non-starters for:
 - a) 30 days: one work at least three-eighths mile within those 30 days;
 - b) 60 days: two works, one of which is at least one-half mile with one of the works being within the past 30 days;
 - c) 90 days: three works, with at least two works during the last 60 days, one of which is at least one-half mile and for races six furlongs or longer a five-eighths work is required, with at least one of the works being within the past 30 days.

- c) Horses eased or placed on the Stewards' List for poor performance will be required to show a five-eighths mile work since that race, except for two-year olds running less than five-eighths of a mile who will be required to work race distance.

- d) Horsemen seeking to enter a horse not meeting the workout criteria must obtain the permission of the Stewards prior to entry.

- e) Imported Horses: The workout requirement will be waived for horses entering in a stakes race within seven days of clearing USDA quarantine, provided that the country-of-origin's racing jurisdiction has no provision for timed workouts.

8.13. No owner, trainer, or veterinarian may have possession of any shockwave therapy or equivalent device while within TRACK's enclosure during the 2011 Meet, except as expressly authorized by TRACK. Any owner, trainer, or veterinarian found to be in possession of such device(s) during the 2011 Meet may be excluded from the enclosure for a period of not less than 10 days, at the sole discretion of TRACK. The identity of any owner, trainer, or veterinarian authorized or found to be in possession of such device(s) shall be disclosed to an appropriate representative of the CHRB, TOC, and CTT within 48 hours of the device's authorization or discovery.

8.14. TRACK agrees to use an also eligible list containing up to four (4) horses however, in no event will the number of horses drawn for a race including also eligibles exceed sixteen (16).

8.15. The Parties agree that, with regard to the taking of entries, entries submitted by a Jockey's Agent who has been delegated such responsibility by a licensed trainer pursuant to CHRB Rule 1582 are permitted up to 11:00 a.m. on the day of entry, and thereafter shall only be made by the horse's owner, his/her authorized agent, or the trainer.

8.16. Unless agreed otherwise in writing by the parties, TRACKS agree to maintain, at no cost to TOC, appropriate "Finish Line" signage, equal in size and character to its own, in the first position past the finish line during the TRACKS' 2011 Meet, both on the main track and turf course, where appropriate.

8.17. TRACKS agree that should they decide to cancel a race or day of racing after entries have been drawn for that race or race day, it will reimburse the owners of all such horses affected the actual cost of any veterinary fees and/or any transportation costs incurred as a result of being entered to run in any race cancelled by TRACK. Said reimbursement is intended to apply to situations in which the TRACK has unilaterally decided to cancel a race or race day due to its own negligence or that of its agent[s], or voluntarily for reasons of its own choosing, but shall not apply to cancellations caused by acts of God or as otherwise specified herein below in section XVI, or as a result of the intervening unforeseen acts of independent third-parties. CARF and TRACKS, and TOC agree to meet for the purpose of fairly determining the reason or reasons for the cancellation of a race or races that have been drawn.

**IX.
PURSE AND STAKES SCHEDULES, OVERPAYMENT
AND UNDERPAYMENT OF PURSES**

9.1 CARF or TRACKS shall contact the TOC immediately when a TRACK becomes aware or has cause to believe that there may be a shortage of entries in stakes races or that there may be some other reason to cancel a stakes race. TRACKS shall provide to the TOC the names

and past performances of each horse nominated in a stakes race that TRACK may desire to cancel.

9.2 Pursuant to the authorization described in Business and Professions Code Section 19542 and Section 19606.4, the CARF Fairs, which conducted live horse racing in 2009, agree to consolidate administration and distribution of purses, including consolidation of purse underpayments and overpayments for all Fair horse racing meetings conducted in Northern California. This agreement shall apply to Thoroughbred purses generated and Thoroughbred purses paid at Fairs and shall also extend to those purses generated and purses paid during a combined Fair meeting conducted pursuant to Food and Agriculture Code Section 4058. The CARF Fairs include: San Joaquin County Fair; Alameda County Fair; Sonoma County Fair; Humboldt County Fair; California Exposition and State Fair; and, the Fresno District Fair hereby designate CARF, a Joint Powers Authority, to act on their behalf for administration and distribution of purses, according to the authorization described in statute. The parties agree that this agreement applies to purses generated and purses paid at Fairs as of June 17, 2009, and will remain in effect through December 31, 2011.

9.3 If at the close of its meet a TRACK shall have paid and distributed in stakes and overnight purses an amount in excess of the amounts received by it under the Horse Racing Law for purses, the total amount of the overpayment shall be deducted from the purse funds received during the next racing meeting conducted by TRACK.

9.4 If at the close of its meeting TRACK shall have paid and distributed in stakes and overnight purses an amount less than the amounts received by it under the Horse Racing Law for purses, the total amount of the underpayment shall, unless otherwise agreed by the parties, be:

(a) if less than \$200,000, including an estimated surplus generated from the satellite expense fund, added to the purse fund during the next thoroughbred racing meeting conducted by TRACK. If no such meet occurs, then the remaining balance shall be transferred immediately to TOC for use as purse money at a CARF race meet as mutually agreed by CARF and TOC; or

(b) if greater than \$200,000, including an estimated surplus generated from the satellite expense fund, distributed as a retroactive payment within 60 days of the end of the meeting to each winning horseman in such ratio as his overnight purse earnings bear to the total of all overnight purses paid during the meeting on thoroughbred races.

9.5 TRACKS shall comply with Business and Professions Code statutes pertaining to the use of Supplemental Purse funds provided for in the California Horse Racing Law.

**X.
FORCE MAJEURE**

10.1 (a) In the event a change in the Horse Racing Law makes pari-mutuel wagering on horse racing unlawful or otherwise requires the cessation, termination or cancellation of the racing meeting scheduled by TRACKS pursuant to the license granted it by the CHRB, this agreement may be terminated upon written notice by any party hereto to the other.

(b) In the event that the CHRB or the California Legislature repeals or amends sections of the Horse Racing Law relating to the take-out provisions as they apply to allocations of monies for purse distribution, the exempt breakage provisions, the license fee relief for racing fairs currently in effect or otherwise takes such action so as to reduce or terminate that portion of the take-out allocated to purses or reduces or terminates the exempt breakage provisions or increases the license fees for racing fairs with applicability during the racing meeting scheduled by TRACKS pursuant to the license granted by the CHRB, this agreement may be terminated upon one week's written notice by any party hereto to the other.

10.2 TRACKS or TOC may terminate this Agreement due to labor disputes, strikes, or other disruptions or circumstances beyond the control of TRACKS or TOC.

**XI.
SUPPLIERS AND SERVICEMEN; BACKSTRETCH FACILITIES**

11.1 TRACKS shall not grant an exclusive license or concession to any vendor of racing or equine supplies or services.

11.2 TRACKS shall maintain adequate kitchen facilities for backstretch personnel, at reasonable prices. Kitchen facilities shall be open between 6:00 A.M. and 8:00 P.M. on racing days and 6:00 A.M. and 2:00 P.M. on non-racing days.

**XII.
FACILITIES FOR TOC REPRESENTATIVES**

12.1 TRACKS will provide, wherever practical and possible, an adequate office near the Racing Secretary's office equipped with a desk, telephone, and internet access for the use of TOC's authorized representatives.

12.2 TOC shall pay to TRACKS such amount of reasonable out-of-pocket expense as TRACKS shall incur in providing to TOC the facilities mentioned in 12.1, including, without

limitation, long distance or other telephone charges over and above the basic monthly rate, and any other expenses incurred by TRACKS at the request of TOC.

XIII. OWNERS' PROPRIETARY RIGHTS

13.1 TRACKS agree that should they desire to utilize the name, image, or likeness of a particular horse for a promotional or commercial purpose, other than the promotion of live racing or simulcasting, and wagering on the outcome thereof, e.g. the sale of merchandise bearing the name or likeness of a horse, TRACKS shall contact the individual owner or owners of said horse and obtain their consent, and if necessary and appropriate, reasonably compensate said owner or owners for the use of such name, image, or likeness.

13.2 TRACKS acknowledge that, in the context of simulcasting, televising, and the re-broadcasting of races, the proprietary rights created by the collective image of the race belong to all owners participating in a given race meeting subject to applicable law. By virtue of the California Horse Racing Board's recognition of TOC as the official owners organization, its Rules and Regulations of Racing, and applicable provisions of California and Federal law, TRACKS agree to negotiate exclusively with TOC as to the consensual use of the collective image of the race for purposes of simulcasting, televising, and the re-broadcasting of races to the extent required by applicable law.

13.3 TOC, on behalf of all owners participating in TRACKS' 2011 Meets, consent to TRACKS' use of the collective image for the purpose of promoting, simulcasting, televising, and/or the re-broadcasting of races occurring at the 2011 Meet. TOC consents to TRACKS' use of said image without compensation other than that provided by the appropriate provisions of the California Horse Racing Law, the Rules and Regulations of Racing, and/or Federal Interstate Racing Act, excepting races sold by CARF or TRACKS to network television, cable television, satellite television, closed circuit, computer or interactive wagering, or other commercial enterprises or uses currently developed or to be developed for which CARF or TRACKS receive compensation, other than that provided by State and/or Federal legislation, including but not limited to, promotional, licensing, or usage fees paid by sponsors. CARF and TRACKS agree to obtain TOC's prior consent to such sales or usages and to negotiate a reasonable contribution to overnight purses from the revenues derived by said sale or use.

13.4 TOC, on behalf of all owners participating in TRACKS' 2011 Meets, further agree that the nomination of or entry into a race shall be deemed to be authorization for TRACKS to use the name, image, or likeness of individual horses for promotion of attendance at and wagering on such races, whether live or at simulcast locations.

XIV.
INTERSTATE SIMULCASTING OF RACES

14.1 TRACKS desiring to simulcast at its facility an interstate horse race or races as a part of its daily racing program shall first obtain the written consent from TOC to any proposed contract or agreement with any out of state host track and shall thereafter augment the purse funds available for distribution to horsemen by an amount equal to one-half of the proceeds of such simulcasting after deduction of any license fees to the State of California and all payments and charges set forth in the previously approved contract with the host track.

14.2 TRACKS desiring to televise from its facility to an interstate simulcast facility all or any portion of its daily racing program, shall first obtain the written consent from TOC to any proposed contract or agreement with any out of state simulcast facility and shall thereafter augment the purse funds available for distribution to horsemen by an amount equal to one-half the proceeds of such simulcasting after deduction of any license fee to the State of California and all payments and charges set forth in the previously approved contract with the simulcast facility.

14.3 TOC's consent to interstate simulcasting is required in accordance with the Federal Interstate Racing Act of 1978. TRACK has requested the consent of TOC to simulcast the races specified on Attachment E. TOC consents to the simulcast of the specified races in accordance with the terms and conditions of TOC's consent letters.

XV.
INTRASTATE SIMULCASTING OF RACES

15.1 TRACKS may, pursuant to the applicable provisions of the Horse Racing Law, engage in intrastate simulcasting of all or a portion of its racing program to facilities located in the Northern Zone of California and those facilities located in the Central Zone and Southern Zone of California authorized by law to accept the Northern California simulcast signal. The distribution of the handle thereon shall be made in accordance with the Horse Racing Law and the applicable Rules and Regulations of the CHRB.

15.2 TRACKS may, pursuant to the applicable provisions of the Horse Racing Law, determine to simulcast races from a host track located in the Southern or Central Zone of California. The distribution of the handle thereon shall be made in accordance with the Horse Racing Law and the applicable Rules and Regulations of the CHRB. In the absence of legislation to the contrary, TRACKS shall first obtain the written consent from TOC to any proposed contract or agreement with any simulcast facility located in the Southern or Central Zone of California and shall thereafter, in the absence of any legislation designating the distribution of the proceeds of such simulcasting, augment the purse funds available for distribution to horsemen participating at the meeting by an amount equal to one-half the proceeds of such simulcasting after deduction of any license fee to the State of California and all payments and

charges set forth in the previously approved contract with the host track unless some other distribution is agreed upon by TOC and TRACKS.

15.3 TRACKS may, pursuant to the applicable provisions of the Horse Racing Law, determine to simulcast their races to a track and simulcast facilities located in the Southern or Central Zone of California. The distribution of the handle thereon shall be made in accordance with the Horse Racing Law and the applicable Rules and Regulations of the CHRB. In the absence of legislation to the contrary TRACKS shall first obtain the written consent from TOC to any proposed contract or agreement with any track or simulcast facility located in the Southern or Central Zone of California and shall thereafter, in the absence of any legislation designating the distribution of the proceeds of such simulcasting, augment the purse funds available for distribution to horsemen participating at the meeting by an amount equal to one-half the proceeds of such simulcasting after deduction of any license fee to the State of California and all payments and charges set forth in the previously approved contract with the track or simulcast facility unless some other distribution is agreed upon by TOC and TRACKS.

XVI. INTERNATIONAL SIMULCASTING

16.1 TRACKS have has requested the consent of TOC to the international simulcast of its races as listed on Attachment E. TOC consents to the simulcast of the specified races, per the terms set forth in the appropriate consent letters.

With respect to the export and import of simulcast races internationally, the compensation paid to TRACKS shall be equally divided between commissions for and purses at TRACKS.

TRACKS and TOC understand that TRACKS may, subsequent to the execution of this Agreement, request TOC's consent to simulcast additional races to the same or other foreign satellite locations. TRACKS and TOC agree that this Agreement may be amended from time to time pursuant to letter Agreement executed by CARF or TRACKS and TOC. Any amendment must comply with the provisions outlined in Article XXIV.

XVII. INTRASTATE ADVANCED DEPOSIT WAGERING ("ADW")

CARF and TRACKS have requested the consent of TOC to the simulcast of races conducted at TRACKS during their 2011 Meets for the purposes of intrastate advanced deposit wagering by and/or wagering instructions to California licensed advanced wagering providers as listed on Attachment "F." TOC consents to the simulcast of the specified races in accordance with the terms and conditions of TOC's consent letters, and pursuant to California Business &

Professions Code, section 19604(b)(1)(C) and the Interstate Horseracing Act, 15 USC 3001, et. seq.

In addition to any other terms set forth therein, TOC conditions its consent to the acceptance of advanced deposit wagers and/or wagering instructions by approved California licensed ADW providers from California residents on Thoroughbred races conducted at TRACKS during their 2011 Meets as follows:

1. The contractual compensation received by any such provider does not exceed five percent (5%) of handle directly derived by such wagering or wagering instructions facilitated by that provider;
2. Approved ADW providers/"broadcast partners" agree to pay and/or to accept no more than two percent (2%) from other approved California licensed ADW providers as compensation for the broadcast or televising of races conducted at TRACKS during their 2011 Meets, as negotiated and agreed to by both CARF or TRACKS and TOC;
3. Approved ADW providers agree to disclose to CHRIMS, in a timely fashion and a form reasonably acceptable to CHRIMS, its respective ADW wagering handle information;
4. Approved ADW providers agree that all costs associated with such CHRIMS disclosures, and/or the preparation and submission of such information and the audit thereof as set forth herein, are to be borne individually by each provider; and,
5. Approved ADW providers agree that the audit and disclosure requirements referred to herein immediately above are as follows:
 - A. Providers shall be required to undergo an annual parimutuel audit prepared in accordance with GAAP of their California wagering operations including, but not limited to, all wagers placed by California residents on horse races, and by out-of-state residents on California horse races;
 - B. Providers shall be required to provide an end of meet pari-mutuel audit report similar in scope and detail to that required of and submitted to pari-mutuel auditors relating to wagers placed at a licensed California racing association and/or satellite facility;
 - C. The end of meet audits required shall be "agreed upon procedures audits," which include, but are not limited to:
 - (i) Disclosure of all *hub fee rate schedules* executed with a California racing association and/or horsemen's organization, and a provider to CHRIMS prior to the opening of each California race meet;

- (ii) For wagers placed in California on races conducted out-of-state, disclosure of any and all *host fee rates to be deducted from takeout for out-of-state racing interests* to CHRIMS, and to all California racing associations and horsemen's organizations affected by the deduction prior to the acceptance of wagers in California on such races. Said disclosure shall set forth such rates in the data format reasonably prescribed by CHRIMS, and shall include a copy of the applicable rate page from any executed agreement between an out-of-state race association and provider;
- (iii) Disclosure of all *host fee rates to be paid to California racing associations and horsemen's organizations* on wagers placed on California races by non-California residents to CHRIMS, and to all California racing associations and horsemen's organizations authorizing and/or approving such wagers prior to the opening of the affected California race meet. Said disclosure shall set forth such export host fee rates in the data format reasonably prescribed by CHRIMS, and shall include a copy of the rate page from the executed agreement between the host track and provider;
- (iv) Provider shall disclose and provide true, complete, and correct copies of the industry accepted "*TRA Data File*" and the *California Account Wagering File* pertaining both to wagers placed by California residents and wagers placed by non-California residents on races conducted in California to CHRIMS, in the manner reasonably prescribed by CHRIMS, on a daily basis, no later than 10:00 AM Pacific time on the day after the generation of such wagers. Additionally, if requested to do so, provider shall also disclose and provide a true, complete, and correct copy of all such files on a weekly basis to affected California racing associations and horsemen's organizations. Such disclosure, files, and/or documentation shall include, but is not limited to, the date of all relevant wagers, corresponding TRA code, pool, conventional and exotic takeout, positive breakage, negative breakage, runner pay, postal code, off time, and breed;
- (v) If during the term of this Agreement, the "*TRA Account Wagering File*" becomes the industry accepted ADW wagering data file format, then provider shall disclose and provide true, complete, and correct copies of said file, pertaining both to wagers placed by California residents and wagers placed by non-California residents on races conducted in California, to CHRIMS daily in lieu of

providing both the "TRA Data File" and the California Account Wagering File; and,

- (vi) A detailed breakdown of the distribution of takeout for any wager placed outside of California on a race conducted in California.
- (vii) Provider shall each remit to CHRIMS a monthly data fee of \$1,000.00. Said data fee paid by provider may be increased to cover the reasonable costs to CHRIMS resulting from any recalculation, data handling, or reprogramming necessitated by the failure of provider to submit data as set forth hereinabove.

**XVIII.
FIRE AND DISASTER INSURANCE**

18.1 TRACKS agree to acquire and pay the premium for a Fire and Disaster Insurance Policy, providing the same coverages or better than that previously obtained through the National Horsemen's Benevolent and Protective Fund. TRACKS will, either independently or in conjunction with other racing associations, finance this program without right of reimbursement from any horsemen's organization, or individual owner or trainer. Said insurance is to be provided by a reputable insurance company selected by TRACKS which, with certain limitations, protects the owners of horses against loss of their race horses, tack, etc., due to fire or disaster. TOC, CTT, and their respective members shall be named insureds under such policy. Each entity shall receive a copy of any such policy or policies, including endorsements, amendments, or any other provision or document evidencing or affecting coverage or liability limits.

18.2 The obtaining of a fire and disaster policy by TRACKS does not in any way preclude the individual owner or trainer from taking individual legal action against the TRACKS that the owner or trainer deems appropriate, or to prevent the owner or trainer from seeking legal action against the TRACKS directly as a consequence of any acts, conduct, negligence, or other occurrence attributable to TRACKS.

18.3 The amount recovered by an owner under this insurance policy shall be credited as an offset to any liability of TRACKS toward the recovery of such owner or trainer from TRACKS.

**XIX.
MISCELLANEOUS**

19.1 No Discrimination: No party to this agreement shall discriminate against the other party due to membership in TOC or CARF, or by reason of a person's race, color, creed, religion,

national origin or ancestry, sex or age.

19.2 No Assignment: This agreement shall not be assigned by any party without the prior written consent of the other party.

19.3 Agreement Replaces All Prior Agreements: This agreement supersedes and replaces all prior agreements between the parties named herein. This Agreement may be modified or amended by a writing signed by all parties.

19.4 Attorney's Fees: If any action at law or equity, including an action for declaratory relief, is brought to enforce or interpret the provisions of this agreement, the prevailing party shall be entitled to a reasonable attorney's fee, which may be set by the court in the same action or in a separate action brought for that purpose, in addition to any other relief to which such party may be entitled.

19.5 Counterparts: This agreement may be executed in counterparts and each such executed counterpart shall be deemed an original. Execution by CARF, on behalf of TRACKS, and any one or more parties shall be deemed a binding agreement as to those executing parties regardless of whether the remaining members have executed a counterpart.

19.6 Inconsistent Language: When the language in the Condition Book, Stall Application, Stakes Nomination Forms, proposed Stakes Book for an upcoming meet, or any other document pertaining to the eligibility of horses and conditions for racing is inconsistent with the language in the Purse Agreement, the language in the Purse Agreement shall control.

19.7 Notices: Notices required to be given under this agreement shall be sent by certified mail, return receipt requested, postage prepaid as follows:

(a) If to CARF or TRACKS, at their address set forth in Attachment A, "Attention Fair Manager," with a copy to Christopher Korby, Executive Director, CARF, 1776 Tribute Road, Sacramento, CA 95825.

(b) If to TOC, to Guy Lamothe, Chief Operating Officer, 285 W. Huntington Drive, Arcadia, CA 91007.

19.8 TRACKS' Management of Race Meets: Subject only to this agreement and applicable law, the management of TRACKS' premises and the conduct of the race meets is the sole prerogative of TRACKS.

19.9 Alternative Wagering: Wagering during the period commencing with the first race of TRACKS' daily racing program and ending with the last race of TRACKS' daily racing program shall be limited to parimutuel wagering on the live horse races being conducted by

TRACKS together with wagering on any mutually approved imported simulcast races. Alternative forms of wagering on races involving other species of animals or gaming on tables or on mechanical or electronic gambling devices or any other form of wagering other than parimutuel horse racing shall not be permitted.

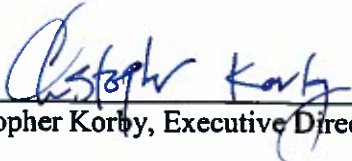
19.10 Modifications: This Agreement constitutes the entire agreement between the parties hereto and supersedes any and all other agreements, understandings, negotiations, or discussions, either oral or in writing, express, or implied, between the parties hereto. The parties acknowledge that no representations, inducements, promises, agreements or warranties, either oral or otherwise, have been made to them, or anyone acting on their behalf which are not embodied in this Agreement, and that they have not executed this Agreement in reliance on any such representation, inducement, promise, agreement or warranty. It is expressly understood and agreed that this Agreement may not be altered, amended, modified or otherwise changed in any respect or particular whatsoever except by a writing duly executed by an authorized representative of each party.

19.11 Interpretation: This Agreement has been jointly negotiated and drafted by the Parties and, in construing and interpreting this Agreement, no provision shall be construed or interpreted for or against any of the Parties because such provision, or any other provision, or the Agreement as a whole, was purportedly drafted by a particular Party.

IN WITNESS WHEREOF, the undersigned have affixed our signatures.

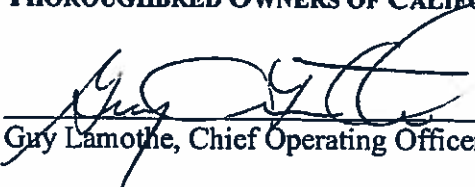
CALIFORNIA AUTHORITY OF RACING FAIRS

Dated: Apr 27, 2011


Christopher Korby, Executive Director

THOROUGHBRED OWNERS OF CALIFORNIA, INC.

Dated: 4/26/11


Guy Lamothe, Chief Operating Officer

ATTACHMENT A
California Authority of Racing Fairs Members and Participating Tracks

San Joaquin Fair	Larry Swartzlander Director of Racing	1658 S. Airport Way Stockton, CA 95206 209-466-5041
Alameda County Fair	Rick Pickering Director of Racing	4501 Pleasanton Dr. Pleasanton, CA 94566 925-426-7600
Sonoma County Fair	Tawny Tesconi Director of Racing	P. O. Box 1536 Santa Rosa, Ca 95403 707-545-4200
Humboldt County Fair	Stuart Titus Director of Racing	1250 5 th Street Ferndale, CA 95536 707-786-9511
California State Fair	Norbert Bartosik General Manager	1600 Exposition Blvd. Sacramento, CA 9581 916-263-3247
Big Fresno Fair	John Alkire General Manager	1121 Chance Avenue Fresno, CA 93702 559-650-3081

ATTACHMENT B
Stakes Schedule, Overnight and Guaranteed Stakes



- ❖ San Joaquin Fair at Stockton
- ❖ Alameda County Fair at Pleasanton
- ❖ California State Fair at Sacramento
- ❖ Sonoma County Fair at Santa Rosa
- ❖ Humboldt County Fair at Ferndale
- ❖ Big Fresno District Fair at Fresno

Revised: 4/6/2011

❖ **SAN JOAQUIN FAIR**

2011

THOROUGHBRED STAKES:

Overnight Stake
Name TBD
Cal-Breds)
Three -year Old Fillies – Six Furlongs

\$50,000 Added

(Plus up to \$15,000 to

Saturday, June 18

❖ **ALAMEDA COUNTY FAIR**

THOROUGHBRED STAKES

Name TBD
Overnight Stake
Three-year olds – Six Furlongs
Cal-Breds)

\$50,000 Added

(Plus up to \$15,000 to

Friday, July 1

Alameda County Fillies & Mares Handicap – 43rd Running

Fillies and Mares Three-year olds and Upward
Cal-Breds)
One and 1/16 Miles

\$50,000 Added
Overnight Stakes
(Plus up to \$15,000 to

Saturday, June 25

Juan Gonzalez Memorial Stakes – 33rd Running

Overnight Stakes
Fillies Two-years old – Five & 1/2 Furlongs
Cal-Breds)

\$50,000 Added

(Plus up to 15,000 to

Saturday, July 2

Alamedan Handicap – 46th Running

Three-year olds and Upward – One and 1/16 Miles
Cal-Breds)

\$50,000 Added
Overnight Hdcp
(Plus up to \$15,000 to

Monday, July 4

C.K. CK

G.L. GL

Everett Nevin Alameda County Futurity-50th Running
 Overnight Stakes \$50,000 Added
 Two-year olds, – Five & 1/2 Furlongs
 Cal-Breds) (Plus up to \$15,000 to
 Saturday, July 9

Sam J. Whiting Memorial Handicap – 49th Running \$50,000 Added
 Overnight Stakes
 Three-year olds and Upward – Six Furlongs
 Cal-Breds) (Plus up to \$15,000 to
 Sunday, July 10

❖ CALIFORNIA STATE FAIR

THOROUGHBRED STAKES:

State Fillies and Mares Sprint
 Fillies & Mares, Three Year Olds & Upward – Six Furlongs \$75,000 Guaranteed
 Saturday, July 16

❖ SONOMA COUNTY FAIR

THOROUGHBRED STAKES

Name TBD \$50,000 Added
 Overnight State
 Three-year old Fillies – One & 1/16 Miles (Turf)
 Cal-Breds) (Plus up to \$15,000 to
 Saturday, July 30

Luther Burbank Handicap – 41st Running \$50,000 Added
 Overnight Hdcp
 Fillies and Mares Three-year olds and Upward
 Cal-Breds) (Plus up to \$15,000 to
 One and 1/16 Miles (Turf) Sunday, July 31

Overnight Stakes – Name TBD \$50,000 Added
 Overnight Hdcp
 Three-year olds & Upward – 5/8 Mile (Turf)
 Cal-Breds) (Plus up to \$15,000 to
 Saturday, Aug. 6

Wine Country Debutant -4th Running \$50,000 Added
 Overnight Stakes
 Fillies Two Year-Olds 6 Furlongs
 Cal-Breds) (Plus up to \$15,000 to
 Saturday, Aug 6

Joseph T. Grace Handicap – 40th Running \$50,000 Added
 Overnight Hdcp
 Three-year olds and Upward - One and 1/16 Miles (Turf)
 Cal-Breds) (Plus up to \$15,000 to
 Sunday, Aug. 7

Name TBD \$50,000 Added
 Overnight Stake
 Three-year olds – One & 1/16 Miles (Turf)
 Cal-Breds) (Plus up to \$15,000 to
 Saturday, August 13

C.K. CK

G.L. GL

Cavonnier Juvenile Stakes – 44th Running

\$50,000 Added
Overnight Stakes

Two-year olds - Six Furlongs
Bred)

(Plus up to \$15,000 to Cal

Sunday, Aug. 14

❖ **HUMBOLDT COUNTY FAIR**

THOROUGHBRED STAKES

Les Mademoiselle Stake
Don Harmon Memorial
Fillies & Mares, Three Year Olds & Upward, 1 1/16 Miles

\$10,000 Guaranteed
Saturday, Aug 30

C.J. Hindley Humboldt County Marathon Starter Stake
Overnight Stakes
Three Year Olds & Upwards, 1 Mile and 5 Furlongs
Cal-Breds)

\$15,000 Added

(Plus up to \$4,500 to

Sunday, Aug 21

❖ **BIG FRESNO FAIR**

THOROUGHBRED STAKES

The Harvest Stakes
Overnight Stakes
Three-Year Olds & Upward, F&M, Six Furlongs
Cal-Breds)

\$50,000 Added

(Plus up to \$15,000 to

Friday, Oct. 7

Name TBD
Fillies Two-year olds – One & 1/16 Miles

\$75,000 Guaranteed

(Eligibility Req)

Sunday, Oct. 9

Bulldog Hdcp, 18th Running
Overnight Hdcp
Three-Year Olds & Upward, One & 1/8 Miles
Cal-Breds)

\$50,000 Added

(Plus up to \$15,000 to

Sunday, Oct. 16

Name TBD
Two-year olds – One & 1/16 Miles

\$75,000 Guaranteed

(Eligibility Req)

Sunday, Oct. 16

Preference language for the guaranteed two year old stakes (Fresno) is as follows:

1. 2 year olds that have started on the Northern California fair circuit in 2011
2. Money earned
3. 2 year olds that have started at Golden Gate Fields from Aug 17 through Oct 2, 2011
4. Money earned
5. All others

**ATTACHMENT C
PURSE SCHEDULE**

Category	Level	Condition	Stk, Pln SR, Fno	Sac	Ferndale
Allowance		Open	\$40,000	\$40,000	
Allowance		NW x 1	\$28,000	\$28,000	
Alw/Opt Claiming	\$25,000/\$32,000	NW x 1	\$28,000	\$28,000	
Alw/Opt Claiming	\$50,000	NW x 2	\$31,000	\$31,000	
Alw/Opt Claiming	\$80,000	NW x 3	\$33,000	\$33,000	
Claiming	\$2,500		\$6,000	\$7,500	\$6,000
Claiming	\$3,200	NW/Clause	\$8,000	\$9,500	\$7,000
Claiming	\$3,200	Open or Date	\$8,500	\$10,500	\$7,500
Claiming	\$4,000	NW4/Date	\$8,500	\$11,000	\$7,800
Claiming	\$4,000	NW2L	\$8,500	\$10,000	\$7,800
Claiming	\$4,000		\$9,000	\$12,000	\$8,000
Claiming	\$5,000	NW2/Clause	\$9,000	\$12,500	\$8,000
Claiming	\$5,000		\$9,500	\$13,000	\$8,500
Claiming	\$6,250	Open or Date	\$10,500	\$14,000	\$9,000
Claiming	\$8,000		\$11,500	\$16,000	
Claiming	\$8,000	NW2/Clause	\$10,500	\$14,000	
Claiming	\$8,000	NW2L	\$10,000	\$12,000	\$8,000
Claiming	\$10,000		\$12,500	\$17,000	\$12,500
Claiming	\$12,500	NW2/Clause	\$12,500	\$17,000	
Claiming	\$12,500		\$14,000	\$18,000	
Claiming	\$16,000		\$19,000	\$21,000	
Claiming	\$16,000	NW2L	\$12,000	\$15,000	
Claiming	\$20,000		\$20,000	\$24,000	
Claiming	\$20,000	NW2/Clause	\$17,000	\$21,000	
Claiming	\$25,000		\$25,000	\$27,000	
Claiming	\$32,000		\$26,000	\$29,000	
Claiming	\$40,000		\$28,000	\$31,000	
Maiden Claiming	\$5,000		\$6,000	\$6,000	\$6,000
Maiden Claiming	\$8,000		\$8,000	\$8,000	\$7,700
Maiden Claiming	\$12,500		\$11,500	\$11,500	
Maiden Claiming	\$25,000		\$14,500	\$14,500	
Maiden Claiming	\$40,000		\$17,000	\$18,000	
Maiden Special		All Ages	\$26,000	\$26,000	
Overnight Stakes			\$50,000	\$50,000	
Starter Allowance	\$4,000		\$9,500	\$13,000	\$9,500
Starter Allowance	\$6,250		\$11,000	\$16,000	
Starter Allowance	\$12,500		\$15,000		
Starter Allowance	\$40,000	NWx2 Lifetime	\$18,000	\$22,000	
Claiming	\$5,000	1&1/4 Mile or farther	\$15,000	\$15,000	
Claiming	\$10,000	1&1/4 Mile or farther	\$20,000	\$20,000	
Str Alw 8000 special	8000	FNO Only	\$25,000		

C.K. CK
G.L. GL

ATTACHMENT D
AUXILIARY TRAINING FACILITIES

The Alameda County Fair will be open an auxiliary training facility for CARF and Golden Gate Fields racing during the period from July 14, 2011, through October 16, 2011. During this period, the TRACK will be open for training on the basis of six (6) days a week. Alameda County Fair will be reimbursed the expenses of operating as an auxiliary training facility according to the Northern California Stabling and Vanning Agreement.

Golden Gate Fields will be open as an auxiliary training facility for CARF racing during the period from June 15, 2011 to August 19, 2011, and October 5, 2011 to October 9, 2011. During this period, the TRACK will be open for training on the basis of six (6) days a week, but may be adjusted by the Stabling & Vanning Committee.

Stalls at auxiliary training facilities will be allocated and made available, without charge, to those Thoroughbred horses for which stalls have been approved by TRACK's Racing Secretary. Stalls shall be assigned only to Thoroughbred trainers engaged in the care and training of Thoroughbreds which TRACK has approved and to which TRACK has allocated stalls to prepare for racing. TRACK's obligations to furnish and allocate stalls shall be subject to TRACK's right to withdraw stalls allocated to horses not currently approved for racing or preparation for racing, or not actually training for racing, and to TRACK's needs for access to such stalls for repairs, maintenance and construction, but may be adjusted by the Stabling & Vanning Committee.

ATTACHMENT E
SCHEDULE OF APPROVED SIMULCAST RACES

To be provided.

ATTACHMENT F
SCHEDULE OF APPROVED ADVANCED DEPOSIT WAGERING ("ADW") RACES

To be provided.

Amelia White

From: Christopher Korby [korby@calfairs.net]
Sent: Friday, April 15, 2011 3:19 PM
To: 'Amelia M. White'
Cc: Larry Swartzlander (E-mail)
Subject: Fw: 2011 Fair Circuit

Amelia: Please put this correspondence in a folder for the next Racing Committee meeting on May 3.

----- Original Message -----

From: Fletcher, Robert
To: Christopher Korby
Sent: April 15, 2011 12:05 PM
Subject: RE: 2011 Fair Circuit

Thank you Chris.

If permission is granted, we will supply our own cart and insurance needs. We would want to be sure we will have a place to park and charge it – and if all that works out, a private space would not be needed, we would just use the cart to go somewhere away from the shed row that is a little more private and quiet.

Before we purchase, please let me know if we have permission.

Thank you

Bob

From: Christopher Korby [<mailto:korby@calfairs.net>]
Sent: Friday, April 15, 2011 6:10 AM
To: Fletcher, Robert
Cc: Larry Swartzlander (E-mail)
Subject: Re: 2011 Fair Circuit

Good idea. If you furnish the cart, we can recommend this approach to Racing Fairs. We would need also certification of insurance naming Fairs and CARF as additional insureds, along with names of persons who might be driving cart.

We'll work on a private space for counseling; that may be a little more of a challenge.

Best regards,

--Chris

Christopher Korby
Executive Director
California Authority of Racing Fairs
916-263-3348

----- Original Message -----

From: Fletcher, Robert

To: Christopher Korby
Sent: April 14, 2011 3:40 PM
Subject: RE: 2011 Fair Circuit

Thank you.

We could also purchase one and be fully responsible if we then would just get permission to have it on the grounds of the venues.

Will wait to hear from you.

Bob

From: Christopher Korby [<mailto:korby@calfairs.net>]
Sent: Wednesday, April 13, 2011 4:10 PM
To: Fletcher, Robert
Cc: Larry Swartzlander (E-mail)
Subject: Re: 2011 Fair Circuit

We'll see what we can do. These policies are set by individual Fairs; we'll see if we can help.

Best regards,
--Chris

Christopher Korby
Executive Director
California Authority of Racing Fairs
916-263-3348

----- Original Message -----

From: Fletcher, Robert
To: Christopher Korby
Sent: April 13, 2011 1:59 PM
Subject: 2011 Fair Circuit

Hi Chris,

I will be sending our request letter for services rendered during the fair circuit in a few days.
I am hoping I have better luck this year than last season with an additional request this early.

We do not have any offices on the fair circuit other than Pleasanton. It makes it difficult to talk and work with the clients in a confidential or quiet fashion. Using a golf cart to get some privacy away from the shed rows would be a great help.

I started this request to late in the season last year. My hope would be that a central figure from your office could coordinate with the golf cart company, fair managers, or whoever to get us on the list of orders. I just imagine that there must be a master list of some sort that each venue works off of and we would love to get on it.

We would pay our own way and have insurance. If we needed something beyond that I would work on that.

I hope this does not seem like an extreme request, but it is something I have been plugging away at for a few years with very little success.

Anything you can do to help with this would be appreciated.

One other thing – Neither of our case managers receive a parking sticker or anything that allows them access to the fair grounds. Is there a way that they can get some kind of parking sticker?

Thanks for any help or direction you can give

Bob Fletcher
Winners Foundation

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**California Authority of Racing Fairs
Agency Income Statement
March 31, 2011**

	2009 Year End Actual	2010 Year End Actual	2009 YTD Actual	2010 YTD Actual	2011 YTD Actual	2011 Annual Budget	2011 Budget Variance	2011 % Budget
Revenue:								
Other Revenue	148	(2,326)	15	30	0	500	(500)	0%
Interest Income	30,515	18,003	3,587	7,185	2,229	30,000	(27,771)	7%
Member Dues	282,532	290,107	70,633	73,228	73,228	292,913	(219,685)	25%
CARF South Programs Admin Fee	25,351	21,256	6,908	5,665	4,033	18,806	(14,773)	21%
CARF Projects Admin Fee	66,063	141,872	9,543	8,422	0	195,000	(195,000)	0%
CARF Live Racing Admin Fee	112,869	108,854	13,043	13,867	89,020	182,611	(93,591)	49%
CARF @ Leased Facility Revenue	(311,170)	0	0	0	0	0	0	0%
Total Revenue	206,308	577,767	103,729	108,397	168,510	719,830	(551,320)	23%
Expenses:								
Salaries	226,671	241,506	56,518	56,462	66,062	305,173	239,111	22%
Employee Benefits	23,714	18,890	6,398	3,240	8,688	30,000	21,312	29%
Post Retirement Benefits	666,317	34,458	13,228	8,617	8,706	35,000	26,294	25%
Payroll Taxes	12,487	12,529	4,669	4,452	4,757	15,000	10,243	32%
Accounting Costs	17,209	17,272	4,644	4,067	5,688	18,750	13,063	30%
Audit Services	7,125	6,375	0	0	0	6,375	6,375	0%
Automobile Expense	435	10,650	10	3,668	0	4,000	4,000	0%
Contracted Services	543	10,435	256	328	30	5,000	4,970	1%
Depreciation	13,881	11,985	3,558	3,394	0	10,000	10,000	0%
Dues & Subscriptions	36,048	11,952	3,282	2,863	202	1,000	798	20%
Insurance Expense	37,784	37,127	9,446	9,286	9,277	41,000	31,723	23%
Legal Expenses	11,413	21,720	195	11,105	1,570	12,500	10,930	13%
Legislative Expenses	53,508	53,796	13,271	13,450	9,411	63,000	53,589	15%
Meetings Expense	5,398	6,852	1,459	729	815	5,000	4,185	16%
Misc. (Ag Day Sponsor)	2,482	2,010	2,083	200	0	2,500	2,500	0%
Office Supplies	23,754	27,882	6,743	6,817	4,913	25,000	20,087	20%
Postage & Shipping	5,987	3,117	890	461	470	4,000	3,530	12%
Rent (Tribute Road)	38,916	38,265	9,605	9,936	8,942	45,000	36,058	20%
Repairs & Maintenance	0	674	0	674	0	1,000	1,000	0%
Telephone Expense	7,390	9,492	1,894	2,114	2,950	10,000	7,050	29%
Training	0	0	0	0	0	2,500	2,500	0%
Travel Expense	25,280	27,226	7,775	7,503	1,677	27,500	25,823	6%
Total Expenses	1,216,340	604,215	145,925	149,365	134,158	669,298	535,140	20%
Agency Income (Loss)	(1,010,031)	(26,448)	(42,197)	(40,969)	34,352	50,532	(16,181)	
Southern Program Income (Loss)	7,142	8,153	2,367	2,702	4,212	2,444	(27,778)	
Total BS Net Income (Loss)	(1,002,890)	(18,295)	(39,830)	(38,266)	38,564	52,976	(43,959)	

**California Authority of Racing Fairs
Southern Region Income Statement
March 31, 2011**

	2009	2010	2009	2010	2011	2011	2011	2011
	Year End	Year End	YTD	YTD	YTD	Annual	Budget	% Budget
	Actual	Actual	Actual	Actual	Actual	Budget	Variance	
Program Revenue:								
Program Sales	343,634	285,716	92,112	75,537	63,820	250,750	(186,930)	25%
Other Revenue	0	0	0	0	0	0	0	0%
Royalties/Fees Due Host	(311,141)	(256,307)	(82,837)	(67,169)	(55,575)	(229,500)	173,925	24%
Total Revenue	32,493	29,409	9,275	8,367	8,245	21,250	(13,005)	39%
Expenses:								
Legal Expenses	0	0	0	0	0	0	0	0%
Meetings Expense	0	0	0	0	0	0	0	0%
Misc Exp.(Storage)	0	0	0	0	0	0	0	0%
Office Supplies	0	0	0	0	0	0	0	0%
Paper Expense	0	0	0	0	0	0	0	0%
Postage & Shipping	0	0	0	0	0	0	0	0%
Printing Supplies	0	0	0	0	0	0	0	0%
Rent & Utility Expenses	0	0	0	0	0	0	0	0%
Repairs & Maintenance	0	0	0	0	0	0	0	0%
Telephone Expense	0	0	0	0	0	0	0	0%
Travel Expense	0	0	0	0	0	0	0	0%
Total Expenses	0	0	0	0	0	0	0	0%
Operating Income (Loss)	32,493	29,409	9,275	8,367	8,245	21,250	(13,005)	39%
CARF Admin Fee	25,351	21,256	6,908	5,665	4,033	18,806	14,773	21%
Rebate								
Income (Loss)	7,142	8,153	2,367	2,702	4,212	2,444	(27,778)	172%

**California Authority of Racing Fairs
Project Management Income Statement
March 31, 2011**

	2009	2010	2009	2010	2011	2011	2011	2011
	Year End	Year End	YTD	YTD	YTD	Annual	Budget	% Budget
	Actual	Actual	Actual	Actual	Actual	Budget	Variance	
Revenue:								
CARF Admin Fee	66,063	141,872	9,543	8,422	0	195,000	(195,000)	0%
Project Management	79,199	85,559	18,190	19,240	0	81,935	(81,935)	0%
Total Revenue	145,262	227,432	27,733	27,662	0	276,935	(276,935)	0%
Expenses:								
Salaries Expense	58,723	63,396	13,416	14,310	0	58,035	58,035	0%
Employee Benefits	7,287	8,538	2,056	2,133	0	9,000	9,000	0%
Payroll Taxes	2,832	3,076	909	930	0	3,000	3,000	0%
Accounting Costs	6,500	6,620	1,625	1,625	0	7,500	7,500	0%
Audit Services	2,550	2,550	0	0	0	2,550	2,550	0%
Automobile Expense	0	0	0	0	0	0	0	0%
Contracted Services	0	0	0	0	0	0	0	0%
Telephone Expense	708	754	185	173	0	1,000	1,000	0%
Travel Expense	42	68	0	68	0	250	250	0%
Misc. Storage	558	558	0	0	0	600	600	0%
Total Expenses	79,199	85,559	18,190	19,240	0	81,935	81,935	0%
CARF Admin Fee	66,063	141,872	9,543	8,422	0	195,000	195,000	0%

**California Authority of Racing Fairs
Live Racing Income Statement
March 31, 2011**

2009 = 79dys 2010 = 64 days

	2009	2010	2009	2010	2011	2011	2011	2011
	Year End	Year End	YTD	YTD	YTD	Annual	Budget	% Budget
	Actual	Actual	Actual	Actual	Actual	Budget	Variance	
Revenues:								
Change Fund Admin Fee	17,065	14,074	4,865	4,596	0	15,000	(15,000)	0%
Racing Fairs Admin Fee	74,561	69,032	8,178	9,271	6,520	85,111	(78,591)	8%
Supplemental Purses Admin Fee	22,000	22,000	0	0	82,500	82,500	0	100%
NCOTWINC Reimbursement	29,000	29,000	0	0	0	29,000	(29,000)	0%
Racing Fairs Reimbursement	1,059,854	1,003,686	109,044	123,614	86,920	1,082,942	(996,022)	8%
Advertising Revenue	4,100	4,550	0	0	0	4,000	(4,000)	0%
Total	1,206,580	1,142,343	122,087	137,481	175,940	1,298,553	(1,122,613)	14%
Expenses:								
Salaries	230,562	255,146	47,160	57,779	50,778	251,517	200,739	20%
Employee Benefits	44,792	46,948	11,427	11,801	11,555	47,000	35,445	25%
Payroll Taxes	11,877	13,103	3,433	4,078	3,698	13,500	9,802	27%
Accounting Costs	52,250	43,035	10,562	10,562	10,567	48,750	38,183	22%
Audit Services	16,575	25,323	0	7,128	0	16,575	16,575	0%
Automobile Expense	1,182	64	0	0	0	5,100	5,100	0%
Depreciation	0	0	0	0	0	0	0	0%
Dues & Subscriptions, NTRA	12,286	10,109	2,993	2,527	0	1,000	1,000	0%
Insurance Expense	0	0	0	0	0	0	0	0%
Legal Expenses	0	8,734	0	0	0	10,000	10,000	0%
Meetings Expense	1,111	3,440	142	341	1	5,000	4,999	0%
Misc. Exp (Harness,Storage,Bank fee)	58	0	0	0	0	0	0	0%
Telephone Expense	3,363	3,924	837	1,009	539	3,000	2,461	18%
Travel Expense	45,184	29,898	3,150	1,601	1,129	35,000	33,871	3%
Sub-Totals	419,240	439,725	79,704	96,826	78,268	436,442	358,174	18%
Racing Support Services:								
Announcer	26,596	23,904	0	0	0	26,000	26,000	0%
Condition Bk/Program Cover	22,491	15,245	0	222	0	20,000	20,000	0%
Courier Service (Pgm Distribution)	0	0	0	0	0	0	0	0%
Racing Operations Support	79,601	78,325	3,273	4,672	2,428	90,000	87,572	3%
TC02 Testing	54,880	7,425	0	0	0	15,000	15,000	0%
Marketing	1,783	3,901	456	648	70	5,000	4,930	1%
Network Management	3,321	1,548	710	405	330	3,000	2,670	11%
Paymaster	20,298	8,106	848	1,826	677	11,500	10,823	6%
Program Production	178,814	179,004	2,114	2,548	2,196	205,000	202,804	1%
Racing Office System	53,156	43,739	2,417	619	523	55,000	54,477	1%
Recruitment	22,721	31,108	15,569	11,865	104	10,000	9,896	1%
Jumbo Screen	125,000	126,250	0	0	0	160,000	160,000	0%
Supplies	19,158	15,964	1,811	177	170	20,000	19,830	1%
Tattooing	20,469	17,200	2,140	3,808	2,153	19,000	16,847	11%
Timing/Clocker	22,430	22,805	0	0	0	0	0	0%
Transportation	3,465	2,150	0	0	0	5,000	5,000	0%
TV Production/Simulcast	20,288	17,088	0	0	0	35,000	35,000	0%
Sub-Totals	674,471	593,763	29,340	26,788	8,652	679,500	670,848	1%
Total Expenses	1,093,711	1,033,488	109,044	123,614	86,920	1,115,942	1,029,022	8%
CARF Admin Fee	112,869	108,854	13,043	13,867	89,020	182,611	93,591	49%

CALIFORNIA AUTHORITY OF RACING FAIRS

BALANCE SHEET

March 31, 2011

ASSETS

	CURRENT YTD	PRIOR YTD
	3/31/11	3/31/10
Current Assets		
CASH - LAIF & INVESTMENTS	243,741	4,285,214
CASH - OPERATING/MM	141,188	791,048
CHECKING - TOC PURSE	24,600	257,332
CHECKING - RACING TRUST	1,195,763	0
MARKETABLE SECURITIES	2,393,513	4,232,725
A/R - DUES	73,229	19,851
A/R - PROGRAMS	55,042	112,442
A/R - RACING FAIRS	142,261	449,410
A/R - F&E/OTHER A/R	52,229	2,011,546
PREPAIDS/DEPOSITS	43,573	38,759
OPEB ASSETS	91,955	91,955
Total Current Assets	4,457,093	12,290,283
Fixed Assets		
AUTOMOBILE	37,967	4,018
FURNITURE & EQUIPMENT	1,646	2,239
COMPUTER HARDWARE/SOFTWARE	7,050	10,071
TRACK EQUIPMENT	59,400	59,400
Total Fixed Assets (Net of Depr.)	106,062	75,728
TOTAL ASSETS	4,563,155	12,366,011

LIABILITIES & NET ASSETS

Current Liabilities		
A/P & WITHHOLDINGS	334,589	1,233,306
A/P - PROGRAM ROYALTIES TO HOST	58,672	99,246
RACING DISTRIBUTIONS	45,022	(134,985)
PURSES	1,435,368	1,290,761
TRACK SAFETY/MAINT.	(16,487)	852,362
INFOTEXT UPGRADE	0	159,129
MISC PROJECT FUNDS	0	0
LOU-1 - TIMING/TRACK SURFACE/AREA ENHANC	0	0
LOU-2 - SPECIAL EVENT CENTERS	0	0
LOU-3 - SATELLITE SURVEY/TURF STUDY	0	0
EQUIPMENT REPLACEMENT FUND	0	1,372,674
LOU-5 - SYMPOSIUM	3,805	3,805
FACILITY IMPROVEMENTS & UPGRADES	0	515,013
CAPITAL IMPROVEMENT FUND	0	3,162,324
Total Current Liabilities	1,860,969	8,553,634
Non-Current Liabilities		
CHRIMS FUNDS	90,770	89,718
CHANGE FUND	0	1,014,000
FAIRS - EQUIP REPLACEMENT FUNDS	1,841,668	1,996,550
Total Non-Current Liabilities	1,932,437	3,100,267
TOTAL LIABILITIES	3,793,406	11,653,902
Net Assets		
FUND EQUITY	708,911	728,101
F&E Net Assets	22,275	22,275
CARF@GG	0	0
RETIREMENT CONTINGENCY	0	0
NET INCOME/LOSS	38,564	(38,266)
Total Net Assets	769,749	712,110
TOTAL LIABILITIES & NET ASSETS	4,563,155	12,366,011