THOROUGHBRED OWNERS OF CALIFORNIA BOARD OF DIRECTORS MEETING Friday, August 9, 2019 – 1:00 p.m. Del Mar Racetrack

MINUTES

Directors Present: Allen Aldrich, Nick Alexander, Mark Dedomenico (by phone), Gary Fenton, Rick Gold, Bob Liewald, Ed Moger, Jack Owens (by phone), Samantha Siegel, and Bill Strauss.

Directors Absent: Bob Baffert, Joe Ciaglia, Mike Harrington, and Mike Pegram.

Staff Present: Greg Avioli, Mary Forney, Elsa Peron, Wayne Atwell, and Patricia

Chinnici.

I. Santa Anita Fall Meet Update

Mr. Avioli introduced Messrs. Butler and Ritvo of the Stronach Group, who provided an update on Santa Anita track renovations, purse projection for the Fall meet, changes to the Grandstand in preparation for Breeders' Cup, perks to celebrate owners after each race, etc. They then answered questions from the board.

II. Approval of Minutes

On a motion by Mr. Lovingier, seconded by Mr. Liewald, the minutes of July 19, 2019 were unanimously approved.

III. Staff Objectives 2020

Mr. Avioli reviewed the revised TOC objectives for fiscal year 2019-20, which were unanimously approved by the board.

IV. I Am Horseracing Update

Mr. Avioli gave an update on the I Am Horseracing and other public relations campaigns, and the board viewed a short video produced by XBTV for CalracingCares for their "Why I Love Horses" series.

V. Del Mar/Hollendorfer Update

Mr. Avioli updated the board on the status of the Hollendorfer litigation.

VI. Golden Gate Fields Horsemen Agreement / New Stall Language
Mr. Avioli reviewed the updated language in the horsemen's agreement with the
tracks, which provides more protection for owners with regard to stall assignments
and/or discrimination by a track.

VII. 2020 Race Dates

Mr. Fenton reviewed the proposed 2020 race dates calendar for Southern California, which was provided to the board. Messrs. Rubinstein and Robbins of Del Mar then joined the meeting for a discussion of Del Mar's proposal for the race dates. After they left the room, and following further discussion, a motion was made by Mr. Alexander to authorize Mr. Fenton to negotiate a calendar similar to the one presented to the board today. Further discussion ensued regarding the calendar. The motion was then seconded by Mr. Liewald and unanimously approved.

Mr. Avioli reviewed the Stabling & Vanning Fund transition proposal, which included termination of the Industry Fund and forgiveness of all debt to the Industry Fund from the Stabling & Vanning Fund, with \$1.7 million in funding diverted to the Del Mar purse account. Mr. Fenton made a motion to approve the proposal, which was seconded by Mr. Strauss and unanimously passed.

VIII. Legislative Update

Mr. Avioli updated the board on the current status of federal legislation and sports wagering in California.

IX. Finance Committee

Ms. Chinnici reported on July financials, year to date status, and investment income.

X. Racing Affairs

A. Santa Anita Fall Meet Purse Proposals

Mr. Fenton reviewed the Santa Anita fall meet purse proposals, which were provided to the board, and which the Racing Affairs committee has approved.

Mr. Atwell reviewed the Santa Rosa report, which was provided to the board.

B. July Horse Counts

Mr. Avioli reviewed the northern and southern California horse counts, which were provided to the board.

XI. Annual Meeting Agenda

Ms. Forney reviewed the annual meeting agenda, which was provided to the board.

XII. Adjournment

The meeting was adjourned at 2:21 p.m.