

KENTUCKY HORSE RACING COMMISSION
MINUTES OF THE SPECIAL COMMISSION MEETING

Date: September 20, 2022 at 10:00 AM

Place: Via video conference from the American Saddlebred Museum, 4083 Iron Works Parkway Lexington, Kentucky

Members Present: Chairman Jonathan Rabinowitz; Vice-Chairman Frank Jones, Jr.; Commissioner Naveed Chowhan, M.D.; Commissioner Michael F. Dudgeon; Commissioner William H. May; Commissioner Charles O'Connor; Commissioner Catherine Parke; Commissioner Tom Riddle, DVM; Commissioner C. Frank Shoop; and Commissioner James E. Worley

Ex-officio Members Present: Secretary Ray Perry, Public Protection Cabinet; Secretary Mike Berry, Tourism, Arts & Heritage Cabinet; Angelica Vega on behalf of Secretary, Jeff Noel, Cabinet for Economic Development

KHRC Staff Participating/Present: Jamie Eads, Interim Executive Director; Jennifer Wolsing, General Counsel; Shan Dutta, Deputy General Counsel; Waqas Ahmed, Director, Pari-Mutuel Wagering and Compliance; Joanna Ricci, Executive Administrative Secretary

<i>AGENDA ITEM</i>	<i>TRANSCRIPT PAGE NUMBER(S)</i>	<i>DISCUSSION / CONCLUSIONS / RECOMMENDATIONS</i>	<i>ACTION TAKEN</i>
I. Call to Order and Roll Call	4 – 5	Chairman Rabinowitz called the meeting of the Kentucky Horse Racing Commission (KHRC) to order and performed the roll call. A quorum was recognized.	No action taken.

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<p>II. New Business Tab 1 Ellis Park Change of Control by Churchill Downs Incorporated</p>	<p>5 – 11 5 – 11</p>	<p>Chairman Rabinowitz requested a motion from the Commission to approve the change of control of Ellis Entertainment, LLC from Enchantment Holdings LLC to Churchill Downs, Inc. Motion by Commissioner Shoop. Second by Commissioner Worley and Vice-Chairman Jones.</p> <p>Mr. Ahmed presented the change of control application submitted by Churchill Downs, Inc., as set forth in the meeting materials.</p> <p>Approval was recommended by the KHRC staff with the following conditions.</p> <ol style="list-style-type: none"> 1) Churchill Downs, Inc. must amend Ellis Entertainment, LLC’s current application to conduct live racing, simulcasting and pari-mutuel wagering for calendar year 2023 by September 23, 2022 with any changes to information initially provided as a result of this transfer; 2) Churchill Downs, Inc. must provide the KHRC with a detailed summary of operations proposed on a quarterly basis, beginning December 1, 2022. 3) Churchill Downs, Inc. must provide confirmation to the KHRC when all post-closing events between the parties have been completed. <p>Prior to the vote, Commissioner Shoop expressed his support for the change of control.</p> <p>Following the vote, Chairman Rabinowitz thanked Mr. Ziegler for Churchill Downs, Inc.’s continued commitment to Kentucky’s year-round racing circuit and the Commonwealth.</p>	<p>Chairman Rabinowitz called for a vote to approve the change of control of Ellis Entertainment, LLC from Enchantment Holdings, LLC to Churchill Downs, Inc. Motion carried with no objections or abstentions.</p>

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V. Adjournment	13 – 14	<p>With no other business, Chairman Rabinowitz requested a motion to adjourn the September 20, 2022 meeting. Motion by Commissioner O'Connor. Second by Commissioner Worley and Vice-Chairman Jones.</p> <p>Meeting adjourned.</p>	Chairman Rabinowitz called for a vote to adjourn. Motion carried with no objections or abstentions.

NOTE: The meeting materials and any amendments and/or supplements thereto, subject to any applicable exemptions, and the official transcript are incorporated by reference as if set forth fully herein.

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