

**KENTUCKY HORSE RACING AND GAMING CORPORATION**  
**MINUTES OF THE SPECIAL MEETING**

Date: September 6, 2024, at 8:45 a.m.

Place: Kentucky Horse Racing and Gaming Corporation Conference Room, 4047 Iron Works Parkway, Lexington, Kentucky 40511

Board Members Present: Chair Jonathan Rabinowitz, Vice Chair Charles O'Connor, Mike Berry, Dr. Tiffany Daniels, Michael F. Dudgeon, Terry Finley, Greg Harbut, Frank Shoop, Kerry Harvey, Lesley Howard, William L.S. Landes, William H. May, Catherine Parke, C. Frank Shoop, James E. Worley

Ex-officio Members Present: Chad Thompson for Secretary Ray Perry, Secretary Lindy Casebier

AGENDA ITEM	TRANSCRIPT PAGE NUMBER(S)	DISCUSSION / CONCLUSIONS / RECOMMENDATIONS	ACTION TAKEN
I. Call to Order and Roll Call	3 - 5	Chair Rabinowitz called the meeting of the Kentucky Horse Racing and Gaming Corporation (KHRGC) to order and performed the roll call. A quorum was recognized.	No action taken.
II. New Business Tab 1: Proposed Organizational Chart	5 - 9 5 - 7	Chair Rabinowitz requested a motion from the Board to approve the proposed organizational chart for the Kentucky Horse Racing and Gaming Corporation. Motion by Mr. Landes and second by Mr. Berry.  Board Member Bill May and COO Susan Speckert were assigned the floor. Mr. May shared that the organizational chart is one that was developed by the transition committee with the help of Susan Speckert and Jamie Eads. The chart will evolve over time, but it is a good starting place and reflects where the KHRGC is now.	Chair Rabinowitz called for a vote to approve the proposed organizational chart for the Kentucky Horse Racing and Gaming Corporation. Motion carried with no objections or abstentions.
Tab 2: Request for Proposals for Outsourced Finance and Human Resource Services	7 - 9	Chair Rabinowitz requested a motion from the Board to approve the Request for Proposals for Outsourced Finance and Human	Chair Rabinowitz called for a vote to approve the Request for

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		<p>Resource Services. Motion by Mr. Berry and second by Mr. O'Connor</p> <p>Board Member Bill May and COO Susan Speckert were assigned the floor. Mr. May shared that they have been working with the Hiring and Compensation Committee. Memorandums of Agreement are currently in place with the administration and the KHRGC needs to move forward from them. The KHRGC does not have the critical employees in place to do that yet, so it is best to proceed with getting help from some professionals to help with the transition process.</p>	<p>Proposals for Outsourced Finance and Human Resource Services.</p> <p>Motion carried with no objections or abstentions.</p>
<b>III. Adjournment</b>	9 - 10	<p>With no other business, Chair Rabinowitz requested a motion from the Board to adjourn this special meeting. Motion by Mr. Worley and second by Mr. O'Connor.</p> <p>Meeting adjourned.</p>	<p>Chair Rabinowitz called for a vote to adjourn.</p> <p>Motion carried with no objections or abstentions.</p>

**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.