



MEMORANDUM

Date: December 14, 2015

To: The Honorable Chair and Members
Pima County Board of Supervisors

From: C.H. Huckelberry
County Administrator 

Re: **Rillito Park Foundation Operating Agreement – December 15, 2015 Board of Supervisors Addendum Item 8**

In response to a last-minute request from the District 1 Office, attached is the additional information requested regarding the Rillito Regional Park non-exclusive operating agreement with the Rillito Park Foundation. The Foundation holds the current three-year lease agreement. The agreement is the result of a 2014 Request for Proposals process. Two proposals were received and vetted. The attached memorandum from Tom Moulton, Economic Development and Tourism Director, outlines the process and the results. The prior operator, the Pima County Horsemen's Association, and the Rillito Park Foundation were the only two proposers. The Foundation requested a change in the terms of their current operating agreement to improve the viability of the racing meet. The revised operating agreement is result of their request. The changes have been reviewed and modified based on feedback from Rillito Regional Park's other users and the Natural Resources, Parks and Recreation Department.

CHH/mjk

Attachments

c: John Bernal, Deputy County Administrator for Public Works
Nanette Slusser, Assistant County Administrator for Public Works Policy
Chris Cawein, Director, Natural Resources, Parks and Recreation
Tom Moulton, Director, Economic Development and Tourism



PIMA COUNTY

ECONOMIC DEVELOPMENT & TOURISM

MEMORANDUM

TO: C.H. HUCKELBERRY
FROM: TOM MOULTON *TRM*
DATE: May 22, 2014
**RE: HORSE RACE MEET AT RILLITO REGIONAL PARK
COMMITTEE RECOMMENDATIONS**

After a complete and objective selection process to determine who is the most qualified to operate the 2015 horse meet at the Rillito Regional Park, the working committee's operator recommendation is attached.

Please feel free to contact me if you have any questions regarding the process or the conclusions from the committee.

c: Nanette Slusser, Assistant Pima County Administrator
Chris Cawein, Director, NRPR

RILLITO RACE TRACK OPERATION AGREEMENT WORKING COMMITTEE RECOMMENDATION

OVERVIEW

The Operations Agreement with the Pima County Horseman's Association to conduct a race horse meet at the Rillito Regional Park expired on May 2, 2014. This contract original term began in 2011 and had three additional one year terms.

The newly formed Rillito Park Foundation, who currently has a lease with Pima County to operate the Jelks' Stud Farm, expressed an interest in taking over the racing beginning in 2015 and beyond.

Under the special park agreement A.R.S. § 11-933, Pima County may choose who will operate the upcoming racing season. A selection process was developed so both entities had an opportunity to bid on the operations agreement.

THE PROCESS

A proposal process was developed by the Economic Development and Tourism (ED&T) department director, Tom Moulton, along with guidance from Assistant County Administrator, Nanette Slusser. A working committee was formed consisting of Chris Cawein, NRPR Director, Angel Natal, Director of Tucson Sports, Visit Tucson, and Tim Escobedo, manager of Tucson Meet Yourself and consultant to many other successful festival and events throughout the Tucson area. Tom Moulton, Director of ED&T served as the facilitator of the group as he has administers the horse racing agreements on behalf of Pima County since 2007.

The selection process was comprised of the following steps:

- 1) A Request for Information and Proposal was sent out to both parties on March 14, 2014 with a return date of April 18, 2014. Both primary group proposals were received prior to the deadline.
- 2) The committee initially met in person on April 22, received the two proposals and discussed the proposal steps. The committee was not subject to open meeting laws according to the county attorney.
- 3) On April 25, a conference call was held with all parties in attendance to develop the questions for the face-to-face oral presentations by the candidates
- 4) On Monday April 28 the oral presentations were held with the candidates answering the same questions developed by the committee. The presentations lasted a little over one hour each and included a Q&A period after the initial questions were asked. Both candidates included the principals in person or introduced them through a bio presentation.
- 5) On May, 7 the working committee met to discuss the evaluation score sheets which were filled out by each committee member in advance of this meeting. The results of the evaluations are included in the next section.
- 6) Our final results were discussed with Nanette Slusser and a recommendation letter to County Administrator was drafted and transmitted to CHH Huckelberry on May 22, 2014.
- 7) The overall process was reviewed by the Pima County Attorney's office prior to being enacted.

RESULTS

The score sheets were comprised of four areas consisting of Operational Qualifications and Experience, Facility Repair or Renovation, Operating Plan, and Business Plan. The working committee scored each area based on the information contained within the written proposal and the face-to-face presentations

(see attached score sheet summary). Out of a possible 300 points (100 points per committee member) the results were:

- **Rillito Foundation** 196 Points
- **Horseman's Association** 181 Points

RILLITO PARK FOUNDATION COMMITTEE COMMENTS

- Operating Team background and diversity of experience
- Presented a vision in both operations and marketing for the race track
- Better understand of developing a business plan; more substantive information
- Detailed look at capital improvements, short and long term
- Forward thinking presentation, not happy with a status quo operations anymore

HORSEMAN'S ASSOCIATION COMMITTEE COMMENTS

- Didn't show they had money to operate next year; relied on historical perspective
- Lack of a business plan presentation and marketing plan in the written documentation
- No forward vision, happy with status quo
- While certainly having the horse meet experience, didn't provide much in the way that would improve public benefits of them operating for another season
- Relied heavily comparing their superiority to the other candidate, rather than focusing on their attributes.

RECOMMENDATION

As a result of this thorough and objective process the Rillito Race track working committee recommends the Rillito Park Foundation be allowed begin negotiations with Pima County to operate the racing meet at the Rillito Race Track subject to but not limited to the following conditions:

- 1) Obtain the necessary permitting from the Arizona Department of Racing and Arizona Racing Commission prior to the racing season.
- 2) Mark Weiss is contracted by the Rillito Park Foundation to be the on-site General Manager of all operations related to the Rillito Race Track Horse Race Meet.
- 3) Complete and accurate financial statements will be made available to Pima County at the end of the racing season with Pima County having the right to audit these records.
- 4) The commercial racing and fair horse racing days will be tracked separately.
- 5) Pima County will be able to review and provide input into their operations and marketing plans.

If conditions one and two are not met, then the working committee recommends entering into a contract with the Pima County Horseman's Association to operate the horse race meet in 2015 if possible.

Approved Denied

C. Huckelberry
C.H. Huckelberry

Date

5/25/14

delete as noted and restated in memorandum



MEMORANDUM

Date: May 28, 2014

To: Tom Moulton, Director
Economic Development and Tourism

From: C.H. Huckelberry
County Administrator 

Re: **Horseracing for County Fair Horserace Days in 2015**

I reviewed your May 22, 2014 memorandum and the attached committee recommendation. It is approved as noted with the last statement deleted.

It is important a new contract be developed for negotiation with the Rillito Park Foundation, and any new lease agreement will be strictly enforced.

I would like to review the proposed annual lease rate and general terms and conditions of the lease before any draft lease is offered to the Rillito Park Foundation.

You may notify, in writing, the proposers of the outcome of the competitive proposal process.

CHH/anc

Attachment

c: Nanette Slusser, Assistant County Administrator for Public Works Policy
Chris Straub, Chief Civil Deputy County Attorney
Chris Cawein, Director, Natural Resources, Parks and Recreation



33 North Stone Ave., Suite 830 • Tucson, AZ 85701 • Office: 520.243.7355 • Fax: 520.243.7358

March 14, 2014

Pat White
President
Pima County Horseman's Association
4502 North First Ave.
Tucson, Arizona 85718

Dear Ms. White,

Thank you for your request to renew the Operations Agreement with Pima County for the non-exclusive operations and management of Rillito Park Race track for the purpose of conducting a horse racing meet. As you are aware, your current agreement expires on May 2, 2014.

In order for Pima County to evaluate your request, please answer the following questions located below and provide any information requested. The requested information is due by 4pm on Friday, April 18. We will inform you shortly thereafter if the Horseman's Association can move forward in contract negotiations with Pima County's Economic Development and Tourism Department.

- 1) What are the proposed dates for the 2015 racing meet?
- 2) Please provide a statement as to why you believe that the Pima County Horseman's Association is the best qualified entity to operate a horse racing race meet that is required to have an operating license from the Arizona Department of Racing prior to operating in Pima County. Please provide an organizational chart of the management team, their functions and individual qualifications. Include a list of the organization's Board of Directors as well and any pertinent qualifications.
- 3) Provide a financial business plan for the 2015 season that shows the following:
 - a. Projected number of racing days
 - b. Estimated attendance
 - c. Admission Rates
 - d. Projected Revenue (Show all primary sources, gate, food and beverage, etc.)
 - e. Estimated Expenses (Show all major areas, labor, cost of goods, etc.)
 - f. Proposed Capital Improvements you intend to make prior to racing to the Rillito Racetrack facilities directly related to racing
 - g. Show sufficient capital resources available to open and operate the race meet.

Horseman's Association
Page two

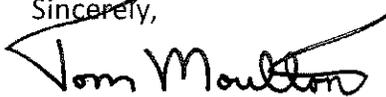
4) How do you plan on marketing the racing meet for the 2015 season?

I have attached a conceptual sketch of the Rillito Racetrack proposed modifications for your review. The County will make every attempt to coordinate construction to allow racing to commence during the dates as approved in the agreement. However, all parties involved will need to work closely to create a safe environment for all park users during the meet.

Send requested information to:
Tom Moulton
Pima County Economic Development and Tourism
33 North Stone Ave, Ste., 830
Tucson, AZ 85737

Thank you and feel free to contact me if you have any questions.

Sincerely,

A handwritten signature in black ink that reads "Tom Moulton". The signature is written in a cursive style with a large, sweeping initial "T".

Tom Moulton
Director
Pima County
Economic Development and Tourism

c: Patti Shirley, Vice-President Pima County Horseman's Association
Bill Matthews, Director Pima County Horseman's Association
Hank Atha, Pima County Deputy County Administrator
Nannette Slusser, Assistant Deputy County Administrator

PIMA COUNTY HORSEMEN'S ASSOCIATION, INC.

PROPOSAL

2015 HORSE RACING MEET

RILLITO PARK RACE TRACK HISTORIC DISTRICT

4502 NORTH FIRST AVENUE

TUCSON, ARIZONA 85718

PROPOSAL FOR 2015 HORSE RACING MEET

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Lee Peterson	Paddock Judge/Starter	9
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The following information is provided as requested to renew the Operations Agreement with Pima County for the Pima County Horsemen's Association a 501 (c) 3 Non-Profit Group incorporated in Arizona in 1987.

1. Proposed racing dates are February 7, 8, 14, 15, 21, 22, & 28; March 1, 7, 8, 14, 15, 21, 22, 28, & 29, 2015.
2. PCHA - together with employees, horsemen, and friends – feels that we are best qualified to operate a race meet at Rillito because we have been successfully doing so since 1988. The number of spectators attending Rillito is larger than the number attending any other athletic event in Pima County. Our current permit, with the Department of Racing, will be extended for 2 more years (2015-2016) once we provide the Department with a lease for Rillito race track and our financial reports for 2014. A copy of our program Officials page is attached and a resume from each employee working as a licensed Official. You will see that everyone involved is very well qualified. There is not a resume from Debbie Salazar, DVM - however, she has been a Veterinarian for many years and has her own Vet Clinic in Safford, Arizona. Board of Directors resumes are included with the Officials resumes.
3.
 - a. Projected number of racing days is 16.
 - b. Estimated attendance is 4,000 per day, or a total of 64,000 for 16 days.
 - c. Admission rates are Clubhouse \$8.00, and Grandstand \$5.00.
 - d. Projected Revenue \$1,250,000.00. (See following page for breakdown).
 - e. Estimated Expenses \$1,250,000.00. (See following page for breakdown).
 - f. Capital Improvements, when finances allow, are to repair damaged cement block barn, if remaining; build announcer's stand; and paint.
 - g. PCHA receives a monthly check from the Pima County Off Track Betting.
4. Local TV and radio stations will handle our marketing as usual. Posters will be put up and notices sent to all ADOR licensed owners and trainers; all vendors involved with Rillito; and supporters, including box-seat holders and sponsors.

2015 PCHA PROJECTED REVENUE

Pari-mutuel Commission	\$ 337,000.00
Concessions	332,000.00
Simulcast OTB Commission	220,000.00
Admission Gates	144,000.00
Entry and Starting Fees	106,000.00
Box Seats	52,000.00
Programs Sales	36,000.00
Added Money	13,000.00
Miscellaneous	10,000.00
Total Revenue	\$1,250,000.00

2015 PCHA ESTIMATED EXPENSES

Payroll and Payroll Taxes	\$ 470,000.00
Purses	345,000.00
Food & Liquor	120,000.00
Insurance	60,000.00
TFFA & Oro Valley PD	28,000.00
Utilities	26,000.00
Office and Clerical Expense	25,000.00
Coady Photography	24,000.00
United Tote	24,000.00
Pima County Rent	22,000.00
Advertising	20,000.00
Printing	20,000.00
Equipment Rental	15,000.00
Plant Maintenance	15,000.00
Maintenance Supplies	10,000.00
Fees, Dues, and Licenses	10,000.00
Loomis Armored Car	8,000.00
Fuel	8,000.00
Total Expenses	\$1,250,000.00

2014 RILLITO PARK HORSE RACING

Every Saturday & Sunday – February 8 through March 30, 2014

Post Time 1:00 PM

3
Saturday
March 29, 2014



ARIZONA RACING COMMISSION

Honorable Janice K. Brewer.....Governor
Burton Kruglick Chairman
Bill Feldmeier Commissioner
Rory GoreeCommissioner
Jay McClintockCommissioner
Erin OwensCommissioner

ARIZONA DEPARTMENT OF RACING

Bill Walsh..... Director
Dave Smith.....Chief Steward
Gary Baze.....Steward
Magdaleno Perez Steward
Andrew Carlton, DVMDepartment Veterinarian
Nolan Thompson..... Assistant Director
/Enforcement & Operations
Joyce Cozby..... Deputy Director
Pam Niederkorn.....Pari-Mutuel Auditor
Juan EstradaIdentifier
Edward TellezClerk of Scales/Clocker
/Jockey Room Custodian

PIMA COUNTY FAIR HORSE RACING COMMISSION

Steve Brody.....Chairman
Burton Kinerk..... Vice-Chairman
John Goodman.....Commissioner
Forrest Metz.....Commissioner
Geronimo Ramirez.....Commissioner

PIMA COUNTY HORSEMEN'S ASSOCIATION

Patricia White.....President
Patricia Shirley.....Vice-President
William Matthews.....Director

RILLITO TRACK OFFICIALS

Rita Breedlove Steward
Jim Collins..... Announcer
J.J. Riesgo Horsemen's Bookkeeper
William Matthews.....Director of Racing
Phillip Molinar.....Mutuel Manager
Lee Peterson..... Paddock Judge/Starter

Lisa Pina.....Chief of Security
Susan Rich.....Racing Secretary
/Handicapper/Program Coordinator
Debbie Salazar, DVM Track Veterinarian
Mark White.....Track Superintendent
Patricia White.....General Manager

Rita Ann Breedlove

12201 W Moore Rd.

Marana, AZ. 85653

520-906-6067

Diamondhook66@gmail.com

EDUCATION

Marana High School	May 1966
Pima Community College Associate in Applied Science Business	May 2001
U of A Race Track Industry Program	May 2008
Steward Accreditation Flat Racing Level II	April 2005

WORK EXPERIENCE

Trainer: Arizona and Oregon 1973 thru 1994

Arizona State Racing Commission:

Paddock Judge/ Identifier: Arizona Fairs:	2004 and 2005
Detention Barn: Yavapai, Arizona Fairs, Rillito:	2004 and 2005
Steward: Tucson Greyhound Park:	2005 thru 2009
Steward: Yavapai Downs, Rillito, Arizona Fairs	2006 and 2007
Steward: Arizona Fairs	2006 thru 2009

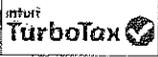
Track Steward: Rillito Downs

2012 and 2014

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CenturyLink Customer
To: Pat White

JIM COLLINS

4/14/14
Today at 8:22 AM

Hi Pat. Up in Farmington and I read your message. Been the track announcer for 12 years, racing secretary for 4 years... in some capacity at Rillito for 24 years. Racing secretary on the AZ county fairs for 3 years... racing secretary at SunRay Park in Farmington for 5 years and the Downs in Albuquerque for 6 years....

Thx, Jim

6.

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Today at 8:28 AM

Joseph Riesgo
 To: pawhite10@yahoo.com

Pat

Do you need more information than this?

Joseph J. Riesgo
 Assistant Project Manager

CORE Construction, Inc.
 520-790-7390 | joseph.riesgo@COREconstruction.com

From: Joseph Riesgo
Sent: Saturday, March 08, 2014 9:21 AM
To: jrqracing@hotmail.com
Cc: pawhite10@yahoo.com
Subject: Fwd: Booker Keeper - Accounting Background

Pat

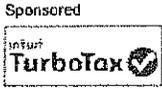
Here is some background information:

In my regular daily job, I perform accounting (credits & debits), projections, and weekly & monthly cost reports for our projects. CORE is a construction manager that manages a wide variety of work from new to renovation construction. Project costs vary from low thousands to millions of dollars. For example, I am working on a little 10K job and I just finished an 800k and 3 million job. Along with my work experience, I have an MBA (2013 U of Phx) and a BS in Animal Science from the UA Race Track program (2008). I have been working for Susan now for three years and I understand the software we use. Let me know if you need more information.

Joseph J. Riesgo
 Assistant Project Manager

CORE Construction, Inc.
 2897 Westina Road, Tucson, Arizona 85741
 P: 520-790-5413 | F: 520-790-0347 | D: 520-770-5207 | C: 520-491-1950
 E: joseph.riesgo@COREconstruct.com
 W: www.COREconstruction.com

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Free credit score
& \$1 report
from the
Trusted Source.

Bill Matthews

Today at 1:48 PM

To: Pat White: rillitorunner@aol.com

William Matthews, Assistant Manager, Director of Racing, at Rillito Race Track for several years to date.
Born 11-18-1943 in Yail AZ. Graduated Pueblo High School 1961. Served an eight thousand hour apprenticeship in the
Boilermaker trade and was honored as outstanding apprentice in the state of Arizona in 1969. Managed many large construction
projects for M. M. Sundt, Ashton Inc, Bechtel Corp. and others until starting my own business in 1985 called Bonita Steel Builders Inc.
a business I started in my back yard and grew into a multimillion dollar a year business with as many as 75 full time employees. I hold
three contractors licenses in the state of Arizona and manage other businesses I started such as William Matthews Family Trust,
Matthews Investment Group F.F.C., William and Janet Matthews enterprises, Elgin Ranch LLC, Matthews Enterprises LLC, I also
manage a Thoroughbred horse breeding business the largest breeder in Pima county. I am also a managing member in Winchester
partnership. All of these businesses are successful and are still functioning.

I have been very active in the race horse business in Az for over 40 years. I am a life time member in the A Q H A, life time
member of A Q R A, life member in Santa Cruz county Fair and Racing Asc. Board of directors AZ thoroughbred breeders Asca 501 c 5
nonprofit, board of directors of Pima County Horsemen Asc a 501c3 nonprofit asc, a member in the Colorado Breeders Asc, I was
president of Historic Rillito Racetrack Inc. the group that got the Rillito Historic District on the National Registry of Historic Places, this
took over three years and many thousand dollars to accomplish but well worth the effort. I have spent a lot of time and money trying
to keep the track from destruction. Anyone who thinks that it should be destroyed should go to the American Quarter Horse Museum
and see how many times Tucson and Rillito are showcased in the museum as to their contribution to the history of the American
Quarter Horse racing industry. It will bring a tear to your eye to see and hear how much influence this track has had on the racehorse
industry around the world. Why anybody would want to destroy this is beyond me, but there are those that are short sighted and only
look at today.

I hold racing licenses in eight states, Arizona, California, New Mexico, Colorado, Iowa, Minnesota, Illinois, Kentucky, and I hold a
"OFFICIALS" license in Arizona. I have been very instrumental in keeping the track going for several years helping Pat White and Patty
Shirley in there endeavor to keep the track running in spite of all of the opposing influences that we encountered over the years. Each
year there seems to be a new hurdle to overcome, but WE WILL OVERCOME.
There are those who think they can change the dynamics of racing at Rillito but little do they know about the racing industry, they
might even try to convince you that you can put on meet without ample parking, they are the ones who have failed at their attempts at
the free enterprise system.

I appreciate the opportunity to submit this proposal and hope you will consider our past history in your decision.

Sincerely, William Matthews

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World's Best Cat Litter
Get Away from Clay Cat Litters!

Phillip
To: Pat White

Tuesday at 5:45 PM

Phillip Molinar
 4745 N. Paseo De Los Rancheros
 Tucson, AZ 85745
 (520)548-7408
mehu13@aol.com

Objective:

To optimally use my skills and experience to benefit mutual growth.

Education

Certificate of completion of Phlebotomy Technician, 2003
 Pima Medical Institute, Tucson, AZ
 Pima Community College, computer science, and optic technologies
 High School diploma, 2001
 Catalina High Magnet School, Tucson, AZ

Work Experience

Tucson Greyhound Park:

2601 S. 3rd Ave. Tucson, AZ 85713 (520)884-7576
 January 2012- to Present

Position: Mutuel Clerk/ Assistant Mutuel Manager
 Assisted Mutuel Manager in running of Mutuels Department and enforced all pari-mutuel rules of the commission. Performed wagering audits and filling statistical data. Acted as liaison between Tucson Greyhound Park, Am-Tote and Arizona Department of Racing. Calculated handles, deposits and time sheets.

Rillito Park

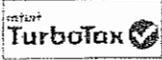
4502 N 1st Ave Tucson, AZ 85718
 2014 meet, February 8th - to March 30th (520)877-6120

Position: Mutuel Manager
 Responsible for overall operation of Para-Mutuel department, correctness of pay-off prices and maintain records of all wagers. Provided information regarding betting patterns to the commission, or it's designee(s). Supervised all association employees who work in the Pari-Mutuel department, and enforcement of the Arizona Department of Racings rules and statutes relating to Pari-Mutuel Department.



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Lee Peterson
 To: pawhite10@yahoo.com

Apr 13 at 7:55 PM

Resume
 Lee Peterson
 3540 W. Fallen Leaf Ln.
 Glendale, Az 85310
 Age 47 D.O.B. 8.10.1966

- Oct 1985-Nov 1985... Valet & Asst Starter - Sun Downs, Kennewick, Washington
- March 1986- Apr 1986... Valet & Asst Starter - Sun Downs, Kennewick, Washington
- June 1986-Oct 1986... Asst Starter- Suffolk Meadows, Long Island, NY
- June 1987-Nov 1987... Asst Starter- Bluegrass Downs, Paducah, Ky
- Nov 1987-Mar 1988... Valet & Asst Starter- Rillito Pk, Tucson, Az
- June 1988-Oct 1988... Asst Starter- Bluegrass Downs, Paducah, Ky
- Nov 1988-May 1988... Valet & Asst Starter- Rillito Pk, Tucson, Az
- Nov 1989-May 1990... Clocker & Clerk Of Scales, Rillito Pk, Tucson, Az
- May 1990-Aug 1990... Stall Supt, Entry Clerk, Clerk Of Scales, San Juan Downs, Farmington, Nm
- May 1991-Sept 1991... Valet & Asst Starter, Prescott Downs, Prescott, Az
- May 1992-Sept 1992... Valet & Asst Starter, Prescott Downs, Prescott, Az
- May 1990-Mar 1996... Chief Assi Starter, Turf Paradise, Phoenix, Az
- Mar 1996-May 2011... Concrete Foreman, K. W. Pre-Cast, Phoenix, Az
- May 1993-Sept 2000... Starter & Paddock Judge, Prescott Downs, Prescott, Az
- May 2001-Sept 2010... Starter & Paddock Judge, Yuvapai Downs, Prescott Valley, Az
- Sept 2001-Oct 2001... Starter, The Downs At Albuquerque, Albuquerque, Nm
- May 2011-July 2013... Truck Driver, N.R.G. Transport, Phoenix, AZ
- 1996- Present... Starter, Az County Fair Circuit, Az
- 1997- Present... Starter, Rillito, Pk, Tucson, Az
- 1988- Present... Tattooer, A.O.H.A, Amarillo, Tx
- 1992- Present... Tattooer, T.R.P.B, Elkton, Md
- July 2013- Present... Island Life Pools & Spas, Phoenix, Az



Lisa Pina

Objective

To gain employment with a company where there is advancement opportunities.

Experience

1992 – Current Amphitheater Public School Tucson, AZ.
Amphitheater Public Schools /Canyon Del Oro High School

Security Specialist/Director of Security

- Oversee the security and safety of faculty, students and the public.
- Scheduling and training of security officers and monitor.
- Patrols campus ground and buildings.
- Responds to emergencies and disseminate staff accordingly.
- Remain alert and maintain order and discipline if needed.
- Report use of illegal substances to appropriate administrator.
- Attend training on a variety of security issues and relay information back to subordinates.
- Record keeping
- Work closely and share information with teachers, counselors and administrators.
- Conducts preliminary investigations and obtain witness statements.
- Investigates various types of occurrences including thefts, burglaries and vandalism. Prepares detailed reports to school administrator as well as local police officials, if necessary.
- Performs related duties as required.

1999–2001 Pima County Adult Probation Tucson, AZ.
Intensive Probation Department

Surveillance Officer

- Supervised adult and juvenile offenders sentenced to intensive probation by the court system.
- Home, community service and employment visits.
- Checked progress at treatment centers of the probationiers
- Weekly scheduling
- Record keeping of educational, treatment, work, and community service and drug test results.
- Random drug testing to include breathalyzer and urine analysis
- Conducted searches of home and of their person.

Attended annual training of a 16 hour minimum.

**Seasonal
Employment**

1992- Current AZ. Department of Racing – Rillito Park

Director of Security

- Ensure the safety of the staff and public
 - Scheduling of security staff
 - Incident reports, daily logs
 - Attend hearings held by Arizona Racing Commission
 - Secure area for AT System picking up daily income
- 2005-currnet Community Extension Programs- Summer School

Security Officer

- Oversee the security and safety of faculty, students and the public.
- Patrols campus ground and buildings.
- Responds to emergencies and disseminate staff accordingly.
- Remain alert and maintain order and discipline if needed.
- Report use of illegal substances to appropriate administrator.
- Record keeping
- Work closely and share information with teachers, counselors and administrators.
- Conducts preliminary investigations and obtain witness statements.
- Investigates various types of occurrences including thefts, burglaries and vandalism. Prepares detailed reports to school administrator as well as local police officials, if necessary.

Performs related duties as required.

2006. Arizona Heat-Professional Softball Summers

Director of Security

Ensure the safety of the staff and public

- Supervising and scheduling of security staff
- Scheduling of security staff
- Incident reports, daily logs
 - Worked closely and shared information with Tucson Police Department

2001-2002 Pass Alternative High School

Instructional Specialist/Security

- Tutored students, grading for teachers
- Taught criminology and self-defense classes
- Clerical work i.e. Answer phones, filing
- Scheduled and practiced fire drills
- Secured the facility daily.

2008 City of Tucson Parks and Recreation

Recreation Leader

- Set up games and activities for kids
- Develop recreation and sports organization
- Develop and maintained recreation and sports programs
- Evaluation of youth participants

Education

1985-1989 Northern Arizona University Flagstaff, AZ
B.S., Criminal Justice with emphasis in law enforcement and corrections.
Softball, tennis, camping, family oriented activities.

Interests

Training &

Awards

1998 Safety Award presented by Forest Service 2000 Educational Award for GED program through Probation Department 1999 - 2001 Recognized as top probation team
Self Defense instructor for Probation Department
Cognitive Skills Training Weapons Training

Susan Z. Rich

16900 W. Peccary Lane • Marana, AZ 85653

Cell- (520) 331-4593

Professional Experience

Rillito Park – Arizona

Racing Secretary (2011 – 2014)

- Developed the Condition Book
- Review Entries and Set Race Card
- Conduct Draws
- Produce the Overnight
- Edited and Produced the Program
- Experienced with using the Incompass System
- Review Stall Applications and Assign Stalls
- Records Management

Horseman's Book Keeper/Racing Office (2008 – 2010)

- Manage the Accounts of the Owners and Jockeys within the Incompass System
- Issue all Checks, Receive Money and make Daily Deposits
- Entry Clerk

Office Manager (2006 – 2007)

- Computer data entry, Managed a multiple line phone system, Front line customer service

Arapahoe Park – Colorado

Horseman's Bookkeeper (2010 and 2011 race meets)

- Manage the account of the Owners and Jockeys within the Incompass System
- Issue all check, receive money and make daily deposits
- Post Race Results

Arizona County Fairs - Arizona

Horseman's Book Keeper/Racing Office (2008 – 2009)

- Entry Clerk
- Entered Horse Papers into Incompass System
- Records Management
- Assisted the Racing Secretary with Stacking Races and Checking Eligibility
- Computer Data Entry

Pima County Finance Department - Arizona

Accounting Operations Manager (1993 – 2004)

Accounting Operations Supervisor (1984 – 1993)

Principle Accountant (1979 – 1984)

Accounting Technician (1972 – 1979)

- Supervised 60 Staff
- Managed Daily Operation of Front Desk Staff
- Hired, Evaluated and Trained Administrative/Accounting Office Staff
- Administered a Bi-Weekly 8,000 Employee Payroll System

- Managed Accounts Payable and Accounts Receivable
- Developed Departmental Policies and Procedures
- Responsible for Management of Department Budget
- Managed Department Budget

14.

- RESUME OF PATRICIA (PATTI) K. SHIRLEY-

I was born in Bellingham, Washington, on September 1, 1945. My Mother died when I was 17 days old, and my early days were spent in the care of my maternal Grandmother. When I was 1½ years old, my father and his parents moved to Chandler, Arizona, and my paternal Grandmother became my primary caregiver. I graduated from Chandler High School in 1963 and started attending Arizona State University on an academic scholarship that same year. During spring break of my junior year, I married Boyd Darwin Mowery and abandoned my studies for one semester. I then returned to ASU and graduated with honors in 1968. While I was attending college, I worked for the law firm of Boettcher, Crowder & Schoolitz, and I continued to work for them during the summers after I began teaching high school English at Scottsdale High and later at Saguaro High in Scottsdale, Arizona.

In 1971 Darwin and I moved to Tucson, Arizona, where he trained greyhounds and I worked at the law firm of Johnson, Hays & Dowdall for attorney, Sidney Lex Felker. Darwin and I divorced in 1973. He returned to Chandler, Arizona, and I stayed in Tucson. We did not have any children.

On July 4, 1976, I married Dr. Dale E. Shirley who was 12 years my senior. He had three children when we married and didn't want any more so my animals were my kids. I managed Dale's dental practice until we sold it in 1991.

In 1977 we purchased land west of Tucson and began building a horse farm. We ended up with 280 acres and developed 60 acres. We built a 5 furlong oval racetrack, complete with rails on both sides and a four horse starting gate. Our first Thoroughbred, Princess Vistar, was born February 25, 1990, on our farm. On February 29, 1996, (leap year) I received my Arizona trainer's license and saddled my first winner, Luv To Fly, at Rillito Park in Tucson on March 10, 1996. In 1998 I received my New Mexico trainer's license. We maintained our farm and continued raising Thoroughbreds there, but I started training in New Mexico. At first I only trained our homebreds but later I acquired other owners as well. Dale kept the road hot between Arizona and New Mexico. On September 23, 2002, Dale passed away very unexpectedly following knee surgery. In the chaotic time that followed, I hired an assistant trainer and continued training in New Mexico on a reduced scale until 2011.

At the time of his death, my husband was a Permittee for the operation of Rillito Park Racetrack. In 2003 I took over his Permittee license and am still involved in the management of that racetrack.

My years at the racetrack showed me first hand the horrors that faced Thoroughbreds after they left the racetrack. In 2005 I made an announcement from the winner's circle at Sunland Park that I was opening a facility for retired racehorses, and Equine Encore Foundation was born. Our farm changed from a breeding and training facility to a retirement facility.

I have always been an animal lover and thoroughly believe in Mark Twain's quip, "If you pick up a starving dog and make him prosperous, he will never bite you, and that is the principal difference between a man and a dog."

RESUME FOR MARK D. WHITE

Born in Tucson Arizona, graduated from Canyon del Oro High School, and the University of Arizona. Received a Degree in Natural Resources and Watershed Management in 1974.

1969-1974

Heavy equipment operator for Quality Paving and Tanque Verde Construction Company.

1974-1979

Pima County Assistant Park Administrator of Tucson Mountain Park.

1979-2014

Trainer and breeder of mules and horses at M. White Stable, a boarding facility which has accommodated up to 100 head on a daily basis. Member of numerous horse organizations such as Southern Arizona Cutting Horse Assoc., National Cutting Horse Assoc., American Quarter Horse Assoc., Arabian Horse Assoc., SAILA, and others. Co-owner of M. White Stable.

1985-2014

Arizona CDL Drivers License

1989-2014

Licensed Arizona Real Estate Agent with Pepper-Viner Real Estate, Tucson, Arizona.

Licensed Arizona Hunting Guide.

2005-2014

Licensed Hunting Guide in Mexico and New Mexico.

2006-2014

Licensed Arizona Dual Building Contractor.

2006-2014

Rillito Park Race Track - Track Superintendent in charge of the track and all other racing facility maintenance and repairs.

2011-2014

Pima County Parkland's Foundation Board Member.

2012-2014

Licensed Alaska Hunting Guide.

RESUME FOR PATRICIA A. WHITE

Attended Tucson High School and the University of Arizona, after my family moved here from Prescott, Arizona.

1962-1965 Bookkeeper employed by Intermountain Aviation (Marana, Arizona) - AP, AR, PR, & cost accounting.

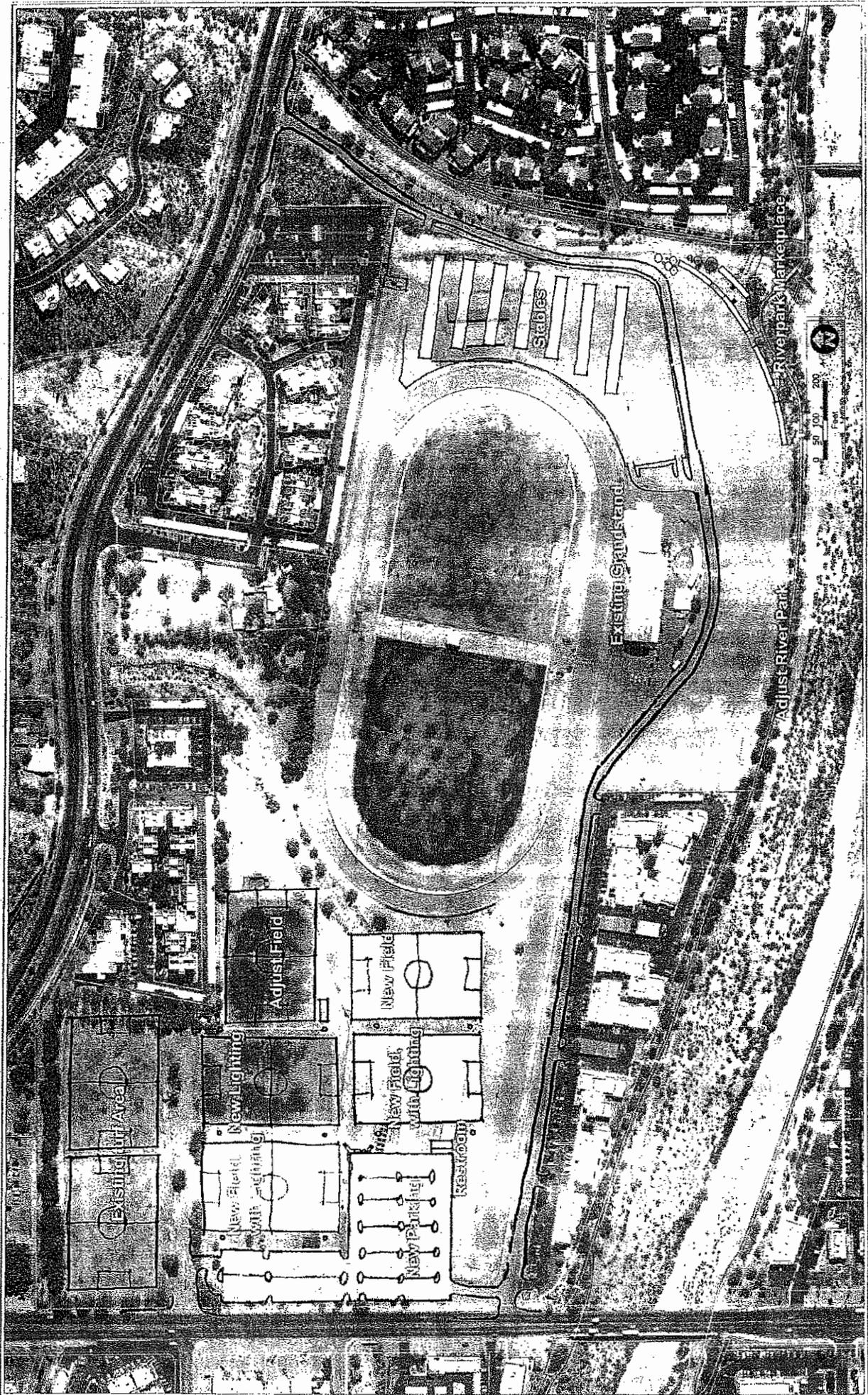
1965-1987 Bookkeeper employed by Hughes Aircraft Company – AP, AR, PR, & cost accounting.

1979-2014 Co-owner of M. White Stable, a boarding facility which accommodated up to 100 head on a daily basis. Also bred and raised Quarter Horses.

1987-1996 Assisted Howard King, Genl. Mgr., at Rillito Race Track. Handled all AP, AR, PR, banking, vendor & personnel coordination, etc.

1996-2002 Assisted Dale Shirley, Genl. Mgr., at Rillito Race Track. All office, clerical, bookkeeping, vendor & personnel coordination, etc.

2002-2014 Upon Dr. Shirley's death, I became General Manager.



January 2014

RILLITO REGIONAL PARK

March 14, 2014

Jaye H. Wells, Director
Rillito Park Foundation
The J. Rukin Jelks Stud Farm
1090 East River Road
Tucson, Arizona 85718

Dear Mr. Wells,

Thank you for your request to operate Rillito Park Race Track through an Operation's Agreement with Pima County for the non-exclusive operations and management of the Race Track for the purpose of conducting a horse racing meet.

In order for Pima County to evaluate your request, please answer the following questions located below and provide any information requested. The requested information is due by 4pm on Friday, April 19, 2014. We will inform you shortly thereafter if the Rillito Foundation will move forward in contract negotiations with Pima County's Economic Development and Tourism Department.

- 1) What are the proposed dates for the 2015 racing meet?
- 2) Please provide a statement as to why you believe that the Rillito Park Foundation is the best qualified entity to operate a horse racing race meet that is required to have an operating license from the Arizona Department of Racing prior to operating in Pima County. Please provide an organizational chart of the management team, their functions and individual qualifications. Include a list of the organizations Board of Directors as well and any pertinent qualifications.
- 3) Provide a financial business plan for the 2015 season that shows the following:
 - a. Projected number of racing days
 - b. Estimated attendance
 - c. Admission Rates
 - d. Projected Revenue (Show all primary sources, gate, food and beverage, etc.)
 - e. Estimated Expenses (Show all major areas, labor, cost of goods, etc.)
 - f. Proposed Capital Improvements you intend to make prior to racing to the Rillito Race Track facilities directly related to racing
 - g. Show sufficient capital resources available to open and operate the race meet.

Rillito Foundation
Page two

4) How do you plan on marketing the racing meet for the 2015 season?

I have attached a conceptual sketch of the Rillito Racetrack proposed modifications for your review. The County will make every attempt to coordinate construction to allow racing to commence during the dates as approved in the agreement. However, all parties involved will need to work closely to create a safe environment for all park users during the meet.

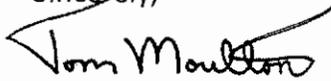
Send requested information to:

Tom Moulton

Pima County Economic Development and Tourism
33 North Stone Ave, Ste., 830
Tucson, AZ 85737

Thank you and feel free to contact me if you have any questions.

Sincerely,



Tom Moulton
Director
Economic Development and Tourism

c: Hank Atha, Pima County Deputy County Administrator
Nannette Slusser, Assistant Deputy County Administrator



OPERATION AGREEMENT PROPOSAL
for the
RILLITO RACE TRACK

Submitted to: Pima County Economic Development and Tourism Department

Submitted by: Rillito Park Foundation

April 18th, 2014

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BOARD OF DIRECTORS

JOE CASTILLO

FRANK. B. DEFAZIO,
Treasurer

KAISSA GURVINE

WALTER ROGERS,
Vice-President

RICK SCHANTZ

MANISH SHAH

RUSSELL TRUE,
Secretary

CHANDLER WARDEN

MICHAEL WEISS

JAYE H. WELLS,
President

April 18th, 2014

Mr. Tom Moulton
Director of Economic Development and Tourism
Pima County
33 N. Stone Ave., Suite 830
Tucson, Arizona 85701

RE: Rillito Park Foundation Proposal

Dear Tom:

The following is an outline of our proposal to operate horse racing at Rillito Downs. The concept proposal consists of marketing and improvements to the fan experience, as well as a detailed proforma income statement.

We believe we have answered your questions as accurately as possible, and are prepared to clarify any response

As you know, our plans address all aspects of Rillito Park, including the proposed farmers' market site, improvements to the soccer fields and facilities, and our ongoing renovations to the J. Rukin Jelks Stud Farm. However, we would like to focus on operations of Rillito Downs at this time. To that order, we created Rillito Racing, Inc., an Arizona non-profit as our racing operations arm. While some RPF Board members have roles on this new Board, additional board seats allow us to expand the board to harness the amazing local horse racing talent in southern Arizona.

Please contact me if you have any questions or need clarification on our proposal. On behalf of the Board, our industry partners and the growing base of fan supporters, I thank you for your consideration.

Best,

Jaye Wells, President

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How to Make a HARDTWIST

- 2) Please provide a statement as to why you believe that the Rillito Park Foundation is the best qualified entity to operate a horse racing race meet that is required to have an operating license from the Arizona Department of Racing prior to operating in Pima County. Please provide an organizational chart of the management team, their functions and individual qualifications. Include a list of the organizations Board of Directors as well and any pertinent qualifications.**

The Rillito Park Foundation (RFP) is the best qualified entity to operate horse racing at Rillito. We bring a fresh and professional team operating in a concerted effort to revitalize racing. Our broader concept of the Park brings attention to Rillito by building a broader constituency who hold a public interest in the park and its various offerings. In order to focus on all aspects of racing and associated activities, we developed Rillito Racing, Inc., an Arizona non-profit corporation, to assist with Park management racing operations. This approach will enable our team to coordinate racing and marketing operations and foster access to expertise from members on Rillito Park Foundation's board of directors, as well as board members who sit on Rillito Racing's own board. Each participating member will lend their specific expertise and talents to running the racing operation.

Our strategy is to:

- Bring common business operation controls to the existing format to capture previously lost revenue, establish accountability standards, and operate in accordance with state and federal transparency regulations.
- Expand the scope of marketing to include local, regional, and cross-border media, as well as intensive social media efforts.
- Expand and enhance the attendee experience by adding and improving spectator offerings ranging from expanded concessions in food and beverage, to providing educational information for spectators unfamiliar with pari-mutuel wagering, as well as engaging the spectator in race day associated activities designed to incorporate the spectator in the viewing experience (i.e., featured beverages bearing the names of horse race associated people, places and things).
- Highlight the history of Rillito through dissemination of public service announcements and print material distributed to electronic and mass media outlets. Outreach efforts will be coordinated with local history organizations and educational institutions to provide optimum exposure to spectators and the general public about Rillito's vast history.

- 2) Please provide a statement as to why you believe that the Rillito Park Foundation is the best qualified entity to operate a horse racing race meet that is required to have an operating license from the Arizona Department of Racing prior to operating in Pima County. Please provide an organizational chart of the management team, their functions and individual qualifications. Include a list of the organizations Board of Directors as well and any pertinent qualifications.**

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- Improve track conditions for the horsemen, jockeys, horses, and racing supporters by maintaining the racing surface to consistently be in optimum shape, to building purses to attract better horses, while promoting a positive image for Rillito within the local community, as well as on the state and national racing circuits.
- Develop and implement phased restoration of the facility in concert with Rillito partners and government operations.
- And most importantly, bring in professional expertise from the racing industry to oversee operations, including alumni from the University of Arizona Race Track Industry Management Program, and national racing subject matter experts (i.e., track conditions, track surfacing, etc.).

Our Preliminary Management Structure:

- Rillito Park Foundation Board of Directors
- Rillito Racing Board of Directors
- General Manager – Michael Weiss
- Pari-mutual Manager – Tim Kelly
- Clubhouse Manager – Frank DeFazio
- Hospitality Manager – Cass Dewey
- Food & Beverage Manager – Russell True
- Track Manager – to be determined by the southern Arizona Horse Racing Board in collaboration with the Board of Rillito Racing.

In addition to our operation staff, the Rillito Park Foundation welcomes cooperative internships and projects with the University of Arizona Race Track Industry Program



Board of Directors of Rillito Park Foundation, an Arizona non-profit (as of 4.17.14) –

Joe Castillo, Ex-Officio – Mr. Castillo, an officer of the Southern Arizona Horse Racing Association, has been a horse race owner, trainer and breeder for over twenty years. A long time resident of Tucson, Castillo served as a teacher and school administrator at Pueblo High School in Tucson, Arizona.

Frank DeFazio, Director, Treasurer– Mr. DeFazio is a retired businessman, former overseas staff member of the United States Defense Department and racetrack manager in Florida and Arizona. He is a member of Historic Rillito Racetrack, the nonprofit that led the way for listing the Rillito Historic District on the National Register.

Kaissa Gurvine, Director – Ms. Gurvine is President/CEO of Tucson Adult Soccer League. She is a past commissioner of the American Youth Soccer organization, a board member of the Tucson Women's Soccer League, and was lead working with Pima County Parks and Recreation on the installation of new soccer fields at Arthur Pack Regional Park.

Walt Rogers, Director, Vice-President – A recognized landscape architect in Tucson., Mr. Rogers was on the University of Arizona faculty and is a founding board member of the Tucson Parks Foundation. He served on the Tucson Community Development Advisory Committee. He has been involved with planning for Rillito Park since the mid-nineties.

Rick Schantz, Director – Mr. Schantz is a co-founder, Head Coach, and managing member of FC Tucson, Tucson's professional soccer club, and hosts to Major League Soccer spring training. He serves as Director of Programs for the Ft. Lowell Soccer Club and assists with operations for the Tucson Associations of Realtors Shootout.

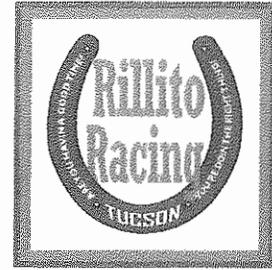
Manish Shah, Director – Mr. Shah is the owner and operator of the Maya Tea Company. He serves as Co Executive Director of Heirloom Farmers Markets, with Tucson markets at St. Philip's Plaza and Jesse Owens Park, and Steam Pump Ranch in Oro Valley. He sits on the editorial board of Fresh Cup Magazine.

Russell True, Director, Secretary – The True family has owned the White Stallion Guest Ranch in Tucson since 1965. Russell is former two-time president of the Dude Ranchers' Association, former president of the Green Fields Country Day School Board of Trustees, and is a current board member of Visit Tucson - the Metropolitan Tucson Convention and Visitors Bureau.

Chandler Warden, Director – Vice President of the Bert M. Martin Foundation., Mr. Warden is a trustee of the Arizona-Sonora Desert Museum. Voted Outstanding Philanthropist of the Year for 2013 by the Arizona Association of Fundraising Professionals, he was instrumental in funding projects such as the Skin Cancer Institute of the University of Arizona, the Warden Aquarium at the Desert Museum, and the Tucson Rodeo Parade Museum.

Michael Weiss, Ex Officio, Liaison to the Racing Industry – Mr. Weiss is a president of Weiss Ideas, a consulting firm to the horse racing industry. From 1996 to 2010, Michael served as GM for Beulah Park Race Track in Grove City, Ohio. He is a former Board member of Equibase and the Thoroughbred Racing Association. In 2006, the University of Arizona awarded Michael the John Goodman Alumni Award for outstanding contribution to the racing industry.

Jaye Wells, Director, President – Mr. Wells is a designer and developer whose portfolio includes historic preservation projects and museum work, as well as apparel design and manufacturing. He is a former Trustee and Treasurer of Green Fields Country Day School. He is also President of the Board of Heirloom Farmers' Market, Inc. a local nonprofit.



Board of Directors of Rillito Racing, an Arizona non-profit and key personnel (as of 4.17.14)

Joe Castillo – See above RPF Board Profile

Frank DeFazio – See above RPF Board Profile

Cass Dewey – Ms. Dewey has served as Hospitality Manager at Rillito for the past six years. She has also for the past 16 years served as VIP coordinator at Del Mar for horse shows.

JoAnn DiFilippo – Dr. di Filippo, PhD, is Director of the Institute for Community and Social Development, and Director of the Southern Arizona Horse Racing Association, and has been a consultant to educational institutions, government operations, and tribal nations for over 18 years. di Filippo is responsible for acquiring over \$42 mil in federally sponsored grant programs for clients in Southern Arizona.

Tim Kelly – Mr. Kelly has served in various capacities at Rillito for more than 40 years ranging from Pari-mutual manager to serving as PCHA president from 2004-2006. He is a well respected CPA in Tucson with a resume ranging from real estate broker to VP of the Arizona counties Racing Association.

Walter Rogers - See above RPF Board Profile

Russell True - See above RPF Board Profile

Michael Weiss - See above RPF Board Profile

Jaye Wells - See above RPF Board Profile

The Board of Directors of Rillito Racing has plans to expand should RR be awarded the operational agreement from Pima County



Board of Directors of Rillito Racing, an Arizona non-profit and key personnel (as of 4.17.14)

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The Board of Directors of Rillito Racing has plans to expand should RR be awarded the operational agreement from Pima County

MICHAEL A. WEISS

MEMO

DATE: March 22nd, 2014
TO: Jaye Wells
FROM: Michael Weiss

Jaye,

First I want to thank you for a very wonderful and interesting weekend. I truly enjoyed spending time with you and the board of directors of your foundation. I sent Russell a separate note thanking him as the accommodations at the ranch was truly a memory.

I have to say I am very impressed by your board. It is a great feeling to find such a nice and passionate group of individuals who truly have a vision for Rillito Park.

Rillito Park, with the support of these individuals, can truly become a special place for Pima County. I (personally) loved both days at the races - the crowd was amazing! Normally one would think that kind of enthusiasm is reserved for the Keenelands or Saratogas! I have traveled the world and visited tracks, I can honestly say that not too many matched the energy and excitement that was in that old grandstand those days!

So, in short, i am excited to move forward on this project. I believe the track has potential to be become a centerpiece for the area. I can feel "your vision " with racing, soccer, farmers market, and just making Rillito a beautiful destination. Also, the potential for expanding the OTB revenue is truly there.

I have spoken with Douglas Reed at the University of Arizona. He is extremely interested in working with us. Together we can build something special, and use the track as working project for the students in the Racetrack Management Program at the U of A.

Lets follow up soon,
Have a great week !

Mike Weiss





Fwd: Rillito

Michael A. Weiss <mikeweiss13@yahoo.com>

To: Jaye Wells <jwells@rillitoparkfoundation.org>, Frank DE FAZIO <bruno24@me.com>

From: "Doug Reed" <dreed@ag.arizona.edu>

Subject: Rillito

Date:

"Michael A. Weiss" < >

Mike:

Thanks for taking the time with me last week and sharing your thoughts

Your idea of working with the University of Arizona Race Track Industry Program (RTIP) is very interesting and I am sure we can make a number of

I agree it would be a great idea to have the RTIP and students involved.

There could be a number of ways to make the racing operation there a "working lab" for the students and curriculum here. Classes like the

take the theory of the class and apply it to the real world application by

If things progress please keep me informed and when you think it is appropriate we could discuss the ideas further.

Thanks again for the visit and sharing your thoughts,

Doug

F. Douglas Reed

Director

University of Arizona Race Track Industry Program

E-mail: dreed@ag.arizona.edu

Web site: www.ua-rtip.org

Phone:

Fax:

Skype: douglas.reed27

"The opinions or statements expressed herein are my own and should not be

MICHAEL A. WEISS

Michael A. Weiss is President and CEO of Weiss Ideas LLC, which was established to provide professional services for business ventures including, but not limited to, racing, entertainment, business consulting, promotions, and management.

Michael has diligently served the racing industry over the past couple decades. After working in many capacities at various racing venues, he saw his visions fulfilled by taking a small thoroughbred track and making it one of the most recognized in the country. In 1987, Michael was appointed as the **Director of Racing** at Beulah Park Race Track in Grove City, Ohio. From September 1996 to September 2010, Michael served as **Executive Vice President and General Manager**, overseeing the entire operation. **He became nationally recognized as one of the industry's most innovative marketing and promotions coordinators.** His marketing innovations include creating the Beulah Twins, the Fortune Six bet (now the Gulfstream Rainbow 6), and optimizing relationships within the industry to increase export by over 200%.

Michael also succeeded in making Beulah Park a destination and **entertainment facility, bringing in hundreds of thousands of people** during its "dark days" on the annual calendar. He secured and managed the contract negotiations and sponsorships for all events, such as the AMA Professional Motorcycle Races, the world's largest mud volleyball tournament, as well as procuring Grove City's Blast at Beulah (July 4th), Balloons and Tunes (Hot-Air Balloon Festival), concerts, and many more. His demonstrated skill in handling the advertising, publicity and community relationships..

Upon its creation in 2001, Michael became the **Executive Vice President and General Manager** of AmericaTab. He **oversaw complete operations** of this ADW (Advance Deposit Wagering) company. He handled all contract negotiations with other tracks, betting facilities and Inter and Intra-state regulatory bodies. His knowledge and association with racing industry officials all over the world provided him with the ability to become the driving force in making AmericaTab one of the largest telephone and internet account wagering businesses in the world, growing from **\$3.5 million in 2001 to over a Quarter Billion Dollars in 2007.** In June of 2007, AmericaTab was purchased by Churchill Downs and is now under the Twinspires.com brand.

While working at Beulah Park, Michael was also the **Director of Racing** at the new Birmingham Race Course from 1991 until 1993. He was involved in the re-opening and re-development of the thoroughbred and quarter horse program. Prior racing official experience includes positions at Thistledown Racetrack, Hialeah Park, Gulfstream Park, and Monmouth Park in capacities such as Assistant Starter, Horse Identifier, Clocker, Placing Judge, Paddock Judge and Stable Superintendent.

Recent ventures include working with the North Dakota Racing Commission as manager of the North Dakota Horse Park. In 2012 Live racing returned after a long absence and Mike is instrumental in the reopening of a very successful live race meet.

Since 2011 - two years of working with Avatar Ventures (darkhorsebet.com) they have seen account wagering growth from approx. 20 to 80 million dollars in handle a year.

Racetrack Television Network uses Mike on new business development projects.

Additional Accomplishments:

- In 1991, Michael was the first Director of Racing in the nation to use Equibase Past Performances and was one of the first to use the 7&7 program, where two tracks work together to form one race program.
- Michael worked to acquire and develop the NHC Qualify on-line version of the daily racing form - NTRA handicapping challenge for Beulah Park to host.
- Representing the mid-west racetracks, he was appointed to the **Equibase Board of Directors** in 2001 and continued in that capacity for **10 years** and upon leaving was given an **award of merit**. During his tenure, he represented Beulah Park on the **Board of the TRA** (thoroughbred racing association).
- **In December 2006, the University of Arizona awarded Michael the John Goodman Alumni Award for outstanding contribution to the racing industry.**
- 2007- 2010 Michael was **President of the Southern Co-Op**, heading a group of 20 racetracks that work together in a buying cooperative.
- Michael served as a **regular speaker**, not only at the **Joe Hirsch Speaker Series**, but also at many racing industry meetings, including the **TRA Simulcast Conference**, and the **University of Arizona - Symposium on Racing**.

His key strengths include strong industry knowledge, a strong industry reputation and he is known for fair dealings -- both with horsemen and regulators.

Current projects include consulting with Avatar Ventures LLC, an advanced deposit wagering company, and working on new business development for Roberts Communications Network.

References Provided Upon Request

Since 2011 - two years of working with Avatar Ventures (darkhorsebet.com) they have seen account wagering growth from approx. 20 to 80 million dollars in handle a year.

Racetrack Television Network uses Mike on new business development projects.

Additional Accomplishments:

- In 1991, Michael was the first Director of Racing in the nation to use Equibase Past Performances and was one of the first to use the 7&7 program, where two tracks work together to form one race program.
- Michael worked to acquire and develop the NHC Qualify on-line version of the daily racing form - NTRA handicapping challenge for Beulah Park to host.
- Representing the mid-west racetracks, he was appointed to the **Equibase Board of Directors** in 2001 and continued in that capacity for **10 years** and upon leaving was given an **award of merit**. During his tenure, he represented Beulah Park on the **Board of the TRA** (thoroughbred racing association).
- **In December 2006, the University of Arizona awarded Michael the John Goodman Alumni Award for outstanding contribution to the racing industry.**
- 2007- 2010 Michael was **President of the Southern Co-Op**, heading a group of 20 racetracks that work together in a buying cooperative.
- Michael served as a **regular speaker**, not only at the **Joe Hirsch Speaker Series**, but also at many racing industry meetings, including the **TRA Simulcast Conference, and the University of Arizona - Symposium on Racing.**

His key strengths include strong industry knowledge, a strong industry reputation and he is known for fair dealings -- both with horsemen and regulators.

Current projects include consulting with Avatar Ventures LLC, an advanced deposit wagering company, and working on new business development for Roberts Communications Network.

References Provided Upon Request



April 10, 2014

Jaye H. Wells, Director
Rillito Park Foundation
The J. Rukin Jelks Stud Farm
1090 East River Road
Tucson, AZ 85718

Dear Mr. Wells:

The Southern Arizona Horse Racing Association (SAHRA) is pleased to provide this letter of support to the Rillito Park Foundation (RPF) to secure an Operational Agreement from Pima County to operate the Rillito Regional Park (RRP). Horse racing is a vital community engagement program currently operated at Rillito Race Track, and located within the grounds of the Rillito Regional Park. As horse racing professionals and industry supporters, we have a vested interest to ensure horse racing operations are conducted in a professional, safe and collaborative environment.

As part of our commitment to support RPF's efforts in operating the Rillito Regional Park, we pledge our willingness to assist the foundation's efforts not only in horse racing programs, but also in future community engagement programs and activities that will be offered. It is our desire to protect the sport of horse racing and ensure its continued existence for many years to come, and for people of all cultures and ages to experience this exciting sport activity!

SAHRA members maintain a vested interest in horse racing at the Rillito Regional Park. Specifically, we want to ensure the safety of our jockeys and horses, horse owners and their families, the track staff and officials, and the people who come to watch us compete—they are the heart and soul of our sport and businesses which have operated for over fifty years to bring horse racing to Southern Arizona. We are vital contributors to the community sharing a well documented history and legacy to the region—making Tucson, Pima County, Southern Arizona, and the state of Arizona known throughout the world!

Working together, we look forward to collaborating on developing quality community programs and support the foundation's efforts to transform the Rillito Regional Park as a venue that can be enjoyed by everyone!

Sincerely,

Southern Arizona Horse Racing Association Members

4255 S. Canusa Place Tucson, AZ 85735 (520) 982-4065

SAHRA Members:

NAME	CONTACT INFORMATION
PINEDO BROS. RACING	HMPINEDO@hotmail.com
Theresa	theradec@yahoo.com
Bob	ace-a-heart@yahoo.com
Tom	tomitee@mindspring.com
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Carlos Amador	WILLIEARANDA@YAHOO.COM
Concepcion Aranda	520 661 4858
Guillermo Aranda	520 578 11237
Justi Aranda	520-904-8584
JOE ARANDA	520 312 0625
Jean Aranda	520 380 1934
FRANCISCO ARANDA	575-491-4284
John	520-310-4160
Jesus F Ortega	520-401-2546
Morena Elizalde	
Kristen & Calmen	

David Mora
 Joe Ortega
 Nancy Blatch

3) Provide a financial business plan for the 2015 season that shows the following:

a. Projected number of racing days –

We will propose to the Arizona Department of Racing twenty (20) live race days for the **Rillito Spring Meet**, and 4 live race days for the **Fall Pima County Fair Racing Meet**.

See Racing Calendar included in this proposal.

b. Estimated attendance -

Our proforma is based on 5,000 paid attendees per live race day. The crowds at Rillito are amazing, but statistics show that only approximately 45% of attendees pay admission. We believe that the crowds can be increased and maintained by:

- Reduction in general admission to \$2.00 – collected from 85% of attendees
- Increased pre-season and ongoing marketing efforts
- Reaching out to the community through charities and demographic specific days.
- Added attractions such as concerts and festivals
- Accessing the infield between races on race days

c. Admission Rates:

GENERAL ADMISSION –

Free General Admission – Free General Admission will be offered to children under the age of twelve, Military Personnel, and Arizona Department of Racing License holders.

\$2.00 Daily General Admission – A two-dollar admission is more in line with tracks nationwide. General Admission gains access to the first floor of the Grandstand, the spectator area surrounding the Grandstand, and access to the infield.

\$30.00 General Admission Season Pass – A season pass offers a 25% discount for the 20-race day season.

GRANDSTAND ADMISSION –

\$5.00 Grandstand Seating – In addition to covering the access gained by General Admission, a Grandstand Seating ticket gains access to Grandstand Open Seating.

\$75.00 Grandstand Seating Season Pass – A season pass offers a 25% discount for the 20-race day season.

\$80.00 Reserved Grandstand Seating* – includes one Grandstand Seating Pass.

\$475.00 Reserved Grandstand Window Boxes* – includes four Grandstand Seating Passes. No waiter service provided.

\$20.00 Daily Grandstand Window Boxes - Tables leased for a single race day do not include Grandstand Admission.

CLUBHOUSE ADMISSION -

\$10.00 Daily Clubhouse Admission Pass – Clubhouse Admission gains access to the Clubhouse, Finish-Line Grandstand area, and any non-reserved table seating.

\$150.00 Clubhouse Admission Season Pass – A season pass offers a 25% discount for the 20-race day season.

\$500.00 Reserved Clubhouse Patio Table* - Includes four Daily Clubhouse Admission Passes, one Preferred Parking Pass. Waiter service provided.

\$650.00 Reserved Clubhouse Table* \$700 if video monitor is provided. - Includes four Daily Clubhouse Admission Passes, one Preferred Parking Pass. Waiter service provided.

\$800.00 Reserved Clubhouse Window/Premium Table* \$850 if video monitor is provided. - Includes four Daily Clubhouse Admission Passes, one Preferred Parking Pass. Waiter service provided.

\$850.00 New Reserved Finish-Line Boxes* \$900 if video monitor is provided. - Includes six Daily Clubhouse Admission Passes, two Preferred Parking Passes. Waiter service provided.

\$25.00 Daily Clubhouse or Patio Table – Tables leased for a single race day do not include Clubhouse Admission or Parking Pass

\$40.00 Daily Clubhouse Window/Premium Table – Tables leased for a single race day do not include Clubhouse Admission or Parking Pass

\$40.00 Daily Finish-Line Boxes - Boxes leased for a single race day do not include Clubhouse Admission or Parking Pass.

*** Reserved Box, Table, and Seating Re-Sale Policy** – The Track policy will be that Reserved Box, Table, or Seat Holders will have the option of notifying Hospitality no later than the day before a given race day that they will not be utilizing their reserved box, table or seat for that race day. Upon notification, Track Hospitality will add their box, table, or seat into the daily rental inventory and offered at the daily rates posted above. 50% of the daily rental will be returned to the holder of the reserved box, seat or table and 50% retained by the Track.

This multi-tiered admissions and seating options are new features not previously offered at Rillito, and based on sampling statistics these programs are expected to generate substantial interest, advanced revenue, and increased attendance.

d. Projected Revenue (Show all primary sources, gate, food and beverage, etc.)

Proposed Revenue Enhancements include:

- Expanded number of Racing Days
- Tighter Gate Admission controls.
- Greater outreach education of the attendees as to the hows and whys of pari-mutuel wagering.
- Expanded offerings in concessions for food and beverage, as well as increased points of sale, and tighter inventory controls.
- Reintroduction of Simulcast wagering during the meet.
- Added entertainment opportunities including non-racing related events and festivals during the meet.

Please see Proforma Income Statement included with this proposal for a more detailed response.

e. Estimated Expenses (Show all major areas, labor, cost of goods, etc.)

Please see Proforma Income Statement included with this proposal for a more detailed response.

Rillito Park Foundation, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK						
Critical Numbers						
	Year 1	Year 2	Year 3	Year 4	Year 5	avg/gal
Number of Racing Days	24	28	40	40	40	1
Average Race Day Attendance @ 5000 Patrons Per Day	120,000	140,000	200,000	200,000	200,000	3,000
Race Day Handle @ \$100,000 Per Day	\$ 2,400,000	\$ 2,800,000	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ 20.00
Average Race Day Purse	\$ 43,168	\$ 44,586	\$ 44,150	\$ 44,150	\$ 44,150	
Annual Base Rent to Pima County	\$ 42,000	\$ 48,000	\$ 70,000	\$ 70,000	\$ 70,000	

	Year 1	Year 2	Year 3	Year 4	Year 5	avg/gal
Combined Department Revenue & Expense						
	24	28	40	40	40	1
Total All Department Revenue	\$ 3,106,800	\$ 3,788,780	\$ 5,320,700	\$ 5,320,700	\$ 5,320,700	\$ 26.80
Total All Department Expense	\$ 2,520,036	\$ 3,002,997	\$ 4,254,030	\$ 4,254,030	\$ 4,254,030	\$ 21.27
Net Profit (Loss) All Rillito Race Track Departments	\$ 586,764	\$ 785,783	\$ 1,066,670	\$ 1,066,670	\$ 1,066,670	\$ 5.53

Note: Before Facility Improvements or Debt Service

Rillito Park Foundation, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK SUMMARY BY DEPARTMENT INCOME STATEMENT						
	Year 1	Year 2	Year 3	Year 4	Year 5	avg/yr
Number of Racing Days	24	28	40	40	40	1
Average Race Day Attendance @ 5000 Patrons Per Day	120,000	140,000	200,000	200,000	200,000	5,000
Average Race Day Handle @ \$100,000 Per Day	\$ 2,400,000	\$ 2,800,000	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ 20.00
Department - 1 - Wagering & Racing Department						
Wagering & Racing Revenue						
Sub-Total Wagering Revenue	\$ 730,000	\$ 935,000	\$ 1,300,000	\$ 1,300,000	\$ 1,300,000	
Sub-Total Racing Purse Revenue	\$ 185,500	\$ 221,200	\$ 315,000	\$ 315,000	\$ 315,000	
Total Wagering & Racing Department Revenue	\$ 915,500	\$ 1,156,200	\$ 1,615,000	\$ 1,615,000	\$ 1,615,000	\$ 8.03
Wagering & Racing Expense						
Sub-Total Wagering Expense	\$ 114,240	\$ 133,250	\$ 190,400	\$ 190,400	\$ 190,400	
Sub-Total Horsemen's Purse Expense	\$ 1,034,800	\$ 1,248,700	\$ 1,766,000	\$ 1,766,000	\$ 1,766,000	
Sub-Total Racing Expense	\$ 149,400	\$ 174,300	\$ 249,000	\$ 249,000	\$ 249,000	
Total Wagering & Racing Expense	\$ 1,298,240	\$ 1,556,250	\$ 2,205,400	\$ 2,205,400	\$ 2,205,400	\$ 11.03
Net Profit (Loss) Wagering & Racing Department	\$ (378,740)	\$ (400,050)	\$ (590,400)	\$ (590,400)	\$ (590,400)	\$ (2.95)
Department - 2 - Sales, Marketing, & Hospitality Department						
Sales, Marketing, & Hospitality Revenue						
Sub-Total Sales Revenue	\$ 679,200	\$ 792,400	\$ 1,132,000	\$ 1,132,000	\$ 1,132,000	
Sub-Total Hospitality Revenue	\$ 136,800	\$ 163,100	\$ 233,000	\$ 233,000	\$ 233,000	
Total Sales, Marketing, & Hospitality Revenue	\$ 816,000	\$ 955,500	\$ 1,365,000	\$ 1,365,000	\$ 1,365,000	\$ 6.83
Sales, Marketing, & Hospitality Expense						
Sub-Total Sales Expense	\$ 56,400	\$ 65,800	\$ 94,000	\$ 94,000	\$ 94,000	
Sub-Total Marketing Expense	\$ 92,400	\$ 107,800	\$ 154,000	\$ 154,000	\$ 154,000	
Sub-Total Hospitality Expense	\$ 33,000	\$ 39,000	\$ 55,000	\$ 55,000	\$ 55,000	
Total Sales, Marketing, & Hospitality Expense	\$ 181,800	\$ 212,600	\$ 303,000	\$ 303,000	\$ 303,000	\$ 1.32
Net Profit (Loss) Sales, Marketing, & Hospitality Department	\$ 634,200	\$ 742,900	\$ 1,062,000	\$ 1,062,000	\$ 1,062,000	\$ 5.31
Department - 3 - Concessions Department						
Concessions Revenue						
Sub-Total Beer & Liquor Revenue	\$ 657,300	\$ 767,200	\$ 1,096,000	\$ 1,096,000	\$ 1,096,000	
Sub-Total Food & Soft Drink Revenue	\$ 499,200	\$ 582,400	\$ 832,000	\$ 832,000	\$ 832,000	
Sub-Total Merchandise Revenue	\$ 26,700	\$ 30,700	\$ 42,700	\$ 42,700	\$ 42,700	
Total Concessions Department Revenue	\$ 1,183,200	\$ 1,380,300	\$ 1,970,700	\$ 1,970,700	\$ 1,970,700	\$ 9.35
Concession Expense						
Sub-Total Beer & Liquor Expense	\$ 125,375	\$ 146,272	\$ 208,960	\$ 208,960	\$ 208,960	
Sub-Total Food & Soft Drink Expense	\$ 201,600	\$ 235,200	\$ 336,000	\$ 336,000	\$ 336,000	
Sub-Total Merchandise Expense	\$ 18,020	\$ 18,420	\$ 25,620	\$ 25,620	\$ 25,620	
Total Concessions Department Expense	\$ 345,000	\$ 399,892	\$ 570,580	\$ 570,580	\$ 570,580	\$ 2.85
Net Profit (Loss) Concessions Department	\$ 838,200	\$ 980,408	\$ 1,400,120	\$ 1,400,120	\$ 1,400,120	\$ 7.00
Department - 4 - Off-Season Events Department						
Off-Season Events Revenue						
Sub-Total Facility Rental Revenue	\$ 46,200	\$ 69,300	\$ 92,400	\$ 92,400	\$ 92,400	
Sub-Total Service, Security, Parking Drink Revenue	\$ 29,400	\$ 44,100	\$ 58,800	\$ 58,800	\$ 58,800	
Sub-Total Concession Revenue	\$ 108,900	\$ 163,350	\$ 217,800	\$ 217,800	\$ 217,800	
Total Off-Season Events Department Revenue	\$ 184,500	\$ 276,750	\$ 369,000	\$ 369,000	\$ 369,000	\$ 1.85
Off-Season Events Expense						
Sub-Total Facility Rental Expense	\$ 37,550	\$ 56,475	\$ 75,300	\$ 75,300	\$ 75,300	
Sub-Total Service, Security, Parking Drink Expense	\$ 24,000	\$ 36,000	\$ 48,000	\$ 48,000	\$ 48,000	
Sub-Total Concession Expense	\$ 39,600	\$ 59,400	\$ 79,200	\$ 79,200	\$ 79,200	
Total Off-Season Events Department Expense	\$ 101,150	\$ 151,875	\$ 202,500	\$ 202,500	\$ 202,500	\$ 1.01
Net Profit (Loss) Off-Season Events Department	\$ 83,350	\$ 124,875	\$ 166,500	\$ 166,500	\$ 166,500	\$ 0.83
Department - 5 - Administration & Facility Department						
Administration & Facility Expense						
Sub-Total Administration Expense	\$ 338,950	\$ 388,750	\$ 544,550	\$ 544,550	\$ 544,550	
Sub-Total Facility Expense	\$ 256,800	\$ 295,600	\$ 426,000	\$ 426,000	\$ 426,000	
Total Administration & Facility Expense	\$ 595,750	\$ 684,350	\$ 970,550	\$ 970,550	\$ 970,550	\$ 4.38
Net Profit (Loss) Administration & Facility Department	\$ (385,750)	\$ (559,475)	\$ (804,050)	\$ (804,050)	\$ (804,050)	\$ (4.00)
Combined Department Revenue & Expense						
Total All Department Revenue	\$ 3,108,600	\$ 3,788,750	\$ 5,320,700	\$ 5,320,700	\$ 5,320,700	\$ 26.00
Total All Department Expense	\$ 2,620,850	\$ 3,002,897	\$ 4,254,330	\$ 4,254,330	\$ 4,254,330	\$ 21.27
Net Profit (Loss) All Rillito Race Track Departments	\$ 487,750	\$ 785,853	\$ 1,066,370	\$ 1,066,370	\$ 1,066,370	\$ 5.33

RHJ's Park Race Track, Inc.
 Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK SUMMARY BY DEPARTMENT INCOME STATEMENT						
	Year 1	Year 2	Year 3	Year 4	Year 5	Avg/yr
Number of Racing Days	31	31	31	31	31	31
Average Race Day Attendance @ 5700 Patrons Per Day	120,000	140,000	150,000	160,000	150,000	134,000
Average Race Day Handle @ \$100,000 Per Day	\$ 3,000,000	\$ 3,500,000	\$ 3,000,000	\$ 3,000,000	\$ 3,000,000	\$ 3,300,000
Department - 1 - Wagering & Racing Department						
Wagering & Racing Revenue						
Sub-Total Wagering Revenue	\$ 730,000	\$ 935,000	\$ 1,300,000	\$ 1,300,000	\$ 1,300,000	
Sub-Total Racing Purse Revenue	\$ 185,300	\$ 221,200	\$ 315,000	\$ 315,000	\$ 315,000	
Total Wagering & Racing Department Revenue	\$ 915,300	\$ 1,156,200	\$ 1,615,000	\$ 1,615,000	\$ 1,615,000	\$ 1.00
Wagering & Racing Expense						
Sub-Total Wagering Expense	\$ 114,240	\$ 133,290	\$ 190,400	\$ 190,400	\$ 190,400	
Sub-Total Horseman's Purse Expense	\$ 1,034,800	\$ 1,248,700	\$ 1,766,000	\$ 1,766,000	\$ 1,766,000	
Sub-Total Racing Expense	\$ 148,400	\$ 174,300	\$ 249,000	\$ 249,000	\$ 249,000	
Total Wagering & Racing Expense	\$ 1,297,440	\$ 1,556,290	\$ 2,205,400	\$ 2,205,400	\$ 2,205,400	\$ 14.00
Net Profit (Loss) Wagering & Racing Department	\$ (382,140)	\$ (400,090)	\$ (590,400)	\$ (590,400)	\$ (590,400)	\$ (2.55)
Department - 2 - Sales, Marketing, & Hospitality Department						
Sales, Marketing, & Hospitality Revenue						
Sub-Total Sales Revenue	\$ 679,200	\$ 792,400	\$ 1,132,000	\$ 1,132,000	\$ 1,132,000	
Sub-Total Hospitality Revenue	\$ 138,800	\$ 183,100	\$ 233,000	\$ 233,000	\$ 233,000	
Total Sales, Marketing, & Hospitality Revenue	\$ 818,000	\$ 975,500	\$ 1,365,000	\$ 1,365,000	\$ 1,365,000	\$ 3.60
Sales, Marketing, & Hospitality Expense						
Sub-Total Sales Expense	\$ 53,400	\$ 65,800	\$ 94,000	\$ 94,000	\$ 94,000	
Sub-Total Marketing Expense	\$ 92,400	\$ 107,800	\$ 154,000	\$ 154,000	\$ 154,000	
Sub-Total Hospitality Expense	\$ 33,000	\$ 39,000	\$ 55,000	\$ 55,000	\$ 55,000	
Total Sales, Marketing, & Hospitality Expense	\$ 178,800	\$ 212,600	\$ 303,000	\$ 303,000	\$ 303,000	\$ 1.52
Net Profit (Loss) Sales, Marketing, & Hospitality Department	\$ 639,200	\$ 762,900	\$ 1,062,000	\$ 1,062,000	\$ 1,062,000	\$ 5.01
Department - 3 - Concessions Department						
Concessions Revenue						
Sub-Total Beer & Liquor Revenue	\$ 657,800	\$ 767,200	\$ 1,096,000	\$ 1,096,000	\$ 1,096,000	
Sub-Total Food & Soft Drink Revenue	\$ 499,200	\$ 582,400	\$ 832,000	\$ 832,000	\$ 832,000	
Sub-Total Merchandise Revenue	\$ 26,700	\$ 30,700	\$ 42,700	\$ 42,700	\$ 42,700	
Total Concessions Department Revenue	\$ 1,183,700	\$ 1,380,300	\$ 1,970,700	\$ 1,970,700	\$ 1,970,700	\$ 9.35
Concession Expense						
Sub-Total Beer & Liquor Expense	\$ 125,375	\$ 146,272	\$ 208,960	\$ 208,960	\$ 208,960	
Sub-Total Food & Soft Drink Expense	\$ 201,600	\$ 235,200	\$ 336,000	\$ 336,000	\$ 336,000	
Sub-Total Merchandise Expense	\$ 16,020	\$ 18,420	\$ 25,620	\$ 25,620	\$ 25,620	
Total Concessions Department Expense	\$ 343,000	\$ 399,892	\$ 570,580	\$ 570,580	\$ 570,580	\$ 2.85
Net Profit (Loss) Concessions Department	\$ 840,700	\$ 980,408	\$ 1,400,120	\$ 1,400,120	\$ 1,400,120	\$ 7.00
Department - 4 - Off-Season Events Department						
Off-Season Events Revenue						
Sub-Total Facility Rental Revenue	\$ 43,200	\$ 69,300	\$ 92,400	\$ 92,400	\$ 92,400	
Sub-Total Service, Security, Parking Drink Revenue	\$ 29,400	\$ 44,100	\$ 58,800	\$ 58,800	\$ 58,800	
Sub-Total Concession Revenue	\$ 108,900	\$ 133,350	\$ 217,800	\$ 217,800	\$ 217,800	
Total Off-Season Events Department Revenue	\$ 181,500	\$ 246,750	\$ 369,000	\$ 369,000	\$ 369,000	\$ 1.33
Off-Season Events Expense						
Sub-Total Facility Rental Expense	\$ 37,350	\$ 58,475	\$ 73,300	\$ 73,300	\$ 73,300	
Sub-Total Service, Security, Parking Drink Expense	\$ 24,000	\$ 35,000	\$ 48,000	\$ 48,000	\$ 48,000	
Sub-Total Concession Expense	\$ 29,600	\$ 59,400	\$ 79,200	\$ 79,200	\$ 79,200	
Total Off-Season Events Department Expense	\$ 90,950	\$ 152,875	\$ 200,500	\$ 200,500	\$ 200,500	\$ 1.04
Net Profit (Loss) Off-Season Events Department	\$ 90,550	\$ 93,875	\$ 168,500	\$ 168,500	\$ 168,500	\$ 0.69
Department - 5 - Administration & Facility Department						
Administration & Facility Expense						
Sub-Total Administration Expense	\$ 338,950	\$ 386,750	\$ 544,650	\$ 544,650	\$ 544,650	
Sub-Total Facility Expense	\$ 235,800	\$ 265,500	\$ 378,000	\$ 378,000	\$ 378,000	
Total Administration & Facility Expense	\$ 574,750	\$ 652,250	\$ 922,650	\$ 922,650	\$ 922,650	\$ 1.18
Net Profit (Loss) Administration & Facility Department	\$ (383,250)	\$ (458,375)	\$ (754,150)	\$ (754,150)	\$ (754,150)	\$ (3.00)
Combined Department Revenue & Expense						
Total All Department Revenue	\$ 3,405,300	\$ 4,139,700	\$ 5,250,700	\$ 5,360,000	\$ 5,360,000	\$ 23.50
Total All Department Expense	\$ 2,620,080	\$ 3,055,391	\$ 4,284,380	\$ 4,284,380	\$ 4,284,380	\$ 21.51
Net Profit (Loss) All Rillito Race Track Departments	\$ 785,220	\$ 1,084,309	\$ 966,320	\$ 1,075,620	\$ 1,075,620	\$ 5.00

Rillito Park Foundation, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK - Department 1 WAGERING & RACING DEPARTMENT INCOME STATEMENT						
	Year 1	Year 2	Year 3	Year 4	Year 5	avg/guest
Number of Racing Days	24	28	40	40	40	1
Race Day Attendance @ 2000 Patrons Per Day	120,000	140,000	200,000	200,000	200,000	6,000
Race Day Handle @ \$100,000 Per Day	\$ 2,400,000	\$ 2,800,000	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ 20.00
Wagering Revenue						
Pari-Mutual Revenue @20% of Handle after State Taxes	\$ 480,000	\$ 560,000	\$ 800,000	\$ 800,000	\$ 800,000	
OTB Revenue	\$ 250,000	\$ 375,000	\$ 500,000	\$ 500,000	\$ 500,000	
Sub-Total Wagering Revenue	\$ 730,000	\$ 935,000	\$ 1,300,000	\$ 1,300,000	\$ 1,300,000	\$ 6.50
Racing Purses Revenue						
AQRA Added Money Revenue - to Sponsor added	\$ -	\$ -	\$ -	\$ -	\$ -	
Sponsor Added Money Revenue - 7 races/day@\$500/rac	\$ 84,000	\$ 98,000	\$ 140,000	\$ 140,000	\$ 140,000	
Entry Fees Revenue	\$ 105,600	\$ 123,200	\$ 176,000	\$ 176,000	\$ 176,000	
Sub-Total Racing Purses Revenue	\$ 189,600	\$ 221,200	\$ 316,000	\$ 316,000	\$ 316,000	\$ 1.58
Total Wagering & Racing Revenue	\$ 919,600	\$ 1,156,200	\$ 1,616,000	\$ 1,616,000	\$ 1,616,000	\$ 8.08
Wagering Expense						
Mutual Department Personnel Expense	\$ 49,200	\$ 57,400	\$ 82,000	\$ 82,000	\$ 82,000	
Mutual Computer Operator Personnel Expense	\$ 4,800	\$ 5,600	\$ 8,000	\$ 8,000	\$ 8,000	
Money Room Personnel Expense	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Tote Rental Expense	\$ 48,000	\$ 56,000	\$ 80,000	\$ 80,000	\$ 80,000	
Mutual Outs Paid Expense	\$ 240	\$ 280	\$ 400	\$ 400	\$ 400	
Sub-Total Wagering Expense	\$ 114,240	\$ 132,200	\$ 190,400	\$ 190,400	\$ 190,400	\$ 0.95
Racing Expense - Horsemen's Purses						
OTB contribution to Purses	\$ 125,000	\$ 187,500	\$ 250,000	\$ 250,000	\$ 250,000	
AQRA Added Money Expense	\$ -	\$ -	\$ -	\$ -	\$ -	
Sponsor Added Money Revenue - 7 races/day@500	\$ 84,000	\$ 98,000	\$ 140,000	\$ 140,000	\$ 140,000	
Track Added Money Expense	\$ 720,000	\$ 840,000	\$ 1,200,000	\$ 1,200,000	\$ 1,200,000	
Entry Fees Returned	\$ 105,600	\$ 123,200	\$ 176,000	\$ 176,000	\$ 176,000	
Breeders' Awards Expense	\$ -	\$ -	\$ -	\$ -	\$ -	
Sub-Total Horsemen's Purses Expense	\$ 1,024,600	\$ 1,248,700	\$ 1,766,000	\$ 1,766,000	\$ 1,766,000	\$ 8.82
Average per Race Day Purses	\$ 42,700	\$ 44,590	\$ 44,150	\$ 44,150	\$ 44,150	\$ 2.25
Racing Expense - Racing Operations						
Outriders Personnel Expense	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Racing Secretary Personnel Expense	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Chart Person Personnel Expense	\$ 3,000	\$ 3,500	\$ 5,000	\$ 5,000	\$ 5,000	
Horsemen's Bookkeeper Personnel Expense	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Velets Personnel Expense	\$ 2,400	\$ 2,800	\$ 4,000	\$ 4,000	\$ 4,000	
Asst Starter/Gate Crew Personnel Expense	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Veterinarians Personnel Expense	\$ 3,600	\$ 4,200	\$ 6,000	\$ 6,000	\$ 6,000	
Photo Finish Expense	\$ 36,000	\$ 42,000	\$ 60,000	\$ 60,000	\$ 60,000	
Starting Gate Rental Expense	\$ -	\$ -	\$ -	\$ -	\$ -	
Water Truck Expense	\$ -	\$ -	\$ -	\$ -	\$ -	
Accounting Program Data Expense	\$ 14,400	\$ 16,800	\$ 24,000	\$ 24,000	\$ 24,000	
Racing Supplies Expense	\$ 18,000	\$ 21,000	\$ 30,000	\$ 30,000	\$ 30,000	
Sub-Total Racing Expense	\$ 149,400	\$ 174,300	\$ 240,000	\$ 240,000	\$ 240,000	\$ 1.25
Total Wagering & Racing Expense	\$ 1,293,240	\$ 1,533,280	\$ 2,206,400	\$ 2,206,400	\$ 2,206,400	\$ 11.03
Net Profit (Loss) Wagering & Racing Department	\$ (373,640)	\$ (377,080)	\$ (590,400)	\$ (590,400)	\$ (590,400)	\$ (2.95)

Rillito Park Foundation, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK - Department 2 SALES, MARKETING & HOSPITALITY DEPT. INCOME STATEMENT		Year 1	Year 2	Year 3	Year 4	Year 5	avg/gst
Number of Racing Days		24	28	40	40	40	1
Race Day Attendance @ 3000 Patrons Per Day		120,000	140,000	200,000	200,000	200,000	5,900
Race Day Handle @ \$100,000 Per Day		\$ 2,400,000	\$ 2,800,000	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ 20.00
Sales, Marketing, & Hospitality Department Revenue							
Sales Revenue							
Gate Ticket Sales Revenue - 4000x\$5 (80%), 200x\$10		\$ 528,000	\$ 616,000	\$ 880,000	\$ 880,000	\$ 880,000	
Program Sales Revenue - 800x\$3, 3000x\$1		\$ 129,600	\$ 151,200	\$ 216,000	\$ 216,000	\$ 216,000	
Program Advertising Revenue - 12pgs@\$73/day		\$ 21,600	\$ 25,200	\$ 36,000	\$ 36,000	\$ 36,000	
Sub-Total Sales Revenue		\$ 679,200	\$ 792,400	\$ 1,132,000	\$ 1,132,000	\$ 1,132,000	\$ 5.62
Hospitality Revenue							
Box Seats Revenue - 150 boxes @\$35/day 80% occupancy		\$ 113,400	\$ 132,300	\$ 189,000	\$ 189,000	\$ 189,000	
Preferred Parking Revenue - 300 spots @ \$2		\$ 14,400	\$ 16,800	\$ 24,000	\$ 24,000	\$ 24,000	
Valer Parking Revenue - 100 spots @ \$5		\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Sub-Total Hospitality Revenue		\$ 139,800	\$ 163,100	\$ 233,000	\$ 233,000	\$ 233,000	\$ 1.17
Total Sales, Marketing, & Hospitality Revenue		\$ 819,000	\$ 955,500	\$ 1,365,000	\$ 1,365,000	\$ 1,365,000	\$ 6.80
Sales, Marketing, & Hospitality Department Expense							
Sales Expense							
Entrance Gate Personnel Expense		\$ 9,600	\$ 11,200	\$ 16,000	\$ 16,000	\$ 16,000	
Printing Expense		\$ 36,000	\$ 42,000	\$ 60,000	\$ 60,000	\$ 60,000	
Program Producer Expense		\$ 6,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Program Sales Personnel 4@\$50		\$ 4,800	\$ 5,600	\$ 8,000	\$ 8,000	\$ 8,000	
Sub-Total Sales Expense		\$ 56,400	\$ 65,800	\$ 94,000	\$ 94,000	\$ 94,000	\$ 0.47
Marketing Expense							
Advertising - International		\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Advertising - Newsprint		\$ 3,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Advertising - Program		\$ 6,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Advertising - Promotions		\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Advertising - Radio		\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Advertising - Television		\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Donations, Gifts, & Awards		\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Marketing Director/Personnel Expense - Seasonal retainer		\$ 12,000	\$ 15,000	\$ 24,000	\$ 24,000	\$ 24,000	
Social Networking/Web Content Personnel Expense - Seasonal F		\$ 2,400	\$ 2,800	\$ 4,000	\$ 4,000	\$ 4,000	
Social Networking/Web Content Personnel Expense - Annual ret		\$ 6,000	\$ 6,000	\$ 8,000	\$ 8,000	\$ 8,000	
Sub-Total Marketing Expense		\$ 92,400	\$ 107,800	\$ 154,000	\$ 154,000	\$ 154,000	\$ 0.77
Hospitality Expense							
Entertainment - Horsemen's Dinner Expense		\$ 3,000	\$ 4,000	\$ 5,000	\$ 5,000	\$ 5,000	
Hostess Personnel Expense		\$ 7,200	\$ 8,400	\$ 12,000	\$ 12,000	\$ 12,000	
Parking Attendants 10@\$50		\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Race Sponsor Package Expense		\$ 4,800	\$ 5,600	\$ 8,000	\$ 8,000	\$ 8,000	
Reservation Personnel		\$ 6,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Sub-Total Hospitality Expense		\$ 23,000	\$ 28,000	\$ 55,000	\$ 55,000	\$ 55,000	\$ 0.26
Total Sales, Marketing, & Hospitality Expense		\$ 181,800	\$ 212,600	\$ 303,000	\$ 303,000	\$ 303,000	\$ 1.52
Net Profit (Loss) Sales, Marketing, & Hospitality Department		\$ 637,200	\$ 742,900	\$ 1,062,000	\$ 1,062,000	\$ 1,062,000	\$ 5.31

Rillito Park Foundation, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK - Department 2						
SALES, MARKETING & HOSPITALITY DEPT. INCOME STATEMENT						
	Year 1	Year 2	Year 3	Year 4	Year 5	avg/yr
Number of Racing Days	34	35	35	35	34	34
Race Day Attendance @ 5000 Persons Per Day	170,000	175,000	175,000	175,000	170,000	173,000
Race Day Handle @ \$100,000 Per Day	\$ 2,460,000	\$ 2,500,000	\$ 2,500,000	\$ 2,500,000	\$ 2,500,000	\$ 2,500,000
Sales, Marketing, & Hospitality Department Revenue						
Sales Revenue						
Gate Ticket Sales Revenue - 4000x\$.5 (80%), 200x\$.10	\$ 528,000	\$ 518,000	\$ 580,000	\$ 580,000	\$ 550,000	
Program Sales Revenue - 800x\$.3, 3000x\$.1	\$ 126,000	\$ 151,200	\$ 213,000	\$ 213,000	\$ 213,000	
Program Advertising Revenue - 12pps@\$.75/day	\$ 21,000	\$ 25,200	\$ 33,000	\$ 33,000	\$ 33,000	
Sub-Total Sales Revenue	\$ 675,000	\$ 684,400	\$ 826,000	\$ 826,000	\$ 796,000	\$ 783.00
Hospitality Revenue						
Box Seats Revenue - 150 boxes @\$.35/day 80% occupancy	\$ 113,400	\$ 132,500	\$ 189,000	\$ 189,000	\$ 189,000	
Preferred Parking Revenue - 300 spots @ \$.2	\$ 14,400	\$ 16,800	\$ 24,000	\$ 24,000	\$ 24,000	
Walet Parking Revenue - 100 spots @ \$.3	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Sub-Total Hospitality Revenue	\$ 139,800	\$ 163,300	\$ 233,000	\$ 233,000	\$ 233,000	\$ 1.87
Total Sales, Marketing, & Hospitality Revenue	\$ 814,800	\$ 847,700	\$ 1,059,000	\$ 1,059,000	\$ 1,029,000	\$ 8.83
Sales, Marketing, & Hospitality Department Expense						
Sales Expense						
Entrance Gate Personnel Expense	\$ 9,600	\$ 11,200	\$ 16,000	\$ 16,000	\$ 16,000	
Printing Expense	\$ 36,000	\$ 42,000	\$ 60,000	\$ 60,000	\$ 60,000	
Program Producer Expense	\$ 6,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Program Sales Personnel 4@\$.20	\$ 4,800	\$ 5,300	\$ 8,000	\$ 8,000	\$ 8,000	
Sub-Total Sales Expense	\$ 56,400	\$ 65,500	\$ 94,000	\$ 94,000	\$ 94,000	\$ 0.67
Marketing Expense						
Advertising - International	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Advertising - Newspaper	\$ 3,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Advertising - Program	\$ 6,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Advertising - Promotions	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Advertising - Radio	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Advertising - Television	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Donations, Gifts, & Awards	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Marketing Director/Personnel Expense - Seasonal retainer	\$ 12,000	\$ 15,000	\$ 24,000	\$ 24,000	\$ 24,000	
Social Networking/Web Content Personnel Expense - Seasonal	\$ 2,400	\$ 2,800	\$ 4,000	\$ 4,000	\$ 4,000	
Social Networking/Web Content Personnel Expense - Annual rate	\$ 6,000	\$ 6,000	\$ 6,000	\$ 6,000	\$ 6,000	
Sub-Total Marketing Expense	\$ 84,400	\$ 107,800	\$ 154,000	\$ 154,000	\$ 154,000	\$ 0.77
Hospitality Expense						
Entertainment - Horsemen's Dinner Expense	\$ 3,000	\$ 4,000	\$ 5,000	\$ 5,000	\$ 5,000	
Hostess Personnel Expense	\$ 7,200	\$ 8,400	\$ 12,000	\$ 12,000	\$ 12,000	
Parking Attendance 100@\$.30	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Race Sponsor Package Expense	\$ 4,800	\$ 5,300	\$ 8,000	\$ 8,000	\$ 8,000	
Reservation Personnel	\$ 6,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Sub-Total Hospitality Expense	\$ 33,000	\$ 38,700	\$ 55,000	\$ 55,000	\$ 55,000	\$ 0.32
Total Sales, Marketing, & Hospitality Expense	\$ 181,800	\$ 212,000	\$ 299,000	\$ 299,000	\$ 303,000	\$ 1.94
Net Profit (Loss) Sales, Marketing, & Hospitality Department	\$ 633,000	\$ 635,700	\$ 760,000	\$ 760,000	\$ 726,000	\$ 6.89

Rillito Race Track, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK - Supplemental					
OFF-SEASON EVENT DEPT. INCOME STATEMENT					
	Year 1	Year 2	Year 3	Year 4	Year 5
Large Events	12	16	20	24	28
Medium Events	12	16	20	24	28
Small Events/Charity Events	55	68	85	103	125
Off-Season Events Department Revenue					
Facility Rental Revenue					
Large Events - 2500 plus Attendees	\$ 24,000	\$ 36,000	\$ 48,000	\$ 60,000	\$ 78,000
Medium Events - 1000 - 2499 Attendees	\$ 15,000	\$ 22,500	\$ 30,000	\$ 30,000	\$ 30,000
Small Events/Charity Events - less than 1000 Attendees or Ch	\$ 7,200	\$ 10,800	\$ 14,400	\$ 14,400	\$ 14,400
Sub-Total Facility Rental Revenue	\$ 46,200	\$ 69,300	\$ 92,400	\$ 92,400	\$ 122,400
Services, Security, Parking Revenue					
Services	\$ 13,200	\$ 19,800	\$ 26,400	\$ 33,600	\$ 42,000
Security	\$ 9,000	\$ 13,500	\$ 18,000	\$ 18,000	\$ 18,000
Parking	\$ 7,200	\$ 10,800	\$ 14,400	\$ 14,400	\$ 14,400
Sub-Total Service, Security, Parking Revenue	\$ 29,400	\$ 44,100	\$ 58,800	\$ 66,000	\$ 74,400
Concessions Revenue					
Beer & Liquor -	\$ 48,000	\$ 72,000	\$ 96,000	\$ 96,000	\$ 96,000
Food & Soft Drink	\$ 60,000	\$ 90,000	\$ 120,000	\$ 120,000	\$ 120,000
Vendor Fees	\$ 900	\$ 1,350	\$ 1,800	\$ 1,900	\$ 1,800
Sub-Total Concession Revenue	\$ 108,900	\$ 163,350	\$ 217,800	\$ 217,900	\$ 217,800
Total Off-Season Events Department Revenue	\$ 184,500	\$ 276,750	\$ 369,000	\$ 386,300	\$ 414,600
Off-Season Events Department Expense					
Facility Rental Expense - Pima County Rent					
Large Events - 2500 plus Attendees -	\$ 21,000	\$ 31,500	\$ 42,000	\$ 42,000	\$ 42,000
Medium Events - 1000 - 2499 Attendees -	\$ 11,250	\$ 16,875	\$ 22,500	\$ 22,500	\$ 22,500
Small Events/Charity Events - less than 1000 Attendees or Ch	\$ 5,400	\$ 8,100	\$ 10,800	\$ 10,800	\$ 10,800
Sub-Total Facility Rental Expense	\$ 37,650	\$ 56,475	\$ 75,300	\$ 75,300	\$ 75,300
Services, Security, Parking Expense					
Services	\$ 8,000	\$ 9,000	\$ 12,000	\$ 12,000	\$ 12,000
Security	\$ 12,000	\$ 18,000	\$ 24,000	\$ 24,000	\$ 24,000
Parking	\$ 3,000	\$ 9,000	\$ 12,000	\$ 12,000	\$ 12,000
Sub-Total Service, Security, Parking Expense	\$ 23,000	\$ 36,000	\$ 48,000	\$ 48,000	\$ 48,000
Concessions Expense					
Beer & Liquor	\$ 9,600	\$ 14,400	\$ 19,200	\$ 19,200	\$ 19,200
Food & Soft Drink	\$ 30,000	\$ 45,000	\$ 60,000	\$ 60,000	\$ 60,000
Vendor Fees	\$ -	\$ -	\$ -	\$ -	\$ -
Sub-Total Concession Expense	\$ 39,600	\$ 59,400	\$ 79,200	\$ 79,200	\$ 79,200
Total Off-Season Events Department Expense	\$ 100,250	\$ 151,875	\$ 202,500	\$ 202,500	\$ 202,500
Net Profit (Loss) Off-Season Events Department	\$ 84,250	\$ 124,875	\$ 166,500	\$ 183,800	\$ 212,100

Rillito Park Foundation, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK - Department 3						
CONCESSIONS DEPARTMENT INCOME STATEMENT						
	Year 1	Year 2	Year 3	Year 4	Year 5	avg/yr
Number of Racing Days	24	28	40	40	40	1
Race Day Attendance @ 5000 Patrons Per Day	120,000	140,000	300,000	200,000	200,000	5000
Race Day Handle @ \$100,000 Per Day	\$ 2,400,000	\$ 2,800,000	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ 20.00
Concessions Department Revenue						
Beer & Liquor Revenue						
Beer Revenue - 4000draught@\$4.00 1000premium@\$5.00	\$ 504,000	\$ 588,000	\$ 840,000	\$ 840,000	\$ 840,000	
Liquor Revenue - 800well@\$5.00 plus 400specialty@\$6.00	\$ 153,600	\$ 179,200	\$ 256,000	\$ 256,000	\$ 256,000	
Sub-Total Beer & Liquor Revenue	\$ 657,600	\$ 767,200	\$ 1,096,000	\$ 1,096,000	\$ 1,096,000	\$ 5.48
Food & Soft Drink Revenue						
Food Revenue Clubhouse- 600@\$8.00	\$ 115,200	\$ 134,400	\$ 192,000	\$ 192,000	\$ 192,000	
Food Revenue Grandstand - 3000@\$5.00	\$ 360,000	\$ 420,000	\$ 600,000	\$ 600,000	\$ 600,000	
Food Revenue Permitted Vendors (Ice Cream/Kettles/Kom/Tama	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Sub-Total Food & Soft Drink Revenue	\$ 499,200	\$ 582,400	\$ 832,000	\$ 832,000	\$ 832,000	\$ 4.18
Merchandise Revenue						
On-Line Merchandise Revenue 150orders/yr.@\$18	\$ 2,700	\$ 2,700	\$ 2,700	\$ 2,700	\$ 2,700	
On-Site Merchandise Revenue onepcent attendees @ \$20	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Sub-Total Merchandise Revenue	\$ 26,700	\$ 30,700	\$ 42,700	\$ 42,700	\$ 42,700	\$ 0.21
Total Concessions Department Revenue	\$ 1,183,500	\$ 1,380,300	\$ 1,970,700	\$ 1,970,700	\$ 1,970,700	\$ 9.85
Concessions Department Expense						
Beer & Liquor Expense						
Beer Expense - 5000@20% pour cost	\$ 100,800	\$ 117,600	\$ 168,000	\$ 168,000	\$ 168,000	
Liquor Expense - 1200@16%pour cost	\$ 24,576	\$ 28,672	\$ 40,960	\$ 40,960	\$ 40,960	
Sub-Total Beer & Liquor Expense	\$ 125,376	\$ 146,272	\$ 208,960	\$ 208,960	\$ 208,960	\$ 1.04
Food & Soft Drink Expense						
Food Expense Clubhouse- 600@50%	\$ 57,600	\$ 67,200	\$ 96,000	\$ 93,000	\$ 96,000	
Food Expense Grandstand - 3000@40%	\$ 144,000	\$ 168,000	\$ 240,000	\$ 240,000	\$ 240,000	
Food Expense Permitted Vendors 4@\$250ea./day	\$ -	\$ -	\$ -	\$ -	\$ -	
Sub-Total Food & Soft Drink Expense	\$ 201,600	\$ 235,200	\$ 336,000	\$ 333,000	\$ 336,000	\$ 1.68
Merchandise Expense						
On-Line Merchandise Expense 150orders/yr.@60%cost	\$ 1,020	\$ 1,620	\$ 1,620	\$ 1,620	\$ 1,620	
On-Site Merchandise Expense onepcent attendees @ 60%co	\$ 14,400	\$ 16,800	\$ 24,000	\$ 24,000	\$ 24,000	
Sub-Total Merchandise Expense	\$ 15,420	\$ 18,420	\$ 25,620	\$ 25,620	\$ 25,620	\$ 0.13
Total Concessions Department Expense	\$ 342,896	\$ 399,992	\$ 570,580	\$ 570,580	\$ 570,580	\$ 2.85
Net Profit (Loss) Concessions Department	\$ 840,604	\$ 980,308	\$ 1,400,120	\$ 1,400,120	\$ 1,400,120	\$ 7.00

Rillito Park Foundation, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK - Department J					
OFF-SEASON EVENT DEPT. INCOME STATEMENT					
	Year 1	Year 2	Year 3	Year 4	Year 5
Large Events	12	18	24	24	24
Medium Events	12	18	24	24	24
Small Events/Charity Events	24	36	48	48	48
Off-Season Events Department Revenue					
Facility Rental Revenue					
Large Events - 2500 plus Attendees	\$ 24,000	\$ 36,000	\$ 48,000	\$ 48,000	\$ 48,000
Medium Events - 1000 - 2499 Attendees	\$ 15,000	\$ 22,500	\$ 30,000	\$ 30,000	\$ 30,000
Small Events/Charity Events - less than 1000 Attendees or Ch	\$ 7,200	\$ 10,800	\$ 14,400	\$ 14,400	\$ 14,400
Sub-Total Facility Rental Revenue	\$ 46,200	\$ 69,300	\$ 92,400	\$ 92,400	\$ 92,400
Services, Security, Parking Revenue					
Services	\$ 13,200	\$ 19,800	\$ 26,400	\$ 26,400	\$ 26,400
Security	\$ 9,000	\$ 13,500	\$ 18,000	\$ 18,000	\$ 18,000
Parking	\$ 7,200	\$ 10,800	\$ 14,400	\$ 14,400	\$ 14,400
Sub-Total Service, Security, Parking Revenue	\$ 39,400	\$ 44,100	\$ 58,800	\$ 58,800	\$ 58,800
Concessions Revenue					
Beer & Liquor -	\$ 48,000	\$ 72,000	\$ 96,000	\$ 96,000	\$ 96,000
Food & Soft Drink	\$ 60,000	\$ 90,000	\$ 120,000	\$ 120,000	\$ 120,000
Vendor Fees	\$ 900	\$ 1,350	\$ 1,800	\$ 1,900	\$ 1,800
Sub-Total Concession Revenue	\$ 108,900	\$ 163,350	\$ 217,800	\$ 217,900	\$ 217,800
Total Off-Season Events Department Revenue	\$ 194,500	\$ 276,750	\$ 369,000	\$ 369,000	\$ 369,000
Off-Season Events Department Expense					
Facility Rental Expense - Pima County Rent					
Large Events - 2500 plus Attendees -	\$ 21,000	\$ 31,500	\$ 42,000	\$ 42,000	\$ 42,000
Medium Events - 1000 - 2499 Attendees -	\$ 11,250	\$ 16,875	\$ 22,500	\$ 22,500	\$ 22,500
Small Events/Charity Events - less than 1000 Attendees or Ch	\$ 5,400	\$ 8,100	\$ 10,800	\$ 10,800	\$ 10,800
Sub-Total Facility Rental Expense	\$ 37,650	\$ 56,875	\$ 75,300	\$ 75,300	\$ 75,300
Services, Security, Parking Expense					
Services	\$ 6,000	\$ 9,000	\$ 12,000	\$ 12,000	\$ 12,000
Security	\$ 12,000	\$ 18,000	\$ 24,000	\$ 24,000	\$ 24,000
Parking	\$ 6,000	\$ 9,000	\$ 12,000	\$ 12,000	\$ 12,000
Sub-Total Service, Security, Parking Drink Expense	\$ 24,000	\$ 36,000	\$ 48,000	\$ 48,000	\$ 48,000
Concessions Expense					
Beer & Liquor	\$ 9,600	\$ 14,400	\$ 19,200	\$ 19,200	\$ 19,200
Food & Soft Drink	\$ 30,000	\$ 45,000	\$ 60,000	\$ 60,000	\$ 60,000
Vendor Fees	\$ -	\$ -	\$ -	\$ -	\$ -
Sub-Total Concession Expense	\$ 39,600	\$ 59,400	\$ 79,200	\$ 79,200	\$ 79,200
Total Off-Season Events Department Expense	\$ 101,250	\$ 151,875	\$ 202,500	\$ 202,500	\$ 202,500
Net Profit (Loss) Off-Season Events Department	\$ 93,250	\$ 124,875	\$ 166,500	\$ 166,500	\$ 166,500

Rillito Race Track - Pro Forma Income Statement

October 2013

OFF-SEASON EVENTS DEPT. INCOME STATEMENT					
	Year 1	Year 2	Year 3	Year 4	Year 5
Large Events	15	18	21	24	26
Medium Events	14	16	20	22	24
Small Events/Charity Events	2	18	22	18	18
Off-Season Events Department Revenue					
<i>Facility Rental Revenue</i>					
Large Events - 2500 plus Attendees	\$ 24,000	\$ 36,000	\$ 48,000	\$ 48,000	\$ 48,000
Medium Events - 1000 - 2499 Attendees	\$ 16,000	\$ 22,600	\$ 30,000	\$ 30,000	\$ 30,000
Small Events/Charity Events - less than 1000 Attendees or Ch	\$ 7,200	\$ 10,800	\$ 14,400	\$ 14,400	\$ 14,400
Sub-Total Facility Rental Revenue	\$ 47,200	\$ 69,400	\$ 92,400	\$ 92,400	\$ 92,400
<i>Services, Security, Parking Revenue</i>					
Services	\$ 13,200	\$ 19,800	\$ 23,400	\$ 23,400	\$ 23,400
Security	\$ 9,000	\$ 13,500	\$ 18,000	\$ 18,000	\$ 18,000
Parking	\$ 7,200	\$ 10,800	\$ 14,400	\$ 14,400	\$ 14,400
Sub-Total Service, Security, Parking Revenue	\$ 29,400	\$ 44,100	\$ 55,800	\$ 55,800	\$ 55,800
<i>Concessions Revenue</i>					
Beer & Liquor -	\$ 48,000	\$ 72,000	\$ 96,000	\$ 96,000	\$ 96,000
Food & Soft Drink	\$ 60,000	\$ 90,000	\$ 120,000	\$ 120,000	\$ 120,000
Vendor Fees	\$ 900	\$ 1,350	\$ 1,800	\$ 1,800	\$ 1,800
Sub-Total Concession Revenue	\$ 108,900	\$ 163,350	\$ 217,800	\$ 217,800	\$ 217,800
Total Off-Season Events Department Revenue	\$ 184,500	\$ 276,750	\$ 366,000	\$ 366,000	\$ 366,000
Off-Season Events Department Expense					
<i>Facility Rental Expense - Pima County Rent</i>					
Large Events - 2500 plus Attendees -	\$ 21,000	\$ 31,500	\$ 42,000	\$ 42,000	\$ 42,000
Medium Events - 1000 - 2499 Attendees -	\$ 11,250	\$ 16,875	\$ 22,500	\$ 22,500	\$ 22,500
Small Events/Charity Events - less than 1000 Attendees or Ch	\$ 5,400	\$ 8,100	\$ 10,800	\$ 10,800	\$ 10,800
Sub-Total Facility Rental Expense	\$ 37,650	\$ 56,875	\$ 75,300	\$ 75,300	\$ 75,300
<i>Services, Security, Parking Expense</i>					
Services	\$ 3,000	\$ 9,000	\$ 12,000	\$ 12,000	\$ 12,000
Security	\$ 12,000	\$ 18,000	\$ 24,000	\$ 24,000	\$ 24,000
Parking	\$ 3,000	\$ 9,000	\$ 12,000	\$ 12,000	\$ 12,000
Sub-Total Service, Security, Parking Expense	\$ 18,000	\$ 36,000	\$ 48,000	\$ 48,000	\$ 48,000
<i>Concessions Expense</i>					
Beer & Liquor	\$ 9,600	\$ 14,400	\$ 19,200	\$ 19,200	\$ 19,200
Food & Soft Drink	\$ 30,000	\$ 45,000	\$ 60,000	\$ 60,000	\$ 60,000
Vendor Fees	\$ -	\$ -	\$ -	\$ -	\$ -
Sub-Total Concessions Expense	\$ 39,600	\$ 59,400	\$ 79,200	\$ 79,200	\$ 79,200
Total Off-Season Events Department Expense	\$ 95,250	\$ 151,275	\$ 192,500	\$ 192,500	\$ 192,500
Net Profit (Loss) Off-Season Events Department	\$ 89,250	\$ 125,475	\$ 173,500	\$ 173,500	\$ 173,500

Rillito Park Foundation, Inc.
Rillito Race Track - Pro Forma Income Statement

October 2013

RILLITO RACE TRACK - Department 5						
ADMIN & FACILITY DEPT. INCOME STATEMENT						
	Year 1	Year 2	Year 3	Year 4	Year 5	wr/gst
Number of Racing Days	24	23	40	40	40	1
Race Day Attendance @ 5000 Patrons Per Day	120,000	140,000	200,000	200,000	200,000	5,000
Race Day Handle @ \$100,000 Per Day	\$ 2,400,000	\$ 2,800,000	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ 20.00
Administration & Facility Expense						
Administration Expense						
Administration Personnel Expense	\$ 96,000	\$ 112,000	\$ 160,000	\$ 160,000	\$ 160,000	
Armored Car Expense	\$ 9,600	\$ 11,200	\$ 16,000	\$ 16,000	\$ 16,000	
Audit Expense	\$ 8,000	\$ 9,000	\$ 12,000	\$ 12,000	\$ 12,000	
Auto Liability Expense	\$ 1,350	\$ 1,350	\$ 1,350	\$ 1,350	\$ 1,350	
Clerical & Accounting Personnel Expense	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Fees & Dues Expense	\$ 800	\$ 800	\$ 800	\$ 800	\$ 800	
General Liability Expense	\$ 12,000	\$ 14,000	\$ 20,000	\$ 20,000	\$ 20,000	
Jockey's Insurance Expense	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Liquor Liability Expense	\$ 14,400	\$ 16,800	\$ 24,000	\$ 24,000	\$ 24,000	
Maintenance	\$ 30,000	\$ 35,000	\$ 50,000	\$ 50,000	\$ 50,000	
Office Supplies Expense	\$ 3,600	\$ 4,200	\$ 6,000	\$ 6,000	\$ 6,000	
Payroll Taxes Personnel Expense	\$ 18,000	\$ 21,000	\$ 30,000	\$ 30,000	\$ 30,000	
Pima County Rent Expense	\$ 42,000	\$ 49,000	\$ 70,000	\$ 70,000	\$ 70,000	
Postage Expense	\$ 6,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Telephone	\$ 19,200	\$ 14,400	\$ 14,400	\$ 14,400	\$ 14,400	
Utilities	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Worker's Compensation Expense	\$ 6,000	\$ 7,000	\$ 10,000	\$ 10,000	\$ 10,000	
Sub-Total Administration Expense	\$ 338,950	\$ 398,750	\$ 544,550	\$ 544,550	\$ 544,550	\$ 2.72
Facility Expense						
Operations Personnel Expense	\$ 72,000	\$ 84,000	\$ 120,000	\$ 120,000	\$ 120,000	
Ambulance Expense	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Equipment Rental Expense	\$ 24,000	\$ 28,000	\$ 40,000	\$ 40,000	\$ 40,000	
Equipment Repair Expense	\$ 19,200	\$ 18,400	\$ 32,000	\$ 32,000	\$ 32,000	
Fuel & Oil Expense	\$ 13,200	\$ 15,400	\$ 22,000	\$ 22,000	\$ 22,000	
Security Personnel Expense	\$ 72,000	\$ 84,000	\$ 120,000	\$ 120,000	\$ 120,000	
Waste Disposal	\$ 32,400	\$ 37,800	\$ 54,000	\$ 54,000	\$ 54,000	
Sub-Total Facility Expense	\$ 266,800	\$ 296,600	\$ 428,000	\$ 428,000	\$ 428,000	\$ 2.14
Total Administration & Facility Expense	\$ 605,750	\$ 695,350	\$ 972,550	\$ 972,550	\$ 972,550	\$ 4.86
Net Profit (Loss) Administration & Expense Department	\$ (595,750)	\$ (692,350)	\$ (972,550)	\$ (972,550)	\$ (972,550)	\$ (4.86)

f. Proposed Capital Improvements you intend to make prior to racing at Rillito Race Track.

As of the date of this proposal, RPF directors and consultants have not had complete access to Track facilities due to the extended move-out period offered to PCHA through May 2, 2014. These include all areas directly related to racing operations, including food and beverage storage, racing offices, money room, and jockey building. As such, we request that the attached list of proposed improvements be viewed as preliminary until we have time to evaluate the funds required to bring the track to operational status.

The following list is preliminary, and cost estimating is ongoing.

Big Screen Monitors throughout

Kitchen Improvements

New small monitors at club house tables

Entry sign at 1st Avenue

Refurbish Entry ticket Booths and add additional booth on west end

Construct permanent Stewards' Box atop grandstand

Convert east end of Grandstand to box seating

Paint Upper cornice and "RILLITO PARK" southern elevation of grandstand

convert east glass area in clubhouse to mgmt offices

Landscape and Fencing at Paddock

Historic Black and White Photo Murals throughout facility

Rillito Museum and Gift Shop

Simulcast seamless monitors in clubhouse

g. Show sufficient capital resources available to open and operate the race meet.

RPF's accountant prepared Financial Statements are attached.

\$75,000 deposited in Rillito Racing's Wells Fargo Account – The Rillito Park Foundation has \$75,000 in its Rillito Racing, Inc. dedicated account. These monies are separate from Rillito Park Foundation's general operation funds, and are restricted to racing operations. The funds were deposited by the Directors of the Rillito Park Foundation and Rillito Racing Boards (see attached letter from Wells Fargo).

\$300,000 Bert Martin Foundation Grant - The Rillito Park Foundation is under consideration for a grant of \$300,000 from the Bert Martin Foundation, whose vice-president, Chandler Warden, is also a Director of the Rillito Park Foundation. The formal vote will be held by the Martin Foundation Board of Directors on April 23rd, 2014. Fifty percent (50%) of the grant money will be dedicated to capital improvements and FF&E for Rillito Race Track (see attached letter from Chandler Warden).

\$220,000 to \$300,000 Current and Future Off Track Betting Revenue Agreement – The designated permittee of record for Rillito Park is eligible for a share of Pima-County-wide Off Track Betting. Currently, the total retained revenue from wagering in Pima County adds up to \$.18 of every dollar wagered, and to be shared by Turf Paradise, Tucson Greyhound Park, and PCHA. The agreement between the three parties stipulates that \$.02 cents of every dollar wagered in Pima County on a monthly basis on horse racing be returned to PCHA. The monthly payments from Turf Paradise average \$17,000 to \$18,000 in revenue with no related expenses, as PCHA does not offer OTB wagering at Rillito (and which is in conflict with the written agreement). Tucson Greyhound receives over three times this amount for operating the area OTB facilities.

The current agreement between PCHA and Turf expires May 31, 2014. It is Rillito Racing's position that any funds generated by this agreement post the close of the past meet should be paid to the future operator.

Should Rillito Racing be granted the operating agreement, any new agreement will be negotiated for a greater percentage and/or amount of share. Rillito Racing plans to reintroduce OTB (simulcast) wagering at Rillito Park during the live race meet and allowed dark days. The ability to offer added wagering opportunities to the public will increase the over-all handle (monies wagered), as well as increase the total wagering handle within Pima County. We believe that Rillito Racing's participation warrants a greater share than the current rate of \$.02 for every dollar.

\$75,000 to \$125,000 Pre-meet Revenue – A good portion of revenue is received well in advance of the meet and major related expenses. These include Reserved Box, Table, and Seating Revenue as well as pre-sold Season Passes. As 46 prime finish line boxes will be available, we project to pre-sell 100% of these boxes, in addition to 'legacy' sales from long-time Rillito Clubhouse patrons.

Rillito Park Foundation
Statement of Financial Position
As of March 31, 2014

	Total
ASSETS	
Current Assets	
Bank Accounts	
1000 Cash	
1010 Cash in Bank-Operating	1,651.03
1030 Cash-Money Market	0.00
1060 Rillito Racing	75,000.03
Total 1000 Cash	\$ 76,651.06
Total Bank Accounts	\$ 76,651.06
Accounts Receivable	
1200 Contributions Receivable	
1210 Pledges Receivable	
1210a Frank DeFazio	16,818.13
1210b Walt Rogers	17,075.24
1210c Russell True	14,700.00
1210d Jaye Wells	20,679.91
Total 1210 Pledges Receivable	\$ 69,273.28
1225 Discounts - Long-Term Pledges	-60,000.00
Total 1200 Contributions Receivable	\$ 9,273.28
Total Accounts Receivable	\$ 9,273.28
Other current assets	
1450 Prepaid Expenses	1,463.75
1460 Accrued Revenue - Pima Cty Special Account - Rent Rebate	11,000.00
1470 Prepaid Retainer-Ian Singer	1,000.00
Total Other current assets	\$ 13,463.75
Total Current Assets	\$ 99,388.09
Fixed Assets	
1600 Fixed Operating Assets	
1660 Construction in Progress	24,684.56
Total 1600 Fixed Operating Assets	\$ 24,684.56
Total Fixed Assets	\$ 24,684.56
Other Assets	
1900 Security Deposit - Pima County	1,000.00
Total Other Assets	\$ 1,000.00
TOTAL ASSETS	\$ 125,072.65

Rillito Park Foundation
Statement of Financial Position
As of March 31, 2014

LIABILITIES AND EQUITY

Liabilities

Current Liabilities

Other Current Liabilities

2000 Payables

2010 Accounts Payable

4,050.00

Total 2000 Payables

\$ 4,050.00

2500 Short Term Notes & Loans Payable

2510 Trustee & Employee Loans Payable

2510a Loan from DeFazio - Rent Rebate

4,253.77

2510b Loan from Rogers - Rent Rebate

2,109.06

2510c Loan from True - Rent Rebate

6,316.98

Total 2510 Trustee & Employee Loans Payable

\$ 12,679.81

Total 2500 Short Term Notes & Loans Payable

\$ 12,679.81

Total Other Current Liabilities

\$ 16,729.81

Total Current Liabilities

\$ 16,729.81

Total Liabilities

\$ 16,729.81

Equity

3100 Temporarily Restricted Net Assets

3110 Use Restricted Net Assets

11,000.00

3115 Use Restricted Net Asset-Rillito Racing

75,000.00

Total 3100 Temporarily Restricteted Net Assets

\$ 86,000.00

Net Unrestricted Assets - 2012

16,113.70

Net Unrestricted Assets - 2013

14,395.73

Net Unrestricted Assets - 2014

-8,166.62

Total Equity

\$ 108,342.81

TOTAL LIABILITIES AND EQUITY

\$ 125,072.62

Thursday, Apr 17, 2014 09:24:33 PM PDT GMT-7 - Accrual Basis
For Management Purposes

Rillito Park Foundation
Statement of Activity
January - March, 2014

	Total
Revenue	
4000 Revenue from Direct Contributions	
4020 Corporate Contributions	1,000.00
Total 4000 Revenue from Direct Contributions	\$ 1,000.00
5300 Revenue from Investments	
5310 Interest-Savings/Short-Term Investments	
5330 Real Estate Rent-Debt Financed	3,300.00
Total 5300 Revenue from Investments	\$ 3,300.00
Total Revenue	\$ 4,300.00
Gross Profit	\$ 4,300.00
Expenditures	
7500 Contract Service Expenses	
7530 Legal Fees	2,800.00
7540 Professional Fees - Other	3,250.00
Total 7500 Contract Service Expenses	\$ 6,050.00
8100 Nonpersonnel Expenses	
8130 Telephone & Telecommunications	
8131 Website	380.74
Total 8130 Telephone & Telecommunications	\$ 380.74
8140 Postage & Shipping	37.88
8170 Printing & Copying	49.61
Total 8100 Nonpersonnel Expenses	\$ 468.23
8200 Facility & Equipment Expenses	
8210 Rent, Parking & Other Occupancy	3,000.00
8220 Utilities	0.00
8222 Water/Sewer	138.14
Total 8220 Utilities	\$ 138.14
Total 8200 Facility & Equipment Expenses	\$ 3,138.14
8300 Travel & Meetings Expenses	
8305 Meals/Entertainment	229.52
8310 Travel	416.32
8320 Conferences, Conventions & Meetings	156.35
Total 8300 Travel & Meetings Expenses	\$ 802.19
8500 Other Expenses	
8510 Interest-General	234.81
8520 Insurance-Non-Employee Related	878.25
8590 Other Expenses	45.00
Total 8500 Other Expenses	\$ 1,158.06
8600 Business Expenses	
8670 Organizational (Corp) Expenses	850.00
Total 8600 Business Expenses	\$ 850.00
Total Expenditures	\$ 12,466.62
Net Operating Revenue	-\$ 8,166.62
Net Revenue After Operational Expenses	-\$ 8,166.62

Rillito Park Foundation
Statement of Financial Position
As of December 31, 2013

	Total
ASSETS	
Current Assets	
Bank Accounts	
1000 Cash	
1010 Cash in Bank-Operating	2,486.60
1030 Cash-Money Market	0.00
Total 1000 Cash	\$ 2,486.60
Total Bank Accounts	\$ 2,486.60
Accounts Receivable	
1200 Contributions Receivable	
1210 Pledges Receivable	
1210a Frank DeFazio	20,318.13
1210b Walt Rogers	19,575.24
1210c Russell True	19,700.00
1210d Jaye Wells	20,704.91
Total 1210 Pledges Receivable	\$ 80,298.28
1225 Discounts - Long-Term Pledges	-60,000.00
Total 1200 Contributions Receivable	\$ 20,298.28
Total Accounts Receivable	\$ 20,298.28
Other current assets	
1450 Prepaid Expenses	2,342.00
1460 Accrued Revenue - Pima Cty Special Account - Rent Rebate	8,000.00
1470 Prepaid Retainer-Ian Singer	1,000.00
Total Other current assets	\$ 11,342.00
Total Current Assets	\$ 34,126.88
Fixed Assets	
1600 Fixed Operating Assets	
1660 Construction in Progress	15,827.55
Total 1600 Fixed Operating Assets	\$ 15,827.55
Total Fixed Assets	\$ 15,827.55
Other Assets	
1900 Security Deposit - Pima County	1,000.00
Total Other Assets	\$ 1,000.00
TOTAL ASSETS	\$ 50,954.43

Rillito Park Foundation
Statement of Financial Position
As of December 31, 2013

Current Liabilities	
Other Current Liabilities	
2000 Payables	
2010 Accounts Payable	0.00
Total 2000 Payables	<u>\$ 0.00</u>
2500 Short Term Notes & Loans Payable	0.00
2510 Trustee & Employee Loans Payable	
2510a Loan from DeFazio - Rent Rebate	4,175.00
2510b Loan from Rogers - Rent Rebate	2,070.00
2510c Loan from True - Rent Rebate	6,200.00
Total 2510 Trustee & Employee Loans Payable	<u>\$ 12,445.00</u>
Total 2500 Short Term Notes & Loans Payable	<u>\$ 12,445.00</u>
Total Other Current Liabilities	<u>\$ 12,445.00</u>
Total Current Liabilities	<u>\$ 12,445.00</u>
Total Liabilities	<u>\$ 12,445.00</u>
Equity	
3100 Temporarily Restricteted Net Assets	
3110 Use Restricted Net Assets	8,000.00
Total 3100 Temporarily Restricteted Net Assets	<u>\$ 8,000.00</u>
Net Unrestricted Assets - 2012	16,113.70
Net Unrestricted Assets - 2013	14,395.73
Total Equity	<u>\$ 38,509.43</u>
TOTAL LIABILITIES AND EQUITY	<u><u>\$ 50,954.43</u></u>

Thursday, Apr 17, 2014 09:53:59 AM PDT GMT-7 - Accrual Basis
For Management Purposes

Rillito Park Foundation
Statement of Activity
January - December 2013

	<u>Total</u>
Revenue	
4000 Revenue from Direct Contributions	
4010 Individual/Small Business Contributions	20,000.00
Total 4000 Revenue from Direct Contributions	\$ 20,000.00
4100 Donated Goods & Services Revenue	
4110 Donated Professional Services-GAAP	1,500.00
Total 4100 Donated Goods & Services Revenue	\$ 1,500.00
5300 Revenue from Investments	
5340 Real Estate Rent-Not Debt-Financed	7,000.00
Total 5300 Revenue from Investments	\$ 7,000.00
5800 Special Events	
5810 Special Events - Non-Gift Revenue	5,000.00
Total 5800 Special Events	\$ 5,000.00
Total Revenue	\$ 33,500.00
 Gross Profit	 \$ 33,500.00
 Expenditures	
7000 Grants, Contracts & Direct Assistance	
7020 Grants to Other Organizations	200.00
Total 7000 Grants, Contracts & Direct Assistance	\$ 200.00
7500 Contract Service Expenses	
7530 Legal Fees	1,500.00
7540 Professional Fees - Other	3,097.00
Total 7500 Contract Service Expenses	\$ 4,597.00
8100 Nonpersonnel Expenses	
8105 Bank Charges	53.37
8130 Telephone & Telecommunications	0.00
8131 Website	413.17
Total 8130 Telephone & Telecommunications	\$ 413.17
8170 Printing & Copying	324.96
Total 8100 Nonpersonnel Expenses	\$ 791.50
8200 Facility & Equipment Expenses	
8210 Rent, Parking & Other Occupancy	8,000.00
8220 Utilities	0.00
8221 Exterminating	135.00
8222 Water/Sewer	1,892.93
Total 8220 Utilities	\$ 2,027.93
Total 8200 Facility & Equipment Expenses	\$ 10,027.93
8300 Travel & Meetings Expenses	
8305 Meals/Entertainment	208.01
8310 Travel	703.93
8320 Conferences, Conventions & Meetings	959.90
Total 8300 Travel & Meetings Expenses	\$ 1,871.84

Rillito Park Foundation
Statement of Activity
January - December 2013

8500 Other Expenses	
8510 Interest-General	445.00
8520 Insurance-Non-Employee Related	1,171.00
Total 8500 Other Expenses	<u>\$ 1,616.00</u>
Total Expenditures	<u>\$ 19,104.27</u>
Net Operating Revenue	<u>\$ 14,395.73</u>
Net Revenue After Operational Expenses	<u><u>\$ 14,395.73</u></u>

Thursday, Apr 17, 2014 09:48:39 AM PDT GMT-7 - Accrual Basis
For Management Purposes

Rillito Park Foundation
Statement of Financial Position
As of December 31, 2012

	<u>Total</u>
ASSETS	
Current Assets	
Bank Accounts	
1000 Cash	
1010 Cash in Bank-Operating	2,123.95
1030 Cash-Money Market	0.00
Total 1000 Cash	\$ 2,123.95
Total Bank Accounts	\$ 2,123.95
Accounts Receivable	
1200 Contributions Receivable	
1210 Pledges Receivable	
1210a Frank DeFazio	22,619.75
1210b Walt Rogers	23,500.00
1210c Russell True	23,500.00
1210d Jaye Wells	23,870.00
Total 1210 Pledges Receivable	\$ 93,489.75
1225 Discounts - Long-Term Pledges	-80,000.00
Total 1200 Contributions Receivable	\$ 13,489.75
Total Accounts Receivable	\$ 13,489.75
Other current assets	
1470 Prepaid Retainer-Ian Singer	500.00
Total Other current assets	\$ 500.00
Total Current Assets	\$ 16,113.70
TOTAL ASSETS	\$ 16,113.70
 LIABILITIES AND EQUITY	
Liabilities	
Total Liabilities	
Equity	
Net Unrestricted Assets	16,113.70
Total Equity	\$ 16,113.70
TOTAL LIABILITIES AND EQUITY	\$ 16,113.70

Wednesday, Apr 16, 2014 07:11:20 AM PDT GMT-7 - Accrual Basis
For Management Purposes

Note: The Foundation opened its financial accounts on November 1st, 2012

Rillito Park Foundation
Statement of Activity
 January - December 2012

	<u>Total</u>
Revenue	
4000 Revenue from Direct Contributions	
4010 Individual/Small Business Contributions	20,000.00
Total 4000 Revenue from Direct Contributions	\$ 20,000.00
Total Revenue	\$ 20,000.00
Gross Profit	\$ 20,000.00
Expenditures	
7500 Contract Service Expenses	
7540 Professional Fees - Other	2,255.00
Total 7500 Contract Service Expenses	\$ 2,255.00
8300 Travel & Meetings Expenses	
8310 Travel	195.18
8320 Conferences, Conventions & Meetings	926.91
Total 8300 Travel & Meetings Expenses	\$ 1,122.09
8600 Business Expenses	
8670 Organizational (Corp) Expenses	509.21
Total 8600 Business Expenses	\$ 509.21
Total Expenditures	\$ 3,886.30
Net Operating Revenue	\$ 16,113.70
Net Revenue After Operational Expenses	\$ 16,113.70

Wednesday, Apr 16, 2014 07:08:09 AM PDT GMT-7 - Accrual Basis
 For Management Purposes

Note: the Foundation opened its financial accounts on November 1st, 2012



Casas Adobes Office
MAC 54309-011
7080 N. Oracle Rd
Tucson, AZ 85704
520 792-5013

Wells Fargo Bank, N.A.

Date: March 28, 2014

To: Pima County Board of Supervisors

RE: Rillito Racing, Inc.
Subsidiary of Rillito Park Foundation

To Whom It May Concern:

This letter is to inform you that Rillito Park Foundation has established a separate account for Rillito Racing, Inc. as of March 27, 2014 and has an available balance of \$75,000.00.

Please contact me at the number below should you need any further assistance.

Sincerely,

Ashley Rojas
Branch Manager
(520) 792-5013

CHANDLER WARDEN

April 18th, 2014

To Whom It May Concern:

On behalf of the Rillito Park Foundation, a \$300,000 grant proposal was submitted to the Bert Martin Foundation, a foundation which I serve as Vice-President and a Director. The grant is to support the Rillito Park Foundation's ongoing improvements to the J. Rukin Jelks Stud Farm, and their proposal to operate horse racing at the Historic Rillito Race Track.

Fifty percent of the requested \$300,000 is earmarked for improvements to the Rillito Race Track facility and operations, contingent on Pima County Board of Supervisors approval of the ongoing operating agreement negotiations.

The Board of Directors of the Bert Martin Foundation will meet on the 23rd of April, 2014, and the award of this grant request is subject to a vote of approval by the Board on that day.

Should you need verification or have any questions regarding the pending grant, please contact me at 520 – 360 – 6062.

Sincerely,



Chandler Warden

4) How do you plan on marketing the racing meet for the 2015 season?

A multi-phased marketing plan has been developed for the racing meet for the 2015 season. Highlights of that plan include:

Press Releases –

While most past racing meets garnered free media coverage by raising the old argument regarding ‘Rillito’s demise’, Rillito Racing believes the fresh opportunity will gain even more – and positive - coverage from local and area media.

Local Marketing – From local print ads to radio and television spots, the word will be spread beginning in December. Marketing will encompass Spanish language media to capture the Hispanic market, a large spectator group during racing season at Rillito.

Once the meet begins, during live race days, Truth Radio will broadcast the results of each race as soon as the race is official.

Regional Marketing –

From ads in small town papers to relations with County Fair racing organizations throughout state, Rillito Racing will have a healthy effort to build a network of friends and fans.

Cross-Border Marketing –

Rillito Racing has created a “hermana” (sister) marketing arm named “Carreras de Rillito” to market into Mexico and regional Spanish language markets.

Our plan is to coordinate outreach media through the use of Visit Tucson’s Sonoran offices to assist in racing promotions, as well as re-establishing longstanding border Arizona-Mexico historical horse races at Rillito. Many of these races were once held at Rillito, and it is our goal to promote horse racing as a binational spectator event to be enjoyed by people of all cultures and ages.

Website and Social Media –

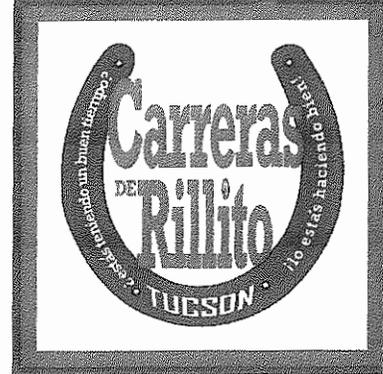
Intensive and ongoing social media will be utilized from Facebook to Twitter, with the objective of directing fans to our website where results, entries, and ongoing news from the track will be posted.

IT'S ALL ABOUT MARKETING

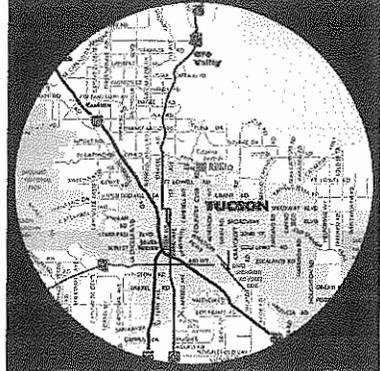
rillitoracing.com



rillitoracing.com



RILLITO PARK LOCAL MARKET



RILLITO PARK REGIONAL MARKET



Rillito Park Local and Regional Marketing Areas

Website Blog E-Blasts Facebook Twitter
Network Cable Radio Newspaper Magazine
Promotions Spanish Language Media Charity Events
Racing Programs Off-Track Betting Hotel Brochures

Year-Round and Event Coordinated Media Presence

IT'S ALL ABOUT MARKETING

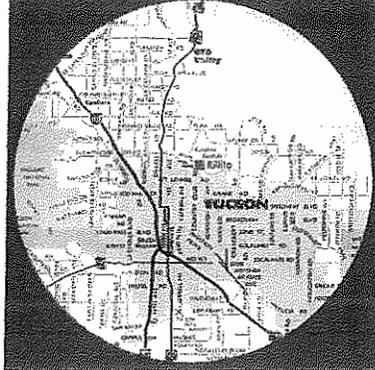
rillitoracing.com



rillitoracing.com



RILLITO PARK LOCAL MARKET



RILLITO PARK REGIONAL MARKET



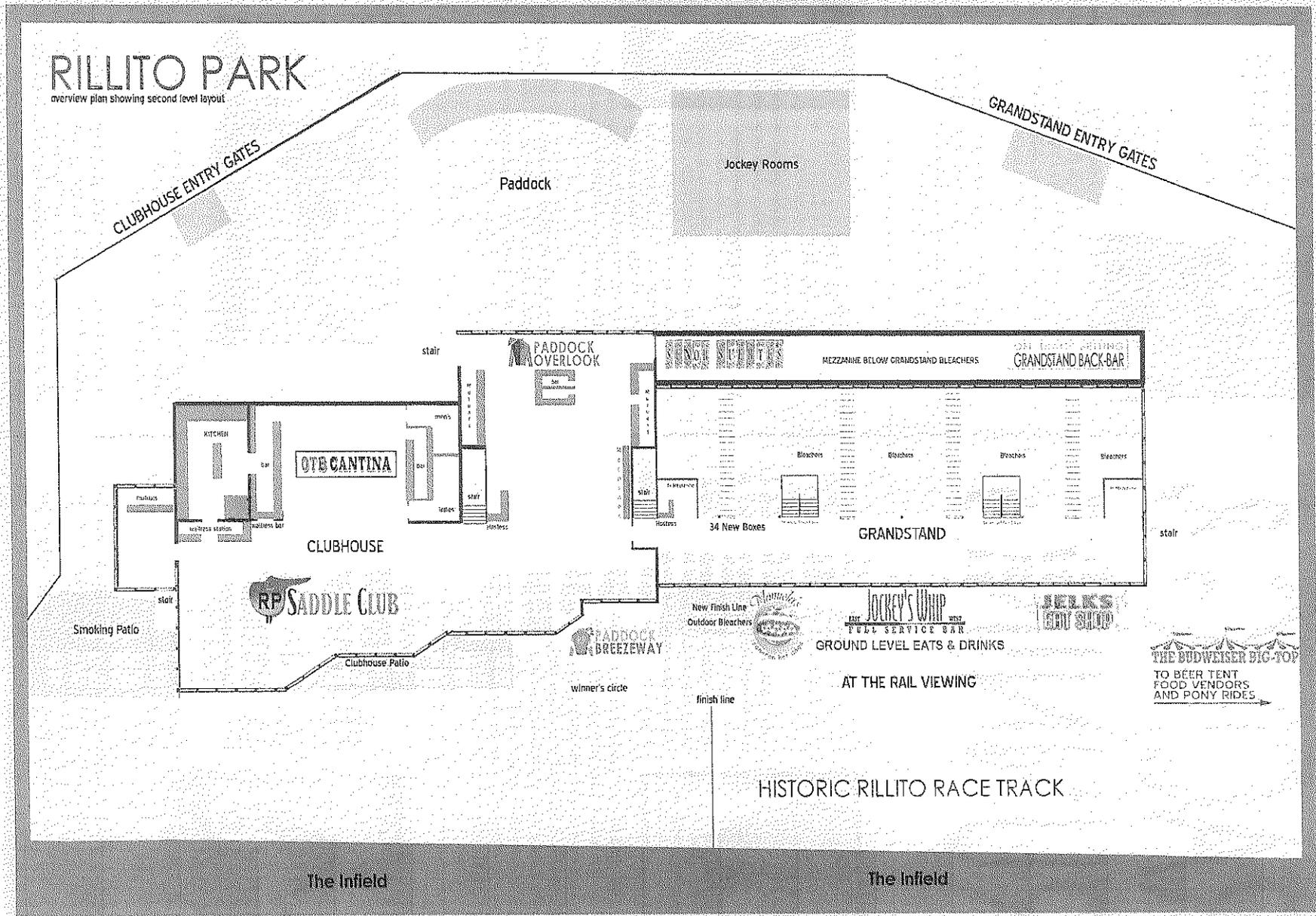
Rillito Park Local and Regional Marketing Areas

Website Blog E-Blasts Facebook Twitter
Network Cable Radio Newspaper Magazine
Promotions Spanish Language Media Charity Events
Racing Programs Off-Track Betting Hotel Brochures

Year-Round and Event Coordinated Media Presence

RILLITO PARK

overview plan showing second level layout



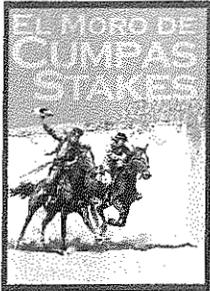
RACING & RUNNING



LIVE THOROUGHBRED & QUARTER HORSE RACING SPRING AND FALL MEETS

Quality Live Racing returns to Rillito with a 28 day Spring Meet running January through the first of April. Thoroughbreds and Quarter Horses gather at Rillito for weekend racing, highlighted by the Borderlands Racing Festival in late March. A shorter 12 day Meet starts in October leading up to a three day Festival of the Southwest over Thanksgiving weekend.

Off-Track Betting is back with large-screen viewing in the Clubhouse OTB Cantina and the Grandstand Back-Bar, located on the Mezzanine. The OTB Cantina is open days and evenings Wednesdays through Sunday for OTB wagering.



BORDERLANDS RACING FESTIVAL

During our Spring Meet, Rillito hosts the Borderlands Racing Festival, one of the largest gatherings of racing Quarter Horses in the world. This three-day event ends the Meet with some of the fastest horses, richest purses, and largest international crowds in the West.

The highlight of the Festival is the El Moro de Cumpas Stakes, where the fastest Quarter Horses from north and south of the border meet for a winner-take-all purse. The race honors the famous match race from the fifties held in Agua Prieta, Sonora. It was a race that created a legend in Mexican racing folklore, starting a series of border races. Once, when US and Mexican Customs would not allow the horses to cross, the US entry ran on the north side of the border and the Mexican on the south!



THE UNIVERSITY OF ARIZONA

Race Track Industry Program

WHO'S THE BOSS?

Each Live Racing Season, we turn the reins over to the staff and students of the University of Arizona's Race Track Industry Program for an entire day's racing. From Track Secretary, to Marketing, to Steward positions, the students gain experience and get to see Who's the Boss?



In addition, the Infield is opened up for a huge U. of A. party hosted by student-run clubs and service groups. Each gets matched with a post position in one race on the card - and a piece of the action if their horse hits the Board!

RPSOCCER



LEAGUE

RILLITO PARK FIELD SPORT LEAGUES

Whether your game is soccer, rugby, lacrosse, field hockey, or frisbee, we host leagues from many of the field sport clubs represented in the County, throughout the year.

Our summer leagues run in the cool of the mornings and the evenings, with a following series of league play and tournaments in the fall.

Our four Infield regulation soccer fields are kept in first-class condition to host tournament and league games, while our practice fields are open year round for club practice or a public pick-up game. During the season, our Infield snack bar is open, serving food and cold beverages. Join us in Rillito Park, the center of Field Sport Fun!



THE RILLITO CUP

Each Fall, Rillito Park, along with other sponsors, hosts The Rillito Cup, a county wide soccer tournament culminating in the Semi-finals and Finals held in the Infield at Rillito.

The Racetrack facility hosts gathering players and spectators in the Clubhouse and Grandstand, with full food and beverage services. Plus, the action on the field is televised over our race monitor system and broadcast by announcers. The participating clubs vie for a piece of the \$10,000 Purse, awards, and prizes!

RACING & RUNNING

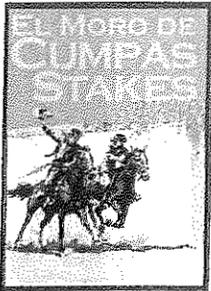


LIVE THOROUGHBRED & QUARTER HORSE RACING SPRING AND FALL MEETS

Quality Live Racing returns to Rillito with a 28 day Spring Meet running January through the first of April. Thoroughbreds and Quarter Horses gather at Rillito for weekend racing,

highlighted by the Borderlands Racing Festival in late March. A shorter 12 day Meet starts in October leading up to a three day Festival of the Southwest over Thanksgiving weekend.

Off-Track Betting is back with large-screen viewing in the Clubhouse OTB Cantina and the Grandstand Back-Bar, located on the Mezzanine. The OTB Cantina is open days and evenings Wednesdays through Sunday for OTB wagering.



BORDERLANDS RACING FESTIVAL

During our Spring Meet, Rillito hosts the Borderlands Racing Festival, one of the largest gatherings of racing Quarter Horses in the world. This three-day event ends the Meet with some of the fastest horses, richest purses, and largest international crowds in the West.

The highlight of the Festival is the El Moro de Cumpas Stakes, where the fastest Quarter Horses from north and south of the border meet for a winner-take-all purse. The race honors the famous match race from the fifties held in Agua Prieta, Sonora. It was a race that created a legend in Mexican racing folklore, starting a series of border races. Once, when US and Mexican Customs would not allow the horses to cross, the US entry ran on the north side of the border and the Mexican on the south!



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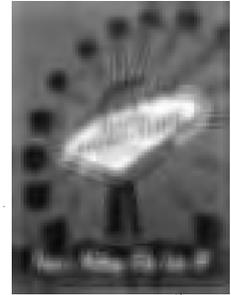
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EVENTS & CONCERTS



There's nothing else like it! Associated Students of the University of Arizona's (ASUA) Spring Fling is back again! Starting back in 1974, Spring Fling has become an iconic figure by providing carnival rides, games, food booths, and entertainment to both the University of Arizona and Tucson communities.



Spring Fling is the largest student-run carnival in the nation attracting over 25,000 people last year. Spring Fling provides over 25 rides and games to attendees, over 20 different food booths with a wide variety ranging from corn dogs to crab puffs.



TUCSON LEGENDS MUSIC FESTIVAL

Every Spring as part of our Borderlands Racing Festival, we host a two-evening concert featuring some of Tucson's legendary musicians with some new and upcoming acts. Staged in the infield, the concert is open to everyone and all are invited to bring their chairs or

blankets to relax and take in the sights and sounds of Calexico, Los Lobos, and many more. Whether your taste in music runs from rock to jazz to cumbia, you're sure to find music you enjoy. Plus, some of Tucson's best local sidewalk vendors, restaurants, and cantinas will be serving up Eats and Drinks! It's Tucson!

SUMMER SYMPHONY SUPPER



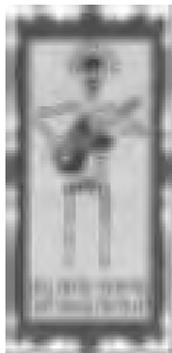
On a hot summer night there is nothing more refreshing than dining on cool grass enjoying classical music, good food, and great wines. Join us for our Summer Symphony Supper, catered by some of Tucson's best chefs and restaurants with wine tastings from wineries from around the world.

We kick off the evening with many of your favorite selections, followed by a guest conductor, then end the evening with an incredible fireworks display! Help support the arts in Tucson as proceeds support the Symphony.

días de los muertos fall music festival

Bring out your best costume for a night of music and merriment. The stage will host some of the best in Southwest and Mexican music from some of the top acts in the nation. But, it's way more than music. Enjoy fortune tellers, fireeaters, theater troops, and wander through the market where you'll find authentic Mexican arts and crafts.

Delicious Mexican foods will be offered from some of Tucson's favorite eateries and watering holes. Plus, prizes and contests. Join in on the merriment in celebration of all our ancestors and a heritage that binds us still.



TUCSON POWWOW

NEW YEAR'S CELEBRATION

The New Year's POWWOW is a Tucson tradition. Over 50 native American tribes are represented in one of the largest and most colorful dance competitions in all of the nation.

The three-day celebration brings together dance groups, musicians, poetic and literary artists, pow-wow folks, war mothers and veteran's societies, seventh generation youth and golden age groups, tribal tourism, art and craft vendors and tribal commercial exhibits. The highlight is a midnight dance to ring in the New Year.



EATS & DRINKS

OTB CANTINA

You don't have to wait until the weekend to have a chance to play the ponies! Off-Track Betting is back at Rillito with simulcast racing Wednesday through Sunday during each season's Meet. Our large monitors and multi-display screens offer the best viewing of races from major tracks all across the country. And on Live Race Days, there is no better place to watch and wager.

The OTB Cantina also features some of the best Mexican and American food in town, with a full menu and bar. Plus, we host the best Happy Hour in all of Arizona with daily drink and food specials.

SEÑOR SUERTES

Want to feel like Mister Lucky? Grab a bite from our purely Mexican fair eatery. Señor Suerte serves the best homemade style tamales, enchiladas, tacos, and the best Sonoran style shrimp cocktail this side of Puerto Penasco!

We slow roast our chickens, pork, and beef so they are tender and moist. We use the freshest tortillas in your choice of flour or corn. The food is authentic and flavorful, dressed from our fully stocked salsa bar. We serve agua frescos and a wide selection of some of your favorite Mexican beers. Plus, you can't beat our hot and spicy Michelada!

RP SADDLE CLUB

Join the Rillito Park Saddle Club by reserving your Table or Box for the current season's meet. You'll not only have your seats waiting, your membership gets you Preferred Parking, and discounts on special events and activities.

We'll even E-mail all entries and past performances to you as soon as they are available, giving you a head start! Our Clubhouse Seating offers dining and cocktails with a full menu, while our Box seats get you right on the Finish Line!

A membership for both the Fall and Spring Meets gets you even more with special invitations for exciting events

RP Paddock OVERLOOK

The insider's choice for proper pre-race handicapping, the PADDOCK OVERLOOK is the place to be between races. Located right in the Clubhouse at the glass windows overlooking the Paddock, you'll get a great view of the horses saddling up, and the jockeys putting their race faces on.

You'll also get great service with a full selection of beers, both foreign and domestic, including some choice selections from local and regional micro-breweries. The PADDOCK OVERLOOK also offers a fresh selection of deli sandwiches, made with quality meats, breads and cheeses. Join us!

OFF-TRACK BETTING GRANDSTAND BACK-BAR

Now that Off-Track Betting is back at Rillito Park, we set up a special viewing area on the west end of the Mezzanine. It's the perfect place to get away from the crowd, sit down for a cold one and wager on races from some of the top tracks in the country.

Every morning before the first post time, we offer tips on the days races from a member of the track secretary's staff. Plus we host 'New to Racing?' mini-seminars each morning so that you can learn the fundamental skills of wagering and tricks of the trade from some of the best handicappers in the Southwest!

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EAST **JOCKEY'S WHIP** **WEST**
FULL SERVICE BAR

There are two Jockey's Whip Full Service Bars located on the ground level in the Grandstands. Jockey's Whips East and West are under the stairwells leading up to the Grandstand bleachers.

Top shelf Tequila? We have it. Single Malt Scotch? We have it. Small Batch Bourbons? Ditto. Our Bartenders are professionals - we dare you to stump them. Try a Hard Twist. Named after the Champion Quarter Horse from the fifties, a Hard Twist is Rillito's trademark drink. Try one. It will make you feel like a Champion!

JELKS
EAT SHOP

Hungry? Get yourself to Jelk's Eat Shop. Giant Burgers covered with Fries, Spicy Chicken Tender Baskets, the best Onion Rings in town, Egg and Homemade Chorizo Breakfast Burritos, Chicken Wings that will burn your mouth off, Nachos with all the jalapenos and cheese you can stand, Barbecue right out of the Mississippi Delta, a Bratwurst right out of Bavaria, Pizza right out of Brooklyn.

Oh, did we mention the Milkshakes?



PADDOCK
BREEZEWAY

The best thing about Rillito Park is that you can get up close to the action. For seeing your pick of the horses, there isn't a better spot than the PADDOCK BREEZEWAY.

Located under the Grandstand along the pass-through section leading the horses from the Paddock to the Track, the PADDOCK BREEZEWAY offers a great selection of beers on tap and in bottles from domestic and foreign breweries, and regional micro-brew selections. Plus, we serve quality deli sandwiches featuring the freshest meats, breads, and cheeses. Grab your spot to see the horses!

Manuela's

Nothing brings the cuisine of both sides of the border together more than the Sonoran Hot-Dog. This truly Mexican take on an American standard is a meal in itself.



An all beef wiener is wrapped in bacon and grilled for a smoky flavor. Placed on a fresh hotdog bun, beans, salsa, jalapenos, and sour cream top it off. We serve ours with a quarter of grilled onion, and two grilled peppers to put the hot in the hotdog! Located near the finish-line bleachers, MANUELA'S SONORAN HOT DOGS serves them up hot all day!

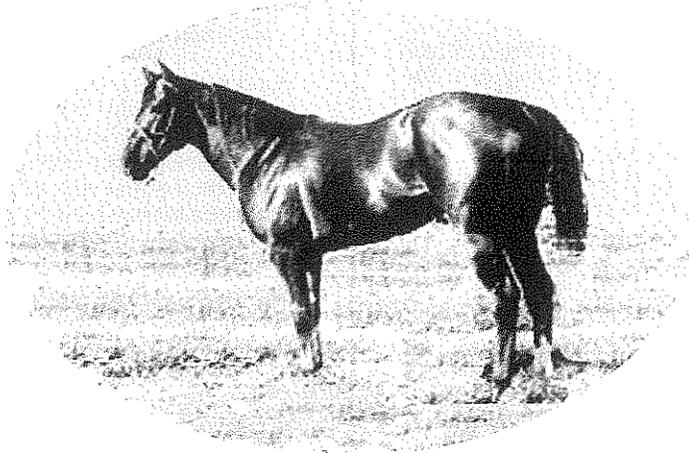
THE BUDWEISER BIG-TOP

There's a party going on in THE BUDWEISER BIG-TOP beer tent. Located on the west end of the Grandstand, the beer tent gets you right on the rail of the stretch run. Inside you'll not only find a full selection of Anheuser-Busch brews, but a wide assortment of beers represented by Golden Eagle Distributors of Arizona. Sierra Nevada Pale Ale is on tap along with Stella Artois, Beck's, Bass Ale, and premium selections from local breweries like Barrio.

For Eats, we have a wide variety of local food vendors, from TUCSON TAMALES COMPANY, serving surprising choices of these Southwest traditions, to NICK'S TRI-TIP SANDWICHES, slow roasted tri-tip piled high, to Kettle Korn to satisfy your sweet tooth! And we'll surprise you each weekend with a guest vendor representing something out of the ordinary. One weekend - sushi, the next bratwurst, the next Jamaican jerk chicken. Who knows?

Just outside, there are treats for kids like pony rides and inflatable jumping castles. THE BUDWEISER BIG-TOP is the place to be on race day for fun and action!

HOW TO MAKE A HARD TWIST



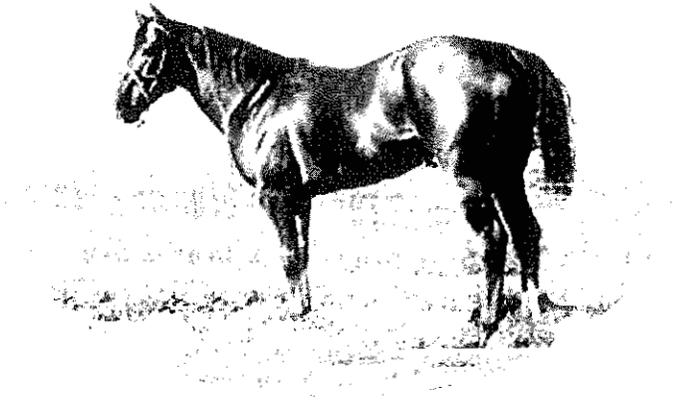
HARD TWIST 1942 - 1962

Named after the famous Rillito Champion from the early era, the Hard Twist is Rillito Park's trademark libation. Have one. It'll make you feel like a Champion.

A Hard Twist:

- a. fill a highball glass, rimmed with salt and sugar, with crushed ice.
- b. squeeze the juice of two lemons into a shaker.
- c. add 2.5 oz. of quality tequila.
- d. add 1.5 oz. of amber agave nectar.
- e. after shaking, pour into the glass, adding a corkscrew of lemon peel and a dash of chipotle powder.

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RILLTIO FOUNDATION

RILLITO RACING

2015

ANNUAL REPORTS



E-FILED

**STATE OF ARIZONA
CORPORATION COMMISSION
CORPORATION ANNUAL REPORT
& CERTIFICATE OF DISCLOSURE**

05278241

DUE ON OR BEFORE 11/07/2015

FILING FEE \$10

PLEASE READ ALL INSTRUCTIONS. The following information is required by A.R.S. §§10-1622 & 10-11622 for all organized pursuant to Arizona Revised Statutes, Title 10. The Commission's authority to prescribe this form is A.R.S. §§10-121(A) & 10-3121(A). YOUR REPORT MUST BE SUBMITTED ON THIS ORIGINAL FORM. Make changes or corrections necessary. Information for the report should reflect the current status of the corporation.

17182376

1. RILLITO PARK FOUNDATION
1090 EAST RIVER ROAD
TUCSON, AZ 85718

Business Phone: _____
State of Domicile: AZ

(Business phone is optional.)

Type of Corporation: NON-PROFIT

2. Statutory Agent: FERRE B DEYARLO
Mailing Address: 833 W. PRIMA DE COCO
City, State, Zip: TUCSON, AZ 85704

Statutory Agent's Street or Physical Address:
Physical Address:
City, State, Zip:

ACC USE ONLY	
Fee	\$ <u>10</u>
Penalty	\$ <u>0</u>
Reinstates	\$ <u>0</u>
Expedite	\$ <u>0</u>
Resubmits	_____

If appointing a new statutory agent, the new agent MUST consent to that appointment by signing below. Note that the agent address must be in Arizona, (individual) or Wis. (corporation or limited liability company) having been designated the new Statutory Agent do hereby consent to this appointment until my removal or resignation pursuant to law.

Signature of new Statutory Agent

Printed Name of new Statutory Agent

3. Secondary Address:

(Foreign Corporations are **REQUIRED** to complete this section).

4. CHARACTER OF BUSINESS

CULTURAL

Received: 10/23/2015 05:55

17182376 RILLITO PARK FOUNDATION

5. CAPITALIZATION: (For-profit Corporations and Business Trusts are **REQUIRED** to complete this section.)
 Business trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the estate.

5a. Please examine the corporation's original Articles of Incorporation for the amount of shares authorized.

Number of Shares/Certificates Authorized	Class	Series Within Class (if any)
0		
0		

5b. Review all corporation amendments to determine if the original number of shares has changed. Examine minutes for the number of shares issued.

Number of Shares/Certificates Issued	Class	Series Within Class (if any)
0		
0		

6. SHAREHOLDERS: (For-profit Corporations and Business Trusts are **REQUIRED** to complete this section.)
 List shareholders holding more than 20% of any class of shares issued by the corporation, or having more than 20% interest in the corporation.

NONE

7. OFFICERS

Name: JAYE WELLS
 Title: PRESIDENT
 Address: 1090 EAST RIVER ROAD
 TUCSON, AZ 85718
 Date Taking Office: 11/25/2011

Name: RUSSELL TRUE
 Title: SECRETARY
 Address: 9251 WEST TWIN PEAKS
 TUCSON, AZ 85743
 Date Taking Office: 11/25/2011

Name: FRANK DEFAZIO
 Title: TREASURER
 Address: 839 W. PALMA DE COCO
 TUCSON, AZ 85704
 Date Taking Office: 11/25/2011

Name: WALTER ROGERS
 Title: VICE-PRESIDENT
 Address: 13195 N. BOOMING DR.
 ORO VALLEY, AZ 85755
 Date Taking Office: 11/25/2011

8. DIRECTORS

Name: CHANDLER WARDEN
 Address: 37133 S M BAR J RANCH RD
 MARANA, AZ 85658
 Date Taking Office: 09/15/2013

Name: JAYE WELLS
 Address: 1090 EAST RIVER ROAD
 TUCSON, AZ 85718
 Date Taking Office: 11/01/2011

Name: FRANK DEFAZIO
 Address: 839 W. PALMA DE COCO
 TUCSON, AZ 85704

Name: WALTER ROGERS
 Address: 13195 N. BOOMING DR.
 ORO VALLEY, AZ 85755

Date Taking Office: 11/01/2011

Date Taking Office: 11/01/2011

AR-0046
Rev. 12/2008

Arizona C

17182376 RILLITO PARK FOUNDATION

9. FINANCIAL DISCLOSURE (A.R.S. §10-11622(A)(9))

Nonprofits – if your annual report is due on or before September 25, 2008, you must attach a financial statement (e.g. income balance sheet including assets, liabilities). If your nonprofit annual report is due after September 25, 2008, a financial statement is required. Cooperative marketing associations must in all cases submit a financial statement. All other forms of corporations are required to submit a financial statement no matter what date the annual report was due.

ONLY NONPROFIT CORPORATIONS MUST ANSWER THIS QUESTION:**9A. MEMBERS (A.R.S. §10-11622(A)(6))**This corporation **DOES** **DOES NOT** **10. CERTIFICATE OF DISCLOSURE (A.R.S. §§ 10-202(D), 10-3202(D), 10-1622(A)(8) & 10-11622(A)(7))**

A. Has any person who is currently an officer, director, trustee, incorporator, or who, in a For-profit corporation, controls or owns 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation been:

1. Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate?
2. Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or monopoly in any state or federal jurisdiction within the seven year period immediately preceding execution of this certificate?
3. Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period preceding execution of this certificate where such injunction, judgment, decree or permanent order involved the violation of:
 - (a) fraud or registration provisions of the securities laws of that jurisdiction, or
 - (b) the consumer fraud laws of that jurisdiction, or
 - (c) the antitrust or restraint of trade laws of that jurisdiction?

One box must be marked: YES

If "YES" to A, the following information must be submitted as an attachment to this report for each person subject to the actions stated in Items 1 through 3 above.

- | | |
|---|--|
| 1. Full birth name. | 5. Date and location of birth. |
| 2. Full present name and prior names used. | 6. The nature and description of each action; the date and location; the court involved; and the file or cause number. |
| 3. Present home address. | |
| 4. All prior addresses for immediately preceding 7 year period. | |

B. Has any person who is currently an officer, director, trustee, incorporator, or who, in a For-profit corporation, controls or owns 20% of the issued and outstanding common shares, or 20% of any other proprietary, beneficial or membership interest in the corporation in any such capacity or held a 20% interest in any other corporation on the bankruptcy or receivership of that other corporation?

One box must be marked: YES

If "YES" to B, the following information must be submitted as an attachment to this report for each corporation's statement above.

- (a) Name and address of each corporation and the persons involved.
- (b) State(s) in which it (i) was incorporated and (ii) transacted business.
- (c) Dates of corporate operation.

11. STATEMENT OF BANKRUPTCY OR RECEIVERSHIP (A.R.S. §§ 10-1623 & 10-11623)

A. Has the corporation filed a petition for bankruptcy or appointed a receiver? **One box must be marked: YES**

If "Yes" to A, the following information must be submitted as an attachment to this report:

1. All officers, directors, trustees and major stockholders of the corporation within one year of filing the petition for bankruptcy or appointment of a receiver. If a major stockholder is a corporation, the statement shall list the current president, chairman of the board of directors and major stockholders of such corporate stockholder. "Major stockholder" means a shareholder controlling twenty per cent of the issued and outstanding shares or twenty per cent of any proprietary, beneficial or membership interest in the corporation.
2. Whether any such person has been an officer, director, trustee or major stockholder of any other corporation with bankruptcy or receivership of the other corporation. If so, for each such corporation give:
 - (a) Name and address of each corporation;
 - (b) States in which it (i) was incorporated and (ii) transacted business.
 - (c) Dates of operation.

12. SIGNATURES: Annual Reports must be signed and dated by at least one duly authorized officer or they will be deemed false. I declare, under penalty of perjury, that all corporate income tax returns required by Title 43 of the Arizona Revised Statutes filed with the Arizona Department of Revenue. I further declare under penalty of perjury that I (we) have examined this certificate, including any attachments, and to the best of my (our) knowledge and belief they are true, correct and complete.

Name Jave WellsDate 10/23/2015

Signature Jaye Wells

Title PRESIDENT

(Signator(s) must be duly authorized corporate officer(s) listed in section 7 of this report.)

AR-0046
Rev. 12/2008

Arizona C

17182376 RILLITO PARK FOUNDATION

Additional Directors

Name: RUSSELL TRUE
Address: 9251 WEST TWIN PEAKS ROAD
TUCSON, AZ 85743
Date Taking Office: 11/01/2011

Arizona Corporation Commission



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100 %



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Print Image





E-FILED

STATE OF ARIZONA CORPORATION COMMISSION CORPORATION ANNUAL REPORT & CERTIFICATE OF DISCLOSURE

04973889

DUE ON OR BEFORE 03/27/2015 FILING FEE \$10

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-1914456-0
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Business Phone: (Business phone is optional.)
State of Domicile: ARIZONA Type of Corporation: NON-PROFIT

2. Statutory Agent: JAYE E WELLS
Mailing Address: 1090 E RIVER RD
City, State, Zip: TUCSON, AZ 85718
Statutory Agent's Street or Physical Addr
Physical Address:
City, State, Zip: AZ

Table with 2 columns: Fee, Penalty, Reinstates, Expedite, Resubmits. Values: \$10.00, \$0.00, \$0.00, \$, \$

If appointing a new statutory agent, the new agent MUST consent to that appointment by signing below. Note that the agent address must be in Arizona, (individual) or We, (corporation or limited liability company) having been designated the new Stat do hereby consent to this appointment until my removal or resignation pursuant to law.
Signature of new Statutory Agent
Printed Name of new Statutory Agent

3. Secondary Address:
(Foreign Corporations are REQUIRED to complete this section).

4. CHARACTER OF BUSINESS
CHARITABLE

Received: 03/17/2015 20:29

-1914456-0 RILLITO RACING, INC.

5. CAPITALIZATION: (For-profit Corporations and Business Trusts are **REQUIRED** to complete this section.)

Business trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest.

5a. Please examine the corporation's original Articles of Incorporation for the amount of shares authorized.

Number of Shares/Certificates Authorized Class Series Within Class (if

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Number of Shares/Certificates Issued Class Series Within Class (if

6. SHAREHOLDERS: (For-profit Corporations and Business Trusts are **REQUIRED** to complete this section.)

List shareholders holding more than 20% of any class of shares issued by the corporation, or having more than interest in the corporation.

NONE

7. OFFICERS

Name: JAYE H WELLS
 Title: PRESIDENT/CEO
 Address: 1090 EAST RIVER ROAD
 ORO VALLEY, AZ 85755
 Date Taking Office: 3/27/14

Name: A RUSSELL TRUE
 Title: VICE-PRESIDENT
 Address: 9251 W TWIN PEAKS RD
 TUCSON, AZ 85743
 Date Taking Office:

Name: FRANK B. DEFAZIO
 Title: TREASURER
 Address: 839 WEST PALMA DE COCO
 TUCSON, AZ 85704
 Date Taking Office:

Name: WALTER ROGERS
 Title: SECRETARY
 Address: 13195 N BOOMING DRIV
 ORO VALLEY, AZ 85718
 Date Taking Office:

8. DIRECTORS

Name: A RUSSELL TRUE
 Address: 9251 W TWIN PEAKS ROAD
 &WHITE STALLION RANCH
 TUCSON, AZ 85743
 Date Taking Office: 03/27/2014

Name: WALTER ROGERS
 Address: 13195 N BOOMING DRIV
 ORO VALLEY, AZ 85718
 Date Taking Office: 03/27/2014

Name: JAYE H WELLS
 Address: 1090 E RIVER RD
 TUCSON, AZ 85718

Name: FRANK B DEFAZIO
 Address: 839 WEST PALMA DE CO
 TUCSON, AZ 85704

Date Taking Office: 03/27/2014

Date Taking Office: 03/27/201

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-1914456-0 RILLITO RACING, INC.

9. FINANCIAL DISCLOSURE (A.R.S. §10-11622(A)(9))

Nonprofits – if your annual report is due on or before September 25, 2008, you must attach a financial statement (e.g. income balance sheet including assets, liabilities). If your nonprofit annual report is due after September 25, 2008, a financial statement is not required. Cooperative marketing associations must in all cases submit a financial statement. All other forms of corporations are required to submit a financial statement no matter what date the annual report was due.

ONLY NONPROFIT CORPORATIONS MUST ANSWER THIS QUESTION:

9A. MEMBERS (A.R.S. §10-11622(A)(6))

This corporation **DOES** **DOES NOT**

10. CERTIFICATE OF DISCLOSURE (A.R.S. §§ 10-202(D), 10-3202(D), 10-1622(A)(5) & 10-11622(A)(7))

A. Has any person who is currently an officer, director, trustee, incorporator, or who, in a For-profit corporation, controls or owns 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:

1. Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate?
2. Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or monopoly in any state or federal jurisdiction within the seven year period immediately preceding execution of this certificate?
3. Subject to an Injunction, Judgment, decree or permanent order of any state or federal court entered within the seven year period preceding execution of this certificate where such injunction, judgment, decree or permanent order involved the violation of:
 - (a) fraud or registration provisions of the securities laws of that jurisdiction, or
 - (b) the consumer fraud laws of that jurisdiction, or
 - (c) the antitrust or restraint of trade laws of that jurisdiction?

One box must be marked: YES

If "YES" to A, the following information must be submitted as an attachment to this report for each person subject to the actions stated in Items 1 through 3 above.

- | | |
|---|--|
| 1. Full birth name. | 5. Date and location of birth. |
| 2. Full present name and prior names used. | 6. The nature and description of each action; the date and location; the court involved; and the file or cause number. |
| 3. Present home address. | |
| 4. All prior addresses for immediately preceding 7 year period. | |

B. Has any person who is currently an officer, director, trustee, incorporator, or who, in a For-profit corporation, controls or owns 20% of the issued and outstanding common shares, or 20% of any other proprietary, beneficial or membership interest in the corporation in any such capacity or held a 20% interest in any other corporation on the bankruptcy or receivership of that other corporation?

One box must be marked: YES

If "YES" to B, the following information must be submitted as an attachment to this report for each corporation's statement above.

- (a) Name and address of each corporation and the persons involved.
- (b) State(s) in which it (i) was incorporated and (ii) transacted business.
- (c) Dates of corporate operation.

11. STATEMENT OF BANKRUPTCY OR RECEIVERSHIP (A.R.S. §§ 10-1623 & 10-11623)

A. Has the corporation filed a petition for bankruptcy or appointed a receiver? **One box must be marked: YES**

If "Yes" to A, the following information must be submitted as an attachment to this report:

1. All officers, directors, trustees and major stockholders of the corporation within one year of filing the petition for bankruptcy or appointment of a receiver. If a major stockholder is a corporation, the statement shall list the current president, chief executive officer and major stockholders of such corporate stockholder. "Major stockholder" means a shareholder controlling twenty per cent of the issued and outstanding shares or twenty per cent of any proprietary, beneficial or membership interest in the corporation.
2. Whether any such person has been an officer, director, trustee or major stockholder of any other corporation with bankruptcy or receivership of the other corporation. If so, for each such corporation give:
 - (a) Name and address of each corporation;
 - (b) States in which it (i) was incorporated and (ii) transacted business.
 - (c) Dates of operation.

12. SIGNATURES: Annual Reports must be signed and dated by at least one duly authorized officer or they will be considered false. I declare, under penalty of perjury, that all corporate income tax returns required by Title 43 of the Arizona Revised Statutes have been filed with the Arizona Department of Revenue. I further declare under penalty of perjury that I (we) have examined this certificate, including any attachments, and to the best of my (our) knowledge and belief they are true, correct and complete.

Name JAYE B WELLS

Date 02/17/2015

Signature JAYE H WELLS
Title PRESIDENT/CEO

[Signator(s) must be duly authorized corporate officer(s) listed in section 7 of this report.]

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