

**NEW YORK STATE THOROUGHBRED BREEDING AND
DEVELOPMENT FUND CORPORATION
MINUTES OF THE MEETING OF THE BOARD OF
DIRECTORS HELD MAY 9, 2012**

A meeting of the Board of Directors of the New York State Thoroughbred Breeding and Development Fund Corporation (the "Fund") was held at 10:00 a.m. on May 9, 2012 at the Fund's offices in Saratoga Springs, New York.

Present

John Sabini, Chairman	Chairman, Racing and Wagering Board
Harry Snyder	Commissioner, State Racing Commission
John Tesiero	Commissioner, State Racing Commission
Geoff Palmer	Special Assistant, Agriculture and Markets
Jeff Cannizzo	NYTB, Executive Director
William Wilmot, DVM	Breeder
Howard Nolan	Breeder
Ed Kelly	Breeder
Tracy Egan	Executive Director
Kyle Flaherty	Counsel
Rick Goodell	Guest
Kristen Buckley	Guest

Chairman Sabini called the meeting to order at 10:00 a.m. As the first order of business, Chairman Sabini advised the Board members that Michael DeMarco had accepted a position with the NYS Division of Housing and Community Renewal and thanked him for his service.

Chairman Sabini gave a brief overview of a number of on-going matters concerning the thoroughbred industry in New York State, including recent action undertaken by the New York State Racing and Wagering Board that are designed to address a rising number of thoroughbred fatalities at Aqueduct Race Course.

As the next order of business, the Chairman asked the Board members to review the February 16, 2012 Minutes. After review, a motion to accept the Minutes was duly made, seconded and approved by the Board.

As the next order of business, Chairman Sabini asked Tracy Egan to review the Fund's draft March 2012 Summary Balance Sheet. Ms. Egan reviewed with the Board members the

highlights of that balance sheet. Upon motion duly made and seconded, the Board approved the Fund's draft March 2012 Summary Balance Sheet.

Chairman Sabini asked Jeff Cannizzo to give the Fund's promotional report. Mr. Cannizzo circulated to the Board members a five page report covering the period February through April 2012 and reviewed with them NYTB's promotional activities conducted on behalf of the Fund since the last meeting.

As the next order of business, Chairman Sabini asked Ms. Egan to give a report on the Fund's promotional spending and to explain a new promotional initiative sought by the Fund. First, Ms. Egan briefed the Board on the various promotional initiatives that the Fund has been pursuing over the past few months. Next, Ms. Egan circulated a nine page proposal for the Fund to purchase advertising time on MSG+ at a total cost of \$20,000. After reviewing the proposal with the Board members and fielding questions from them on the proposed spend, a motion was made, duly seconded and unanimously adopted authorizing the Fund's proposed advertisement initiative with MSG+ up to a total spend of \$20,000.

As the next order of business, a motion was made for the Board to go into executive session to discuss personnel matters. This motion was duly seconded and unanimously approved.

At the conclusion of executive session, the meeting resumed. Chairman Sabini then gave a brief description of what the Board considered in executive session.

As the next order of business, a three page Whistleblower Policy and Procedures document was circulated for the Board of Trustees' review and consideration. After some discussion about the need for, and the general purpose of, the policy, a motion to adopt the Whistleblower Policy and Procedures was made, duly seconded and unanimously approved by the Board.

As the final order of business, Chairman Sabini asked Ms. Egan to provide an update on the Fund's new Breeding Fund scholarship program.

Cornell selected two students from Long Island to receive the \$2,500 scholarships: Juan Guerra is studying to become a veterinarian, Alexa Ravit is an undergraduate who hopes to join the racing industry.

Morrisville State College's selections are Erin Pollot, a future jockey, and Kate Jones who expects to work in the thoroughbred breeding industry.

SUNY Cobleskill selected Paige Montayne who is a shed row forman for trainer Chad Brown as she pursues obtaining a trainer's license in the future. Also, equine studies major Brooke Burke who is currently working at Cornell Equine Research Park in Ithaca, NY.

With no further business pending before the Board, the meeting was adjourned.