

MINUTES

OF THE ANNUAL GENERAL MEETING OF NEW ZEALAND
THOROUGHBRED RACING INCORPORATED HELD IN THE
CHANCELLOR 1 AT THE JAMES COOK HOTEL GRAND
CHANCELLOR IN WELLINGTON AT 11AM ON WEDNESDAY, 15
DECEMBER 2010

DECEMBER 2010 NZTR AGM ATTENDEES, APOLOGIES, PROXIES AND GUESTS

RACING CLUBS

Amberley RC Alastair Deans Committee
Ashburton RC Tony Cook President
Auckland RC Paul Kenny Chairman

Auckland RC Chris Weaver Chief Executive Officer

Avondale JC Ron Murphy President
Banks Peninsula RC Anthony Gray President

Banks Peninsula RC Fiona Tonks General Manager/Secretary

Beaumont JC Proxy

Cambridge JCGeorge SimonPresidentCanterbury JCJeffrey McCallChairmanCanterbury RCTim MillsChief ExecutiveCentral Otago RCAlister EckhoffPresident

Central Otago RC Andre Klein CEO (Gallop South)

Counties RC Brian Collins Chairman

Counties RC Greg Mitchell General Manager

Dargaville RC Proxy

Egmont RC Peter Newell President John McDonald **Feilding JC Vice President Feilding JC** Darin Balcombe **General Manager Foxton RC** John Creaven **Vice President Foxton RC Charles Pearce** Secretary **Gore RC Ellis Winsloe President Jill Bennington President Greymouth JC Peter Roebuck Hawkes Bay Racing** President

Hawkes Bay Racing Jason Fleming Chief Executive Officer

Hororata RC Bill Cotton Committee

Kumara RC Proxy

Kurow JCSimon WilliamsonPresidentLevin RCHelen RickabyCommitteeManawatu RCRex FellVice PresidentManawatu RCDavid BennettCommittee

Marlborough RC Proxy

President Marton JC John Henderson **Marton JC Pete McDougall Vice President Masterton RC Bruce Perry President Bevan Crombie President** Oamaru JC **Otago RC Leanne Richards President** Otaki-Maori RC **Vice President Doug Logan**

Paeroa RC Proxy

Pakuranga Hunt Dr Ivan Bridge Master

Poverty Bay TC Proxy

Racing Taupo Marie Leicester President
Racing Matamata Dennis Ryan Vice President
Racing Rotorua Tony Spain President
Racing Tauranga Murray Gibson Vice President

Racing Te Aroha Proxy

Rangitikei RC Matt Reid Chief Executive Officer

Reefton JC Proxy

Riverton RC Neil McCrostie Committee
Riverton RC Doug Stuart Manager

Rotorua & BOP Hunt Proxy

South Canterbury RC Kevin Brosnahan Chairman
Southland RC Lenard Insall Committee

South Waikato RC Proxy
Stratford RC Proxy

Tapanui RCNikki BlatchCommitteeTaranaki TRJohn GrayPresident

Taranaki TR Carey Hobbs Chief Executive Officer

Taumarumui RC Derek Stephens President

Thames JC Proxy

Waikato RC Tony Enting General Manager

Waikouaiti RC Jim Lawson Committee **Waimate RC** Lyle Green **President** Waipa RC Steve Herbert **President** Wairarapa RC Selwyn Donald **President** Waipukurau JC **Dick Miller President** Wairio RC **President Ben Gordon**

Wairoa RC Proxy

Wanganui JC Ian Bristol President

Waverley RC Proxy

Wellington RC John Fokerd President
Wellington RC David Butler Vice President
Westland RC John Englefield President

Whakatane RC Proxy

Whangarei RC John Fairley President
Whangarei RC Peter Woods Committee
Winton JC Allan Dykes President
Woodville-Pahiatua RC Robbie McLean President
Wyndham RC David McKenzie President

NEW ZEALAND THOROUGHBRED RACING BOARD

NZ Thoroughbred Racing **Guy Sargent** Chairman **Board NZ Thoroughbred Racing** Murray Acklin **NZ Thoroughbred Racing Bill Gianotti Board NZ Thoroughbred Racing Neil Oldfield Board NZ Thoroughbred Racing George Ritchie Board Dennis Rvan NZ Thoroughbred Racing Board NZ Thoroughbred Racing David Smith Board**

NEW ZEALAND THOROUGHBRED RACING

NZ Thoroughbred Racing Simon Cooper General Manager, Comms (Acting CE)

NZ Thoroughbred Racing James Preston Website Administrator

NZ Thoroughbred Racing Deborah Bragger HR Advisor

NZ Thoroughbred Racing Greg Binning Finance Manager
NZ Thoroughbred Racing Craig Baker Racing Manager

NZ Thoroughbred Racing Matthew Hall Handicapper
NZ Thoroughbred Racing Tony Severinsen Analyst / Contract
NZ Thoroughbred Racing Simon Lang Business Analyst
NZ Thoroughbred Racing Darren Jones Operations Manager

NZ Thoroughbred Racing Allan Child Thoroughbred Racing Monthly
NZ Thoroughbred Racing Amanda Fensom Finance / Administration Assistant

GUESTS

Bell Gully Kate Radka Senior Associate

Deloitte Andre Cribb Auditor

Dept. Internal Affairs

Dominion Post

Harness Racing

Pat O'Brien

President

NZ Press Association

Stephen Reilly

Tim Barton

Journalist

President

Journalist

NZ Racing Board Alan Jackson NZRB Representative
NZ Racing Board Andrew Brown Chief Executive Officer

NZ Racing Board Stuart Robb CFO

NZ Thoroughbred Breeders Michael Martin Chief Executive Officer
NZ Thoroughbred Marketing Adrian Clark Chief Executive Officer
NZTR John McKenzie Former Staff member

NZ TR Owners' Federation Jim Keyte Secretary
Office of the Minister for Racing Tony De Jong Racing Advisor
TRAC Group of Clubs Danny Moss President

TRAC Group of Clubs Campbell Moncur Chief Executive Officer

Wellington RC Wayne Guppy Committee

APOLOGIES

Graded Stakes Committee Chas Amon Chairman
Greyhound Racing John McArthur Chairman

Greyhound Racing Jim Leach General Manager
Greyhound Racing Ross Gove Racing Manager

General Trust FundJohn RattrayTrusteeGeneral Trust FundColin JenkinsTrusteeGeneral Trust FundKeith NeylonTrustee

Harness Racing Edward Rennell General Manager

Judicial Control Authority Kristy McDonald Chair **NZ Thoroughbred Racing Peter Francis Board NZ Thoroughbred Racing Board** John McGifford **NZ Thoroughbred Racing** Mike McCurdy **Board NZ Racing Board** Michael Stiassny Chairman **NZ Racing Board Martin Saunders** Wagering GM **NZ Racing Board Bill Colgan Racing GM NZ Racing Board David Craig Marketing GM**

NZ Racing Board Dave Rodden Sales & Distribution GM NZ Racing Board Jessica Venning-Bryan Head of Communication

NZ Racing Board Peter Simone Head of Business Improvements

NZ Jockeys Association Dave Taylor President

NZ Racing Services Laboratory Dr Geoff Beresford

NZ Trainers' Association David Haworth President

NZ Racing Conference Bernard Kelly Former Chairman

NZTR Medical Advisor Dr Philip White

NZTR Training Committee Peter Hutt Chairman

NZTR Veterinary Advisor Dr Andrew Grierson

Manager **NZTR Training Committee** Liz Luck **Beaumont RC Forbes Knight** Chairman **Dargaville RC Bob Thompson** Chairman **Patrick Meates** Chairman **Kumara RC** Marlborough RC **Ossie Hickman** Chairman Paeroa RC **Richard Fisher** Chairman

Parliament Hon. John Carter Minister of Racing

Poverty Bay Turf Allan Davidson President Racing Te Aroha David D'Abo Chairman Reefton JC Peter O'Malley Chairman **Rotorua & BOP Hunt Inc Bruce Calder President South Waikato RC Trevor Lumsden** Chairman **Stratford RC Dawn Scott President Thames JC Brian Hare** Chairman Wairoa RC **Paul Toothill President Waverley RC Bill Thurlow President** Whakatane RC **President Danny Deegan**

PROXIES

Club Appointing Proxy Club Appointed as Proxy

Beaumont JC Otago RC

Dargaville RC Auckland RC

Kumara RC Westland RC

Marlborough RC Greymouth JC

Poverty Bay Turf Hawke's Bay RC Inc

Paeroa RC Waikato RC
Racing Te Aroha Racing Rotorua
Reefton JC Greymouth JC
Rotorua & BOP Hunt Inc Racing Rotorua
South Waikato RC Racing Matamata

Stratford RC Foxton RC
Thames JC Racing Rotorua
Wairoa RC Hawke's Bay RC Inc

Waverley RC Egmont RC Whakatane RC Waikato RC

INTRODUCTION

The Chairman, Mr Guy Sargent, welcomed representatives of clubs and guests to the December 2010 Annual General Meeting of New Zealand Thoroughbred Racing Inc. and in particular, Mr Murray Acklin, who was attending his 27th NZTR AGM.

APOLOGIES / PROXIES / GUESTS

The Chairman asked for any apologies in addition to the list of all apologies, together with attendees and proxies, tabled for the meeting.

The following were added: Messrs Michael Stiassny, David Haworth and Adrian Clark.

The Chairman welcomed in particular a number of guests to this year's AGM: Messrs Alan Jackson, NZTR's new representative on the Racing Board, Andrew Brown and Stuart Robb from the Racing Board's Management team, and thanked Mr Alistair Sutherland for his tireless service on behalf of the thoroughbred code on the Racing Board.

He also welcomed Mr Pat O'Brien, President of Harness Racing New Zealand, Mr Tony de Jong from the Minister's Office, Mr Stephen Reilly from the Department of Internal Affairs, Mr Michael Martin from the Breeders Association, Mr Jim Keyte from the Owners' Federation, Ms Kate Radka from Bell Gully and Mr Andre Cribb from Auditors, Deloitte.

IN REMEMBRANCE

The Chairman asked everyone present to take a moment to remember those who have given much to New Zealand racing and who have passed away since the last AGM in January this year:

Gabrielle Deuss Herb Bergerson Bryan 'Mouse' Kennedy Jim Bull OBE John Douglas-Clifford Mary McKenzie Blair Busby Pat Finnegan Lyn Mollett Mary Cameron Vince Flowerday T J Oldfield David Clarkson Jim Green Thomas Ryan **Rod Collins** Ken Greenfield Danny Shine Margaret Crooks Gary Hansen Calvin Stenhouse Ken Cropp Dr Cliff Irvine Harold Telford Phil Denton **Graeme Lambert** Ian Wootton

The Chairman asked everyone present to bow their heads in remembrance.

AGENDA ITEM 4: ADOPTION OF THE MINUTES OF THE PREVIOUS AGM HELD ON 22 JANUARY 2010

The Chairman invited discussion on the minutes of the last AGM, held on 22 January 2010. Mr John Henderson was added to the list of attendees.

The Chairman then sought agreement to the adoption of the minutes of the previous AGM as a true record of the last AGM.

This was moved by Mr David Smith and seconded by Mr Bill Gianotti.

Carried

AGENDA ITEM 5: TO RECEIVE AND CONSIDER THE 2009-10 ANNUAL REPORT OF THE BOARD

The Chairman then presented the following report to members on behalf of the Board:

Before I cover the three central topics of my address today, I want to start by informing you that, unfortunately, we were informed by the Racing Board yesterday that the forecast \$132.9m distribution to the codes for this season will now be reduced to \$127m. That will necessitate the withdrawal of Riders' fees being paid by NZTR from 1 February 2011.

You will also have read my statement in the Annual Report regarding, in particular, Governance. I want to cover two other issues this morning: our infrastructure and the Racing Act. I will be brief and to the point.

I should say at this point that I have thoroughly enjoyed my time as your chairman – the new friends I have made in particular. I love the industry and I thank you for the opportunity. One Racing never happened, unfortunately, but we now look to a new, modern governance structure for the thoroughbred code as we face many challenges – the industry in decline, The Racing Act and Section 16, accountability within the industry and online corporate bookmakers.

Infrastructure. NZTR's primary tenet is to facilitate the provision of thoroughbred racing for wagering. Ultimately, it starts with our customers. We want to bring fans back to racing. We want more Owners investing in the sport and we want more punters wagering on New Zealand racing. The first two are our responsibility and the last of these three is the Racing Board's.

Wagering turnover is under pressure in the current climate. Costs are rising — ACC, GST, training costs, transport, feed and many others. The trends for the number of licensed jockeys and trainers, starter numbers, races, and returns to owners have mirrored the economy, and the number of younger horses coming through the system and racing in New Zealand will most probably decline.

The increase in funding enjoyed by the industry over the past few years has proven not to be sustainable. Nearly all of the extra funding received by NZTR has been passed onto the industry as prizemoney. In the meantime, the code has lost the opportunity to lay down improved infrastructure . This aspect of our industry – essentially, reinvestment in the industry – has been ignored for far too long.

Perhaps the most notable project opportunity the code has missed was the construction of one or more all-weather racing surfaces nationally. The weather patterns, the loss of meetings and the damage being done to tracks with current levels of racing would have been partly alleviated with the availability of one or more all-weather tracks. It is accepted that the business case for construction of synthetic tracks changed significantly from early budgets. However, the pressure on us to continue to deliver product five days a week remains firmly in place.

In short, there are significant downward pressures on the industry in the short to medium term.

At the same time we want to improve our infrastructure, our training and development programmes, our stakes and incentives for participants, our tracks and so many other areas.

So where do we start? I'll tell you. First and foremost, the many and varied interests of the racing industry must work together. And when I say interests, I mean every layer of the industry from small clubs, to licensees, to breeders, administrators and right up to the TAB. We are disparate as an industry and we behave in a disparate way. It's doubly difficult to make positive change and then sell ourselves as one industry when we are all coming from different, and sometimes diametrically opposed, angles. And we are not afraid to tell everyone how disparate we are; right up to the Minister. This makes it very difficult for us at NZTR and for the Racing Board to do the best for you.

When we work together we can then approach regional and local councils and central government with viable propositions. They will then much more readily recognise the value of racing and more readily support it. A good example of this is Queensland. The Queensland State Government – incidentally the Queensland racing industry is the same size as our own - is re-directing approximately \$80 million in wagering tax back to racing for capital infrastructure investment over four years from 1 July 2010 until 30 June 2014. They have come up with a joint blueprint for the revitalisation of all three codes of racing - using existing industry venues more strategically, creating new multi-use facilities and modernising racing operations.

The key focus of NZTR in this area is sustainable investment in strategic venues to optimise wagering, racing and non-racing revenues. The introduction of synthetic racing surfaces and training tracks could provide better racing surfaces during certain times of the year – winter and spring - which in turn will encourage horses to start more often. Synthetic training tracks will also help minimise injuries to horses during their training programmes.

The Racing Act. The historically high start numbers remain underpinned by the free racing policies of NZTR. No nomination or acceptance fees are charged for horses entering races below Rating 80. That comes to nearly \$2.8m per annum. In addition, NZTR pay Riders' fees for all horses racing in Rating 80 races and below at a cost of \$3m annually. More than 80% of all horses race for free.

This has worked very effectively but it is now under pressure. The reason it is under pressure is because we are funded essentially on volume of racing - a blunt instrument in a complex matrix of funding streams.

The Racing Act has served us well – I think we all agree on that. It came in with a new and much needed structure. After six years we can now examine its strengths and weaknesses. Is it perhaps time we do that - we re-examine The Racing Act?

Is it the best solution to value product on volume only; and not on value to the industry taking into account the cost of putting on the product and the opportunity costs. We simply work everything on domestic market share. Under this formula, one Code, the smallest, has grown, and the other two, accounting for over 85% of turnover, have headed south. Is that what we want? Is that the best solution for the long-term interests of the whole racing industry?

Governance. NZTR has recognised for some time that its governance structure is unsuited to today's needs. You will remember, Masterton Racing Club proposed a motion at January's AGM and, after several workshops across the country, a new governance model is presented to you today.

I urge you all to support NZTR's Motion later in the meeting.

The Chairman then invited members to raise anything in the Annual Report for discussion.

Mr Chris Weaver (Auckland Racing Club) stated the projections in the table on page 16 in the annual report were transposed by one year. Mr Greg Binning stated he would double-check and clarify after the meeting. [Secretary's Note: The table, as printed in the Annual Report, was incorrect and a revised table was distributed to clubs after the meeting]

Mr Bill Cotton highlighted the \$4m deficit in the code distribution.

Mr Jason Fleming stated the withdrawal of payment of riding fees will not cover the reduced funding from the Racing Board.

Mr Greg Binning added that the Club Levy had been taken out.

The Chairman moved the adoption of the Annual Report. This was seconded by Mr George Ritchie.

The Chairman sought agreement to adopt the Annual Report.

Carried

AGENDA ITEM 6(A): TO RECEIVE AND CONSIDER NZTR'S ACCOUNTS

The Chairman thanked the Chairman of the Funding & Finance Committee, Mr George Ritchie, and his Committee members, Mr Peter Francis and Mr Murray Acklin, for their outstanding work this past year, in particular the new Funding Policy, and asked Mr Greg Binning, Finance Manager, to report on the financial statements for NZTR.

Mr Greg Binning summarised the financial statements with a powerpoint presentation and also covered the General Trust Fund and the Apprentice Jockeys' Fund.

Mr George Ritchie proposed and Mr Murray Acklin seconded adoption of the statement of financial position and statement of accounts for New Zealand Thoroughbred Racing for the year ended 31 July 2010, as published.

Carried

AGENDA ITEM 6 (B): TO RECEIVE AND CONSIDER THE GENERAL TRUST FUND ACCOUNTS

The Chairman stated that the General Trust Fund is overseen by former Board members Keith Neylon, John Rattray and Colin Jenkins and thanked them for all the help they provide to current and former licensees who are injured or find themselves in difficulty for whatever reason.

The Chairman invited any discussion on the financial statements of the General Trust Fund.

Mr George Ritchie proposed and Mr Murray Acklin seconded adoption of the financial statements of the General Trust Fund for the year ended 31 March 2010, as published.

Carried

AGENDA ITEM 6 (C): TO RECEIVE AND CONSIDER THE APPRENTICE JOCKEYS' FUND ACCOUNTS

The Chairman invited any discussion on the financial statements of the Apprentice Jockeys' Fund.

There being no discussion, Mr George Ritchie proposed and Mr Paul Kenny seconded adoption of the financial statements of the Apprentice Jockeys' Fund for the year ended 31 March 2010, as published.

Carried

AGENDA ITEM 7: APPOINTMENT OF AUDITORS

The Chairman invited any discussion on the reappointment of Deloitte as auditors at a fee to be arranged by the Board.

There being no discussion, he proposed and Mr George Ritchie seconded reappointment of Deloitte as auditors at a fee for their services for 2010-11 to be arranged by the Board.

Carried

AGENDA ITEM 8: TO RECEIVE AND CONSIDER THE BOARD'S ESTIMATES FOR 12 MONTHS ENDING 31 JULY 2011

The Chairman invited any discussion on the budget for 2010-11.

Mr Tim Mills asked why savings from the transfer of NZTR integrity staff to the Racing Integrity Unit, set down for 1 February 2011, were not reflected in the budget. Mr Greg Binning stated that under the agreement between the codes and the Racing Integrity Unit, NZTR continues to fund these services through to the end of the 2010-11 financial year as part of the transition of these services and costs, and any savings would be shown in the 2011-12 budget.

Mr George Ritchie moved and Mr Murray Acklin seconded adoption of the budget and levies for 2010-11.

Carried

AGENDA ITEM 9: TO FIX THE AMOUNT PAYABLE AS DIRECTORS' FEES

The Chairman stated page 26 in the Annual Report details the Board's fees at a total of \$157,500 and moved that these remain at the budgeted \$157,500 for 2010-11, including the months May, June and July 2011, during which a new Board could be governing NZTR, subject to the proposed changes to the Constitution under agenda item 10 being approved.

The Chairman moved and Mr Bill Gianotti seconded the motion that the Board's fees remain at the budgeted \$157,500 for 2010-11.

Carried

AGENDA ITEM 10: CONSIDERATION OF A MOTION MOVED BY THE BOARD OF NEW ZEALAND THOROUGHBRED RACING TO AMEND THE CONSTITUTION

The Chairman introduced the Board's proposed amendments to the constitution under agenda item ten and its broad intentions.

With regard to the motion, the Chairman stated that:

- Alterations to the constitution must be passed in accordance with clause 19 of the constitution, namely that it must be passed by a three-fifths majority of all representatives present and voting at an AGM, and clause 21 of the Incorporated Societies Act 1908.
- The Agenda for the AGM was distributed to members on 1 December 2010.

- The NZTR Board has consulted with Clubs, which have provided suggestions and recommendations for this motion.
- The motion is set out in the booklet all members have received, which shows all of the proposed amendments to the Constitution. These are explained in the Agenda and will be taken as read.

The Chairman then invited discussion on the motion. Mr Bruce Perry addressed the meeting in support of the motion.

The Chairman explained the voting, by race dates, and that these will be shown on the screens as they are cast and that a written record will be kept.

He requested that each club representative clearly state the name of the club and its vote, either 'for' or 'against,' when the club's name is called out.

The Chairman proposed the motion to amend the constitution. This was seconded by Mr Bruce Perry.

Carried

AGENDA ITEM 11: CONSIDERATION OF A MOTION TO AMEND THE CONSTITUTION MOVED BY THE OTAGO RACING CLUB

The Chairman introduced agenda item eleven, which also seeks to amend the constitution and invited representatives of the Otago Racing Club to speak to the motion.

Mr Alister Eckhoff sought members' support for proposed addition to the constitution under new clause 13.2: 'Appointment to the Board' as follows:

'The Members' Council are obligated to ensure that they appoint at least one member of the NZTR Board from each of the three regions – Northern, Central and Southern.'

The Chairman invited further discussion on the motion.

Mr Chris Weaver stated the Auckland Racing Club's opposition to the motion.

The Chairman reminded members that resolutions to alter the constitution must be passed by a three-fifths majority of all representatives present and voting at an AGM.

Mr Alister Eckhoff proposed and Mr Andre Klein seconded the motion seeking to amend clause 13.2 (d), which has just been resolved.

The Chairman explained the voting, by race dates, and that these will be shown on the screens as they are cast and that a written record will be kept.

Lost

AGENDA ITEM 12: GENERAL BUSINESS

The Chairman opened general business by confirming the appointment of NZTR Directors in relation to the five vacancies arising this AGM, to serve until the appointment of the new Board, as follows:

Mr Bill Gianotti (Northern Region)
Mr John McGifford (Central Region)
Mr George Ritchie (Southern Region)
Mr Dennis Ryan (New Zealand Trainers' Association)
Mr John Wood (Small Clubs)

The Chairman confirmed the following Directors continue in office until the appointment of the new Board:

Mr Murray Acklin (Southern Region)
Mr Peter Francis (New Zealand Thoroughbred Breeders' Association)
Mr Neil Oldfield (New Zealand Thoroughbred Owners' Federation)
Mr Guy Sargent (Central Region)
Mr David Smith (Northern Region)

General discussion took place on a range of topics as follows:

Mr Michael Martin sought members support at some point in the future for consideration of inclusion of sector interests as members of NZTR to reflect all stakeholders, not only clubs.

Mr Campbell Moncur emphasised the importance of the Racing Board's policies on gaming trusts aligning with the interests of the codes and race clubs.

Mr Tim Mills sought reassurance that there would be communication of all changes to the funding policy, as stated at the start of the meeting.

AGENDA ITEM 13: CLOSURE OF MEETING

The Chairman confirmed that one Board member was stepping down from the Board today – Mr Mike McCurdy – and NZTR's Chief Executive for the past 18 months, Malcolm Holmes, was leaving NZTR. On behalf of the Board, he thanked them for their input over the last few years.

He also took the opportunity to thank fellow Board members and all staff at NZTR for their work on behalf of the thoroughbred code in a year of real challenges.

The Chairman closed the meeting and invited Mr Andrew Brown, CEO of the Racing Board, to give a presentation on wagering performance for the year to date, how this will impact on code distributions this financial year and the Racing Board's future plans.