

Beard, Chair

Stinnett, Vice Chair

Gorton

Ellinger

Kay

Ford

Blues

Lawless

Farmer

Crosbie

Myers

McChord

Martin

Henson

Lane

A G E N D A
Committee of the Whole
Economic Development Committee
October 2, 2012
1:00 P.M.

1. Commerce Lexington Quarterly Activity Report – Stinnett (1-25)
2. Kentucky Horse Park – Gorton (26-48)
3. Itinerant Merchant Task Force – Henson (49-56)

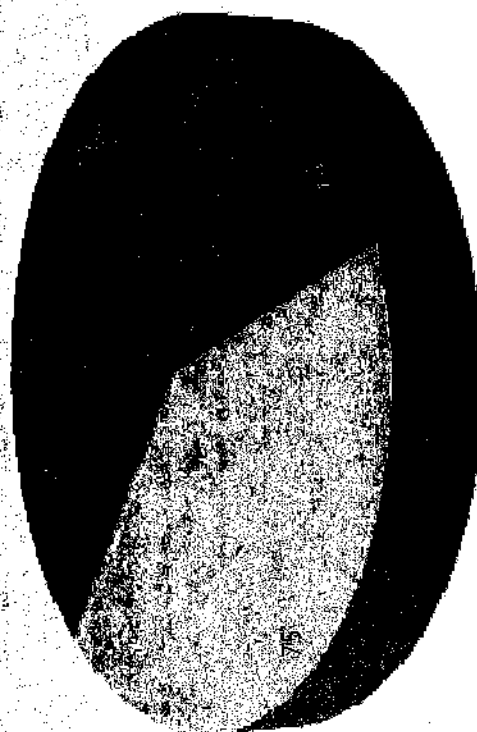
"The economic development committee to which shall be referred matters relating to economic development and related partner agencies shall meet quarterly as the committee of the whole. The economic development committee shall be chaired by the vice-mayor or a designee. "Council Rules & Procedures, Section 2.102 (1)



Quarterly Update for Lexington-Fayette Urban County Council April 1 – June 30, 2012

Project Activity: April - June 2012

Client Activity



■ New Business

■ Existing & Local Entrepreneurial Clients

□ Existing Business Visits

■ Site Visits

Locations & Expansions

Q4 FY2012 New & Expanding List

Firm	Type	Product	Reported Investment	Planned Jobs	Average Wage
Amazon.com (Winchester)	New	Kindle Tech Support	\$20,700,000	550	\$32,531
Big Ass Fans	Exp	Large Industrial Fans	\$8,000,000	150	\$45,011
Toyota Motor Manufacturing Kentucky (Georgetown)	Exp	North American Production Support Center (training "shops" center)	\$31,900,000	86	\$65,000
Xact Communications	New	Telecom services HQ	\$2,567,942	20	\$69,014
TOTAL			\$63,167,942	806	

Locations & Expansions

Big Ass Fans

- Groundbreaking in the Blue Grass Business Park for new R & D facility
- Creating 150 new jobs
- \$45,011 average wage
- \$8,000,000 investment



Locations & Expansions

Recent Announcements

- Locating new headquarters facility in Lexington
- Creating 20 new jobs
- \$69,014 average wage
- \$2,567,942 investment



Regional Location

Amazon.com

- Locating new customer service center in Winchester
- Creating 550 new jobs
- \$32,531 average wage
- \$20,700,000 investment

amazon.com[®]

Grand Openings

A&W Restaurants

- Grand opening for headquarters operation in Lexington
- Creating 30 new jobs
- \$72,800 average wage
- \$1,890,000 investment



Grand Openings

FrogDice

- Grand opening for new location in Lexington
- Creating 7 new jobs
- \$49,000 average wage



Locations & Expansions for the Current Quarter (Q1 FY2013)

Bingham McCutchen LLP

- Locating Global Services Center in Lexington
- Creating 250 new jobs
- \$60,000 average wage
- \$22,589,098 capital investment

Birtley

- Locating a coal processing equipment plant in the Blue Grass Business Park
- Creating 50 new jobs
- \$10,000,000 capital investment

PremierTox

- Expansion of drug screening services
- Creating 25 new jobs
- \$42,500 average wage
- \$250,000 capital investment

Nitto Denko

- Expansion of automotive supplies manufacturing capabilities
- Creating 23 new jobs
- \$27,000 average wage
- \$2,492,040 capital investment

On the Road

NEW YORK, NY

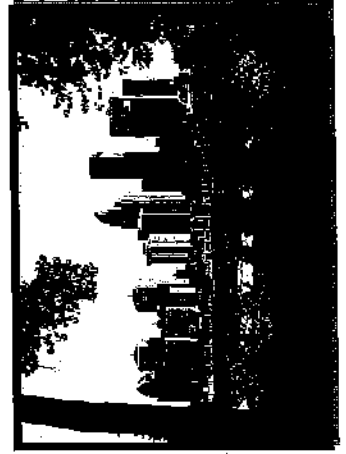
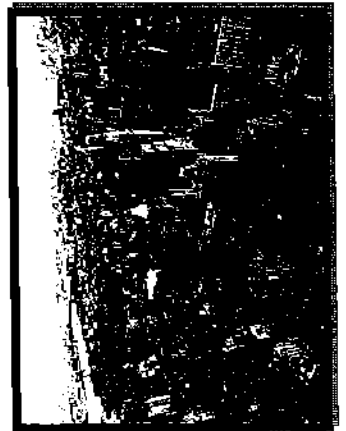
- Kentucky United marketing trip to New York to promote the state of Kentucky
- Met with 13 site consultants in New York and New Jersey

LOUISVILLE, KY

- National SBIR-NIH Conference where Commerce Lexington participated in the tradeshow
- The tradeshow has already resulted in a site visit from a company interested in locating in Lexington

BOSTON, MA

- Kentucky United marketing trip to Boston to meet with six consultants and other key companies
- Commerce Lexington also attended the BIO International Convention to participate in the tradeshow



Economic Development Award

Commerce Lexington was cited for Economic Development
Excellence by Business Facilities!

"Year in and year out, the folks at Commerce Lexington are setting the standard for a full-service, highly professional economic development effort, making the organization a clear choice for this award." - *Business Facilities*

Business Facilities
THE LOCATION ADVISOR

The winner of our Economic Development Excellence Award (Population 200k - 500k) is Commerce Lexington Inc.

"Year in and year out, the folks at Commerce Lexington are setting the standard for a full-service, highly professional economic development effort, making the organization a clear choice for this award," Rogers said.

The numbers alone don't tell the success story for the Lexington, KY region, but they are impressive: overall, in 2011, more than \$133 million in new capital investment was pulled into the region, including about \$67.5 million for the top 10 projects alone.

Commerce Lexington Inc.'s economic development strategy focuses on three core initiatives—business attraction, business retention and expansion, and entrepreneurial development. The aim of these efforts is to create new primary jobs that increase the per capita income, as well as new income entering the community, and to create new primary capital investment in the region. In tandem with these efforts, Commerce Lexington also implements community development strategies supporting minority business and workforce development.

Minority Business Development

FY2012

Q4 FY2012

Clients Served	30	161
Minority	19	76
Existing Minority Business Visits	5	35
Female	6	50

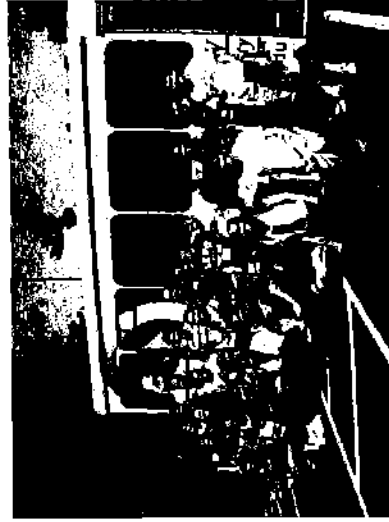


- The Access Loan Program moved past the \$10 million dollar mark!
- We celebrated with a series of stories in *Business Lexington* and our own *Business Focus* featuring minority-owned business successes

Workforce Development

Entrepreneur Leadership Institute

- 25 juniors and seniors from Fayette County learned about business and entrepreneurship by meeting successful local entrepreneurs and leading business people who shared leadership ideas and discussed what it takes to succeed



Best in the Bluegrass

- Ten students worked in their internship rotation with several organizations, including the Mayor's Office, UK, Central Baptist Hospital, and CustomKNetics

BEST
in the
BLUEGRASS

Commerce Lexington

Economic Development

MEMORANDUM

DATE: July 9, 2012

TO: Mayor Jim Gray
Lexington Fayette Urban County Council

FROM: Gina Greathouse
Commerce Lexington Inc. *Gina*

SUBJECT: Quarterly Report –Third Quarter 2012

As required by our Purchase of Service Agreement, attached is Commerce Lexington's Quarterly Report for the fourth quarter of FY 2011-2012. Thank you again for another year of financial support and for your continued commitment into 2013.

This was an exciting quarter for our Business and Education Network Team. Executive Director Pamela Trautner organized the annual Entrepreneur Leadership Institute (ELI). Thirty Fayette County juniors and seniors spent the week learning about business and entrepreneurship by meeting successful local entrepreneurs, visiting businesses and working with mentors to devise a business plan. They also learned about economic development issues and different companies in Lexington that offer interesting, challenging and viable career opportunities. The ELI opens their eyes to what Lexington and its business community have to offer, whether it is support for an entrepreneurial venture or other business/career options. Nearly 250 students have attended the ELI in the last ten years.

Our economic development team was on the road calling on consultants and venture capital firms in Massachusetts and Texas. In April, Kimberly Rossetti attended the International Asset Management Council (IAMC) Spring Forum in Austin, TX. IAMC is a great opportunity for Lexington to network with corporations, real estate professionals, and economic development organizations. In May, she met with six consultants and called on key clients in and around Boston and Margaret Ridley headed out to her first Biotech Trade Show. Margaret and other members of our BBDP team sponsored and attended the National SBIR-STTR conference in Louisville, KY.

The Kentucky Association for Economic Development (KAED) held its spring meeting here in Lexington, KY. Five consultants from all across the US came to Lexington to meet with 125 economic development professionals. It's always great to have them right here in our own back yard. While here, we were able to showcase the Bluegrass and show them some hospitality at a private event on Donamire Farm.

As a result of these missions client activity is on the rise. This quarter alone we logged in 24 new prospects and had visits from 14 clients. These are record breaking number for us. As compared to this quarter last year:

	2011 Quarter 4	2012 Quarter 4
Prospects	14	24
Existing Business Visits	49	36
Start-ups	2	2
Site Visits	9	14

Several key locations and expansions took place in the area including a recent groundbreaking in Commerce Lexington's Blue Grass Business Park. Kudos to Carey Smith and his team at Big Ass Fans (BAF) on the announcement of 150 new jobs for Lexington. And thanks to so many of you who came out and attended the event. We also shared in A & W Restaurant's new world headquarters ribbon cutting. One might say it was mascot month in Lexington. Rooty the Root Bear was on hand at A & W and Fanny was in attendance at BAF. FrogDice held a ribbon cutting ceremony to represent growth from their basement to Class "A" office space. Please see attached reports for additional project announcements.

Commerce Lexington continues to build partnerships throughout the community. The Business and Education Network (BEN) is playing a key role in Fayette County Public School's Volunteer Engagement Task Force. The public school system reached out to Commerce Lexington's Business and Education network to help better engage the business community to help bring relevancy to the curriculum. In addition better engaging the business community, the task force is looking to BEN to better assimilate technology into their system.

Commerce Lexington recently unveiled an update to www.locateinlexington.com. The property GIS feature has been upgraded to allow for individual brokers to log onto the system and control properties assigned to them. This free tool allows us to better market their properties, giving Commerce Lexington additional tools to market Lexington!

Big news for the team, too. The economic development efforts of the Bluegrass Business Development Partnership (BBDP) were recently awarded the Business Facilities Economic Development Excellence award! Business Facilities introduced the annual awards this year and Commerce Lexington Inc. won in the population 200,000 – 500,000 category! Our team detailed our economic development initiatives and strategies in our award submission. We focused on our BBDP activities, as well as our new strategic plan targeted industries. We tied with Austin, TX, who won in the 500,000+ population category. Our economic development division believes strongly in promoting the successes of the companies we work with, but we are excited to be recognized for our efforts in promoting economic development in the Bluegrass.

We hope to have several other announcements and ribbon cuttings this summer, so keep an eye on your inbox. We will do are best to try not to schedule on meeting days!

On behalf of the entire Commerce Lexington Board of Directors and the staff of our economic development division, we again want to personally thank you for your continued financial support towards our economic development efforts. Thank you again for support of the team.

Included is:

1. Economic Impact Report.
2. Quarterly Metrics.
3. New & Expanding Industries Report.

Cc; Jeri Isbell, Chairman – Commerce Lexington Inc.
Kevin Atkins, Mayor's Office of Economic Development
Bob Quick, President and CEO of CLX
Darby Turner, Vice Chair of Economic Development for CLX
CLX Staff

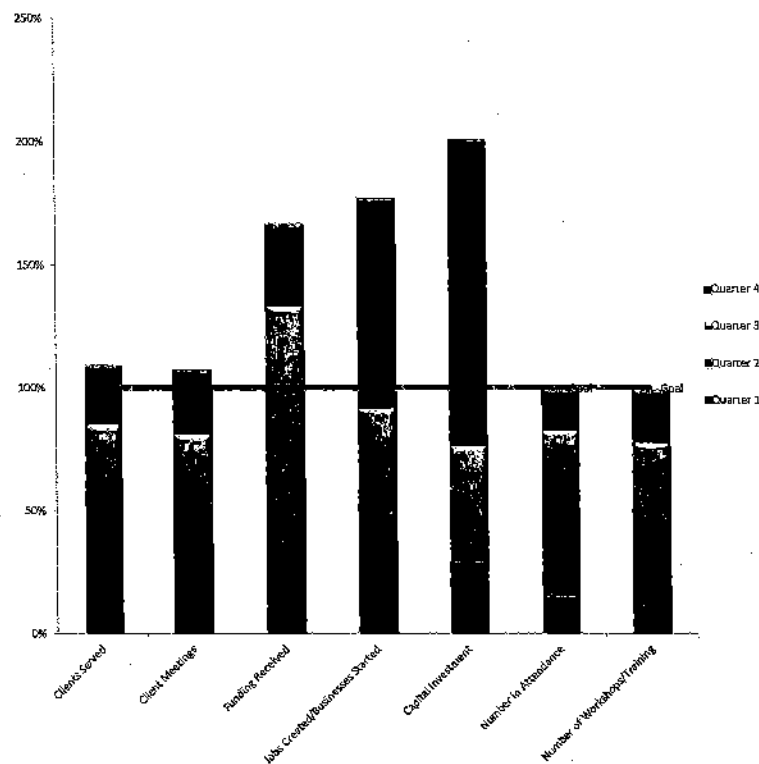
Bluegrass Business Development Partnership

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Fiscal Year 2011-2012

2011-2012		Goal	% Attained	Quarter 1	Quarter 2	Quarter 3	Quarter 4	YTD
Bluegrass Business Development Partnership								
Clients Served	1,249	109%		440	288	340	297	1,365
Client Meetings	300	107%		81	79	84	78	322
Funding Received	\$ 59,900,000	187%		\$ 5,500,812	\$ 1,590,000	\$ 72,810,352	\$ 19,826,500	\$9,750,464
Jobs Created/Businesses Started	949	177%		475	55	340	610	1,684
Capital Investment	\$ 50,000,000	201%		\$ 13,189,875	\$ 1,690,000	\$ 23,352,800	\$ 62,167,942	\$100,600,717
Workshops/Training								
Number in Attendance	7,357	100%		1,158	3,537	1,445	1,198	7,338
Number of Workshops/Training	123	99%		15	30	51	28	122



Economic Development
Fiscal Year 2011-2012

Client Served	2011-2012 Goal	Quarter 4	YTD				
	305	62	391				
Prospects	125	24	139	Commerce Lexington's economic development team actively recruits companies (manufacturing, distribution, headquarters, call centers) to expand or relocate to the Bluegrass region. Recruitment is achieved through many marketing initiatives such as advertising, direct mail pieces, trade shows, site selection and corporate real estate consultant visits.			
Existing Business Visits	150	35	151	Commerce Lexington visits 150 export based existing companies every year. During the visits, the team identifies and addresses barriers to growth of existing firms, as well as work to retain the at risk companies. We also provide access to capital, opportunities and networks for businesses.			
Number of Start-Up/Entrepreneurial High Tech Companies	30	2	11	Commerce Lexington continues to work hand-in-hand with UK's Innovation and Commercialization Center and the Small Business Development Center on high-tech entrepreneurial projects. With these relationships, Commerce Lexington can provide access to information and funding for start-up companies. The partnership is also developing a resource website for entrepreneurs. To further support entrepreneurial companies, Commerce Lexington sponsors the SBIR/STTR conferences, as well as the Lexington Venture Club.			
Client Meetings	300	75	322				
Client Meetings	300	75	322	Total number of meetings with all clients, including multiple visit from recruitment projects and additional existing business visits needed.			
Funding Received	\$5,500,000	\$19,260,000	\$26,456,800				
	\$5,500,000	\$19,260,000	\$26,456,800	Commerce Lexington works with the Kentucky Cabinet for Economic Development (KCED) in administering tax incentive programs, which are based on job creation and capital investment, to help companies offset their start-up costs. Traditional incentives awarded including KBI, KRA, KEA and DCI are calculated in this number. Although not included, Commerce Lexington also helps coordinate with the KCED training program, such as grant-in-aid, and direct loan programs, which offer companies low interest rates.			
Jobs Created/ Businesses Started	650	806	1,434				
Jobs Created	650	806	1,434	Number of new jobs created in Lexington in the areas of manufacturing, distribution, headquarters operations, call centers, and high-tech start-ups.			
Capital Investment	\$50,000,000	\$62,167,942	\$108,600,717				
Capital Investment	\$50,000,000	\$62,167,942	\$108,600,717	Expenditure in real estate, building renovations, equipment			
Workshops/Training	Number In Attendance 1,650	Number of Events 26	Number In Attendance 741	Number of Events 6	Number In Attendance 1,915	Number of Events 26	
Lexington Venture Club 5 Across	600	12	168	3	746	12	Founded In 2002, The Lexington Venture Club is a partnership between Commerce Lexington and UK's Von Allman Center for Entrepreneurship. The Lexington Venture Club is a catalyst by which entrepreneurs, service providers, and investors work together to develop a strong economy in Central Kentucky. At the beginning of each year, we have our annual "Who Got the Money" reception which recognizes early stage and growing companies in Central Kentucky that have received funding through venture capital, angel investors, friends and family, and state and federal sources. The Lexington Venture Club and Awesome Inc. are proud to announce 5 Across, an informal gathering of entrepreneurs, investors, and service providers from Lexington, KY. Each Five Across meeting will feature presentations from local entrepreneurs who will be pitching their idea to a panel of judges. 5 Pitches from different teams 5 Slides per pitch 5 Minutes per pitch 5 PM start time \$500 prize to the winning pitch IntelLex: (n) Innovators, engineers, techies, and entrepreneurs who gather to share ideas. Alliance of forward thinkers. The future of Lexington's innovative spirit.
Partnered Activities	1000	10	575	3	938	12	Mobile Conference SBIR/STTR Workshops See ICC lab.
Bench 2 Business (B2B)	200	2			150	1	See ICC lab.
Manufacturers Network Group	50	2			32	1	The Manufacturers Networking Group is comprised of local manufacturing companies who come together to discuss issues they face every day in the workplace.

Minority Business Development

Fiscal Year 2011-2012

Clients Served	2011-2012 Goal	Quarter 4	YTD				
	179	30	161				
Minority	90	19	78	A minority business as defined by Commerce Lexington is a business that is 51% owned, operated and controlled by a person who is a member of the following racial and ethnic groups: African American: An individual of Black race or African origin or heritage; Hispanic American: An individual of Latin American culture, origin or heritage; and Asian American: An individual of Japanese, Korean, Chinese, Indonesian, Indonesian, Malaysian, Filipino, native Hawaiian, or Pacific Islander culture, origin or heritage.			
Existing Minority Business Visits	44	5	35	Scheduled visits with minority business owners to discuss jobs, new business, and overall company direction.			
Female	45	6	59				
Funding Received	\$400,000	\$16,500	\$916,500				
ACCESS Loan Program	\$400,000	\$16,500	\$916,500	The ACCESS Loan Program's mission is to provide easier access to the financing and helpful business advice that you need to start or grow your business. This program is committed to fostering economic growth and enhancing business opportunities for minorities, women, and emerging small businesses.			
Jobs Created/ Businesses Created	10	2	20				
	10	2	20				
Capital Investment	\$0	\$0	\$0				
			\$0				
Procurement	\$500,000		\$0	Procurement facilitated by Commerce Lexington staff and completed by MBE's.			
Workshops/Training	Number in Attendance 2857	Number of Events 13	Number in Attendance 12	Number of Events 1	Number in Attendance 3,535	Number of Events 10	
Toyota Opportunity Exchange	1700	1			1,800	1	Yearly event. Allow Commerce Lexington staff to canvass Tier-1 & Tier-2 Suppliers for opportunities
Opportunity Exchange	75	2			64	2	Local Bi-Yearly event that connect MBE's to opportunities with large companies
TSMSSDC/CLX Seminar	15	3			0	0	Information/Training sessions on benefits of Certification for MBE's
LFUCG Minority Business EXPO	400	1			481	1	Sponsored annual event.
TSMSSDC Awards Celebration	450	1			936	2	Held each year in December to recognize large company and MBE accomplishments towards Economic Inclusion
Community Ventures Corp - Entrepreneurial Training	17	2	12	1	35	3	Part of regional Minority Business outreach
KCTCS Procurement Professionals	10	1			0	0	Commerce Lexington staff discuss Economic Inclusion with purchasing professional from 16 campuses
TSMSSDC Business Opportunity Fair	100	1			199	1	Large event that features a matchmaking session for minority businesses and the companies they want to do business with
Partners for Entrepreneurial Advancement in KY (PEAK)	100	1			0	0	Educational session held each year for professionals that work with small businesses



Small Business Development Center

Fiscal Year 2011-2012

	2011-2012 Goal	Quarter 4	YTD			
Clients Served	320	69	431			
Clients that had counseling services with the SBDC.	320	69	431			
Funding Received	\$4,000,000	\$550,000	\$2,518,312			
Dollar amount and number of loans received or equity financing received	\$4,000,000	\$550,000	\$2,518,312			
Jobs Created/ Businesses Created	24	2	15			
Jobs created from counseling clients that started business	24	2	15			
Capital Investment	\$0	\$0	\$0			
			\$0			
	Number in Attendance	Number of Events	Number in Attendance	Number of Events	Number in Attendance	Number of Events
Workshops/Training	400	48	116	11	491	53
Customers that attended training conferences at the SBDC	400	48	116	11	491	53

A client is the business, if it exists. In the case of a prospective business, the client is the individual (i.e., nascent entrepreneur) receiving SBDC services. Counseling is defined as services provided to an individual and/or business, i.e. client (see above) that is substantive in nature and is in the area of business formation, management, financing, and/or operation of a small business enterprise.

Businesses that are started as a result of SBDC counseling/consulting.

Training is defined as an activity or event in which the SBDC plays a substantial role in delivering a structured program of knowledge, information or experience on a business-related subject. There must be one or more attendees.

Month	Year	Firm	Type	Product	County	City	Reported Investment	Maximum Planned Jobs	Average Yearly Wage	Funding Received by Business	Incentive Type	Project Type**
1	2010	SRC Holdings	New	Construction, Mining, and Compact	Fayette	Lexington		64	\$33,280			A
2	2010	ParaTech Corp	Exp	Biotechnology R&D	Fayette	Lexington	\$120,000	7	\$55,000	\$120,000	DCI	A
2	2010	Connected Patients	New	Interactive Hospital Terminals	Fayette	Lexington	\$100,000	8	\$61,000	\$100,000	DCI	B
3	2010	Software Information Systems	Exp	IT and software consulting services	Fayette	Lexington	\$5,500,000	15	\$80,000	\$529,000	KBI/KEIA	A
3	2010	USEF	New	Equine drug testing laboratory	Fayette	Lexington	\$1,527,000	12	\$47,516	\$300,000	KBI	A
3	2010	ACS	Exp	Outsourcing, Technical Support	Fayette	Lexington	\$0	80	\$30,000			A
4	2010	Gallmont Consulting	New	Software engineering and testing	Fayette	Lexington	\$1,300,000	90	\$45,760	\$800,000	KBI	A
5	2010	Sumitomo Electric Wiring Systems	Exp	Automotive electrical components	Fayette	Lexington	\$720,000	6	\$50,000			A
5	2010	FGX Septeck	Exp	Dry coal processing	Fayette	Lexington	\$600,000	0	\$0			A
5	2010	ASC Incorporated	Exp	Specialty automotive components	Fayette	Lexington		10	\$30,846	\$200,000	KBI	A
6	2010	Tempur-Pedic	Exp	Headquarter Operations	Fayette	Lexington	\$9,280,040	18		\$1,000,000	KBI	C
7	2010	Mountain Valley Recycling	Exp	Plastic Recycling	Franklin	Frankfort	\$3,646,900	0				C
7	2010	Martek Biosciences Corp	Exp	Food additives	Clark	Winchester	\$1,601,800	50	\$47,000	\$860,000	KBI/DCI/KEIA	A
8	2010	nGimat	New	Nanopowder Production	Fayette	Lexington	\$7,315,000	200	\$25,000			A
8	2010	ACS	Exp	Outsourcing, Technical Support	Fayette	Lexington	\$8,200,000	5	\$60,000			A
9	2010	Vindico NanoBio Technologies	New	Nano & Bio Technology	Fayette	Lexington		4	\$85,000			A
9	2010	Orthopeutics	New	Injectable Spinal Devices	Fayette	Lexington		250	\$20,800			A
10	2010	ACS	Exp	Auto Part Fasteners	Fayette	Lexington	\$1,174,000	10	\$42,000	\$200,000	KBI	A
10	2010	Illinois Tool Works Inc.	Exp	Technical Development of Chemicals	Fayette	Lexington	\$500,000	13	\$52,000	\$350,000	KBI/DCI	A
10	2010	Escent Technologies	Exp	Jewelry Manufacturing	Fayette	Lexington	\$2,500,000	125	\$39,438	\$2,750,000	KBI/ED Bond	A
11	2010	Tiffany & Co. Jewelers, Inc.	New	General Manufacturing	Fayette	Lexington	\$40,000	5	\$20,696			C
12	2010	Lexington Manufacturing Center	Exp	Logistics Support Services	Fayette	Lexington	\$26,000,000	224	\$39,574	\$15,415,000	KBI/KEIA	A
3	2011	Babcock & Wilcox	New	Contract Support Services	Fayette	Lexington		15	\$60,000			A
3	2011	Exathern	New	Medical Services	Fayette	Lexington	\$1,977,000	3	\$70,000	\$2,200,000	KBI	A
3	2011	Aliconnect.com	New	Customer Service and Sales Support	Fayette	Lexington		220	\$24,727	\$80,000	DCI	A
4	2011	Frogdice	Exp	Online gaming	Fayette	Lexington	\$900,000	21	\$49,000		KBI/DCI	A
4	2011	Transposagen	Exp	Biopharmaceuticals	Fayette	Lexington	\$16,997,000	65	\$72,500		KBI	A
4	2011	Tempur-Pedic	Exp	Headquarter Operations	Fayette	Lexington	\$5,655,000	75	\$42,245	\$2,000,000	KBI	A
6	2011	Neogen Corporation	Exp	Biotechnology	Fayette	Lexington	\$926,000	15	\$60,008	\$200,000	KBI	A
6	2011	Shatterbox LLC	Exp	Branding and new media design	Fayette	Lexington	\$1,550,000	40	\$80,080	\$930,000	KBI/KEIA	A
7	2011	Ashland - Valvoline	Exp	R&D Laboratory	Fayette	Lexington	\$7,250,000	36	\$34,320	\$616,800	KBI/KEIA	A
8	2011	GE Lighting	Exp	Energy Efficient Flood Lamps	Fayette	Lexington		250	\$30,000			D
8	2011	KY Spirit Health Plan	New	Call Center for medical benefits	Fayette	Lexington	\$4,389,975	135	\$39,603	\$2,500,000	KBI	A
9	2011	CMSText, LLC	Exp	Mobile Marketing Firm	Fayette	Lexington	\$1,890,000	30	\$72,800	\$600,000	KBI	A
12	2011	A & W Restaurants Inc.	New	Global Headquarters	Fayette	Lexington	\$1,880,000	94	\$27,400	\$1,500,000	KBI	A
1	2012	SMC LLC	New	Electronic Manufacturing Services	Jassamine	Nicholasville	\$375,000	18	\$94,000	\$0		A
2	2012	Triton Container International, Inc.	New	IT and Software Development Cent	Fayette	Lexington	\$20,000,000	15	\$62,000	\$750,000	KEIA	A
3	2012	Lexmark International	Exp	Printer R & D	Fayette	Lexington	\$897,800	10	\$69,500	\$200,000	KBI	A
3	2012	KD Analytical Consulting, Inc.	Exp	CBRNE First Responder Support	Fayette	Lexington	\$200,000	86	\$65,000	\$100,000	OCI	A
3	2012	CirrusMio, Inc.	New	Cloud-based software solutions for	Fayette	Lexington	\$31,900,000	550	\$32,531	\$6,500,000	KBI	B
4	2012	Toyota Motor Manufacturing Kentucky	New	North American Production Support	Scott	Georgetown	\$20,700,000	150	\$45,011	\$10,250,000	KBI/ED Bond	A
5	2012	Amazon.com	Exp	Kindle Tech Support	Clark	Winchester	\$8,000,000	20	\$69,014	\$2,210,000	KBI/KEIA	A
5	2012	Big Ass Fans	Exp	Large industrial fans	Fayette	Lexington	\$1,567,942			\$300,000	KBI	A
6	2012	Xact Communications	New	Telecom services HQ	Fayette	Lexington						A



Economic Impact Report by Fiscal Year

	Reported Investment	Direct Maximum Planned Jobs	Average Yearly Wage	Indirect Jobs Created in Fayette Co.	Induced Jobs Created in Fayette Co.	Total LFUCG Revenue Generated	Total FCPS Revenue Generated	Total LFUCG Funding Received (yearly)	LFUCG Revenue per Dollar of Funding (yearly)	LFUCG & FCPS Revenue per Dollar of Funding (yearly)
FY2005 Q1	\$4,000,000	54	\$33,500	6	9	\$49,587	\$6,612			
FY2005 Q2	\$4,580,800	351	\$50,347	96	322	\$550,830	\$78,480			
FY2005 Q3	\$1,775,500	50	\$25,750	20	17	\$43,004	\$7,783			
FY2005 Q4	\$14,540,000	234	\$31,784	89	75	\$250,556	\$43,245			
FY2005 Totals	\$24,896,300	689	\$40,937	211	623	\$893,978	\$136,119	\$62,500	\$14.30	\$16.48
FY2006 Q1	\$14,025,000	511	\$42,915	119	189	\$604,614	\$132,400			
FY2006 Q2	\$30,729,617	107	\$36,702	25	34	\$134,438	\$57,135			
FY2006 Q3	\$22,114,900	163	\$53,544	34	49	\$232,206	\$103,819			
FY2006 Q4	\$863,000	40	\$52,500	18	16	\$55,187	\$7,358			
FY2006 Totals	\$67,832,517	821	\$44,553	196	288	\$1,026,445	\$300,712	\$195,000	\$5.26	\$6.81
FY2007 Q1	\$1,150,000	57	\$26,325	20	24	\$50,256	\$6,701			
FY2007 Q2	\$900,000	50	\$31,200	20	17	\$52,088	\$9,402			
FY2007 Q3	\$54,445,000	73	\$0	16	11	\$125,812	\$16,775			
FY2007 Q4	\$28,949,020	197	\$48,318	105	93	\$345,502	\$110,381			
FY2007 Totals	\$85,444,020	377	\$45,031	161	155	\$573,658	\$143,259	\$200,000	\$2.87	\$3.58
FY2008 Q1	\$47,191,000	115	\$37,322	31	16	\$50,347	\$53,931			
FY2008 Q2	\$40,231,493	536	\$35,489	51	103	\$626,401	\$208,508			
FY2008 Q3	\$80,899,308	392	\$39,031	55	90	\$490,226	\$140,289			
FY2008 Q4	\$2,000,000	0	\$0	0	0	\$7,228	\$11,880			
FY2008 Totals	\$170,321,801	1043	\$37,016	137	209	\$1,176,192	\$414,608	\$621,000	\$1.89	\$2.56
FY2009 Q1	\$16,500,000	108	\$31,244	46	29	\$112,668	\$17,606			
FY2009 Q2	\$5,011,529	26	\$20,703	5	6	\$15,989	\$8,727			
FY2009 Q3	\$85,632,194	232	\$48,529	45	59	\$338,529	\$45,307			
FY2009 Q4	\$37,860,000	335	\$31,979	84	110	\$337,314	\$89,837			
FY2009 Totals	\$145,003,723	701	\$36,995	160	204	\$804,500	\$155,477	\$513,000	\$1.57	\$1.87
FY2010 Q1	\$10,165,000	66	\$44,292	18	23	\$95,039	\$32,776			
FY2010 Q2	\$17,773,000	141	\$48,172	36	57	\$256,764	\$85,793			
FY2010 Q3	\$54,779,834	383	\$54,811	153	175	\$697,008	\$169,176			
FY2010 Q4	\$2,620,000	124	\$44,593	11	34	\$134,365	\$22,363			
FY2010 Totals	\$85,337,834	714	\$50,813	218	289	\$1,183,176	\$310,107	\$485,920	\$2.43	\$3.07
FY2011 Q1	\$30,043,740	534	\$32,472	227	103	\$736,965	\$132,717			
FY2011 Q2	\$4,214,000	403	\$27,855	39	82	\$344,161	\$54,558			
FY2011 Q3	\$93,461,484	613	\$40,752	151	166	\$799,036	\$168,022			
FY2011 Q4	\$17,897,000	183	\$55,481	42	49	\$403,572	\$164,802			
FY2011 Totals	\$145,616,224	1733	\$36,757	479	400	\$2,283,733	\$520,099	\$485,920	\$4.70	\$5.75
FY2012 Q1	\$13,189,975	461	\$37,495	192	170	\$549,352	\$84,763			
FY2012 Q2	\$1,830,000	30	\$21,800	9	11	\$61,346	\$8,696			
FY2012 Q3	\$87,393,852	319	\$55,458	89	93	\$554,844	\$91,545			
FY2012 Q4	\$62,167,942	806	\$43,124	190	111	\$806,813	\$92,108			
FY2012 Totals	\$164,641,769	1616	\$44,581	480	385	\$2,072,455	\$277,112	\$496,000	\$4.18	\$4.68
FY2005-2012 Total	\$889,097,458	7693	\$41,266	2042	2563	\$10,014,137	\$2,257,494	\$2,563,940	\$3.91	\$4.94

Notes:

LFUCG Funding totals include all monies received by Commerce Lexington for Economic Development, Workforce Development, Minority Business Development, as well as the Bluegrass Business Partnership. CL Airlines money is not included.

The Lexington Venture Club results were added into the totals in the following amounts:

Jan-07	\$35,445,000	67	\$61,700	16	21	\$125,812	\$16,775			
Jan-08	\$64,510,000	123	\$61,000	29	38	\$228,347	\$30,446			
Jan-09	\$68,932,194	132	\$65,000	31	41	\$261,125	\$34,817			
Jan-10	\$47,532,834	187	\$69,800	46	61	\$418,487	\$106,317			
Jan-11	\$65,484,484	154	\$63,485	36	48	\$297,345	\$39,673			

Founded in 2002, the Lexington Venture Club is proud to be a catalyst by which entrepreneurs, service providers, and investors can work together to develop a strong economy in Lexington.

TOTAL FY2005-12

[illegible]

FY2011	Companies Within Fayette County (Direct, Indirect, and Induced Jobs)						Companies Outside Fayette County (Indirect and Induced Jobs Only)						Totals					
	# of Jobs Created	Avg. Salary	Total Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington	Payroll Tax \$ Created per \$ of LFUCG Funding	# of Jobs Created	Avg. Salary	Total Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington	Payroll Tax \$ Created per \$ of LFUCG Funding	# of Jobs Created	Avg. Salary	Total Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington	Payroll Tax \$ Created per \$ of LFUCG Funding
Q1	389	\$30,746	\$10,412,771	\$34,287			250	\$45,226	\$11,906,562	\$254,398			589	\$39,878	\$23,719,333	\$489,685	\$11,480	\$4.02
Q2	544	\$27,677	\$15,055,036	\$39,761			0	\$0	\$0	\$0			544	\$27,677	\$15,055,036	\$39,761	\$121,480	\$2.79
Q3	990	\$36,248	\$33,710,569	\$759,488			0	\$0	\$0	\$0			990	\$36,248	\$33,710,569	\$759,488	\$121,480	\$6.24
Q4	274	\$39,029	\$10,684,034	\$240,616			0	\$0	\$0	\$0			274	\$39,029	\$10,684,034	\$240,616	\$121,480	\$1.98
	1697						250						1697					\$2.79
							250	\$45,226	\$11,906,562	\$254,398			2337	\$34,737	\$81,179,963	\$1,876,549	\$485,920	\$3.76

FY2010	Companies Within Fayette County (Direct, Indirect, and Induced Jobs)						Companies Outside Fayette County (Indirect and Induced Jobs Only)						Totals					
	# of Jobs Created	Avg. Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington	Payroll Tax \$ Created per \$ of LFUCG Funding		# of Jobs Created	Avg. Salary	Total Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington	Payroll Tax \$ Created per \$ of LFUCG Funding		# of Jobs Created	Avg. Salary	Total Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington
Q1	107	\$34,408	\$3,681,700	\$82,838			0	0	0	0			107	\$34,408	\$3,681,700	\$82,838	\$121,480	\$0.69
Q2	234	\$42,759	\$10,005,560	\$725,125			0	0	0	0			234	\$42,759	\$10,005,560	\$725,125	\$121,480	\$1.85
Q3	711	\$42,438	\$30,173,093	\$678,895			0	0	0	0			711	\$42,438	\$30,173,093	\$678,895	\$121,480	\$1.08
Q4	169	\$34,603	\$5,847,848	\$131,577			0	0	0	0			169	\$34,603	\$5,847,848	\$131,577	\$121,480	\$1.08
Total	1221	\$41,320	\$49,708,201	\$1,118,435			0	0	0	0			1221	\$41,320	\$49,708,201	\$1,118,435	\$485,920	\$2.80

FY2009	Companies Within Fayette County (Direct, Indirect, and Induced Jobs)							Companies Outside Fayette County (Indirect and Induced Jobs Only)							Totals					
	# of Jobs Created	Avg. Salary	Total Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington	Payroll Tax \$ Created per \$ of LFUCG Funding		# of Jobs Created	Avg. Salary	Total Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington	Payroll Tax \$ Created per \$ of LFUCG Funding		# of Jobs Created	Avg. Salary	Total Salary	Resulting Payroll Tax Dollars Created	Amount of Funding from LFUCG to Commerce Lexington	Payroll Tax \$ Created per \$ of LFUCG Funding
Q1	183	\$27,132	\$4,965,153	\$111,716				0	0	0	0				189	\$27,132	\$4,965,153	\$111,716	\$128,250	\$0.87
Q2	37	\$18,412	\$675,993	\$34,085				0	0	0	0				37	\$18,412	\$675,993	\$34,085	\$128,250	\$0.11



Requests for confidential individual project economic impact sheets can be made at

Commerce Lexington
330 East Main Street
Suite 205
Lexington, KY 40507

Please contact Gina Greathouse at (859)226-1623 for more information.

Xact Communications

20 Jobs

\$1,567,942

Investment

\$69,014

Average Wage



FrogDice

Frogdice

7 Jobs

\$49,000

Average Wage

Big Ass Fans

150 Jobs

\$1,567,942

Investment

\$45,011

Average Wage



A&W Restaurants

30 Jobs

\$1,890,000

Investment

\$72,800

Average Wage



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Equestrian Magazine featuring in-depth articles,
interactive features, and stunning photography
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The Bluegrass region's historic focus on the horse helped to create the Kentucky Horse Park — a working farm, educational theme park, and competition facility dedicated to man's relationship with the horse. Nowhere else on Earth can visitors see a Kentucky Derby winner, take a horseback or trolley ride, watch a horse receive new shoes, admire priceless equine art and rare artifacts, and attend indoor and outdoor venues to see performances

The Kentucky Horse Park Opened to the Public in 1978

by world-class equestrian athletes representing a variety of disciplines.

Located on property that in 1777 was part of a land grant and later home to a succession of noted horse

farms, the Kentucky Horse Park was founded by a group of visionary Kentuckians from government and the equine industry. The founders wanted to create a "people's farm" for residents and visitors from around the world to come and learn more about the horse industry and the special

Bluegrass culture that embodies the famous region.

The 1,200-acre park, which opened in 1978, is an agency of the Kentucky Tourism, Arts and Heritage Cabinet and is one of the largest state-owned tourist attractions. During the past 34 years,

the Kentucky Horse Park has changed from a park and regional tourism attraction to a globally recognized venue for internationally sanctioned equine events, and the headquarters of 35 national, regional and state associations and organizations serving the horse industry.

In 2009, the park secured its position as the world's leading equestrian venue with the opening of a \$45 million climate-controlled arena and a \$25 million outdoor stadium.

"With the opening of the facility," said Kentucky Gov. Steve Beshear, "every citizen in each corner of Kentucky can take pride in this arena because we will all reap the rewards in terms of additional business and increased awareness around the world."



First Lady Jane Beshear & Gov. Steve Beshear



"Tourism is one of Kentucky's largest industries and the Kentucky Horse Park is an integral part of this success story. Since its beginnings in the 1970s, the Kentucky Horse Park has been an anchor for the Bluegrass Region's tourism product. With great new facilities and a reputation for excellence earned by hosting internationally-renowned events such as the 2010 Alltech FEI World Equestrian Games, the Kentucky Horse Park is a major economic driver for Kentucky's tourism economy."

Marcheta Sparrow, Secretary
Kentucky Tourism, Arts and Heritage Cabinet



"The Kentucky Horse Park is the Augusta National of horse venues in our country. Moreover, it is internationally recognized as one of the premier equine facilities in the world. With the addition of the Alltech Arena and the upgrades to the Rolex Stadium, the park can host competitions of

any size and discipline. It is a treasure."

John Long, CEO
United States Equestrian Federation



"The Kentucky Horse Park exemplifies the best in a public-private partnership, incorporating support from the Commonwealth and private philanthropic support through the Kentucky Horse Park Foundation. Public support allows the park to stay in operation 365 days per year, all the while

making a deep economic impact on this region by creating jobs, building restaurant and retail revenue, and generating tourism dollars. But it has taken private support from the foundation for the park to flourish into the world's leading equestrian destination. Our state-of-the-art barns, world-class footing, and unrivaled competition facilities were all made possible by charitable donations from the private sector.

My sincere hope is that local businesses and individuals will continue to recognize the tremendous importance of the park, both to our community and to our state, and join us in securing the park's future by supporting the Kentucky Horse Park Foundation."

Alston Kerr, Chair
Kentucky Horse Park Commission



"The Kentucky Horse Park is a vibrant and dynamic venue, showcasing Kentucky's finest equine assets while also facilitating job creation in the state. In addition to the national and regional equine organizations that are headquartered on its grounds, the park

provides a unique quality of life benefit on its 1,200 acres which helps to attract the interest of companies from around the world seeking to locate or expand in Central Kentucky."

Larry Hayes

Secretary, Kentucky Cabinet for Economic Development

"As one of the most popular tourism destinations in the state, the Kentucky Horse Park attracts many of our passengers to Lexington. Air travelers from around the world attend the park's equine competitions, events and shows,

providing a significant, positive economic impact for the airport and the region. We are fortunate to have a world class equestrian facility in our backyard."

Eric Frankl

Executive Director, Blue Grass Airport (LEX)



"A lot of park visitors want to see the different breeds of horses, the trophies and all the horse park has to offer. They also want to go see the world-famous horse farms. My farm tour company departs from the park. Our goal is for

people to leave Kentucky dying to come back. The Kentucky Horse Park -- and the sights of beautiful farms -- certainly accomplishes that."

Shaun Washington

Unique Horse Farm Tours



"The improvements made to the Kentucky Horse Park for the 2010 Alltech FEI World Equestrian Games have continued to pay dividends as many more top hunter/jumper trainers and riders have added Kentucky to their show schedule.

Our facilities and close proximity to the park have resulted in a constant flow of high-end client traffic to Spy Coast Farm. Our breeding and horse sales have increased as a result. Our new quarantine facility has experienced high occupancy in its first season with virtually no advertising."

Lisa Lourie

Owner, Spy Coast Farms



"The Kentucky Horse Park is one of our region's crown jewels. Its economic impact is felt far and wide across the state. Many equine associations have relocated to be near the 800,000-plus annual visitors the park attracts. Infrastructure enhancements and new equine

venues have added to its future potential, and the aftereffects of the highly successful Alltech FEI World Equestrian Games in 2010 will pay dividends for many years to come. The Kentucky Horse Park is the preeminent site for equestrian competitions and events; the international attention the park brings to the Bluegrass contributes greatly to our economy."

Robert Quick

President, Commerce Lexington Inc.



"The new equine event facilities at the Kentucky Horse Park have become a major attraction for show horse and hunter/jumper owners. A number of equestrians now spend their entire summer in Kentucky instead of traveling

in and out. Several have purchased farms here. Our latest sale was a portion of Cobra Farm purchased for \$7.25 million by Murray Kessler, whose 18-year-old daughter, Reed, was a member of the U.S. Jumping Team at the 2012 Olympics."

Bill Justice

President, Justice Real Estate



"It's obvious that the Kentucky Horse Park is a premier attraction in Central Kentucky. Events at the park attract people from all over the world and many visitors stay in Lexington for days at a time. It's a great business generator for our

regional economy, especially for our hotels and restaurants."

Don Howard, Jr.

President, Bluegrass Hospitality Association

Thank You KENTUCKY HORSE PARK



World-class facilities like the Kentucky Horse Park are what make Lexington the Horse Capital of the World. The Lexington Convention and Visitors Bureau thanks you for being one of our city's most beloved attractions!

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Kentucky
LAND OF THE FUTURE

The Kentucky Horse Park is engaged in four primary areas of business. As the park has expanded and matured, revenue earned for horse competitions has grown in recent years to become its top source of income.

Business Components of the Kentucky Horse Park

Equine competitions and events

Horse shows are central to the mission of the Kentucky Horse Park. Hosting the 2010 Alltech FEI World Equestrian Games was a reflection of the generally accepted fact that the Kentucky Horse Park's competition facilities are among the very best in the world.

Because of the park's growing national and international

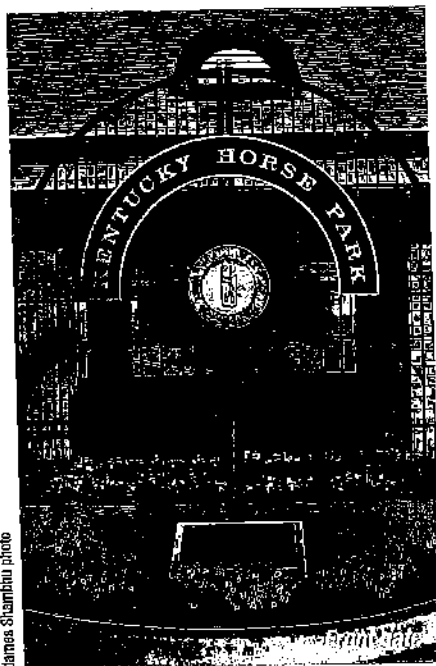
reputation as a leading equine facility in North America and the world, competitions as a portion of the park's business continue to grow, both in the number and types of events,

and the number of participants attending events.

In calendar year 2012, the park has signed contracts to host 87 major equine competitions

compared to 63 in 2008. Eighty-nine major events already are pre-scheduled for 2013. During the past decade, attendees to horse show events averaged 441,000 per year. The Lexington Convention and Visitors Bureau has increased its collaborative efforts with the park to promote equine competitions and group tours as well.

The equine competition complex at the park consists of 24 barns, containing 1,400 stalls, the 5,700-seat climate-controlled Alltech Arena, the 7,300-seat Rolex Stadium, a 1,200-seat Covered Arena, a show office complex, six hunter/jumper rings, five dressage rings, a four-mile cross country course, a steeplechase course and four polo fields.



James Stambou photo



"The Kentucky Horse Park is a powerful tourist attraction and one of the top equine competition and event facilities in the world. The bureau closely collaborates with the park to book equine events and group tours.

Attracting over 800,000 attendees to events each year, the park has a big-time economic impact on the state's travel, tourism and hospitality industries."

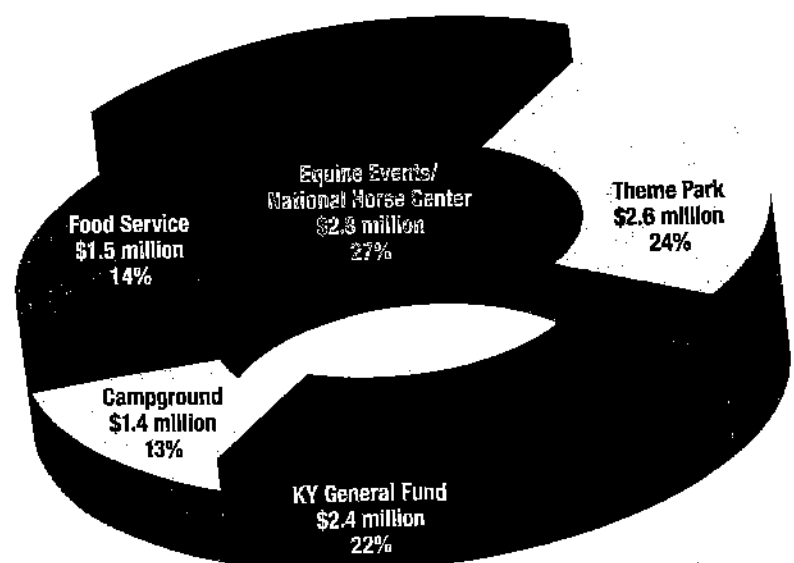
Jim Browder

President, Lexington Convention and Visitors Bureau

Source of revenue for FY2012

Total revenue - \$10.9 million

Preliminary estimates subject to final audits for the fiscal year ending on 6/30/12



The Kentucky Horse Park is located in Lexington, Kentucky





Equine Theme Park

The original planning documents proposed that the Kentucky Horse Park would primarily be an equine theme attraction celebrating mankind's relationship with the horse. Still an important element of the park's mission, equine-related tourist activities continue to generate a significant portion of the park's revenue.

The International Museum of the Horse, a Smithsonian Affiliate, is the most complete equine museum in the world, examining the history of the horse from 55 million years ago through contemporary times.

Park visitors can view a thematic short movie regarding horses and the Kentucky Horse Park itself, check out the International Museum of the Horse – a Smithsonian Affiliate, visit the Showplace for Saddlebreds in the American Saddlebred Museum, see the Horses of the World Show and the Hall of Champions, enjoy horseback riding, pony rides and horse-drawn tours, tour area horse farms from the park, take in an equine competition or show, shop the unique gift shop and enjoy other activities available throughout the year.

Campground

The very popular Kentucky Horse Park Campground consists of 260 full-service campsites, electric-service-only sites, and a great deal of space for primitive camping. Additionally, the campground has a grocery

store, two bath facilities, a swimming pool, tennis courts, playground and picnic pavilion. The occupancy level is very high and often is 100 percent, with a waiting list in warm weather months.



Park campground

The Lane Report photo

Food Service

The Kentucky Horse Park's food service division began operation in FY11. For more than 20 years, the park utilized third-party food concessionaires.

With the goal of improving quality, expanding hospitality services and increasing operational revenues, the park decided to initiate a food service division. New food service facilities in both the Alltech Arena and the Rolex Stadium were significant factors in assuming the responsibility for onsite hospitality services.

The food service division serves the general public and provides catering services for private and special events. Food and beverage service has added a new and exciting dimension to the business model of the Kentucky Horse Park.

Report from the Executive Director

The Kentucky Horse Park has grown dramatically in the last decade. It is now widely viewed as the leading equestrian event, education and entertainment facility in North America, if not the world. The highly regarded horse industry publication, *The Chronicle of the Horse*, stated in an editorial:

"Because of major upgrades to facilities at the Kentucky Horse Park, it's now become the go-to spot for national championships and other major events across disciplines, including the new location for the National Horse Show among others ... the benefits to the horse industry and the state of Kentucky will be measured for years to come."

While bringing them online has increased operational expenses for the park, the new Alltech Arena, the new Rolex Stadium and the other new facilities have made it possible for the park to host an increasing number of events that not only have a significant impact to Kentucky's economy, but also allow the park to increase its operating revenue.

Equine competitions provide a dual benefit — increasing the park's revenue and creating a positive impact on Kentucky's economy

Equine events attract participants and attendees who travel to Kentucky and may stay for

three days to several weeks, depending on the length and scope of the competition. Equine events not only generate significant revenues for the park, but they also create a significant economic impact for hospitality, transportation and retail businesses in the state.

During fiscal years 2010 and 2011, the park — excluding World Equestrian Games revenues — added \$35.5 million in tax revenue to the Kentucky General Fund and had an estimated two-year economic impact of \$381 million on the state's economy.

Despite the park's contribution to the General Fund and the growth of its major equine events and activities, a perfect storm of high gas prices, a worldwide recession and \$85 million of construction — all simultaneously occurring during a three-year period — forced the park to request one \$3.5 million appropriation from the 2012 General Assembly to eliminate an immediate cash flow issue.

With approval of the funding, the General Assembly requested a business plan from the Kentucky Horse Park to outline a strategy to lessen and eventually eliminate its dependence on state funding.

This annual report summarizes historical data on the park's operations and outlines forward looking ideas to boost the park's revenues and enhance its already positive economic impact on Kentucky's economy.

John Nicholson
Executive Director
The Kentucky Horse Park



Kentucky Horse Park photo

The Horse Park's Impact on Kentucky's Economy and Tax Base

The Kentucky Horse Park has a significant economic impact on the Commonwealth of Kentucky and is a net contributor to the state, placing far more into the Kentucky General Fund than it receives back annually in the form of appropriations.

For example:

- As measured by the research division of the Kentucky Tourism, Arts and Heritage Cabinet, the economic impact of the Kentucky Horse Park for FY10 (July 1, 2009 to June 30, 2010) was calculated to be \$180 million, including \$17.1 million in generated state tax revenue.

- In the autumn of 2010 (FY11), the park hosted the Alltech FEI World Equestrian Games. The 16 days of the games alone had a total economic impact of \$201.5 million, including \$18.4 million in state taxes, according to a report commissioned by the Kentucky Tourism, Arts and Heritage Cabinet and conducted by Certec, Inc.

- For FY11 as a whole — excluding the 2010 Games — the cabinet calculated the park's economic impact to be \$179 million, generating \$14.2 million in taxes for the Commonwealth.

- As a result of combined events and activities held at the Kentucky Horse Park during FY10 and FY11, **\$49.7 million in tax revenues were added to the General Fund of the Commonwealth of Kentucky.**

Management's top priority is to recruit more equine events to the Kentucky Horse Park to increase the park's gross revenues and boost its significant and positive economic impact on Kentucky's economy.

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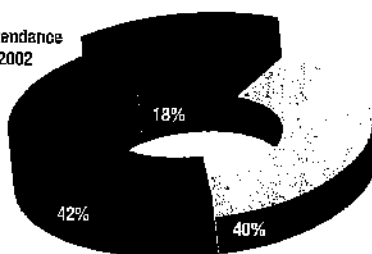
Blue Grass Airport

www.bluegrassairport.com Lexington, KY

10-Year Annual Attendance Trends at the Kentucky Horse Park (in thousands)

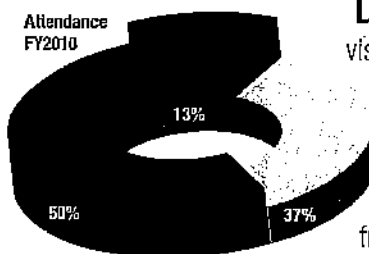
	FY02	FY03	FY04	FY05	FY06	FY07	FY08	FY09	FY10	FY11*	Ten-year Total	Ten-year Average
Tourist attendance	330	343	349	330	343	397	366	327	303	271	3,359	336
Equine show competitors & attendees	370	359	387	427	415	410	495	392	414	835	4,504	450
Non-equine event attendance	155	155	155	141	131	112	117	111	110	109	1,296	130
Total KHP visitor count	855	857	891	898	889	919	978	830	827	1,215	9,159	916

Attendance
FY2002



*The Alltech FEI World Equestrian Games were held September 25 through October 10, 2010, in the first and second quarters of the 2011 fiscal year.

Attendance
FY2010



During the past decade, over 9 million people visited the park. Although the park's annual visitor count has consistently averaged more than 800,000, the number of participants and attendees to equine competitions and events compared to total visitors increased from 42 percent in 2002 to 50 percent in 2010. With new equine event facilities and more national associations headquartered at the park, the equine event business segment is projected, in future years, to generate an even larger percentage of the park's total revenue.

Quarantine Facilities Now Available at Spy Coast Farm

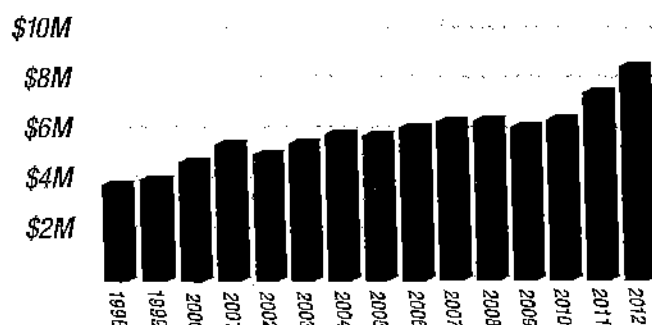
- CEM Quarantine available for Mares and Stallions
- USDA Quarantine for semen collection for export to Europe, Australia and New Zealand
- Grass turnout, 12x12 stalls, treadmill and riding ring (200x100) with first class footing at no extra cost
- Conveniently located next to the Kentucky Horse Park and near two world class Equine Clinics



Revenue Growth at the Park Exceeds Attendance Growth Because of More Equine Competitions.

Although visitors to the Kentucky Horse Park over the past decade have exceeded 800,000 annually, revenues for the past three fiscal years have grown significantly faster than visitor counts as a result of the park hosting more equine competitions. Equine events generate more revenue per visitor than other business segments. Based on future bookings, this revenue growth trend is anticipated to continue.

Kentucky Horse Park Revenue Trends FY98 - FY12



Source: Kentucky Horse Park

Largest Associations at the National Horse Center ranked by membership

United States Equestrian Federation	79,800
United States Hunter/Jumper Association	41,300
United States Dressage Federation	30,000
Kentucky Horse Park Foundation	18,550
United States Polo Association	12,270
American Association of Equine Practitioners	10,000
Kentucky Equine Education Project (KEEP)	10,000
American Saddlebred Horse Association	6,500
Paso Fino Horse Association	4,900
Certified Horsemanship Association	3,500

A 2011 survey indicates that state, regional and national associations headquartered at the National Horse Center sponsored 63 events with 236 event days at the park in 2011. The relocation of additional associations to the park is anticipated to increase event competition days in future years. Equine competitions create the highest per-event revenue for the park when compared to other business segments, as well as generate the greatest economic impact to the state's economy.

Gluck
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Research
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25 years

Moving Forward in the College of Agriculture

KENTUCKY

A mission of scientific discovery, education, and the dissemination of knowledge for the benefit of the health and well-being of horses in the areas of:

- Infectious diseases and Immunology
- Genetics/genomics
- Musculoskeletal
- Parasitology
- Pharmacology/toxicology
- Reproductive health

<http://www.ca.uky.edu/gluck/>

Forward Looking Opportunities to Increase the Park's Income

Even though growth in the Kentucky Horse Park's revenues has steadily increased in recent years, it

is exploring new options to boost revenues and eliminate dependence on state funding.

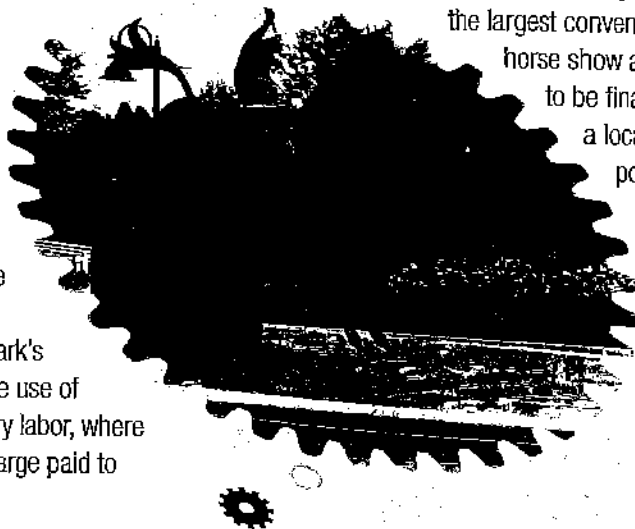
Below are some of the areas management is evaluating to increase cash flow.

Reduce expenses

The park will regularly examine every possible cost center and endeavor to maximize expenditure efficiencies. These may include a reduction in the park's resident horse population and the use of interim labor instead of temporary labor, where appropriate, to reduce the surcharge paid to temporary labor firms.

Seek local financial support

As research indicates, the Kentucky Horse Park has a considerable impact upon the economy of Lexington and Central Kentucky. The equine events that the park hosts, (87 in 2012), bring people to this region from other states and foreign countries. In terms of hotel room nights, the Kentucky Horse Park has become a second convention center for Lexington. Many times during the year, the largest convention in Lexington is a horse show at the park. For the park to be financially self-sustaining, a local revenue source is a possible solution.



*Bruce Davidson riding Eagle Lion at the Rolex Stadium.
Art by Jean Clagett, 2002.*

The Lane Report photo

4.0 GPA

The Boone Center at the University of Kentucky earns high grades:

- Great food service
- On-campus parking
- High-tech meeting facilities
- Special events management
- Corporate and individual memberships

For information:



M. J. Boone Center
at the
University of Kentucky

Develop a site for a private-sector hotel operator

Having a quality hotel at the Kentucky Horse Park remains compelling. The park sits at the intersection of two major interstates. It hosts dozens of major competitions attended by out-of-state visitors who stay for days and weeks at a time. There are 35 major equestrian-related organizations headquartered at the park that conduct meetings and conferences. Having a hotel on-site will likely extend the time a competitor, tourist or business professional can

stay in Kentucky and help boost the park's economic impact on the local economy. A hotel is a critical component for the park to be financially self-sustaining.

Expand the campground

The Kentucky Horse Park campground consists of 260 full-service campsites, with several more sites with electric-service only, and a great deal of space for primitive camping. Because of high demand for services, an increase in full-service campsites will increase profitability.

Create an annual festival

Developing an annual Kentucky arts, cultural and culinary festival tied in with a major equine event would create a unique way to showcase the state's horse industry, arts and music, locally grown food products and meats, Bourbon, craft beers, Kentucky wines and Bluegrass cuisine. Other major Kentucky corporations — for example, those in the automotive industry, technology, healthcare and food service — could also be potential sponsors.



"A hotel on the park's property would enjoy the benefit of the business created by the 35 associations that office here. With meeting rooms and a conference center, a hotel would certainly be used regularly by the

USEF and would dovetail with our plans to create an Olympic Training Center at the park."

Lori Rawls

Executive Director, United States Equestrian Federation

you belong here.

Amazing architecture. Divine décor.
The Club at Spindletop Hall is actually a seriously unstuffy club that would love to have you as a member!

Just one mile from the Kentucky Horse Park on 60 acres of rolling Bluegrass, the 45,000 square-foot mansion offers superior service in the perfect setting for any event—from an all-day retreat to an evening dinner party. You can enjoy four pools, ten tennis courts, two chipping and putting greens, a professional croquet court, private access to Lexington's Legacy Trail, plus indoor and outdoor dining, picnic grounds, and playground areas.

"Club membership is an incredible value at surprisingly modest dues."

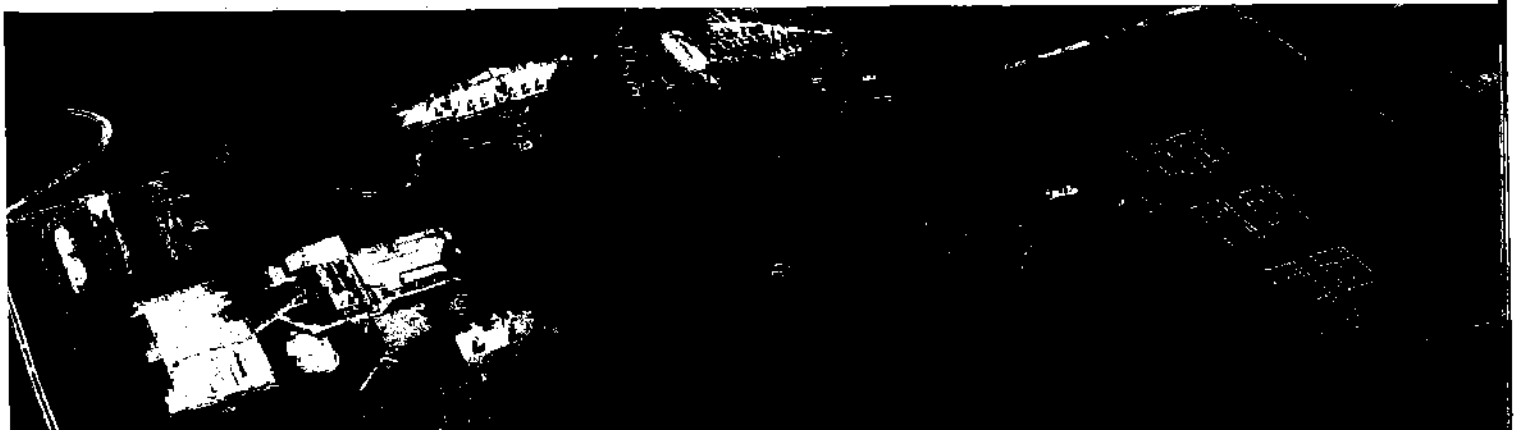
For membership info,
contact Jean Lockwood
at 859-255-2777

membership@spindletophall.org
www.spindletophall.org

Membership subject to approval.



THE CLUB AT
SPINDLETOP HALL





The park has a very significant economic impact on Kentucky's economy and tax base.

The Location

The Kentucky Horse Park is ideally located near the intersections of I-64 and I-75 in Lexington, KY.

The Venue

The park has exceptional facilities that can host equine

events and competitions of any size or discipline.

The Reputation

The park is known globally for successfully hosting international equine events and competitions.

The Support Services

Lexington, KY has developed transportation, professional, hospitality and support services that have served the horse industry since the 19th century.

34 Years of Service

During the past 34 years, the Kentucky Horse Park has transitioned from the "people's farm" into an internationally recognized and acclaimed educational theme park and equine event facility. The park attracts more than 800,000 visitors each year and is home for the headquarters of 35 leading national, regional and state equine associations.



Five Strategies for the Park's Future

To protect the park's national and international reputation and enhance its future financial benefits to Kentucky's taxpayers, five key business strategies are essential:

- 1** Make sure a reliable, long term source of revenue is available to maintain the park's facilities in optimum condition. A top institution cannot let its facilities decline due to lack of preventative maintenance and funding for replacements.
- 2** Invest in marketing and public relations to attract more events, competitions and visitors. Increased usage will incrementally improve the park's profitability and its economic impact on the state's economy.
- 3** Develop a private-sector hotel in partnership with the park to accommodate tourists, association meetings, and attendees at events and competitions. A hotel is a reliable source of additional income and a critical component for the park to be financially self-sustaining.
- 4** Recruit more equine related associations to the National Horse Center and add more competitions to the park's event calendar.



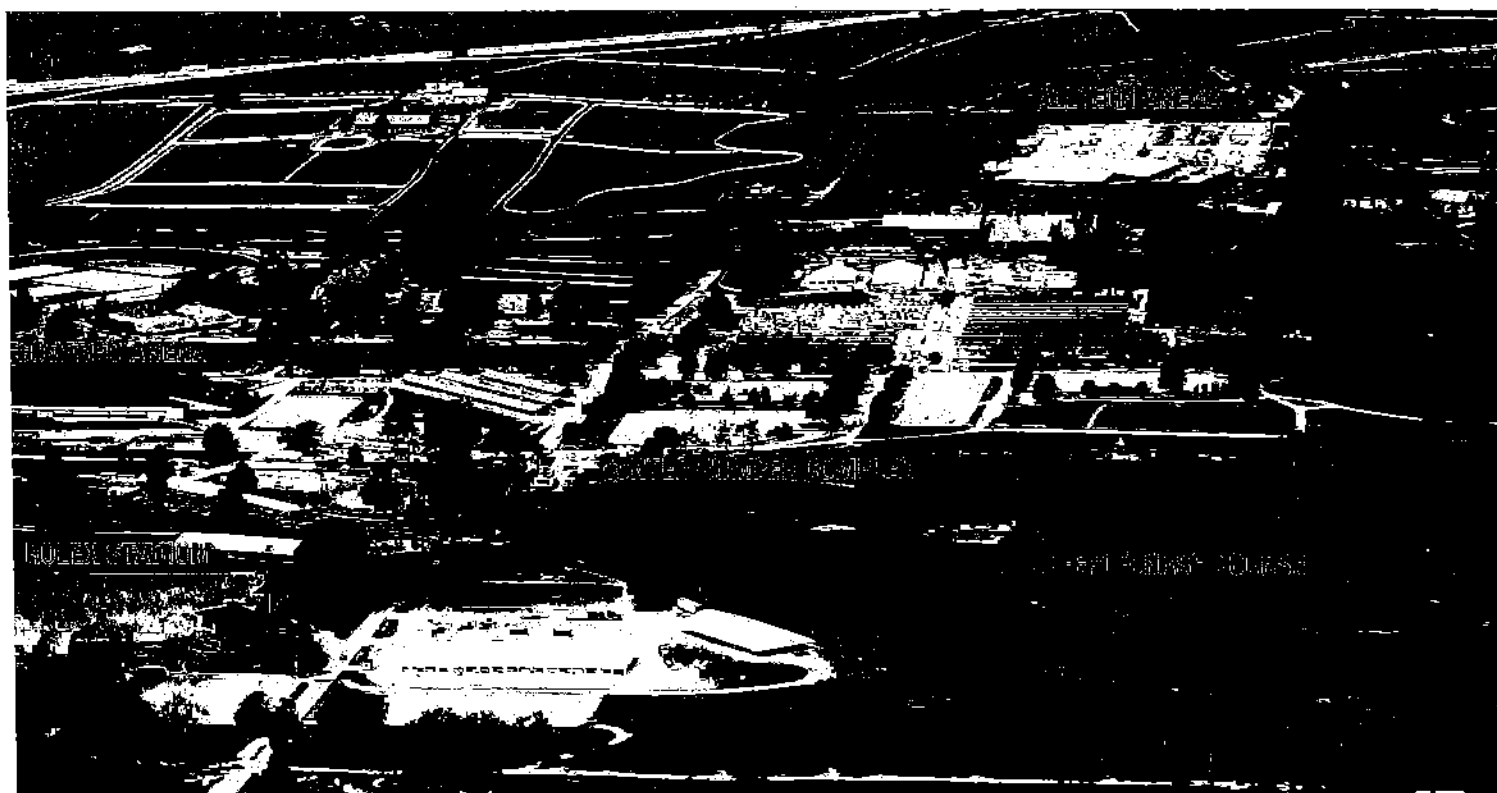
"The Kentucky Horse Park is known worldwide as the premier venue for equine culture and showmanship. Imagine incorporating the arts, music and food into this beautiful and majestic setting and creating a spring festival near the dates of the Keeneland spring meet, the Rolex Kentucky Three-Day Event and the Kentucky Derby. Linking the arts with the equine industry would create an exciting and unique annual festival showcasing the Bluegrass – unlike any event in the region and something you could find only in Kentucky!"

Jim Clark

President, LexArts Inc.

- 5** Create an annual arts, cultural and culinary festival to celebrate and promote Kentucky's heritage. An income-producing festival celebrating all that is Bluegrass couldn't select a better venue than the Kentucky Horse Park.

These initiatives will ensure that the Kentucky Horse Park remains one of North America's top venues for equine events and the best headquarters location for equine related associations. The Kentucky Horse Park's continued growth will also generate more tax revenues for state and local governments.



The Kentucky Horse Park contains 1,200 acres of prime land in Lexington, Kentucky. This aerial photo illustrates the quality and scope of the facilities and improvements available to host national and international equine competitions and events at the park.



2013 Event Calendar

JANUARY

Park closed on Mondays and Tuesdays

Indoor Polo — *Tuesdays & Thursdays, Weather Permitting*

- 5-6 Snowball Series Mounted Games
- 12-13 US Mounted Games Association
- 19 KHJA Judges Clinic
- 25-26 Professional Rough Stock Rodeo Series
- 26 US Mounted Games Association

FEBRUARY

Park closed on Mondays and Tuesdays

Indoor Polo — *Tuesdays & Thursdays, Weather Permitting*

- 2-3 US Mounted Games Association
- 9-10 Snowball Series Mounted Games
- 15-16 KHSAA Wrestling Championships
- 17 Kentucky Youth Wrestling
- 22-24 New Home & Remodeling Marketplace
- 23 Snowbird Dressage

MARCH

*Park closed on Mondays and Tuesdays through March 14;
park resumes full activities March 15*

Indoor Polo — *Tuesdays & Thursdays, Weather Permitting*

- 2-3 US Mounted Games Association
- 8-10 Blue Grass Trust Antiques & Garden Show
- 9 Kentucky Farm Bureau Auction
- 15-17 Road to the Horse
- 23 Snowbird Dressage
- 30 Paul Frazer Memorial Combined Tests
& Dressage Show
- 30 Hippy Hoppity Hunt

APRIL

- 5-7 Kentucky Spring Arabian Show
- 6-7 US Mounted Games Bluegrass Open
- 6-7 Spring Bay Horse Trials
- 11-13 Kentucky Spring Premier Saddlebred Show
- 25-28 Rolex Kentucky Three-Day Event
- 26-27 Kentucky Reining Cup

MAY

- 3-4 Derby Days at the Kentucky Horse Park
- 3-5 Carriage Driving Event
- 8-12 Kentucky Spring I Horse Show
- 12 Bluegrass Community and
Technical College Graduation
- 15-19 Kentucky Spring II Horse Show
- 19 High Hope Steeplechase
- 22-6/2 NorthSide RV's Sale
- 23-26 KDA Spring Warm Up &
Annual Dressage Show
- 24-26 MayDaze Horse Trials
- 24-26 Kentucky Invitational High School Rodeo
- 24-26 Parelli Natural Horsemanship Clinic
- 31-6/2 Carriage Round-Up

JUNE

- 1-2 NorthSide RV's Sale
- 1-2 Carriage Round-Up
- 3-8 Pyramid Society Egyptian Arabian Event
- 5-9 Country Heir I
- 6-9 Festival of the Bluegrass
- 12-16 Country Heir II
- 19-23 MidEast Kentucky Quarter Horse
Association Show
- 21-23 MidSouth Pony Club Rally
- 22-23 Downunder Horsemanship Clinic
- 26-30 Silverama Region 14 Arabian Championship
- 28-30 Carriage Association of America Carriage Classic

Major events are in color. Dates and events are subject to change without notice. Visit KyHorsePark.com for current listing and additional event information.





Alltech[®] NATIONAL HORSE SHOW

MORE THAN A HORSE SHOW



Log on to
AlltechNationalHorseShow.com
for more information



Look for the 2013 Alltech National Horse Show at the Kentucky Horse Park



U.S. Equestrian Federation's national headquarters.

JULY 2013 EVENTS

- 3-6 Bluegrass Morgan Classic
- 4-7 Robert Murphy Hunter/Jumper Show
- 5-7 Mini Julep Cup
- 5-6 July 4th Celebration
- 12 American Red Cross Disaster Blast Fundraiser
- 12-14 Champagne Run Horse Trials
- 13 Equine Art, Antique and Rare Book
Consignment Auction
- 17-21 USEF/AVA National Championship
- 19-21 BreyerFest
- 23-28 North American Junior and Young
Rider Championships
- 23-28 Clayton Woosley Hall of Fame Reining Show
- 24-28 Kentucky Summer I
- 31-8/4 Kentucky Summer II

AUGUST

- 1-4 Kentucky Summer II
- 7-11 USEF Pony Finals
- 14-18 Bluegrass Hunter/Jumper Show
- 21-25 KHJA Show
- 28-9/2 Bluegrass Classic Dog Show
- 30-9/1 Kentucky Classique Horse Trials

SEPTEMBER

- 1 Kentucky Classique Horse Trials
- 1-2 Bluegrass Classic Dog Show
- 4-8 The Tradition Futurity & NRHA East
Affiliate Championship
- 6-8 MSEDA Dressage at the Park
- 7-8 Fall Classic I
- 10-14 Rocky Mountain Horse Association
International Horse Show
- 10-15 USEF Young Horse Championship
- 14-15 Fall Classic II
- 18-21 Kentucky National
- 21 Franklin County Cross Country Invitational
- 27-29 Jump Start Horse Trials

OCTOBER

- 2-5 Fall Classic Saddlebred Show
- 4-6 Kentucky Classic Carriage Driving Event
- 6-13 Paso Fino Grand National
- 9-12 Kentucky Mountain Saddle Horse
Association Championships
- 9-13 National Carriage Drive
- 10-13 Kentucky Dressage Association
Fall Classic I & II
- 18-20 MidSouth Team Challenge
- 18-20 Halloween Camp-Out I
- 19-20 PMHA Morab Show
- 25-27 Halloween Camp-Out II
- 26 CKRH Trail Ride & Tack Sale
- 26-27 Octoberfest Horse Trials
- 26-27 US Mounted Games Association
- 30-11/3 Alltech National Horse Show

NOVEMBER

Park closed on Mondays and Tuesdays, and Thanksgiving Eve and Day, November 27 and 28

- 1-3 Alltech National Horse Show
- 5-10 US Dressage Finals
- 9 Kentucky High School Athletic Association
Cross Country
- 15-16 Oleika Shriners Rodeo
- 21 Southern Lights Stroll
- 22-1/1 Southern Lights
- 30 Snowbird Dressage

DECEMBER

Park closed on Mondays and Tuesdays, Christmas Eve & Day, New Year's Eve & Day

- 1-31 Southern Lights
- 6-7 Kentucky Horse Park Gift Shop
Holiday Open House
- 7 Snowball Series Mounted Games

The Kentucky Horse Park is home for national, regional and state equine associations and organizations that have chosen to locate their headquarters at the National Horse Center. The community developed around the activities of these leading equine organizations reinforces the Bluegrass region's status as the "Horse Capital of the World."

National Horse Center

The National Horse Center is located in Lexington, Ky., where equine owners, associations and organizations have a broad range of readily available, specialized business and professional services with extensive expertise in the horse business. Equine research, diagnostic and veterinarian services; training and stabling facilities; first-rate hospitality services; farms and farmland ideally suited to the horse industry; air and ground horse transportation; nutrition and feed companies; and an experienced labor pool for equine farms are just a few of the many resources locally available to the industry.

2011 Estimates for all Tenants at the NHC

Total members of all associations	234,600
Associations annual operating budgets	\$51,600,000
Number of employees	315*
State income taxes paid	\$587,700
Local occupational taxes paid	\$443,300
Association sponsored competitions at KHP	63
Associations competition days at KHP	236

*Does not include employees and contract labor for the Kentucky Horse Park



U.S. Hunter Jumper Association's national headquarters.

Lexington has exceptional air service from Blue Grass Airport and interstate highways connect the park to cities nationwide from Lexington's convenient Midwestern location. The business benefits are further enhanced by an exceptional city offering a wide range of affordable housing, arts organizations and events, retail services, and more than 15 universities and colleges in central Kentucky. All of these benefits are in addition to excellent office facilities and equine event venues offered at the Kentucky Horse Park.

With more than 300 full-time employees and field agents, these organizations not only have vital reach within the various portions of the horse world they represent, they also have a strong economic impact on the Bluegrass region and Kentucky.

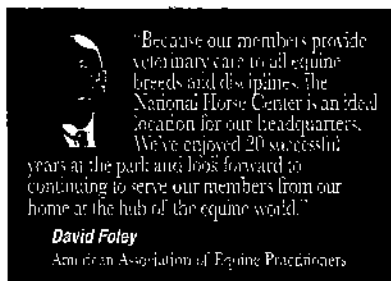
Front yard of the U.S. Dressage Federation's headquarters at the Kentucky Horse Park

Associations Located at the National Horse Center

American Association of Equine Practitioners

David Foley, Executive Director
4075 Iron Works Parkway, Bldg. D
Lexington, KY 40511
859-233-0147
aaep.org

1992



American Farriers Association

Rachel Heighton, Office Manager
4059 Iron Works Parkway, Suite A1
Lexington, KY 40511
859-233-7411
americanfarriers.org

1986

American Hackney Horse Society

Christy Gantley, Executive Director
4059 Iron Works Parkway, Suite A3
Lexington, KY 40511
859-255-8694
hackneysociety.com

1994

American Hanoverian Society

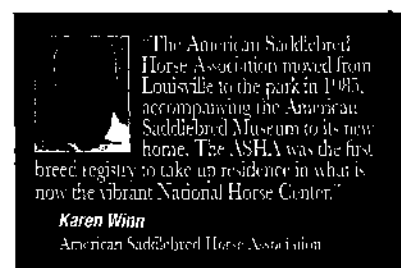
Hugh Bellis-Jones, Executive Director
4067 Iron Works Parkway, C1
Lexington, KY 40511
859-255-4141
hanoverian.org

1993

American Saddlebred Horse Association

Karen Winn, Executive Director
4083 Iron Works Parkway, Suite 2
Lexington, KY 40511
859-475-1458
saddlebred.com

1985



American Saddlebred Museum

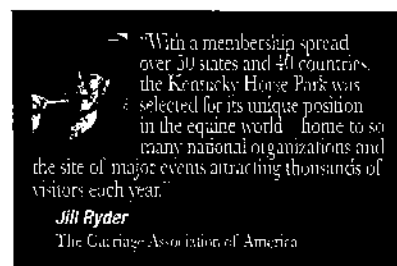
Tolley Graves, Executive Director
4083 Iron Works Parkway
Lexington, KY 40511
859-259-2746 Ext 304
asbmuseum.org

1986

The Carriage Association of America

Jill Ryder, Executive Director
3915 Jay Trump Road
Lexington, KY 40511
859-231-0971
caonline.com

2005



Central Kentucky Riding for Hope

Pat Kline, Executive Director
P.O. Box 13155 (4185 Walt Robertson Road)
Lexington, KY 40511
859-231-7066
ckrh.org

1981

Certified Horsemanship Association

Christy Landwehr, Chief Executive Officer
4037 Iron Works Parkway, H180
Lexington, KY 40511
859-259-3399, 800-399-0138
cha-ahse.org

2007

Communicating for America Education Program

Gudrun Williamson, Equine
Program Coordinator
4079 Iron Works Parkway, Bldg. E
Lexington, KY 40511
859-253-9189 or 866-253-9189
caep.org

2002

Equestrian Events, Inc./

Rolex Kentucky Three-Day Event

Lee Carter, Executive Director
P.O. Box 12110 (4054 Eclipse Drive)
Lexington, KY 40580-2110
859-233-2362
rk3de.org

1977

Equine Land Conservation Resource

Deb Balliet, Chief Executive Officer
4037 Iron Works Parkway, H120
Lexington, KY 40511
859-455-8383
elcr.org

2007

Friesian Horse Assoc. of North America

Jason Tice, Executive Director
4037 Iron Works Parkway, H160
Lexington, KY 40511
859-455-7430
fhana.com

2006

High Hope Steeplechase

Jessica Oldham Stith, Executive Director
4089 Iron Works Parkway
(Offices: 4155 Walt Robertson Road)
Lexington, KY 40511
859-967-9444
highhopesteeplechase.com

1993

Irish Draught Horse Society of North America

Priscilla Menard, Registrar/Member
Services Coordinator
4037 Iron Works Parkway, H160
Lexington, KY 40511
859-455-8090
irishdraught.com

2007

Kentucky Equine Education Project

Patrick Neely, Executive Director
4037 Iron Works Parkway, H130
Lexington, KY 40511
859-259-0007 or 866-771-5337
horseswork.com

2004

Kentucky Equine Management Internship

Leslie Janecka, Coordinator
P.O. Box 910628 (4079 Iron Works Pkwy, E)
Lexington, KY 40591
859-277-2512
kemi.org

2012

Kentucky Horse Council, Inc.

Ginny Grulke, Executive Director
1500 Bull Lea Road, Suite 214C
Lexington, KY 40511
859-367-0509 or 866-634-0030
kentuckyhorse.org

1992

Kentucky Horse Park Foundation

Laura Klumb, Executive Director
4089 Iron Works Parkway
(Offices: 3915 Jay Trump Road)
Lexington, KY 40511
859-255-5727
khpfoundation.org

1985

Kentucky Horse Racing Commission

John T. Ward, Executive Director
4063 Iron Works Parkway, Bldg. B
Lexington, KY 40511
859-246-2040
khrc.ky.gov

1988

Kentucky Mountain Saddle Horse Association

Dave Stefanic, Director
3870 Cigar Lane, Suite 210
Lexington, KY 40511
859-225-5674
kmsha.com

2011

"The association built its headquarters at the park in 1997, not so much for the beautiful scenery, but to help jump start the movement of other associations that reside here. Networking opportunities provide valuable information, proximity to our farm members and the state capital are added bonuses."

David Switzer

Kentucky Thoroughbred Owners and Breeders

Kentucky Thoroughbred Association/Kentucky Thoroughbred Owners & Breeders

David Switzer, Executive Director
4079 Iron Works Parkway, Bldg. E
Lexington, KY 40511
KTA: 859-381-1414
KTOB: 859-259-1643
kta-ktob.com

1997

Maker's Mark Secretariat Center

Susanna Thomas, Director
4089 Iron Works Parkway
(Offices: 4155 Walt Robertson Road)
Lexington, KY 40511
859-246-3080 or 800-728-1660
secretariatcenter.org

2004

Morgan Horse Pavilion

Elaine Galatz, Pavilion Chair
7350 North Rainbow Blvd.
Las Vegas, NV 89131
702-645-4700
morganhorse-khp.org

Under
Development

National Walking Horse Association

Kathie Morrow, Office Manager
4059 Iron Works Parkway, A4
Lexington, KY 40511
859-252-6942
nwha.com

2006

Paso Fino Horse Association

Lee Vulgaris, President
4047 Iron Works Parkway, Suite 1
Lexington, KY 40511
859-825-6003
pfha.org

2010

The Pyramid Society

Anna Bishop, Executive Director
4067 Iron Works Parkway, G2
Lexington, KY 40511
859-231-0771
pyramidsociety.org

1988

The STABLES (at CKRH Building)

Rachel Baker, Director
P.O. Box 13155 (4185 Walt Robertson Road)
Lexington, KY 40502
859-381-4778
the.stables.fcps.net

2012

Rocky Mountain Horse Association

Peggy Entekin, Executive Director
4037 Iron Works Parkway, H160
Lexington, KY 40511
859-243-0260
rmhorse.com

2009

United Professional Horsemen's Association

Kristin Stivers, Executive Assistant
to the President
4059 Iron Works Parkway, A2
Lexington, KY 40511
859-231-5070
uphaonline.com

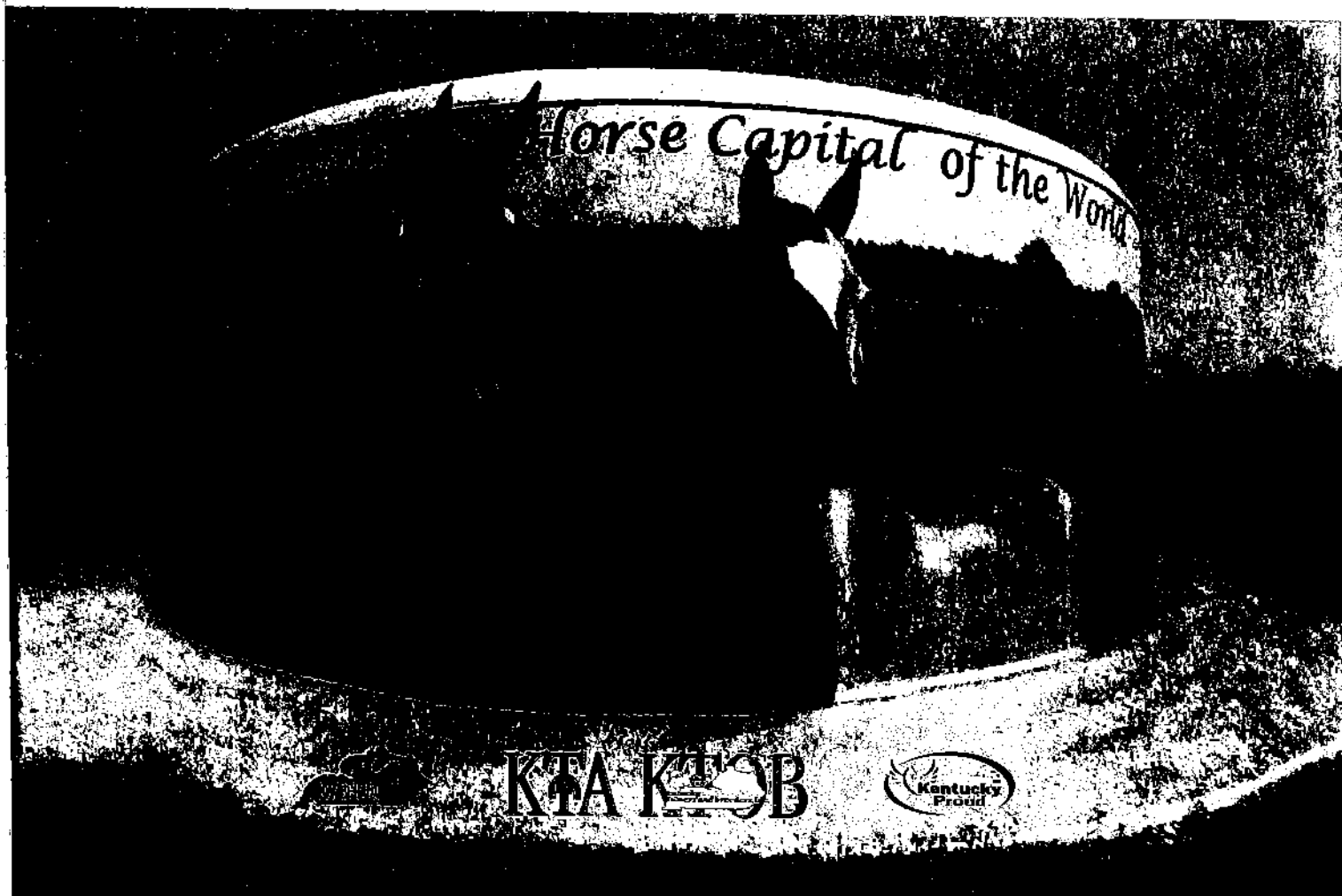
1988



"The United States Dressage Federation represents the Olympic equestrian sport of dressage and 30,000 members on a national basis, from its headquarters located at the National Horse Center. In 2013, the park will host the first-ever U.S. Dressage Finals - a major national championship."

Stephan Hienzsich

USDF Executive Director



United States Dressage Federation

Stephan Hienzsch, Executive Director
4051 Iron Works Parkway
Lexington, KY 40511
859-971-2277
usdf.org

2006

United States Equestrian Federation, Inc.

Lori Rawls, Executive Director
4047 Iron Works Parkway
Lexington, KY 40511
859-258-2472
usef.org

1999



"The park provides one of the premier venues for hunter jumper competitions and is located at the Horse Capital of the United States. These were major factors in locating the United States Hunter Jumper Association at the National Horse Center."

Shelby French
United States Hunter Jumper Association

United States Hunter Jumper Association

Shelby French, CEO
3870 Cigar Lane
Lexington, KY 40511
859-225-6700
ushja.org

2004

United States Polo Association

Edward J. Armstrong, Tournaments, Clubs and International Polo
4037 Iron Works Parkway, H110
Lexington, KY 40511
859-219-1000
uspolo.org

2007

United States Pony Clubs, Inc.

Kevin Price, CEO
4041 Iron Works Parkway
Lexington, KY 40511
859-254-7669
ponyclub.org

1992/2000

UNITED STATES *Dressage* FEDERATION

VISIT THE
ROEMER FOUNDATION/USDF
HALL OF FAME

WWW.USDF.ORG 859-971-2277

We're
Preserving a Grand Tradition
... of history, carriage driving, restoration, and more



at the Kentucky Horse Park
859-231-0971
info@caaonline.com
www.caaonline.com



The United States Hunter Jumper Association, located at the Kentucky Horse Park, is the National Affiliate for the Hunter/Jumper discipline. The USHJA offers programs that promote the development of the sport and its participants and provides a consistent and broad based education for the sport.

Shelby French
CEO

ushja.org

American Association of Equine Practitioners

RAISING THE STANDARD
IN EQUINE HEALTH CARE SINCE 1954

AAEP

Headquartered at
The Kentucky Horse Park
859.233.0147 • www.aaep.org

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RESTS ON A
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KENTUCKY HORSE PARK
FOUNDATION

4088 Iron Works Parkway • Lexington, KY 40511-8400 • 859-255-5727 • khpfoundation.org

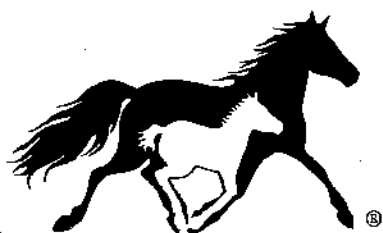
IN 1985, WE BECAME THE FIRST BREED REGISTRY
TO LOCATE AT THE HORSE PARK

**American Saddlebred
Horse Association**

4083 Iron Works Pkwy.
Lexington, KY 40511
(859) 259-2742
Saddlebred.com



Painting of champion Saddlebred
Rex McDonald by George Ford Morris



KENTUCKY HORSE PARK

KyHorsePark.com

Itinerant Merchant Task Force Report Out

- The Itinerant Merchant Task Force held 20 meetings from April 20, 2011 to June 25, 2012. Each meeting was scheduled for two hours and open to the general public with time for public comment at the conclusion of each meeting.
- In addition to the 20 meetings of the task force there were also subcommittee meetings held.
- All meetings, summaries and packets were posted to the LFUCG website.
- The purpose of the Itinerant Merchant Task Force was to restrict itinerant merchants at the entrances to our neighborhoods from a holistic standpoint without eliminating complete access to the downtown area.
- Task Force Members:
 - Council Member Peggy Henson, Chair
 - Council Member Diane Lawless
 - Paula Singer, Hamilton Park Neighborhood Association
 - Anthony Rios, Food Truck Vendor
 - Art Shechet, Bricks and Mortar Owner
 - Mark Jensen, Caterer
 - Renee Jackson, Downtown Lexington Corporation, Chair of Subcommittee
 - Lori Houlihan, Mayor's Office
 - Jeff Fugate, Downtown Development Authority
 - Gary Means, Lexington Parking Authority
 - Nancy Marinaro, Building Inspection
 - Chris King, Planning
 - Sgt. Chris Young, Police
 - David Jarvis, Code Enforcement
 - Bill O'Mara, Revenue
 - David Barberie, Law Department
 - Luke Mathis, Health Department
- Current definition: Section 13-1 (39) Itinerant merchant: An individual who does not have a permanent business location in Fayette County and who sells items of merchandise by means other than peddling (see attached).
- Current ordinance: Section 15-8 (see attached)
- During the course of the task force meetings a subcommittee was formed to specifically look at the downtown area and the possibilities of pursuing a pilot program for that area. Multiple versions of a pilot program were circulated and discussed however at the final meeting of the Itinerant Merchant Task Force a motion was made to move the draft ordinance forward without the pilot program.

**DRAFT TASK FORCE RECOMMENDATION
(06-26-12)**

ORDINANCE NO. ____-2012

AN ORDINANCE CREATING SECTIONS 15-12, 15-13, AND 15-14 OF THE CODE OF ORDINANCES, LEXINGTON-FAYETTE URBAN COUNTY GOVERNMENT PERTAINING TO THE REGULATION OF ITINERANT MERCHANTS, PEDDLERS, AND DOOR-TO-DOOR SALES AND PROVIDING FOR THE FOLLOWING: ORDERLY CONDUCT; COMPLIANCE WITH LAWS AND REGULATIONS; NECESSARY LICENSURE; COMPLIANCE WITH KRS 365.650; NO CREATION OF TRAFFIC HAZARD AND SUFFICIENT PARKING; MAINTENANCE OF STRUCTURES OR VEHICLES; GARBAGE RECEPTACLES FOR CUSTOMERS; FIRE EXTINGUISHERS; NO NOISE VIOLATIONS; NO LIGHTING WHICH WOULD CAUSE PUBLIC SAFETY HAZARD; SIGN ORDINANCE COMPLIANCE; MERCHANDISE IN LAWFULLY PERMITTED AREA; GENERAL HOURS OF OPERATION FROM 7 A.M. TO 11 P.M.; ON . . . ; ALL EFFECTIVE THIRTY (30) DAYS FROM PASSAGE.

BE IT ORDAINED BY THE COUNCIL OF THE LEXINGTON-FAYETTE
URBAN COUNTY GOVERNMENT:

Section 1 - That Section 15-12 of the Code of Ordinances be and hereby
is created and enacted to read as follows:

Sec. 15-12. *Requirements – peddlers and itinerant merchants.*

- (a) *General Requirements.* In addition to the licensing and other general requirements contained in this Code relating to peddlers and itinerant merchants, each such business shall also comply with the following requirements at all times while conducting business in Fayette County:
 - (1) Conduct himself or herself in an orderly and lawful fashion at all times while operating in Fayette County and comply with all applicable federal, state, or local laws or regulations pertaining to their operations.
 - (2) Possess the necessary permits, licenses, and/or authority to operate, and if he or she is a "transient" merchant, as defined in KRS 365.650, have filed a completed transient merchant application as required by KRS 365.665 with the division of revenue at least ten (10) days prior to conducting business.

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- (3) Comply with all traffic laws or ordinances and operate in a manner which will not result in the creation of a traffic hazard, including ensuring that sufficient parking exists for its customers.
 - (4) Ensure that any vehicle, other conveyance, structure, or stand used in the operation of the business is maintained and kept in good operating order.
 - (5) Provide or make available garbage receptacle(s) sufficient for customer use. At the conclusion of business activities at a given location he or she shall clean all the property and public way surrounding the area of all debris, trash, garbage or litter generated by his or her activities.
 - (6) Ensure that all vehicles, conveyances, structures or stands are equipped with at least one 2A-40 BC fire extinguisher if the operation of the business involves warming, heating, or cooking food, or otherwise involves heat or flame.
 - (7) Ensure that its operations do not violate, or contribute to a violation of the noise ordinance (section 14-70 through 14-80 of the code, as may be amended).
 - (8) Ensure that any and all lighting is located within the area lawfully permitted for conducting the business and that such lighting does not cause glare or a distraction which creates a public safety hazard or nuisance. No flashing or strobe lights shall be permitted.
 - (9) Ensure that any and all signs are compliant with any ordinances or regulations pertaining to signage and located only within the area lawfully permitted for conducting the business.
 - (10) Ensure that all merchandise, goods, wares or food are only displayed or offered for sale within the area lawfully permitted for conducting the business.
- (b) *Hours of operation.* No peddler or itinerant merchant shall engage or attempt to engage in business except during the hours of operation provided herein.

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- (1) Unless otherwise authorized by the urban county government, the general lawful hours of operation shall be limited to the hours of 7:00 a.m. to 11 p.m. However, the hours of operation shall be allowed to continue after 11 p.m. if a permanent business also located on that parcel of property is open to the general public. In those instances, the peddler's or itinerant merchant's operation may lawfully continue to conduct business until the time at which such a permanent business is closed to the general public.
- (2) Notwithstanding the above, the lawful hours of operation in the following areas of Fayette County shall be 7:00 a.m. to 4:00 a.m.:
 - (a) The area of downtown located within the following boundaries: West Vine Street and East Vine Street between Midland Avenue and Algonquin Street; Midland Avenue to East Main Street; East Main Street to Elm Tree Lane; Elm Tree Lane to Olde Hurst Place; Barr Street; Church Street to Saunier Street; Saunier Street to West Short Street; West Short Street to Algonquin Street. A map of this area, which shall also be known as the "Downtown Vending Area" is attached hereto and incorporated herein by reference and shall be made available for public review and inspection at the office of the council clerk.
 - (b) Any area designated for "Adaptive Reuse" through zoning if any permanent business located within that designated area is also open for business.
- (3) Door-to-door sales are limited to the hours of 9 a.m. to 9 p.m. Door-to-door sales means going from dwelling unit to dwelling unit (i.e., house, apartment, condominium, etc.) or from business to business in Fayette County selling or taking orders for, or offering to sell or take orders for, goods, wares and merchandise for present or future delivery or for services to be performed immediately or in the future whether such person has, carries or exposes a sample of such goods, wares and merchandise or not and whether he/she is collecting advance payments on such sales or not.

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- (c) *Locations.* Unless otherwise permitted or authorized by the urban county government no peddler or itinerant merchant shall locate, conduct business, or solicit in the following manner or within the following specified areas or locations:
- (1) Within an urban county government park unless he or she also has the necessary permission of the urban county government pursuant to section 14-62 of the code of ordinances;
 - (2) In a location which causes a violation of section 17-5 of the Code (Congregating so as to obstruct sidewalk), or which causes people to congregate in any street, avenue, or alley which is open to vehicular traffic;
 - (3) In a location or manner that restricts pedestrian access to any other business or building;
 - (4) In or upon any public right-of-way or public property within one hundred (100) feet of the defined boundary for a Lexington-Fayette Urban County Government permitted special event, or any other event sponsored by the urban county government without the written permission of the event organizers or the department or division sponsoring said event or unless otherwise authorized by the urban county government.
- All distances shall be measured at the shortest distance between the nearest point of the vending operation's location to the closest property line or district.
- (5) Within any other area or location in which such activity is otherwise prohibited or restricted unless all necessary permission or approval is otherwise obtained, including but not limited to the "Lexington Center Area" (section 15-1.1 of the code).
- (d) *Additional location restrictions on itinerant merchants.* In addition to the restrictions listed in subsection 15-12(c), above, no itinerant merchant shall locate, conduct business, or solicit in the following manner, or within the following specified areas or locations:

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- (1) Within a Residential Zone, or within a land use zone where the underlying business activity would otherwise be prohibited under the zoning ordinance.
- (2) Within one hundred (100) feet of the property line of a dwelling unit located in an area zoned as a Residential District under the Lexington-Fayette County Zoning Ordinance. This restriction shall not apply within the Downtown Vending Area or within an area designated as Adaptive Reuse through zoning.

All distances shall be measured at the shortest distance between the nearest point of the vending operation's location to the closest property line, district, or other merchant or vendor.

- (3) These restrictions shall not apply to locations owned or operated by religious, charitable, health, welfare, educational, political, or youth service organizations or neighborhood associations as long as the vending activities are expressly permitted in writing by the organization or association.
- (e) No itinerant merchant shall locate, conduct business, or solicit on public property unless the merchant has obtained any additional appropriate licensure and such property has been designated for such use by the urban county government through a resolution, ordinance, or the adoption of a pilot program, or the government has otherwise provided express permission for such conduct.

Section 2 - That Section 15-13 of the Code of Ordinances be and hereby is created and enacted to read as follows:

Sec. 15-13. *Exceptions.*

- (A) The provisions of section 15-12 of the code shall not apply to the following:
 - (1) The selling of personal property at wholesale to dealers in such articles; to newspaper carriers or newspaper vendors; to merchants or their employees in delivering goods in the regular course of business;

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or to vendors' products distributed or sold to regular customers on established routes.

- (2) The selling or soliciting for the sale of goods or services at a properly licensed bazaar or sales exhibition, or on property owned or operated by the Commonwealth of Kentucky.
 - (3) The selling or offering for sale or distribution from interior private pedestrian circulation areas of shopping centers or malls of products to pedestrians which are traversing such areas or patrons of retail stores. Such merchants or vendors are required to obtain a temporary mall merchant license pursuant to chapter 13 of the code of ordinances unless otherwise exempt.
 - (4) Yard sales, garage sales, bake sales or other similar types of activities. These activities must be temporary in nature and must comply with all local ordinance and zoning ordinance provisions and must not be located on public property or public right-of-way unless expressly authorized by the urban county government.
- (B) The provisions of sections 15-12(b), (c), and (d) of the code shall not apply to vending activities by appropriately permitted merchants at a Lexington Fayette Urban County Government Special Event.
- (C) No license shall be required for any member or members of a religious, charitable, health, welfare, educational, political or youth service organization selling or offering to sell goods or services to raise funds for the work of such organization and for no other purpose.

Section 3 - That Section 15-14 of the Code of Ordinances be and hereby is created and enacted to read as follows:

Sec. 15-14. Penalty.

Any person convicted of violating any provision of section 15-12 shall be subject to a fine of not more than two hundred

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fifty dollars (\$250.00). Each day a violation occurs shall constitute a separate offense.

Section 4 - If any section, subsection, sentence, clause, phrase, or portion of this Ordinance is for any reason held invalid or unlawful by a court of competent jurisdiction, such portion shall be deemed a separate, distinct and independent provision and such holding shall not affect the validity of the remaining portions hereof.

Section 5 - That this Ordinance shall become effective thirty (30) days from passage.

PASSED URBAN COUNTY COUNCIL:

MAYOR

ATTEST:

CLERK OF URBAN COUNTY COUNCIL

PUBLISHED:

00352079