

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

CANTERBURY PARK HOLDING CORP

CIK:[926761](#) | IRS No.: [411775532](#) | State of Incorporation: **MN** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: [001-31569](#) | Film No.: [13520514](#)
SIC: **7948** Racing, including track operation

Business Address
*1100 CANTERBURY DR
SHAKOPEE MN 55379
6124457223*

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): **January 4, 2013**

Canterbury Park Holding Corporation
(Exact name of registrant as specified in its charter)

Minnesota
(State or Other Jurisdiction of Incorporation)

001-31569
(Commission File Number)

41-177532
(IRS Employer Identification No.)

1100 Canterbury Road, Shakopee, Minnesota
(Address of Principal Executive Offices)

55379
(Zip Code)

(952) 445-7223
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 5 – Corporate Governance and Management

Item 5.02 – Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Election of New Director

Effective January 4, 2013, John L. Morgan was elected as a director of the Company by action taken by its Board of Directors. Mr. Morgan is the Chairman of the Board and Chief Executive Officer of Winmark Corporation, a position he has held since 2000. Winmark is a public company (NASDAQ: WINA) that is a franchisor of several value-oriented retail business concepts and a provider of middle market equipment leasing and small ticket business financing. He was an independent investor/business consultant from April 1999 to February 2000, and, prior thereto, he was the founder of Winthrop Resources Corporation, a business equipment leasing company, and served as its President from March 1982 through March 1999. In addition, Mr. Morgan is currently a private investor and serves as a member of Rush River Group, LLC.

Mr. Morgan was elected as a director pursuant to authority granted in the Company’s bylaws to its Board of Directors. Pursuant to the Company’s Stock Plan, Mr. Morgan will be awarded 1,250 shares for his service from his election as a director to the date of the next annual meeting of shareholders. Thereafter, he will receive the same cash and equity compensation provided to other non-executive directors as described in the Company’s proxy materials. Mr. Morgan’s election to the Board was not undertaken pursuant to any plan, contract or other arrangement, or in connection with any event, and, except for the foregoing compensation arrangements, Mr. Morgan will not receive any grant or award under any plan, contract or arrangement by virtue of or in connection with his election to the Board.

Section 9 - Financial Statements and Exhibits

Item 9.01 - Financial Statements and Exhibits

(d) Exhibits

The following are filed or furnished as Exhibits to this Report:

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	Press Release dated January 9, 2013 announcing appointment of John Morgan as Company director.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CANTERBURY PARK HOLDING CORPORATION

Dated: January 9, 2013

By: /s/ Randall D. Sampson

Randall D. Sampson,
Chief Executive Officer

Canterbury Park Holding Corporation Announces Appointment of New Director

SHAKOPEE, Minn.--(BUSINESS WIRE)--January 9, 2013--Canterbury Park Holding Corporation (NASDAQ: CPHC) today announced the appointment of John L. Morgan to its Board of Directors. Mr. Morgan is the Chairman of the Board and Chief Executive Officer of Winmark Corporation, a public company (NASDAQ: WINA) that is a franchisor of several value-oriented retail business concepts and a provider of middle market equipment leasing and small ticket business financing. Mr. Morgan has been Winmark's Chairman and CEO since March 2000. In addition to other present and former business activities, from 1982 through 1999, Mr. Morgan was a founder and President of Winthrop Resources Corporation, a business equipment leasing company. Mr. Morgan presently owns approximately 9.4% of the Company's outstanding common stock.

"We are very excited John accepted our invitation to join the Board of Directors," said Randall D. Sampson, President and CEO of Canterbury Park. "He brings outstanding business experience and a proven track record of building businesses as well as other important perspectives. John is an avid poker player, participating in poker tournaments around the country, and he leverages this interest to give back to the community, recently sponsoring a poker tournament at Canterbury which generated \$75,000 for various charities. Finally, with a 9.4% stake in the in the Company, accumulated over more than three years, John will bring a long-term shareholder perspective to the Board's deliberations."

About Canterbury Park:

Canterbury Park Holding Corporation owns and operates Canterbury Park Racetrack, Minnesota's only thoroughbred and quarter horse racing facility. The Company's 69-day 2013 live race meet will begin on May 17 and end September 14. In addition, Canterbury Park's Card Casino hosts "unbanked" card games 24 hours a day, seven days a week, offering both poker and table games. The Company also conducts year-round wagering on simulcast horse racing and hosts a variety of other entertainment and special events at its facility in Shakopee, Minnesota. For more information about the Company, please visit us at www.canterburypark.com.

Cautionary Statement:

From time to time, in press releases and in other communications to shareholders or the investing public, the Canterbury Park Holding Corporation may make forward-looking statements concerning possible or anticipated future financial performance, business activities or plans based on management's beliefs and assumptions. These forward looking statements are typically preceded by the words such as "believes," "expects," "anticipates," "intends" or similar expressions. Shareholders and the investing public should understand that these forward-looking statements are subject to risks and uncertainties, including those disclosed in our periodic filings with the Securities and Exchange Commission, which could cause actual performance, activities or plans after the date the statements are made to differ significantly from those indicated in the forward-looking statements when made.

CONTACT:**Canterbury Park Holding Corporation**

Randy Sampson, 952-445-7223