

RIDING THE crest

The McLean family's Crestwood Farm is a model operation, standing stallions, boarding mares, consigning at the sales, and advising breeders.

By Maryjean Wall
Photos by David Coyle



Crestwood Farm encompasses 1,000 acres in Fayette and Scott counties.

Yarnallton Pike shows off Central Kentucky's splendor at its traditional best: Venerable stone walls line this narrow, winding road connecting Fayette and Scott counties, evoking misty images of horse-drawn vehicles rolling slowly past the land known now as Crestwood Farm.

Legend holds that Civil War munitions were hidden here in a cave. History runs deep, with one house on the farm dating to 1792, the year Kentucky gained statehood. Another dates to 1841 and was designed by renowned 19th century architect John McMurtry. Old blends seamlessly with new in Crestwood's modern



The McLean family participates in all aspects of running Crestwood. From left, Marc, Grandison, Pope Sr., Betty Ann, and Pope Jr.

platform: a full-service operation including stallions, with \$4.5 million realized in auction sales last year alone.

This family farm has been in business 49 years and consistently achieves high marks within the industry. Among Crestwood graduates are fillies that earned more than \$2 million each, led by Serena's Song and Xtra Heat. Crestwood also raised Kentucky Oaks winner Sardula.

Never resting long on past success, Crestwood this year launched an innovative program to draw breeders to the stallions they stand. Called "Breed Risk Free," the plan allows a breeder to waive the entire cost of a breeding fee if the resulting foal does not meet certain thresholds at auction. The plan represents Crestwood's intention to stand behind its product.

All this points to Crestwood's illustrating how a medium-sized operation can compete successfully with mega-sized Bluegrass farms. The Crestwood narrative, while not mom and pop, actually typifies the majority of Thoroughbred farms in Central Kentucky: hands-on owners making their living at this business. The Pope McLean family, owners of Crestwood, has excelled in this niche.

Pope Sr., 82, says he has been lucky. Meanwhile, Crestwood history points to years of hard work to make this luck. Pope Sr. and his wife, Betty Ann McLean, brought up their three children to appreciate and love the horse business, although they never forced a career in the industry on them.

By happy circumstance, Pope McLean Jr., Marc McLean, and their sister, Grandison McLean Offutt, all wanted to work full time at Crestwood. After years of proving themselves as hard workers, they became partners in the farm. Today they all are veterans of the business and running Crestwood's day-to-day operations.

They all fill individual roles. Pope Jr. cites business as his expertise; Marc excels at managing the farm; and Grandison "keeps us totally organized," as Pope Jr. said. She sends the monthly statements, updates clients on the status of their mares, tends to foal registration, and enters horses in the sales.

None of the three have cushy jobs. "I'm still on call two or three nights a week for foaling," said Pope Jr. "I still handle studs in the breeding shed. We're all interchangeable parts."



Mares and foals are key components of Crestwood's business.



Crestwood has several historic homes, including this Greek revival mansion designed by renowned 19th century architect John McMurtry.

Slow, steady ascent

Three years ago Crestwood moved to its present site on Yarnallton Pike after the McLeans sold the original Crestwood, located only a crow's flight away on Spurr Road. With barely a blip brought on by their moving, business carried on as it had since 1970 when Pope Sr. founded his dream farm.

He began by renting. He'd had at least a decade in the business, strictly small-time on never more than 120 leased acres, when he took the huge gamble of leasing about 400 acres that was the original Crestwood. Its name already was in place when he moved about a dozen mares to the Crestwood land on Spurr Road. Pope Sr. had not been born to the horse business and did not have a huge bankroll. He did have a few well-placed connections who helped pave the way: P.A.B. Widener II, then owner of Elmendorf Farm, who hooked Pope Sr. on racing, and Melvin Cinnamon, manager of Calumet Farm.

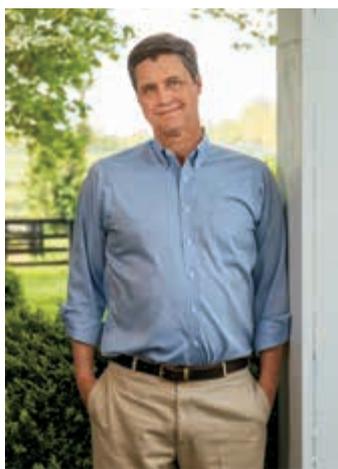
During the 1950s Widener had presented Pope Sr.'s father, Grandison McLean, with a mare that foaled a colt named Oil Wick. Enrolled in



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—Pope McLean Sr.
of Crestwood’s development



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pre-med at the University of Kentucky, Pope Sr. was assigned by his father to care for the mare and foal on their 20-acre hobby farm on Newtown Pike. In a big surprise for them all, Oil Wick won the 1959 Kentucky Jockey Club Stakes, a Kentucky Derby prep for 2-year-olds. Pope Sr. stayed at the university to graduate but with a huge change of plans. He switched his major to agriculture and chose horses over following his father into the practice of medicine.

Cinnamon, who like Widener was a patient of Dr. McLean’s, agreed to give the young man a job at Calumet. Cinnamon managed the farm during the era that Calumet was riding a high arc in the racing and breeding arenas. He introduced his young apprentice to some pretty fancy bloodstock and occasionally allowed him to fill in at the stallion barn.

“Citation was there and also Bull Lea,” said Pope Sr. as he recalled Calumet’s two top breeding stallions.

On another day, working with broodmares, Pope Sr. recalled his awe at the bloodstock he was leading. “I remember walking in the barn with two mares, one in each hand,” he said. “One was Two Lea, the dam of a Derby winner [Tim Tam, also the Preakness Stakes winner

in 1958]. The other was Real Delight [champion filly and Kentucky Oaks winner].”

Apprenticeship served, Pope Sr. said he received some offers to manage farms. “But I wanted to do it on my own,” he said. He designed and followed his own road map, first on his father’s 20 acres, then on an additional 100 acres leased from next-door Poplar Hill Farm. And so he toiled for the next 10 years until he made the leap to lease Crestwood. He had about 12 mares with partners — not a huge number. And not the best mares.

Still it was the start Pope Sr. had dreamed about while caring for Oil Wick on his father’s small farm. The newly rented Crestwood, some 474 acres, offered an opportunity to grow. And that’s what he wanted.

“We had more room and started meeting people at the sales,” Pope Sr. said.

New clients followed. Many became long-time friends. Among the earliest was Eugene Cashman, destined to win the 1976 Preakness with Elocutionist.

Five years after leasing the farm, Pope Sr. purchased Crestwood. “It’s amazing how the pieces fell together,” he said. “We sold a yearling for \$30,000, which back then was like \$200,000. That was a big boost. Various things would happen to keep us alive.”



Over the years the McLeans have increased the quality of their bloodstock.

ELLIE RUTAN



“

We're lucky we all get along and work together well.”

—Grandison McLean Offutt



“

He was Storm Cat's first son to really start making it.”

—Marc McLean of Storm Boot



Crestwood owns some 35 mares in addition to boarding mares for clients.

Hard work and luck

If Pope Sr. thought he was simply riding a good luck streak, his guess was way off. More importantly than playing his luck, he was quite smart about getting ahead. “One thing that helped: We bred a lot of stakes winners from not real high-quality mares starting off,” he said. People began to pay attention.

“Somebody said about the horse business, it's 70 percent hard work and 30 percent luck. Maybe it's the reverse,” he added.

Pope Jr. wasn't buying this. “Luck didn't have anything to do with us grinding it out for 40 years,” he quipped.

In truth, Pope Sr. used more than good fortune to move Crestwood forward. He possessed an ability to combine work ethic with a horseman's eye. Time after time he has spotted stallion potential early and capitalized by breeding to unproven horses. Case in point: North American leading sire Storm Cat.

“We bred a number of mares to Storm Cat the first two years he stood at stud,” Pope Sr. said, recalling a number of foal-sharing deals he worked with the late W.T. Young's Overbrook Farm. What stood out to Pope Sr. early about Storm Cat was his female family. He got in on the ground floor with Storm Cat, but by the time the horse's fee had soared to \$500,000, Storm Cat had orbited beyond Crestwood's business model.

One year Young rewarded Crestwood Farm's early support of Storm Cat by giving

Pope Sr. a breeding season to the horse during a year when his fee had risen to \$60,000.

What followed demonstrated how easily the lows can follow the highs. The McLean family awaited the birth of this exciting foal and got as far as Christmas morning — about a month prior to foaling season — when someone from the broodmare barn knocked on their door with shocking news. The mare had just aborted her fetus.

Crestwood recovered from that disappointment and from numerous others as it continued to grow. Always hands-on, always working at building a reputation for honesty and good relationships with clients, Pope Sr. forged ahead.

One big change for Crestwood occurred after Cashman's dispersal of his racing holdings in 1985. The Chicago policeman-turned-commodities trader who owned Elocutionist kept about 50 mares at one time at Crestwood. He'd been an early supporter of the McLeans. Following the dispersal, the farm had to embark on rebuilding a good section of its client base.

Family-centric

The horizon emerging with the 1990s was bringing more major changes to the family operation. Pope Jr., now 53, had been working as a stockbroker following graduation from Transylvania University in 1989. He decided he wanted to return to working at the family farm. His brother Marc, 51, a 1991

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University of Kentucky graduate, followed this lead. He turned to the farm full time following his graduation. Eventually their sister, Grandison, 42, a graduate of Miami University of Ohio in 1999, joined the farm. Her degree in management information systems has proved invaluable for the entire Crestwood operation.

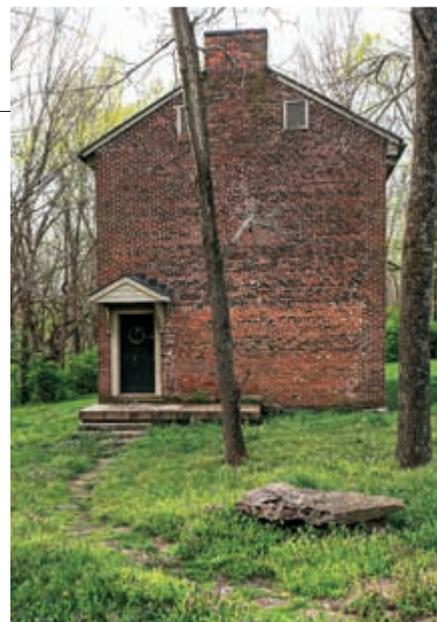
The three manage the present-day 1,000 acres spread over three non-contiguous tracts. All three tracts are within shouting distance; they are close enough in location to work efficiently. The services offered at Crestwood include boarding and the foaling of mares, planning matings, standing stallions, raising yearlings, and selling foal crops. In addition to client horses, the McLean family keeps about 35 of its own mares on site.

When they're not working for Crestwood's interests, Pope Jr. and Marc both serve in industry leadership. Pope Jr. is president of the Kentucky Thoroughbred Association and a member of the Keeneland board of directors. Marc is a former president of the Kentucky Farm Managers' Club.

No matter their outside interests, family remains at the center of their individual roles at Crestwood. Grandison said, "We're lucky we all get along and work together well. That's not always the case with families."

Pope Jr. agreed. "We've been able to take it to the next level because we've all collectively been working together," he said.

The "next level" for the McLeans began evolving in the 1990s, when Crestwood first brought stallions into the operation. After Pope Jr. began working at the farm full time, he envisioned the business connections this would open to Crestwood.



This dwelling dates to the late 18th century.



Ensuring that a mare produces a healthy foal is always a goal.

"I used to make 100 calls a day as a stock-broker," he said. "When I came back to the farm and I'd call people, they'd ask, 'what stallions do you have?' So, I said we've got to get some stallions."

Standing stallions expands the network of people that any farm deals with. "It was a good fit," said Pope Jr. "Dad had a good track record picking out stallions, so we thought it made sense to move in that direction."

A major boost came early with Claiborne Farm asking Crestwood to stand Discover. "This added to our credibility," said Pope Jr.

Another influential stallion to join Crestwood in the same year as Discover was Storm Boot, a son of Storm Cat.

Storm Boot was another example of Pope Sr. seeing potential in an unproven horse. "He was Storm Cat's first son to really start making it," Marc said. Storm Boot sired 46 stakes winners at Crestwood, beginning with a \$1,000 fee that eventually reached \$15,000, and was one of Storm Cat's leading sons by stakes winners and progeny earnings.

Standing stallions "does open a lot of doors for you," Pope Sr. said. "With Storm Boot we had major farms coming here to breed to him." Crestwood stood 11 stallions within the first three or four years of turning to this platform. Now the farm stands six. "We're now a little more selective," Pope Sr. said.

The plan this breeding season was to breed about half the 35 Crestwood-owned mares to the farm's stallions, whose fees run a gamut of prices up to \$10,000. These include Get Stormy, who has four 2018 graded stakes winners; Texas Red, Breeders' Cup Juvenile winner with his first yearling crop on the ground; Firing Line, Kentucky Derby runner-up to American Pharoah who also has his first yearling crop on the ground; Jack Milton, whose first 2-year-olds will race this year; and Chilean-bred



Crestwood Farm has a timeless quality the McLeans have worked hard to maintain.



Farm manager Rogilio Castillo

Tu Brutus, a fast son of Scat Daddy whose first crop of foals were born this year. Crestwood's remaining mares were to go to outside stallions, including Gun Runner, City of Light, More Than Ready, Speightstown, Good Magic, Bernardini, and Blame.

While Crestwood continually upgrades the quality of its stallions and its broodmares, racehorses and bloodstock that helped put the farm on the map have not been forgotten. Storm Boot's halter rests in a frame in Pope Sr.'s office. Framed win photos of significant horses bred or raised by Crestwood line the walls.

One recent source of pride has been

Bowie's Hero, a multiple graded stakes winner and son of Artie Schiller bred by the McLeans and sold at Keeneland September in 2015.

One day this spring Pope Jr. took a visitor for a drive around the three Crestwood properties. The land is extraordinarily beautiful, rolling and green as you expect to see Central Kentucky. Yearlings have out-sized pastures in which to romp and run.

"I think we're big enough now that we can get a lot of things done in the marketplace, but we're still small enough that we really have personal relationships with people," he said. "We've developed relationships with clients we know are going to last a long time."

It was that way in the beginning for Pope McLean Sr., as he founded his client base on long-term relationships. That part has not changed, though Sr. remarks that these days, when he goes to the sales, "a lot of people coming in buying and so forth are closer to my sons' ages. Of my age group, a lot have retired or are no longer with us."

This means he has every reason to feel fortunate his sons and daughter will take the farm into the future — as their children, his grandchildren, might after them.

And Pope Sr. has always been lucky with his farm. Just ask him. Even if he did leaven his luck with a lot of hard work. **KM**