

DISTRICT OF COLUMBIA  
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ALCOHOLIC BEVERAGE CONTROL BOARD  
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MEETING

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IN THE MATTER OF: :  
 :  
Roderic L. Woodson, Esq. :  
Hines/Archstone, Developer of :  
the City Center Project : Fact Finding  
Bounded by 9th Street and : Hearing  
11th Street on the east/west :  
and New York Avenue and :  
H Street on the north/south :  
within the Northeast :  
Quadrant of the District :  
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JUNE 20, 2012

The Alcoholic Beverage Control  
Board met in the Alcoholic Beverage Control  
Hearing Room, Reeves Building, 2000 14th

Street, N.W., Washington, D.C., Ruthanne  
Miller, Chairperson, presiding.

PRESENT

RUTHANNE MILLER, Chairperson

NICK ALBERTI, Member

DONALD BROOKS, Member

CALVIN NOPHLIN, Member

MIKE SILVERSTEIN, Member

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P-R-O-C-E-E-D-I-N-G-S

11:29 a.m.

CHAIRPERSON MILLER: Good morning.

We're back on the record now for a fact finding hearing regarding the City Center Project.

And, y'all, whoever wants to come forward to the table, come on up. There's also -- there's a private paper there I believe for you to sign in.

MR. WOODSON: I've done that already.

CHAIRPERSON MILLER: Good. And when you're ready, if you'll identify yourselves?

MR. WOODSON: Madam Chair, members of the Board, I'm Roderic Woodson. I'm a partner at Holland & Knight and I am accompanying here members of the Hines/Archstone Development Team who are preparing the installation of the City Center project, the largest development project in

1 downtown Washington at the present time. Very  
2 exciting project. And our participants this  
3 morning will be led by Howard Riker, who is  
4 here at the table with me. And he is  
5 supported by Amy Rice, Burr Ault and Jason  
6 Jacobson, who are in the audience behind me,  
7 or behind us.

8 And so with that, I wouldn't  
9 really need to talk anymore. This is their  
10 show.

11 CHAIRPERSON MILLER: Okay.

12 MR. WOODSON: And let me invite  
13 Mr. Riker to address the Board.

14 MR. RIKER: Well, good morning.

15 CHAIRPERSON MILLER: Good morning.

16 MR. RIKER: Thank you for giving  
17 us the opportunity to present to you today to  
18 provide some background on this project, City  
19 Center in D.C. With Rod's counsel, we felt  
20 that it was important for us to make this sort  
21 of preliminary presentation because this  
22 project likely will present a lot of activity

1 for the Board and we felt that it would put  
2 the Board in a better position to evaluate the  
3 specific applications with the benefit of the  
4 information that we will share with you today.  
5 And it's our hope that as our project  
6 progresses that we will have the opportunity  
7 to continue to provide you with support  
8 information as needed.

9 As Rod mentioned, I'm joined here  
10 by some of my colleagues. And just as a bit  
11 of background, the site that we're talking  
12 about right now was the location of the old  
13 Convention Center site which was demolished in  
14 the 2004 time frame after the new Convention  
15 Center was built just north of Mount Vernon  
16 Square.

17 And in the fall of 2003, the  
18 District of Columbia selected a development  
19 team that was led by my firm Hines and our  
20 50/50 partner Archstone to master plan the 10-  
21 acre site and redevelop the various different  
22 components of the project. So Jason Jacobson

1 is my counterpart at Archstone and we have  
2 day-to-day responsibility for all phases of  
3 the project.

4 If you turn to the package that we  
5 presented for your use to page 2, there's a  
6 brief suggested agenda that covers a number of  
7 topics that we'd just like to review with you  
8 today. And so what I'd like to do in, you  
9 know, just a few minutes is run through these  
10 various different components.

11 Just briefly, the project started  
12 construction and the land was conveyed to our  
13 development team in March 2011. So we've been  
14 underway for a little over a year and we  
15 anticipate that the first phase of the project  
16 will be complete by the fall of 2013. And  
17 we're at a stage right now where we are  
18 completing the negotiation of our first retail  
19 leases, some of which are restaurants that we  
20 anticipate will apply for liquor licenses.

21 On page 4 there is an aerial that  
22 depicts the various different aspects of the

1 site. And just briefly, in the first phase  
2 there are two significant public spaces.  
3 There's a park at the northwest corner of the  
4 site. There is a plaza between the four  
5 residential buildings sort of the east and  
6 center of the site. And then there are six  
7 buildings south of I Street. There are two  
8 office buildings with approximately 515,000  
9 square feet. There are two apartment  
10 buildings with 458 units and there are two  
11 condominium buildings with 216 units. And at  
12 the base of those six buildings is  
13 approximately 186,000 square feet of retail.

14 The second phase of the project,  
15 which is labeled on the plan phase 2, involves  
16 a 350-room hotel with another 110,000 square  
17 feet of retail.

18 And then the third phase of the  
19 site; it's indicated on the plan by a note  
20 that says parcel owned and developed by  
21 others, is a site that's controlled by another  
22 developer company called Gould Property

1 Company that acquired that site in exchange  
2 for the land where the Convention Center Hotel  
3 is presently being developed. Gould Property  
4 Company is planning a 500,000 square foot  
5 office building with approximately 30,000 to  
6 40,000 square feet of retail at the base of  
7 the building.

8 So the northwest park, the central  
9 plaza, the six buildings and the associated  
10 retail, along with I Street and 10th Street,  
11 that's all that's under construction right  
12 now, and we're just starting the design of the  
13 phase 2 hotel. And Gould Property Company is  
14 also proceeding with its design of its office  
15 building and retail and we anticipate that  
16 while a first phase will be complete in  
17 probably the fourth quarter of 2013 time  
18 frame, the other parcels will deliver in a  
19 2015-2016 time frame.

20 And the next page provides you an  
21 overview of the scope that I just described  
22 and also provides you more detail on the three

1 phases of the project.

2           As I mentioned, we have  
3 significant common areas on the site. We have  
4 the park, we have that plaza between the four  
5 residential buildings, we have I Street and  
6 10th Street extensions that will be built  
7 through the site and we also have a  
8 pedestrian-oriented alleyway that runs  
9 east/west through the site and north/south.  
10 There's no loading or service areas at grade  
11 on the project. We're utilizing all four  
12 sides of all the buildings for retail  
13 activity, and so that sort of alleyway that  
14 runs east/west and north/south will be  
15 activated with street-oriented retail.

16           And so what we have decided to do  
17 is to form a common area association that is  
18 controlled by the members of the entities that  
19 own the various different uses on the site,  
20 and that common area association is tasked  
21 with maintaining a budget to maintain all the  
22 common areas and also to program all of the

1 activities that take place in the common  
2 areas, whether those are retail related or  
3 whether those are sort of related to the  
4 public spaces themselves.

5 So for instance we have been given  
6 a mandate by the city to organize special  
7 events like farmers' markets and art fairs,  
8 small concerts in the public space. And so  
9 those activities will be managed by the common  
10 area association.

11 That common area association, as a  
12 part of its responsibilities, will be  
13 contracting for security personnel to canvas  
14 the neighborhood, cleaning personnel to just  
15 keep the areas neat and tidy and also to  
16 collect trash, and also will maintain strong  
17 working relationships with other groups in the  
18 downtown community that have similar  
19 responsibilities like the Downtown D.C. BID  
20 and also the Metropolitan Police Department.  
21 And conversations have already begun with  
22 those organizations to deal with topics of

1 mutual concern or priority.

2 As a part of our planning effort  
3 and also, you know, ultimately the  
4 construction of the site, we've engaged in  
5 dialogue with a number of these community  
6 stakeholders including the Downtown BID, the  
7 Metropolitan Police Department, the Fire  
8 Department, but also resident groups as well.

9 We've worked closely with ANC 2F  
10 and ANC 2C, with the Penn Quarter Neighborhood  
11 Association, with the Downtown Neighborhood  
12 Association and a number of other groups both  
13 in terms of public meetings, in terms of one-  
14 on-one presentations to those various  
15 different organizations. And we've also  
16 formed an organization called the Residential  
17 Advisory Committee that since 2008 has met  
18 monthly to be able to provide communications  
19 to resident stakeholders and also to be  
20 advised of priorities that those groups might  
21 have, both during the planning stage, the  
22 construction phase and ultimately the

1 operational phase of the project. And so the  
2 information on pages 6 and 7 summarize that  
3 information.

4 We have been made aware that there  
5 is some redistricting going on with the ANCs  
6 right now and that the Penn Quarter  
7 Neighborhood Association will be represented  
8 by its own ANC. And, you know, it's our  
9 expectation that once the ANC commissioners  
10 are elected that we will, you know, establish  
11 communication with them to make sure that  
12 they're fully apprised of what our plans are  
13 for the site. But as I've said, we have  
14 maintained close working relationships with  
15 the Penn Quarter Neighborhood Association and  
16 with ANC 2F, which presently has supervisory  
17 responsibility for the site.

18 So if you turn to page 8, you see  
19 what we call a merchandising plan that  
20 basically takes the various different  
21 buildings and then evaluates them from a  
22 retail perspective. And so we basically color

1 coded the plan to represent different types of  
2 uses. And what I would call your attention to  
3 is that there are a number of red and yellow  
4 blocks and space that are identified on the  
5 plan.

6 And also Rod was kind enough to  
7 point out that because this plan on page 8 is  
8 somewhat difficult to read, we provided you  
9 with an 11 by 17 version of it that may be  
10 easier for you to look at.

11 And there are three pages to the  
12 plan. The first page represents the first  
13 floor, the ground floor. The second plan  
14 represents the second level, the second floor.  
15 And the third plan represents the first level  
16 below grade. So all retail serves from the  
17 ground floor, but there are some retail  
18 establishments that are two-level. They'll  
19 either go from the first floor to the second  
20 floor, or they'll go from the first floor to  
21 the below-grade.

22 And just with respect to the

1 second-floor plan, it was very important to  
2 the Deputy Mayor's Office and the Office of  
3 Planning that we do whatever we could to  
4 activate that central plaza between the four  
5 residential buildings. So it was a  
6 requirement of our, you know, understandings  
7 with the Deputy Mayor's Office that we would  
8 program the second level of the space that  
9 surrounds the central plaza with retail uses.  
10 And so that's what we're actively trying to  
11 accomplish right now.

12 But if one looks at the  
13 presentation on page 8, you'll see that on the  
14 left-hand side there's a breakdown of the  
15 different types of uses that will be on the  
16 site. And two things to note: The first  
17 thing is that downtown Washington, D.C.  
18 benefits from a tremendous number of food and  
19 beverage establishments presently. And so we  
20 feel that there's an opportunity to supplement  
21 or complement that existing base. But one of  
22 the great initiatives that we're trying to

1 accomplish in the project is to introduce a  
2 critical mass of fashion and specialty and  
3 home furnishing uses because we feel that  
4 there's a lack of those types of services that  
5 are available to downtown residents and the  
6 other potential shoppers that presently exist  
7 in the downtown market.

8 But with respect to food and  
9 beverage establishments, there's a category in  
10 here that says restaurants and caf,s. And  
11 those are represented by the red and the  
12 yellow spots. And you'll see that roughly 30  
13 percent of our merchandising mix consists of  
14 food and beverage establishments, and most of  
15 them are concentrated around that central  
16 plaza area between the four residential  
17 buildings.

18 If you look at page 9, that's just  
19 sort of highlighting with red boxes. And the  
20 reason why the site at the northeast corner is  
21 not indicated in that type of manner is that  
22 that project is controlled by another

1 developer. And so while this plan reflects  
2 the current thought; I'm talking about this  
3 right here, of that developer in terms of the  
4 merchandising plan, we do not have direct  
5 control ultimately about how it might wish to  
6 merchandise retail space that will be  
7 available.

8           So just in brief, with regard to  
9 our strategy with regard to trying to attract  
10 food and beverage establishments for the  
11 project, we've been given a mandate by the  
12 city to try to attract what might be known as  
13 unique tenants to our retail here. And so we  
14 anticipate that those tenants will be similar  
15 to a number of the ones that already exist  
16 downtown, where there are independent chef-  
17 driven types of concepts and sort of a variety  
18 of formats and price points that we will be  
19 leasing space to.

20           And we anticipate that there won't  
21 be that many chains per se, but they'll more  
22 be independent type of operators. But we have

1 had significant interest not only from local  
2 operators, but also from operators from around  
3 the United States and also internationally as  
4 well. And in total I think that we're  
5 thinking that will probably be somewhere  
6 between 8 and 12 food and beverage  
7 establishments that might be coming in for  
8 some sort of liquor license.

9 With regard to our strategy, it's  
10 our expectation in our lease negotiations to  
11 require that the restaurant owners, the  
12 operators, they come in and apply for a liquor  
13 license independent of the landlord or owner.  
14 So we do not have an intention of making the  
15 application on their behalf, although we will  
16 be available to support their efforts on an  
17 as-needed basis.

18 No. 2, it's our expectation that  
19 all the licenses that will be applied for will  
20 be class C licenses. We do not anticipate,  
21 and in fact I've been sort of given a mandate  
22 by senior management and our investor not to

1 try to attract bars or lounges or nightclubs.  
2 And in our lease negotiations we're putting  
3 restrictions in place to try to recognize the  
4 fact that many of these food and beverage  
5 establishments will be proximate to other  
6 uses, particularly the residential uses, the  
7 office uses and the hotel uses.

8 So in terms of noise, in terms of  
9 crowd control, in terms of outdoor dining,  
10 there will be restrictions put in place to  
11 make sure that at the point in time that  
12 residents might want to go to sleep, that the  
13 operations will shut down. And in general we  
14 are requiring that all establishments cease  
15 operations as of 2:00 a.m.

16 A number of the restaurants will  
17 have the opportunity for outdoor dining and,  
18 according to Rod, that may require as a part  
19 of their application a summer garden  
20 endorsement. And so particularly with regard  
21 to outdoor dining, we had a requirement that  
22 outdoor dining cease as of 11:00 in the

1 evening.

2           So in summary, we are in the  
3 process right now of finalizing our initial  
4 retail leases, some of which are with food and  
5 beverage establishments. We, you know, hope  
6 that we might seek specific feedback or  
7 suggestions or advice from the Board. And to  
8 the extent that in the future as we make  
9 further progress we can come back and provide  
10 additional testimony to assist you in your  
11 deliberations, we'd be happy to do that. At  
12 Rod's advice, we also would be happy to create  
13 an ongoing sort of liaison to the extent that  
14 on an ad hoc basis there are specific  
15 questions that you may have or that we may  
16 have information we might impart that we would  
17 have a line of communication to accomplish  
18 that.

19           CHAIRPERSON MILLER: Thank you.  
20 That's really interesting. You know, you are  
21 very early in the process and it's still very  
22 general, but I just have a question about your

1 approach with the restaurants. And you said  
2 that -- so you're setting a policy for all the  
3 restaurants now, right, that outdoor dining  
4 ceases at 11:00? Is that a definite now, or  
5 is that just kind like a general idea that you  
6 have in mind?

7 MR. RIKER: Well, from our  
8 perspective, we're committed to enforce that  
9 policy. So unless we receive feedback  
10 otherwise from this body or other relevant  
11 groups, then that's what we intend to enforce  
12 and then also negotiate into our leases. And,  
13 you know, based upon the conversations that  
14 we've had to date with restaurants that have  
15 an interest in outdoor dining, they've been  
16 accepting of that policy.

17 CHAIRPERSON MILLER: So that  
18 applies for Saturday nights as well as the  
19 rest of the week?

20 MR. RIKER: Yes.

21 CHAIRPERSON MILLER: Okay. I was  
22 just curious, how did you come to that policy?

1 MR. RIKER: We had communication  
2 with community stakeholders, including the  
3 Penn Quarter Neighborhood Association, and  
4 asked for feedback on what they felt would,  
5 you know, be appropriate given the setting.  
6 And then we had internal dialogue given the  
7 fact that both Hines and Archstone had  
8 developed and managed residential  
9 developments. Also in conversation with our  
10 legal counsel for the registration of the  
11 condominium units, we sought that feedback.  
12 And then with the legal counsel that's  
13 representing us for the negotiation of the  
14 restaurant leases themselves, which happens to  
15 be Rod's firm, Holland & Knight, they also  
16 were supportive of that approach.

17 CHAIRPERSON MILLER: Okay. And  
18 the same thing is true with respect to the  
19 2:00 hour for closing indoors, is that right?

20 MR. RIKER: Yes. Yes, what I  
21 would say is generally my firm Hines is a  
22 fairly significant landlord in downtown

1 Washington, D.C. and it's been a matter of  
2 practice when we've negotiated leases with  
3 restaurants that we put that requirement in.  
4 But similarly, when we talk to stakeholder  
5 groups, particularly in light of some of the  
6 recent proposed legislation to extend, you  
7 know, the sale of alcohol to later in the  
8 morning, we check to confirm that a policy of  
9 restricting, you know, restaurant operations  
10 to 2:00 a.m. is appropriate. And everyone  
11 felt comfortable that that was an appropriate  
12 guideline.

13 CHAIRPERSON MILLER: Okay.  
14 Thanks. Mr. Silverstein?

15 MEMBER SILVERSTEIN: Thank you for  
16 coming before us and briefing us on all this.  
17 Zoning is certainly not our purview, nor is  
18 urban planning, but it is good to see the  
19 mixed use development here that you are  
20 working on. It's good to see that this area,  
21 like so much of downtown, will be brought to  
22 life by people living there. This is a demand

1 and a growing demand and a wonderful  
2 phenomenon in our city. This area that used  
3 to be all populated by used car lots and  
4 things like that, is now becoming a liveable,  
5 walkable, vibrant community.

6 And as one who lives in a very  
7 mixed-use area, Dupont Circle, the idea of  
8 limiting the outdoor to certain hours is  
9 certainly something that we have found very  
10 workable in our area. It's 11:00 on week  
11 nights and midnight on weekends, and the  
12 outdoor caf,s and sidewalk caf,s and summer  
13 gardens are then shut down and the business is  
14 brought indoors. There is always a balance  
15 that you have to have between the people who  
16 live there and the people who run these  
17 establishments, and they work together because  
18 the people who live there become the biggest  
19 customers and best friends of these  
20 establishments.

21 And I think what you're doing is  
22 very, very much on the right path. The

1 sensitivity that you've shown, the work in  
2 reaching out, it's all very, very good and I  
3 wish you well. You seem to be on the right  
4 path. You seem to be in the right place at  
5 the right time and this is all just part of  
6 the excitement of bringing downtown Washington  
7 to life in the 21st Century. Good luck.

8 MR. RIKER: Thank you, sir.

9 CHAIRPERSON MILLER: Others? Mr.  
10 Alberti?

11 MEMBER ALBERTI: Yes, I also want  
12 to thank you for coming. And as Mr.  
13 Silverstein so eloquently put it, you are on  
14 the right path and we really appreciate that.

15 A question: You talked about most  
16 of these places will be restaurants and  
17 discouraging kind of the tavern types of  
18 establishments. Do you have a specific  
19 restriction with respect to entertainment?  
20 Because I'm sure you're aware that that's one  
21 of the issues we have when we have  
22 establishments with entertainment so close to

1 residents.

2 MR. RIKER: Yes, in general what  
3 we've done is we've required that any food and  
4 beverage establishment maintain a minimum --  
5 a balance between the food component and  
6 beverage component of its business, and in  
7 general that balance has been around 70  
8 percent food and 30 percent beverage sales.  
9 It may vary a little bit as we move forward,  
10 but in general that's the guideline that we've  
11 been pursuing.

12 From an entertainment standpoint,  
13 our general philosophy is that we're limiting  
14 live entertainment for the restaurants.  
15 Although as sort of ambient-type of music, we  
16 have made certain allowances for it so long as  
17 the tenant takes responsibility for  
18 maintaining acoustical separation from  
19 adjacent areas, particularly resident types of  
20 areas.

21 There is one space that we've  
22 dedicated potentially for an entertainment

1 use, which would be a jazz club, and that  
2 establishment would be located below grade.  
3 And there's some question right now whether or  
4 not that opportunity will actually come to  
5 fruition because there are some competing uses  
6 as well. But that's the extent of the  
7 entertainment uses on site -- would be that  
8 jazz club, which I think would have an  
9 occupancy limit of about 200 people.

10 And Rod is prompting me. If I  
11 could be more specific, if you turn to the  
12 third page of the merchandising plan, it's a  
13 space that's identified as space 604, which is  
14 underneath the southern condominium building,  
15 and it's kind of an L-shaped space at the  
16 southeast corner of the entire site. And  
17 that's the space that's been identified for  
18 that particular use.

19 MEMBER ALBERTI: Because some of  
20 those restrictions you were saying would be  
21 written into the lease agreements?

22 MR. RIKER: Yes, sir.

1                   MEMBER ALBERTI: Mike, some of  
2 these questions are sort of --

3                   MR. RIKER: Rod is just asking me  
4 to mention that, you know, when we initially  
5 submitted a proposal for the city's -- for the  
6 opportunity to redevelop the site, it was a  
7 mandate of the District of Columbia government  
8 to create public spaces that could be used for  
9 programming because there is such a lack of  
10 space in downtown that isn't under the control  
11 of the Federal Government, particularly the  
12 National Park Service. And so the city wanted  
13 to have some spaces that could be actively  
14 programmed with events.

15                   And so the two principal spaces  
16 for that activity is the park at the northwest  
17 corner of the site and then this plaza between  
18 the four residential buildings. And it's our  
19 expectation that the perimeter of that plaza  
20 will be occupied by outdoor seating for the  
21 food and beverage establishments, but there's  
22 a center zone that will accommodate about 500

1 people for events as well. And, you know, it  
2 would be our hope that, you know, we might  
3 have a fashion show or some sort of concert  
4 there or in the northwest park. But again, we  
5 have a sensitivity to the fact that there are,  
6 you know, other uses that will be utilizing  
7 these spaces. It needs to be done in a way  
8 that's sensitive to those other uses' needs.

9 MEMBER ALBERTI: I think that  
10 that's a great plan. I think it brings life  
11 and vitality to that area.

12 Just a sort of picky question: It  
13 looks like some of your outdoor seating will  
14 be on public space.

15 MR. RIKER: Yes.

16 MEMBER ALBERTI: And so I assume  
17 that the same restrictions will apply to the  
18 public space? Because we license public space  
19 and summer gardens differently. We make that  
20 distinction. So I assume your restrictions  
21 will also be on the public space?

22 MR. RIKER: The same restrictions

1 would apply to public space and it would be  
2 our expectation that if a tenant wanted to  
3 utilize public space for, you know, some sort  
4 of sidewalk caf,, that they would go through  
5 the licensing procedures that accompany use of  
6 that space.

7 MEMBER ALBERTI: Great. Thank  
8 you. Thank you for coming.

9 MR. RIKER: Thank you.

10 MEMBER ALBERTI: Sounds like a  
11 great plan.

12 CHAIRPERSON MILLER: Yes, Mr.  
13 Nophlin?

14 MEMBER NOPHLIN: I'd like to echo  
15 my colleagues' sentiments in terms of your  
16 project.

17 My simple question though is have  
18 you done other projects similar to this?

19 MR. RIKER: My firm has had  
20 extensive experience in working on other  
21 mixed-use projects not only in the United  
22 States, but also internationally. Most

1 recently we're in the process of finishing a  
2 project in Milan. We also worked on a project  
3 in Barcelona. But the firm also has extensive  
4 experience in Houston where the company is  
5 headquartered with building large mixed-use  
6 projects. There was the Houston Galleria and  
7 there's one in Dallas called the Dallas  
8 Galleria, both of which we were responsible  
9 for.

10 MEMBER NOPHLIN: Okay. Thank you.

11 Thank you, Madam Chair.

12 CHAIRPERSON MILLER: Okay. Any  
13 other questions?

14 (No audible response.)

15 CHAIRPERSON MILLER: Anything more  
16 you want to tell us about the project?

17 MR. WOODSON: We look forward to  
18 working with the Board.

19 CHAIRPERSON MILLER: We look  
20 forward to your project.

21 MR. WOODSON: Thank you.

22 CHAIRPERSON MILLER: It really

1 looks fantastic. Thank you very much.

2 MR. RIKER: Thank you very much.

3 Have a nice day.

4 MR. WOODSON: Thank you.

5 MEMBER ALBERTI: Thank you.

6 CHAIRPERSON MILLER: Okay. That  
7 completes our morning calendar and the Board  
8 will recess until probably 1:00. Thank you.

9 (Whereupon, the hearing was  
10 concluded at 11:59 a.m.)

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<b>able</b> 10:18	<b>anymore</b> 3:9	<b>back</b> 2:4 18:9	7:15 25:14 29:5	<b>city's</b> 26:5
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