

DISTRICT OF COLUMBIA

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ALCOHOLIC BEVERAGE CONTROL BOARD

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MEETING

-----:
 IN THE MATTER OF: :
 :
 Balducci's Holding, LLC :
 t/a To Be Determined :
 3201 New Mexico Ave NW : Fact Finding
 : Hearing
 Retailer B :
 License No. 88667 :
 ANC 3D :
 -----:

JULY 29, 2015

The Alcoholic Beverage Control Board met in the Alcoholic Beverage Control Hearing Room, Reeves Building, 2000 14th Street N.W., Washington, D.C., Chairperson Ruthanne Miller, presiding.

PRESENT:

- RUTHANNE MILLER, Chairperson
- DONALD BROOKS, Member
- NICK ALBERTI, Member
- HECTOR RODRIGUEZ, Member
- MIKE SILVERSTEIN, Member
- JAMES SHORT, Member

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

2 9:35 a.m.

3 CHAIRPERSON MILLER: Okay, we did
4 Kovaks Liquor. So, parties were here.

5 The next case is Rose's Liquor. Are
6 the parties here for that case?

7 (No audible response.)

8 CHAIRPERSON MILLER: Okay, we did --
9 our office did get a phone call that they're
10 running late.

11 So, we should pass that and -- Rose's
12 Liquor?

13 MEMBER ALBERTI: Rose's Liquor is the
14 one that you continued.

15 CHAIRPERSON MILLER: I'm sorry. Never
16 mind. That's moot. Rose's Liquor, we ran it
17 late. Okay, we did that one, all right.

18 We are now ready for a fact finding
19 hearing.

20 First fact finding hearing is
21 Balducci's Holding, LLC, located at 3201 New
22 Mexico Avenue, Northwest, License No. 88667 in

1 ANC 3D, and this case -- good morning, involves a
2 license in safekeeping.

3 When you're ready, if you would
4 identify yourself for the record.

5 MS. MCKINNON: Good morning, Madam
6 Chair and Members of the Board. I am Anne Marie
7 Vassallo McKinnon. We're here today on behalf of
8 Balducci's Holdings.

9 With me today is Matthew Cozza. He is
10 Balducci's Vice President, and new store
11 development head.

12 MEMBER SILVERSTEIN: Could you speak
13 up?

14 MS. MCKINNON: Yes, and he will be
15 speaking with you today, to provide you
16 additional information.

17 I hope the Board is in receipt of our
18 July 17th letter, transmitted to Madam Chair, and
19 also to Counsel and Ms. Walker, that provides
20 background, as well as current information on
21 Balducci's progress towards citing its --
22 identifying location and having that license --

1 location constructed, citing the license and then
2 of course, putting it to active use.

3 Mr. Cozza, can now introduce himself.

4 CHAIRPERSON MILLER: Okay.

5 MR. COZZA: My name is Matt Cozza.

6 I'm Vice President of real estate and new store
7 development for Balducci. I was hired a couple
8 of years ago, to remodel all of our stores and
9 then from there, start looking for new locations.

10 We've done that in many of the
11 locations. We have stores from Connecticut, all
12 the way down to D.C. We've been concentrating on
13 the D.C. market for the last year, finding sites.

14 As you know, there's a lot of
15 construction going on, but for the size lot we
16 need, it's very difficult. So, we have -- in my
17 letter, I've addressed two locations that we're
18 actively working on.

19 The developer is working on their due
20 diligence process to meet approvals for those two
21 locations.

22 We've since, over the last couple of

1 weeks, we have been working on a third location
2 in Georgetown that we're very excited about the
3 opportunity to get into Georgetown. We've been
4 looking to get back into that market.

5 So, we're actively working on
6 something there, as well. I can't share that with
7 you at this point, because it's not solid yet.
8 So, I want to make sure that when I do bring it
9 to you, it's something that is real.

10 But right now, we are in the process
11 -- I worked with KMLB. I'm sure you know those
12 folks, they're our broker in here in the market.
13 They do mostly all retail.

14 CHAIRPERSON MILLER: Okay, I just have
15 a couple of questions --

16 MR. COZZA: Sure.

17 CHAIRPERSON MILLER: -- then I'm going
18 to defer to my colleagues.

19 You had this license since 2008?

20 MR. COZZA: Yes.

21 CHAIRPERSON MILLER: And why haven't
22 you used it and -- all these years?

1 MR. COZZA: We haven't used it -- we
2 don't -- the company that owns this, they're a
3 venture capital company and they want to be able
4 to at some point, package this up and maybe sell
5 it or grow it.

6 So, they want to make sure we have all
7 of our stores looking good.

8 So, we, over the last two years since
9 I was hired -- and so, I don't know what happened
10 before that. I just know the last two years,
11 they gave us money to remodel our stores.

12 We're in the process of remodeling all
13 of our stores, and then from there, once that is
14 done, then our construction team will take over
15 and start on the new stores that we're finding.

16 We're signing leases in New York.
17 We're signing leases down here in the D.C.
18 market, and we're looking to sign leases in D.C.
19 proper, as well.

20 But we're waiting on these two
21 properties, and the third one I mentioned, the
22 Georgetown, for the due diligence process,

1 basically, the right to build process to be
2 completed.

3 So, it's a very respected company here
4 in town. I believe that they are working through
5 their processes. So, we're very excited about
6 the two projects that they have. So, that's why.

7 CHAIRPERSON MILLER: Okay, thank you.
8 Actually, I'm going to let others start now. Mr.
9 Alberti, do you have questions?

10 MEMBER ALBERTI: Yes, I do. I'm
11 sorry, your name again?

12 MR. COZZA: Matt Cozza, C-O-Z-Z-A.

13 MEMBER ALBERTI: Okay, Mr. Cozza, so,
14 maybe I missed this.

15 So, aside from the construction
16 schedule, what is your anticipation being able to
17 secure a location? I don't mean the build out. I
18 mean, just having an agreement for a lease or a
19 letter of understanding?

20 MR. COZZA: A letter of intent?

21 MEMBER ALBERTI: A letter of intent,
22 yes.

1 MR. COZZA: As soon as they get the
2 property tied up, that's when they'll start with
3 the letters of intent, and believe that they'll
4 have the right to build process completed within
5 the next six months to a year, and between that
6 time, we'll be doing letters of intent to the
7 leases.

8 MEMBER ALBERTI: Okay.

9 MR. COZZA: We've gone through our
10 process internally. So, we vetted it out, to
11 make sure that it worked. We have sales
12 projections that we run on the sites. So, we're
13 actively working on the sites.

14 So, we're ready to go on our end.
15 They have to be able to build the property. So,
16 we're waiting on that process to be complete.

17 MEMBER ALBERTI: You're talking about
18 the developers --

19 MR. COZZA: Developers, yes, sir.

20 MEMBER ALBERTI: -- being able to
21 build before they will negotiate a letter of
22 intent?

1 MR. COZZA: Yes.

2 MEMBER ALBERTI: With you, okay, and
3 you think how long?

4 MR. COZZA: Six months.

5 MEMBER ALBERTI: Six months, okay.

6 Thank you. I'm sorry, so, can you give us some
7 assurance that in six months, you'll have some --
8 how do I say this? Some better projections.

9 I mean, right now, it's kind of very
10 -- it's contingent on a lot of moving parts.

11 MR. COZZA: It is. You know
12 development. You've seen it.

13 MEMBER ALBERTI: Yes, and I've --

14 MR. COZZA: Problems happen.

15 MEMBER ALBERTI: I'm not an expert,
16 but I understand. So, that's why -- so, but do
17 you think --

18 MR. COZZA: I can't give any
19 assurances at this time though that we're going
20 to have something definitely locked up in six
21 months. I don't want to sit here and tell you
22 that.

1 MEMBER ALBERTI: Well, I don't mean
2 locked up, but maybe a projection in timing, in
3 terms of --

4 MR. COZZA: But that would --

5 MEMBER ALBERTI: -- where people are
6 at with these developments.

7 MR. COZZA: Definitely. They're
8 actively working on the due diligence process
9 right now, on their right to build, the
10 developers are.

11 So, in six months, they'll be a lot
12 further along.

13 MEMBER ALBERTI: Do you know anything
14 about these developments, where they are in the
15 process?

16 So, which restaurant? We have the
17 4800 Wisconsin Avenue, where they have -- they
18 have the Holiday Inn Georgetown site and --

19 MR. COZZA: On both of those projects,
20 they have plans completed and they are submitting
21 those to the different municipalities in those
22 areas.

1 So, I definitely -- I don't know that
2 --

3 MEMBER ALBERTI: What does that mean?
4 They're going to Zoning? They're going through -
5 -

6 MR. COZZA: Planning.

7 MEMBER ALBERTI: -- DCRA?

8 MR. COZZA: Zoning Commission first,
9 and then they have to go to Planning.

10 MEMBER ALBERTI: Okay, so, they're
11 PUD's?

12 MR. COZZA: They're mixed-use
13 developments.

14 MEMBER ALBERTI: Why are they --

15 MR. COZZA: They're huge. They're
16 huge --

17 MEMBER ALBERTI: They're a huge
18 mixture?

19 MR. COZZA: Yes.

20 MEMBER ALBERTI: So, they're probably
21 PUD?

22 MR. COZZA: Yes, they're going to be

1 business residential and retail, and then --

2 MEMBER ALBERTI: Okay.

3 MR. COZZA: -- some of them, offices,
4 as well, here in the back.

5 MEMBER ALBERTI: Okay, so --

6 MR. COZZA: They are big projects.

7 MEMBER ALBERTI: -- in six months, can
8 you give us some sort of -- can you bring in some
9 documentation to show where they're at --

10 MR. COZZA: Yes, definitely.

11 MEMBER ALBERTI: -- because all of
12 that should be public knowledge.

13 MR. COZZA: Yes.

14 MEMBER ALBERTI: And whatever they
15 file with Zoning will be public knowledge. So,
16 you should --

17 MR. COZZA: I can definitely --

18 MEMBER ALBERTI: -- have access to
19 that and you can bring that in, in six months.

20 MR. COZZA: Yes.

21 MEMBER ALBERTI: So, okay, great.

22 Thank you.

1 MS. MCKINNON: Mr. Alberti, if I may?

2

3 MEMBER ALBERTI: Sure.

4 MS. MCKINNON: Is there something
5 specific you'd like to see?

6 I mean, obviously we can't share with
7 the Board, the lease. Those are typically
8 confidential. But --

9 MEMBER ALBERTI: No, I would not
10 expect that.

11 MS. MCKINNON: Okay.

12 MEMBER ALBERTI: But you know, I mean,
13 you're representing that you're in negotiations
14 with these two companies, and I'll take your word
15 at that. I don't know where these companies are
16 at. That's all I have is your representations of
17 where they're at, and in terms of building at
18 these two sites.

19 I'm not familiar with these two sites.
20 So, what I'm asking you is to bring us
21 information, whatever information you have. I
22 mean, if I was in your position, as I find out,

1 have they filed, you know -- what are the zoning
2 issues and have they filed with the Zoning
3 Commission or with BZA, and where is that, at
4 least to give us some assurance that these
5 projects are going forward.

6 I mean, I believe that you're in
7 negotiations with them, but and then get maybe --
8 you know, show us that they are mixed-use
9 developments.

10 I mean, I can trust whatever you tell
11 me here, but I -- but I need to do due diligence
12 and have some information to verify what you're
13 telling me.

14 MR. COZZA: I understand.

15 MEMBER ALBERTI: Is that
16 understandable?

17 MS. MCKINNON: We do feel pretty good
18 about these developments --

19 MEMBER ALBERTI: Sure.

20 MS. MCKINNON: -- because one of our
21 developers is --

22 MEMBER ALBERTI: And I trust you. I

1 just --

2 MS. MCKINNON: -- pretty active --

3 MEMBER ALBERTI: -- like I said, it's
4 trust to verify on my part, okay?

5 MR. COZZA: Thank you.

6 CHAIRPERSON MILLER: Mr. Silverstein?

7 MEMBER SILVERSTEIN: So, the
8 properties you're dealing with is the Holiday Inn
9 Georgetown site --

10 MR. COZZA: Yes.

11 MEMBER SILVERSTEIN: -- and 4800
12 Wisconsin, is that the Babes or is that where --
13 what is the cross-street there? Which project is
14 that? There is two major projects going on.

15 MR. COZZA: Yes, Safeway.

16 CHAIRPERSON MILLER: Safeway.

17 MEMBER SILVERSTEIN: That's the -- --

18 MR. COZZA: They are at the --

19 MEMBER SILVERSTEIN: That's the
20 Safeway project? Very well. There is three
21 major projects going on there.

22 CHAIRPERSON MILLER: The Safeway near

1 Georgetown Day School? Is that it?

2 MR. COZZA: Pardon?

3 CHAIRPERSON MILLER: The Safeway near
4 the Georgetown Day School?

5 MR. COZZA: Yes.

6 CHAIRPERSON MILLER: Okay.

7 MEMBER SILVERSTEIN: And where do you
8 expect either of those to be in six months,
9 specifically? What do you -- when you come back
10 in six months, what do we think, under the best
11 of circumstances and the worst of circumstances,
12 where are we going to be?

13 MR. COZZA: Best circumstance is that
14 we have a letter of intent negotiated. They're
15 in for the Planning Board approvals, and they
16 have all their -- they have all their plans
17 completed and they're going to the Planning Board
18 for approvals. That's best case.

19 Then at that point, they'll have a
20 time line giving us when they expect to have the
21 project completed. That's best case.

22 Worst case is, they have problems with

1 Zoning and they're pushed out through the end of
2 the month because of zoning issues.

3 MEMBER SILVERSTEIN: This has been
4 hanging there so long, we really need to see some
5 -- some progress of some sort, in six months.

6 MR. COZZA: Understand.

7 MEMBER SILVERSTEIN: Thank you, Mr.
8 Cozza.

9 MR. COZZA: Thank you.

10 CHAIRPERSON MILLER: Others? I'm not
11 sure whom you're referring to, when you're saying
12 the Planning Board.

13 I mean, I know what the Zoning
14 Commission is but --

15 MR. COZZA: What I'm saying is -- I'm
16 from New Jersey and New York --

17 CHAIRPERSON MILLER: Okay.

18 MR. COZZA: -- and that's Planning
19 Board. So, it's a generic term for me.

20 CHAIRPERSON MILLER: Do you mean --

21 MR. COZZA: It's just the governing
22 body.

1 CHAIRPERSON MILLER: That is the --

2 MR. COZZA: That covers the approval
3 for the zoning.

4 CHAIRPERSON MILLER: Okay, so --

5 MR. COZZA: So, it's the governing
6 body.

7 CHAIRPERSON MILLER: So, it's really,
8 it's the Zoning Commission, but you would --

9 MR. COZZA: Yes, Zoning Commission.

10 CHAIRPERSON MILLER: -- most likely
11 work with the Office of Planning before you get
12 to the Zoning Commission.

13 Okay, I just wanted to make sure there
14 wasn't -- you weren't referring to some other
15 body that --

16 MR. COZZA: Sorry, I'm -- New York.

17 CHAIRPERSON MILLER: Okay, so, okay.
18 So, we often do extensions of safekeeping
19 licenses for six month increments, and that's why
20 you've been getting so many questions, like six
21 months, where do you think you'll be?

22 So, I wasn't clear on how it worked

1 between you and the developer, when they're
2 building something, when you get to have some
3 kind of certainty or whatever, to count on that
4 development.

5 So, it sounds to me like what you're
6 saying is the letter of intent will give you
7 somewhat certainty that, when that project goes
8 forward, you have your spot in it.

9 MR. COZZA: Yes.

10 CHAIRPERSON MILLER: Okay, so, in six
11 months then, I think I'm basically confirming
12 this, you probably already said it, but we might
13 -- or we would hope to see a letter of intent,
14 and then copies of documents or some -- whatever
15 is being sent to the Zoning Commission, so that
16 we know -- you know, we can track what's going
17 forward, as well.

18 MR. COZZA: Okay.

19 CHAIRPERSON MILLER: Okay.

20 MS. MCKINNON: Madam Chair, I might
21 give you a little primer on how it typically
22 works.

1 The developer, as you know, they wait
2 to get their approvals before they will go hard
3 on pieces.

4 CHAIRPERSON MILLER: Yes.

5 MS. MCKINNON: Often the schematics we
6 might submit to you will show a generic grocery
7 store, because the developer, of course, wants to
8 always be careful in case something falls out.

9 CHAIRPERSON MILLER: Okay.

10 MS. MCKINNON: But in the process of
11 submitting those to you, it would be -- we would
12 be indicating if that generic grocery retailer
13 space would in fact, be for Balducci's.

14 CHAIRPERSON MILLER: Okay.

15 MS. MCKINNON: In other words, it's
16 not until the lease is signed and the building
17 is almost up, that any of the plans or schematics
18 will actually say the word Balducci's.

19 CHAIRPERSON MILLER: Okay.

20 MS. MCKINNON: They like to keep it
21 generic, until such time as, well, almost grand
22 opening.

1 CHAIRPERSON MILLER: So, you're going
2 to have two new locations? You're planning on
3 that?

4 MS. MCKINNON: At least.

5 CHAIRPERSON MILLER: At least, okay,
6 so, and you know, if one of these falls off in
7 the next three months or something, as you going
8 to be -- you're still looking for other
9 locations?

10 MR. COZZA: Yes, I'm still -- and I
11 have another project that we're working on in
12 Georgetown right now too. So, we're very excited
13 about that.

14 CHAIRPERSON MILLER: Okay.

15 MS. MCKINNON: This is a third
16 perspective location.

17 MR. COZZA: Third project.

18 MS. MCKINNON: But it's still too new
19 to declare its location.

20 CHAIRPERSON MILLER: How many licenses
21 do you have?

22 MS. MCKINNON: We have one.

1 CHAIRPERSON MILLER: One, okay, it's
2 for -- okay, all right, you have one for now,
3 okay. Got it. Okay, got it.

4 Okay, any other questions?

5 (No audible response.)

6 CHAIRPERSON MILLER: Okay, so, Mr.
7 Silverstein? Yes?

8 MEMBER SILVERSTEIN: No.

9 CHAIRPERSON MILLER: Okay, then I
10 would move that we extend the license in
11 safekeeping for another six months. Do I have a
12 second?

13 MEMBER SILVERSTEIN: Second.

14 CHAIRPERSON MILLER: Mr. Silverstein
15 seconded the motion. All those in favor, say
16 aye.

17 (Chorus of ayes.)

18 CHAIRPERSON MILLER: All those
19 opposed?

20 (No audible response.)

21 CHAIRPERSON MILLER: All those
22 abstaining?

1 (No audible response.)

2 CHAIRPERSON MILLER: Motion passes 5-
3 0-0. Okay, thank you very much, and if you do
4 have any questions in the meantime, feel free to
5 call Martha Jenkins, who is our Legal Counsel.

6 MR. COZZA: Thank you.

7 CHAIRPERSON MILLER: Okay, good.
8 Thank you.

9 (Whereupon, the above-entitled matter
10 went off the record at 10:47 a.m.)

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