1 MR. HOWARD: But it's the -- the record will say
2 what it says.
3 JUDGE SIPPEL: The record will say what it says.
4 That's right. But I, I'm back again to Tab 11. There's an
5 awful lot of information in Tab 11. I'm going to receive it
6 into evidence. But I, I want -- is there a way that the size
7 can be reduced? There's an awful lot of pages in there. That
8 -- in, in terms of focusing the document on the testimony,
9 which is what I'm interested in doing with this evidence, is
10 there a way of cutting down the size of that document, Mr.
11 Greenebaum?
12 MR. GREENEBAUM: In fairness, Your Honor, we're,
13 we're getting --
14 MR. LEADER: May I speak, Your Honor?
15 JUDGE SIPPEL: Go ahead, Mr. Greenebaum.
16 MR. GREENEBAUM: We're kind of getting cross-whipped
17 with that suggestion, because one of the things we were doing
18 when we were trying to go into the document, people were
19 saying well, if the document is in, it's in, don't ask a lot
20 of questions about it. So, you know, I just limited the
21 questions to, to certain points in there. And now to say
22 well, we're going to limit the use of the document after the
23 fact -- after we closed our cross is, is really not fair,
24 because if it's in, it's in.
25 MR. LEADER: That's --

1 MR. GREENEBAUM: If it isn't in, it's not in. The
2 whole purpose of putting it in was to avoid more questions are
3 necessary.
4 MR. LEADER: I mean --
5 JUDGE SIPPEL: Let me hear from Mr. Leader.
6 MR. LEADER: I would respond to that by saying I
7 thought you made it clear yesterday that he could ask anything
8 about any of these documents, and we avoid -- you know, we
9 signed the stipulation which Baker & Hostetler prepared to try
10 and accommodate that. Now, what I was going to suggest as a
11 way to short-circuit this might be to have Mr. Howard and Mr.
12 Greenebaum just tab the pages in here in which they questioned
13 the witness and --
14 JUDGE SIPPEL: Well, there's certain of these
15 documents that, that -- and I think of -- we've handled the
16 first 10 -- certain of these that -- and, and should be in the
17 record in their entirety. But there are other documents in
18 here that don't need to be in here in their entirety. But I
19 -- I mean, I've, I've done that myself last night and this
20 morning. I mean, I've gone through the -- looked through
21 these documents, and there's some in here -- this is one.
22 This is the first one that comes to my mind. I mean, why in
23 -- why does the record have to have so many pages of an annual
24 report which, as I understand it, is being offered into evi-
25 dence for the purposes of establishing that Mr. Smith is down

1 here as a participant in a profit-sharing plan that others in
2 the company are also presently participating in. Isn't that
3 basically what we're talking about?
4 MR. HOWARD: Your Honor, that, that certainly is, is
5 the key point, but I would just suggest that it's only about,
6 what, 40 pages, Your Honor, and, and I just think we'll spend
7 more time debating which pages should come in or come out
8 than, than would be worth the benefit of, of limiting the, the
9 weight of the documents in this case.
10 MR. ZAUNER: Yeah. I would agree with Mr. Howard.
11 It seems that we all know the purpose for which this is being
12 offered. It's being offered for a relatively limited purpose
13 and I don't think that the other pages have information that's
14 detrimental or even relevant to the issue, and I, I don't
15 think anybody's going to be relying on it anyway. I agree
16 with Your Honor that it probably should not have been included
17 in the exhibit in the first place, but for us now to go
18 through and physically tear them out or mark them off or -- it
19 seems to me it would take more time than it's worth at this
20 point in time.
21 JUDGE SIPPEL: Well, I didn't intend to do it here,
22 but -- today, but I will -- with respect to Tab 11, I will
23 receive it in its entirety over Mr. Leader's objection.
24 (Whereupon, the document marked for
25 identification as Tab 11 of Scripps

1 Howard Exhibit No. 40 was received
2 into evidence.)
3 JUDGE SIPPEL: Now, that brings me to the next two,
4 two I want to consider at one time, is 12 and 13, Tabs 12 and
5 13. That has to do with the trust fund and the payroll regis-
6 ter. Is there -- what is -- let's have a proffer of relevance
7 first, Mr. Howard?
8 MR. HOWARD: Yes. Yes, Your Honor. With respect to
9 Tab 12, that the trust fund does show that the integrated
10 Smith principals did participate in the 401(k) and did receive
11 matching employer contributions from the company. That's
12 identified as -- that -- well, the exact amounts are blacked
13 out. There's a blank there that shows "employer" and a figure
14 next to that. So, it's relevant to show that they are -- they
15 participated as employees in the 401(k).
16 JUDGE SIPPEL: All right. Mr. Leader? That's what
17 it's being offered for.
18 MR. LEADER: I have no objection, Your Honor.
19 JUDGE SIPPEL: Mr. --
20 MR. ZAUNER: No objection.
21 JUDGE SIPPEL: -- Zauner? 12 and 13 are received.
22 (Whereupon the documents marked for
23 identification as Tabs 12 and 13 of
24 Scripps Howard Exhibit No. 40 were
25 received into evidence.)

1 MR. ZAUNER: You mean 13 and 14? No. No, you're
2 right. I'm sorry, Your Honor.
3 JUDGE SIPPEL: Don't make the job any harder, Mr.
4 Zauner. All right. Page -- the next two I want to consider
5 as a group, 14 and 15.
6 MR. LEADER: But count -- I don't mean to go back,
7 but something has triggered -- did Mr. Howard in his proffer
8 say that they are being offered to show that -- to show there
9 were matching funds that the -- paid by the company?
10 MR. HOWARD: That there were employer contributions.
11 MR. LEADER: Okay. I do object to that -- to the
12 relevance of that, because -- I mean, I do object to that
13 characterization.
14 JUDGE SIPPEL: Well, I'll, I'll -- my -- my ruling
15 on relevancy really didn't go to that. I don't think that it
16 has to get that fine. But it's -- your, your objection or
17 your comment is noted.
18 MR. LEADER: I just want that it's noted in the
19 record.
20 JUDGE SIPPEL: Certainly.
21 MR. HOWARD: Your Honor, when Mr. Leader
22 characterizes my proffer, that that's not -- this is -- I
23 think that all we need -- all Scripps Howard needs to make
24 here is a proffer of some relevance, and that is not
25 necessarily a limiting --

1 JUDGE SIPPEL: No. Unless I give you a specific
2 limitation, which -- I mean, I have done that in the past and
3 I want to be sure that -- and I know I will be reminded. But
4 if I don't have a specific limitation -- I'm just letting him
5 note the objection or his characterization or his qualifica-
6 tion, which, which could be very helpful in my understanding
7 it when it comes to Findings.
8 14 and 15. 14 and 15 are in the record, is that
9 correct?
10 MR. HOWARD: Yes, Your Honor.
11 JUDGE SIPPEL: They've been received?
12 MR. HOWARD: Yes, Your Honor.
13 JUDGE SIPPEL: Now, they're coming in again -- or
14 they're being offered again, and I know you made this plain
15 yesterday, for purposes of just facilitating the process. I'm
16 not so sure as that was altogether accomplished. Now, let me
17 hear from -- well, let me have just first a general -- Mr.
18 Howard, let me have a general statement of, of relevance -- a
19 proffer of relevance? Well, these are already in. We don't
20 need --
21 MR. HOWARD: They're already in. They're already
22 in.
23 JUDGE SIPPEL: We don't need --
24 MR. GREENEBAUM: It's just a matter of how you're
25 going to designate a number, isn't it?

1 MR. ZAUNER: Well, what were their old numbers?
2 JUDGE SIPPEL: Well, I -- wait just a minute now.
3 Let's, let's not -- here's how, here's how this is going to be
4 handled, that this was used on cross-examination of this
5 particular witness, right? Do you expect to use this on the
6 cross-examination of the other witnesses?
7 MR. HOWARD: It's possible, Your Honor, though it
8 wouldn't be our -- it's, it's not as probable --
9 JUDGE SIPPEL: I'm, I'm -- that does -- that's
10 unfair. You shouldn't have to tip your hand this early. But
11 let me -- what I intend to do here is to limit this tab exhib-
12 it to the pages in here that he testified to, that he was
13 questioned on, that he was questioned on. Now, this does,
14 this does not put you at a disadvantage because you're still
15 left with what you did in phase one with these documents, and,
16 and the purpose for which you wanted to use these, really, was
17 not for substantive evidence, it was a convenience factor.
18 So that there is no confusion down the road, I'm
19 going to limit what you have here to include the -- certainly
20 the face page so that we know what we're talking about -- for
21 example, on Tab 14, it would be the first page showing a Form
22 S-1 with the SEC on the 28th of September. And then after
23 that will be only the pages to which he was examined here
24 today. And when you reference the exhibit in your Findings,
25 it, it should be referenced two ways: where it was formally

1 received in evidence and, and where it was used in cross-
2 examination.
3 And I, I want to say too -- I mean, I appreciate
4 what you have sought to do in doing it this way. I under-
5 stand. And -- but I'm afraid that I'm going to have to make
6 that limitation. What will be done mechanically is the re-
7 porter will get all this information down. You will take the
8 volumes back from the reporter today and make the mechanical
9 changes, and we'll have them introduced at a short session
10 next week so that the record is clear exactly what has been
11 done. That's not going to take you -- that's not going to
12 take that much time.
13 MR. HOWARD: Your Honor, if we're limited -- if
14 we're restricted in, in using them and we understand your
15 restriction, do we need to come back next week to, to pull out
16 the pages? Can't we just leave them in the record with the
17 understanding that we will, in our, in our citations, we'll
18 only use these?
19 JUDGE SIPPEL: No. I don't want the record -- I, I,
20 I feel I have a responsibility to this record not to unduly
21 burden it. And, and when you start coming in with not only
22 one document which has -- maybe a third of which has relevant
23 evidence but then bring it in again, this is too much. I
24 mean, I, I -- it's going to be a little bit of work, but it's
25 going to be doable and we'll have this all taken care of in a

1 week's time. It's not going to delay today.
2 Mr. Leader, do you want to comment on that or at
3 all?
4 MR. LEADER: No.
5 JUDGE SIPPEL: Mr. Zauner?
6 MR. ZAUNER: The only comment I'll make is I'm not
7 going to be here next week. I'll be out of the country. Is
8 it possible to have it the following week --
9 JUDGE SIPPEL: Well --
10 MR. ZAUNER: -- the week of the 26th? It doesn't
11 sound like it's important.
12 JUDGE SIPPEL: I, I don't --
13 MR. ZAUNER: Sounds like it's more important to --
14 JUDGE SIPPEL: I, I don't think so. It's not going
15 to be any -- there's not going to be any evidentiary rulings.
16 It's just going to be a question of being sure that everything
17 is in order before it's transmitted over to the, to the Docket
18 Section. So, I, I don't see any purpose for delaying it for,
19 for that purpose, unless you, you know, come up with --
20 MR. ZAUNER: I guess my only concern in the back of
21 my head is that Mr. Howard comes in with certain pages and Mr.
22 Leader says, well, wait a minute, those pages weren't cross-
23 examined on and why do you need these pages? And Mr. Howard
24 says, these are the reasons we want these pages. Mr. Leader
25 says, no, I disagree. I -- this has been a very contentious

1 proceeding and --

2 JUDGE SIPPEL: All right. All right.

3 MR. ZAUNER: I just don't know what may arise.

4 JUDGE SIPPEL: All right.

5 MR. HOWARD: And it is, and it is true we won't have

6 the transcripts at that point which would settle that, but --

7 MR. ZAUNER: But by the 26th we might.

8 JUDGE SIPPEL: Well, all right. We'll schedule it

9 -- we'll, we'll, we'll schedule it at a later time. But, but

10 the point is that mechanically this is what's going to happen

11 and there's going to be other documents where the same thing

12 is going to happen.

13 MR. ZAUNER: I understand.

14 JUDGE SIPPEL: All right. 14 and 15 then, they're

15 received with those limitations.

16 (Whereupon, the documents marked for

17 identification as Tabs 14 and 15 of

18 Scripps Howard Exhibit No. 40 were

19 received into evidence.)

20 JUDGE SIPPEL: 16 -- that takes care of Volume I.

21 16 has already, has already been received into evidence in

22 phase one, but this was used in the same fashion -- I believe

23 it was phase one, isn't that correct? This is just a cover

24 page of a, of an amendment to Form S-1, which -- with two

25 pages of text after it.

1 You're nodding your head. That's correct, Mr.
2 Howard?
3 MR. HOWARD: Yes, Your Honor. That's correct.
4 JUDGE SIPPEL: All right. I'm, I'm going to receive
5 that as in evidence here as 40, Tab 16, with the same
6 instruction, that is, in referring to this in Findings, this
7 document should be -- must be identified in terms of how it
8 was -- as received in evidence in phase one and as used for
9 cross-examination here in phase two.
10 (Whereupon, the document marked for
11 identification as Tab 16 of Scripps
12 Howard Exhibit No. 40 was received
13 into evidence.)
14 JUDGE SIPPEL: Now, that moves us to 17. I don't
15 believe the witness was questioned with respect to 17 except
16 in a general way. Am I correct on that?
17 (Pause.)
18 MR. GREENEBAUM: Yes. I did cross-examine about
19 that. -- on page 19, Your Honor, I remember asking -- about
20 the --
21 JUDGE SIPPEL: You're absolutely right. I have a, I
22 have a note on that.
23 MR. GREENEBAUM: Right.
24 JUDGE SIPPEL: Okay. Again, with respect to 17,
25 it's received in evidence but with this limitation: only the

1 first page and any page that he was cross-examined on, such as
2 page 19. And if there are any other pages that he was cross-
3 examined on, that also would be included. And my reasons
4 would be to -- as stated above with respect to 14 through 16.
5 This is already in evidence. So, Tab 17 is received with
6 those limitations.
7 (Whereupon, the document marked for
8 identification as Tab 17 of Scripps
9 Howard Exhibit No. 40 was received
10 into evidence.)
11 JUDGE SIPPEL: 18 has already been received into
12 evidence. But, again, for purposes of controlling the size of
13 this record, I don't see any reason to include pages 28 to the
14 end, which gets into the financial statements, schedules. Let
15 me say -- on the more technical data.
16 MR. HOWARD: Your Honor, there was cross-examina-
17 tion, for example, on page F-19 of that document.
18 JUDGE SIPPEL: All right.
19 MR. HOWARD: About the employee benefit plan.
20 JUDGE SIPPEL: All right.
21 MR. HOWARD: And it's, it's difficult to recall
22 exactly for certain right now, but that's, that's all that's
23 coming.
24 JUDGE SIPPEL: All right. Then I will -- let me
25 hear from Mr. Leader with respect, then, to -- I would be

1 inclined to accept that representation. I recall that also.
2 And since we would be leaving the cross-examination pages in,
3 I don't see any harm in leaving the entire document in.
4 MR. LEADER: I'm -- I didn't understand that, sir,
5 with all due respect?
6 JUDGE SIPPEL: All right. What I was attempting to
7 do was I attempting to pare down the size of exhibit 18 which
8 I had already ruled on yesterday --
9 MR. LEADER: I, I -- maybe I -- are you saying you
10 want to include the whole document because he was questioned
11 on F-19?
12 JUDGE SIPPEL: He was -- my, my intentions were to
13 eliminate pages 28 to the end of the document, which was a
14 considerable size -- a considerable number of pages. Then it
15 was pointed out to me by Mr. Howard where there are pages
16 within that grouping that he was cross-examined on. So, that
17 undercuts my shortcutting. And since we're going to be some
18 pages in that he was cross-examined on, I'm inclined to leave
19 them all in.
20 MR. LEADER: Well, as long as you show that, that
21 this was Arthur Anderson's work effort --
22 UNIDENTIFIED INDIVIDUAL: That's fine.
23 MR. LEADER: -- which it will show, which is in --
24 JUDGE SIPPEL: -- show --
25 MR. LEADER: -- Conclusions and Findings?

1 JUDGE SIPPEL: Yes. I mean, just -- one of the
2 reasons why I was inclined to take it out. But since he was
3 questioned on it -- all right. Then 18 is received in
4 evidence.
5 And I would also intend, so that you know what my
6 thinking is, I would also intend on, on my own motion -- or on
7 my -- to, to consider some of this descriptive material up
8 front in Findings. There are some good descriptions in here
9 in terms of -- I, I thought that they were clear and concise
10 descriptions with respect to the Pittsburgh property, the --
11 MR. LEADER: Thank you.
12 JUDGE SIPPEL: Well, you're welcome. I'm just --
13 I'm, I'm alerting you to that. I've been telling you what my
14 limitations are. With respect to 18, I really don't have any
15 limitations.
16 MR. LEADER: I just feel obliged to point out that
17 Sinclair is not a holding company of Four Jacks. It's under
18 the question of relevancy.
19 JUDGE SIPPEL: All right. Well, if the, if the --
20 I, I think it's going to be important to explain what all the
21 relationships are of the principals with respect to not only
22 Four Jacks but with --
23 MR. LEADER: Your Honor --
24 JUDGE SIPPEL: -- Sinclair --
25 MR. LEADER: -- I think the record is --

1 JUDGE SIPPEL: -- and --

2 MR. LEADER: I think the record is clear that, that

3 Four Jacks is a separate entity whereas all of the other

4 television stations are owned by a holding company Sinclair.

5 But Four Jacks is not owned by Sinclair; Four Jacks is owned

6 individually --

7 JUDGE SIPPEL: Well, I will --

8 MR. LEADER: -- by the shareholders.

9 JUDGE SIPPEL: I, I just -- I'm just alerting you to

10 that -- to the fact that I would intend to use the information

11 in there as I see it's useful.

12 All right. That brings us to Tab 19, which is a

13 check. Relevancy on that, Mr. Howard?

14 MR. HOWARD: Yes, Your Honor. All the documents in

15 19 through 24 are indicative that the Four Jacks' principals

16 participated in -- received loans and made paybacks of those

17 loans to Sinclair, and that's relevant -- the relevance of

18 that was demonstrated by David Smith's testimony yesterday

19 with respect to the Indenture Agreement and the, the policy of

20 Sinclair as described in that Indenture to make loans to

21 employees.

22 JUDGE SIPPEL: But how does that --

23 MR. LEADER: That's not what --

24 JUDGE SIPPEL: How does that tie in with relevancy?

25 I mean, these are, these are the principals that control

1 Sinclair. They want to give loans to themselves, how does
2 that boost them into an employee capacity?
3 MR. HOWARD: The, the, the document that was -- that
4 was received into evidence yesterday shows that the principals
5 of Sinclair were concerned about continuing the practice of
6 making certain loans.
7 MR. LEADER: That's not -- that is not what that
8 Indenture is intended for and that is a total mischaracteri-
9 zation, Mr. Howard --
10 JUDGE SIPPEL: Let, let Mr. Howard finish.
11 MR. HOWARD: Let me finish.
12 JUDGE SIPPEL: We'll -- you'll, you'll -- I'll, I'll
13 listen to you, Mr. Leader.
14 MR. HOWARD: The document, as, as pointed out
15 yesterday, is a permitted indebtedness. This is the type of
16 indebtedness that Sinclair wanted to ensure it could continue
17 to engage in even though it was making certain commitments to
18 another lender, to a, to a lender who provided it with fund-
19 ing, and it wanted -- and that lender wanted to protect itself
20 from -- protect Sinclair's assets. Is that a fair character-
21 ization?
22 MR. LEADER: No. No. Continue.
23 JUDGE SIPPEL: But I -- and I -- I still -- I'm
24 trying to get the focus. Assuming -- well, I'm, I'm not going
25 to assume what you say is true, but I still haven't heard

1 where is it -- where does this become relevant to the -- to,
2 to the issue?
3 MR. HOWARD: Could we -- could Mr. Smith be excused
4 while we talk about his testimony, because that's -- it's
5 going to be required that I discuss the testimony that he
6 offered to me --
7 MR. LEADER: He's not going to be --
8 JUDGE SIPPEL: But you just said --
9 MR. HOWARD: You said he'd be cross-examined?
10 MR. LEADER: All right.
11 MR. HOWARD: And redirect is still possible.
12 MR. GREENEBAUM: Mr. Zauner's going to cross him
13 today.
14 JUDGE SIPPEL: Are you going to cross-examine him in
15 this area?
16 MR. ZAUNER: I wasn't planning on it, but it's
17 possible something might be said that would peak my interest.
18 JUDGE SIPPEL: Well, I don't see any reason -- I, I
19 think that -- I think I can hear -- Mr. Smith can stay in the
20 courtroom.
21 MR. HOWARD: All right. The -- turning to that,
22 that exhibit's subsection VII, it describes the -- this is
23 making loans --
24 JUDGE SIPPEL: What tab are we on?
25 MR. HOWARD: It's not a tab, Your Honor. It was

1 introduced in a separate exhibit yesterday, Exhibit 41.
2 JUDGE SIPPEL: Okay.
3 MR. HOWARD: If you look on page 19, the last page
4 of that document, and the permitted investment in the middle
5 of the paragraph, subsection VII, we were talking about wheth-
6 er there was a -- this, this policy -- this practice of making
7 loans to employees was a benefit available to employees, and
8 there was some question as to whether it was or was not.
9 JUDGE SIPPEL: Well, he was very clear. He said
10 there was no such thing as a practice. You know, I asked him
11 that question. He said no, there's no practice.
12 MR. LEADER: -- testified just the opposite. Said
13 it was discretionary and, and on a very limited basis.
14 MR. HOWARD: And this --
15 JUDGE SIPPEL: That's, that's what my notes are.
16 MR. HOWARD: And that's exactly how the documents
17 that we're offering into evidence here show that it was a
18 practice to make loans to the Sinclair principals.
19 MR. ZAUNER: Your Honor?
20 MR. HOWARD: Then I asked -- if I may just make one
21 more statement? And then I asked Mr. Smith whether this
22 subparagraph would protect that practice with executive offi-
23 cers. His answer was yes, and we ended the cross-examination
24 at that point. And that subparagraph deals only with employ-
25 ees. Thus it helps tie the practice, Sinclair's practice, of

1 making loans to its executive officers to the practice de-
2 scribed herein as being a -- an employee benefit.
3 MR. ZAUNER: A point of information --
4 MR. HOWARD: There may be, there may be questions as
5 to the weight of that evidence, but it's not -- it certainly
6 is, is relevant.
7 MR. ZAUNER: What you're, what you're relying on is
8 Exhibit 41 to establish that the policy was to make loans to
9 employees, is that correct?
10 MR. HOWARD: And there may be testimony from other,
11 other principals to support that.
12 MR. ZAUNER: Your Honor, may I point out that
13 Exhibit 41, at least my quick reading of it here, indicates
14 that it's dated as of December 9, 1993, and the promissory
15 notes, which are the subjects of the exhibits 21 through 24,
16 are dated all prior to that date. So, those notes would have
17 nothing to do with the policy established as of December 9,
18 1993, if in fact that was when it was established.
19 (Off the record. On the record.)
20 JUDGE SIPPEL: Mr. Leader?
21 MR. LEADER: Well, I have no objection to putting
22 them in, but I don't believe that Mr. Howard understands the
23 Indenture, especially paragraph 19.
24 JUDGE SIPPEL: Well, what about the relationship of
25 the dates of these --

1 MR. LEADER: I think Mr. Zauner's correct. I mean,
2 I think it shows that the principals of the company borrowed
3 money from the company. That's what the exhibits show. It
4 has nothing to do with the Indenture or with other people at
5 the company.
6 JUDGE SIPPEL: What about that, Mr. Howard? What
7 about the, the --
8 MR. HOWARD: Perhaps it would be easier, Your Honor,
9 to reserve ruling on these documents until we've heard
10 testimony from other witnesses, which we need to make this
11 more -- to, to tie-in to --
12 MR. ZAUNER: I mean, the documents aren't going to
13 change.
14 MR. LEADER: Yeah. But why the -- the testimony of
15 the -- the testimony of the principals isn't going to make the
16 fact that the company loaned the principals money different
17 tomorrow or the next day than it is right now.
18 MR. HOWARD: It is going to show the context in
19 which those limits occurred.
20 JUDGE SIPPEL: Well, based on what I heard yesterday
21 and, and the -- particularly in -- also considering what Mr.
22 Zauner has pointed out with respect to the inconsistency in
23 dates, Exhibit 41 versus these Tabs -- is it 19, 20, 21, and
24 22? That would be 23 also, I --
25 MR. HOWARD: 23 and 24 also.

1 JUDGE SIPPEL: I'm not going to spend any more time
2 on that. I'm going to, I'm going to exclude 19 through 24.
3 Not, not necessarily -- not on the grounds of relevancy in
4 the, in the strict sense, because Mr. Zauner's definition of
5 relevancy might bring that in, but I am going to, I am going
6 to exclude it under 403. You haven't pulled the -- you
7 haven't tied the dates together with the -- it's kind of --
8 your keystone document to pull this in is the Disclosure to
9 the Commission in January of 1994 and the Indenture date of
10 December 9, 1993, and all of these loans that precede that;
11 plus the, the testimony that I heard on it yesterday just
12 didn't seem to add that much to this case. So, I am going to
13 reject Tabs 19 through 24 as evidence which would be confusing
14 and a waste of time. And I will not permit questions to be
15 asked of the other principals with respect to those loans.
16 (Whereupon, the documents marked for
17 identification as Tabs 19 through 24
18 of Scripps Howard Exhibit No. 40 were
19 rejected.)
20 JUDGE SIPPEL: All right.
21 MR. GREENEBAUM: Your Honor?
22 JUDGE SIPPEL: That --
23 MR. GREENEBAUM: Your Honor?
24 JUDGE SIPPEL: Yes, sir?
25 MR. GREENEBAUM: I don't want to quarrel with your

1 ruling, because you made it, but will you permit me to at
2 least make a proffer when the other principal is on the stand
3 and I could give you a direct reference to testimony?
4 JUDGE SIPPEL: Yes, sir.
5 MR. GREENEBAUM: Thank you.
6 JUDGE SIPPEL: Proffers are, are available to you.
7 25, 26, and --
8 MR. LEADER: Sir? What, what happens to 41?
9 JUDGE SIPPEL: 41 has been received.
10 MR. LEADER: It's not relevant now.
11 JUDGE SIPPEL: It was received with no objection.
12 MR. LEADER: Yeah, but there's no relevance to it
13 now.
14 JUDGE SIPPEL: Well, it's going to effect -- that,
15 that's going to effect the weight. As I said, on a general --
16 on a, on a, on a broad -- it's already in. I'm not going to
17 reverse myself and pull it out. It's in there. I can explain
18 my ruling.
19 25, 26, and 27 are the Minutes. Let's have a brief
20 proffer, Mr. Howard, please?
21 MR. HOWARD: Yes, Your Honor. These are Minutes of
22 the Board of Directors of Sinclair Broadcast Group. And, for
23 example, the, the Directors which include the three integrated
24 principals and a small group of Directors that specifically
25 refer to -- the -- if you read it in context you can see that

1 the executive officers are mentioned in the paragraph that
2 begins "Whereas..." And then in the very next sentence they
3 state that "...other significant employees in the company's
4 subsidiaries -- back to them the executive officers also as
5 employees..." show that Directors are treated and regard
6 themselves as employees.
7 JUDGE SIPPEL: Mr. Leader?
8 MR. LEADER: Once again, I don't agree with Mr.
9 Howard's reading back to what this says, but I have no objec-
10 tion to its going in.
11 JUDGE SIPPEL: Mr. Zauner?
12 MR. LEADER: By letting it in, I don't want to agree
13 with the analysis that he has put forth.
14 JUDGE SIPPEL: But -- yeah, I take it you don't have
15 an objection on relevancy?
16 MR. LEADER: No.
17 JUDGE SIPPEL: Mr. Zauner?
18 MR. ZAUNER: Are, are we talking now of -- just
19 about 25?
20 JUDGE SIPPEL: Well, I, I was trying to take them as
21 a group, 25, 26, and 27.
22 MR. ZAUNER: I have no objection to 25.
23 JUDGE SIPPEL: Well, let me ask --
24 MR. ZAUNER: I have no objection to 26. I have no
25 objection to 27.

1 JUDGE SIPPEL: All right. Would your position be
2 the same with respect to all those Minutes, Mr. Leader?
3 MR. LEADER: Well, I have no, I have no objection to
4 27 and -- well. My only objection had to do with Mr. Howard's
5 reading comprehension of what the document meant, not the
6 receipt --
7 JUDGE SIPPEL: All right.
8 MR. LEADER: -- into evidence of the document.
9 JUDGE SIPPEL: All right. This is not that kind of
10 a test.
11 MR. LEADER: I know that. I know that. You
12 inquired it.
13 JUDGE SIPPEL: Yes, I did. I asked -- that's
14 exactly right. All right. Then 25, 26, and 27 are received.
15 (Whereupon, the documents marked for
16 identification as Tabs 25, 26, and 27
17 of Scripps Howard Exhibit No. 40 were
18 received into evidence.)
19 JUDGE SIPPEL: 28 is the profit-sharing plan, the
20 401(k). That ties back, I guess, with Tab 11. Is that right?
21 MR. HOWARD: Yes, Your Honor. With 11 and 12.
22 JUDGE SIPPEL: All right. My, my question, then, is
23 exactly the same as with those documents. Is it necessary to
24 put this entire 401 profit -- all this into the record?
25 MR. HOWARD: Yes, Your Honor. We have -- it's 25

1 pages and, and, and we do have references to, to different
2 parts of the document throughout, and it, it makes numerous
3 references to employee -- to, to the requirements for
4 participation in the plan, things like that.
5 JUDGE SIPPEL: You, you need it all for your analy-
6 sis, in --
7 MR. HOWARD: Yes.
8 JUDGE SIPPEL: -- other words? All right. Mr.
9 Leader?
10 MR. LEADER: I think for the reasons I articulated
11 earlier.
12 JUDGE SIPPEL: Yeah. Mr. Zauner?
13 MR. ZAUNER: No objection.
14 JUDGE SIPPEL: All right. Then 28 is received in
15 its entirety.
16 (Whereupon, the document marked for
17 identification as Tab 28 of Scripps
18 Howard Exhibit No. 40 was received
19 into evidence.)
20 JUDGE SIPPEL: Now, 29, 30, and 31 is the health
21 program. Now, let's have a proffer -- first, a proffer of
22 relevancy?
23 MR. HOWARD: That, that these are -- this is an
24 employee benefit available only to employees and the --
25 JUDGE SIPPEL: Well --