



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>
TTY: 1-888-835-5322

DA 17-647

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MEDIA BUREAU ESTABLISHES PLEADING CYCLE FOR APPLICATIONS TO TRANSFER CONTROL OF TRIBUNE MEDIA COMPANY TO SINCLAIR BROADCAST GROUP, INC. AND PERMIT-BUT-DISCLOSE *EX PARTE* STATUS FOR THE PROCEEDING

MB Docket No. 17-179

Petition to Deny Date: August 7, 2017

Opposition Date: August 22, 2017

Reply Date: August 29, 2017

On June 26, 2017, the Federal Communications Commission (Commission) accepted for filing applications seeking consent to the transfer of control of subsidiaries of Tribune Media Company (Tribune) holding the licenses of full-power broadcast television stations (and related broadcast auxiliary facilities), low-power television stations, and TV translator stations to Sinclair Broadcast Group, Inc. (Sinclair, jointly Parties).¹ In the proposed transaction, pursuant to an Agreement and Plan of Merger dated May 8, 2017, Sinclair would acquire Tribune through a merger of a newly formed subsidiary of Sinclair with and into Tribune, immediately followed by Tribune merging with and into Sinclair's wholly owned subsidiary, Sinclair Television Group, Inc. (STG), with STG as the surviving company. As a result, Tribune's licensee subsidiaries would become indirect subsidiaries of Sinclair. The jointly filed applications are listed in the Appendix to this Public Notice.

As explained more fully in the Consolidated Exhibit to the applications, in several Designated Market Areas (DMAs), Sinclair and Tribune both own full power television stations (Overlap Markets). The Parties state that in ten of the Overlap Markets, the Commission's local television multiple ownership rules do not allow Sinclair to own both its current station(s) and the Tribune station(s).² The Parties also state that in one of the Overlap Markets Tribune currently has a permissible duopoly, but Sinclair cannot

¹ A list of the applications can be found in the Attachment to this Public Notice. Copies of the applications are available in the Commission's Consolidated Database System (CDBS).

² See 47 C.F.R. § 73.3555(b). In an eleventh market, Milwaukee, Wisconsin, Sinclair owns the existing duopoly WVTM-TV and WCGV-TV, while Tribune owns WITI-TV. All of the stations are licensed to the city of Milwaukee. WCGV-TV successfully bid to relinquish its license in the broadcast incentive auction and is not a party to a channel sharing agreement. To the extent necessary, the Parties request a waiver of 47 C.F.R. § 73.3555(b) to permit common ownership of the stations until such time as WCVG-TV ceases operation in accordance with the Broadcast Incentive Auction Rules.

acquire both stations because of the Top Four limitation in the local multiple ownership rules.³ Finally, the Parties assert that in one other Overlap Market a permissible duopoly will be created by the transaction and, in two markets where Sinclair currently does not own stations, it will acquire existing permissible duopolies.⁴ As a result of the proposed merger, Sinclair also would acquire four radio stations in Seattle, Washington and two radio stations in Chicago, Illinois, which the Parties state are permissible combinations.

The Parties state that they “[i]ntend to take actions . . . as necessary to comply with the terms of the Merger Agreement and the Commission’s local television ownership rules as required in order to obtain FCC approval of the Transaction. To the extent that there are changes, or proposed changes, to the Commission’s local ownership rules that would permit acquisition of the Tribune licenses in any of these markets in which such ownership is currently prohibited, the applicants may file amendments to address such changes. To the extent that divestitures may be necessary, applications will be filed upon locating appropriate buyers and signing appropriate purchase agreements.”⁵

According to the Parties, the proposed transaction would result in Sinclair exceeding the national television ownership limit by 6.5%. The national ownership limit prohibits the transfer of a license for a commercial broadcast station if the transfer would result in the transferee having an attributable interest in television stations that reach greater than 39% of the national audience.⁶

The Parties state, “The applicants will take such actions to the extent required to comply with the terms of the Merger Agreement and the national television ownership limit (including the UHF Discount), in order to obtain FCC approval of the Transaction. To the extent that there are changes, or proposed changes, to the national television ownership limit, the applicants may file amendments to the applications to address such changes.”⁷

Sinclair seeks continuing satellite waivers in two markets and continuing failing station waivers in two markets.

EX PARTE STATUS OF THIS PROCEEDING

In order to assure the staff’s ability to discuss and obtain information needed to resolve the issues presented, by this Public Notice, and pursuant to Section 1.1200(a) of the Rules,⁸ we establish a docket for this proceeding and announce that the *ex parte* procedures applicable to permit-but-disclose proceedings will govern our consideration of these applications.⁹

Permit-but-disclose *ex parte* procedures permit interested parties to make *ex parte* presentations to the Commissioners and Commission employees and require that these presentations be disclosed in the record of the relevant proceeding. Parties making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must contain the presentation’s substance and not merely list

³ See 47 C.F.R. § 73.3555(b)(1)(i).

⁴ 47 C.F.R. § 73.3555(b).

⁵ Comprehensive Exhibit to Transfer Applications at 12.

⁶ See 47 C.F.R. § 73.3555(b)(e)(1). In calculating an interest holder’s total ownership, the population attributed to a UHF television station is reduced by 50%. *Id.* at § 73.3555(b)(e)(2).

⁷ Comprehensive Exhibit to Transfer Applications at 26.

⁸ *Id.* § 1.1200(a).

⁹ See *id.* § 1.1206.

the subjects discussed.¹⁰ More than a one- or two-sentence description of the views and arguments presented generally is required.¹¹ Persons making a written *ex parte* presentation to the Commissioners or Commission employees must file the written presentation no later than the next business day after the presentation.¹² Persons making oral *ex parte* presentations must file a summary of the oral presentation no later than the next business day after the presentation.¹³ We strongly urge parties to use the Electronic Comment Filing System (ECFS) to file *ex parte* submissions. All *ex parte* filings must be clearly labeled as such and must reference MB Docket No. 17-179.

GENERAL INFORMATION

The applications for transfer of control and assignment of licenses referred to in this Public Notice have been accepted for filing upon initial review. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies. Interested persons must file petitions to deny no later than **August 7, 2017**. Oppositions to petitions to deny must be filed no later than **August 22, 2017**. Replies must be filed no later than **August 29, 2017**. Persons and entities that file petitions to deny become parties to the proceeding.

To allow the Commission to consider fully all substantive issues regarding the applications in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. Replies may only address matters raised in oppositions.¹⁴ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously.¹⁵ Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

All filings concerning matters referenced in this Public Notice should refer to MB Docket No.17-179, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Submissions in this matter may be filed electronically (*i.e.*, through ECFS) or by filing paper copies.

- Electronic Filers: Documents may be filed electronically using the Internet by accessing the ECFS: <http://fjallfoss.fcc.gov/ecfs2/>.
- Paper Filers: Parties who choose to file by paper must file an original and four copies of each filing. Filings may be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission, 445 12th Street, S.W., Washington, DC 20554.
- All hand-delivered or messenger-delivered paper filings no larger than a copier paper box for the

¹⁰ *Id.* § 1.1206(b)(2).

¹¹ *Id.*

¹² *Id.* § 1.1206(b)(1).

¹³ *Id.* § 1.1206(b)(2).

¹⁴ *Id.* § 1.45(c).

¹⁵ *See id.* §§ 1.46(a) and 73.3584(e).

Commission's Secretary must be delivered to the Mail and Distribution Window at FCC Headquarters at 445 12th Street, S.W., Washington, D.C. 20554. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building.

- Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743.
- U.S. Postal Service first-class, Express, and Priority mail must be addressed to 445 12th Street, S.W., Washington, DC 20554.

In addition, one copy of each submission must be sent to the following:

- David Brown, Video Division, Media Bureau, Room 2-, e-mail David.Brown@fcc.gov
- David Roberts, Video Division, Media Bureau, Room 2-, e-mail David.Roberts@fcc.gov

Any submission that is e-mailed to David Brown and David Roberts should include in the subject line of the e-mail: (1) MB Docket No. 17-179; (2) the name of the submitting party; (3) a brief description or title identifying the type of document being submitted (*e.g.*, MB Docket No. 17-179, Sinclair Tribune Merger, *Ex Parte* Notice).

People with Disabilities. To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (TTY).

Availability of Documents. Documents in this proceeding will be available for public inspection and copying during business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554.

The applications are also available electronically through the Commission's ECFS, which will provide hyperlinks to the applications in the Media Bureau's Consolidated Database System (CDBS). ECFS may be accessed on the Commission's Internet website at <http://www.fcc.gov>.

For further information, contact David Brown at (202) 418-1645 or David Roberts at (202) 418-1618. For press inquiries, contact Janice Wise at (202) 418-8165.

By: Chief, Media Bureau

ATTACHMENT

Call Sign	Community of License	FAC ID	Licensee	File Number
KDAF	Dallas, TX	22201	KDAF, LLC	BTCCDT-20170626AGH
KIAH	Houston, TX	23394	KIAH, LLC	BTCCDT-20170626AGL
KPLR-TV	St. Louis, MO	35417	KPLR, Inc.	BTCCDT-20170626AGO
KRCW-TV	Salem, OR	10192	KRCW, LLC	BTCCDT-20170626AFZ
KRCW-LP	Portland, OR	35151	KRCW, LLC	BTCCDT-20170626AGA
K20ES	Pendleton, Etc., OR	12671	KRCW, LLC	BTCCDT-20170626AGB
K24DX	Pendleton, Etc., OR	12678	KRCW, LLC	BTCCDT-20170626AGC
KSTU	Salt Lake City, UT	22215	KSTU, LLC ¹	BTCCDT-20170626AFH
KKRP-LD	St. George, UT	70979	KSTU, LLC	BTCCDT-20170626AFI
K14PA-D	Rural Juab County, UT	22202	KSTU, LLC	BTCCDT-20170626AFP
K15FQ-D	Milford, Etc. UT	22214	KSTU, LLC	BTCCDT-20170626AFO
K17HM-D	Wendover, UT	22217	KSTU, LLC	BTCCDT-20170626AFN
K22DE	Tooele, UT	69280	KSTU, LLC	BTCCDT-20170626AFM
K25HF-D	Heber City, UT	22212	KSTU, LLC	BTCCDT-20170626AFL
K35OP-D	Park City, UT	22213	KSTU, LLC	BTCCDT-20170626AFK
K43CC-D	Santa Clara, UT	22205	KSTU, LLC	BTCCDT-20170626AFJ
KSWB-TV	San Diego, CA	58827	KSWB, LLC	BTCCDT-20170626AFT
KTLA	Los Angeles, CA	35670	KTLA, LLC	BTCCDT-20170626AFY
KTVI	St Louis, MO	35693	KTVI, LLC ²	BTCCDT-20170626AGF
KTXL	Sacramento, CA	10205	KTXL, LLC	BTCCDT-20170626AGP
KWGN-TV	Denver, CO	35883	KWGN, LLC	BTCCDT-20170626AGI
KDVR	Denver, CO	126	Denver, LLC ³	BTCCDT-20170626AGN
KFCT	Fort Collins, CO	125	Denver, LLC	BTCCDT-20170626AGM
KFSM-TV	Fort Smith, AR	66469	Ft. Smith, LLC ⁴	BTCCDT-20170626ADY
KXNW	Eureka Springs, AR	81593	Ft. Smith, LLC	BTCCDT-20170626ADZ
WCCT-TV	Waterbury, CT	14050	Hartford, LLC ⁵	BTCCDT-20170626AFR
WTIC-TV	Hartford, CT	147	Hartford, LLC	BTCCDT-20170626AFR
WTTK	Kokomo, IN	56526	Ind., LLC ⁶	BTCCDT-20170626AFU
WTTV	Bloomington, IN	56523	Ind., LLC	BTCCDT-20170626AFV
WXIN	Indianapolis, IN	146	Ind., LLC	BTCCDT-20170626AFW
KAUT-TV	OKC, OK	50182	OKC, LLC ⁷	BTCCDT-20170626AEM
K15HL-D	Cherokee etc., OK	167263	OKC, LLC	BTCCDT-20170626AFF
K16DX-D	Gage, OK	59851	OKC, LLC	BTCCDT-20170626AFE
K17ID-D	Cherokee, etc., OK	167261	OKC, LLC	BTCCDT-20170626AFD
K19GZ-D	Seiling, OK	167252	OKC, LLC	BTCCDT-20170626AFC
K20BR-D	Gage, etc., OK	59840	OKC, LLC	BTCCDT-20170626AFB
K20JD-D	Cherokee, etc. OK	167259	OKC, LLC	BTCCDT-20170626AFA

¹ KTSU License, LLC (KTSU, LLC)

² KTVI License, LLC (KTVI, LLC)

³ Tribune Broadcasting Denver License, LLC (Denver, LLC)

⁴ Tribune Broadcasting Fort Smith License, LLC (Ft. Smith, LLC)

⁵ Tribune Broadcasting Hartford, LLC (Hartford, LLC)

⁶ Tribune Broadcasting Indianapolis, LLC (Ind., LLC)

⁷ Tribune Broadcasting Oklahoma City License, LLC (OKC, LLC)

K22BR-D	May, Etc., OK	59849	OKC, LLC	BTCCDT-20170626AEZ
K22ID-D	Cherokee, Etc, OK	167257	OKC, LLC	BTCCDT-20170626AEY
K25JQ-D	May, Etc., OK	167251	OKC, LLC	BTCCDT-20170626AEX
K26IS-D	Woodward, Etc., OK	167265	OKC, LLC	BTCCDT-20170626AEW
K28JX-D	Alva - Cherokee, OK	167255	OKC, LLC	BTCCDT-20170626AEV
K29HZ-D	Woodward, Etc., OK	167264	OKC, LLC	BTCCDT-20170626AEU
K31JQ-D	Woodward, Etc., OK	167262	OKC, LLC	BTCCDT-20170626AET
K33JM-D	Mooreland, Etc., OK	167260	OKC, LLC	BTCCDT-20170626AES
K38KH-D	Woodward, Etc., OK	167258	OKC, LLC	BTCCDT-20170626AER
K41KS-D	Seiling, OK	167256	OKC, LLC	BTCCDT-20170626AEQ
K43KU-D	Seiling, OK	167254	OKC, LLC	BTCCDT-20170626AEP
K47LB-D	Seiling, OK	167253	OKC, LLC	BTCCDT-20170626AEO
K49DO-D	Seiling, OK	59848	OKC, LLC	BTCCDT-20170626AEN
KFOR-TV	OKC, OK	66222	OKC, LLC	BTCCDT-20170626AEL
KCPQ	Tacoma, WA	33894	Seattle, LLC ⁸	BTCCDT-20170626AGQ
KZJO	Seattle, WA	69571	Seattle, LLC	BTCCDT-20170626AGR
K07ZC-D	Ellensburg, etc., WA	33896	Seattle, LLC	BTCCDT-20170626AGS
K25CG-D	Aberdeen, WA	33898	Seattle, LLC	BTCCDT-20170626AGT
K25CH-D	North Bend, WA	69575	Seattle, LLC	BTCCDT-20170626AGU
K28KJ-D	Chelan, WA	33899	Seattle, LLC	BTCCDT-20170626AGV
K29ED-D	Everett, WA	69574	Seattle, LLC	BTCCDT-20170626AGW
K42CM-D	Centralia, etc., WA	33895	Seattle, LLC	BTCCDT-20170626AGX
WGNO	New Orleans, LA	72119	New Orl., Inc. ⁹	BTCCDT-20170626AEF
WNOL-TV	New Orleans, LA	54280	New Orl., Inc.	BTCCDT-20170626AEE
WDAF-TV	Kansas City, MO	11291	WDAF, Inc. ¹⁰	BTCCDT-20170626AFQ
WDCW	Washington, DC	30576	WDCW, LLC	BTCCDT-20170626AGJ
WGHP	High Point, NC	72106	WGHP, LLC ¹¹	BTCCDT-20170626AEG
WGN(AM)	Chicago, IL	72114	WGN, LLC ¹²	BTCCDT-20170626AGD
WGN-TV	Chicago, IL	72115	WGN, LLC	BTCCDT-20170626AGE
WHNT-TV	Huntsville, AL	48693	WHNT, LLC ¹³	BTCCDT-20170626AEA
WHO-DT	Des Moines, IA	66221	WHO, LLC ¹⁴	BTCCDT-20170626AEB
WITI	Milwaukee, WI	73107	WITI, LLC ¹⁵	BTCCDT-20170626AFG
WJW	Cleveland, OH	73150	WJW, LLC ¹⁶	BTCCDT-20170626AGK
WPHL-TV	Philadelphia, PA	73879	WPHL, LLC	BTCCDT-20170626AGG
WPIX	New York, NY	73881	WPIX, LLC	BTCCDT-20170626AFX
WPMT	York, PA	10213	WPMT, LLC	BTCCDT-20170626AEK
WQAD-TV	Moline, IL	73319	WQAD, LLC ¹⁷	BTCCDT-20170626ADX
WREG-TV	Memphis, TN	66174	WREG, LLC ¹⁸	BTCCDT-20170626AED

⁸ Tribune Broadcasting Seattle, LLC (Seattle, LLC)

⁹ Tribune Television New Orleans, Inc. (New Orl., Inc.)

¹⁰ WDAF License, Inc. (WDAF, Inc.)

¹¹ WGHP License, LLC (WGHP, LLC)

¹² WGN Continental Broadcasting Company, LLC (WGC, LLC)

¹³ WHNT License, LLC (WHNT, LLC)

¹⁴ WHO License, Inc. (WHO, LLC)

¹⁵ WITI License, LLC (WITI LLC)

¹⁶ WJW License, LLC (WJW, LLC)

¹⁷ WQAD License, LLC (WQAD LLC)

¹⁸ WREG License, LLC (WREG, LLC)

WSFL-TV	Miami, FL	10203	WSFL, LLC	BTCCDT-20170626AGY
WTVR-TV	Richmond, VA	57832	WTVR, LLC ¹⁹	BTCCDT-20170626AEC
WXMI	Grand Rapids, MI	68433	WXMI, LLC	BTCCDT-20170626AEH
W17DF-D	Muskegon, MI	64442	WXMI, LLC	BTCCDT-20170626AEJ
W42CB-D	Hesperia, MI	64440	WXMI, LLC	BTCCDT-20170626AEI

¹⁹ WTVR License, LLC (WTVR, LLC)