



Federal Communications Commission  
Washington, D.C. 20554

September 12, 2012

H3 Communications, LLC  
c/o David Tillotson, Esq.  
Law Office of David Tillotson  
4606 Charleston Terrace, NW  
Washington, D.C. 20007

Re: Applications for Consent to Assignment,  
WXVT(TV), Greenville, MS  
File No. BALCDT – 20120501ACQ  
Facility ID No. 25236

Dear Counsel:

The Video Division, Media Bureau, pursuant to delegated authority, has before it for consideration the application to assign the license of WXVT(TV) from Saga Broadcasting, LLC to H3 Communications, LLC (H3). Christopher, Jamie, and Timothy Harker are the members and officers of the proposed assignee, and are the adult children of Charles Harker, the sole stockholder of Commonwealth Broadcasting Group, Inc. (CBG), the licensee of WABG-TV in Greenville, Mississippi. The Application states that Charles Harker has agreed to personally guarantee an uncollateralized loan of \$2.65 million to H3 for the purchase of WXVT(TV); that Charles Harker has extensive experience in buying and selling television stations and assisted his children, who lack previous involvement in broadcast ownership, in negotiating the purchase agreement; and that after consummation, CBG and H3 will enter into an agreement whereby CBG will sell advertising on WXVT(TV) and provide traffic, billing, marketing and related services to WXTV(TV). On July 6, 2012, staff received an informal objection to the sale from Raymond Hamilton, arguing that H3's family member owns WABG-TV and other stations in Greenville, and H3's acquisition of WXVT(TV) would create a monopoly in the television market.

By this letter we seek additional information to aid in our review of the primary allegations in this case, namely, whether Charles Harker and/or CBG are real-parties-in-interest to this transaction, and whether through familial attribution or any agreements the proposed transaction would violate the Commission's multiple ownership rules.<sup>1</sup>

Under the Commission's longstanding precedent for attributing ownership by family members, the Commission examines the facts and circumstances presented to determine whether a family member's media interests will be independent and not subject to common influence or control.<sup>2</sup> The Commission considers the following seven factors to be particularly relevant in making case-by-case determinations regarding family attribution: (1) representations about the independence of family members' media interests; (2) commingling of media business interests; (3) family members' participation in the financial affairs, programming and personnel decisions of each other's media interests; (4) prior broadcast experience of the individuals seeking to establish independent interests; (5) financial independence; (6) sharing of personnel, equipment, contractors or programming information; and (7) involvement by family members in the acquisition or application process.<sup>3</sup>

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<sup>1</sup> 47 C.F.R. § 73.3555(b).

<sup>2</sup> See, e.g., *Sevier Valley Broadcasting, Inc.*, 10 FCC Rcd 1995, 1997 (1995).

<sup>3</sup> *Clarification of Commission Policies Regarding Spousal Attribution*, MM Docket No. 91-122, Policy Statement, 7 FCC Rcd 1920, 1922-23, para. 16 (1992). See, also, *Kern Broadcasting Corporation*, Memorandum Opinion and Order, 10 FCC Rcd 6584, 6585-6586 (1995).

In response to this inquiry, please provide information responsive to each of the seven factors identified in the *Spousal Attribution Order* with regard to the familial relationship between Christopher, Jamie, and Timothy Harker and their parents, siblings, or other family members, including Charles Harker. In particular, please provide the following information requested:

(1) Attach the loan agreement under which Charles Harker personally guaranteed the loan of \$2.65 million to underwrite H3's purchase of Station WXVT(TV). Please identify the source of the funds for the purchase of Station WXVT(TV), and whether the source of funds has also loaned money to other broadcast or other entities either controlled by Charles Harker, or in which he has an attributable interest. Identify the source of financing for H3 to pay the remainder of the \$3 million purchase price of the WXVT(TV) assets from Saga Broadcasting, LLC, and provide the terms of any agreement with that source that are relevant to said financing.

(2) Provide additional detail regarding the experience and independent station management skills for each of the Assignee parties to the application as discussed in Exhibit 13, including more detail about the dates of all programs and seminars Christopher and Timothy Harker are or will be taking in the near future; which degrees they are pursuing in their college-level coursework; and their expected dates of completion of their college coursework. For Jamie Harker, provide any and all relevant information regarding broadcast experience and the ability to operate a broadcast television station, including the roles, both management and non-management, that Jamie Harker plans to fill at the station.

(3) The unsigned draft "Shared Services Agreement" (SSA) between H3 and CBG submitted by H3 to staff on June 8, 2012 does not include an annual Fee in Schedule A. Submit Schedule A to the SSA.

(4) Provide any and all agreements regarding marketing or other services between CBG and the Assignee that have been executed or are in draft form, including the advertising and marketing agreement(s) referenced in Attachment 18 to the Application; information concerning any similar agreement or agreements between these parties that have not been reduced to writing; and any such agreements the parties have a present intent to enter, either orally or in writing.

(5) Provide sworn affidavits for Christopher, Jamie, and Timothy Harker regarding whether or the extent to which any of them is an officer, director or shareholder of CBG or its affiliates, or any other company with which Charles Harker has a business, ownership or other relationship; the extent to which Charles Harker is an officer, director, or shareholder of H3 or any other company with which any of his children has a business, ownership or other relationship; and the extent to which Charles Harker has provided or will provide assistance or advice to his children in the management of Station WXVT(TV), apart from the assistance and advice provided to his children in the acquisition of the Station as disclosed in the Application.

(6) Indicate if Charles Harker or any of the above-named children share a common interest in any broadcast licensee in a market other than Greenville.

(7) Provide any other information that you believe would assist the Commission in resolving the matters raised in this proceeding and this letter of inquiry.

The requested information must be accompanied by a declaration of a person having personal knowledge of the truth of any factual statements made. *See* 47 C.F.R. § 1.16. To allow staff to complete its processing of the Application, H3 should provide the requested information as soon as possible, but in any event within 30 days from the receipt of this letter.

Sincerely,

A handwritten signature in black ink, appearing to read 'B A Kreisman', written in a cursive style.

Barbara A. Kreisman  
Chief, Video Division  
Media Bureau

cc: Raymond Hamilton