

Texas Public Radio
Application for *pro forma* Transfer of Control
Transferee Legal Certifications Exhibit

Texas Public Radio (“TPR”), licensee of noncommercial educational stations KCTI(AM), Gonzales, Texas; KPAC(FM), San Antonio, Texas; KSTX(FM), San Antonio, Texas; KTPD(FM), Del Rio, Texas; KTPR(FM), Stanton, Texas; KTXI(FM), Ingram, Texas; KVHL(FM), Llano, Texas, and permittee of unbuilt translator K223CZ, Gonzales, Texas, is a non-stock, non-profit organization.

TPR is filing this application to obtain Commission consent to a change in control of its Board of Directors that has gradually occurred, as the result of routine annual changes in the Board membership, in the four years since the Commission granted TPR’s last gradual *pro forma* transfer of control application (FCC File No. BTCED-20160119AAW) in 2016.

The changes in TPR’s Board have taken place pursuant to its Articles of Incorporation and By-Laws. New Board members are elected by TPR’s Board of Directors.

Old Board

The members of the Board at the time of TPR’s 2016 *pro forma* transfer of control application (“Old Board”) were:

Tim Swan, Chair & Board Member
James Lifshutz, Vice Chair & Board Member
Bill Day, Treasurer & Board Member
Jordan Vexler, Secretary & Board Member
Barbara Alexander, Board Member
Katy Flato, Board Member
Victoria Garcia, Board Member
Pauline Jackson, Board Member
Lamont Jefferson, Board Member
Bill Reynolds, Board Member
G.P. Singh, Board Member
Rick Soat, Board Member
Bob Sohn, Board Member
Kathy Sosa, Board Member
Tim Symchych, Board Member
Brandi Carberry Vitier, Board Member
Dustin Yates, Board Member
Karen Lee Zachry, Board Member

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New Board

The members of the new Board (“New Board”) to whom control will pass, and with respect to which Commission consent is hereby sought, are:

Barbara Alexander, Chair & Board Member
321 W. Commerce St.
San Antonio, TX 78205

Jelynn LeBlanc Burley, Vice Chair & Board Member
321 W. Commerce St.
San Antonio, TX 78205

Brandi Carberry Vitier, Treasurer & Board Member
321 W. Commerce St.
San Antonio, TX 78205

Tim Watt, Secretary & Board Member
321 W. Commerce St.
San Antonio, TX 78205

Lamont Jefferson, Immediate Past Chair & Board Member
321 W. Commerce St.
San Antonio, TX 78205

Lori Castillo, Board Member
321 W. Commerce St.
San Antonio, TX 78205

Liz Conklyn, Board Member
321 W. Commerce St.
San Antonio, TX 78205

Derick Fletcher, Board Member
321 W. Commerce St.
San Antonio, TX 78205

Victoria Garcia, Board Member
321 W. Commerce St.
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Francisco Gonima, Board Member

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321 W. Commerce St.
San Antonio, TX 78205

Debra Guerrero, Board Member
321 W. Commerce St.
San Antonio, TX 78205

Alan Petlin, Board Member
321 W. Commerce St.
San Antonio, TX 78205

G.P. Singh, Board Member
321 W. Commerce St.
San Antonio, TX 78205

Rick Soat, Board Member
321 W. Commerce St.
San Antonio, TX 78205

Mitch Sowards, Board Member
321 W. Commerce St.
San Antonio, TX 78205

Mari Tamez, Board Member
321 W. Commerce St.
San Antonio, TX 78205

Texas Public Radio uses a system of staggered terms to avoid a situation in which a majority of its Board members will change in any one year. Board terms are normally for a period of three years. As a result, there normally will be a change in the majority of the Board members every three to four years.

The chart that follows first lists the Board members that were approved by the Commission in response to the gradual *pro forma* transfer of control application filed in 2016 (FCC File No. BTCED-20160119AAW). Although new Board members normally take their seats on the Board in January of each year, minor changes in the Board do occur throughout the rest of the year.

Immediately beneath the date listed in each column is a percentage that reflects the percentage of the then sitting board members that were approved by the Commission in 2016. The total number of Board members has varied between 16 and 20, which is reflected in the differences in percent voting interest for each board member. In January 2016 and October 2019, each Board member held a 1/18 voting interest, expressed in decimal form as 5.56%. In October 2017, each

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Board member held a 1/20 voting interest, expressed in decimal form as 5.0%. Currently, the Board has 16 members, expressed in decimal form as 6.25%.

As can be seen from the chart, it has taken four years to reach the point where a majority of the board members has changed in comparison to the Board approved by the Commission in the January 2016 gradual *pro forma* transfer of control application. In no year has there been a sudden change in a majority of the Board. Even now, six of the 18 board members approved by the Commission in 2016 continue to sit on the Board.

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Texas Public Radio Board Member Transition – January 2016 to December 2020

Name	January 2016 FCC File No. BTCED- 20160119AAW (100%)	March 2018 Biennial FCC Ownership Report LMS File No. 0000046243 (Board as of October 2017) (65.0%)	January 2020 Biennial FCC Ownership Report LMS File No. 0000101612 (Board as of October 2019) (55.56%)	December 2020 This Application (37.5%)
Bill Day	5.56%	5.0%	--	--
Pauline Jackson	5.56%	--	--	--
James Lifshutz	5.56%	5.0%	5.56%	--
Bob Sohn	5.56%	--	--	--
Tim Swan	5.56%	5.0%	--	--
Jordan Vexler	5.56%	5.0%	--	--
Karen Lee Zachry	5.56%	--	--	--
Bill Reynolds	5.56%	5.0%	5.56%	--
Kathy Sosa	5.56%	5.0%	5.56%	--
Tim Symchych	5.56%	--	--	--
Barbara Alexander	5.56%	5.0%	5.56%	6.25%
Victoria Garcia	5.56%	5.0%	5.56%	6.25%
Brandi Carberry Vitier	5.56%	5.0%	5.56%	6.25%
Dustin Yates	5.56%	--	--	--
Katy Flato	5.56%	5.0%	5.56%	--
Lamont Jefferson	5.56%	5.0%	5.56%	6.25%
G. P. Singh	5.56%	5.0%	5.56%	6.25%
Rick Soat	5.56%	5.0%	5.56%	6.25%
Jelynn LeBlanc Burley	--	5.0%	5.56%	6.25%
Elizabeth Conklyn	--	5.0%	5.56%	6.25%
Debra Guerrero	--	5.0%	5.56%	6.25%
Alan Petlin	--	5.0%	5.56%	6.25%
Mari Tamez	--	5.0%	5.56%	6.25%
Ramiro Cavazos	--	5.0%	--	--
Rich Prior	--	5.0%	--	--
Lori Castillo	--	--	5.56%	6.25%
Dan Goodgame	--	--	5.56%	--
Tim Watt	--	--	5.56%	6.25%
Derick Fletcher	--	--	--	6.25%
Francisco Gonima	--	--	--	6.25%
Mitch Sowards	--	--	--	6.25%

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No officer or other member of the Board of Directors holds an interest in any other broadcast station, newspaper, cable system or other medium of mass communications that would cause such officership or membership position to run afoul of the Commission's ownership limitations as set forth in Section 73.3555 of the Commission's rules.

GSB:7488712.1