

DESCRIPTION OF *PRO FORMA* TRANSACTION AND CHANGES IN INTEREST

Rhode Island PBS Foundation ("RIPBS"), the licensee of WSBE-TV, Providence, RI (Fac. ID 56092) ("WSBE") is a Rhode Island non-profit corporation. RIPBS is governed by a self-perpetuating board of directors.

In 2012, the Commission approved an assignment (FCC File No. BALEDT-20120809ABK) of WSBE to a board consisting of 11 directors with equal (9.09%) voting rights. As indicated in Attachment A hereto, over the course of the ensuing years, the Board has increased to 15 members and a number of the previously approved directors have left the board.

Most recently, Tia Scigulinsky, Roger P. Boudreau, and James H. Leach left the board. David W. Piccerelli, who was previously approved in 2012, remains on the board. By virtue of gradual changes in the board that have occurred over the past nine years, the remaining board members approved by the Commission in 2012 are no longer involved with RIPBS or WSBE. Consequently, to the extent it may be deemed necessary, this application is being filed to request Commission approval of the gradual changes in the RIPBS board of directors described above.

This application is properly submitted as a *pro forma* transaction pursuant to the guidelines for nonstock organizations with self-perpetuating boards established by the Commission in *Transfers of Control of Certain Licensed Non-stock Entities*, 4 FCC Rcd, 3403, 3406-07 (1989).

There are no written agreements associated with the changes in the RIPBS board that are described above.

ATTACHMENT A

Name	Citizenship	Interest Held			
		Before Transfer		After Transfer	
		% Votes	% Assets	% Votes	% Assets
David W Piccerelli	US	9.09	9.09	6.67	6.67
Tia Scigulinsky	US	9.09	9.09	0	0
Roger P Boudreau	US	9.09	9.09	0	0
Patrick E Churchville	US	9.09	9.09	0	0
Meredith Curren	US	9.09	9.09	0	0
Angela Renee Hay	US	9.09	9.09	0	0
Michael B Isaacs	US	9.09	9.09	0	0
James H Leach	US	9.09	9.09	0	0
Barbara Ottmar	US	9.09	9.09	0	0
Regina Partridge	US	9.09	9.09	0	0
Yahaira Placencia	US	9.09	9.09	0	0
Dominique Alfandre	US	0	0	6.67	6.67
Kamilah A'Vant	US	0	0	6.67	6.67
Dante Bellini	US	0	0	6.67	6.67
Erik Carleton	US	0	0	6.67	6.67
Kas R DeCarvalho	US	0	0	6.67	6.67
Elizabeth Delude-Dix	US	0	0	6.67	6.67
Nicholas A Denice	US	0	0	6.67	6.67
Gary Glassman	US	0	0	6.67	6.67
Pamela Heffernan	US	0	0	6.67	6.67
Deborah Jacobson	US	0	0	6.67	6.67
Dave Laverty	US	0	0	6.67	6.67
Denise Parent	US	0	0	6.67	6.67
Pablo Rodriguez	US	0	0	6.67	6.67
Merrill W Sherman	US	0	0	6.67	6.67