

## EXHIBIT 12

Fresh Air, Inc. (“Fresh Air”), licensee of Noncommercial Educational Station KFAI (FM-NCE), Minneapolis, Minnesota, is a non-stock, non-profit organization. Fresh Air is filing this application to obtain Commission consent to new members of its Board of Directors.

The selection of Fresh Air’s new Board of Directors took place pursuant to its Articles of Incorporation and By-Laws. The resulting transfer of control occurred gradually, over time, through routine changes in board membership and resignations.

This application is intended to bring the station into compliance with the requirement to obtain FCC approval of the board after 50% of the members of the board of directors have changed. The FCC last approved the board of Fresh Air in December 2010 in FCC File No. BTCED-20101129ANP .

No consideration or thing of value is being given in exchange for the interests being transferred. All Board Members are U.S. citizens. Each Board Member has one vote. None have any attributable interests in any mass media other than KFAI.

### *Gradual Board Member Changes by Year*

	<b>2010</b>	<b>2011</b>	<b>2012</b>
James Ockuly	X		
Jeffrey Bragg	X		
Robert Morgan	X		
Walter Levesque	X	X	
Dan Bensman	X	X	
Joel Zimmerman	X	X	
Zuhur Ahmed	X	X	
Jeremy Nichols	X	X	X
Alan Carlson	X	X	X
John Slade	X	X	X
George Ndege		X	
Laura Schwartz		X	
Andy Arsham		X	X
Chris Dronen		X	X
Susan Kolstad		X	X
Jason M. Reed		X	X
Barbara “Blanche” Sibley		X	X
Ted Singer		X	X

Sanni Brown-Adefope			X
Noel Clark			X
Shannon Kim Eckman			X
Wendy Gaskill			X
Kel Heyl			X
Greg Klave			X
Dick Stevens			X

Members of the new board for which Commission consent is sought are listed below:

Jeremy Nichols  
Alan Carlson  
John Slade  
Andy Arsham  
Chris Dronen  
Susan Kolstad  
Jason M. Reed  
Barbara "Blanche" Sibley  
Ted Singer  
Sanni Brown-Adefope  
Noel Clark  
Shannon Kim Eckman  
Wendy Gaskill  
Kel Heyl  
Greg Klave  
Dick Stevens