

**NOTE: The failure to include an explanatory exhibit providing full particulars in connection with a "No" response may result in dismissal of the application. See Instructions, paragraph L for additional information regarding completion of explanatory exhibits.**

## Section II - Legal and Financial

1. **Certification.** Applicant certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Applicant further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets. ☒ Yes ☐ No

2. **Eligibility.** Each applicant must answer "Yes" to one and "No" to two of the three following certifications. An applicant should not submit an explanatory exhibit in connection with these Question 2 "No" responses.

The applicant certifies that it is:

- a. a nonprofit educational institution; or ☐ Yes ☒ No
- b. a governmental entity other than a school; or ☐ Yes ☒ No
- c. a nonprofit educational organization, other than described in a. or b. ☒ Yes ☐ No
3. For applicants checking "Yes" to question 2(c) and applying for a new noncommercial educational television station only, the applicant certifies that the applicant's officers, directors and members of its governing board are broadly representative of the educational, cultural, and civic segments of the principal community to be served. ☒ Yes ☐ No ☐ N/A
4. a. The applicant certifies that the Commission has previously granted a broadcast application identified here by file number that found this applicant qualified as a noncommercial educational entity with a qualifying educational program, and that the applicant will use the proposed station to advance a program similar to that the Commission has found qualifying in applicant's previous application. ☐ Yes \_\_\_\_\_  
FCC File Number ☒ No
- b. Applicants who answered "No" to Question 4(a), must include an exhibit that describes the applicant's educational objective and how the proposed station will be used to advance an educational program that will further that objective according to 47 C.F.R. Section 73.503 (for radio applicants) or 47 C.F.R. Section 73.621 (for television applicants).
5. The applicant certifies that its governing documents (e.g., articles of incorporation, by-laws, charter, enabling statute, and/or other pertinent organizational document) permit the applicant to advance an educational program and that there is no provision in any of those documents that would restrict the applicant from advancing an educational program or complying with any Commission rule, policy, or provision of the Communications Act of 1934, as amended. ☒ Yes ☐ No

Exhibit No.  
1

SEE ALSO EXHIBIT 2

6. a. **Parties to the Application.** List separately each party to the application including, as applicable, the applicant, its officers, directors, five percent or greater stockholders, non-insulated partners, members, and all other persons and entities with attributable interests. If another entity holds an attributable interest in the applicant, list separately, as applicable, its officers, directors, five percent or greater stockholders, non-insulated partners, and board members. Create a separate row for each individual or entity. Attach additional pages if necessary.

Name and Residence/Headquarters Address(es)  (a)	Citizenship  (b)	Positional Interest: Officer, director, investor/creditor attributable under the Commission's equity/debt plus standard, etc.  (c)	Director or Member of Governing Board		% of: Ownership (O) or Voting Stock(VS) or Membership (M) (e)	% of: of Total Assets (equity plus debt) (f)
			Yes	No		
			(d)			
SEE FCC FORM 314 SECTION III QUESTION 4(A) AND EXHIBIT 2						

- b. Applicant certifies that any equity and financial interests not set forth above are non-attributable pursuant to 47 C.F.R. Section 73.3555 and that there are no agreements or understandings with any non-party that would give influence over the applicant's programming, personnel, or finances to that non-party.

☒ Yes ☐ No

See Explanation  
in Exhibit No.

7. **Other Authorizations.** List call signs, locations, and facility identifiers of all other broadcast stations in which applicant or any party to the application has an attributable interest pursuant to the notes to 47 C.F.R. Section 73.3555. Exhibit No. ☒ N/A

8. **Character Issues.** Applicant certifies that neither applicant nor any party to the application has or has had any interest in, or connection with: ☒ Yes ☐ No See Explanation in Exhibit No.

a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or party to the application; or

b. any pending broadcast application in which character issues have been raised.

9. **Adverse Findings.** Applicant certifies that, with respect to the applicant, any party to the application, and any non-party equity owner in the applicant, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination. ☒ Yes ☐ No See Explanation in Exhibit No.

If the answer is "No," attach as an Exhibit a full disclosure concerning the persons and matters involved, including an identification of the court or administrative body and the proceeding (by dates and file numbers), and a description of the disposition of the matter. Where the requisite information has been earlier disclosed in connection with another application or as required by 47 C.F.R. Section 1.65, the applicant need only provide: (i) an identification of that previous submission by reference to the file number in the case of an application, the call letters of the station regarding which the application or Section 1.65 information was filed, and the date of filing; and (ii) the disposition of the previously reported matter.

10. **Alien Ownership and Control.** Applicant certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments. ☒ Yes ☐ No See Explanation in Exhibit No.

11. **Program Service Certification.** Applicant certifies that it is cognizant of and will comply with its obligations as a Commission licensee to present a program service responsive to the issues of public concern facing the station's community of license and service area. ☒ Yes ☐ No

12. **Local Public Notice.** Applicant certifies compliance with the public notice requirements of 47 C.F.R. Section 73.3580. ☒ Yes ☐ No

13. **Anti-Drug Abuse Act Certification.** Applicant certifies that neither applicant nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862. ☒ Yes ☐ No

14. **Equal Employment Opportunity (EEO).** If the applicant proposes to employ five or more full-time employees, applicant certifies that it is filing simultaneously with this application a Model EEO Program Report on FCC Form 396-A. ☒ Yes ☐ No ☐ N/A

**QUESTIONS 15, 16 AND 17 APPLY ONLY TO APPLICATIONS FOR NEW STATIONS. OTHER APPLICANTS CAN PROCEED TO QUESTION 18.**

15. **Financial.** The applicant certifies that sufficient net liquid assets are on hand or that sufficient funds are available from committed sources to construct and operate the requested facilities for three months without revenue. ☐ Yes ☐ No See Explanation in Exhibit No.

If "No" to 15., answer questions 16. and 17.

16. Is this application contingent upon receipt of a grant from the National Telecommunications and Information Administration? ☐ Yes ☐ No
17. Is this application contingent upon receipt of a grant from a charitable organization, the approval of the budget of a school or university, or an appropriation from a state, county, municipality or other political subdivision? ☐ Yes ☐ No

**NOTE:** If Yes to 16. or 17., the application cannot be granted unconditionally until all of the necessary funds are committed or appropriated. In the case of grants from the National Telecommunications and Information Administration, no further action on the applicant's part is required. If the applicant relies on funds from a source specified in Question 17., **the applicant must advise the Commission when the funds are committed or appropriated.** This should be accomplished by letter amendment to the application. Applicants should take note that the Commission's construction period is not considered "tolled" by funding difficulties and that any permit granted conditionally on funding will expire if the station is not constructed for any reason, including lack of funding.

**QUESTIONS 18 AND 19 DO NOT APPLY TO APPLICATIONS FOR NEW STATIONS. APPLICANTS FOR NEW FM STATIONS CAN PROCEED TO SECTION III. APPLICANTS FOR NEW TV STATIONS CAN PROCEED TO SECTION IV.**

**Holding Period.**

18. Applicant certifies that this application does not propose a modification to an authorization that was awarded on the basis of a preference for fair distribution of service pursuant to 47 U.S.C. Section 307(b). ☒ Yes ☐ No

If "No," answer a. and b. below. If applicant answers "No" to 18. above and cannot answer "Yes" to either a. or b. below, the application is unacceptable.

- a. Applicant certifies that the proposed modification will not downgrade service to the area on which the Section 307(b) preference was based. ☐ Yes ☐ No
- b. Applicant certifies that although it proposes to downgrade service to the area on which the Section 307(b) preference was based, applicant has provided full service to that area for a period of four years of on-air operations. ☐ Yes ☐ No
19. Applicant certifies that this application does not propose a modification to an authorized station that received a credit for superior technical parameters under the point system selection method in 47 C.F.R. Section 73.7003. ☒ Yes ☐ No

If "No," applicant must be able to answer "Yes" to a. below or provide an exhibit that makes a compelling showing that the downgrade would be in the public interest.

- a. Applicant certifies that the population and area within the proposed service contour (60 dBu (FM) or Grade B (TV)) are greater than or equivalent to those authorized. ☐ Yes ☐ No

Exhibit No.

**Section III**

**Fair Distribution of Service Pursuant to 47 U.S.C. Section 307(b) (New and Major Changes to FM Radio Only)** (Other applicants can proceed to Section IV.

1. Applicant certifies that the proposed station will provide a first noncommercial educational aural service to (a) at least 10 percent of the people residing within the station's 60 dBu (1 mV/m) service contour **and** (b) to a minimum of 2,000 people. Applicants answering "Yes" must provide an Exhibit. ☐ Yes ☐ No  
Exhibit No.
2. Applicant certifies that the proposed station will provide a second noncommercial educational aural service to (a) at least 10 percent of the people residing within the station's 60 dBu (1 mV/m) service contour **and** (b) to a minimum of 2,000 people. Applicants answering "Yes" must provide an Exhibit. ☐ Yes ☐ No  
Exhibit No.

EDUCATIONAL OBJECTIVES AND PROGRAMS

The KOCE-TV Foundation (the "Foundation") was formed in 1977 as a nonprofit corporation under the General Nonprofit Corporation Law of the State of California. The Foundation was formed for the specific and primary charitable and educational purpose of providing financial, program and other support for KOCE-TV (the "Station"), which was owned and operated then (and is owned and operated now) by the Coast Community College District, a community college district of the State of California.

The Station provides Orange County and neighboring areas with educational, informational and cultural programming. The Station annually broadcasts hundreds of hours of telecourse programs which are offered for college-level credit. In fact, the Station carries one of the largest formal adult-education schedules of any public television station in the United States. The Station also provides K-12 teachers with guides and training so as to assist them in using television programming as an effective classroom tool. In addition, the Station produces "Real Orange," a television news and information series about Orange County. The Station also is a member of the Public Broadcasting System and carries PBS programming.

Since its formation, the Foundation has provided financial and other assistance and support for the Station's educational programming. The Foundation now proposes to acquire the Station and it is the Foundation's intent to continue the Station's educational programming for the benefit of the citizens of Orange County and its surrounding areas.

## **EXHIBIT 2**

This supplemental exhibit provides additional information concerning the KOCE-TV Foundation (the "Foundation"), proposed assignee of KOCE-TV ("KOCE"). Specifically, this exhibit: (i) provides further details concerning the Foundation's educational objectives; (ii) explains how the Foundation operates under its corporate structure; and (iii) demonstrates that the Foundation's board members, officers and committee members are representative of the educational, cultural and civic groups in the Huntington Beach community.

### **I. Educational Objectives**

As stated in the instant application, the Foundation is a non-profit, non-stock, non-commercial entity formed under the General Nonprofit Corporation Law of the State of California for the primary educational purpose of providing financial, programming and other support for KOCE.<sup>1</sup> The Foundation's goals are to serve the educational needs of the community, to advance educational programs and to furnish a nonprofit and noncommercial television broadcast service. The Foundation also plans to continue broadcasting the same general nature of programming currently aired by KOCE's current licensee. For these reasons, the Foundation is qualified to be the assignee of the Station under Section 73.621 of the rules and policies of the Federal Communications Commission ("FCC Rules").<sup>2</sup>

### **II. Operational and Structural Information**

As set forth in the Foundation's Bylaws, the powers of the Foundation are vested in a board of directors (the "Board"), which may consist of seven to thirty members. The Board is responsible for the control and management of the business, affairs, property and interest of the Foundation. Any actions which require Board approval must be approved by at least a majority of the Board members voting on such a matter, provided that a quorum of Board members are present. The Board also is specifically empowered to create committees, who have the power to handle certain matters under Board supervision.

In responding to Section III, Item 4(a) of the FCC 314 application concerning Parties to the Application, the Foundation listed the members of the Board, officers of the Foundation, and, out of an abundance of caution, committee members. No voting or equity interests were specified because of the nature of the voting system detailed above. To provide clarification concerning this matter, the Foundation specifies herein that the Foundation itself will hold 100%

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<sup>1</sup> The Foundation's Articles of Incorporation specify that the "specific and primary purpose" of the Foundation is to "operate a foundation for charitable and educational purposes by providing financial, program and other support for KOCE-TV."

<sup>2</sup> 47 C.F.R. § 73.621.

of the assets of KOCE and that the voting power is distributed among the Board members, as described above.

### **III. Representation of the Community**

The following information demonstrates that the Foundation's Board members and, to the extent the Commission deems it relevant, the Foundation's officers and committee members, are broadly representative of the educational, cultural and civic groups in the community of Huntington Beach, Orange County, California. Each of these individuals: (i) resides in or near Huntington Beach, California, the Station's community of license; (ii) understands the needs and interests of the KOCE viewing public; and (iii) will direct the programming of KOCE to be responsive to those needs. Listed below each individual's name are many of the relevant types of organizations with which each individual currently is, or previously was, affiliated.<sup>3</sup> As demonstrated below, the Foundation's Board members, officers and committee members are affiliated with a broad range of groups such as civic organizations, charities, local government, cultural organizations, local schools, universities or boards of education, professional associations and environmental or recreational groups, as well as organizations dedicated to the needs and interests of the elderly, the disabled, women, children, minorities and ethnic groups. Overall, these individuals are overwhelmingly representative of far more than the required four community element categories identified by the Commission in FCC Form 340, Worksheet #2.

#### **A. Board Members**

(i) Marian Bergeson

Local Government: Former California State Assemblywoman and Senator

Children: Board member of Orangewood Foundation (for abused and neglected children); board member of Children's Consortium Board of Directors; past member of Orange County Juvenile Justice Commission

Civic: Board member of Advisory Board to the Orange County Junior League

Women: Past Chair of Legislative Women's Caucus

Education: Past board member of Newport Mesa Board of Education; past State President of the California School Boards Association

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<sup>3</sup> The listed affiliations are intended to be a representative rather than an exhaustive list, as many of these individuals are involved with dozens of organizations.

(ii) Clarence Brown

Education: Director of Marketing and Communications at Mt. San Antonio College

Business: Past Vice President of Corporate Communications at Southern California Edison

Charities: Board member of Los Angeles Ronald McDonald House

Minorities: Board member of American Association of Blacks in Energy

(iii) Robert Brown (Chairman)

Civic: Corporate Recruitment Chair for Juvenile Diabetes Foundation's Walk for the Cure

Education: Member of University of California at Irvine Graduate School of Management Executive Board

Business: Former president and COO of Toshiba America Electronic Components, Inc.

Cultural: Past board member of Orange County Business for the Arts

(iv) Peggy Goldwater Clay

Disabled: Director of Community Relations for the John Henry Foundation, a group which strives to improve quality of life for people suffering from mental illness

Cultural: Director of Major Gifts for Irvine Barclay Theater

Business: Board member and past President of Goldwater's Foods of Arizona, a nationwide distributor of specialty food products

Military: Board member of Air Force Academy Foundation

Education: Board Trustee for University of California at Irvine Foundation

Health: President of University of California at Irvine Brain Imaging Center Advisory Board

Children: Past president of the Board of Directors – Children's Bureau of Orange County



Elderly: Honored by Alzheimer's Association of Orange County for service to the community

(v) Lou Correa

Local Government: Current State Assemblyman, 69<sup>th</sup> Assembly District

Civic/ Charities: Past board member of Orange County Development Council (County's anti-poverty council)

Civic/ Professions: Past board member of California Small Business Board

Business: Previously engaged as investment banker and real estate broker

(vi) John C. Crean

Military: World War II veteran

Business: Founder of Fleetwood Enterprises, Inc., a manufacturer of recreational vehicles

Charities: Founder of the Crean Foundation

(vii) Jerome W. Cwiernia (Vice Chairman and Acting Treasurer)

Business: Chairman and sole shareholder of Poly-Tak Protection Systems, Inc.; Managing Member of Florida Amusements, LLC; past CEO of National Education Corporation

(viii) Reverend Father James R. Everman

Religion: Anglican Priest; Current Diocesan Director of Human Care

Military: U.S. Army veteran of World War II and the Korean War

Business: Past sales manger for American Airlines

Children: Board member of St. Benedict's Youth Shelter; board member of California State Juvenile Delinquent Commission

(ix) Martha Fluor

Disabled: Former special education teacher

Education: Trustee of Newport-Mesa Unified School District

Children: Board member of CHOC Foundation for Children; board member of Girl Scout Council of Orange County

(x) Todd Hollander

Business: President of US Bank's Orange County operations

Minorities: Chairperson of the Minority Business Opportunity Committee for the City of Los Angeles; board member of Hispanic Chamber of Commerce; advisory board member of national Minority Business Development Agency

(xi) Carol D. Jones

Military/ Women: Past Clinical Director of the Family Advocacy Program on local military base

Culture: Board member of Orange County Museum of Art

Women: Board member, Assessment and Treatment Services Center

(xii) Jack Lindquist

Mr. Lindquist is an Emeritus Board member. Biographical information for Mr. Lindquist is not available at this time but should not be necessary for the Commission's review in light of the breadth and depth of the other board members' affiliations, as discussed above.

(xiii) Mary A. Lyons (Secretary)

Culture: President of Arts Orange County; Vice President of Education, Pacific Chorale; past board member of Angels of the Arts of the Orange County Performing Arts Center

Business: Past Vice President of a property management firm

(xiv) Jacqueline K. Schaar

Business: Founder of Schaar Galleries, Ltd.; past executive and founder of public relations firm

Children: Member of board of directors of Girl Scout Council of Orange County

Women: Past member of advisory board of Human Options, a shelter program for abused women

The following members have joined the Board since the Application was filed:

(xv) Dr. Jo Ellen Allen

Business: Current Director of Public Affairs, Southern Region, Southern California Edison

Civic/ Professions: Past board member of the Orange County Business Council

Education: Former associate professor at West Los Angeles College

Women: Served on Orange County Commission on the Status of Women

Local Government: Previous Republican nominee in 69<sup>th</sup> State Assembly District; Vice Chair of the Republican Party of Orange County

(xvi) N. Christian Anderson

Business: President of Metro Information Division at Freedom Communications, Inc.; CEO and publisher of Orange County Register

Civic/ Culture: Past Chairman of Orange County Business Committee for the Arts

(xvii) Brad A. Morrice

Business: Vice Chairman, President and CEO of New Century Financial Corporation, a publicly-traded mortgage finance holding company

Education: Member of CEO roundtable at University of California at Irvine; member of Dean's Advisory Counsel at University of California at Irvine graduate school of management and school of humanities

**B. Committee Members**

(i) Dwight Decker – Comprehensive Campaign Committee

Business: Chairman of Conexant Systems, Inc., a semiconductor company

Civic/ Professions: Board member of Orange County Business Council

Cultural: Board member of Discovery Science Center

Education: Chair of Chief Executive Roundtable of University of California at Irvine

(ii) Samuel Goldstein – Facilities Committee

Business: Real estate investing

Culture: Musician; board member of Laguna Beach Chamber Music Society; board member of Newport Harbor Art Museum

Civic/ Culture: Board member of Orange County Arts Partnership

Civic/ Education: Former board member of Create – Education Foundation

(iii) Russell Leatherby – Comprehensive Campaign Committee

Business: Past Chairman and CEO of UniCARE Insurance Company

Disabled: Founder and President of Casa de Amma, Inc., a non-profit assisted living residence for adults with learning disabilities and special needs

Education: Member of Board of Regents, University of the Pacific; former member, Advisory Board, University of California at Irvine; former member, Prentice School Board

Religion/ Civic: Past Director of Christian Entrepreneurs Organization

(iv) Nicholas Mosich – Comprehensive Campaign Committee

Business: Executive Vice President of the Seidler Companies, an investment firm

Education: Ambassador of University of California at Irvine Foundation; active at Sage Hill School

Women: Involvement with Girls, Inc.

(v) Judi Partridge – Comprehensive Campaign Committee

Business: Founder and CEO of Eastwood Insurance Services, Inc., provider of non-standard automobile insurance

Children/ Charities: Founder of My Brother Joey, a non-profit organization established to benefit research of children's diseases

Disabled: Sponsor of Marquette Parents Association, which provides facilities and training for mentally and physically challenged adults to compete in Special Olympics; board member of Special Olympics of Orange County

Education: Board member of Prentice School; board member of Chapman University

(vi) Betty Mower Potalivo – Nominating Committee

Business: President of Northern Trust Orange County, a wealth management company

Women: Founding member of Women in Philanthropy Fund of the United Way of Orange County

Education: Member of College of Business and Economics Dean's Advisory Board at Cal State Fullerton

Children: Founder of Orange County Literary Society, which helps improve children's literacy

(vii) Michael D. Ray – Facilities Committee

Business: Partner in Sanderson-J. Ray Development, a medium-sized commercial real estate development company; founding partner of Pacific Capital Investors

Culture: Chief Financial Officer of Discovery Science Center

Environment/ Recreation: Chairman of the Board of the Great Park Conservancy, a group planning development and operation of a Great Park for Orange County

Education: Board member of Sage Hill School; former board member of Orange County High School for the Arts

(viii) Joel Slutzky – Strategic Planning Committee

Business: Chairman of the Board of Iteris Holdings, Inc., MAXxess Systems, Inc. and StealthKey, Inc.

Civic/ Professions: Board member of Orange County Business Council

Culture: Board member of Discovery Science Center

Education: Chairman of Project Tomorrow Emeritus Board, organization focused on improving K-12 science and math education in Orange County

(ix) Ardelle St. George – Development Committee

Business: Current partner in law firm

Professions: Member of Association for Corporate Growth International Board of Directors; President-elect of the Orange County Venture Group

(x) Jeff Stroud – Comprehensive Campaign Committee

Business: Senior Vice President of store operations for Stroud's Linens, a specialty retailer of bed and bath textiles

(xi) Dan Werbin – Strategic Planning Committee

Business: Director, Volvo Cars North America, LLC

Education: Member of Massachusetts Institute of Technology Policy Board for the Future of the Automobile Program; board member of School of Technology Management and Economics at Chalmers University of Technology