

	<p>has had any interest in or connection with:</p> <p>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</p> <p>b. any pending broadcast application in which character issues have been raised.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in Exhibit 5</p>
9.	<p>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 any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another government unit; or discrimination.</p> <p>If the answer is "No," attach as an Exhibit a full disclosure concerning the persons and matters involved, including an identification of the 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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in Exhibit 6</p>
10.	<p>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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in Exhibit 7</p>
11.	<p>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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
12.	<p>Local Public Notice. Applicant certifies compliance with the public notice requirements of 47 C.F.R. Section 73.3580.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
13.	<p>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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
14.	<p>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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No <input type="radio"/> N/A</p>
<p>QUESTIONS 15, 16 AND 17 APPLY ONLY TO APPLICANTS FOR NEW STATIONS. OTHER APPLICANTS CAN PROCEED TO QUESTION 18.</p>		
15.	<p>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.</p> <p>If "No" to 15., answer question 16. and 17.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in Exhibit 8</p>
16.	<p>Is this application contingent upon receipt of a grant from the National Telecommunications and Information Administration?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>
17.	<p>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?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>
<p>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</p>		

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 9

Validate

Save

Clear

Menu

THE APPLICANT AND ITS GOVERNING BOARD

The applicant, WXEL Public Broadcasting Corporation (“WPBC”), was formed to acquire the noncommercial broadcast assets of the assignor, Barry Telecommunications. The applicant’s governing board of directors is broadly representative of the educational, cultural and civic elements of the principal community served by WXEL-TV and WXEL(FM), West Palm Beach, Florida, with the vast majority of those directors maintaining primary residences within the stations’ viewing area.

GENESIS AND STRUCTURE OF THE APPLICANT

The proposed assignee, WXEL Public Broadcasting Corporation, is a Florida not for profit corporation composed of two members, the Community Broadcast Foundation of Palm Beach and the Treasure Coast, Inc. (“CBF”), which is also a Florida not for profit corporation, and Educational Broadcasting Corporation (“EBC”), a New York educational (not for profit) corporation. EBC is the licensee of two public television stations in the New York, NY market, WNET(TV), Newark, NJ, and WLIW(TV), Garden City, NY.

CBF is a grassroots community organization that arose after it became known, in the summer of 2004, that Barry University was considering divesting itself of the licenses for WXEL(FM) and WXEL-TV. Reacting swiftly to the announcement, more than 40 residents of the WXEL service area – many of them prominent citizens with significant managerial experience in commercial or noncommercial broadcasting – joined together to form CBF for the express purpose of keeping the stations as public resources in and for the community. All of the members of CBF are members of the stations, and many are major donors; the CBF’s President

and Chairman, Richard Zaretsky, is a member of the Board of the assignor, Barry Telecommunications. As CBF's website states, the organization's goal "has been to acquire the broadcast licenses of your local public broadcasting stations WXEL TV and FM radio . . . [because] the future of the stations should rest with the local community."¹ As a result, when Barry University issued its request for bids for the stations in September 2004, CBF responded with a detailed bid. In the alternative, CBF also sought partnership with each of the other bidders. In each case, its demand was straightforward: the licenses had to remain in the community, and the programming on both WXEL(FM) and WXEL-TV should emphasize local coverage. EBC, which had been invited by Barry University's consultants to bid, agreed with CBF that if EBC's bid were selected, it would partner with CBF to acquire and program the stations so as to fully address CBF's concerns.

EBC, the licensee of two leading public television stations that have pioneered numerous on- and off-air educational initiatives, was Barry University's preferred choice; Barry rejected all competing proposals, including those from a Miami public TV station and two local universities. Before accepting Barry's offer to acquire the stations, however, EBC informed the University that it wished to secure and formalize CBF's participation, and Barry agreed that the combination of CBF and EBC would provide the best opportunity for sustaining and strengthening the stations' local service. The result was a public announcement that EBC and CBF together would acquire the stations, followed in July 2005 by the

¹ Community Broadcast Foundation Home Page, <http://www.ourlocalstation.org> (last visited April 17, 2006).

incorporation of WPBC as a Florida non-profit corporation of which CBF and EBC are the two members.²

Earlier this year the Board of Education of the State of Florida, in exercising its right to consent to the assignment to WPBC of the lease for certain WXEL physical assets whose acquisition it had funded, determined WPBC to be “a noncommercial broadcasting entity authorized by the State of Florida” and as such, a qualified assignee.

Both EBC and CBF must contribute significantly to funding WPBC. In addition, WPBC’s corporate structure is designed to ensure that local interests are served. For example, the organization’s Bylaws provide that of its thirteen directors, ten will be appointed by EBC and three by CBF, but all director nominees must be unanimously approved by a Nominating Committee that includes one CBF director. Moreover, a majority of the directors appointed by EBC (i.e., six) and all three CBF directors must have their primary residence in the West Palm Beach/WXEL-TV and radio service area. While nine of the thirteen directors are thus required to have primary residences in the West Palm Beach area under the Bylaws, ten of the individuals chosen to be appointed as directors actually meet the residency requirement, and another maintains a secondary residence in the stations’ service area. The Bylaws further contemplate that the directors meeting the residency requirement will be representative of a wide variety of community elements in the local communities served by the stations.

² WPBC is formed as a “supporting organization” for the benefit of EBC under the Internal Revenue Code. This structure is frequently used by public charities, such as EBC, when an affiliated not-for-profit entity is formed. The restrictions to which a “supporting organization” is subject serve as a means of ensuring that the supported charity’s fiduciary duties are fulfilled. In this instance, WPBC’s designation as a supporting organization will give assurance to regulators, such as the Internal Revenue Service and the Charities Bureau of the New York Attorney General’s office, that EBC may appropriately provide funds and other support to WPBC.

Although WPBC's Bylaws also provide that the majority vote of a quorum of the directors is generally needed to act, they establish certain instances in which at least one of the CBF-appointed directors must vote with the majority in order for the matter to be approved. Such a "Special Majority" is required for: (i) the sale of the FCC licenses (other than for a transfer of WPBC to a third party that is an affiliate of EBC); (ii) a complete liquidation of WPBC; (iii) a complete change in the current format of WXEL(FM); or (iv) the selection of a Chief Executive Officer (or a Station/General Manager in the absence of a Chief Executive Officer). CBF may also appoint at least one director to any committee of the Board.

Moreover, it should be noted that six of the ten directors appointed by EBC have no prior relation with EBC or the stations for which it is currently a licensee.³ Indeed, EBC conducted an expansive search of the West Palm Beach, FL community to recruit individuals with solid credentials to join CBF's appointees in leading the two stations for which this application was filed.

As a review of their biographies reveals, WPBC's thirteen directors are genuine community leaders with a substantial background in broadcasting and in the funding of local institutions and charities. These individuals have been selected to ensure that WPBC's board of directors is broadly representative of the various community elements of the stations' service area, including business, charities, civic organizations, culture, government, minority and ethnic groups, organizations for youth, the professions, religion, and others.⁴

³ However, more than two decades ago one of the six was a Group W employee, along with Dr. William F. Baker, currently EBC's President and CEO.

⁴ See FCC 340, Worksheet #2, Representative TV Governing Board, indicating that for a governing board to be considered "representative" of a community, the board members must represent at least four different elements of the community.

WPBC BOARD OF DIRECTORS

The thirteen individuals below have been designated to be WPBC's Directors.

Alexander W. Dreyfoos, Jr. (Chairman of the WPBC Board of Directors)

Residence: West Palm Beach, FL

Mr. Dreyfoos is Chairman of the private capital management firm The Dreyfoos Group, founder and Chairman of Photo Electronics Corporation, and the holder of numerous patents in the fields of electronics and photography. For more than two decades, Mr. Dreyfoos held a controlling interest in television station WPEC(TV), the CBS affiliate in West Palm Beach, and for almost thirty years, the Dreyfoos Group owned and operated The Sailfish Marina, a marina-restaurant-motel in Palm Beach Shores.

Mr. Dreyfoos is a major philanthropist in the Palm Beach area, having contributed \$1,000,000 to Palm Beach County's magnet public high school, now called the Alexander W. Dreyfoos, Jr. School of the Arts, which attracts talented students from all walks of life. Mr. Dreyfoos was also instrumental in forming the Palm Beach County Council of the Arts, and served as its first chairman. Beginning in 1978, he spearheaded efforts to build a world-class performing arts center in Palm Beach County and continues to serve as chairman of The Raymond F. Kravis Center for the Performing Arts, the 2,189-seat multipurpose facility opened in 1992 whose Concert Hall is named in Mr. Dreyfoos' honor. Mr. Dreyfoos formerly served as a Governor-appointed to the Florida Council of 100 and was a founding member, director and former chairman of the Economic Council of Palm Beach County. In February 2004, he was elected to the Board of Trustees of the La Jolla, California-based Scripps Research Institute, which will build a major biomedical research campus in Palm Beach County. In October 2004, Mr. Dreyfoos was made a fellow of the American Academy of Arts and Sciences. He is a past Chairman of YMCA of the Palm Beaches.

Mr. Dreyfoos has received numerous distinctions for community involvement. Among them are The Palm Beach Post's Business Leader of the Year (1980), Man of the Year (1992), and one of its 100 people who "changed the way we live" (1999); Palm Beach Chamber of Commerce Board of Directors Special Award (1985) and One and Only Award (1992); Florida Master Entrepreneur of the Year Award from Ernst & Young and Merrill Lynch (1992); and Florida Atlantic University's Entrepreneur of the Year (1996).

William J. Brooks

Residence: Palm Beach, FL

Mr. Brooks is serving his seventh year as a member of the Town Council for the Town of Palm Beach, Florida. He is the Chairman Emeritus of the Florida Association of Broadcasters and serves as a television consultant to the Association. A former Roman Catholic priest, Mr. Brooks also serves as the Vice Chairman of the Palm Beach Fellowship of Christians and Jews. Previously, Mr. Brooks had a 25-year career with the E.W. Scripps Company, serving as the General Manager of WPTV(TV), West Palm Beach, and was appointed a Vice President of the

company in 1986. He is a past President of the Florida Association of Broadcasters, former Chairman of the Urban League and The United Way of Palm Beach County, and a member of the Governor's Commission on Education and of the advisory board of the University of Florida's Journalism School. Mr. Brooks is a 33-year resident of Palm Beach.

Carmen M. DiRienzo

Residence: Katonah, NY

Ms. DiRienzo is Vice President and Managing Director, Corporate Affairs at Thirteen/WNET New York (Educational Broadcasting Corporation), where she currently is overseeing the Fall 2006 launch of the nation's first Spanish-language public TV channel. Ms. DiRienzo represents Thirteen in the Public Television Major Markets Group and Public Television's Affinity Coalition Group, serving as an advisory council to both the CPB and PBS. Locally, Ms. DiRienzo is a Member of Florida Atlantic University's Multi-Media Advisory Board. She also serves on the Boards of PBS National Datacast, the New York Latino Theater Festival, and the National Parks of New York Harbor Conservancy, and is the Vice Chair of the Lower Manhattan Cultural Council. Prior to joining Thirteen/WNET New York, Ms. DiRienzo was an attorney in private practice.

Lillian Fernandez

Residence: Palm Beach, FL

Ms. Fernandez, a Cuban-American, is the owner of Lillian Fernandez Interiors, a Palm Beach interior design firm. She has served as a board member of the Palm Beach Cultural Council, member of the Parent Council of the Palm Beach Day School, member of the Junior Board of Intercoastal Health and a volunteer with New Hope Charities.

John Howard, Sr.

Residence: West Palm Beach, FL

Mr. Howard, a Vietnam veteran, is the President of the Palm Beach County Black Business Investment Corporation. He currently serves as the Chairman of the Palm Beach County Resource Center, is a member of Florida First Capital Finance Corporation, and is a Life Trustee of the Kravis Center for the Performing Arts in West Palm Beach. Mr. Howard has previously served as President of Palm Beach Lakes Bank in West Palm Beach, a National Representative of the United Negro College Fund, and as Regional Vice President of the National Association of Urban Bankers. Since coming to Palm Beach County, Mr. Howard has served as a member of the Economic Council, on the board of the Urban League, as Chairman of the Palm Beach County MBE/WBE Committee, and as a member of the Florida Black Business Investment Board. He also served on the boards of directors of Barnett Bank of Palm Beach County, Nations Bank of Palm Beach County, Forum Club of the Palm Beaches, The Criminal Justice Commission, and the Professional and Business Forum of West Palm Beach. Mr. Howard also coaches basketball for the City of West Palm Beach youth summer league, and participates in a youth mentoring program at Westward Elementary and Roosevelt Middle Schools.

Judith A. Mitchell

Residence: Stuart, FL

Ms. Mitchell is the Chief Executive Officer of the Raymond F. Kravis Center for the Performing Arts in West Palm Beach, where she oversees almost 200 staff members and all functions related to programming, fundraising and administration. She is a member of the Board of Directors of SPECTRUM HEALTH, INC. (Hospice of Palm Beach Country), serving on its Audit and Finance Committees. Ms. Mitchell is also a member of the Advisory Committee to the John D. & Catherine T. MacArthur Fund of the Community Foundation of Palm Beach and Martin Counties, a Board and Executive Committee member of the Economic Council of Palm Beach County, and a member of the Florida Cultural Alliance. She has served on the State Board of Directors of VSA arts of Florida and on the Board of Directors of Florida Oceanographic Coastal Center. Ms. Mitchell received the “Breaking the Glass Ceiling Award” from the National Association of Women Business Owners, Palm Beach Chapter, and was recognized with the Lifetime Achievement in the Arts award from the Palm Beach County Cultural Council.

William F. Reilly

Residence: New York, NY

Mr. Reilly is the founder of Aurelian Communications, a media development company. He is a leader in media and publishing whose properties include *American Baby*, *Modern Bride* and *Seventeen*. He is also Chairman Emeritus of Primedia Corp., and has served as President of Macmillan, Inc. and as a director of barnesandnoble.com. Mr. Reilly is a trustee of the University of Notre Dame, a board member of Citymeals-on-Wheels, and a trustee of Thirteen/WNET (Educational Broadcasting Corporation). He also spends part of each year in the Palm Beach area with friends and relatives.

Nicholas H. (“Dick”) Robinson

Residence: North Palm Beach, FL

Mr. Robinson is active in numerous philanthropic organizations in the West Palm Beach area, serving on the Boards of the American Cancer Society, the Palm Beach Pops, and the American Heart Association of Palm Beach, where he also served as immediate past President. Mr. Robinson is heavily involved in raising funds for West Palm Beach charities, having served as the Grand Diplomatic Host for the 2005 and 2006 International Red Cross Balls, Gala Chairman of the Juvenile Diabetes Research Foundation for the past three years, Co-chairman of the three most recent Salvation Army Galas and host of the Palm Beach Firefighters Educational Assistance Fund – Fireman’s Ball. He also served as Co-chairman of the 2005 Leukemia-Lymphoma Gala and Co-chairman of the 2006 Mental Health Ball. Mr. Robinson is the founder of the Connecticut School of Broadcasting, which has 13 campuses, including one in Palm Beach Gardens, FL. He also founded the Robinson Media Group and the Robinson Media Arts Center in Farmington, CT. He is a Member of the Board of National Public Radio and currently hosts both “Dick Robinson’s American Standards by the Sea,” an internationally syndicated two-hour radio show, and “Dick Robinson’s Music by the Sea,” a televised version of his radio show.

Both of these shows are broadcast in the West Palm Beach, FL market by the stations for which this application is filed.

S. William Scott

Residence: Boca Raton, FL

As President, Development and Programming for the Palm Beach Teleport, LLP, Mr. Scott is planning the construction of a satellite transmission center to attract international business to Palm Beach County. He also serves as a consultant to broadcasters based on his experience as the former President of the PAX TV Network, and is a guest lecturer at The Art Institute in Ft. Lauderdale for classes in television, new communications technologies, and film. Previously, Mr. Scott was Executive Vice President of Group W Television and CEO of the Travel Channel. He served as a Member of the Board of the William Benton Foundation, a Member of the Board of the Palm Beach County International Film Festival, and a volunteer advisor to the Center for the Arts at Mizner Park in Boca Raton, Palm Beach County, on how it can broaden its audiences for cultural activities and fundraising.

Donald Sussman

Residence: Boynton Beach, FL

Mr. Sussman is the Executive Director of Financial Planning for Educational Broadcasting Corporation (EBC), one of the Applicant's two members, where he is responsible for creating the corporation's annual business plan, overseeing its endowment, and providing revenue and expense forecasts. Prior to joining public television, he held various production and management positions with NBC News in New York and Goodson-Todman productions in New York and Hollywood. Mr. Sussman has received two Emmy Awards for his work on documentaries, and was the production head for EBC's *Great Performances* when it was first launched. Currently, he is a volunteer with Jewish Adoption and Foster Care Options ("JAFCO"), a nonprofit agency providing a continuum of programs and services for at-risk children and their families across South Florida. He also volunteers with the Papanicolaou Corps for Cancer Research, a volunteer organization with more than 16,000 members in South Florida raising funds for cancer research at the University of Miami Sylvester Comprehensive Cancer Center.

Ann G. Tenenbaum

Primary Residence: New York, NY

Secondary Residence: Palm Beach, FL

Ms. Tenenbaum is Chairman of the Board of Trustees of the Film Society of Lincoln Center and Vice Chairman of the Board of Trustees of Thirteen/WNET (Educational Broadcasting Corporation), as well as a Member of the Boards of the NYU Child Study Center, the Metropolitan Museum of Art, The Studio Museum in Harlem, Second Stage Theatre, and the Chairman's Council of the Museum of Modern Art. She also was a Founding Member and serves on the Board of Governors of the Bard College Center for Curatorial Studies. Ms. Tenenbaum is a past recipient of the NYU Child Study Center's Child Advocacy Award.

Mary Weiss

Residence: West Palm Beach, FL

A native of Bolivia, Ms. Weiss is the Founding President of the Palm Beach Branch of the Cystic Fibrosis Foundation. She is also a Member of Leaders in Funding Education (“LIFE”), a charitable organization that provides financial support to young people who have taken leadership positions in helping the disadvantaged. Ms. Weiss serves on the board of the Lois Pope LIFE Foundation, the driving force behind the Lois Pope LIFE Center in Florida, a top neurological research facility worldwide. Ms. Weiss also serves annually as an interpreter for a MIMA Foundation medical team of South Florida physicians and nurses that deliver volunteer health care to locations in Bolivia and other areas of need.

Richard P. Zaretsky

Residence: West Palm Beach, FL

Mr. Zaretsky is an attorney who has been in private practice in West Palm Beach for more than 25 years, specializing in real estate law and commercial transactions; he also owns and operates a title insurance and real estate settlement business. Before entering private practice, Mr. Zaretsky served as an Assistant Attorney General for the state of Florida. Mr. Zaretsky is a Board member of the current licensee of WXEL and WXEL-TV, as well as the founder and President of the Community Broadcast Foundation of Palm Beach and the Treasure Coast, one of the two members of the Applicant. He also is a lay leader representative to public television’s national lobbying arm, the Association of Public Television Stations (“APTS”). Mr. Zaretsky has served as a Vice President of Temple Beth El in West Palm Beach, and as a Board Member of the Jewish Community Day School. He has also served as a member of the Legal Affairs Committee and Planned Giving and Civil Rights Committees of the Anti-Defamation League, and was a member of the Professional Advisory Committee of the Foundation of the Jewish Federation.

WXEL PUBLIC BROADCASTING CORPORATION'S
EDUCATIONAL OBJECTIVES AND EDUCATIONAL PROGRAM

WXEL Public Broadcasting Corporation (“WPBC”) was established to operate noncommercial broadcast stations in Florida for the educational benefit of the population in the stations’ local service area. This exhibit explains how WPBC will use WXEL-TV and WXEL(FM) to advance an educational program that will further WPBC’s educational objectives. WPBC’s governing documents permit it to advance such an educational program and contain no provision that would restrict it from doing so, or from complying with any Commission rule or policy or any provision of the Communications Act of 1934, as amended.

Educational Objectives

WPBC is a Florida not for profit corporation whose Articles of Incorporation provide that it is “organized exclusively for charitable and educational purposes,” including to “acquire, own and operate certain noncommercial radio and television broadcast stations in Florida.” WPBC’s activities are intended to support and carry out the purposes of one of its two members, Educational Broadcasting Corporation (“EBC”).

EBC, in turn, is a nonstock educational corporation organized under the Education Law of the State of New York. Under its Charter, EBC is to be “operated exclusively for educational purposes.” EBC’s Charter further provides that EBC’s purposes are:

“**a.** To acquire, construct and operate noncommercial educational radio and televisions stations, to obtain and hold appropriate authorizations and licenses for the operation of said stations from State or Federal authorities, and to participate in state, regional and national educational networks;

“**b.** To prepare and purchase educational or cultural programs, films and recordings and to present the same on the corporation’s own stations and to license, sell and make them available to any other persons, corporations and stations, whether commercial or noncommercial; and

“**c.** To aid and assist and to work in conjunction with corporations, educational institutions, organizations, agencies and individuals interested or engaged in any of the fields or purposes of the corporation, and generally to encourage and foster educational television and broadcasting.”

EBC is the licensee of WNET(TV), Newark, NJ, one of the premier public television stations in the nation, with a long and rich history of producing such award-winning nationally-distributed PBS series as *Live from Lincoln Center*, *Nature*, *Great Performances*, *American Masters*, and *Charlie Rose*, as well as such local educational programs as *GED on TV*, *GED EN ESPANOL*, *New York Voices*, *Reel New York*, *The Ethnic Heritage Specials* and *The Thirteen Walking Tours*.¹ Indeed, in reporting on the proposed sale of the stations, the *Miami Herald* noted that Sister Linda Bevilacqua, President of the Assignor, cited WNET(TV)'s national reputation and quality programming as factors that led to the selection of the Assignee as the Buyer.²

WPBC's other member, the Community Broadcast Foundation of Palm Beach and the Treasure Coast, Inc. ("CBF"), is a Florida not for profit corporation whose specific objectives, under its By-Laws, are to:

“(a) foster an informed and active citizenry, assisting the population in acquiring new skills through creative non-commercial radio and television programming;

“(b) make knowledge and creative life of the arts, sciences and humanities available to the Palm Beaches and the Treasure Coast;

“(c) positively reflect the diversity of the population of the service area, promoting a sense of inclusion and education of multi-cultural traditions and understanding through local programming devoted to the coverage area; and

“(d) to be trusted partners and participants with local educators in the promotion of the healthy development and education of children and in providing adults with the opportunity for continuing education.”

It is WPBC's intent to advance each of the foregoing educational objectives of its two members by building on and enhancing the current licensee's educational program, as set forth below.

Moreover, WPBC has formally promised the Board of Education of the State of Florida, in connection with the Board's recent consent to the transfer to WPBC of the

¹ EBC is also the licensee of public television station WLIW(TV), Garden City, NY, which similarly produces and presents high-quality, award-winning public affairs programming addressing local and statewide issues, such as *Q&A*, *Face Off*, and *21 Forum*, weekly programs featuring interviews and discussions on Long Island and New York news, government and culture.

² Christina Hoag, *Barry U. Agrees to Sell WXEL*, Miami Herald, Apr. 2, 2005, at 3C.

lease for certain WXEL physical assets funded by the Board, that WPBC “will consider the promotion and broadcast of educational and informational programming for all residents of its service area, including broad coverage of statewide and local Florida governmental issues, to be a critical component of its educational mission.”

Educational Program

In fulfillment of that mission, WPBC intends to build on the outstanding on-air and off-air educational initiatives of the current licensee. For example, WPBC will continue WXEL-TV’s broadcast of the PBS programming that is currently carried on the station, as well as its carriage of the Florida Knowledge Network, a digital channel with instructional programming provided by the Florida Department of Education, local school districts and other educational institutions. WPBC is also committed to continuing to broadcast local public affairs programming such as *Florida Crossroads* and *Florida Face to Face*, and producing and broadcasting such programs as *South Florida Today* and *South Florida Profile*.

South Florida Today is the only weekly magazine show in the West Palm Beach/Broward market that focuses exclusively on stories based in that area. The program has won numerous awards for WXEL-TV, including several prestigious Telly Awards, a South Florida Regional Emmy Award, an Associated Press Award for Best Public Affairs show in the state, and a national NETA Award for best public affairs programming. *South Florida Profile* spotlights local people and places of interest through in-depth interviews of people who are helping to change the lives and landscapes of South Florida and the Treasure Coast.

With regard to WXEL(FM), WPBC will continue to carry the National Public Radio programming that is currently broadcast. WPBC has also agreed to partner with nearby Florida Atlantic University to program a secondary digital audio channel, with the University’s Department of Communication scheduled to provide a full-time noncommercial educational program service on the channel. To enhance this partnership, the University has appointed a representative of WPBC’s Board to its Multi-Media Advisory Board.

As well, WPBC is committed to continuing to broadcast local public affairs radio programming, such as *Florida Forum*, a weekly talk show produced by WXEL(FM) that covers local issues and provides community information, and *Capital Report*, which provides coverage of the Florida legislature.

WPBC further intends to continue the stations’ numerous community educational outreach activities, such as the Tri-County Literacy Initiative for Adults and Families program, which was established as a result of a leadership summit hosted by the stations and The Palm Beach County Literacy Coalition, and online voter registration drives.

**WXEL Public Broadcasting Corporation
FCC Form 340, Section II
Questions 4(b) and 5
May 2006
Page 4 of 4**

In sum, WPBC will build on the solid foundation of local service established by the current licensee by creating additional local and regional educational and cultural programming and by developing complementary outreach initiatives, such as online educational services and partnerships with local educational and cultural institutions.