

Exhibit 15
“Multiple Ownership”

Sunflower Broadcasting, Inc. (“Sunflower”) seeks consent of the Commission to the assignment of the license of KSCW, UHF Channel 33, Wichita, Kansas, from WLBB, Inc., a subsidiary of Banks Broadcasting, Inc. Sunflower requests that the Commission waive its local television ownership rule to permit this assignment because KSCW, which is located in the Wichita-Hutchinson, Kansas Designated Market Area (DMA), is a “failing” station. This transaction meets the test for a “failing” station waiver set forth in Note 7(2) to Section 73.3555 of the Commission’s Rules.

Section 73.3555(b)(2) generally bars common ownership of television stations in the same television market with overlapping Grade B contours unless at least one of the stations in the proposed combination is not ranked among the top four stations in the market, and there would be at least eight independently owned and operated full-power stations in the market after an acquisition is consummated. Sunflower is the licensee of KWCH-TV, Hutchinson, Kansas, which is also located in the Wichita-Hutchinson DMA. The Grade B contours of KWCH-TV and KSCW overlap. While, as demonstrated below, KSCW is not among the top four rated stations in the DMA, there will not be eight independently-owned stations in the market following KSCW’s assignment to Sunflower.^{1/}

^{1/} Following this transaction, there will be seven independently-owned full-power television stations in the DMA. On September 20, 2006, the Commission issued a construction permit for a new television station in Derby, KS (Facility ID # 166332) to Entravision Holdings, LLC.

Sunflower, therefore, requests a waiver of the local television ownership rule because KSCW is a “failing” station. The Commission will presume a “failing” station waiver request to be in the public interest if (1) the “failing” station has a low all-day audience share (*i.e.*, no more than four percent), (2) the station has had negative cash flow for three consecutive years prior to the application, (3) the parties demonstrate public interest benefits that will flow from the proposed transaction, and (4) there is no out-of-market buyer willing and able to acquire the station at other than an artificially depressed price.^{2/} As the attached declarations of Lyle Banks, Kelly Callan and Joan Barrett demonstrate, the proposed transaction meets all four of these standards.

KSCW Has a Low All-Day Audience Share

Attached is the Declaration of Lyle Banks, President and Chairman of Banks Broadcasting, Inc., the parent of KSCW’s licensee. The Banks Declaration attaches Nielsen data for each sweeps period for the last three full calendar years. In none of those ratings periods did KSCW’s all-day audience share exceed three percent. Over the three-year period, its average all-day share was 2.27 percent. KSCW, therefore, has a low all-day audience share.

FCC File No. BNPCDT-20060424ADF. Once that station begins operations, even after the consummation of the proposed assignment of KSCW, there will be eight independently-owned full-power television stations in the Wichita-Hutchinson DMA.

^{2/} 47 CFR § 73.3555, note 7; *see Review of the Commission’s Regulations Governing Television Broadcasting*, 14 FCC Rcd 12903, 12939 (1999), *recon. granted in part*, 16 FCC Rcd 1067, 1076-78 (2001).

The Financial Condition of KSCW is Poor

The Banks Declaration attaches detailed financial information for KSCW covering the last three years of operations.^{3/} As Mr. Banks states, “KSCW has suffered operating losses each year since it was acquired in 2000 shortly after the station went on the air.” Banks Declaration at 2. In each of the last three years, the station has had a six-figure negative cash flow. In 2006 alone, the station’s cash flow was a negative 563,378 dollars. Mr. Banks states that the projections for KSCW for 2007, operating as a stand-alone station, are “similarly poor.”

This historically poor financial condition is rooted in fundamental operational impediments, and the Station’s adverse financial condition will persist if operated independently. KSCW was an affiliate of the WB network and, last year, became an affiliate of The CW. The Wichita-Hutchinson DMA, while 67th in population, is the sixth largest DMA in the United States in terms of area. Each of the traditional network affiliates in the DMA own satellite or translator stations to extend their coverage across the market. KSCW, which has no repeater facilities, has operated at a greater competitive disadvantage than emerging network affiliates in other, more geographically compact, markets. The record of consistent negative financial performance for KSCW indicates that the station is unlikely, operated on its own, to ever overcome this disadvantage. The Commission should conclude, therefore, that the station’s financial condition is poor.

The Assignment of KSCW to Sunflower Will Benefit the Public Interest

The Commission recognized, when it adopted its “failing station” waiver policy in 1999, that, “[a]llowing a ‘failing’ station to join with a stronger station in the market can greatly

^{3/} Exhibits B and C to the Banks Declaration, which contain confidential financial data, are being filed separately with the Commission, along with a request for confidential treatment.

improve its ability to improve its facilities and programming operations, thus benefiting the public interest.”^{4/} It understood that these waivers might be “of particular assistance to struggling stations in smaller markets that are not covered by the eight voice/top four ranked station test.”^{5/}

The assignment of KSCW to Sunflower will result in precisely the type of benefits to the public interest that the Commission contemplated. The attached Declaration of Joan Barrett, President of Sunflower, describes some of the improvements in facilities and services that will follow upon consummation of this transaction.

- While KSCW-DT now operates on licensed digital facilities, it does not distribute programs in high definition format. Following the consummation of the assignment, Sunflower will upgrade KSCW-DT to enable broadcast of programs from The CW in high definition format.^{6/}
- Due to financial constraints, KSCW does not offer local weather programming or have the capability of monitoring weather events. KWCH-TV has state of the art Super Doppler radar capability and five staff meteorologists. Weather and emergency information from KWCH will be broadcast on KSCW, as well, a benefit of particular importance in KSCW’s service area which is part of “Tornado Alley.”^{7/}
- Due to financial constraints, KSCW does not now broadcast local news. Aircraft and aircraft parts manufacturers operate a number of plants in the Wichita area. After consummation of the transaction, in addition to the weather programming described above, KSCW will re-broadcast KWCH’s 10 pm late news program at 1:30 am, providing local news programs for late-shift workers at those plants who will then be arriving at their homes. This will increase the sources of local news and information to

^{4/} *Review of the Commission’s Regulations Governing Television Broadcasting*, 14 FCC Rcd 12903, 12939 (1999).

^{5/} *Id.*

^{6/} A similar commitment was part of the public interest benefits supporting a failing station waiver approved in *Hispanic Keys Broadcasting, Inc.*, 19 FCC Rcd 4603, 4606 (Media Bureau 2004).

^{7/} *See WCWN LLC*, 21 FCC Rcd 13522, 13524 (Media Bureau 2006); *KSMO Licensee, Inc.*, 20 FCC Rcd 15254, 15257, 15258 (Media Bureau 2005).

area residents who do not now have access to a local television news program.^{8/} Sunflower will also explore adding a daily weekday morning news program to the KSCW schedule and a weekly local public affairs program.

- Sunflower and KWCH devote substantial staff and other resources to public service in the Wichita-Hutchinson area. Because of the greater resources that this transaction will make available to KSCW, these other public service activities will be extended to KSCW, expanding the range of broadcaster public service activities in the market.^{9/}
- Finally, Sunflower commits that it will maintain separate network affiliations for KWCH and KSCW.^{10/}

These improvements to the operation and programming of KSCW will provide tangible public interest benefits to the public in the Wichita-Hutchinson market. They are similar to the benefits which the Commission has found supported previous failing station waivers.

There Is No Out-of-Market Purchaser for KSCW

The declaration of Kelly Callan, an experienced station broker at Kalil & Company, is attached. Kalil was retained by Banks Broadcasting to market KSCW. Kalil approached 16 out-of-market prospective purchasers. Only one made an offer for the station, at a level well below its appraised value. Given the absence of a viable out-of-market purchaser, Kalil approached other stations in the Wichita-Hutchinson market, and an agreement with Sunflower ensued. As Mr. Callan concludes, “it is the considered judgment of Kalil that, despite an extensive marketing process, including an independent valuation and significant outreach to prospective out-of-market buyers, the only potential bona fide purchaser of KSCW is an in-market buyer.” Callan Declaration at 2.

^{8/} See *KSMO*, 20 FCC Rcd at 15256 (“Meredith indicates that it would repurpose appropriate local programming and program content for broadcast on KSMO”).

^{9/} See *WCWN*, 21 FCC Rcd at 13524.

^{10/} See *WCWN*, 21 FCC Rcd at 13524; *KSMO*, 20 FCC Rcd at 15256.

The Commission made clear, in denying reconsideration of the failing station waiver standard, that the presumption that a failing station waiver would be in the public interest rests on a showing that “no out-of-market buyer is willing to operate the station, and that sale to such a buyer would result in an artificially depressed price.”^{11/} As the Callan Declaration demonstrates, there is no viable out-of-market purchaser for KSCW.

Conclusion

As the Commission concluded in adopting the failing station waiver policy, “[p]ermitting such stations to merge should pose minimal harm to our diversity and competition goals, since their financial situation typically hampers their ability to be a viable ‘voice’ in the market.”^{12/} KSCW has, under its present ownership, struggled to become financially viable, but the exigencies of operating as an affiliate of an emerging network in a medium-sized market have not allowed it to succeed. Its situation is precisely what the Commission had in mind in developing the failing station waiver policy. Assignment of the license for KSCW to Sunflower will result in both continuation of CW over-the-air service to the Wichita-Hutchinson market and in improved service to the public. The Commission should, therefore, grant a waiver of its local TV ownership rule and approve the assignment of the license for KSCW to Sunflower.

^{11/} *Review of the Commission’s Regulations Governing Television Broadcasting (Reconsideration Decision)*, 16 FCC Rcd 1067, 1076 (2001).

^{12/} *Review of the Commission’s Regulations Governing Television Broadcasting*, 14 FCC Rcd 12903, 12938-39 (1999).

Declaration of Lyle Banks – Exhibit A

**Declaration of Lyle Banks
President and Chairman
Banks Broadcasting, Inc.**

I, Lyle Banks, do hereby declare under penalty of perjury that the following is correct to the best of my knowledge, information and belief:

1. I am President, Chairman and controlling owner of Banks Broadcasting, Inc. ("Banks"), a minority-controlled broadcast television company. My responsibilities include the management of programming and budgeting of Banks-owned stations KSCW, Channel 33, in Wichita, Kansas ("KSCW") and KNIN-TV, Channel 9, in Caldwell, Idaho. Banks is the sole and managing member of WLBB Broadcasting, LLC, the licensee of station KSCW.

2. I have served in my current position since 2000. In that capacity, I have been personally responsible for the financial and programming operations for both Banks-owned television stations. Prior to forming Banks and becoming President and Chairman, I worked for LIN Television Corporation ("LIN TV") for 12 years, first in various Sales Management capacities and then as General Manager of its station WAVY-TV, the NBC affiliate in Portsmouth, Virginia. Later, I served as General Manager of WMAQ-TV, the NBC owned and operated station in Chicago. In all, I have more than 25 years experience in management, budgeting, and planning for broadcast television stations in markets of all sizes.

3. I understand that this Declaration, which provides detailed information on the ratings performance and financial condition of KSCW, will be provided to the Federal Communications Commission (FCC) in support of a request for waiver of Section 73.3555(b) of the FCC's rules, in connection with an application for consent to assign the license of KSCW from WLBB Broadcasting, LLC to Sunflower Broadcasting, Inc.

4. KSCW serves the Wichita-Hutchinson, Kansas DMA, and is affiliated with the CW network. The station made its first on-air broadcast in August 1999 as WB affiliate KWCV. Banks acquired KWCV from Turner Communications, Inc. in 2000, shortly after the station's construction and debut. KWCV changed its call letters to KSCW soon after the WB-UPN merger in 2006 and the station's subsequent affiliation with CW.

5. As the attached Exhibit A shows, KSCW has struggled to obtain any meaningful audience shares. Based on the four A.C. Nielsen Media Research audience sweeps periods for each of the past three full years, KSCW's all-day (Saturday-Sunday, 9 a.m. to midnight) audience share has consistently fallen well below 4%. For 2006, the station's audience shares for these four periods were 2.2% for February sweeps, 2.1% for May sweeps, 2.3% for July sweeps, and 2.7% for November sweeps. For 2005, the station's audience shares for these four periods were 2.3% for February sweeps, 2.7% for May sweeps, 2.1% for July sweeps, and 2.4% for November sweeps. For 2004, the station's audience shares for these four periods were 2.2% for February sweeps, 2.1% for May sweeps, 2.1% for July sweeps, and 2.5% for November sweeps. The station has had an average all-day audience share of 2.27% over those three years.

6. The attached financial information in Exhibit B and Exhibit C were prepared in consultation with the financial officers of LIN TV. LIN TV, as a minority-owner of Banks, provides financial advisory services and regularly provides support services in connection with the analysis and preparation of Banks's financial information. The information provided in the Exhibits accurately represents the financial condition of KSCW. The cash flow statements at Exhibit B were compiled using broadcasting industry standards. The income statements for 2003 through 2005 at Exhibit C are audited statements prepared in accordance with generally accepted accounting principles, and the 2006 statement will be audited in the Spring of 2007.

7. The station's poor financial condition is demonstrated by its persistent negative cash flow and operating losses. KSCW has never generated a profit in its existence. Since Banks acquired the station in 2000, the company and its equity holders have invested significant funds in the station's programming and service. However, as shown in Exhibit B, KSCW has suffered significant negative cash flow over the past three years, as summarized in the following table:

Cash Flow for KSCW

Year	Cash Flow
2004	(474,593)
2005	(247,710)
2006	(563,378)

As the table shows, the station has suffered six-figure negative cash flow over the past three years.

8. As the financial statements provided in Exhibit C show, KSCW has suffered operating losses each year since it was acquired in 2000 shortly after the station went on the air, with an average yearly operating loss of \$746,586. As this table summarizes, the station has operated at significant losses over the last four years:

Operating Losses for KSCW

Year	Income/(Loss)
2003	(1,017,762)
2004	(732,925)
2005	(295,533)
2006	(940,125) ¹

¹ As noted in Exhibit C, this figure severely under represents the station's losses. As required by Statement of Financial Accounting Standards No. 142, the company has completed an impairment test for broadcast licenses, which consists of a comparison of the fair value of the license with a carrying amount using a discounted cash flow valuation method that excludes network compensation payments. Where the carrying amount was less than fair value, as in KSCW, an impairment loss was recognized and recorded. As a result, the station's 2006 Income Statement shows an operating loss of \$3,756,825.

Based upon our projections, the financial results in 2007 are similarly poor.

9. The poor financial condition of KSCW renders impractical the raising of additional investment funds or incurrence of additional debt on commercially acceptable terms, either of which would be essential for the continued operation of the station. Accordingly, there is no commercially viable alternative for KSCW's survival other than the sale of the station to a third party. We have supplied, on a separate attachment, a declaration from Kelly Callan, Vice President of Kalil and Co., which details the intensive efforts to sell KSCW.

Executed on this 23rd day of March, 2007.



Lyle Banks

AVG AUDIENCE SHR MON/SUN 9:00AM-12:00AM

Author: Marcus Wilkerson



Schedule Dates: 01/01/2007 - 12/30/2007

Advertiser:

Advertiser Product:

Spot Length(s): :30

Agency:

Buyer:

Estimate #:

Proposal ID: 700

Acct. Exec: Marcus Wilkerson

Phone #: 316-219-5603

FAX #:

Email: mwilkerson@kansascw.com

Program Name	Time Period	DMA HH		DMA HH	
Book		Shr	HUT	Shr	HUT

FEB 2006	Mo-Su 9:00a-12:00a				
Feb/2006		2.2	33.5	2.2	149.8
May/2006		2.1	29.4	2.1	131.3
Jul/2006		2.3	28.6	2.3	128.0
Nov/2006		2.7	33.0	2.7	147.2
Feb/2005		2.3	34.3	2.3	153.1
May/2005		2.7	30.4	2.7	135.5
Jul/2005		2.1	29.4	2.1	131.2
Nov/2005		2.4	32.7	2.4	145.9
Feb/2004		2.2	33.5	2.2	149.8
May/2004		2.1	29.4	2.1	131.3
Jul/2004		2.1	29.4	2.1	131.2
Nov/2004		2.5	33.6	2.5	150.0

Declaration of Lyle Banks – Exhibits B & C

Exhibits B & C contain confidential financial data and are being filed separately with the Commission, along with a request for confidential treatment.

**Declaration of Joan M. Barrett
President, Sunflower Broadcasting, Inc.**

I, Joan M. Barrett, do hereby declare under penalty of perjury that the following is true and correct to the best of my knowledge, information and belief:

1. I have read Assignee's Exhibit 15 to the Application for FCC Consent to the Assignment of the license for KSCW, Wichita, Kansas, to Sunflower Broadcasting, Inc. The facts described in that Exhibit are, to the best of my knowledge, true and correct.
2. As President of Sunflower Broadcasting and General Manager of KWCH-TV, Hutchinson, Kansas, I will have management responsibility for KSCW after consummation of the assignment of its license to Sunflower. Sunflower, and its parent company, Schurz Communications, Inc., will take the following steps to provide the public in the Wichita-Hutchinson market with increased public interest benefits.
 - We will upgrade KSCW-DT to permit broadcasting in high definition format.
 - The state-of-the-art weather forecasting capabilities of KWCH-TV, including Super Doppler radar and five staff meteorologists, will be made available to viewers of KSCW. This is particularly important in our area which is part of "Tornado Alley" and suffers from frequent weather emergencies.
 - The 10 pm late news program on KWCH-TV will be rebroadcast on KSCW at 1:30 am, a time that is convenient for workers on the late shifts in the numerous aircraft and aircraft parts plants in the Wichita area. In addition to the weather programming described above, we will explore creation of a daily morning news program on KSCW and a weekly local public affairs program.
 - KWCH-TV devotes significant resources to assisting public service agencies in the Wichita-Hutchinson market. These resources will be shared with KSCW, increasing its participation in the community and the effectiveness of our public service activities.
 - Sunflower will maintain separate network affiliations for KSCW and KWCH-TV.

Executed this 29th day of March, 2007.


Joan M. Barrett

**Declaration of Kelly Callan
Vice President
Kalil and Company**

I, Kelly Callan, do hereby declare under penalty of perjury that the following is true and correct to the best of my knowledge, information and belief:

1. I am Vice President of Kalil and Company ("Kalil"), a media and brokerage consulting firm based in Tucson, Arizona. Kalil has provided full service to clients in the media brokerage business for more than thirty-five years, and its six brokers have more than a hundred combined years of experience in media brokerage. For the last three years, Kagan Research has rated Kalil the top media brokerage firm in the country in terms of total deal volume, and over the same period Kalil has brokered media transactions totaling more than a billion dollars.

2. As Vice President of Kalil, I have extensive knowledge of the television industry in general, having worked as a media broker for the past 20 years. I have both consulted for and appraised television stations for a variety of purposes, including acquisitions, divestitures, mergers, financing, and restructuring of debt. I have been personally involved in the acquisition or sale of hundreds of broadcast properties, including stations in small, medium, and large markets. Prior to joining Kalil, I held a position in sales in the communications industry for three years.

3. In July 2006, Kalil was retained by Banks Broadcasting, Inc., a minority-controlled television broadcasting company ("Banks"), to make an independent appraisal of the fair market value of television station KSCW, UHF Channel 33, Wichita, Kansas, and to undertake efforts to locate a qualified buyer. Banks is the owner of the licensee of KSCW and one other station.

4. KSCW, which is affiliated with the nascent CW Network, is located in the Wichita-Hutchinson, Kansas, Nielsen Designated Market (the 67th ranked DMA). The geographically expansive DMA — extending approximately 300 miles long (east to west) and 200 miles wide (north to south) — includes 64 counties, representing over two-thirds of the area of Kansas. The major network affiliates each operate one or more satellite stations to reach this expansive but sparsely populated area. KSCW does not own any such satellite or repeater station and thus its coverage of the market is limited.

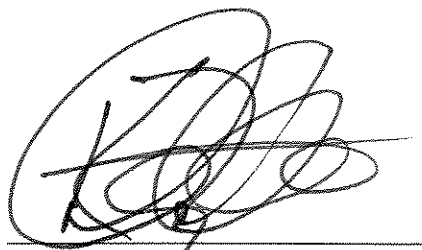
5. After a review of our regional and national television station marketplace contacts, Kalil developed a list of sixteen out-of-market prospective buyers for KSCW. After following up with these prospects, it became clear that KSCW did not represent even a potentially attractive opportunity to the majority of broadcast companies that Kalil contacted. Specifically, only four requested and received non-disclosure agreements. Only three out-of-market prospects executed non-disclosure agreements with Kalil, and only one made an offer for the station. That one offer was for a purchase price 40% below the independently appraised fair market value for the station.

In light of its extensive marketing efforts, Kalil concluded that it would be unable to obtain any reasonable offer for the station from an entity located outside the market.

6. Given the lack of bona fide interest in KSCW at the national and regional levels, Kalil and Banks decided to pursue potential buyers in the Wichita market. Kalil contacted four prospective in-market buyers but only two of those made a written proposal. On December 18, 2006, Banks entered into a non-binding letter of intent with in-market broadcaster Schurz Communications, Inc. and its wholly-owned subsidiary, Sunflower Broadcasting, Inc. ("Sunflower") to acquire the station. It thereafter entered into negotiations with Sunflower on a definitive purchase agreement.

7. In light of these facts, it is the considered judgment of Kalil that, despite an extensive marketing process, including an independent valuation and significant outreach to prospective out-of-market buyers, the only potential bona fide purchaser of KSCW is an in-market buyer.

Executed on this 23rd day of March 2007.



Kelly Callan