

Description of Transaction

Northwest Communities Education Center (“NCEC”), licensee of noncommercial educational station KDNA(FM),¹ Yakima, Washington, is a non-stock, non-profit organization. NCEC is filing this application to obtain Commission consent to a change in control of its Board of Directors that will arise as the result of an agreement into which NCEC has entered with Se-Mar Community Health Center whereby the members of the NCEC Board of Directors would, upon receipt of the Commission’s consent to the resultant transfer of control, be replaced by the members of the Sea-Mar Board of Directors. Sea-Mar is, like NCEC, a non-stock, non-profit organization and, as is set forth in the transferee’s portion of this application, a Commission licensee. Because this change in the NCEC Board will not be occurring gradually, but will take place in a single transaction, Commission consent is being sought on an FCC Form 315.

New Board

The names of the members of the new NCEC Board (“New Board”) to whom control will pass, and with respect to which transfer of control Commission consent is hereby sought, are:

OFFICERS

Rogelio Riojas, President & CEO
Mary Bartolo, Executive VP
Michael Leong, VP, Corporate & Legal
Doug Dale, VP, Finance

DIRECTORS

Greg Ma, Board Chair
Jesus Sanchez, Board Vice Chair
Jacqueline Patek, Board Secretary
Roger Valdez, Board Treasurer
Katherine Lowe, Vice Chair/Home Care
Michelle Danley

¹ NCEC is an applicant and tentative selectee for a new noncommercial FM station at Prosser, WA. See File No. BNPED-20071018AQJ. Consistent with Section 73.3573 of the Commission’s rules and the Commission’s polices thereunder, NCEC will be filing an amendment to that application to report the changes in its board brought about by consummation of the transactions contemplated by the instant application.

Erasmus Gamboa
 Carolyn Jackson
 Glenda Satterfeal
 Diana Savelle
 Felipe Trinidad-Martinez
 Silverio Vivanco Sanchez
 Carlos Bejar
 James Caudle
 Chaowei Tsai
 Yvonne Cooper

The mailing address for the new board members is c/o Sea-Mar Community Health Center, 1040 South Henderson, Seattle, WA 98108.

Favorable action on this application would thus lead to the following changes in interest:²

NAME	CITIZENSHIP	INTEREST HELD			
		<u>BEFORE TRANSFER</u>		<u>AFTER TRANSFER</u>	
		<u>Vote</u>	<u>Equity</u>	<u>Vote</u>	<u>Equity</u>
Oscar Cerda	USA	14.286%	N/A	0	N/A
Leonard Black	USA	14.286%	N/A	0	N/A
Jorge E. Lobos	USA	14.286%	N/A	0	N/A
Gregorio Herrera	USA	14.286%	N/A	0	N/A
Estella del Villar	USA	14.286%	N/A	0	N/A
Becky Mares	USA	14.286%	N/A	0	N/A
Genoveva Morales Ledesma	USA	14.286%	N/A	0	N/A
Greg Ma	USA	0%	N/A	6.25%	N/A
Jesus Sanchez	USA	0%	N/A	6.25%	N/A
Jacqueline Patek	USA	0%	N/A	6.25%	N/A
Roger Valdez	USA	0%	N/A	6.25%	N/A
Katherine Lowe	USA	0%	N/A	6.25%	N/A
Michelle Danley	USA	0%	N/A	6.25%	N/A
Erasmus Gamboa	USA	0%	N/A	6.25%	N/A
Carolyn Jackson	USA	0%	N/A	6.25%	N/A
Glenda Satterfeal	USA	0%	N/A	6.25%	N/A
Diana Savelle	USA	0%	N/A	6.25%	N/A
Felipe Trinidad-Martinez	MX	0%	N/A	6.25%	N/A
Silverio Vivanco Sanchez	MX	0%	N/A	6.25%	N/A
Carlos Bejar	USA	0%	N/A	6.25%	N/A

² The incumbent NCEC Board Members that are listed in this application are those members listed in the FCC Form 323-E filed with the renewal application filed by NCEC in 2006.

Northwest Communities Education Center
 FCC Form 315
 Exhibit 6 & 16

NAME	CITIZENSHIP	INTEREST HELD			
		<u>BEFORE TRANSFER</u>		<u>AFTER TRANSFER</u>	
		<u>Vote</u>	<u>Equity</u>	<u>Vote</u>	<u>Equity</u>
James Caudle	USA	0%	N/A	6.25%	N/A
Chaowei Tsai	USA	0%	N/A	6.25%	N/A
Yvonne Cooper	USA	0%	N/A	6.25%	N/A

No officer or other member of the Board of Directors holds an interest in any other broadcast station, newspaper, cable system or other medium of mass communications that would cause such officership or membership position to run afoul of the Commission's ownership limitations as set forth in Section 73.3555 of the Commission's rules.

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