

WPIX(TV), New York, NY
FCC Form 314
Exhibit 16

REQUEST FOR CROSS-OWNERSHIP WAIVER

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I. INTRODUCTION AND SUMMARY

The instant application seeks consent to the assignment of licenses held by WPIX, Inc., Debtor-in-Possession (“WPIX-DIP”), including that for television station WPIX(TV), New York, New York, to WPIX, Inc. (“Reorganized WPIX”). This proposed assignment is part of the reorganization of WPIX-DIP’s ultimate parent company, Tribune Company, Debtor-in-Possession (“Tribune”),¹ and most of Tribune’s subsidiaries, in which, subject to the approval of the Bankruptcy Court, certain of Tribune’s current lenders will acquire equity interests and Reorganized Tribune will emerge from bankruptcy and thereafter become a publicly traded company.

Tribune has been a fixture in the New York community since at least 1919, when it began publishing the *New York Daily News*.² Tribune signed WPIX(TV) on the air in 1948. In March 2000, Tribune merged with Times Mirror and through that merger, acquired *Newsday*. From March 2000 until July 2008 the company indirectly owned both a 100% interest in the publisher of *Newsday* and a 100% interest in the corporate predecessor of WPIX-DIP. Pursuant to a transaction with Cablevision Systems Corporation (“Cablevision”) in July 2008, Tribune contributed substantially all of the assets and liabilities related to its *Newsday* operations to Newsday Holdings, LLC (“Newsday Holdings”), a limited liability company formed by Tribune and Cablevision (the “Newsday Transaction”). As a result of the Newsday Transaction, Cablevision now owns approximately 97% and Tribune indirectly owns approximately 3% of the equity of Newsday Holdings, the parent company of *Newsday*’s publisher, Newsday, LLC.

¹ We will refer to the post-bankruptcy reorganized company herein as “Reorganized Tribune” and, where appropriate, that term will be used to include Reorganized WPIX as well. The term “Tribune,” as noted above, will be used to refer to Tribune Company, Debtor-in-Possession and also, where appropriate, will be used to refer to the Debtor-in-Possession’s corporate predecessor.

² Tribune sold the *New York Daily News* in 1991.

Cablevision maintains operational control of Newsday, LLC through its indirect wholly-owned subsidiary CSC Holdings, Inc.

Because Tribune's interest in *Newsday* remains attributable, Reorganized WPIX requests a permanent waiver of Section 73.3555(d), the newspaper/broadcast cross-ownership rule (the "NBCO Rule"), to permit the continued ownership of WPIX(TV) in combination with Tribune's approximate 3% indirect equity interest in Newsday Holdings.³ In the alternative, Reorganized WPIX seeks a temporary waiver of the NBCO Rule until 18 months after pending proceedings to revise the NBCO Rule become final.

The FCC eliminated the prohibition on newspaper/broadcast cross-ownership in 2003, the United States Court of Appeals for the Third Circuit upheld the elimination of the ban in 2004, and the FCC reaffirmed its 2003 holding that the NBCO Rule in its 1975 form no longer serves the public interest in December 2007.⁴ That decision was challenged in several Courts of Appeals, and the cases were ultimately transferred to the Third Circuit.⁵ In March 2010, that

³ The publisher of *Newsday* also publishes *amNew York*, a free five-day per week niche publication narrowly-targeted to young (18-34) urban professionals in the New York City DMA (primarily in Manhattan, but also in the city's other boroughs and in New Jersey). *amNew York* is distributed through more than 150 street hawkers and more than 1,200 street boxes placed on city sidewalks, and has an average weekday circulation of approximately 327,000. *amNew York* is a mix of repurposed *Newsday* content, third-party news content, and content original to *amNew York* focused on entertainment, popular culture, and local events; it does not have an editorial page. For these reasons, Reorganized WPIX believes that *amNew York* is not a separate "newspaper" under the NBCO Rule, and no waiver should be necessary. To the extent, however, that a waiver is deemed necessary, Reorganized WPIX requests that the instant request for waiver of the NBCO Rule to permit common ownership of WPIX(TV) and the approximate 3% indirect equity interest in *Newsday* also be deemed to include *amNew York*.

⁴ See *infra* Section II.A.3.

⁵ The Judicial Panel on Multidistrict Litigation consolidated the appeals originally filed in the United States Courts of Appeals for the First, Third, Sixth, Ninth, and District of Columbia Circuits and determined by random selection that the case would be heard in the Ninth Circuit. *In re: Federal Communications Commission, In the Matter of 2006 Quadrennial Regulatory Review*, RTC No. 95 (J.D.P.M.L. Mar. 11, 2008). The Ninth Circuit Court of Appeals subsequently transferred the case to the Third Circuit. *Media Alliance v. FCC*, Nos. 08-70830, *et al.* (9th Cir. Nov. 4, 2008).

court lifted a stay that it had first put in place in September 2003 and continued in its 2004 decision and a 2009 order, thus allowing revised standards for waiver of the NBCO Rule to take effect. Under these modified waiver standards, Reorganized Tribune's New York combination presumptively is entitled to a permanent NBCO waiver.

Just a month before its December 2007 media ownership decision, the Commission determined that it was appropriate for Tribune to receive a temporary waiver of the NBCO Rule in New York allowing continued common ownership of WPIX(TV) and *Newsday*.⁶ Since that decision, the country has experienced a dramatic economic downturn that has been particularly severe in its impact on the newspaper and broadcast industries – already devastated by changes in the advertising market and increasing competition from Internet and other sources of news, information, and entertainment. The effects of that downturn ultimately resulted in the filing of petitions for bankruptcy by Tribune and nearly all of its subsidiaries, including the licensee of WPIX(TV).⁷

WPIX(TV) currently airs 33 hours per week of local news (more than all but one of its competitors), an additional 30 minutes per week of local public affairs programming, and 60 minutes per week of locally-produced lifestyle programs. In addition to its scheduled newscasts and public affairs programming, WPIX(TV) produces and broadcasts consistently hard-hitting investigative reports on topics such as drunk driving by police officers, the proliferation on New York City streets of guns that are purchased out-of-state, the sale of illegal drugs at Manhattan bodegas, and the deteriorating condition of New York City subway stations. During election

⁶ See *Shareholders of Tribune Co.*, Memorandum Opinion and Order, 22 FCC Rcd 21,266 (2007), *appeal pending sub nom. Tribune Co. v. FCC*, Nos. 07-1488, 07-1489 (D.C. Cir. filed Dec. 3, 2007).

⁷ See *In re Tribune Company, et al.*, No. 08-13141 (KJC) (Bankr. D. Del. filed Dec. 8, 2008).

seasons, WPIX(TV) airs in-depth political and election specials and commentary featuring appearances by candidates and local political experts. Frequently throughout the year, WPIX(TV) also produces and broadcasts special programming regarding issues of particular importance to the local community, such as three specials on the life and work of Dr. Martin Luther King that aired in 2008 and 2009 and a special report on the life and music of Michael Jackson broadcast shortly after his death. In a special foray into advocacy journalism, WPIX(TV), at the end of 2009 and the beginning of 2010, broadcast “Project SOS” (“Support Our Students”), a series of reports concerning the city’s possible elimination of free transit rides for public school students headed to and from school and advocating for restoration of proposed budget cuts.

The New York Designated Market Area (“DMA”) is the largest and most diverse and competitive market in the country. The number of sources from which New York City residents can obtain local news and information has multiplied exponentially since the Commission adopted the NBCO Rule in 1975 and has continued to expand since Tribune’s 2000 merger with Times Mirror (and acquisition of *Newsday*) and since its 2008 *Newsday* Transaction. Common ownership of WPIX(TV) and *Newsday* from 2000 to 2008 resulted in journalistic synergies that have contributed to the public interest. These benefits of cross-ownership have endured since the *Newsday* Transaction because WPIX(TV) was able to increase and improve its local news and public affairs programming during the period of common ownership. Allowing Reorganized Tribune’s continued ownership of the television station and an approximate 3% indirect equity interest in the parent company of the publisher of *Newsday* will continue to serve the public interest without any diminution of diversity in the sources of news and information or harm to competition in the New York DMA. Thus, under the revised standards for waiver of the NBCO

Rule now in effect or under any reasonable standard that takes into account the public interest benefits provided by the combination in question, Reorganized Tribune should be granted a permanent waiver of the NBCO Rule permitting its continued common ownership of the New York newspaper and broadcast interests and also permitting a subsequent sale of those interests in tandem following the company's emergence from bankruptcy. Such relief is fully justified in this case given the Commission's prior findings, the exigencies of Tribune's bankruptcy status, and the need for the FCC to ensure comity with the bankruptcy process. At the very least, a temporary waiver until 18 months after the Commission completes its review of the NBCO Rule and that action becomes a final order no longer subject to judicial review is appropriate here.

II. PROCEEDINGS RELATED TO THE NBCO RULE, TRIBUNE'S NEW YORK PROPERTIES, AND THE IMPACT OF THE ECONOMIC DOWNTURN.

A. The NBCO Rule.

1. Adoption Of The NBCO Rule In 1975.

In 1975, the FCC adopted the NBCO Rule prohibiting ownership of a daily newspaper and a broadcast station serving the same community.⁸ In its decision adopting the NBCO Rule, the Commission acknowledged the potential detriments of the prohibition and the very shaky factual foundation upon which it was based.⁹ The agency also recognized the pioneering spirit of cross-owners and the fact that broadcast stations affiliated with newspapers tended to be superior licensees, particularly in terms of locally oriented service.¹⁰ Despite its recognition of the public interest benefits of cross-ownership, the agency nevertheless adopted the NBCO Rule in reliance

⁸ *Multiple Ownership of Standard, FM & Television Broad. Stations*, Second Report and Order, 50 F.C.C.2d 1046 (1975) ("1975 Order"), *aff'd* *FCC v. Nat'l Citizens Comm. for Broad.*, 436 U.S. 775 (1978) ("NCCB").

⁹ *Id.* at 1074 (¶ 99), 1078-81 (¶¶ 108-13).

¹⁰ *Id.*; *see id.* at Appendix C, 50 F.C.C.2d at 1094-98 (recognizing that co-owned stations produce greater amounts of local informational programming).

on what the agency itself termed a “mere hoped for gain in diversity.”¹¹ Importantly, however, the Commission concluded that where there was at least one other broadcast station licensed to a community, cross-ownership would be grandfathered because the harm from forced divestiture outweighed any theoretical benefit of separate ownership.¹² The FCC also contemplated processing a “number of waiver requests.”¹³ The Supreme Court upheld the FCC’s decision to grandfather most existing combinations and relied heavily on the availability of waivers in affirming the NBCO Rule in 1978.¹⁴ As shown below, application today of the waiver standards adopted in 1975 would permit Tribune to continue to own WPIX(TV) in combination with its approximate 3% indirect equity interest in *Newsday*.¹⁵

2. Proposed Relaxation In The 1990s.

More than a decade ago, clearly recognizing the significant changes that had occurred in the media landscape since 1975, the FCC began calling for changes to the NBCO Rule. In 1996,

¹¹ *Id.* at 1078 (¶ 109).

¹² *Id.* at 1078-86 (¶¶ 108-22).

¹³ *See id.* at 1085 (¶ 118). In the *1975 Order*, the Commission first explained that it would consider granting waivers in three types of situations involving financial hardship or distress: (1) an inability to sell a station; (2) a potential sale, but only at an artificially depressed price; or (3) where separate ownership and operation of the newspaper and station could not be supported in the locality. *1975 Order*, 50 F.C.C.2d at 1085 (¶ 119). The Commission also established a fourth and independent basis for waiver: if it can be shown “*for whatever reason* that the purposes of the rule would be disserved by divestiture, if the rule, in other words, would be better served by continuation of the current ownership pattern, then waiver would be warranted.” *Id.* (emphasis added and internal citation omitted). The Commission has subsequently encapsulated its waiver policy as counseling in favor of waivers “if: (1) a combination could not sell a station; (2) a combination could not sell a station except at an artificially depressed price; (3) separate ownership and operation of a newspaper and a station could not be supported in a locality; or (4) for whatever reason, the purposes of the rule would be disserved.” *Cross-Ownership of Broad. Stations and Newspapers; Newspaper/Radio Cross-Ownership Waiver Policy*, Order and Notice of Proposed Rulemaking, 16 FCC Rcd 17,283, 17,284-85 (¶ 3) (2001) (“*Newspaper/Broadcast NPRM*”). These purposes necessarily must be understood to include the promotion of localism and diversity, the key goals upon which the NBCO Rule is premised.

¹⁴ *See NCCB*, 436 U.S. at 802 n.20.

¹⁵ *See infra* Section IV.

in explaining its grant of a temporary waiver of the NBCO Rule to Capital Cities, the Commission stated that it would “proceed expeditiously with an open proceeding to consider revising [its] newspaper broadcast cross-ownership policies.”¹⁶ Chairman Hundt separately observed that the NBCO Rule “is right now impairing the future prospects of an important . . . source of education and information: the newspaper industry” and stated that the Commission should be able to complete the rulemaking within one year – before the expiration of the waiver granted to Capital Cities.¹⁷ That same year, the agency issued a Notice of Inquiry regarding potential relaxation of its policy for waiving the NBCO Rule as it applied specifically to newspaper/radio cross-ownership.¹⁸

The very next year (in 1997), Tribune proposed to acquire six stations owned by Renaissance Communications Corp., including one in the Miami-Ft. Lauderdale market where Tribune already owned a newspaper. After a challenge by Tribune in the D.C. Circuit, the FCC granted Tribune a temporary waiver of the NBCO Rule in Miami pending the outcome of the Commission’s anticipated review of the rule in its 1998 biennial review.¹⁹ Both the FCC and the Court recognized the need for modification of the NBCO Rule, but the FCC stated, and the Court

¹⁶ *Capital Cities/ABC, Inc.*, Memorandum Opinion and Order, 11 FCC Rcd 5841, 5851 (¶ 6) (1996).

¹⁷ *Id.* at 5906, 5908 (Separate Statement of Chairman Reed E. Hundt). The Commission did not complete the promised proceeding within the year, and Capital Cities was subsequently granted a temporary waiver pending the outcome of the promised rulemaking proceeding. See Letter to Joel Rosenbloom and Alan Braverman from Roy J. Stewart, Chief, Mass Media Bureau (Oct. 24, 1996) (“*Capital Cities Letter Decision*”).

¹⁸ *Newspaper/Radio Cross-Ownership Waiver Policy*, Notice of Inquiry, 11 FCC Rcd 13,003 (1996).

¹⁹ *Renaissance Commc’ns Corp.*, Order, 13 FCC Rcd 4717 (1998). The FCC initially granted Tribune a finite period to come into compliance with the NBCO Rule, but after review of the D.C. Circuit’s opinion in *Tribune Co. v. FCC*, 133 F.3d 61 (D.C. Cir. 1998), extended the waiver until the completion of the anticipated rulemaking.

agreed, that the promised rulemaking, rather than the Tribune/Renaissance transaction, was the appropriate proceeding in which to effectuate such change.²⁰

Also in 1997, the Newspaper Association of America (“NAA”) filed a formal Petition for Rulemaking seeking repeal or relaxation of the NBCO Rule.²¹ The FCC did not act on that petition. Instead, as required under Section 202(h) of the Telecommunications Act of 1996,²² the Commission in 1998 undertook its first Biennial Review of its media ownership rules, which it completed two years later in 2000 by issuing the *1998 Biennial Regulatory Review Report*.²³ There, the agency again concluded that the NBCO Rule needed to be modified and promised to initiate a rulemaking proceeding to amend it.²⁴ The Commission did not, however, open such a rulemaking. Rather, the agency launched its 2000 Biennial Review, releasing a report in 2001 in which it committed once more to “issue a notice of proposed rulemaking seeking comment on

²⁰ *Renaissance Commc’ns Corp.*, Memorandum Opinion and Order, 12 FCC Rcd 11,866, 11,888 (¶ 51) (1997) (“*Renaissance*”), *aff’d sub nom. Tribune Co. v. FCC*, 133 F.3d 61 (D.C. Cir. 1998).

²¹ Tribune is a member of NAA.

²² See Telecommunications Act of 1996, Pub. L. No. 104-104, § 202(h); *see also* 47 U.S.C. § 161. Section 202(h) requires the Commission to determine whether its media ownership rules remain “necessary in the public interest as the result of competition” and to “repeal or modify any regulation it determines to be no longer in the public interest.” The reviews were first required to be conducted every two years, but in 2004 Congress amended Section 202(h) to require reviews on a quadrennial basis. Consolidated Appropriations Act, 2004, Pub. L. No. 108-199, § 629, 118 Stat. 3, 99 (2004).

²³ *1998 Biennial Regulatory Review*, Biennial Review Report, 15 FCC Rcd 11,058 (2000).

²⁴ *Id.* at 11,102 (¶ 83) (“[W]e believe that there may be certain circumstances in which the rule may not be necessary to achieve the rule’s public interest benefits. We, therefore, will initiate a rulemaking proceeding to consider tailoring the rule accordingly.”). As part of the biennial review, the Commission recognized its prior grant to Tribune of a temporary waiver for its Miami television station pending completion of the rulemaking that it had promised to initiate at the time the waiver was granted, and extended that waiver pending the resolution of the rulemaking promised in the 1998 Biennial Review. *Id.* at 11,109-10 (¶ 96).

whether [the FCC] need[ed] to modify the daily newspaper/ broadcast cross-ownership rule in order to address contemporary market conditions.”²⁵

3. Further Efforts To Revise The NBCO Rule In 2001 And Ensuing Litigation.

More than eight years ago, in September 2001, the Commission finally issued a Notice of Proposed Rulemaking regarding the modification or elimination of the NBCO Rule.²⁶ After receiving voluminous comments and reply comments, the FCC appeared poised to fulfill its longstanding promise to modify the NBCO Rule. Instead, in 2002 the agency consolidated the *Newspaper/Broadcast NPRM* into an omnibus multiple ownership proceeding tied to the 2002 Biennial Review and its review of two cases related to television ownership rules that had been remanded to it from the D.C. Circuit.²⁷ The FCC then re-launched the inquiry (the “Omnibus Proceeding”).²⁸ The agency took further public comment, commissioned a dozen market studies, and held numerous field hearings. Tribune not only filed comments in the Omnibus Proceeding (consistent with its participation in the earlier rulemakings), but Tribune Vice President Shaun Sheehan also appeared as a panelist at one of the unofficial field hearings in April 2003.²⁹ After

²⁵ 2000 Biennial Regulatory Review, Report, 16 FCC Rcd 1207, 1218 (¶ 32) (2001).

²⁶ *Newspaper/Broadcast NPRM*, 16 FCC Rcd at 17,283-284 (¶ 1).

²⁷ See *Sinclair Broad. Group, Inc. v. FCC*, 284 F.3d 148 (D.C. Cir. 2002); *Fox Television Stations, Inc. v. FCC*, 280 F.3d 1027, *reh’g granted*, 293 F.3d 537 (D.C. Cir. 2002).

²⁸ 2002 Biennial Regulatory Review – Review of the Comm’ns Broad. Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecomms. Act of 1996; Cross-Ownership of Broad. Stations and Newspapers; Rules and Policies Concerning Multiple Ownership of Radio Broad. Stations in Local Markets, Notice of Proposed Rulemaking, 17 FCC Rcd 18,503 (2002).

²⁹ See Dave McNary, *WGA: Caps Keep News Nets Neutral; Debate on the Consolidation of Congloms Continues*, Variety.com, Mar. 31, 2003, available at <http://www.variety.com/article/VR1117883863.html> (last visited Feb. 22, 2010).

another year of study, the Commission in June 2003 adopted the *2003 Order* that revised many of the media ownership rules, including the NBCO Rule.³⁰

In the *2003 Order*, the Commission found that the NBCO Rule was no longer justifiable under the standard set forth in Section 202(h).³¹ The decision was based on an analysis of the three primary public interest objectives that govern the agency's oversight of broadcast ownership: localism, viewpoint diversity, and competition.

With respect to localism, the FCC cited “overwhelming evidence that [newspaper/broadcast] combinations can promote the public interest by producing more and better overall local news coverage.”³² In this vein, the agency recognized that “television stations that are co-owned with daily newspapers tend to produce more, and arguably better, local news and public affairs programming than stations that have no newspaper affiliation.”³³ Based on the extensive record before it, the agency determined that “the current rule is not necessary to promote our localism goal, and . . . in fact, is likely to hinder its attainment.”³⁴

With regard to viewpoint diversity, the agency found that the record did not support the conclusion that “common ownership of broadcast stations and daily newspapers in the same

³⁰ *2002 Biennial Regulatory Review – Review of the Comm’n’s Broad. Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecomms. Act of 1996; Cross-Ownership of Broad. Stations and Newspapers; Rules and Policies Concerning Multiple Ownership of Radio Broad. Stations in Local Markets*, Report and Order and Notice of Proposed Rulemaking, 18 FCC Rcd 13,620, 13,747, 13,767 (¶¶ 327, 368-69) (2003) (“*2003 Order*”), *aff’d in part, remanded in part, Prometheus Radio Project v. FCC*, 373 F.3d 372 (3d Cir. 2004), *cert. denied*, 545 U.S. 1123 (2005).

³¹ *See 2003 Order*, 18 FCC Rcd at 13,678 (¶ 371); *supra* note 22.

³² *2003 Order*, 18 FCC Rcd at 13,759 (¶ 354).

³³ *Id.* at 13,802 (¶ 465).

³⁴ *Id.* at 13,759-60 (¶ 354).

community poses a widespread threat to diversity of viewpoint or programming.”³⁵ To the contrary, the Commission determined that “the synergies and efficiencies that can be achieved by commonly located newspaper/broadcast combinations can and do lead to . . . diverse viewpoints.”³⁶ It also found that “relaxing the cross-ownership rule could lead to an increase in the number of newspapers in some markets and foster the development of important new sources of local news and information.”³⁷

As to competition, the Commission concluded that newspaper/broadcast combinations “cannot adversely affect competition in any relevant product market,” and that the NBCO Rule was thus not necessary to protect competition.³⁸ Accordingly, the FCC repealed the newspaper/broadcast cross-ownership ban and, based on lingering concerns regarding diversity, replaced it with a new set of cross-media limits.³⁹ Those new limits would have permitted common ownership of WPIX(TV) and *Newsday*.⁴⁰

³⁵ *Id.* at 13,767 (¶ 368).

³⁶ *Id.* at 13,761 (¶ 358). The FCC’s conclusions on this issue were supported by independent studies commissioned by the agency. See David Pritchard, *Viewpoint Diversity in Cross-Owned Newspaper and Television Stations: A Study of News Coverage of the 2000 Presidential Campaign* (FCC Media Ownership Working Group Report #2), September 2002; Thomas C. Spavins, et al., *The Measurement of Local Television News and Public Affairs Programs* (FCC Media Ownership Working Group Report #7), September 2002; Scott Roberts, et al., *A Comparison of Media Outlets and Owners for Ten Selected Markets (1960, 1980, 2000)* (FCC Media Ownership Working Group Report #1), September 2002.

³⁷ *2003 Order*, 18 FCC Rcd at 13,760-61 (¶ 356).

³⁸ *Id.* at 13,753 (¶ 341); see also *id.* at 13,748-49 (¶¶ 331-32), 13,752-53 (¶¶ 339-41), 13,767 (¶¶ 368-69).

³⁹ As pertinent here, in “markets with nine or more TV stations (‘large markets’),” the Commission “impose[d] no cross-media restrictions,” reasoning in part that, “[t]o begin with, markets of this size today tend to have robust media cultures characterized by a large number of outlets and a wide variety of owners.” *2003 Order*, 18 FCC Rcd at 13,804 (¶ 473).

⁴⁰ See *infra* at 106.

A number of parties (including Tribune) challenged the *2003 Order*, and the United States Court of Appeals for the Third Circuit affirmed the Commission's decision to repeal the blanket ban on newspaper/broadcast cross-ownership.⁴¹ As the Third Circuit stated, "[t]he Commission's decision not to retain a ban on newspaper/broadcast cross-ownership is justified under § 202(h) and is supported by record evidence."⁴² Further, the Court concluded that "reasoned analysis supports the Commission's determination that the blanket ban on newspaper/broadcast cross-ownership was no longer in the public interest."⁴³ The Third Circuit recognized that "[n]ewspaper/broadcast combinations can promote localism" and that a wholesale prohibition actually "undermined" this important goal.⁴⁴ In addition, the Court agreed with the agency that "[a] blanket prohibition on newspaper/broadcast combinations is not necessary to protect diversity."⁴⁵ In this regard, the Third Circuit found that "the Commission reasonably concluded that it did not have enough confidence in the proposition that commonly owned outlets have a uniform bias to warrant sustaining the cross-ownership ban."⁴⁶ The Court thus upheld the Commission's finding that retaining the ban was no longer in the public interest. The Third Circuit, however, remanded the *2003 Order* to the FCC for further justification of the specific limits on cross-media ownership that had been adopted to replace the ban.⁴⁷

⁴¹ *Prometheus Radio Project v. FCC*, 373 F.3d 372, 398 (3d Cir. 2004), *cert. denied*, 545 U.S. 1123 (2005).

⁴² *Id.*

⁴³ *Id.*

⁴⁴ *Id.* at 398-99.

⁴⁵ *Id.* at 399.

⁴⁶ *Id.* at 399-400.

⁴⁷ While it rejected certain elements of the rationale underlying the cross-media limits, including some components of a "diversity index," *id.* at 402-11, the Court did not question the FCC's

4. The 2006 Proceeding And Resultant Rule Change.

Approximately two years later, the Commission issued a Notice of Proposed Rulemaking in its 2006 Quadrennial Review (the “*2006 FNPRM*”).⁴⁸ That proceeding served the dual purposes of fulfilling the agency’s Section 202(h) periodic review mandate and responding to the issues raised in the Third Circuit’s remand decision. In the *2006 FNPRM*, the Commission asked, among other things, whether it should revise the 2003 cross-media limits, whether it could justify those limits based upon additional evidence or analysis, and whether continuing to restrict newspaper/broadcast cross-ownership was necessary in the public interest at all.⁴⁹ The proceeding generated yet another massive record on newspaper/broadcast cross-ownership, with the Commission receiving comments and reply comments, commissioning 10 peer-reviewed studies, and conducting six official field hearings. In addition to Tribune’s submission of comments in the proceeding, Tom Langmyer, Vice President and General Manager of WGN(AM), participated as a panelist at the September 2007 public hearing in Chicago; Bob Gremillion, President, CEO, and Publisher of the *Sun Sentinel*, participated as a panelist at the April 2007 public hearing in Tampa; Pamela S. Pearson, Vice President/General Manager of Tribune Television Northwest, Inc., participated as a panelist at the November 2007 public

finding that the public interest benefits that can be realized in larger markets significantly outweigh the impact of a decrease in the count of independently owned properties or voices.

⁴⁸ *2006 Quadrennial Regulatory Review – Review of the Comm’ns Broad. Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecomms. Act of 1996; 2002 Biennial Regulatory Review – Review of the Comm’ns Broad. Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecomms. Act of 1996; Cross-Ownership of Broad. Stations and Newspapers; Rules and Policies Concerning Multiple Ownership of Radio Broad. Stations in Local Markets; Definition of Radio Markets*, Further Notice of Proposed Rulemaking, 21 FCC Rcd 8834 (2006) (“*2006 FNPRM*”).

⁴⁹ *Id.* at 8848 (¶ 32).

hearing in Seattle; and Vincent Malcolm, then-Vice President and General Manager, KTLA(TV), participated as a panelist at the October 2006 public hearing in Los Angeles.⁵⁰

In an order adopted in December 2007 (and released in February 2008), the Commission made new findings and added liberalized waiver standards to the NBCO Rule. Among other things, the Commission found that “[e]vidence in the record continues to support the Commission’s earlier decision that retention of a complete ban is not necessary in the public interest as a result of competition, diversity, or localism.”⁵¹ In particular, the Commission found that (1) “ample evidence in the record” indicates that “marketplace conditions have indeed changed and thus justify a recalibration,” (2) “the largest markets contain a robust number of diverse media sources,” “diversity of viewpoints would not be jeopardized by certain newspaper/broadcast combinations,” and many combinations exercise “independent editorial control,” and (3) “newspaper/broadcast combinations can create synergies that result in more news coverage for consumers,” thus enhancing localism.⁵² Under the changes in the *2008 Order*, the general restriction on cross-ownership was retained, with standards for consideration of waiver requests incorporated into the rule and certain presumptions established depending on the size of the market involved and various other factors.

⁵⁰ See FCC, Public Notice, *FCC Announces Agenda for Public Hearing on Media Ownership in Seattle, Washington* (rel. Nov. 8, 2007); FCC, Public Notice, *FCC Announces Agenda for Public Hearing on Media Ownership in Chicago, Illinois* (rel. Sept. 17, 2007); FCC, Public Notice, *FCC Announces Agenda for Public Hearing on Media Ownership in Tampa-St. Petersburg, Florida* (rel. Apr. 26, 2007); FCC, Public Notice, *FCC Announces Further Details for Public Hearing on Media Ownership in Los Angeles* (rel. Sept. 29, 2006).

⁵¹ *2006 Quadrennial Regulatory Review – Review of the Comm’ns Broad. Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecomms. Act of 1996*, Report and Order and Order on Reconsideration, 23 FCC Rcd 2010, 2021-22 (¶ 19) (2008) (“*2008 Order*”), *appeal pending sub nom. Prometheus Radio Project v. FCC*, Nos. 08-3078, *et al.* (3d Cir. filed July 15, 2008).

⁵² *Id.* at 2021-22 (¶ 19), 2038-39 (¶ 49).

Specifically, under the revised waiver standards, the Commission presumes that combinations of a daily newspaper and a single broadcast station in any of the twenty largest DMAs are in the public interest as long as (1) the broadcast station is a radio station; or (2) if the broadcast station is a television station, (i) at least eight independent “major media voices” remain in the DMA, and (ii) the station is not ranked among the top four stations in the DMA.⁵³ Combinations also are presumed to be in the public interest if either the newspaper or broadcast station qualifies as “failed” or “failing,”⁵⁴ or if a new owner will initiate local news programming of at least seven hours per week on a broadcast station that was not offering local newscasts prior to the combined operations.⁵⁵

In other cases, combinations are presumed not to be in the public interest, but waivers are available under a four-factor test which considers: (1) whether the cross-ownership will significantly increase the amount of local news disseminated through the media properties involved; (2) whether each property will exercise its own independent news judgment; (3) the level of concentration in the DMA; and (4) the financial condition of the newspaper or broadcast property, and if the newspaper or broadcast station is in financial distress, the proposed owner’s commitment to invest significantly in newsroom operations.⁵⁶ As will be shown below, the NBCO Rule as revised in the *2008 Order* permits continued common ownership of WPIX(TV) and *Newsday* by Reorganized Tribune.⁵⁷

⁵³ *Id.* at 2040 (¶ 53).

⁵⁴ *Id.* at 2047-48 (¶ 65).

⁵⁵ *Id.* at 2049 (¶ 67).

⁵⁶ *Id.* at 2049 (¶ 68).

⁵⁷ *See infra* Section IV.

5. Third Circuit Redux And Current Procedural Posture.

The *2008 Order* was challenged by many parties (including Tribune) in various courts of appeal. Preliminary proceedings related to venue resulted in transfer of all of the cases to the Third Circuit, after which advocacy groups Media Alliance, Prometheus Radio Project, Office of Communication of the United Church of Christ, Inc., and Free Press jointly filed a motion to hold the cases in abeyance pending Commission action on a petition for reconsideration that certain other advocacy groups had filed with the agency. The Third Circuit granted that motion in April 2009⁵⁸ and, as noted earlier, then ordered that a stay issued in connection with the Court's review of the *2003 Order* remain in effect.⁵⁹ The Third Circuit subsequently requested and received filings regarding whether the cases should continue to be held in abeyance and whether the stay should be lifted.⁶⁰ In March 2010, the Court issued an order lifting the stay of the rule changes adopted pursuant to the *2008 Order*, including the liberalized NBCO waiver standards, and set a schedule for briefing on the merits.⁶¹

In the meantime, the FCC has launched its 2010 Quadrennial Review by holding several workshops. Those workshops have addressed, among other things, the general scope and framework for the review; the Commission's diversity, localism, and competition goals; studies and data-gathering that the agency should undertake in the course of the review; financial and

⁵⁸ Order, *Prometheus Radio Project v. FCC*, No. 08-3078 (3d Cir. Apr. 14, 2009).

⁵⁹ See Order, *Prometheus Radio Project v. FCC*, No. 08-3078 (3d Cir. June 12, 2009).

⁶⁰ See Order, *Prometheus Radio Project v. FCC*, No. 08-3078 (3d Cir. Dec. 17, 2009); Order, *Prometheus Radio Project v. FCC*, No. 08-3078 (3d Cir. Nov. 4, 2009). In its response to the Third Circuit's November 4, 2009 Order, the FCC argued in favor of continued abeyance and maintenance of the stay; requested that, in the event that the Court deemed abeyance no longer to be appropriate, the cases be remanded to the agency for further proceedings; and indicated that it did not intend to address the petition for reconsideration outside of the context of the 2010 Quadrennial Review. FCC, Response to the Court's Order of November 4, 2009, *Prometheus Radio Project v. FCC*, No. 08-3078 (3d Cir. filed Nov. 25, 2009).

⁶¹ See Order, *Prometheus Radio Project v. FCC*, No. 08-3078 (3d Cir. Mar. 23, 2010).

marketplace issues; minority media ownership; local television and radio marketplace issues; and the NBCO Rule, in particular.⁶² In addition, the FCC recently launched a separate proceeding on “The Future of Media and Information Needs of Communities,” which promises to address issues such as how people get news and information and financial trends affecting newspapers and broadcasters.⁶³

B. Tribune’s Existing Newspaper/Broadcast Holdings And Its New York NBCO Rule Waiver.

While the 2006 FNPRM was pending, Tribune announced a reorganization that, following FCC approval, resulted in private ownership of the company by the Tribune Employee Stock Ownership Plan (“ESOP”). At the time, Tribune held several newspaper/broadcast combinations, including the New York combination at issue here, as well as others in Chicago, Hartford, Los Angeles, and Miami-Ft. Lauderdale.⁶⁴

In the order approving transfer of control of Tribune to the ESOP, the Commission granted the company temporary waivers for its New York, Hartford, Los Angeles, and Miami-Ft. Lauderdale combinations. The Commission also granted Tribune a permanent waiver of the

⁶² FCC, News Release, *Media Bureau Announces Media Ownership Workshop in Tampa, Florida*, MB Docket No. 09-182 (rel. Mar. 17, 2010); FCC, News Release, *Media Bureau Announces February 23, 2010 Media Ownership Workshop in Columbia, South Carolina*, MB Docket No. 09-182 (rel. Jan. 28, 2010); FCC, News Release, *Media Bureau Announces Agenda and Panelists for Minority Media Ownership Workshop*, MB Docket No. 09-182 (rel. Jan. 22, 2010); FCC, News Release, *Media Bureau Announces Panelists and Agenda for Media Ownership Workshop on Financial and Marketplace Issues*, MB Docket No. 09-182 (rel. Jan. 5, 2010); FCC, Public Notice, *Media Bureau Announces Agenda and Participants for Initial Media Ownership Workshops and Seeks Comment on Structuring of the 2010 Media Ownership Review Proceeding*, 24 FCC Rcd 12,584 (2009) (“2010 Quadrennial Review Public Notice”).

⁶³ FCC, Public Notice, *FCC Launches Examination of the Future of Media and Information Needs of Communities in a Digital Age*, GN Docket No. 10-25, DA 10-100 (rel. Jan. 21, 2010) (“Future of Media Public Notice”).

⁶⁴ As indicated previously, since July 2008, Tribune has held only an approximate 3% indirect equity interest in the parent company of the publisher of *Newsday* as a result of the *Newsday* Transaction and has held no operational control. See *supra* Section I.

NBCO Rule for its combination in Chicago based on findings that are even more compelling today with respect to Tribune's common ownership of WPIX(TV) and an approximate 3% indirect equity interest in *Newsday*. In granting the permanent waiver in Chicago, the Commission noted that the "record confirms 'the myriad public interest benefits that have resulted'" from common ownership.⁶⁵ The Commission concluded that "any detriment to diversity caused by the common ownership is negligible given the nature of the market" and that, accordingly, "the purposes of the rule would not be served by divestiture."⁶⁶ As described in detail herein, an analysis of Tribune's ownership of WPIX(TV) in combination with an approximate 3% indirect equity interest in *Newsday* in the New York market today leads to the same conclusion.

The temporary waiver covering New York allowed Tribune to continue to own WPIX(TV) and *Newsday* for certain periods of time depending on the occurrence of various events. Given the current pendency of Tribune's appellate challenge to the order approving the transaction,⁶⁷ for example, it now holds a waiver until six months after the conclusion of Tribune's appellate litigation.⁶⁸ In granting a temporary waiver in New York, the Commission recognized the "unusual and uncertain status of the NBCO [R]ule as well as the harm that applicants would suffer were they forced to divest properties but then win their court challenge."⁶⁹

⁶⁵ *Shareholders of Tribune Co.*, 22 FCC Rcd at 21,277-78 (¶ 34).

⁶⁶ *Id.* at 21,278 (¶ 34).

⁶⁷ *See Tribune Co. v. FCC*, No. 07-1488 (D.C. Cir. filed Dec. 3, 2007).

⁶⁸ *See Shareholders of Tribune Co.*, 22 FCC Rcd at 21,267 (¶ 3), 21,278 (n.71).

⁶⁹ *Id.* at 21,278 (¶ 36).

The NBCO Rule today indisputably remains in an “unusual and uncertain status.”⁷⁰ Further, there can be no doubt that requiring divestiture of WPIX(TV) or Tribune’s approximate 3% indirect equity interest in Newsday Holdings while the status of the rule remains in flux – particularly in a market as diverse and competitive as New York and given the benefits that Tribune’s common ownership has produced – would unnecessarily harm Reorganized Tribune as it emerges from bankruptcy and serve no public interest purpose whatsoever. Thus, while the Tribune combination is entitled to a permanent NBCO waiver, there can be no question that, at the very least, the temporary waiver alternatively requested herein is warranted.

C. The Effect Of The Economic Downturn On The Media Marketplace And The Resulting Tribune Bankruptcy.

Since the FCC approved the transfer of control of Tribune to the ESOP, the U.S. daily newspaper industry has experienced an unparalleled financial crisis. The turmoil in the industry has been particularly dramatic in the last two years, greatly accelerating the rate of decline in circulation and revenues as compared to the trends that newspaper publishers had been experiencing in previous decades. The impact of these recent trends has been particularly damaging in the markets in which Tribune operates.

The Commission has taken these trends into account in its recent decisions affecting the industry. For example, when the FCC released its decision to add liberalized waiver standards to the NBCO Rule in early 2008, following approval of the transfer of control of Tribune to the ESOP, it recognized that newspapers were in a downward cycle and that regulatory relief therefore was particularly appropriate. As the agency concluded in its *2008 Order*, “[t]he emergence of new forms of electronic media in recent years has come at the expense of

⁷⁰ See *supra* Section II.A; see also *infra* Section V.A.

traditional media, and of newspapers in particular.”⁷¹ The Commission observed that, although “the population of the country has increased more than 80 percent” during the past 50 years, “the number of daily newspapers being published and their readership have decreased significantly” over this same period.⁷²

The agency further noted in 2008 that the recent, substantial drop in newspaper circulation had produced “a cascade of negative impacts on the media industry.”⁷³ Among these was a “sharp reduction in the number of professional journalists employed in the newspaper industry,” a trend that had “particular import for the public interest.”⁷⁴ The FCC further observed that newspaper publishers had experienced a “flatten[ing]”⁷⁵ of the advertising revenues that “keep [them] alive” and that “stock prices for many of the major newspaper companies ha[d] fallen.”⁷⁶

Since the Commission made these observations more than two years ago, the state of the newspaper industry has taken a sharp turn for the worse. In 2009 alone, one major market daily newspaper ceased operations entirely,⁷⁷ at least two others came dangerously close to following

⁷¹ 2008 Order, 23 FCC Rcd at 2023 (¶ 21).

⁷² *Id.* at 2026 (¶ 27).

⁷³ *Id.* (¶ 28).

⁷⁴ *Id.*

⁷⁵ *Id.* at 2029 (¶ 32).

⁷⁶ *Id.* at 2028 (¶ 30), 2029 (¶ 33).

⁷⁷ After posting repeated losses and failing in its efforts to find a suitable buyer, E.W. Scripps in February 2009 shut down the *Rocky Mountain News*, which had been in existence since 1859, leaving *The Denver Post* as the city’s sole major daily. Howard Kurtz, *Final Edition: Rocky Mountain News to Shut Down Today*, WASH. POST, Feb. 27, 2009, at D03, available at <http://www.washingtonpost.com/wp-dyn/content/story/2009/02/27/ST2009022701217.html> (last visited Feb. 9, 2010). Less than one year later, the holding company of MediaNews Group, publisher of *The Denver Post* and 53 other daily newspapers, filed for Chapter 11 bankruptcy protection. Emily Chasan, *MediaNews Owner Files Prepackaged Bankruptcy*, REUTERS, Jan.

suit,⁷⁸ and several folded their print operations and are surviving only as dramatically scaled down online services.⁷⁹ In 2008-2009, many newspapers in medium and smaller markets, such as Albuquerque and Tucson, shut down publication entirely or substantially downsized their

22, 2010, available at <http://www.reuters.com/article/idUSTRE60M01920100123> (last visited Feb. 9, 2010); Mike Spector & Shira Ovide, *MediaNews Bankruptcy Filing to Come as Soon as This Week*, WALL ST. J., Jan. 18, 2010, available at <http://online.wsj.com/article/SB10001424052748704541004575011630438688308.html> (last visited Feb. 9, 2010).

⁷⁸ Facing steep operating losses, the New York Times Company threatened to close *The Boston Globe* last year unless labor unions agreed to concessions on wages and benefits. Howard Kurtz, *N.Y. Times to File Notice It Will Close Boston Globe*, WASH. POST, May 4, 2009, available at <http://www.washingtonpost.com/wp-dyn/content/article/2009/05/03/AR2009050300269.html> (last visited Feb. 9, 2010); Richard Pérez-Peña, *Times Co. Said to Consider Closing Boston Globe*, N.Y. TIMES, Apr. 4, 2009, available at http://www.nytimes.com/2009/04/04/business/media/04globe.html?_r=1 (last visited Feb. 9, 2010). The shutdown of the paper was avoided when *Globe* employees accepted a package of pay and benefits cuts in July 2009. See Richard Pérez-Peña, *Boston Globe Workers Agree to Cuts*, N.Y. TIMES, July 21, 2009, available at <http://www.nytimes.com/2009/07/21/business/media/21globe.html> (last visited Feb. 9, 2010). The New York Times Company had intended to sell *The Boston Globe*, but after searching for a buyer for months, in October 2009 the company announced that it had decided not to sell the paper. It had been reported that bids for the paper and another in nearby Worcester, MA were about \$35 million, compared to the \$1.1 billion the company had paid for *The Boston Globe* in 1993. See Richard Pérez-Peña, *Times Co. Will Hold On to Boston Globe*, N.Y. TIMES, Oct. 15, 2009, available at www.nytimes.com/2009/10/15/business/media/15globe.html?_r=1&pagewanted=print (last visited Feb. 9, 2010). Hearst Corporation similarly considered selling or shutting down *The San Francisco Chronicle*, that city's major daily and the nation's 12th largest, if it could not substantially cut costs through newsroom layoffs. Shira Ovide & Russell Adams, *Hearst Plans to Slash, Sell or Shut Paper in Bay Area*, WALL ST. J., Feb. 25, 2009, available at <http://online.wsj.com/article/SB123551803197064061.html> (last visited Feb. 9, 2010).

⁷⁹ Hearst Corporation abandoned the print edition of the *Seattle Post-Intelligencer* in March 2009, replacing it with a much less extensive online-only operation. As a result of this major overhaul, the publisher retained just 20 of its 150-plus journalists, leaving nearly 90% of its former newsroom employees without jobs. Phillip Meyer, *Let's Not Stop the Presses*, USA TODAY, Apr. 29, 2009, at 9A, available at <http://blogs.usatoday.com/oped/2009/04/lets-not-stop-the-presses.html> (last visited Feb. 9, 2010). Similarly, Detroit daily newspapers *The Detroit Free Press* and *The Detroit News* developed a strategy to end home print delivery four days of the week, making home deliveries on only the most lucrative days – Thursdays, Fridays and Sundays – that account for more than 80 percent of advertising revenue, and directing readers to their websites for online “e-editions” on Mondays, Tuesdays, Wednesdays and Saturdays. Richard Pérez-Peña, *Detroit's Daily Papers Are Now Not So Daily*, N.Y. TIMES, Mar. 31, 2009, available at <http://www.nytimes.com/2009/03/31/business/media/31paper.html> (last visited Feb. 9, 2010).

operations.⁸⁰ In addition, nine major newspaper publishers, including Tribune, have declared bankruptcy since December 2008.⁸¹ These newspaper publishers, several of which remain in

⁸⁰ In February 2008, the *Albuquerque Tribune* published its final edition following unsuccessful efforts by its owner, E.W. Scripps Co., to find a buyer for the newspaper. See “86” for *Albuquerque Tribune – To Close on Saturday*, EDITOR & PUBLISHER (Associated Press), Feb. 20, 2008, available at http://www.editorandpublisher.com/eandp/news/article_display.jsp?vnu_content_id=1003712778 (last visited Apr. 14, 2010). Gannett Co., Inc. announced last May that it had decided to cease print publication of the *Tucson Citizen*, but that it would continue to operate its website, citing “[d]ramatic changes in our industry combined with the difficult economy.” Press Release, Gannett Co., Inc., Gannett to Cease Print Publication of the Tucson Citizen (May 15, 2009), available at <http://gannett.com/news/pressrelease/2009/pr051509.htm> (last visited Feb. 9, 2010); see also Yinka Adegoke, *Gannett Shuttters Tucson Citizen’s Print Edition*, REUTERS, May 15, 2009, available at <http://www.reuters.com/article/idUSN1535783620090515> (last visited Feb. 9, 2010). The *Ann Arbor News* and the *Coral Gables Gazette* also have transitioned to online-only operations. Katherine Yung, *Ann Arbor News Folds; Web Transition Begins*, DETROIT FREE PRESS, July 24, 2009, available at <http://m.freep.com/BETTER/news.jsp?key=496022> (last visited Feb. 9, 2010); Elaine De Valle, *Coral Gables Gazette Converts to Online Only*, THE MIAMI HERALD, Aug. 12, 2009, available at <http://www.miamiherald.com/news/southflorida/story/1181894.html> (last visited Feb. 9, 2010).

⁸¹ In addition to Tribune, these publishers include (1) Sun-Times Media Inc.; (2) Star Tribune Company; (3) the Journal Register Company; (4) Philadelphia Newspapers, LLC; (5) Freedom Communications, Inc.; (6) Heartland Publications, LLC; (7) Morris Publishing Group; and (8) Affiliated Media Inc., holding company of MediaNews Group. Richard Pérez-Peña, *Sun-Times Files for Bankruptcy*, N.Y. TIMES, Mar. 31, 2009, available at <http://www.nytimes.com/2009/04/01/business/media/01paper.html> (last visited Feb. 9, 2010); David B. Wilkerson, *Minneapolis Star Tribune Files for Bankruptcy*, MARKETWATCH (online), Jan. 16, 2009, available at <http://www.marketwatch.com/story/minneapolis-star-tribune-files-for-chapter-11-bankruptcy> (last visited Feb. 9, 2010); Robert MacMillan, *Chicago Sun-Times Parent Files for Bankruptcy*, REUTERS, Mar. 31, 2009, available at <http://www.reuters.com/article/topNews/idUSTRE52U3OZ20090331?feedType=RSS&feedName=topNews> (last visited Feb. 9, 2010); *Journal Register Seeks Bankruptcy Protection*, N.Y. TIMES (Associated Press), Feb. 22, 2009, available at <http://www.nytimes.com/2009/02/22/business/media/22journal.html> (last visited Feb. 9, 2010); Robert MacMillan, *Philadelphia Papers Owner Files for Bankruptcy Protection*, REUTERS, Feb. 23, 2009, available at <http://www.reuters.com/article/idUSTRE51M1M720090223> (last visited Feb. 9, 2010); Michael J. de las Merced, *Freedom Communications Files for Bankruptcy*, N.Y. TIMES, Sept. 1, 2009, available at <http://www.nytimes.com/2009/09/02/business/media/02freedom.html> (last visited Feb. 9, 2010); Jacqueline Palank, *Heartland Publications Files for Chapter 11 Bankruptcy*, WALL ST. J., Dec. 21, 2009, available at <http://online.wsj.com/article/SB10001424052748703344704574610261552846586.html> (last visited Feb. 10, 2010); *Newspaper Publisher Morris Seeks Ch. 11 Protection*, ABC News (Associated Press), Jan. 19, 2010, available at <http://abcnews.go.com/Business/wireStory?id=9599225> (last visited Feb. 9, 2010); *MediaNews Group Makes It Official: Files ‘Prepackaged’ Bankruptcy*, EDITOR & PUBLISHER (Associated Press), Jan. 26, 2010, available at http://www.editorandpublisher.com/eandp/news/article_display.jsp?vnu_content_id=1004061331 (last visited Feb. 9, 2010).

bankruptcy as of the date of this filing, collectively own more than 130 daily and more than 280 weekly publications.⁸² A growing number of publishers have been forced to close domestic and foreign news bureaus⁸³ and/or to trim the scope of their news coverage.⁸⁴ Virtually all publishers

⁸² See Tribune, Tribune Company Business Units and Websites, <http://www.tribune.com/about/webguide/index.html> (last visited Feb. 9, 2010) (listing Tribune's publications); Press Release, Sun-Times Media Group, Inc., Sun-Times Media Group Reports Circulation Performance (Oct. 26, 2009), *available at* <http://ir.thesuntimesgroup.com/releasedetail.cfm?releaseid=417963> (last visited Feb. 9, 2010) (noting Sun-Times Media's publication of the *Chicago Sun-Times*, seven other daily newspapers, and 51 weekly newspapers); The Star Tribune Company, Our Company, <http://www.startribunecompany.com/100> (last visited Feb. 9, 2010) (noting publication of *Minneapolis Star-Tribune*); Journal Register Company, Our Publications, <http://www.journalregister.com/publications.html> (last visited Feb. 9, 2010) (listing publication of 19 daily newspapers and 30 weekly newspapers); Philadelphia Newspapers, Philadelphia Newspapers Reorganization Information, <http://www.philly.com/philly/about/pnl/> (last visited Feb. 9, 2010) (noting Philadelphia Newspaper LLC's publication of *Philadelphia Inquirer* and *Philadelphia Daily News*); Freedom Communications, Inc., Company Information, <http://www.freedom.com/company/> (last visited Feb. 9, 2010) (noting publication of 33 daily newspapers, including the *Orange County Register*, and 77 weekly newspapers); Morris Communications Company, LLC, Morris Publishing Group Daily Newspapers and Nondaily Newspapers, http://morriscomm.com/divisions/morris_publishing_group/index.shtml#show_map (last visited Feb. 9, 2010) (listing publication of 13 daily newspapers and 28 weekly newspapers); Press Release, Affiliated Media, Inc., Affiliated Media, Inc. Files Prepackaged Plan of Reorganization (Jan. 22, 2010), *available at* <http://www.medianewsgroup.com/Press/Releases/2010/Press%20Release%20-%20AMI%20Files%20Prepackaged%20Plan%20for%20Reorganization.doc> (last visited Feb. 9, 2010) (listing publication of 54 daily newspapers and more than 100 weekly newspapers).

⁸³ Pew Project for Excellence in Journalism, *The State of the News Media* (2010) ("PEJ 2010 State of the News Media Report"), Newspapers, News Investment at 29, http://www.stateofthemediamedia.org/2010/printable_newspaper_chapter.htm (last visited Apr. 17, 2010) (noting that the recession and "accelerating ad losses" forced "[s]tatehouse and Washington bureaus" to be "gutted or closed" at many newspapers in 2009 and early 2010). For example, Cox Newspapers shut down its Washington, D.C. news bureau (which was founded in 1974) along with five international bureaus in April 2009. *Cox Newspapers to Close Washington Bureau*, THE HUFFINGTON POST, Dec. 2, 2008, *available at* <http://www.huffingtonpost.com/huff-wires/20081202/cox-newspapers/> (last visited Feb. 9, 2010). In March 2009, Media General similarly closed the doors of its Washington, D.C. News Service Bureau, which for 30 years had provided news and feature stories to all of Media General's newspapers, television stations, and websites. John Reid Blackwell, *Media General Closing Washington News Bureau*, RICHMOND TIMES-DISPATCH, Mar. 14, 2009, *available at* http://www2.timesdispatch.com/rtd/business/local/article/B-MEDI14_20090313-211607/231243/ (last visited Feb. 9, 2010); *Media General's Washington News Bureau To Close March 27*, Media General News Release, Mar. 13, 2009, *available at* http://www.mediageneral.com/press/2009/mar13_09_WashingtonBureau.html (last visited Feb. 9, 2010). In October 2009, *The Wall Street Journal* revealed plans to close its Boston bureau, explaining in a memo to journalists affected by the closure that "[w]e remain in the midst of a profound downturn in advertising revenue and thus must think the unthinkable." Shira Ovide,

– in both large and small markets across the country – have laid off valued newsroom employees and/or imposed pay reductions in order to stem severe losses.⁸⁵ According to one recent

Wall Street Journal Closes Boston Bureau, WALL ST. J., Oct. 29, 2009, available at <http://online.wsj.com/article/SB10001424052748704317704574503480514474764.html> (last visited Feb. 2, 2010); Erik Sass, *Been Town: 'WSJ' Closes Boston Bureau*, MEDIA DAILY NEWS (MediaPost), Oct. 29, 2009, available at http://www.mediapost.com/publications/index.cfm?fa=Articles.showArticle&art_aid=116378 (last visited Feb. 9, 2010). And, under pressure to cut costs, *The Washington Post* likewise announced in November 2009 that it would close its three remaining domestic bureaus in New York, Los Angeles, and Chicago. Howard Kurtz, *Washington Post Shuttters Last U.S. Bureaus*, WASH. POST, Nov. 24, 2009, available at <http://www.washingtonpost.com/wp-dyn/content/article/2009/11/24/AR2009112403014.html> (last visited Feb. 9, 2010); Bill Carter, *Washington Post to Shut U.S. Bureaus*, N.Y. TIMES, Nov. 25, 2009, available at <http://www.nytimes.com/2009/11/25/business/media/25post.html> (last visited Feb. 9, 2010).

⁸⁴ Even the nation's largest and most respected dailies have been forced to recognize these harsh realities. *The Washington Post* eliminated its stand-alone Business Section, folding business news stories into the paper's main section on all but one day of the week, and did away with the print version of "Book World," shifting reviews to space within two existing sections of the paper. Robert MacMillan, *Washington Post to Cut Business Section*, REUTERS, Mar. 13, 2009, available at <http://www.reuters.com/article/newsOne/idUSTRE52C5NP20090314> (last visited Feb. 9, 2010); Motoko Rich, *Washington Post's Book World Goes Out of Print as a Separate Section*, N.Y. TIMES, Jan. 28, 2009, available at http://www.nytimes.com/2009/01/29/books/29post.html?_r=1 (last visited Feb. 9, 2010). In similar fashion, *The New York Times* cut its separate Metro News and Sports sections. Russell Adams, *New York Times Sets Plan to Merge Sections*, WALL ST. J., Sept. 6, 2008, available at <http://online.wsj.com/article/SB122066387069906077.html> (last visited Feb. 9, 2010). The *Atlanta Journal-Constitution* also has cut its stand-alone Business Section, merging it with another section. *Atlanta Newspaper to Merge Sections to Cut Costs*, ABC News (Associated Press), Feb. 23, 2009, available at <http://abcnews.go.com/Business/wireStory?id=6939345> (last visited Feb. 9, 2010). See also PEJ 2010 *State of the News Media Report*, Newspapers, News Investment at 29, http://www.stateofthemediamedia.org/2010/printable_newspaper_chapter.htm (last visited Mar. 18, 2010) (noting that "[s]eparate business and features sections disappear[ed]" in 2009 and early 2010).

In addition, in December 2009, the *Washington Times* announced that it would be implementing a new strategy to focus more narrowly on core coverage areas while slashing its coverage of local news, sports and features "to keep pace with the dynamically changing economics of the news business." Jennifer Harper, *TWT Announces New Structure, Layoffs*, WASH. TIMES, Dec. 3, 2009, available at <http://www.washingtontimes.com/news/2009/dec/03/twt-announces-new-structure-layoffs/> (last visited Feb. 10, 2010); Howard Kurtz, *Washington Times Cuts in Staff, Coverage Cue New Era*, WASH. POST, Dec. 3, 2009, available at <http://www.washingtonpost.com/wp-dyn/content/article/2009/12/02/AR2009120203295.html> (last visited Feb. 10, 2010). The paper also announced a new circulation model, moving from subscription-based to a "controlled circulation model" with newspapers distributed free of charge in key Washington locations targeting audiences in the federal government and other institutions and with subscription home delivery offered at a premium price. See *id.*

⁸⁵ During one week alone in March 2009, *The New York Times*, *The Boston Globe*, the *Boston Herald*, the *Houston Chronicle*, the *Atlanta-Journal Constitution*, the *Milwaukee Journal*

estimate, roughly 15,000 full-time reporting and editing jobs have disappeared during the past three years, falling from 55,000 to roughly 40,000 – a 27% decrease.⁸⁶

A precipitous drop in advertising revenues, which traditionally have accounted for approximately 80% of newspaper revenues, has been a key impetus for these cutbacks. In 2009, newspapers saw their advertising revenues tumble roughly 26%, bringing the total loss over the last three years to 43%.⁸⁷ The rate of decline was more than 50% steeper than in 2008, when the

Sentinel, and *The Buffalo News* all announced substantial layoffs and pay cuts. Jennifer Harper, *Newspapers Seek Way Out of Hole*, WASH. TIMES, Mar. 29, 2009, at A03, available at <http://www.washingtontimes.com/news/2009/mar/29/newspapers-on-defense-nationwide/> (last visited Feb. 9, 2010). In October 2009, The New York Times Company announced further layoffs, stating that it would be eliminating 100 newsroom jobs by the end of the year; the following month, it revealed plans to lay off at least 25 editorial employees in February and May 2010. See Richard Pérez-Peña, *New York Times Moves to Trim 100 in Newsroom*, N.Y. TIMES, Oct. 20, 2009, available at http://www.nytimes.com/2009/10/20/business/media/20times.html?_r=1&pagewanted=print (last visited Feb. 9, 2010); Richard Pérez-Peña, *New York Times News Service to Cut Jobs and Relocate*, N.Y. TIMES, Nov. 13, 2009, available at <http://www.nytimes.com/2009/11/13/business/media/13times.html> (last visited Feb. 9, 2010). In December 2009, the *Washington Times* decided to cut approximately 40 percent of its total newsroom staff – about 65 of 170 positions. Erik Sass, *Washington Times' Cuts Staff 40%*, MEDIA DAILY NEWS (MediaPost), Dec. 31, 2009, available at http://www.mediapost.com/publications/?fa=Articles.showArticle&art_id=119930 (last visited Feb. 9, 2010). Gannett likewise announced in December 2009 that it would be cutting 26 newsroom positions at *USA Today* and that it would be requiring employees of its community publishing division to take a second unpaid furlough in the first quarter of 2010. Ken Sweet, *Gannett Institutes More Furloughs, Layoffs at USA Today*, FOX BUSINESS, Dec. 1, 2009, available at <http://www.foxbusiness.com/story/markets/industries/media/gannett-institutes-week-furloughs/> (last visited Feb. 9, 2010).

⁸⁶ PEJ 2010 *State of the News Media Report*, Newspapers, Summary Essay at 1, http://www.stateofthemediamedia.org/2010/printable_newspaper_chapter.htm (last visited Mar. 18, 2010). All told, 16,000 total newspaper employees lost their jobs in 2008, nearly 14,800 were laid off in 2009, and nearly 1,800 have been laid off in 2010 as of mid-April. See Paper Cuts, <http://papercuts.graphicdesigner.net/> (last visited Apr. 17, 2010) (reporting 1,792 newspaper layoffs as of April 17, 2010); Paper Cuts, *2009 Newspaper Layoffs and Buyouts*, <http://newspaperlayoffs.com/maps/2009-layoffs/> (last visited Apr. 17, 2010) (reporting 14,783 newspaper layoffs in 2009); Paper Cuts, *2008 Newspaper Layoffs and Buyouts*, <http://newspaperlayoffs.com/maps/2008-layoffs/> (last visited Apr. 17, 2010) (reporting 15,992 newspaper layoffs in 2008).

⁸⁷ PEJ 2010 *State of the News Media Report*, Executive Summary at 1, 8-9, http://www.stateofthemediamedia.org/2010/chapter%20pdfs/2010_execsummary.pdf (last visited Mar. 18, 2010) (“Advertising losses, averaging 26% in 2009 (on the heels of a cumulative 23% loss the previous two years) left newspapers downsizing everything – the physical dimensions of the paper, the space devoted to news and, most painfully, their roster of news professionals.”); see

newspaper industry's total advertising revenues declined 16.6%.⁸⁸ Even revenues from online advertising on newspaper websites – which often has been hailed as the industry's most promising future growth engine – declined by more than 10% in 2009 and accounted for just 10% of overall revenue.⁸⁹ The current economic recession has exacerbated this downward trend considerably, as advertisers have cut spending steeply in order to stem their own revenue losses. Among the most pronounced have been cutbacks in automobile advertising due to bankruptcies and financial turmoil in that industry, in real estate advertising due to the real estate bust and

also Nat Worden, *Ad Revenue Eludes Papers*, WALL ST. J., Nov. 4, 2009, available at <http://online.wsj.com/article/SB10001424052748703740004574513522033216210.html> (last visited Feb. 3, 2010) (“The reality is that newspapers are suffering severe declines in ad revenue this year on top of the double-digit percentage declines they suffered last year.”); Erik Sass, *No Rest for the Dreary: Newspaper Revs Fall 28%*, MEDIA DAILY NEWS (MediaPost), Nov. 19, 2009, available at http://www.mediapost.com/publications/?fa=Articles.showArticle&art_aid=117749 (last visited Feb. 9, 2010) (noting that total newspaper industry advertising revenues tumbled 28% from third quarter 2008 to third quarter 2009, and that the newspaper industry's total print revenues experienced year-over-year declines for 14 straight quarters, while online revenues fell for 6 straight quarters).

⁸⁸ *PEJ 2010 State of the News Media Report*, Executive Summary at 8, http://www.stateofthemediamedia.org/2010/chapter%20pdfs/2010_execsummary.pdf (last visited Mar. 18, 2010); see also *Annual Advertising Expenditures*, <http://www.naa.org/TrendsandNumbers/Advertising-Expenditures.aspx> (“*Annual Advertising Expenditures*”) (last visited Feb. 9, 2010).

⁸⁹ See *PEJ 2010 State of the News Media Report*, Newspapers, Summary Essay at 2, Economics at 20-21, http://www.stateofthemediamedia.org/2010/printable_newspaper_chapter.htm (last visited Mar. 18, 2010); see also *Annual Advertising Expenditures*; Erik Sass, *Newspapers' Online Strategies Failed in 2009*, MEDIA NEWS POST, Dec. 29, 2009, available at http://www.mediapost.com/publications/?fa=Articles.showArticle&art_aid=119834 (last visited Feb. 9, 2010) (observing that “[s]ome of the worst defeats for newspapers in 2009 came in online advertising,” and citing Newspaper Association of America data showing that newspapers' online revenues declined 15.5% in the first three quarters of 2009 compared to the same period in 2008); *NAA, Nielsen: Newspaper Sites Get 5.5% Rise in '09 Visitors*, MEDIA NEWS POST, Feb. 3, 2010, available at http://www.mediapost.com/publications/?fa=Articles.showArticle&art_aid=121745 (last visited Feb. 9, 2010) (noting that “[t]hrough the first three quarters of 2009, the NAA tallied total Internet revenues of about \$1.97 billion, representing just under 10% of total revenues of \$19.9 billion”).

subprime mortgage crisis, and in retail due to decreases in consumer spending.⁹⁰ Classified advertising revenues, in particular, have trended downward, both because of the poor economy in general and because of consumers' rapid adoption of online alternatives.⁹¹ It is not surprising that these decreases have had a disproportionate impact on newspaper publishers, given the importance of advertising earnings to their business models.⁹²

⁹⁰ See Greg Bensinger and Bob Van Voris, *Chicago's Sun-Times Media Seeks Bankruptcy Protection (Update3)*, Bloomberg.com, Mar. 31, 2009, <http://www.bloomberg.com/apps/news?pid=20601087&sid=ajAExsdEoCRs> (last visited Feb. 9, 2010) ("Advertisers, particularly auto, retail and classified, have pulled back [in newspaper advertising] as the economy gets worse and worse."); Richard Pérez-Peña, *Newspaper Ad Revenue Could Fall as Much as 30%*, N.Y. TIMES, Apr. 14, 2009, available at <http://www.nytimes.com/2009/04/15/business/media/15papers.html> (last visited Feb. 9, 2010) (reporting that, in 2008, "[s]ome of the biggest categories of advertising, like real estate and help wanted, all but evaporated" for newspapers); Erik Sass, *No Rest for the Dreary: Newspaper Revs Fall 28%*, MEDIA DAILY NEWS (MediaPost), Nov. 19, 2009, available at http://www.mediapost.com/publications/?fa=Articles.showArticle&art_aid=117749 (last visited Feb. 9, 2010) (noting that newspapers experienced a 43% decline in real estate and automotive advertising revenues in the third quarter of 2009); Wayne Friedman, *Nielsen: U.S. Ad Spend Falls 11.5%*, MEDIA DAILY NEWS (MediaPost), Dec. 10, 2009, available at http://www.mediapost.com/publications/?fa=Articles.showArticle&art_aid=118897 (last visited Feb. 3, 2010) (reporting that overall U.S. advertising spending declined 11.5% during the first nine months of 2009, compared to the same time period a year ago, and noting that many of the same declining advertising categories, including automotive, continue to hurt media sales results).

⁹¹ See *infra* Section III.B.2; see also *Hands Off the Journalist*, Remarks of Commissioner Meredith Attwell Baker Before The Media Institute (Jan. 21, 2010) (observing that "the success of Craigslist and eBay has significantly reduced highly profitable classified ads"); *PEJ 2010 State of the News Media Report*, Newspapers, Economics at 18, http://www.stateofthemediainstitute.org/2010/printable_newspaper_chapter.htm (last visited Mar. 18, 2010) ("By early 2007, the industry had already lost a significant share of the once-lucrative classified advertising franchise to competitors like Monster, Craigslist and Google search. The recession then made the decade-long swoon worse, with classified falling 40% [in 2009]."); Rick Poynter, *Classified Ad Revenue Down 70% in 10 Years, With One Bright Spot*, POYNTER ONLINE – THE BIZ BLOG, Feb. 1, 2010, <http://www.poynter.org/column.asp?id=123&aid=177005> (last visited Feb. 9, 2010) (finding that the overall decline in the newspaper industry's classified ad earnings during the past decade "was a stunning 70 percent – from \$19.6 billion in 2000 to roughly \$6 billion in 2009").

⁹² TNS Media Intelligence, *TNS Media Intelligence Reports U.S. Advertising Expenditures Declined 14.7 Percent In First Nine Months of 2009*, Dec. 8, 2009, <http://www.tns-mi.com/news/2009-Ad-Spending-Q3.htm> (last visited Feb. 9, 2010) (reporting that total measured advertising expenditures in the first nine months of 2009 dropped by 14.7 percent as compared to the same period in 2008, that ad spending during the third quarter of 2009 was down 15.3 percent versus last year, and that newspapers and radio severely lagged the overall ad market during this period); see also Erik Sass, *Newspapers To Hit Bottom in 2010 . . . Maybe?*,

On top of steep losses in advertising revenue, newspaper publishers are facing unprecedented circulation declines. In October 2009, the Audit Bureau of Circulations reported that newspaper sales had plummeted 10.6% on weekdays and 7.5% on Sundays compared with a year earlier – bringing overall circulation to its lowest point in nearly 70 years.⁹³ This sharp drop followed declines of 7.1% from October 2008 through March 2009 and 4.1% from April through September 2008.⁹⁴ Thus, while newspaper circulation has been declining for many years, the recent losses indicate an accelerating trend.⁹⁵ The twofold hit that newspaper publishers have

MEDIA DAILY NEWS (MediaPost), Dec. 16, 2009, *available at* http://www.mediapost.com/publications/?fa=Articles.showArticle&art_aid=119282 (last visited Feb. 9, 2010) (citing a survey of newspaper publishers, who agree that advertising revenues will continue to decline in 2010 and that losses will be “spread across classifieds, national, and retail (or local) advertising – in other words, all the major newspaper advertising categories”); Joe Mandese, *Nielsen: U.S. Ad Spending Plummets \$3.8 Billion*, MEDIA DAILY NEWS (MediaPost), June 8, 2009, *available at* http://www.mediapost.com/publications/?fa=Articles.showArticle&art_aid=107497 (last visited Feb. 9, 2010) (reporting that ad spending in the first quarter of 2009 was down 37.7% in Sunday newspaper supplements, which “experienced the greatest erosion of any major U.S. ad medium,” with ad spending in national newspapers close behind at a 27.7% drop); Deborah Yao, *Global Ad Spend Still to Fall, Signs of Bottoming*, ABC News (Associated Press), July 6, 2009, *available at* <http://abcnews.go.com/print?id=8011994> (last visited Feb. 9, 2010) (reporting drop in advertising spending world-wide, with “U.S. ad spending for newspapers . . . expected to fall most steeply”).

⁹³ PEJ 2010 *State of the News Media Report*, Newspapers, Summary Essay at 2, Audience at 8, http://www.stateofthemediamedia.org/2010/printable_newspaper_chapter.htm (last visited Mar. 18, 2010) (citing data from the Audit Bureau of Circulations and noting that these numbers represent a decline in print audiences of 31.5% and 27% for daily and Sunday circulation, respectively, from peak totals in the last 25 years); Frank Ahrens, *The Accelerating Decline of Newspapers*, WASH. POST, Oct. 27, 2009, *available at* <http://www.washingtonpost.com/wp-dyn/content/article/2009/10/26/AR2009102603272.html> (last visited Feb. 9, 2010).

⁹⁴ Barbara Ortutay, *Newspaper Circulation Falling Fast*, USA TODAY, Oct. 26, 2009, *available at* http://www.usatoday.com/money/media/2009-10-26-newspaper-circulation_N.htm (last visited Feb. 9, 2010); Shira Ovide, *U.S. Newspaper Circulation Falls*, WALL ST. J., Oct. 27, 2009, *available at* <http://online.wsj.com/article/SB10001424052748703697004574497293992459948.html> (last visited Feb. 9, 2010).

⁹⁵ See Richard Pérez-Peña, *U.S. Newspaper Circulation Falls 10%*, N.Y. TIMES, Oct. 27, 2009, *available at* http://www.nytimes.com/2009/10/27/business/media/27audit.html?_r=1 (last visited Feb. 9, 2010) (noting that “[t]he two-decade erosion in newspaper circulation is looking more like an avalanche” and that “after years of slipping,” circulation has “accelerated sharply downward”); Frank Ahrens, *The Accelerating Decline of Newspapers*, WASH. POST, Oct. 27,

taken as a result of the downturns in advertising and circulation revenues is further reflected in the fact that the stock of publicly traded newspaper companies plunged nearly 83% in 2008.⁹⁶ Although the stock prices of publicly traded newspaper companies increased in 2009 over their 2008 levels, they remain drastically lower than where they stood in 2005, shedding on average nearly three-quarters of their value in the past four years.⁹⁷

This turmoil has been recognized at the highest levels of government; indeed, as discussed below, U.S. House of Representatives Speaker Nancy Pelosi sent a letter last year to Attorney General Eric Holder chronicling the dire financial state of the newspaper industry and suggesting a need to alter the traditional approach to considering transactions involving newspapers in light of the industry's troubled financial condition.⁹⁸ In launching its "Future of

2009, available at <http://www.washingtonpost.com/wp-dyn/content/article/2009/10/26/AR2009102603272.html> (last visited Feb. 9, 2010) (noting that "[a]verage daily circulation of all U.S. newspapers has been in decline since 1987").

⁹⁶ Pew Project for Excellence in Journalism, *The State of the News Media* (2009) ("PEJ 2009 State of the News Media Report"), Executive Summary at 10, <http://www.stateofthemedial.org/2009/chapter%20pdfs/COMPLETE%20EXEC%20SUMMARY%20PDF.pdf> (last visited Feb. 17, 2010).

⁹⁷ See Alan Mutter, *News-Stock Surge: Boom or Dead-Cat Bounce?*, Reflections of a Newsosaur, Jan. 4, 2010, <http://newsosaur.blogspot.com/2010/01/news-stock-surge-boom-or-dead-cat.html> (last visited Feb. 18, 2010); PEJ 2010 State of the News Media Report, Newspapers, Summary Essay at 2, 5, Economics at 24, http://www.stateofthemedial.org/2010/printable_newspaper_chapter.htm (last visited Mar. 18, 2010) (reporting that only one newspaper company stock was trading for more than \$5 a share and several were in "penny stock territory" in March 2009 and, though stocks had ticked up by the end of the year from "the rock bottom prices of spring 2009," the valuations were still just a small fraction of what they had been in 2005 and 2006).

⁹⁸ See Letter from Nancy Pelosi, Speaker of the House, to The Honorable Eric J. Holder, Attorney General of the United States (Mar. 16, 2009). On September 24, 2009, the House Joint Economic Committee, chaired by Representative Carolyn Maloney (D-NY), held hearings on the implications of the deterioration of the newspaper industry for the broader economy and explored options for federal government involvement to help strengthen the industry. See Ann Sanner, *Newspaper Rep Urges Tax Break To Help with Losses*, ABC News (Associated Press), Sept. 24, 2009, available at <http://abcnews.go.com/Politics/wireStory?id=8667155> (last visited Feb. 9, 2009). Further, in connection with a recent 2010 Quadrennial Review workshop focusing on the current financial and economic conditions and marketplace factors affecting the media industry, lenders appearing on a panel pointed to the "perfect storm" of a down economy that

Media” initiative in 2010, the Commission similarly acknowledged that “[t]he layoffs of thousands of journalists have prompted concern from a wide variety of independent analysts and groups that we may end up with fewer ‘informed communities’” and that “[t]hese trends could have dire consequences for our democracy and the health of communities, hindering citizens’ ability to hold their leaders and institutions accountable.”⁹⁹

The broadcast industry similarly is in the midst of a serious financial retrenchment. As the Project for Excellence in Journalism recently reported, earnings at local television stations were “in a free fall” in 2009; at the end of the year, “industry revenues had fallen to levels not seen since the mid-1990s.”¹⁰⁰ In particular, television stations’ advertising revenue is estimated to have dropped 22% in 2009, more than triple the decline of 7% in 2008.¹⁰¹ Notably, this

hammered overleveraged broadcasters and Internet competition that continues to drain advertising dollars away from the sector, resulting in a lack of interest in lending to broadcasters. See FCC, News Release, *Media Bureau Announces Panelists and Agenda for Media Ownership Workshop on Financial and Marketplace Issues*, MB Docket No. 09-182 (rel. Jan. 5, 2010); see also John Eggerton, *Lenders Make Pitch to FCC to Loosen Media Ownership Rules*, BROAD. & CABLE, Jan. 12, 2010, available at http://www.broadcastingcable.com/article/443725-Lenders_Make_Pitch_to_FCC_to_Loosen_Media_Ownership_Rules.php (last visited Feb. 9, 2010). Speakers on a second panel about smaller broadcasters were in agreement that additional broadcast bankruptcies are likely due to the financial conditions in the industry. See Jonathan Make, *Media Deregulation Seen Helping Cash-Strapped Industry*, COMM. DAILY, Jan. 13, 2010, at 4-6.

⁹⁹ *Future of Media Public Notice*, supra note 63, at 1-2.

¹⁰⁰ *PEJ 2010 State of the News Media Report*, Local TV, Summary Essay at 1, Economics at 9, http://www.stateofthemedial.org/2010/printable_local_tv_chapter.htm (last visited Mar. 18, 2010).

¹⁰¹ *PEJ 2010 State of the News Media Report*, Executive Summary at 1, http://www.stateofthemedial.org/2010/chapter%20pdfs/2010_execsummary.pdf (last visited Mar. 18, 2010); *PEJ 2009 State of the News Media Report*, Executive Summary at 20, <http://www.stateofthemedial.org/2009/chapter%20pdfs/COMPLETE%20EXEC%20SUMMARY%20PDF.pdf> (last visited Feb. 17, 2010); see also Television Bureau of Advertising, *Broadcast Television Ad Revenues Were Down 22.6% in 3rd Quarter*, Dec. 18, 2009, http://www.tvb.org/rcentral/AdRevenueTrack/revenue/2009/ad_figures_1.asp (last visited Feb. 9, 2010); *PEJ 2010 State of the News Media Report*, Local TV, Economics at 10, http://www.stateofthemedial.org/2010/printable_local_tv_chapter.htm (last visited Mar. 18, 2010) (reporting that, in the first nine months of 2009, automobile advertising – the most important

represents a decrease of 25% from the previous non-election year.¹⁰² While stations did experience growth in the advertising revenue from their websites, these earnings amounted to only 8% of their 2009 revenues.¹⁰³ These results have crippled television station budgets and severely strained stations' ability to deliver local news.¹⁰⁴ Due to the "structural challenge" currently facing the industry, "[s]tations, after years of declines in audience, may be nearing a point where they can no longer add new newscasts or pursue new revenue opportunities. . . ."¹⁰⁵ The newsgathering operations of struggling broadcasters are "getting smaller,"¹⁰⁶ and many have been forced to lay off news staff or implement hiring freezes.¹⁰⁷ Radio stations have similarly been suffering, with 2009 revenues down 18% compared to 2008 revenues.¹⁰⁸

advertising category for local television stations – was down 52%, and that revenue from 24 of the top 25 categories of local television advertisers was down sharply during this time period).

¹⁰² *PEJ 2010 State of the News Media Report*, Local TV, Summary Essay at 1, Economics at 9, http://www.stateofthemedial.org/2010/printable_local_tv_chapter.htm (last visited Mar. 18, 2010) ("Ad revenue is always lower in a year without federal elections or the Olympics, but the drop in 2009 was especially severe even with the unexpected bounty of political spending on health care legislation. . . . The last two non-election years, by contrast, recorded much smaller declines: 5% in 2005 and 6% in 2007.").

¹⁰³ *Id.*, Summary Essay at 1 (noting further that there is "little prospect of [online revenues] buoying [local television stations] anytime soon"); *see also id.*, Economics at 10 (noting that on-air advertising revenues represent "\$9 out of every \$10" of TV station revenues).

¹⁰⁴ *See id.*, News Investment at 17 (citing the latest survey data from 2008 that shows "hefty budget reductions and deep cuts in the newsroom," and stating that news directors at local stations expected their budgets to be even smaller in 2009 than they were in 2008).

¹⁰⁵ *Id.*, Summary Essay at 1. Broadcasters' budgets, furthermore, were already strained by the mandated capital-intensive digital television conversion. As discussed below, Tribune has added to its already substantial news programming in New York despite the dismal economic conditions. *See infra* Section III.A.

¹⁰⁶ *PEJ 2010 State of the News Media Report*, Local TV, Summary Essay at 1, http://www.stateofthemedial.org/2010/printable_local_tv_chapter.htm (last visited Mar. 18, 2010).

¹⁰⁷ *See id.*, News Investment at 18-19; *see also* Sarah McBride, *Clear Channel's Parent Cuts 590 Jobs*, WALL ST. J., Apr. 29, 2009, *available at* <http://online.wsj.com/article/SB124095285316665235.html> (last visited Feb. 9, 2010) (reporting Clear Channel Communications Inc.'s decision to cut 590 jobs in its second round of mass layoffs in 2009 amid pressure from the recession and evaporating advertising budgets); Chris

Like other media companies, Tribune has suffered continuing financial difficulties in recent years. Since 2007, the economic and advertising crises have been substantial, and Tribune, like many of its peers, has suffered a material decline in advertising business. In 2008, Tribune's publishing revenue decreased 12%, primarily due to an 18% decrease in advertising revenue and a 2% decrease in circulation. Tribune's broadcasting and entertainment revenue decreased 2% in 2008. At December 28, 2008, the consolidated financial statements of Tribune included approximately \$4.4 billion in total assets and approximately \$14.8 billion in total liabilities. At December 27, 2009, the consolidated financial statements of Tribune included approximately \$5.0 billion in total assets and approximately \$14.3 billion in total liabilities. In 2009, Tribune's publishing revenue decreased approximately 19%, with advertising revenue down 26% compared to 2008. Tribune's broadcasting and entertainment revenue decreased 19% in 2009 compared to 2008.¹⁰⁹

Ariens, *Layoffs at ABC News Radio*, TV Newser, Oct. 6, 2009, http://www.mediabistro.com/tvnewser/abc/layoffs_at_abc_news_radio_139400.asp (last visited Feb. 9, 2010) (reporting that about 20 staffers from the editorial, production, and technical staffs at ABC News Radio in New York and Washington, D.C. were let go in October 2009); Glen Dickson & Marisa Guthrie, *ABC Lays Off 31 in Broadcast Operations, Engineering*, BROAD. & CABLE, Jan. 27, 2010, available at http://www.broadcastingcable.com/article/446188-ABC_Lays_Off_31_in_Broadcast_Operations_Engineering.php (last visited Feb. 9, 2010) (reporting that ABC would be cutting 31 positions in its Broadcast Operations & Engineering group); Matea Gold, *CBS News Braces for More Layoffs Next Week*, L.A. TIMES, Jan. 31, 2010, available at <http://articles.latimes.com/2010/jan/30/business/la-fi-ct-cbs-news30-2010jan30> (last visited Feb. 9, 2010) (reporting that CBS News is preparing a significant round of layoffs expected to affect every CBS News program and as many as 100 positions, or 7% of CBS News' 1,400-person staff).

¹⁰⁸ PEJ 2010 *State of the News Media Report*, Audio, Summary Essay at 2, http://www.stateofthemediamedia.org/2010/printable_audio_chapter.htm (last visited Mar. 18, 2010); *Second Quarter Revenues Drop 22% – But RAB Sees Bottom*, INSIDE RADIO, Aug. 24, 2009, available at <http://www.insideradio.com/article.asp?id=1468449> (last visited Feb. 18, 2010).

¹⁰⁹ These figures demonstrate that Tribune continues to face serious financial challenges. Moreover, it is significant that since December 8, 2008, when the company and its subsidiaries commenced bankruptcy proceedings, they have been free of any debt service obligations as a result of the automatic stay that applies under the bankruptcy laws, yet Tribune's financial condition has continued to deteriorate; were it not for the current lack of any obligation to service debt, its financial results would surely be far worse.

While Tribune's performance is comparable – and in some areas superior – to that of its peers in the newspaper and broadcasting businesses, its operations have been adversely affected by the general deterioration in the newspaper publishing and broadcasting industries and, in particular, the continuing severe decline in advertising revenues that has occurred during the current recession. On December 8, 2008, Tribune and most of its subsidiaries, including those that operate its newspapers and broadcast stations, commenced proceedings under Chapter 11 of the Bankruptcy Code.¹¹⁰ On April 12, 2010, Tribune and its affected subsidiaries filed a Joint Plan of Reorganization (the "Plan") with the Bankruptcy Court. Under the Plan, which is subject to approval by the Bankruptcy Court, Reorganized Tribune expects to become a publicly traded company, and certain creditors of Tribune and its subsidiaries will receive common stock and/or warrants as provided for in the Plan.

Apart from the positive presumption to which Reorganized Tribune is entitled under the *2008 Order*, overwhelming evidence and compelling policy considerations support a permanent waiver of the NBCO Rule with regard to the New York newspaper/television combination. The Commission must evaluate the instant request within the context of the tortured history of the NBCO Rule, the fact that the Commission has twice determined that an absolute ban on cross-ownership does not serve the public interest (a finding affirmed by the Third Circuit), and the prevailing economic conditions of the newspaper and broadcasting industries in general and Tribune in particular. Specifically, the Commission must take account of (1) its 14-year-old commitment to revise the NBCO Rule, (2) the almost nine years that have elapsed since the initiation of proceedings to do so for both radio and television stations, (3) the agency's almost seven-year-old action first repealing the absolute ban and adopting a rule that would have

¹¹⁰ See *In re Tribune Company, et al.*, *supra* note 7.

permitted outright the common ownership of WPIX(TV) and *Newsday*, (4) its two-year-old decision to add liberalized waiver standards to the NBCO Rule that permit continued common ownership of these properties, and (5) the FCC's recognition over two years ago that Tribune's ownership of interests in the same properties at issue here should be permitted to continue pending further specified proceedings that are still unresolved. It also must take into account the significant reduction of Tribune's interest in *Newsday* and Cablevision's concomitant acquisition of operational control of the newspaper. Further, the Commission must recognize that permitting Tribune to emerge from bankruptcy with its assets intact is the only way to provide the company with a much-needed fresh start and to promote the agency's policy of affording comity to the bankruptcy process.

III. TRIBUNE'S CONTINUED OWNERSHIP OF THE NEW YORK PROPERTIES WILL SERVE THE PUBLIC INTEREST.

A. WPIX(TV) Today Delivers Extensive Public Interest Benefits Under Programs Initiated During Its Prior Ownership in Common With *Newsday*.

As discussed above, Tribune today retains only an approximate 3% indirect equity interest in *Newsday* Holdings, the parent company of the publisher of *Newsday*, and Cablevision maintains operational control of the newspaper. However, during the near-decade of Tribune's common ownership of WPIX(TV) and *Newsday*, these properties provided significant public interest benefits to residents of the New York DMA. Joint efforts between these properties measurably improved each one's ability to deliver in-depth coverage of news events and to contribute to the community's awareness and understanding of important local, national, and international issues. Building on this tradition, WPIX(TV) continues providing these benefits notwithstanding the *Newsday* Transaction and Tribune's reduced interest in *Newsday*.

Facilities and Operations. WPIX(TV) and *Newsday* are separately located and operate independently. WPIX(TV), which is affiliated with the CW network, operates from studios and

offices located at 220 East 42nd Street in midtown Manhattan. *Newsday*'s headquarters are located in Melville, New York, approximately 30 miles east on Long Island.

News Coverage. WPIX(TV) currently broadcasts 33 hours of local news each week.¹¹¹ Following the 2007 FCC decision approving the transfer of control of Tribune to the ESOP, the station added an additional thirty minutes, from 4:30 am to 5:00 am, to its weekday morning newscasts. Most recently, in September 2009, the station introduced a new daily 30-minute newscast at 6:30 pm, thereby increasing the station's weekly total of local news another three and one-half hours to 33 hours. This far exceeds the amount of news provided by many other stations in the market and distinguishes WPIX(TV) both from other CW affiliates, the majority of which do not originate their own local newscasts, as well as from other stations that, like WPIX(TV), are ranked fifth or below in terms of all-day share, which are far less likely to carry local news than higher-ranked stations.¹¹² The station's local news schedule is as follows:

<i>Program</i>	<i>Time</i>	<i>Days</i>	<i>Hours/day</i>	<i>Hours/week</i>
<i>PIX11 Morning News</i>	4:30 am – 9:00 am	Monday – Friday	4.5	22.5
<i>WPIX News at 6:30</i>	6:30 pm – 7:00 pm	Monday – Sunday	.5	3.5
<i>WPIX News at Ten</i>	10:00 pm – 11:00 pm	Monday – Sunday	1	7
<i>TOTALS:</i>	<i>Monday-Friday</i>		6	33
	<i>Saturday-Sunday</i>		1.5	

¹¹¹ See Hours and Audience Ratings and Shares of Local News – New York DMA (Attachment 1 hereto). WPIX(TV)'s news total is current as of April 2010.

¹¹² See 2008 Order, 23 FCC Rcd at 2045-46 (¶ 62), 2050-51 (¶ 70) (“[T]elevision stations ranked fifth and below in their DMAs are less likely to carry local news, and therefore hold the potential, as a result of a merger with a newspaper, to provide additional news programming to the local community.”). Indeed, more than 60% of stations ranked fifth or below provide no local news at all. *Id.* at 2046 n.204 (¶ 62 n.204). WPIX(TV) is ranked sixth in the New York DMA in terms of all day (9 am to midnight) share. See New York DMA TV Stations and Audience Ratings and Shares (Attachment 2 hereto); see *infra* Section III.B.

It is noteworthy that, while many television stations across the country are cutting their local news programming budgets,¹¹³ WPIX(TV) has increased the amount of local news that it produces and airs.

In addition to the station's regularly scheduled news programming, WPIX(TV) broadcasts a weekly public affairs program, *PIX News Closeup*, which airs at 6:00 am on Sunday mornings. Now in its seventeenth year, *PIX News Closeup* generally focuses on political discussion and analysis and frequently features interviews with New York's political and community leaders. Program guests have included New York Governor David Paterson, New York City Mayor Michael Bloomberg, United States Senators Chuck Schumer and Bob Menendez, and United States Representatives Charles Rangel and Peter King, as well as former New York Governors George Pataki and Eliot Spitzer, former New Jersey Governors Jim McGreevey and Jon Corzine, former New York City Mayor Rudy Giuliani, and numerous other local, national, and international political figures. The program has received many awards, including three Emmys. In 2004, 2006, and 2008, the longtime host of *PIX News Closeup*, Marvin Scott, traveled to Iraq to produce episodes focused on local soldiers stationed there during the holiday season. These broadcasts received special recognition from the New York State Associated Press Broadcasters and two Emmy nominations.

WPIX(TV) frequently broadcasts topical news specials and public affairs programming. In 2008, the station produced two specials on the life and work of Martin Luther King. In 2009, it produced a third special on Dr. King's life. Reporters from WPIX(TV) traveled to Memphis to conduct first-hand reporting for these specials. The station's 2008 special, "The Legacy of Martin Luther King: Forty Years After Memphis," won a local Emmy award for outstanding

¹¹³ See *supra* Section II.C.

news special. In 2009, WPIX(TV) also produced and aired a 30-minute special report on the life, music, and death of Michael Jackson. Other public affairs specials on WPIX(TV) in the last three years have covered topics such as the causes of homelessness and infant mortality, the 75-year history of New York City's public housing authority, the importance of making New York environmentally sustainable, tips for parents on protecting their children online, and the DTV transition. In addition, for the past several years WPIX(TV) has also broadcast Christmas Eve Midnight Mass from St. Patrick's Cathedral.¹¹⁴

WPIX(TV)'s news team conducts in-depth investigations on important news issues. The station's "PIX Investigates" segments (formerly called "Fact Finders") present investigative reports and have included stories on human trafficking, the dilapidated condition of many New York City subway stations, sales of illegal prescription drugs at Manhattan bodegas, and the presence of toxic chemicals in Staten Island backyards. In December 2009, "PIX Investigates" presented a pair of investigative series, each comprised of two parts. The first series included an exclusive jailhouse interview with a New York police officer serving time for a drunk driving crash that killed four people, followed the next night by an in-depth look at how the laws affecting "DWI Cops" have changed. In the second two-part series, the team highlighted the ease with which purchasers could buy guns and bring them into New York City by tracking down the Virginia gun dealer who sold guns used in a Times Square shooting. In 2009, one of the "Fact Finders" reporters received a local Emmy award for Journalistic Enterprise for his work on the features. In 2006, the "Fact Finders" team received a local Emmy award for Outstanding Political Programming for a report titled "Eminent Domain: Long Branch," which

¹¹⁴ Attachment 3-A hereto includes a more extensive listing of special reports broadcast on the station during 2007, 2008, and 2009.

investigated an oceanfront community where a deal between the city government and private developers to build expensive condos forced homeowners out of their houses.

Political Coverage. Prior to the November 2009 elections, which included races for New York City Mayor and Controller, Manhattan District Attorney, and Governor of New Jersey, WPIX(TV) broadcast four consecutive weekly half-hour special election programs called “PIX News Special: The Election Closeup.” Each program, which aired from 10:00 am to 10:30 am, featured a roundtable of political experts covering weekly campaign developments involving the races and discussing topics such as polls, endorsements, debates, and voter trends. The roundtable guests on the show included the Director of Survey Research at Baruch College, the Director of the Quinnipiac University Polling Institute, and a prominent political strategist.

In the lead up to the election, *PIX News Closeup* focused on mayoral candidates Bill Thompson and Tony Avella; incumbent Mayor Bloomberg did not respond to the station’s invitation to appear. In news features entitled *11 News Closeups*, station reporters interviewed all three candidates for Manhattan District Attorney.

On the night of the Presidential election in November 2008, WPIX(TV) expanded its evening newscast to provide coverage from 8:00 pm until 12:30 am. WPIX(TV)’s coverage was greatly enhanced by interviews and on-the-ground reporting by *Chicago Tribune* and WGN-TV reporters in Chicago, who appeared on-air on WPIX(TV). The station also provided extended coverage of President Obama’s Inauguration in January 2009. After WPIX(TV)’s regularly scheduled morning newscast ended at 9:00 am, the station continued to provide live Inauguration coverage until 1:00 pm, then resumed at 2:30 pm and continued until 7:00 pm. In addition to reports from WPIX(TV) reporter Chris Glorioso, who traveled to Washington, D.C. to cover the

Inauguration, the station's special coverage also included interviews and information from reporters working at Tribune's Washington, D.C. bureau.

On most election nights, WPIX(TV) provides multiple news updates beginning at 4:00 pm, six hours before the start of the station's regularly scheduled 10:00 pm newscast. These updates provide viewers with the latest results and news about the day's races. In the run-up to major elections, WPIX(TV) also invites candidates to appear on-air for interviews either in the station's regularly scheduled newscasts or on *PIX News Closeup*. Most candidates accept these invitations and appear on the station's news and public affairs programs. As described above, even outside of election season, *PIX News Closeup* features in-depth interviews with local, state, national, and international political leaders on a regular basis.

One very recent example of how WPIX(TV)'s news resources have made a difference in civic debates has been the station's ongoing coverage of the New York City Metropolitan Transit Authority's proposed elimination of free rides on city subway and trains for elementary and secondary school students traveling to and from school. Whereas most local news outlets simply reported on this story, WPIX(TV) took an advocacy journalism perspective to give voice to local students and their families, who stood to lose the annual \$890 per student benefit. Under the umbrella name "Project SOS" ("Support Our Students"), *WPIX News* devoted significant airtime and exposure throughout December 2009 to create greater public awareness of the issue. Project SOS explained local government processes to students and demonstrated how participation could make a difference. The station aired interviews with local and state politicians, asking them to join the fight to restore funding to public transportation for students. By the beginning of 2010, the New York Governor's office signaled that restoration of funding would be likely, although the debate still continues.

Local Entertainment Programming. In addition to its news and public affairs programs, WPIX(TV) broadcasts two locally-produced non-news programs each week. On Saturdays from 6:00 pm to 6:30 pm, the station broadcasts *Toni on New York*, a lifestyle program hosted by Toni Senecal which focuses on the attractions and events occurring in New York City's various neighborhoods; the program is rebroadcast on Sunday mornings from 11:30 am to 12 noon. On Sunday mornings from 6:30 am to 7:00 am, WPIX(TV) broadcasts *Metro Residential*, a local real estate and design series, which looks at housing in local neighborhoods, information for home buyers, and interior design topics; the program is rebroadcast Sunday mornings from 11:00 am to 11:30 am.

Community Service. WPIX(TV) has been deeply involved in the New York community, not only through its news coverage but also through on-air campaigns and involvement of station personnel in community events. In June 2009, for example, the station sent a camera team to cover the New York City Tour de Cure, an annual event benefiting the American Diabetes Association. WPIX(TV) personalities also served later in the year as emcees for the event, and the station aired a series of public service announcements promoting the cause.¹¹⁵

In the lead-up to the DTV transition, WPIX(TV) Director of Local Production and Community Affairs Carlos Austin participated in at least 13 separate community events designed to ensure that viewers in New York were prepared for the cut-over from analog service. Mr. Austin appeared at events ranging from sessions hosted by senior centers to a town hall meeting hosted by United States Representative Ed Towns. WPIX(TV) provided on-air

¹¹⁵ A letter of appreciation that the station received from the American Diabetes Association is appended hereto as Attachment 3-B. Attachment 3-C includes a list of additional locally-produced public service announcement campaigns broadcast by WPIX(TV) in 2007, 2008, and 2009.

information about the transition well in excess of that required by the FCC and was one of two stations in New York to host a DTV call center in the days surrounding the transition.

Other WPIX(TV) personalities have been equally involved in community events. For example, in August 2008, station meteorologist Irv Gikofsky (known as “Mr. G” on-air) served as spokesperson for the inaugural Project Back-to-School supply drive to benefit the Coalition for the Homeless, and in 2009, WPIX(TV) again supported this cause.¹¹⁶ Mr. Gikofsky has also helped provide publicity and support for National Mentoring Month, which holds an annual event at Chelsea Piers in January and has spoken at innumerable public events hosted or sponsored by other organizations. In 2007, *News at Ten* anchor Jim Watkins lectured at the New York Autism Center of Excellence’s 10th annual conference, “New Insights in the Diagnosis, Neurobiology, Genetics, and Treatment of Autism.”¹¹⁷

Awards. WPIX(TV)’s exceptional news and public affairs programming has been recognized by a number of organizations, as shown in the long list of awards received by the station. For example, the station’s coverage of the explosion of a steam pipe under a Manhattan street near Grand Central Station in July 2007 received five awards or commendations, including a local Emmy award for spot news coverage, an Edward R. Murrow Award for best newscast from the Radio and Television News Directors Association, an Outstanding Spot News award from the New York State Broadcasters Association, a Spot News Award from the New York Press Club, and a Special Mention Award for Spot News Coverage from the New York State Associated Press Broadcasters Association. More recently, WPIX(TV) received three local

¹¹⁶ A letter of appreciation that the station received from the Coalition for the Homeless is appended hereto as Attachment 3-D.

¹¹⁷ Attachment 3-E hereto is a more extensive list of some of the community projects with which WPIX(TV) personalities have been involved during 2007, 2008, and 2009.

Emmy awards in 2008 and six local Emmy awards in 2009. In 2009, *WPIX News at Ten* was recognized with a First Place award from the New York State Associated Press Broadcasters Association for Best Regularly Scheduled Local News Program. In 2009, the station also received New York State Associated Press Broadcasters Association awards for best spot news coverage and best continuing news coverage.¹¹⁸

B. The New York Market Is Remarkably Diverse And Competitive.

New York is the largest DMA in the country, with nearly 7.5 million television homes.¹¹⁹ As shown in detail below, the New York media market is diverse and competitive, with 23 commercial and non-commercial television stations owned by 17 separate owners, 240 commercial and non-commercial radio stations owned by 119 separate owners, and 28 daily newspapers published by 15 different publishers.¹²⁰ Many of the country's major media companies own media properties in the market. WPIX(TV) and *Newsday* are venerable institutions in New York and household names throughout the DMA. WPIX(TV), which is not affiliated with one of the Big-four television networks, is ranked sixth, based on share (9 am – midnight),¹²¹ among its strong group of competitors (many of which are network-owned); *Newsday*, in which Tribune now holds only an approximate 3% indirect equity interest, has for

¹¹⁸ Attachment 3-F hereto is a list of awards received by WPIX(TV) in 2007, 2008, and 2009.

¹¹⁹ TVB Research Central, Market Track, *US TV Households by Market*, http://www.tvb.org/rcentral/markettrack/us_hh_by_dma.asp (last visited Feb. 2, 2010) (based on Nielsen Media Research, Inc., Nielsen Station Index (NSI), estimates for the 2009-2010 television season effective September 21, 2009).

¹²⁰ See generally Mark R. Fratrik, Ph. D., BIA Financial Network, *Report on the New York, NY Media Market: Media Diversity, Revenue Share, and Concentration Analysis in Support of the Request for Cross-Ownership Waiver for Television Station WPIX(TV)*, at 22 (Feb. 26, 2010) (“BIA Report”) (Attachment 4 hereto).

¹²¹ See Attachment 2.

many years faced strong competition from *The New York Times*, the *Daily News*, the *New York Post*, the *Star-Ledger of Newark*, and other daily newspapers in the market.

Moreover, these numerous traditional media outlets provide news, information and entertainment and seek advertisers in a market that has been revolutionized by widespread access to the Internet and other new media. Broadband, with its exponentially higher speeds, enables interactive uses of the Internet that have transformed the way that people obtain news and information and has made Internet news sources even more powerful forces in the contemporary media marketplace than they were just a few short years ago. In fact, a very recent study by Arbitron and Edison Research found that, for the first time, more people rated the Internet as the media platform that is “most essential” to their lives than any of the traditional media, with 42% choosing the Internet, 37% choosing television, 14% choosing radio, and just five percent choosing newspapers.¹²² And now, Americans have access to text and video content while on-the-go through multiple mobile video platforms, with more on the horizon, including mobile digital television. More than ever before, consumers control their access to news, information and entertainment, and Tribune’s traditional media properties in New York are just two of thousands of local outlets competing for their attention. The combination of WPIX(TV) and *Newsday* has had and will have no significant adverse impact on the incredible diversity of media outlets available in the market, as these marketplace facts show. Economic analysis further reflects generally stable or decreasing concentration levels, thus evidencing that the New York market has remained, and will remain, unconcentrated and vibrantly competitive

¹²² See Arbitron, Inc. and Edison Research, *The Infinite Dial 2010: Digital Platforms and the Future of Radio*, at 11 (Apr. 2010), available at http://www.arbitron.com/study/digital_radio_study.asp (last visited Apr. 17, 2010).

notwithstanding Reorganized Tribune's continued ownership of WPIX(TV) and its approximate 3% indirect equity interest in *Newsday*.

1. Many "Traditional" Media Sources Serve The New York Market.

a. Television Stations.

The abundance of television stations in the New York DMA alone supports the requested waiver. WPIX(TV), an affiliate of the CW Network, is one of 23 broadcast television stations in New York, 13 more than the 10 that were available to local viewers in 1975 when the cross-ownership rule was adopted.¹²³ Those 23 stations are owned by 17 separate owners.¹²⁴ The Big-four networks all own stations in New York, and Fox, NBC, and Univision own duopolies. As in other markets, broadcast television ratings in New York are generally in decline, a trend that is hardly surprising in light of the emergence of multiple new media outlets. A chart showing these declines is appended hereto as Attachment 2.¹²⁵

Notwithstanding Tribune's ownership from 2000 to mid-2008 of WPIX(TV) and *Newsday*, the New York television market has grown increasingly diverse and competitive.¹²⁶ A review of the declining audience shares for broadcast television stations in New York demonstrates that diversity and competition are robust, and have increased over time:

- In 1975, the largest share earned by a television station was 24 (WNBC(TV)); by May 2001, the largest share was just 12 (WNBC(TV)/WABC-TV). In May 2009, the largest share earned by a station was 10.4 (WABC-TV), and only six were

¹²³ See BIA Report, at 22; *id.* at Appendix B-1; *see also* Attachment 2.

¹²⁴ See BIA Report, at 22; *id.* at Appendix B-1.

¹²⁵ See Attachment 2.

¹²⁶ As noted above, its interest in the latter was reduced to an approximate 3% indirect equity stake in July 2008.

even earning shares of 3 or greater. By November 2009, the top share was 9.5 (WABC-TV) and that of WPIX(TV) was just 3.2.¹²⁷

- In 1975, five stations earned an audience share of 10 or better. By 2001, only the top two stations in the market earned an audience share of 10 or better. In May 2009, no station in the market had a share of 10 or more, and the collective share of the top five stations in the New York DMA was only slightly more than 32. In November 2009, only two stations in the market had a share of 8 or better, and the top five had improved only slightly to a collective share of 35.2, well below May 2001 levels.¹²⁸

These audience share data demonstrate that Tribune's common ownership of media properties has not hindered, and will not harm in the future, the growth of diversity and competition in New York, where a large number of alternative outlets are available.

While audience shares for the once-dominant stations have declined steadily over time, the amount of local news programming is plentiful and diverse. As reflected in the table appended hereto as Attachment 1, nine stations in the New York DMA produce local news. With the addition of WPIX(TV)'s new 6:30 pm – 7:00 pm newscast in September 2009, four stations in the New York market now provide at least 29 hours a week of local news, and the nine stations that air local news together broadcast more than 180 hours of local news per week. WPIX(TV) has increased the amount of news programming it provides to 33 hours per week, despite the loss of audience share to other stations and non-broadcast news providers.¹²⁹ Competition for the New York news-viewing audience is robust with the highest-rated evening newscast in November 2009 earning a 12.2 share.¹³⁰ These facts and trends show that while

¹²⁷ See Attachment 2.

¹²⁸ See *id.*

¹²⁹ See Attachment 1; see also *supra* Section III.A.

¹³⁰ See *id.*

audience ratings for broadcast television have declined, the delivery of news in the New York market is plentiful, and competition is intense.

In addition to the full-power television stations serving the DMA, there are 30 multicast programming streams available in the market.¹³¹ Broadcasters are embracing the opportunity to bring additional programming options to viewers using these digital multicast channels.¹³² Now, in addition to the programming offered on its main channel, a broadcaster can divide its remaining spectrum into one or more subchannels and program these channels to serve the different needs of its viewing audience. Some stations are offering hyper-local news and information, 24/7 weather, or live traffic information.¹³³ Still other stations are providing programming options to serve the needs and interests of niche markets within their viewing audience, such as multi-lingual news, children's programming, religious programming, local sports programming, or classic movies and television shows.¹³⁴

¹³¹ See BIA Report, at 22 n.35; *id.* at Appendix B-2.

¹³² See RabbitEars.Info, http://www.rabbitears.info/search.php?request=network_list (last visited Feb. 8, 2010) (listing almost 200 programming options for digital subchannels).

¹³³ See 360north.org, www.360north.org (last visited Feb. 8, 2010) (providing Alaska news and information); The Ohio Channel, <http://www.ohiochannel.org/> (last visited Feb. 8, 2010) (providing coverage of state political events); Accuweather Partners, <http://www.accuweather.com/promo-ad.asp?partner=accuweather&traveler=0&dir=aw&page=lawc> (last visited on Feb. 8, 2010) (providing list of stations carrying local weather information on multicast channels); *see also* http://www.rabbitears.info/search.php?request=network_search&network=Traffic+Cameras (last visited Feb. 8, 2010) (list of stations with live traffic camera feed offered on a subchannel).

¹³⁴ For example, stations around the country offer LATV network programming on digital subchannels. The network offers bilingual programming targeted toward the younger Hispanic market. See www.LATV.com (last visited Feb. 8, 2010). The new Estrella TV network, which offers musical-variety, comedy, scripted drama, talk and game shows in Spanish and features top talent from the United States, Mexico and Latin America, is also broadcast on a number of digital multicast streams. See Liberman Broadcasting, Inc., *Estrella TV Makes Its Nationwide Debut*, Sept. 14, 2009, available at http://www.lbimedia.com/Media/PressReleases/20090914_EstrellaTvLaunch.pdf (last visited Feb. 9, 2010). Other stations are similarly using their digital multicast streams to broadcast a diverse range of programming. See, e.g., Arirang – Korea's Global TV, <http://www.arirang.co.kr/> (last visited Feb. 8, 2010) (offering news and information

There are also four independently owned Class A television stations in the New York DMA.¹³⁵ Each of these Class A stations is required to broadcast an average of at least three hours per week of locally produced programming every quarter.¹³⁶ And, there are 31 non-Class A low power television stations owned by 18 separate owners.¹³⁷ In total, the New York DMA has 35 Class A and LPTV stations, owned by 21 separate owners.¹³⁸ These outlets provide additional potential sources of local news and information for viewers.

b. Multichannel Video Programming Distributors (“MVPDs”).

As of November 2009, cable penetration in the New York DMA was 85.5%, 12.5% of the households in the DMA subscribed to alternative MVPDs (including direct broadcast satellite (“DBS”)), and total MVPD penetration was 96.5%, giving the New York DMA the fourth-highest MVPD penetration in the country.¹³⁹ In November 2001, by contrast, total MVPD penetration was lower at 84.4%, with cable penetration of 78.9% and alternative MVPD

programming from Korea); The Church Channel, www.churchchannel.org (last visited Feb. 8, 2010) (offering religious programming); FamilyNet.com, <http://www.familynet.com/about/> (last visited Feb. 8, 2010) (dedicated to providing responsible, relevant, and entertaining viewing choices for today’s diverse family); Qubo Network (ION), www.qubo.com (last visited Feb. 8, 2010) (providing programming with “positive messages that promote literacy, reinforce timeless values, and convey relatable life lessons”); The Wazoo Sports Network, <http://www.wazoosports.com/programming/channelguide.html> (last visited Feb. 8, 2010) (original Kentucky sports programming, including high school, NCAA, NAIA, and youth sports); This TV, www.this.tv (last visited Feb. 8, 2010) (offering movies and classic television shows).

¹³⁵ See BIA Report, at 22; *id.* at Appendix C.

¹³⁶ 47 C.F.R. § 73.6001(b)(2).

¹³⁷ See BIA Report, at 22; *id.* at Appendix C.

¹³⁸ See *id.*

¹³⁹ See TVB Research Central, Market Track, *Cable and ADS Penetration by DMA: New York, NY*, http://www.tvb.org/nav/build_frameset.asp?url=/rcentral/index.asp (last visited Feb. 10, 2010) (based on Nielsen Media Research, DMA Household Universe Estimates) (click on “Research Central” then “Market Track” then “Cable and ADS Penetration by DMA” and then “New York”). Total MVPD penetration values may differ from the sum of cable and alternative penetration values because Nielsen includes households subscribing to both in each category.

penetration of only 6.7%.¹⁴⁰ As of 2005, cable systems and other MVPDs throughout the nation offered an average of more than 230 channels,¹⁴¹ a number that has increased substantially since then and to which must be added hundreds and, on some systems, thousands, more programming choices available on-demand.¹⁴² In comparison, as of 2000, only a minute proportion (0.15%) of cable systems offered consumers 125 or more channels, while the majority of systems (more than 62%) offered only 30-53 channels.¹⁴³ Consumers also now may choose from among multiple options for MVPD service including cable systems, two DBS operators and, in many areas, a telephone company providing video service.¹⁴⁴ These competing MVPD services provide varying channel line-ups. Furthermore, in addition to the expansive line-ups of non-broadcast programming offered by these MVPDs, both DirecTV and DISH Network offer local-

¹⁴⁰ See *id.*

¹⁴¹ *Annual Assessment of the Status of Competition in the Market for Delivery of Video Programming*, Thirteenth Annual Report, 24 FCC Rcd 542, 561-62 (¶ 44) & Table 4 (2009) (“13th Annual Video Competition Report”) (230.6 is the average of the number of cable channels offered by systems facing effective competition (234.9) and those not (226.3)). The 2005 data are the most recent that have been publicly reported by the FCC.

¹⁴² See, e.g., Comcast Corporation, Digital Cable Service With On Demand from Comcast, <http://www.comcast.com/Corporate/Learn/DigitalCable/digitalcable.html> (last visited Feb. 20, 2010) (indicating that its systems offer 17,000 on demand choices); Time Warner Cable, On Demand, <http://www.twondemand.com/> (last visited Feb. 10, 2010) (providing on-demand listings for Time Warner); Cablevision, Optimum, iO TV, On Demand, http://www.optimum.com/io/on_demand/index.jsp (last visited Feb. 10, 2010) (providing on-demand listings for Cablevision); Charter On Demand - Frequently Asked Questions, <http://www.charter.com/customers/support.aspx?SupportArticleID=14> (last visited Feb. 10, 2010) (stating that “Charter On Demand allows you to enjoy thousands of shows and movies whenever you want – many are FREE with hundreds available in High Definition”); Cox On Demand, <http://ww2.cox.com/residential/tv/ondemand.cox> (last visited Feb. 10, 2010) (providing on demand listings for Cox).

¹⁴³ *Annual Assessment of the Status of Competition in the Market for Delivery of Video Programming*, Seventh Annual Report, 16 FCC Rcd 6005, 6103 (Table B-3) (2001).

¹⁴⁴ See, e.g., Verizon, FiOS TV, About FiOS, <http://www22.verizon.com/Residential/FiOSTV/Details/Details.htm> (last visited Feb. 10, 2010); AT&T, U-verse, What is AT&T U-verse?, AT&T U-Verse TV, <http://www.att.com/u-verse/> (last visited Feb. 10, 2010) (click on “Television” under “Explore” on right-hand side).

into-local service to their subscribers in the New York DMA.¹⁴⁵ Telephone companies' video services also offer access to local broadcast stations.¹⁴⁶

The hundreds of channels available through MVPDs include not only local broadcast stations and cable entertainment channels, but also numerous networks focused on providing news and information. In New York, in addition to national cable news networks such as CNN, MSNBC, and FOX News, multiple local cable networks offer programming of particular interest to local residents. These include the following:

- New York 1/NY1 Noticias, a 24-hour local news channel carried on Cablevision and Time Warner systems in both English and Spanish formats;
- News 12, a 24-hour news channel with versions for Brooklyn, the Bronx, Long Island, New Jersey, and Connecticut;
- FiOS1, a 24-hour news channel covering Long Island and northern New Jersey;
- Manhattan Neighborhood Network, a public access television channel providing programming on the activities, meetings, hearings, and public affairs of the 12 community boards of Manhattan;
- New York State Legislative Proceedings Channel, a government channel providing gavel-to-gavel coverage of Assembly sessions and other legislative proceedings;
- MSG and MSG Plus, networks producing and televising games of the New York Knicks, New York Rangers, New York Liberty, New York Red Bulls, New Jersey Devils, and the New York Islanders, as well as musical, cultural, and other events at Madison Square Garden;
- YES Network, another channel offering extensive local and regional sports coverage;

¹⁴⁵ See DirecTV, The Guide, <http://www.directv.com/DTVAPP/epg/theGuide.jsp> (last visited Feb. 10, 2010) (click on "Missing Local Channels?" on top right of guide; enter local zip code to view local channels); DISH Network, Programming, <https://customersupport.dishnetwork.com/customernetqual/prepAddress.do> (last visited Feb. 10, 2010) (click on "Click here for a complete list of Available local markets" for a list of markets where local programming is available). Full listings of the channels offered by DirecTV and DISH Network in New York are appended hereto as Attachment 5.

¹⁴⁶ See *supra* note 144.

- SportsNet New York, an additional channel providing extensive local and regional sports coverage, including exclusive live telecasts of New York Mets baseball games and other professional and collegiate sports;
- Bronxnet, a group of local public access channels; and
- Archdiocese of New York Instructional Television, a specialized channel providing local educational religious programming, including more than 150 courses and daily broadcasts of Catholic mass.¹⁴⁷

In addition to presenting ever-expanding programming offerings, cable channels have increasingly taken audience share from broadcasters. For example in New York:¹⁴⁸

- Seven cable networks (Nickelodeon, TNT, Noggin, Disney Channel, ESPN, USA Network, and YES Network) rank among the top 15 of all channels, broadcast and cable, viewed in the market and another three (TBS, Fox News Channel, and CNN) are in the top 20.
- 29 cable channels rank among the top 40 rated channels viewed in the New York market, beating 12 of the broadcast stations in the DMA that do not even rank among the top 40.
- 21 cable channels earn a 1 audience share or greater and exceed 13 of the broadcast stations in the New York DMA which do not attain at least a 1 share.
- In addition to the 21 cable channels with a 1 share or greater, however, more than 100 other satellite programming channels carried on cable and/or DBS receive a 0.1 share or greater in the New York DMA in May 2009, including new or strengthened cable networks such as CNBC, Comedy Central, New York 1, News 12, BBC America, MSG Network, Gala, and Oxygen.

The diversity of viewpoint and programming options available to consumers has been increased significantly by the extensive MVPD penetration in the market and the abundant viewing options that MVPDs provide. At the same time, local audience share data demonstrate that MVPDs have significantly reduced the market shares of local broadcast voices, both individually and collectively.

¹⁴⁷ Additional information regarding the local cable channels available in the New York DMA is reflected in Attachment 6 hereto.

¹⁴⁸ The discussion below is based on 9 am – midnight shares during the May 2009 sweeps period, as reported by Nielsen.

c. Print Media.¹⁴⁹

The New York newspaper market also features intense competition, including 28 daily newspapers and 337 weekly newspapers in New York and the surrounding suburbs. As is the case in many other markets and despite substantial population growth, the combined circulation of daily newspapers in New York has declined since 1975 and has fallen precipitously over the last decade. Still, the New York print market remains competitive with *The New York Times*, the *Daily News*, the *New York Post*, and *Newsday* actively competing for readers. In addition, two New York dailies, *The Wall Street Journal* and *The New York Times* have national circulation. Recently, *The Wall Street Journal* announced plans to launch a New York Metro section to increase its coverage of local news in the New York City area.¹⁵⁰ The circulation figures for the top four daily newspapers are as follows:

Top Daily Newspapers	2001 Circulation	2009 Circulation
<i>The New York Times</i>	1,109,371	1,039,031
<i>Daily News</i>	734,473	602,857
<i>New York Post</i>	533,860	558,140

¹⁴⁹ Circulation data included in this section were obtained from several sources. The 2009 daily circulation figures for *The Record/The Sunday Record*, *The New York Sun*, the *Herald News*, and the *Sunday Hour* were obtained from the BIA/Kelsey Media Access ProTM Database, New York, NY Market Newspaper Overview, and reflect BIAfn Estimated Current Circulation values for daily circulation reported therein as of August 19, 2009. The 2009 daily circulation data for all other daily newspapers discussed in this section are based on information from the Audit Bureau of Circulations for the six-month period ending March 29, 2009, and are current as of October 3, 2009. The 2009 daily circulation figures represent Monday – Friday (5 Day) circulation averages, except for the *Courier News*, the *Daily Record*, and the *Home News Tribune* which represent Monday – Saturday (6 Day) circulation averages. The 2009 daily circulation figure for *The New York Times* represents circulation in the Mid-Atlantic Region (rather than nationally). Circulation data for the weekly newspapers discussed in this section were obtained from the BIA/Kelsey Media Access ProTM Database, New York, NY Market Newspaper Overview, and reflect BIAfn Estimated Current Circulation values for total circulation reported therein as of February 4, 2010.

¹⁵⁰ Howard Kurtz, *Wall Street Journal To Add Metro Section To Compete With New York Times*, N.Y. TIMES, Apr. 5, 2010, available at http://www.washingtonpost.com/wp-dyn/content/article/2010/04/04/AR2010040407246_pf.html (last visited Apr. 9, 2010).

<i>Newsday</i>	577,354	368,194
Combined Circulation	2,955,058	2,568,222

Daily circulation at *Newsday* is down 36% since 2001, and combined circulation at the top four newspapers declined 13% over that same time period. Moreover, in addition to these dailies, 24 other daily newspapers serve the New York DMA, with at least 11 additional publishers represented in the market.¹⁵¹ These newspapers include:

- The *Star-Ledger of Newark*, with a circulation of 287,012; and *The Record/The Sunday Record*, with a circulation of 162,700.
- Twelve newspapers with circulations between 10,000 and 50,000, including the *Home News Tribune* (42,243), the *Herald News* (34,300), the *Poughkeepsie Journal* (31,879), the *Daily Record* (29,732), *The News-Times* (25,695), *The Jersey Journal* (23,815), the *Courier News* (22,691), *The Advocate* (20,287), the *Daily Freeman/Sunday Freeman* (16,510), *The Sunday Hour* (14,500), *The New Jersey Herald* (13,258), and the *Greenwich Time* (9,622).

In addition, a large array of weekly newspapers contributes to the diversity and competition in New York's newspaper market.¹⁵² At least 337 weekly newspapers published by 128 different owners are currently distributed in the DMA.¹⁵³ One of the leaders in the weekly newspaper arena is North Jersey Media Group Inc., which is also the publisher of *The Record/The Sunday Record*.¹⁵⁴ North Jersey Media Group Inc. publishes more than 29 separate weekly papers in communities around New York.¹⁵⁵ Other weekly newspapers include *South Bay's Official Shopping Newspaper* (525,000), *The Courier Life* (75,000), *The New York Observer* (52,000), *The Flushing Times* (45,000), the *Independent Press* (36,000), the *Mahwah*

¹⁵¹ See BIA Report, at 22; *id.* at Appendix D.

¹⁵² See *id.*

¹⁵³ See *id.* This list includes *Fairfield County Weekly*, which is owned by Tribune.

¹⁵⁴ See *id.* at Appendix D.

¹⁵⁵ See *id.*

Suburban News (30,000), *The Villager* (20,000), *The Suffolk Times* (10,500), and *The Warwick Advertiser* (8,500). More than 65 of these weekly newspapers have a paid circulation level of 10,000 or more, while more than 50 additional papers have free circulation exceeding 10,000. In addition, more than 178 weekly publications have paid circulations of between 1,000 and 10,000.

In addition to these daily and weekly newspapers, there is a wide variety of other print media that deliver local information to New Yorkers. These include multitudes of specialty newspapers serving diverse interests (including at least 14 newspapers serving the Hispanic community),¹⁵⁶ shopper publications, college newspapers and local magazines.

d. *AM, FM, And Satellite Radio Service.*

The New York DMA includes 240 commercial and non-commercial AM and FM radio stations, owned by 119 separate entities.¹⁵⁷ Of those, 37 radio stations, operated by 24 different broadcasters, offer varied formats that focus on news, talk, sports, and information, while 25 stations, operated by 19 different broadcasters, offer formats that focus on education and religion.¹⁵⁸ In addition, 24 stations, operated by 15 different broadcasters, offer Spanish-language or other ethnic formats.¹⁵⁹ More than 151 stations offer a variety of music formats, and three stations offers a children's or family format.¹⁶⁰ Moreover, the market's radio broadcasters are offering programming on 25 HD multicast streams.¹⁶¹ There are an additional seven

¹⁵⁶ *See id.*

¹⁵⁷ *See* BIA Report, at 22; *id.* at Appendix E-1. In the more limited radio geographic market as defined by the local radio ownership rule as revised in the *2003 Order*, there are 149 full power radio stations owned by 85 different owners. *See id.* at 22.

¹⁵⁸ *See id.* at Appendix E-1.

¹⁵⁹ *See id.*

¹⁶⁰ *See id.*

¹⁶¹ *See id.* at 22 n.36; *id.* at Appendix E-2.

independently owned low power FM stations, each of which by definition must be locally owned by an entity that does not hold attributable interests in any other media.¹⁶² Finally, in addition to terrestrial radio, XM Sirius offers satellite radio programming on a subscription basis to New York residents, with more than 200 channels, including numerous talk and information channels, multiple local traffic and weather channels and many music channels.¹⁶³

2. New York Residents Enjoy Access To A Plethora Of New Media Sources.

a. *The Internet Has Changed the Way People Access News and Information.*

In recent years, the availability of Internet access, and of high-speed Internet access in particular, have grown tremendously, allowing the Internet to overtake newspapers and achieve a position on par with television as Americans' primary source of news and information.¹⁶⁴ The Internet has become pervasive, with 74% of Americans having Internet access in their homes,¹⁶⁵

¹⁶² See *id.* at 22; *id.* at Appendix F; 47 C.F.R. §§ 73.853(b), 73.860.

¹⁶³ See XM-Sirius Channel Lineup (Attachment 7 hereto).

¹⁶⁴ Pew Research Center for the People & the Press, *Internet Overtakes Newspapers As News Outlet*, at 1 (Dec. 23, 2008) ("Internet Overtakes Newspapers"), <http://people-press.org/reports/pdf/479.pdf> (last visited Feb. 5, 2010); see also Pew Internet & American Life Project, *Understanding the Participatory News Consumer* (Mar. 1, 2010) ("Participatory News Consumer"), at 3, available at http://www.pewinternet.org/~media/Files/Reports/2010/PIP_Understanding_the_Participatory_News_Consumer.pdf (last visited Mar. 3, 2010).

¹⁶⁵ John B. Horrigan, *Broadband Adoption and Use in America*, Omnibus Broadband Initiative ("OBI") Working Paper Series No. 1 (Feb. 2010), at 3 (finding that 74% of Americans have Internet access at home) ("OBI Working Paper No. 1"), available at http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-296442A1.pdf (last visited Mar. 8, 2010). The National Telecommunications and Information Administration ("NTIA") reports a slightly lower figure, finding that 68.7% of households now have access to the Internet. U.S. Department of Commerce, National Telecommunications and Information Administration, *Digital Nation: 21st Century America's Progress Toward Universal Broadband Internet Access, An NTIA Research Preview* (Feb. 2010), at 4 ("Digital Nation"), available at http://www.ntia.doc.gov/reports/2010/NTIA_internet_use_report_Feb2010.pdf (last visited Mar. 8, 2010).

up from 60% in 2001.¹⁶⁶ As Internet access has become more widespread, the amount of time Americans spend using the Internet has continued to increase, rising from 14 hours per week in 2006 to more than 17 hours as of January 2009.¹⁶⁷ These increases in Internet use extend across all racial and ethnic categories, as a recent study conducted by the Joint Center for Political and Economic Studies found.¹⁶⁸

More and more consumers now purchase *high-speed* Internet access in particular. According to the FCC's recent OBI Working Paper No. 1, a survey conducted in October and November 2009 revealed that 67% of U.S. households have broadband connectivity and that 65% of adults use broadband at home.¹⁶⁹ This represents a substantial increase from prior years; the Pew Internet & American Life Project previously had found that home broadband adoption stood at only 3% of Americans in June 2000¹⁷⁰ and had risen to 55% of Americans in May

¹⁶⁶ The Nielsen Company, *Internet Penetration Reaches 60 Percent in the U.S. According to Nielsen/NetRatings* (Feb. 28, 2001), http://www.nielsen-online.com/pr/pr_010228.pdf (last visited Feb. 5, 2010). More Americans have home Internet connections than subscribe to cable television. *13th Annual Video Competition Report*, 24 FCC Rcd at 627 (¶ 178) (reporting that 68.2% of Americans have cable television).

¹⁶⁷ *PEJ 2009 State of the News Media Report*, Online, Audience, at 15, http://www.stateofthemediamedia.org/2009/printable_online_chapter.htm (last visited Feb. 5, 2010) (citing The Digital Future Report 2009, Center for Digital Future, University of Southern California, Annenberg School Survey).

¹⁶⁸ Joint Center for Political and Economic Studies, *National Minority Broadband Adoption: Comparative Trends in Adoption, Acceptance and Use*, at 1, 8-9 (Feb. 2010), available at http://www.jointcenter.org/publications_recent_publications/media_and_technology/national_minority_broadband_adoption (last visited Mar. 5, 2010) ("Minority Broadband Adoption").

¹⁶⁹ See OBI Working Paper No. 1, at 13. Another study found that home broadband adoption had increased to 60% of Americans by December 2009. Lee Rainie, *Internet, Broadband, and Cell Phone Statistics*, at 3 (Jan. 5, 2010), http://www.pewinternet.org/~media/Files/Reports/2010/PIP_December09_update.pdf (last visited Feb. 4, 2010).

¹⁷⁰ John B. Horrigan, *The Broadband Difference: How Online Americans' Behavior Changes With High-Speed Internet Connections at Home*, at 9 (June 23, 2002) ("The Broadband Difference 2002"), http://pewinternet.org/~media/Files/Reports/2002/PIP_Broadband_Report.pdf (last visited Feb. 5, 2010).

2008.¹⁷¹ The Minority Broadband Adoption report found that racial disparities in broadband adoption continue to narrow and that minorities are among the fastest-growing groups of home broadband subscribers.¹⁷²

To encourage further expansion of broadband access, Congress last year specifically directed the FCC to submit a report detailing a national broadband plan which “shall seek to ensure that all people of the United States have access to broadband capability and shall establish benchmarks for meeting that goal.”¹⁷³ And, further expanding and improving broadband access has always been one of the Obama Administration’s, and thus the FCC’s, primary policy objectives. Indeed, Chairman Genachowski listed “[p]romoting universal broadband that’s robust, affordable and open” as *first* in a set of goals for the Commission under his leadership,¹⁷⁴ and recently explained that developing a broadband plan constitutes a task of “extraordinary

¹⁷¹ John B. Horrigan, *Home Broadband Adoption 2009*, at 3, 9 (June 17, 2009) (“Home Broadband Adoption 2009”), <http://www.pewinternet.org/~media/Files/Reports/2009/Home-Broadband-Adoption-2009.pdf> (last visited Feb. 4, 2010). These growth figures are supported by those reported by NTIA, which reflect that in August 2000, 4.4% of households had broadband access; by October 2007, that number had grown to 50.8%; and that in October 2009, the household broadband adoption rate stood at 63.5%. Digital Nation, at 4.

¹⁷² Minority Broadband Adoption, at 1, 14-15.

¹⁷³ See American Recovery and Reinvestment Act of 2009, Pub. L. No. 111-5, § 6001(k)(2)(D), 123 Stat. 115 (2009), codified at 47 U.S.C. § 1305(k).

¹⁷⁴ Remarks of Chairman Julius Genachowski to the Staff of the Federal Communications Commission (June 30, 2009), *available at* http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-291834A1.pdf (last visited Feb. 4, 2010); see Jim Puzzanghera, *FCC Chairman Has Broad Approach to Net Access*, L.A. TIMES, July 20, 2009, *available at* <http://www.latimes.com/business/la-fi-genachowski20-2009jul20,0,5802880.story> (last visited Feb. 4, 2010) (“**What’s your top priority for the FCC?** One is broadband. And the other is revitalizing and retooling the FCC.”) (emphasis in original); Chairman Genachowski Announces Topics to Focus Discussion at Workshops for National Broadband Plan (July 30, 2009), *available at* http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-292455A1.pdf (last visited Feb. 4, 2010) (“Broadband is our generation’s major infrastructure challenge.”).

importance.”¹⁷⁵ While there is still work left to be done, there is no evidence that the trend towards increasing broadband usage is slowing. “Broadband adoption appears to have been largely immune to the effects of the current economic recession,” in that “more than twice as many respondents [to a recent survey] said they had cut back or cancelled a cell phone plan or cable TV service than said the same about their Internet service.”¹⁷⁶ Indeed, both household use of the Internet and adoption of broadband increased substantially between 2007 and 2009 in each of the extensive array of demographic groups tracked by NTIA in its Digital Nation report.¹⁷⁷

Trends in New York relating to Internet access and broadband usage mirror those in the nation as a whole. In response to a recent survey, nearly 66.6% of New Yorkers reported accessing the Internet at home, 32.1% reported doing so at work, and 10.7% reported doing so in other places (*e.g.*, public libraries).¹⁷⁸ Moreover, a large percentage indicated that they have broadband connections at home, with 24.8% reporting a DSL connection and 39.8% reporting a cable modem connection.¹⁷⁹

It is not just the Internet’s accessibility but also its interactivity that has contributed to the importance of the Internet as a source of news and information. The interactive nature of the Internet distinguishes online sources from traditional media by allowing users to filter and select

¹⁷⁵ Letter from Chairman Julius Genachowski, Federal Communications Commission, to the Honorable John D. Rockefeller, United States Senate; Kay Bailey Hutchison, United States Senate; Henry A. Waxman, U.S. House of Representatives; and Joe Barton, U.S. House of Representatives (Jan. 7, 2010), *available at* http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-295546A1.pdf (last visited Feb. 4, 2010).

¹⁷⁶ Home Broadband Adoption 2009, at 4-5.

¹⁷⁷ Digital Nation, at 5-9, 11.

¹⁷⁸ Scarborough Research, *2009 New York Scarborough Release 1 Study*.

¹⁷⁹ *Id.*

content specific to their interests and to contribute their own information, commentary, and opinions to the mix. In fact, the Pew Internet & American Life Project's Participatory News Consumer study released in March 2010 found that today "37% of Internet users have contributed to the creation of news, commented on it, or disseminated it via postings on social media sites like Facebook or Twitter."¹⁸⁰ As more users are consuming Internet news and participating in its creation and distribution, the medium increasingly performs the same functions as traditional news outlets, and also, in many respects, goes beyond traditional one-way news delivery. For these reasons, as early as 2003 and in the context of revising its media ownership rules, the Commission readily acknowledged the "important role [of the Internet] in the available media mix" as "a commonly-used source for news, commentary, community affairs, and national/international information."¹⁸¹ And in 2008 the agency further recognized that:

The nearly instantaneous speed with which consumers can now communicate via the Internet has created a vastly improved two-way flow in the sharing of ideas between traditional news gatherers and news consumers, with a consequent power to affect the priority that the traditional media place on coverage of certain events and topics. Many previously passive consumers of news are already taking advantage of the opportunities the Internet allows to influence the newsgathering process. More than ever before, readers and audiences are themselves communicating with

¹⁸⁰ Participatory News Consumer, at 2; *see id.* at 40, 44 (finding that on a typical day, 51% of social networking site users get news from people they follow on sites such as Facebook or MySpace, 23% of this cohort specifically get news from news organizations or individual journalists that they follow on social networking sites, and 17% of Internet users have posted links and thoughts about news on a social networking site); *see also* OBI Working Paper No. 1, at 16 (reporting that 52% of all Internet users use the Internet to access social networking sites); The Nielsen Company, *Social Networking's New Global Footprint* (Mar. 9, 2009), <http://blog.nielsen.com/nielsenwire/global/social-networking-new-global-footprint/> (last visited Feb. 4, 2010) (documenting the increase in popularity of social networking sites in general).

¹⁸¹ 2003 Order, 18 FCC Rcd at 13,765-66 (¶ 365).

news gatherers to demand, directly and indirectly, coverage of specific topics.¹⁸²

Although online news played a relatively small role just a few short years ago and thus was not even tracked in media consumption surveys, large percentages of Americans now obtain news online. Indeed, by early 2009 fully 70% of adult Internet users reported getting news online.¹⁸³ This represents a significant increase over prior years; in 2008, only 37% of Americans reported receiving news through the Internet regularly; in 2006, only 31% reported doing so; and in 2000 the percentage was only 23%.¹⁸⁴ In addition, during the short period between 2006 and 2008, the number of Americans responding that they read a newspaper online “yesterday” increased more than 50%, from 9% in 2006 to 14% in 2008,¹⁸⁵ a figure that has risen further since then. With respect to particular types of news, OBI Working Paper No. 1 found that, by late 2009, 75% of Internet users reported getting local or community news online and 73% reported accessing international or national news on the Internet.¹⁸⁶

Pew’s Participatory News Consumer study confirms that the Internet’s popularity as a source of news has continued to grow, finding that on a “typical day” 61% of Internet users access news online, while 71% do so “at least occasionally.”¹⁸⁷ This same study also found that

¹⁸² 2008 Order, 23 FCC Rcd at 2032 (¶ 38).

¹⁸³ Sydney Jones and Susannah Fox, *Generations Online in 2009*, at 5 (Jan. 28, 2009) (“Generations Online in 2009”), http://pewinternet.org/~media/Files/Reports/2009/PIP_Generations_2009.pdf (last visited Feb. 4, 2010).

¹⁸⁴ Pew Research Center for People & the Press, *Pew Research Center Biennial News Consumption Survey*, at 3-4 (Aug. 17, 2008) (“Biennial News Consumption Survey 2008”), <http://people-press.org/reports/pdf/444.pdf> (last visited Feb. 4, 2010).

¹⁸⁵ *Id.* at 18.

¹⁸⁶ OBI Working Paper No. 1, at 16.

¹⁸⁷ Participatory News Consumer, at 10.

the Internet is now the third most popular news platform behind local television news and national television news, surpassing radio (54%), local newspapers (50%), and national newspapers (17%).¹⁸⁸ This study further demonstrates the central importance of the Internet as a news resource for an increasing segment of the population; Pew found that among news consumers that rely on only a single medium for news, 36% relied solely on the Internet, a higher figure than for any other medium.¹⁸⁹

With respect to particular types of news, a recent survey asking people to identify their main source or sources for national and international news revealed that the Internet now serves as a primary source of such news for more Americans than newspapers and, indeed, all other media sources except television, which it may well overtake soon.¹⁹⁰ Among younger Americans (those under 30), the same percentage that identified television as one of their main sources for national and international news – 59% – identified the Internet as one of their main news sources.¹⁹¹ Americans also are increasingly relying on the Internet for local news. As

¹⁸⁸ *Id.* at 3. In fact, by 2008, the percentage of Americans who reported receiving news online regularly significantly exceeded the percentage of individuals saying that they regularly watched the network evening news (29%) or the network morning news (22%), and amounted to nearly the same percentage of respondents indicating that they regularly watch cable news (39%). Biennial News Consumption Survey 2008, at 3-4. Even as of May 2007, according to an FCC-commissioned study by Nielsen Media Research, Inc., when asked what they considered the “most important source for more in-depth information on specific news and current affairs topics,” 23.5% of those surveyed cited Internet/websites, a higher percentage than those citing broadcast television stations (20.1%), local newspapers (9.8%), or national newspapers (4.7%). Nielsen Media Research, Inc., *Federal Communications Commission Telephone Study*, FCC Media Study 1, at 89 (June 2007), available at http://fjallfoss.fcc.gov/edocs_public/attachmatch/DA-07-3470A2.pdf (last visited Feb. 4, 2010). Similarly, more Americans surveyed cited Internet/websites (16.8%) as the most important source of national news and current affairs than cited national newspapers (5.9%) or local newspapers (4.8%). *Id.* at 93.

¹⁸⁹ Participatory News Consumer, at 11.

¹⁹⁰ Internet Overtakes Newspapers, at 1.

¹⁹¹ *Id.*

noted above, OBI Working Paper No. 1 found that 75% of Internet users – or 58.5% of all respondents – access local or community news online.¹⁹² Further, the Internet allows Americans to connect more easily with government; OBI Working Paper No. 1 found that 58.5% of all respondents reported using the Internet to visit local, state, or federal government websites, and half of Internet users, or 39% of all respondents, used the Internet to get advice from a government agency about a health or safety issue.¹⁹³ These findings hold true across racial categories. More than two-thirds (67%) of Black respondents and 61% of Hispanic respondents recently reported having visited local, state, or federal government websites.¹⁹⁴ And minorities are more likely to use the Internet to obtain information about or to apply for government benefits.¹⁹⁵

The Internet is also becoming a principal destination for political news and advocacy in particular. Data from the last three Presidential election cycles show steady increases in the percentage of American adults who went online for news or information about politics or an election: the percentage of adults who did so rose from 18% in 2000 to 29% in 2004, and then significantly to 44% in 2008.¹⁹⁶ Moreover, the percentage of Americans citing the Internet as

¹⁹² OBI Working Paper No. 1, at 3, 16. A previous study had reached similar results. Pew Research Center for the People & the Press, *Many Would Shrug if Their Local Newspaper Closed*, at 9 (Mar. 12, 2009) (“Many Would Shrug”), <http://people-press.org/reports/pdf/497.pdf> (last visited Feb. 4, 2010) (reporting that 54% of respondents reported getting local news from the Internet either “regularly” (31%) or “sometimes” (23%)).

¹⁹³ OBI Working Paper No. 1, at 3, 16. This finding is also consistent with previous studies. See *Generations Online in 2009*, at 5 (reporting that 59% of respondents indicated that they had visited government websites).

¹⁹⁴ *Minority Broadband Adoption*, at 21.

¹⁹⁵ *See id.*

¹⁹⁶ Aaron Smith, *The Internet’s Role in Campaign 2008*, at 48 (Apr. 15, 2009), http://www.pewinternet.org/~media/Files/Reports/2009/The_Internets_Role_in_Campaign_2008.pdf (last visited Feb. 4, 2010).

one of their *major* sources for election news more than doubled over the same period from just 11% in 2000 to 26% in 2008.¹⁹⁷

The increasing availability of broadband makes it even easier for users to control the amount and type of content they receive; the method by which they receive it (for example, PDA or mobile phone alert, podcast, or streaming video file); and the time or schedule on which they access it. Broadband has thus fueled the popularity of online news sources and will likely continue to do so. Those Internet users with home broadband connections are *twice as likely* to use the Internet as they are newspapers to get political news, and for these users the Internet is “by far the second-most important source of campaign news, behind only television and well ahead of newspapers, radio and magazines.”¹⁹⁸ Indeed, according to one study, approximately one-quarter of the growth of daily online news consumption between 2002 and 2006 was properly attributable to the rise in residential broadband adoption.¹⁹⁹

One-third of Americans – half of Internet users – also already regularly watch news video online,²⁰⁰ something which has only been made possible by broadband. In fact, “[n]ews shows are the most popular online programs – watched by about 43% of online TV viewers.”²⁰¹ Content providers recognize these trends, with YouTube creating a “News Near You” feature

¹⁹⁷ *Id.* at 51.

¹⁹⁸ *Id.* at 7, 52.

¹⁹⁹ John B. Horrigan, *Online News*, at 4 (Mar. 22, 2006) (“Online News”), http://www.pewinternet.org/~media/Files/Reports/2006/PIP_News.and.Broadband.pdf.pdf (last visited Feb. 4, 2010).

²⁰⁰ Biennial News Consumption Survey 2008, at 21, 25.

²⁰¹ Radio Business Report, Inc., *More Consumers Watch TV Online; Hulu Rising* (Sept. 8, 2009), <http://www.rbr.com/media-news/research/16890.html> (last visited Feb. 4, 2010) (citing the Consumer Internet Barometer, a quarterly report produced by The Conference Board and TNS based on surveys of 10,000 U.S. households).

that, after recognizing a user's location, provides a list of potentially relevant videos.²⁰²

YouTube also recently invited the more than 25,000 news sources listed on Google News, which include many local news sources, to supply video for its site.²⁰³ In addition to the draw of a diverse supply of news sources online, the increasing preference Americans have shown for news-on-demand – checking on the news from time to time when it is convenient for them to do so instead of getting it at regular times chosen by traditional media outlets²⁰⁴ – is also likely to bolster reliance on online news sources.

The popularity of online video sites offering entertainment content in competition with television broadcasters has also continued to rise, increasing by 34.9% from the third quarter of 2008 to the third quarter of 2009.²⁰⁵ Online video viewing continues to soar with nearly 31 billion videos viewed in November 2009 by more than 170 million U.S. Internet users.²⁰⁶ Indeed, one of the most popular sites – Hulu.com – is now commanding higher ad prices for

²⁰² Brian Stelter, *Now on YouTube, Local News*, N.Y. TIMES, Aug. 3, 2009, available at <http://www.nytimes.com/2009/08/03/business/media/03youtube.html> (last visited Feb. 4, 2010).

²⁰³ *Id.* YouTube now hosts individual channels for Tribune's WGN-TV, WPIX(TV), KTLA(TV), WSFL-TV, WTTV(TV), and WTIC-TV. See <http://www.youtube.com/user/wgn> (last visited Feb. 18, 2010); <http://www.youtube.com/user/WPIX> (last visited Feb. 18, 2010); <http://www.youtube.com/user/ktla> (last visited Feb. 18, 2010); <http://www.youtube.com/user/WSFL> (last visited Feb. 18, 2010); <http://www.youtube.com/user/wttv> (last visited Feb. 18, 2010); <http://www.youtube.com/user/WTIC> (last visited Feb. 18, 2010).

²⁰⁴ Biennial News Consumption Survey 2008, at 33.

²⁰⁵ The Nielsen Company, *Three Screen Report: TV Remains Strong as DVR and Online Video Show Most Growth* (Dec. 7, 2009), http://blog.nielsen.com/nielsenwire/online_mobile/three-screen-report-tv-remains-strong-as-dvr-and-online-video-show-most-growth/ (last visited Feb. 4, 2010).

²⁰⁶ PR Newswire, *November Sees Number of U.S. Videos Viewed Online Surpass 30 Billion for First Time on Record*, Jan. 5, 2010, <http://www.prnewswire.com/news-releases/november-sees-number-of-us-videos-viewed-online-surpass-30-billion-for-first-time-on-record-80739807.html> (last visited Feb. 4, 2010).

some prime time shows than over-the-air TV,²⁰⁷ and reportedly garnered more viewers in July 2009 than Time Warner Cable, one of the nation's largest cable operators.²⁰⁸ As a result of the dramatic growth in online viewing, Nielsen plans to incorporate online viewership into the TV ratings used for buying and selling of advertising this year.²⁰⁹ Thus, due to unique characteristics that distinguish the Internet from traditional media, it has become a significant source for Americans of local and other news and information, as well as entertainment, and is likely to become even more of a factor as Internet usage in general and broadband adoption in particular continue to grow.²¹⁰

²⁰⁷ See Brett Pulley and Andy Fixmer, *Loyal 'Simpsons' Fans Fetch Higher Ad Rates on Web*, Bloomberg.com, June 25, 2009, <http://www.bloomberg.com/apps/news?pid=20601204&sid=atKGiQOMco.Y> (last visited Feb. 4, 2010).

²⁰⁸ See *Hulu Had More Viewers in July than Time Warner Cable*, BROADCAST ENGINEERING, Sept. 3, 2009, available at <http://broadcastengineering.com/news/hulu-had-more-viewers-in-july-than-time-warner-090709/> (last visited Feb. 4, 2010).

²⁰⁹ See Joe Mandese, *Nielsen Unveils Plan To Add Online Viewing To C3 Ratings*, MEDIA DAILY NEWS, Jan. 22, 2010, available at http://www.mediapost.com/publications/?fa=Articles.showArticle&art_aid=121116 (last visited Feb. 4, 2010).

²¹⁰ There has also been a proliferation of hyperlocal news sites on the Internet. For instance, in June 2009, AOL acquired Patch and has since created AOL Patch local news web sites for small towns throughout New York, New Jersey, and Connecticut, with a goal of expanding the service to many more locales. AOL, Press Release, *AOL Acquires Two Local Services, Patch and Going* (June 11, 2009), <http://corp.aol.com/press-releases/2009/06/aol-acquires-two-local-services-patch-and-going> (last visited Feb. 12, 2010); Patch, *About Us*, <http://www.patch.com/about> (last visited Feb. 12, 2010). Each town's site has a dedicated editor who provides a steady stream of articles, photographs, and web listings covering a myriad of topics from tax ordinances to government hearings, high school sports, and traffic frustrations. Everyblock (which was acquired by MSNBC last summer) allows users to customize its site to receive aggregated local information relevant to their towns, such as municipal data, location-tagged photographs from Flickr, and business reviews from Yelp; the user can then have that information delivered to him or her automatically via e-mail or RSS feed reader. Everyblock, *About Everyblock*, <http://www.everyblock.com/about/> (last visited Feb. 12, 2010). Yahoo! Local delivers hyperlocal content to users through an extension of its existing site infrastructure, and Yahoo! Neighbors provides residents of the same area the ability to post questions and comments to which other residents respond. Yahoo!, *Yahoo! Local*, <http://local.yahoo.com/> (last visited Feb. 12, 2010); Yahoo!, *About Neighbors | Yahoo! Neighbors*, http://local.yahoo.com/neighbors/bi_about.php (last visited Feb. 12, 2010). And Outside.in and Placeblogger have launched services that make lists of local sites and aggregated content

Further, the rise of Internet sites such as Craigslist, a free online classifieds site with separate sub-domains for 500 cities across 50 countries that is now one of the most popular destinations online, shows how the Internet is taking on many of the functions long-served by traditional news media.²¹¹ Craigslist leverages filtering and search functionality in order to cater to an individual's particular interest, and that and other online classified advertising services have contributed to the steep decline in the traditional print classifieds business.²¹² As Commissioner Baker recently explained, "the success of Craigslist and eBay has significantly reduced highly profitable classified ads."²¹³ Other websites that have eroded classified advertising revenues for newspapers, contributing to their deteriorating financial condition, include job search sites, automobile search sites, and real estate search sites covering residential and commercial sales and rentals. OBI Working Paper No. 1 shows that by October/November 2009, 57% of adults who use the Internet reported accessing online classifieds websites.²¹⁴ This is a significant increase over May 2009 when 49% reported doing so and an even more

available to users. Outside.in, *About Outside.in | Hyperlocal news in 57,830 neighborhoods*, <http://outside.in/about> (last visited Feb. 12, 2010); Placeblogger, *FAQ*, <http://www.placeblogger.com/faq> (last visited Feb. 12, 2010). As hyperlocal sites increase in number and use, surveys will likely track their growing popularity.

²¹¹ Sydney Jones, *Online Classifieds*, at 4, 6 (May 22, 2009) ("Online Classifieds"), <http://www.pewinternet.org/~media/Files/Reports/2009/PIP%20-%20Online%20Classifieds.pdf> (last visited Feb. 4, 2010).

²¹² According to NAA, which tracks advertising expenditures in a number of categories and product/service types on an annual basis, total expenditures on classifieds in all categories declined by 29.7% in 2008 and another 38.1% in 2009. *See Annual Advertising Expenditures*.

²¹³ *Hands off the Journalist*, Remarks of Commissioner Meredith Attwell Baker Before The Media Institute (Jan. 21, 2010), *available at* http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-295867A1.pdf (last visited Feb. 4, 2010).

²¹⁴ OBI Working Paper No. 1, at 16. The Minority Broadband Adoption study showed that 78% of Black and 64% of Hispanic American respondents use the Internet to find information about employment opportunities, significantly outpacing the 48% of Whites who use the Internet for job information. *Minority Broadband Adoption*, at 20-23.

substantial increase over 2005 when 22% reported doing so.²¹⁵ The increasing use of such websites by consumers shows that people are turning to the Internet now more than ever for information previously provided largely by print copies of newspapers.

b. *The New York Market Is Well-Served By Abundant Internet Sites That Unquestionably Contribute To Localism, Diversity, And Competition.*

Today's Internet users have a multitude of online news sources from which to receive diverse information and commentary, including not only local daily newspaper, television station, and radio news sites, but also local pages from national providers like CNN and MSNBC, portals and aggregators such as Google and Yahoo!, international news sites such as the BBC, local news blogs, alternative news sites such as Alternet or Newsmax, and news listservs.²¹⁶ Locally oriented sites provide a rich source of unique information about, and perspectives concerning, community-wide issues. Importantly, a growing number also cater to highly localized, or even neighborhood-oriented, issues that often are too narrow for coverage by the mainstream media.²¹⁷

The New York market is served by a wide variety of local news and information sites. These include not only an exceedingly large number of text-based sites, but also sites providing video, on a broad range of topics including local news, weather, and media; business; social and community organizations; culture and the arts; recreational activities and sports; education; public safety and emergencies; government and civic services; food and culinary events; hospitals, health, and medical education; political parties and candidates; religion; style and

²¹⁵ Online Classifieds, at 3-4.

²¹⁶ Online News, at 10-12.

²¹⁷ See *supra* note 210.

society; tourism; transportation and infrastructure; utilities; and miscellaneous other subjects. Multiple local sites also offer user-supplied content and classified advertising for automobiles, goods and services, employment, and real estate.

Moreover, usage of *independent* local news and information sites is extensive in the New York market. For example, between January and December of 2009, www.gothamist.com, which focuses on New York news, food, art, and events had 4,285,162 unique visitors and 7,702,822 total visits. Three other independent New York-oriented sites had more than 1,000,000 unique visitors, 11 others had more than 100,000 unique visitors, another 10 had more than 50,000 unique visitors, and a substantial number of additional such sites had more than 10,000 unique visitors.²¹⁸ The widespread availability and usage of these independent local websites contribute to the diversity of local news and information available in the New York market and reflect the limitless potential of the Internet to augment the already staggering number and variety of local news and information content sources in the New York media marketplace.

c. Mobile Video Applications And Other New Media Provide Additional Sources Of Information For Those “On the Go.”

The mobile video market is one of the fastest growing segments of the video marketplace,²¹⁹ providing yet another alternative to traditional broadcasting outlets or newspapers as a source of information and entertainment for consumers, as well as a platform for advertisers to reach those consumers with their marketing messages. Mobile video can be

²¹⁸ Further information regarding usage of local independent Internet news sites in the market is appended hereto as Attachment 8.

²¹⁹ See The Nielsen Company, *A2/M2 Three Screen Report: 3rd Quarter 2009*, at 2, 4 (updated Dec. 18, 2009), http://en-us.nielsen.com/etc/medialib/nielsen_dotcom/en_us/documents/pdf/white_papers_and_reports.Pa.r.30466.File.dat/3ScreenQ309_USrpt_12.07final.pdf (“Nielsen A2/M2 3rd Quarter 2009 Study”) (last visited Feb. 1, 2010).

accessed by a variety of methods including subscription wireless services on a mobile phone, downloads to a portable device, applications customized for the iPhone, iPad or BlackBerry, and soon over-the-air mobile DTV viewable on an array of portable devices.²²⁰ Wireless providers, broadcasters, and other content providers are responding to the increased consumer demand for mobile video.

A recent Nielsen survey found that the percentage of subscribers watching video on a mobile phone increased by 53% between the third quarter of 2008 and the third quarter of 2009.²²¹ This trend appears likely to continue; indeed, a recent national survey conducted by Magid Media Labs found that nearly 9 out of 10 respondents were interested in watching live news and weather programming on mobile devices.²²² At present, two wireless mobile video providers – MobiTV and MediaFLO – offer video content to a growing number of subscribers. MobiTV provides live video and video on demand (“VOD”) to more than seven million

²²⁰ See Tricia Duryee, *Mobile DTV Backers Prep New Video Devices For 2010*, MocoNews.net, Jan. 4, 2009, <http://moconews.net/article/419-mobile-dtv-backers-prep-new-video-devices-for-2010/> (last visited Feb. 4, 2010) (describing new devices, including a portable Mobile DTV receiver with DVD playback, netbook computers, a mobile Wi-Fi access point, USB receivers for laptops, and the Tivit, a device that receives Mobile DTV signals and transfers them to a device with a Wi-Fi connection); see also Television Broadcast, *Mobile DTV Beta Launch Scheduled*, Jan. 8, 2010, <http://www.televisionbroadcast.com/article/92816> (last visited Feb. 4, 2010); Todd Haselton, *LG to Launch Three North American Mobile DTV Phones at CES*, Mobile Burn, Dec. 29, 2009, <http://www.mobileburn.com/news.jsp?Id=8457> (last visited Feb. 4, 2010); see also, e.g., Tong Zhang, *Tivizen Mobile DTV Receiver Brings TV Watching Over Wi-Fi to Tablet, Laptop and Phone*, MobileTech Review, Apr. 12, 2010, <http://mobiletechreview.com/ubbthreads/showflat.php?Number=36719> (last visited Apr. 17, 2010).

²²¹ See Nielsen A2/M2 3rd Quarter 2009 Study, at 2, 4.

²²² See Open Mobile Video Coalition, *Survey Reveals Widespread Appeal of Over-The-Air Broadcast Mobile Digital Television Delivering Live, Local News & Weather*, Dec. 9, 2009, available at http://www.omvc.org/_assets/docs/press-releases/2009/OMVC-Survey-December-9-News-Release-FINAL.pdf (last visited Feb. 4, 2010).

subscribers²²³ and MediaFLO's FLO TV service is available in the top 110 U.S. markets through a number of carriers.²²⁴ In addition to providing service via hand-held devices, both MobiTV and MediaFLO are aggressively targeting the nascent market for in-vehicle live TV and on-demand programming. MobiTV's chief marketing officer has commented that "it's a viable use case that people like to be connected with news, entertainment and information services in the car."²²⁵ For CNN, broadcasting on FLO TV, a preinstalled video device in the car, is an opportunity to "notify the driver if there's an accident on the highway up ahead and advise an alternate route or send breaking news alerts to the dashboard."²²⁶ Consumers increasingly are turning to mobile video for live information. MediaFLO noted that its "most dramatic viewership increases in 2008 occurred during live events," such as live coverage of Hurricane Ike (increasing viewership by 31%) and the 2008 Presidential election.²²⁷

The end of analog broadcasting and the concomitant change to mandatory digital transmissions in June 2009 has presented broadcasters with the opportunity to reach viewers with information, entertainment, and public safety information by broadcasting a mobile video programming stream.²²⁸ With the adoption of a mobile standard for over-the-air television in

²²³ See Peter Cervieri, *TV Everywhere – MobiTV*, ScribeMedia.org, Nov. 27, 2009, <http://www.scribemedi.org/2009/11/27/tv-everywhere-mobitv/> (last visited Feb. 4, 2010).

²²⁴ Todd Spangler, *TV Behind the Wheel, Will In-Car TV Shift Into the Fast Lane – Or Is It a Non-Starter?*, MULTICHANNEL NEWS, Jan. 23, 2010, available at http://www.multichannel.com/article/445558-TV_Behind_the_Wheel.php?nid=2226&source=link&rid=5977151 (last visited Feb. 4, 2010).

²²⁵ *Id.*

²²⁶ *Id.*

²²⁷ Jason Ankeny, *MediaFLO USA: Users Watching 20 Minutes Per Day*, Fierce Mobile Content, Jan. 8, 2009, <http://www.fiercemobilecontent.com/story/mediaflo-usa-users-watching-20-minutes-day/2009-01-08> (last visited Feb. 4, 2010).

²²⁸ See *Broadcasters Demo "Triple Play" of New DTV Services*, Radio Business Report/Television Business Report, July 28, 2009, <http://www.rbr.com/tv-cable/16039.html> (last

late 2009, television broadcasters now are well-positioned to take advantage of the mobile trend.²²⁹ Indeed, by the end of 2009, approximately 30 stations were broadcasting a mobile DTV signal and more than 70 television stations announced plans to begin operating a mobile DTV stream by the end of 2010.²³⁰ Trials of the OMVC mobile TV standard have been run in Chicago and Washington, D.C., and other cities will soon see additional trials. Recently, 12 major television broadcast groups, including NBC Universal, Fox, and ION, announced a joint venture designed to accelerate nationwide optimization of broadcast mobile DTV; the participating companies will contribute spectrum and content for a mobile over-the-air service that is expected to reach 150 million viewers.²³¹ In the second quarter of 2010, Sprint and Samsung will partner to launch a free trial of digital mobile video in the Washington, D.C. and Baltimore markets, bringing live TV programming from local broadcast affiliates to Sprint

visited Feb. 4, 2010); *see also* Stewart Wolpin, *Mobile DTV Is Ready to Roll into CES*, TWICE, Jan. 8, 2009, http://www.twice.com/article/240652-Mobile_DTV_Is_Ready_To_Roll_Into_CES.php (last visited Feb. 4, 2010) (quoting LG's John Taylor, who notes, "what's really important, if not more important, are their ability to receive local content and, therefore, their role in public safety or in a crisis").

²²⁹ Glen Dickson, *Mobile DTV Standard Approved*, BROAD. & CABLE, Oct. 16, 2009, *available at* http://www.broadcastingcable.com/article/358341-Mobile_DTV_Standard_Approved.php (last visited Feb. 4, 2010).

²³⁰ *See* Tricia Duryee, *Mobile DTV Backers Prep New Video Devices For 2010*, MocoNews.net, Jan. 4, 2009, <http://moconews.net/article/419-mobile-dtv-backers-prep-new-video-devices-for-2010/> (last visited Feb. 4, 2010) (noting that OMVC says "to date, 30 U.S. stations have started offering Mobile DTV"); *see also* *Mobile DTV Beta Launch Scheduled*, Television Broadcast, Jan. 8, 2010, <http://www.televisionbroadcast.com/article/92816> (last visited Feb. 4, 2010) (describing a beta service launch that will include 20 free local broadcast channels); Todd Haselton, *LG to Launch Three North American Mobile DTV Phones at CES*, Mobile Burn, Dec. 29, 2009, <http://www.mobileburn.com/news.jsp?Id=8457> (last visited Feb. 4, 2010) (noting that "OMVC has said that 70 other stations have announced plans to roll-out Mobile DTV broadcasts by the end of 2010").

²³¹ Brian Stelter, *Local TV Stations in Venture for Mobile Programming*, N.Y. TIMES, Apr. 13, 2010, *available at* <http://www.nytimes.com/2010/04/14/technology/14mobile.html?dbk> (last visited Apr. 19, 2010).

subscribers with a Samsung mobile device.²³² While over-the-air mobile DTV is still in its infancy and is likely to draw on existing sources of content initially, it is reasonable to anticipate that the launch of this new mobile service will drive the creation of content directed exclusively toward mobile viewers.²³³

Mobile video is available in many formats, including live programming, downloads, and VOD. Indeed, many broadcast stations and newspapers target mobile consumers by allowing the download of news and information segments to mobile devices from their websites. For example, the *Hartford Courant* and the Fort Lauderdale-based *Sun Sentinel*, both owned by Tribune, offer podcast downloads on their websites directed toward mobile users. Others, such as Tribune's *Chicago Tribune*, *Los Angeles Times*, and WGN(AM), as well as the *News-Times* (Danbury, Connecticut) and *Chicago Sun-Times*, now offer customized iPhone applications to allow users to access real-time information on local news, sports, traffic, and weather from the properties' websites.²³⁴ Additionally, certain new devices on the market have been specifically

²³² Ray Willington, *Mobile DTV Launch Set for May 3 in Washington, D.C.*, Hot Hardware, Apr. 13, 2010, <http://hothardware.com/News/Mobile-DTV-Launch-Set-For-May-3rd-In-Washington-DC/> (last visited Apr. 17, 2010).

²³³ See Mobile Content Writers, <http://www.mobilecontentwriters.com> (last visited Feb. 4, 2010) (a company focused on creating new mobile content); see also Jason Ankeny, *2010 Prediction No. 1: Micropayments Will Galvanize Original Mobile Content Efforts*, Fierce Mobile Content, Jan. 4, 2010, <http://www.fiercemobilecontent.com/special-reports/2010-prediction-no-1-micropayments-will-galvanize-original-mobile-content-efforts#ixzz0e3QFdh4m> (last visited Feb. 4, 2010) (noting that the micropayment method should “inspir[e] a new wave of original, made-for-mobile efforts”).

²³⁴ See Art of the iPhone, *Chicago Tribune News Reader on Your iPhone*, <http://artoftheiphone.com/2009/02/04/chicago-tribune-news-reader-and-sports-reader-free-iphone-apps/> (last visited Feb. 4, 2010); see also Mobile Marketing Association, *News Over Wireless: Local TV Stations Launch iPhone Apps*, available at <http://www.mmaglobal.com/studies/news-over-wireless-local-tv-stations-launch-iphone-apps-news-over-wireless> (last visited Feb. 4, 2010) (noting that top stories and weather content account for 50-60% of all traffic on the applications and that readers make heavy use of the application during severe weather events). *Newsday*, in which Tribune has an approximate 3% indirect equity interest, has a similar application.

designed to bring over-the-air broadcasts to iPhones, Blackberries, laptops and other devices equipped with Wi-Fi, thus converting existing equipment into a mobile-DTV accessible device.²³⁵

The popularity of the iPhone has driven the creation of iPhone web applications providing consumers with another source of news and information accessible when convenient for the viewer. In fact, a recent search of the iPhone website for “news” applications (*excluding* sports and weather applications) generated a list of more than 480 applications, such as, *Nashville 24/7*, a hyperlocal news site; *The New Yorker* magazine; and *NPR Headline News*.²³⁶ The introduction of the larger-screen iPad promises to provide another mobile news opportunity for consumers.²³⁷ Likewise, more traditional content sources have recognized the growth opportunities in the mobile market and are reaching out to the mobile consumer. For example, CBS has created a website targeted to the mobile viewer that provides access to news feeds, sports, weather, and entertainment programming in a mobile-friendly format.²³⁸ During significant news events, CBS has encouraged the submission of user-generated content.²³⁹

²³⁵ See Stephen Lawson, *Mobile DTV Goes Wi-Fi to Reach iPhones*, IDG News Service (Jan. 4, 2009), http://www.pcworld.com/article/185853/mobile_dtv_goes_wifi_to_reach_iphones.html (last visited Feb. 4, 2010).

²³⁶ Apple Web, <http://www.apple.com/webapps/news/> (last visited Apr. 17, 2010).

²³⁷ *iPad's Early App Economy: Games Dominant, News Makes Inroads*, paidcontent.org, Apr. 7, 2010, <http://paidcontent.org/article/419-ipad-early-app-economy-games-dominant-news-makes-in-roads/> (last visited Apr. 18, 2010).

²³⁸ CBS Mobile, <http://www.cbseyemobile.com> (last visited Feb. 4, 2010).

²³⁹ See Jason Ankeny, *CBS Mobile Calls For User-Generated Video Submissions*, Fierce Mobile Content, Jan. 16, 2009, http://www.fiercemobilecontent.com/story/cbs-mobile-calls-user-generated-video-submissions/2009-01-16?utm_medium=rss&utm_source=rss&cmp-id=OTC-RSS-FMC0 (last visited Feb. 4, 2010) (CBS online and mobile properties are “inviting Americans to submit their videos and photos as part of a multi-platform project exploring the challenges facing the country as President-elect Barack Obama takes office.”).

In addition to mobile video applications, there are a host of new ways for information providers to reach audiences while they are away from home or work. For example, there are now screens conveying news, information, and advertising – much of it locally-oriented – in building lobbies and elevators, taxicabs, truck stops, and other locales.²⁴⁰ These screens, along with mobile video applications, provide additional and alternative sources of information, adding to the diversity of voices available in local markets.

3. Tribune’s New York Combination Has Had, And Will Have, No Adverse Impact On Competition.

The Commission and the courts have long recognized that the NBCO Rule itself is not necessary to protect competition. In 2003, the Commission determined that most advertisers simply “do not view newspapers, television stations, and radio stations as close substitutes,”²⁴¹ and that “at least for purchasers of advertising time,” newspapers, television and radio “make up distinct product markets.”²⁴² Further, to the extent that any advertisers tend to substitute between media, the Commission found that newspaper/broadcast combinations continue to face competition from a number of separately-owned media outlets in their local markets.²⁴³ Accordingly, the FCC found that elimination of the ban could not “adversely affect competition

²⁴⁰ See, e.g., Out of Home Video Advertising Bureau, www.ovab.org (last visited Feb. 4, 2010); see also Out of Home Video Advertising Bureau, *Network Planning Guide*, <http://www.ovab.org/OVAB%20Network%20Planning%20Guide%20August.xls> (last visited Feb. 4, 2010) (providing information regarding various providers of out of home video screens).

²⁴¹ *2003 Order*, 18 FCC Rcd at 13,749 (¶ 332); see *id.* at 13,713 (¶ 243) (addressing the radio advertising market and stating that “[w]e conclude that advertisers do not view radio stations, newspapers, and television stations as substitutes”); see *Further Notice*, 21 FCC Rcd at 8844-45 (¶ 24).

²⁴² *2003 Order*, 18 FCC Rcd at 13,749 (¶ 332); see also *2008 Order*, 23 FCC Rcd at 2032 (¶ 39 n.131).

²⁴³ *2003 Order*, 18 FCC Rcd at 13,753 (¶ 340).

in any product market.”²⁴⁴ No party directly challenged this aspect of the FCC’s 2003 *Order*,²⁴⁵ and the Third Circuit expressly agreed with the agency’s determination that “repealing the cross-ownership ban was necessary to promote competition.”²⁴⁶ The Commission reaffirmed this conclusion in its 2008 *Order*, stating that newspaper/broadcast combinations do not “adversely affect competition in any product market.”²⁴⁷

Even to the extent that competition concerns might be considered relevant to evaluating the instant transaction, an analysis of the concentration levels and revenue shares for broadcasters and newspaper publishers in the New York DMA demonstrates that common ownership of WPIX(TV) and *Newsday* from 2000 to 2008 did not adversely affect, and that continued common ownership of WPIX(TV) and an approximate 3% indirect equity interest in *Newsday* will not adversely affect, competition among media outlets in that DMA. Attributing 3% of the 2008 *Newsday* revenues to Tribune, the HHI for traditional broadcast and newspaper media in New York is 840, more than 500 points lower than the national average of 1,359.²⁴⁸ (The HHI is the metric utilized by the Federal Trade Commission and the Department of Justice (and otherwise widely accepted) as an appropriate measure of concentration.) An HHI of 840 is indicative of a market that is unconcentrated, as it is well below the 1,000 level that represents an unconcentrated market as defined by the Department of Justice’s Merger Guidelines.²⁴⁹

²⁴⁴ *Id.* at 13,749 (¶ 332); *Further Notice*, 21 FCC Rcd at 8844-45 (¶ 24).

²⁴⁵ *Prometheus*, 373 F.3d at 398 (noting objections only to “the localism and diversity components of the Commission’s rationale”).

²⁴⁶ *Id.* at 400-01; *see Further Notice*, 21 FCC Rcd at 8846 (¶ 28).

²⁴⁷ 23 FCC Rcd at 2032 (¶ 39 n.131).

²⁴⁸ BIA Report, at 13. Even if Tribune were attributed 100% of the 2008 *Newsday* revenues, the HHI would only be 843. *See id.* at 13 n.14.

²⁴⁹ *See id.* at 11.

Moreover, each segment of the traditional media in New York is highlighted by robust competition: *Newsday* competes with *The New York Times*, the *Daily News*, the *New York Post*, the *Star-Ledger of Newark*, and other dailies; WPIX(TV) competes with a total of 15 other commercial television stations, including six owned by the Big-four networks (ABC, NBC, CBS and Fox); and there are 157 full-power commercial radio stations competing throughout the market.

A number of factors further demonstrate that Tribune's common ownership of WPIX(TV) and *Newsday* did not result in increased media concentration in the New York market and that common ownership of WPIX(TV) and an approximate 3% indirect equity interest in the parent of the publisher of *Newsday* certainly does not have that result. First, the level of concentration in the New York market has remained well within the unconcentrated range since 2000.²⁵⁰ Second, over this same period, and at least partly as a result of the *Newsday* Transaction, Tribune's share of advertising revenue among traditional media has decreased from 11.6% in 2000 to 3.5% in 2008, demonstrating that Tribune does not have market power.²⁵¹ This wide distribution of revenues demonstrates the existence of a strongly competitive market.

In addition, the actual concentration level in the New York media market is much lower than is reflected by the HHI calculation because that analysis was based only on competition among three traditional outlets – newspapers, television, and radio. It does not account for advertising revenue that flows to non-traditional media, including Yellow Pages, direct mail, out-of-home, local cable systems, online, Internet Yellow Pages, local magazines, mobile, and email

²⁵⁰ See *id.* at 13-14. As explained in the BIA Report, there was a modest increase in concentration in 2007 due to News Corp.'s acquisition of *The Wall Street Journal*; however, since that time the HHI has decreased, notwithstanding News Corp.'s continued common ownership of multiple traditional media properties in the market.

²⁵¹ See *id.* at 9-10. Even if Tribune were attributed 100% of the 2008 *Newsday* revenues, its share would only be 9.4%. See *id.* at 9 n.11.

marketing. Given the increasingly significant role played by non-traditional media, the Commission must take into account that the advent and ascendancy of these media have resulted in much greater competition. When this wider media marketplace is considered, the analysis demonstrates conclusively that concentration in the New York advertising market is and is likely to remain low. Findings from a recent study indicate that, as of August 2009, the use of digital media (including the Internet) by small and medium-sized businesses for advertising surpassed their use of radio, newspaper, and television for the first time.²⁵² The study shows that 77% of local businesses are using digital media for advertising, up from 73% a year ago, while the percentage using traditional media decreased from 74% last year to 69% this year.²⁵³ Further illustrating the prominent role played by non-traditional media generally, another study concluded that businesses of all sizes spent \$23.4 billion on Internet advertising in 2008 in the United States, more than was spent on radio, outdoor advertising, or Yellow Pages and about the same as was spent on consumer magazines.²⁵⁴ These trends in use away from traditional media (newspapers and radio and television stations) and toward new media are expected to continue. Indeed, estimates released earlier this year predict continued declines in spending on traditional media between 2009 and 2014 (compounded annual growth rate (“CAGR”) of -1.2%), while

²⁵² *Milestone: Local Online Tops Traditional*, INSIDE RADIO, available at <http://www.insideradio.com/Article.asp?id=1465446&spid=33231> (last visited Feb. 9, 2010).

²⁵³ *Id.*; see BIA/The Kelsey Group, *Penetration of Online Media Surpasses Traditional Media for First Time Among Small-Business Advertisers, According to BIA's The Kelsey Group* (Aug. 20, 2009), available at <http://www.kelseygroup.com/press/pr090820.asp> (last visited Feb. 9, 2010).

²⁵⁴ BIA Report, at 14-15 (citing Hamilton Consultants, *Economic Value of the Advertising – Supported Internet Ecosystem*, June 10, 2009, available at http://www.iab.net/insights_research/530422/economicvalue (last visited Sept. 24, 2009)).

new spending on non-traditional media is expected to grow substantially (CAGR of 19.3%) over that same period.²⁵⁵

In the New York DMA, media other than the traditional media garnered a 54.5% share, or more than half, of total advertising revenues in 2008, with new media in particular (including online, Internet Yellow Pages, Mobile, and email marketing) earning a sizeable 7.6% share.²⁵⁶

The amount earned by just these four new media was more than the 5.2% spent on radio and well more than half of the 11.9% spent on television stations.²⁵⁷ When the wider market of traditional and new media is taken into consideration, Tribune's share of advertising revenue in the New York DMA was just 1.7% in 2008.²⁵⁸ Accordingly, it is clear that Tribune's common ownership of WPIX(TV) and *Newsday* has not had, and that the combination as currently structured will not have, an adverse impact on advertising competition, even if such competition were deemed legally relevant to evaluating the instant transaction.

C. Separation Of The Commonly Owned Interests Would Have Adverse Public Interest Effects.

As shown above, permitting continued ownership of WPIX(TV) in combination with Tribune's approximate 3% indirect equity interest in the parent company of the publisher of *Newsday* would serve the public interest without any diversity or competition-related concerns. By contrast, the forced divestiture of Tribune's interest in *Newsday* or WPIX(TV) would have the opposite effect.

²⁵⁵ *Id.* at 19.

²⁵⁶ *Id.* at 19-20.

²⁵⁷ *Id.*

²⁵⁸ *Id.* at 21. Even if Tribune were attributed 100% of the 2008 *Newsday* revenues, its share of the wider advertising market would only be 4.5%. *See id.* at 21 n.33.

The Newsday Transaction, as described above, involved the formation of a new limited liability company and resulted in Tribune retaining an approximate 3% indirect equity interest in the parent company of the publisher of *Newsday*, but no operational control. The forced divestiture of Tribune's approximate 3% ownership interest would not alter Cablevision's majority ownership position and would likely have substantial negative financial consequences for two reasons: first, because divestiture would result in significant potential tax liability to Tribune, and, second, because of restrictions on the transferability of the interest.

The contractual terms governing Tribune's approximate 3% indirect equity interest, including those restricting the transferability of such interest, were the subject of extensive negotiations. In addition to the significant tax liability that may result from a forced divestiture of Tribune's interest, Cablevision holds consent rights and a right of first refusal with respect to any such transfer. These restrictions, coupled with the historically low valuations currently ascribed to media properties generally, would likely impede Tribune's ability to receive fair and reasonable consideration for its interest, to the detriment of the company, its estate, and its various constituents if a sale were required.²⁵⁹ Taking into account this potential negative

²⁵⁹ As documented above and further in the second attached report of BIA, the local daily newspaper industry has fared very badly in recent months. Daily newspapers are confronting intense and ever-growing competition from new media sources, which has drained advertising revenues and depleted subscribership. See Mark R. Fratrik, Ph.D., BIA Advisory Services, *An Analysis of the Effect on Diversity of Separation of Local Media Combinations*, at 2-3 (Feb. 22, 2010) ("BIA Separation Analysis") (appended hereto as Attachment 9); see also *supra* Section II.C. Total annual advertising revenues for the newspaper industry decreased by 16.6% in 2008, and projections for newspaper advertising revenues show a further decrease of 11.5% in the compounded annual growth rate over the next five years. BIA Separation Analysis, at 12-13 (observing also that the print component of annual newspaper advertising decreased by nearly 18% in 2008). And in the first three quarters of 2009, these decreases accelerated; total newspaper advertising revenues dropped by 28.4% as compared to the same period in 2008. *Id.* at 12. As a result of these worsening financial conditions, just 31 daily newspapers were sold in 2009 for a total of \$183.7 million, compared to an average of nearly 68 daily newspapers sold per year for an average of approximately \$6.977 billion per year in each of the previous five years. *Id.* at 13-14 (citation omitted). The 2009 figures represent decreases of 54.4% in the number of newspaper sales and 97.4% in the total value of transactions as compared to the averages for the previous five years. *Id.* at 14.

economic impact and the fact that a forced divestiture would not produce any tangible public interest benefits, continued ownership by Tribune of its small indirect interest should be permitted.

Requiring a sale of WPIX(TV) in these circumstances also would make no sense. As an initial matter, mandating station divestiture as a condition of retaining an approximate 3% indirect equity interest in the parent company of a newspaper publisher would be grossly unfair. Perhaps more significantly, as demonstrated below and in the BIA Separation Analysis, the assumption that an alternative purchaser would be willing and able to acquire WPIX(TV) simply is untenable in today's highly challenging media marketplace.²⁶⁰ Even assuming that such a purchaser could be found, moreover, there is no guarantee that any such new owner would have the resources or resolve to maintain the outstanding caliber of local news, information, and other community services that WPIX(TV) offers today.

The existence of a financially sound alternative buyer is a key premise underlying any assumption that compelled divestiture would conceivably serve the public interest. The supposition that such a buyer might exist for *any* media properties, including WPIX(TV), is unlikely under current marketplace realities. The meltdown of financial markets in the last two years has caused financial institutions to tighten loan qualifications substantially and dramatically decrease lending to consumers and businesses. The credit crunch has been particularly pronounced with respect to media properties, as several financial institutions recently have reduced or even eliminated their broadcast lending divisions.²⁶¹ Thus, financing for

²⁶⁰ *Id.* at 2-3.

²⁶¹ *Id.*

businesses with an interest in acquiring broadcast and newspaper properties is not readily available as a result of the global economic crisis.²⁶²

In addition, any company seeking to acquire a newspaper or broadcast property in the near term would face highly unfavorable industry conditions. As explained in greater detail in the BIA Separation Analysis, local television stations are increasingly competing with other sources of video programming, including cable systems, DBS operators, and Internet video streaming.²⁶³ The resulting migration of broadcast television audiences to other media sources has led to a sharp drop in advertising sales.²⁶⁴ This decline has been exacerbated by the downturn in the economy, with both national and local advertisers significantly curtailing advertising expenditures.²⁶⁵ As a result, total television station revenues have been trending downward, with a staggering drop in their two-year growth rate of 27.5% between 2007 and 2009.²⁶⁶

Given these market conditions, it is not surprising that the rate of sales for media properties is depressed. Media companies have been forced to file for bankruptcy or to shut down altogether as a result of severe financial hardship and the lack of interested buyers.²⁶⁷ An examination of transaction activity for local media properties reveals a substantial decline in both

²⁶² *Id.*

²⁶³ *Id.* at 7-8.

²⁶⁴ *Id.*

²⁶⁵ *Id.* at 9.

²⁶⁶ *Id.* at 8-9. Dr. Fratrik uses two-year revenue growth rates to even out the impact of federal political advertising in even-numbered years. *Id.* at 8.

²⁶⁷ *See id.* at 10-11, 13 (noting that a number of broadcast stations and newspapers recently filed for bankruptcy protection to maintain continued service, and that several newspapers have shut down their print editions after years of service to their local communities, while others have curtailed their production as part of cost saving measures); *see also supra* Section II.C.

the level of third-party interest in acquiring such properties and the value of properties sold.²⁶⁸

In 2009, for example, 76 full-power television stations were sold for a total value of \$715 million, which represents a 74.1% decrease in the number of stations sold and an 84.5% decrease in the value of those sales as compared to 2007.²⁶⁹

Even assuming the existence of an interested buyer able to procure adequate financing to purchase WPIX(TV), it is improbable that such a buyer would have the resources to provide high-quality local programming and almost certain that it would not be able to match the amount and caliber of local service currently offered by Tribune. The high-quality local news and investigative reporting that WPIX(TV) currently provides is extremely costly. To make ends meet, a growing number of publishers and broadcasters have had to cut back on local news coverage.²⁷⁰ Given the dismal outlook for the local broadcast industry in these economic times, it is highly unlikely that a new owner of WPIX(TV) would be able to continue Tribune's tradition of providing high-quality local news and public affairs programming to New York residents.

²⁶⁸ BIA Separation Analysis, at 4-7, 13-14.

²⁶⁹ See *id.* at 5-6. These figures, furthermore, overstate the actual volume of transactions, because a large number of the transactions included stations owned by companies that have been forced into bankruptcy or reorganizations. See, e.g., *id.* at 5 nn.5 & 6; *PEJ 2010 State of the News Media Report*, Local TV, Summary Essay at 2, Ownership at 24-26, http://www.stateofthedia.org/2010/printable_local_tv_chapter.htm (last visited Mar. 18, 2010) (noting that, although “[t]he market for local television stations was more active in 2009 than a year earlier[,] . . . most of this activity was due to bankruptcies and the availability of distressed properties at often below market value”).

²⁷⁰ See *supra* Section II.C.

D. Waiver Of The NBCO Rule Is Plainly Justified Here, And Denial Of The Requested Relief Would Be Inconsistent With The Administrative Procedure Act And Unconstitutional.

As shown above and expanded upon below, waiver of the NBCO Rule is fully justified in this case and necessary to satisfy long-established principles of reasoned decision-making.

Indeed, in these circumstances, denial of the requested relief not only would run counter to the positive presumption the agency is required to accord the New York combination, but also would violate the Administrative Procedure Act (“APA”) as well as both the First and Fifth Amendments to the Constitution.

First, the Commission has now twice expressly rejected an absolute ban; to apply it here would be arbitrary and capricious. As discussed above, based on abundant factual evidence regarding the benefits of common ownership and the tremendous diversity and competition among newspapers and other media properties (especially in the nation’s largest markets), the Commission has found on two prior occasions that a blanket NBCO ban does not serve the public interest.²⁷¹ This finding has been affirmed by the Third Circuit.²⁷² Having also twice adopted changes to the NBCO Rule that would allow continued common ownership of Tribune’s New York combination – even assuming Tribune retained a 100% interest in *Newsday* – the Commission cannot now justify a contrary decision in this proceeding.²⁷³ The Supreme Court’s recent decision in *Fox Television Stations, Inc. v. FCC*²⁷⁴ confirms this conclusion. There, the

²⁷¹ See *supra* Section II.A.3-4.

²⁷² See *id.*

²⁷³ See, e.g., *Radio-Television News Directors Ass’n v. FCC*, 184 F.3d 872, 887 (D.C. Cir. 1999) (“RTNDA”); see also *Nat’l Broad. Co. v. United States*, 319 U.S. 190, 225 (1943) (“If time and changing circumstances reveal that the ‘public interest’ is not served by application of [a regulation], it must be assumed that the Commission will act in accordance with its statutory obligations.”).

²⁷⁴ 129 S. Ct. 1800 (2009).

Court held that an agency that departs from prior decisions must “provide a more detailed justification . . . when . . . its new policy rests upon factual findings that contradict those which underlay its prior policy.”²⁷⁵ The facts here are *more compelling* than those before the Commission when it made its prior changes to the NBCO Rule. Because those changes would have permitted Tribune to wholly own both WPIX(TV) and *Newsday* on a permanent basis, it unquestionably would be arbitrary and capricious to preclude Tribune’s common ownership of WPIX(TV) in combination with an approximate 3% indirect equity interest in *Newsday* Holdings.

It also would be arbitrary and capricious to deny Reorganized Tribune a waiver to own WPIX(TV) and hold an indirect, but attributable, equity interest in *Newsday* of approximately 3% when the television station could be owned in common outright with other television or radio stations or other media properties, such as cable systems in the market without the need for any waiver at all. At the time it adopted the original NBCO Rule, the Commission relied heavily on the fact that owners of television and radio stations also could not acquire a cross-ownership interest in another medium of mass communications in the same market,²⁷⁶ and the Supreme Court emphasized this “one-property-per-owner” regulatory regime in upholding the rule.²⁷⁷ But the Commission has since liberalized virtually all of its other broadcast ownership rules and their corresponding waiver policies in response to the same changes in the media marketplace that the

²⁷⁵ *Id.* at 1811; *see also Wyeth v. Levine*, 129 S. Ct. 1187, 1203-04 (2009) (concluding that an agency statement that “represent[ed] a dramatic change in position” “does not merit deference” and “is entitled to no weight”).

²⁷⁶ *1975 Order*, 50 F.C.C.2d at 1050 (¶ 14).

²⁷⁷ *NCCB*, 436 U.S. at 801 (noting that the NBCO Rule “treat[s] newspaper owners in essentially the same fashion as other owners of the major media of mass communications”).

FCC found warranted revision of the NBCO Rule.²⁷⁸ Nor can the agency rely on the Supreme Court’s decision, rendered more than thirty years ago, regarding the facial constitutionality of the NBCO Rule to justify its application here. “The mere fact that a rule is not unconstitutional does not therefore mean that its perpetuation is not arbitrary and capricious.”²⁷⁹ Simply put, a “thirty year old conclusion that . . . [a] challenged rule[] survive[s] First Amendment scrutiny” cannot justify its application “in the face of modern challenges to the rules’ consistency with the FCC’s regulatory mandate.”²⁸⁰

To say that there are “modern challenges to the” NBCO Rule’s contemporary validity is an understatement. The agency simply cannot, consistent with the APA, ignore the vast changes that have occurred in the media marketplace since 1975. These include not only the growth in the number of traditional media sources – newspapers and broadcast television and radio stations – but also the introduction and increase in popularity of cable and other MVPDs, mobile video, and perhaps most significantly, the Internet.²⁸¹ Indeed, Congress recently recognized the importance of the Internet in facilitating diversity and civic discourse by instructing the Commission to develop a National Broadband Plan that would, among other things, include “a plan for the use of broadband infrastructure and services in advancing . . . civic participation,”

²⁷⁸ E.g., *Review of the Comm’n’s Regulations Governing Television Broad.*, Report and Order, 14 FCC Rcd 12,903, 12,932 (¶ 64), 12,947 (¶¶ 100-01) (1999) (“*Television Ownership Order*”) (relaxing the television duopoly rule and the prohibition on common ownership of radio and television stations (the “one-to-a-market rule”)). Cf. *Comcast Corp. v. FCC*, 579 F.3d 1 (D.C. Cir. 2009) (vacating 30% cap on horizontal cable ownership based on the FCC’s failure adequately to consider competition to cable from DBS).

²⁷⁹ *RTNDA*, 184 F.3d at 882.

²⁸⁰ *Id.*

²⁸¹ See *supra* Section III.B.

and the agency already has taken steps towards doing so.²⁸² On March 16, 2010, the FCC issued its report to Congress on the National Broadband Plan; several of its recommendations could significantly affect television broadcasting, including the proposed reallocation of portions of the present television broadcasting spectrum for non-broadcast mobile and wireless services, incentive spectrum auctions to encourage current spectrum holders to relinquish all or a portion of their current holdings, the imposition of user fees on spectrum holders, and rule changes to permit and encourage spectrum sharing and innovative uses of spectrum.²⁸³ On April 8, 2010, the FCC released its proposed “action agenda” for implementing key recommendations of the National Broadband Plan that involve rulemakings.²⁸⁴

FCC Commissioners and high-ranking staff also have acknowledged the fundamental changes that new technologies, particularly the Internet, have brought about. For instance, Commissioner Clyburn recently explained that “[t]oday, thanks to an open Internet, a small community newspaper or a budding journalist essentially has the same distribution network as the *Washington Post* or the *Memphis Commercial Appeal*.”²⁸⁵ Commissioner Copps has similarly recognized that “[i]ncreasingly our national conversation, our source for news and information, our knowledge of one another, will depend upon the Internet.”²⁸⁶ And Blair Levin,

²⁸² 47 U.S.C. § 1305(k); see FCC, Public Notice, *Comment Sought on Moving Toward a Digital Democracy*, DA 09-2431 (rel. Nov. 17, 2009).

²⁸³ FCC, CONNECTING AMERICA: THE NATIONAL BROADBAND PLAN (2009), available at <http://www.broadband.gov/plan/> (last visited Apr. 18, 2010).

²⁸⁴ FCC, Public Notice, *FCC Announces Broadband Action Agenda* (rel. Apr. 8, 2010).

²⁸⁵ Remarks of Mignon L. Clyburn at the Workshop on Speech, Democracy and the Open Internet (Dec. 15, 2009), available at http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-295258A1.pdf (last visited Jan. 28, 2010).

²⁸⁶ Remarks of Commissioner Michael J. Copps at the Workshop on Speech, Democracy and the Open Internet (Dec. 15, 2009), available at http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-295241A1.pdf (last visited Jan. 28, 2010).

Executive Director of the FCC’s Omnibus Broadband Initiative, explained that “[m]uch like the printing press allowed the power of information to diffuse from the hands of the elite few to the many, the Internet has allowed for the democratization of content,” and that even if we cannot “precisely predict our digital future we know that it leads to **more** . . . opportunities to communicate, more viewpoints, [and] more ideas.”²⁸⁷ It would be arbitrary and capricious for the Commission to ignore the dramatic impact on the manner in which people obtain news and information that the Internet has had in evaluating the instant request for waiver of the NBCO Rule, particularly given the agency’s and Congress’ recognition of the significance of the Internet in other contexts.²⁸⁸

²⁸⁷ *Wired for Social Justice*, Speech by Blair Levin, Executive Director, Omnibus Broadband Initiative, at the Minority Media and Telecommunications Council’s Broadband and Social Justice Summit (Jan. 22, 2010), *available at* http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-295886A1.pdf (last visited Jan. 28, 2010). Another high-ranking government official with responsibility for the nation’s broadband policies has echoed these sentiments. *See The Internet: Evolving Responsibility for Preserving a First Amendment Miracle*, Remarks of Lawrence E. Strickling, Assistant Secretary of Commerce for Communications and Information, before The Media Institute (Feb. 24, 2010), *available at* http://www.ntia.doc.gov/presentations/2010/MediaInstitute_02242010.pdf (last visited Mar. 4, 2010) (recognizing that “[f]rom the very first encounter between our Constitution and the Internet, courts have recognized the Internet as an unprecedented gift to the First Amendment” and stating that “[t]he Internet, and particularly broadband Internet, are the central nervous system of our information economy and society”).

²⁸⁸ At the heart of the APA’s “reasoned decisionmaking” requirement is the need for an agency to “examine the relevant data and articulate a satisfactory explanation for its action including a ‘rational connection between the facts found and the choice made.’” *Motor Vehicle Mfrs.’ Ass’n of the U.S., Inc. v. State Farm Mut. Auto. Ins. Co.*, 463 U.S. 29, 43 (1989); *see also HBO, Inc. v. FCC*, 567 F.2d 9, 36 (D.C. Cir. 1977) (“[A] regulation perfectly reasonable and appropriate in the face of a given problem may be highly capricious if that problem does not exist.”); *Quincy Cable TV, Inc. v. FCC*, 768 F.2d 1434, 1463 (D.C. Cir. 1985) (“[T]he Commission has failed entirely to determine whether the evil the rules seek to correct is a real or merely a fanciful threat.”). Nor may the Commission take the Internet into account in its other proceedings, such as its broadband review, while ignoring it here. *Cf. Airline Pilots Ass’n v. FAA*, 3 F.3d 449, 453 (D.C. Cir. 1993) (striking down agency decision as “internally inconsistent and therefore unreasonable and impermissible under *Chevron*”); *General Chemical Corp. v. United States*, 817 F.2d 844, 855 (D.C. Cir. 1987) (finding agency decision arbitrary and capricious due to its “inconsistencies” and “failures of explanation”).

Strict application of an absolute ban on cross-ownership of newspapers and broadcast stations here, especially given the changes that have occurred over the last thirty years, also would violate the Constitution. The Due Process Clause of the Fifth Amendment includes an equal protection component,²⁸⁹ under which governmental actions that discriminate against constitutionally protected activities are subject to heightened scrutiny.²⁹⁰ Under the applicable standard, even content-neutral regulations that single out a medium must be “narrowly tailored” and “no greater than is essential to further” a “substantial” government interest.²⁹¹ Application of the NBCO Rule to prohibit continuation of the Tribune combination in New York – now reduced to WPIX(TV) and an approximate 3% indirect equity interest in *Newsday* – could not survive such heightened scrutiny because the Commission already has found that the NBCO Rule does *not* further the government’s interests in localism or diversity, and, in any case, an absolute ban clearly restricts more speech than is essential.

In addition, a refusal to waive the NBCO Rule to permit continued common ownership of the interests involved here would contravene the First Amendment. In light of current marketplace realities, the “scarcity rationale” which the Commission and the courts have used to justify applying a lesser degree of First Amendment scrutiny to broadcast speech regulations is

²⁸⁹ *Bolling v. Sharpe*, 347 U.S. 497, 499 (1954).

²⁹⁰ *Community-Serv. Broad. of Mid-America v. FCC*, 593 F.2d 1102, 1122 (D.C. Cir. 1978) (*en banc*) (stating that intermediate scrutiny applies in the equal protection context whenever “noncontent-based distinctions . . . affecting First Amendment rights” are drawn); *see also Carey v. Brown*, 447 U.S. 455, 461-62 (1980) (“When government regulation discriminates among speech-related activities in a public forum, the Equal Protection Clause mandates that the legislation be finely tailored to serve substantial state interests, and the justifications offered for any distinctions it draws must be carefully scrutinized.”); *Police Dep’t of City of Chicago v. Mosley*, 408 U.S. 92, 98-99 (1972) (“[J]ustifications for selective exclusions from a public forum must . . . be tailored to serve a substantial governmental interest.”).

²⁹¹ *Turner Broad. Sys., Inc. v. FCC*, 512 U.S. 622, 662 (1994); *see also Minneapolis Star and Tribune Co. v. Minn. Comm’r of Revenue*, 460 U.S. 575, 585, 592-93 (1983) (finding such differential regulation “presumptively unconstitutional” and “plac[ing] a heavy burden on the [government] to justify its action”).

extremely questionable at best.²⁹² But even assuming that a minimal standard of constitutional scrutiny were appropriate, rigid application of the NBCO Rule to Tribune’s New York holdings would not be “reasonable.”²⁹³ The FCC has already found, on the basis of an extensive record, that the NBCO Rule in its current form is no longer necessary and that it actually results in *less* news and public affairs programming, determinations that the Third Circuit upheld. In the face of these conclusions, a contrary decision now would impermissibly interfere with Tribune’s First Amendment rights.

A refusal to grant the requested waiver of the NBCO Rule would violate Tribune’s First Amendment rights for three additional reasons as well. First, the NBCO Rule singles out particular speakers – newspaper publishers – restricting their speech alone, but such “differential treatment cannot be squared with the First Amendment.”²⁹⁴ Second, any decision to apply the NBCO Rule based on the idea that newspapers and/or broadcast stations remain particularly “important” sources of news and information would rely on a constitutionally impermissible

²⁹² See, e.g., *Tribune*, 133 F.3d at 68 (noting the presence – more than a decade ago – of “persuasive evidence that the scarcity rationale is no longer tenable”); *Comm’n Proceeding Regarding The Personal Attack and Political Editorial Rules*, Public Notice, Joint Statement of Commissioners Powell and Furchtgott-Roth, 13 FCC Rcd 21,901, 21,940 (1998) (noting that “the Commission has unequivocally repudiated spectrum scarcity as a factual matter”); *Syracuse Peace Council*, Memorandum Opinion and Order, 2 FCC Rcd 5043, 5053 (¶ 65) (1987) (concluding – more than two decades ago – that “the scarcity rationale . . . no longer justifies a different standard of First Amendment review for the electronic press”); see also John W. Berresford, *The Scarcity Rationale for Regulating Traditional Broadcasting: An Idea Whose Time Has Passed* (Mar. 2005) (FCC Media Bureau Staff Research Paper), available at http://hraunfoss.fcc.gov/edocs_public/attachmatch/DOC-257534A1.pdf (last visited Feb. 22, 2010).

²⁹³ *NCCB*, 436 U.S. at 796-97.

²⁹⁴ *Citizens United v. Federal Election Comm’n*, 130 S. Ct. 876, 884 (2010); see *id.* at 898 (“Prohibited, too, are restrictions distinguishing among different speakers, allowing speech by some but not others. . . . Speech restrictions based on the identity of the speaker are all too often simply a means to control content.”).

evaluation of the particular speaker's identity.²⁹⁵ Third, application of the NBCO Rule would run afoul of Supreme Court precedent establishing that "the concept that the government may restrict the speech of some elements in our society in order to enhance the relative voice of others is wholly foreign to the First Amendment"²⁹⁶

E. Prompt Approval Of The Transaction, Including The Waiver Necessary To Permit Tribune's New York Holdings To Remain Intact, Would Be Consistent With The FCC's Policy Of Affording Comity To The Bankruptcy Process.

1. The Commission Is Required To Reconcile Its Policies With Those Underlying The Bankruptcy Laws.

"[A]gencies should constantly be alert to determine whether their policies might conflict with other federal policies and whether such conflict can be minimized."²⁹⁷ In keeping with this directive, the Commission has recognized that it "is obliged to reconcile its policies under the Communications Act with the policies of other federal laws and statutes, including the bankruptcy laws in particular."²⁹⁸

The Commission has acknowledged this obligation in a variety of contexts. It has traditionally deferred to bankruptcy courts concerning a debtor's financial status.²⁹⁹ Moreover, on numerous occasions, the agency has made exceptions to its usual policies in the interest of

²⁹⁵ See *id.* at 905 (rejecting proposition that speech could be "limited based on a speaker's wealth" as a "necessary consequence of the premise that the First Amendment generally prohibits the suppression of political speech based on the speaker's identity"); see also *id.* at 883 ("[T]he Government may commit a constitutional wrong when it identifies certain preferred speakers.").

²⁹⁶ *Buckley v. Valeo*, 424 U.S. 1, 48-49 (1976) (citations omitted).

²⁹⁷ *LaRose v. FCC*, 494 F.2d 1145, 1146 n.2 (D.C. Cir. 1974) ("*LaRose*").

²⁹⁸ *Dale J. Parsons, Jr.*, Memorandum Opinion and Order, 10 FCC Rcd 2718, 2720 (¶ 11) (1995).

²⁹⁹ E.g., *Sam Jones, Jr.*, Memorandum Opinion and Order, 10 FCC Rcd 5330, 5341-42 (¶ 22) (1995).

comity with the bankruptcy process. For example, although the FCC normally prohibits the sale of a station when there are outstanding “character issues” concerning the seller, an exception has long been made in bankruptcy cases in the interest of accommodating innocent creditors.³⁰⁰

2. The Commission Has Previously Taken Comity Into Account In Granting Ownership Waivers, And Should Do So Here.

The FCC also has recognized that comity with the bankruptcy process is an important element in its consideration of requests for waivers of its ownership rules, and that it “maintains the flexibility to respond to situations in which application of the . . . rules would be contrary to other public interest concerns.”³⁰¹ Ownership waivers “provide[] the requisite ‘safety valve’ under these ‘special circumstances’ of a Debtor emerging from Chapter 11.”³⁰²

The Commission has taken comity into account in granting permanent waivers of its television duopoly and one-to-a-market rules, and in applying its television satellite policies.³⁰³ For example, in *Fox Television Stations Inc.* (“*Fox/WNYW*”), the agency granted a request for a declaratory ruling that a permanent waiver of the NBCO rule was warranted.³⁰⁴ This holding was based in significant part on comity considerations. In its ruling, the FCC recited the

³⁰⁰ *E.g.*, *Second Thursday Corp.*, Memorandum Opinion and Order, 22 F.C.C.2d 515, 515 (¶ 1) (1970).

³⁰¹ *Sam Jones, Jr.*, 10 FCC Rcd at 5341 (¶ 19).

³⁰² *Telemundo Group, Inc.*, Memorandum Opinion and Order, 10 FCC Rcd 1104, 1106 (¶ 12) (1994) (citing *WAIT Radio v. FCC*, 418 F.2d 1153 (D.C. Cir. 1969)).

³⁰³ *E.g.*, *Telemundo, Inc. v. FCC*, 802 F.2d 513, 518 (D.C. Cir. 1986) (satellite); *HBK NV LLC*, Memorandum Opinion and Order, DA 10-416, 2010 FCC LEXIS 1581, at *9 n.11 (rel. Mar. 12, 2010) (satellite); *San Diego Television, Inc.*, Memorandum Opinion and Order, 11 FCC Rcd 14,689, 14,692 (¶ 11) (1996) (duopoly); *Dorothy J. Owens*, Memorandum Opinion and Order, 5 FCC Rcd 6615, 6615 (¶ 2) (1990) (one-to-a-market); *Channel 33, Inc.*, Memorandum Opinion and Order, 4 FCC Rcd 7674, 7679-80 (¶ 13) (1988) (duopoly).

³⁰⁴ 8 FCC Rcd 5341 (granting a permanent waiver of the NBCO Rule to Fox to permit it to continue to hold the license for television station WNYW(TV) following the re-acquisition of the *New York Post* out of bankruptcy), *recon. den.*, 8 FCC Rcd 8744 (1993), *aff’d sub nom. Metro. Council of NAACP Branches v. FCC*, 46 F.3d 1154 (D.C. Cir. 1995).

objectives of the bankruptcy law – “equality of distribution among creditors, a fresh start for debtors, and the efficient and economical administration of cases”³⁰⁵ – as well as the FCC’s obligation to “minimize, to the extent possible, any conflict between Commission policy and that of federal bankruptcy law.”³⁰⁶ Thus, the Commission concluded:

[A] permanent waiver is an appropriate accommodation between communications-related policies and bankruptcy-related policies. In this regard, our decision will facilitate the task of the debtor, the creditors and the bankruptcy court by removing any uncertainties arising from the existence of our cross-ownership rule.³⁰⁷

Grant of a waiver in this case will serve the same bankruptcy law objectives the FCC identified in *Fox*. The bankruptcy process will provide for equitable distribution among Tribune’s creditors; the company is obviously in need of a “fresh start;” and grant of a waiver will, by avoiding the complications and delays inherent in a forced divestiture (and, in this instance, the resulting significant tax liability to Tribune), facilitate “the efficient and economical administration” of the bankruptcy case. Accordingly, application of the Commission’s policy of comity warrants grant of the requested waiver.

3. A Waiver Would Merely Maintain The *Status Quo*, And There Is Even Greater Need Now – Given The Bankruptcy – To Preserve The Company’s Assets Intact.

The instant application does not propose creation of any new media combination, but rather requests only continuation of a combination that already exists. Given the current state of the television and newspaper industries, and the recent history of the Tribune combination at issue here, the company clearly needs the “fresh start” that the Commission has acknowledged is

³⁰⁵ *Fox/WNYW*, 8 FCC Rcd at 5344 (¶ 15).

³⁰⁶ *Id.* at 5349 (¶ 41) (citing *LaRose*).

³⁰⁷ *Id.* (¶ 42).

a bankruptcy law objective that the FCC should take into account.³⁰⁸ Grant of the requested waiver will help ensure that as Tribune emerges from bankruptcy, it will be positioned to maximize its prospects for success in an extremely difficult economic environment.

IV. REORGANIZED TRIBUNE IS ENTITLED TO A PERMANENT WAIVER OF THE NBCO RULE.

The continued common ownership of WPIX(TV) and Tribune’s approximate 3% indirect equity interest in *Newsday* is entitled to a presumption that it serves the public interest under the *2008 Order*. The New York DMA is the largest in the country (ranked number 1), the cross-ownership here involves a single newspaper and single television station not ranked among the top four stations in the DMA, and at least eight independent “major media voices” would remain in the DMA.³⁰⁹ Thus, because it squarely meets each of the criteria for a positive presumption, Tribune’s New York combination should be granted a permanent waiver. As discussed below, the waiver also should permit a subsequent sale of WPIX(TV) and Tribune’s approximate 3% indirect equity interest in *Newsday* in tandem. This relief is plainly justified in this case given Tribune’s bankruptcy status and the need to ensure comity with the bankruptcy process.³¹⁰

In addition, continued ownership of WPIX(TV) in combination with Tribune’s remaining approximate 3% indirect equity interest in *Newsday* would independently be presumed in the

³⁰⁸ *Id.* at 5353 (¶ 52).

³⁰⁹ *2008 Order*, 23 FCC Rcd at 2040 (¶ 53). There are 17 independent owners of full-power commercial and non-commercial television stations and 15 independent owners of daily newspapers, for a total of 32 independent “major media voices” in the New York market. *See supra* Sections III.B.1.a, III.B.1.c; BIA Report, at 22; *id.* at Appendices B-1, D.

³¹⁰ Although Reorganized Tribune is entitled to a presumption in favor of common ownership in the New York DMA, the facts herein demonstrate conclusively that grant of a permanent waiver also is fully consistent with the policy objectives reflected in the four factors enumerated in the *2008 Order*. *See supra* Section II.A.4; *2008 Order*, 23 FCC Rcd at 2049 (¶ 68).

public interest under the *2008 Order* based on application of the “failed” property test.³¹¹ Under the relevant FCC standard, a property is “failed” if the licensee or newspaper owner is a debtor in an involuntary bankruptcy or insolvency proceeding at the time of the application, no out-of-market entity is reasonably available to operate the property, and a sale to another buyer would result in an artificially depressed price.³¹² When the FCC enacted this standard, it required the bankruptcy to be involuntary only because the agency was concerned that licensees might file for bankruptcy for the sole reason of qualifying for a waiver.³¹³ Here, there is no plausible argument that Tribune and most of its subsidiaries initiated bankruptcy proceedings as an end run around the FCC’s ownership restrictions. Instead, the instant bankruptcy is a *bona fide* effort by a major media company in significant financial distress to restructure and thereby put itself in a position to emerge from bankruptcy as a viable entity, able to continue serving the public interest. Indeed, as a result of declining revenues and the resultant inability to service outstanding debt obligations, Tribune and all of its broadcasting and newspaper subsidiaries – including WPIX-DIP – filed for bankruptcy in December 2008. Tribune’s subsidiaries, including WPIX-DIP, are jointly and severally liable for approximately \$10.2 billion of Tribune’s indebtedness as guarantors under various credit agreements. That liability, if presently allocated among the guarantors, would consume all of the value of the subsidiaries. In these circumstances, strict application of the FCC requirement that a bankruptcy be involuntary in order to justify a “failed” property waiver is not reasonable or justified. Accordingly, the FCC should find that Tribune’s New York ownership interests substantially comply with the bankruptcy-related portion of the

³¹¹ *2008 Order*, 23 FCC Rcd at 2047-48 (¶ 65).

³¹² See 47 C.F.R. § 73.3555, Note 7.

³¹³ See *Review of the Comm’n’s Regulations Governing Television Broad.*, 14 FCC Rcd 12,903, 12,937-938 (¶ 76) (1999).

“failed” property standard. As set forth above, due largely to the economic conditions of the newspaper and broadcast industries, it is also unreasonable to assume that Tribune could locate a buyer for any of the interests involved at other than an artificially depressed price.³¹⁴

Furthermore, even if the Commission were to determine, based on developments in the Third Circuit proceedings, a subsequent decision by the agency, or for any other reason, that the standards adopted by the Commission in 2008 are not applicable here, common ownership of WPIX(TV) and an approximate 3% indirect interest in the parent of *Newsday*’s publisher would be entitled to permanent relief under prior waiver standards. The waiver test articulated when the Commission adopted the NBCO Rule in 1975 provides that a permanent waiver is appropriate when “*for whatever reason*, the purposes of the rule would be disserved by divestiture,” and those purposes “would be better served by continuation of the current ownership pattern.”³¹⁵ Given today’s highly diverse and competitive marketplace and the extensive contributions that Tribune’s New York properties have continued to make, reasoned decision-making requires grant of a permanent waiver of the NBCO Rule that would permit continued common ownership of WPIX(TV) and Tribune’s approximate 3% indirect equity interest in *Newsday*.

The case for a permanent waiver of the NBCO Rule here is at least as compelling as the other situations in which the agency has granted such relief. Most recently, in conjunction with the 2008 Order, the Commission issued permanent waivers to Gannett Co. Inc.’s combination of KPNX-TV and *The Arizona Republic* in Phoenix (the 12th-ranked DMA) and Media General’s

³¹⁴ See *supra* Section II.C, III.C.

³¹⁵ 1975 Order, 50 F.C.C.2d at 1085 (¶ 119) (emphasis added); see *supra* note 13; *Fox/WNYW*, 8 FCC Rcd at 5348 (¶ 39) (describing the fourth “public interest” waiver criterion articulated in 1975 as “a catch-all provision” and as a “waiver category [that] countenances a myriad of arguments pertinent to the exigencies of a particular situation . . .”).

TV/newspaper combinations in four markets, each of which is much smaller than New York: (1) the Tri-Cities, Tennessee/Virginia DMA (the 91st-ranked DMA at the time); (2) Myrtle Beach-Florence, South Carolina (the 103rd-ranked DMA at the time); (3) Columbus, Georgia (the 128th-ranked DMA); and (4) Panama City, Florida (the 154th-ranked DMA at the time).³¹⁶ The agency found that a permanent waiver in each of these situations was justified

in light of the synergies that have already been achieved from the newspaper/broadcast station combination, the new services provided to local communities by the combination, the harms . . . associated with required divestitures, the prolonged period of uncertainty surrounding the status of the newspaper/broadcast cross-ownership ban, and the length of time that the waiver request has been pending.³¹⁷

As demonstrated in detail above, these factors are just as relevant and pressing with respect to Tribune's New York holdings, and the public interest benefits the Tribune properties provide generally serve a much larger population. It has been shown at length herein that these properties achieved, through cross-ownership, extensive synergies that have spawned high-quality local news and community services that otherwise would not have been feasible and which have continued to benefit WPIX(TV)'s viewers even since consummation of the Newsday Transaction. Moreover, forced divestiture of Tribune's remaining approximate 3% indirect equity interest in *Newsday* would have significant adverse tax consequences or would be at an artificially low price, and neither a sale of that interest nor of WPIX(TV) would produce any tangible benefits for the public. And, of course, the uncertainty surrounding the NBCO Rule has become even more "prolonged" since the agency issued its *2008 Order*.

³¹⁶ *2008 Order*, 23 FCC Rcd at 2055-56 nn. 252-56 (¶ 77).

³¹⁷ *Id.* at 2055 (¶ 77).

In addition, the Commission concluded in November 2007 – more than two years ago – that Tribune’s Chicago properties were entitled to a permanent waiver under the 1975 waiver standard.³¹⁸ In so doing, the agency appropriately recognized, among other things, the incredibly diverse and competitive makeup of the Chicago media market, and the extensive public interest benefits that had resulted from cross-ownership.³¹⁹ Both the factual underpinnings and the reasoning that formed the basis for the FCC’s prior decision to grant a permanent waiver to the Chicago combination are even more compelling when applied to Tribune’s New York interests. Since that decision, the New York media marketplace has remained abundantly diverse and competitive, and even at that time was more so than Chicago.³²⁰ Similarly, during the period of common ownership, the cross-ownership of WPIX(TV) with *Newsday* fostered the delivery of high-caliber in-depth local news, public affairs, and community service to the New York market.³²¹

Notably, what *has* changed since the FCC’s 2007 decision is the state of the U.S. economy in general, and the increasingly poor financial condition of the newspaper and broadcast industries in particular, which have deteriorated significantly over the last few years, especially in 2009. The declines in both the newspaper and broadcast industries have been exacerbated by the greater availability of alternatives to traditional media and the resulting increase in competition for audiences and advertising revenues. As explained above, both the newspaper and broadcast industries experienced severe downturns in 2008, circumstances which ultimately led Tribune to declare bankruptcy in December 2008; in 2009, Tribune’s revenues

³¹⁸ See *Shareholders of Tribune Co.*, 22 FCC Rcd at 21,277-78 (¶ 34).

³¹⁹ *Id.*

³²⁰ See *supra* Section III.B.

³²¹ See *supra* Section III.A.

from publishing, broadcasting, and entertainment were down substantially as compared to the company's 2008 performance.³²² Since the FCC's 2007 decision, Tribune has materially reduced its ownership interest and now owns just an approximate 3% indirect stake in *Newsday* and has no operational control as a result. The *Newsday* Transaction has lessened any diversity or competitive concerns that might once have been raised by cross-ownership with WPIX(TV). Because these developments unequivocally strengthen the case for avoiding any unnecessary disruption to these properties and therefore for permitting Tribune's continued ownership of WPIX(TV) and its approximate 3% indirect equity interest in *Newsday*, reasoned decision-making must lead the Commission to conclude that a permanent waiver is appropriate.

A permanent waiver in New York also would be consistent with the Commission's earlier decisions to afford permanent relief from the NBCO Rule. For example, as noted above, in *Fox/WNYW*, the agency granted a permanent waiver to Fox in 1993 to allow the joint ownership of WNYW(TV) and a 100% interest in the *New York Post* based on the struggling financial condition of the *Post* and "the wide array of voices in New York City."³²³ Like Tribune today, the *Post* was in Chapter 11 bankruptcy at the time, and the paper's insolvent status was a key consideration in the agency's decision.³²⁴ Indeed, the Commission highlighted in its decision the federal courts' recognition that "[f]rom the outset of the cross-ownership rules," the FCC "has made clear that, where [its] rules operated as an impediment to the survival of newspapers, that factor was an appropriate circumstance for waiver."³²⁵ Similarly, in *Field*

³²² Despite these economic conditions, Tribune has continued to invest in local news. *See id.*

³²³ 8 FCC Rcd at 5349-51 (¶¶ 41-48).

³²⁴ *Id.* at 5349-50 (¶¶ 42-43).

³²⁵ *Id.* at 5350 (¶ 44) (citing *Health & Med. Policy Research Group v. FCC*, 807 F.2d 1038, 1045 (D.C. Cir. 1987)).

Communications Corporation, the agency in 1977 granted a permanent waiver to permit the cross-ownership of distressed Chicago television station WFLD-TV and a 100% interest in two Chicago daily newspapers.³²⁶ It is indisputable that the New York DMA today enjoys far higher levels of overall media diversity and competition than either New York City did in 1993 or Chicago did more than three decades ago when the Commission reached these conclusions.

Moreover, Reorganized WPIX's request for a permanent waiver must be viewed in conjunction with the current posture of the NBCO Rule. As noted above, the agency twice has ruled in the past seven years that a flat prohibition on newspaper/broadcast cross-ownership no longer serves – and in fact is inimical to – the public interest, a determination that has been affirmed by the Third Circuit.³²⁷ The consistent rejections of the flat ban by both the Commission and the courts plainly necessitate a more open and flexible approach to permanent waivers. This must be the case particularly in the nation's largest and most diverse media markets, such as New York. In this market, there are thousands of media options available to local consumers, the marketplace has grown exponentially since the cross-ownership ban initially was put in place, and any conceivable threat to diversity and competition from cross-ownership is *de minimis* at best. As the agency repeatedly has acknowledged, it is self-evident

³²⁶ *Field Commc'ns Corp.*, 65 F.C.C.2d 959 (1977). In two other cases, *Kortes Communications Inc.*, 15 FCC Rcd 11,846 (2000), and *Columbia Montour Broadcasting Co., Inc.*, 13 FCC Rcd 13,007 (1998), the FCC granted permanent newspaper/radio waivers. In both cases, the FCC noted the financial difficulties facing at least one of the properties involved. In *Kortes Communications*, the FCC emphasized the licensee's "dire financial situation" and found that a permanent waiver would allow the buyer to be able to "infuse needed resources" into station operations. 15 FCC Rcd at 11,853-56 (¶¶ 20, 26). In *Columbia Montour*, the Commission considered the declining revenues, increasing operating losses, and "financially troubled" nature of the subject radio station. 13 FCC Rcd at 13,013-14 (¶¶ 20, 22). Moreover, both of these cases involved DMAs that were considerably smaller than New York. The properties involved in *Kortes Communications* were located in Greenville, Michigan, which is part of the Grand Rapids-Kalamazoo-Battle Creek, MI DMA, which is ranked 41st. In *Columbia Montour*, the newspaper and radio station were located in Bloomsburg, Pennsylvania, which is part of the 54th-ranked Wilkes Barre-Scranton, PA DMA.

³²⁷ See *supra* Sections II.A.3-4.

that newspaper/broadcast cross-ownership raises few, if any, public interest concerns in such markets.³²⁸

Furthermore, with both newspaper publishers and broadcasters facing extraordinary competitive and financial challenges and with many properties struggling – and in many cases even failing – to survive, it is critically important for the agency to take a reasonable approach to permanent waiver requests. In a March 2009 letter to Attorney General Eric Holder, U.S. House of Representatives Speaker Nancy Pelosi urged that the traditional regulatory approach to newspaper publishers must be adjusted in light of the troubling condition of the industry. In order to “ensure that our policies enable our news organizations to survive and to engage in the news gathering and analysis that the American people expect,” Speaker Pelosi advised that the Department of Justice, in assessing the competition newspapers face, must begin to take into appropriate account “not only the number of daily and weekly newspapers . . . , but also the other sources of news and advertising outlets available in the electronic and digital age, so that the conclusions reached reflect current market realities.”³²⁹ As Commissioner Copps recently reminded, “[e]ven with all the promise of new media, we need to remember that without content, there is nothing to aggregate”³³⁰

³²⁸ See *2008 Order*, 23 FCC Rcd at 2021-22 (¶¶ 16-19), 2039 (¶ 49) (noting the *Prometheus* Court’s acknowledgement that a complete ban was unnecessary to preserve diversity, and finding “that the largest markets contain a robust number of diverse media sources and that the diversity of viewpoints would not be jeopardized by certain newspaper/broadcast combinations” in such markets); *2003 Order*, 18 FCC Rcd at 13,804-06 (¶¶ 473, 480) (defining “at-risk” markets as those where diversity concerns from cross-ownership are the highest, and distinguishing “larger markets” where there are “robust media cultures” and no diversity concerns from cross-media ownership).

³²⁹ See *supra* note 98.

³³⁰ FCC, News Release, *Commissioner Michael J. Copps on the FCC Launch of Initiative to Examine the Future of Media and Information Needs of Communities in a Digital Age* (rel. Jan. 21, 2010).

A similar reassessment and more flexible approach is called for with respect to the FCC's application of the NBCO Rule. The agency must recognize that these challenges have forced many newspaper publishers and broadcasters, including Tribune, into bankruptcy, and should apply the NBCO Rule in a manner that ensures comity with the bankruptcy process. In addition to considering the current state of the media marketplace, the Commission must weigh the fact that the cross-ownership ban now has been in limbo for more than a decade and acknowledge the acute need for the regulatory certainty necessary for newspaper and broadcast companies to move forward with long-term business plans.³³¹ In this situation, which is made even more unique because it involves only an approximate 3% indirect equity interest in a newspaper, denial of a waiver would be particularly pointless and punitive. Further, the permanent waiver Reorganized Tribune seeks would permit a subsequent sale of its New York interests in tandem following the company's emergence from bankruptcy. With the financial challenges confronting newspaper companies and broadcasters, such a sale would serve the public interest in a number of ways. A Reorganized Tribune, struggling to emerge successfully from bankruptcy, may be faced with the need to sell assets in one of its cross-owned markets, in circumstances in which it is only possible to sell its interests in tandem. A combination sale would preserve and maximize asset value in such a situation. This relief is fully justified in this case given the Commission's prior findings, the exigencies of Tribune's bankruptcy status, and the need for the FCC to ensure comity with the bankruptcy process.

³³¹ Finally, under long-established principles of administrative law, the Commission must give all waiver requests a "hard look" and thereby ensure the "existence of a safety valve procedure for consideration of an application for exemption based on special circumstances." *WAIT Radio v. FCC*, 418 F.2d 1153, 1157 (D.C. Cir. 1969). An approach that will permit waivers only in very limited circumstances and fails to closely examine the diversity, competition, and localism considerations specific to each waiver request does not fulfill this requirement.

V. **AT A MINIMUM, REORGANIZED TRIBUNE SHOULD RECEIVE A TEMPORARY WAIVER OF THE NBCO RULE PENDING THE OUTCOME OF PROCEEDINGS TO REVISE THE RULE.**

In the event that the Commission finds, despite Tribune's entitlement to a presumption in favor of cross-ownership and the overwhelming evidence provided above, that a permanent waiver is not warranted here, it should grant – at a minimum – a temporary waiver of the NBCO Rule until 18 months after the pending proceedings to revise the NBCO Rule become final. The *2008 Order* regarding the NBCO rule remains under review in the United States Court of Appeals for the Third Circuit, and the FCC has stated its intention to reevaluate the rule as part of the 2010 Quadrennial Review, which it has already commenced.³³² Each of these proceedings is a continuation of the “protracted proceedings” that began with the Commission's promise to reexamine the rule over 14 years ago. Waiver is appropriate for a period of 18 months following completion of these proceedings. Such limited relief is more than justified here, in view of the difficult economic conditions facing the newspaper and broadcast industries in general and Tribune in particular, the significant restrictions on transferability of Tribune's small indirect interest in *Newsday*, and the need to ensure comity with the bankruptcy process.

More than eleven years ago, the Commission in its first biennial review – while calling for initiation of a proceeding to re-examine the rule – recognized that it retained “both the right and obligation” to review any request for conditional waiver of the NBCO Rule pending a rulemaking “based on the specific facts in a particular case.”³³³ At that time, the Commission stated emphatically that “[w]hat is important is whether the public interest would be served by

³³² FCC, Response to the Court's Order of November 4, 2009, *Prometheus Radio Project v. FCC*, *supra* note 60; *see also* 2010 Quadrennial Review Public Notice, *supra* note 62.

³³³ 1998 Biennial Regulatory Review, Notice of Inquiry, 13 FCC Rcd 11,276, 11,294 (¶ 57) (1998) (“1998 Biennial Review NOI”); *see WAIT Radio*, 418 F.2d at 1157 (requiring the Commission to give waiver requests a “hard look”).

[the] grant of a waiver.”³³⁴ The agency recognized that it had granted temporary waivers pending proceedings examining some of the ownership rules at issue, including the television duopoly restriction.³³⁵ As the agency envisioned, waiver is most likely to be appropriate “where protracted rulemaking proceedings are involved and where a substantial record exists on which to base a preliminary inclination to relax or eliminate a rule.”³³⁶ The FCC indicated that its precedent supported granting such temporary waivers when the “Commission concludes that the application before it falls within the scope of the proposals in the proceeding, and a grant of an interim waiver would be consistent with the goals of competition and diversity.”³³⁷ This is just such a case.

As explained below, the instant application proposes, in the alternative, a temporary waiver that is grounded on the precise bases anticipated by the Commission at the end of the last century. Indeed, we are now in the second decade of “protracted . . . proceedings” in which there is a “substantial record . . . on which to base a preliminary inclination to relax or eliminate” the NBCO Rule. Moreover, in this case, the Commission *already has concluded* that the blanket ban on cross-ownership cannot stand because newspaper/broadcast combinations (1) do not adversely affect competition in the market, (2) promote the public interest by delivering more and better local coverage of news and public affairs, and (3) do not pose a widespread threat to

³³⁴ 1998 Biennial Review NOI, 13 FCC Rcd at 11,294-95 (¶ 57).

³³⁵ *Id.* at 11,294 & n.87 (¶ 56) (citing *Review of the Comm’s Regulations Governing Television Broad.*, Second Further Notice of Proposed Rulemaking, 11 FCC Rcd 21,655, 21,681 (¶¶ 56-58) (1996) (Commission states that granting waivers satisfying the proposed standard would not adversely affect its competition and diversity goals in the interim)).

³³⁶ *Id.* at 11,294 (¶ 56).

³³⁷ *Id.*

diversity of viewpoint or programming.³³⁸ Those findings have been affirmed by the Third Circuit, and the agency has confirmed them yet again on remand.³³⁹

Continued ownership of WPIX(TV) in combination with Tribune's remaining approximate 3% indirect equity interest in *Newsday* falls within the scope of the proposals at issue in the pending proceedings reviewing and reevaluating the NBCO Rule, as well as the cross-media limits adopted in 2003. Moreover, in light of the competitiveness of the New York market, the abundant public interest benefits that the combination delivered to New York residents in its nearly a decade under full common ownership, and the public interest benefits that WPIX(TV) continues to deliver as a result thereof, a temporary waiver would be fully consistent with the Commission's diversity, localism, and competition goals. Finally, a temporary waiver pending the outcome of proceedings to revise the NBCO Rule is independently appropriate under the standard adopted with the NBCO Rule in 1975. Here, the "purposes of the rule would be disserved by divestiture" and in fact "would be better served by continuation of the current ownership pattern,"³⁴⁰ for the temporary period requested herein, if not permanently.³⁴¹

A. A Substantial Record Exists In Protracted Proceedings.

The "protracted" nature of proceedings regarding the NBCO Rule is incontrovertible, as is the fact that those proceedings have given rise to "a substantial record . . . on which to base a preliminary inclination to relax or eliminate" it. The FCC committed to revise the NBCO Rule over 14 years ago and has initiated numerous proceedings in which a voluminous record –

³³⁸ See *supra* Section II.A.3.

³³⁹ See *supra* Section II.A.4.

³⁴⁰ 1975 Order, 50 F.C.C.2d at 1085.

³⁴¹ See *supra* Section IV.

consisting of an unprecedented amount of public comment and data – has been amassed. Indeed, almost seven years ago, the Commission in its *2003 Order* adopted findings that resulted in its elimination of the NBCO Rule. Those findings were based on two years of proceedings that included at least four rounds of comments and multiple studies and hearings, and were upheld by the Third Circuit.³⁴² In the *2008 Order*, the agency found no reason to depart from its prior conclusions, noting specifically that the Third Circuit had upheld them³⁴³ and again finding that a blanket ban on newspaper/broadcast cross-ownership is not necessary to protect competition, localism or diversity and, to the contrary, affirmatively disservices the public interest.³⁴⁴

Thus, *on two separate occasions*, on the basis of exhaustive inquiry, review of hundreds of thousands of public comments, multiple public hearings, and numerous empirical studies, the FCC has found that significant competitive and technological changes in the media marketplace warrant elimination of the absolute ban on cross-ownership. It would be arbitrary and capricious for the Commission, in the context of the instant waiver request, to contradict the conclusions it reached in these rulemaking proceedings, especially those factual findings that were upheld by the Third Circuit.³⁴⁵ The Third Circuit’s review of the Commission’s *2008 Order* – itself the result of remand of the *2003 Order* – remains pending, and the 2010 Quadrennial Review is the latest in this tortured string of proceedings considering relaxation or elimination of the rule.

The extensive nature of the proceedings involving the NBCO Rule, in which Tribune has sought and the Commission has promised appropriate relief for more than a decade, is obvious:

³⁴² See *supra* Section II.A.3.

³⁴³ E.g., *2008 Order*, 23 FCC Rcd at 2020-21 (¶ 16), 2021 (¶ 18), 2038 (¶ 47).

³⁴⁴ See *supra* Section II.A.4.

³⁴⁵ See *supra* Section III.D.

- Almost a decade and a half ago, in several adjudications, the FCC committed to commence a rulemaking regarding the NBCO Rule, with all Commissioners recognizing the public interest in relaxation of the rule.
- Over 13 years ago, the Commission initiated a proceeding seeking comment on modifications to its newspaper/radio cross-ownership policy.
- More than nine years ago, the agency committed in its *1998 Biennial Regulatory Review* to initiate a proceeding to revise the NBCO Rule in its entirety.
- In releasing its *2000 Biennial Regulatory Review*, the Commission confirmed this conclusion and, in 2001, issued a Notice of Proposed Rulemaking to achieve this result.
- In 2003, the Commission, after extended proceedings, including multiple rounds of comments, studies and hearings, made detailed findings that supported its conclusion that the NBCO Rule was no longer justifiable, and repealed the rule, replacing it with specific cross-media limits that would permit continued ownership of WPIX(TV) in combination with Tribune's remaining approximate 3% indirect equity interest in *Newsday*.
- In 2004, the Third Circuit affirmed the portion of the FCC's *2003 Order* finding that the blanket ban should be repealed but remanded the proposed new rules for further support or amendment.
- In 2008, the Commission reaffirmed the conclusions reached in the *2003 Order*, again finding that the NBCO Rule in its current form does not serve the public interest, and adopted liberalized waiver standards that presumptively allow certain cross-ownerships in the nation's largest markets, permit others under particular circumstances, and entitle all other proposed combinations to evaluation under a four-part test.³⁴⁶
- The Commission has now begun holding workshops in connection with the 2010 Quadrennial Review, and has indicated that it intends to address the pending petition for reconsideration of the *2008 Order* in the context of this upcoming proceeding.³⁴⁷

The present case therefore is the quintessential example of the “protracted rulemaking proceeding” that the agency envisioned as warranting temporary waiver relief for applicants.³⁴⁸

³⁴⁶ See *supra* Section II.A.4.

³⁴⁷ See *supra* Section II.A.5.

³⁴⁸ *1998 Biennial Review NOI*, 13 FCC Rcd at 11,294 (¶ 56). By contrast, the situation presented here is nothing like the situation in which the Commission wished to avoid such

B. The Request For Waiver Is Within The Scope Of The Proposals In The Proceedings.

The instant request for waiver also falls squarely within the scope of the rules that have been proposed and, indeed, adopted in these protracted proceedings and that remain under judicial review and agency review and reevaluation. As demonstrated above, the New York combination is presumptively permissible under the standards set forth in the *2008 Order*.³⁴⁹ In addition, 100% ownership of the combination would have been legally permissible under the cross-media limits that were adopted in 2003. In the *2003 Order*, the FCC eliminated any newspaper/broadcast cross-ownership restrictions in large markets with at least nine broadcast television stations, concluding that a single entity should be able to own any combination of properties in these markets so long as the combinations comply with the local TV ownership rule and local radio ownership rule.³⁵⁰ The New York DMA, with 23 full power television stations,³⁵¹ fits within this category, and ownership of WPIX(TV) and *Newsday* would have been permitted under the *2003 Order*.

Because the continued ownership of WPIX(TV) in common with Tribune's approximate 3% indirect equity interest in *Newsday* is permissible under both the *2008 Order* and the *2003 Order*, the instant request for waiver unquestionably falls within the scope of the proposals in the pending proceedings – both judicial and administrative – to revise the NBCO Rule. Particularly, in view of the ongoing protracted proceedings, it would be arbitrary and capricious, inequitable, inconsistent with the FCC's recognition that it must afford comity to the bankruptcy process, and

interim relief based solely on the pendency (or impending commencement) of a quadrennial review.

³⁴⁹ See *supra* Section IV.

³⁵⁰ *2003 Order*, 18 FCC Rcd at 13,802 (¶¶ 463-64), 13,804-06 (¶¶ 472-80).

³⁵¹ See *supra* Section III.B.1.a.

counterproductive to the public interest to disrupt the continued common ownership of WPIX(TV) and Tribune's approximate 3% indirect equity interest in *Newsday*.

C. Grant Of An Interim Waiver Would Be Consistent With The Commission's Goals Of Diversity, Localism, And Competition.

As demonstrated above and in the appendices to this waiver request, New York residents benefit from abundant media diversity, and Tribune's cross-ownership of WPIX(TV) and *Newsday* resulted in improved local news coverage, which the television station continues to offer.³⁵² In addition, although the Commission has determined that the NBCO Rule cannot be justified based on competition concerns, it is clear that continued ownership of WPIX(TV) in combination with Tribune's remaining approximate 3% interest indirect equity in *Newsday* will not have any adverse effect on competition in the market.³⁵³ Further, because this transaction involves the transfer of *existing* ownership interests, allowing continued cross-ownership will not have any impact on outlet diversity or concentration levels in the market. Indeed, the Commission has allowed the intact transfer of numerous existing media combinations in recognition of this fact.³⁵⁴

³⁵² See *supra* Sections III.A-B.

³⁵³ See *supra* Section III.B.3.

³⁵⁴ See, e.g., *AMFM, Inc.*, Memorandum Opinion and Order, 15 FCC Rcd 16,062, 16,069 (¶ 15) (2000) (transfer of an existing combination "do[es] not increase the combined advertising revenue shares of ... existing groups or result in increased levels of ownership concentration"); *EWS News Corp.*, Memorandum Opinion and Order, 12 FCC Rcd 20,243, 20,247 (¶ 15) (1997) (awarding waiver and stating that "since grant of this application will preserve an existing combination, we do not believe that continued joint ownership of the stations will decrease the level of diversity and competition in the market"); see also *Solar Broad. Co.*, Memorandum Opinion and Order, 17 FCC Rcd 5467, 5475 (¶ 24) (2002); *Jacor Commc'ns, Inc.*, Memorandum Opinion and Order, 14 FCC Rcd 6867, 6905-06 (¶ 62) (1999); *Am. Radio Sys. Corp.*, Memorandum Opinion and Order, 13 FCC Rcd 12,430, 12,437-48 (¶ 11), 12,442-43 (¶¶ 25-26) (1998); *Houston H. Harte*, Memorandum Opinion and Order, 12 FCC Rcd 13,418, 13,422-23 (¶ 16) (1997); *Paso Del Norte Broad. Corp.*, Memorandum Opinion and Order, 12 FCC Rcd 6876, 6882 (¶¶ 13-14) (1997); *River City License P'ship*, Memorandum Opinion and Order, 12 FCC Rcd 4993, 4997-98 (¶ 13) (1997); *Kelso Partners IV, L.P.*, Memorandum Opinion and Order, 11 FCC Rcd 8764, 8768-69 (¶ 11) (1996) (same). Accord *United States Department of Justice and*

At an absolute minimum, a waiver pending the outcome of the pending proceedings to revise the NBCO Rule is appropriate here because continued common ownership falls within the scope of the standards that have been proposed and adopted by the Commission and are subject to further review and reevaluation; localism would continue to be enhanced; and no diminution in diversity or harm to competition is likely to occur.³⁵⁵ This is true whether the request is judged under the standard for an interim waiver pending a rulemaking, the waiver standards adopted in the *2008 Order*, or the fourth “public interest” criterion for a waiver of the NBCO Rule under the 1975 standard – where, “*for whatever reason*, the purposes of the rule would be disserved.”³⁵⁶ Indeed, as discussed above, the Commission, applying the 1975 standard, previously granted a *permanent* waiver of the NBCO Rule for 100% common ownership of a newspaper and one or more broadcast stations in the *very market* at issue here, and has done so twice in the slightly smaller market of Chicago.³⁵⁷ Grant of no less than a *temporary* waiver pending the conclusion of proceedings to revise the NBCO Rule is unquestionably fully justified here and would allow Reorganized Tribune to emerge from bankruptcy intact in an orderly fashion.

* * *

In sum, the NBCO Rule survives as a relic from the days when local media consisted only of television, radio, and daily newspapers, and the Commission’s local ownership rules

Federal Trade Commission Horizontal Merger Guidelines, 57 Fed. Reg. 41,552 (1992), *revised*, 4 Trade Reg. Rep. (CCH) ¶ 13104 (Apr. 8, 1997) (stating that transfers that do not increase ownership concentration are “unlikely to have adverse competitive consequences and ordinarily require no further analysis”).

³⁵⁵ See *supra* Sections III.A, III.B, V.B.

³⁵⁶ *Newspaper/Broadcast NPRM*, 16 FCC Rcd at 17,285 (¶ 3) (emphasis added).

³⁵⁷ *Fox/WNYW*, 8 FCC Rcd 5341; *Field*, 65 F.C.C.2d 959; *Shareholders of Tribune Co.*, 22 FCC Rcd 21,266.

restricted owners to a single radio or television property in any one market. Today, the rule is a regulatory anomaly; the FCC has twice decided that its original cross-ownership prohibition is no longer justified by current media conditions and that the rule should be modified in a manner that would permit the combination at issue here, and the Third Circuit has affirmed the elimination of a total ban on cross-ownership. In such a procedural posture, the Commission traditionally has granted temporary waivers pending the completion of rulemaking proceedings, and if for any reason it determines that a permanent waiver is not warranted, the agency promptly should issue a temporary waiver in this case.³⁵⁸ Any other result, after the adoption of the purportedly “liberalized” waiver standards in the *2008 Order* and in view of the significant reduction in Tribune’s interest in *Newsday*, would be at odds with the FCC’s deregulatory intent in that decision as well as its previous grant of relief to permit retention of the same combination.

³⁵⁸ *1998 Biennial Review NOI*, 13 FCC Rcd at 11,294 & n.87 (¶ 56). Such waivers have often been granted in the context of the newspaper/broadcast cross-ownership rule itself, *see, e.g., Letter from Roy J. Stewart, Chief, Mass Media Bureau to James Bayes, Wiley, Rein & Fielding*, Ref. 1800B-IB (Aug. 11, 1997); *Cross-Ownership of Broad. Stations and Newspapers; Newspaper/Radio Cross-Ownership Waiver Policy*, Order and Notice of Proposed Rulemaking, 16 FCC Rcd 17,283, 17,286 n.16 (¶ 5 n.16) (2001); *NewCity Commc’ns, Inc.*, Memorandum Opinion and Order, 12 FCC Rcd 3929, 3952-53 (¶¶ 56-57) (1997); *Capital Cities Letter Decision*, as well as the radio/television cross-ownership (or “one-to-a-market”) rule, *see, e.g., Max Media Properties LLC*, Memorandum Opinion and Order, 13 FCC Rcd 12,489, 12,497-12,500 (¶¶ 25-32) (1998); *NewCity Commc’ns, Inc.*, 12 FCC Rcd at 3945, 3951 (¶¶ 35, 52); the local television ownership rule, *see, e.g., Woods Television Co. LLC*, Memorandum Opinion and Order, 14 FCC Rcd 8283, 8284-85 (¶¶ 3-8) (1999); *Broad. Licenses, LP*, Memorandum Opinion and Order, 13 FCC Rcd 16,303, 16,304-05 (¶¶ 7-12) (1998); *US Broad. Group Licensee LPI*, Memorandum Opinion and Order, 13 FCC Rcd 13,963, 13,970-71 (¶¶ 16-19) (1998); and the national television ownership cap, *see, e.g., UTV of San Francisco, Inc.*, Memorandum Opinion and Order, 16 FCC Rcd 14,975, 14,980-82 (¶¶ 20-25) (2001). The Commission has granted similar waivers in other circumstances as well. *See, e.g., Nat’l Exchange Carrier Ass’n Petition To Amend Section 69.104*, Order Granting Petition for Rulemaking, Notice of Proposed Rulemaking, and Order Granting Interim Partial Waiver, 19 FCC Rcd 13,591, 13,606 n.116 (¶ 45 n.116) (2004) (“Grant of a waiver pending the result of a rulemaking proceeding is consistent with Commission precedent.”); *Administration of the N. Am. Numbering Plan*, Order, 20 FCC Rcd 2957 (2005) (granting a waiver of a rule to permit numbering resources to be obtained directly from NANPA after considering hardship and equities to SBC); *2000 Biennial Regulatory Review of Part 68*, Notice of Proposed Rulemaking, 15 FCC Rcd 10,525 (¶ 9) (2000) (recognizing public interest in grant of interim waivers in anticipation of completing rulemakings that will effectuate a change in the rules to accommodate innovations on a permanent basis).

VI. CONCLUSION

For these reasons, the FCC should grant Reorganized Tribune a permanent waiver of the NBCO Rule permitting the continued common ownership of WPIX(TV) and Tribune's remaining approximate 3% indirect equity interest in *Newsday* and also permitting a subsequent sale of those interests in tandem. At the very least, the FCC should grant a temporary waiver extending until 18 months after the Commission completes its pending review of the NBCO Rule and that action becomes a final order no longer subject to judicial review.

REQUEST FOR CROSS-OWNERSHIP WAIVER
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Hours and Audience Ratings and Shares of Local News – New York DMA
(Total all-day hours of news and ratings and shares for early evening news (4:00 PM-7:00 PM))

Station	Affiliation	Hours/Wk July 2009	Hours/Wk November 2009	May 2009 Rtg/Shr	July 2009 Rtg/Shr	November 2009 Rtg/Shr
WCBS-TV, New York	CBS	29	29	4.4/8.1	3.4/6.6	4.2/8.7
WNBC, New York	NBC	26.5	21.5	4.3/8.0	2.8/5.3	2.3/4.5
WNYW, New York	FOX	40.5	40.5	3.4/5.6	2.7/4.6	1.6/3.2
WABC-TV, New York	ABC	32	32*	6.3/11.7	4.7/9.0	5.9/12.2
WWOR-TV, Secaucus NJ	MyNetworkTV	2.5	2.5	1.4/2.2	1.2/2.1	--
WPIX, New York	CW	29.5	33	1.4/2.3	1.4/2.4	1.1/2.0
WNET, Newark NJ	Educational	0	0	--	--	--
WLIW, Garden City	Educational	0	0	--	--	--
WNYE-TV, New York	Educational	0	0	--	--	--
WPXN-TV, New York	PAX	0	0	--	--	--
WXTV, Paterson NJ	Univision	17	17	3.2/6.0	2.7/5.2	3.0/6.0
WSAH, Bridgeport CT	Azteca America	0	0	--	--	--
WNJU, Linden NJ	Telemundo	5	5	1.7/3.0	1.3/2.5	1.3/2.5
WEDW, Bridgeport CT	Educational	0	0	--	--	--
WNJN, Montclair NJ	Educational	0	0	--	--	--
WTBY, Poughkeepsie	Independent	0	0	--	--	--
WLNY, Riverhead	Independent	5	5	0.7/1.2	0.5/1.0	0.5/1.0
WNJB, New Brunswick NJ	Educational	0	0	--	--	--
WRNN-TV, Kingston	Independent	0	0	--	--	--
WMBC-TV, Newton NJ	Independent	0	0	--	--	--
WFME-TV, West Milford NJ	Independent	0	0	--	--	--
WFTY-TV, Smithtown	Independent	0	0	--	--	--
WFUT-TV, Newark NJ	TeleFutura	0	0	--	--	--
Total Hours		187	185.5			

* This figure reflects regularly scheduled newscasts. In November 2009, WABC-TV's half-hour newscast on Saturdays at 6 pm was preempted four times for college football.

New York DMA TV Stations and Audience Ratings and Shares (ranked by February 2010 Share)*

Station	Owner	Affiliation	Rating/Share May 2001		Rating/Share May 2006		Rating/Share May 2009		Rating/Share July 2009		Rating/Share Nov. 2009		Rating/Share Feb 2010	
WNBC, New York	NBC Universal	NBC	5.0	12.0	3.5	8.2	2.2	5.4	1.8	4.4	2.2	4.9	4.9	10.3
WABC-TV, New York	ABC, Inc.	ABC	5.0	11.8	4.9	11.4	4.3	10.4	3.0	7.4	4.3	9.5	3.9	8.2
WCBS-TV, New York	CBS Broadcasting, Inc.	CBS	3.7	8.7	3.2	7.6	3.1	7.4	2.3	5.7	4.0	8.9	3.7	7.8
WNYW, New York	Fox Television Stations	FOX	2.4	5.6	2.4	5.5	1.7	4.2	1.5	3.8	3.5	7.8	2.5	5.2
WXTV, Paterson NJ	Univision Communications	Univision	1.5	3.6	1.8	4.2	1.9	4.7	1.7	4.3	1.9	4.1	1.9	4.0
WPIX, New York	Tribune Broadcasting Co.	CW	3.3	7.9	1.9	4.5	1.3	3.2	1.1	2.8	1.5	3.2	1.4	3.0
WWOR-TV, Secaucus NJ	Fox Television Stations	MyNetworkTV	2.4	5.7	1.2	2.8	0.8	2.0	0.8	2.0	0.9	2.1	1.0	2.0
WNJU, Linden NJ	NBC Universal	Telemundo	1.1	2.6	1.3	3.0	1.0	2.5	0.8	2.1	0.8	1.7	0.8	1.7
WFUT-TV, Newark NJ	Univision Communications	TeleFutura	0.1	0.2	0.6	1.3	0.6	1.5	0.7	1.8	0.6	1.4	0.7	1.6
WNET, Newark NJ	Educational Broadcasting Corp.	Educational	0.9	2.2	0.6	1.4	0.6	1.4	0.5	1.4	0.6	1.3	0.6	1.2
WLNY, Riverhead	WLNY-TV, Inc.	Independent	0.3	0.6	0.3	0.8	0.3	0.8	0.3	0.8	0.5	1.0	0.3	0.7
WPXN-TV, New York	Ion (Paxson)	PAX	0.5	1.3	0.2	0.4	0.2	0.4	0.2	0.5	0.3	0.8	0.4	0.9
WLIW, Garden City	Educational Broadcasting Corp.	Educational	0.4	0.9	0.3	0.6	0.2	0.5	0.2	0.6	0.3	0.7	0.2	0.5
WNYE-TV, New York	New York City Board of Educ.	Educational	0.1	0.3	0.1	0.2	0.1	0.2	0.1	0.2	0.1	0.2	0.1	0.2
WRNN-TV, Kingston	WRNN License Co LLC	Independent	<<	<<	<<	<<	<<	<<	<<	0.1	<<	0.1	<<	0.1
WSAH, Bridgeport CT	Scripps Howard Broadcasting	Azteca America	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<
WEDW, Bridgeport CT	Connecticut Public Broadcasting	Educational	0.1	0.2	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<
WNJN, Montclair NJ	New Jersey Public Broadcasting	Educational	0.1	0.3	0.1	0.3	<<	<<	<<	<<	<<	<<	<<	<<
WTBY, Poughkeepsie	Trinity Broadcasting Network	Independent	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<
WNJB, New Brunswick NJ	New Jersey Public Broadcasting	Educational	<<	0.1	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<
WMBC-TV, Newton NJ	Sun Young Joo	Independent	<<	0.1	<<	0.1	<<	<<	<<	<<	<<	<<	<<	<<
WFME-TV, West Milford NJ	Family Stations Inc.	Independent	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<
WFTY-TV, Smithtown	Univision Communications	Independent	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<	<<

* Ratings and shares are based on 9:00 am -- midnight time period

WPIX(TV) Locally Produced Specials

2007

TITLE	DESCRIPTION	LENGTH	DAY	TIME	DATE
HEALTHY BEGINNINGS: INFANT MORTALITY	CONTRIBUTING FACTORS THAT LEAD TO INFANT MORTALITY	30 MIN	Sa	10:30PM	5/12/2007
SUMMER FUN FOR KIDS	THINGS FOR KIDS TO DO IN THE SUMMER	30 MIN	We	5PM	7/4/2007
HOLIDAY TREE LIGHTING AT RECKSON CENTER	LIGHTING OF LONG ISLAND'S FAVORITE XMAS TREE	30 MIN	Sa	6:30PM	12/8/2007
MIDNIGHT MASS	CHRISTMAS EVE MASS FROM ST. PATRICK'S CATHEDRAL	90 MIN	Tu	12AM	12/24/2007

2008

TITLE	DESCRIPTION	LENGTH	DAY	TIME	DATE
MLK SPECIAL: HOPE EQUALITY AND JUSTICE	MARTIN LUTHER KING SPECIAL	30 MIN	Sa	10:30PM	2/23/2008
MLK SPECIAL: THE LEGACY OF MARTIN LUTHER KING: FORTY YEARS AFTER MEMPHIS	MARTIN LUTHER KING SPECIAL	30 MIN	Fr	10:30PM	4/4/2008
TURNING THE BIG APPLE GREEN	THE IMPORTANCE OF MAKING NY ENVIRONMENTALLY SUSTAINABLE	30 MIN	Sa	10:30PM	4/26/2008

WPIX(TV), New York, NY
FCC Form 314
Exhibit 16
Attachment 3-A

WPIX 60TH ANNIVERSARY SPECIAL	HIGHLIGHTS OF WPIX' FIRST 60 YEARS AS A NY TV STATION	60 MIN	Sa	9PM	6/14/2008
SUMMER FUN FOR KIDS	THINGS FOR KIDS TO DO IN THE SUMMER	30 MIN	Sa	12pm	7/19/2008
COUNTDOWN TO KICKOFF					
	LOCALLY PRODUCED PRE-GAME PRIOR TO JETS-PATRIOTS	30 MIN	Th	7:30PM	11/13/2008
NYC WINE AND FOOD FESTIVAL	RECAP OF THE INAUGURAL WINE AND FOOD FESTIVAL IN NYC	30 MIN	Th	7:30PM	11/27/2008
HOLIDAY TREE LIGHTING AT RECKSON CENTER	LIGHTING OF LONG ISLAND'S FAVORITE XMAS TREE	30 MIN	Sa	6:30PM	12/13/2008
COUNTDOWN TO DTV*	GETTING READY FOR THE DIGITAL TRANSITION	30 MIN	Su	930AM	12/21/2008
MIDNIGHT MASS	CHRISTMAS EVE MASS FROM ST. PATRICK'S CATHEDRAL	90 MIN	We	12AM	12/24/2008

2009

TITLE	DESCRIPTION	LENGTH	DAY	TIME	DATE
MLK SPECIAL: THE DREAM CONTINUES	CELEBRATION OF THE LIFE AND TIMES OF MLK	60 MIN	Mo	5PM	1/19/2009
DOMINICAN REPUBLIC...ENDLESS	SHOWS WHY THIS ISLAND IS A POPULAR DESTINATION	30 MIN	Sa	7:30PM	1/31/2009
DINING PIX	A CULINARY EXPERIENCE OF AREA RESTUARANTS	30 MIN	Sa	6:30PM	4/4/2009
DINING PIX	A CULINARY EXPERIENCE OF AREA RESTUARANTS	30 MIN	Sa	6:30PM	4/25/2009
DINING PIX	A CULINARY EXPERIENCE OF CITIFIELD FOOD VENDORS	30 MIN	Sa	6:30AM	8/16/2009
NY INT'L AUTO SHOW	RECAP OF ANNUAL AUTO SHOW	30 MIN	Su	10AM	4/12/2009
DTV: ARE YOU READY?	GETTING READY FOR DIGITAL TRANSITION	30 MIN	Th	10:30PM	5/20/2009

WPIX(TV), New York, NY
 FCC Form 314
 Exhibit 16
 Attachment 3-A

SUBWAY SERIES PRE-GAME SPECIAL	YANKEES VS. METS SUBWAY SERIES PREVIEW	30 MIN	Sa	6:30PM	6/27/2009
FAREWELL TO MICHAEL	SPECIAL REPORT ON THE LIFE, MUSIC, AND DEATH OF MICHAEL JACKSON	30-MIN	Tu	10:30AM	7/7/2009
INVISIBLE: HOMELESS YOUTH IN NYC	EXPLORES THE PLIGHT OF THE CITY'S HOMELESS YOUTH	30 MIN	Sa	10:30PM	10/10/2009
GIANTS VS. BRONCOS PREGAME	PREVIEW TO FOOTBALL GAME PRODUCED WITH KWGN	60 MIN	Th	7PM	11/26/2009
COUNTDOWN TO KICKOFF	PREVIEW TO JETS BILLS FOOTBALL GAME	30 MIN	Th	7:30PM	12/3/2009
MIDNIGHT MASS	CHRISTMAS EVE MASS FROM ST. PATRICK'S CATHEDRAL	90 MIN	Th	12AM	12/24/2009
75 TH ANNIVERSARY OF NYC HOUSING AUTHORITY: KEEPING THE PROMISE	EXAMINES THE 75 YEAR HISTORY OF THE NATION'S LARGEST PROVIDER OF PUBLIC HOUSING	30 MIN	Su	6AM	12/29/2009

Letter of Appreciation from American Diabetes Association



Cure • Care • Commitments

Mission •
to prevent and cure diabetes
and to improve the lives of all
people affected by diabetes.

July 8, 2009

Carlos Austin
WPIX
220 E 42nd Street, 10th Fl
New York, NY 10017

Dear Carlos,

On behalf of the American Diabetes Association I want to thank you and PIX 11 for your generous media sponsorship of the New York City Tour de Cure on Sunday, June 14, 2009 and Long Island Tour de Cure on June 27, 2009. The participants were very excited to see the news camera present at the start finish line at both Tours. Both Craig Treadway and Rob Hauli did an amazing job with the opening ceremonies, and sent our Tour de Cure riders off with great grace and style. We are a volunteer run organization who sincerely believes in partnering with the communities we serve. Your partnership by running our PSAs and Craig's and Rob's participation made this a further success.

The New York City Tour de Cure and the Riverhead Tour de Cure brought out close to 1200 participants and volunteers to raise money and awareness for the need of a cure for diabetes. This has an incredible impact on the American Diabetes Association's mission to prevent and cure diabetes and to improve the lives of all people affected by diabetes. We are sincerely appreciative to all that made this happen.

We look forward to the New York City Tour de Cure 2010 and partnering with you again on this important community event. After all, it is through commitments such as yours and that of PIX 11 that we are able to continue to fight the battle against diabetes.

Most sincerely,

A handwritten signature in black ink, appearing to read 'Janet Iavaras', written over a circular stamp or seal.

Janet Iavaras
Associate Director

WPIX(TV) Locally Produced Public Service Announcements

2007

Manhattan Chamber of Commerce Generic
Mentoring Partnership of NY National Mentoring Month
Children's Specialized Hospital
Foodbank
Cystic Fibrosis Foundation Great Strides
Women's History Month
NYSBA Career Fair
Beyond Sports
Five Boro Bike Tour
City Parks Foundation Run for the Parks
City Parks Foundation It's My Park Day
City Parks Foundation Reading in the Parks
City Parks Foundation Arts in the Parks
Jackie Robinson Foundation
Special Olympics of NJ Lincoln Tunnel Run
Autism Speaks Walk
American Cancer Society NY Chapter Relay for Life
NYC Administration for Children's Services Day of the Child
Manhattan Chamber of Commerce Second Avenue Street Fair
Asian Heritage Month
American Heart Association NY Chapter Wall Street Run
Volunteers of America NY Chapter Operation Backpack
Martin Luther King Monument
Sean Kimerling Testicular Cancer Foundation Golf Outing
Alliance Lupus Research Foundation NY/NJ/LI Chapters Walk With Us
Hispanic Heritage Vignettes
American Diabetes Association of NY Chapter Tour de Cure
Harlem Book Fair
NYC Blood Center Blood Drive
Partnership for the Homeless Holiday Toy Drive
Museum for the City of New York Generic
NY Urban League Football Classic
NY Urban League Golf Classic
Craigslist Foundation Operation Bootcamp
Reckson Tree Lighting

2008

Mentoring Partnership of NY National Mentoring Month
DTV Transition
Concert for the Troops
Foodbank

United Federation of Teachers Dial A Teacher
Senator Bob Menendez on Gang Violence in NJ
The League
Green Apple Tips
Justin Tuck Literacy Foundation
Events of the Heart
Women's History Month
NYSBA Career Fair
Five Boro Bike Tour
Manhattan Chamber of Commerce Second Avenue Street Fair
Huntington Learning Center
McCormick Tribune Foundation Disaster Relief
City Parks Foundation Run for the Parks
City Parks Foundation It's My Park Day
City Parks Foundation Reading in the Parks
City Parks Foundation Arts in the Parks
Jackie Robinson Foundation
Special Olympics of NJ Lincoln Tunnel Run
American Cancer Society NY Chapter
Craigslist Foundation Operation Bootcamp
Asian Heritage Month
American Heart Association NY Chapter Wall Street Run
Coalition for the Homeless Project Back to School
Martin Luther King Monument
Sean Kimerling Testicular Cancer Foundation
Alliance Lupus Research Foundation NY/NJ/LI Chapters Walk With Us
American Diabetes Association of NY Chapter Tour de Cure
NYC Blood Center Blood Drive
NY Urban League Golf Classic
Project Sunshine
Cystic Fibrosis Foundation
Wine and Food Festival
Brooklyn Atlantic Antic Street Fair Festival
Hispanic Heritage Vignettes
American Cancer Society NY Chapter Breast Cancer Survivor vignettes
RexCorp Tree Lighting Event
2008 Presidential Election vignettes
Finding Fun Community Calendar

2009

Mentoring Partnership of NY National Mentoring Month
DTV Transition
Finding Fun Community Calendar
NY Blood Center Blood Drive

United Federation of Teachers Dial A Teacher
The League Earth Day
R Baby Foundation Mother's Day
Coalition for the Homeless Carnival Night
Green Apple Tips
Reach Out Foundation
Radio-A-Thon benefiting St. Jude Children's Hospital
Women's History Month
Ridgewood Savings Bank's "Cares About its Communities" campaign
Careerbuilder.com Career Fair
Five Boro Bike Tour
Manhattan Chamber of Commerce Second Avenue Street Fair
Huntington Learning Center
City Parks Foundation Run for the Parks
City Parks Foundation It's My Park Day
City Parks Foundation Reading in the Parks
City Parks Foundation Arts in the Parks
Special Olympics of NJ Lincoln Tunnel Run
American Cancer Society NY Chapter
Martin Luther King Monument
Sean Kimerling Testicular Cancer Foundation
Alliance Lupus Research Foundation NY/NJ/LI Chapters Walk With Us
American Diabetes Association of NY Chapter Tour de Cure
Wine and Food Festival
Brooklyn Children's Museum
Project Back to School (Coalition for the Homeless)
Hispanic Heritage Vignettes
New York Urban League Football Classic
American Diabetes Association's "Diabetes Expo"
American Diabetes Association's "Feria de Salud"
Dial A Teacher, (United Federation of Teachers)
Brooklyn Atlantic Antic Festival
Daily News and PIX11 Food Drive for the Holiday (City Harvest)
Holiday Vignettes
Polar Plunge (NY Special Olympics)



coalition
for the
homeless

October 22, 2009

Mr. Carlos Austin
PIX 11
220 East 42nd Street, 10th Floor
New York, NY 10017

Dear Mr. Austin:

On behalf of all of us here at the Coalition for the Homeless – especially the thousands of homeless children whose school year you helped make a little brighter – thank you for your generous participation in this year's Project: Back to School backpack and school supply drive.

Project: Back to School collected more than 2,000 backpacks and tens of thousands of notebooks, pencils, folders, and other school supplies. Thanks to your support, thousands of school children were able to start the year off on a positive note, and with the supplies they need to succeed in the classroom.

The stress that homelessness takes on children and their families can be seen in all facets of everyday life. The number of homeless families in New York City has recently reached a new record. Our back-to-school efforts, along with our after-school program and summer camp for homeless children, aim to offset the devastating effects that homelessness has on families, and help them regain their childhoods.

Thank you again for all that you do. Your contribution has made a tangible difference in the lives of homeless children and their families. Please don't hesitate to call me at (212) 776-2076, or Manager of Special Events Rachel Edelman at (212) 776-2056, with any questions about Project: Back to School or the Coalition's numerous programs.

Gratefully,

Robert Kelty
Deputy Executive Director

*Thank you so much
for your support!*

WPIX(TV) Community Outreach/Events

2007

JANUARY

Saturday, January 13

The WPIX(TV) News at Ten Weather Expert **Mr. G** emceed the 6th Annual National Mentor's Day event on January 13th at Chelsea Piers. This year's Mentors Day theme is "Pass it On. Mentor a Child," part of a month long campaign to raise awareness and recruit volunteer mentors to work with young people from underprivileged backgrounds to help them reach their full potential. <http://www.mentoring.org/newyork/>.

FEBRUARY

Monday, February 5

WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** hosted a charity fashion show to benefit The American Heart Association's Go Red For Women initiative at FOUR (515 Broadhollow Road in Melville, Long Island) at 6pm. www.goredforwomen.org.
<http://fourfoodstudio.com/fourFoodUC.html>.

Monday, February 26

WPIX(TV) News at Ten Anchor **Jim Watkins** hosted "My First Time," an all-star Broadway concert to benefit Quality Services for the Autistic Community (QSAC) on Monday, February 26, 7pm at New World Stages, 340 W 50th St, NY. "My First Time" featured performances by Broadway stars including Jonathan Groff (*Spring Awakening*), John Tartaglia (*Avenue Q*, *Beauty and the Beast*), Mary Testa (*On The Town*, *42nd Street*, *Regrets Only*) and more.

MARCH

Wednesday, March 12

The WPIX(TV) News at Ten Weather Expert **Mr. G** spoke to film, television and broadcast journalism majors at Hofstra University's School of Communication from 12:30 to 1:30pm on Monday, March 12.

Wednesday, March 21

WPIX(TV) News at Ten Sports Reporter **Lolita Lopez** participated as a panelist in the Center for Communications' "Sports Media" panel. Lolita spoke alongside Budd Mishkin (NY1), Jon Wertheim (Sports Illustrated) and Josh Freedenberg (NBC Sports). The event is free for college students throughout the greater New York area and took place 6:30 to 8:00 pm at NYU's Kimmel Center (Washington Square South). <http://www.cencom.org>.

Saturday, March 24

WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** was named “Woman of the Year” by the Italian American Police Society of NJ. Jill will be honored at the IAPSNJ’s annual gala benefit on March 24th 7pm at The Fiesta in Wood Ridge, NJ. www.iapsnj.org.

Monday, March 26

WPIX(TV) News at Ten Anchor **Jim Watkins** emceed the United Hospital Fund’s 14th annual Hospital Auxiliary and Volunteer Achievement Awards ceremony on Monday, March 26, from 2:00 to 4:00 p.m. in the Grand Ballroom of the Waldorf-Astoria Hotel. 91 volunteers from 50 different hospitals throughout the five boroughs were honored at the event.
<http://www.uhfnyc.org>

Wednesday, March 28

WPIX(TV) Morning News Anchor **Sukanya Krishnan** was honored with the Excellence in Media/Broadcast Award by The Professionals Network Organization (TPNO) at their 3rd Annual Salute to Professional People of Color and Organizations. The event took place on Wednesday, March 28, 2007 at The 40/40 Club 6 W. 25th Street in Manhattan.

APRIL

Saturday April 14

WPIX(TV) Reporter **Vanessa Tyler** kicked off the 9th annual 5K walk for ARC of Essex County. It was held in Brookdale Park in Bloomfield, NJ and will benefit ARC’s adults and children with developmental disabilities.

Sunday April 15

WPIX(TV) Reporter **Vanessa Tyler** hosted a children’s art show to benefit YCS, a nonprofit provider of behavioral health and social services support for children and their families. The art show was held at the Bergen Pac in Englewood, NJ.

Wednesday, April 18

WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** spoke at Samoset Middle School in Ronkonkoma (Sachem, Long Island School District) as part of the school’s “Career Night.”

Monday, April 23

WPIX(TV) Morning News anchor **Tiffany McElroy** participated in Our Time Theatre Company’s Fifth Annual Benefit Gala, Express Yourself, on Monday April 23, 2007, at 7pm. Our Time Theater Company is a non-profit organization dedicated to providing an artistic home for young people who stutter. At the event at NYU’s Skirball Center for the Performing Arts at Washington Square South, Tiffany recited a poem written by a child in the Company.
www.ourtimetheatre.org

Wednesday, April 25

WPIX(TV) Reporter **Patricia Lopez** participated in The American Heart Association's Start! Walking At Work Day on Wednesday, April 25th at Astoria Federal Savings' Long Island Headquarters in Lake Success. Start! is the American Heart Association's new, national movement to promote a culture of physical activity in the workplace to help Americans live longer, healthier lives through walking. americanheart.org/start.

Thursday, April 26

WPIX(TV) News at Ten Anchor **Kaity Tong** participated in a panel discussion at AWRT-NYC (American Women in Radio & Television) luncheon on April 26th at the Yale Club. Kaity spoke on a special panel: "Take Your Daughters to Work Day- a salute to Media Moms" hosted by Roz Abrams. <http://www.awrtnyc.org/events.html>.

Friday, April 27

WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** spoke at the Arthritis Foundation of Long Island's "Salute your Staff Luncheon and Auction" on Friday, April 27th at the Huntington Hilton at 11:30 am.

Monday, April 30

WPIX(TV) Morning News anchor **Sukanya Krishnan** moderated a panel of readers at a book reading of Kathleen Kennedy "Failing America's Faithful" on Monday, April 30th 3pm at Express Bar at the United Nations.

MAY

Thursday, May 10

WPIX(TV) News at Ten Anchor **Kaity Tong** received the First Annual Communication Service Award at the Sid Jacobson JCC's Fourth Annual Friendship Circle Luncheon at The Carlton, East Meadow, LI, on May 10 at 11 am. The luncheon benefits The Friendship Circle, a social adult day program, which provides services for those suffering from Alzheimer's disease, Parkinson's disease or other related conditions and the "Let's Do Lunch" program, the first-of-its-kind day program for individuals (younger than 60-years old) with Young Onset Alzheimer's Disease. www.sjjcc.org.

Saturday, May 12

The WPIX(TV) News at Ten Weather Expert **Mr. G** helped serve meals to 600 moms and children from the NYC shelter system at the New York City Rescue Mission's 5th annual Mother's Day Banquet on Saturday, May 12, from 11:30-7:30. The mission will be chauffeuring the families in charter buses, providing a live band and 5-star dining. nycrescue.org.

Saturday, May 12

WPIX(TV) Morning News Anchor **Tiffany McElroy** was the guest of honor at The Big Brothers Big Sisters of NYC East New York Mother's Day Event to honor mothers who have fought against the

odds raised families where the children are in school and have dreams. The event was held at the YMCA Building, 60 Williams Avenue (off Liberty and Atlantic) in East New York.

Tuesday, May 15

The WPIX(TV) News at Ten Weather Expert **Mr. G** spoke at a fundraiser for R Baby at the Mandarin Oriental, New York, 80 Columbus Circle at 60th Street, from 6-10 pm. The R Baby Foundation is dedicated to ensuring that newborn babies, primarily those in the first month of life suffering from viral infections and other infectious diseases, receive the highest quality of care and service through supporting education, research, treatment, training and life-saving equipment. The event also featured remarks by Kelly Ripa. <http://www.rbabyfoundation.org>.

Saturday, May 19

WPIX(TV) Morning News Anchor **Sukanya Krishnan** served as the Grand Marshal in the Great Strides walk for Cystic Fibrosis. The walk was held in Battery Park at 10:00am on Saturday, May 19th. Great Strides raises funds for Cystic Fibrosis, an inherited chronic disease that affects the lungs and digestive system of about 30,000 children and adults in the United States. http://www.cff.org/Great_Strides/.

Wednesday, May 30

WPIX(TV)'s **Mr. G** taught a class at PS 6 in Manhattan on Wednesday, May 30th. Mr. G was joined by his niece, Dr. Robi Ludwig, a psychotherapist and reporter. Mr. G and Dr. Ludwig spoke to 6 and 7 year olds about the weather and working in television at the school's career day.

JUNE

Monday, June 4

WPIX(TV) Morning News Anchor **Tiffany McElroy** spoke at Innocence in Danger's First Annual Benefit Gala on Monday, June 4th from 7-10pm at a Midtown Loft (267 5th Avenue at 29th Street in Manhattan). Innocence in Danger is a non-profit organization offering education, advocacy and programs for children affected by sexual abuse. IID now operates in 29 countries and was originally formed through the United Nation's UNESCO project. <http://web.mac.com/rorycutaia/iWeb/Innocence%20in%20Danger/Home.html>.

Tuesday, June 5

WPIX(TV)'s **Mr. G** was the keynote speaker at the Albert Shanker Scholarship Ceremony. The Award provides financial assistance to graduates of New York City public high schools who come from low-income families. The ceremony was held at the United Federation of Teachers headquarters in Manahan at 6:30 pm on June 5th.

Friday, June 15

WPIX(TV) News reporter **Marvin Scott** was honored with the Fourth Estate Award from the Executive Committee of the American Legion of Richmond County. Marvin was honored at the American Legion Post in Staten Island (100 Innis Street) for his work in Iraq the past Christmas season.

JULY

Wednesday, July 18

WPIX(TV)'s **Mr. G** spoke before the American Heart Association on Wednesday, July 18th at an awards ceremony recognizing this year's Wall Street Run & Heart Walk, which was the largest event ever with over 14,000 participants, \$1.3 million raised which will be used for research, programs and advocacy in the NYC community.

<http://www.americanheart.org/presenter.jhtml?identifier=1200199>.

SEPTEMBER

September 18

WPIX(TV) News At Ten anchor **Kaity Tong**, served as emcee for the China AIDS Fund Mid-Autumn Festival Dinner, Dance and Award Ceremony on September 18th at 6 pm at The Pierre in Manhattan. China AIDS Fund, Inc. (CAF) is a nonprofit organization dedicated to combating the spread of HIV/AIDS in China & the Chinese-American Community in the US by leveraging the support of the Chinese-American community. <http://www.chinaaidsfund.org>.

OCTOBER

Monday, October 8

WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** marched in the Columbus Day Parade as part of the Port Authority Police Department. Jill was named woman of the year for 2007 by the Italian American Police Society of New Jersey and she is also a lifetime honorary member of the Port Authority Police Department/Lincoln Tunnel command.

Sunday, October 28

WPIX(TV) News at Ten anchor **Jim Watkins** lectured at the New York Autism Center of Excellence's 10th annual conference "New Insights in the Diagnosis, Neurobiology, Genetics, and Treatment of Autism" to be held at Mt. Sinai School of Medicine in New York, NY.

Monday, October 29

WPIX(TV) News at Ten anchor **Jim Watkins** hosted Third Street Music School Settlement's 113th Anniversary Luncheon at The Pierre Hotel. The fundraiser supports the music education of some of NYC's neediest children.

NOVEMBER

Monday, November 5

WPIX(TV)'s **Mr. G** participated in The League's Town Hall Event on November 5 at Midtown West School (PS 212) in Manhattan. Mr. G was a roving reporter at the Youth Forum and was on a panel with U.S. Secretary of Education Margaret Spellings. The League is a school and web-based system for service learning that builds character and empowers young people to do good works in their community, the nation, and the world.

http://www.leagueworldwide.org/index.php?option=com_events&view=aboutus&layout=section1&Itemid=102.

Thursday, November 8

WPIX(TV) Morning News' **Dr. Steve** emceed the Mental Health Association of Nassau County Miracle Makers Ball at the Garden City Hotel in Long Island.

Sunday, November 11

WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** hosted "Long Island Legends" a benefit concert for the Cooley's Anemia Foundation/Suffolk Chapter at Katie's 145 West Main Street, Smithtown Long Island.

Monday, November 19

WPIX(TV)'s **Kaity Tong** and **Jim Watkins** served Thanksgiving meals at the Ninth Annual Great Thanksgiving Banquet at The New York City Rescue Mission (90 Lafayette Street, New York) to needy men, women and children in their communities to bring a message of hope and help to the homeless. <http://www.nycrescue.org>.

DECEMBER

Saturday, December 1

WPIX(TV) News at Ten Anchor **Jim Watkins** and WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** hosted the holiday tree lighting at RexCorp Plaza in Long Island (to air on WPIX(TV) on 12/15). <http://www.rexcorp Realty.com/treelighting/>.

Saturday, December 1

WPIX(TV) News at Ten Sports Anchor **Sal Marchiano** hosted "Reliving The Glory Days-New York City Baseball 1947-1957" a 30-minute WPIX original special in conjunction with the Museum of the City of New York. <http://www.mcny.org/exhibitions/current/565.html>.

Tuesday, December 11

WPIX(TV) News at Ten Sports Anchor **Sal Marchiano** participated in a panel on the Mets and Yankees titled "What About Next Year" at the Museum of the City of New York. Panelists included: **Len Berman**, **Ducis Rodgers**, and **Steve Phillips**. The event was presented in conjunction with museum's exhibit *The Glory Days: New York Baseball 1947-1957*. http://www.mcny.org/public_programs/all/761.html.

Saturday, December 15

On Saturday, December 15th The Partnership for the Homeless' Annual Toy Drive culminated in the distribution of collected toys to families who work with The Partnership's Family Resource Center in East New York. WPIX(TV)'s **Mr. G**, **Tiffany McElroy** and **Mary Murphy** were on hand to help present gifts to 300 children.

2008

JANUARY

Saturday, January 26

WPIX(TV) News at Ten Anchor **Lolita Lopez** will be the keynote speaker at the National Coalition for the Advancement of Drug-Free Athletics Symposium on Drug-Free Athletic & Human Performance on Saturday January 26 at the Sheraton in Eatontown, NJ. The NCADFA's mission is to support the advancement of drug-free athletes at the national level through the continued development of educational, community outreach, leadership and drug awareness programs. www.NCADFA.org.

Saturday, January 26

WPIX(TV) News at Ten's **Mr. G** participated in PSAs for National Mentoring Month at an Event at Chelsea Piers on January 26th.

FEBRUARY

Thursday, February 13

WPIX(TV) News at Ten Anchor **Jim Watkins** was honored at The Heart & Soul Charitable Fund's annual auction. Each year the Heart and Soul Fund, Inc., with the support of Christie's Auction House, raises funds for projects that directly benefit the disadvantaged in New York City. The Heart & Soul Charitable Fund, Inc., established in 1988 is a non-profit 501(c)(3) organization which supports community programs that feed and shelter the homeless, provide tutorial and after-school care for underprivileged children and offer special services for the elderly. <http://www.heartandsoulfund.org/auction/auction-honoree.aspx>.

Saturday, February 23

WPIX(TV) Morning News Anchor **Tiffany McElroy** hosted WPIX(TV) Community Affairs' original special "Justice, Equality & Hope: Legacy of Martin Luther King" which aired on 2/23 and will air again in April.

Wednesday, February 27

WPIX(TV) Morning News Senior Producer **Marcia Parris** participated in a "New York News" panel for the Publicity Club of New York. www.pcny.com.

Thursday, February 28

WPIX(TV) Morning News Anchor **Craig Treadway** will be a guest speaker at Ramapo College in NJ. Craig will discuss ways to help students succeed.

MARCH

Thursday, March 6

WPIX(TV) News at Ten's **Mr. G** participated in HELP USA's 22nd anniversary Tribute Awards Dinner at Cipriani 42, where HELP USA celebrated a 22-year history of accomplishments and service to America's homeless and low-income earning families. <http://www.helpusa.org/>.

Wednesday, March 19

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session with the residents of Starret City building in Brooklyn NY, organized by Rep. Edolphus Towns. Approximately 150 people attended this session.

APRIL

Thursday, April 3

WPIX(TV) Morning News Anchor **Sukanya Krishnan** emceed the NYPD Desi Society Spring Formal Dinner Celebration on Thursday April 3rd at the World's Fair Marina restaurant in Flushing Meadow Park, Queens. The NYPD Desi Society is a newly recognized fraternal organization representing police officers of South-Asian heritage. www.nypddesisociety.org.

Monday, April 14

WPIX(TV) Morning News anchor **Tiffany McElroy** participated in Our Time Theatre Company's Annual Benefit Gala, Express Yourself. Our Time Theater Company is a non-profit organization dedicated to providing an artistic home for young people who stutter. At the event at NYU's Skirball Center for the Performing Arts at Washington Square South, Tiffany recited a poem written by a child in the Company. www.ourtimetheatre.org.

Sunday, April 20

WPIX(TV) News at Ten's **Mr. G** participated in the adidas Run for the Parks "A Benefit for City Parks Foundation" run on Sunday, April 20 at the Central Park Bandshell.

Wednesday, April 23

WPIX(TV) News at Ten Anchor **Jim Watkins** emceed the St. George's Society "English Ball of the Roses" at the Rainbow Room on Wednesday April 23.

Friday, April 25

WPIX(TV) Morning News Anchors **Sukanya Krishnan and John Muller** were presenters at the Fair Media Council's FOLIO Awards at the Crest Hollow Country Club in Long Island.

MAY

Thursday, May 1

Mr. G was on hand to present Maria Fareri Children's Hospital at Westchester Medical Center with a \$100,000 Grant from The R Baby Foundation—a 501(c)(3) tax-exempt non-profit charitable organization dedicated to funding efforts to improve the outcomes of medical care for infants, particularly those who contract certain viral infections.

Thursday, May 8

WPIX(TV) Morning News anchor **Tiffany McElroy** participated in the Instructional Television of the Archdiocese of New York's Eddy (Education) Award ceremony on Thursday, May 8 at the ITV studios in Yonkers. The Eddy Award honors student broadcasters for their work on "News and Views," a program prepared and presented by students from elementary and secondary schools of the Archdiocese.

Saturday, May 10

Linda Church and **Arthur Chi'en** helped serve meals to 500 moms and children from the NYC shelter system at the New York City Rescue Mission's 6th annual Mother's Day Banquet in Manhattan. nycrescue.org

Tuesday, May 13

WPIX(TV) News at Ten anchor **Peter Thorne** emceed the New York Urban League's Annual Frederick Douglass Dinner at the Mandarin Oriental Hotel in New York City. This was Peter's fourth consecutive year serving as the emcee for the event.

Thursday, May 15

Mr. G and Linda Church hosted the third annual "WPIX(TV) Weather Education Day at Shea" a special field trip program and interactive pre-game meteorology lesson for 18,000 students. At the conclusion of the educational program, students watched the Mets take on the Washington Nationals at 1:10 pm (with Linda Church throwing out the first pitch).

Thursday, May 15

Tiffany McElroy emceed the Matt's Promise Event at Cipriani Wall Street. The event, in honor of Matt Wiederkehr, is a concert to raise funds to make a difference in the lives of young people affected by cancer and other terminal illnesses. www.mattspromise.org

Sunday, May 18

Mr. G kicked off the 7th Annual NYPD Memorial 5K Run in Manhattan (West Side Highway) The run/walk is in memory of all NYPD Officers who have been killed in the line of duty.

Thursday, May 29

WPIX(TV) Morning News Anchor **Emily Frances** emceed the UJA-Federation of New York's inaugural event, In Her Footsteps: Collective Power Making an Impact luncheon. The event

honors women who demonstrate outstanding dedication in the philanthropic world. In Her Footsteps took place Thursday, May 29th, at The Grand Hyatt New York.

JUNE

Monday, June 16

WPIX(TV) Morning News reporter **Jill Nicolini** will emcee the Ronald McDonald House's summer fundraiser on June 16th, 2008 at "ONE" on Little West 12th Street in Manhattan. Ronald McDonald House NYC provides a home for families with children suffering from pediatric cancer while they get care at the 27 NYC area hospitals specializing in cancer treatment.

Sunday, June 22

Mr G. will serve as the official event started for the Hope & Possibility 5 Mile in central Park on June 22nd. The race raises funds for research into the diagnosis, treatment options, and a cure for reflex sympathetic dystrophy syndrome (RSD), a chronic neurological syndrome characterized by severe and persistent pain that can lead to disability.

Tuesday, June 24

WPIX(TV) News at Ten Sports Anchor **Lolita Lopez** will emcee the American Heart Association's Queens Go Red for Women Luncheon at the Water's Edge in Long Island City.

JULY

Tuesday, July 1

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session with participants from the YMHA of Washington Heights in Manhattan NY. Approximately 25 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

Tuesday, July 29

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Richmond Hill Library in Queens, NY. Approximately 40 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

AUGUST

Wednesday, August 14

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Senior Adult Services of the JCC in Scotch Plains NJ.

Approximately 30 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

Tuesday August 22

WPIX(TV)'s **Mr. G** to be spokesperson for the inaugural Project Back To School supply drive benefiting the Coalition for the Homeless. Coalition for the Homeless is the nation's oldest advocacy and direct service organization helping homeless men, women, and children. We are dedicated to the principle that decent shelter, sufficient food, affordable housing, and the chance to work for a living wage are fundamental rights in a civilized society.

www.coalitionforthehomeless.org

SEPTEMBER

Sunday, September 21

WPIX(TV) News At Ten anchor **Jim Watkins** served as emcee for Project Sunshine 5k run walk in Manhattan. Project Sunshine is a nonprofit organization that provides free educational, recreational, and social programs to children facing medical challenges and their families.

www.projectsunshine.org

OCTOBER

Monday, October 12

WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** marched in the Columbus Day Parade as part of the Port Authority Police Department.

Thursday, October 9

Sukanya Krishnan hosted a channel 11 special and took part in the inaugural NYC Wine and Food Festival benefiting the Foodbank for NY and Share our Strength. The Food Network New York City Wine & Food Festival is the only festival in New York to bring together both legendary culinary icons from around the globe and America's most beloved television chefs. Mirroring the charitable component of South Beach, the New York City festival will benefit the hunger relief programs Food Bank for New York City and Share Our Strength. 100 percent of the net proceeds from the festival will go directly to these community based initiatives.

NOVEMBER

Sunday, November 10

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Puerto Rican Family Institute in NYC. Approximately 100 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

Monday, November 11

WPIX(TV)'s **Kaity Tong** and **Jim Watkins** served Thanksgiving meals at the Ninth Annual Great Thanksgiving Banquet at The New York City Rescue Mission (90 Lafayette Street, New York) to needy men, women and children in their communities to bring a message of hope and help to the homeless. nycrescue.org

Monday, November 11

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Rain Gun Hill Senior Center in the Bronx NY. Approximately 20 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

Sunday, November 17

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Jewish Community Council in Oceanside, NY. Approximately 10 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

Monday, November 18

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Theodora Adult Center in Jamaica Queens NY. Approximately 125 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

Wednesday, November 20

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Rego Park Senior Center in Queens NY. Approximately 25 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

DECEMBER

Saturday, December 6

WPIX(TV) News at Ten Anchor **Jim Watkins** and WPIX(TV) Morning News Traffic Reporter **Jill Nicolini** hosted the holiday tree lighting at RexCorp Plaza in Long Island (to air on WPIX(TV) on 12/13) <http://www.rexcorprealty.com/treelighting/>

Tuesday, December 9

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Peter Cardella Senior Center in Flushing Queens NY.

Approximately 150 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

Friday, December 12

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Union Square Town Hall in NYC. Approximately 15 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

2009

JANUARY

Saturday, January 26

WPIX(TV) News at Ten's **Mr. G** participated at the annual National Mentoring Month at an Event at Chelsea Piers on January 24th.

FEBRUARY

Friday, February 6

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** participated on a DTV transition session at the Jewish Community Center in Ridgewood NY. Approximately 11 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

MARCH

Wednesday, March 11

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** conducted a DTV transition session at WPIX for the NY Urban League. Approximately 15 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

APRIL

Saturday, April 4

WPIX(TV) News at Ten's **Mr. G** participated in the Run for the Parks "A Benefit for City Parks Foundation" run on Sunday, April 4th the Central Park Bandshell.

Sunday, April 19

WPIX(TV) News at Ten's **Mr. G** participated in the NJ Special Olympics Lincoln Tunnel Run in Weehawken NJ.

MAY

Sunday, May 10

WPIX(TV) News at Ten's **Mr. G** served as the MC for the inaugural R Baby Foundation 5k run/walk in Central Park.

Saturday, May 16

WPIX(TV) Morning News' **Dr. Steve** served as an MC for the American Cancer Society's Relay for Life in Manhattan.

JUNE

Friday, June 5

WPIX(TV) News at Ten's **Mr. G** speaks at the inaugural League Ceremony honoring children who perform community service at the Lighthouse at Chelsea Piers.

Sunday, June 14

WPIX(TV) News at Ten's **Mr. G** served as the MC for the second annual Walk in the Parks benefiting the Six Flags Friends Cure Kids charity.

Sunday, June 14

WPIX(TV) Morning News' **Craig Treadway** served as the MC for the American Diabetes Association's Tour de Cure in Manhattan.

Monday, June 15

WPIX(TV)'s Director of Local Production and Community Affairs **Carlos Austin** conducted a DTV transition for the Manhattan Chamber of Commerce. Approximately 50 people attended this session. The goal was to educate people on the DTV transition and how to best prepare for it in the way of converter box coupons, antenna selection, converter box installation, etc.

Tuesday, June 23

WPIX(TV) News at Ten's **Mr. G** spoke at the Bronx Botanical Garden and the BP Scholarship fund ceremony.

Tuesday, June 23

WPIX(TV) News at Ten's **Jim Watkins** was honored by the United Hospital Fund.

Saturday, June 27

WPIX(TV) News at Ten's **Rob Hoell** served as the MC for the American Diabetes Association's Tour de Cure on Long Island.

JULY

Thursday, July 9

WPIX(TV) News at Ten's **Mr. G** spoke to children at the Brooklyn Children's Museum.

AUGUST

Tuesday, August 4

Mr. G delivered the keynote address at the Borough of Manhattan Community College's welcoming festivities for incoming freshman students.

Monday, August 10

WPIX staff was on hand to lend support to the Sean Kimerling Testicular Cancer Foundation 6th Annual Celebrity Golf Tournament & Dinner at the Muttontown Country Club.

Friday, August 28

The Daily Gotham, "Councilwoman Tish James and Project Back to School," Reprint of a press release on Project Back to School from the office of Councilwoman James, mentions PIX and **Carlos Austin**.

SEPTEMBER

Thursday, September 3

Mr. G delivered school supplies to the Coalition for the Homeless "Project Back to School Drive" at the United Federation for Teachers headquarters.

Saturday, September 12

Lisa Mateo of the PIX11 Morning News serves as the MC for the American Diabetes Association's Feria de Salud at St. Mary's Park in the Bronx.

Saturday, September 19

PIX11 teams up with the NY Urban League as a media partner the 37th Annual NY Urban League Football Classic at Giant Stadium.

Saturday, September 26

Dr. Steve Salvatore of the PIX11 Morning News serves as the keynote speaker for the American Diabetes Association's Diabetes Expo at the Jacob Javits Center.

OCTOBER

Sunday, October 4

PIX11 teamed up with the Atlantic Avenue Organization as the media partner for the Brooklyn Atlantic Antic. **Mr. G and Kaity Tong** of the PIX11 News kick off the festivities by delivering the keynote address.

Saturday, October 10

PIX11 teamed up with WBLS for the annual Circle of Sisters event at Javits Center. **Shon Gables** of the PIX11 News led a panel discussion on “Thinking Rich in a Poor Economy”.

Saturday, October 24

PIX11 teamed up with the Alliance for Lupus Research as the media partner for their annual “Walk with Us” in Battery Park.

NOVEMBER

Wednesday, November 11

Coalition for Asian American Children and Families. **Kaity Tong** was a presenter at the annual charity gala.

Thursday, November 12

PIX11 teamed up with the Daily News for the “Feed the Hungry Food Drive” benefiting City Harvest. **Mr. G** of the PIX11 News was on hand to help kick off the drive with the other corporate partners and dignitaries.

DECEMBER

Wednesday, December 2

Mr. G of the PIX11 News and Shonne Greene of the NY Jets signed autographs at a local Firehouse in an effort to get members of the public to contribute canned and non-perishable food items for the “Feed the Hungry Food Drive” benefiting City Harvest.

Wednesday, December 9

Sukanya Krishnan took part in the Kenneth Cole Productions third annual Charity Shopping Night in support of Make Books Sing, a New York City based theatre and arts education company, by reading aloud excerpts from the book “Chachaji’s Cup.” The event was held at Kenneth Cole’s offices in the city.

WPIX AWARDS (2007-2009)

THE ACADEMY OF TELEVISION ARTS AND SCIENCES (EMMY AWARDS)

- 2009 HARD NEWS SINGLE STORY Chris Glorioso, Reporter; Kenton Young, Photographer. Predator Loophole, November 9th 2007
- 2009 NEWS SPECIAL The Legacy of Martin Luther King: Forty Years after Memphis. April 4, 2008. Tiffany McElroy, Host; Jeremy Copas, Producer; Carlos Austin, Executive Producer.
- 2009 JOURNALISTIC ENTERPRISE Peter Thorne. October 2, 2007. WPIX-TV Fact Finders.
- 2009 POLITICS/GOVERNMENT: News Long Branch Re-Visited. August 20, 2008. Mary Murphy, Reporter/Writer/Producer; Noreen Lark, Producer; Kenton Young, Photographer.
- 2009 SPORTS COVERAGE: Single Story One of a Kind Drive. May 18, 2008. Lolita Lopez, Reporter; Caroline Kovach, Producer; Richard Marino, AVID Editor; William Muller, Photographer/Producer.
- 2009 PROMOTION: Program Promo Family Guy: Classic. June 10, 2008. Ari Pitchenik, Writer/Producer/Editor; Yip Wong, Designer; John Zeigler, Creative Director.
- 2008 SPOT NEWS STORY Steam Explosion. July 18, 2007 Arthur Chi'en, Cathy Hobbs, Chris Glorioso, Reporters, Tom Cassidy, Eric Talesnick, Kenton Young, Dan Prado, Photographers, Doug Kahn, Assignment Editor, Jeremy Copas, Field Producer, John Houseman, Assistant News Director, Tim Armstrong, Executive Producer, Robert Cucchiaro, Producer, Bob Pronovost, Director
- 2008 DIRECTOR: NEWS, LIVE OR LIVE TO TAPE David Kimmel. May 16, 2007 Composite
- 2008 TECHNICAL ACHIEVEMENT David Kimmel. December 3, 2006 WPIX(TV) Morning News Composite, David Kimmel, Technical Producer/Director, Anthony Mazza, Lead Photographer
- 2007- Evening Newscast: Over 35 Minutes: WB11 News At Ten: Flooded Out. October 12, 2005. (WPIX-TV). Karen Scott, News Director; John Houseman, Asst. News Director; Tim Armstrong, Exec. Producer; Robert Cucchiaro, Producer; Wil Ocasio, Managing Editor; Doug Kahn, Assignment Editor; Bob Pronovost, Director; Jim Watkins & Kaity Tong, Anchors; Joe Cioffi, Weather Anchor; Sal Marchiano, Sports Anchor
- 2007- On-Camera Talent: Program Host/Moderator: Sukanya Krishnan Composite. December 8, 2005 & January 18, March 6, 2006. (WPIX-TV). Sukanya Krishnan, Host
- 2007- Breaking News Story: Flooded Out. October 12, 2006. (WPIX-TV). Arthur Chi'en, Reporter; Kenton Young & Tom Cassidy, Photographers; Doug Kahn, Assignment Editor
- 2007- Spot News Story: East Side Explosion. July 10, 2006. (WPIX-TV). Chris Glorioso, Reporter; Allison Kaden, Arthur Chi'en & Cathy Hobbs, Reporters; Wil Ocasio, Managing Editor; Chris St. Peter & Laura Mineo, Assignment Editors; Angel Navarro, Field Producer; Ace Zaken, Photographer
- 2007- Education: Program/Special: Toni On! Costa Rica. October 23, 29, 2005. (WPIX-TV). Toni Senecal, Tracy M. Shea, Executive Producers
- 2007- Teen: One Tragic Hit. February 10, 2006. (WPIX-TV). Vanessa Tyler, Reporter
- 2006- Outstanding Live Sports Coverage: "New York Mets" Leon Schweir, Joe Whelan, Mike Santini, Kevin Meininger, Bill Webb, John Gallagher, Bob Lalwani, Jim Gallagher, Fran O'Connell, Charlie Cucchiara, Steve Oelbaum, Dave O' Brien, Tom Seaver and Lolita Lopez
- 2006- Outstanding Editor (Short Form): "Smoke Editor" Bill Mastorakis
- 2006- Outstanding Director (News): "WB11 Morning News" David Kalmowitz

- 2006- Outstanding On-Camera Achievement (News) Anchor / Host: “WB11 Morning News” Sukanya Krishnan
- 2006- Outstanding Live Sports Coverage (Series) Professional: “New York Mets” Leon Schweir
- 2006- Outstanding Political Programming: “Eminent Domain: Long Branch” Mary Murphy, Noreen Lark, Michael Barbagallo and David Scanlon
- 2006- Outstanding Business / Consumer Programming (Single Program or Special / Series): “The Best of Help Me Howard” Howard Thompson, Seth Andrews, Jeremy Fink, John Frasse and David Scanlon
- 2006- Outstanding Entertainment Programming (Single Program or Special) “11 News Close-up: Jerry Lewis” Marvin Scott and Ellyn Marks
- 2006- Outstanding Coverage of a Continuing Story: “Black Sunday Firefighters” Mary Murphy, Noreen Lark, David Scanlon and Michael Barbagallo
- 2006- Outstanding Coverage of an Anticipated News Story: “Home for Father’s Day” Thalia Patillo

NEW YORK STATE ASSOCIATED PRESS BROADCASTERS ASSOCIATION

- 2009 Best regularly scheduled local news program (First Place) WPIX, New York, WPIX(TV) News at Ten-12/10/08, Team coverage
- 2009 Best spot news coverage (First Place) WPIX, New York, East Side Crane Collapse, Chris Glorioso, Allison Haunss, Katy Tur
- 2009 Best continuing news coverage (First Place) WPIX, New York, Pit Bull Eviction, Howard Thompson
- 2009 Best regularly scheduled local news program (Special Mention) WPIX, New York, WPIX(TV) Morning News-11/13/08, Team coverage
- 2009 Best news special/documentary (Special Mention) WPIX, New York, The Papal Visit, Team coverage
- 2009 Best interview (Special Mention) WPIX, New York, 11 News Close up: Ted Sorenson, Marvin Scott
- 2009 Best interview (Special Mention) WPIX, New York, Orthodox Jewish sex abuse, Mary Murphy
- 2009 General excellence of individual reporting (Special Mention) WPIX, New York, Mary Murphy composite, Mary Murphy
- 2008-Grand Prize, WPIX-TV
- 2008-Best regularly scheduled news program First Place: WPIX-TV, New York, 5/23/07, CW 11 News at Ten: Braunstein Verdict - Staff
- 2008-Best news series First Place: WPIX-TV, New York, Who's Next Door? - Cathy Hobbs
Special Mention: WPIX-TV, New York, Healing Our Heroes - Chris Glorioso
- 2008-Best interview First Place: WPIX-TV, New York, Deutsche Bank Fire Family - Mary Murphy
- 2008-Best spot news coverage Special Mention: WPIX-TV, New York, Steam Pipe Explosion - Arthur Ch'ien, Cathy Hobbs, Chris Glorioso
- 2008-Best continuing news coverage First Place: WPIX-TV, New York, Predator Loophole – Chris Glorioso
- 2008-Best enterprise reporting First Place: WPIX-TV, New York, Ambulances of the Sky - Peter Thorne
- 2008-Best feature Special Mention: WPIX-TV, New York, Truly Julie in Korea - Julie Chang

- 2007- First Place: Best regularly scheduled local news program"- WPIX(TV) morning news 8-9am hour news team
- 2007-First place- "Best continuing news coverage"- "The Death of Nixmary Brown" Arthur Chi'en, Ellyn Marks, Chris Glorioso
- 2007-First place-"Best sports coverage" "steroids"- Lolita Lopez, Caroline Kovach
- 2007-First place-"best interview"- "Rudy Giuliani"- Marvin Scott
- 2007-Special mention-"best news series"- "a New York Christmas in Iraq"- Marvin Scott, David Kimmel
- 2007-Special mention-"best series" -"best feature" - "25 years of the blue note"-Ellyn Marks

EDWARD R. MURROW AWARD- RTNDA

- **2008 BEST NEWSCAST** Steam Explosion. July 18, 2007 Arthur Chi'en, Cathy Hobbs, Chris Glorioso, Reporters, Tom Cassidy, Eric Talesnick, Kenton Young, Dan Prado, Photographers, Doug Kahn, Assignment Editor , Jeremy Copas, Field Producer, Karen Scott, News Director, John Houseman, Assistant News Director, Tim Armstrong, Executive Producer, Robert Cucchiaro, Producer, Bob Pronovost, Director

NEW YORK STATE BROADCASTERS ASSOCIATION

- 2008 Outstanding Hard News, Charity Car Donations
- 2008 Outstanding Spot News Steam Pipe Explosion
- 2008 Outstanding Public Service Announcement/Campaign Jackie Robinson – 60th Year of Diversity in Baseball
- 2008 Outstanding Single Public Affairs Program Infant Mortality
- **OUTSTANDING DOCUMENTARY PROGRAM** A NEW YORK CHRISTMAS IN IRAQ- 12/30/06
- 2006- Outstanding Locally Produced Television Show: "The Team...The Time...The Mets"

NEW YORK PRESS CLUB AWARDS

- 2008- Best Regularly Scheduled Local Newscast: WPIX(TV) News at Ten, July 18, 2007 "Steam Explosion" Karen Scott, News Director, John Houseman, Assistant News Director, Tim Armstrong, Executive Producer, Robert Cucchiaro, Producer
- 2008-Anticipated News: 9/11 Ceremonies & Firehouse Hit Hard Mary Murphy, Reporter
- 2008-Political Coverage: 11 News Closeup: The Internet and Politics Marvin Scott, Host Ellyn Marks, Producer
- 2008-Spot News: Steam Explosion, July 18, 2007 Arthur Chi'en, Chris Glorioso, Cathy Hobbs, Reporters
- 2008-Rev. Mychal Judge Heart of New York Award: Fact Finders: Epilepsy and Driving Mary Murphy, Reporter
- 2007- Best Anticipated News Story "CW 11 News At Ten" Marvin Scott, Chris Glorioso, Rob Hoell "TWA 800:Ten Years Later"
- 2007-Best Spot News: "CW 11 News At Ten" Arthur Chi'en "Brooklyn Disturbance"
- 2007-Reverend Mychal Judge Heart of New York Award: "CW 11 News At Ten" Mary Murphy " Louis Pepe's New Eye"
- 2007-Best News Special: CW 11 News "Spirit of New York"

FOLIO AWARDS

- 2009 Dr. Sean A. Fanelli Award in Educational Reporting “Henry Viscardi School” 5/06/08
Reporter: Rob Hoell, Producer: Mike Graham, Editor: Keith Lopez
- 2009 Spot News Story “Drunk Cops Ridealong” 6/03/08 & 6/17/08 Reporter: Peter Thorne,
Producer: Noreen Lark, Editor: Rich Marino
- 2009 Enterprise Reporting “Door To Door Scam” 10/01/08 Reporter: Mary Murphy, Editor:
David Scanlon
- 2006 **BREAKING NEWS STORY IN A REGULARLY SCHEDULED NEWSCAST:** "Wade River
Standoff" WPIX(TV), Reporter: Rob Hoell
- 2006 **SPOT NEWS STORY:** "Deer Park Brush Fire" WPIX(TV), Reporter: Rob Hoell
- 2006 **SCIENCE, HEALTH OR ENVIRONMENT NEWS:** "Is Long Island Ready for Bird Flu"
WPIX(TV), Reporter: Mary Murphy

ELLIS ISLAND MEDAL OF HONOR

- 2007- Dave Kimmel

FORDHAM UNIVERSITY

- 2006- Best of the Bronx: Marvin Scott

MANHATTAN CHAMBER OF COMMERCE

- 2006- Spirit of New York Award: Mr. G

Report on the New York, NY

Media Market

Media Diversity, Revenue Share, and Concentration Analysis

In Support of the Request for Cross-Ownership Waiver

for Television Station WPIX(TV)

Mark R. Fratrik, Ph. D.

Vice President

BIA Advisory Services

February 26, 2010



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Introduction

On behalf of television station WPIX(TV), New York, we are providing an analysis of the traditional media (local newspapers, radio and television stations) in the New York Designated Market Area (“DMA”) with respect to diversity, advertising revenue shares, and the level of concentration in the New York media marketplace.¹ Specifically, we have examined the common ownership of WPIX(TV) and *Newsday*, a daily newspaper published in New York (“*Newsday*”).² Tribune is the parent company of the licensee of WPIX(TV). Pursuant to a transaction with Cablevision Systems Corporation consummated in July 2008 (the “*Newsday* Transaction”), Tribune also today holds only an approximate 3% indirect equity interest in *Newsday*. In this study, we also assess the present level of concentration in the New York DMA, and compare that level of concentration to the average of the top-10 DMAs,³ and the average concentration of all traditional media markets in the nation based on estimates made by BIA. With respect to each of these analyses, we look at the past nine-year history in the New York DMA to assess the impact of concentration trends due to the combination of WPIX(TV) and *Newsday* from 2000 until mid-2008, and the common ownership interests held in WPIX(TV) and *Newsday* since mid-2008. Finally, we have worked with Tribune and its counsel to confirm the “voice” counts of various media outlets in the New York DMA.

¹ See “Report on New York, NY Media Advertising Markets,” Mark R. Fratrik, May 1, 2007, attachment to FCC File No. BTCCT-20070501AEY for a previous examination of the New York traditional media market. This report, like the earlier report, is submitted by Mark R. Fratrik, Ph. D., Vice President, BIA Advisory Services, LLC. BIA Advisory Services, LLC (BIA) is a financial and strategic consulting firm specializing in the media and communications industries. A copy of Dr. Fratrik’s vitae is attached at the end of this report, establishing his qualifications to collect and evaluate media advertising data, as well as the presence of media outlets in the New York DMA.

² Tribune acquired *Newsday* in a 2000 merger with Times Mirror.

³ The top-10 television markets for 2008-2009 are: New York, NY; Los Angeles, CA; Chicago, IL; Philadelphia, PA; San Francisco-Oakland-San Jose, CA; Boston, MA; Dallas-Ft. Worth, TX; Washington, DC; Atlanta, GA; and Houston, TX.

In addition to the update of the traditional media, we have also expanded the advertising marketplace analysis to account for the wider choices now available. Since the last time we analyzed these media markets, other advertising options have become more significant. Indeed, in addition to the traditional media of local newspapers and radio and television stations, the advertising options now available to local advertisers include Yellow Pages, direct mail, out-of-home, local cable systems, online, Internet Yellow Pages, local magazines, mobile, and email marketing. Incorporating local estimates for these other media provides a more comprehensive picture of local advertising competition and diversity. Even after taking into account the impact of these new advertising-supported media, the analysis necessarily understates the true level of diversity because there are even more sources of diverse and local information and entertainment made available through non-advertising supported media such as subscription-based media and non-commercial broadcast outlets.

As part of these analyses, we have also included in the appendices a listing of traditional media outlets in the New York media market. These lists include all of the full and low power television and radio stations, and the daily and weekly newspapers serving this area.

The first revenue analysis, which does not take into account the presence of additional competitors for audience and advertising revenue beyond the traditional media, tends to overstate the revenue shares and level of concentration among the three traditional media. Even after excluding the other alternative advertising options now available, we demonstrated previously and will show again here that competition between and among traditional media outlets remains fierce in this market. Our second revenue analysis, which reviews the broader competitive landscape, including not only the three traditional media but also the additional competing media identified above, demonstrates an even more competitive and diverse media marketplace.

Moreover, after examining revenue shares of WPIX(TV) and *Newsday*, one can only conclude that there is strong and vigorous competition in the New York market. The combined revenue share for WPIX(TV) and Tribune's remaining interest in *Newsday*, even when considered in comparison to just the traditional media, has been decreasing in recent years. In 2008, the combined revenue share was 3.5% as compared to 11.6% in 2000.⁴ This decrease in share indicates that Tribune does not have market power. Likewise, the overall level of concentration in this market has also decreased over the past nine years, with other traditional media competing effectively against both WPIX(TV) and *Newsday*. Once available advertising options beyond the traditional media are included, the resulting combined share held by these two properties is even less significant. In fact, in the wider advertising market, the combined share for WPIX(TV) and *Newsday* in 2008 was only 1.7%.⁵ Further, the vast number of different media outlets serving this area as listed in the appendices provides an incredible and growing amount of diversity of information and entertainment. Competition and the provision of diverse programming can only be expected to increase in this market over time, without material impact from the common ownership interests held by Tribune.

Analysis of Traditional Media Shares

We first examined the revenue shares of the three traditional media outlets (newspaper and commercial broadcast television and radio) in all local advertising markets, and then calculated the revenue shares by owners in the relevant local markets. We also calculated averages of the three traditional media for the top-10 markets, and for the nation as a whole,

⁴ The 3.5% share attributes 3% of *Newsday*'s revenues to Tribune. If one attributes all of *Newsday*'s share to Tribune, then the share is 9.4%, or over 2% lower than it was in 2000.

⁵ Again, this 1.7% figure attributes 3% of *Newsday*'s revenues to Tribune. *See also infra* n. 33 and accompanying text.

using figures for each of the nation's 210 DMAs. We thus can compare the New York market to these top-10 market and national averages to determine if shares are out of the ordinary, or in some other way reflect increased or decreased competition in the market. Finally, we can analyze Tribune's share of the traditional media market in New York since 2000 to determine whether there have been any noticeable changes that reflect the presence of market power or enhanced control over advertising dollars.

Methodology

In this analysis we have used local television markets (*i.e.*, Nielsen DMAs) as the relevant geographic markets to analyze the entire United States. Virtually all counties in the contiguous 48 states are included in one and only one television market.⁶ The same is true of Hawaii and the more populous counties in Alaska. In contrast, some Arbitron-defined radio metro areas cut across more than one television market; radio stations in those markets were assigned to the television market in which their city of license is located. Daily and weekly newspapers were assigned to the television DMA in which they are located. For revenue estimates we rely on the estimates included in the BIA Advisory Service (BIA) Media Access Pro™ software product. BIA estimates revenues for all commercial television stations, daily and weekly newspapers located in local television markets, and all commercial radio stations located in Arbitron markets.⁷ Those estimates are derived from survey responses from those media outlets as well as modeling for non-responding outlets. Using our estimates for revenue at radio

⁶ The six exceptions are Riverside, Kern, Solano, and El Dorado Counties, all in California; Lea County in New Mexico; and Oneida County in New York.

⁷ The revenue estimates used here are also included in the various annual BIA publications: *Investing in Television*, *Investing in Radio*, and *Investing in Newspapers*. The database that includes these revenue estimates is constantly updated from a variety of sources of information. The revenue share and HHI analyses contained herein extend only through December 31, 2008, because 2008 is the most recent year for which comprehensive revenue data were available as of the date of this report. Additional information regarding the methodology employed is included in Appendix A hereto.

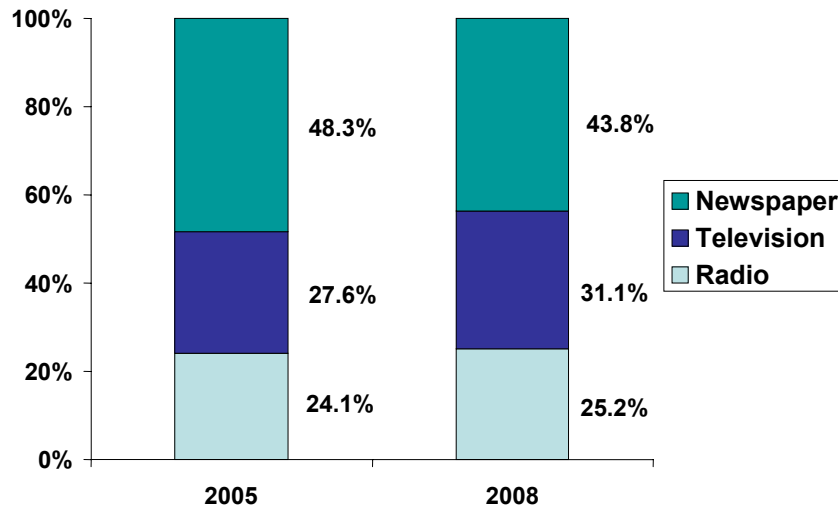
and television stations and newspapers, we can sum the total advertising revenue by media for the top-10 markets and for all 210 DMAs, and compare the New York market to these averages.

The use of the DMA as the relevant geographic market for these analyses is appropriate for several reasons. First, many advertising agencies base their spending plans on the local media within the entire DMA, choosing among the various media within those DMAs. Second, many FCC regulations utilize the DMA as the area in which to measure compliance. For example, the local television ownership rule is applied on a DMA basis, and the FCC utilized DMAs as the relevant geographic market in its earlier efforts to modify the newspaper/broadcast cross-ownership rule. In addition, must carry regulations apply to the entire DMA.

Relative Market Shares for Traditional Media

With these totals, we first evaluate the various market shares of the three traditional media, both at the national level and within the top-10 television DMAs. Figure 1 shows the estimated average revenue shares across all 210 markets for both 2005 (data for which were used in our previous analysis) and 2008:

Figure 1 - Estimated Revenue Shares of Traditional Media – National Average

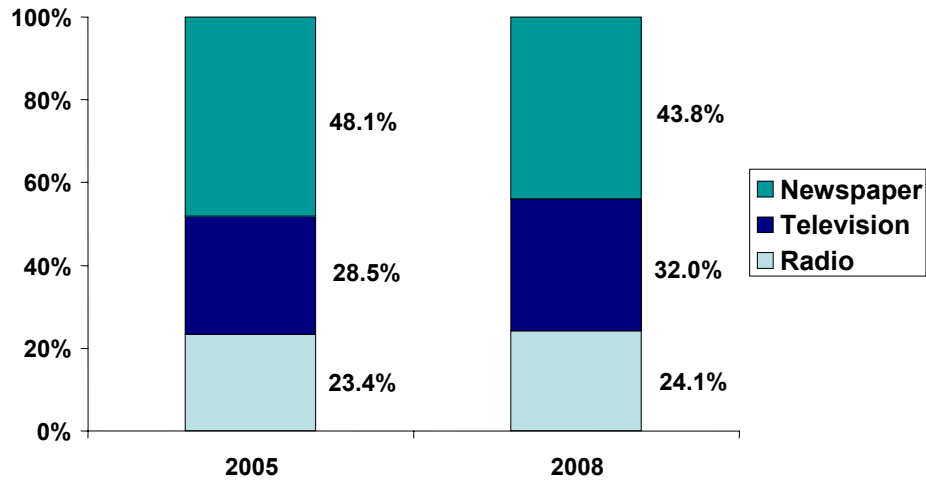


It is interesting to note that the relative shares have changed noticeably since 2005.⁸ At that time, local newspapers garnered nearly half of the total revenues with 48.3%, followed by local television stations with 27.6%, and local radio stations with 24.1%. By 2008, however, newspapers' share declined 4.5% to 43.8%, while television and radio shares showed increases. This shift in share is a clear indication of more vibrant competition within the narrow category of traditional media, as newspapers have experienced greater declines in revenue than have the television and radio sectors.

Figure 2 shows the estimated average revenue shares across the top-10 markets for both 2005 and 2008:

⁸ Data for 2005 in this section of the report were drawn from the report cited in footnote 1.

Figure 2 – Estimated Average Traditional Media Revenue Shares for Top-10 Markets

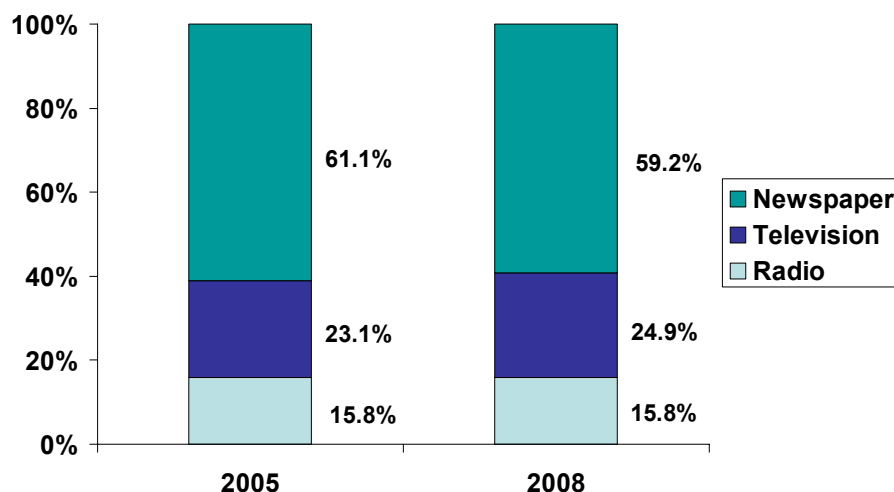


Much like the national averages of these traditional media, the averages for the top-10 markets have also shifted in just the past few years. The newspapers' share has decreased, while the television and radio stations' shares have increased, indicating increased competition in these markets.

In the New York media marketplace, by comparison, the newspaper share in 2008 was 59.2%, higher than the national and top-10 averages. Television stations claimed 24.9% and radio stations claimed 15.8% of advertising dollars. The revenue share for the newspaper industry in New York is higher than other markets of this size due to the presence of so many strong local daily newspapers. Two of the daily newspapers, *The New York Times* and *Wall St. Journal*, have national circulations. Additionally, New York contains four other strong local daily newspapers: the *Daily News*, the *New York Post*, *Newsday*, and the *Newark Star Ledger* which compete with the two leading daily newspapers.

Figure 3 shows the estimated distribution of traditional media revenue shares for the New York, NY market for both 2005 and 2008:

Figure 3 – Estimated Traditional Media Revenue Shares for the New York, NY Market



It is interesting to note the changes in the shares of the various media over time. Local newspapers' share in New York decreased from 61.1% in 2005 to 59.2% in 2008, while the share of local television stations increased from 23.1% to 24.9% over that same time period. This movement in shares can be explained in part by the extremely strong and diverse television market in New York, where there are 16 full service commercial television stations with 12 separate and distinct owners. Further, there are 157 commercial radio stations in the New York DMA, with 57 separate and distinct owners. In the smaller New York Arbitron Metro market as utilized in the FCC's geographic market rules adopted in 2003, there are 101 commercial radio stations with 44 separate and distinct owners.

Recent History of Tribune Media Interests in New York

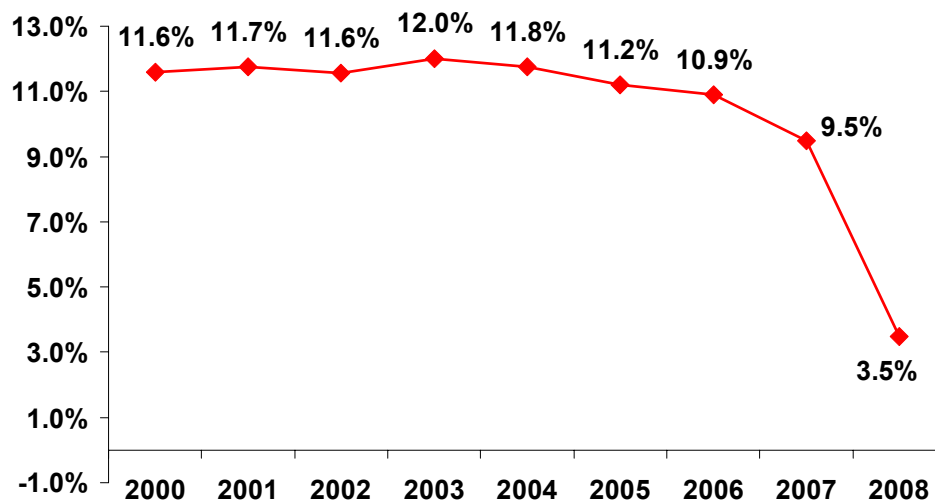
As we saw above, the distribution of revenues across the traditional media in the New York DMA shows a competitive market. Within that traditional media market, Tribune's share of revenue does not indicate dominance or market power, even given its existing ownership interests in WPIX(TV) and *Newsday*. Indeed, Tribune retains only an approximate 3% indirect equity interest in *Newsday*.⁹ Attributing 3% of the 2008 revenues of *Newsday* to Tribune, its share of traditional media revenues is now only 3.5%. In any event, the combined Tribune share has been steadily decreasing over the past several years, confirming the fact that the combination of Tribune's ownership interests in the two properties does not materially affect competition.¹⁰ During the past nine years, the New York media marketplace has become more competitive as a result of the competition among increasingly diverse traditional media, the continuing growth of non-broadcast program outlets (such as multi-channel video and audio program distributors), and the introduction of new media such as the Internet. Faced with this increased competition, Tribune has seen a steady decline in its market share since 2000. Figure 4 shows the estimated combined local market share of WPIX(TV) and *Newsday* for the last nine years.¹¹ Whereas once they garnered 11.6% of all of the revenues generated by the traditional media, these combined interests have lost over 8 percentage points from that share and fallen to 3.5%:

⁹ See *supra* page 1.

¹⁰ This trend is seen even in the period preceding 2008, during which 100% of the *Newsday* revenues are properly attributed to Tribune.

¹¹ As noted above, the Tribune 2008 share calculation includes 3% of the revenues generated by *Newsday*, even though the *Newsday* transaction was not completed until July of 2008, in order to reflect its remaining indirect ownership interest. Even if 100% of the 2008 *Newsday* revenues were attributed to Tribune, the combined revenue share would be only 9.4%, showing more than a 2% decline in share since 2000.

Figure 4 - Estimated Combined Historical Share of Revenue of WPIX(TV) and *Newsday* in New York



The decline in combined market share has occurred not only by virtue of the *Newsday* Transaction, but also because the New York advertising market continues to reflect, on average, extremely competitive results due to the presence of a large number of traditional media as well as numerous new media outlets that are becoming more competitive and gaining advertising revenue share. As the market concentration analysis below indicates, other traditional media have competed effectively against these properties, and that competition can only be expected to increase, both as a result of the number of strong and well-funded traditional media sources and competition from cable and broadband video systems, direct broadcast satellite systems, the Internet, and new media.¹²

¹² In the present marketplace, owners of media properties spend a considerable amount of time comparing their properties with properties in the same media and other media in different services. As discussed below, these inter-media comparisons are not only made among traditional media, but also between traditional media and the new media opportunities that are constantly being developed as a result of the Internet and in other venues. Therefore, any analysis of traditional media market shares alone overstates the importance of those media's positions in today's marketplace, as will be shown later in this analysis.

Concentration Analysis Based On Advertising Markets

With the above estimates for television and radio stations as well as for daily and weekly newspapers, we examine next whether the traditional media markets are concentrated using the commonly used Herfindahl-Hirschman Index (“HHI”) that is employed by the Department of Justice and the Federal Trade Commission in their analyses of proposed transactions.¹³ The HHI is used by these antitrust agencies, as well as many economists analyzing the competitiveness of different markets, because it accurately reflects the distribution of the revenue shares and the present level of competition. For example, if a particular market had ten firms each having 10% of the total revenues, the resulting HHI calculation would be only 1,000 (the DOJ and FTC level of an unconcentrated market), reflecting the presence of ten equal competitive firms. On the other hand, if a particular market had only two firms, each with 50% of the total revenues, the resulting HHI calculation would be 5,000 (significantly over the DOJ and FTC level of 1,800 for a highly concentrated market). The range between 1,000 and 1,800 is defined by these agencies as “moderately concentrated.” Even in the moderately and highly concentrated areas, these antitrust agencies permit further consolidation, weighing the potential benefits of each merger against any possible anticompetitive impacts.

The HHI calculation we have made here overstates the concentration of these local advertising markets because it only includes the revenues generated by the traditional media. Clearly, other media -- whether they are local cable systems, local Internet websites, magazines and other print media, outdoor advertising, or other media -- compete with the traditional media for advertising revenues. And even if those media could be taken into account in a concentration

analysis, that would still understate the level of diversity in the marketplace because many non-advertiser-supported media (such as subscription-based media and non-commercial broadcast outlets) offer alternative sources of information.

We begin by examining the HHIs for the average national market, and values across the top-10 markets, to compare to the New York market. We will also analyze the HHI for the New York market over the past nine years, the period during which Tribune has held common interests in WPIX(TV) and *Newsday*.

Calculation of HHIs

Using the radio and television station and newspaper revenue estimates, we have summed the total advertising revenue by media for each of the 210 geographic markets. With those totals, we calculated the market shares of all owners of the three media in each market. We then calculated the HHI for each market. For 2008, the average HHI across all 210 traditional media markets is 1,359, and the median is 1,232 -- both of which are classified as moderately concentrated.

There is a noticeable difference in average HHIs across different size markets. As one moves from larger to smaller markets with fewer media outlets, the HHIs generally increase. There are fewer traditional media outlets competing for advertising sales, and therefore, the media outlets in those markets tend to realize larger revenue shares resulting in higher HHIs. For the top-10 markets, the average HHI is 1,097, over 260 points below the national average.

¹³ The HHI is the total sum of the squared market revenue shares expressed as whole numbers for all market participants. In this case, that includes the revenue shares for all of the television and radio stations and newspapers in each of the 210 geographic markets. Larger numbers indicate greater concentration, and lower numbers tend to show less concentration and more competition in a market.

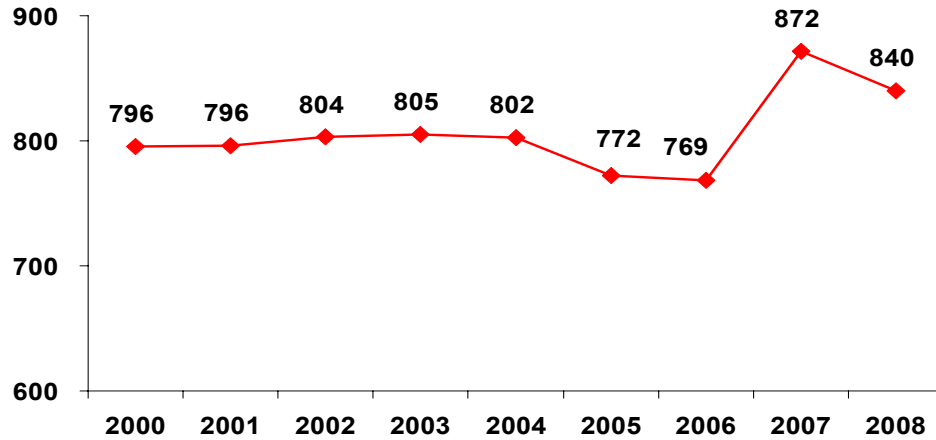
The HHI for New York is 840, over 250 points lower than the average of the top-10 markets of 1,097, and more than 500 points lower than the national average of 1,359.¹⁴ Clearly, many different media owners with significant shares exist in this market providing substantial competitive influence. For example, all of the big-four major broadcast television networks own their local affiliates in this market (ABC, CBS, NBC and FOX). Second, a number of major radio groups have multiple outlets in this market. The market therefore is characterized by the presence of a large number of strong competitors. Most importantly, because this waiver involves existing commonly held ownership interests, as opposed to the creation of a new combination, the transaction itself will have no direct impact on concentration levels. Moreover, the historical downward trend in revenues indicates that allowing continuation of Tribune's ownership interests in WPIX(TV) and *Newsday* would leave the HHI in New York well in the range of an unconcentrated market.

Recent History of Concentration

Concentration of traditional media revenues has been decreasing for several years in the New York media marketplace, as measured by the HHI. The significant number of outlets owned by many different media groups as shown in the continuing levels of the HHI in the unconcentrated range in the New York market clearly indicates that there is a strong level of competition in attracting viewers, listeners, and readers. Figure 5 shows the HHI for the New York DMA market over the last nine years based on revenue estimates:

¹⁴ Once again, this calculation allocates 3% of the revenues generated in 2008 by *Newsday* to the Tribune Company. See *supra* n. 11. Even if Tribune were attributed 100% of the 2008 *Newsday* revenues, the HHI would only be 843, still well below the average of the top-10 markets and the national average, and safely in the unconcentrated range.

Figure 5 - Historical HHI of Traditional Media for New York Market



The level of concentration in the New York market remained relatively stable for the first seven years of this period, showing an overall decrease between 2000 and 2006. In 2007, News Corporation acquired the *Wall St. Journal*, nearly doubling its share of the market and increasing the HHI over one hundred points, though even after that acquisition the New York market was still well within the unconcentrated range. The concentration measure returned to its decreasing trend in the most recent year dropping over thirty points, with the HHI remaining well within the unconcentrated range.

To summarize, the New York market is comparatively less concentrated than the national average and the average for markets of similar size. Currently in New York, the calculation of the HHI as it relates to only the traditional media of newspapers, radio, and television indicates a market that falls easily into the category of “unconcentrated.” Moreover, trends clearly indicate that New York will become even less concentrated. And as discussed below, adding alternative and new media to the analysis further dilutes this level of concentration.

The Wider Media Marketplace

Over the last decade, the media industry has undergone significant changes in advertising choices, content dissemination, and audience usage. Advertisers today have many options beyond the traditional media when choosing how to get their messages to local audiences. In addition, content originators (including many traditional media) now provide their information and entertainment through multiple means of access (*e.g.*, Internet sites, mobile applications). Finally, consumers obtain information and entertainment using many different devices.

Americans go online for a variety of reasons, including to be informed or entertained.¹⁵ Much of the content on the Internet is ad-supported and free to the user. The “advertising supported Internet” has become such a pervasive part of the advertising ecosystem that the Interactive Advertising Bureau commissioned a study to understand its size, scope and benefits.¹⁶ Among other findings, the study concludes that with \$23.4 billion spent on Internet advertising in 2008, that medium is already bigger than radio, outdoor advertising, or Yellow Pages and about the same as consumer magazines. ComScore, a leading provider of Internet usage data, has shown that, in the U.S. (including home, work, and university locations) in June 2009 alone, 193 million individuals visited an Internet site at least once.¹⁷ This included not only search sites (*e.g.*, Google and Yahoo) but also media sites (*e.g.*, Fox, Viacom, Turner, CBS, New York Times, Disney, NBC, ESPN, Gannett and Time Warner).

¹⁵ http://www.emarketer.com/Article.aspx?Ne=1050&N=1064&No=2&R=1007184&xsrc=article_head_sitesearchx.

¹⁶ Hamilton Consultants, “Economic Value of the Advertising-Supported Internet Ecosystem,” published by the Interactive Advertising Bureau, New York, NY, June 10, 2009. For a copy of the study, see http://www.iab.net/insights_research/530422/economicvalue.

¹⁷ http://www.comscore.com/Press_Events/Press_Releases/2009/7/comScore_Media_Metrix_Ranks_Top_50_U.S._Web_Properties_for_June_2009.

In addition to the wired Internet, there are the wireless Internet and other mobile media. New research from the Pew Internet & American Life Project shows that over half (56%) of Americans access the wireless Internet using a variety of devices including laptops, cell phones, MP3 players and game consoles.¹⁸ African Americans are the most active users of the mobile Internet, according to Pew, making this medium particularly important to this demographic group. In fact, Pew concludes that any “digital divide between African Americans and white Americans diminishes when mobile use is taken into account.”¹⁹

Mobile media choices are becoming richer and more prevalent. For example, the Open Mobile Video Coalition and others currently are demonstrating the benefits of the new digital broadcast mobile service in Washington, DC and other markets.²⁰ Since the cutover to all digital television, spectrum was freed up allowing MediaFLO USA to expedite roll-out of its mobile video service, FLO TV, which is now available in more than 110 major markets (including New York)²¹ and reaches a population of over 200 million consumers.²² There are other mobile media choices such as those offered by News Over Wireless, Inergize, Verve and other mobile media companies offering local news, sports, information and entertainment. Mobile media themselves are becoming a fast growing category for ad spending, which allows free content to be provided to users.

¹⁸ Horrigan, John, “Wireless Internet Use,” Pew Internet, July 2009, *see* <http://pewinternet.org/Reports/2009/12-Wireless-Internet-Use.aspx>.

¹⁹ Horrigan, p. 4.

²⁰ www.omvc.org.

²¹ See Todd Spangler, “TV Behind the Wheel, Will In-Car TV Shift Into the Fast Lane – Or Is It a Non-Starter?,” Multichannel News, Jan. 23, 2010, *available at* http://www.multichannel.com/article/445558-TV_Behind_the_Wheel.php?nid=2226&source=link&rid=5977151 (last visited Feb. 4, 2010); FLOTV, “Coverage Map,” <http://www.flotv.com/whats-on-flo-tv/map> (last visited Feb. 4, 2010) (type “New York, NY” into “Address” box and hit “SEARCH” button).

²² http://www.flotv.com/sm/assets/pdfs/FLO_TV_Fact_Sheet.pdf.

The trend in consumer technologies typically has been that consumers adopt new technologies first, then media companies start to follow them into these new media, followed in turn by advertisers. Increasingly, advertisers see the benefits of “integrated marketing mixes” in which media campaigns are conducted across traditional and new media platforms. Research from the Direct Marketing Association showed that 82% of companies surveyed coordinated use of multiple media in campaigns (*i.e.*, “integrated marketing”) including particularly email (75.8%), online video (61.1%) and search engines (62.9%).²³

Recognizing these changes in the marketplace and utilizing the expertise of its subsidiary The Kelsey Group,²⁴ BIA unveiled in February 2009 its first comprehensive local media forecast.²⁵ The BIA/Kelsey forecast defines local advertising as spending by small and medium-sized businesses, national advertisers and regional advertisers making local buys. That forecast draws from proprietary data; company, industry and county information in the public domain; and informational interviews with firms in these media about the competitive position and strength of these media, as well as where these media may be heading as they develop.²⁶ Building off the national forecast research, BIA/Kelsey also offers “Media Ad Views,” market-specific custom reports that provide a comprehensive picture of the state of local media advertising for the different advertising options that are now available. In this section, we will compare the national distribution of advertising revenue to the situation in the New York, NY media marketplace, and evaluate Tribune’s share in this wider media marketplace as the result of its common ownership of WPIX(TV) and an approximate 3% indirect equity interest in

²³ Direct Marketing Association, “Integrated Marketing Media Mix: More Digital with Mainstay Traditional,” see <http://www.marketingcharts.com/television/integrated-marketing-media-mix-study-more-digital-with-mainstay-traditional-5287/>.

²⁴ The Kelsey Group is a research firm that has over twenty years of experience in the Yellow Pages industry, and over ten years in the Internet and online search areas.

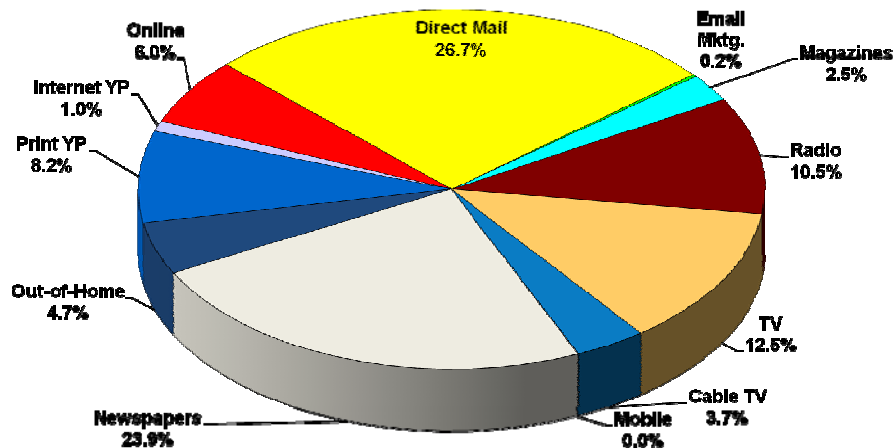
²⁵ <http://www.bia.com/pr090226-forecast.asp>.

Newsday. As is the case in the analysis above, we have attributed 3% of the revenues of *Newsday* to Tribune in order to reflect its remaining indirect equity interest.²⁷

The National View

Across the entire nation, there is a wide variety of local choices available to advertisers to get their messages out to consumers. Figure 6 shows the distribution of estimated local advertising revenues for the nation as a whole for 2008.

Figure 6 – Distribution of Estimated Local Advertising Spending by Media Nationally - 2008



As an advertising vehicle, Direct Mail garnered the largest share, with local newspapers second. In our 2009 projections for these local media, BIA/Kelsey Group anticipated that the shares going to traditional media (including Direct Mail and newspapers) would decrease significantly

²⁶ Additional information regarding the methodology employed is included in Appendix A hereto.

²⁷ See *supra* nn. 11, 14.

over the next few years.²⁸ In contrast, many of the interactive/digital media – mobile, online, Internet Yellow Pages, and email marketing – were expected to see substantial growth in the next few years. In fact, revenues from this interactive/digital advertising segment were projected to grow at an 18% compounded annual growth rate (“CAGR”) between 2008 and 2013.²⁹

BIA/Kelsey’s recently released data for 2009 confirm that the trend away from traditional media advertising has continued and is not likely to abate in the future.³⁰ While the overall U.S. local advertising market is projected to grow at a modest CAGR of only 2.2% from 2009 to 2014, spending on traditional media advertising is projected to decline from \$115 billion in 2009 to \$108.2 billion in 2014 (CAGR of -1.2%).³¹ That continued decline contrasts strongly with the projected growth in spending on media in the interactive/digital segment (CAGR of 19.3%) in the same period and shows that traditional media are expected to continue to lose ground to new competitors over the long-term.³²

The New York, NY View

As shown earlier, the relative strength and number of local radio and television stations and newspapers in the New York, NY media market have led to a high level of competition among traditional media. Nevertheless, in the New York market, the traditional media garner a relatively smaller percentage of total local media advertising. Figure 7 below shows the distribution of estimated local advertising spending within the New York, NY media marketplace.

²⁸ “[T]he traditional segment (encompassing newspapers, direct mail, television, radio, print Yellow Pages, out of home (non-digital), cable television and magazines) will decrease from \$141.3 billion in 2008 to \$112.4 billion in 2013 (CAGR of -4.5%).” <http://www.bia.com/pr090226-forecast.asp>.

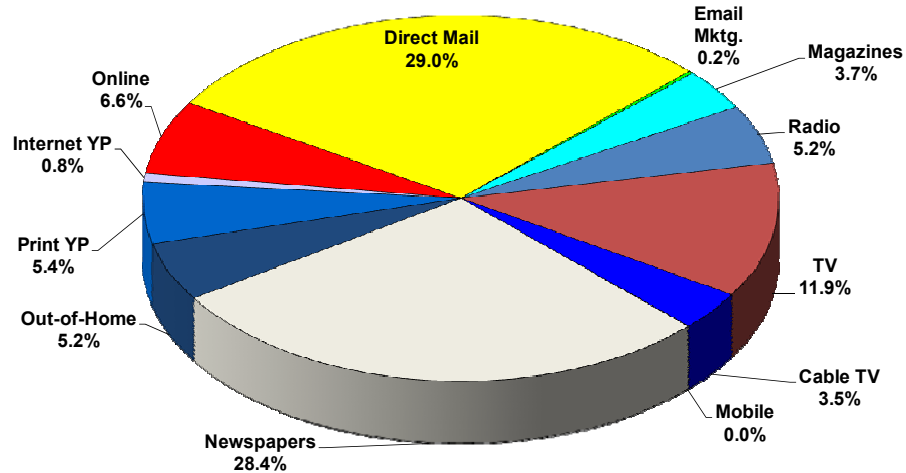
²⁹ *Id.*

³⁰ <http://www.bia.com/pr220210.asp>.

³¹ *Id.*

³² *See id.*

Figure 7 – Distribution of Estimated Local Advertising Spending by Media in New York, NY - 2008



On average, newspapers nationally garnered nearly a quarter (23.9%) of all local media advertising revenues. In the New York market, newspapers accounted for more with 28.4% of those revenues. This is due in large part to the presence of two national newspapers in this market – *Wall St. Journal* and *The New York Times*. Television and radio stations, in contrast, have a smaller share of those revenues, and that share is distributed among the substantial number of television and radio outlets in the marketplace. Together, the New York traditional media – newspapers, television, and radio stations – account for 45.5% of the total advertising revenues across these twelve media, less than the 46.9% of the average market nationwide. In contrast, alternative media account for 54.5%, as compared to 53.1% nationwide, while new media in particular (online, Internet Yellow Pages, mobile, and email marketing) account for 7.6% in the New York market as compared to 7.2% for the average market nationwide.

Tribune's Share of the New York, NY Media Marketplace

As shown earlier, the combined revenue share garnered by Tribune's common ownership of WPIX(TV) and its interest in *Newsday* (today, an approximate 3% indirect equity interest) has been declining in recent years, falling to 3.5% of traditional media revenues when the *Newsday* Transaction is taken into account. When the larger advertising market is examined, including all of the various media that actually compete with these properties, that share is even less.

Attributing Tribune with 3% of *Newsday*'s revenues, Tribune's estimated share of expanded media advertising market revenues in the New York DMA is 1.7%.³³ Many different companies are included among the other media competing with these properties, further supporting the conclusion that Tribune does not have any market power.³⁴

Today's Media Marketplace

The statistical analysis of traditional media discussed above demonstrates the existence of a very competitive situation in New York. The media marketplace there reflects the vibrant competition and diversity that have come from the introduction of more television stations and more radio stations, the advent of cable television, and other innumerable technological developments. We have assisted Tribune and its legal staff in compiling the various media tables and "voice" counts contained in its waiver request, and believe that these counts accurately reflect the very diverse and competitive market among traditional media outlets as further illustrated by the Tribune revenue share and market concentration analysis discussed above. These listings of media voices are included in appendices to this report.

³³ Even if Tribune were attributed 100% of the 2008 *Newsday* revenues, its share would only be 4.5%.

³⁴ It is not possible to calculate an HHI index for this wider advertising market, as we do not know the owners of all the various media outside of the traditional media that were analyzed earlier. Given that the traditional media examination of the HHI showed an unconcentrated market and that the presence of these additional media outlets

To summarize those listings, there are 23 full power television stations (16 commercial and 7 non-commercial) owned by 17 companies (12 commercial and 5 non-commercial) in the New York market.³⁵ There are 35 low power and Class A television stations owned by 21 companies. For radio, there are 240 full power radio stations (157 commercial and 83 non-commercial) owned by 119 companies (57 commercial and 64 non-commercial).³⁶ There are seven low power radio stations owned by seven different entities. In the smaller New York, NY Arbitron Metro market as utilized in the FCC's geographic market rules adopted in June 2003, there are 149 full power radio stations (101 commercial and 48 non-commercial) owned by 85 companies (44 commercial and 42 non-commercial).³⁷ With respect to newspapers, there are 28 daily newspapers owned by 15 companies along with 337 weekly newspapers owned by 128 companies in the DMA. Finally, there are a host of other outlets, including the new media analyzed above, that are available in the New York, NY DMA.

Conclusion

This update and expansion upon the 2007 study of traditional media revenues clearly show that competition continues to increase in the New York market. In fact, the measure of concentration falls safely into the unconcentrated range using the revenues of the three

would decrease concentration levels, the wider market value would likely indicate an unconcentrated market, with correspondingly lower HHI values than the traditional media advertising market.

³⁵ There are 30 multicast programming streams in addition to the primary programming being provided by these local television stations.

³⁶ Two radio station licensees, Bridgelight LLC and WNYC Radio, operate both commercial and noncommercial radio stations in the DMA. Accordingly, the total number of radio station owners is less than the sum of commercial and noncommercial owners. There are also 25 multicast signals being provided by the market's radio stations.

³⁷ One radio station licensee, WNYC Radio, operates both commercial and noncommercial stations in the Arbitron metro market. Accordingly, the total number of radio station owners is less than the sum of commercial and noncommercial owners.

traditional media outlets alone. Moreover, when the numerous other local outlets providing information and entertainment are considered, the number of competing outlets is overwhelming.

When the advertising revenue analysis is expanded to include more of the media outlets now actually available to advertisers, the level of concentration is clearly even lower. Many new media are now providing opportunities for local and national advertisers, increasing the competitive pressure on the traditional media outlets, both nationally and in the New York, NY market. Many of these new outlets are also expanding the choices of information and entertainment available to consumers in this market.

Tribune's share of advertising revenues continues to decrease in the New York market. For just the traditional media marketplace, that share has decreased by over eight percentage points over the last nine years. In the wider advertising marketplace, Tribune's share is only 1.7%. As noted, these values attribute Tribune with 3% of the revenues of *Newsday* reflecting its remaining approximate 3% indirect equity interest.

After examining the statistical and outlet information for the New York, NY media market, one can only conclude that it is a vibrant, actively competitive, and expanding advertising market offering many sources of diverse content to the area's residents. Advertisers and consumers are being provided more choices every day. The relative position of Tribune's media ownership interests should not be of any regulatory concern in this expanding market.

**Appendix A: Methodology Statement for the BIA/Kelsey Group National and Local Media
Marketplace Estimates**



Methodology Statement for the BIA/Kelsey National and Local Media Marketplace Estimates

February 26, 2010

BIA/Kelsey estimated total advertising revenues across twelve media that compete in local advertising markets. Local advertising is defined as spending by local businesses of all sizes as well as by national and regional advertisers making local advertising purchases on a variety of local media. The twelve media included in the BIA/Kelsey estimates are: daily and weekly newspapers, local commercial radio stations, local commercial television stations, Yellow Pages, direct mail, out-of-home, local cable systems, online, Internet Yellow Pages, local magazines, mobile, and email marketing. These estimates of spending by local and non-local sources are generated through various methods, briefly described below for each of the twelve media.

1. Newspapers

- A comprehensive annual survey instrument was sent in the first quarter of 2009 to all daily and weekly newspapers asking for their historical revenues for both traditional and online advertising and their circulation revenues.
- Revenues for non-responding newspapers were estimated through a proprietary model utilizing circulation and other relevant data, such as retail sales and population growth, to determine the revenue changes from previous years.
- Estimates were checked for accuracy with publicly available sources, such as annual reports and other security filings for public companies.

2. Local Commercial Radio Stations

- A comprehensive annual survey instrument was sent in the first quarter of 2009 to all commercial radio stations, as well as to the groups owning these stations asking for their historical revenues for both over-the-air and online advertising revenues.
- Revenues for non-responding stations were estimated by BIA/Kelsey through proprietary models utilizing audience estimates and other relevant data, such as population and retail sales growth, to determine each station's share of the local market.
- Estimates were checked for accuracy with other publicly available sources, such as annual reports and other security filings for public companies, as well as aggregate information from industry sources.

3. Local Commercial Television Stations

- A comprehensive annual survey instrument was sent in the first quarter of 2009 to all commercial television stations, as well as to the groups owning these stations, asking for historical revenues for both over-the-air and online advertising revenues.
- Revenues for non-responding television stations were estimated by BIA/Kelsey through proprietary models utilizing historical revenue and other relevant data, such as population and retail sales growth.
- Estimates were checked for accuracy with publicly available sources, such as annual reports and other security filings for public companies, as well as aggregate information from industry sources.

4. Yellow Pages

- Revenues for individual directories in major markets and for the U.S. overall were obtained from key industry data vendors and sources, such as Localeze and the Yellow Pages Association (YPA). Data on total national revenues were provided by YPA. Data on individual directories provided include number of paid items, number of advertisers, rate card, and total directory revenues.
- Revenues for smaller markets were modeled, using a proprietary BIA/Kelsey model, that incorporates population, population growth, various demographic variables (*e.g.* age, household income) and various economic activity variables (such as new business formation).

5. Direct Mail

- Revenues for the Direct Mail sector in the U.S. overall were estimated based on the results of a BIA/Kelsey survey, Local Commerce Monitor (“LCM”). The LCM is an annual survey of small businesses seeking information about their use of the media for advertising, historical spending on media, spending intentions, use of various online advertising formats, use of various channels for purchasing advertising media, satisfaction with media, channel performance, and other relevant factors. Twelve annual surveys were completed as of 2008, and the thirteenth will be completed by September 2009. Also used was published data on total Direct Mail spending from various sources, such as leading sources that make media forecasts, including Universal McCann Worldwide, Zenith Optimedia, Omnicom International, WPP Group, Advertising Age magazine, and two leading investment banks, Bank of Montreal and Merrill Lynch.
- Revenues for individual markets were determined on the basis of key variables correlated to direct mail activity such as the number of businesses, number of employees, rate of new business formation, and number of businesses in selected business categories (generally Standard Industry Classifications as defined by the U.S. Census Bureau) related to direct mail activities, as well as further BIA/Kelsey analyses. The BIA/Kelsey analyses are informed adjustments based

on our extensive work in media over the years, accumulated knowledge about the individual characteristics, and idiosyncrasies of many individual markets.

6. Out-Of-Home

- Information on the history of traditional billboards including their recent revenues was obtained from industry trade associations and other publicly available media forecasts, such as Universal McCann Worldwide, Zenith Optimedia, Omnicom International, WPP Group, Advertising Age magazine, and two leading investment banks, Bank of Montreal and Merrill Lynch. Based on this information and information on national economic trends, a proprietary model was used to project the total revenues generated by this subsection of this media category.
- For the digital sector of this media, which includes digital billboards and taxicab and elevator screens, a proprietary model was used incorporating information regarding the growth of the number of such screens, screen traffic, sell-out rates, and cost per thousands to calculate the revenues generated obtained from key industry players that are representative of the industry.
- Similarly, for the digital cinema sector of this category (i.e., commercial airing prior to movies), a proprietary model employing growth rates of the number of screens, sell-out rates, and cost per thousands, obtained from industry sources that are representative of the industry was used to calculate the revenues generated.

7. Local Cable Systems

- Using historical information on the growth of local cable advertising from industry trade association (National Cable and Telecommunications Association) and other national estimates (Universal McCann), as well as the BIA estimates of the recent history of over-the-air television advertising, the relationship between national cable and over-the-air advertising revenues was modeled. From that proprietary model, present and future national cable advertising estimates were generated.
- Local cable advertising estimates were derived using a series of factors including local cable penetration data and the strength of the local over-the-air television market using BIA individual television market revenue estimates.

8. Online/Interactive

- Revenues for the U.S. overall were derived from proprietary models of revenues for several types of online advertising, including search ads, display ads, rich media ads, classifieds, and other online advertising types. As noted above, the surveys for certain traditional media asked for their online advertising revenues. For 2008, those revenues for newspapers, local commercial radio, and local commercial television stations were included in the online/interactive sector. For 2009, those revenues for newspapers, local commercial radio and television stations were included in the revenues for each of the traditional media.

- The detailed BIA/Kelsey proprietary models used to generate estimates for each type of online ad involve a complex calculation based on numerous variables. These variables include the “ad coverage” (the percentage of search results that have ads associated with them), the number of searches, the percentage of searches and search results that are local in nature, clickthrough rates (number of ads that are clicked on by the user), and other relevant factors. These estimated values were benchmarked against actual, proprietary data provided to us by key industry players, who are representative of the industry.
- Revenues for individual markets were determined on the basis of key variables correlated to online consumer and commercial activity, such as population and retail sales growth, as well as further BIA/Kelsey analyses. The BIA/Kelsey analyses are informed adjustments based on our extensive work in media over the years, accumulated knowledge about the individual characteristics, and idiosyncrasies of many individual markets.

9. Internet Yellow Pages

- Revenues for the U.S. overall were estimated based on the LCM (see the discussion of LCM in the Direct Mail section), published data on media spending from various sources, such as the Interactive Advertising Bureau, and proprietary performance data from the leading Internet Yellow Pages companies that are representative of the industry.
- Revenues for individual markets were determined on the basis of key variables correlated to Yellow Pages revenues, estimated print-online cross-sales levels, and other key variables correlated to online activity, as well as further BIA/Kelsey analyses. The BIA/Kelsey analyses are informed adjustments based on our extensive work in media over the years, accumulated knowledge about the individual characteristics, and idiosyncrasies of many individual markets.

10. Local Magazines

- Revenues for the U.S. overall were estimated based on the LCM (see the discussion of LCM in the Direct Mail section), published data on media spending from trade associations and other sources such as estimates from Universal McCann Worldwide, Zenith Optimedia, Omnicom International, WPP Group, Advertising Age Magazine, and several leading investment banks, including Bank of Montreal and Merrill Lynch.
- Revenues for individual markets were estimated based on performance data on the leading city magazine publishers obtained from BIA/Kelsey’s original web-based research on local magazines in the top markets.

11. Mobile

- Revenues for the U.S. overall were derived from proprietary models of revenues for several types of mobile advertising, including search ads, display ads, directory-related ads, and other mobile advertising types.

- The detailed proprietary models used to estimate the revenue generated by each type of mobile ad involve a calculation based on numerous variables. These variables include the number of mobile searches, the “ad coverage” (the percentage of search results that have ads associated with them), the percentage of searches and search results that are local in nature, clickthrough rates (number of ads that are clicked on by the user), and other relevant factors. These estimates were benchmarked against actual, proprietary data provided to us by key industry players that are representative of the industry. We also benchmarked these estimates against mobile advertising performance in other countries that have a more developed mobile advertising market.
- Revenues for individual markets were determined on the basis of key variables correlated to mobile usage and commercial activity, such as population and retail sales growth, as well as further BIA/Kelsey analyses. The BIA/Kelsey analyses are informed adjustments based on our extensive work in media over the years, accumulated knowledge about the individual characteristics, and idiosyncrasies of many individual markets.

12. Email Marketing (ERPM)

- Revenues for the U.S. overall were derived from the LCM (see the discussion of LCM in the Direct Mail section), published data on leading email marketing providers, including financial reports by public companies (such as Constant Contact, and Alliance Data Systems, parent company of Epsilon); reports from several leading investment banks (such as Oppenheimer, Thomas Weisel Partners, and Think Equity); and promotional materials published by service providers themselves (such as Lyris, Emma, and Vertical Response).
- Revenues for individual markets were determined on the basis of key variables correlated to email activity, such as relative population and population growth, as well as further BIA/Kelsey analyses. The BIA/Kelsey analyses are informed adjustments based on our extensive work in media over the years, accumulated knowledge about the individual characteristics, and idiosyncrasies of many individual markets.

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B.A., 1976, Mathematics and Economics (honors), State University of New York at Binghamton

Professional experience

2001 – Present

BIA Financial Network

Vice President

- Consulting in litigation and tax-related cases
- Developing of new broadcasting and related industry research offerings
- Speaking at industry forums

Fall 2002 – Present

The Johns Hopkins University

Adjunct Professor, *The Political Economy of Mass Communications*

1985 – 2000

National Association of Broadcasters

Vice President/Economist 1991 – 2000

- Supervised the Research and Planning Department.
- Conducted primary research about the broadcasting and related industries, used for testimony before the Congress and in filings at the FCC and other governmental agencies.
- Conducted research and studies included in publications and reports distributed by NAB.
- Presented results of primary research and other analyses at industry forums.

Director of Financial and Economic Research 1985 -- 1991

- Supervised the collection and dissemination of the annual industries financial reports

1980 – 1985

Federal Trade Commission
Bureau of Economics
Staff Economist

- Conducted analysis of proposed mergers and other arrangements.
- Conducted analyses of industry practices to evaluate economic impact.
- Participated in litigation support in several antitrust cases.

Professional activities

Broadcast & Cable Financial Management Association – Board Member 2001-2004
American Economic Association – member
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Infinity Radio, Inc. vs. Elena Whitby, et. al., Fifteenth Judicial Circuit, Florida, testified on April 4 and 6, 2005.

Curriculum Vitae - Mark R. Fratrick

CBS Broadcasting, Inc., et. al. vs. Echostar Communications Corporation, et. al., U.S. District court for the Southern District of Florida, deposed on April 1, 2003

Copyright Arbitration Royalty Panel, witness for National Association of Broadcasters, testified on May 7 –8, 2003.

Braunstein vs. KICU, et. al., Superior Court of the State of California, County of Santa Clara, deposed on February 17, 2004.

Infinity Radio, Inc. vs. Elena Whitby, et. al., Fifteenth Judicial Circuit, Florida, testified on April 4 and 6, 2005.

Qantum Communications Corporation v. Tiger Communications, Alabama, deposed on February 3, 2006.

Michael H. Vechery v. Bonneville International Corporation, et. al., (settled).

Salem Media of Virginia, Inc. v. WAVA Limited Partnerships et. al., (settled).

New York DMA Full Power Television Stations

CALLS	Affiliation	City/St. of License	Owner	C/NCE
WABC-TV	ABC	New York, NY	ABC/Disney	C
WCBS-TV	CBS	New York, NY	CBS Corporation	C
WEDW	PBS	Bridgeport, CT	Connecticut Public Broadcasting Inc	NCE
WFME-TV	IND	West Milford, NJ	Family Stations Inc	NCE
WFTY-DT	TLF	Smithtown, NY	Broadcasting Media Partners Inc	C
WFUT-DT	TLF	Newark, NJ	Broadcasting Media Partners Inc	C
WLIW	PBS	Garden City, NY	WNET.ORG	NCE
WLNY-TV	IND	Riverhead, NY	WLNY Holdings Inc	C
WMBC-TV	IND	Newton, NJ	Mountain Broadcasting Corp (NJ)	C
WNBC	NBC	New York, NY	NBC/GE	C
WNET	PBS	Newark, NJ	WNET.ORG	NCE
WNJB	PBS	New Brunswick, NJ	New Jersey Public Broadcasting Authority	NCE
WNJN	PBS	Montclair, NJ	New Jersey Public Broadcasting Authority	NCE
WNJU	TEL	Linden, NJ	NBC/GE	C
WNYE-TV	PUB	New York, NY	New York City Dept. of Info. Tech & Telecom	NCE
WNYW	FOX	New York, NY	News Corporation	C
WPIX	CW	New York, NY	Tribune Company	C
WPXN-TV	i	New York, NY	ION Media Networks, Inc.	C
WRNN-TV	IND	Kingston, NY	WRNN-TV Associates Limited Partnership	C
WSAH	RTV	Bridgeport, CT	MultiCultural Broadcasting	C
WTBY-TV	TBN	Poughkeepsie, NY	Trinity Broadcasting Network Inc	C
WWOR-TV	My	Secaucus, NJ	News Corporation	C
WXTV-DT	UNI	Paterson, NJ	Broadcasting Media Partners Inc	C

New York DMA Multicast Television Streams

CALLS	Affiliation	City/St. of License	Owner	C/NCE
WABC-D2	IND	New York, NY	ABC/Disney	C
WABC-D3	WxN	New York, NY	ABC/Disney	C
WEDW-D2	CRT	Bridgeport, CT	Connecticut Public Broadcasting Inc	NCE
WFUT-D2	UNI	Newark, NJ	Broadcasting Media Partners Inc	C
WLIW-D2	CRT	Garden City, NY	WNET.ORG	NCE
WLIW-D3	WLD	Garden City, NY	WNET.ORG	NCE
WMBC-D2	KOR	Newton, NJ	Mountain Broadcasting Corp (NJ)	C
WMBC-D3	CGN	Newton, NJ	Mountain Broadcasting Corp (NJ)	C
WMBC-D4	IND	Newton, NJ	Mountain Broadcasting Corp (NJ)	C
WMBC-D5	KOR	Newton, NJ	Mountain Broadcasting Corp (NJ)	C
WNBC-D2	IND	New York, NY	NBC/GE	C
WNBC-D4	SPT	New York, NY	NBC/GE	C
WNET-D2	PUB	Newark, NJ	WNET.ORG	NCE
WNET-D3	VME	Newark, NJ	WNET.ORG	NCE
WNJB-D2	PBS	New Brunswick, NJ	New Jersey Public Broadcasting Authority	NCE
WNJN-D2	IND	Montclair, NJ	New Jersey Public Broadcasting Authority	NCE
WNYE-D2	IND	New York, NY	New York City Dept. of Info. Tech & Telecom	NCE
WNYW-D2	My	New York, NY	News Corporation	C
WPIX-D2	LAT	New York, NY	Tribune Company	C
WPIX-D3	EST	New York, NY	Tribune Company	C
WPXN-D2	qbo	New York, NY	ION Media Networks, Inc.	C
WPXN-D3	ILF	New York, NY	ION Media Networks, Inc.	C
WPXN-D4	WSP	New York, NY	ION Media Networks, Inc.	C
WRNN-D2	CCT	Kingston, NY	WRNN-TV Associates Limited Partnership	C

CALLS	Affiliation	City/St. of License	Owner	C/NCE
WTBY-D2	CHC	Poughkeepsie, NY	Trinity Broadcasting Network Inc	C
WTBY-D3	JCT	Poughkeepsie, NY	Trinity Broadcasting Network Inc	C
WTBY-D4	ENL	Poughkeepsie, NY	Trinity Broadcasting Network Inc	C
WTBY-D5	SML	Poughkeepsie, NY	Trinity Broadcasting Network Inc	C
WWOR-D2	FOX	Secaucus, NJ	News Corporation	C
WXTV-D2	TLF	Paterson, NJ	Broadcasting Media Partners Inc	C

New York DMA Class A and LPTV Stations

CALLS	Affiliation	City/St. of License	Owner	Type Service
W05CS-D		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W10CY-D		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W17CD	IND	Stamford, CT	K Licensee Inc	LPTV
W20CM		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W22BN	IND	Danbury, CT	IT Communications Inc	LPTV
W23AZ	TBN	Hackettstown, NJ	Centenary College	LPTV
W26CE		New York, NY	Budd Broadcasting Company Inc	LPTV
W26DB		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W26DC	TBN	Hempstead, NY	Trinity Broadcasting Corporation	LPTV
W32DF	REL	Hempstead, NY	7th Day Adventist Community Health	LPTV
W34DI		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W41DN-D		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W42CX		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W43CN-D		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W45DH-D		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W52DW		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W55DK		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W59EA		Port Jervis, NY	Venture Technologies Group LLC	LPTV
W60AI	HSN	New York, NY	Ventana Television Inc	LPTV
W65DZ	IND	Bridgeport, CT	Paging Associates Inc	LPTV
WASA-LP	EST	Port Jervis, NY	Liberman Broadcasting Inc	LPTV
WBQM-LP	DRK	New York, NY	Equity Media Holdings Corporation	LPTV
WDVB	IND	Edison, NJ	Viswanath, Deepak	CL-A
WEBR-CD	IND	Manhattan, NY	Atmor Properties Inc	CL-A

CALLS	Affiliation	City/St. of License	Owner	Type Service
WKOB-LP	IND	New York, NY	Nave Communications LLC	LPTV
WLIG-LD	IND	Mineola, NY	WLNY Holdings Inc	LPTV
WMBQ-CA		New York, NY	Equity Media Holdings Corporation	CL-A
WNYX-LP	IND	New York, NY	Island Broadcasting Company	LPTV
WNYN-LD	AZT	New York, NY	TVC Broadcasting LLC	LPTV
WNYX-LD	IND	New York, NY	Island Broadcasting Company	LPTV
WPXO-LD	i	East Orange, NJ	America-CV Station Group Inc	LPTV
WPXU-LP	i	Amityville, NY	ION Media Networks, Inc.	LPTV
WRNN-LD	IND	New York, NY	Bogner, Richard	LPTV
WVVH-CA	IND	Southampton, NY	Video Voice, Inc.	CL-A
WXNY-LD	AZT	New York, NY	Island Broadcasting Company	LPTV

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	Newspaper	City, State	Owner
1	Advocate, The	Stamford, CT	Hearst Corporation, The
2	Asbury Park Press	Neptune, NJ	Gannett Company Inc
3	Connecticut Post	Bridgeport, CT	MediaNews Group Inc
4	Courier News	Bridgewater, NJ	Gannett Company Inc
5	Daily Freeman/ Sunday Freeman	Kingston, NY	Journal Register Co
6	Daily News	New York, NY	Zuckerman, Mortimer
7	Daily Record	Parsippany, NJ	Gannett Company Inc
9	Greenwich Time	Greenwich, CT	Hearst Corporation, The
10	Herald News	West Paterson, NJ	North Jersey Media Group Inc
11	Home News Tribune	East Brunswick, NJ	Gannett Company Inc
13	Jersey Journal, The	Jersey City, NJ	Advance Publications Inc
14	Journal News, The	White Plains, NY	Gannett Company Inc
15	New Jersey Herald, The	Newton, NJ	Quincy Newspapers Inc
16	New York Post	New York, NY	News Corporation
17	New York Sun, The	New York, NY	One SL LLC
18	New York Times, The	New York, NY	New York Times Company
19	Newsday	Melville, NY	Newsday, LLC ¹
20	News-Times, The	Danbury, CT	Community Newspaper Holdings Inc (CNHI)
21	Ocean County Reporter	Toms River, NJ	Gannett Company Inc
22	Poughkeepsie Journal	Poughkeepsie, NY	Gannett Company Inc
23	Record, The/The Sunday Record	Hackensack, NJ	North Jersey Media Group Inc
24	Star-Ledger of Newark	Newark, NJ	Advance Publications Inc
25	Staten Island Advance	Staten Island, NY	Advance Publications Inc
26	Sunday Hour, The	Norwalk, CT	Hour Publishing Co Inc
27	Times Herald-Record, The	Middletown, NY	Ottaway Newspapers Inc
28	Wall Street Journal, The	New York, NY	News Corporation

¹ Tribune owns an approximate 3% indirect equity interest in the parent company of Newsday, LLC.

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	Newspaper	City, State	Owner
1	Advance News, The	Lakehurst, NJ	Advance Publications Inc
2	Advertiser-News, The	Monroe, NY	Straus Newspapers
3	America Magazine	New York, NY	America Press
4	Amityville Record ,The	Amityville, NY	ACJ Communication Inc
5	Astoria Times	Astoria, NY	News Corporation
6	Atlanticville	Long Branch, NJ	Greater Media Newspapers
7	Atom Tabloid Citizen Gazette	Rahway, NJ	Devine Media Enterprises Inc
8	Atom Tabloid, The	Township, NJ	Devine Media Enterprises Inc
9	Baldwin Herald	Baldwin, NY	Richner Communications Inc
10	Bay Ridge Courier	Brooklyn, NY	News Corporation
11	Bay Ridge Paper, The	Bay Ridge, NY	News Corporation
12	Bayonne Community News	Bayonne, NJ	Hoboken Reporter
13	Bayside Times, The	Bayside, NY	News Corporation
14	Beach Haven Times	Manahawkin, NJ	Gannett Company Inc
15	Beacon Free Press	Wappingers Falls, NY	Wappinger Falls Shopper Inc
16	Beacon Mailbag	Manahawkin, NJ	Gannett Company Inc
17	Beacon, The	Babylon Twp, NY	James, Alfred
18	Belleville Post	Belleville, NJ	Worrall Community Newspapers Inc
19	Belleville Times, The	Belleville, NJ	North Jersey Media Group Inc
20	Bellmore Life	Bellmore, NY	L & M Publications
21	Bergen News Sun Bulletin, The	Palisades Park, NJ	Bergen Newspaper Group
22	Bernardsville News	Bernardsville, NJ	Recorder Newspapers
23	Bethpage Tribune	Bethpage, NY	Nassau Tribune Publication
24	Bloomfield Life	Bloomfield, NJ	North Jersey Media Group Inc
25	Brick Township Town News	Brick, NJ	Muller, Edward
26	Bridgeport News	Bridgeport, CT	Hersam Acorn LLC
27	Bronx News, The	Bronx, NY	Hagedorn Communications Corp
28	Bronx Press-Review	Bronx, NY	Bronx Press
29	Brookhaven Review	Brookhaven Twp., NY	P&S Newspaper Group
30	Brooklyn Graphic	Brooklyn, NY	News Corporation

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31	Brooklyn Heights Press & Cobble Hill News	Brooklyn, NY	Brooklyn Eagle Publications
32	Brooklyn Papers, The	Brooklyn, NY	News Corporation
33	Brooklyn Spectator The	Brooklyn, NY	Griffin, Frank
34	Business Travel News	New York, NY	VNU Business Media
35	Canarsie Courier	Brooklyn, NY	Canarsie Courier Publications, Inc
36	Canarsie Digest	Brooklyn, NY	News Corporation
37	Chelsea Clinton News	New York, NY	Manhattan Media
38	Citizen of Morris County	Denville, NJ	Recorder Newspapers
39	Citizen, The	Wantagh, NY	L & M Publications
40	Clarence Bee	Clarence, NY	Bee Group Newspapers
41	Clark Eagle	Clark, NJ	Worrall Community Newspapers Inc
42	Clifton Journal	Clifton, NJ	North Jersey Media Group Inc
43	Coast Star, The	Manasquan, NJ	Manser, James M
44	Commack News	Commack, NY	North Shore News Group
45	Commercial Leader	Lyndhurst, NJ	Savino, John
46	Community Journal	Wading River, NY	Budd, Bernadette
47	Co-op City News	Bronx, NY	Hagedorn Communications Corp
48	Cornwall Local	Cornwall, NY	Gil, Joseph
49	Courier Life, The	Brooklyn, NY	Luster, Edward
50	Courier Press, The	Reddick, CT	GateHouse Media Inc
51	Courier, The	Middletown, NJ	Bayshore News Inc
52	Cranbury Press, The	Dayton, NJ	Princeton Packet Inc
53	Cranford Chronicle	Cranford, NJ	Advance Publications Inc
54	Current, The	Hudson, NJ	Hudson Reporter Associates LP
55	Darien News-Review	Darien, CT	MediaNews Group Inc
56	Darien Times	Darien, CT	Hersam Acorn LLC
57	Delaware Valley News	Frenchtown, NJ	Huntington County Democrat Inc
58	East Brunswick Sentinel	Monroe, NJ	Greater Media Newspapers
59	East Hampton Independent	East Hampton, NY	East Hampton Independent News Co. Inc.
60	East Hampton Star, The	East Hampton, NY	East End Newspaper Group

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61	East Meadow Beacon	Hempstead, NY	Nassau County Publications
62	East Orange Record	Maplewood, NJ	Worrall Community Newspapers Inc
63	Easton Courier	Easton, CT	Hersam Acorn LLC
64	Echoes-Sentinel	Sterling, NJ	Recorder Newspapers
65	Ellenville Press	Ellenville, NY	Rondout Valley Publishing Co. Inc.
66	Enterprise, The	Hastings-on-Hudson, NY	White, Debra
67	Fairfield Citizen-News	Fairfield, CT	MediaNews Group Inc
68	Fairfield County Weekly	Fairfield, CT	Tribune Company (New Mass Media, Inc.)
69	Fairfield Minuteman	Fairfield, CT	Journal Register Co
70	Farmingdale Observer	Farmingdale, NY	Anton Community Newspapers
71	Floral Park Bulletin	Floral Park, NY	Nassau Border Papers Inc.
72	Floral Park Dispatch	Floral Park, NY	Anton Community Newspapers
73	Florham Park Eagle	Florham Park, NJ	Recorder Newspapers
74	Flushing Times, The	Flushing, NY	News Corporation
75	Forest Hills Ledger	Forest Hills, NY	News Corporation
76	Forest Hills/Rego Park Times	Maspeth, NY	Queens Ledger Newspaper Group
77	Forum of Queens	Ozone Park, NY	VPJ Publications
78	Forward, The	New York, NY	Forward Association Inc
79	Franklin Lakes/Oakland Suburban News	Ridgewood, NJ	North Jersey Media Group Inc
80	Franklin Square Bulletin	Floral Park, NY	Nassau Border Papers Inc.
81	Fresh Meadows Times, The	Fresh Meadows, NY	News Corporation
82	Garden City Life	Garden City, NY	Anton Community Newspapers
83	Garden City News	Garden City, NY	Litmor Publishing
84	Gateway, The	Floral Park, NY	Nassau Border Papers Inc.
85	Gazette Advertiser, The	Millbrook, NY	Journal Register Co
86	Gazette Leader	Elizabeth, NJ	Worrall Community Newspapers Inc
87	Gazette, The	Port Jervis, NY	Ottaway Newspapers Inc
88	Glen Cove Record Pilot	Glen Cove, NY	Anton Community Newspapers
89	Glen Oaks Ledger, The	Glen Oaks, NY	News Corporation
90	Glen Ridge Paper	Glen Ridge, NJ	Worrall Community Newspapers Inc

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	Newspaper	City, State	Owner
91	Glen Ridge Voice	Glen Ridge, NJ	North Jersey Media Group Inc
92	Glen Rock Gazette	Glen Rock, NJ	North Jersey Media Group Inc
93	Glendale Register	Glendale, NY	Queens Ledger Newspaper Group
94	Great Neck News	Great Neck, NY	Norris, Ed
95	Great Neck Record	Great Neck, NY	Anton Community Newspapers
96	Greenpoint Gazette & Advertiser	Greenpoint, NY	Carrano, Ralph
97	Greenwich Post	Greenwich, CT	Hersam Acorn LLC
98	Greenwood Lake News and West Milford News	Greenwood Lake, NY	Chaimowitz, Anne
99	Hanover Eagle	Hanover, NJ	Recorder Newspapers
100	Harbor Watch (Metro New York)	Brooklyn, NY	Luster, Clifford
101	Harlem Valley Times	Amenia, NY	Journal Register Co
102	Hempstead Beacon, The	Hempstead, NY	Nassau County Publications
103	Herald, The	Lawrence, NY	Richner Communications Inc
104	Hicksville Illustrated News	Mineola, NY	Anton Community Newspapers
105	Hicksville Mid-Island Times	Hicksville, NY	Litmor Publishing
106	Hillsborough Beacon	Hillsborough, NJ	Princeton Packet Inc
107	Hoboken Reporter, The	Hoboken, NJ	Hudson Reporter Associates LP
108	Home News, The	Secaucus, NJ	Henckel, Gretchen
109	Home Reporter and Sunset News	Brooklyn, NY	Griffin, Frank
110	Housatonic Weekend	Fairfield, CT	Journal Register Co
111	Hunterdon County Democrat	Hunterdon, NJ	Advance Publications Inc
112	Hunterdon Observer	Flemington, NJ	Advance Publications Inc
113	Hunterdon Review	Northern Hunterdon, NJ	Recorder Newspapers
114	Huntington Herald	Shelton, CT	Hersam Acorn LLC
115	Hyde Park Townsman	Hyde Park, NY	Journal Register Co
116	Independent Press	Bloomfield, NJ	Advance Publications Inc
117	Independent Press of Bloomfield, The	Bloomfield, NJ	Worrall Community Newspapers Inc
118	Independent Republican	Goshen, NY	Wright, Eugene
119	Independent, The	Hazlet, NJ	Greater Media Newspapers

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120	Irvington Herald	Irvington, NJ	Worrall Community Newspapers Inc
121	Islip Bulletin	Islip, NY	Tuthill, John T
122	Islip News	Islip, NY	Paley, Bernard
123	Item of Millburn & Short Hills, The	Millburn, NJ	North Jersey Media Group Inc
124	Jamaica Times	Jamaica, NY	News Corporation
125	Jericho News Journal	Jericho, NY	Norris, Margaret
126	Jersey City Reporter, The	Jersey City, NJ	Hudson Reporter Associates LP
127	Kenilworth Leader	Kenilworth, NJ	Worrall Community Newspapers Inc
128	Kings Courier	Brooklyn, NY	News Corporation
129	Lacey Beacon, The	Lacey, NJ	Gannett Company Inc
130	Laurelton Times	Laurelton, NY	News Corporation
131	Lawrence Ledger, The	Lawrence Township, NJ	Princeton Packet Inc
132	Leader, The	Freeport, NY	L & M Publications
133	Leader, The	Locust Valley, NY	Lally, Lawrence
134	Levittown Tribune	Levittown, NY	Anton Community Newspapers
135	Lewisboro Ledger	Lewisboro, CT	Hersam Acorn LLC
136	Linden Leader	Linden, NJ	Worrall Community Newspapers Inc
137	Little Neck Ledger, The	Little Neck, NY	News Corporation
138	Long Beach Herald	Long Beach, NY	Richner Communications Inc
139	Long Island Advance	Long Island, NY	Tuthill, John T
140	Long Island Business News	Ronkonkoma, NY	Dolan Media Co
141	Long Island City/Astoria/Jackson Heights	Long Island City, NY	Queens Ledger Newspaper Group
142	Long Island Graphic	Freeport, NY	Richner Communications Inc
143	Long-Islander, The	Long-Islander, NY	Tribco LLC
144	Lumea Libera Romaneasca	New York, NY	From, Nidza
145	Madison Eagle	Madison, NJ	Recorder Newspapers
146	Mahwah Suburban News	Ridgewood, NJ	North Jersey Media Group Inc
147	Manhasset Press	Manhasset, NY	Anton Community Newspapers
148	Manville News	Manville, NJ	Princeton Packet Inc
149	Massapequa Post	Massapequa, NY	James, Alfred

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150	Massapequan Observer	Massapequa, NY	Anton Community Newspapers
151	Meadowbrook Times	East Meadow, NY	Richner Communications Inc
152	Merrick Beacon	Merrick, NY	Nassau County Publications
153	Merrick Life/The Community Newspapers	Merrick, NY	L & M Publications
154	Messenger, The	Garfield, NJ	Bergen Newspaper Group
155	Mid Island News,The	Centereach, NY	North Shore News Group
156	Mid-Hudson Times	Newburgh, NY	Wallkill Valley Publications Inc.
157	Midland Park Suburban News	Ridgewood, NJ	North Jersey Media Group Inc
158	Millbrook Round Table	Millbrook, NY	Journal Register Co
159	Millerton News,The	Millerton, NY	Lakeville Journal Co. LLC
160	Mineola American	Mineola, NY	Anton Community Newspapers
161	Monroe Courier	Monroe, CT	Hersam Acorn LLC
162	Montauk Pioneer	Montauk, NY	News Communications
163	Montclair Times	Montclair, NJ	North Jersey Media Group Inc
164	Morris News-Bee	Morristown, NJ	Recorder Newspapers
165	Mount Olive Chronicle	Chester, NJ	Recorder Newspapers
166	Mountainside Echo	Mountainside, NJ	Worrall Community Newspapers Inc
167	Neighbor News	Rockaway, NJ	North Jersey Media Group Inc
168	New Canaan Advertiser	New Canaan, CT	Hersam Acorn LLC
169	New Egypt Press	New Egypt, NJ	Journal Register Co
170	New Hyde Park Herald Courier	Williston Park, NY	Norris, Margaret
171	New Hyde Park Illustrated	New Hyde Park, NY	Anton Community Newspapers
172	New Paltz Times	Ulster Co., NY	Ulster Publications
173	New York Magazine	New York, NY	C & L Publishing & Entertainment Inc.
174	New York Observer,The	New York, NY	Kushner, Jared
175	News Leader, The	North Arlington, NJ	Leader/Post Newspapers
176	News of the Highlands,The	Highland Falls, NY	News Of The Highlands Incorporated
177	News Transcript	Freehold, NJ	Greater Media Newspapers
178	News-Record	Rahway, NJ	McCormick, Lisa
179	News-Record	Maplewood, NJ	Worrall Community Newspapers Inc

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180	News-Review, The	Riverhead, NY	Times Review Newspapers
181	Newtown Bee, The	Newtown, CT	Smith, Scudder
182	North Bergen Reporter, The	North Bergen, NJ	Hudson Reporter Associates LP
183	North Brunswick Sentinel	North Brunswick, NJ	Greater Media Newspapers
184	North County News, The	Yorktown, NY	Northern Tier Publishing
185	North Jersey Prospector,The	Clifton, NJ	North Jersey Media Group Inc
186	Northport Journal,The	Northport, NY	Tribco LLC
187	Norway Times	New York, NY	Norse News Inc.
188	Nutley Journal	Nutley, NJ	Worrall Community Newspapers Inc
189	Nutley Sun	Nutley, NJ	North Jersey Media Group Inc
190	Observer Tribune	Mendham, NJ	Recorder Newspapers
191	Observer, The	Hasbrouck Heights, NJ	Hasbrouck Heights Publishing
192	Observer, The	Northport, NY	Paley, Jennifer
193	Oceanside-Island Park Herald	Oceanside, NY	Richner Communications Inc
194	Orange County Post	Washingtonville, NY	Spear, John
195	Orange Transcript	Orange, NJ	Worrall Community Newspapers Inc
196	Our Town	Maywood, NJ	Hornes, Jim & Camille
197	Our Town Newspaper	New York, NY	Manhattan Media
198	Oyster Bay Enterprise Pilot	Oyster Bay, NY	Anton Community Newspapers
199	Palisadian	New Milford, NJ	Nesoff, Bob
200	Park Slope Paper-Windsor Terrace Edition	Park Slope, NY	News Corporation
201	Parkchester News	Bronx, NY	Hagedorn Communications Corp
202	Parsippany Life	Rockaway, NJ	North Jersey Media Group Inc
203	Pascack Valley Community Life	Pascack Valley, NJ	North Jersey Media Group Inc
204	Passaic Valley Today	West Paterson, NJ	North Jersey Media Group Inc
205	Patent Trader,The	Northern Westchester, NY	Gannett Company Inc
206	Patriot	Clark, NJ	Devine Media Enterprises Inc
207	Pelham Weekly,The	Pelham, NY	Klein, Maggie
208	People's Weekly World	New York, NY	Long View Publishing Co
209	Phoenix,The	Brooklyn, NY	Hasty, Dozier

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	Newspaper	City, State	Owner
210	Photo News	Monroe, NY	Straus Newspapers
211	Pike County Dispatch	Milford, PA	Doty-Lloyd, Sue
212	Plainview/Old Bethpage Herald	Plainview, NY	Anton Community Newspapers
213	Port Times-Record, The	Port Jefferson, NY	Times-Beacon-Record Newspapers
214	Port Washington News	Port Washington, NY	Anton Community Newspapers
215	Press Journal	Englewood, NJ	Bergen Newspaper Group
216	Progress, The	Caldwell, NJ	Recorder Newspapers
217	Putnam County Courier	Putnam, NY	Taconic Press
218	Putnam County Press	Mahopac, NY	Hall, Don
219	Queens Courier	Queens, NY	Schnaps, Victoria
220	Queens Ledger	Maspeth, NY	Queens Ledger Newspaper Group
221	Queens Tribune	Fresh Meadows, NY	Tribco LLC
222	Queens Village Times	Queens Village, NY	News Corporation
223	Rahway Progress	Rahway, NJ	Worrall Community Newspapers Inc
224	Ramsey Reporter, The	Ramsey, NJ	North Jersey Media Group Inc
225	Ramsey Suburban News	Ridgewood, NJ	North Jersey Media Group Inc
226	Randolph Reporter, The	Randolph Twp., NJ	Recorder Newspapers
227	Record Press	Westfield, NJ	Advance Publications Inc
228	Record, The	Huntington, NY	Tribco LLC
229	Record-Review	Bedford, NY	S I Communications Inc
230	Redding Pilot	Redding, CT	Hersam Acorn LLC
231	Register Herald	Pine Plains, NY	Journal Register Co
232	Reporter, The	Cranford, NJ	Advance Publications Inc
233	Richmond Hill Times	Richmond Hill, NY	News Corporation
234	Ridgefield Press	Ridgefield, CT	Hersam Acorn LLC
235	Ridgewood Ledger	Ridgewood, NY	News Corporation
236	Ridgewood News	Ridgewood, NJ	North Jersey Media Group Inc
237	River Reporter	Narrowsburg, NY	Stewart, Laura
238	Riverdale Press	Riverdale, NY	Richner Communications Inc
239	Riverdale Review	Bronx, NY	Bronx Press
240	Rockaway Journal	Far Rockaway, NY	Richner Communications Inc

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	Newspaper	City, State	Owner
241	Rockland County Times	Rockland Co., NY	Citizen Publishing Co
242	Rockville Centre Herald	Rockville Centre, NY	Richner Communications Inc
243	Roselle Park Leader	Roselle Park, NJ	Worrall Community Newspapers Inc
244	Roslyn News	Roslyn, NY	Anton Community Newspapers
245	Roxbury Register	Landing, NJ	Recorder Newspapers
246	Sag Harbor Express	Sag Harbor, NY	Coles, Pat
247	Saugerties Post Star	Saugerties, NY	GateHouse Media Inc
248	Scarsdale Inquirer	Scarsdale, NY	S I Communications Inc
249	Seaford/Wantagh Observer	Seaford, NY	Pokerss, Jackson
250	Secaucus Reporter	Secaucus, NJ	Hudson Reporter Associates LP
251	Sentinel, The	New Windsor, NY	E W Smith Publications
252	Sentinel, The	East Brunswick, NJ	Greater Media Newspapers
253	Shelter Island Reporter	Shelter Island, NY	Times Review Newspapers
254	Smithtown Messenger	Smithtown Twp., NY	Diperi, Sal
255	Smithtown News,The	Smithtown, NY	Paley, Bernard
256	Somerset Spectator,The	Somerset, NJ	United Publications
257	South Bay's Official Shopping Newspaper	Lindenhurst, NY	Long Island Media Group LLC
258	South Bergenite	Rutherford, NJ	North Jersey Media Group Inc
259	South Brunswick Post	South Brunswick, NJ	Princeton Packet Inc
260	South Shore Record	Woodmere, NY	Richner Communications Inc
261	Southampton Independent	Southampton, NY	East Hampton Independent News Co. Inc.
262	Southampton Press,The	Southampton, NY	Louchheim, Joe
263	Southern Dutchess News	Wappingers Falls, NY	Wappinger Falls Shopper Inc
264	Southern Ulster Pioneer	Ulster, NY	Ulster Publications
265	Sparta Independent	Sparta, NY	Straus Newspapers
266	Spectator Leader	Roselle, NJ	Worrall Community Newspapers Inc
267	Spring Creek Sun	Spring Creek, NY	Spring Creek Towers
268	Springfield Leader	Springfield, NJ	Worrall Community Newspapers Inc
269	Star Gazette, The	Washington, NJ	Advance Publications Inc
270	Staten Island Register	Staten Island, NY	Staten Island Media Group

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	Newspaper	City, State	Owner
271	Stony Brook Press	Stony Brook, NY	Stony Brook Press
272	Stony Brook Statesman, The	Stony Brook, NY	D'Allessandro, Frank
273	Stratford Bard, The	Stratford, CT	Journal Register Co
274	Stratford Star	Stratford, CT	Hersam Acorn LLC
275	Stute	Hoboken, NJ	Stute Publisher Inc
276	Suburban News/Elizabeth City News	Elizabeth, NJ	Advance Publications Inc
277	Suburban News/Village Gazette	Ridgwood, NJ	North Jersey Media Group Inc
278	Suburban Trends	Passaic, NJ	North Jersey Media Group Inc
279	Suburban, The	Old Bridge, NJ	Greater Media Newspapers
280	Suburbanite	Englewood, NJ	North Jersey Media Group Inc
281	Suffolk County News	Sayville, NY	Johnlor Publishng Ltd
282	Suffolk Life Newspapers	Suffolk, NY	Willmott Sr, David
283	Suffolk Times, The	Southold Town, NY	Times Review Newspapers
284	Sullivan County Democrat	Sullivan, NY	Stabbert Jr, Fred
285	Summit Herald & Dispatch,The	New Providence, NJ	Advance Publications Inc
286	Summit Observer	Summit, NJ	Worrall Community Newspapers Inc
287	Syosset/Jericho Tribune	Jericho, NY	Anton Community Newspapers
288	Three Village Herald	Setauket, NY	Dunaies, Leah
289	Three Village Times	Elmont, NY	Anton Community Newspapers
290	Times Newsweekly	Queens, NY	Times Newsweekly Inc
291	Times, The	Nesconset, NY	Times-Beacon-Record Newspapers
292	Times, The	Scotch Plains, NJ	Watchung Communications
293	Town Journal	Ridgewood, NJ	North Jersey Media Group Inc
294	Town News	Ridgewood, NJ	North Jersey Media Group Inc
295	Township Journal,The	Andover, NY	Straus Newspapers
296	Traveler-Watchman, The	Southold, NY	KontoKosta, Emanuel
297	Trumbull Times	Trumbull, CT	Hersam Acorn LLC
298	Twin-Boro News	Bergenfield, NJ	North Jersey Media Group Inc
299	Two River Times,The	Red Bank, NJ	Two River Times LLC
300	Ulster County Townsman	Woodstock, NY	Johnson Newspaper Corp

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	Newspaper	City, State	Owner
301	Union City Reporter	Hoboken, NJ	Hudson Reporter Associates LP
302	Union Leader	Union, NJ	Worrall Community Newspapers Inc
303	Uniondale Beacon,The	Uniondale, NY	Nassau County Publications
304	Vailsburg Leader	Vailsburg, NJ	Worrall Community Newspapers Inc
305	Valley Stream Herald	Valley Stream, NY	Richner Communications Inc
306	Verona-Cedar Grove Times	Verona, NJ	North Jersey Media Group Inc
307	Village Beacon-Record, The	Rocky Point, NY	Times-Beacon-Record Newspapers
308	Village Herald	Lynbrook, NY	Richner Communications Inc
309	Village Times Herald, The	Setauket, NY	Times-Beacon-Record Newspapers
310	Villager,The	New York, NY	Community Media Group
311	Voice Ledger,The	LaGrange, NY	Journal Register Co
312	Waldwick Suburban News	Ridgewood, NJ	North Jersey Media Group Inc
313	Wallkill Valley Times	Walden, NY	Wallkill Valley Publications Inc.
314	Warren Reporter	Warren, NJ	Advance Publications Inc
315	Warwick Advertiser,The	Warwick, NY	Straus Newspapers
316	Warwick Valley Dispatch	Warwick, NY	Wright, Eugene
317	Wave of Long Island	Rockaway Peninsula, NY	Locke, Susan
318	Wayne Today	Wayne, NJ	North Jersey Media Group Inc
319	Weehawken Reporter,The	Weehawken, NJ	Hudson Reporter Associates LP
320	West Essex Tribune	Livingston, NJ	Shciuk, Jennifer
321	West Hempstead Beacon	W. Hempstead, NY	Nassau County Publications
322	West New York Reporter	Hoboken, NJ	Hudson Reporter Associates LP
323	West Orange Chronicle	West Orange, NJ	Worrall Community Newspapers Inc
324	West Side Spirit, The	Manhattan, NY	Manhattan Media
325	Westbury Times	Westbury, NY	Anton Community Newspapers
326	Westfield Leader	Westfield, NJ	Corbin, Horace
327	Westmore News	Port Chester, NY	Westmore News Inc
328	Weston Forum	Weston, CT	Hersam Acorn LLC
329	Westport Minuteman, The	Westport, CT	Journal Register Co
330	Westport News	Westport, CT	MediaNews Group Inc
331	Westsider, The	Manhattan, NY	Manhattan Media

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	Newspaper	City, State	Owner
332	Williston Times	Williston Park, NY	Litmor Publishing
333	Wilton Bulletin	Wilton, CT	Hersam Acorn LLC
334	Wilton Villager, The	Norwalk, CT	Hour Publishing Co Inc
335	Woodside Herald	Woodside, NY	Sabba Printing
336	Wyckoff Suburban News	Ridgewood, NJ	North Jersey Media Group Inc
337	Yonkers Home News & Times	Yonkers, NY	Martinelli Publications

	NEWSPAPER	FREQUENCY
1	New York El Nacional	Weekly
2	La Tribuna Hispana USA	Weekly
4	El Venezolano-New York	Weekly
5	La Vibra - New York	Weekly
6	El Tiempo- New York	Weekly
7	El Sol News	Weekly
8	El Especial	Weekly
9	Hora Hispana - NY	Weekly
10	El Correo de Queens	Weekly
11	Resumen	Weekly
12	El Diario/La Prensa	Daily
13	Sea Latino - New York	Weekly
14	Manhattan Times	Weekly

New York DMA Full Power Radio Stations

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WABC	AM	News/Talk	New York, NY	Citadel Communications	C
WADB	AM	Sports	Asbury Park, NJ	Millennium Radio Group LLC	C
WADO	AM	Spn/Nws/Spt	New York, NY	Broadcasting Media Partners Inc	C
WALK	FM	AC	Patchogue, NY	Aloha Station Trust LLC	C
WALK	AM	Nostalgia	Patchogue, NY	Aloha Station Trust LLC	C
WALL	AM	Children	Middletown, NY	Cumulus Media Inc	C
WAMK	FM	Nws/Tlk/Inf	Kingston, NY	WAMC/Northeast Public Radio	NCE
WARY	FM	Variety	Valhalla, NY	Westchester Community College	NCE
WAWZ	FM	ChrsContemp	Zarephath, NJ	Pillar of Fire	C
WAXQ	FM	Clsc Rock	New York, NY	CC Media Holdings Inc	C
WBAB	FM	Clsc Rock	Babylon, NY	Cox Media Group	C
WBAI	FM	Eclectic	New York, NY	Pacifica Foundation	NCE
WBAZ	FM	AC	Bridgehampton, NY	Cherry Creek Radio LLC	C
WBBR	AM	News	New York, NY	Bloomberg Communications Inc	C
WBEA	FM	CHR	Southold, NY	Cherry Creek Radio LLC	C
WBGD	FM	Educational	Brick, NJ	Brick Township Board of Education	NCE
WBGO	FM	Jazz	Newark, NJ	Newark Public Radio Inc	NCE
WBHX	FM	Soft AC	Tuckerton, NJ	Press Communications LLC	C
WBJB	FM	AAA/NPR	Lincroft, NJ	Brookdale Community College	NCE
WBLI	FM	Adult CHR	Patchogue, NY	Cox Media Group	C
WBLS	FM	Urban AC	New York, NY	Inner City Broadcasting Corporation	C
WBNR	AM	Adlt Stndrd	Beacon, NY	Pamal Broadcasting Ltd	C
WBON	FM	Latino	Westhampton, NY	JVC Media LLC	C
WBPM	FM	Clsc Hits	Saugerties, NY	Pamal Broadcasting Ltd	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WBWZ	FM	Hot AC	New Paltz, NY	CC Media Holdings Inc	C
WBZO	FM	Oldies	Bay Shore, NY	Barnstable Corporation	C
WCBS	AM	News	New York, NY	CBS Corporation	C
WCBS	FM	Oldies	New York, NY	CBS Corporation	C
WCHR	FM	Clsc Rock	Manahawkin, NJ	Nassau Broadcasting Partners LP	C
WCTC	AM	Oldies	New Brunswick, NJ	Greater Media Inc	C
WCTZ	FM	AC	Port Chester, NY	Cox Media Group	C
WCUM	AM	Tropical	Bridgeport, CT	Radio Cumbre Broadcasting	C
WCVH	FM	Country	Flemington, NJ	Hunterdon Central High School	NCE
WCWP	FM	Pub/Nws/Jaz	Brookville, NY	Long Island University Public Radio	NCE
WCZX	FM	AC	Hyde Park, NY	Cumulus Media Inc	C
WDAQ	FM	Hot AC	Danbury, CT	Berkshire Broadcasting Corporation	C
WDBY	FM	Country	Patterson, NY	Cumulus Media Inc	C
WDDM	FM	Ethnic	Hazlet, NJ	WVRM Inc	NCE
WDFH	FM	Alternative	Ossining, NY	Hudson Valley Community Radio, Inc.	NCE
WDHA	FM	Rock	Dover, NJ	Greater Media Inc	C
WDJZ	AM	Divrs/Gospl	Bridgeport, CT	Peoples Broadcasting Network LLC	C
WDLC	AM	Oldies	Port Jervis, NY	CC Media Holdings Inc	C
WDNB	FM	Country	Jeffersonville, NY	Bold Gold Media Group LP	C
WDNJ	FM	Span/Chrst	Hopatcong, NJ	Youngshine Media Inc	NCE
WDST	FM	AAA	Woodstock, NY	CHET-5 Broadcasting LP	C
WDVR	FM	Variety	Delaware Township, NJ	Penn-Jersey Educational Radio Corp	NCE
WEBE	FM	AC	Westport, CT	Cumulus Media Inc	C
WEDW	FM	Variety	Stamford, CT	Connecticut Public Broadcasting Inc	NCE
WEHM	FM	Alternative	Manorville, NY	Cherry Creek Radio LLC	C
WEHN	FM	Alternative	East Hampton, NY	Cherry Creek Radio LLC	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WEOK	AM	Children	Poughkeepsie, NY	Cumulus Media Inc	C
WEPN	AM	Sports	New York, NY	ABC/Disney	C
WEZN	FM	AC	Bridgeport, CT	Cox Media Group	C
WFAF	FM	AC	Mount Kisco, NY	Cumulus Media Inc	C
WFAN	AM	Sprts/Talk	New York, NY	CBS Corporation	C
WFAR	FM	Ethnc/Relgn	Danbury, CT	Danbury Community Radio Inc	NCE
WFAS	FM	AC	Bronxville, NY	Cumulus Media Inc	C
WFAS	AM	Adlt Stndrd	White Plains, NY	Cumulus Media Inc	C
WFDU	FM	AAA	Teaneck, NJ	Fairleigh Dickinson University	NCE
WFGB	FM	ChrsContemp	Kingston, NY	Sound of Life Inc	NCE
WFME	FM	Relgn/Educa	Newark, NJ	Family Stations Inc	NCE
WFMU	FM	Variety	East Orange, NJ	Auricle Communications	NCE
WFNP	FM	Variety	Rosendale, NY	State University of New York	NCE
WFOX	FM	Clsc Rock	Norwalk, CT	Cox Media Group	C
WFRH	FM	Religion	Kingston, NY	Family Stations Inc	NCE
WFRS	FM	Religion	Smithtown, NY	Family Stations Inc	NCE
WFSO	FM	Religion	Olivebridge, NY	Redeemer Broadcasting Inc	NCE
WFTU	AM	Alternative	Riverhead, NY	Five Towns College	C
WFUV	FM	AAA	New York, NY	Fordham University	NCE
WGBB	AM	Variety	Freeport, NY	WGBB-AM Inc	C
WGCH	AM	Nws/Tlk/BNw	Greenwich, CT	BusinessTalkRadio.net Inc	C
WGHQ	AM	News/Talk	Kingston, NY	Pamal Broadcasting Ltd	C
WGHT	AM	Oldies	Pompton Lakes, NJ	Mariana Broadcasting Inc	C
WGNV	FM	AC	Newburgh, NY	Sunrise Broadcasting Corporation	C
WGNV	AM	Oldies	Newburgh, NY	Sunrise Broadcasting Corporation	C
WGWR	FM	ChrsContemp	Liberty, NY	Sound of Life Inc	NCE

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WHCR	FM	Variety	New York, NY	City College of New York	NCE
WHCY	FM	Hot AC	Blairstown, NJ	Aloha Station Trust LLC	C
WHFM	FM	Clsc Rock	Southampton, NY	Cox Media Group	C
WHLI	AM	MOR	Hempstead, NY	Barnstable Corporation	C
WHTG	FM	CHR	Eatontown, NJ	Press Communications LLC	C
WHTG	AM	Oldies	Eatontown, NJ	Press Communications LLC	C
WHTZ	FM	CHR	Newark, NJ	CC Media Holdings Inc	C
WHUD	FM	AC	Peekskill, NY	Pamal Broadcasting Ltd	C
WHVW	AM	Variety	Hyde Park, NY	Ferraro, Joseph-Paul	C
WICC	AM	Talk/News	Bridgeport, CT	Cumulus Media Inc	C
WINE	AM	Sports	Brookfield, CT	Cumulus Media Inc	C
WINS	AM	News	New York, NY	CBS Corporation	C
WJDM	AM	Span/Chrst	Elizabeth, NJ	MultiCultural Broadcasting	C
WJFF	FM	Educational	Jeffersonville, NY	Radio Catskill	NCE
WJLK	FM	Hot AC	Asbury Park, NJ	Millennium Radio Group LLC	C
WJRZ	FM	Hot AC	Manahawkin, NJ	Greater Media Inc	C
WJSV	FM	AOR	Morristown, NJ	Morris School District	NCE
WJUX	FM	Christian	Monticello, NY	Bridgelight LLC	C
WKCR	FM	Alt/Jaz/Var	New York, NY	Columbia University	NCE
WKDM	AM	Span/Asian	New York, NY	MultiCultural Broadcasting	C
WKIP	AM	News/Talk	Poughkeepsie, NY	CC Media Holdings Inc	C
WKIP	FM	News/Talk	Ellenville, NY	CC Media Holdings Inc	C
WKJY	FM	AC	Hempstead, NY	Barnstable Corporation	C
WKMB	AM	Christian	Stirling, NJ	King's Temple Ministry Inc	C
WKMK	FM	Country	Ocean Acres, NJ	Press Communications LLC	C
WKNJ	FM	Variety	Union Township, NJ	Kean University	NCE

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WKNY	AM	AC	Kingston, NY	Cumulus Media Inc	C
WKRB	FM	CHR	Brooklyn, NY	Kingsborough Community College	NCE
WKTU	FM	CHR/Rym/T40	Lake Success, NY	CC Media Holdings Inc	C
WKWZ	FM	Variety	Syosset, NY	Syosset Central School District	NCE
WKXP	FM	Country	Kingston, NY	Cumulus Media Inc	C
WLAD	AM	News/Talk	Danbury, CT	Berkshire Broadcasting Corporation	C
WLIB	AM	Black Gospl	New York, NY	Inner City Broadcasting Corporation	C
WLIE	AM	Chrst/Span	Islip, NY	Principle Broadcasting Network LLC	C
WLIM	AM	Span/Chrst	Patchogue, NY	Polnet Communications Ltd	C
WLIR	FM	Sports	Hampton Bays, NY	Jarad Broadcasting Company Incorporated	C
WLIU	FM	NPR/Nws/Jaz	Southampton, NY	Long Island University Public Radio	NCE
WLJP	FM	ChrsContemp	Monroe, NY	Sound of Life Inc	NCE
WLKA	FM	ChrsContemp	Tafton, PA	Educational Media Foundation	NCE
WLNA	AM	Adlt Stndrd	Peekskill, NY	Pamal Broadcasting Ltd	C
WLNG	FM	Oldies	Sag Harbor, NY	Main Street Broadcasting Co Inc	C
WLTW	FM	Lite AC	New York, NY	CC Media Holdings Inc	C
WLVG	FM	Soft AC	Center Moriches, NY	Barnstable Corporation	C
WMCA	AM	Chrst/Talk	New York, NY	Salem Communications Corporation	C
WMCX	FM	Alternative	West Long Branch, NJ	Monmouth University	NCE
WMFU	FM	Variety	Mount Hope, NY	Auricle Communications	NCE
WMGQ	FM	Rock AC	New Brunswick, NJ	Greater Media Inc	C
WMJC	FM	AC	Smithtown, NY	Barnstable Corporation	C
WMNJ	FM	AOR	Madison, NJ	Drew University	NCE
WMNR	FM	Classical	Monroe, CT	Town of Monroe, Connecticut	NCE
WMSC	FM	Alternative	Upper Montclair, NJ	Montclair State University	NCE
WMTR	AM	Oldies	Morristown, NJ	Greater Media Inc	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WNJC	AM	Variety	Washington Township, NJ	Forsythe Broadcasting	C
WNJE	AM	Sports	Flemington, NJ	Nassau Broadcasting I LLC (New Members)	C
WNJM	FM	Nws/Tlk/Inf	Manahawkin, NJ	New Jersey Public Broadcasting Authority	NCE
WNJO	FM	Nws/Tlk/Inf	Toms River, NJ	New Jersey Public Broadcasting Authority	NCE
WNJP	FM	Nws/Tlk/Inf	Sussex, NJ	New Jersey Public Broadcasting Authority	NCE
WNJY	FM	Nws/Tlk/Inf	Netcong, NJ	New Jersey Public Broadcasting Authority	NCE
WNLK	AM	News/Talk	Norwalk, CT	Cox Media Group	C
WNNJ	FM	Rock	Newton, NJ	CC Media Holdings Inc	C
WNSW	AM	Span/Chrst	Newark, NJ	MultiCultural Broadcasting	C
WNTI	FM	Variety	Hackettstown, NJ	Centenary College	NCE
WNYC	FM	News/Talk	New York, NY	WNYC Radio	NCE
WNYC	AM	Talk/News	New York, NY	WNYC Radio	NCE
WNYE	FM	Educa/Varty	New York, NY	NYC Board of Education	NCE
WNYG	AM	ChrsContemp	Babylon, NY	MultiCultural Broadcasting	C
WNYH	AM	Oldies	Huntington, NY	Win Radio Broadcasting Corporation	C
WNYK	FM	Rck/Alt/Cst	Nyack, NY	Nyack College	NCE
WNYM	AM	Talk	Hackensack, NJ	Salem Communications Corporation	C
WNYU	FM	Alternative	New York, NY	New York University	NCE
WOBM	AM	Adlt Stndrd	Lakewood Township, NJ	Millennium Radio Group LLC	C
WOBM	FM	Soft Rock	Toms River, NJ	Millennium Radio Group LLC	C
WOR	AM	News/Talk	New York, NY	Buckley Broadcasting Corporation	C
WOSR	FM	Nws/Tlk/Inf	Middletown, NY	WAMC/Northeast Public Radio	NCE
WOSS	FM	Urban CHR	Ossining, NY	Union Free School District #1	NCE
WPAT	AM	Ethnc/Intnl	Paterson, NJ	MultiCultural Broadcasting	C
WPAT	FM	Spanish AC	Paterson, NJ	Spanish Broadcasting System	C
WPDA	FM	Clsc Rock	Jeffersonville, NY	Cumulus Media Inc	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WPDH	FM	Clsc Rock	Poughkeepsie, NY	Cumulus Media Inc	C
WPKF	FM	CHR	Poughkeepsie, NY	CC Media Holdings Inc	C
WPKM	FM	Variety	Montauk, NY	WPKN Inc	NCE
WPKN	FM	Variety	Bridgeport, CT	WPKN Inc	NCE
WPLJ	FM	Hot AC	New York, NY	Citadel Communications	C
WPOB	FM	Variety	Plainview, NY	Plainview-Old Bethpage Central School District	NCE
WPSC	FM	Alternative	Wayne, NJ	William Patterson College of New Jersey	NCE
WPTY	FM	CHR/Rhymc	Calverton-Roanoke, NY	JVC Media LLC	C
WPUT	AM	Sports	Brewster, NY	Cumulus Media Inc	C
WQBU	FM	Mexican	Garden City, NY	Broadcasting Media Partners Inc	C
WQEW	AM	Family Hits	New York, NY	ABC/Disney	C
WQHT	FM	Rhymc/CHR	New York, NY	Emmis Communications	C
WQXR	FM	Classical	Newark, NJ	WNYC Radio	C
WRAT	FM	AOR/ClRck	Point Pleasant, NJ	Greater Media Inc	C
WRCN	FM	Clsc Rock	Riverhead, NY	Barnstable Corporation	C
WRCR	AM	Soft AC	Spring Valley, NY	Alexander Broadcasting Inc	C
WRDR	FM	Christian	Freehold Township, NJ	Bridgelight LLC	NCE
WREF	AM	Oldies	Ridgefield, CT	Berkshire Broadcasting Corporation	C
WRHU	FM	Variety	Hempstead, NY	Hofstra University	NCE
WRHV	FM	Classical	Poughkeepsie, NY	WMHT Educational Telecommunications	NCE
WRIV	AM	Adlt Stndrd	Riverhead, NY	Tria, Vincent	C
WRKI	FM	Clsc Rock	Brookfield, CT	Cumulus Media Inc	C
WRKL	AM	Polish	New City, NY	Polnet Communications Ltd	C
WRKS	FM	Urban AC	New York, NY	Emmis Communications	C
WRLI	FM	Talk	Southampton, NY	Connecticut Public Broadcasting Inc	NCE
WRNJ	AM	Old/Nws/Tlk	Hackettstown, NJ	WRNJ Radio	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WRNQ	FM	Soft Rock	Poughkeepsie, NY	CC Media Holdings Inc	C
WRPJ	FM	ChrsContemp	Port Jervis, NY	Sound of Life Inc	NCE
WRPR	FM	CHR	Mahwah, NJ	Ramapo College of New Jersey	NCE
WRRB	FM	Alternative	Arlington, NY	Cumulus Media Inc	C
WRRV	FM	Alternative	Middletown, NY	Cumulus Media Inc	C
WRSU	FM	Alternative	New Brunswick, NJ	Rutgers University Board of Governors	NCE
WRVP	AM	Span/Chrst	Mt. Kisco, NY	Radio Vision Cristiana Management Corp	NCE
WRWD	FM	Country	Highland, NY	CC Media Holdings Inc	C
WRWD	AM	Nws/Tlk/Inf	Ellenville, NY	CC Media Holdings Inc	C
WRXC	FM	Classical	Shelton, CT	Town of Monroe, Connecticut	NCE
WRXP	FM	Adult Rock	New York, NY	Emmis Communications	C
WSHR	FM	Varty/Jazz	Lake Ronkonkoma, NY	Sachem Central School District Holbrook	NCE
WSHU	AM	News/Clsc	Westport, CT	Sacred Heart University Incorporated	NCE
WSHU	FM	NPR/Nws/Clc	Fairfield, CT	Sacred Heart University Incorporated	NCE
WSIA	FM	Alternative	Staten Island, NY	College of Staten Island	NCE
WSKQ	FM	Tropical	New York, NY	Spanish Broadcasting System	C
WSLX	FM	Variety	New Canaan, CT	St Luke's Foundation Inc	NCE
WSNR	AM	Ethnic	Jersey City, NJ	Blackstrap Broadcasting LLC	C
WSOU	FM	Rock	South Orange, NJ	Seton Hall University	NCE
WSPK	FM	CHR	Poughkeepsie, NY	Pamal Broadcasting Ltd	C
WSTC	AM	News/Talk	Stamford, CT	Cox Media Group	C
WSUF	FM	NPR/Nws/Tlk	Noyack, NY	Sacred Heart University Incorporated	NCE
WSUL	FM	Hot AC	Monticello, NY	Watermark Communications LLC	C
WSUS	FM	Soft Rock	Franklin, NJ	CC Media Holdings Inc	C
WTBQ	AM	Talk/Oldes	Warwick, NY	FST Broadcasting Corp	C
WTHE	AM	Gospel	Mineola, NY	Universal Broadcasting	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WTOC	AM	Oldies	Newton, NJ	Aloha Station Trust LLC	C
WTSX	FM	Country	Port Jervis, NY	CC Media Holdings Inc	C
WUSB	FM	Educational	Stony Brook, NY	State University of New York	NCE
WVBH	FM	ChrsContemp	Beach Haven West, NJ	Priority Radio Inc	NCE
WVIP	FM	Ethnic	New Rochelle, NY	Hudson Westchester	C
WVKR	FM	Alternative	Poughkeepsie, NY	Vassar College	NCE
WVNJ	AM	News/Talk	Oakland, NJ	Universal Broadcasting	C
WVOF	FM	Variety	Fairfield, CT	Fairfield University	NCE
WVOS	FM	Clsc Hits	Liberty, NY	Watermark Communications LLC	C
WVOS	AM	Talk	Liberty, NY	Watermark Communications LLC	C
WVOX	AM	Nws/Tlk/Inf	New Rochelle, NY	Hudson Westchester	C
WVPH	FM	Educational	Piscataway, NJ	Piscataway Board of Education	NCE
WWFS	FM	AC	New York, NY	CBS Corporation	C
WWLE	AM	News/Talk	Cornwall, NY	Stewart, Charles	C
WWNJ	FM	Classical	Toms River Township, NJ	Mercer County Community College	NCE
WWPR	FM	Urban	New York, NY	CC Media Holdings Inc	C
WWPT	FM	AOR	Westport, CT	Westport, CT Board of Education	NCE
WWRL	AM	Urban/Talk	New York, NY	Access.1 Communications	C
WWRU	AM	Ethnic	Jersey City, NJ	MultiCultural Broadcasting	C
WWRV	AM	Span/Chrst	New York, NY	Radio Vision Cristiana Management Corp	NCE
WWTR	AM	Ethnic	Bridgewater, NJ	EBC Radio	C
WWYY	FM	New Rock	Belvidere, NJ	Nassau Broadcasting I LLC (New Members)	C
WWZY	FM	Soft AC	Long Branch, NJ	Press Communications LLC	C
WXBA	FM	Variety	Brentwood, NY	Brentwood Union Free School District	NCE
WXCI	FM	Eclectic	Danbury, CT	Western Connecticut State University	NCE
WXLM	FM	News/Talk	Montauk, NY	Citadel Communications	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WXMC	AM	Span/CCtmp	Parsippany-Troy Hill, NJ	Chladek, James	C
WXNY	FM	Spanish AC	New York, NY	Broadcasting Media Partners Inc	C
WXPB	FM	AAA	Briarcliff Manor, NY	Pamal Broadcasting Ltd	C
WXRK	FM	Top 40	New York, NY	CBS Corporation	C
WYGG	FM	Ethnc/Varty	Asbury Park, NJ	Minority Business & Housing Development Inc	NCE
WYRS	FM	Christian	Manahawkin, NJ	WYRS Broadcasting	NCE
WZAD	FM	Country	Wurtsboro, NY	Cumulus Media Inc	C
WZRC	AM	Asian	New York, NY	MultiCultural Broadcasting	C

New York DMA Multicast Radio Streams

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WALK-HD2	F2	Country	Patchogue, NY	Aloha Station Trust LLC	C
WAWZ-HD2	F2	Religion	Zarephath, NJ	Pillar of Fire	C
WAWZ-HD3	F3	CCtmp/Rock	Zarephath, NJ	Pillar of Fire	C
WAXQ-HD2	F2	Clsc Rock	New York, NY	CC Media Holdings Inc	C
WCBS-HD2	F2	Jack	New York, NY	CBS Corporation	C
WCBS-HD3	F3	News	New York, NY	CBS Corporation	C
WEBE-HD2	F2	AC	Westport, CT	Cumulus Media Inc	C
WGNY-HD2	F2	Oldies	Newburgh, NY	Sunrise Broadcasting Corporation	C
WGNY-HD3	F3	Country	Newburgh, NY	Sunrise Broadcasting Corporation	C
WHTZ-HD2	F2	CHR	Newark, NJ	CC Media Holdings Inc	C
WJLK-HD2	F2	Hot AC	Asbury Park, NJ	Millennium Radio Group LLC	C
WKTU-HD2	F2	Pride	Lake Success, NY	CC Media Holdings Inc	C
WLTW-HD2	F2	Lite AC	New York, NY	CC Media Holdings Inc	C
WPLJ-HD2	F2	Oldies	New York, NY	Citadel Communications	C
WPLJ-HD3	F3	News/Talk	New York, NY	Citadel Communications	C
WQBU-HD2	F2	Mexican	Garden City, NY	Broadcasting Media Partners Inc	C
WQHT-HD2	F2	Hip Hop	New York, NY	Emmis Communications	C
WQXR-HD2	F2	SpnAC/Rhymc	Newark, NJ	WNYC Radio	C
WRKS-HD2	F2	Ethnic	New York, NY	Emmis Communications	C
WRXP-HD2	F2	Smooth Jazz	New York, NY	Emmis Communications	C
WWFS-HD2	F2	AAA	New York, NY	CBS Corporation	C
WWFS-HD3	F3	News	New York, NY	CBS Corporation	C
WWPR-HD2	F2	Hip Hop	New York, NY	CC Media Holdings Inc	C
WXRK-HD2	F2	Alternative	New York, NY	CBS Corporation	C

WPIX(TV), New York, NY

FCC Form 314

Exhibit 16

Attachment 4

Appendix E-2

Page 2

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WXRK-HD3	F3	Sprts/Talk	New York, NY	CBS Corporation	C

New York FCC Geographic Market Radio Stations

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WABC	AM	News/Talk	New York, NY	Citadel Broadcasting Corporation	C
WADB	AM	Sports	Asbury Park, NJ	Millennium Radio Group LLC	C
WADO	AM	Spn/Nws/Spt	New York, NY	Broadcasting Media Partners Inc	C
WALK	FM	AC	Patchogue, NY	Aloha Station Trust LLC	C
WALK	AM	Nostalgia	Patchogue, NY	Aloha Station Trust LLC	C
WARY	FM	Variety	Valhalla, NY	Westchester Community College	NCE
WAWZ	FM	ChrsContemp	Zarephath, NJ	Pillar of Fire	C
WAXQ	FM	Clsc Rock	New York, NY	CC Media Holdings Inc	C
WBAB	FM	Clsc Rock	Babylon, NY	Cox Media Group	C
WBAI	FM	Eclectic	New York, NY	Pacifica Foundation	NCE
WBAZ	FM	AC	Bridgehampton, NY	Cherry Creek Radio LLC	C
WBBR	AM	News	New York, NY	Bloomberg Communications Inc	C
WBEA	FM	CHR	Southold, NY	Cherry Creek Radio LLC	C
WBGO	FM	Jazz	Newark, NJ	Newark Public Radio Inc	NCE
WBJB	FM	AAA/NPR	Lincroft, NJ	Brookdale Community College	NCE
WBLI	FM	Adult CHR	Patchogue, NY	Cox Media Group	C
WBLS	FM	Urban AC	New York, NY	Inner City Broadcasting Corporation	C
WBON	FM	Latino	Westhampton, NY	JVC Media LLC	C
WBZO	FM	Oldies	Bay Shore, NY	Barnstable Corporation	C
WCBS	FM	Oldies	New York, NY	CBS Corporation	C
WCBS	AM	News	New York, NY	CBS Corporation	C
WCTC	AM	Oldies	New Brunswick, NJ	Greater Media Inc	C
WCTZ	FM	AC	Port Chester, NY	Cox Media Group	C
WCWP	FM	Pub/Nws/Jaz	Brookville, NY	Long Island University Public Radio	NCE

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WDBY	FM	Country	Patterson, NY	Cumulus Media Inc	C
WDDM	FM	Ethnic	Hazlet, NJ	WVRM Inc	NCE
WDFH	FM	Alternative	Ossining, NY	Hudson Valley Community Radio, Inc.	NCE
WDHA	FM	Rock	Dover, NJ	Greater Media Inc	C
WEBE	FM	AC	Westport, CT	Cumulus Media Inc	C
WEDW	FM	Variety	Stamford, CT	Connecticut Public Broadcasting Inc	NCE
WEHM	FM	Alternative	Manorville, NY	Cherry Creek Radio LLC	C
WEHN	FM	Alternative	East Hampton, NY	Cherry Creek Radio LLC	C
WEPN	AM	Sports	New York, NY	ABC/Disney	C
WFAF	FM	AC	Mount Kisco, NY	Cumulus Media Inc	C
WFAN	AM	Sprts/Talk	New York, NY	CBS Corporation	C
WFAS	FM	AC	Bronxville, NY	Cumulus Media Inc	C
WFAS	AM	Adlt Stndrd	White Plains, NY	Cumulus Media Inc	C
WFDU	FM	AAA	Teaneck, NJ	Fairleigh Dickinson University	NCE
WFME	FM	Relgn/Educa	Newark, NJ	Family Stations Inc	NCE
WFMU	FM	Variety	East Orange, NJ	Auricle Communications	NCE
WFOX	FM	Clsc Rock	Norwalk, CT	Cox Media Group	C
WFRS	FM	Religion	Smithtown, NY	Family Stations Inc	NCE
WFTU	AM	Alternative	Riverhead, NY	Five Towns College	C
WFUV	FM	AAA	New York, NY	Fordham University	NCE
WGBB	AM	Variety	Freeport, NY	WGBB-AM Inc	C
WGCH	AM	Nws/Tlk/BNw	Greenwich, CT	BusinessTalkRadio.net Inc	C
WGHT	AM	Oldies	Pompton Lakes, NJ	Mariana Broadcasting Inc	C
WHCR	FM	Variety	New York, NY	City College of New York	NCE
WHFM	FM	Clsc Rock	Southampton, NY	Cox Media Group	C
WHLI	AM	MOR	Hempstead, NY	Barnstable Corporation	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WHTG	FM	CHR	Eatontown, NJ	Press Communications LLC	C
WHTG	AM	Oldies	Eatontown, NJ	Press Communications LLC	C
WHTZ	FM	CHR	Newark, NJ	CC Media Holdings Inc	C
WHUD	FM	AC	Peekskill, NY	Pamal Broadcasting Ltd	C
WINS	AM	News	New York, NY	CBS Corporation	C
WJDM	AM	Span/Chrst	Elizabeth, NJ	MultiCultural Broadcasting	C
WJLK	FM	Hot AC	Asbury Park, NJ	Millennium Radio Group LLC	C
WJSV	FM	AOR	Morristown, NJ	Morris School District	NCE
WKCR	FM	Alt/Jaz/Var	New York, NY	Columbia University	C
WKDM	AM	Span/Asian	New York, NY	MultiCultural Broadcasting	C
WKJY	FM	AC	Hempstead, NY	Barnstable Corporation	C
WKMB	AM	Christian	Stirling, NJ	King's Temple Ministry Inc	C
WKNJ	FM	Variety	Union Township, NJ	Kean University	NCE
WKRБ	FM	CHR	Brooklyn, NY	Kingsborough Community College	NCE
WKTU	FM	CHR/Rym/T40	Lake Success, NY	CC Media Holdings Inc	C
WKWZ	FM	Variety	Syosset, NY	Syosset Central School District	NCE
WLIB	AM	Black Gospł	New York, NY	Inner City Broadcasting Corporation	C
WLIE	AM	Chrst/Span	Islip, NY	Principle Broadcasting Network LLC	C
WLIM	AM	Span/Chrst	Patchogue, NY	Polnet Communications Ltd	C
WLIR	FM	Sports	Hampton Bays, NY	Jarad Broadcasting Company Incorporated	C
WLIU	FM	NPR/Nws/Jaz	Southampton, NY	Long Island University Public Radio	NCE
WLNA	AM	Adlt Stndrd	Peekskill, NY	Pamal Broadcasting Ltd	C
WLNG	FM	Oldies	Sag Harbor, NY	Main Street Broadcasting Co Inc	C
WLTW	FM	Lite AC	New York, NY	CC Media Holdings Inc	C
WLVG	FM	Soft AC	Center Moriches, NY	Barnstable Corporation	C
WMCA	AM	Chrst/Talk	New York, NY	Salem Communications Corporation	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WMCX	FM	Alternative	West Long Branch, NJ	Monmouth University	NCE
WMGQ	FM	Rock AC	New Brunswick, NJ	Greater Media Inc	C
WMJC	FM	AC	Smithtown, NY	Barnstable Corporation	C
WMNJ	FM	AOR	Madison, NJ	Drew University	NCE
WMSC	FM	Alternative	Upper Montclair, NJ	Montclair State University	NCE
WMTR	AM	Oldies	Morristown, NJ	Greater Media Inc	C
WNJC	AM	Variety	Washington Township, NJ	Forsythe Broadcasting	C
WNLK	AM	News/Talk	Norwalk, CT	Cox Media Group	C
WNSW	AM	Span/Chrst	Newark, NJ	MultiCultural Broadcasting	C
WNYC	FM	News/Talk	New York, NY	WNYC Radio	NCE
WNYC	AM	Talk/News	New York, NY	WNYC Radio	NCE
WNYE	FM	Educa/Varty	New York, NY	NYC Board of Education	NCE
WNYG	AM	ChrsContemp	Medford, NY	MultiCultural Broadcasting	C
WNYH	AM	Oldies	Huntington, NY	Win Radio Broadcasting Corporation	C
WNYK	FM	Rck/Alt/Cst	Nyack, NY	Nyack College	NCE
WNYM	AM	Talk	Hackensack, NJ	Salem Communications Corporation	C
WNYU	FM	Alternative	New York, NY	New York University	NCE
WOR	AM	News/Talk	New York, NY	Buckley Broadcasting Corporation	C
WOSS	FM	Urban CHR	Ossining, NY	Union Free School District #1	NCE
WPAT	FM	Spanish AC	Paterson, NJ	Spanish Broadcasting System	C
WPAT	AM	Ethnc/Intnl	Paterson, NJ	MultiCultural Broadcasting	C
WPLJ	FM	Hot AC	New York, NY	Citadel Broadcasting Corporation	C
WPOB	FM	Variety	Plainview, NY	Plainview-Old Bethpage Central School District	NCE
WPSC	FM	Alternative	Wayne, NJ	William Patterson College of New Jersey	NCE
WPTY	FM	CHR/Rhymc	Calverton-Roanoke, NY	JVC Media LLC	C
WPUT	AM	Sports	Brewster, NY	Cumulus Media Inc	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WQBU	FM	Mexican	Garden City, NY	Broadcasting Media Partners Inc	C
WQEW	AM	Family Hits	New York, NY	ABC/Disney	C
WQHT	FM	Rhymc/CHR	New York, NY	Emmis Communications	C
WQXR	FM	Classical	Newark, NJ	WNYC Radio	C
WRCN	FM	Clsc Rock	Riverhead, NY	Barnstable Corporation	C
WRCR	AM	Soft AC	Spring Valley, NY	Alexander Broadcasting Inc	C
WRDR	FM	Christian	Freehold Township, NJ	Bridgelight LLC	NCE
WRHU	FM	Variety	Hempstead, NY	Hofstra University	NCE
WRIV	AM	Adlt Stndrd	Riverhead, NY	Tria, Vincent	C
WRKL	AM	Polish	New City, NY	Polnet Communications Ltd	C
WRKS	FM	Urban AC	New York, NY	Emmis Communications	C
WRLI	FM	Talk	Southampton, NY	Connecticut Public Broadcasting Inc	NCE
WRPR	FM	CHR	Mahwah, NJ	Ramapo College of New Jersey	NCE
WRSU	FM	Alternative	New Brunswick, NJ	Rutgers University Board of Governors	NCE
WRVP	AM	Span/Chrst	Mt. Kisco, NY	Radio Vision Cristiana Management Corp	NCE
WRXP	FM	Adult Rock	New York, NY	Emmis Communications	C
WSHR	FM	Varty/Jazz	Lake Ronkonkoma, NY	Sachem Central School District Holbrook	NCE
WSHU	AM	News/Clsc	Westport, CT	Sacred Heart University Incorporated	NCE
WSIA	FM	Alternative	Staten Island, NY	College of Staten Island	NCE
WSKQ	FM	Tropical	New York, NY	Spanish Broadcasting System	C
WSLX	FM	Variety	New Canaan, CT	St Luke's Foundation Inc	NCE
WSNR	AM	Ethnic	Jersey City, NJ	Blackstrap Broadcasting LLC	C
WSOU	FM	Rock	South Orange, NJ	Seton Hall University	NCE
WSTC	AM	News/Talk	Stamford, CT	Cox Media Group	C
WSUF	FM	NPR/Nws/Tlk	Noyack, NY	Sacred Heart University Incorporated	NCE
WTHE	AM	Gospel	Mineola, NY	Universal Broadcasting	C

CALLS	AM/FM	Format	City/St. of License	Owner	C/NCE
WUSB	FM	Educational	Stony Brook, NY	State University of New York	NCE
WVIP	FM	Ethnic	New Rochelle, NY	Hudson Westchester	C
WVNJ	AM	News/Talk	Oakland, NJ	Universal Broadcasting	C
WVOX	AM	Nws/Tlk/Inf	New Rochelle, NY	Hudson Westchester	C
WVPH	FM	Educational	Piscataway, NJ	Piscataway Board of Education	NCE
WWFS	FM	AC	New York, NY	CBS Corporation	C
WWPR	FM	Urban	New York, NY	CC Media Holdings Inc	C
WWPT	FM	AOR	Westport, CT	Westport, CT Board of Education	NCE
WWRL	AM	Urban/Talk	New York, NY	Access.1 Communications	C
WWRU	AM	Ethnic	Jersey City, NJ	MultiCultural Broadcasting	C
WWRV	AM	Span/Chrst	New York, NY	Radio Vision Cristiana Management Corp	NCE
WWTR	AM	Ethnic	Bridgewater, NJ	EBC Radio	C
WWZY	FM	Soft AC	Long Branch, NJ	Press Communications LLC	C
WXBA	FM	Variety	Brentwood, NY	Brentwood Union Free School District	NCE
WXLM	FM	News/Talk	Montauk, NY	Citadel Broadcasting Corporation	C
WXMC	AM	Span/CCtmp	Parsippany-Troy Hill, NJ	Chladek, James	C
WXNY	FM	Spanish AC	New York, NY	Broadcasting Media Partners Inc	C
WXPk	FM	AAA	Briarcliff Manor, NY	Pamal Broadcasting Ltd	C
WXRK	FM	Top 40	New York, NY	CBS Corporation	C
WYGG	FM	Ethnc/Varty	Asbury Park, NJ	Minority Business & Housing Development Inc	NCE
WZRC	AM	Asian	New York, NY	MultiCultural Broadcasting	C

New York DMA LPFM Stations

CALLS	Format	City/St. of License	Owner
WAPP-LP	Religion	Westhampton, NY	Aquila Broadcasting Corp
WELV-LP	Variety	Ellenville, NY	Ellenville Central School District
WKHV-LP	Relig Music	Kingston, NY	Kingston Outreach Services
WKUY-LP	Religion	Newport, NY	West Canada Christian Resources
WLIX-LP	Variety	Ridge, NY	Pine Barrens Broadcasting
WSVV-LP	Religion	Center Moriches, NY	Savior's Voice Broadcasting Company,
WUPC-LP	Span/Relgn	Arrowhead Village, NJ	Radio Alerta



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NATIONALS









A&E	265	ESPN	206	ION Television	305	Science Channel	284
ABC Family	311	ESPN U	614	ION Television West	347	ShopNBC	316
American Movie Classics (AMC)	254	ESPN2	209	Independent Film Channel (IFC)	550	Sleuth	308
Animal Planet	282	ESPNEWS	207	Investigation Discovery (ID)	285	Speed Channel	607
BBC America	264	EWTN	370	Jewelry Television	313	Spike	241
BYU TV	374	Enlace Christian Television	448	Jewish Life Television	366	Style	235
Big Ten Network	610	FX	248	Lifetime	252	Syfy Channel	244
Biography Channel	266	Fine Living	232	Lifetime Movie Network	253	TBS	247
Black Entertainment Television (BET)	329	Fit TV	261	LinkTV	375	TCT Network	377
Bloomberg Television	353	Food Network	231	Logo	272	TNT	245
Boomerang	298	Fox Business Network	359	MHz WORLDVIEW	2183	TV Guide Network	237
Bravo	273	Fox Movie Channel	258	MLB Network	213	TV Land	304
CMT	327	Fox News Channel	360	MSNBC	356	TV One	328
CNBC	355	Fox Reality	250	MTV	331	TeenNick	303
CNBC World	357	Fuel	618	MTV2	333	Tennis Channel	217
CNN	202	Fuse	339	Military Channel	287	The 101 Network HD	101
CSPAN 1	350	G4	310	NASA TV	283	The Learning Channel	280
CSPAN 2	351	GEM NET (Global Expansion Media Network)	2068	NBA TV	216	The Sportsman Channel	605
Cartoon Network (East)	296	GOD TV	365	NFL Network	212	The Word Network	373
Cartoon Network (West)	297	GSN, the network for games	309	NHL Network	215	Travel Channel	277
Centric	330	Galavision	404	NRB	378	Trinity Broadcasting Network (TBN)	372
Chiller	257	GemsTV	233	National Geographic Channel	276	TruTV	246
Christian Television Network (CTN)	376	Golf Channel	218	Nick Jr.	301	Turner Classic Movies (TCM)	256
Church Channel	371	Gospel Music Channel	338	Nickelodeon (East)	299	USA Network	242
Comedy Central	249	Great American Country	326	Nickelodeon (West)	300	Univision	402
Current TV	358	HD Theater	281	Nicktoons Network	302	V-me	440
DIY Network	230	HDNet	306	ONCE México	447	VH1	335
Daystar	369	HITN	438	Ovation TV	274	VH1 Classic	337
Discovery Channel	278	Hallmark Channel	312	Oxygen	251	Versus	603
Discovery Health	279	Headline News	204	PBS	0	WE: Women's Entertainment	260
Discovery Kids	294	History Channel	269	PBS Kids Sprout	295	WGN America	307
Disney Channel (East)	290	History International	271	Planet Green	286	Weather Channel	362
Disney Channel (West)	291	Home & Garden Television (HGTV)	229	QVC	275	World Harvest Television	367
Disney XD	292	Home Shopping Network	240	RFD TV	345		
Documentary Channel	263	Hope	368	ReelzChannel	238		
E! Entertainment	236	INSP	364	SOAPnet	262		

PREMIUMS

CBS College Sports	613	Encore Westerns	538	HBO Latino	511	Starz Comedy HD	526
Cinemax East	512	Flix	557	HBO Signature	503	Starz Edge	529
Cinemax West	514	Fox Soccer Channel	619	MoreMAX	513	Starz InBlack	530
ESPN Classic Sports	208	Fox Sports en Espanol	624	Outdoor Channel	606	Starz Kids & Family HD	525
Encore (East)	535	Go!TV	620	SHOWTIME	545	Sundance Channel	558
Encore (West)	536	HBO (East)	501	SHOWTIME (West)	546	TVG - The Interactive Horseracing Network	602
Encore Action	541	HBO (West)	504	SHOWTIME 2	547	The Movie Channel (West)	555
Encore Drama	540	HBO 2 (East)	502	SHOWTIME Extreme	549	The Movies Channel	554
Encore Love	537	HBO 2 (West)	505	SHOWTIME Showcase	548	(East)	
Encore Mystery	539	HBO Family (East)	507	Starz (East)	527		
Encore Wam	542	HBO Family (West)	508	Starz (West)	528		

REGIONAL SPORT NETWORKS

MSG Plus 635	635	Madison Square Garden	634	SportsNet New York 639	639	Yankee Ent. & Sports (YES)	631
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SATELLITE RADIO							
SONICTAP: 60's Revolution	803	SONICTAP: College Rock	831	SONICTAP: Italian Bistro Blend	881	SONICTAP: Regional Mexican	873
SONICTAP: 70's Hits	804	SONICTAP: Dance	859	SONICTAP: Italian Contemporary	882	SONICTAP: Retro Disco	845
SONICTAP: 8-Tracks	840	SONICTAP: Familiar Favorites	880	SONICTAP: Jazz	852	SONICTAP: Rock en Espanol	878
SONICTAP: 80's Hits	805	SONICTAP: Fiesta Tropical	870	SONICTAP: Latin Hits	871	SONICTAP: Salsa	874
SONICTAP: 90's Hits	806	SONICTAP: Flashback/New Wave	839	SONICTAP: Latin Jazz	879	SONICTAP: Showtunes	823
SONICTAP: Adult Alternative	832	SONICTAP: Folk Rock	813	SONICTAP: Light Classical	866	SONICTAP: Silky Soul	843
SONICTAP: Adult Contemporary	821	SONICTAP: Full Metal Jacket	830	SONICTAP: Love Songs	819	SONICTAP: Silver Screen	822
SONICTAP: Alternative	834	SONICTAP: Gospel Glory	827	SONICTAP: Malt Shop Oldies	802	SONICTAP: Singer-Songwriters	836
SONICTAP: Bailamos!	869	SONICTAP: Great Standards	855	SONICTAP: Mariachi	876	SONICTAP: Smooth Jazz	851
SONICTAP: Be-Tween	867	SONICTAP: Groove Lounge	824	SONICTAP: Metro Blend	853	SONICTAP: Soft Hits	849
SONICTAP: Beautiful Instrumentals	820	SONICTAP: Hair Guitar	829	SONICTAP: Modern Country	814	SONICTAP: Spike	841
SONICTAP: Big Band/Swing	801	SONICTAP: Hallelujah	828	SONICTAP: Modern Workout	860	SONICTAP: SubTerranean	858
SONICTAP: Bluegrass	812	SONICTAP: Hit Country	809	SONICTAP: Musica De Las Americas	872	SONICTAP: Symphonic	864
SONICTAP: Blues	854	SONICTAP: Holidays & Happenings	815	SONICTAP: New Age	856	SONICTAP: The Boombox	846
SONICTAP: Carnival Brasileiro	877	SONICTAP: Honky Tonk Tavern	811	SONICTAP: Old School Funk	844	SONICTAP: The Playground	868
SONICTAP: Classic Hits Blend	837	SONICTAP: Hot Jamz	825	SONICTAP: PUMP!	861	SONICTAP: The Spirit	826
SONICTAP: Classic Jazz Vocal Blend	850	SONICTAP: Hottest Hits	818	SONICTAP: Piano	865	SONICTAP: Today's Hits	816
SONICTAP: Classic R&B	842	SONICTAP: Hurbano	875	SONICTAP: Rat Pack	807	SONICTAP: Traditional Country	808
SONICTAP: Classic Rock	833	SONICTAP: Hype	847	SONICTAP: Reality Bites	838	SONICTAP: Tranquility	884
SONICTAP: Classic Rock Workout	862	SONICTAP: Ink'd	835	SONICTAP: Red, Rock and Blues	810	SONICTAP: Y2k Hits	817
SONICTAP: Coffeehouse Rock	848	SONICTAP: Irish	883	SONICTAP: Reggae	863	SONICTAP: Zen	857
LOCALS							
NJN (PBS)	50	WLIW (PBS)	21	WNYE	25	WSAH	43
WABC (ABC)	 7	WLNY	55	WNYN	39	WWOR (MNT)	 9
WCBS (CBS)	 2	WMBC	63	WNYW (FOX)	 5	WXTV	41
WEDW (PBS)	 49	WNBC (NBC)	 4	WPIX (CW)	 11		
WFME	66	WNET (PBS)	 13	WPXN	31		
WFUT	68	WNJU	47	WRNN	62		



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<input checked="" type="radio"/> All Channels	<input type="radio"/> Family	<input type="radio"/> Education/Learning	<input type="radio"/> Religious
<input type="radio"/> Lifestyle Entertainment	<input type="radio"/> Movies	<input type="radio"/> Music	<input type="radio"/> Shopping
<input type="radio"/> News/Informational	<input type="radio"/> Sports	<input type="radio"/> Public Interest	<input type="radio"/> Audio
4 DECADES OF MUSIC	931	40'S ON 4-40'S HITS	6004
5 STAR MAX HD	9441	90'S ON 9-90'S HITS	6009
ABC FAMILY	180	AC/DC RADIO	6019
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CD-BYU RADIO NETWORK	980	CD-CASHMERE	956
CD-CONCRETE BEATS	963	CD-EASY INSTRUMENTALS	973
CD-ENSEMBLE	971	CD-ESTILOS	821
CD-ESTILOS	964	CD-FEEDBACK	960
CD-FIESTA MEXICANA	820	CD-FIESTA MEXICANA	965
CD-FREQUENCY	966	CD-HAWAIIAN MUSIC	981
CD-IMPRESSIONS	968	CD-INK'D	961
CD-INTERMEZZO	972	CD-JAZZ TRADITIONS	967
CD-JUKEBOX GOLD	953	CD-KIDTUNES	976
CD-KINGSTON	979	CD-LUCILLE	978

CD-NASHVILLE USA	952	CD-NUJAZZ	962
CD-PLAZA	970	CD-RAWHIDE	951
CD-ROCK SHOW	959	CD-SCREEN DOOR	950
CD-SONGBOOK	954	CD-STROBE	958
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SPORTS ALTERNATE	447	SPORTS ALTERNATE	448
SPORTS ALTERNATE	450	SPORTS ALTERNATE	451
SPORTS ALTERNATE	452	SPORTS ALTERNATE	453
SPORTS ALTERNATE	473	SPORTS ALTERNATE	474
SPORTS ALTERNATE	475	SPORTS ALTERNATE	476
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**New York, NY 10027**

Sun Apr 25 2010 10:50:51 Mountain Daylight Time




LOCAL NETWORK PACKAGE**Congratulations!** This address is eligible for the:










New York, NY Local Network Package

Please note: Channels denoted by "HD" are in high definition. Those without this notation are only available in standard definition.

If you do not see HD local channels currently available in your area, you may still be able to receive them via a high definition off-air antenna.

Local channels currently available in this package:**Locals Package – \$5.99 per month***

Station	Local Channel Number	Dish Channel Number
 NEW YORK MNT–WWOR	9	8105
NEW YORK IND–WSAH	43	8119
NEW YORK IND–WFME	66	8117
NEW YORK AZTECA–WNYN	39	8118
 NEW YORK IND–WMBC	63	8115
 NEW YORK PBS–WLIW	21	8112
NEW YORK The CW–WPIX	11	8104
NEW YORK ABC–WABC	7	6300

			
	NEW YORK FOX-WNYW HD	5	6303
	NEW YORK FOX-WNYW	5	8103
	NEW YORK CBS-WCBS	2	6301
	NEW YORK PBS-WNET	13	8106
	NEW YORK ABC-WABC HD	7	6300
	NEW YORK PBS-WNJB	58	8113
	NEW YORK IND-WLNY	55	8107
	NEW YORK TELEF-WFTY	67	8110
	NEW YORK TMND0-WNJU	47	8109
	NEW YORK NBC-WNBC	4	8102
	NEW YORK CW - WPIX HD	11	6304
	NEW YORK IND-WRNN	62	8116
	NEW YORK UNVSN-WXTV	41	8108
	NEW YORK CBS-WCBS HD	2	6301
	NEW YORK CW-WPIX	11	6304
	NEW YORK NBC-WNBC HD	4	6302

SUPERSTATIONS

Congratulations! This address is eligible for all Superstations.

Superstations – \$5.99 per month**

Station	Affiliate	Dish Channel Number
NEW YORK WB-WPIX	WB	234
DENVER WB-KWGN	WB	235
NEW YORK UPN-WWOR	UPN	8105
LOS ANGELES WB- KTLA	WB	232
BOSTON UPN-WSBK	UPN	236

Regional and Collegiate Sports Networks are available with America's Top 120 Plus or higher.

Station
MSG
Sportsnet New York
MSG+

*Locals for non-qualifying packages are \$5.99 per month. Call 1-888-884-2741 for additional details.

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Local Cable Programming in New York Market¹

- New York 1/NY1 Noticias -- 24 hour local news channel covering New York²
 - Distributed on Time Warner Cable and Cablevision systems throughout the New York market in English and Spanish format³
 - Distributed on Time Warner Cable systems in standard format, high definition format, and as an on-demand service⁴
 - In addition to news programming, programming includes “Inside City Hall,” an evening public affairs program, “On Stage,” a cultural program devoted to theater, and “The Call,” a program that allows viewers to use an on-line tool to vote on the selection and order of stories from a list posted by the show’s producers⁵
- News 12 -- 24 hour news channel covering New York⁶
 - Distributed by Cablevision systems throughout the New York market, with versions for Brooklyn,⁷ the Bronx,⁸ Long Island,⁹ New Jersey,¹⁰ and Connecticut¹¹
 - This channel is also locally branded and distributed by Comcast in Meadowlands, New Jersey¹²
 - Cablevision systems also carry a separate News 12 Traffic and Weather channel¹³
- FiOS1 -- 24 hour news channel covering Long Island and Northern New Jersey¹⁴
 - Launched in June 2009 by Verizon FiOS in Long Island and Northern New Jersey¹⁵
 - In addition to news, programming includes “My Long Island,” which consists of people sharing living and working experiences in Long Island, and a local magazine feature show called “Push-Pause”¹⁶

¹ This listing of local cable programming is not comprehensive, and additional programming may be available in each market. All websites listed were visited in January 2010.

² <http://www.ny1.com/>.

³ <https://www.timewarnercable.com/customerservice/clu/Clu.ashx?CLUID=536&Image1=&Zip=>;
<http://www.optimum.com/lineup.jsp?regionId=4>.

⁴ <https://www.timewarnercable.com/customerservice/clu/Clu.ashx?CLUID=536&Image1=&Zip=>.

⁵ http://www.ny1.com/content/about_ny1/program_guide/Default.aspx.

⁶ <http://www.cablevision.com/about/index.jsp>.

⁷ <http://www.optimum.com/lineup.jsp?regionId=9>.

⁸ <http://www.optimum.com/lineup.jsp?regionId=4>.

⁹ <http://www.optimum.com/lineup.jsp?regionId=7>.

¹⁰ <http://www.optimum.com/lineup.jsp?regionId=29>.

¹¹ <http://www.optimum.com/lineup.jsp?regionId=3>.

¹² <http://www.comcast.com/Customers/Clu/ChannelLineup.ashx?area=0&INTCMP=ILCCOMCOMAL20625>.

¹³ See, e.g., <http://www.optimum.com/lineup.jsp?regionId=4>; <http://www.optimum.com/lineup.jsp?regionId=9>.

¹⁴ <http://newscenter.verizon.com/press-releases/verizon/2009/verizon-launches-fios1.html>.

¹⁵ See *id.*

- Manhattan Neighborhood Network -- Public access television¹⁷
 - Available on four separate channels on Time Warner Cable and RCN systems in Manhattan¹⁸
 - Programming includes four channels branded as “Community,” “Lifestyles,” “Spirit,” and “Culture”¹⁹
 - Programming includes a “CBTV” program on the activities, meetings, hearings, and public affairs of the 12 community boards of Manhattan²⁰
- New York State Legislative Proceedings Channel -- state government programming²¹
 - Distributed on Cablevision and Time Warner systems throughout the New York market²²
 - Provides gavel-to-gavel coverage of Assembly sessions and other legislative proceedings²³
- MSG and MSG Plus -- regional sports and entertainment channels²⁴
 - Distributed on Time Warner Cable, Cablevision, RCN, Comcast, and Verizon FiOS systems throughout the New York market²⁵
 - Produces and televises games of the New York Knicks, New York Rangers, New York Liberty, New York Red Bulls, New Jersey Devils, and the New York Islanders²⁶
 - Programming also contains a variety of musical, cultural, and other events at the Madison Square Garden²⁷

¹⁶ See *id.*

¹⁷ <http://www.mnn.org/>.

¹⁸ [https://www.timewarnercable.com/customerservice/clu/Clu.ashx?CLUID=536&Image1=&Zip=;](https://www.timewarnercable.com/customerservice/clu/Clu.ashx?CLUID=536&Image1=&Zip=)
<http://www.rcn.com/new-york/digital-cable-tv/services-and-pricing/channel-lineups>.

¹⁹ <http://www.mnn.org/en/viewers/programhighlights> (November 10, 2009 blog entry).

²⁰ <http://www.mnn.org/en/viewers/schedule>.

²¹ <http://assembly.state.ny.us/av/cable.pdf>.

²² <http://assembly.state.ny.us/av/cable.pdf>.

²³ <http://assembly.state.ny.us/av/>.

²⁴ <http://www.msg.com/>.

²⁵ See, e.g., [https://www.timewarnercable.com/customerservice/clu/Clu.ashx?CLUID=536&Image1=&Zip=;](https://www.timewarnercable.com/customerservice/clu/Clu.ashx?CLUID=536&Image1=&Zip=)
<http://www.optimum.com/lineup.jsp?regionId=9>; <http://www.rcn.com/new-york/digital-cable-tv/services-and-pricing/channel-lineups>;

<http://www.comcast.com/Customers/Clu/ChannelLineup.ashx?area=0&INTCMP=ILCCOMCOMAL20625>;

<http://www22.verizon.com/Residential/FiOSTV/PopUps/ChannelLineUpPDF/ChannelLineUpPDF.htm>.

²⁶ <http://www.msg.com/>.

²⁷ <http://www.msg.com/>.

- YES Network -- regional sports programming network owned by the New York Yankees²⁸
 - Distributed on Time Warner Cable, Cablevision, RCN, Comcast, and Verizon FiOS systems throughout the New York market²⁹
 - Provides extensive local and regional sports coverage, including exclusive live telecasts of New York Yankees baseball and New Jersey Nets basketball games and minor league and college sports games³⁰
 - Also produces and airs numerous original shows, including “This Week in Football,” a weekly program focused on the New York Jets and Giants NFL teams and “Forbes SportsMoney,” a monthly program covering the business of sports³¹
- SportsNet New York -- regional sports programming network established in 2006 by the New York Mets, Time Warner Cable, and Comcast³²
 - Distributed on Time Warner Cable, Cablevision, RCN, Comcast, and Verizon FiOS systems throughout the New York market³³
 - Provides extensive local and regional sports coverage, including exclusive live telecasts of New York Mets baseball games and other professional and collegiate sports³⁴
 - Also produces and airs original sports-themed programs, including numerous programs focused on the New York Jets NFL team, “Daily News Live,” a daily live sports news program and “SNY Spotlight,” featuring in-depth interviews with sports and entertainment personalities³⁵
- Bronxnet -- local public access programming channels³⁶
 - Four Bronxnet channels distributed by Cablevision in the Bronx and three Bronxnet channels distributed by Verizon FiOS in the Bronx³⁷

²⁸ <http://web.yesnetwork.com/about/index.jsp>.

²⁹ See, e.g., <https://www.timewarnercable.com/customerservice/clu/Clu.ashx?CLUID=536&Image1=&Zip=>;
<http://www.optimum.com/lineup.jsp?regionId=9>; <http://www.rcn.com/new-york/digital-cable-tv/services-and-pricing/channel-lineups>;

<http://www.comcast.com/Customers/Clu/ChannelLineup.ashx?area=0&INTCMP=ILCCOMCOMAL20625>;
<http://www22.verizon.com/Residential/FiOSTV/PopUps/ChannelLineUpPDF/ChannelLineUpPDF.htm>.

³⁰ <http://web.yesnetwork.com/about/index.jsp>.

³¹ <http://web.yesnetwork.com/schedule/programs/index.jsp>.

³² <http://www.sny.tv/about/>.

³³ See, e.g., <https://www.timewarnercable.com/customerservice/clu/Clu.ashx?CLUID=536&Image1=&Zip=>;
<http://www.optimum.com/lineup.jsp?regionId=9>; <http://www.rcn.com/new-york/digital-cable-tv/services-and-pricing/channel-lineups>; <http://www.comcast.com/Customers/Clu/ChannelLineup.ashx?area=0&INTCMP=ILCCOMCOMAL20625>;

<http://www22.verizon.com/Residential/FiOSTV/PopUps/ChannelLineUpPDF/ChannelLineUpPDF.htm>.

³⁴ <http://www.sny.tv/about/>.

³⁵ <http://web.sny.tv/schedule/programming.jsp>.

³⁶ <http://www.bronxnet.org/>.

- Programming includes “Ask the Bronx D.A.,” a legal affairs program, Dialogo Con Glenis, a Spanish-language call-in show, and the award winning “Bronx Live” arts program³⁸
- Archdiocese of New York Instructional Television -- local educational religious programming³⁹
 - Distributed by Cablevision in Brooklyn⁴⁰
 - Distributes more than 150 courses and daily mass programs⁴¹

³⁷ <http://www.optimum.com/lineup.jsp?regionId=4;>

<http://www22.verizon.com/Residential/FiOSTV/PopUps/ChannelLineUpPDF/ChannelLineUpPDF.htm>.

³⁸ http://www.bronxnet.org/c_program/cp_landing/cp_landing.htm.

³⁹ <http://itvny.org/>.

⁴⁰ <http://www.optimum.com/lineup.jsp?regionId=9>.

⁴¹ <http://www.itvny.org/about.htm>.

XM-Sirius Channel Lineup

Programming	Genre	Sirius/XM/Both
MUSIC		
Top 40 Hits	Pop	Sirius (<i>available on XM Internet Radio</i>)
Lite Pop Hits	Pop	Both
Love Songs	Pop	Both
'40s Pop Hits/Big Band	Pop	Both
'50s Pop Hits	Pop	Both
'60s Pop Hits with Cousin Brucie	Pop	Both
'70s Pop Hits	Pop	Both
'80s Pop Hits	Pop	Both
'90s Pop Hits	Pop	Both
UK Pop Hits	Pop	Both
2000s Pop Hits	Pop	XM (<i>available on Sirius Internet Radio</i>)
Elvis Presley 24/7	Pop	Both
Beautiful Music	Pop	Both
Top 20 Hits	Pop	XM (<i>available on Sirius Internet Radio</i>)
Mellow Rock	Pop/Rock	Both
2000s Pop Hits	Pop	XM (<i>available on Sirius Internet Radio</i>)
Variety/Adults Hits	Pop w/ Commercials	XM
All Hit Music	Pop w/ Commercials	XM
Bruce Springsteen 24/7	Rock	Both
'60s & '70s Classic Rock	Rock	Both
'70s & '80s Classic Rock	Rock	Both
Deep Classic Rock	Rock	Both
Jam Bands	Rock	Both
Adult Album Rock	Rock	Both
Classic Hard Rock	Rock	Both
New Hard Rock	Rock	Both
New Alternative	Rock	Both
Classic Alternative	Rock	Both
'80s Hair Bands	Rock	Both
'90s Alternative/Grunge	Rock	Both
Little Steven's Garage Rock	Rock	Both
Indie/College/Unsigned Rock	Rock	Both
Heavy Metal	Rock	Both
Action Sports/Punk/Ska	Rock	Both
Comfortably Electric	Rock	Both

Programming	Genre	Sirius/XM/Both
Acoustic Singer-Songwriters	Rock	Both
Escape to Margaritaville	Rock	Both
Grateful Dead 24/7	Rock	Both
Canadian Adult Alternative Music	Rock	Sirius
Canadian Indie	Rock	Sirius
Pure Classic Rock Variety	Rock w/Commercials	XM
Smooth Electronic	Dance & Electronic	Both
Dance Hits	Dance & Electronic	Both
Trance/Progressive	Dance & Electronic	Both
Disco/Classic Dance	Dance & Electronic	Both
Old Skool Rap	Hip-Hop/R&B	Both
Old Skool R&B	Hip-Hop/R&B	XM (<i>available on Sirius Internet Radio</i>)
Hip-Hop Hits	Hip-Hop/R&B	Both
Eminem's Uncut Hip-Hop Channel	Hip-Hop/R&B	Both
R&B Hits	Hip-Hop/R&B	Both
Adult R&B Hits	Hip-Hop/R&B	Both
Classic Soul/Motown	Hip-Hop/R&B	Both
Hot Hits & Jamz	Hip-Hop/R&B w/Commercials	XM
New Country	Country	Both
'80s & '90s Country	Country	Both
'60s and '70s Country/The Grand Ole Opry	Country	Both
Rockin' Country/Americana	Country	Both
Willie Nelson's Traditional Country	Country	Both
Bluegrass	Country	Both
Folk	Country	XM (<i>available on Sirius Internet Radio</i>)
Great Country Variety	Country w/Commercials	XM
Christian Pop & Rock	Christian	Both
Southern Gospel	Christian	Both
Gospel	Christian	Both
Smooth/Contemporary Jazz	Jazz, Blues & Standards	Both
Traditional Jazz	Jazz, Blues & Standards	Both
New Age	Jazz, Blues & Standards	Both
B.B. King's Blues	Jazz, Blues & Standards	Both
Sinatra/American Standards	Jazz, Blues & Standards	Both

Programming	Genre	Sirius/XM/Both
Show Tunes	Jazz, Blues & Standards	Both
Movie Soundtracks	Jazz, Blues & Standards	XM (<i>available on Sirius Internet Radio</i>)
Opera/Classical Vocals	Classical	Both
Classical Pops	Classical	Both
Traditional Classical	Classical	Both
Tropical Latin Music	Latin & World	Both
Reggae	Latin & World	Both
Canadian Pop Hits (<i>Energie 2</i>)	Latin & World	Sirius
Canadian Soft Rock (<i>French</i>)	Latin & World	Sirius
Canadian Pop & Rock (<i>Bande a Part</i>)	Latin & World	Sirius
Emerging Artists	Latin & World	XM
Canadian Pop Hits (<i>Air Musique</i>)	Latin & World	XM
New & Emerging Artists (<i>French</i>)	Latin & World	XM
India's Hottest Hit Mix	Latin & World w/Commercials	XM
SPORTS		
ESPN's Sports Talk Channel		Both
SportsCenter, College Gameday & More (<i>ESPN All Access</i>)		Sirius
College Sports Talk/Dan Patrick		Both
Mad Dog Radio with Chris Russo		Both
24/7 NFL Talk		Sirius (<i>available on XM with "Best of Sirius"</i>)
European Soccer & More Including Formula 1 (<i>Play-by-Play 1</i>)*		Sirius (<i>Play by Play programming available on XM with "Best of Sirius" – 15 channels</i>)
European Soccer, Formula 1 & More (<i>Play-by-Play 2</i>)*		Sirius (<i>Play by Play programming available on XM with "Best of Sirius" – 15 channels</i>)
Sporting News Radio		Sirius
24/7 NASCAR Talk		Sirius (<i>available on XM with "Best of Sirius"</i>)
Spanish Sports Talk & Play-by-Play (<i>ESPN Deportes</i>)		Sirius (<i>available on XM Internet Radio</i>)

* Possible occasional programming overlap between "Play-by-Play 1" and "Play-by-Play 2" on Sirius and "Sports Play-by-Play" channels on XM

Programming	Genre	Sirius/XM/Both
Sports Radio French Language		Sirius
Sports Express from Canada		Sirius
Sports Talk with a Canadian Edge		Sirius
ESPN Xtra		XM
24 Hour Live Sports Talk (<i>Fox</i>)		XM
IndyCar Series Racing		XM (<i>available on Sirius with "Best of XM"</i>)
The PGA TOUR Network/Live Coverage & Golf Talk		XM (<i>available on Sirius with "Best of XM"</i>)
Sports en Espanol/Mexican League Soccer		XM
Play-by-Play en Espanol (<i>MLB</i>)		XM
MLB Home Plate 24/7 MLB News & Talk		XM (<i>available on Sirius with "Best of XM"</i>)
14 Major League Baseball Play-by-Play Channels (<i>14 channels</i>)		XM
ACC Football/Basketball (<i>3 channels</i>)		XM
Pac-10 Football/Basketball (<i>3 Channels</i>)		XM
Big Ten Football/Basketball (<i>3 Channels</i>)		XM
SEC Football/Basketball (<i>3 Channels</i>)		XM
Big East Football/Basketball		XM
Big 12 Football/Basketball		XM
Sports Play-by-Play* (<i>7 Channels</i>)		XM (<i>Play by Play programming available on Sirius with "Best of XM" – 10 channels</i>)
24/7 Hockey Talk & Play-by-Play		XM (<i>available on Sirius with "Best of XM"</i>)
NHL Hockey Play-by-Play (<i>5 Channels</i>)		XM
NBA Play-by-Play (<i>5 Channels</i>)		XM
Sports, Schedules, Scores & Updates		XM
Sports Schedules (<i>French</i>)		XM
Talk, News & NPR		
Fair and Balanced News (<i>Fox News</i>)		Both
Politics of the United States		Both
First in Business Worldwide (<i>CNBC</i>)		Both
The World Leader in Business News (<i>Bloomberg News</i>)		Both
The Worldwide Leader in News (<i>CNN</i>)		Both
News & Views (<i>CNN HLN</i>)		Both
NPR News & Conversation (<i>NPR Now</i>)		Both
NPR News & Talk (<i>NPR Talk</i>)		Sirius

Programming	Genre	Sirius/XM/Both
National/International News		Sirius
News from Around the World		Both
BBC World Service News		Both
Talk Radio from FOX News		Both
Liberal Talk [†]		Sirius (<i>available on XM Internet Radio</i>)
Conservative Talk [*]		Sirius (<i>available on XM Internet Radio</i>)
All-News Spanish Language (<i>CNN</i>)		Both
Current Affairs French Language		Sirius
International Talk French Language		Sirius
C-SPAN Radio		XM (<i>available on Sirius Internet Radio</i>)
The Bob Edwards Show, A Prairie Home Companion		XM (<i>available on Sirius with "Best of XM"</i>)
Public Radio Exchange		XM (<i>available on Sirius Internet Radio</i>)
Extreme Talk		XM
Live Talk Programming		XM
America's Talk		XM
Asian Radio		XM
XM Public Radio		XM
24/7 News & Talk for Physicians		XM
The Place for Politics (<i>MSNBC</i>)		XM (<i>available on Sirius Internet Radio</i>)
Progressive Talk [†]		XM (<i>available on Sirius Internet Radio</i>)
Conservative Talk [*]		XM (<i>available on Sirius Internet Radio</i>)
African-American Talk		XM (<i>available on Sirius Internet Radio</i>)
Talk Radio for Men (<i>French</i>)		XM
News & Information (<i>English</i>)		XM
News & Information (<i>French</i>)		XM
Entertainment		
Howard 100 (<i>Howard Stern</i>)		Sirius (<i>available on XM with "Best of Sirius"</i>)

[†] Substantial programming overlap between "Liberal Talk" on Sirius and "Progressive Talk" on XM

^{*} Substantial programming overlap between "Conservative Talk" on Sirius and "Conservative Talk" on XM

Programming	Genre	Sirius/XM/Both
Howard 101 (<i>Howard Stern</i>)		Sirius (<i>available on XM with "Best of Sirius"</i>)
Barbara Walters, Deepak Chopra and More		Both
Jay Thomas and More		Both
Gay & Lesbian Radio		Both
Funs, Fearless, Female (<i>Cosmo</i>)		Both
How-To For Living (<i>Martha Stewart</i>)		Sirius (<i>available on XM with "Best of Sirius"</i>)
Listen to Books		Both
Old-Time Radio		Both
Just for Truckers		Both
Smart & Sexy Adult Radio (<i>Playboy</i>)		Sirius (<i>available on XM with "Best of Sirius"</i>)
Live Your Best Life (<i>Oprah</i>)		XM (<i>available on Sirius with "Best of XM"</i>)
Family & Health		
Powered by NYU Langone Medical Center		Both
The Music Destination for Kids & Families (<i>Disney</i>)		Both
Songs & Fun for Younger Kids		Both
Comedy		
Blue Collar Comedy		Both
Comedy Uncensored		Both
Comedy From Canada		XM
Family Comedy		Both
Presented by Jamie Foxx		Both
The Opie & Anthony Show/The Ron & Fez Show		XM (<i>available on Sirius with "Best of XM"</i>)
Religion		
Now What You'd Expect		Both
EWTN Global Catholic Radio Network		Sirius (<i>available on XM Internet Radio</i>)
FamilyNet Christian Talk		Sirius (<i>available on XM Internet Radio</i>)
Christian Talk		XM (<i>available on Sirius Internet Radio</i>)
Traffic & Weather		
Canada Weather		Sirius

Programming	Genre	Sirius/XM/Both
Weather Emergency (<i>Weather Channel Radio Network</i>)		Both
Local		
Boston & Philadelphia		Both
New York		Both
Atlanta & Miami		Both
Dallas & Houston		Both
Washington DC & Baltimore		Both
Pittsburgh & Minneapolis		XM
Detroit & Las Vegas		Both
Chicago & St. Louis		Both
Tampa & Orlando		Both
Phoenix & San Diego		Both
San Francisco & Seattle		Both
Los Angeles		Both
Internet Radio		
NPR	Talk/News/NPR	Both Internet Radio
F1, Notre Dame PXP, Sports Talk	Sports	Both Internet Radio
Breuer, Jamie Foxx & More	Comedy	Both Internet Radio
Exclusives from Dylan, Petty & More	Music	Both Internet Radio
Latin Pop Hits	Music	Both Internet Radio
Live Music from the Sirius XM Studios	Music	Both Internet Radio
Artist Only/Seasonal Programming	Music	Both Internet Radio
Rosie Radio 24/7	Talk/News/NPR	Both Internet Radio

Usage of Local Independent Internet News Sites – New York

<i>Website</i>	<i>Unique Visitors (January 2009-December 2009)</i>	<i>Total Visits (January 2009-December 2009)</i>
www.gothamist.com	4,285,162	7,702,822
www.curbed.com	2,035,291	4,130,214
www.brooklynvegan.com	1,577,955	3,440,330
www.brownstoner.com	1,361,586	2,360,505
www.insideschools.org	611,593	998,967
www.thebravest.com	391,013	805,412
www.hamptons.com	522,876	670,064
www.gothamgazette.com	405,731	488,699
www.gothamschools.org	156,820	458,521
www.freenyc.net	254,623	358,989
www.newjerseynewsroom.com	288,211	337,341
www.thealternativepress.com	183,347	245,335
www.offmanhattan.com	79,727	238,822
westfield.patch.com	59,302	238,128
www.citylimits.org	179,941	209,772
www.r8ny.com	144,810	186,767
maplewood.patch.com	96,751	148,785
southorange.patch.com	109,946	144,175
www.dailygotham.com	87,978	110,468
www.clintonhillblog.com	51,559	102,391
www.eastvillageradio.com	83,881	100,930
www.askanewyorker.com	97,456	99,796
millburn.patch.com	76,869	97,537
scotchplains.patch.com	42,462	77,106
www.newsli.com	70,559	72,556
www.nyartbeat.com	59,336	63,289
darien.patch.com	21,220	38,506
newcanaan.patch.com	23,111	36,103
www.nycitynewsservice.com	21,725	23,941
summit.patch.com	20,267	23,317
www.eastvillageidiot.com	19,465	21,694
www.neighborhoodr.com	10,475	12,563

Source: Usage estimates based on free site profiles from Compete.com (available at <http://siteanalytics.compete.com>.)

Note: “Unique Visitors” reported above represents the sum of the number of unique visitors each month over a year-long period. Within each month, Compete.com’s count of “unique visitors” includes a person only one time regardless of how many times he or she visits a site in that month. “Total Visits” represents the total number of visits to a site. A “visit” is initiated when a user first enters a site during an internet session and is considered “live” until that user’s interaction with the entire internet session has ceased for 30 minutes. *See* Compete.com Metric Descriptions at <http://www.compete.com/help/s2>.

**AN ANALYSIS OF THE EFFECT ON DIVERSITY
OF
SEPARATION OF
LOCAL MEDIA COMBINATIONS**

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Vice President

February 22, 2010



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AN ANALYSIS OF THE EFFECT ON DIVERSITY OF SEPARATION OF LOCAL MEDIA COMBINATIONS

Executive Summary

A transaction requiring or causing the separation of any of the currently existing local media combinations owned by Tribune Company would not serve, and in fact would be directly adverse to, the public interest objectives of the Federal Communications Commission. Some opponents may argue that the level of diverse and local programming and information would be increased if some or all of these commonly-owned local television and newspaper properties were separated. One key assumption underlying this line of argument is that a viable purchaser would be willing and able to purchase any such property. In light of the unprecedented challenges that both the television and the newspaper industry currently are facing and will continue to face in the near future, however, this assumption is not valid. In fact, given the extensive revenue losses that both the broadcasting and the newspaper industries have experienced and the limited availability of acquisition financing, there are few, if any, prospective buyers of these properties. As shown herein, the present anemic levels of transactions involving local television stations and daily newspapers are astounding given the levels seen in past years.

Furthermore, the synergies inherent in the cross-ownership of Tribune's properties have enabled these combinations to maintain an especially high level of local programming and other local services, even while many other stations and newspapers are cutting back on such offerings. Recent studies have shown, in particular, that the amount of news programming is greater on local television stations that are cross-owned with a local newspaper. Thus, even assuming that a viable purchaser could be found for any particular property, it is unlikely that any such new owner would have the resources to maintain the current level of local and diverse programming and information offered by these outlets. Therefore, it seems clear that the level and quality of local and diverse programming and information is maximized by maintaining the common ownership of these properties.

AN ANALYSIS OF THE EFFECT ON DIVERSITY OF SEPARATION OF LOCAL MEDIA COMBINATIONS

Introduction

This paper considers the question of whether the separation of any of Tribune's existing newspaper/broadcast combinations likely would lead to greater levels of diverse local programming. First, I will provide an analysis of the present state of the local television and newspaper industries and the level of transaction activity in these industries to evaluate the level of interest in acquiring these types of properties in the current marketplace. Reasons for the current and future lack of interest on the part of buyers and investors are then discussed. Next, this paper discusses the significant synergies and cost savings that allow these cross-owned properties to continue to provide local and diverse programming in the face of incredibly challenging economic and industry conditions.

An argument often made by opponents of local newspaper/broadcast cross-ownership is that the quality and diversity of local programming and information offered by such properties would be improved by separate ownership. By having separate owners of these local media properties, it is argued, local communities would benefit as there would be more companies providing more varied programming and information.

Particularly in light of the present and near-future economic and industry conditions facing the broadcast and newspaper sectors, the argument for requiring separate ownership does not hold water. There are very few serious buyers of either local television stations and/or daily newspapers in today's marketplace, and even fewer who could maintain the present levels of diverse local programming and information made possible by the current cross-ownership. Moreover, continued

common ownership of these local media properties will help maintain the synergies and cost benefits that sustain the financial viability of these operations, which in turn, will lead to even higher quality local programming and information over time.

Financial Market Breakdown and Its Impact

Occurring at the same time as the severe drop off in revenue growth for both broadcasters and newspapers has been the complete “drying up” of available financing for companies thinking about acquiring these “traditional” media properties. The marketplace took a significant hit during the third quarter of 2008 with the bankruptcies of some major financial institutions, and the acquisition and resulting financial aid by the federal government of others. These financial institutions, criticized for their speculative loan activity, reacted strongly by reducing the number of loans they issued and tightening loan qualifications for borrowers.

These financial institutions remain very hesitant to loosen their credit qualifications and make loans to businesses. An analysis by the *Wall St. Journal* showed that the total amount of loans by the fifteen largest banks in the U.S. decreased by 2.8% in the second quarter of 2009 alone.¹ These authors concluded that “financial institutions are clamping down on lending to conserve capital as a cushion against mounting loan losses.”²

The lack of available financing is particularly pronounced for broadcast and other media properties. Several financial institutions that have been prominent lenders to acquirers of these types of properties have either cut back or completely left the business of providing new loans to parties

¹ David Enrich and Dan Fitzpatrick, “Loans Shrink as Fear Lingers”, *Wall St. Journal*, July 27, 2009. <http://online.wsj.com/article/SB124865259057482435.html>.

² Id.

interested in purchasing broadcast stations. For example, CIT and Wells Fargo, both historically strong financial supporters of companies acquiring stations, eliminated their entire broadcast lending divisions in 2009.

The lack of adequate financing for acquisitions would make it impossible for most prospective purchasers to acquire television or newspaper properties that might become available for sale because of regulatory fiat. Even if they could secure the necessary financing to make the initial purchase, moreover, most companies would be so financially strapped as a result of the current credit crunch that they almost certainly would find it difficult to maintain the station's or newspaper's current high level of diverse local service.

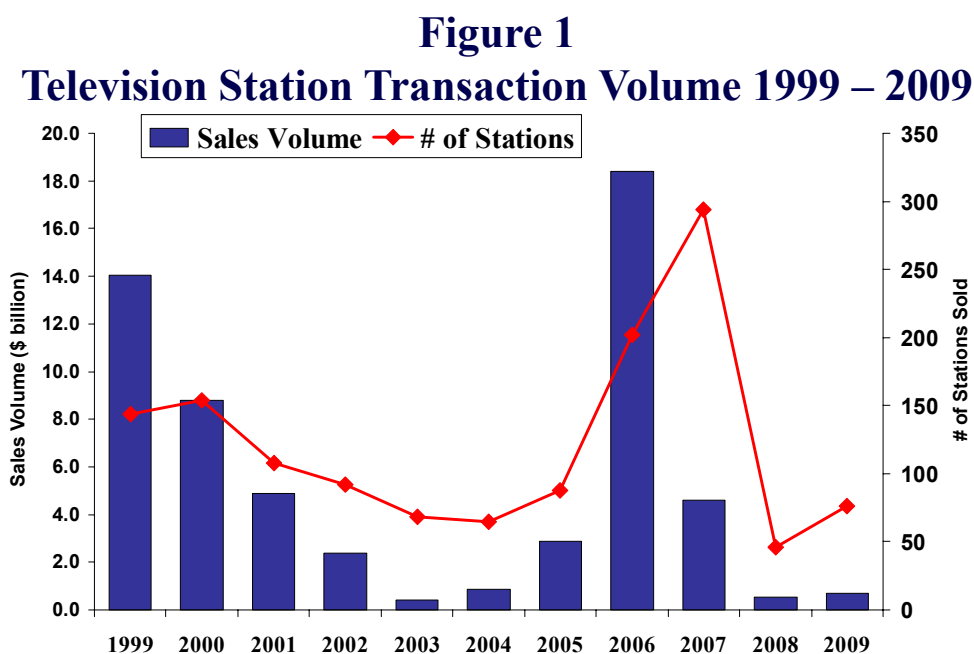
The Local Television Station Industry

The reasoning behind the argument that diversity will increase as a result of separation of commonly owned local media properties requires, first, that there would be "sufficiently financed buyers" of such properties.³ The recent history of local television station transactions strongly suggests that the existence of such buyers is unlikely, as the television station sales marketplace is completely moribund. This lack of station transaction activity is not surprising given the unfavorable economic and industry conditions facing companies that might otherwise be interested in acquiring these types of properties.

³ What we mean by "sufficiently financed buyers" is buyers that have both enough equity and debt financing to acquire stations. With banks apprehensive about loaning large amounts of money, equity investors need to invest more funds, something they, too, are apprehensive to do.

Total Number of Television Station Transactions

The lack of any significant television station transactions is clearly seen in the recent history of the annual number and total value of television stations sold. Figure 1 shows the number of local television stations sold in the ten most recent calendar years and the total value of those sales. This information is from BIA's Media Access Pro™ database, which tracks all transactions of commercial and non-commercial radio and television stations.



The number of television stations sold in the past few years has been remarkably low.⁴ Except for the big spike in the volume of sales proceeds in 2006 occasioned almost entirely by the Univision network and television stations sale, the total number and total value of television stations sold have been at very low levels.⁵ Even with the preceding low levels, the drop-off in activity in 2008 was dramatic. That year, only 46 local television stations were sold for a total value of around \$531 million, as opposed to 294 stations sold for a total value of \$4.6 billion in 2007, representing an 88.5% decrease in the value of stations sales from the previous year. Notably, even the depressed level of station transactions reported in 2008 is somewhat overstated because the level of activity is driven not by a normal buyer-seller market, but to a large extent, by several large groups that have been forced into bankruptcy proceedings or reorganizations.⁶ In 2009 there were 76 full-power

⁴ Note that in 2003 and 2004 the number of television station transactions were also low. At around that time, the FCC was considering revising all of the local television station ownership regulations. As a result, many potential buyers were “waiting on the sidelines” to see what final rules would emerge and whether they would pass judicial review.

⁵ Figure 1 shows what appears to be a large number of station “sales” in 2007; however, this total includes a substantial number of television stations that were part of restructuring deals that technically were counted as “sales”. These restructuring transactions included Granite Broadcasting, ION Media Networks, and Communications Corporation of America. In total, these three restructuring deals accounted for 91 of the total 294 stations that were “sold” in 2007, according to data compiled in the BIA/Kelsey Group Media Access Pro™ database.

⁶ Included in that total are the four Ohio stations of Public Media Corporation that were being transferred as a part of its reorganization and the nine stations that New World Group, a subsidiary of Pappas Television, is acquiring but temporarily assigning to TTBG LLC per a bankruptcy court-ordered sale. The experience of another company that has recently gone through bankruptcy, Equity Media Holdings, is further evidence of the lack of activity in television station transactions. As part of that bankruptcy proceeding, all of the television stations owned by that company were put up for auction, and while a few of these stations were sold, many more of these Equity Media stations went unsold.

television stations sold for a total value of \$715 million.⁷ Compared to 2007, that is a decrease of 74.1% in the number of stations and 84.5% in the value of those sales. As discussed herein, potential buyers of these properties (whether existing broadcasters or new entrants) generally have been dissuaded from buying by industry conditions and the absence of available financing necessary to acquire stations.

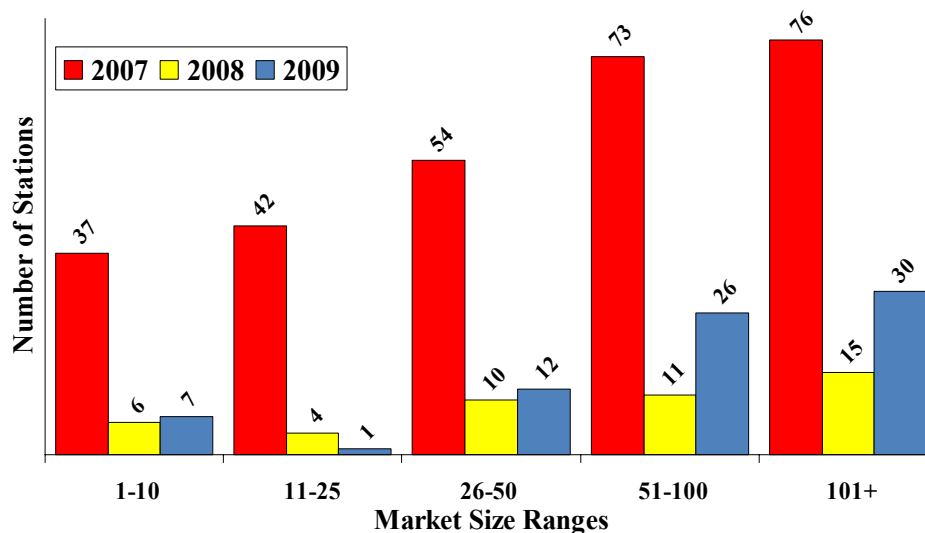
Television Station Transactions By Market Size

The decrease in transaction activity has been even more dramatic when the market sizes of the stations that have been sold are examined. Figure 2 shows the number of full-power television stations that have been sold in the past three years across various market size ranges, also based on data available through Media Access ProTM.⁸

⁷ http://www.bia.com/resources_trends_sold.asp (last visited Feb. 2, 2010) (on file with author); http://www.bia.com/resources_trends_trans.asp (last visited Feb. 2, 2010) (on file with author).

⁸ Figure 2 does not include sales of full-power television stations located outside of areas designated by Nielsen Media Research as television markets, such as Puerto Rico. These station sales are, however, included in the textual discussion above.

Figure 2
Television Station Deals by Rated Market Sizes: 2007 - 2009



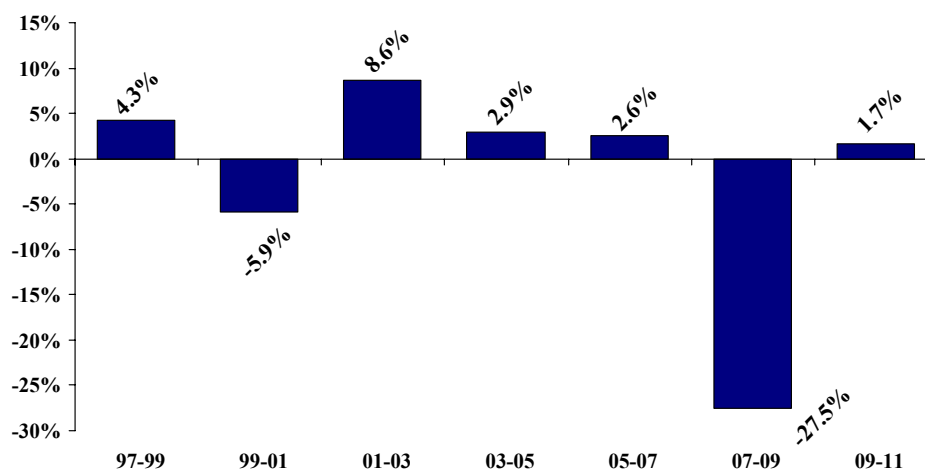
While the drop off in television station activity is widespread, the percentage decreases are most pronounced in the largest two market ranges, markets 1-10 and 11-25. In these ranges, there is an incredible amount of competition both from within the local television market as well as from other media, which makes profitability difficult to achieve, especially in today's very challenging advertising marketplace. Added to that is the difficulty in securing the necessary financing to acquire a station in these market ranges, where stations typically are far more expensive, as will be discussed below.

Outlook for Local Television Station Industry

One significant reason for the lack of television station trading activity is the challenging competitive position in which many local television stations find themselves. Increasing competition from other video sources of programming for audiences (*e.g.*, local cable systems, Internet streaming) coupled with the increasing competition from other local media outlets for

advertising sales has severely crippled the revenues of local television stations. Moreover, the revenue outlook for local television stations is significantly lower than in previous years. To demonstrate this point, Figure 3 shows the two-year growth rates for local television station revenues for the past ten years and the outlook for the next several years. These historical and projected television industry revenues are from BIA's Media Access Pro™ database. Using the two-year revenue growth rates evens out the impact of political advertising in every even-numbered year and the subsequent lack of that source of revenue in the following odd-numbered year.

Figure 3
Television Station Revenue Two Year
Growth Rates 1997 – 2011



Even before the recent economic downturn, the increases in total television station revenues had been trending downward. The increases from the even-numbered years were less pronounced and the decreases in the odd-numbered years were more significant. Indeed, BIA/Kelsey estimates

that television station revenues were down 22.4% in 2009.⁹ This is largely because, even under favorable economic conditions, local television stations are competing with more and stronger alternative sources of advertising.

That competition was particularly fierce in the most recent years, as the long term movement of advertisers to other media was exacerbated by the impact of lower expenditures by advertisers. National and local advertisers react and react quickly to any potential downturn in the economy. When advertisers project that customers will not be spending at previous levels, due to unemployment increases or an overall decrease in consumer confidence, they pull back their spending significantly. According to the Television Bureau of Advertising, automotive manufacturer spending at local television stations decreased nearly 50% in the third quarter of 2009 from the previous year's level, and car and truck dealers' advertising expenditures decreased 33%.¹⁰ The decrease in these major advertiser categories, in addition to the declines in many other categories of advertising, was so substantial that it far exceeded the significant increase in political advertising in 2008, resulting in a net decline.¹¹ Furthermore, advertising levels, especially in the automotive sector, most likely will not return to previous levels, even when the overall economy recovers, because there are fewer brands of cars being sold and fewer car dealerships in the U.S. than there were in the past.

Potential purchasers of local television stations recognize these industry changes and are very hesitant to invest in station acquisitions. Any local media properties subject to government-dictated

⁹ <http://www.bia.com/pr091222-IITV4.asp>.

¹⁰ http://www.tvb.org/nav/build_frameset.aspx. These categories of advertisers have historically been the largest for local television stations.

¹¹ The campaigns of political candidates spent over \$700 million in 2008. Id.

sales would, therefore, find little if any interest, especially by well funded and experienced operators.

Bankruptcies in the Television Station Industry

Due to the poor industry conditions facing local television stations and the lack of available financing for potential acquirers, several prominent broadcast companies have had to resort to bankruptcy protection to maintain their operations.¹² Prior to the last several years, very few broadcast companies ever had to resort to that option. Historically, under-performing stations were sold to new owners who had new business plans, and sufficient debt and equity funding, to turn those stations around. In today's marketplace, however, many stations are not being sold in time for their owners (sellers) to meet restrictive debt covenants, and owners therefore have sought protection under the bankruptcy laws.

The Local Daily Newspaper Industry

Regulatory action requiring the sale of a commonly owned local daily newspaper would also be counterproductive given the present and near term conditions facing the newspaper industry. Even more than the local television industry, local daily newspapers have been dramatically affected by the onslaught of new media competition. Furthermore, the current conditions and marketplace evidence strongly suggest that these trends will continue into the foreseeable future. As a result of the challenges facing newspapers and the lack of available financing, sales of newspaper operations have slowed down considerably, if not halted completely. In fact, recently several prominent daily

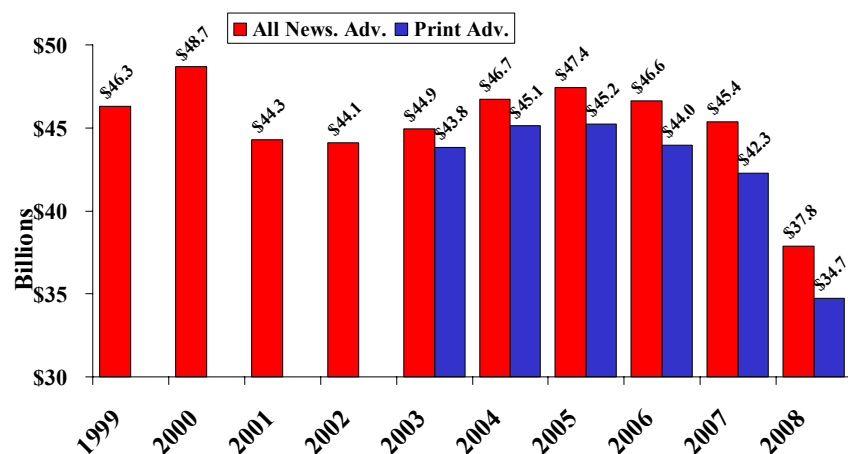
¹² These companies include Young Broadcasting, Pappas Telecasting, Communications Corporation of America, and ION Media Networks, as well as Tribune Company.

newspapers have actually ceased operating due to the lack of any interest from potential buyers, and at least five large newspaper companies, in addition to Tribune, have sought bankruptcy protection.

Newspaper Industry Overview

To get a sense of the dramatic impact new media have had on the local newspaper industry and why there is little or no interest in acquiring newspaper properties, one only has to look at the recent history of daily newspaper advertising revenues. Figure 4 shows the annual advertising revenues for the newspaper industry as reported by the Newspaper Association of America. For the past ten years, both the total amount of advertising expenditures and print only¹³ advertising expenditures are shown.

Figure 4
Annual Newspaper Advertising Expenditures: 1999-2008



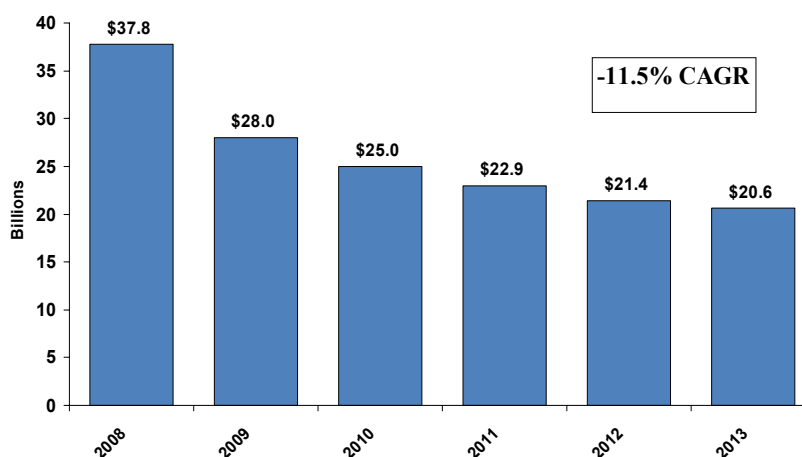
Source: Newspaper Association of America, 2009

¹³ The online advertising expenditures were subtracted from the total amount to arrive at the print only figures. The online expenditures estimates were separately reported starting in 2003.

Before the economic downturn in 2008, the newspaper industry already was experiencing decreases in total revenues, even after taking into account the positive impact of online operations. That decrease was even more severe in 2008, with total newspaper advertising decreasing by 16.6% and the print component of advertising decreasing by 17.8%. In the first three quarters of 2009, these decreases accelerated. Total newspaper advertising for these three quarters fell to \$19.9 billion, a drop of 28.4% from the same period in 2008. The print component of advertising dropped to \$17.9 billion, a decline of 29.6% compared to the first two quarters of 2008.

With the competitive forces facing newspapers, the negative trend in total advertising revenues almost certainly will continue. As part of its first comprehensive local media advertising revenues forecast, BIA/Kelsey projected the near term outlook for twelve local media, including the newspaper industry. As shown by Figure 5 below, the projection for newspaper advertising revenues shows a negative 11.5% compounded annual growth rate over the next five years. One reason for this significant and continued negative outlook is that some of the most important categories of newspaper advertising – real estate, automotive, retail and help-wanted – continue to lag, with advertisers in several of these categories moving to new media options. Competition from local Internet sites, out-of-home advertising opportunities, as well as several other new media will continue to cut into the competitive position of local newspapers, leading to a substantial decrease in revenues. Potential acquirers recognize the dismal outlook for newspapers and are dissuaded from seriously considering acquisitions.

Figure 5
2008-2013 Newspaper Advertising Revenues



Source: BIA/Kelsey Media Ad View projections, 2009.

Newspapers Closing Down or Cutting Back

In light of this recent history and the prospects of continued negative revenue growth, several newspapers, most noticeably the *Seattle Post-Intelligencer*, have shut down their print editions after long histories of serving their communities, and *The Rocky Mountain News* went out of business entirely. Although both papers were available for purchase, no viable prospective buyer viewed the acquisition of these newspapers as a worthwhile investment. Other newspapers, such as the *Detroit Free Press*, have curtailed their production to fewer days per week as a cost saving measure.

Level of Newspaper Transactions

The lack of viable newspaper buyers is further evidenced by the small number of papers that have been sold recently. According to Dirks, Van Essen & Murray, a leading broker of newspapers,

just 31 daily newspapers were sold in 2009 for only \$183.7 million.¹⁴ This compares to an average of nearly 68 daily newspapers sold per year for a total of \$6.977 billion over the previous five years.¹⁵ The 2009 figures represent decreases of 54.4% in the number of newspaper sales and 97.4% in the total value of transactions as compared to the averages for the previous five years. As shown by this data, prospective buyers are not optimistic about the future of local newspapers, nor are they able to secure the necessary financing to acquire these properties.

Benefits of Continued Joint Operations

While the outlook is dismal for a well-funded company acquiring either a local television station or local daily newspaper, there are clear benefits in allowing such properties to remain commonly owned at the local level. The poor financial outlook for the newspaper and local television industries requires that these properties maximize synergies and cost efficiencies in order to remain competitive and provide diverse local programming and information. These opportunities for synergies and cost efficiencies are pronounced in cross-owned local television station and daily newspaper operations. Administrative offices can be combined, cross promotion of the different properties can be effectively managed, and news staffs can collaborate to ensure that all of the market's news is covered.

Recent studies sponsored by the Federal Communications Commission provide strong support for the view that more and better news will be provided by local television stations that also own a local daily newspaper in the same market. One such study measured the amount of news

¹⁴ See Declaration of Phillip W. Murray (Appendix A hereto).

¹⁵ See *id.*

provided by all full power television stations in the years 2002-2005.¹⁶ After controlling for many station and market specific factors, the study concluded that, “TV-newspaper cross-ownership is associated with a large increase in the production of news of 18 minutes per day (11% increase), which was statistically significant.”¹⁷

Another study examining the effects of cross-ownership on the political slant of television news also found that cross-owned television stations provide quantitatively more news coverage.¹⁸ This study analyzed the time devoted to news in general, local news, and state and local political news. The author concludes,

The within-market comparison reveals that cross-owned newspaper/television combinations devote more time to news, as well as several categories of local news. In particular, cross-owned stations contain on average 1-2 minutes more news coverage overall, or 4%-8% more than the average for non-cross-owned stations (regardless of whether sports and weather segments are included in this comparison). Further, on average, cross-owned stations also broadcast 24%-27% more coverage of state and local politics and provide about 25% more candidate coverage, candidate speaking time and poll coverage (although the latter effects are not precisely estimated).¹⁹

Conclusion

Increased diverse local news and informational programming is a goal long sought by the Federal Communications Commission. The argument that having more owners of local media

¹⁶ Daniel Shiman, “The Impact of Ownership Structure on Television Stations’ News and Public Affairs Programming,” July 24, 2007, http://hraunfoss.fcc.gov/edocs_public/attachmatch/DA-07-3470A5.pdf.

¹⁷ Id., p. I-22.

¹⁸ Jeffrey Milyo, “The Effects of Cross-Ownership on the Local Content and Political Slant of Local Television News,” September 2007, http://hraunfoss.fcc.gov/edocs_public/attachmatch/DA-07-3470A7.pdf.

¹⁹ Id., p. 29.

properties would lead to such an increase has often been advanced, with some contending that dismantling existing cross-ownerships would also lead to this result. Whatever merit such conclusions might have had in “boom” times for traditional media, the present state of the local newspaper and television industries is so grim that there are few, if any, prospective buyers for these properties. An added challenge to prospective buyers is the very limited financing available for acquisitions, especially for acquisitions in the media industries. Recent auctions of television stations that were unsuccessful in soliciting buyers provide further evidence of the lack of buyers.

In contrast to the negative prospects even for strong companies purchasing these properties is the simple fact that commonly owned media outlets benefit from a number of synergies and cost savings, leading to more diverse local programming and information. Recent studies have clearly shown that these commonly owned television stations provide more local news than similarly situated non-cross-owned stations. Therefore, the level and quality of diverse local programming and information is maximized not by regulatory intervention to separate outlets, but by allowing continued common ownership of local broadcast and newspaper properties.

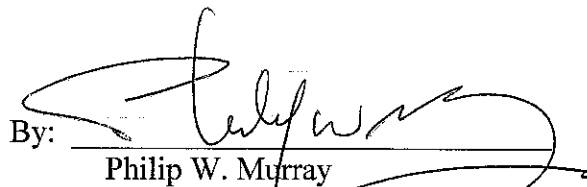
DECLARATION OF PHILIP W. MURRAY

I, Philip W. Murray, 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 Executive Vice President of Dirks, Van Essen & Murray, the leading brokerage firm in the U.S. newspaper industry, which specializes in assisting companies in the sale and acquisition of daily newspapers and has established itself as the newspaper industry's top authority on transactions and valuations. I have been with Dirks, Van Essen & Murray since 1996. Prior to that, I had eleven years of experience as a reporter and editor for daily newspapers in Virginia and Pennsylvania. I earned a master's degree in business administration from the University of Virginia's Darden School and a B.A. in journalism from Washington and Lee University.

2. According to our newspaper market data, there were 31 daily newspaper acquisitions in 2009. The 31 dailies acquired in 2009 were part of 16 transactions totaling \$183.7 million. By comparison, there was an average of nearly 68 daily newspapers sold per year for a total of \$6.977 billion in each of the previous five years, as calculated from the following data:

2008: 16 dailies totaling \$ 0.883 billion;
2007: 91 dailies totaling \$ 20.042 billion;
2006: 76 dailies totaling \$ 9.9606 billion;
2005: 111 dailies totaling \$ 3.091 billion;
2004: 44 dailies totaling \$ 0.9081 billion.

By: 
Philip W. Murray
Executive Vice President
Dirks, Van Essen & Murray

Executed on this 18th day of February, 2010 at Santa Fe, New Mexico