

Description of Transaction

Texas Public Radio (“TPR”), licensee of Noncommercial Educational Stations KPAC(FM), San Antonio, Texas; KSTX(FM), San Antonio, TX; and KTXI(FM), Ingram, Texas, is a non-stock, non-profit organization. TPR is filing this application to obtain Commission consent to new members and officers of its Board of Directors.

The selection of TPR’s new Board of Directors has taken place pursuant to its Articles of Incorporation and By-Laws. New board members are elected by TPR’s Board of Directors. The resultant transfer of control has occurred gradually through routine changes in board membership over the past three years since the Commission last approved a pro forma change in control of TPR in response to the application filed by TPR under File No. BTCED-20010419AAK.

Old Board

The members of the Board at the time of its 2001 *pro forma* transfer of control, BTCED - 20010419AAK, (“Old Board”), were:

Emilio Nicolas, Jr
David Manuel, Ph.D.
Cecilia Hager
Hector Pedregon
Joe Gwathmey
Lynda Ables
Dan Bennett
Ellen Riojas-Clark
Richard Goldsmith
Dan Hanke
Gopichand Katragadda, Ph.D.
Victor Miramontes
Veronica Prida
Michael J.C. Roth
Gary Shutt
Richard Teitz
V.T. Wood

New Board

The names and addresses of the members of the new Board (“New Board”) for whom

Commission consent is sought are:

OFFICERS

William Rector, M.D., Chairman
705 Water Street
Kerrville, TX 78028

Rose Mary Fry, Vice Chairman
Texas Nonprofit Management Assistance Network
9901 IH 10 West, Suite 800
San Antonio, TX 78230

Dan Hanke, Treasurer
The Hanke Group
10101 Reunion Place, Suite 750
San Antonio, TX 78216

Lynda Ables, Secretary
First United Methodist Church
321 Thompson Dr.
Kerrville, TX 78028

Joe Gwathmey, President
Texas Public Radio
8401 Datapoint Dr.
San Antonio, TX 78229

MEMBERS

Jim Berg
Matson Multi-Media
403 East Ramsey, # 101
San Antonio, TX 78216

Jay Forrest
22375 Fossil Ridge
San Antonio, TX 78261

Richard Goldsmith
Matthews and Branscomb
112 E. Pecan, Suite 1100
San Antonio, TX 78205

Janie Martinez Gonzalez
Web Head Group
1617 E. Commerce, Ste. 4104
San Antonio, TX 78205

John McLaughlin
The Capital Group Companies, Inc.
3500 Wiseman Boulevard
San Antonio, TX 78251

Hector Pedregon
The Peach Tree
210 S. Adams
Fredericksburg, TX 78624

Stewart Reuter, M.D.
3923 Morgan's Creek
San Antonio, TX 78230

Nancy Taylor Shivers
1146 South Alamo
San Antonio, TX 78210

Marylyn Smith
11732 Mill Rock Rd
San Antonio, TX 78230

Dora Ann Verde
1203 Flagstone
San Antonio, TX 78258

Edgar A. Wallace
820 Main Street, Suite 100
Kerrville, TX 78028

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

NAMES AND ADDRESSES OF ANY PARTY TO APPLICATION HOLDING AN ATTRIBUTABLE INTEREST	CITIZENSHIP	INTEREST HELD			
		BEFORE TRANSFER		AFTER TRANSFER	
		<u>Vote</u>	<u>Equity</u>	<u>Vote</u>	<u>Equity</u>
Emilio Nicolas, Jr.	USA	5.88%	N/A	0	N/A
David Manuel, Ph.D.	USA	5.88%	N/A	0	N/A
Cecilia Hager	USA	5.88%	N/A	0	N/A
Joe Gwathmey	USA	5.88%	N/A	6.25%	N/A
Dan Hanke	USA	5.88%	N/A	6.25%	N/A
Lynda Ables	USA	5.88%	N/A	6.25%	N/A
Dan Bennett	USA	5.88%	N/A	0	N/A
Ellen Riojas-Clark	USA	5.88%	N/A	0	N/A
Richard Goldsmith	USA	5.88%	N/A	6.25%	N/A
Gopichand Katragadda	USA	5.88%	N/A	0	N/A
Victor Miramontes	USA	5.88%	N/A	0	N/A
Hector Pedregon	USA	5.88%	N/A	6.25%	N/A
Veronica Prida	USA	5.88%	N/A	0	N/A
Michael J.C. Roth	USA	5.88%	N/A	0	N/A
Gary Shutt	USA	5.88%	N/A	0	N/A
Richard Teitz	USA	5.88%	N/A	0	N/A
V.T. Wood	USA	5.88%	N/A	0	N/A
William Rector, M.D.	USA	0	N/A	6.25%	N/A
Rose Mary Fry	USA	0	N/A	6.25%	N/A
Jim Berg	USA	0	N/A	6.25%	N/A
Jay Forest	USA	0	N/A	6.25%	N/A
Janie Martinez Gonzalez	USA	0	N/A	6.25%	N/A
John McLaughlin	USA	0	N/A	6.25%	N/A
Stewart Reuter, M.D.	USA	0	N/A	6.25%	N/A
Nancy Taylor Shivers	USA	0	N/A	6.25%	N/A
Marylyn Smith	USA	0	N/A	6.25%	N/A
Dora Ann Verde	USA	0	N/A	6.25%	N/A
Edgar Wallace	USA	0	N/A	6.25%	N/A

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