

EXHIBIT 15
DESCRIPTION OF TRANSACTION AND DOCUMENTS

The instant application is one of four concurrently filed applications, and is associated with seven pending transfer of control applications on Form 315 filed in February 2013¹, seeking Commission consent to the transfer of control of Cunningham Broadcasting Corporation (“Cunningham”) from the Carolyn C. Smith Cunningham Trust (the “Trust”), Michael Anderson², Trustee, which currently holds 100% of the voting control of Cunningham, to Michael Anderson, in his individual capacity.

Since the time of those filings, Cunningham, through its indirect subsidiaries, has acquired four stations: WBSF(TV), Bay City, Michigan, FAC ID# 82627, WGTQ(TV), Sault Ste. Marie, Michigan, FAC ID# 59279, WGTU(TV), Traverse City, Michigan, FAC ID# 59280, and WYZZ-TV, Bloomington, Illinois, FAC ID# 5875. Accordingly, the instant applications are being submitted to update the record only due to the subsequent acquisition of additional stations since the initial filings and do not propose any changes to the pending transaction resulting from Mrs. Smith’s death and the settlement of her estate.

As previously reported to the Commission, the former sole trustee of the Trust, Carolyn C. Smith, passed away in June 2012. Pursuant to the terms of the Trust Agreement (defined below), Michael Anderson became the successor trustee to Mrs. Smith immediately upon her death.³ This application is being filed in connection with the settlement of Mrs. Smith’s estate and the winding down of the Trust pursuant to its terms.⁴

¹ See FCC File Nos. BTCCDT-20130226AGC/AGD/AGE/AFW/AFX/AFY/AFZ.

² Michael Anderson is currently the President of Cunningham.

³ Michael Anderson currently serves as trustee of the Trust pursuant to a 316 granted on August 8, 2012.

⁴ The Amended and Restated Intervivos Declaration of Trust (“Trust Agreement”) was filed with the Commission on June 30, 2008.

As detailed in the instant application, the Trust currently holds 7 voting shares of Cunningham (the “Shares”), which shares constitute 100% of the issued and outstanding voting shares of Cunningham. The Trust Agreement provides that upon the death of Mrs. Smith, the Shares held by the Trust will be distributed to each of her sons, David D. Smith, J. Duncan Smith, Robert E. Smith and Frederick G. Smith (collectively, the “Smith Brothers”). The FCC’s multiple ownership rules currently preclude the Smith Brothers from holding an attributable interest in Cunningham⁵. In order to comply with FCC rules, following FCC approval, immediately upon receipt of the Shares by the Smith Brothers pursuant to the Waiver, Receipt, Release, and Indemnification Agreement (“Waiver”), attached hereto at Exhibit 7, the Smith Brothers will sell and transfer all of such Shares to Michael Anderson in accordance with the terms of the Stock Purchase Agreement, also attached hereto at Exhibit 7.⁶

Additionally, each of the Smith Brothers and Michael Anderson, have agreed to enter into an option agreement, attached hereto, which grants (i) to each of the Smith Brothers, an option to purchase all of the issued and outstanding Shares held by Michael Anderson, and (ii) to Michael Anderson, an option, to cause each of the Smith Brothers to purchase all of such issued and outstanding Shares, on a pro rata basis.

⁵ Each of the Smith Brothers holds an attributable interest in Sinclair Broadcast Group (“Sinclair”). Sinclair is licensee of a commercial television station in each market in which Cunningham holds a station license, and does not qualify to own a second station in such market under 47 C.F.R. 73.3555, as currently in effect.

⁶ It is the intent of the parties that the Smith Brothers will never actually exercise control over the Shares for any appreciable time, but shall merely serve as an intermediary and an instantaneous pass through for purposes of winding up the Trust. The closing of the sale of the Shares to Michael Anderson shall take place immediately following the transfer of the Shares to the Smith Brothers and in no event later than 10 minutes thereafter. Accordingly, in accordance with Commission policy (*See John H. Phipps, Inc.*, 11 FCC Rcd 3733 (1995)), the parties are filing a single long-form 315 application both for the transfer of the Shares from the Trust to the Smith Brothers and for the immediate transfer thereafter of the Shares from the Smith Brothers to Michael Anderson. The parties will not consummate the transfer of the Shares to the Smith Brothers until the approval of the transfer to Michael Anderson.