

FCC Form 314 Amendment  
WTIC-TV Hartford, CT  
WCCT-TV Waterbury, CT  
March 2012

**AMENDMENT TO EXHIBIT 16**

## **I. INTRODUCTION AND SUMMARY**

On April 28, 2010, certain subsidiaries of the Tribune Company (“Tribune”) filed FCC applications seeking approval of the assignment of licenses in connection with Tribune’s anticipated emergence from bankruptcy as a reorganized entity (the reorganized Tribune Company is hereinafter referred to as “Reorganized Tribune,” and the applicants as the “Reorganized Licensees”). Five of those applications, including the instant application, requested waivers of the newspaper/broadcast cross-ownership rule (“NBCO Rule”) to permit the continued common ownership of newspaper and broadcast combinations held by Tribune (the “Initial Waiver Requests”).<sup>1</sup> The purpose of this amendment is to address the Third Circuit’s decision in *Prometheus Radio Project v. FCC* (“*Prometheus II*”)<sup>2</sup> and the FCC’s Notice of Proposed Rulemaking in its 2010 Quadrennial Review (“*2011 NPRM*”),<sup>3</sup> both of which were issued after the Initial Waiver Requests were filed, and to provide updated information in support of the requested waivers.<sup>4</sup>

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<sup>1</sup> Reorganized Licensees are seeking waivers of the NBCO Rule for the following combinations: (1) WGN-TV, WGN(AM), and the *Chicago Tribune* (FCC File No. BALCDT-20100428AEL); (2) KTLA(TV) and the *Los Angeles Times* (FCC File No. BALCDT-20100428ADV); (3) WSFL-TV and the *Sun Sentinel* (FCC File No. BALCDT-20100428ADY); (4) WTIC-TV, WCCT-TV (formerly WTXN(TV)), and the *Hartford Courant* (FCC File Nos. BALCDT-20100428ADQ, BALCDT 20100428ADX); and (5) WPIX(TV) and the *New York Daily News* (FCC File No. BALCDT-20100428ADP).

<sup>2</sup> 652 F.3d 431 (3d Cir. 2011) (“*Prometheus II*”), *reh’g denied*, Order (3d Cir. Sept. 6, 2011). Multiple petitions for writ of *certiorari*, including one in which Tribune joined, were filed in late 2011, have been opposed, and remain pending. See *Tribune Co., et al. v. FCC, et al.*, No. 11-696 (filed Dec. 5, 2011); see also *Media General, Inc. v. FCC, et al.*, No. 11-691 (filed Dec. 5, 2011); *Nat’l Ass’n of Broad. v. FCC, et al.*, No. 11-698 (filed Dec. 5, 2011).

<sup>3</sup> *2010 Quadrennial Regulatory Review—Review of the Commission’s Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996; Promoting Diversification of Ownership in the Broadcasting Services*, Notice of Proposed Rulemaking, FCC 11-186, MB Docket Nos. 09-182, 07-294 (rel. Dec. 22, 2011) (“*2011 NPRM*”).

<sup>4</sup> The applications are concurrently being amended to reflect additional developments that have occurred since their initial filing, including the submission of a Third Amended Plan of Reorganization to the Bankruptcy Court.

As discussed further below, the Third Circuit in *Prometheus II* vacated the revised standards for waivers of the NBCO Rule that the FCC adopted in 2008 on the ground that those standards had not been subject to sufficient notice and comment under the Administrative Procedure Act (“APA”).<sup>5</sup> In the *2011 NPRM*, however, the FCC has stated that it “continue[s] to believe . . . that a blanket prohibition on newspaper/broadcast combinations is overly broad and does not allow for certain cross-ownerships that may carry public interest benefits” and has tentatively concluded that it should replace the absolute ban on cross-ownership with a presumptive waiver standard that would generally incorporate most elements of the 2008 rule.<sup>6</sup>

In its Initial Waiver Request, the Reorganized Licensee demonstrated that the grant of a permanent waiver of the NBCO Rule would have been appropriate under the modified waiver standards that were adopted by the FCC in 2008, and is also appropriate under the standards that the FCC had applied to such requests since the NBCO Rule’s inception in 1975.<sup>7</sup> The Reorganized Licensee also demonstrated that, in the alternative, a temporary waiver of the NBCO Rule until 18 months after completion of pending proceedings to revise the NBCO Rule is warranted.<sup>8</sup> The Reorganized Licensee further explained that the grant of a waiver of the NBCO Rule is required under the APA and the Constitution, as well as the FCC’s settled policy of affording comity to the bankruptcy process.<sup>9</sup>

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<sup>5</sup> *Prometheus II*, 652 F.3d at 449-54.

<sup>6</sup> *2011 NPRM*, ¶¶ 89-90, 101-102.

<sup>7</sup> See Initial Waiver Request Section IV.

<sup>8</sup> See *id.* Section V.

<sup>9</sup> See *id.* Sections III.D-E.

In support of its Waiver Request, the Reorganized Licensee presented extensive showings concerning the extremely high level of public service that the co-owned properties have long provided to the market that they serve and established that the grant of a NBCO Rule waiver is necessary to allow these benefits to continue.<sup>10</sup> The Reorganized Licensee emphasized that the grant of a waiver would simply preserve the *status quo* with respect to this existing combination, and as a result would, by definition, have no impact on existing levels of competition in the local market.<sup>11</sup> In addition, the Reorganized Licensee established that the market served by the newspaper/broadcast combination is in any event remarkably diverse and competitive—both in terms of traditional media outlets and additional new media such as Internet sources—and that allowing continued common ownership would thus have no adverse impact on competition.<sup>12</sup> To the contrary, the Reorganized Licensee showed that failure to grant the requested relief would have adverse public interest effects.<sup>13</sup>

As explained below, the Reorganized Licensee is entitled to a permanent waiver of the NBCO Rule. In the period since the filing of the Initial Waiver Request, the marketplace has only become more competitive, while newspapers and broadcast stations have continued to face increasingly severe economic challenges. Furthermore, the properties have continued to deliver consistently outstanding and diverse local public service benefits that would not be possible

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<sup>10</sup> See *id.* Section III.A.

<sup>11</sup> See *id.* Sections III.E.3, IV.

<sup>12</sup> See *id.* Section III.B.

<sup>13</sup> See *id.* Section III.C.

absent common ownership. And, as Tribune's bankruptcy proceedings have now extended for more than three years, the interest in comity has taken on added significance.

Accordingly, under any reasonable waiver standard, the Reorganized Licensee is entitled to a permanent waiver of the NBCO Rule that would allow continued common ownership by the Reorganized Licensee, as well as subsequent sale of the properties in tandem. At the very least, the FCC should grant the Reorganized Licensee 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.

**II. THE NEWSPAPER AND BROADCASTING INDUSTRIES CONTINUE TO FACE SEVERE ECONOMIC CHALLENGES AND CONSTANTLY INCREASING COMPETITION.**

In its Initial Waiver Request, the Reorganized Licensee demonstrated the unprecedented negative effects that the recent economic crisis has had on the newspaper and broadcasting industries, including Tribune's resultant filing for bankruptcy protection in December of 2008.<sup>14</sup> The Initial Waiver Request also documented the substantial and ever growing competition that traditional media, including the commonly owned outlets, face in the contemporary information marketplace.<sup>15</sup> Since the filing of the Initial Waiver Request, the marketplace has only become more competitive, and the newspaper and broadcasting industries have continued to face severe economic challenges.

Indeed, in the *2011 NPRM*, the Commission recognizes that "[t]he proliferation of broadband Internet and other new technologies has had a dramatic impact on the media

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<sup>14</sup> See *id.* Section II.C.

<sup>15</sup> See *id.* Section III.B.

marketplace,” and that “[c]onsumers are increasingly turning to online and mobile platforms to access news content and audio and video programming.”<sup>16</sup> Moreover, in June 2011, the FCC’s Future of Media Working Group, led by former journalist Steve Waldman, released a comprehensive report that not only provides a detailed analysis of the current media landscape and examines how media is serving the information needs of citizens, but also reaffirms the troubling economic trends faced by newspapers and broadcasters.<sup>17</sup> As the FCC explains in the *2011 NPRM*, the Working Group’s *Report* “finds that the Internet has created more diversity and choice in news and information, and that most communities have seen a rise in the number and diversity of outlets, as well as more diversity in commentary and analysis.”<sup>18</sup>

Further, the *2011 NPRM* recognizes that “the growth of these new technologies both challenges established business models and provides opportunities to reach new audiences and generate new revenue streams,” resulting in a situation in which “[b]roadcast and newspaper consumption in traditional forms is in decline, and advertising revenues have been shrinking in

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<sup>16</sup> *2011 NPRM*, ¶ 1; *see also, e.g., id.* ¶ 15 (“As a result of the growing availability of the Internet and the proliferation of wireless technology, consumers are accessing news and public affairs programming through their computers and electronic devices.”); *id.* at ¶ 133 (citing *2010 Quadrennial Regulatory Review—Review of the Commission’s Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996*, Notice of Inquiry, 25 FCC Rcd 6086, 6088 ¶ 6 (2010) (citing Kristen Purcell, *et al.*, Pew Research Center’s Project for Excellence in Journalism, *Understanding the Participatory News Consumer: How Internet and Cell Phone Users Have Turned News Into a Social Experience* (2010), available at [http://www.journalism.org/sites/journalism.org/files/Participatory\\_News\\_Consumer.pdf](http://www.journalism.org/sites/journalism.org/files/Participatory_News_Consumer.pdf) (last visited Mar. 15, 2012))).

<sup>17</sup> Steve Waldman & the Working Group on Information Needs of Communities, *The Information Needs of Communities: The Changing Media Landscape in a Broadband Age* (June 2011) (“*Future of Media Report*” or “*Report*”), available at [http://transition.fcc.gov/osp/inc-report/The\\_Information\\_Needs\\_of\\_Communities.pdf](http://transition.fcc.gov/osp/inc-report/The_Information_Needs_of_Communities.pdf) (last visited Mar. 15, 2012).

<sup>18</sup> *2011 NPRM*, ¶ 133 (citing *Report* at 119-20).

recent years.”<sup>19</sup> Similarly, the *Future of Media Report* observes that “[a]s technology offered consumers new choices, it upended traditional news industry business models, resulting in massive job losses—including roughly 13,400 newspaper newsroom positions in just the past four years.”<sup>20</sup> The *Report* confirms that the newspaper industry faces a broad array of challenges in an information marketplace that is increasingly dominated by the Internet, accurately depicting—at best—a bleak picture of the current state of the newspaper industry:

Newspapers across the country have experienced severe cutbacks during the past decade, which has undermined their ability to perform their role as the nation’s watchdog. Ad revenue dropped nearly 48 percent between 2005 and 2010, and with it the industry’s annual spending on reporting and editing capacity dropped by \$1.6 billion, from 2006 to 2009, a reduction of more than 25 percent. . . . The number of full-time journalists at daily newspapers fell from a peak of about 56,900 in 1989 to 41,600 in 2010, a level not seen since before the Watergate era.<sup>21</sup>

The Internet has dramatically undercut newspaper revenues, contributing in large part to the newspaper industry’s economic woes—in 2000, newspaper print advertising revenue totaled \$48.7 billion, but ten years later it plummeted more than 50% to \$22.8 billion.<sup>22</sup> Although

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<sup>19</sup> *Id.* at ¶ 3.

<sup>20</sup> *Future of Media Report* at 5.

<sup>21</sup> *Id.* at 34 (citations omitted).

<sup>22</sup> *Id.* at 39 (citation omitted); see also *id.* at 128 (observing that “in 2010, advertisers spent more money online than in print newspapers”); *Inside Radio News Ticker...Newspaper Spending Falls Again*, INSIDE RADIO (Sept. 2, 2011) (“Advertisers spent less on print for the 20th consecutive quarter dating back to 2006, and fresh Newspaper Association of America data shows no sign of a reversal of fortune. Despite an 8% gain in digital dollars, NAA says overall newspaper revenue fell 7% during second quarter.”).

newspapers have gained audience on the Internet, their online advertising revenue has not even come close to making up the loss in advertising dollars from print editions.<sup>23</sup>

As detailed in the Initial Waiver Request, the sharp drop in newspaper advertising revenue resulted in cutbacks in operations—numerous newspapers stopped publishing print editions, some switched to online-only editions, and many ceased to exist in any form.<sup>24</sup> The *Future of Media Report* confirms these trends.<sup>25</sup> The *2011 NPRM* and the *Report* similarly corroborate that staffing cutbacks have been widespread; the *2011 NPRM* recognizes that “[s]ome broadcast and newspaper outlets have contracted the size of news staffs in response” to the proliferation of new media outlets,<sup>26</sup> and the *Report* concludes that “[t]he loss of revenue precipitated a more than 25 percent reduction in newsroom staffs, affecting reporters, editors,

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<sup>23</sup> *Future of Media Report* at 39 (“Online ad revenue for the entire newspaper industry grew by a billion between 2005 and 2010. But print advertising lost \$24.6 billion. This led to the saying in the newspaper world that ‘print dollars were being replaced by digital dimes.’ That turns out to be a rather cheerful way of phrasing it. More accurately: each print dollar was being replaced by four digital pennies.”). The *Future of Media Report* notes that classified advertising was “hit the hardest, as consumers and advertisers found themselves with an array of much cheaper, faster, and more efficient alternatives,” including popular online alternatives such as Craigslist, Google, and numerous specialty websites for posting information on jobs, cars, and real estate. *Id.* at 39-40. Between 2000 and 2010, newspapers’ revenue from advertisements for employment, real estate, vehicles, and smaller items and services fell an astonishing 71 percent from \$19.6 billion (when it accounted for 40 percent of newspapers’ total print advertising revenue) to \$5.6 billion (amounting to just 25 percent of newspapers’ total print advertising revenue). *Id.* (citation omitted). Significant declines in national and retail advertising dealt newspapers a “double whammy”—“just as classified advertisers migrated to the Internet, national advertisers cut spending and shifted some resources to other media, including cable television, niche publications, and the Internet.” *Id.* at 40 (citation omitted). In 2010, newspapers’ national advertising revenues were \$4.2 billion, down from a high of \$8 billion in 2004, while newspapers’ retail advertising revenues were \$12.9 billion, down from a high of \$22 billion in 2005. *Id.* at 39-40 (citation omitted).

<sup>24</sup> See Initial Waiver Request Section II.C.

<sup>25</sup> *Future of Media Report* at 40-41 (providing a comprehensive list of newspapers that have closed or eliminated a newsprint edition between 2007 and 2010); see also *id.* at 42 (“In 2009 alone, the website Paper Cuts counted 34 papers that had laid off more than 100 employees each. Meanwhile, journalists across the country who managed to hang onto their jobs often were forced to accept unpaid furloughs, pay cuts, or both.”) (citations omitted).

<sup>26</sup> *2011 NPRM*, ¶ 3.

online producers, photographers, artists, and videographers.”<sup>27</sup> The *Future of Media Report* concludes that these dramatic cutbacks “appear to have caused genuine harm to American citizens and local communities,” as fewer newsrooms can afford to work on labor-intensive, investigative stories and newspapers have had to eliminate or reduce coverage of important areas such as state government, municipal government, crime and criminal justice, health, and education.<sup>28</sup> As shown in the Initial Waiver Request and in Section III, *infra*, however, Tribune has continued to invest in newsroom operations and provide such coverage despite its economic difficulties.

The 2011 NPRM and the *Future of Media Report* also confirm, as demonstrated in the Initial Waiver Request,<sup>29</sup> that the television broadcast industry faces similar challenges from cable, satellite, and other MVPDs as well as the rapidly increasing availability of competitive video content via the Internet. The 2011 NPRM acknowledges increases in subscribership reported by satellite television companies, as well as the widespread availability of online video content.<sup>30</sup> Similarly, according to the *Report*, the television broadcast industry has been suffering economic declines as “[t]he broadcast audience continue[s] its drift to cable, satellite, and the Internet.”<sup>31</sup> In particular, “[t]he economic changes from 2005 to 2008 hit local news-

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<sup>27</sup> *Future of Media Report* at 40 (citation omitted).

<sup>28</sup> *Id.* at 44-55, 57.

<sup>29</sup> See Initial Waiver Request Sections II.C., III.B.

<sup>30</sup> 2011 NPRM, ¶ 2.

<sup>31</sup> *Future of Media Report* at 73 (providing chart which shows that, in 2010-2011, ad-supported cable had a 60 percent household primetime share level as compared to 36 percent for television broadcasters); see also *id.* at 102 (stating that “the audience is shifting away from broadcast television to cable and the Internet, both of which are drawing off viewers and advertisers”).

producing stations especially hard.”<sup>32</sup> Citing statistics from the National Association of Broadcasters, the *Report* indicates that local television news pre-tax profits dropped 56.3% between 1998 and 2008.<sup>33</sup> Further, local television stations have had to make staffing cuts or undertake other cost-saving measures, even where they are producing more newscasts and news content; nearly two-thirds of local television news directors reported staff cuts in 2009, and the median full-time staff of stations dropped from 32 in 2006 to 29 in 2009.<sup>34</sup>

These trends can only be expected to continue, and, even if the industry were to make a dramatic recovery, broadcast television would still face vibrant competition for viewers and advertising dollars from cable and satellite television and the Internet. Indeed, the *Report* indicates that the number of cable subscribers has increased steadily since its inception, with 62 million subscribers in 2009, and direct broadcast satellite (DBS) has also become a “significant provider of video services,” with DirecTV serving 19.2 million subscribers and DISH Network serving 14.3 million subscribers.<sup>35</sup> Moreover, “as IPTV (Internet TV) becomes a more common form of TV watching, local TV stations may suffer, too,” as “the higher ad rates charged on traditional media will likely be undercut by the lower ad rates on the Internet.”<sup>36</sup>

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<sup>32</sup> *Id.* at 74.

<sup>33</sup> *Id.* (citation omitted).

<sup>34</sup> *Id.* at 79 (citations omitted). The *Report* also concludes that television revenues rose in 2010 and that “the economic prospects for local broadcast stations and their news operations remain brighter than the outlook for local newspapers.” *Id.* at 74. However, television revenues still have not returned to their pre-downturn levels and are unlikely to do so given the ever-expanding competition for advertising dollars from the Internet and other new media.

<sup>35</sup> *Id.* at 109, 114 (citations omitted).

<sup>36</sup> *Id.* at 270.

As highlighted above and in the Initial Waiver Request,<sup>37</sup> the Internet is vying with traditional media sources for consumers and advertising. As the number of Americans with Internet access (and high-speed Internet access in particular) rises, the importance of the Internet as a source of news and information is also growing. A recent study by the Pew Research Center and the Knight Foundation found that: “The [I]nternet has already surpassed newspapers as a source Americans turn to for national and international news. The findings from this survey now show its emerging role as a source for local news and information as well.”<sup>38</sup> The fact that more people are turning to the Internet for local topics “poses a major challenge to more traditional news providers, especially newspapers, which have often aspired to be a relatively comprehensive source of information on all of these topics.”<sup>39</sup> Although the survey found that newspapers are one of the most relied upon sources for a wide range of local topics, it found that 69% of Americans believe that the death of their local newspaper would have *no impact or a minor impact* on their ability to get local information.<sup>40</sup> Similarly, another study—this one conducted by Arbitron and Edison Research—found that a mere 5% of respondents believe that newspapers are the “most essential” media, as compared to 42% who stated that the Internet is

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<sup>37</sup> See Initial Waiver Request Sections II.C., III.B.

<sup>38</sup> Pew Project for Excellence in Journalism, Pew Internet & American Life Project & Knight Foundation, *How People Learn About Their Local Community* (Sept. 2011) at 22, available at [http://www.knightfoundation.org/media/uploads/publication\\_pdfs/Pew\\_Knight\\_Local\\_News\\_Report\\_FINAL.pdf](http://www.knightfoundation.org/media/uploads/publication_pdfs/Pew_Knight_Local_News_Report_FINAL.pdf) (last visited Mar. 15, 2012) (“*Pew Community Information Study*”); see also *id.* at 22 (noting that the Internet is either the most popular source or tied with newspapers as the most popular source among all adults for five of the 16 local topics covered by the survey, and that the Internet is an even more significant source for local news and information among the 79 percent of Americans who are online).

<sup>39</sup> *Id.*

<sup>40</sup> *Id.* at 14 (also noting that 75% of younger adults (age 18-29) and 74% of home broadband users say their ability to get local information would not be affected in a major way by the absence of their local paper).

“most essential” to their lives.<sup>41</sup> And nearly half of the respondents in the Pew/Knight Foundation survey indicated that they expect newspapers to *disappear* in the future due to the Internet.<sup>42</sup>

The rise of the Internet and the increasing adoption of broadband are likely only to continue to diminish the position of traditional media. As the *Future of Media Report* observes, “[a]lthough increased broadband penetration has tremendous benefits it will also create further dislocation for traditional media business models in the short run,” as broadband eventually will reach the 22 percent of Americans who are not Internet users (as well as the 35 percent who do not use broadband Internet at home) and who, thus, currently rely on traditional media sources.<sup>43</sup> Indeed, the Commission itself has found that “[m]any Americans now turn to the Internet to obtain news,” and that “the Internet has become a *major source* of news and information, which forms the basis for informed civic discourse.”<sup>44</sup> At the same time, these developments should not be viewed as a sign that newspapers should simply be permitted to die a slow death. To the contrary, newspapers are an important part of the “rich[] and . . . nuanced ecosystem of

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<sup>41</sup> Arbitron Inc. & Edison Research, *The Infinite Dial 2010: Digital Platforms and the Future of Radio* 11, 14 (2010), available for download at [http://www.arbitron.com/study/digital\\_radio\\_study.asp](http://www.arbitron.com/study/digital_radio_study.asp) (last visited Mar. 15, 2012). This study also found that the Internet is now just as important as television across all respondents, and that for younger consumers the Internet is more important than television. *Id.* at 12-13.

<sup>42</sup> *Pew Community Information Study* at 14.

<sup>43</sup> *Future of Media Report* at 269 (citing Gordon Crovitz, former publisher of *The Wall Street Journal*, who says his research over the years “has shown an ‘inverse correlation between broadband penetration and newspaper profitability’”).

<sup>44</sup> *Preserving the Open Internet; Broadband Industry Practices*, Report and Order, 25 FCC Rcd 17,905, 17,912 (¶ 15) (2010) (emphasis added).

community news and information”<sup>45</sup> on which people rely and traditional media, including newspapers, remain most often the sources of breaking news stories,<sup>46</sup> which renders the requested waiver all the more appropriate.

**III. TRIBUNE’S CONTINUED OWNERSHIP OF THE HARTFORD PROPERTIES WILL SERVE THE PUBLIC INTEREST.**<sup>47</sup>

During the decade-plus of Tribune’s common ownership of WTIC-TV and WCCT-TV (collectively, the “Stations”) with the *Courant*, these properties have provided myriad public interest benefits to residents of the Hartford DMA. As demonstrated in the Initial Waiver Request and as expanded upon below, joint efforts between these media properties have 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.<sup>48</sup> Through their common ownership with the *Courant*, the Stations provide programming and local public interest benefits that no other television station in the market could offer on its own. These benefits flow directly to the public and would have been exceedingly difficult to attain absent common ownership and Tribune’s steadfast commitment to bringing local news and public affairs programming to the public.

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<sup>45</sup> *Pew Community Information Study* at 1; *see id.* at 16 (noting important “implications about what could happen if a newspaper in town were to disappear” because people turn to newspapers for information that they are not able to get from other sources).

<sup>46</sup> *See, e.g.,* Pew Project for Excellence in Journalism, *How News Happens: A Study of the News Ecosystem of One American City* (Jan. 2010) at 2, *available at* [http://www.journalism.org/analysis\\_report/how\\_news\\_happens](http://www.journalism.org/analysis_report/how_news_happens) (last visited Mar. 15, 2012) (finding that “of the stories” available from a variety of news sources in Baltimore, Maryland during a sample week, 95 percent of those that contained “new” information “came from traditional media—most of them newspapers”).

<sup>47</sup> The factual updates included in this section apply equally to the request for waiver of Section 75.3555(b) of the Commission’s rules for stations WTIC-TV and WCCT-TV and by this reference are incorporated therein.

<sup>48</sup> *See* Initial Waiver Request Section III.A.1.

*Facilities, Operations, and Employees.* The manner in which the facilities, operations, and employees of Tribune's properties are organized facilitates the provision of the benefits of common ownership to the public without compromising the ultimate editorial independence of each property. WTIC-TV, which is an affiliate of the Fox network, and WCCT-TV, which is a CW affiliate, are co-located and operated jointly from a state-of-the-art facility in downtown Hartford that was completed in December 2009. The Stations are now located in the same building as the *Courant* allowing even greater collaboration on news "tips," breaking news stories, and investigative pieces.

WTIC-TV and WCCT-TV operate as a single employment unit. As of the end of Tribune's fiscal year 2011 (December 25, 2011), they employ 199 full-time and part-time workers, 105 of whom work in the Stations' news department. This dramatic increase in news staff at the Stations is in stark contrast to the contraction in news staff employment throughout the television and newspaper industries since the recession began in 2008. As of the end of fiscal year 2011, the *Courant* employs 566 full-time and part-time employees, 125 of whom work on news and editorial content, and Tribune's interactive division for the Hartford DMA has 36 full-time and part-time employees, 13 of whom work on news. While each entity is operated independently, they share a chief operating officer. Richard Graziano, Vice President/General Manager of the Stations' operations, was named publisher of the *Courant* in March 2009 and has management responsibility for print, broadcast, and internet operations.

The Stations and the *Courant* hold separate assignment meetings each day. The television meetings occur at 9:15 am and 3:00 pm, and the newspaper's occur at 9:30 am and 3:15 pm. At the time the Initial Waiver Request was filed, the assignment manager of WTIC-

TV/WCCT-TV and his or her counterpart at the *Courant* would then meet at 10:15 am to exchange assignment lists and confer to ensure the deployment of adequate and non-duplicative resources to cover the most important local news stories unfolding that day. Today, the assignment managers no longer meet. Instead, one *Courant* employee, the Integrated Media Manager, attends all of the editorial meetings and reviews and monitors the flow of information among Tribune's Hartford properties, including the Stations, the newspaper, and their respective websites, to help ensure that they are covering significant local news events. Although this employee attends the various assignment meetings, he does not override the independent editorial decisions of the various properties.

*News Coverage.* Since Tribune has owned WTIC-TV, WCCT-TV, and the *Courant*, it has significantly increased the amount of locally-originated news programming provided by the Stations. As of the filing of the Initial Waiver Request, WTIC-TV broadcast more than 35.5 hours of locally-produced news and public affairs programming each week – more than any other station in the market and more than 10 times the amount WTIC-TV broadcast when Tribune acquired it in 1997. In August 2008, WTIC-TV expanded its weekday morning news program from a two-hour program to a four and one-half hour program airing from 4:30 am to 9:00 am. In September 2009, WTIC-TV introduced *Fox 61 Midday*, which airs weekdays from 11:00 am to 11:30 am. The following chart lists WTIC-TV's news schedule as of the filing of the Initial Waiver Request:

<b><i>Program</i></b>	<b><i>Time</i></b>	<b><i>Days</i></b>	<b><i>Hours/ day</i></b>	<b><i>Hours/week</i></b>
<i>Fox 61 Morning News</i>	4:30 am – 9:00 am	Monday – Friday	4.5	22.5
<i>Fox 61 Midday</i>	11 am – 11:30 am	Monday – Friday	0.5	2.5

<i><b>Program</b></i>	<i><b>Time</b></i>	<i><b>Days</b></i>	<i><b>Hours/ day</b></i>	<i><b>Hours/week</b></i>
<i>Fox 61 News at Ten</i> (also simulcast on WTXX(TV))	10:00 pm – 11:00 pm	Monday – Sunday	1	7
<i>Fox 61 News at 11</i>	11:00 pm – 11:35 pm	Sunday – Friday	:35	3.5
<b>TOTALS:</b>	<b>Monday-Friday</b>		<b>6.6</b>	<b>35.5</b>
	<b>Saturday</b>		<b>1</b>	
	<b>Sunday</b>		<b>1.6</b>	

As of the filing, each night's 10:00 pm newscast on WTIC-TV was simulcast on WCCT-TV, a station that was not broadcasting local news produced by its licensee when Tribune acquired it in 2001.

Since submitting the Initial Waiver Request, WTIC-TV has made several news programming changes resulting in an increase of 11.5 hours per week, for a total of 47 hours of news each week. This total is the highest number of weekly local news hours produced by any station in the market. On September 26, 2011, WTIC-TV extended *Fox 61 Morning News* by one hour (to end at 10:00 am rather than 9:00 am). On September 19, 2011, WTIC-TV also added a two-hour newscast each weekend morning from 7:00 am to 9:00 am. Although WTIC-TV terminated its half-hour midday newscast, it added an hour-long newscast from 4:00 pm to 5:00 pm Monday through Friday on January 22, 2011. As a result of these changes, the station's current local news schedule is as follows:

<i><b>Program</b></i>	<i><b>Time</b></i>	<i><b>Days</b></i>	<i><b>Hours/ day</b></i>	<i><b>Hours/week</b></i>
<i>Fox CT Morning News</i> (Also simulcast on WCCT 5-6 am)	4:30 am – 10:00 am	Monday – Friday	5.5	27.5
<i>Fox CT Morning</i>	7:00 am – 9:00 am	Saturday – Sunday	2	4

<i><b>Program</b></i>	<i><b>Time</b></i>	<i><b>Days</b></i>	<i><b>Hours/ day</b></i>	<i><b>Hours/week</b></i>
<i>News—Weekend</i>				
<i>Fox CT News at 4</i>	4:00 pm – 5:00 pm	Monday – Friday	1	5
<i>Fox CT News at Ten</i>	10:00 pm – 11:00 pm	Monday – Sunday	1	7
<i>Fox CT News at 11 (Also rebroadcast on WCCT at 1:00 am)</i>	11:00 pm – 11:35 pm	Sunday – Friday	.58	3.5
<b>TOTALS:</b>	<b>Monday-Friday</b>		<b>8.1</b>	<b>47.0</b>
	<b>Saturday</b>		<b>3</b>	
	<b>Sunday</b>		<b>3.58</b>	

Now, from Sunday through Friday, the 11:00 pm newscast on WTIC-TV is rebroadcast on WCCT-TV at 1:00 am. On Saturday, the 1:00 am rebroadcast on WCCT-TV is of the 10:00 pm newscast on WTIC-TV. In addition, since September 19, 2011, an hour of each weekday morning's newscast on WTIC-TV is simulcast from 5:00 am to 6:00 am on WCCT-TV. One of the reasons this segment was selected was its provision of traffic information for early morning Waterbury commuters. With the two broadcasts, WCCT-TV now carries 95 minutes of news per day from Monday through Friday, 60 minutes on Saturday, and 35 minutes on Sunday..

On March 12, 2011, the Stations began producing a half-hour magazine program entitled *Northeast Living*. The program airs at 9:00 am on Saturday on WTIC-TV and is rebroadcast at 10:30 am on Saturday on WCCT-TV. WTIC-TV also broadcasts *The Real Story*, a weekly public affairs program addressing local and state political issues and other matters of concern to area residents. This program airs on Sunday mornings at 6:30 am on WTIC-TV. (At the time that the Initial Waiver Request was filed, WCCT-TV also broadcast *The Real Story* weekly at 11:30 am on Sundays; this show was discontinued on January 16, 2011.) Since June 21, 2009,

WTIC-TV has broadcast an additional public affairs program hosted by former long-time *Courant* columnist Stan Simpson, whose television program focuses on issues affecting the local African-American community. *The Stan Simpson Show* is a 30-minute news interview program broadcast on Saturday mornings at 6:30 am on WTIC-TV featuring local community events and profiles of community leaders.

Working together, WTIC-TV, WCCT-TV, and the *Courant* deliver a number of recurring series and features that add significant depth and breadth to the coverage of news and information in the market. For example, the WTIC-TV and WCCT-TV meteorologists provide daily local weather information for the *Courant*, which otherwise would need to rely exclusively on information from national weather services. The *Courant's* business editor, Dan Haar, appears weekly on WTIC-TV's *Fox CT Morning News*. In his segment, titled *Hangin' with Haar*, he discusses important business issues affecting viewers in the area. Twice a week, *Courant* columnist Korky Vann writes a *Savvy Shopper* column in which she reports on her searches for bargains throughout Connecticut and southern New England. Ms. Vann also appears on WTIC-TV's morning news on Wednesday mornings to discuss specials she has found. Since the filing of the Initial Waiver Request, the Stations have added the *Courant* music critic and editorial cartoonist as weekly on-air contributors, along with one of the newspaper's columnists, who recently won a local Emmy for his television segment.

Reporters from WTIC-TV, WCCT-TV, and the *Courant* frequently share tips on news stories and work together to make sure breaking news gets out to the community as quickly as possible, as the following examples show:

- In August 2011, a *Courant* reporter received a tip that a Simsbury, Connecticut teacher had been arrested for drug activities and removed from his teaching

position. *Courant* reporters worked their sources to confirm the story in time for WTIC-TV to break it in the 10 pm newscast. A lengthy story ran in the *Courant* the next day.

- In January 2011, the television newsroom received a tip that the Waterbury state's attorney would be investigated. The *Courant* and the Stations together led the coverage of the investigation and the official's subsequent resignation.
- On February 7, 2010, the Stations and the *Courant* teamed up to cover a major power plant explosion in Middletown, Connecticut, which killed five people. WTIC-TV cut into live programming with news updates throughout the afternoon and aired a special 90-minute broadcast on the local disaster from 5:00 pm to 6:30 pm. Reporters and photographers from the *Courant* contributed on-air reports and video shots.
- In the same week, WTIC-TV and the *Courant* collaborated on a special series entitled "Protecting Your Teens," focusing on helping teens avoid abusive relationships. The *Courant* printed several feature stories, and on-air segments ran in WTIC-TV's morning newscast and the Stations' late evening news. In conjunction with this special series, the *Courant* and WTIC-TV cosponsored a "Teen Dating Violence Forum" at the University of Hartford, which offered live discussion of the issue.
- In January 2010, the Stations and the *Courant* were first in the Hartford market to break the news that Sen. Christopher Dodd would not run for reelection and then first again with the news that former state Attorney General Richard Blumenthal would seek the nomination in the Democratic primary. Station and *Courant* reporters collaborated on the story as WTIC-TV broke into live programming at 12:45 am on January 6, 2010, to report the news. The story was then posted on the Stations' and newspaper's websites and rushed into print, appearing in two of the *Courant*'s morning editions. WTIC-TV continued coverage of the story in its 4:30 am newscast and at 8:30 am aired the first interview with Blumenthal in which he confirmed that he would seek Sen. Dodd's seat. Later in the day, WTIC-TV was the only station to carry Blumenthal's announcement of his candidacy live, breaking into scheduled programming at 2:30 pm. WTIC-TV again broke into live programming at 4:30 pm to carry a second interview with him.
- Also in January 2010, the Stations and *Courant* together investigated and broke a story about potential negligence in a fatal school bus crash in the Hartford area. A *Courant* reporter received documents showing that the bus had previously failed inspection and that a bus company employee, who had signed off on a self-inspection, had recently been arrested for fraud in a similar case. WTIC-TV

broke the story in its late evening newscast, and the *Courant* followed up the next morning with a detailed, in-depth account.

- In July 2009, a *Courant* reporter uncovered the filing of a critical motion while covering the trial of two men suspected of killing three members of a Cheshire, Connecticut family in 2007. The reporter informed WTIC-TV, which then used the information as the basis for a story in the station's next newscast.
- When a bank robbery in Bristol, Connecticut developed into a high-speed chase and hostage situation in summer 2009, assignment editors at the *Courant* and the Stations worked closely together to provide coverage of the story as it unfolded. WTIC-TV was first to learn that the missing suspect had been captured and promptly informed the *Courant's* reporters. Both print and television reporters covered the story on-air and on-line throughout the day, and the *Courant* provided follow-up in-depth coverage in the next day's newspaper.
- In May 2009, when officials feared that a gunman who shot a Wesleyan University student was at large in the Middletown community, newspaper and television editors were in constant contact to ensure that critical information was investigated and reported on-air, on-line, and in print as quickly and thoroughly as possible.
- When public health officials in Waterbury held a press conference in early 2009 on a local death due to swine flu, television reporter Tom Lewis covered the event for both the television Stations and the newspaper.
- In July 2009, when a blind man was rescued from a burning house by his seeing eye dog, the *Courant* did not have a reporter available to cover the incident as it developed, but included frame "grabs" shot by a television cameraman in the story that the newspaper published the next day.

Collaboration with WTIC-TV and WCCT-TV has also allowed the *Courant* to expand its geographic reach to include more news from Waterbury, New Haven, and the southern portion of the market – areas which have previously received less coverage from the Stations. In just two months in early 2010, the Stations aired more than 20 stories related to Waterbury and the surrounding areas, including reports about a mother arrested for leaving her two-year old child in a car outside a shopping mall while she went to a nail salon, a nurse arrested for allegedly abusing a quadriplegic patient, and a murder-suicide involving three friends on a camping trip.

Other stories reported by television station personnel and published in the *Courant* or on its website have included the Waterbury flu story noted above; a hit and run accident involving a toddler; the shooting of a nine-year old; the discovery of a human skull; and, in a separate incident, the discovery of a body that turned out to be a mannequin. Traffic reports in the morning news on WTIC-TV, including the portion simulcast on WCCT-TV, regularly include information on Waterbury and environs.

In 2011, *Courant* and Station reporters worked together extensively on two prominent stories involving Waterbury. The first involved the rape and murder of a 16-year old woman at an abandoned religious theme park and the subsequent trial and conviction of the perpetrator. Another involved a long proposed, ongoing merger of two hospitals in Waterbury. Between October and December of 2011, WTIC-TV aired a total of twelve stories covering Waterbury news events, including coverage of the results of the Waterbury mayoral election in November, 2011.

For the past several years, the Tribune properties have also collaborated on a number of investigative journalism pieces – efforts that they are expanding now that all operations are under one roof. Examples include the following:

- In the wake of the devastating October 2011 snowstorm, *Courant* and Station reporters conducted a wide-ranging investigation of the local and state government and power company responses to the disaster. The properties uncovered widespread communication failures between local and state disaster recovery officials and a general lack of preparedness by the local power company. The coverage highlighted the need for transparency in dealing with the life-threatening situation and questioned officials' preparedness for future disasters.
- The largest recent collaboration among the properties has been their investigation of the Windsor Locks, Connecticut police department following a police officer's killing of a bicyclist while driving drunk. WTIC-TV received the initial tip, and the Stations' and the newspaper's subsequent joint investigation exposed a cover-

up in which the police officer's father, also a cop, had assisted. The Tribune properties have received numerous awards for this coverage.

- In response to an increasing number of domestic violence cases in the Hartford area in the year prior to the filing of the Initial Waiver Request, reporters from the Stations and the *Courant* together investigated and reported on the causes of the spike, failures in judicial system protections designed to assist victims, and measures to help prevent such incidents in the future. Stories appeared on the Stations' newscasts, in the *Courant*, and on the newspaper's website. The Stations and the *Courant* were honored for this project with a 2010 Dove Award from the Center for Youth Leadership.
- *Courant* reporter Arielle Levin Becker, who was investigating a questionable liposuction doctor operating in the area, was joined in her work by television reporter Laurie Perez on "special assignment." Their joint print and on-air reporting alerted more people to the dangers presented by this doctor than would have been the case if only one property had pursued and reported on the investigation. Shortly after the newspaper and the Stations delivered their respective reports, state regulators suspended the doctor's license.
- In May 2009, the *Courant* and the Stations worked together to cover the arrest of a suspect in the 2008 hit and run killing of Hartford resident Angel Arce Torres, whose death drew national attention when surveillance video released by local police showed him being struck by a vehicle, then ignored by numerous other vehicles and pedestrians who passed his body as it lay in the street. When an arrest of the driver seemed imminent, but Hartford police refused to release details, reporters from the Stations and the *Courant* used their combined sources to piece together and break the story.
- Both Stations also broadcast stories based on two investigations about urban blight undertaken by *Courant* columnist Helen Urbinas. One story focused on a neglected baseball field and one on a housing official whose dilapidated house was affecting a neighborhood.

In addition, the Tribune properties have worked together on seasonal projects. On December 20, 2009, following severe winter weather, Station and *Courant* reporters both contributed to a two-hour special report on the impact of the storm, which ran on WTIC-TV from 6:00 am to 8:00 am. On a regular basis, the three properties also work closely together to deliver snow-closing information. The latest updates are broadcast on the Stations and published

on the websites. The *Courant*'s staff helps with gathering and keeping the information accurate and up to the minute.

In March 2009, WTIC-TV provided live broadcast coverage of Hartford's St. Patrick's Day parade for the first time; the Stations and the newspaper jointly covered and promoted the event, and attendance was double that of the 2008 parade. In 2010 and 2011, the Stations and the newspaper again provided coverage of the event, and WTIC-TV broadcast the Hartford parade live; in 2011, WTIC-TV rebroadcast the parade on St. Patrick's Day, which occurred a few days after the Saturday parade. In 2011, the Stations and the newspaper provided coverage of both the Hartford and New Haven St. Patrick's Day parades, with WTIC-TV airing it live and WCCT-TV rebroadcasting it on St. Patrick's Day. In 2012, WTIC-TV aired the Hartford parade live on March 10, 2012 and WCCT-TV aired the New Haven parade live on March 11, 2012. Both parades will be re-aired on March 16, 2012.

To improve their coverage of local news and concerns, the Stations and the *Courant* frequently seek input from viewers and readers to ascertain the issues that are important to the community. They jointly host an ongoing series called the Key Issues Forum, which brings together business, political, educational, and community leaders at breakfasts and dinners to discuss critical issues facing the area. The *Courant* plans these meetings and works with the Stations to promote and cover them. In 2011, they held two Key Issues Fora – the first, entitled “Open for Business?” concentrated on the challenges facing local businesses and featured Connecticut Gov. Dan Malloy and United Technologies CFO Greg Hayes; the second, titled “The Drug War: Is It Time To Change Strategies?” was co-sponsored by Leadership Greater Hartford and featured several panelists.

In 2009, when the *Courant* decided to redesign the newspaper's masthead, it sought input directly from the public, allowing readers to vote through the newspaper's website on which of two proposed designs they preferred. More than a thousand people responded with votes and comments, many of which were incorporated into the final design.

*Political Coverage.* WTIC-TV, WCCT-TV, and the *Courant* also have enhanced their political coverage by working closely together. On election nights, the properties use their combined resources to cover more local races and to gather more results than any could do alone. In addition to combining newsgathering efforts, the *Courant's* political columnists and experts provide reporting and analysis for the Stations' election night specials, which air on WTIC-TV. Through common ownership and operations, the Stations are able to add significant depth to their election night reporting, while the *Courant's* reporters are able to add immediacy to their coverage.

The Stations and newspaper also have worked together to host and broadcast political specials and debates. In 2010, the Stations and the newspaper took an active role in following the hotly contested Democratic and Republican races to select candidates to vie for the seat of retiring Sen. Christopher Dodd. WTIC-TV aired debates for these races on March 1 and 2 from 7:00 pm to 8:00 pm at the University of Hartford. Later, on October 4, 2010, the *Courant* and WTIC-TV sponsored a one-hour Senatorial debate, and on October 5, 2010, the properties sponsored a one-hour gubernatorial debate. Each debate was televised live from the Bushnell Theatre in Hartford and included both *Courant* and Station reporters as panelists. During the campaigns preceding the 2010 fall elections, two local opposing Republican and Democratic pundits appeared regularly on-air and wrote weekly columns for the *Courant*. On August 22,

2011, *Courant* columnist Tom Condon moderated a debate among candidates for the Hartford City Council.

In the run-up to both the 2006 and 2008 fall elections, the host of *Beyond the Headlines*, the Stations' Sunday morning public affairs show (now known as *The Real Story*), interviewed all candidates for major offices who accepted the Stations' invitation to appear. In 2006, the properties also provided extensive coverage of the Democratic Senatorial primary battle between incumbent Sen. Joe Lieberman and businessman Ned Lamont, a contest that received significant national attention. On August 7, 2006, on the eve of the primary, WTIC-TV broadcast a news special from 7:00 pm to 8:00 pm in which Sen. Lieberman and Mr. Lamont were interviewed separately. After Mr. Lamont won the primary and Sen. Lieberman decided to run as an Independent, the properties continued their coverage. On November 5, 2006, which was the Sunday before the general election, WTIC-TV and WTXN-TV from 11:00 am to noon aired special coverage of a debate at Quinnipiac University between Mr. Lamont and the Republican Party nominee, Alan Schlesinger, (a debate in which Sen. Lieberman chose not to participate). *Courant* reporter Chris Keating was among the panel of questioners at the debate.

In 2012, the Stations and the *Courant* are dedicating resources to coverage of upcoming local, state, and national elections, including coverage leading up to Connecticut's Republican Party Presidential primary on April 24, 2012. The properties expect to participate in and provide coverage of three debates for Connecticut's 2012 U.S. Senate race: one for the Democratic primary candidates, one for the Republican primary candidates, and one prior to the general election.

The *Courant* and the Stations also analyze and critique many of the ads that candidates and interest groups air. During election seasons, the Stations have included a “Truth Test” segment in their evening newscasts in which reporters dissect political and issue ads to substantiate their claims. Further, *Courant* reporters frequently publish pieces analyzing political advertising.

Despite their close interactions, the Stations and the *Courant* continue to make their own separate editorial decisions regarding political and news content. The *Courant* maintains an independent editorial board. Although WTIC-TV and WCCT-TV have no role in the decisions of this board, members of the board occasionally appear on-air on the Stations to debate members of the public on topics within their areas of expertise. For example, on December 9 and 10, 2011, *Courant* editorial board members Tom Condon and Carolyn Lumsden, respectively, appeared on WTIC-TV to discuss the death penalty. Further demonstrating the editorial independence of the Hartford properties, the anchor of the *Fox CT Morning News* on December 10, 2011 expressed disagreement with the *Courant’s* editorial position. (WTIC-TV and WCCT-TV do not have a similar editorial board or committee and do not routinely offer commentary.)

*Sports.* Some of the Tribune properties’ most successful efforts at convergence have come in their regular sports reporting and coverage of major sporting events of local interest. Each week, *Courant* sports columnists Jeff Jacobs and Dom Amore appear on *Sunday Night Sports Ticket*, a 15-minute segment hosted by television sports reporter Rich Coppola and broadcast at the end of the Sunday edition of *Fox CT News at Ten*. This segment focuses

exclusively on local sports teams and events and frequently includes interviews with additional *Courant* reporters who cover the sports being discussed in that week's show.

The newspaper and Stations also team up to deliver enhanced coverage of major sporting events that occur locally or feature local teams. In 2010 and 2011, *Courant* and Station reporters covered the men's and women's NCAA basketball tournaments, which perennially include University of Connecticut teams. Both appeared on-air to enhance WTIC-TV and WCCT-TV's coverage of the teams and tournaments. Access to the *Courant's* reporters was particularly important in 2009, when the Stations, for budgetary reasons, were not able to send their own reporters to cover the Final Four appearances of the University of Connecticut's men's and women's teams in Detroit and St. Louis, respectively. By taking advantage of the *Courant's* on-scene reporting, the Stations brought greater local depth to their coverage. After the University of Connecticut women's team won the national title in 2009, WTIC-TV and the newspaper partnered to provide live coverage of the championship parade in downtown Hartford. When the women's team repeated that feat again in 2010, WCCT-TV aired a half-hour special from 8:00 to 8:30 pm on April 18, 2010, highlighting the team's accomplishment and the victory parade.

At the end of the 2011 college basketball season, WTIC-TV produced and aired a half-hour special, which included interviews with *Courant* reporters and photos from *Courant* photographers. For the 2012 NCAA Tournaments, WTIC-TV and the *Courant* are jointly working on coverage of the participation of the men's and women's University of Connecticut basketball teams. The Tribune properties are providing tweets, live TV reports, newspaper stories, and website postings. WTIC-TV's coverage continues to feature interviews with *Courant* sports reporters.

In June 2009, 2010, and 2011, the properties worked together to deliver joint coverage of the Travelers Open, Connecticut's PGA Tour golf event. Each night during the five-day event in 2009, WTIC-TV and WCCT-TV broadcast a 15-minute special report at the end of their 10:00 pm newscasts, featuring *Courant* sports reporters who had attended that day's events. WTIC-TV also broadcast extensive live coverage of the Travelers Open during its morning newscasts. In 2010 and 2011, WTIC-TV continued extensive coverage of this event, airing daily segments in both its 8:00 am and 4:00 pm newscasts, featuring on-location reports from both WTIC-TV and *Courant* reporters.

The Stations and the *Courant* cover the Connecticut Whale, Hartford's minor hockey league team, which was formerly known as the Hartford Wolf Pack. WCCT-TV broadcast two games from the 2011-2012 season live on December 10, 2011 and January 28, 2012.

*Community Service.* WCCT-TV broadcasts a daily Catholic mass produced in Waterbury. This half-hour broadcast expands to an hour on weekends. On February 6, 2010, WCCT-TV also broadcast a 30-minute special about a celebrity basketball game being held and sponsored by Interval House, a Connecticut domestic violence center, to raise awareness about domestic violence concerns.

At a time when financial difficulties are forcing many television stations to cut back on community service, the *Courant*, WTIC-TV, and WCCT-TV have used their combined resources to participate in more events and deliver greater coverage of them than ever before. The properties work together to cover and promote the Manchester Road Race, a local Thanksgiving Day tradition for over 75 years. In November 2009, WTIC-TV broadcast the event, proceeds from which benefited muscular dystrophy research, live on Thanksgiving morning. WTIC-TV

and WCCT-TV televised the race in 2010, and in 2011 the Stations expanded coverage to a full two hours and also produced a special commemorating the race's 75<sup>th</sup> year, which aired on WTIC-TV.

The Tribune properties also have collaboratively promoted and provided news reports on the Hartford Marathon, which occurs annually in the fall. In 2009, WTIC-TV produced and broadcast live coverage of the marathon for two and one-half hours and also produced and aired five marathon-related features in the morning and evening newscasts in the week leading up to the race. In 2010 and 2011, WTIC-TV provided live event coverage, which WCCT-TV rebroadcast in its entirety. In addition, the *Courant*, each year, produced a special section dedicated to the marathon on race day. Through their joint efforts, WTIC-TV, WCCT-TV, and the *Courant* have been able to increase awareness of, and attendance at, many local events, benefiting participants as well as the organizations that rely on the events for critical popular and financial support.

Working together, the *Courant*, WTIC-TV, and WCCT-TV have directly helped local community organizations more effectively than any single outlet could acting alone. Each year, the Stations and the newspaper team up to host "Camp Courant," the nation's largest free day camp. As a result of this program, nearly 1,100 economically disadvantaged children from the Hartford DMA are able to attend this camp every day for six weeks in the summer at no cost. Tribune employees (from both the Stations and the *Courant*) volunteer hundreds of hours and contribute thousands of dollars annually to make this camp a success. In addition to manpower and financial support, WTIC-TV, WCCT-TV, and the *Courant* all promote the camp and provide news coverage of the fundraising efforts and each year's opening day.

*Awards.* WTIC-TV's exceptional local news coverage has been recognized many times by regional and national organizations. In April 2009 and April 2010, WTIC-TV received 23 and 28 nominations, respectively, for local Emmy awards, more than any other news organization in Connecticut and more than those received by the ABC, CBS, and NBC affiliates in the Hartford DMA combined. WTIC-TV won six of the 23 local Emmys for which it was nominated in 2009, including awards for Best News Editor, Best News Photographer, and Best News Team Coverage. In 2010 WTIC-TV captured six of the 28 local Emmy Awards for which it was nominated. In 2011, WTIC-TV won eight local Emmys. The station also was honored at the 2009 Connecticut Associated Press Awards, where it received honors for the Best Feature (Regular), Best Feature (Quick Hit), and Best Videography. In 2010, the station garnered six Connecticut Associated Press Awards, including the Mark Twain Award for Station Excellence. In 2011, it received eight first place awards and seven honorable mention awards from the Connecticut Associated Press, as well as a first place award for "Excellence in Local Reporting" from the National Lesbian and Gay Journalists Association. In addition, WTIC-TV received a 2009 Award of Excellence from Mothers Against Drunk Driving for its coverage of drunk driving issues.<sup>49</sup>

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

In its Initial Waiver Request, the Reorganized Licensee demonstrated that it is entitled to a permanent waiver of the NBCO Rule that would allow continued common ownership of the

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<sup>49</sup> Attachment 2-B1 hereto is a list of awards received by WTIC-TV since 2008. It supersedes Attachment 2-B filed with the Initial Waiver Request.

properties by the Reorganized Licensee, as well as subsequent sale of the properties in tandem.<sup>50</sup>

Although the Initial Waiver Request addressed the modified NBCO Rule waiver standards which the FCC adopted in 2008 and which the Third Circuit vacated in *Prometheus II*, the Reorganized Licensee also explained that even if those modified standards were found not to be applicable to the Waiver Request for some reason (including potential developments in the Third Circuit litigation), a permanent waiver would be appropriate under prior waiver standards.<sup>51</sup>

When the Commission first adopted the absolute ban on newspaper/broadcast cross-ownership in 1975, it acknowledged that waivers of the rule should be available 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.”<sup>52</sup> The Initial Waiver Request demonstrated that grant of a waiver under this standard was warranted because the evidentiary record here not only satisfies the waiver test on its face, but also contains a factual showing that is at least as compelling as prior situations in which the agency has granted such relief.<sup>53</sup> The Reorganized Licensee’s initial showing of entitlement to a waiver under the 1975 standard is even more compelling now, particularly given the ever-expanding competition and media diversity and growing economic pressures that newspaper and broadcast stations currently face as well as the co-owned properties’ continuing record of outstanding local service—a record

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<sup>50</sup> See Initial Waiver Request Section IV.

<sup>51</sup> See *id.*

<sup>52</sup> *Multiple Ownership of Standard, FM & Television Broad. Stations*, Second Report and Order, 50 F.C.C.2d 1046, 1085 (¶ 119) (1975), *aff’d FCC v. Nat’l Citizens Comm. for Broad.*, 436 U.S. 775 (1978).

<sup>53</sup> See Initial Waiver Request Section IV.

that would be unlikely to be maintained if the FCC were to compel separation of the properties at issue.<sup>54</sup>

Furthermore, it is notable that the *Future of Media Report* correctly concluded that allowing combinations of newspaper and broadcast properties can produce synergies that result in increases in the quantity and improvement in the quality of news and other information available to consumers in the local marketplace. Indeed, the *Report* correctly observes that a greater number of independent media outlets in a market “*is not necessarily better*,” thus undermining the central premise behind the NBCO Rule itself: “The nature of the ‘diversity’ calculus may have changed. In an earlier day, it was reasonable to assume that a diversity of ‘voices’ indicated general media health. Now, a media market can simultaneously have a diversity of voices and opinions and yet a scarcity of journalism.”<sup>55</sup> In addition, the *2011 NPRM* acknowledges that “[c]ompulsory divestiture is disruptive to the industry and to individual owners,” an acknowledgment with particular relevance here given that all of the combinations at issue have been under common ownership for a number of years.<sup>56</sup>

Finally, it bears reiteration that the requested waiver would not create a new media combination and thus necessarily would not result in any diminution in diversity or competition, a factor which the FCC has relied on in numerous prior cases in which it has granted permanent waivers of the media ownership rules.<sup>57</sup> As a result—and particularly in view of the duration of

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<sup>54</sup> See *supra* Sections II-III.

<sup>55</sup> *Future of Media Report* at 312; see also *id* at 26.

<sup>56</sup> *2011 NPRM*, ¶¶ 100, 114.

<sup>57</sup> See, e.g., *AMFM, Inc.*, Memorandum Opinion and Order, 15 FCC Rcd 16,062, 16,069 (¶ 15) (2000) (allowing transfer of an existing combination and recognizing that such a transfer “do[es] not increase the combined

Tribune's bankruptcy proceedings and the need for the Commission to afford comity to the bankruptcy process—a permanent waiver of the NBCO Rule is appropriate.

**V. AT A MINIMUM, THE REORGANIZED LICENSEE IS ENTITLED TO A TEMPORARY WAIVER PENDING PROCEEDINGS TO REVISE THE NBCO RULE.**

In its Initial Waiver Request, the Reorganized Licensee established that, if the Commission were for some reason to conclude that a permanent waiver of the NBCO Rule is not appropriate, the agency should at a minimum grant a temporary waiver of the rule until 18 months after the pending proceedings to revise it become final.<sup>58</sup> As explained therein, the FCC has previously granted such waivers when the public interest would be served, and particularly in the face of “protracted rulemaking proceedings” in which there is “a substantial record on which to base a preliminary inclination to relax or eliminate a rule.”<sup>59</sup> The Initial Waiver Request demonstrated that Commission precedent supports grant of a waiver involving such proceedings where an application also “falls within the scope of the proposals in the proceeding, and a grant

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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 permanent 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); *Am. Radio Sys. Corp.*, Memorandum Opinion and Order, 13 FCC Rcd 12,430, 12,437-48 (¶ 11) (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). *Accord United States Department of Justice and Federal Trade Commission Horizontal Merger Guidelines* (Aug. 19, 2010) at 19, available at <http://www.justice.gov/atr/public/guidelines/hmg-2010.html> (last visited Mar. 15, 2012) (stating that transfers that do not increase ownership concentration are “unlikely to have adverse competitive consequences and ordinarily require no further analysis”).

<sup>58</sup> See Initial Waiver Request Section V.

<sup>59</sup> 1998 Biennial Regulatory Review, Notice of Inquiry, 13 FCC Rcd 11,276, 11,294 (¶ 56) (1998) (“1998 Biennial Review NOF”).

of an interim waiver would be consistent with the goals of competition and diversity.”<sup>60</sup> As the FCC has emphatically stated, “[w]hat is important is whether the public interest would be served by a grant of a waiver”; here, there can simply be no dispute that it would.<sup>61</sup>

Since the filing of the Initial Waiver Request in 2010, the proceedings to revise the NBCO Rule have only become more “protracted” and the record supporting its relaxation or elimination even more “substantial” (particularly when considering the findings of the *Future of Media Report*); it has only become more clear that an interim waiver would comport with the FCC’s goals of promoting diversity, localism, and competition; and, all the while, the requested waiver has remained within the scope of the proposals in the proceedings to revise the rule.

Indeed, the Commission is now well into the second decade of proceedings to revise the rule.<sup>62</sup> The FCC recently released its *2011 NPRM*, having received comments on a Notice of Inquiry in the summer of 2010 and completed and publicly released eleven research studies in the summer of 2011. This 2010 Quadrennial Review proceeding is the *fifth* successive periodic review to be conducted pursuant to § 202(h) of the Telecommunications Act of 1996 and the seventh proceeding to consider reform of the NBCO Rule when a 1996 *Notice of Inquiry* and 2001 *Notice of Proposed Rulemaking* focused solely on the NBCO Rule are taken into account.<sup>63</sup> As an initial matter, there can be little doubt that the record assembled in response to the *2011*

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<sup>60</sup> *Id.*

<sup>61</sup> *Id.* at 11,294-95.

<sup>62</sup> See Initial Waiver Request Section V.

<sup>63</sup> *Newspaper/Radio Cross-Ownership Waiver Policy*, Notice of Inquiry, 11 FCC Rcd 13,003 (1996); *Cross-Ownership of Broad. Stations and Newspaper*; *Newspaper/Radio Cross-Ownership Waiver Policy*, Order and Notice of Proposed Rulemaking, 16 FCC Rcd 17,283 (2001).

*NPRM* will further support repeal, or at least substantial relaxation, of the rule, particularly in light of the continued marketplace changes that are documented above.<sup>64</sup> In addition, the FCC itself has now found, on *three separate occasions*, that maintenance of the absolute ban cannot be justified.<sup>65</sup> Most recently, in the *2011 NPRM* the FCC states that it “continues to believe . . . that a blanket prohibition on newspaper/broadcast combinations is overly broad and does not allow for certain cross-ownership that may carry public interest benefits.”<sup>66</sup> The Third Circuit expressly *upheld* the FCC’s previous determination on this issue in *Prometheus I*.<sup>67</sup> And, the remand in *Prometheus II* was based not on any substantive disagreement with the Commission’s bottom-line conclusion that the rule was ripe for at least some relaxation, but on the ground that the agency had failed to comply with the APA’s notice and comment requirements as to the specific standards adopted in 2008.<sup>68</sup> Given these rulemaking determinations that an absolute ban on newspaper/broadcast cross-ownership should not be enforced, a failure to grant the requested waiver would be arbitrary and capricious. And, there is certainly no arguable basis on which to conclude that the proceedings concerning the NBCO Rule are not “protracted” or that there is not a “substantial record . . . on which to base a *preliminary* inclination to relax or eliminate” the NBCO Rule.<sup>69</sup>

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<sup>64</sup> See *supra* Section II.

<sup>65</sup> See Initial Waiver Request Section V.

<sup>66</sup> *2011 NPRM*, ¶ 89.

<sup>67</sup> *Prometheus Radio Project v. FCC*, 373 F.3d 372, 398-400 (3d Cir. 2004), *cert. denied*, 545 U.S. 1123 (2005) (“*Prometheus I*”).

<sup>68</sup> *Prometheus II*, 652 F.3d at 449-54.

<sup>69</sup> *1998 Biennial Review NOI*, 13 FCC Rcd at 11,294 (¶ 56) (emphasis added).

The requested waiver is also clearly within the scope of the proposals for revision that have been set forth in these protracted proceedings. The Initial Waiver Request documented compliance with the 2008 waiver standards, which the Commission largely proposes to reinstate in the *2011 NPRM*.<sup>70</sup> The Initial Waiver Request demonstrated, moreover that the Reorganized Licensee would have been entitled to a waiver under the 2003 version of the NBCO Rule, a demonstration which similarly remains relevant to the instant showing.<sup>71</sup>

Finally, the grant—at a minimum—of a temporary waiver remains consistent with the Commission’s diversity, localism, and competition goals. The combination’s outstanding record of public service has, as shown above, continued since the filing of the Initial Waiver Request, while the market has become even more diverse and competitive.<sup>72</sup> Here again, because this transaction involves only the transfer of *existing* ownership interests, allowing continued cross-ownership by definition cannot have any adverse impact on existing diversity or competition levels.<sup>73</sup>

In sum, under these circumstances, and as the Reorganized Licensee established previously, it would be arbitrary and capricious, inequitable, inconsistent with the FCC’s policy of affording comity to the bankruptcy process, and wholly contrary to the public interest for the Commission to require the instant combination to be disassembled. At the very least, a

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<sup>70</sup> See Initial Waiver Request Sections IV, V.

<sup>71</sup> See *id.* Section V.

<sup>72</sup> See *supra* Sections II, III.

<sup>73</sup> See *supra* note 57.

temporary waiver pending conclusion of proceedings to revise the NBCO Rule is warranted on this record.

**VI. CONCLUSION**

For the reasons set forth above and those provided in the Initial Waiver Request, the FCC should grant the Reorganized Licensee a permanent waiver of the NBCO Rule permitting the continued common ownership of the properties at issue and also permitting a subsequent sale of those properties 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.

**WTIC-TV JOURNALISM AWARDS 2008-2011**

<b><u>Date</u></b>	<b><u>Organization</u></b>	<b><u>Award</u></b>	<b><u>Category</u></b>	<b><u>Entrant</u></b>
2011	National Lesbian & Gay Journalists Association	First Place	Excellence in Local Television	Sarah French, Chuck Carter, Sarah Aaskov, Matthew Nodland, and Daniel Putnam
2011	Connecticut Associated Press	First Place	Breaking News Videography	Nick Dethlefsen
2011	Connecticut Associated Press	First Place	Continuing Coverage	John Krebs, Jennifer Lahmers
2011	Connecticut Associated Press	First Place	Feature-Quick Hit	Mike Piskorski, Jim Altman
2011	Connecticut Associated Press	First Place	Feature Videography	Mike Piskorski
2011	Connecticut Associated Press	First Place	General News	Jim Altman, Sharon Burke
2011	Connecticut Associated Press	First Place	News Writing	Jim Altman
2011	Connecticut Associated Press	First Place	Sports Videography	Mike Piskorski
2011	Connecticut Associated Press	First Place	Mark Twain Award for Station Excellence	Coleen Marren and staff
2011	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Writer, News	Jim Altman
2011	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Feature News Report Light Series	Sarah French
2011	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Editor-News, Within 24 Hours	Mike Piskorski
2011	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Spot News	Jim Altman, Sharon Burke
2011	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	On Camera Talent Commentator/ Editorialist	Jim Shea and Matt Nodland

<u><b>Date</b></u>	<u><b>Organization</b></u>	<u><b>Award</b></u>	<u><b>Category</b></u>	<u><b>Entrant</b></u>
2011	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Feature News Report Light Feature	Jim Altman, Mike Piskorski
2011	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	On Camera Talent Anchor-Weather	Rachel Frank
2011	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	On Camera Talent Reporter-Feature/Human Interest	Jim Altman
2010	Connecticut Associated Press	First Place	Best Feature – Regular	Jim Altman, Mike Piskorski
2010	Connecticut Associated Press	First Place	Best General News	Laurie Perez
2010	Connecticut Associated Press	First Place	Best Feature Videography	Nick Dethlefsen
2010	Connecticut Associated Press	First Place	Best News Writing	Jim Altman
2010	Connecticut Associated Press	First Place	Best Newscast	Morning News team
2010	Connecticut Associated Press	First Place	Best Sports Videography	Mike Piskorski
2010	National Academy of Television Arts and Sciences	First Place (tie), Boston/New England Emmy Awards	Feature News Report Light Series	John Charlton, Nicholas J. Dethlefsen
2010	National Academy of Television Arts and Sciences	First Place (tie), Boston/New England Emmy Awards	Feature News Report Light Series	Mike Piskorski, Jim Altman, Sarah Cody
2010	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Team Coverage	Colleen Marren, News Director
2010	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Editor News-Within 24 Hours	Mike Piskorski
2010	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Photographer News-Within 24 Hours	Mike Piskorski
2010	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Photographer News-No Time Limit	Mike Piskorski
2009	Connecticut Associated Press	First Place	Best Feature, Regular	Jim Altman, Mike Piskorski
2009	Connecticut Associated Press	First Place	Best Feature, Quick Hit	Jim Altman, Mike Piskorski
2009	Connecticut Associated Press	First Place	Best Videography	Nick Dethlefsen
2009	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Team Coverage	Bob Rockstroh, News Director

<u>Date</u>	<u>Organization</u>	<u>Award</u>	<u>Category</u>	<u>Entrant</u>
2009	National Academy of Television Arts and Sciences	First Place (tie), Boston/New England Emmy Awards	Best On-Camera Talent, Feature/Human Interest	Jim Altman, John Charlton
2009	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Best News Photographer, Within 24 Hours	Mike Piskorski
2009	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Best News Editor, Within 24 Hours	Mike Piskorski
2009	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Best Feature News Report/Light Feature	<i>Amphicar</i> (Sara Cody, Mike Piskorski)
2009	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Best Photographer News, No Time Limit	Mike Piskorski
2009	MADD Media Award	First Place	Award of Excellence, Local Television	<i>Drunk Driving Issues</i> (Eric Zager)
2008	Connecticut Associated Press	First Place	Best Newscast	
2008	Connecticut Associated Press	First Place	Best Feature Story	<i>Ice Harvesting</i>
2008	Connecticut Associated Press	First Place	General News	<i>SWAT Challenge</i>
2008	Connecticut Associated Press	First Place	Breaking News Videography	<i>New Pigs On The Block</i> (Nick Dethlefsen)
2008	Connecticut Associated Press	First Place	Best Sports Photography	<i>Roller Girls</i>
2008	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Best Writer, News	Jim Altman
2008	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	Photography News, Within 24 Hours	Mike Piskorski
2008	National Academy of Television Arts and Sciences	First Place, Boston/New England Emmy Awards	On Camera Talent Reporter-Features/Human Interest	John Charlton