

### **Multiple Ownership Compliance**

The instant applications fully comply with the Commission's multiple ownership rules.

#### **WCWJ(TV)**

Graham Media Group, Florida, Inc., the proposed assignee of WCWJ(TV), is the licensee of WJXT(TV), Jacksonville, Florida. Graham's proposed co-ownership of WCWJ(TV) and WJXT(TV) complies with Commission's television duopoly rule, which permits co-ownership of two stations within the same DMA whose Grade B contours overlap, provided that (1) at least one of the two co-owned stations is not among the top-four ranked TV stations in the DMA based on the most recent all-day (9 a.m. to midnight) audience share, as measured by Nielsen Media Research, at the time the application is filed; and (2) at least eight independently-owned and operating full-power commercial and non-commercial TV stations will remain in the DMA post-transaction.<sup>1</sup>

First, as explained in the attached Declaration of Charles K. Chunn, attached hereto as Attachment A, WCWJ(TV) is not a top-four station, based on the most recent all-day (9 a.m. to midnight) audience share, as measured by Nielsen Media Research. According to the most recent Nielsen rankings available at the time of filing this application, WCWJ(TV) is ranked sixth among the stations in the DMA.

Second, the Commission's records show that eight independently owned and operating, full-power commercial and noncommercial TV stations would remain in the Jacksonville DMA after Graham's acquisition of WCWJ(TV), as follows:

#### **Post-Transaction Full-Power, Commercial and Non-Commercial TV Stations in the Jacksonville, FL-Brunswick, GA DMA (#51)**

<b>Station Count</b>	<b>Call Sign (Facility ID)</b>	<b>Channel (Network)</b>	<b>Community of License</b>	<b>Licensee (Owner)</b>
1	WJXT (53116)	42 (Ind)	Jacksonville, FL	Graham Media Group, Florida, Inc.  (Graham Media Group Inc.)

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<sup>1</sup> See 47 C.F.R. § 73.3555(b)

	WCWJ (29712)	34 (CW)	Jacksonville, FL	Graham Media Group, Florida, Inc.  (Graham Media Group Inc.)  <i>*Currently Nexstar Broadcasting, Inc.  (Nexstar Broadcasting Group Inc.)</i>
2	WTLV (65046)	13 (NBC)	Jacksonville, FL	Multimedia Holdings Corporation (TEGNA Inc.)
	WJXX (11893)	10 (ABC)	Orange Park, FL	Multimedia Holdings Corporation (TEGNA Inc.)
3	WFOX-TV (11909)	32 (FOX)	Jacksonville, FL	Cox Television Jacksonville, LLC  (Cox Enterprises, Inc.)
4	WJAX-TV (35576)	19 (CBS)	Jacksonville, FL	Bayshore Television, LLC (Bruce R. Baker)

5	WPXC-TV (71236)	24 (ION)	Brunswick, GA	ION Media Brunswick License Inc.  (ION Media Networks, Inc.)
6	WJCT* (73130)	7 (PBS)	Jacksonville, FL	WJCT, Inc.  (WJCT, Inc.)
7	WJEB-TV* (29719)	44 (TBN)	Jacksonville, FL	Jacksonville Educators Broadcasting, Inc.  (Jacksonville Educators Broadcasting, Inc.)
8	WXGA-TV* (23929)	8 (PBS)	Waycross, GA	Georgia Public Telecommunicati ons Commission  (Georgia Public Telecommunicati ons Commission)

\* Educational Television Station

## WSLS-TV

Graham's proposed ownership of WSLS-TV does not implicate the Commission's multiple ownership rules because Graham has no other interests in the Roanoke, Virginia DMA.

## Transition Services Agreement

Pursuant to a Transition Services Agreement, on a transitional basis only, Nexstar will continue to provide certain back office, administrative, and other corporate support services ("Transition Services") to WCWJ(TV) and WSLS-TV in order to allow Graham a period of time

to provide or obtain similar services for itself. The Transition Services will not include services that involve or relate to, among other things: (i) the sale of advertising time on either WCWJ(TV) or WSLS-TV; (ii) negotiation of any retransmission consent agreement; (iii) the provision of any programming; (iv) the custody of cash; (v) the commingling of funds; or (vi) the provision of legal, compliance, regulatory or tax advice. Accordingly, the Transition Services Agreement does not raise any issues under the Commission's broadcast ownership rules or implicate the Media Bureau's SSA Processing Guidelines.<sup>2</sup> The Transition Services Agreement is provided as Exhibit A to the Asset Purchase Agreement governing these assignments (attached as Attachment 5 to this application).

### **Public Interest Benefit**

Grant of the instant applications is in the public interest. Graham Media Group currently owns five local television stations as well as Social News Desk, which is a leading provider of social media management tools designed to connect newsrooms with their users. Graham has a longstanding deep commitment to journalism and community service and provides local news programming across all five of its television stations. Graham's current stations also broadcast digital channels focusing on classic television and lifestyle programming. In addition, these stations operate market-leading websites, mobile sites and mobile apps that deliver a variety of content to the community, including breaking news, local weather and community information and reach millions of users across each platform. All of Graham's stations are deeply involved in local initiatives and public service projects designed to serve, inform and improve their respective communities. Approval of the proposed transaction would allow Graham to bring a new voice and a fresh perspective to the Roanoke market, while enhancing the services WCWJ(TV) and WSLS-TV provide to their communities. In addition, approval of the assignments proposed in these applications would facilitate Nexstar's efforts to ensure its compliance with the Commission's multiple ownership rules upon consummation of Nexstar's pending merger with Media General, Inc.

For the reasons set forth above and elsewhere in these applications, the Commission should grant the licensed assignments proposed herein.

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<sup>2</sup> See Public Notice, "Processing of Broadcast Television Applications Proposing Sharing Arrangements and Contingent Interests," 29 FCC Rcd 2647 (2014) ("*SSA Processing Guidelines*").

## **Attachment A**

## **DECLARATION OF CHARLES K. CHUNN**

1. I, Charles K. Chunn, am Vice President of Research for Graham Media Group, Inc. ("GMG"), the parent company of Graham Media Group, Florida, Inc. ("GMG-Florida"), which is the proposed assignee in an application to assign the FCC license of WCWJ(TV), Jacksonville, Florida from Nexstar Broadcasting, Inc. to GMG-Florida. GMG-Florida currently is the licensee of WJXT(TV), Jacksonville, Florida.

2. In my capacity as Vice President of Research for GMG, I am personally familiar with the Nielsen Media Research audience surveys for the Jacksonville, FL-Brunswick, GA DMA (the "DMA"). The most recent all-day (9 a.m. – midnight Monday-Sunday) audience shares reported by Nielsen, for the May 2016 ratings period, show that WCWJ is the 6th ranked television station in the DMA. (WJXT is tied for second place in that survey.)

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

A handwritten signature in black ink, appearing to read 'C K Chunn', written over a horizontal line.

Charles K. Chunn

June 14, 2016