

(REFERENCE COPY - Not for submission)

# Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number: **0000043034** Submit Date: **2018-02-22** FRN: **0005005111** 

Purpose: Commercial Broadcast Stations Biennial Ownership Report Status: Received Status Date: 02/22/2018

Filing Status: Active

### **Section I - General Information**

## 1. Respondent

FRN	Entity Name	
0005005111	Saga Communications of Tuckessee, LLC	

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
73 Kercheval Avenue	Grosse Pointe Farms	MI	48236	+1 (313) 886- 7070	fcclicenses@sagacom. com

## 2. Contact Representative

Name	Organization
Gary S. Smithwick, Esq.	Smithwick & Belendiuk, P.C.

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
5028 Wisconsin Avenue, N.W. Suite 301	Washington	DC	20016	+1 (202) 363- 4560	gsmithwick@fccworld. com

## 3. Application Filing Fee

Question	Response
Is this application being submitted without a filing fee?	No

#### **Fees**

Application Type	Form Number	Fee Code	Quantity	Fee Amount	Subtotal
Biennial	Form 323	MAR	6	95	\$420.00
				Total	\$420.00

## 4. Nature of Respondent

# (a) Provide the following information about the Respondent: Relationship to stations/permits Licensee Nature of Respondent Limited liability company

(b) Provide the following information about this report:		
Purpose	Biennial	
"As of" date	10/01/2017	
	When filing a biennial ownership report or validating and resubmitting a prior biennial ownership report, this date must be Oct. 1 of the year in which this report is filed.	

## 5. Licensee(s) and Station(s)

#### Respondent is filing this report to cover the following Licensee(s) and station(s):

Licensee/Permittee Name	FRN
Saga Communications of Tuckessee, LLC	0005005111

Fac. ID No.	Call Sign	City	State	Service
14915	WRND-FM	OAK GROVE	KY	FM
61253	WCVQ	FORT CAMPBELL	KY	FM
61260	WRND	FORT CAMPBELL	KY	AM
65202	WKFN	CLARKSVILLE	TN	AM
73970	WVVR	HOPKINSVILLE	KY	FM
83979	WZZP	HOPKINSVILLE	KY	FM

### **Section II – Biennial Ownership Information**

1. 47 C.F.R. Section 73.3613 and Other Documents Licensee Respondents that hold authorizations for one or more full power television, AM, and/or FM stations should list all contracts and other instruments set forth in 47 C.F.R. Section 73.3613(a) through (c) for the facility or facilities listed on this report. In addition, attributable Local Marketing Agreements (LMAs) and attributable Joint Sales Agreements (JSAs) must be disclosed by the licensee of the brokering station on its ownership report. If the agreement is an attributable LMA, an attributable JSA, or a network affiliation agreement, check the appropriate box. Otherwise, select "Other." Non-Licensee Respondents, as well as Licensee Respondents that only hold authorizations for Class A television and/or low power television stations, should select "Not Applicable" in response to this question.

Document Information	
Description of contract or instrument	Certificate of Formation
Parties to contract or instrument	State of Delaware

Date of execution	07/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Certificate of Formation

Document Information		
Description of contract or instrument	Operating Agreement	
Parties to contract or instrument	N/A	
Date of execution	07/2003	
Date of expiration	No expiration date	
Agreement type (check all that apply)	Other Agreement Type: Operating Agreement	

Document Information	
Description of contract or instrument	Pledge and Security Agreement
Parties to contract or instrument	JPMORGAN CHASE BANK, N.A., AS ADMINISTRATIVE AGENT
Date of execution	08/2015
Date of expiration	No expiration date
Agreement type (check all that apply)	Other  Agreement Type: Pledge and Security Agreement

Document Information	
Description of contract or instrument	Certificate of Formation (Lakefront Communications, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	07/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other  Agreement Type: Certificate of Formation

Document Information	
Description of contract or instrument	Operating Agreement (Lakefront Communications, LLC
Parties to contract or instrument	N/A
Date of execution	07/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Operating Agreement

Document Information	
Description of contract or instrument	Pledge and Security Agreement (Lakefront Communications, LLC)
Parties to contract or instrument	JPMORGAN CHASE BANK, N.A. AS ADMINISTRATIVE AGENT

Date of execution	08/2015
Date of expiration	No expiration date
Agreement type (check all that apply)	Other  Agreement Type: Pledge and Security Agreement

Document Information	
Description of contract or instrument	Certificate of Formation (Saga Broadcasting, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	07/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other  Agreement Type: Certificate of Formation

Document Information	
Description of contract or instrument	Operating Agreement (Lakefront Communications, LLC)
Parties to contract or instrument	N/A
Date of execution	07/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Operating Agreement

Document Information	
Description of contract or instrument	Pledge and Security Agreement (Lakefront Communications, LLC)
Parties to contract or instrument	JPMORGAN CHASE BANK, N.A., AS ADMINISTRATIVE AGENT
Date of execution	08/2015
Date of expiration	No expiration date
Agreement type (check all that apply)	Other  Agreement Type: Pledge and Security Agreement

Document Information	
Description of contract or instrument	Agreement/Plan of Reorganization (Saga Comm., Inc.)
Parties to contract or instrument	N/A
Date of execution	12/1992
Date of expiration	No expiration date
Agreement type (check all that apply)	Other  Agreement Type: Agreement/Plan of Reorganization

Document Information		
	Description of contract or instrument	Stock Option Plan (As Amended) (Saga Comm., Inc.)
	Parties to contract or instrument	N/A

Date of execution	06/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Stock Option Plan (As Amended)

Document Information	
Description of contract or instrument	Credit Agreement (Saga Comm., Inc.)
Parties to contract or instrument	JPMORGAN CHASE BANK, N.A., AS ADMINISTRATIVE AGENT
Date of execution	08/2015
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information		
Description of contract or instrument	Pledge and Security Agreement (Saga Comm., Inc.)	
Parties to contract or instrument	JPMORGAN CHASE BANK, N.A., AS ADMINISTRATIVE AGENT	
Date of execution	08/2015	
Date of expiration	No expiration date	
Agreement type (check all that apply)	Other Agreement Type: Pledge and Security Agreement	

Document Information		
Description of contract or instrument	Second Amended and Restated Saga Communications, Inc., 2005 Incentive Compensation Plan (Saga Comm., Inc.)	
Parties to contract or instrument	N.A	
Date of execution	03/2005	
Date of expiration	No expiration date	
Agreement type (check all that apply)	Other  Agreement Type: Second Amended and Restated Saga Communications, Inc., 2005 Incentive Compensation Plan	

Document Information		
Description of contract or instrument	By-Laws (Saga Comm., Inc.)	
Parties to contract or instrument	N/A	
Date of execution	05/2007	
Date of expiration	No expiration date	
Agreement type (check all that apply)	Other Agreement Type: By-Laws	

## **Document Information**

Description of contract or instrument	Second Restated Certificate of Incorporation (Saga Comm., Inc.)
Parties to contract or instrument	Delaware
Date of execution	01/2004
Date of expiration	No expiration date
Agreement type (check all that apply)	Other  Agreement Type: Second Restated Certificate of Incorporation

Document Information		
Description of contract or instrument	Certificate of Amendment to The Second Restated Certificate of Incorporation	
Parties to contract or instrument	Delaware	
Date of execution	01/2009	
Date of expiration	No expiration date	
Agreement type (check all that apply)	Other  Agreement Type: Certificate of Amendment to The Second Restated Certificate of Incorporation	

## 2. Ownership Interests

(a) Ownership Interests. This Question requires Respondents to enter detailed information about ownership interests by generating a series of subforms. Answer each question on each subform. The first subform listing should be for the Respondent itself. If the Respondent is not a natural person, also list each of the officers, directors, stockholders, non-insulated partners, non-insulated members, and any other persons or entities with a direct attributable interest in the Respondent pursuant to the standards set forth in 47 C.F.R. Section 73.3555. (A "direct" interest is one that is not held through any intervening companies or entities.) List each interest holder with a direct attributable interest in the Respondent separately.

Leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the Respondent solely on the basis of the Commission's Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i).

In the case of vertical or indirect ownership structures, list only those interests in the Respondent that also represent an attributable interest in the Licensee(s) for which the report is being submitted.

Entities that are part of an organizational structure that includes holding companies or other forms of indirect ownership must file separate ownership reports. In such a structure do not report, or file a separate report for, any interest holder that does not have an attributable interest in the Licensee(s) for which the report is being submitted.

Please see the Instructions for further detail concerning interests that must be reported in response to this question.

The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.

Ownership Information		
FRN	0005005111	
Entity Name	Saga Communications of Tuckessee, LLC	
Address	PO Box	
	Street 1	73 Kercheval Avenue
	Street 2	
	City Grosse Pointe Farms	
	State ("NA" if non-U.S. MI address)	

	Zip/Postal Code	48236	
	Country (if non-U.S. address)	United States	
Listing Type	Respondent	Respondent	
Positional Interests (check all that apply)	Respondent		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No
from 0.0 to 100.0)	Equity	0.0%	
	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have that do not appear on this	an attributable interest in one c	or more broadcast stations	Yes

Ownership Information				
FRN	0009180795			
Entity Name	Lakefront Communications, L	Lakefront Communications, LLC		
Address	PO Box			
	Street 1	73 Kercheval Avenue		
	Street 2			
	City	Grosse Pointe Farms		
	State ("NA" if non-U.S. address)	MI		
	Zip/Postal Code	48236		
	Country (if non-U.S. address)	United States		
Listing Type	Other Interest Holder			
Positional Interests (check all that apply)	Other - Holding Company			
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity			
Interest Percentages (enter percentage values	Voting	100.0%	Jointly Held? No	
from 0.0 to 100.0)	Equity	100.0%		
	Total assets (Equity Debt Plus)	100.0%		
Does interest holder have a	an attributable interest in one oreport?	r more broadcast stations	Yes	

Ownership Information	
FRN	0003932100

Name	EDWARD K. CHRISTIAN		
Address	РО Вох		
	Street 1	73 Kercheval Avenue	
	Street 2		
	City	Grosse Pointe Farms	
	State ("NA" if non-U.S. address)	MI	
	Zip/Postal Code	48236	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender,	Citizenship	US	
Ethnicity, and Race Information (Natural	Gender	Male	
Persons Only)	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No
from 0.0 to 100.0)	Equity	0.0%	
	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have that do not appear on this	an attributable interest in one o	r more broadcast stations	Yes

Ownership Information			
FRN	0019247741	0019247741	
Name	Samuel Bush	Samuel Bush	
Address	РО Вох		
	Street 1	73 Kercheval Avenue	
	Street 2		
	City	Grosse Pointe Farms	
	State ("NA" if non-U.S. address)	MI	
	Zip/Postal Code	48236	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder	Other Interest Holder	
Positional Interests (check all that apply)	Officer	Officer	
Citizenship, Gender,	Citizenship US		
Onizensinp, Genuel,	Onizensinp		

Ethnicity, and Race	Gender	Male	
Information (Natural Persons Only)	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No
	Equity	0.0%	
	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have that do not appear on this	an attributable interest in one or report?	or more broadcast stations	Yes

Ownership Information				
FRN	0019224567			
Name	Marcia Lobaito			
Address	РО Вох			
	Street 1	73 Kercheval Avenue		
	Street 2			
	City	Grosse Pointe Farms		
	State ("NA" if non-U.S. address)	MI		
	Zip/Postal Code	48236		
	Country (if non-U.S. address)	United States		
Listing Type	Other Interest Holder			
Positional Interests (check all that apply)	Officer			
Citizenship, Gender,	Citizenship	US		
Ethnicity, and Race Information (Natural Persons Only)	Gender	Female		
	Ethnicity	Not Hispanic or Latino		
	Race	White		
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No	
	Equity	0.0%		
	Total assets (Equity Debt Plus)	0.0%		
Does interest holder have a	an attributable interest in one o	r more broadcast stations	Yes	

Ownership Information	on		
FRN	0019233337		
Name	Katie L. Gambill	Katie L. Gambill	
Address	РО Вох		

Does interest holder have that do not appear on this	an attributable interest in one o	r more broadcast stations	No	
	Total assets (Equity Debt Plus)	0.0%		
from 0.0 to 100.0)	Equity	0.0%		
Interest Percentages (enter percentage values	Voting	0.0%	Jointly Held? No	
	Race	White		
Ethnicity, and Race Information (Natural Persons Only)	Ethnicity	Not Hispanic or Latino		
	Gender	Female		
Citizenship, Gender,	Citizenship	US		
Positional Interests (check all that apply)	Officer			
Listing Type	Other Interest Holder			
	Country (if non-U.S. address)	United States		
	Zip/Postal Code	37043		
	State ("NA" if non-U.S. address)	TN		
	City	Clarksville		
	Street 2			
	Street 1	1640 Old Russelville Pike		

(c) Does the Respondent or any reported interest holder hold an attributable interest in any newspaper entities in the same market as any station for which this report is filed, as defined in 47 C.F.R. Section 73.3555?

If "No," submit as an exhibit an explanation.

If "Yes," provide information describing the interest(s), using EITHER the subform OR the spreadsheet option below. Respondents with a large number (50 or more) of entries to submit should use the spreadsheet option.

NOTE: Spreadsheets must be submitted in a special XML Spreadsheet format with the appropriate structure that is specified in the documentation. For instructions on how to use the spreadsheet option to complete this question (including templates to start with), please Click Here.

If using the subform, leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i). If using an XML Spreadsheet, enter "NA" into the percentage of total assets (Equity Debt Plus) field

No

for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard.

The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.

(d) Are any of the individuals listed as an attributable interest holder in the Respondent married to each other or related to each other as parentchild or as siblings?

No

If "Yes," provide the following information for each such the relationship.

(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?

No

If "Yes," complete the information in the required fields and submit an Exhibit fully describing that individual's duties and responsibilities, and explaining why that individual should not be attributed an interest.

# 3. Organizational Chart (Licensees Only)

Attach a flowchart or similar document showing the Licensee's vertical ownership structure including the Licensee and all entities that have attributable interests in the Licensee. Licensees with a single parent entity may provide a brief explanatory textual Exhibit in lieu of a flowchart or similar document. Licensees without parent entities should so indicate in a textual Exhibit.

Non-Licensee Respondents should select "N/A" in response to this question.

File Name	Uploaded By	Attachment Type	Description
Saga Comm., of Tuckessee Corporate Structure Chart.pdf	Applicant	Ownership Chart	Saga Communications of Tuckessee, LLC Corporate Structure Chart

#### **Section III - Certification**

#### Certification

Section	Question	Response
Authorized Party to Sign	WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND /OR REVOCATION OF ANY STATION LICENSEOR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).	
Certification	I certify that I have examined this report and that to the best of my knowledge and belief, all statements in this report are true, correct and complete.	Official Title: Vice President Exact Legal Title or Name of Respondent: Saga Communications of Tuckessee, LLC Name: Katie Gambill Phone: 9316487720