Approved by OMB (Office of Management and Budget) 3060-0010
September 2019

Federal Communications Commission

(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number: **0000046033** | Submit Date: **2018-03-01** | FRN: **0015012867**

Purpose: **Commercial Broadcast Stations Biennial Ownership Report** | Status: **Received** | Status Date: **03/01/2018**

Filing Status: **Active**

Section I - General Information

1. Respondent

FRN	Entity Name
0021245394	Cox Media Group Northeast, LLC

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
6205 Peachtree Dunwoody Road	Atlanta	GA	30328	+1 (678) 645-0000	alysia.long@coxinc.com

2. Contact Representative

Name	Organization
Michael Basile	Cooley LLP

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1299 Pennsylvania Avenue, NW Suite 700	Washington	DC	20004	+1 (202) 776-2556	mdbasile@cooley.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	MAT	2	95	$140.00
				Total	$140.00

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
Cox Media Group Northeast, LLC	0021245394

Fac. ID No.	Call Sign	City	State	Service
6463	WFXT	BOSTON	MA	DTV
12521	WHBQ-TV	MEMPHIS	TN	DTV

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	Amended and Restated Limited Liability Agreement (Cox Media Group Northeast, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	12/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** LLC Agreement

Document Information	
Description of contract or instrument	FOX Affiliation Agreements (WFXT and WHBQ-TV)
Parties to contract or instrument	KTVU, LLC (as renamed Cox Media Group Northeast, LLC) and Fox Broadcasting Company, Fox News Network, L.L.C.
Date of execution	06/2014
Date of expiration	06/2020
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Trust Agreement (Cox Family Voting Trust)
Parties to contract or instrument	Cox Family Voting Trust, James C. Kennedy, Alexander C. Taylor, John M. Dyer, Trustees
Date of execution	07/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** Trust Agreement

Document Information	
Description of contract or instrument	Articles of Incorporation, as amended (Cox Enterprises, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	07/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** Articles of Incorporation

Document Information	
Description of contract or instrument	LAFF Affiliation Agreement (WFXT)
Parties to contract or instrument	Cox Media Group Northeast, LLC and LAFF Media, LLC
Date of execution	03/2015
Date of expiration	04/2020
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Bylaws (Cox Enterprises, Inc.)
Parties to contract or instrument	Cox Enterprises, Inc.
Date of execution	09/1985
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** Bylaws

Document Information	
Description of contract or instrument	Operating Agreement (Cox Media Group, LLC)
Parties to contract or instrument	Cox Enterprises, Inc. and Cox Media Group, LLC)
Date of execution	12/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** Operating Agreement

Document Information	
Description of contract or instrument	Articles of Incorporation, as amended (Cox Media Group NE, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	04/1985
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** Articles of Incorporation

Document Information	
Description of contract or instrument	Escape Affiliation Agreement (WFXT WHBQ-TV)
Parties to contract or instrument	Cox Media Group Northeast, LLC and Escape Media, LLC
Date of execution	02/2016
Date of expiration	05/2021
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Bylaws (Cox Media Group NE, Inc.)
Parties to contract or instrument	Cox Media Group NE, Inc.
Date of execution	04/1985
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** Bylaws

Document Information	
Description of contract or instrument	Certificate of Formation (Cox Media Group, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	12/2011
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 (Cox Media Group Northeast, LLC)
Parties to contract or instrument	Cox Media Group NE, Inc. and Cox Media Group Northeast, LLC
Date of execution	12/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** Operating Agreement

Document Information	
Description of contract or instrument	Certificate of Conversion (Cox Media Group Northeast, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	12/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** Certificate of Conversion

Document Information	
Description of contract or instrument	Decades Affiliation Agreement (WHBQ-TV)
Parties to contract or instrument	Cox Media Group Northeast, LLC and Decades, LLC
Date of execution	03/2015
Date of expiration	06/2018
Agreement type (check all that apply)	Network Affiliation Agreement

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	0021245394
Entity Name	Cox Media Group Northeast, LLC

Address	**PO Box**		
	Street 1	6205 Peachtree Dunwoody Road	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	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 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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information		
FRN	0027153220	
Name	Heidi Eddy-Dorn	
Address	**PO Box**	
	Street 1	6205 Peachtree Dunwoody Road
	Street 2	
	City	Atlanta
	State ("NA" if non-U.S. address)	GA
	Zip/Postal Code	30328
	Country (if non-U.S. address)	United States
Listing Type	Other Interest Holder	
Positional Interests (check all that apply)	Officer	
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US
	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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	0021206859		
Name	Brett Fennell		
Address	**PO Box**		
	Street 1	6205 Peachtree Dunwoody Road	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Male	
	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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information		
FRN	0026173781	
Name	Anne Lofye	
Address	**PO Box**	
	Street 1	6205 Peachtree Dunwoody Road
	Street 2	

	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information		
FRN	0026173831	
Name	Juliette W. Pryor	
Address	**PO Box**	
	Street 1	6205 Peachtree Dunwoody Road
	Street 2	
	City	Atlanta
	State ("NA" if non-U.S. address)	GA
	Zip/Postal Code	30328
	Country (if non-U.S. address)	United States
Listing Type	Other Interest Holder	
Positional Interests (check all that apply)	Officer	
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US
	Gender	Female
	Ethnicity	Not Hispanic or Latino
	Race	Black or African American

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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	0019225374		
Name	Jane Williams		
Address	**PO Box**		
	Street 1	6205 Peachtree Dunwoody Road	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information		
FRN	0019225325	
Name	Maria L. Friedman	
Address	**PO Box**	
	Street 1	6205 Peachtree Dunwoody Road
	Street 2	

	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information		
FRN	0021239595	
Name	Mary Vickers	
Address	**PO Box**	
	Street 1	6205 Peachtree Dunwoody Road
	Street 2	
	City	Atlanta
	State ("NA" if non-U.S. address)	GA
	Zip/Postal Code	30328
	Country (if non-U.S. address)	United States
Listing Type	Other Interest Holder	
Positional Interests (check all that apply)	Officer	
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US
	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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	0026173757		
Name	Amber Hall		
Address	**PO Box**		
	Street 1	6205 Peachtree Dunwoody Road	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Female	
	Ethnicity	Not Hispanic or Latino	
	Race	Black or African American	
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 an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information		
FRN	0017164625	
Entity Name	Cox Media Group NE, Inc.	
Address	**PO Box**	
	Street 1	6205 Peachtree Dunwoody Road
	Street 2	

	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	100.0%	**Jointly Held?** No
	Equity	100.0%	
	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	0019225499		
Name	Kimberly Guthrie		
Address	**PO Box**		
	Street 1	6205 Peachtree Dunwoody Road	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	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 an attributable interest in one or more broadcast stations that do not appear on this report?		Yes

Ownership Information			
FRN	0024977621		
Name	Paul Briggs		
Address	**PO Box**		
	Street 1	6205 Peachtree Dunwoody Road	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Male	
	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 an attributable interest in one or more broadcast stations that do not appear on this report?			No

Ownership Information		
FRN	0019232602	
Name	Thomas Raponi	
Address	**PO Box**	
	Street 1	6205 Peachtree Dunwoody Road
	Street 2	
	City	Atlanta
	State ("NA" if non-U.S. address)	GA

	Zip/Postal Code	30328	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Male	
	Ethnicity	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 an attributable interest in one or more broadcast stations that do not appear on this report?			No

(b) Respondent certifies that any interests, including equity, financial, or voting interests, not reported in this filing are non-attributable. If "No," submit as an exhibit an explanation.	Yes

(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 "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 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.	No

(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? If "Yes," provide the following information for each such the relationship.	No

(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)? 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.	No

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
2017 CEI Organizational Chart.pdf	Applicant	Ownership Chart	Organizational 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 LICENSE --OR 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: **Assistant Secretary** Exact Legal Title or Name of Respondent: **Cox Media Group Northeast, LLC** Name: **Amber Hall** Phone: **6786450000** 03/01/2018