

(REFERENCE COPY - Not for submission)

Transfers

Lead File Number: 0000209	9444 Submit Date: 06/27/2023	Lead Call Sign: WRXZ	FRN: 0004121000	
Service: Full Power FM	Purpose: Transfer of Control	Status: Superceded	Status Date: 06/27/2023	Filing Status:
Inactive				

General	Section	Question	Response
Information	Attachments	Are attachments (other than associated schedules) being filed with this application?	No

Fees, Waivers, and Exemptions

Section	Question	Response
Fees	Is the applicant exempt from FCC application Fees?	Yes
	Indicate reason for fee exemption:	NCE
Waivers	Does this filing request a waiver of the Commission's rule(s)?	No
	Total number of rule sections involved in this waiver request:	

Transfer Type	Question					
	Is this application	a pro forma Transfer of C	Control?			Yes
	By answering "Ye transaction?	s" the Applicant certifies t	hat the use of short form pro	forma application is app	propriate for this	Yes
	Is the Transfer Voluntary or Involuntary:					Voluntary
Authorizations to	Selected Call S	igns				
be Transferred	Call Sign	Facility ID	File Number	Service	City, State	
Transfer	Question					Response
Questions	Were any of the authorizations that are the subject of this application obtained through the Commission's competitive bidding procedures (see 47 C.F.R. Sections 1.2111(a) and 73.5000)?					
	-		subject of this application ob al educational stations (see 4	-		
	Have all such stations operated for at least 4 years with a minimum operating schedule since grant pursuant to the point system?					
	Were any of the authorizations that are the subject of this application obtained after award of a dispositive Section 307(b) preference using the Tribal Priority, through Threshold Qualifications procedures, or through the Tribal Priority as applied before the NCE fair distribution analysis set forth in 47 C.F.R. § 73.7002(b)?					
	Have all such stations operated for at least 4 years with a minimum operating schedule since grant?					
	Do both the transf	feror and transferee quali	fy for the Tribal Priority in all r	espects?		

LPFM Licenses Only: Has it been at least 18 months since the initial construction permit for the LPFM station was granted?

LPFM Licenses Only: Does the assignment of the LPFM authorization satisfy the consideration restrictions of 47 CFR Section 73.865(a)(1)?

LPFM Licenses Only: Were any of the LPFM authorizations that are subject to this application obtained through the Commission's point system for low power FM stations (see 47 CFR Section 73.872)?

If yes to question above, have all such LPFM stations operated for at least four years since grant pursuant to the point system?" (options - Y/N. If Yes, nothing further required. No requires attachment as follows)"If no to new sub question, list pertinent authorizations in an Exhibit and include in the Exhibit a showing that the transaction is consistent with the requirements of 47 CFR Section 73.865(a)(3).

Licensee/Permittee Name, Type, and Contact Information

Licensee/Permittee	Address	Phone	Email	FRN
EDUCATIONAL MEDIA FOUNDATION Doing Business As: EDUCATIONAL MEDIA FOUNDATION	5700 WEST OAKS BLVD. ROCKLIN, CA 95765 United States	+1 (916) 251-1600	fccdocumentdistribution@embroadcasting. com	0004121000

/Permittee	Contact Name	Address	Phone	Email	Contact Type
/Permittee Contact Representatives (1)	Mary O'Connor <i>Esq.</i> Wilkinson Barker Knauer, LLP	1800 M Street, NW Suite 800N Washington, DC 20036 United States	+1 (202) 383- 3351	moconnor@wbklaw. com	Legal Representative

Licensee	Section	Question	Response
/Permittee Legal Certifications	Agreements for Transfer Control of Station	Licensee/Permittee certifies that: (i) it has placed its public inspection file(s) and submitted to the Commission as an Exhibit to this application copies of all agreements for the transfer of the station(s); (ii) these documents embody the complete and final understanding between Transferor and Transferee; and (iii) these agreements comply fully with the Commission's rules and policies	
	Other Authorizations	Please upload an attachment detailing the call signs, locations, and facility identifiers of all other broadcast stations in which Licensee/Permittee or any party to the application has an attributable interest.	
	Character Issues	Licensee/Permittee certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with: (a) any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application or (b) any pending broadcast application in which character issues have been raised	

Licensee /Permittee Information

Adverse Findings	Licensee/Permittee certifies that, with respect to the	
	Licensee/Permittee and each party to the application, no	
	adverse finding has been made, nor has an adverse final	
	action been taken by any court or administrative body in a	
	civil or criminal proceeding brought under the provisions of	
	any law related to any of the following: any felony; mass	
	media-related antitrust or unfair competition; fraudulent	
	statements to another governmental unit; or discrimination.	
Local Public Notice	Licensee/Permittee certifies that it has or will comply with	
	the public notice requirements of 47 C.F.R. Section 73.3580.	
Auction Authorization	Licensee/Permittee certifies that more than five years have	
	passed since the issuance of the construction permit for the	
	station being assigned, where that permit was acquired in an	
	auction through the use of a bidding credit or other special	
	measure.	
Anti-Discrimination	Licensee/Permittee certifies that neither licensee/permittee	
Certification	nor any party to the application have violated the	
	Commission's prohibition against discrimination on the basis	
	of race, color, religion, national origin or sex in the sale of	
	commercially operated AM, FM, TV, Class A TV or	
	international broadcast stations.	

Transferor Information

Transferor Name, Type, and Contact Information

Transferor	Туре	Address	Phone	Email	FRN
Educational Media	Not-	5700 West	+1 (916)	fccdocumentdistribution@embroadcasting.	0004121000
Foundation (Old Board)	for-	Oaks Blvd.	251-1600	com	
	Profit	Rocklin, CA			
		95765			

Transferor	Contact Name	Address	Phone	Email	Contact Type
Contact Representatives (1)	Mary O'Connor Wilkinson Barker Knauer, LLP	1800 M Street, NW Suite 800N Washington, DC 20036 United States	+1 (202) 783- 4141	moconnor@wbklaw. com	Legal Representative

Section Question Response Transferor Legal Certifications Agreements for Transfer N/A Transferor certifies that: **Control of Station** (i) it has placed in Transferor's public inspection file(s) and submitted to the Commission as an Exhibit to this application copies of all agreements for the assignment /transfer of the station(s); (ii) these documents embody the complete and final understanding between Transferor and Transferee; and (iii) these agreements comply fully with the Commission's rules and policies If the transaction is involuntary, the Transferor certifies that court orders or other authorizing documents have been issued and that it has placed in the licensee's/permittee's public inspection file(s) and submitted to the Commission copies of such court orders or other authorizing documents.

Character Issues	Transferor certifies that neither transferor nor any party to the application has or has had any interest in, or connection with: (a) any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application or (b) any pending broadcast application in which character issues have been raised	Yes
Adverse Findings	Transferor certifies that, with respect to the Transferor and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	Yes
Local Public Notice	Transferor certifies that it has or will comply with the public notice requirements of 47 C.F.R. Section 73.3580.	
Auction Authorization	Transferor certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.	N/A
Anti-Discrimination Certification	Transferor certifies that neither licensee/permittee nor any party to the application have violated the Commission's prohibition against discrimination on the basis of race, color, religion, national origin or sex in the sale of commercially operated AM, FM, TV, Class A TV or international broadcast stations.	

Transferee Information

Transferee Name, Type, and Contact Information

Transferee	Туре	Address	Phone	Email	FRN
Educational Media Foundation (New Board)	Not- for- Profit	5700 West Oaks Blvd. Rocklin, CA 95765	+1 (916) 251-1600	fccdocumentdistribution@embroadcasting. com	0004121000

Transferee	Contact Name	Address	Phone	Email	Contact Type
Contact Representatives (1)	Mary O'Connor Wilkinson Barker Knaue LLP	1800 M Street, NW r, Suite 800N Washington, DC 20036 United States	+1 (202) 783- 4141	moconnor@wbklaw. com	Legal Representative
Changes in Interest (12)	Party Name Citi	zenship Address Pho	one Email	Interest Before Transfer	e Interest After Transfer

Donna Ecton Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	decton@kloveair1. com	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%
Michael Lewis Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	mleweis@kloveair1. com	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%
David Atkinson Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	datkinson@kloveair1. com	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%
Todd I. Woods Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	twoods@kloveair1. com	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%
Mitch Barnhart Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	mbarnhart@kloveair1. com	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%
Mark Brannon Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	mbrannon@kloveair1. com	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%

Emil Kallina Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	ekallina@kloveair1. com	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%
Joseph Miller Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	jmiller@kloveair1.com	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%
Larry Moody Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	lmoody@kloveair1. com	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%
Tom Stultz Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	tstultz@kloveair1.com	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) of Votes: 14.3% Pct. (Percentage) of Total Assets: 0%
William Jon Reeves Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	breeves@kloveair1. com	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) or Votes: 0% Pct. (Percentage) or Total Assets: 0%
Jerry Shirer Educational Media Foundation	United States	5700 West Oaks Blvd Rocklin, CA 95765 United States	+1 (916) 251-1600	jshirer@kloveair1. com	Pct. (Percentage) of Votes: 0% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage) or Votes: 14.3% Pct. (Percentage) or Total Assets: 0%

Changes in Interest Certification Question

Applicant certifies that equity and financial interests not set forth by the transferee are nonattributable.

Response

Yes

Parties to the	Party Name	Citizenship	Address	Phone	Email	Positional Interest	
Application (0)			E	mpty			
Parties to the	Question						Response
Application Certification	Applicant certifies th	at equity and financia	l interests not set fo	rth by the trans	sferee are nona	attributable.	
Transferee Legal Certifications	Section	Question				Response	
Certifications	Agreements for Sa	(a) the wr inspection complete station(s)	agreements comply	to the Commis t for the sale o	sion embody the r transfer of the		
	Other Authorizatio	locations, stations in	bload an attachment and facility identifie which Transferee (tributable interest.	rs of all other l	proadcast	N/A	
	Multiple Ownershi	an attribu radio or te (s) subjec same ma Transfere	nsferee or any party table radio joint sale elevision time broke et to this application rket as the station(s e certifies that the p commission's multip	es agreement of rage agreemen or with any oth) subject to this proposed assig	or an attributab nt with the stati ner station in th s application? nment complie	le on e	
		 (1) does r policies re members (2) compl ownership (3) compl 	ies with the Commis o interests; and ies with the Commis tion and nonparticip	under the Cor rests of immed ssion's policies ssion's restricti	nmission's liate family relating to futu ons relating to	ire	
		is, an entities Small Bus industry g holds (1) 30 per and more corporation (2) 15 per and more corporation provided f more than interests; (3) More f	Transferee claim stati ty that qualifies as a siness Administratio prouping (as set forth rcent or more of the than 50 percent of on or partnership that cent or more of the than 50 percent of that no other person a 25 percent of the co or than 50 percent of the on that will own the point of a publicly trade	a small busines n's size standa n in 13 C.F.R. stock or partne the voting pow at will own the stock or partne the voting pow at will own the or entity owns butstanding sto ne voting powe media outlet (if	ss under the ards for its § 121-201), and ership interests er of the media outlet; o ership interests er of the media outlet, s or controls ck or partnersh	d r ;	
		Does this stations?	transfer include a g	randfathered o	luster of		

	Applicant certifies that it will come in compliance by divesting the necessary station(s) within 12 months of the consummation of this transaction to:	
	A) An Eligible Entity (as defined in Item 6d, above).	
	B) An Irrevocable Trust that will assign the station(s) to an Eligible Entity.	
Acquisition of Control	Please upload an attachment listing the file number and date of grant of FCC Form 301, 314, or 315 application by which the Commission approved the qualifications of the individual or entity with a pre-existing interest in the licensee/permittee that is now acquiring control of the licensee/permittee as a result of the grant of this application.	N/A
Character Issues	 Transferee certifies that neither transferee nor any party to the application has or has had any interest in, or connection with: (a) any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or (b) any pending broadcast application in which character issues have been raised. 	Yes
Adverse Findings	Transferee certifies that, with respect to the transferee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	Yes
Financial Qualifications	Transferee certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the station(s) for three months.	
Program Service Certification	Transferee certifies that it is cognizant of and will comply with its obligations as a Commission licensee to present a program service responsive to the issues of public concern facing the station's community of license and service area.	
Auction Authorization	Transferee certifies that where less than five years have passed since the issuance of the construction permit and the permit had been acquired in an auction through the use of a bidding credit or other special measure, it would qualify for such credit or other special measure.	N/A
Equal Employment Opportunity (EEO)	If the applicant proposes to employ five or more full-time employees, applicant certifies that it is filing simultaneously with this application a Model EEO Program Report on FCC Form 396-A.	

Tranferee Alien Ownership	Question	Response
	 Is the applicant a foreign government or the representative of any foreign government as specified in Section 310(a) of the Communications Act? 	No
	2) Is the applicant an alien or the representative of an alien? (Section 310(b)(1))	No
	3) Is the applicant a corporation, or non-corporate entity, that is organized under the laws of any foreign government? (Section 310(b)(2))	No

4) Is the applicant an entity of which more than one-fifth of the capital stock, or other equity or voting interest, is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any entity organized under the laws of a foreign country? (Section 310(b)(3))	No
5) Is the applicant directly or indirectly controlled by any other entity of which more than one-fourth of the capital stock, or other equity or voting interest, is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any entity organized under the laws of a foreign country? (Section 310(b)(4))	No
6) Has the applicant received a declaratory ruling(s) under Section 310(b)(4) of the Communications Act?	No
6a) Enter the citation of the applicable declaratory ruling by DA/FCC number, FCC Record citation, release date, or any other identifying information.	
7) Has there been any change in the applicant's foreign ownership since issuance of the declaratory ruling(s) cited in response to Question 6?	
8) Does the applicant certify that it is in compliance with the terms and conditions of the foreign ownership declaratory ruling(s) cited in response to Question 6?	
9) In connection with this application, is the applicant filing a foreign ownership Petition for Declaratory Ruling pursuant to Section 310(b)(4) of the Communications Act?	No

Licensee	Section	Question	Response
/Permittee Certification	General Certification Statements	Licensee/Permittee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Licensee/Permittee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	
		The Licensee/Permittee certifies that neither the Licensee /Permittee nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti- Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002(c). The Licensee/Permittee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.	
	Authorized Party to Sign	 FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application. WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503). 	

I certify that this application includes all required a relevant attachments.	nd
I declare, under penalty of perjury, that I am an au representative of the above-named applicant for the Authorization(s) specified above.	

Transferee	Section	Question	Response
Certification	General Certification Statements	The Transferee certifies that neither the Transferee nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1. 2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002 (c). The Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.	
	Authorized Party to Sign	 FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application. WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503). 	
		I certify that this application includes all required and relevant attachments.	Yes
		I declare, under penalty of perjury, that I am an authorized representative of the above-named applicant for the Authorization(s) specified above.	Michael Lewis President 02/01/2023

Transferor	
Certification	

Section

Question

Response

General Certification Statements

	The Transferor certifies that neither the Transferor nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1. 2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002 (c). The Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.	
Authorized Party to Sign	 FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application. WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503). 	
	I certify that this application includes all required and relevant attachments.	Yes
	I declare, under penalty of perjury, that I am an authorized representative of the above-named applicant for the Authorization(s) specified above.	Michael Lewis President
		02/01/2023

Attachments

File Name	Uploaded By	Attachment Type	Description	Upload Status
EMF Competitive Bidding Procedures	Applicant	Transfer Questions	Competitive Bidding Exhibit	Done with Virus Scan and/or Conversion
EMF Transfer of Control Description of Transaction 1192023.pdf	Applicant	Transferee Legal Certifications	Description of Transaction	Done with Virus Scan and/or Conversion