

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of)	
)	
Applications of Tribune Media Company and)	
Sinclair Broadcast Group)	MB Docket No. 17-179
For Consent to Transfer Control of Licenses)	
and Authorizations)	
)	
)	

**PETITION TO DENY OF CINEMOI, HERNDON-RESTON INDIVISIBLE,
INTERNATIONAL CINEMATOGRAPHERS GUILD, LATINO VICTORY PROJECT,
NATIONAL ASSOCIATION OF BROADCAST EMPLOYEES AND TECHNICIANS –
CWA, NTCA – THE RURAL BROADBAND ASSOCIATION, PUBLIC KNOWLEDGE,
RIDE TELEVISION NETWORK, AND SPORTS FANS COALITION**

Pursuant to Sections 309(d) and 310(d) of the Communications Act of 1934, as amended, and on behalf of independent programmers, television and film workers, viewers, and consumers from across the political spectrum,¹ Cinemoi, Herndon-Reston Indivisible, International Cinematographers Guild, Latino Victory Project, National Association of Broadcast Employees and Technicians – CWA, NTCA – The Rural Broadband Association, Public Knowledge, RIDE

¹ The signees of this Petition to Deny are parties in interest who each will suffer concrete, particularized harms as a direct result of the merger of Sinclair and Tribune. As has been well established on the record, independent programmers will be injured by Sinclair’s increased leverage to demand capacity and higher carriage fees for its affiliated cable networks, multicast broadcast signals, and ATSC 3.0 broadcast signals, which will have the effect of crowding out independent networks in MVPDs’ channel lineups and squeezing licensing fees for such networks. *See, e.g.*, Comments of Cinemoi, RIDE Television Network, AWE – A Wealth of Entertainment, MAVTV Motor Sports Network, One America News Network, TheBlaze, and Eleven Sports Network, MB Docket No. 17-179 at 4, 9-10 (Aug. 7, 2017) (“August 2017 Independent Programmer Comments”). Consumers and viewers will also be injured by the loss of localism and diversity and by the immediate material increases to their cable bills as a result of Sinclair’s planned retransmission consent “step-ups.” *See, e.g., id.* at 4, 7-9, 11-13. And MVPDs and their customers would also be harmed by the higher retransmission consent fees. *See, e.g.*, Petition to Dismiss or Deny of DISH Network L.L.C., MB Docket No. 17-179, at 14-45 (Aug. 7, 2017) (“August 2017 DISH Petition to Dismiss or Deny”); Petition to Deny of American Cable Association, MB Docket No. 17-179, at 10-20 (Aug. 7, 2017) (“August 2017 ACA Petition to Deny”).

Television Network, and Sports Fans Coalition² respectfully submit this Petition to Deny the original and amended license assignment applications filed by Sinclair Broadcast Group (“Sinclair”) and Tribune Media Company (“Tribune,” and together, the “Applicants”).³

I. INTRODUCTION

After numerous filings, withdrawals, and re-filings, the Applicants have, with their most recent submission, once more put forth a series of sham divestitures that would skirt the Commission’s rules while giving the combined company outsized local and national market shares. This would lead to higher prices for consumers, fewer carriage opportunities for independent programmers, and a loss of localism and viewpoint diversity.

As an initial matter, it simply makes no sense for the Commission to rule on the transaction when the rules of the road on broadcast ownership may be fundamentally altered in the coming months. Rather, the better course – and the one that would be more transparent to all interested parties and American consumers – would be to defer consideration of the transaction until after the D.C. Circuit rules on the legality of the Commission’s April 2017 reinstatement of the UHF discount and the Commission completes its review of the national ownership limit.⁴ To

² The signees are also each members of the Coalition to Save Local Media (“Coalition”). This filing is on behalf of the signees in their individual capacities and not on behalf of the Coalition.

³ See *Media Bureau Establishes Consolidated Pleading Cycle for Amendments to the June 26, 2017, Applications to Transfer Control of Tribune Media Company to Sinclair Broadcast Group, Inc., Related New Divestiture Applications, and Top-Four Showings in Two Markets*, Public Notice, DA 18-530 (May 21, 2018) (“May 21 Public Notice”); see also *Applications of Tribune Media Company and Sinclair Broadcast Group for Consent to Transfer Control of Licenses and Authorizations*, Comprehensive Exhibit, MB Docket No. 17-179 (June 26, 2017).

⁴ Likewise, dozens of Members of Congress have urged Chairman Pai to stay consideration of the Transaction until the D.C. Circuit has ruled on the UHF discount. See, e.g., Letter from Hon. Bill Nelson et al., to Ajit Pai, Chairman, FCC, at 1 (Apr. 26, 2018) (requesting that the agency “not approve any pending transfers of control of broadcast licenses as part of proposed mergers or acquisitions” “until the agency has conducted and completed a holistic look at the state of broadcasting and the media and waited for a ruling from the U.S. Court of Appeals for the D.C. Circuit.”); Letter from Hon. Tony Cárdenas et al., to Ajit Pai, Chairman, FCC, at 2 (June 13, 2018) (“Due process is important . . . should the D.C. Circuit rule against the FCC, the Sinclair-Tribune merger would be unlawful.”).

the extent that the Commission adopts a new ownership cap, the Commission should not grandfather pending transactions. Moreover, if the Commission decides to rule on the transaction as currently structured, it should reject the transaction, since it would result in substantial consumer and other marketplace harms and disserve the public interest.⁵

II. THE COMMISSION SHOULD DENY THE APPLICATIONS

Under Section 310(d) of the Communications Act, the Commission must determine whether the assignment of licenses from Tribune to Sinclair will serve the public interest, convenience, and necessity.⁶ As detailed below, the Applicants have not come close to making the required showing to satisfy the public interest standard. The transaction will cause substantial public interest harms, and the Applicants' proposed divestiture plan will not ameliorate those harms or otherwise advance the public interest.

The proposed transaction would create an industry behemoth, with more than 200 stations in 102 markets reaching over 60 percent of all households nationwide (even without

⁵ In the alternative, should the Commission determine that a "substantial and material question of fact" still exists, it must formally designate the Applications for hearing. 47 U.S.C. § 309(e); *Application of EchoStar Communications Corporation, (a Nevada Corporation), General Motors Corporation, and Hughes Electronics Corporation (Delaware Corporations) (Transferors) and EchoStar Communications Corporation (a Delaware Corporation) (Transferee)*, Hearing Designation Order, 17 FCC Rcd. 20559 ¶ 289 (2002) ("EchoStar HDO") (designating the transaction for a hearing after finding that "Applicants have failed to demonstrate that the proposed transaction would not cause anticompetitive and other harms, and have failed to demonstrate that the potential public interest benefits resulting from the transaction would outweigh those harms").

⁶ The Commission makes this determination by conducting a three-part inquiry. *Applications of Level 3 Communications, Inc. and CenturyLink, Inc. For Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 32 FCC Rcd. 9581 ¶¶ 8-11 (2017). First, the Commission must "assess[] whether the proposed transaction complies with the specific provisions of the Act, other applicable statutes, and the Commission's rules." *Id.* ¶ 8. Only if the proposed transaction does not violate a statute or rule will the Commission consider the second step of the inquiry: "whether the transaction could result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Act or related statutes." *Id.* ¶ 9. The Commission next "considers a transaction's public interest benefits . . . with the applicants bearing the burden of proving those benefits by a preponderance of the evidence." *Id.* ¶ 10. "[I]f the Commission is able to find that narrowly tailored, transaction-specific considerations are able to ameliorate any public interest harms and the transaction is in the public interest, it may approve the transaction as so conditioned. In contrast, if the Commission is unable to find that a proposed transaction even with such conditions serves the public interest or if the record presents a substantial and material question of fact, then it must designate the application for hearing." *Id.* ¶ 11; 47 U.S.C. § 309(f); *see also* EchoStar HDO ¶ 289.

counting the sham “divestitures” described below), including stations in many of the major markets.⁷ The record already compiled in this proceeding has amply demonstrated that the transaction would result in higher retransmission consent fees, which will get passed on to consumers in the form of higher subscription fees; fewer carriage opportunities for independent programmers because the combined company will be able to use its substantial size and scope to demand increased carriage and higher fees for its affiliated content, crowding out carriage opportunities for competing programming; and reduced localism and diversity given Sinclair’s well-established track record of forcing its local broadcast stations to carry its “must-run” content and cutting local newsroom staff.

A. Applicants’ Proposed Divestitures Are Shams.

The Applicants have, time and again, tried to address concerns about the proposed transaction by proposing various “divestitures.”⁸ As commenters pointed out, these proposed divestitures were shams, since they gave Sinclair the ability to continue managing the stations involved and also gave it the option of repurchasing the stations at a later time. Applicants’ latest plan is more of the same. Applicants pledge to divest six stations to comply with local and national ownership rules, yet Sinclair retains the option to repurchase each of these stations, and Sinclair has simultaneously entered into various services agreements, allowing Sinclair to effectively exercise control of these stations.⁹

⁷ See Austen Hufford, *Sinclair to Raise \$1.5 Billion by Selling Stations*, Wall St. J., May 9, 2018, <https://www.wsj.com/articles/sinclair-to-raise-1-5-billion-from-station-divestitures-1525874141>.

⁸ See May 21 Public Notice n.2 (describing Sinclair’s series of filed but withdrawn sets of divestiture applications); Letter from Ross J. Lieberman, Senior Vice President of Government Affairs, American Cable Association, to Marlene H. Dortch, Secretary, FCC, MB Docket No. 17-179, at 2 (May 24, 2018) (“May 24 ACA Letter”) (“[I]t has taken Sinclair nearly a year—and no fewer than *four* major amendments—to reveal which stations it proposes to divest, the parties who seek to acquire them, and the terms on which it proposes to do so. Indeed, Sinclair has still not provided this basic information with respect to the duopoly that it hopes to create in St. Louis. Rather, Sinclair promises to provide this information at a later date.”).

⁹ See File No. BALCDT-20180227ABD (selling WGN-TV to David D. Smith’s business associate Steven B. Fader); File Nos. BALCDT-20180427ABL and BALCDT-20180427ABM (selling KDAF and KIAH to

To make matters worse, Applicants’ proposed sales are to a number of traditional Sinclair sidecar entities on highly favorable, non-market terms. Chicago’s WGN-TV will be sold to Steven B. Fader, a business partner of Sinclair Executive Chairman David D. Smith in Atlantic Automotive Corp., who has no apparent broadcast or media experience.¹⁰ Dallas’s KDAF and Houston’s KIAH will be sold to Cunningham Broadcasting, which had been owned by David D. Smith’s mother, Carolyn Cunningham Smith, and is now owned by Michael Anderson, formerly the sole trustee of Carolyn Smith’s trust, with David D. Smith and his brothers – the controlling shareholders of Sinclair – holding non-voting shares in the company.¹¹ Not only does Sinclair retain an option to repurchase KDAF and KIAH from Cunningham, but David Smith and his brothers hold options to purchase the whole of Cunningham itself at below market prices and terms.¹² Likewise, Oklahoma City’s KAUT-TV, Seattle’s KUNS-TV, and Salt Lake City’s KMYU will be sold to Howard Stirk Holdings (“HSH”), whose owner, Armstrong Williams, recently said of the purchase: “I know I got a good deal. . . . That’s what happens when you’ve had a partnership and a relationship for 25 years . . . sometimes you get prices that nobody else can get.”¹³ Indeed, analysts have said HSH bought the stations at discounts of anywhere from

Cunningham Broadcasting subsidiaries); File Nos. BALCDT-20180426ABP, BALCDT-20180426ABR, and BALCDT-20180426ABQ (selling KAUT-TV, KUNS-TV, and KMYU to Howard Stirk Holdings).

¹⁰ See, e.g., Joe Flint & John McKinnon, *Sinclair Faces Federal Resistance Over Proposed Purchase of Tribune Media*, Wall St. J., Apr. 10, 2018, <https://www.wsj.com/articles/sinclair-faces-fcc-resistance-over-tribune-purchase-1523387359>; Holden Willen, *Sinclair CEO Expects Decision Soon on Long-Awaited Tribune Acquisition*, Balt. Bus. J., June 7, 2018, <https://www.bizjournals.com/baltimore/news/2018/06/07/sinclair-ceo-expects-decision-soon-on-long-awaited.html> (noting the sale to Fader is a “controversial move”).

¹¹ See File Nos. BTCCDT-20130226/AFW/AFX/AFY/AFZ/AGC/AGD/AGE; BTCCDT-20150206ACP/ACQ/ACR/ACS; and BALCDT-20171211ACN.

¹² See *id.*

¹³ Jason Schwartz, *Armstrong Williams Got ‘Sweetheart’ Deal from Sinclair*, Politico, June 13, 2018, <https://www.politico.com/story/2018/06/13/sinclair-broadcasting-armstrong-williams-642997>. Although the Commission does not traditionally examine the purchase price of a station sale, it will “consider such matters where it appears from other facts that the arrangement may not have been an arms-length transaction between the parties.” *Edwin L. Edwards, Sr. (Transferor) and Carolyn C. Smith (Transferee) For Consent to the Transfer of Control of Glencairn, Ltd.*, Memorandum Opinion and Order and Notice of Apparent Liability, 16 FCC Rcd. 22236 ¶¶ 20, 26 (2001) (“*Glencairn Order*”) (finding that petitioners had “set forth specific allegations of fact sufficient to show that

\$10 million to \$55 million and that the WGN-TV price tag was “very low.”¹⁴ Likewise, the Cunningham purchase price is curiously low for *two* stations located in top-10 DMAs, and, in any event, those \$60 million will be moving from one Smith family pocket to another. Allowing Sinclair to circumvent the rules in this manner will make a mockery of the public interest standard and decades of Commission precedent.

Moreover, it is likely that these disclosed sweetheart deals are only the tip of the iceberg. As detailed in American Cable Association’s May 24 Letter, “Sinclair withheld more than 250 agreements, schedules, exhibits, and related documents, including materials that appear to contemplate ongoing relationships between Sinclair and the parties to whom it will putatively divest stations.”¹⁵

The appropriate standard for the Commission to follow in evaluating these proposed divestitures is clear and is one that has been advocated by commenters for months.¹⁶ Unless the Applicants commit to *fully* divesting the stations, without any accompanying service agreements or repurchase options, then the Commission must reject Applicants’ divestiture plan. This is the

certain of the current transactions in this proceeding have resulted in Sinclair exercising *de facto* control over [Cunningham Broadcasting, then doing business as Glencairn] in violation of Section 310(d) of the Communications Act”). In the *Glencairn Order*, the Commission concluded that that “a reasonable businessman” would not have agreed to the transactions orchestrated by Sinclair. *See id.* ¶ 26. The Commission should make the same inquiries into the apparently less-than-arms-length Fader, HSH, and Cunningham deals, including the prices of Sinclair’s repurchase options.

¹⁴ Jason Schwartz, *Armstrong Williams Got ‘Sweetheart’ Deal from Sinclair*, Politico, June 13, 2018, <https://www.politico.com/story/2018/06/13/sinclair-broadcasting-armstrong-williams-642997>.

¹⁵ May 24 ACA Letter at 1.

¹⁶ *See, e.g.*, Letter from Charles P. Herring, President, AWE – A Wealth of Entertainment, et al., to Marlene H. Dortch, Secretary, FCC, MB Docket No. 17-179, at 2 (Feb. 28, 2018) (“February 28 Members of the Coalition to Save Local Media Letter”); Letter from John Simpson, Consultant to Newsmax Media, to Marlene H. Dortch, Secretary, FCC, MB Docket Nos. 17-179 (Feb. 28, 2018) (“February 28 Newsmax Letter”); May 24 ACA Letter at 4.

approach the Department of Justice has followed in prior broadcast-related transactions, including the 2016 *Nexstar-Media General* and 2014 *Sinclair-Allbritton* transactions.¹⁷

B. Applicants' Duopoly Waiver Requests Further Underscore Why The Transaction Should Be Rejected.

In establishing a process for duopoly waivers, the Commission expressly invited parties to raise concerns about the impact of the proposed waiver on retransmission consent fees “in the context of a specific proposed transaction if such issues are relevant to the particular market, stations, or transaction.”¹⁸ As detailed at length on the record in this proceeding, the Applicants’ requests, if granted, would give Sinclair unprecedented leverage in retransmission consent negotiations to demand higher fees and broader carriage for its content,¹⁹ to the detriment of consumers and independent programmers.²⁰

¹⁷ See, e.g., Final Judgment at 16, *United States v. Nexstar Broad. Grp., Inc.*, No. 1:16-cv-01772-JDB (D.D.C. Nov. 16, 2016) (“Defendants may not (1) reacquire any part of the Divestiture Assets, (2) acquire any option to reacquire any part of the Divestiture Assets or to assign the Divestiture Assets to any other person, (3) enter into any local marketing agreement, joint sales agreement, other cooperative selling arrangement, or shared services agreement, or conduct other business negotiations jointly with the Acquirers with respect to the Divestiture Assets, or (4) provide financing or guarantees of financing with respect to the Divestiture Assets, during the term of this Final Judgment.”); Final Judgment at 15-16, *United States v. Gray Television, Inc.*, No. 1:15-cv-02232-RC (D.D.C. Mar. 3, 2016) (using the same language); Final Judgment at 14, *United States v. Sinclair Broad. Grp., Inc.*, No. 1:14-cv-01186-TSC (D.D.C. Nov. 25, 2014) (using substantially similar language).

¹⁸ 2014 *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*, Order on Reconsideration and Notice of Proposed Rulemaking, 32 FCC Rcd. 9802 ¶ 82 n.239 (2017).

¹⁹ See, e.g., August 2017 DISH Petition to Dismiss or Deny at 14-45; August 2017 ACA Petition to Deny at 10-20; Petition to Deny of Competitive Carriers Association, MB Docket No. 17-179, at 21-25 (Aug. 7, 2017); Petition to Deny of Public Knowledge, Common Cause, and United Church of Christ, OC Inc., MB Docket No. 17-179, at 7-9 (Aug. 7, 2017); Petition to Deny of Free Press, MB Docket No. 17-179, at 31-36 (Aug. 7, 2017); Comments of the American Television Alliance, MB Docket No. 17-179, at 1-10 (Aug. 7, 2017).

²⁰ See, e.g., August 2017 Independent Programmer Comments at 4, 7-13. Even other broadcasters are concerned about the retransmission consent market share of Sinclair. See, e.g., Letter from Pete Iacobelli, Chief Executive Officer, Heritage Broadcasting of Michigan, to Jessica Rosenworcel, Commissioner, FCC, MB Docket No. 17-179, at 1 (Apr. 10, 2018) (“If Sinclair is allowed to own affiliates unbridled across the United States, this will provide them with majority market share of satellite and cable operators retransmission revenue garnering a disproportionate share of this revenue regardless of their ratings. This means other broadcasters will not have an equal playing field to receive their share of retransmission revenue.”).

MVPDs will have to pay more to carry Sinclair-owned broadcast stations and cable networks, ultimately driving up rates for MVPD customers. And independent programmers are also harmed by this market dynamic, as MVPD resources that could otherwise be used for independent programming are spent on Sinclair.²¹ Sinclair's increased leverage would put downward pressure on licensing fees for *sellers* of programming to the combined company, as well, including many small and minority-owned production companies that sell content in syndication.²²

Aside from demanding higher carriage fees, Sinclair will have the leverage to demand greater carriage for its affiliated cable networks, multicast broadcast signals, and planned ATSC 3.0 broadcast signals.²³ This would consume MVPD bandwidth that could otherwise be used for independent programming. Consumers would ultimately pay the price, as they would be offered less diverse content at higher rates.

The Applicants' public response to the Media Bureau's May 21 Information Request only serves to reinforce the severity and immediacy of these harms should the top-four waivers and sham "divestitures" be approved. The Applicants' data shows that retransmission consent rates

²¹ Independent programmers have described these harms in depth on the record. *See generally* August 2017 Independent Programmer Comments; Petition to Dismiss or Deny of Newsmax Media, MB Docket No. 17-179 (Aug. 7, 2017); Letter from John Simpson, Hope Beckham Inc., Consultant to Newsmax Media, to Marlene H. Dortch, Secretary, FCC, MB Docket Nos. 17-179 et al. (Sept. 29, 2017); Letter from Michael Fletcher, Chief Executive Officer, RIDE Television Network, to Ajit v. Pai, Chairman, FCC, MB Docket No. 17-179 (Nov. 2, 2017); Comments of RIDE Television Network, AWE – A Wealth of Entertainment, One America News Network, Cinemai, and TheBlaze, MB Docket No. 17-179 (Nov. 2, 2017); Letter from Brian Thorn, Strategic Research Associate – Communications Workers of America, Coalition to Save Local Media, to Marlene H. Dortch, Secretary, FCC, MB Docket No. 17-179 (Feb. 2, 2018); February 28 Members of the Coalition to Save Local Media Letter; February 28 Newsmax Letter.

²² *Id.*

²³ *See also* August 2017 Independent Programmer Comments at 10 (discussing independent programmer complaints regarding Sinclair's practice of coercing MVPDs to expand carriage of Sinclair-affiliated networks, even under its *existing* leverage).

in the Indianapolis and St. Louis markets have *already* skyrocketed,²⁴ and that the stations involved in the proposed duopolies have been leading beneficiaries of these higher fees.²⁵ These *historical* shares do not take into account retransmission consent contract step-ups that Sinclair has said it will impose for the acquired stations, which will cause retransmission consent rates to rise even higher.²⁶ And Sinclair’s history of flouting the Commission’s retransmission consent rules, among other violations,²⁷ should make the Commission particularly wary of granting the waiver requests.

²⁴ Letter from Miles S. Mason, Pillsbury Winthrop Shaw Pittman LLP, Counsel for Sinclair Broadcast Group, Inc., to Marlene H. Dortch, Secretary, FCC, MB Docket No. 17-179, at 4, 11 (May 29, 2018) (“May 29 Information Request Response”). Over the past four years, total retransmission consent revenues in the Indianapolis DMA increased by nearly 113 percent (from \$37.7 million in 2014 to \$80.2 million in 2017). *Id.* at 4. Over the same period, retrans revenues increased 73 percent in the St. Louis DMA (from \$48 million in 2014 to \$83 million in 2017). *Id.* at 11.

²⁵ From 2015 to 2017, the two stations to be owned by Sinclair in its proposed Indianapolis duopoly – CBS affiliate WTTV and Fox affiliate WXIN – accounted for *nearly half* (between 45.7 and 47.2 percent) of total retransmission consent revenue in the entire Indianapolis DMA, which includes ten other broadcast stations. *Id.* at 5-9. Likewise, the combined retransmission consent revenue of the proposed St. Louis duopoly of Fox affiliate KTVI and ABC affiliate KDNL accounted for between 44.6 and 34.5 percent of the total retransmission consent revenue in the St. Louis market over this same period – in a market that includes 13 other stations. *Id.* at 13-18.

²⁶ Sinclair Broadcast Group Investor Presentation at 7 (May 8, 2017); *see also, e.g.*, August 2017 DISH Petition to Dismiss or Deny at 34-35. For example, the data included in Sinclair’s public Information Request response makes clear that KDNL, the only top-four station Sinclair currently owns in the two markets in question, has the highest retransmission consent fees in the St. Louis market by a significant margin. KDNL *alone* has accounted for *nearly one-third of the entire retransmission consent revenue collected in the St. Louis market* from 2014 to 2017. May 29 Information Request Response at 13-18.

²⁷ *See Sinclair Broadcast Group, Inc.*, Order, 31 FCC Rcd. 8576 ¶ 4 (MB 2016) (finding Sinclair liable for breach of a broadcaster’s good faith negotiation obligation for leading prohibited joint retransmission consent negotiations for “36 Non-Sinclair Stations with which it has JSAs, LMAs, or SSAs, concurrently with its negotiation for retransmission consent of at least one Sinclair Station in the same local market”); *see also* Letter from Rick Chessen, Chief Legal Officer, Senior Vice President, Legal & Regulatory Affairs, NCTA – The Internet & Television Association, to Marlene H. Dortch, Secretary, FCC, MB Docket No. 17-179, at 2 (Feb. 27, 2018) (“Sinclair’s demonstrated willingness to use sidecar agreements to unlawfully engage in joint retransmission consent negotiations warrants a careful review of the proposed services agreements to ensure that they contain safeguards sufficient to prevent the recurrence of this unlawful conduct.”); May 24 ACA Letter at 4 (“If the services provided would in some way permit Sinclair to engage in joint retransmission consent negotiations with such parties—or even for the parties to exchange data or information related to retransmission consent—they would increase the already considerable harm the transaction will cause.”).

III. CONCLUSION

For all of the reasons above, the Commission must reject the transaction.

Respectfully submitted,

/s/_____

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June 20, 2018

DECLARATION

The foregoing Petition to Deny of Cinemoi, Herndon-Reston Indivisible, International Cinematographers Guild, Latino Victory Project, National Association of Broadcast Employees and Technicians – CWA, NTCA – The Rural Broadband Association, Public Knowledge, RIDE Television Network, and Sports Fans Coalition has been prepared using facts of which I have personal knowledge or upon information provided to me. I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge, and belief.

Executed on June 20, 2018

/s/
Michael Fletcher

CERTIFICATE OF SERVICE

I, Sarah Gurren, hereby certify that on June 20, 2018, I caused a true and correct copy of the foregoing Petition to Deny to be served by electronic mail on the following:

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June 20, 2018

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