Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554

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

PETITION TO DENY OF NATIONAL HISPANIC MEDIA COALTION, COMMON CAUSE, AND UNITED CHURCH OF CHRIST, OC INC.

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EXECUTIVE SUMMARY

The National Hispanic Media Coalition, Common Cause, and United Church of Christ, OC Inc., file this Petition to Deny in response to the Federal Communications Commission's ("FCC" or "Commission") Public Notice in response to the transfer of licenses from Tribune Media Company ("Tribune") to Sinclair Broadcast Group, Inc.'s ("Sinclair") (together, "Applicants") amended divestiture plan which fails to meet the burden of proof that the proposed license transfers serve the public interest.

Pursuant to 47 U.S.C. Section 310(d), the Applicants have the burden of proving that the proposed merger serves the public interest, convenience, and necessity. Applicants must affirmatively prove that the transaction will not harm the public, frustrate the goals of the Communications Act, harm competition, or otherwise break the law. The Applicants' proposed transaction woefully fails to meet this burden.

Many of the Applicants' divestitures include sweetheart deals, buy back options, or shared service agreements (SSAs) that allow Sinclair to maintain some form of control over divested stations. Sinclair's intentions are clearly evident -- this acquisition is intended to secure Sinclair's position as the largest national broadcaster. Accordingly, Sinclair's divestiture plan is riddled with harms to the public interest and runs contrary to the Commission's goals of promoting competition, localism, and viewpoint diversity. The proposed transaction would also give Sinclair increased bargaining power in retransmission consent negotiations, forcing distributors as well as consumers to pay higher prices. Overall, Sinclair's use of straw man deals, buy back options, and SSAs will allow it to control or manage many of the stations after divestiture.

The Commission must also consider its Congressional mandate to "promote….diversity of media voices, vigorous economic competition, technological advancement, and promotion of the public interest, convenience, and necessity" as defined in Section 257(b) of the Communications Act. The Commission has also long-established that broadcasters must serve the needs and interests of the communities to which they are licensed. Today, people of color disproportionately rely on broadcast media compared to their white counterparts, making local broadcasting a critical source of news and information for those communities. In markets where Sinclair would effectively control local news, vulnerable consumers would not have an alternative to its programming and risk becoming even more disenfranchised by hearing from only one viewpoint. Further, nothing in Applicant's filing, nor conduct, indicate that the new broadcasting behemoth plans to increase diversity in its programming to reflect the diversity in its potential viewership.

Additionally, the Applicants transaction relies on the Commission's potential unauthorized alteration of the national ownership reach cap and the FCC's arbitrary and capricious reinstatement of the UHF discount. However, even if the Commission had the authority to relax or eliminate the cap, it would be prudent for the FCC to resolve its open proceeding before ruling on the proposed Sinclair acquisition of Tribune. Finally, the question of whether the FCC's decision to reinstate the UHF discount is arbitrary and capricious is currently under consideration in the Court of Appeals for the D.C. Circuit. Thus, it is essential that the Commission wait until the D.C. Circuit has rendered its decision before ruling on the proposed merger.

For the foregoing reasons, the National Hispanic Media Coalition, Common Cause, and United Church of Christ, OC Inc., respectfully request that the Commission deny the Applicants proposed transaction.

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The National Hispanic Media Coalition, Common Cause, and United Church of Christ, OC Inc., pursuant to 47 U.S.C. Sections 309(d), 310(d), and 47 C.F.R. Section 73.3584 file this Petition to Deny in response to the Federal Communications Commission's ("FCC" or "Commission") Public Notice regarding the transfer of licenses from Tribune Media Company ("Tribune") to Sinclair Broadcast Group, Inc. ("Sinclair") (together, "Applicants"). The Applicants amended divestiture plan filed on April 24, 2018[1] and response to request for more information from the FCC on May 14, 2018[2] fails to meet the burden of proof that the proposed license transfers serve the public interest.

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[1] *See* Tribune Media Company and Sinclair Broadcast Group, Inc., Consolidated Applications for Consent to Transfer Control of Licenses and Authorizations, Amendment to June Comprehensive Exhibit, MB Docket 17-179 (April 24, 2018) (Sinclair-Tribune Divestiture Plan).
[2] *See* Tribune Media Company and Sinclair Broadcast Group, Inc., Response to FCC Information Request, MB Docket 17-179 (May 29, 2018).

I. BACKGROUND AND STATEMENTS OF INTEREST

Over a year ago, on May 8, 2017, Sinclair announced that it entered into an agreement to purchase Tribune's 42 broadcast television stations in 33 markets for $3.9 billion.[3] In its original proposal,[4] Sinclair would own 233 television stations in 39 of the top 50 markets with a national audience reach of 72 percent. A presence in 108 markets spanning from New York to Los Angeles would make Sinclair the largest broadcaster in the nation. Notably, Sinclair failed in showing that the proposed transaction would be in the public interest.

The transaction would also undermine the Commission's goals of competition, localism, and viewpoint diversity.[5] Since Sinclair's original filing, the Commission has relaxed several of its media ownership rules, prompting Sinclair to submit a new divestiture plan. However, the revision does little to address the harms associated with concentrated market power and reduced competition. Neither the public interest statement nor Sinclair's corporate conduct suggest a commitment to localism or diversity. Instead, the Applicants' proposal is intricately laced with straw man divestitures and sidecar agreements. Further, the Commission should not approve Sinclair's feigned divestiture plan while several of its media ownership rules are still in flux and pending the D.C. Circuit Court of Appeal ruling on the challenge to the FCC's decision to

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[3] *See* Sinclair Broadcast Group To Acquire Tribune Media Company For Approximately $3.9 Billion (May 8, 2017), http://www.tribunemedia.com/sinclair-broadcast-group-to-acquire-tribune-media-company-for-approximately-3-9-billion/.

[4] *See* Tribune Media Company and Sinclair Broadcast Group, Inc., Applications for Consent to Transfer Control of Licenses and Authorizations, Comprehensive Exhibit, at 2-4 (July 19, 2017) (Original Sinclair-Tribune Application).

[5] *See generally*, *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, et al.*, Second Report and Order, MB Docket Nos. 14-50, et al. 31 FCC Rcd 9864 (Aug. 25, 2016) (*FCC 2014 Quadrennial Review Order*).

reinstate the UHF discount in May of 2017. Simply, the Commission should not approve this transaction.

The National Hispanic Media Coalition ("NHMC") is a 32-year-old, non-partisan, non-profit, media advocacy, and civil rights organization for the advancement of Latinos established in 1986 in Los Angeles, California. Its mission is to ensure that Latinos are fairly and consistently represented in news and entertainment and are able to access open and affordable communications. NHMC works to augment the pool of Latino talent with its professional development programs, and challenges media that carelessly exploits negative Latino stereotypes.

Common Cause is a nonpartisan, nationwide grassroots network of more than 900,000 members and supporters that has advocated for open, honest, and accountable government for over 45 years. Because a vibrant informational ecosystem is critical to self-governance, Common Cause promotes public interest communications policies that connect all Americans to the news and information that they need to cast informed ballots.

The United Church of Christ, Office of Communication, Inc. ("UCC, OC Inc.") is the media justice ministry of the United Church of Christ, a faith community rooted in justice that recognizes the unique power of the media to shape public understanding and thus society. Established in 1959, UCC OC Inc. established the right of all citizens to participate at the FCC as part of its efforts to ensure that a television broadcaster in Jackson, MS served its African-American viewers during the civil rights movement and continues to press for media justice and communications rights in the present day. The Cleveland-based United Church of Christ has almost 5,000 local congregations across the United States, formed in 1957 through union of the Congregational Christian Churches and the Evangelical and Reformed Church.

II. THE APPLICANTS DIVESTITURE PLAN DOES NOT MEET THE BURDEN OF PROOF AND IS NOT IN THE PUBLIC INTEREST

Pursuant to 47 U.S.C. Section 310(d), the Applicants have the burden of proving that the proposed merger serves "the pubolic interest, convenience, and necessity."[6] The new divestiture plan still fails to meet that burden. The Commission's public interest analysis embodies a "deeply rooted preference for preserving and enhancing competition in relevant markets...and ensuring a diversity of information sources and services to the public."[7] While "[t]he FCC's actions are informed by competition principles," its "'public interest' standard is not limited to purely economic outcomes."[8] Therefore, the Applicants must show that the transaction will not harm the public, frustrate the goals of the Communications Act, harm competition, or otherwise break the law.[9] In its review, the Commission must analyze "whether the merger will affirmatively benefit what it deems underserved groups."[10] Thus, the Applicants must also demonstrate that the transaction will result in positive public interest benefits, not merely rebut claims of harms to the public interest.

Based on the divestiture plan, Sinclair does not intend to truly divest any stations - but rather intends to enter into sidecar agreements to circumvent the rules. The merger, as currently

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[6] 47 U.S.C. § 310(d).

[7] *Applications of Comcast Corporation, General Electric Company and NBC Universal for Consent to Assign Licenses and Transfer Control of Licensees*, Memorandum Opinion & Order, 26 FCC Rcd 4238, 4248 para. 23 (2011) (*Comcast-NBCU Order*).

[8] Jon Sallet, FCC Transaction Review: Competition and the Public Interest, FCC Blog (Aug. 12, 2014), http://www.fcc.gov/blog/fcc-transaction-review-competition-and-public- interest.

[9] *See Comcast-NBCU Order*, 26 FCC Rcd at 4247 para. 22 (explaining that the Commission "must assess whether the proposed transaction complies with the specific provisions of the Act, other applicable statutes, and the Commission's Rules.").

[10] Rachel E. Barkow and Peter W. Huber, A Tale of Two Agencies: A Comparative Analysis of FCC and DOJ Review of Telecommunications Mergers, University of Chicago Legal Forum, Iss. 1, Article 4 at 47 (2000).

proposed, is riddled with harms to the public interest and runs contrary to the Commission's goals of promoting competition, localism and viewpoint diversity.

A. The Applicants' Transaction Will Reduce Competition in Local Markets Which is Inconsistent With The Commission's Goal of Promoting Competition

The Applicants have made their intentions clear--this acquisition would ensure that Sinclair is a step closer to becoming a national network. The Applicants have specifically argued that the transaction will allow Sinclair to compete with over the top content distributors and cable operators for national programming by expanding its geographic reach.[11] By adding stations in the largest markets, the Applicants tout that the transaction will allow Sinclair to bolster its advertising revenue.[12] However, Sinclair's plan will reduce competition in local markets and is inconsistent with the Commission's public interest mandate to promote competition.

Under the public interest standard for reviewing transactions, the Commission is required to consider "whether a transaction will enhance, rather than merely preserve, existing competition, and often takes a more expansive view of potential and future competition in analyzing that issue."[13] Sinclair's national network aspirations and appetite for increased revenue do nothing to show how the transaction would enhance competition in local markets. Instead, they create an incentive to erect barriers to entry in local markets while squeezing distributors for higher prices. For instance, if Sinclair controls multiple stations across multiple local markets, it would have disproportionate bargaining power to acquire programming that attracts increased advertising revenue. In turn, Sinclair would not only be able to crowd out competitors, but also

[11] *See* Applicants' Consolidated Opposition to Petitions to Deny, MB Docket No. 17-179, at 5-7 (Aug. 22, 2017) (Applicants' Consolidated Opposition).
[12] *See id.* at 14.
[13] *Comcast-NBCU Order* at 4248 para. 24.

limit opportunities for new entrants to gain a foothold in local markets. Again, the Applicants have failed to show how the transaction will enhance competition.

B. The Applicants' Sham Divestiture Plan is Not in The Public Interest

Many of the Applicants' divestitures include straw man deals, buy back options, or shared service agreements (SSAs) that allow Sinclair to maintain some form of control over divested stations. For example, Sinclair entered into purchase agreements to sell KUNS-TV, KAUT-TV, and KMYU to Howard Stirk Holdings, a company controlled by Armstrong Williams.[14] However, Mr. Williams is acquiring these stations at a sweetheart deal of $4.95 million, $45-$55 million less than what industry analysts expected.[15] Mr. Williams specifically stated that he knew that he got a good deal because of his 25 year relationship with Sinclair.[16] Predictably, Sinclair entered into SSAs with all three of those stations where it will manage operations including maintaining technical equipment, overseeing advertising sales, delivering programming, and sharing revenues.[17] Sinclair is also selling two stations, KDAF-TV and KIAH-TV, to Cunningham Broadcasting Corp. (Cunningham) with the option to buy back both stations.[18] Even more egregious, Sinclair's Executive Chairman David Smith holds an option to

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[14] *See* Sinclair-Tribune Divestiture Plan at 3-4.

[15] *See* Jason Schwartz, "Armstrong Williams got "sweetheart' deal from Sinclair," Politico (June 13, 2018), *available at* https://www.politico.com/story/2018/06/13/sinclair-broadcasting-armstrong-williams-642997.

[16] *Id.*

[17] *See* File No. BALCDT - 20180426ABQ, Attachment 5 Form of Shared Service Agreement (selling KMYU-TV to Howard Stark Holdings) (filed April 30, 2018); File No. BALCDT - 201804261BR, Attachment 5 Form of Shared Service Agreement, (selling KUNS-TV to Howard Stark Holdings) (filed April 30, 2018); File No. BALCDT - 20180426ABP, Attachment 5 Form of Shared Service Agreement (selling KAUT-TV to Howard Stark Holdings) (filed April 30, 2018).

[18] *See* File No. BALCDT - 20180427ABM, Attachment 5 Form of Option Agreement (selling KIAH-TV to Cunningham) (filed April 27, 2018); File No. BALCDT - 20180427ABL,

purchase Cunningham in its entirety.[19] Likewise, in Chicago, one of the largest markets where Sinclair is claiming to divest, it is "selling" WGN-TV to Steven Fader, a business associate of David Smith who owns car dealerships in Maryland.[20] Sinclair will run WGN-TV under a similar SSA where it will manage much of the station's operations and retain a share of the revenues.[21]

Sinclair has methodically planned to use straw man deals, buy back options, and SSAs to maintain control of many stations listed in its divestiture plan. Sinclair's retained control of these stations will result in harms to localism, viewpoint diversity, and competition. The Applicants' divestiture plan is not in the public interest and should be rejected.

C. The Proposed Merger Would Give Sinclair Increased Bargaining Power in Retransmission Consent Negotiations Resulting in Higher Cable Prices For Consumers

The Applicants are unable to show how unrivaled market share would increase competition or consumer choice. Far from it, this transaction would actually increase Sinclair's control over broadcast affiliates which, given its operating model of centralized management, means that Sinclair would ultimately control the majority of local news content. Additionally, Sinclair would vastly increase its negotiating power over the prices that paid television

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Attachment 5 Form of Option Agreement (selling KDAF-TV to Cunningham) (filed April 27, 2018).

[19] *See* File No. BTCCDT - 20130226AGC, Attachment 15 Option Agreement - David Smith (transferring control of Cunningham to Michael Anderson, Trustee) (filed February 11, 2015).

[20] *See* Margaret Harding McGill, "It borders on a regulatory fraud," Politico (May 30, 2018), *available at* https://www.politico.com/story/2018/05/30/sinclair-layoffs-broadcast-stations-553028.

[21] *See* File No. BALCD - 20180227ABD, Attachment 5 Amended and Restated Shared Service Agreement (selling WGN-TV to WGN TV LLC); *see also* Margaret Harding McGill, "It borders on a regulatory fraud," Politico (May 30, 2018), *available at* https://www.politico.com/story/2018/05/30/sinclair-layoffs-broadcast-stations-553028.

distributors would have to pay to retransmit local broadcasts. All of those upcharges would eventually be passed on to consumers.

Sinclair has a storied history of threatening to blackout stations when a distributor refuses to pay higher retransmission fees.[22] The retransmission consent regime, where multichannel video programming distributors (MVPDs) are required to negotiate in good faith with broadcasters to retransmit their programming, was originally created to protect the rights of local broadcasters who often lacked leverage against the rights of monopoly cable companies.[23] However, the marketplace has changed. While MVPDs are still dominant, consolidation among programmers and broadcasters has turned routine carriage negotiations into to high-stakes negotiations. As a result, large broadcasters are able to exert their leverage to extract enormous sums of money from MVPDs, turning the retransmission consent process into an additional revenue stream.[24] In fact, SNL Kagan projects retransmission fees will reach $11.6 billion by 2022.[25] These costs will be passed on to consumers in the form of higher cable prices.

The Applicants make no attempt to explain how Sinclair's increased bargaining power would improve prices for consumers but rather confirm the opposite. Its recent data submission to the FCC shows that retransmission consent rates have dramatically increased in the Indianapolis and St. Louis Designated Market Areas (DMAs) where Sinclair seeks to acquire

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[22] *See* Todd Spangler, Dish Loses 129 Sinclair Stations in Biggest TV Blackout Ever (Aug. 26, 2015), *available at* https://variety.com/2015/biz/news/dish-sinclair-tv-blackout-1201578634/.
[23] *See Implementation of Section 103 of the STELA Reauthorization Act of 2014*, Notice of Proposed Rulemaking, 30 FCC Rcd 10327, 10238 para. 2 (2015).
[24] *See id.* at 10238 para. 3.
[25] *See* Mike Farrell, Kagan: Retrans Fees to Reach $11.6b by 2022, Multichannel News (June 29, 2016), *available at* http://www.multichannel.com/news/networks/kagan-retrans-fees-reach-116b2022/406026.

Tribune stations.[26] The stations in these DMAs which Sinclair would own post-merger have been the primary beneficiaries of the increased retransmission consent rates.[27] The record in this proceeding also details at length how this transaction would allow Sinclair to raise retransmission fees at the consumer's expense.[28] The vast national reach that Sinclair would have post-merger would only increase its bargaining power to demand higher fees from MVPDs. Sinclair's prior abuses in retransmission consent negotiations which have lead to massive programming blackouts cannot be ignored and foreshadow the competitive harms that consumers should expect from this transaction.[29] The Applicants themselves admit that the transaction would allow Sinclair to maximize its post-merger leverage in order to raise retransmission fees.[30] Ultimately, consumers will pay the price.

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[26] *See* 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 (May 29, 2018). The Applicants' data submission indicates that retransmission consent revenue in the Indianapolis DMA increased from a value of $37.7 million in 2014 to $80.2 million in 2017 and from $48 million in 2014 to $83 million in 2017 in the St. Louis DMA.

[27] *See id.* From 2015-2017, the two stations Sinclair seeks to acquire, WXIN and WTTV, accounted for the highest retransmission revenues in the Indianapolis DMA.

[28] *See, e.g.*, Petition to Deny of Free Press, MB Docket No. 17-179 at 31-36 (Aug. 7, 2017); Petition to Dismiss or Deny of Dish Network, LLC, MB Docket No. 17-179, at 14-43 (Aug. 7, 2017); 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 American Cable Association, MB Docket No 17-179 at 21-25 (Aug. 7, 2017); Reply Comments of the Computer and Communications Industry Association (CCIA), MB Docket No. 17-179, at 9 (Aug. 29, 2017).

[29] *See, e.g.,* Cynthia Littleton, Dish, Sinclair Reach Deal to End Massive Station Blackout, Variety (Aug. 26, 2015), *available at* http://variety.com/2015/tv/news/dish-sinclair-stationblackout-1201579292/ ("The blackout affected an estimated 5 million of Dish's 13.9 million subscribers.").

[30] *See* Applicants' Consolidated Opposition at 31.

III. THE PROPOSED MERGER IS AN AFFRONT TO LOCALISM AND VIEWPOINT DIVERSITY

A. Sinclair's Acquisition of Tribune Would Contradict the Commission's Long Standing Goals of Promoting Localism and Viewpoint Diversity

In determining whether a transaction is in the public interest, the Commission must take into consideration its Congressional mandate to "promote….diversity of media voices, vigorous economic competition, technological advancement, and promotion of the public interest, convenience, and necessity" as defined in Section 257(b) of the Communications Act.[31] The Commission has also long-established that broadcasters must serve the needs and interests of the communities to which they are licensed.[32] Today, the Commission recognizes that local television ownership rules are "necessary to promote competition and...promote viewpoint diversity by helping to ensure the presence of independently owned broadcast television stations in local markets and...incentivizes television stations to select programming responsive to the interests and needs of the local community."[33] These rules underscore the importance of local programming as a vital source of news and information.

Approximately 37 percent of Americans rely on broadcast television as a primary resource for news.[34] Local news is also a critical resource for communities of color and other marginalized communities that over index on broadcast television over their white

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[31] 47 U.S.C. § 257(b).

[32] *See* FCC, Broadcasting and Localism: FCC Consumer Facts, https://transition.fcc.gov/localism/Localism_Fact_Sheet.pdf.

[33] *FCC 2014 Quadrennial Review Order* at para. 17.

[34] *See* Katerina Eva Matsa, *Fewer Americans Rely on TV news; what type they watch varies by who they are*, Pew Research Center (Jan. 5, 2018), ,.http://www.pewresearch.org/fact-tank/2018/01/05/fewer-americans-rely-on-tv-news-what-type-they-watch-varies-by-who-they-are/.

counterparts.[35] For instance, 41 percent of non-whites rely on local television compared to 35 percent of whites.[36] Low-income households earning less than $30,000 per year and senior citizens over the age of 65 rely on local television more than their respective cohorts.[37] These numbers illustrate that even though various technologies have increased access to news and information for the masses, large swaths of the population continue to rely solely on free, local broadcasts. In effect, especially in markets where Sinclair would control the local news market, vulnerable consumers would not have an alternative to Sinclair's programming and risk becoming even more disenfranchised by hearing only one voice.

Local broadcasting is also important for its influence on civic engagement and elections. For example, a recent Pew study found that over half the individuals who reported as always voting in local elections said that they follow local news very closely.[38] Similarly, Americans who consider themselves highly attached to their local communities demonstrate a greater reliance on local news with 59 percent saying they follow local news very closely.[39] The close link between local news viewership and voting patterns supports the Commission's public interest mandate of promoting broadcast localism. Local news also plays an important role in shaping voters' opinion of political candidates and informing the electorate.[40] Individuals who are civically engaged will tend to have a greater impact on the social and economic development

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[35] *See id.*
[36] *See id.*
[37] *See id.*
[38] *See* Michael Barthel, Jesse Holcomb, Jessica Mahone, and Amy Mitchell, *Civic Engagement Strongly Tied to Local News Habits: Local voters and those who feel attached to their communities stand out,* Pew Research Center (November 3, 2016), *available at* http://www.journalism.org/2016/11/03/civic-engagement-strongly-tied-to-local-news-habits/.
[39] *See id.*
[40] *See* Jeffrey Gottfried, Michael Barthel, and Elisa Shearer, *The 2016 Presidental Campaign -- a news Event That's Hart to Miss*, Pew Research Center (Feb. 4, 2016), *available at* http://www.journalism.org/2016/02/04/the-2016-presidential-campaign-a-news-event-thats-hard-to-miss/.

of their communities. Localism and diversity have been bedrock principles in the Commission's policy-making. That is why it is important to note that neither Sinclair's filing nor conduct indicate that this potential new broadcasting behemoth would increase diversity in its programming to reflect the diversity in its potential viewership. To the contrary, Sinclair would likely continue its centralized business model for programming, highlighted in its "must-run segments" which eliminate editorial oversight for local content. The videos and instruction are produced at Sinclair headquarters and distributed to stations across the country on a daily basis.[41] Station managers are required to disseminate the must-run segments via local reporter within 48 hours of delivery.[42] Consequently, regardless of whether it suits the particular needs of the communities in question, these stations are used as foot soldiers in a corporate messaging campaign.

Sinclair's centralization of news out of its headquarters in Maryland[43] would only exacerbate the harms caused by a lack of diversity in ownership. This type of media concentration,

> harms diversity and localism because large station owners have an incentive to homogenize their programming within a given market and even across markets. When these station owners control stations across multiple markets, they are able to harm the localism of the content by producing content that must be aired as local news segments at all the stations they own nationwide or require local news stations to cover particular stories in a particular way.[44]

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[41] *See* Sydney Ember, *Sinclair Requires TV Stations to Air Segments That Tilt to the Right* (May 12, 2017), *available at* https://www.nytimes.com/2017/05/12/business/media/sinclair-broadcast-komo-conservative-media.html.

[42] *See id*.

[43] *See* Meredith Cohn, *Sinclair Broadcast plans to keep headquarters in Hunt Valley, double in size* (Nov. 15, 2017), *available at* http://www.baltimoresun.com/business/bs-bz-sinclair-headquarters-20171115-story.html.

[44] Comments of Public Interest Commenters, *Amendment of Section 73.3555(e) of the Commission's Rules, National Television Multiple Ownership Rule,* MB Docket 17-318 at 7-8 (Mar. 19, 2018) (internal citations omitted) (Comments of Public Interest Commenters).

The Arab American Institute rightfully characterized Sinclair's merger as an infringement on the ability of local journalists to maintain their reporting integrity.[45] This is precisely the type of harm that rules governing localism and diversity of voices were intended to prevent.

Sinclair already attempts to mask its editorialized content under the guise of a news broadcast, and has been reprimanded for passing off paid content as news programming.[46] For instance, in December 2017, the Commission fined Sinclair for running over 1,400 commercials that Sinclair designed to look like independent news broadcasts without disclosing that that the programming was actually sponsored content.[47] That did not deter Sinclair from requesting that the Commission approve its request to gain unprecedented access to millions of households who will be forced to rely on Sinclair for information ranging from community updates to national politics. The new, expansive broadcasting entity would shape media narratives nationwide. It is a dangerous proposition for only one entity to have so much influence, especially considering Sinclair's custom to depart from journalistic norms.

B. The FCC Must Reject Sinclair's Acquisition of Tribune Because It Harms Viewpoint Diversity and Fails to Protect Women and Media Owners of Color

The FCC must also reject Sinclair's divestiture plan because it fails to protect women and media owners of color who are already severely underrepresented. As Free Press notes in its

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[45] *See* Sarah Seniuk, *When Anti-Arab, Anti-Muslim Bigotry Becomes Local News: What You Need to Know About a Pending Media Merger, Arab American Institute* (Oct. 17, 2017), *available at* http://www.aaiusa.org/when_anti_arab_anti_muslim_bigotry_becomes_local_news_what_you_need_to_know_about_a_pending_media_merger.

[46] *See Notice of Apparent Liability for Forfeiture*, FCC-17-171 at 1 (Dec. 21, 2017) (the Commission proposed a $13,376,200 fine against Sinclair Broadcast Group for failing to make required disclosures in connection with programming sponsored by a third party), https://www.fcc.gov/document/fcc-issues-13m-nal-against-sinclair-sponsorship-id-violations.

[47] *Id*.

initial Petition to Deny, "[r]educing the number of independent voices also reduces already scarce opportunities for women and people of color to own broadcast stations. As early as 1978, the Commission recognized that the inadequate representation of marginalized communities in the broadcast industry was 'detrimental not only to the minority audience but to all of the viewing and listening public.'"[48] This outcome runs contrary to the FCC's public interest standard and its obligation to ensure "diversity of information sources."[49]

If the Commission were to approve the Applicants' divestiture plan, it would enhance Sinclair's market power and further diminish opportunities for diverse ownership. The combined result of the Sinclair-Tribune merger would further concentrate owners and "harms competition because it reduces the number of stations available to new entrants and reduces the number of broadcast competitors both locally and nationally."[50] And approval of this merger will likely lead to additional proposed mergers as existing companies seek to grow to compete with the new broadcasting behemoth.

Current broadcast ownership by women and people of color is at a dismal low. For example, while Latinos make up 17.8 percent[51] of the U.S. population, Latino ownership of broadcast stations infinitesimal. Latinos only own 4.5 percent of full power commercial television stations, 13.4 percent Class A television stations, and 13.4 percent of low power stations.[52] Additionally, broadcast ownership by other underrepresented communities and

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[48] Free Press, Petition to Deny, MB Docket 17-179 at 9 (Aug. 7, 2017), https://ecfsapi.fcc.gov/file/1080886409552/Sinclair-Tribune%20Petition%20to%20Deny.pdf.
[49] *Comcast-NBCU Order* at 4248 para. 23.
[50] Comments of Public Interest Commenters at 7.
[51] *See* U.S. Census Bureau, QuickFacts, https://www.census.gov/quickfacts/fact/table/US/PST045216 (last visited Jun. 18, 2018).
[52] *See* FCC, Third Report On Ownership Of Commercial Broadcast Stations, FCC Form 323 Ownership Data as of October 1, 2015, Media Bureau Industry Analysis Division (May 2017), https://apps.fcc.gov/edocs_public/attachmatch/DOC-344821A1.pdf.

women is not reflective of the U.S. population. Ownership by women is 7.4 percent of full power commercial stations, 9.3 percent Class A stations, and 11 percent of low power stations.[53] Similarly, racial minorities only held a majority of the voting interests in 2.6 percent of full power stations, 1.8 percent of Class A stations, and 2.4 percent of low power stations.[54] Yet, despite the Commission's mandate under Section 257(b) to promote diversity, its "response to intolerably low minority and female broadcast ownership levels has been woefully inadequate for decades."[55] Approving Sinclair's merger with Tribune would clearly fly in the face of the Commission's mandate to promote diversity.

One of the most troubling ownership statistics is the fact that a mere 12 minority owned stations exist in a top 50 DMAs according to Nielsen's 2017 Local Television Market Universe Estimates.[56] The top 12 DMAs in the U.S. accounted for 33.26 percent of television households.[57] Thus, it stands to reason that even if all 12 minority owned stations where in each of the top 12 DMAs, their reach would be roughly one third of U.S. television households. Given the United States' historic injustices to minorities and forecasted macro demographics shifts in the U.S. population, a reduction in ownership diversity would further harm marginalized communities. Thus, in order to ensure plurality, the FCC must reject the Applicants' proposed merger due to the harms it will cause diversity of ownership.

By any measure, the proposed merger promises to reduce choice for low-income and marginalized consumers. Sinclair would acquire even more power "to deny these households the

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[53] *See id.*
[54] *See id.*
[55] Leadership Conference on Civil and Human Rights, Comments, MB Docket No. 17-318 at 3 (Mar. 19, 2018).
[56] *See* Nielsen, Local Television Market Universe Estimates (2017), http://www.nielsen.com/content/dam/corporate/us/en/public%20factsheets/tv/2017-18%20TV%20DMA%20Ranks.pdf.
[57] *See id.*

diversity of information sources crucial to the public interest standard."[58] Moreover, it would thwart the diversity of ownership given the market power that Sinclair would command.[59] With the U.S. Latino population forecasted to grow to 24 percent of the population by 2065,[60] the disproportionate representation risks further marginalization of Latinos.

Local broadcasts should be a competitive marketplace where consumers find information and opportunities to engage. Any proposals to restrict viewpoints or participants should be treated as a threat, rejected by the Commission and treated as an opportunity to reaffirm its commitment to localism, diversity, and competition.

IV. THE APPLICANTS' TRANSACTION RELIES ON THE FCC'S POTENTIAL UNLAWFUL MODIFICATION OF THE NATIONAL OWNERSHIP CAP AND ARBITRARY AND CAPRICIOUS REINSTATEMENT OF THE UHF DISCOUNT

The proposed transaction does not comport with lawfully-adopted media ownership rules. The transaction cannot be approved unless the Commission either increases the National Ownership Cap, which it has no authority to do, or applies the invalidly-reinstated UHF discount. The Commission should not approve this merger because it can only approve it by applying rules that it has unlawfully modified.

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[58] Letter from Karl Frisch, Executive Director, Allied Progress, to Ajit Pai, Chairman, Federal Communications Commision (Aug. 7, 2017), *available at* https://www.scribd.com/document/355743810/Allied-Progress-Files-Public-Comment-Calling-on-FCC-to-Deny-Sinclair-Tribune-Merger.

[59] *See* Antonio Flores, *Facts on U.S. Latinos*, 2015 (Sep. 18, 2017) http://www.pewhispanic.org/2017/09/18/facts-on-u-s-latinos/.

[60] *See* D'Vera Cohn, *Future immigration will change the face of America by 2065* (Oct. 5, 2015), http://www.pewresearch.org/fact-tank/2015/10/05/future-immigration-will-change-the-face-of-america-by-2065/.

A. The FCC Lacks the Authority to Raise the National Ownership Cap

Congress established the national television reach cap at 39 percent and "did not provide the Commission with the discretion to modify or eliminate the cap when it passed the Consolidated Appropriations Act of 2004."[61] At that time, Congress set the national audience reach cap at 39 percent and insulated it from the Commission's periodic review process by stating that the newly established quadrennial review "does not apply to any rules relating to the 39 percent national audience reach limitation."[62] By explicitly excluding the national audience reach cap from the Commission's review, Congress "left no room for the Commission to assert discretionary authority to modify or eliminate the 39 [percent] cap."[63] Therefore, the Commission lacks the authority to raise or eliminate the current national audience reach can, and doing so would directly undermine Congressional intent.

Increasing or repealing the national audience reach cap would have far-reaching consequences for communities that rely on local broadcasters for news and information. As previously described, centralized control of local stations would reduce competition, localism, and negatively impact diversity of viewpoints.[64]

Moreover, it appears that the Commission will soon change the National TV Ownership cap.[65] If the Commission takes such an action it is only because Commissioner O'Rielly has announced that he is willing to vote for this rule change even though he believes it is prohibited

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[61] Comments of Public Interest Commenters at 2.
[62] Consolidations Appropriations Act of 2004, H.R. 2673, § 629 Amendments to the Telecommunications Act of 1996, *available at* https://www.govtrack.us/congress/bills/108/hr2673/text/enr.
[63] Comments of Public Interest Commenters at 3.
[64] *See supra* Section III.
[65] *See* Todd Shields, "FCC Eyes Vote on Ownership Rules Key to Sinclair Deal," Bloomberg News (June 14, 2018), *available at* https://www.bloomberg.com/news/articles/2018-06-13/fcc-said-to-plan-rule-change-before-court-can-upend-sinclair-bid.

by law.[66] Commissioner O'Rielly has stated that he would cast such a vote in order to obtain court review.[67] When such a vote does occur, the Commission has an obligation not to approve this merger until it has obtained the court review Commissioner O'Rielly seeks. Otherwise, the Commission would approve a merger that bears a substantial risk of violating the law. An approval under such circumstances would be arbitrary and capricious.

B. The FCC's Reinstatement of the UHF Discount Was Arbitrary and Capricious and the Commission Should Wait Until the D.C. Circuit Rules on the UHF Discount Before Approving this Merger

The FCC's reinstatement of the UHF discount was arbitrary and capricious, as the discount lacks any current technological justification, and its implementation distorts the ownership calculation for the statutorily-set national cap. The UHF discount, which permits only 50 percent of households reached by UHF stations to be counted for the purpose of assessing compliance with the national ownership cap, was originally implemented to address a now obsolete technical disparity between VHF and UHF stations.[68] However, the rationale for the distinction in audience measurement between UHF and VHF stations disappeared entirely in

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[66] *See* Commissioner Michael O'Rielly, *Debunking the Sinclair Myth*, FCC Blog (May 18, 2018), https://www.fcc.gov/news-events/blog/2018/05/18/debunking-sinclair-agenda-myth.
[67] *Id.*
[68] *Amendment of Section 73.3555(e) of the Commission's Rules, National Television Multiple Ownership Rule*, Order on Reconsideration, 32 FCC Rcd 3390 (4) (2017) (*Reinstatement of UHF Discount*). The rule originated in the 1980s when available technology and the physical characteristics of the UHF band presented significant barriers to its widespread adoption. Not only did consumers need to purchase and install an additional receiver to their television sets, but also its transmission required more power, there were difficulties with tuning, and the reception area was limited. *See Free Press, et al., v. FCC*, Opening Brief for Petitioners, On Petition for Review of an Order of the Federal Communications Commission, No. 17-1129, (D.C. Cir. 2017). As a result, over the decades that followed, both Congress and the FCC undertook a variety of initiatives, justifiably implementing the UHF discount, to work towards parity between the two station types.

2009 when the United States completed its transition from analog to digital television.[69] Now, UHF channels are "equal, if not superior" to VHF channels for the transmission of digital television signals.[70]

The Commission appropriately eliminated the UHF discount in 2016, asserting that "there is no remaining technical justification" for it and it "acts only to undermine the national audience reach cap."[71] Indeed, the Commission noted that by allowing this rule to continue the national ownership cap would be "effectively 78 percent for a station group that includes only UHF stations," leaving the Congressionally mandated cap of 39 percent without teeth.[72] And it is precisely this distortion in audience measurement that Sinclair is now attempting to exploit. Without the UHF discount, the Applicants' proposed merger would raise Sinclair's national ownership to over 72 percent, well exceeding the statutory limit.[73]

The Commission has unequivocally stated that "the UHF discount distorts the calculation of a licensee's national audience reach and undermines the intent of the cap."[74] Yet, despite the repeal of the UHF discount, the Commission reinstated this obsolete measurement gimmick, arguing in essence that the earlier *UHF Discount Repeal Order* failed to sufficiently consider whether the "*de facto* tightening of the national cap" was justified.[75] Because there is no

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[69] *Reinstatement of UHF Discount*, 32 FCC Rcd 3390, para 8.
[70] *Id.*
[71] *Amendment of Section 73.3555(e) of the Commission's Rules, National Television Multiple Ownership Rule*, Report and Order, 31 FCC Rcd 10213, para 28, para 2 (2016) (*UHF Discount Repeal Order*).
[72] *Id.* at para 26.
[73] *See* Original Sinclair-Tribune Application at 2-4. The Applicants' current sham divestiture plan would allow Sinclair to retain control over many of the stations it proposes to divest essentially allowing Sinclair to maintain its 72 percent audience reach.
[74] *UHF Discount Repeal Order* at para. 34.
[75] *Reinstatement of UHF Discount* at para. 1. However the effect of the UHF discount repeal on the national ownership cap was directly addressed and was clearly the primary problem the Commission sought to correct. Nonetheless in its 2017 *Reinstatement of UHF Discount*, the

reasoned technological explanation for the UHF discount, its implementation distorts the calculation of national ownership and the recent reinstatement is arbitrary and capricious.

As the Commission is aware, the D.C. Circuit Court of Appeals is likely to rule in the near future on whether that the Commission's reinstatement of the UHF discount is arbitrary and capricious.[76] As such, the Commission should wait until the court rules on the UHF discount prior to ruling on the Applicants' proposed merger. Whether the merged company will fall under the Congressionally-mandated 39 percent national ownership cap turns on the legality of the UHF discount. If the court finds the decision to reinstate it arbitrary and capricious, then Sinclair's newly formed company would well exceed the permissible level, and the proposed merger would be in violation of the Commission's rules. Deciding on the merger prior to this court decision has the potential to grant an unjustifiably high degree of ownership to a single entity with disregard of the court's interpretation of the law. Because the Sinclair merger will have a far-reaching and long-lasting impact on consumers, sound policy-making requires that the Commission wait until the court reviews its authority to reinstate the UHF discount before ruling on the proposed merger.

Commission asserts that the determination to repeal the UHF discount should have been made in tandem with a reconsideration of the national ownership cap. *Id.* at para. 13.

[76] *See Free Press, et al., v. FCC,* Opening Brief for Petitioners, On Petition for Review of an Order of the Federal Communications Commission, No. 17-1129, (D.C. Cir. 2017); Ted Johnson, "Appeals Court Questions Why FCC Revived UHF Discount Rule," Variety (April 20, 2018), *available at* https://variety.com/2018/politics/news/fcc-sinclair-uhf-discount-ajit-pai-1202776761/ (describing concerns expressed during oral argument regarding the validity of rule by all three of the D.C. Circuit panel in *Free Press v. FCC*).

CONCLUSION

For the foregoing reasons, the National Hispanic Media Coalition, Common Cause, and United Church of Christ, OC Inc., respectfully request that the Commission deny the Applicants' proposed transaction.

Respectfully Submitted,

___/s/______________________

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June 20, 2018

CERTIFICATE OF SERVICE

I, Yosef Getachew, hereby certify that on the 20th day of June, 2018, I caused a true and correct copy of the foregoing Petition to Deny via email to the following:

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/s/ Yosef Getachew
Yosef Getachew

EXHIBIT A

Declaration of Alex Nogales

1. I, Alex Nogales, am the President and CEO of the National Hispanic Media Coalition (NHMC). NHMC's headquarters is located at 65 South Grand Avenue, Suite 200, Pasadena, CA 91105, which is part of the Los Angeles Designated Market Area (DMA), the second largest DMA in the nation.

2. NHMC is the media watchdog for the Latino community, ensuring that we are fairly and consistently represented in news and entertainment and that our voices are heard over the airwaves and on the internet. NHMC exists to challenge policy makers and influencers from Hollywood to Washington, DC and everywhere in between, to eliminate barriers for Latinos to express themselves and be heard through every type of medium. NHMC also works to bring decision-makers to the table to open new opportunities for Latinos to create, contribute and consume programming that is inclusive, free from bias and hate rhetoric, affordable and culturally relevant.

3. NHMC's work is hindered when local television stations are owned by a small number of large corporations. It creates barriers for Latinos seeking to work in the television industry as producers, writers, actors, journalists and editors, and to become owners of television stations.

4. It is expected that Sinclair will acquire and operate KTLA, the Tribune station serving Los Angeles. I watch KTLA and I, as well the many other Latino viewers in the Los Angeles, will be harmed by the loss of local news as well as the diverse viewpoints that will be displaced by Sinclair's must-run segments.

5. I, and viewers like me, will be harmed by Sinclair's acquisition of the Tribune owned stations which would violate the FCC's national audience reach cap. Such concentration of ownership results in less programming representing Latinos, poorer service for Latino audiences, and reduces the diversity of viewpoints available to national audiences.

6. This Declaration has been prepared in support for the foregoing Petition to Deny.

7. This statement is true to my personal knowledge, and is made under penalty of perjury of the laws of the United States of America.

DATED this 20 day of June, 2018.

Alex Nogales

Declaration of Yosef Getachew

1. I, Yosef Getachew, am the Director of the Media and Democracy Program of Common Cause. Common Cause is headquartered at 805 15th St NW Suite 800 Washington DC 20005.

2. Common Cause is a nonpartisan, nationwide grassroots network of more than 900,000 members dedicated to upholding the core values of American democracy. It works to create open, honest, and accountable government that serves the public interest; promotes equal rights, opportunity, and representation for all; and empowers all people to make their voice heard in the political process.

3. Common Cause members will have fewer choices in accessing news and information as a result of Sinclair's acquisition of Tribune. When media outlets are owned by a small number of big corporations, it narrows the available perspectives and stifles the investigative journalism that our democracy depends on. And, it makes it harder for people of color, women, and the LGBTQ community to make themslevles heard. Common Cause members believe that a strong democracy requires a competitive, independent media.

4. Common Cause members will be directly and adversely affected if the Commission allows the proposed merger of Sinclair and Tribune to proceed. On their behalf Common Cause puts the brakes on media monopolization and works towards innovative reforms that put consumers and everyday people first.

5. This Declaration has been prepared in support for the foregoing Petition to Deny.

6. This statement is true to my personal knowledge and is made under penalty of perjury of the laws of the United States of America.

DATED this 20 day of June, 2018.

Yosef Getachew
____

Declaration of Earl Williams, Jr.

1. I, Earl Williams, Jr., am a member of the United Church of Christ. I am Chair of the board of directors of the UCC's media justice ministry, United Church of Christ, OC Inc. I am a member of Euclid Avenue Congregational Church UCC, Cleveland, Ohio.

2. I am a graduate of the Cleveland State University, Cleveland Marshall School of Law and Ohio University Scripps School of Communication. In my early career I had direct experience with communications policy, serving as a legal intern with Citizens Communication Center, Washington D.C. and as an undergraduate intern at WGN Radio Television, Chicago. Ill. I am a member of the Ohio Bar and have served as an Assistant County Public Defender and Assistant County Prosecutor. I currently serve as a city council member of the City of Shaker Heights.

3. I reside at 19701 Fairmount Blvd, Shaker Heights, OH 44118.

4. The United Church of Christ's national vision is: United in Christ's love, a just world for all. The UCC's mission is: United in Spirit and inspired by God's grace, we welcome all, love all, and seek justice for all. The United Church of Christ's vision of a just world for all has recently been articulated as "3 Great Loves:" Love of Neighbor, Love of Children, and Love of Creation. These 3 Great Loves work together to address the inequities in our current world.

5. The mission for the United Church of Christ's media justice ministry, OC Inc., is: The United Church of Christ is a faith community rooted in justice that recognizes the unique power of the media to shape public understanding and thus society. For this reason, UCC's Office of Communication, Inc. (OC, Inc.) works to create just and equitable media structures that give meaningful voice to diverse peoples, cultures and ideas. Established in 1959, OC Inc. ultimately established the right of all citizens to participate at the Federal Communications Commission as part of its efforts to ensure a television broadcaster in Jackson, MS served its African-American viewers during the civil rights movement.

6. In order to pursue a "just world for all" and to "seek justice for all," to pursue the UCC's Three Great Loves, and to implement the UCC's media justice ministry's mission, I regularly rely on local broadcast television to monitor local news, information and events.

7. I am a regular viewer of the stations serving the Cleveland-Akron, OH market, including WJW-TV, channel 8. I understand that Sinclair Corporation anticipates acquiring WJW-TV from Tribune Broadcasting Company and will likely sell it to the Fox Broadcasting Company, along with seven other local television stations.

8. I use local broadcast television and other media to monitor how local political leaders are responding to national and local issues and concerns and to understand how national, state and local policies impact me and my community, specifically in relation to the UCC's social justice mission and its 3 Great Loves. I consult with my peers and

colleagues around the country who also monitor local broadcast television in their own communities to identify issues of common concern.

9. For example, many of my interests are in service of the UCC's social justice mission and its "Love of Neighbor" vision. I closely follow the state of Ohio's efforts to preempt charter cities' home rule rights particularly with respect to the regulation of assault weapons and other efforts to address and remedy those conditions affecting urban communities. I notice the impact of local media structures because I see that this issue requires additional media coverage because these legislative changes are added into must-pass budget legislation and escape notice by the general public. I similarly monitor efforts to undermine the right for labor to organize and efforts to adopt right-to-work laws. Each of these policy initiatives are typically part of a nationwide strategy. Therefore, I monitor developments in other states in order to anticipate likely policy initiatives in my own state or in my own local area. For example, I have found monitoring local news developments in Kansas with respect to right-to-work laws to assist my understanding of national and local issues in Cleveland and Shaker Heights.

10. I understand that it is the business practice of Sinclair to require its owned or operated local television stations to include its nationally produced news segments and commentary into local newscasts. These must-run segments will likely displace other locally-produced programming.

11. I, and viewers like me, will be harmed by Sinclair's acquisition of stations around the country, and its increased national reach, because my peers in the UCC and in local government outside of the Cleveland market will be likely to receive less locally-produced programming. The reduction of local news around the country will harm me because, without it, I will not be able to understand how my local community compares to other local communities when I consult with them. National trends will be more difficult for me to identify and address.

12. I will also be harmed because my local television station WJW-TV is likely to be owned by Fox, a national broadcast ownership group that is larger than WJW's current owner Tribune Broadcasting, which might change its incentives and practices with respect to local news and other programming choices.

13. Regardless of which company owns my local broadcasters, consolidation of the local broadcast market will disincentivize all local TV broadcasters from covering local news. If local broadcasters owned by large corporations are able to offer programming with fewer overhead costs, resulting from fewer local journalists and more centralized reporting, it will be difficult for my local broadcasters that would prefer to invest in more local journalism and staff to successfully compete. This will result in less local TV news and information in the Cleveland TV market, thus harming both my knowledge of my local community and of the ability to compare my community with others.

14. I am also concerned that large national ownership groups such as Sinclair purchase or gain control of many more stations, it raises the cost of purchasing a television station

and reduces the opportunity for financially weaker new entrants, including those owned by people of color and women, to acquire stations, thus further undermining the number of diverse editorial voices.

1. This statement is true to my personal knowledge, was prepared in support of the foregoing petition to deny and is made under penalty of perjury of the laws of the United States of America.

SIGNED: DATE:

Earl Williams

June 20, 2018

Declaration of Sara J. Fitzgerald

1. I, Sara Fitzgerald, am a member of the United Church of Christ. I am treasurer of the Board of Directors for the UCC's media justice ministry, the Office of Communication of the United Church of Christ, Inc. I have previously served as chairman of the board of directors of the Central Atlantic Conference, the denomination's Mid-Atlantic regional organization.

2. I have been a member of Rock Spring Congregational United Church of Christ in Arlington, VA, since 1986. I currently serve as Church Clerk, the equivalent of a corporate secretary of the congregation.

3. I reside at 502 West Broad Street Apt. 512, Falls Church, VA 22046.

4. My residence is within the Washington, DC market. Washington D.C. is the nation's 6th ranked DMA market with 2,492,170 households, comprising 2.22 percent of the national market. In the DC market, Sinclair already owns WJLA-TV (VHF Channel 7, an ABC affiliate), as well as the cable-only News Channel 8. Sinclair plans to acquire WDCW-TV (UHF Channel 50, a CW affiliate) from Tribune, which broadcasts morning and nighttime local news programs (The Morning Dose, and DCW50 News at 10pm).

5. The United Church of Christ's national vision is: United in Christ's love, a just world for all. The UCC's mission is: United in Spirit and inspired by God's grace, we welcome all, love all, and seek justice for all. The United Church of Christ's vision of a just world for all has recently been articulated as "3 Great Loves:" Love of Neighbor, Love of Children, and Love of Creation. These 3 Great Loves work together to address the inequities in our current world.

6. In order to pursue a "just world for all" and to "seek justice for all" I regularly rely on local broadcast television to monitor local news, information and events.

7. For example, I rely on local television news to help me understand how local law enforcement is responding to concerns about crime. Consistent with the UCC's "Love of Neighbor" vision, I rely on local television news to help me understand the concerns of the local immigrant community and the many persons of color who have moved to Northern Virginia seeking refuge from political violence in their homelands. As a longtime boater and believer in the UCC's "Love of Creation," I am also very concerned about efforts to preserve the environmental quality of the Chesapeake Bay, and turn to local television news for information on what is happening in the Potomac River watershed. I have been very interested in local politics, and so I also turn to local television channels to follow local election issues, particularly in Northern Virginia, and to learn more about the candidates' positions as they relate to social justice and other matters.

8. I use local broadcast television and other media to monitor how local political leaders are responding to national and local issues and concerns and to understand how national, state and local policies impact me and my community.

9. As an active member of the United Church of Christ on a regional level I have consulted with my peers and colleagues in the Mid-Atlantic and around the country who also monitor local broadcast television in their own communities to identify issues of common concern. I have also been active in the League of Women Voters and this interest intersects with my interests as a member of the UCC. Through my connections at the League and the UCC I am also able to track national and regional trends through my conversations with other UCC and League members on issues relating to social justice.

10. I am concerned that increasing the size of broadcast television companies nationally will mean I will see fewer viewpoints regarding local and national news, less original programming, less local programming, and less unique local advertising.

11. Specifically, I understand that it is the business practice of Sinclair to require its owned or operated local television stations to include its nationally produced news segments and commentary into local newscasts. I will be harmed by Sinclair's acquisition of stations in the Washington DC area, because the locally produced programming will be displaced by these "must-run" segments, thus reducing the amount and diversity of local news and other coverage of my community.

12. This statement is true to my personal knowledge, was prepared in support of the foregoing petition to deny, and is made under penalty of perjury of the laws of the United States of America.

SIGNED: DATE:

Sara J. Fitzgerald

June 20, 2018

Sara J. Fitzgerald