

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)	
)	
Application of Shareholders of)	
Tribune Company (Transferor) and)	MB Docket No. 07-119
Samuel Zell (Transferee))	
)	
For Consent to the Transfer of)	
Control of the Tribune Company)	
)	

REPLY TO OPPOSITION TO PETITION FOR RECONSIDERATION

On December 12, 2007, the International Brotherhood of Teamsters (the “Teamsters”) filed a petition for reconsideration (“Petition”) of the Memorandum Opinion and Order (“MO&O”) in the above-captioned proceeding.¹ In response, on December 28, 2007, Samuel Zell, the Tribune ESOP Plan as implemented through the Tribune Employee Stock Ownership Trust, and EGI-TRB, L.L.C., filed an Opposition to Petition for Reconsideration (the “Joint Opposition”). Pursuant to Section 1.106(h) of the Commission’s rules,² the Teamsters hereby reply to the Joint Opposition.

In its December 12 filing, the Teamsters sought reconsideration based on the fact, which the Commission had not taken into account in its MO&O, that the structure

¹ *In the Matter of Shareholders of Tribune Company, Transferors, and Sam Zell, et al., Transferees, for Consent to the Transfer of Control of The Tribune Company, and Application for the Renewal of License of LTLA(TV), Los Angeles, California, et al.*, Memorandum Opinion and Order, FCC 07-211, MB Docket No. 07-119 (rel. Nov. 30, 2007) (“MO&O”).

² 47 C.F.R. § 1.106.

associated with the transfer of control of the Tribune Company ("Tribune") and its broadcast subsidiaries is contrary to law. In particular, the structure violates Section 310(d) of the Communications Act because it gives control over the Tribune stations' personnel, programming, and finances to Sam Zell, who does not own the Tribune.

The Joint Opposition responds to an argument the Teamsters did not make and is silent as to the argument that the Teamsters did make. The entire Joint Opposition is devoted to a defense of the proposition that ownership and control of a broadcast licensee may, consistent with Section 310(d), be divided between a trustee who has legal ownership and beneficiaries who have beneficial ownership. The Teamsters take no issue with this proposition. Rather, the Teamsters have demonstrated that control of the Tribune licensees may not be given to a third party, such as Sam Zell, who has neither legal nor beneficial ownership of the licensees. Ceding control to third parties violates Section 310(d), and nothing in the Joint Opposition shows otherwise.

CONCLUSION

For the reasons stated herein and in the Teamsters' Petition, on reconsideration the Commission should require, as a condition to its consent to the transfer of control and its associated waivers, that control over Tribune station personnel, programming, and finances be given to the Tribune's owners.

Respectfully submitted,

INTERNATIONAL BROTHERHOOD OF
TEAMSTERS

By: /s/Bradley T. Raymond
Bradley T. Raymond
General Counsel
25 Louisiana Avenue, NW
Washington DC 20001
(202) 624-6847

Of Counsel:

Henry Goldberg
Joseph A. Godles

Goldberg, Godles, Wiener & Wright
1229 19th St., N.W.
Washington, D.C. 20036
202.429.4900

January 9, 2008

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Reply to Opposition to Petition for Reconsideration was sent by first class mail, this 9th day of January, 2008, to each of the following:

Crane H. Kenney
Roger Goodspeed
Charles J. Sennett
Elisabeth M. Washburn
Tribune Company
435 N. Michigan Avenue
Chicago, IL 60611

John R. Feore, Jr.
John S. Logan
Dow Lohnes PLLC
1200 New Hampshire Avenue, NW
Suite 800
Washington, DC 20006

Newton N. Minow
R. Clark Wadlow
Mark S. Schneider
Jennifer Tatel
Sidley Austin LLP
1501 K Street, NW
Washington, DC 20005

Samuel Zell
Two North Riverside Plaza
Suite 600
Chicago, IL 60606

David P. Fleming, General Counsel
Gannett Broadcasting
7950 Jones Branch Drive
McLean, VA 22107

Marc S. Martin
Martin L. Stern
Kirkpatrick and Lockhart Preston Gates Ellis LLP
1601 K Street, NW
Washington, DC 20006

Angela J. Campbell
Marvin Ammori
Coriell S. Wright
Institute for Public Representation
Georgetown University Law Center
600 New Jersey Ave., NW
Washington, DC 20001

Richard Kaplar
The Media Institute
2300 Clarendon Blvd.
Suite 503
Arlington, VA 22201

David P. Glass, V.P.
The Findlay Publishing Co.
701 West Sandusky Street
Findlay, OH 45840

Richard E. Wiley
James R. Bayes
Martha E. Heller
Wiley Rein
1776 K Street, NW
Washington, DC 20006

John F. Sturm
Newspaper Association of America
4401 Wilson Blvd.
Arlington, VA 22103

Paul J. Boyle
Laura Rychak
Newspaper Association of America
529 14th Street, NW
Washington, DC 20045-1402

Ben Scott, Policy Director
Free Press
501 3rd Street, NW
Suite 875
Washington, DC 20001

Andrew Jay Schwartzman
Media Access Project
Suite 1000
1625 K Street, NW
Washington, DC 20006

/s/Jennifer Tisdale
Jennifer Tisdale