

FEDERAL COMMUNICATIONS COMMISSION
Washington, D. C. 20554

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(CHRON)

OFFICE OF
MANAGING DIRECTOR

March 31, 2011

Jason S. Roberts, Esq.
Senior Counsel
Tribune Company
435 North Michigan Avenue
Chicago, Illinois 60611-4066

Re: Tribune Company, Debtor-in-Possession
FY 2010 Regulatory Fees
Fee Control No. RROG-10-0001378

Dear Mr. Roberts:

This letter responds to your request filed September 20, 2010 (*Request*), on behalf of Tribune Company, Debtor-in-Possession (Tribune DIP) and its indirect wholly-owned subsidiaries (Subsidiaries), for a waiver of the entire [REDACTED] fiscal year (FY) 2010 regulatory fees, or a partial waiver in the amount of [REDACTED]. Our records reflect that Tribune has paid [REDACTED] in FY 2010 regulatory fees, with a balance owing of [REDACTED]. For the reason set forth below, we grant your request for a partial waiver.

You state that on December 8, 2008, Tribune Company and 110 of its direct and indirect wholly-owned subsidiaries (including the Subsidiaries) filed for Chapter 11 bankruptcy in the United States Bankruptcy Court for the District of Delaware (Bankruptcy Court) seeking to reorganize under Chapter 11 of the U.S. Bankruptcy Code.¹ You say that the Subsidiaries filed applications seeking Commission consent to the *pro forma* assignment of licenses for their corresponding FCC licenses on December 17, 2008, which the Commission granted.² You state that the Subsidiaries filed consummation notices with the Commission on March 24, 2009, and that the Subsidiaries operate as debtors-in-possession under the Bankruptcy Court's oversight.³ You say that on April 28, 2010, the Subsidiaries filed long form applications seeking Commission consent to the assignment of the FCC licenses from the Subsidiaries as debtors-in-possession to restructured (licensee) Subsidiaries following the Bankruptcy Court's approval of Tribune Company's Plan of Reorganization. You say that these applications remain pending before the Commission. As an alternative to a full waiver of the [REDACTED] FY 2010 regulatory fees, you request a waiver of the remaining balance due, in the amount of [REDACTED].

¹ See *Request* at 1.

² *Id.* at 1-2.

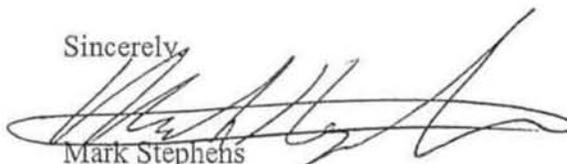
³ *Id.* at 2.

which is below the \$500,000.00 waiver cap. You submit a copy of Tribune Company's petition for bankruptcy filed with the Bankruptcy Court and dated December 8, 2008 (*Petition for Bankruptcy*), as well as the Bankruptcy Court's "Order Granting the Debtors' Motion Pursuant to 11 U.S.C. §§363(b) and 363(c)(1) Authorizing, but not Requiring, the Debtors to Continue to Operate in the Ordinary Course, Including Payment of Pre-Petition Date Claims, with Respect to Brokers" dated December 10, 2008 (*Bankruptcy Court Order*).

The Commission has determined that it will waive regulatory fees for licensees who are bankrupt or are in receivership at the time the fees are due.⁴ Based on the evidence that you provide that the Subsidiaries were in bankruptcy on the September 22, 2009, due date for filing FY 2010 regulatory fees, including the *Petition for Bankruptcy* and the *Bankruptcy Court Order*, we grant the Subsidiaries a waiver of the FY 2010 regulatory fees in the amount of [REDACTED]. Consistent with section 1.1166(e) of our rules, we deny your request for waiver of the FY 2010 regulatory fees in excess of \$500,000.00 because your claim is based on bankruptcy.

If you have any questions concerning this letter, please contact the Revenue and Receivables Operations Group at (202) 418-1995.

Sincerely,



Mark Stephens
Chief Financial Officer

⁴ See *Implementation of Section 9 of the Communications Act*, 10 FCC Rcd 12759, 12762 (1995).