**Before the**

Federal Communications Commission

Washington, D.C. 20554

|  |  |  |
| --- | --- | --- |
| In the Matter of  Entercom Communications and CBS Radio  Seek Approval to Transfer Control of and  Assign FCC Authorizations and Licenses  Subsidiaries of CBS Corporation  (Transferors)  and  Shareholders of Entercom Communications  Corporation (Transferees)  For Consent to Transfers of Control  Joseph M. Field (Transferor)  and  Shareholders of Entercom Communications  Corporation (Transferees)  For Consent to Transfers of Control  Subsidiaries of CBS Corporation  (Assignors)  and  The Entercom Divestiture Trust  (Assignee)  For Consent to Assignment of Licenses  Subsidiaries of Entercom Communications  Corporation  (Assignors)  and  The Entercom Divestiture Trust  (Assignee)  For Consent to Assignment of Licenses | )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  ) | MB Docket No. 17-85  BTCH-20170320AAV  BTC-20170320AAZ, *et al.,*  BTCH-20170320ACR  BTCH-20170320AEV  BTCH-20170320AFU  BTC-20170320AGG  BTCH-20170320AGZ  BTCH-20170320AHB, *et al.,*  BTCH-20170320ACM  BTCH-20170320ACT, *et al.,*  BTCH-20170320AFS  BTCH-20170320AFV, *et al.,*  BTC-20170320AGE, *et al.,*  BTCH-20170320AGP  BTCH-20170320ACS  BTC-20170320ACV, *et al.,*  BTC-20170320AFI, *et al.,*  BTCH-20170320AFT  BTC-20170320AGD  BTC-20170320AGO  BTCH-20170320AHA  BTCH-20170320AHD  BTCH-20170320AHE*, et al.,*  BTCH-20170320AAW  BTC-20170320AGQ, *et al.,*  BTCH-20170320AAX, *et al.,*  BTC-20170320AAR, *et al.,*  BTC-20170320AGH, *et al.,*  BTC-20170320AFX*, et al.,*  BTCH-20170320ACN, *et al.,*  BTC-20170320AEW, *et al.,*  BALH-20170320AMP, *et al.,*  BALH-20170320AMR,  BALH-20170320AMT,  BALH-20170320ANE, *et al.*  BALH-20170320ALF, *et al.,*  BALH-20170320ALH,  BALH-20170320ALJ, *et al* |

MEMORANDUM OPINION AND ORDER

**Adopted: November 9, 2017 Released: November 9, 2017**

By the Chief, Media Bureau:

# INTRODUCTION

1. The Media Bureau (Bureau) has under consideration the captioned transfer of control and assignment applications, as amended, (Merger Applications and Divestiture Applications, respectively)[[1]](#footnote-2) filed by Entercom Communications Corp. (Entercom) and CBS Corporation (CBS), and its wholly-owned subsidiary CBS Radio, Inc. (CBSR) (collectively, Parties).[[2]](#footnote-3) The Merger and Divestiture Applications are part of a larger transaction which, when consummated, will result in Entercom holding over 200 radio stations through its wholly-owned CBSR subsidiary. As described below, we grant the Merger and Divestiture Applications subject to certain conditions, and also grant the associated waivers on a temporary basis.

# BACKGROUND

1. *The Transaction*. The proposed transaction encompasses all of Entercom’s 127 and CBS’s 117 radio stations. Pursuant to an Agreement and Plan of Merger: (1) CBSR will be separated from CBS pursuant to a Master Separations Agreement; and (2) a wholly owned subsidiary of Entercom (Constitution Merger Sub Corp.) will merge with CBSR, with the merged CBSR surviving as a wholly owned subsidiary of Entercom. Contemporaneously, Entercom will contribute all of the issued and outstanding equity interests of its direct subsidiary, Entercom Radio, LLC, to CBSR, resulting in a substantial change in control of Entercom from its current ownership.
2. Entercom and CBSR are direct competitors in several markets.[[3]](#footnote-4) In order to comply with the local radio ownership rule, the Parties have filed seven Divestiture Applications seeking consent to the assignment of up to 19 full-power and six associated booster station licenses (Trust Stations) to the Entercom Divestiture Trust (EDT).[[4]](#footnote-5) On October 10, 2017, the Parties filed amendments (Divestiture Amendments) identifying the specific stations that would be assigned to EDT.[[5]](#footnote-6) The transaction is structured to comply with the Commission’s ownership rules and policies except as follows: The Parties seek a temporary waiver of the radio-television cross-ownership rule[[6]](#footnote-7) in the San Francisco and Miami markets to permit Leslie Moonves[[7]](#footnote-8) and Joseph Ianniello[[8]](#footnote-9) (collectively, Temporary Directors) to serve as Entercom directors for no longer than six months following the close of the contemplated transactions. Entercom also seeks a waiver of the local radio ownership rule to maintain its current ownership interests in the Kansas City market. In addition, Entercom currently holds a grandfathered radio combination in the Wilkes-Barre/Scranton Pennsylvania Nielsen audio market. Because the proposed transaction would result in a substantial change of control in Entercom, the Parties propose to assign WGGI(FM), Benton, PA, to either the EDT or Educational Media Foundation (EMF).[[9]](#footnote-10)
3. *Petitions to Deny*. On May 1, 2017, Edward R. Stolz, II (Stolz) and Deborah J. Naiman (Naiman) (collectively, Petitioners) filed Petitions to Deny (the Stolz Petition and Naiman Petition, respectively).[[10]](#footnote-11) Stolz argues that: (1) the Divestiture Applications do not comply with local radio ownership limits in the Sacramento and San Francisco markets; (2) the (anticipated) filing of the Divestiture Amendments should require a new petition period of no less than 30 days;[[11]](#footnote-12) (3) the Commission must address unresolved Entercom character issues relating to the death of a contestant at KDND(FM), Sacramento, California;[[12]](#footnote-13) and (4) the Bureau erroneously and prematurely granted five license renewal applications of other Entercom Sacramento market stations.[[13]](#footnote-14)
4. In her Petition, Naiman contests only those captioned applications relating to the Sacramento market, claiming standing as a resident and listener of the 10 radio stations listed in the caption of her pleading.[[14]](#footnote-15) She asserts that those applications do not comply with the local radio ownership limits and that there are unresolved character issues regarding KDND(FM) which implicate Entercom’s “Sacramento Cluster” of stations.[[15]](#footnote-16)
5. In their Opposition, CBS, CBSR, and Entercom first argue that the challenged San Francisco and Sacramento Divestiture Applications are acceptable for filing as filed. They state that they have committed to amend the Divestiture Applications[[16]](#footnote-17) and reject Petitioners’ contrary precedent as inapposite.[[17]](#footnote-18) They also argue that the “minor” Divestiture Amendments would be statutorily exempt from Section 309(b) 30-day public notice requirements.[[18]](#footnote-19)
6. Second, CBS, CBSR, and Entercom assert that the litigation regarding KDND(FM) and Entercom’s other Sacramento stations does not preclude grant of the Merger Applications. They maintain that the Commission has granted a transfer of control application while a license renewal application is pending provided that: (1) it is a multi-station, multi-market transaction; (2) there are no basic qualifications issues pending against the transferor or transferee that could not be resolved in the context of the pending applications; and (3) the transferee explicitly consents to “stand in the stead” of the transferor in the renewal proceeding. In this regard, they note that: (1) the Commission did not designate any character or basic qualification issues against Entercom in the *KDND HDO*;[[19]](#footnote-20) and (2) both CBSR and the EDT have agreed to stand in the stead of Entercom with respect to the renewal applications for the Sacramento stations.[[20]](#footnote-21)
7. On May 18, 2017, Stolz and Naiman filed nearly identical Reply pleadings reiterating their prior contentions. They also argue that the Commission recently enforced strict compliance on a regulatee in a different licensing context,[[21]](#footnote-22) and that it cannot “logically or legally” do otherwise here.[[22]](#footnote-23) They demand again that the Commission designate the captioned applications for evidentiary hearing upon the issues specified in the *KDND HDO* and the issues raised in Stolz’ January 9, 2017, “Motion to Enlarge Issues” filed in that proceeding.[[23]](#footnote-24)
8. Supplements. On May 16, 2017, Stolz filed a First Supplement to Petition to Dismiss or Deny (First Supplement). [[24]](#footnote-25) He argues that a monologue by comedian Stephen Colbert aired by CBS television affiliates at approximately 11:35 p.m. on May 1, 2017, was “actionably obscene.”[[25]](#footnote-26) CBS and CBSR filed an Opposition arguing that the monologue was protected speech and that it was neither indecent nor obscene.[[26]](#footnote-27) Moreover, CBS and CBSR maintain that the language Stolz alleges to have been obscene was not actually heard by viewers because “CBS bleeped and obscured Colbert’s mouth” during that portion of the broadcast.[[27]](#footnote-28)
9. On June 5, 2017, Stolz filed a Reply repeating its prior arguments and alleging instances of “intentional news distortion.”[[28]](#footnote-29) Stolz also argues that even if the offending language was “bleeped,” it was heard by the live studio audience and that the Commission has jurisdiction over these allegedly indecent and obscene broadcast transmissions because the production employed wireless microphones.[[29]](#footnote-30)
10. On July 3, 2017, Stolz filed a Second Supplement to Petition to Dismiss or Deny (Second Supplement). [[30]](#footnote-31) Stolz alleges that a television broadcast by CBS’s Scott Pelley regarding the shooting of Representative Steve Scalise on June 16, 2017 was “criminally actionable.”[[31]](#footnote-32) CBS and CBSR filed an Opposition arguing that Stolz “distorts and misinterprets” Pelley’s comments.[[32]](#footnote-33) On July 28, 2017, Stolz filed a Reply rejecting the CBS and CBSR contentions and reiterating its view that the broadcasts constitute “intentional news distortion.”[[33]](#footnote-34)
11. On October 17, 2017, Stolz filed a Third Supplement to Petition to Dismiss or Deny (Third Supplement). [[34]](#footnote-35) Stolz reiterates his claim that the Merger Applications should be dismissed, denied, or designated for evidentiary hearing. [[35]](#footnote-36)

# DISCUSSION

1. For the reasons stated below, we deny the petitions to deny, grant temporary radio-television cross-ownership waivers with regard to Entercom’s interests in the San Francisco and Miami markets, grant a temporary waiver of the local radio ownership rule with regard to Entercom’s interests in the Kansas City market, and grant the Merger and Divestiture Applications subject to certain conditions.
2. Section 310(d) of the Communications Act of 1934, as amended (Act) provides that no station license shall be transferred or assigned until the Commission determines that the public interest, convenience, and necessity will be served.[[36]](#footnote-37) In making this assessment, the Commission must first determine whether the proposed transaction would comply with the Act, other applicable statutes, and the FCC’s rules (Rules).[[37]](#footnote-38) If the Commission is unable to find that the proposed transaction serves the public interest, or if the record presents a substantial and material question of fact, Section 309(e) of the Act requires that the applications be designated for hearing.[[38]](#footnote-39)
3. *Petitions to Deny.* We reject Petitioners’ arguments that the Divestiture Applications are not acceptable for filing because they exceed the radio ownership caps permitted in the Sacramento and San Francisco markets. The Commission has routinely accepted and processed similar divestiture trust applications to facilitate, as here, larger transactions.[[39]](#footnote-40) We note that the Parties subsequently filed the Divestiture Amendments and that, except for the Kansas City market, the amended Divestiture Applications comply with the local radio ownership rules.[[40]](#footnote-41)
4. We also reject Petitioners’ arguments that Section 309(b) of the Act[[41]](#footnote-42) requires the Commission to open a new 30-day period for public comment on the Divestiture Amendments.[[42]](#footnote-43) Section 309(c) of the Act specifically exempts “minor amendments” from Section 309(b) notice requirements.[[43]](#footnote-44) In addition, Section 73.3578 of the Rules[[44]](#footnote-45) specifies that any amendment to an assignment or transfer of control application is considered “minor” unless it specifies a change in ownership control, or would otherwise require the filing of a new long-form application. Because an amendment to remove stations from an application does not fall within these exceptions, we find that the Divestiture Amendments are minor and do not trigger a new 30-day notice period.[[45]](#footnote-46) With respect to Petitioners’ arguments relating to KDND(FM) and whether the Bureau prematurely granted license renewal applications of other Entercom Sacramento market stations, we find that these are impermissible collateral attacks and that these issues are properly considered in those renewal proceedings.[[46]](#footnote-47)
5. Supplements to Petition to Deny. We find that the allegations raised by Stolz in the Supplements, which concern certain content aired by broadcast television stations—not by the radio stations at issue in the instant applications—fail to raise a question regarding the qualifications of CBSR.[[47]](#footnote-48) In general, consistent with the Commission’s *Character Policy Statement*, when evaluating assignment applications, we do not consider a licensee’s conduct at one station to be relevant to its qualifications to hold another authorization.[[48]](#footnote-49) Stolz does not allege that any of the actions described in the Supplements occurred at a CBSR radio station. The Commission has recognized a limited exception to this policy, however, in circumstances raising a question whether a licensee is qualified to hold any station license.[[49]](#footnote-50) That is not the situation presented in the Supplements. Stolz seeks to use isolated incidents to call into question the totality of CBS’s licenses. Such a result is not consistent with Commission precedent or Commission sanctions policy. The Commission has stated that “only in the most egregious case need termination of all rights be considered.”[[50]](#footnote-51) Accordingly, we reject the allegations raised in the Supplements as insufficient to raise a substantial and material question of fact regarding the proposed transaction and need not delve into the specifics of Stolz’s allegations.
6. *Petition for Temporary Waiver*. We grant temporary radio-television cross-ownership waivers in the San Francisco and Miami markets to permit the Temporary Directors to serve as Entercom directors for a period no longer than six months following the consummation of the merger. The Temporary Directors have cognizable interests in the CBS-owned television stations on the basis of their continuing CBS officer/director positions. As a result, following consummation of the merger, they would hold attributable interests in radio and television stations in the Miami and San Francisco markets in excess of the radio-television cross-ownership limits.[[51]](#footnote-52)
7. In support of the waiver request, the Parties state that the Commission has previously found temporary waivers of the multiple ownership rules to be in the public interest, particularly where the waiver “facilitate[s] multi-station transactions,” is “incidental to the larger transaction,”[[52]](#footnote-53) and would not undermine the Commission’s “underlying goals of diversity and competition in the broadcast marketplace.”[[53]](#footnote-54) Prior to the merger, they state, each of the Temporary Directors will execute and deliver an irrevocable letter of resignation effective the earlier of (a) six months after closing of the Merger and (b) the day prior to the first annual meeting of Entercom following closing of the Merger.
8. The Parties argue that the Commission has found the effect on competition and diversity to be “somewhat less consequential” where a significant number of independent media voices will remain in the market. They note that at issue is only the ownership of one radio station in each of two major markets, that there are an abundant number of independent radio and television voices in each market, and that neither of the Temporary Directors would control any of the stations at issue. Finally, the parties argue that a waiver would help facilitate a smooth transition and integration of the radio stations previously controlled by CBS.
9. After a careful review of the record, we conclude that the requested temporary waivers are in the public interest. Our independent analysis confirms that following consummation of this transaction, there will be more than 50 independently owned and operated radio and television voices in the Miami market, and more than 80 in the San Francisco market. In the waiver markets, the cross-ownership caps will be exceeded by only one radio station. Based on the large number of independent media voices in each market and the relatively short duration involved, we conclude that a waiver will not unduly limit competition or diversity in these markets.
10. *EDT Stations.* To ensure compliance with the local radio ownership rule, we impose a condition requiring that Entercom’s and CBSR’s assignments of Trust Stations to EDT pursuant to the Divestiture Applications occur prior to or simultaneously with the consummation of the merger. EDT is required to take commercially reasonable efforts to effectuate the sale of the stations without delay. EDT shall have six months from the consummation of the merger to complete the assignment of each of the Trust Stations or file an acceptable assignment of license application. If and to the extent that EDT fails to do so with regard to any of the Trust Stations, it must provide the Commission with a detailed explanation of its efforts to sell such stations in the confidential report referenced in Section 4(g) of the Trust Agreements submitted with the Divestiture Applications. EDT must continue to provide reports at six-month intervals until all stations held by EDT are sold.
11. *Kansas City AM Expanded Band Waiver.* We grant Entercom’s request for a continuation of the waiver of the local radio ownership rule it has been granted in the Kansas City Nielsen radio market. Entercom currently holds a waiver with respect to its ownership of lower band station KKHK(AM) and expanded band Station KXTR(AM).[[54]](#footnote-55) Absent a waiver, Entercom would be required to divest one station in this market.
12. In the *AM Revitalization* proceeding, the Commission tentatively concluded that “any licensee with dual standard/Expanded Band authorizations . . . should be required to surrender one of the two authorizations within one year of release of a future *Report and Order* in this proceeding adopting this proposal.”[[55]](#footnote-56) This issue remains pending before the Commission. In these circumstances, we grant a temporary waiver subject to any action the Commission may take on this issue in the *AM Revitalization* proceeding or any other proceeding in which it considers the dual standard/expanded band authorization issue.

# CONCLUSION

1. We have reviewed the proposed merger, the applications for its approval, and related comments. We conclude that the applicants are fully qualified and that grant of the Merger Applications and the Trust Applications, subject to the conditions set forth herein, will serve the public interest, convenience, and necessity.

# ORDERING CLAUSES

1. Accordingly, IT IS ORDERED, pursuant to sections 4(i), 4(j), 309, and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), 154(j), 309, 310(d), and Sections 0.61(a) and 0.283 of the Commission’s Rules,[[56]](#footnote-57) that the applications for consent to the transfers of control of Entercom Communications Corp. and of Entercom Miami License, LLC, Entercom Atlanta License, LLC, Entercom Denver II License, LLC, Entercom San Diego License, LLC, Entercom Wilkes-Barre Scranton, LLC, Entercom Rochester License, LLC, Entercom New Orleans License, LLC, Entercom Buffalo License, LLC, and Entercom License, LLC, and of CBS Corporation, and of CBS Radio East, Inc., CBS Radio Inc. of Maryland, CBS Radio Holdings Corporation of Orlando, CBS Radio of Sacramento, Inc., CBS Radio Inc. of Michigan, CBS Radio Stations, Inc., CBS Radio Inc. of Atlanta, CBS Radio Texas, Inc., CBS Radio Inc. of Washington, DC, CBS Radio WLIF, Inc., CBS Radio Inc. of Boston, CBS Radio KMVQ-FM Inc., CBS Radio of WLIF-AM Inc., CBS Radio Media Corporation, CBS Radio of Detroit Inc., CBS Radio Inc. of Illinois, Infinity Broadcasting Corporation, CBS Radio Inc. of Los Angeles, and The Audio House, Inc., and for consent to the assignment of licenses from Entercom Communications Corp. and CBS Corporation to The Entercom Divestiture Trust, listed in the Appendix, or as otherwise listed previously in the Commission’s public notices, ARE GRANTED, SUBJECT TO THE FOLLOWING CONDITIONS:

The request for a temporary waiver of Section 73.3555(c), not to exceed 6 months in the Miami and San Francisco markets IS GRANTED, but within 6 months of consummation of the transaction, Messrs. Leslie Moonves and Joseph Ianniello shall resign from the Entercom board of directors, and Entercom is directed to promptly notify the Commission in writing of such resignations.

The request for a temporary waiver of Section 73.3555(a) with regard to Entercom’s interests in the Kansas City, MO, market IS GRANTED to the extent indicated herein.

The transfer of control of Entercom Communications Corp. and CBS Corporation’s CBSR shall take place subsequent to and/or simultaneously with the complete consummation of the assignment of licenses for the radio stations specified in the applications for consent to assignment of licenses from Entercom Communications Corp. and CBS Corporation’s CBSR to The Entercom Divestiture Trust (FCC File Nos. BALH-20170320AMT, *et al.*; BALH-20170320AMR; BALH-20170320ANE, *et al.*; BALH-20170320ALJ; *et al.,* BALH-20170320ALH; BALH-20170320ALF, *et al.*; and BALH-20170320AMP, *et al.*

Assignors and Transferors are reminded that Section 73.3615 requires that a biennial ownership report be filed by each licensee of a commercial or non-commercial AM, FM, TV, Class A, or LPTV broadcast station and any entity that holds an attributable interest in the licensee pursuant to Section 73.3555 as of October 1 of each odd-numbered year.  The Media Bureau has previously announced that the 2017 biennial ownership reports for both commercial and non-commercial stations must be filed between December 1, 2017, and March 2, 2018.  Accordingly, for any assignment or transfer of control applications consummated after October 1, 2017, but on or before March 2, 2018, the proposed Assignor/Transferor must nonetheless file a biennial Form 323 or Form 323-E by the extended March 2, 2018, deadline.  Ownership information should be reported as of October 1, 2017.  Please note, this biennial ownership filing requirement is in addition to the post-consummation report, which is required of the Assignee or Transferee.  *See* 47 CFR Section 73.3615.

1. IT IS FURTHER ORDERED THAT, in the event that the Entercom Divestiture Trust has not submitted an acceptable application for the assignment of each station license that it holds in trust within six months of the acquisition of such station, it shall provide the Commission with a copy of the confidential report referenced in Section 4(g) of the Trust Agreements submitted with the Divestiture Applications and shall continue to provide such reports at six-month intervals until all Trust Station licenses are assigned.
2. IT IS FURTHER ORDERED THAT, the petitions to deny filed by Edward R. Stolz, II and Deborah J. Naiman ARE DENIED.
3. IT IS FURTHER ORDERED THAT copies of this *Memorandum Opinion and Order* shall be sent, by First Class and Certified Mail, to Dennis J. Kelly, Esq., P.O. Box 41177, Washington, DC 20018, and to Entercom Communications Corp., 401 East City Avenue, Suite 809, Bala Cynwyd, PA 19004, and its counsel, Zachary A. Judd, Esq., Latham & Watkins, LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611, and David H. Solomon, Esq., Wilkinson Barker Knauer, LLP, 1800 M Street, N.W., Suite 800N, Washington, DC 20036, to CBS Corporation, 51 West 52nd Street, New York, NY 10019, and its counsel, David E. Shapiro, Esq., Wachtell, Lipton Rosen & Katz, 51 West 52nd Street, New York, NY 10019, and Meredith S. Senter, Jr., Esq., Lerman Senter, PLLC, 2001 L Street, N.W., Suite 400, Washington, DC 20036, and to TDC Communications, LLC, c/o Mr. Elliot Evers, 255 California Street, Suite 850, San Francisco, CA 94111, and its counsel, Scott W. Woodworth, Esq., Edinger Associates, Suite 500, 1875 I Street, N.W., Washington, DC 20006.

FEDERAL COMMUNICATIONS COMMISSION

Michelle M. Carey

Chief, Media Bureau

**APPENDIX**

**Entercom and CBS Stations Subject to Transfers and Assignments**

1. **STATIONS SUBJECT TO TRANSFERS**
   1. **CBS RADIO, INC.**

| **Call Sign** | **Service** | **City** | **State** | **Facility Id.** | **Prefix** | **File Number** |
| --- | --- | --- | --- | --- | --- | --- |
| **WLZL** | **FM** | **COLLEGE PARK** | **MD** | **20983** | **BTCH** | **20170320AAV** |
| **KCBS** | **AM** | **SAN FRANCISCO** | **CA** | **9637** | **BTC** | **20170320AAZ** |
| KDKA | AM | PITTSBURGH | PA | 25443 | BTC | 20170320ABA |
| KMOX | AM | ST. LOUIS | MO | 9638 | BTC | 20170320ABB |
| KNX | AM | LOS ANGELES | CA | 9616 | BTC | 20170320ABC |
| KYW | AM | PHILADELPHIA | PA | 25441 | BTC | 20170320ABD |
| KZDG | AM | SAN FRANCISCO | CA | 25458 | BTC | 20170320ABE |
| WAOK | AM | ATLANTA | GA | 63775 | BTC | 20170320ABF |
| WBBM | AM | CHICAGO | IL | 9631 | BTC | 20170320ABG |
| WBZ | AM | BOSTON | MA | 25444 | BTC | 20170320ABH |
| WCBS | AM | NEW YORK | NY | 9636 | BTC | 20170320ABI |
| WFAN | AM | NEW YORK | NY | 28617 | BTC | 20170320ABJ |
| WINS | AM | NEW YORK | NY | 25451 | BTC | 20170320ABK |
| WPHT | AM | PHILADELPHIA | PA | 9634 | BTC | 20170320ABL |
| WSCR | AM | CHICAGO | IL | 25445 | BTC | 20170320ABM |
| WWJ | AM | DETROIT | MI | 9621 | BTC | 20170320ABN |
| KAMP-FM | FM | LOS ANGELES | CA | 25075 | BTCH | 20170320ABO |
| KCBS-FM | FM | LOS ANGELES | CA | 9612 | BTCH | 20170320ABP |
| KITS | FM | SAN FRANCISCO | CA | 18510 | BTCH | 20170320ABQ |
| KLLC | FM | SAN FRANCISCO | CA | 9624 | BTCH | 20170320ABR |
| KRTH | FM | LOS ANGELES | CA | 28631 | BTCH | 20170320ABS |
| KTWV | FM | LOS ANGELES | CA | 25437 | BTCH | 20170320ABT |
| WBBM-FM | FM | CHICAGO | IL | 9613 | BTCH | 20170320ABU |
| WBMP | FM | NEW YORK | NY | 58579 | BTCH | 20170320ABV |
| WCBS-FM | FM | NEW YORK | NY | 9611 | BTCH | 20170320ABW |
| WDCH-FM | FM | BOWIE | MD | 72177 | BTCH | 20170320ABX |
| WDZH | FM | DETROIT | MI | 25448 | BTCH | 20170320ABY |
| WFAN-FM | FM | NEW YORK | NY | 67846 | BTCH | 20170320ABZ |
| WIAD | FM | BETHESDA | MD | 9619 | BTCH | 20170320ACA |
| WIP-FM | FM | PHILADELPHIA | PA | 28628 | BTCH | 20170320ACB |
| WNEW-FM | FM | NEW YORK | NY | 25442 | BTCH | 20170320ACC |
| WODS | FM | BOSTON | MA | 9639 | BTCH | 20170320ACD |
| WOGL | FM | PHILADELPHIA | PA | 9622 | BTCH | 20170320ACE |
| WVEE | FM | ATLANTA | GA | 63776 | BTCH | 20170320ACF |
| WXRT | FM | CHICAGO | IL | 16853 | BTCH | 20170320ACG |
| WXYT-FM | FM | DETROIT | MI | 9618 | BTCH | 20170320ACH |
| KITS-FM1 | FB | WALNUT CREEK | CA | 18524 | BTCFTB | 20170320ACI |
| KITS-FM2 | FB | PLEASANTON | CA | 18521 | BTCFTB | 20170320ACJ |
| KITS-FM4 | FB | ANTIOCH | CA | 18526 | BTCFTB | 20170320ACK |
| KLLC-FM2 | FB | PLEASANTON | CA | 178408 | BTCFTB | 20170320ACL |
| **WCFS-FM** | **FM** | **ELMWOOD PARK** | **IL** | **71283** | **BTCH** | **20170320ACR** |
| **WZGC** | **FM** | **ATLANTA** | **GA** | **13805** | **BTCH** | **20170320AEV** |
| **WZLX** | **FM** | **BOSTON** | **MA** | **13806** | **BTCH** | **20170320AFU** |
| **WXYT** | **AM** | **DETROIT** | **MI** | **28627** | **BTC** | **20170320AGG** |
| **WJMK** | **FM** | **CHICAGO** | **IL** | **28621** | **BTCH** | **20170320AGZ** |
| **KROQ-FM** | **FM** | **PASADENA** | **CA** | **28622** | **BTCH** | **20170320AHB** |
| KROQ-FM1 | FB | SANTA CLARITA | CA | 180881 | BTCFTB | 20170320AHC |
| **WPGC-FM** | **FM** | **MORNINGSIDE** | **MD** | **28632** | **BTCH** | **20170320ACM** |
| **WOMC** | **FM** | **DETROIT** | **MI** | **28623** | **BTCH** | **20170320ACT** |
| WYCD | FM | DETROIT | MI | 1089 | BTCH | 20170320ACU |
| **WJFK-FM** | **FM** | **MANASSAS** | **VA** | **28625** | **BTCH** | **20170320AFS** |
| **KMVQ-FM** | **FM** | **SAN FRANCISCO** | **CA** | **1084** | **BTCH** | **20170320AFV** |
| KMVQ-FM3 | FB | WALNUT CREEK | CA | 1090 | BTCFTB | 20170320AFW |
| **WCCO** | **AM** | **MINNEAPOLIS** | **MN** | **9642** | **BTC** | **20170320AGE** |
| KMNB | FM | MINNEAPOLIS | MN | 9641 | BTCH | 20170320AGF |
| **WUSN** | **FM** | **CHICAGO** | **IL** | **28620** | **BTCH** | **20170320AGP** |
| **KSFM** | **FM** | **WOODLAND** | **CA** | **59598** | **BTCH** | **20170320ACS** |
| **KFNQ** | **AM** | **SEATTLE** | **WA** | **6387** | **BTC** | **20170320ACV** |
| KHTK | AM | SACRAMENTO | CA | 20352 | BTC | 20170320ACW |
| KRAK | AM | HESPERIA | CA | 72716 | BTC | 20170320ACX |
| KXNT | AM | NORTH LAS VEGAS | NV | 33068 | BTC | 20170320ACY |
| KXST | AM | NORTH LAS VEGAS | NV | 47745 | BTC | 20170320ACZ |
| WQAM | AM | MIAMI | FL | 64002 | BTC | 20170320ADA |
| WTIC | AM | HARTFORD | CT | 66464 | BTC | 20170320ADB |
| KALV-FM | FM | PHOENIX | AZ | 63913 | BTCH | 20170320ADC |
| KDKA-FM | FM | PITTSBURGH | PA | 20350 | BTCH | 20170320ADD |
| KEGY | FM | SAN DIEGO | CA | 59816 | BTCH | 20170320ADE |
| KEZK-FM | FM | ST. LOUIS | MO | 13507 | BTCH | 20170320ADF |
| KEZN | FM | PALM DESERT | CA | 11747 | BTCH | 20170320ADG |
| KFRC-FM | FM | SAN FRANCISCO | CA | 20897 | BTCH | 20170320ADH |
| KFRG | FM | SAN BERNARDINO | CA | 1241 | BTCH | 20170320ADI |
| KHMX | FM | HOUSTON | TX | 47749 | BTCH | 20170320ADJ |
| KJAQ | FM | SEATTLE | WA | 1091 | BTCH | 20170320ADK |
| KLOL | FM | HOUSTON | TX | 35073 | BTCH | 20170320ADL |
| KLUC-FM | FM | LAS VEGAS | NV | 47744 | BTCH | 20170320ADM |
| KMLE | FM | CHANDLER | AZ | 59965 | BTCH | 20170320ADN |
| KMPS-FM | FM | SEATTLE | WA | 20356 | BTCH | 20170320ADO |
| KMXB | FM | HENDERSON | NV | 51676 | BTCH | 20170320ADP |
| KNCI | FM | SACRAMENTO | CA | 20353 | BTCH | 20170320ADQ |
| KOOL-FM | FM | PHOENIX | AZ | 13506 | BTCH | 20170320ADR |
| KVFG | FM | VICTORVILLE | CA | 72717 | BTCH | 20170320ADS |
| KXFG | FM | MENIFEE | CA | 63912 | BTCH | 20170320ADT |
| KXQQ-FM | FM | HENDERSON | NV | 12560 | BTCH | 20170320ADU |
| KXTE | FM | PAHRUMP | NV | 2100 | BTCH | 20170320ADV |
| KYKY | FM | ST. LOUIS | MO | 20358 | BTCH | 20170320ADW |
| KYMX | FM | SACRAMENTO | CA | 72116 | BTCH | 20170320ADX |
| KYXY | FM | SAN DIEGO | CA | 51671 | BTCH | 20170320ADY |
| KZOK-FM | FM | SEATTLE | WA | 20357 | BTCH | 20170320ADZ |
| KZZO | FM | SACRAMENTO | CA | 65481 | BTCH | 20170320AEA |
| WBZ-FM | FM | BOSTON | MA | 1901 | BTCH | 20170320AEB |
| WBZZ | FM | NEW KENSINGTON | PA | 20351 | BTCH | 20170320AEC |
| WDOK | FM | CLEVELAND | OH | 28525 | BTCH | 20170320AED |
| WDSY-FM | FM | PITTSBURGH | PA | 18525 | BTCH | 20170320AEE |
| WJZ-FM | FM | CATONSVILLE | MD | 1916 | BTCH | 20170320AEF |
| WKIS | FM | BOCA RATON | FL | 64001 | BTCH | 20170320AEG |
| WKRK-FM | FM | CLEVELAND HEIGHTS | OH | 74473 | BTCH | 20170320AEH |
| WNCX | FM | CLEVELAND | OH | 41390 | BTCH | 20170320AEI |
| WOCL | FM | DELAND | FL | 10138 | BTCH | 20170320AEJ |
| WOMX-FM | FM | ORLANDO | FL | 47746 | BTCH | 20170320AEK |
| WPOW | FM | MIAMI | FL | 73893 | BTCH | 20170320AEL |
| WQAL | FM | CLEVELAND | OH | 72889 | BTCH | 20170320AEM |
| WQMP | FM | DAYTONA BEACH | FL | 73137 | BTCH | 20170320AEN |
| WRCH | FM | NEW BRITAIN | CT | 1910 | BTCH | 20170320AEO |
| WTDY-FM | FM | PHILADELPHIA | PA | 51434 | BTCH | 20170320AEP |
| WTIC-FM | FM | HARTFORD | CT | 66465 | BTCH | 20170320AEQ |
| WWMX | FM | BALTIMORE | MD | 74196 | BTCH | 20170320AER |
| WXTU | FM | PHILADELPHIA | PA | 74213 | BTCH | 20170320AES |
| WZMX | FM | HARTFORD | CT | 1900 | BTCH | 20170320AET |
| KFRC-FM1 | FB | PLEASANTON | CA | 178412 | BTCFTB | 20170320AEU |
| **KIKK** | **AM** | **PASADENA** | **TX** | **25450** | **BTC** | **20170320AFI** |
| KILT | AM | HOUSTON | TX | 25440 | BTC | 20170320AFJ |
| KRLD | AM | DALLAS | TX | 59820 | BTC | 20170320AFK |
| KILT-FM | FM | HOUSTON | TX | 25439 | BTCH | 20170320AFL |
| KJKK | FM | DALLAS | TX | 63779 | BTCH | 20170320AFM |
| KKHH | FM | HOUSTON | TX | 25449 | BTCH | 20170320AFN |
| KLUV | FM | DALLAS | TX | 67195 | BTCH | 20170320AFO |
| KMVK | FM | FORT WORTH | TX | 23440 | BTCH | 20170320AFP |
| KRLD-FM | FM | DALLAS | TX | 1087 | BTCH | 20170320AFQ |
| KVIL | FM | HIGHLAND PARK-DALLAS | TX | 28624 | BTCH | 20170320AFR |
| **WLIF** | **FM** | **BALTIMORE** | **MD** | **28637** | **BTCH** | **20170320AFT** |
| **WJZ** | **AM** | **BALTIMORE** | **MD** | **28636** | **BTC** | **20170320AGD** |
| **WJFK** | **AM** | **MORNINGSIDE** | **MD** | **28638** | **BTC** | **20170320AGO** |
| **WBMX** | **FM** | **BOSTON** | **MA** | **26897** | **BTCH** | **20170320AHA** |
| **KZJK** | **FM** | **ST. LOUIS PARK** | **MN** | **54425** | **BTCH** | **20170320AHD** |

* 1. **ENTERCOM COMMUNICATIONS CORP.**

| **Call Sign** | **Service** | **City** | **State** | **Facility Id.** | **Prefix** | **File Number** |
| --- | --- | --- | --- | --- | --- | --- |
| **KAMX** | **FM** | **LULING** | **TX** | **48651** | **BTCH** | **20170320AHE** |
| KJCE | AM | ROLLINGWOOD | TX | 1243 | BTC | 20170320AHF |
| KKMJ-FM | FM | AUSTIN | TX | 66489 | BTCH | 20170320AHG |
| K240EL | FX | AUSTIN | TX | 156299 | BTCFT | 20170320AHH |
| WEEI | AM | BOSTON | MA | 1912 | BTC | 20170320AHI |
| WVEI | AM | WORCESTER | MA | 74466 | BTC | 20170320AHJ |
| WEEI-FM | FM | LAWRENCE | MA | 1919 | BTCH | 20170320AHK |
| KALC | FM | DENVER | CO | 59601 | BTCH | 20170320AHL |
| KQMT | FM | DENVER | CO | 26929 | BTCH | 20170320AHM |
| KEZW | AM | AURORA | CO | 67843 | BTC | 20170320AHN |
| WKTK | FM | CRYSTAL RIVER | FL | 18520 | BTCH | 20170320AHO |
| WSKY-FM | FM | MICANOPY | FL | 23352 | BTCH | 20170320AHP |
| WPAW | FM | WINSTON-SALEM | NC | 40752 | BTCH | 20170320AHQ |
| WJMH | FM | REIDSVILLE | NC | 40754 | BTCH | 20170320AHR |
| WEAL | AM | GREENSBORO | NC | 49315 | BTC | 20170320AHS |
| WQMG | FM | GREENSBORO | NC | 47078 | BTCH | 20170320AHT |
| WPET | AM | GREENSBORO | NC | 71271 | BTC | 20170320AHU |
| WSMW | FM | GREENSBORO | NC | 71272 | BTCH | 20170320AHV |
| WFBC-FM | FM | GREENVILLE | SC | 34390 | BTCH | 20170320AHW |
| WSPA-FM | FM | SPARTANBURG | SC | 66400 | BTCH | 20170320AHX |
| WYRD | AM | GREENVILLE | SC | 34389 | BTC | 20170320AHY |
| WORD | AM | SPARTANBURG | SC | 66390 | BTC | 20170320AHZ |
| WYRD-FM | FM | SIMPSONVILLE | SC | 53623 | BTCH | 20170320AIA |
| WROQ | FM | ANDERSON | SC | 318 | BTCH | 20170320AIB |
| WTPT | FM | FOREST CITY | NC | 4677 | BTCH | 20170320AIC |
| W249AR | FX | ASHEVILLE | NC | 66403 | BTCFT | 20170320AID |
| WZPL | FM | GREENFIELD | IN | 47144 | BTCH | 20170320AIE |
| WNTR | FM | INDIANAPOLIS | IN | 47143 | BTCH | 20170320AIF |
| WXNT | AM | INDIANAPOLIS | IN | 47145 | BTC | 20170320AIG |
| KMBZ | AM | KANSAS CITY | MO | 6382 | BTC | 20170320AIH |
| KZPT | FM | KANSAS CITY | MO | 6379 | BTCH | 20170320AII |
| KCSP | AM | KANSAS CITY | MO | 11270 | BTC | 20170320AIJ |
| KMBZ-FM | FM | KANSAS CITY | KS | 2449 | BTCH | 20170320AIK |
| KQRC-FM | FM | LEAVENWORTH | KS | 74101 | BTCH | 20170320AIL |
| WDAF-FM | FM | LIBERTY | MO | 8609 | BTCH | 20170320AIM |
| KRBZ | FM | KANSAS CITY | MO | 57119 | BTCH | 20170320AIN |
| KYYS | AM | KANSAS CITY | KS | 73938 | BTC | 20170320AIO |
| KWOD | AM | KANSAS CITY | KS | 87143 | BTC | 20170320AIP |
| WOLX-FM | FM | BARABOO | WI | 60236 | BTCH | 20170320AIQ |
| WMHX | FM | WAUNAKEE | WI | 73655 | BTCH | 20170320AIR |
| WMMM-FM | FM | VERONA | WI | 73663 | BTCH | 20170320AIS |
| WMC | AM | MEMPHIS | TN | 19185 | BTC | 20170320AIT |
| WMC-FM | FM | MEMPHIS | TN | 59449 | BTCH | 20170320AIU |
| WMFS-FM | FM | BARTLETT | TN | 4653 | BTCH | 20170320AIV |
| WLFP | FM | GERMANTOWN | TN | 2686 | BTCH | 20170320AIW |
| WMFS | AM | MEMPHIS | TN | 34374 | BTC | 20170320AIX |
| WRVR | FM | MEMPHIS | TN | 34375 | BTCH | 20170320AIY |
| WSSP | AM | MILWAUKEE | WI | 27030 | BTC | 20170320AIZ |
| W289CB | FX | MILWAUKEE | WI | 157544 | BTCFT | 20170320AJA |
| WMYX-FM | FM | MILWAUKEE | WI | 27029 | BTCH | 20170320AJB |
| WXSS | FM | WAUWATOSA | WI | 27031 | BTCH | 20170320AJC |
| WPTE | FM | VIRGINIA BEACH | VA | 64004 | BTCH | 20170320AJD |
| WWDE-FM | FM | HAMPTON | VA | 40753 | BTCH | 20170320AJE |
| WVKL | FM | NORFOLK | VA | 4672 | BTCH | 20170320AJF |
| WNVZ | FM | NORFOLK | VA | 40755 | BTCH | 20170320AJG |
| KGON | FM | PORTLAND | OR | 2432 | BTCH | 20170320AJH |
| KNRK | FM | CAMAS | WA | 51213 | BTCH | 20170320AJI |
| KMTT | AM | VANCOUVER | WA | 35033 | BTC | 20170320AJJ |
| KYCH-FM | FM | PORTLAND | OR | 35034 | BTCH | 20170320AJK |
| KRSK | FM | MOLALLA | OR | 68213 | BTCH | 20170320AJL |
| KWJJ-FM | FM | PORTLAND | OR | 13738 | BTCH | 20170320AJM |
| KFXX | AM | PORTLAND | OR | 57830 | BTC | 20170320AJN |
| WVEI-FM | FM | WESTERLY | RI | 71720 | BTCH | 20170320AJO |
| W273DA | FX | CHARLOTTE | NC | 142651 | BTCFT | 20170320AJP |
| KSEG | FM | SACRAMENTO | CA | 11281 | BTCH | 20170320AJQ |
| KIFM | AM | WEST SACRAMENTO | CA | 67848 | BTC | 20170320AJR |
| KKDO | FM | FAIR OAKS | CA | 6810 | BTCH | 20170320AJS |
| KUDL | FM | SACRAMENTO | CA | 57889 | BTCH | 20170320AJT |
| KOIT | FM | SAN FRANCISCO | CA | 6380 | BTCH | 20170320AJU |
| KGMZ | FM | SAN FRANCISCO | CA | 25446 | BTCH | 20170320AJV |
| KRBQ-FM2 | FB | SAN FRANCISCO | CA | 137626 | BTCFTB | 20170320AJW |
| KOIT-FM3 | FB | MARTINEZ | CA | 6374 | BTCFTB | 20170320AJX |
| KGMZ-FM1 | FB | WALNUT CREEK | CA | 25447 | BTCFTB | 20170320AJY |
| KHTP | FM | TACOMA | WA | 18513 | BTCH | 20170320AJZ |
| KNDD | FM | SEATTLE | WA | 34530 | BTCH | 20170320AKA |
| KISW | FM | SEATTLE | WA | 47750 | BTCH | 20170320AKB |
| KKWF | FM | SEATTLE | WA | 6367 | BTCH | 20170320AKC |
| K277AE | FX | SEATTLE | WA | 18522 | BTCFT | 20170320AKD |
| K281AD | FX | OLYMPIA | WA | 18515 | BTCFT | 20170320AKE |
| WWEI | FM | EASTHAMPTON | MA | 11295 | BTCH | 20170320AKF |
| KEYN-FM | FM | WICHITA | KS | 53151 | BTCH | 20170320AKG |
| KFH | AM | WICHITA | KS | 53598 | BTC | 20170320AKH |
| KNSS | AM | WICHITA | KS | 53152 | BTC | 20170320AKI |
| KFBZ | FM | HAYSVILLE | KS | 53153 | BTCH | 20170320AKJ |
| KNSS-FM | FM | CLEARWATER | KS | 23292 | BTCH | 20170320AKK |
| KDGS | FM | ANDOVER | KS | 70266 | BTCH | 20170320AKL |
| K248CY | FX | WICHITA | KS | 141945 | BTCFT | 20170320AKM |
| WLNK | FM | CHARLOTTE | NC | 30834 | BTCH | 20170320AKN |
| WBT | AM | CHARLOTTE | NC | 30830 | BTC | 20170320AKO |
| WBT-FM | FM | CHESTER | SC | 10764 | BTCH | 20170320AKP |
| WFNZ | AM | CHARLOTTE | NC | 53974 | BTC | 20170320AKQ |
| WRKO | AM | BOSTON | MA | 1902 | BTC | 20170320AKR |
| WAAF | FM | WESTBOROUGH | MA | 74467 | BTCH | 20170320AKS |
| WKAF | FM | BROCKTON | MA | 19633 | BTCH | 20170320AKT |
| KRXQ | FM | SACRAMENTO | CA | 20354 | BTCH | 20170320AKU |
| KRBQ | FM | SAN FRANCISCO | CA | 65486 | BTCH | 20170320AKV |
| KUFX | FM | SAN JOSE | CA | 65415 | BTCH | 20170320AKW |
| KUFX-FM2 | FB | MORGAN HILL | CA | 65413 | BTCFTB | 20170320AKX |
| KUFX-FM3 | FB | PLEASANTON | CA | 136624 | BTCFTB | 20170320AKY |
| KBLX-FM | FM | BERKELEY | CA | 28670 | BTCH | 20170320AKZ |
| KBLX-FM2 | FB | PLEASANTON | CA | 88317 | BTCFTB | 20170320ALA |
| KSWD | FM | LOS ANGELES | CA | 70038 | BTCH | 20170320ALB |
| KSWD-FM2 | FB | SANTA CLARITA | CA | 198254 | BTCFTB | 20170320ALC |
| **WSTR** | **FM** | **SMYRNA** | **GA** | **30822** | **BTCH** | **20170320AAW** |
| **WBEN** | **AM** | **BUFFALO** | **NY** | **34381** | **BTC** | **20170320AGQ** |
| WTSS | FM | BUFFALO | NY | 34382 | BTCH | 20170320AGR |
| WWKB | AM | BUFFALO | NY | 34383 | BTC | 20170320AGS |
| WKSE | FM | NIAGARA FALLS | NY | 34384 | BTCH | 20170320AGT |
| WGR | AM | BUFFALO | NY | 56101 | BTC | 20170320AGU |
| WWWS | AM | BUFFALO | NY | 56104 | BTC | 20170320AGV |
| WLKK | FM | WETHERSFIELD TWNSHP | NY | 9250 | BTCH | 20170320AGW |
| W297AB | FX | WILLIAMSVILLE | NY | 9253 | BTCFT | 20170320AGX |
| W284AP | FX | BUFFALO | NY | 9254 | BTCFT | 20170320AGY |
| **KQKS** | **FM** | **LAKEWOOD** | **CO** | **35574** | **BTCH** | **20170320AAX** |
| K276FK | FX | DENVER | CO | 157107 | BTCFT | 20170320AAY |
| **WAXY** | **AM** | **SOUTH MIAMI** | **FL** | **30837** | **BTC** | **20170320AAR** |
| WMXJ | FM | POMPANO BEACH | FL | 30840 | BTCH | 20170320AAS |
| WSFS | FM | MIRAMAR | FL | 29567 | BTCH | 20170320AAT |
| WLYF | FM | MIAMI | FL | 30827 | BTCH | 20170320AAU |
| **WWWL** | **AM** | **NEW ORLEANS** | **LA** | **72959** | **BTC** | **20170320AGH** |
| WWL | AM | NEW ORLEANS | LA | 34377 | BTC | 20170320AGI |
| WEZB | FM | NEW ORLEANS | LA | 20346 | BTCH | 20170320AGJ |
| WLMG | FM | NEW ORLEANS | LA | 34376 | BTCH | 20170320AGK |
| WWL-FM | FM | KENNER | LA | 52435 | BTCH | 20170320AGL |
| WKBU | FM | NEW ORLEANS | LA | 52434 | BTCH | 20170320AGM |
| W279DF | FX | NEW ORLEANS | LA | 148534 | BTCFT | 20170320AGN |
| **WROC** | **AM** | **ROCHESTER** | **NY** | **71205** | **BTC** | **20170320AFX** |
| WBEE-FM | FM | ROCHESTER | NY | 71206 | BTCH | 20170320AFY |
| WBZA | FM | ROCHESTER | NY | 71204 | BTCH | 20170320AFZ |
| WCMF-FM | FM | ROCHESTER | NY | 1905 | BTCH | 20170320AGA |
| WPXY-FM | FM | ROCHESTER | NY | 53966 | BTCH | 20170320AGB |
| W239BF | FX | ROCHESTER | NY | 157394 | BTCFT | 20170320AGC |
| **KBZT** | **FM** | **SAN DIEGO** | **CA** | **58816** | **BTCH** | **20170320ACN** |
| KXSN | FM | SAN DIEGO | CA | 34589 | BTCH | 20170320ACO |
| KSON | FM | SAN DIEGO | CA | 30832 | BTCH | 20170320ACP |
| KSOQ-FM | FM | ESCONDIDO | CA | 49206 | BTCH | 20170320ACQ |
| **WBZU** | **AM** | **SCRANTON** | **PA** | **36200** | **BTC** | **20170320AEW** |
| WGGI | FM | BENTON | PA | 19543 | BTCH | 20170320AEX |
| WKRZ | FM | FREELAND | PA | 34379 | BTCH | 20170320AEY |
| WILK-FM | FM | AVOCA | PA | 22666 | BTCH | 20170320AEZ |
| WKZN | AM | WEST HAZLETON | PA | 22667 | BTC | 20170320AFA |
| WMQX | FM | PITTSTON | PA | 22925 | BTCH | 20170320AFB |
| WILK | AM | WILKES-BARRE | PA | 34380 | BTC | 20170320AFC |
| WGGY | FM | SCRANTON | PA | 36202 | BTCH | 20170320AFD |
| WKRF | FM | TOBYHANNA | PA | 14643 | BTCH | 20170320AFE |
| WGGY-FM1 | FB | HONESDALE | PA | 91317 | BTCFTB | 20170320AFF |
| WGGY-FM2 | FB | EAST STROUDSBURG | PA | 190777 | BTCFTB | 20170320AFG |
| WGGI-FM1 | FB | BLOOMSBURG | PA | 199791 | BTCFTB | 20170320AOB |

1. **CBS RADIO, INC., AND ENTERCOM COMMUNICATIONS CORP., STATIONS TO BE ASSIGNED TO THE ENTERCOM DIVESTITURE TRUST:**

| **Call Sign** | **Service** | **City** | **State** | **Facility Id.** | **Prefix** | **File Number** |
| --- | --- | --- | --- | --- | --- | --- |
| **KMVQ-FM** | **FM** | **SAN FRANCISCO** | **CA** | **1084** | **BALH** | **20170320AMP** |
| KMVQ-FM3 | FB | WALNUT CREEK | CA | 1090 | BALFTB | 20170320AMQ |
| **WZLX** | **FM** | **BOSTON** | **MA** | **13806** | **BALH** | **20170320AMR** |
| **WBZ** | **AM** | **BOSTON** | **MA** | **25444** | **BAL** | **20170320AMT** |
| **KYMX** | **FM** | **SACRAMENTO** | **CA** | **72116** | **BALH** | **20170320ANE** |
| KHTK | AM | SACRAMENTO | CA | 20352 | BAL | 20170320ANF |
| KZZO | FM | SACRAMENTO | CA | 65481 | BALH | 20170320ANG |
| KZOK-FM | FM | SEATTLE | WA | 20357 | BALH | 20170320ANH |
| KJAQ | FM | SEATTLE | WA | 1091 | BALH | 20170320ANI |
| KFNQ | AM | SEATTLE | WA | 6387 | BAL | 20170320ANJ |
| WBZ-FM | FM | BOSTON | MA | 1901 | BALH | 20170320ANK |
| KNCI | FM | SACRAMENTO | CA | 20353 | BALH | 20170320ANO |
| **WGGI** | **FM** | **BENTON** | **PA** | **19543** | **BALH** | **20170320ALF** |
| WGGI-FM1 | FB | BLOOMSBURG | PA | 199791 | BAPFTB | 20170320ALG |
| **KSOQ-FM** | **FM** | **ESCONDIDO** | **CA** | **49206** | **BALH** | **20170320ALH** |
| **KSWD** | **FM** | **LOS ANGELES** | **CA** | **70038** | **BALH** | **20170320ALJ** |
| KBLX-FM | FM | BERKELEY | CA | 28670 | BALH | 20170320ALM |
| KUFX | FM | SAN JOSE | CA | 65415 | BALH | 20170320ALN |
| KUFX-FM2 | FB | MORGAN HILL | CA | 65413 | BALFTB | 20170320ALO |
| KUFX-FM3 | FB | PLEASANTON | CA | 136624 | BALFTB | 20170320ALP |
| WKAF | FM | BROCKTON | MA | 19633 | BALH | 20170320ALR |
| WRKO | AM | BOSTON | MA | 1902 | BAL | 20170320ALS |
| KOIT | FM | SAN FRANCISCO | CA | 6380 | BALH | 20170320AMA |
| KSWD-FM2 | FB | LOS ANGELES | CA | 198254 | BALFTB | 20170320AMI |
| KOIT-FM3 | FB | MARTINEZ | CA | 6374 | BALFTB | 20170320AMK |
| KBLX-FM2 | FB | PLEASANTON | CA | 88317 | BALFTB | 20170320DDD |

1. **ENTERCOM COMMUNICATIONS CORP., STATIONS TO BE ASSIGNED TO EDUCATIONAL MEDIA FOUNDATION:**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Call Sign** | **Service** | **City** | **State** | **Facility Id.** | **Prefix** | **File Number** |
| **KSWD** | **FM** | **LOS ANGELES** | **CA** | **70038** | **BALH** | **20170926AFA** |
| KSWD-FM2 | FB | LOS ANGELES | CA | 198254 | BALFTB | 20170926AFB |
| **KSOQ-FM** | **FM** | **ESCONDIDO** | **CA** | **49206** | **BALH** | **20170926AFF** |
| **WGGI** | **FM** | **BENTON** | **PA** | **19543** | **BALH** | **20170926AFG** |
| WGGI-FM1 | FB | BLOOMSBURG | PA | 199791 | BAPFTB | 20170926AFH |

1. The captioned applications were filed on March 20, 2017. By Public Notice released March 31, 2017, the Bureau established petition to deny, opposition and reply filing deadlines of May 1, May 11, and May 18, 2017, respectively. The Bureau also announced permit-but-disclose *ex parte* status for the applications. *Entercom Communications and CBS Radio Seek Approval to Transfer Control of and Assign FCC Authorizations and Licenses,* Public Notice, 32 FCC Rcd 2105 (MB 2017). A list of the stations that are the subject of the proposed assignments and transfers and, for each, its call sign, community of license, facility ID number and assignment or transfer application file number is attached as the Appendix. [↑](#footnote-ref-2)
2. *See* 47 U.S.C. § 310(d). [↑](#footnote-ref-3)
3. The combined ownership interests of Entercom and CBSR present an issue under 47 CFR § 73.3555(a)(1) in the following seven Nielsen markets: Boston, Massachusetts; Los Angeles, California; Sacramento, California; San Francisco, California; San Diego, California; Seattle-Tacoma, Washington; and Wilkes-Barre/Scranton, Pennsylvania. [↑](#footnote-ref-4)
4. EDT’s Trustee is TDC Communications, LLC, whose sole member is Elliot B. Evers. [↑](#footnote-ref-5)
5. *See Divestiture Amendments* at Exhibit 5. [↑](#footnote-ref-6)
6. 47 CFR § 73.3555(c). [↑](#footnote-ref-7)
7. Moonves is Chairman of the Board, President and Chief Executive Officer of CBS. [↑](#footnote-ref-8)
8. Ianniello is Chief Operating Officer of CBS. [↑](#footnote-ref-9)
9. The Divestiture Applications include Entercom stations KSWD(FM), Los Angeles, California, KSOQ-FM, San Diego, California, and WGGI(FM), Benton, Pennsylvania, respectively. *See* Application Nos. BALH-20170320ALJ, BALH-20170320ALF, and BALH-20170320ALH, respectively. On September 26, 2017, Entercom sought Commission consent to assign those station licenses to EMF. *See* Application File Nos. BALH-20170926AFA; BALH20170926AFF, and BALH-20170926AFG, respectively (the EMF Applications). If Entercom and EMF do not close on this transaction prior to or simultaneously with the consummation of the merger transaction, these licenses will be assigned to the EDT. *See* EMF Applications, Attachment 5, Asset Purchase Agreement, at paragraphs B – E. The Media Bureau granted the EMF applications on November 2, 2017. *See Public Notice,* Broadcast Actions, Report No. 49107 (rel. Nov. 7, 2017).  [↑](#footnote-ref-10)
10. No other petitions or objections were filed against the Merger of Divestiture Applications. [↑](#footnote-ref-11)
11. Stolz Petitionat 10-11, citing 47 U.S.C. § 309(b). [↑](#footnote-ref-12)
12. Stolz Petition at 12, referencing *Entercom License, LLC,* Hearing Designation Order and Notice of Opportunity for Hearing, 31 FCC Rcd 12196 (2016) (*KDND HDO*). Entercom subsequently turned in the license to KDND(FM) and the proceeding was terminated. *See Entercom License, LLC*, Memorandum Opinion and Order, 32 FCC Rcd 7149 (2017), *pet. for recon. pending.* [↑](#footnote-ref-13)
13. Stolz Petition at 16-19, referencing KUDL(FM), KRXQ(FM), KIMF(FM) and KSEG(FM), Sacramento, and KKDO(FM), Fair Oaks, California. *See Entercom Sacramento Licenses, Inc.*, Letter Decision, reference 1800B3-JM (MB Jan. 18, 2017). [↑](#footnote-ref-14)
14. Naiman Petition at 4. [↑](#footnote-ref-15)
15. *Id.* at 6-13. [↑](#footnote-ref-16)
16. Opposition at 2-3, citing Transfer Applications Comprehensive Exhibit at n. 2 and Divestiture Trust Comprehensive Exhibit at 2. [↑](#footnote-ref-17)
17. Opposition at 4. [↑](#footnote-ref-18)
18. *Id.* at 5. [↑](#footnote-ref-19)
19. *Id.* at 8, citing *KDND HDO*, 31 FCC Rcd at 12209 n.122. [↑](#footnote-ref-20)
20. *Id.* at 7-8, referencing Agreement and Plan of Merger submitted with the Merger Applications at pp. 88-89, § 7.9, and Declaration of Elliot B. Evers, appended to the Opposition as Exhibit A. [↑](#footnote-ref-21)
21. Stolz and Naiman cite *ERIE Radio Co., LLC*, Memorandum Opinion and Order, 32 FCC Rcd 3890 (WTB/MB 2017) (*ERIE*) (Wireless and Media Bureaus dismiss auction winner long-form application because the applicant missed down-payment deadline by one day). [↑](#footnote-ref-22)
22. Stolz Reply at 3, Naiman Reply at 2-3. [↑](#footnote-ref-23)
23. Stolz Reply at 7-9, Naiman Reply at 7-9. [↑](#footnote-ref-24)
24. Accompanying it was a Motion for Leave to File First Supplement to Petition to Dismiss or Deny. We hereby grant the Motion. [↑](#footnote-ref-25)
25. First Supplement at 6, citing *Character Policy Statement,* 102 FCC 2d 1179 at n.60 (1986). Additionally, Stolz argues that the “vituperative nature” of the Colbert monologue raises a substantial and material question of fact regarding whether CBS engaged in intentional news distortion. First Supplement at 8-9, citing *Serafyn v. FCC*, 149 F.3d 1213 (D. C. Cir. 1998) and *Jefferson Radio Co., Inc. v. FCC,* 340 F.2d 781 (D.C. Cir. 1964) (*Jefferson Radio*). [↑](#footnote-ref-26)
26. Opposition to First Supplement at 1. [↑](#footnote-ref-27)
27. *Id.* [↑](#footnote-ref-28)
28. *Id.* at 5-8. [↑](#footnote-ref-29)
29. Reply to Opposition to First Supplement at 2. In addition, Stolz asserts that this particular monologue was defamatory and done with the intent “to endanger the President, to incite, and to inflame.” *Id.* at 3, 4. [↑](#footnote-ref-30)
30. Accompanying it was a Motion for Leave to File Second Supplement to Petition to Dismiss or Deny. We hereby grant the Motion. [↑](#footnote-ref-31)
31. Second Supplementat 3, citing 18 U.S.C. §§ 245(b) and 1505, which, according to Stolz, make it a crime to intimidate a member of Congress. Stolz also cites 18 U.S.C. § 241, making it a crime for two or more persons to “conspire to inure, oppress, threaten, or intimidate any person in an State, Territory, Commonwealth, Possession, or District in the free exercise or enjoyment of any right or privilege secured to him by the Constitution or laws of the United States . . . .” [↑](#footnote-ref-32)
32. Opposition to Second Supplement at 1 (“Taken in context, Mr. Pelley did not advocate violence against anyone. In fact, his remarks … decried the advocacy of violence.”). [↑](#footnote-ref-33)
33. Reply to Opposition to Second Supplementat 3, referencing 47 U.S.C. § 403. [↑](#footnote-ref-34)
34. Accompanying it was a Motion for Leave to File Third Supplement to Petition to Dismiss or Deny. We hereby grant the Motion. [↑](#footnote-ref-35)
35. Third Supplement at 2. In this filing, Stolz references, among other things, a posting on social media site Twitter from a CBS employee allegedly expressing a lack of sympathy for the victims of the recent Las Vegas shootings. [↑](#footnote-ref-36)
36. Section 310(d) requires that the Commission consider the applications as if the proposed transferee were applying for the licenses directly. 47 U.S.C. § 310(d*). See, e.g., SBC Communications Inc. and AT&T Corp. Applications for Approval of Transfer of Control,* 20 FCC Rcd 18290, 18300, para. 16 (2005) (*SBC-AT&T Order*). [↑](#footnote-ref-37)
37. *See, e.g., SBC-AT&T Order,* 20 FCC Rcd at 18300, para. 16. [↑](#footnote-ref-38)
38. 47 U.S.C. § 309(e); *see also* [*General Motors Corporation and Hughes Electronics Corporation, Transferors, and The News Corporation Limited, Transferee*, Memorandum Opinion and Order, 19 FCC Rcd 473, 483 n.49 (2004)](http://web2.westlaw.com/find/default.wl?referencepositiontype=S&serialnum=2004065576&referenceposition=483&rp=%2ffind%2fdefault.wl&sv=Split&rs=WLW11.07&db=0004493&tf=-1&findtype=Y&fn=_top&mt=Westlaw&vr=2.0&pbc=517CDFD5&tc=-1&ordoc=2025471266). [↑](#footnote-ref-39)
39. *See, e.g., The E.W. Scripps Company,* Letter, 29 FCC Rcd 24870, 14872, n.9;  *Existing Shareholders of Clear Channel,* 23 FCC Rcd at 1427 n. 26 (parties file transfer application stating that “prior to the proposed transfer of control . . . , applications will be filed with the Commission to sell the requisite number of stations in the non-compliant combinations so that, as of the closing, the surviving company will be in compliance with the Commission’s multiple ownership rules”; application initially proposes assignment of all stations to trust, subsequently amended to identify the specific trust stations). [↑](#footnote-ref-40)
40. Moreover, Petitioners’ reliance on the alleged “strict compliance” standard applied in *ERIE* is unfounded. In *ERIE*, an auction-winning applicant missed a clearly established payment deadline and was dismissed pursuant to a specific auction rule. *ERIE*, 32 FCC Rcd at 3896, para. 18 (citing 47 CFR § 1.2107(b)). [↑](#footnote-ref-41)
41. 47 U.S.C. § 309(b). [↑](#footnote-ref-42)
42. Stoltz Petition at 10-11; Naiman Petition at 6. [↑](#footnote-ref-43)
43. 47 U.S.C. § 309(c). [↑](#footnote-ref-44)
44. 47 CFR § 73.3578. [↑](#footnote-ref-45)
45. *See, e.g., Shareholders of Hispanic Broad. Corp.,* Memorandum Opinion and Order, 18 FCC Rcd 18834, 18835 n.1 (2003) (amendment adding stations to pending assignment application that does not propose additional changes to ownership structure is “minor”). [↑](#footnote-ref-46)
46. *See Entercom License, LLC*, Memorandum Opinion and Order, 32 FCC Rcd 7149 (2017), *pet. for recon. pending*; *Dennis J. Kelly, Esq., etc.,* Letter, 32 FCC Rcd 6880 (MB 2017), *pet. for recon. pending*. [↑](#footnote-ref-47)
47. As to the allegations raised in Stolz Third Supplement regarding an employee “tweet,” we note that this does not constitute broadcast programming or any other actionable misconduct falling under the Commission’s jurisdiction. [↑](#footnote-ref-48)
48. *Policy Regarding Character Qualifications in Broadcast Licensing*, 102 FCC 2d 1179 (1986) (subsequent history omitted). [↑](#footnote-ref-49)
49. For instance, “an applicant has engaged in nonbroadcast misconduct so egregious as to shock the conscience and evoke almost universal disapprobation. . . might, of its own nature, constitute prima facie evidence that the applicant lacks the traits of reliability and/or truthfulness necessary to be a licensee.” *Id.* at 1205, fn. 60. [↑](#footnote-ref-50)
50. *Id*. at 1228. [↑](#footnote-ref-51)
51. Transfer Comprehensive Exhibit at 29-30. [↑](#footnote-ref-52)
52. *Id.* at 29. The parties cite *UTV of San Francisco, Inc.*, 16 FCC Rcd 14975, 14984 (2001) (*UTV*); *Fidelity Television, Inc.*, 17 FCC Rcd 8567, 8568 (2002) (*Fidelity*). [↑](#footnote-ref-53)
53. Transfer Comprehensive Exhibit at 29, citing *UTV* 16 FCC Rcd at 14984; *Fidelity*, 17 FCC Rcd at 8569; *New Rushmore Radio, Inc.*, 29 FCC Rcd 3265, 3267 (MB Vid. Div. 2014); *Schurz Commc’ns, Inc.*, 31 FCC Rcd 1113, 1118 (MB Vid. Div. 2016). [↑](#footnote-ref-54)
54. Entercom holds an interest in four FM stations and five AM stations in the Kansas City Market pursuant to a waiver granted in *Entercom Kansas City License, LLC*, Memorandum Opinion and Order, 17 FCC Rcd 24197 (2002) (waiving the local radio ownership provisions of Section 73.3555(a)(1) for five years from the licensing of KXTR(AM)). [↑](#footnote-ref-55)
55. *Revitalization of the AM Broadcast Service*, First Report and Order and Further Notice of Proposed Rule Making, 30 FCC Rcd 12145, 12177 (2015). [↑](#footnote-ref-56)
56. 47 CFR §§ 0.61(a), 0.283. [↑](#footnote-ref-57)