

Before the  
Federal Communications Commission  
Washington, D.C. 20554

In the Matter of Online Political Files of	)	File No.: MB/POL-07072020-C
	)	
Cumulus Media New Holdings Inc.	)	FRN: 0027639129
	)	
Licensee of Various Commercial Radio Stations	)	
	)	
	)	

**ORDER**

**Adopted: July 22, 2020**

**Released: July 22, 2020**

By the Chief, Media Bureau:

1. In this Order, we adopt the attached Consent Decree entered into between the Federal Communications Commission (the Commission) and Cumulus Media New Holdings Inc. (Cumulus). The Consent Decree resolves the Commission’s investigation into whether Cumulus violated section 315(e)(3) of the Communications Act of 1934, as amended (the Act), and section 73.1943(c) of the Commission’s rules in connection with the timeliness of uploads of required information to the online political files of certain of its owned and operated radio stations. To resolve this matter, Cumulus agrees, among other things, to implement a comprehensive Compliance Plan and to provide periodic Compliance Reports to the Bureau.

2. The Commission first adopted rules requiring broadcast stations to maintain public files documenting requests for political advertising time more than 80 years ago,<sup>1</sup> and political file obligations have been embodied in section 315(e) of the Act since 2002.<sup>2</sup> Section 315(e)(1) requires radio station licensees, among other regulatees, to maintain and make available for public inspection information about each request for the purchase of broadcast time that is made: (a) by or on behalf of a legally qualified candidate for public office,<sup>3</sup> or (b) by an issue advertiser whose advertisement communicates a message relating to a political matter of national importance.<sup>4</sup> Section 315(e)(3) of the Act requires stations to upload information about such requests to their online political files “as soon as possible.”<sup>5</sup> Section 73.1943(a) of the Commission’s Rules requires stations to maintain and make available for public inspection information about all requests for broadcast time made by or on behalf of candidates for public

<sup>1</sup> See 3 Fed. Reg. 1691 (1938).

<sup>2</sup> 47 U.S.C. § 315. See Bipartisan Campaign Reform Act of 2002, P.L. 107–155, 116 Stat. 81 (2002).

<sup>3</sup> 47 U.S.C. § 315(e)(1)(A).

<sup>4</sup> 47 U.S.C. § 315(e)(1)(B).

<sup>5</sup> 47 U.S.C. § 315(e)(3).

office,<sup>6</sup> and section 73.1943(c) requires stations to upload such information to their online political files “as soon as possible,” meaning “immediately absent unusual circumstances.”<sup>7</sup>

3. It is crucial that stations maintain political files that are complete and up to date because the information in them directly affects, among other things, the statutory rights of opposing candidates to request equal opportunities pursuant to section 315(a) of the Act<sup>8</sup> and present their positions to the public prior to an election.<sup>9</sup> In addition, as the Commission has stated, “the disclosures included in the political file further the First Amendment’s goal of an informed electorate that is able to evaluate the validity of messages and hold accountable the interests that disseminate political advocacy.”<sup>10</sup>

4. Cumulus is the licensee of various commercial radio stations across the country. In February 2020, Cumulus voluntarily informed the Bureau that many of its stations had not uploaded records of requests for the purchase of political broadcast time in a timely manner. Cumulus’s disclosure was consistent with the information that it provided in multiple license renewal applications filed with the Commission during the current license renewal cycle.

5. Following discussions with Bureau staff earlier this year, Cumulus informally agreed to adopt a Best Practices Plan and to submit a Compliance Report to the Bureau covering a limited period of time. That Compliance Report revealed a significant improvement by Cumulus in complying with its political file obligations. Cumulus has now formally agreed to enter into the attached Consent Decree, pursuant to which Cumulus admits that it violated its political file obligations by not uploading required records in a timely manner. Cumulus further agrees to implement a comprehensive compliance plan to ensure future compliance with its political file obligations and to submit periodic compliance reports to the Bureau.

6. After reviewing the terms of the Consent Decree and evaluating the facts before us, we find that the public interest would be served by adopting the Consent Decree and terminating the referenced investigation regarding Cumulus’s compliance with section 315(e)(3) of the Act and section 73.1943(c) of the Rules.

7. Accordingly, **IT IS ORDERED** that, pursuant to the authority delegated by section 0.61(e) and 0.283 of the Commission’s rules,<sup>11</sup> the attached Consent Decree **IS ADOPTED** and its terms incorporated by reference.

8. **IT IS FURTHER ORDERED** that the above-captioned matter **IS TERMINATED**.

9. **IT IS FURTHER ORDERED** that a copy of this Order and Consent Decree shall be served via electronic mail to Kathleen A. Kirby, Esq., Wiley Rein LLP, counsel for Cumulus Media New Holdings Inc., at [kkirby@wiley.law](mailto:kkirby@wiley.law).

---

<sup>6</sup> 47 CFR § 73.1943(a)

<sup>7</sup> 47 CFR § 73.1943(c).

<sup>8</sup> 47 U.S.C. § 315(a).

<sup>9</sup> Pursuant to section 73.1941(c) of the Rules, candidates have one week from an opponent’s initial “use” to request equal opportunities. 47 CFR § 73.1941(c). The failure by a station to promptly upload information about each “use” denies requesting candidates the notice they need to assert their statutory rights to equal opportunities in a timely manner. *See Standardized and Enhanced Disclosure Requirements for Television Broadcast Licensee Public Interest Obligations*, Second Report and Order, 27 FCC Rcd 4535, 4562 para. 55 (2012).

<sup>10</sup> *Id.* at 4543-44, para. 16.

<sup>11</sup> 47 CFR §§ 0.61(e), 0.283.

FEDERAL COMMUNICATIONS COMMISSION

Michelle M. Carey  
Chief, Media Bureau

**Before the  
Federal Communications Commission  
Washington, D.C. 20554**

In the Matter of Online Political Files of	)	File No.: MB/POL-07072020-C
	)	
<b>CUMULUS MEDIA NEW HOLDINGS INC.</b>	)	FRN: 0027639129
	)	
Licensee of Various Commercial Radio Stations	)	

**CONSENT DECREE**

1. The Media Bureau (Bureau) of the Federal Communications Commission (Commission) and Cumulus Media New Holdings Inc. (Cumulus), by their authorized representatives, hereby enter into this Consent Decree for the purpose of terminating the Bureau’s investigation, as defined below, into Cumulus’s compliance with section 315(e)(3) of the Communications Act of 1934, as amended,<sup>1</sup> and section 73.1943(c) of the Commission’s rules,<sup>2</sup> relating the maintenance of online political files. As set forth herein, to resolve this matter, Cumulus agrees, among other things, to implement a comprehensive Compliance Plan and provide periodic Compliance Reports to the Bureau.

**I. DEFINITIONS**

2. For the purposes of this Consent Decree, the following definitions shall apply:
- (a) “Act” means the Communications Act of 1934, as amended, 47 U.S.C. § 151 *et seq.*
  - (b) “Adopting Order” means an Order of the Media Bureau adopting the terms of this Consent Decree without change, addition, deletion, or modification.
  - (c) “Bureau” or “Media Bureau” means the Media Bureau of the Commission.
  - (d) “Commission” or “FCC” means the Federal Communications Commission and all of its bureaus and offices.
  - (e) “Communications Laws” means, collectively, the Act, the Rules, and the published and promulgated orders and decisions of the Commission.
  - (f) “Compliance Officer” means the individual designated in Paragraph 12 of this Consent Decree as the person responsible for administration of the Compliance Plan.
  - (g) “Compliance Plan” means the compliance obligations, program, and procedures described in this Consent Decree at Paragraph 13.
  - (h) “Covered Employees” means all employees and agents of the Company who perform, supervise, oversee, or manage the performance of duties that relate to Cumulus’s responsibilities under the Political Record-Keeping Statutes and Rules.
  - (i) “Effective Date” means the date by which both the Bureau and Cumulus have signed the Consent Decree.
  - (j) “Cumulus” or the “Company” means Cumulus Media Inc. and its affiliates, subsidiaries, predecessors-in-interest, and successors-in-interest.

<sup>1</sup> 47 U.S.C. § 315(e)(3).

<sup>2</sup> 47 CFR § 73.1943(c).

- (k) “Cumulus Stations” means all broadcast stations of which Cumulus is or becomes the licensee during the term of this Consent Decree.
- (l) “Investigation” means the Bureau’s investigation regarding Cumulus’s compliance with the Political Record-Keeping Statutes and Rules.
- (m) “Operating Procedures” means the standard internal operating procedures and compliance policies established by Cumulus to implement the Compliance Plan.
- (n) “Parties” means Cumulus and the Bureau, each of which is a “Party.”
- (o) “Political Record-Keeping Statutes and Rules” means 47 U.S.C. §315(e)(3); 47 CFR §§ 73.1943(c) and 73.3526(e)(6).
- (p) “Rules” means the Commission’s regulations found in Title 47 of the Code of Federal Regulations.

## II. BACKGROUND

3. The Commission first adopted rules requiring broadcast stations to maintain public files documenting requests for political advertising time more than 80 years ago,<sup>3</sup> and political file obligations have been embodied in section 315(e) of the Act since 2002.<sup>4</sup> Section 315(e)(1) requires radio station licensees, among other regulatees, to maintain and make available for public inspection information about each request for the purchase of broadcast time that is made: (a) by or on behalf of a legally qualified candidate for public office,<sup>5</sup> or (b) by an issue advertiser whose advertisement communicates a message relating to a political matter of national importance.<sup>6</sup> Section 315(e)(3) of the Act requires stations to upload information about such requests to their online political files “as soon as possible.”<sup>7</sup> Section 73.1943(a) of the Commission’s Rules requires stations to maintain and make available for public inspection information about all requests for broadcast time made by or on behalf of candidates for public office,<sup>8</sup> and section 73.1943(c) requires stations to upload such information to their online political files “as soon as possible,” meaning “immediately absent unusual circumstances.”<sup>9</sup>

4. It is crucial that stations maintain political files that are complete and up to date because the information in them directly affects, among other things, the statutory rights of opposing candidates to request equal opportunities pursuant to section 315(a) of the Act<sup>10</sup> and present their positions to the public prior to an election.<sup>11</sup> In addition, as the Commission has stated, “the disclosures included in the political

---

<sup>3</sup> See 3 Fed. Reg. 1691 (1938).

<sup>4</sup> 47 U.S.C. § 315. See Bipartisan Campaign Reform Act of 2002, P.L. 107–155, 116 Stat. 81 (2002).

<sup>5</sup> 47 U.S.C. § 315(e)(1)(A).

<sup>6</sup> 47 U.S.C. § 315(e)(1)(B).

<sup>7</sup> 47 U.S.C. § 315(e)(3).

<sup>8</sup> 47 CFR § 73.1943(a).

<sup>9</sup> 47 CFR § 73.1943(c).

<sup>10</sup> 47 U.S.C. § 315(a).

<sup>11</sup> Pursuant to section 73.1941(c) of the Rules, candidates have one week from an opponent’s initial “use” to request equal opportunities. 47 CFR § 73.1941(c). The failure by a station to promptly upload information about each “use” denies requesting candidates the notice they need to assert their statutory rights to equal opportunities in a timely manner. See *Standardized and Enhanced Disclosure Requirements for Television Broadcast Licensee Public Interest Obligations*, Second Report and Order, 27 FCC Rcd 4535, 4562 para. 55 (2012).

file further the First Amendment's goal of an informed electorate that is able to evaluate the validity of messages and hold accountable the interests that disseminate political advocacy."<sup>12</sup>

5. Cumulus is the licensee of 424 commercial radio stations in 87 markets across the United States.<sup>13</sup> It is a publicly traded company on the NASDAQ exchange. In February 2020, Cumulus voluntarily informed the Bureau that many of its stations had not uploaded records of requests for the purchase of political broadcast time in a timely manner. Cumulus's disclosure was consistent with the information that it had provided in multiple license renewal applications filed with the Commission as of February 2020.<sup>14</sup> Following discussions with Bureau and Commission staff, Cumulus voluntarily agreed to adopt consistent operating procedures across all of its stations pertaining the Political Record-Keeping Statutes and Rules and to submit a Compliance Report to the Bureau covering the five week period spanning the last full week of February and all of March 2020. The Compliance Report that Cumulus submitted revealed a dramatic improvement by the Company in complying with its political file obligations.<sup>15</sup> Cumulus achieved a substantial level of compliance during the reporting period which coincided with the March 11, 2020 World Health Organization's classification of COVID-19 as a pandemic and the March 13, 2020 Presidential declaration of a national emergency. We recognize that this period has placed the radio broadcast industry as a whole under significant financial stress from a dramatic reduction in advertising revenues. The Bureau believes that Cumulus' voluntary disclosure and cooperation, combined with the exceptional circumstances brought about by the COVID-19 coronavirus pandemic, present a unique situation and, on balance, warrant resolution of the Bureau's investigation under the terms and conditions described below. It is in express consideration of these unique conditions that the Bureau, in the exercise of its prosecutorial discretion, forbears from including a civil penalty on the basis of the Cumulus Stations' noncompliance during their current license terms as an element of the Bureau's agreement to enter this Consent Decree.

### III. TERMS OF AGREEMENT

6. **Adopting Order.** The provisions of this Consent Decree shall be incorporated by the Bureau in an Adopting Order.

7. **Jurisdiction.** Cumulus agrees that the Bureau has jurisdiction over it and the matters contained in this Consent Decree and has the authority to enter into and adopt this Consent Decree.

8. **Effective Date.** The Parties agree that this Consent Decree shall become effective on the Effective Date as defined herein. As of the Effective Date, the Parties agree that this Consent Decree shall have the same force and effect as any other order of the Commission.

9. **Termination of Investigation.** In express reliance on the covenants and representations in this Consent Decree and to avoid further expenditure of public resources, the Bureau agrees to terminate the Investigation. In addition, the Bureau agrees to process all license renewal applications filed by Cumulus for its radio stations during the current renewal cycle (ending on August 1, 2022) subject to ordinary Audio Division, Media Bureau procedures. In consideration for such, the Company agrees to the terms, conditions, and procedures contained herein. The Bureau agrees that, in the absence of new material evidence, the Bureau will not use the facts developed in this Investigation through the Effective Date, or the existence of this Consent Decree, to institute, on its own motion or in response to

---

<sup>12</sup> *Id.* at 4543-44, para. 16.

<sup>13</sup> See <https://www.cumulusmedia.com/about-us/company-overview/> reviewed on May 12, 2020.

<sup>14</sup> To date, Cumulus has filed 209 license renewal applications during the current license renewal cycle. Of that number, Cumulus was able to certify compliance with its political file obligations in only 19% of its applications. Most, if not all, were attributable to late-filed political records. The applications are listed in Appendix A.

<sup>15</sup> Based on its compliance report, Cumulus achieved 100% compliance with its political file obligations during the five-week period.

any petition to deny or other third-party objection, any new proceeding, formal or informal, or take any action on its own motion against Cumulus concerning the matters that were the subject of the Investigation. The Bureau also agrees that, in the absence of new material evidence, it will not use the facts developed in the Investigation through the Effective Date, or the existence of this Consent Decree, to institute on its own motion any proceeding, formal or informal, or to set for hearing the question of the Company's basic qualifications to be a Commission licensee or to hold Commission licenses or authorizations.<sup>16</sup>

10. **Admission of Liability.** Cumulus admits for the purpose of this Consent Decree, and in express reliance on the provisions of Paragraph 9 herein, that the statements described in Paragraph 5 are true and that Cumulus failed to upload certain required information to its online political files in a timely manner and to otherwise maintain full and complete information in its political files, in repeated violation of section 315(e)(3) of the Act and section 73.1943(c) of the Rules.

11. The Company acknowledges that the Commission or its delegated authority may use the facts which form the basis for this Consent Decree and its admission of liability in proposing any future sanctions against the Company in the event the Company is determined to have committed any violations of the Act, the Rules, or of any orders of the Commission after the Effective Date, whether related to political programming and record keeping or otherwise.<sup>17</sup>

12. **Compliance Officer.** To the extent it has not already done so, within thirty (30) calendar days after the Effective Date, the Company shall designate a senior corporate manager with the requisite corporate and organizational authority to serve as a Compliance Officer and to discharge the duties set forth below. The Compliance Officer shall report directly to Cumulus' Chief Executive Officer on a regular basis, and shall be responsible for developing, implementing, and administering the Compliance Plan and ensuring that the Company complies with the terms and conditions of the Compliance Plan and this Consent Decree. In addition to the general knowledge of the Communications Laws necessary to discharge his or her duties under this Consent Decree, the Compliance Officer shall have specific knowledge of the Political Record-Keeping Statutes and Rules prior to assuming his/her duties.

13. **Compliance Plan.** For purposes of settling the matters set forth herein, the Company agrees that it shall, within 90 calendar days after the Effective Date, develop and implement a Compliance Plan designed to ensure future compliance with the Political Record-Keeping Statutes and Rules, and with the terms and conditions of this Consent Decree. The Compliance Plan must implement, at a minimum, the following procedures:

- (a) **Operating Procedures.** The Compliance Plan shall include Operating Procedures that all Covered Employees must follow to help ensure the Company's compliance with the Political Record-Keeping Statutes and Rules. The Operating Procedures shall include internal procedures and policies specifically designed to ensure that Cumulus Stations upload all required information to their online political files in a timely manner and otherwise maintain full, complete, and up to date information therein. The Operating Procedures shall also include a compliance checklist that describes the steps that a Covered Employee must follow to ensure compliance with the Political Record-Keeping Statutes and Rules.
- (b) **Compliance Manual.** The Compliance Plan shall include a compliance manual that is distributed to all Covered Employees. Such distribution shall take place no later than 120 calendar days after the Effective Date. The compliance manual shall thoroughly explain the requirements embodied in the Political Record-Keeping Statutes and Rules, and it

---

<sup>16</sup> See 47 CFR § 1.93(b).

<sup>17</sup> Pursuant to section 503(b)(2)(E) of the Act, in exercising its forfeiture authority, the Commission may consider, among other things, "any history of prior offenses" by the licensee. 47 U.S.C. § 503(b)(2)(E).

shall set forth the Operating Procedures (including the compliance checklist) that Covered Employees must follow to help ensure Cumulus's compliance with the Political Record-Keeping Statutes and Rules. The Company shall periodically review and revise the compliance manual as necessary to ensure that the information set forth therein remains current, complete, accurate, and effective. The Company shall distribute any revisions to the compliance manual promptly to all Covered Employees.

- (c) Compliance Training Program. The Compliance Plan shall include a compliance training program to provide periodic training to Covered Employees on compliance with the Political Record-Keeping Statutes and Rules. As part of the compliance training program, Covered Employees shall be advised of the Company's obligation to report any noncompliance with the Political Record-Keeping Statutes and Rules under Paragraph 13(f) of this Consent Decree and shall be instructed on how to disclose noncompliance to the Compliance Officer. All Covered Employees shall receive initial training under the compliance training program within 150 calendar days after the Effective Date, except that any person who becomes a Covered Employee at any time after such initial training is provided shall receive training under the compliance training program within 30 calendar days after the date he or she becomes a Covered Employee. The Company shall provide training under the compliance training plan on at least an annual basis, and it shall periodically review and revise the compliance training program as necessary to ensure that it remains current, complete, and effective.
- (d) Industry Education. The Company shall cooperate with the National Association of Broadcasters and state broadcast associations, as appropriate, by encouraging and promoting education and training with respect to the Political Record-Keeping Statutes and Rules for radio broadcasters, including small broadcasters or stations with limited resources.
- (e) Compliance Reports. Cumulus shall submit periodic compliance reports with the Bureau. The first compliance report shall be filed no later than December 10, 2020, and cover the 60-day period preceding the general election on November 3, 2020. A second compliance report shall be filed no later than December 10, 2021, and cover the 6-month period preceding the general election on November 2, 2021. The Bureau may, within its sole discretion, require Cumulus to submit more frequent or additional compliance reports.
  - i. The compliance report shall include a spreadsheet and detailed description documenting the Company's efforts during the relevant period to comply with the Political Record-Keeping Statutes and Rules, and with the terms and conditions of this Consent Decree. In addition, each compliance report shall include a certification by the Compliance Officer, as an agent of and on behalf of the Company, stating that the Compliance Officer has personal knowledge that the Company: (i) has established and implemented the Compliance Plan; (ii) has utilized the operating procedures since the implementation of the Compliance Plan; and (iii) is not aware of any instances of noncompliance with the terms and conditions of this Consent Decree, including the reporting obligations set forth in Paragraph 13(f) of this Consent Decree
  - ii. The Compliance Officer's certification shall be accompanied by a statement explaining the basis for such certification and must comply with section 1.16 of



the Rules,<sup>18</sup> and be subscribed to as true under penalty of perjury in substantially the form set forth therein.

- iii. If the Compliance Officer is unable to provide the requisite certification, the Compliance Officer, as an agent of and on behalf of the Company, shall provide the Bureau with a detailed explanation of the reason(s) why and describe fully: (i) each instance of noncompliance; (ii) the steps that the Company has taken or will take to remedy such noncompliance, including the schedule on which such proposed remedial action will be taken; and (iii) the steps that the Company has taken or will take to prevent the recurrence of any such noncompliance, including the schedule on which such preventive action will be taken.
  - iv. Cumulus's Chief Executive Officer shall certify that he or she has reviewed each compliance report and that, based on his or her knowledge, the compliance report does not contain any untrue statement of a material fact, does not omit to state a material fact necessary to make the statements made therein, and is not misleading with respect to the period covered by the compliance report.
  - v. All compliance reports shall be submitted to the Political Programming staff: Robert Baker, Assistant Chief, Policy Division, Media Bureau, Federal Communications Commission, at [Robert.Baker@fcc.gov](mailto:Robert.Baker@fcc.gov); Gary Schonman, Special Counsel, Policy Division, Media Bureau, Federal Communications Commission, at [Gary.Schonman@fcc.gov](mailto:Gary.Schonman@fcc.gov); and Sima Nilsson, Attorney-Advisor, Media Bureau, Federal Communications Commission, at [Sima.Nilsson@fcc.gov](mailto:Sima.Nilsson@fcc.gov).
- (f) **Reporting Noncompliance.** The Company shall report any instance of noncompliance with the Political Record-Keeping Statutes and Rules, and any instance of noncompliance with the terms and conditions of this Consent Decree within 10 calendar days after discovery of such noncompliance. Such reports shall include a detailed explanation of: (i) each such instance of noncompliance; (ii) the steps that the Company has taken or will take to remedy such noncompliance; (iii) the schedule on which such remedial actions will be taken; and (iv) the steps that the Company has taken or will take to prevent the recurrence of any such noncompliance. All reports of noncompliance shall be submitted to the Political Programming staff: Robert Baker, Assistant Chief, Policy Division, Media Bureau, Federal Communications Commission, at [Robert.Baker@fcc.gov](mailto:Robert.Baker@fcc.gov); Gary Schonman, Special Counsel, Policy Division, Media Bureau, Federal Communications Commission, at [Gary.Schonman@fcc.gov](mailto:Gary.Schonman@fcc.gov); and Sima Nilsson, Attorney-Advisor, Media Bureau, Federal Communications Commission, at [Sima.Nilsson@fcc.gov](mailto:Sima.Nilsson@fcc.gov).

14. **Termination Date.** The requirements set forth in this Consent Decree shall terminate 60 days after the filing of the final compliance report referenced in Paragraph 13(e), provided the Bureau is satisfied that Cumulus has demonstrated substantial compliance with its political file obligations (the "Termination Date"). If the Bureau is not satisfied that Cumulus has demonstrated substantial compliance with its political file obligations, the Bureau may, within its sole discretion and authority, extend the termination date of this Consent Decree for up to an additional 24 months. The Company acknowledges that the Bureau retains the discretion and authority to propose sanctions against Company, including the issuance of notices of apparent liability for forfeitures, for any suspected or alleged noncompliance by Company with the Political Record-Keeping Statute and Rule that occurs during the term of this Consent Decree.

15. **Waivers.** As of the Effective Date, Cumulus waives any and all rights it may have to seek administrative or judicial reconsideration, review, appeal, or stay, or to otherwise challenge or contest the

---

<sup>18</sup> 47 CFR § 1.16.

validity of this Consent Decree and the Adopting Order. The Company shall retain the right to challenge Commission interpretation of the Consent Decree or any terms contained herein. If either Party (or the United States on behalf of the Commission) brings a judicial action to enforce the terms of the Consent Decree or Adopting Order, neither the Company nor the Commission shall contest the validity of the Consent Decree or the Adopting Order, and the Company shall waive any statutory right to a trial *de novo*. The Company hereby agrees to waive any claims it may have under the Equal Access to Justice Act<sup>19</sup> relating to the matters addressed in this Consent Decree.

16. **Severability.** The Parties agree that if any of the provisions of the Consent Decree shall be held unenforceable by any court of competent jurisdiction, such unenforceability shall not render unenforceable the entire Consent Decree, but rather the entire Consent Decree shall be construed as if not containing the particular unenforceable provision or provisions, and the rights and obligations of the Parties shall be construed and enforced accordingly.

17. **Invalidity.** In the event that this Consent Decree in its entirety is rendered invalid by any court of competent jurisdiction, it shall become null and void and may not be used in any manner in any legal proceeding.

18. **Subsequent Rule or Order.** The Parties agree that if any provision of this Consent Decree conflicts with any subsequent Rule or Order adopted by the Commission (except an order specifically intended to revise the terms of this Consent Decree to which the Company does not expressly consent) that provision will be superseded by such Rule or Order.

19. **Successors and Assigns.** Cumulus agrees that the provisions of this Consent Decree shall be binding on its successors, assigns, and transferees.

20. **Final Settlement.** The Parties agree and acknowledge that this Consent Decree shall constitute a final settlement between the Parties with respect to the Investigation.

21. **Modifications.** This Consent Decree cannot be modified without the advance written consent of both Parties.

22. **Paragraph Headings.** The headings of the paragraphs in this Consent Decree are inserted for convenience only and are not intended to affect the meaning or interpretation of this Consent Decree.

23. **Authorized Representative.** Each Party represents and warrants to the other that it has full power and authority to enter into this Consent Decree. Each person signing this Consent Decree on

---

<sup>19</sup> See 5 U.S.C. § 504; 47 CFR §§ 1.1501-1.1530.

behalf of a Party hereby represents that he or she is fully authorized by the Party to execute this Consent Decree and to bind the Party to its terms and conditions.

24. **Counterparts.** This Consent Decree may be signed in counterpart (including electronically or by facsimile). Each counterpart, when executed and delivered, shall be an original, and all of the counterparts together shall constitute one and the same fully executed instrument.

---

Michelle M. Carey  
Chief, Media Bureau

---

Date

---

Richard S. Denning  
Cumulus Media New Holdings Inc.

---

Date

Appendix A

<u>Station Call Sign</u>	<u>Community of License</u>	<u>Application for License Renewal File No.</u>
WBZF	SC HARTSVILLE	0000079097
WLFF	SC GEORGETOWN	0000079414
WWLD	GA CAIRO	0000091119
WDEN-FM	GA MACON	0000091793
WLZN	GA MACON	0000091801
WMAC	GA MACON	0000091804
WMGB	GA MONTEZUMA	0000091806
WPEZ	GA JEFFERSONVILLE	0000091809
WBLX-FM	AL MOBILE	0000091989
WDLT-FM	AL SARALAND	0000091990
WGOK	AL MOBILE	0000091991
WSEA	SC ATLANTIC BEACH	0000079416
WXQW	AL FAIRHOPE	0000091992
WABD	AL MOBILE	0000091993
WHHY-FM	AL MONTGOMERY	0000092223
WLWI	AL MONTGOMERY	0000092228
WLWI-FM	AL MONTGOMERY	0000092221
WMSP	AL MONTGOMERY	0000092234
WMXS	AL MONTGOMERY	0000092230
WXFX	AL PRATTVILLE	0000092225
WIXV	GA SAVANNAH	0000091837
WJCL-FM	GA SAVANNAH	0000091838
WSYN	SC SURFSIDE BEACH	0000079419
WJLG	GA SAVANNAH	0000091840
WDZZ-FM	MI FLINT	0000115227
WWCK	MI FLINT	0000115228
WWCK-FM	MI FLINT	0000115229
WKKO	OH TOLEDO	0000114995
WRQN	OH BOWLING GREEN	0000115001
WXKR	OH PORT CLINTON	0000115004
WMIM	MI LUNA PIER	0000115013
WQOQ	OH SYLVANIA	0000115036
WRWM	SC CONWAY	0000079426
WFNC	NC FAYETTEVILLE	0000079086
WMGU	NC SOUTHERN PINES	0000079088
WQSM	NC FAYETTEVILLE	0000079089
WRCQ	NC DUNN	0000079093
WAAV	NC LELAND	0000079069
WGNI	NC WILMINGTON	0000079073
WCMG	SC LATTA	0000079102

WKXS-FM	NC	LELAND	0000079081
WMNX	NC	WILMINGTON	0000079082
WWQQ-FM	NC	WILMINGTON	0000079084
WFTW	FL	FORT WALTON BEACH	0000083282
WKSM	FL	FORT WALTON BEACH	0000083302
WYZB	FL	MARY ESTHER	0000083309
WZNS	FL	FORT WALTON BEACH	0000083277
WNCV	FL	SHALIMAR	0000083306
WCOA	FL	PENSACOLA	0000083245
WJTQ	FL	PENSACOLA	0000083249
WQPD	SC	MARION	0000079103
WXBM-FM	FL	MILTON	0000083243
WRRX	FL	GULF BREEZE	0000083240
WMEZ	FL	PENSACOLA	0000083236
WBZE	FL	TALLAHASSEE	0000083569
WEGC	GA	SASSER	0000092407
WJAD	GA	LEESBURG	0000092405
WKAK	GA	ALBANY	0000092398
WQVE	GA	ALBANY	0000092399
W252BN	FL	TALLAHASSEE	0000087872
WUMP	AL	MADISON	0000091863
WMXT	SC	PAMPLICO	0000079104
WVNN	AL	ATHENS	0000091866
WVNN-FM	AL	TRINITY	0000091870
WHRP	AL	GURLEY	0000091862
WZYP	AL	ATHENS	0000091875
WWFF-FM	AL	NEW MARKET	0000091874
WBMQ	GA	SAVANNAH	0000091835
WEAS-FM	GA	SPRINGFIELD	0000091836
W250BC	GA	ATLANTA	0000090828
KAOK	LA	LAKE CHARLES	0000104816
KBIU	LA	LAKE CHARLES	0000104823
WWFN-FM	SC	LAKE CITY	0000079105
KKGB	LA	SULPHUR	0000104830
KQLK	LA	DE RIDDER	0000104836
KXZZ	LA	LAKE CHARLES	0000104840
KYKZ	LA	LAKE CHARLES	0000104843
WKOR-FM	MS	COLUMBUS	0000103842
WMXU	MS	STARKVILLE	0000103875
WNMQ	MS	COLUMBUS	0000103909
WSMS	MS	ARTESIA	0000103938
WSSO	MS	STARKVILLE	0000103949
KAMO-FM	AR	ROGERS	0000104323
WYMB	SC	MANNING	0000079107
KFAY	AR	FARMINGTON	0000104331
KQSM-FM	AR	FAYETTEVILLE	0000104337

KMCK-FM	AR	PRAIRIE GROVE	0000104342
KKEG	AR	BENTONVILLE	0000104351
KYNG	AR	SPRINGDALE	0000104360
KRMW	AR	CEDARVILLE	0000104368
KBBQ-FM	AR	VAN BUREN	0000104382
KNSH	AR	FORT SMITH	0000104391
KMJJ-FM	LA	SHREVEPORT	0000105158
KRMD-FM	LA	OIL CITY	0000105163
WYNN	SC	FLORENCE	0000079106
KVMA-FM	LA	SHREVEPORT	0000105164
KRMD	LA	SHREVEPORT	0000105160
WCYN-FM	KY	CYNTHIANA	0000109912
WXZZ	KY	GEORGETOWN	0000109914
WLTO	KY	NICHOLASVILLE	0000109915
WLXX	KY	LEXINGTON	0000109916
WVLK	KY	LEXINGTON	0000109917
WVLK-FM	KY	RICHMOND	0000109922
WQQK	TN	GOODLETTSVILLE	0000110247
WSM-FM	TN	NASHVILLE	0000110257
WYNN-FM	SC	FLORENCE	0000079108
WWTN	TN	HENDERSONVILLE	0000110269
WLBY	MI	SALINE	0000115520
WTKA	MI	ANN ARBOR	0000115528
WQKL	MI	ANN ARBOR	0000115535
WWW-FM	MI	ANN ARBOR	0000115538
WNNF	OH	CINCINNATI	0000115103
WOFX-FM	OH	CINCINNATI	0000115130
WBBW	OH	YOUNGSTOWN	0000115217
WHOT-FM	OH	YOUNGSTOWN	0000115218
WQXK	OH	SALEM	0000115219
WDAI	SC	PAWLEYS ISLAND	0000079413
WRQX	OH	SALEM	0000115220
WTYB	SC	BLUFFTON	0000079095
WHBT	FL	TALLAHASSEE	0000083565
WHBX	FL	TALLAHASSEE	0000083562
WGLF	FL	TALLAHASSEE	0000083568
WHKR	FL	ROCKLEDGE	0000083326
WROK-FM	FL	SEBASTIAN	0000083329
WLZR	FL	MELBOURNE	0000083317
WAOA-FM	FL	MELBOURNE	0000083323
WALG	GA	ALBANY	0000092393
WTMA	SC	CHARLESTON	0000079119
WTCB	SC	ORANGEBURG	0000079198
W285DG	NC	BOONE	0000079029
KQXL-FM	LA	NEW ROADS	0000104998
WRQQ	LA	HAMMOND	0000105012

WEMX	LA	KENTWOOD	0000105034
WXOK	LA	PORT ALLEN	0000105044
KNEK	LA	WASHINGTON	0000104235
KNEK-FM	LA	WASHINGTON	0000104312
KRRQ	LA	LAFAYETTE	0000104243
KSMB	LA	LAFAYETTE	0000104266
WSSX-FM	SC	CHARLESTON	0000079125
KXKC	LA	NEW IBERIA	0000104285
KAAY	AR	LITTLE ROCK	0000104619
KARN	AR	LITTLE ROCK	0000104622
KFOG	AR	LITTLE ROCK	0000104623
KIPR	AR	PINE BLUFF	0000104626
KLAL	AR	WRIGHTSVILLE	0000104628
KURB	AR	LITTLE ROCK	0000104630
KARN-FM	AR	SHERIDAN	0000104631
WRBO	MS	COMO	0000104811
KKND	LA	PORT SULPHUR	0000105111
WIWF	SC	CHARLESTON	0000079129
KMEZ	LA	BELLE CHASSE	0000105148
WRKN	MS	PICAYUNE	0000105151
WZRH	LA	LAPLACE	0000105152
WWKI	IN	KOKOMO	0000110080
WLTI	IN	NEW CASTLE	0000110363
WGFX	TN	GALLATIN	0000110284
WKDF	TN	NASHVILLE	0000110308
WIVK-FM	TN	KNOXVILLE	0000110496
WNML	TN	KNOXVILLE	0000110500
WNML-FM	TN	FRIENDSVILLE	0000110503
WWWZ	SC	SUMMERVILLE	0000079134
WOKI	TN	OLIVER SPRINGS	0000110504
WGKX	TN	MEMPHIS	0000112238
WXXM	TN	MILLINGTON	0000112237
WKIM	TN	MUNFORD	0000112234
WGOW	TN	CHATTANOOGA	0000109464
WGOW-FM	TN	SODDY-DAISY	0000109476
WOGT	TN	EAST RIDGE	0000109503
WSKZ	TN	CHATTANOOGA	0000109515
WXSM	TN	BLOUNTVILLE	0000110822
WJCW	TN	JOHNSON CITY	0000110825
WMGL	SC	RAVENEL	0000079137
WGOC	TN	KINGSPORT	0000110828
WKOS	TN	KINGSPORT	0000110834
WQUT	TN	JOHNSON CITY	0000110839
WFBE	MI	FLINT	0000115306
WTRX	MI	FLINT	0000115309
WLCS	MI	NORTH MUSKEGON	0000115192

WBBL	MI	WHITEHALL	0000115193
WVIB	MI	HOLTON	0000115194
WWSN	MI	NEWAYGO	0000115195
WLAW	MI	WHITEHALL	0000115196
WISW	SC	COLUMBIA	0000079154
WHNN	MI	BAY CITY	0000115154
WILZ	MI	SAGINAW	0000115155
WIOG	MI	BAY CITY	0000115156
WKQZ	MI	MIDLAND	0000115158
WAPI	AL	BIRMINGHAM	0000092307
WJOX	AL	BIRMINGHAM	0000092301
WJOX-FM	AL	BIRMINGHAM	0000092302
WZRR	AL	BIRMINGHAM	0000092311
WUHT	AL	BIRMINGHAM	0000092313
WJQX	AL	HELENA	0000092304
WLXC	SC	COLUMBIA	0000079166
WMDH-FM	IN	NEW CASTLE	0000110383
WJRW	MI	GRAND RAPIDS	0000115460
WKLQ	MI	HOLLAND	0000115471
WLAV-FM	MI	GRAND RAPIDS	0000115477
WTNR	MI	GREENVILLE	0000115497
WHTS	MI	COOPERSVILLE	0000115504
WNKT	SC	EASTOVER	0000079182
WOMG	SC	LEXINGTON	0000079190
WMAL-FM	VA	WOODBIDGE	0000074307
WMAL	DC	WASHINGTON	0000074305
WKHX-FM	GA	MARIETTA	0000091767
WJR	MI	DETROIT	0000115426
WDVD	MI	DETROIT	0000115429
WDRQ	MI	DETROIT	0000115432
WWWQ	GA	ATLANTA	0000091763
WGRR	OH	HAMILTON	0000115132
WFTK	OH	LEBANON	0000115133
WNNX	GA	COLLEGE PARK	0000091756
WJKK	IN	NOBLESVILLE	0000109534
WFMS	IN	FISHERS	0000109549
WNDX	IN	LAWRENCE	0000109566
WNTR	IN	INDIANAPOLIS	0000109569
WXNT	IN	INDIANAPOLIS	0000109583
WZPL	IN	GREENFIELD	0000109586
WRRM	OH	CINCINNATI	0000115131