Federal Communications Commission 45 L Street NE Washington, DC 20554

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DA 25-1000

Released: December 1, 2025

# MEDIA BUREAU ESTABLISHES PLEADING CYCLE FOR APPLICATIONS TO TRANSFER CONTROL OF TEGNA INC. TO NEXSTAR MEDIA INC. AND PERMITBUT-DISCLOSE *EX PARTE* STATUS FOR THE PROCEEDING

MB Docket No. 25-331

Petition to Deny Date: December 31, 2025

Opposition Date: January 15, 2026 Reply Date: January 26, 2026

On December 1, 2025, the Federal Communications Commission (Commission) accepted for filing applications proposing to transfer all outstanding equity interests in TEGNA Inc. (TEGNA), the ultimate parent of the licensees of 64 full power television stations, one AM radio station, one FM radio station, and other related FCC licenses, to Nexstar Media Inc. (Nexstar, and, together with TEGNA, the Applicants), a wholly owned subsidiary of Nexstar Media Group, Inc., in a cash merger transaction (Transaction).<sup>1</sup>

The Commission's National Television Multiple Ownership Rule prohibits a single entity from owning television stations that, in the aggregate, reach more than 39% of the total television households in the United States, after taking into account a 50% discount to UHF stations.<sup>2</sup> The Applicants state that post-Transaction, Nexstar would serve 54.5% of the national audience, and, therefore, seek a waiver of the National Television Multiple Ownership Rule.<sup>3</sup>

On October 23, 2025, the United States Court of Appeals for the Eighth Circuit issued its mandate in *Zimmer Radio of Mid-Missouri, Inc. v. FCC*, which vacated and remanded the portion of the Commission's Local Television Ownership Rule prohibiting common ownership of two of the top four ranked stations in the same Nielsen Designated Market Area (DMA) (Top-Four Prohibition), subject to certain exceptions.<sup>4</sup> As of the issuance of the Eighth Circuit's mandate, the remaining portion of the Commission's Local Television Ownership Rule<sup>5</sup> permits common ownership of two television stations in a single DMA without restriction.<sup>6</sup>

<sup>&</sup>lt;sup>1</sup> A complete list of applications and licensee subsidiaries is provided in the Attachment. Copies of the applications are available in the Commission's Licensing and Management System (LMS).

<sup>&</sup>lt;sup>2</sup> See 47 CFR § 73.3555(e)(1)-(2).

<sup>&</sup>lt;sup>3</sup> See, e.g., Applications, Comprehensive Exhibit at 4.

<sup>&</sup>lt;sup>4</sup> Zimmer Radio of Mid-Missouri, Inc. v. FCC, et al., 145 F.4th 828 (8th Cir. 2025). The court also vacated an amendment to Note 11 of 47 CFR § 73.3555 that included multicast and low-power television streams in the Top-Four Prohibition.

<sup>&</sup>lt;sup>5</sup> 47 CFR § 73.3555(b).

<sup>&</sup>lt;sup>6</sup> 47 CFR § 73.3555(b)(1).

Accordingly, the Applicants seek a waiver of the Commission's Local Television Ownership Rule with respect to the 23 DMAs in which Nexstar proposes to own more than two full power television stations, and otherwise assert that the Transaction complies with the Local Television Ownership Rule and serves the public interest.<sup>7</sup>

#### EX PARTE STATUS OF THIS PROCEEDING

In order to assure the staff's ability to discuss and obtain information needed to resolve the issues presented by this Public Notice and pursuant to section 1.1200(a) of the Commission's rules (Rules),<sup>8</sup> we establish a docket for this proceeding and announce that the *ex parte* procedures applicable to permit-but-disclose proceedings will govern our consideration of these applications.<sup>9</sup>

The proceeding in this Public Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's ex parte rules. 10 Persons making ex parte presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the ex parte presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of data or arguments already reflected in the presenter's written comments, memoranda, or other filings in the proceeding, then the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. 11 Documents shown or given to Commission staff during ex parte meetings are deemed to be written ex parte presentations and must be filed consistent with section 1.1206(b) of the Rules.<sup>12</sup> Participants in this proceeding should familiarize themselves with the Commission's ex parte rules.<sup>13</sup> We strongly urge parties to use the Electronic Comment Filing System (ECFS) to file ex parte submissions. All ex parte filings must be clearly labeled as such and must reference MB Docket No. 25-331.

#### GENERAL INFORMATION

The applications for transfer of control of licenses referred to in this Public Notice have been accepted for filing upon initial review. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's Rules or policies. Interested persons must file petitions to deny no later than December 31, 2025. Oppositions to petitions to deny must be filed no later than January 15, 2026. Replies must be filed no later than January 26, 2026. Persons and entities that properly file petitions to deny become parties to the proceeding.

<sup>12</sup> 47 CFR § 1.1206(b).

<sup>&</sup>lt;sup>7</sup> See, e.g., Applications, Comprehensive Exhibit at 3.

<sup>8 47</sup> CFR § 1.1200(a).

<sup>&</sup>lt;sup>9</sup> See 47 CFR § 1.1206.

<sup>&</sup>lt;sup>10</sup> 47 CFR § 1.1200 et seq.

<sup>&</sup>lt;sup>11</sup> *Id*.

<sup>&</sup>lt;sup>13</sup> 47 CFR § 1.1200 et seq.

To allow the Commission to consider fully all substantive issues regarding the applications in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. Replies may only address matters raised in oppositions.<sup>14</sup>

All filings concerning matters referenced in this Public Notice should refer to MB Docket No. 25-331, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Submissions in this matter must be filed electronically (i.e., through ECFS) or by filing paper copies.

- Paper Filers: Parties who choose to file by paper must file an original and one copy of each filing.
- Filings can be sent by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.
  - O Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9050 Junction Drive, Annapolis Junction, MD 20701.
  - U.S. Postal Service first-class, Express, and Priority mail must be addressed to 45 L
    Street NE, Washington, DC 20554.

### In addition, one copy of each submission must be sent to the following:

- David Brown, Chief, Video Division, Media Bureau, e-mail <u>David.Brown@fcc.gov</u>
- Chris Robbins, Deputy Chief, Video Division, Media Bureau, e-mail <a href="mailto:Chris.Robbins@fcc.gov">Chris.Robbins@fcc.gov</a>
- Emily Harrison, Video Division, Media Bureau, e-mail <a href="mailto:Emily.Harrison@fcc.gov">Emily Harrison@fcc.gov</a>
- Jim Bird, Transaction Team, Office of General Counsel, e-mail Jim.Bird@fcc.gov

Any submission that is e-mailed to David Brown, Chris Robbins, Emily Harrison, and Jim Bird should include in the subject line of the e-mail: (1) MB Docket No. 25-331; (2) the name of the submitting party; (3) a brief description or title identifying the type of document being submitted (*e.g.*, MB Docket No. 25-331, Transfer of Control of TEGNA, *Ex Parte* Notice).

Availability of Documents. Documents in this proceeding are available electronically through the Commission's Licensing and Management System at the file numbers in the Attachment.

*People with Disabilities.* To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to <a href="fcc504@fcc.gov">fcc504@fcc.gov</a> or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (TTY).

For further information, contact David Brown at (202) 418-1645 or Emily Harrison at (202) 418-1665. For press inquiries, contact Nancy Murphy at (202) 418-1043.

This action is taken by the Acting Chief, Media Bureau, pursuant to authority delegated by sections 0.61 and 0.283 of the Commission's Rules. 15

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<sup>&</sup>lt;sup>14</sup> 47 CFR § 1.45(c).

<sup>&</sup>lt;sup>15</sup> 47 CFR §§ 0.61; 0.283.

By: Acting Chief, Media Bureau

- FCC -

## **Attachment**

## **TEGNA Merger Applications**

Call Sign	Facility ID No.	Licensee	LMS File No.	<b>Community of License</b>
WUPL(TV)	13938	Belo TV, Inc.	0000280940	Slidell, LA
WBXN-CD	70419	Belo TV, Inc.	0000280941	New Orleans, LA
KFSM-TV	66469	Cape Publications, Inc.	0000280719	Fort Smith, AR
KTHV(TV)	2787	Cape Publications, Inc.	0000280720	Little Rock, AR
WZZM(TV)	49713	Combined Communications of Oklahoma, LLC	0000280972	Grand Rapids, MI
KENS(TV)	26304	KENS-TV, Inc.	0000280703	San Antonio, TX
KFMB-TV	42122	KFMB-TV, LLC	0000280712	San Diego, CA
KHOU(TV)	34529	KHOU-TV, Inc.	0000280755	Houston, TX
KTBU(TV)	28324	KHOU-TV, Inc.	0000280756	Conroe, TX
KING-TV	34847	KING Broadcasting Company	0000280789	Seattle, WA
KREM(TV)	34868	KING Broadcasting Company	0000280799	Spokane, WA
KTVB(TV)	34858	KING Broadcasting Company	0000280798	Boise, ID
K15IO-D	34869	KING Broadcasting Company	0000280792	McCall & New Meadows, ID
K16JE-D	188132	KING Broadcasting Company	0000280790	Glenns Ferry, ID
K17KF-D	188131	KING Broadcasting Company	0000280797	Cambridge, ID
K21CC-D	50532	KING Broadcasting Company	0000280796	Lewiston, ID
K23KY-D	11446	KING Broadcasting Company	0000280791	Council, ID
K29NB-D	34884	KING Broadcasting Company	0000280793	Cascade, ID
K30QA-D	34861	KING Broadcasting Company	0000280794	Coeur d'Alene, ID
KTFT-LD	167056	KING Broadcasting Company	0000280795	Twin Falls, ID
KONG(TV)	35396	KONG-TV, Inc.	0000280832	Everett, WA
KSKN(TV)	35606	KSKN Television, Inc.	0000280842	Spokane, WA
KTTU-TV	11908	KTTU-TV, Inc.	0000280848	Tucson, AZ
KVUE(TV)	35867	KVUE Television, Inc.	0000280853	Austin, TX
KWES-TV	42007	KWES Television, LLC	0000280858	Odessa, TX
KXTV(TV)	25048	KXTV, LLC	0000280868	Sacramento, CA
KBMT(TV)	10150	LSB Broadcasting, Inc.	0000280646	Beaumont, TX
KCEN-TV	10245	LSB Broadcasting, Inc.	0000280649	Temple, TX
KIDY(TV)	58560	LSB Broadcasting, Inc.	0000280656	San Angelo, TX
KIII(TV)	10188	LSB Broadcasting, Inc.	0000280647	Corpus Christi, TX
KXVA(TV)	62293	LSB Broadcasting, Inc.	0000280652	Abilene, TX
KYTX(TV)	55644	LSB Broadcasting, Inc.	0000280651	Nacogdoches, TX
KUIL-LD	168234	LSB Broadcasting, Inc.	0000280655	Beaumont, TX
KAGS-LD	10246	LSB Broadcasting, Inc.	0000280648	Bryan, TX

Call Sign	Facility ID No.	Licensee	LMS File No.	<b>Community of License</b>
KIDU-LD	58559	LSB Broadcasting, Inc.	0000280650	Brownwood, TX
KIDV-LD	58571	LSB Broadcasting, Inc.	0000280654	Albany, TX
KVHP-LD	168235	LSB Broadcasting, Inc.	0000280653	Jasper, TX
WGRZ(TV)	64547	Multimedia Entertainment, LLC	0000280922	Buffalo, NY
KARE(TV)	23079	Multimedia Holdings Corporation	0000280666	Minneapolis, MN
KNAZ-TV	24749	Multimedia Holdings Corporation	0000280670	Flagstaff, AZ
KPNX(TV)	35486	Multimedia Holdings Corporation	0000280667	Mesa, AZ
K06AE-D	35274	Multimedia Holdings Corporation	0000280668	Prescott, AZ
K26OD-D	35487	Multimedia Holdings Corporation	0000280669	Globe, AZ
KPSN-LD	63396	Multimedia Holdings Corporation	0000280672	Payson, AZ
KTVD(TV)	68581	Multimedia Holdings Corporation	0000280671	Denver, CO
KUSA(TV)	23074	Multimedia Holdings Corporation	0000280674	Denver, CO
WJXX(TV)	11893	Multimedia Holdings Corporation	0000280675	Orange Park, FL
WTLV(TV)	65046	Multimedia Holdings Corporation	0000280673	Jacksonville, FL
KSDK(TV)	46981	Multimedia KSDK, LLC	0000280839	St. Louis, MO
WATL(TV)	22819	Pacific and Southern, LLC	0000280898	Atlanta, GA
WLTX(TV)	37176	Pacific and Southern, LLC	0000280901	Columbia, SC
WMAZ-TV	46991	Pacific and Southern, LLC	0000280900	Macon, GA
WXIA-TV	51163	Pacific and Southern, LLC	0000280899	Atlanta, GA
WBNS(AM)	54901	RadiOhio, Incorporated	0000280910	Columbus, OH
WBNS-FM	54701	RadiOhio, Incorporated	0000280909	Columbus, OH
WHAS-TV	32327	Sander Operating Co. I LLC D/B/A WHAS Television	0000280924	Louisville, KY
KGW(TV)	34874	Sander Operating Co. III LLC D/B/A KGW Television	0000280730	Portland, OR
K16ML-D	34851	Sander Operating Co. III LLC D/B/A KGW Television	0000280736	Corvallis, OR
K17HA-D	130923	Sander Operating Co. III LLC D/B/A KGW Television	0000280738	Astoria, OR
K19LT-D	34864	Sander Operating Co. III LLC D/B/A KGW Television	0000280732	Prineville, etc., OR
K25KS-D	34844	Sander Operating Co. III LLC D/B/A KGW Television	0000280735	The Dalles, OR
K28MJ-D	189303	Sander Operating Co. III LLC D/B/A KGW Television	0000280737	Tillamook, OR
K29AZ-D	34865	Sander Operating Co. III LLC D/B/A KGW Television	0000280734	Newport, OR
K35HU-D	34870	Sander Operating Co. III LLC D/B/A KGW Television	0000280733	Grays River, OR
KGWZ-LD	30810	Sander Operating Co. III LLC D/B/A KGW Television	0000280731	Portland, OR

Call Sign	Facility ID No.	Licensee	LMS File No.	Community of License
KMSB(TV)	44052	Sander Operating Co. V LLC D/B/A KMSB Television	0000280816	Tucson, AZ
KCWI-TV	51502	TEGNA Broadcast Holdings, LLC	0000280681	Ames, IA
WCCT-TV	14050	TEGNA Broadcast Holdings, LLC	0000280688	Waterbury, CT
WNEP-TV	73318	TEGNA Broadcast Holdings, LLC	0000280689	Scranton, PA
WOI-DT	8661	TEGNA Broadcast Holdings, LLC	0000280692	Ames, IA
WPMT	10213	TEGNA Broadcast Holdings, LLC	0000280687	York, PA
WQAD-TV	73319	TEGNA Broadcast Holdings, LLC	0000280693	Moline, IL
WTIC-TV	147	TEGNA Broadcast Holdings, LLC	0000280683	Hartford, CT
WZDX(TV)	28119	TEGNA Broadcast Holdings, LLC	0000280684	Huntsville, AL
W07DC-D	73325	TEGNA Broadcast Holdings, LLC	0000280686	Allentown/ Bethlehem, PA
W10CP-D	73320	TEGNA Broadcast Holdings, LLC	0000280682	Towanda, PA
W14CO-D	73326	TEGNA Broadcast Holdings, LLC	0000280685	Clarks Summit, etc., PA
W15CO-D	73324	TEGNA Broadcast Holdings, LLC	0000280691	Towanda, PA
W20AD-D	73321	TEGNA Broadcast Holdings, LLC	0000280694	Williamsport, PA
W26CV-D	129499	TEGNA Broadcast Holdings, LLC	0000280695	Mansfield, PA
W29FQ-D	73327	TEGNA Broadcast Holdings, LLC	0000280690	Pottsville, PA
WTSP(TV)	11290	Tegna East Coast Broadcasting, LLC	0000280915	St. Petersburg, FL
WLBZ(TV)	39644	Tegna East Coast Broadcasting, LLC	0000280918	Bangor, ME
WCSH(TV)	39664	Tegna East Coast Broadcasting, LLC		Portland, ME
WGCI-LD	39642	Tegna East Coast Broadcasting, LLC	0000280917	Skowhegan, ME
WATN-TV	11907	TEGNA Memphis Broadcasting, Inc.	0000280904	Memphis, TN
WLMT(TV)	68518	TEGNA Memphis Broadcasting, Inc.		Memphis, TN
WTHR(TV)	70162	VideoIndiana, Inc.	0000280937	Indianapolis, IN
WALV-CD	70161	VideOhio, Inc.	0000280876	Indianapolis, IN
WBIR-TV	46984	WBIR-TV, LLC	0000280906	Knoxville, TN
WBNS-TV	71217	WBNS-TV, Inc.	0000280907	Columbus, OH
WCNC-TV	32326	WCNC-TV, Inc.	0000280911	Charlotte, NC
W17EE-D	32316	WCNC-TV, Inc.	0000280913	Lilesville/ Wadesboro, NC
W36FB-D	32317	WCNC-TV, Inc.	0000280912	Briscoe, NC
KFAA-TV	73701	WFAA-TV, Inc.	0000280990	Decatur, TX
WFAA(TV)	72054	WFAA-TV, Inc.	0000280989	Dallas, TX
WFMY-TV	72064	WFMY Television, LLC	0000280921	Greensboro, NC
WKYC(TV)	73195	WKYC-TV, LLC	0000280936	Cleveland, OH

Call Sign	Facility ID No.	Licensee	LMS File No.	Community of License
WTOL(TV)	13992	WTOL Television, LLC	0000280938	Toledo, OH
WUSA(TV)	65593	WUSA-TV, Inc.	0000280943	Washington, DC
WVEC(TV)	74167	WVEC Television, LLC	0000280949	Hampton, VA
WJHJ-LD	35137	WVEC Television, LLC	0000280950	Newport News, etc., VA
WWL-TV	74192	WWL-TV, Inc.	0000280967	New Orleans, LA