

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

In the Matter of)	
)	
)	
WVTV Licensee, Inc.	)	Facility ID No. 74174
WVTV(TV), Milwaukee, WI	)	LMS File No. 0000267757
)	
KTVO Licensee, LLC	)	Facility ID No. 21251
KTVO(TV), Kirksville, MO	)	LMS File No. 0000267758
)	
WICD Licensee, LLC	)	Facility ID No. 25684
WICD(TV), Champaign, IL	)	LMS File No. 0000267763
)	
KHQA Licensee, LLC	)	Facility ID No. 4690
KHQA-TV, Hannibal, MO	)	LMS File No. 0000267760
)	
WICS Licensee, LLC	)	Facility ID No. 25686
WICS(TV), Springfield, IL	)	LMS File No. 0000267765
)	

MEMORANDUM OPINION AND ORDER

Adopted: July 1, 2025

Released: July 1, 2025

By the Acting Chief, Media Bureau:

I. INTRODUCTION

1. The Media Bureau (Bureau) has before it the captioned applications (Applications)¹ for consent to the assignment of licenses from licensee subsidiaries of Sinclair, Inc. (Sinclair) to licensee subsidiaries of Rincon Broadcasting Group LLC (Rincon) (jointly, the Applicants).² Rincon proposes to acquire a full power television station with two top-four network affiliations on separate multicast streams in each of the following Nielsen Designated Market Areas (DMA): Quincy-Hannibal-Keokuk and Ottumwa-Kirksville. It also requests a continuing satellite waiver of the Commission's Local Television Ownership Rule in the Champaign-Urbana & Springfield-Decatur DMA. Frequency Forward filed a petition to deny the Applications.³ For the reasons stated below, we deny the Petition, grant the continuing satellite waiver, and grant the Applications, finding that application of the Local Television Ownership Rule's Top-Four Prohibition is not warranted, based on the unique facts and circumstances of

¹ A list of the Applications can be found in Attachment A.

² At the time the Applications were filed, the license renewal applications for WVTV(TV), Milwaukee, Wisconsin (LMS File No. 0000155375); WICD(TV), Champaign, Illinois (LMS File No. 0000155358); KHQA-TV, Hannibal, Missouri (LMS File No. 0000162428); and WICS(TV), Springfield, Illinois (LMS File No. 0000155354) were pending. Consistent with the terms of the consent decree entered into by the Enforcement and Media Bureaus and Sinclair on June 27, 2025, the Bureau granted the four renewal applications. *See Sinclair Broadcast Group, LLC, Applications for Renewal of License and Pending Matters*, Order and Consent Decree, DA 25-560 (EB and MB June 27, 2025) (2025 Consent Decree).

³ Petition to Deny of Frequency Forward (filed Apr. 14, 2025) (Petition).

the stations and markets at issue.

II. BACKGROUND

2. *Transaction.* Pursuant to an Asset Purchase Agreement dated March 7, 2025, Rincon seeks to acquire from Sinclair the licenses of the full power television stations in Attachment A. Among these stations are KHQA-TV, Hannibal, Missouri, which carries both ABC and CBS affiliations in the Quincy-Hannibal-Keokuk DMA, and KTVO(TV), Kirksville, Missouri, which carries both ABC and CBS affiliations in the Ottumwa-Kirksville DMA. Thus, if the proposed assignments were granted, Rincon would own multiple top-four rated programming streams in these DMAs.

3. The Local Television Ownership Rule allows an entity to own two television stations licensed in the same DMA if: (1) the digital noise limited service contours of the stations (as determined by section 73.619(c) of the Commission's rules) do not overlap; or (2) at the time the application to acquire or construct the station(s) is filed, at least one of the stations is not ranked among the top-four stations in the DMA, based on the Sunday to Saturday, 7 a.m. to 1 a.m. daypart audience share ratings averaged over a 12-month period immediately preceding the date of the application, as measured by Nielsen Media Research or by any comparable professional, accepted audience ratings service.⁴ For any station broadcasting multiple programming streams, the audience share of all free-to-consumer non-simulcast multicast programming airing on streams owned, operated, or controlled by a single station must be aggregated to determine the station's audience share and ranking in a DMA (to the extent that such streams are ranked by Nielsen or a comparable professional, accepted audience ratings service).⁵

4. In the *2018 Quadrennial Review Order*, the Commission expanded the Top-Four Prohibition⁶ to prohibit, among other things, the transfer or assignment of ownership of an existing arrangement consisting of multiple top-four affiliated program streams serving a single DMA using multicast channels and/or low power television (LPTV) stations.⁷ Entities may seek case-by-case examination of the proposed transaction and Commission approval for the transfer or assignment of the arrangement, and the Applicants have done so here.⁸ This entails "weigh[ing] potential harms and

⁴ 47 CFR § 73.3555(b).

⁵ *See id.*

⁶ 47 CFR § 73.3555(b)(1)(ii).

⁷ *See 2018 Quadrennial Regulatory Review – Review of the Commission's Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996*, MB Docket No. 18-349, Report and Order, 38 FCC Rcd 12782, 12835-41, paras. 97-108 (2023) (*2018 Quadrennial Order*), *appeal pending*; *see also* 47 CFR § 73.3555(b), Note 11. The rules adopted in the *2018 Quadrennial Order* took effect on March 18, 2024; therefore, we evaluate the Applications under the Commission's rules currently in effect. *See Media Bureau Announces Effective Date of Quadrennial Review Report and Order*, MB Docket No. 18-349, Public Notice, 39 FCC Rcd 1282 (MB 2024). The Applicants note that KHQA-TV has held both of its top-four affiliations since 2007 and that KTVO has held both of its top-four affiliations since 2010, preceding their acquisition by Sinclair. *See* LMS File No. 0000267760, Comprehensive Exhibit at 2 (KHQA-TV Exhibit); LMS File No. 0000267758, Comprehensive Exhibit at 2 (KTVO Exhibit). While the Applicants assert that each application is "grantable without need of a written decision regarding Note 11, both because it does not involve a change in affiliation, and because, as discussed below, grant of the application is clearly in the public interest regardless," we disagree. *See* KHQA-TV Exhibit at 3; KTVO Exhibit at 3. Under the Commission's rules and precedent currently in effect, it is appropriate to consider the Applicants' case-by-case analysis herein. *See infra* note 8.

⁸ *See* 47 CFR § 73.3555(b), Note 11; *2018 Quadrennial Order*, 38 FCC Rcd at 12839, para. 104, n.335; *see also id.* at 12831, para. 88, n.294 (explaining that a "case-by-case approach allows for the Commission to address the challenges faced by small and other uniquely situated markets"); *id.* at 12841, para. 108, n.348 (stating that "[i]n small markets, the Commission may look favorably upon a request for consideration where, if Note 11 were to be applied, the result would be fewer programming streams in the market than there were before (e.g., an assignment or transfer of control of a grandfathered combination where coming into compliance with Note 11 would result in the

(continued....)

benefits of permitting the arrangement to continue, including any unique circumstances of the market and potential effects related to service disruption to viewers.”⁹

5. *Pleadings.* Frequency Forward, a recently formed organization which describes itself as a “public interest watchdog and advocacy group,” asserts that the Commission should deny the Applications because Sinclair lacks the requisite character to hold Commission licenses.¹⁰ Frequency Forward alleges that, “over the last several decades,” Sinclair has violated the Communications Act of 1934, as amended (the Act), generally with respect to “sidecar” entities it has set up to evade the Commission’s ownership limitations in certain markets.¹¹ The Commission is obliged, Frequency Forward argues, to conduct a hearing regarding Sinclair’s character prior to acting on the Applications.¹² Frequency Forward did not assert that Rincon lacks the requisite character to be a Commission licensee nor offer any market-specific arguments in opposition to the transaction.

6. In opposition, Sinclair urges the Media Bureau to promptly deny the Petition and grant the Applications, asserting that Petition is “devoid of any facts or allegations relating to the transaction at issue or the stations being assigned.”¹³ Rather, Sinclair claims that Frequency Forward’s Petition is simply the latest in a series of “repetitive and baseless” pleadings filed by its counsel on behalf of various “pretextual” clients for the “apparent purpose of harassing Sinclair and imposing delay.”¹⁴ Sinclair asks that the Commission sanction Frequency Forward’s counsel and take other actions “to deter him from filing redundant, frivolous, and abusive pleadings going forward.”¹⁵ Sinclair further states that “there is no record of any actions” taken by Frequency Forward “other than the filing of the Petition.”¹⁶ Sinclair

loss of an existing top four stream from the market”) (emphasis added); *see also* 2014 Quadrennial Regulatory Review – Review of the Commission's Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996 *et al.*, MB Docket Nos. 14-50 *et al.*, Order on Reconsideration and Notice of Proposed Rulemaking, 32 FCC Rcd 9802, 9836-39, paras. 78-82 (2017) (2010/2014 Quadrennial Review Order on Reconsideration) (adopting case-by-case examination of the Top-Four Prohibition for transactions involving full power stations, as the local television ownership rule adopted in that proceeding did not apply to LPTV stations). The Commission has previously acted upon such showings under 47 CFR § 73.3555(b)(2). *See, e.g., Consent to Assign Certain Licenses from Imagicomm Greenwood, LLC to Greenwood License LLC*, Memorandum Opinion and Order, DA 25-473 (MB June 4, 2025) (approving assignment of full power television station with two top-four network affiliations and two LPTV stations, each with a top-four network affiliation); *Consent to Assign Certain Licenses from Imagicomm Eureka, LLC to Marquee Broadcasting West, Inc.*, Memorandum Opinion and Order, DA 25-335 (MB Apr. 11, 2025) (approving assignment of full power television station and LPTV station, each with a top-four network affiliation); *Consent to Assign Certain Licenses from Gray Television Licensee, LLC to Marquee Broadcasting West, Inc. and Assignment of Construction Permit from Marquee Broadcasting West, Inc. to Gray Television Licensee, LLC*, Memorandum Opinion and Order, 39 FCC Rcd 6600 (MB 2024) (*Gray-Marquee Order*) (approving assignment of full power television station with two top-four network affiliations); *Applications for Transfer of Control of Tribune Media Co. to Nexstar Media Group, Inc. et al.*, MB Docket No. 19-30, Memorandum Opinion and Order, 34 FCC Rcd 8436, 8438, para. 2 (2019) (approving two top-four requests); *Applications for Consent to Transfer Control of Certain License Subsidiaries of Raycom Media, Inc. to Gray Television, Inc.*, Memorandum Opinion and Order, 33 FCC Rcd 12349, 12350, para. 1 (MB 2018) (approving two top-four requests).

⁹ 2018 Quadrennial Order, 38 FCC Rcd at 12839, para. 104, n.335; *see also supra* note 8.

¹⁰ Petition at 1.

¹¹ *Id.* at 1-2.

¹² *Id.* at 2.

¹³ Opposition of Sinclair, Inc. at 3 (filed Apr. 24, 2025) (Sinclair Opposition).

¹⁴ *See id.* at 1, 3-7.

¹⁵ *Id.* at 2.

¹⁶ *Id.* at 3.

also argues that Frequency Forward fails to establish standing as a party in interest¹⁷ and that the Bureau or Commission has already reviewed and resolved Frequency Forward's allegations in prior proceedings.¹⁸

7. Frequency Forward concedes in reply that it is a "new organization" but asserts that its role "extends well beyond Sinclair."¹⁹ Frequency Forward further denies that the Petition is frivolous or filed for the purpose of delay.²⁰ Finally, it contends that it has "satisfied the requirements for standing at least for the Milwaukee license application" and that it has presented "substantial factual evidence," un rebutted by Sinclair, of Sinclair's "decades long pattern of unlawfully flouting ownership restrictions via front companies it controls."²¹

III. STANDARD OF REVIEW AND PUBLIC INTEREST FRAMEWORK

8. Pursuant to section 310(d) of the Communications Act of 1934, as amended (Act),²² we must determine whether the proposed assignment to Rincon will serve the public interest, convenience, and necessity. In making this determination, we first assess whether the proposed transaction complies with the specific provisions of the Act, other applicable statutes, and the Commission's rules.²³

9. If the proposed transaction does not violate a statute or rule, we then consider whether the transaction could result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Act or related statutes.²⁴ Our competitive analysis, which forms an important part of the public interest evaluation, is informed by, but not limited to, traditional antitrust principles.²⁵ The United States Department of Justice has independent authority to examine the competitive impacts of proposed mergers and transactions involving transfers of Commission licenses, but the Commission's competitive analysis under the public interest standard is somewhat broader. Notably, the Commission has determined it may impose and enforce transaction-related conditions to ensure that the public interest

¹⁷ *Id.* at 2 & 9-10.

¹⁸ *See id.* at 3-7 & 10-13.

¹⁹ Reply of Frequency Forward at 3 & n.1 (filed May 1, 2025) (Frequency Forward Reply) (describing actions Frequency Forward has taken unrelated to Sinclair).

²⁰ *Id.* at 6.

²¹ *Id.* at 13.

²² 47 U.S.C. § 310(d). Section 310(d) of the Act requires that we consider applications for transfer of Title III licenses under the same standard as if the proposed transferee were applying for licenses directly under section 308 of the Act, 47 U.S.C. § 308. *See, e.g., Applications of Level 3 Communications, Inc. and CenturyLink, Inc. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 32 FCC Rcd 9581, 9585, para. 8 (2017) (*CenturyLink-Level 3 Order*); *Application of Verizon Communications Inc. and Straight Path Communications, Inc. for Consent to Transfer Control of Local Multipoint Distribution Service, 39 GHz, Common Carrier Point-to-Point Microwave, and 3650-3700 MHz Service Licenses*, Memorandum Opinion and Order, 33 FCC Rcd 188, 189, para. 5 & n.11 (WTB 2018) (*Verizon-Straight Path Order*); *Applications of GCI Communication Corp., ACS Wireless License Sub, Inc., ACS of Anchorage License Sub, Inc., and Unicom, Inc. for Consent to Assign Licenses to the Alaska Wireless Network, LLC*, Memorandum Opinion and Order and Declaratory Ruling, 28 FCC Rcd 10433, 10442, para. 23 & n.71 (2013) (*Alaska Wireless-GCI Order*).

²³ 47 U.S.C. § 310(d); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 8; *Verizon-Straight Path Order*, 33 FCC Rcd at 190, para. 5; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23.

²⁴ *See, e.g., CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 9; *Verizon-Straight Path Order*, 33 FCC Rcd at 190, para. 5; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23.

²⁵ *See, e.g., CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 9; *Verizon-Straight Path Order*, 33 FCC Rcd at 190, para. 6; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10443, para. 25; *see also Northeast Utils. Serv. Co. v. FERC*, 993 F.2d 937, 947 (1st Cir. 1993) (public interest standard does not require agencies "to analyze proposed mergers under the same standards that the Department of Justice . . . must apply").

is served by the transaction.²⁶

10. If we determine that a transaction raises no public interest harms or that any such harms have been ameliorated by the Commission-imposed conditions or voluntary commitments, we next consider a transaction's public interest benefits. Applicants bear the burden of proving those benefits by a preponderance of the evidence.²⁷ As part of our public interest authority, we may impose conditions to ensure for the public the transaction-related benefits claimed by the Applicants.²⁸

11. Finally, if we are able to find that transaction-related conditions are able to ameliorate any public interest harms and the transaction is in the public interest, we may approve the transaction as so conditioned or agreed.²⁹ In contrast, if we are unable to find that a proposed transaction even with such conditions serves the public interest or if the record presents a substantial and material question of fact, then we must designate the application for hearing.³⁰

IV. DISCUSSION

12. *Petition.* Under the Act, only a "party in interest" has standing to file a petition to deny.³¹ In addition to containing the necessary factual allegations to support a *prima facie* case that grant of the application would be inconsistent with the public interest, convenience, and necessity, a petition to deny must contain specific allegations of fact demonstrating that the petitioner is a party in interest.³² The allegations of fact, except for those of which official notice may be taken, must be supported by an affidavit or declaration under penalty of perjury of someone with personal knowledge of the facts alleged.³³ In the broadcast regulatory context, standing is generally shown in one of three ways: (1) as a

²⁶ See, e.g., *Applications of AT&T Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 30 FCC Rcd 9131, 9141, para. 22 (2015) (*AT&T-DIRECTV Order*); *Applications of Comcast Corp., General Electric Co. and NBC Universal, Inc. for Consent to Assign Licenses and Transfer Control of Licenses*, Memorandum Opinion and Order, 26 FCC Rcd 4238, 4249, para. 25 (2011) (*Comcast-NBC Universal Order*); *Application of EchoStar Communications Corp., (A Nevada Corp.), General Motors Corp., and Hughes Electronics Corp (Delaware Corps.) (Transferors) and EchoStar Communications Corp. (A Delaware Corp.) (Transferee)*, Hearing Designation Order, 17 FCC Rcd 20559, 20575, para. 27 (2002) (*EchoStar-DIRECTV HDO*); see also *Application of WorldCom, Inc. and MCI Commc'ns Corp. for Transfer of Control of MCI Communications Corporation to WorldCom, Inc.*, Memorandum Opinion and Order, 13 FCC Rcd 18025, 18032, para. 10 (1998) (*WorldCom-MCI Order*) (stating that the Commission may attach conditions to the transfers); *Applications of T-Mobile US, Inc., and Sprint Corp., for Consent to Transfer Control of Licenses and Authorizations, Applications of American H Block Wireless L.L.C., DBSD Corp., Gamma Acquisition L.L.C., and Manifest Wireless L.L.C. for Extension of Time*, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, 34 FCC Rcd 10578, 10596, para. 42 (2019) (*T-Mobile-Sprint Order*).

²⁷ 47 U.S.C. § 309(e); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586, para. 10; *Verizon-Straight Path Order*, 33 FCC Rcd at 190-91, para. 7; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23.

²⁸ See, e.g., *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10443, para. 26; *Applications of AT&T Inc. and Centennial Communications Corp. for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Leasing Arrangements*, Memorandum Opinion and Order, 24 FCC Rcd 13915, 13929, para. 30 (2009).

²⁹ See, e.g., *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586, para. 11; *Verizon-Straight Path Order*, 33 FCC Rcd at 191, para. 8.

³⁰ 47 U.S.C. § 309(e); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586-87, para. 11; *Verizon-Straight Path Order*, 33 FCC Rcd at 191, para. 8; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10444, para. 27. Section 309(e)'s requirement applies only to those applications to which Title III of the Act applies. *ITT World Communications, Inc. v. FCC*, 595 F.2d 897, 901 (2d Cir. 1979); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586-87, para. 11 & n.37.

³¹ 47 U.S.C. § 309(d); 47 CFR § 73.3584.

³² 47 U.S.C. § 309(d).

³³ *Id.*

competitor in the market subject to signal interference; (2) as a competitor in the market subject to economic harm; or (3) as a resident of the station's service area or regular listener or viewer of the station.³⁴ An organization can establish standing on behalf of its members if it provides an affidavit or declaration "of one or more individuals entitled to standing indicating that the group represents local residents and that the petition is filed on their behalf."³⁵ In general, a petitioner in a transfer or assignment proceeding also must allege and prove that: (1) it has suffered or will suffer an injury in fact; (2) there is a causal link between the proposed transfer or assignment and the injury in fact; and (3) not granting the transfer or assignment would remedy or prevent the injury in fact.³⁶

13. To demonstrate organizational standing in this case, Frequency Forward must be acting on behalf of viewer members who have standing themselves.³⁷ Frequency Forward attached to its Petition a single declaration of one of its members, Randall Bryce, who states that he is a regular viewer of WVTM(TV), Milwaukee, Wisconsin, that he has "personal knowledge of the factual allegations" in the Petition, and that these "allegations are the direct cause of the injury" he suffers as a regular viewer.³⁸ This lone declaration fails to establish standing, either individual or organizational, outside of the Milwaukee DMA. We therefore find, consistent with precedent, that Frequency Forward's standing as a petitioner is geographically limited to that market.³⁹ We will consider Frequency Forward's Petition in all other markets as an informal objection, pursuant to section 73.3587 of the Commission's rules,⁴⁰ and address its arguments below.

14. Substantively, the Petition fails to mention any transaction-related facts or allegations regarding the Applications. Frequency Forward mentions "Rincon" a mere three times in its Petition—including twice in the caption and once in the certificate of service—and, instead, devotes the majority of its Petition to a lengthy historical recitation of *other* proceedings in which allegations have been raised against Sinclair's involvement with "sidecar" entities.⁴¹ Indeed, Frequency Forward's counsel clearly states that other of his "clients have been seeking a hearing on this matter for over five years" and that "there are solid and indisputable factual grounds to support the Petition *and other pleadings filed against Sinclair*."⁴² The Commission generally does not reevaluate the qualifications of assignors or transferors

³⁴ See, e.g., *Entercom License, LLC*, Hearing Designation Order, MB Docket No. 16-357, 31 FCC Rcd 12196, 12205, para. 22 (2016); *Connoisseur Media Licenses, LLC*, Letter Order, 30 FCC Rcd 6045, 6048, 6049 (MB 2015).

³⁵ *Liberian Television of Dallas License LLC, Debtor-in-Possession et al.*, Order, 34 FCC Rcd 8543, 8547, para. 7 (MB 2019) (*Liberian Order*); *Cox Radio, Inc. & SummitMedia, LLC*, Letter Order, 28 FCC Rcd 5674, 5676, n.12 (MB 2013).

³⁶ See, e.g., *Lujan v. Defenders of Wildlife*, 504 U.S. 555 (1992); *MCI Communications Corp.*, Memorandum Opinion and Order, 12 FCC Rcd 7790 (1997); *Saga Communications of North Carolina, LLC and Liberty Productions, a Limited Partnership, re: WOXL-FM*, Letter Order, 20 FCC Rcd 11987 (MB 2005).

³⁷ See *Applications to Transfer Control of License Subsidiaries of Media General, Inc., to Nexstar Media Group, Inc.*, MB Docket No. 16-57, Memorandum Opinion and Order, 32 FCC Rcd 183, 190, para. 17 (MB/WTB 2017) (*Nexstar-Media General Order*).

³⁸ Petition at Decl. of Randall Bryce.

³⁹ *Liberian Order*, 34 FCC Rcd at 8547, n.35 ("In broadcast transactions that involve multiple markets, an organization must submit a member declaration/affidavit for each market in which the organization claims standing; failure to do so will result in the pleading being treated as an informal objection in markets for which there is no member declaration/affidavit."); see also *Nexstar-Media General Order*, 32 FCC Rcd at 190, para. 18 (organizational standing is "geographically limited to the market with respect to which viewer membership is identified in its declaration").

⁴⁰ 47 CFR § 73.3587.

⁴¹ See, e.g., Petition at 3-12.

⁴² Frequency Forward Reply at 6 (emphasis added).

unless issues related to basic qualifications have been sufficiently raised in petitions to warrant designation for hearing.⁴³ Frequency Forward fails to meet this standard, as its allegations concerning Sinclair's character qualifications have repeatedly been considered and rejected.⁴⁴

15. In addition, the only "new" argument raised in the Petition relates to documents that Sinclair produced to the Commission regarding its valuation practices prior to the Commission's adoption of the *2020 Consent Decree*.⁴⁵ Sinclair explains that these documents became available to Frequency Forward's counsel through a FOIA request he filed with respect to another client.⁴⁶ We agree with Sinclair that the Commission has already considered these documents in its adoption of the *2020 Consent Decree*, and they do not provide a basis to challenge the instant Applications. Accordingly, because Frequency Forward has not made any specific allegations of fact demonstrating that grant of the Applications would be *prima facie* inconsistent with the public interest, convenience, and necessity, we deny the Petition.

16. *Top-Four Showings*. As stated above, the Commission's Local Television Ownership Rule prohibits, among other things, the transfer or assignment of ownership of an existing arrangement consisting of multiple top-four affiliated program streams serving a single DMA using multicast channels and/or LPTV stations.⁴⁷ Upon request, however, we consider case-by-case showings that application of the Top-Four Prohibition is not in the public interest due to specific circumstances in a local market or with respect to a specific transaction.⁴⁸ Under this flexible approach, the Commission requires an applicant seeking approval to own multiple stations, with their top-four network affiliations intact, to demonstrate that "the benefits of the proposed transaction would outweigh the harms."⁴⁹ When considering the proposed transfer or assignment of ownership of such a combination with the top-four network affiliations intact, the Commission has outlined several categories of information it would consider, including "unique circumstances of the market and potential effects related to service disruption to viewers" and particularly, in small markets, consideration of whether the result of applying the Top-Four Prohibition would be fewer programming streams in the market than there were before.⁵⁰

17. *Quincy-Hannibal-Keokuk DMA*. In their case-by-case showing, the Applicants assert that the public interest is best served by allowing KHQA-TV to keep its two top-four affiliations intact.⁵¹ The

⁴³ See *T-Mobile-Sprint Order*, 34 FCC Rcd at 10597, para. 45; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 25.

⁴⁴ See *2025 Consent Decree* (finding that "nothing in the record creates a substantial and material question of fact as to whether Sinclair possesses the basic qualifications to hold or remain a Commission licensee"); *Sinclair Broadcast Group*, Order and Consent Decree, 35 FCC Rcd 5877 (2020) (*2020 Consent Decree*) (finding that "there is no substantial and material question of fact as to whether a character qualifying issue arises from the applications designated"); *Tribune Media Company and Sinclair Broadcast Group, Inc.*, MB Docket 17-179, Hearing Designation Order, 33 FCC Rcd 6830 (2018) (*Sinclair HDO*); see also *WTVZ-TV, Norfolk, VA*, Letter Order at 1 (MB Apr. 29, 2020) (dismissing Paul Lucci's petition requesting that the Media Bureau terminate its pending investigation of Sinclair Broadcast Group, Inc. and consider allegations raised in the *Sinclair HDO* proceeding); *WBFF-DT, Baltimore, MD, et al.*, Letter Order at 2 (MB Apr. 29, 2020) (dismissing Ihor Gawdiak's petition requesting that the Media Bureau terminate its pending investigation of Sinclair Broadcast Group, Inc. and require that three full power television stations file early license renewal applications).

⁴⁵ Sinclair Opposition at 12.

⁴⁶ *Id.*

⁴⁷ See *supra* paras. 3-4.

⁴⁸ 47 CFR § 73.3555(b)(2).

⁴⁹ *2010/2014 Quadrennial Review Order on Reconsideration*, 32 FCC Rcd at 9838-39, para. 82.

⁵⁰ *2018 Quadrennial Order*, 38 FCC Rcd at 12839, para. 104, n.335 and 12841, para. 108, n.348.

⁵¹ See KHQA-TV Exhibit at 3.

Applicants note that the Quincy-Hannibal-Keokuk DMA, which consists of sixteen counties spread over three states, is ranked 175th in markets and 191st in revenue.⁵²

18. The Applicants also state that the Quincy-Hannibal-Keokuk DMA contains five full-power television stations, but only two, including KHQA-TV (which carries the ABC and CBS networks) and WGEM-TV, Quincy, Illinois (which carries the NBC, FOX, and CW networks), operate as commercial television stations.⁵³ As a result, they contend that there are “only two commercial full power TV stations in the market able to serve as Top-Four network affiliates, with each currently carrying two Top-Four network streams, creating a competitive balance.”⁵⁴ The Applicants therefore assert that it would “make no sense to ask KHQA to divest one of its Top-Four network streams to WGEM-TV, as that would result in WGEM-TV airing *three* Top-Four network signals and leaving KHQA with only one. This would create a severe competitive imbalance in the market that would threaten KHQA’s continued existence, along with its program service to the public, including local news, weather and sports.”⁵⁵ In addition, the Applicants argue that this risk is exacerbated by the DMA’s low market/revenue ranking, which “already makes operation of a commercial station in this market challenging.”⁵⁶ They explain that if KHQA-TV was forced to divest one of its top-four affiliations, it “would likely not be able to continue providing local news given the loss of revenues.”⁵⁷

19. The Applicants also state that the Commission has recognized that “[a] significant benefit of the multicast capability is the ability to bring more local network affiliates to smaller markets, thereby increasing access to popular network programming and local news and public interest programming tailored to the specific needs and interests of the local community.”⁵⁸ The Applicants argue that this case represents exactly this type of situation, and thus conclude that the case-by-case review demonstrates that keeping KHQA-TV’s top-four affiliations intact is in the public interest.⁵⁹

20. The record demonstrates that permitting Rincon to acquire KHQA-TV with its existing top-four ranked network affiliations intact makes it more likely that Rincon would continue the service that Sinclair currently provides in the Quincy-Hannibal-Keokuk DMA, which would serve the public interest.⁶⁰ KHQA-TV provides local news, weather, and sports to its viewers.⁶¹ The evidence in the

⁵² *Id.*

⁵³ *Id.* The Applicants submit that WTJR(TV), Quincy, Illinois, owned by nonprofit Christian Television Network Inc., airs religious programming in the market. In addition, along with television translators, WQEC(TV), Quincy, Illinois, and WMEC(TV), Macomb, Illinois, are non-commercial television stations that provide PBS programming in the market. *Id.* at 3-4. The Applicants also provide that the “market contains LPTV stations owned by HC2 Holdings Inc., Bridge News and Edge Spectrum, but each covers only the center of the market around the population centers of Quincy and Hannibal, and not, for example, Keokuk. Their coverage areas can be likened to the ‘donut hole’ in the center of the two full power commercial stations’ signals and do not reach most or all of eight counties in the market. It would therefore harm the public to relocate one of KHQA’s Top-Four streams to any of these LPTV stations, given their limited coverage of the market.” *Id.* at n.5.

⁵⁴ *Id.* at 4.

⁵⁵ *Id.* (emphasis in original).

⁵⁶ *Id.*

⁵⁷ *Id.*

⁵⁸ *Id.* & n.6, citing 2014 Quadrennial Regulatory Review – Review of the Commission’s Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996 et al., Second Report and Order, 31 FCC Rcd 9864, 9892, para. 72 (2016).

⁵⁹ KHQA-TV Exhibit at 4.

⁶⁰ See *Gray-Marquee Order*, 39 FCC Rcd at 6604, para. 9.

⁶¹ See KHQA-TV Exhibit at 4.

record demonstrates that splitting up the two top-four network affiliations would likely lead to Quincy-Hannibal-Keokuk viewers losing over-the-air access to such programming, which would not serve the public interest.⁶²

21. Furthermore, we find that unique characteristics of the Quincy-Hannibal-Keokuk DMA provide additional support for relief from the Top-Four Prohibition.⁶³ We make several observations about the structure of the Quincy-Hannibal-Keokuk local television market that we find relevant to our assessment. First, as a market consisting of sixteen counties spread over three states, Quincy-Hannibal-Keokuk is costly for a broadcaster to serve. Second, the DMA is ranked 175th in markets and 191st in revenue, which makes operation of a commercial station in the market challenging. Given these geographic and economic characteristics, we conclude that the Quincy-Hannibal-Keokuk DMA likely would not support four independent, network-affiliated stations. The evidence in the record also demonstrates that the market likely would not support one stand-alone top-four network affiliated stream. Notably, there also does not appear to be any independent buyer available or an unaffiliated commercial station in the Quincy-Hannibal-Keokuk DMA that could viably operate one of Sinclair's top-four network affiliations and provide the same (or better) level of service to the community even if we determined that the public interest would be better served with separately owned stations holding the two network affiliations.⁶⁴

22. *Ottumwa-Kirkville DMA.* In their case-by-case showing, the Applicants assert that the public interest is best served by allowing KTVO to keep its two top-four affiliations intact.⁶⁵ The Applicants note that the Ottumwa-Kirkville DMA, which consists of nine counties in Northeast Missouri and Southeast Iowa, is ranked 200th in markets and 205th in revenue.⁶⁶

23. The Applicants also state that the Ottumwa-Kirkville DMA contains only two full-power television stations that operate as commercial television stations, including KTVO (which carries the ABC and CBS networks) and KYOU-TV, Ottumwa, Iowa (which carries the NBC and FOX networks).⁶⁷ Moreover, the Applicants note that while KYOU-TV is included in the DMA, its transmitter site is actually located outside the DMA such that "its signal reaches only the northern portion of the market and does not cover most of the five Missouri counties in the southern part of the DMA."⁶⁸ They explain that KYOU-TV uses a television translator licensed to Kirkville, Missouri, to reach a portion of the Missouri counties in the DMA.⁶⁹ The DMA also includes two LPTV stations licensed to Kirkville, Missouri, and Keosauqua, Iowa, that are owned by Iowa Public Broadcasting and provide PBS programming to those population centers.⁷⁰ As a result, the Applicants contend that it "obviously would harm the public to relocate a network's programming to a station with far less coverage of the market—

⁶² See *id.*

⁶³ See *Gray-Marquee Order*, 39 FCC Rcd at 6604, para. 8; *Red River Broadcast Co., LLC, to Gray Television Licensee, LLC*, Memorandum Opinion and Order, 34 FCC Rcd 8590, 8593, para. 9 (MB 2019) ("Based on information provided by the Applicants in support of their request for case-by-case consideration, including information demonstrating the unique market characteristics, we conclude that the potential public interest benefits of the proposed combination outweigh the potential harms, and therefore application of the Top-Four Prohibition is not warranted in this instance.").

⁶⁴ See KHQA-TV Exhibit at 4.

⁶⁵ See KTVO-TV Exhibit at 3.

⁶⁶ *Id.*

⁶⁷ *Id.*

⁶⁸ *Id.*

⁶⁹ *Id.*

⁷⁰ *Id.*

one which serves Kirksville and the southern portion of the market through only the limited coverage of an LPTV station” and that “it also would be harmful to the public to displace network programming from KTVO to the only other alternative, the PBS LPTV stations which, in addition to having the limited coverage of LPTV stations, risks displacing PBS programming in the market.”⁷¹

24. The Applicants further assert that “it would make no sense to ask KTVO—the only full power television station with a transmitter site actually located in the DMA—to divest one of its Top-Four network streams to KYOU-TV, as that would result in KYOU-TV airing *three* Top-Four network signals and leaving KTVO with only one.”⁷² In addition to reducing the public’s ability to receive the divested network’s programming given the stations’ differing coverage areas, the Applicants argue that it would create a “competitive imbalance in the market that would threaten KTVO’s continued existence and its program service to the public, including local news, weather and sports.”⁷³ Exacerbating this risk, they assert, is the DMA’s low market and revenue rankings, which make the operation of a commercial station in this market challenging.⁷⁴ Therefore, if KTVO is forced to divest one of its top-four network affiliations, the result, according to the Applicants, is that the station “would likely not be able to continue providing local news given the loss of revenues.”⁷⁵

25. The Applicants also state that the Commission has recognized that “[a] significant benefit of the multicast capability is the ability to bring more local network affiliates to smaller markets, thereby increasing access to popular network programming and local news and public interest programming tailored to the specific needs and interests of the local community.”⁷⁶ They argue that this case represents exactly this type of situation, and thus conclude that the case-by-case review demonstrates that keeping KTVO top-four affiliations intact is in the public interest.⁷⁷

26. The record demonstrates that permitting Rincon to acquire KTVO with its existing top-four ranked network affiliations intact makes it more likely that Rincon would continue the service that Sinclair currently provides in the Ottumwa-Kirksville DMA, which would serve the public interest.⁷⁸ KTVO provides local news, weather, and sports to its viewers. The evidence in the record demonstrates that splitting up the four top-four network affiliations would likely lead to Ottumwa-Kirksville viewers losing over-the-air access to local news service, which would not serve the public interest.⁷⁹

27. Furthermore, we find that unique characteristics of the Ottumwa-Kirksville DMA provide additional support for relief from the Top-Four Prohibition.⁸⁰ We make several observations about the

⁷¹ *Id.*

⁷² *Id.* at 4 (emphasis in original).

⁷³ *Id.*

⁷⁴ *Id.*

⁷⁵ *Id.*

⁷⁶ *Id.* & n.4, citing 2014 Quadrennial Regulatory Review – Review of the Commission’s Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996 et al., Second Report and Order, 31 FCC Rcd 9864, 9892, para. 72 (2016).

⁷⁷ KTVO Exhibit at 4.

⁷⁸ See *Gray-Marquee Order*, 39 FCC Rcd at 6604, para. 9.

⁷⁹ See KTVO Exhibit at 4.

⁸⁰ See *Gray-Marquee Order*, 39 FCC Rcd at 6604, para. 8; *Red River Broadcast Co., LLC, to Gray Television Licensee, LLC*, Memorandum Opinion and Order, 34 FCC Rcd 8590, 8593, para. 9 (MB 2019) (“Based on information provided by the Applicants in support of their request for case-by-case consideration, including information demonstrating the unique market characteristics, we conclude that the potential public interest benefits of the proposed combination outweigh the potential harms, and therefore application of the Top-Four Prohibition is

(continued....)

structure of the Ottumwa-Kirksville local television market that we find relevant to our assessment. First, as a market which consists of nine counties spread over two states, Ottumwa-Kirksville is costly for a broadcaster to serve. Second, the DMA is ranked 200th in markets and 205th in revenue, which make operation of a commercial station in the market challenging. Given these geographic and economic characteristics, we conclude that the Ottumwa-Kirksville DMA likely would not support four independent, network-affiliated stations. The evidence in the record also demonstrates that the market likely would not support one stand-alone top-four network affiliated stream. Notably, there does not appear to be any independent buyer available or an unaffiliated commercial station in the Ottumwa-Kirksville DMA that could viably operate one of Sinclair's top-four network affiliations and provide the same (or better) level of service to the community even if we determined that the public interest would be better served with separately owned stations holding the two network affiliations.⁸¹

28. *Continuing Satellite Waiver.* We also grant a waiver to permit WICD(TV), Champaign, Illinois, to continue operating as a satellite of WICS(TV), Springfield, Illinois.⁸² Under the streamlined standards the Commission established in 2019, we reauthorize satellite status upon assignment or transfer of control by demonstration of compliance with the criteria for grant of an original satellite authorization or, in the alternative, by submission of a copy of the most recent satellite authorization along with a statement certifying that there has been no material change to the circumstances underlying the authorization.⁸³ The Applicants certify that "the underlying circumstances upon which the Commission relied in granting the current satellite exemption have not changed materially,"⁸⁴ and they provide a copy of the most recent satellite authorization.⁸⁵ Accordingly, we grant Rincon continued authority to operate WICD as a satellite of WICS in the Champaign-Urbana & Springfield-Decatur market.

V. CONCLUSION

29. For the reasons described above, we deny the Petition and conclude that any potential public interest harms of Rincon's proposed ownership of KHQA-TV and KTVO with their top-four affiliations intact are outweighed by the un rebutted record evidence of the public interest benefits of this transaction, which would ensure the preservation of local news service in the local markets. Accordingly, application of the Top-Four Prohibition would not be in the public interest in this case. We also find that grant of the Applications will pose no competitive harm and would otherwise serve the public interest, convenience, and necessity. We therefore conclude that the Applicants are fully qualified and that grant of the Applications will serve the public interest, convenience, and necessity, as required by section 310(d) of the Act. In doing so, we emphasize that our decision herein is based on the specific facts and the record compiled in this proceeding.

30. Finally, while we decline to impose any sanctions at this time, as requested by Sinclair, we remind all parties before the Commission that its process and procedures should not be abused for any purpose.

VI. ORDERING CLAUSES

31. Accordingly, **IT IS ORDERED**, pursuant to Sections 4(i) and (j), 309, and 310(d) of the

not warranted in this instance.").

⁸¹ See KTVO Exhibit at 3-4.

⁸² 47 CFR § 73.3555, Note 5.

⁸³ *Streamlined Reauthorization Procedures for Assigned or Transferred Television Satellite Stations et al.*, MB Docket Nos. 18-63 and 17-105, Report and Order, 34 FCC Rcd 1539, 1542, para. 9 (2019).

⁸⁴ See LMS File No. 0000267765, Comprehensive Exhibit, at 3 (WICS Exhibit); LMS File No. 0000267763, Comprehensive Exhibit, at 3 (WICD Exhibit).

⁸⁵ WICS Exhibit; WICD Exhibit, both attaching *Guy Gannet Communications, Inc.*, Memorandum Opinion and Order, 14 FCC Rcd 6204 (MB 1999).

Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), 154(j), 309, 310(d), that the Petition to Deny filed by Frequency Forward, **IS DENIED**.

32. **IT IS FURTHER ORDERED**, pursuant to sections 4(i) and (j), and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. § 154(i), 154(j), 310(d), that the application, LMS File No. 0000267757, proposing assignment of WVTW(TV), Milwaukee, Wisconsin, from WVTW Licensee, Inc. to Rincon Broadcasting Milwaukee LLC **IS GRANTED**.

33. **IT IS FURTHER ORDERED**, pursuant to sections 4(i) and (j), and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. § 154(i), 154(j), 310(d), that the application, LMS File No. 0000267760, proposing assignment of KHQA-TV, Hannibal, Missouri, from KHQA Licensee, LLC to Rincon Broadcasting Quincy LLC, including the Applicants' request that Rincon Broadcasting Quincy LLC be permitted to own KHQA-TV with its top-four network affiliations intact in the Quincy-Hannibal-Keokuk market under section 73.3555(b)(2) of the Commission's rules, 47 CFR § 73.3555(b)(2), **IS GRANTED**.

34. **IT IS FURTHER ORDERED**, pursuant to sections 4(i) and (j), and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. § 154(i), 154(j), 310(d), that the application, LMS File No. 0000267758, proposing assignment of KTVO(TV), Kirksville, Missouri, from KTVO Licensee, LLC to Rincon Broadcasting Ottumwa LLC, including the Applicants' request that Rincon Broadcasting Ottumwa LLC be permitted to own KTVO with its top-four network affiliations intact in the Ottumwa-Kirksville market under section 73.3555(b)(2) of the Commission's rules, 47 CFR § 73.3555(b)(2), **IS GRANTED**.

35. **IT IS FURTHER ORDERED**, pursuant to sections 4(i) and (j), and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. § 154(i), 154(j), 310(d), that the application, LMS File No. 0000267763, proposing assignment of WICD(TV), Champaign, Illinois, from WICD Licensee, LLC to Rincon Broadcasting Champaign LLC **IS GRANTED**.

36. **IT IS FURTHER ORDERED**, pursuant to sections 4(i) and (j), and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. § 154(i), 154(j), 310(d), that the application, LMS File No. 0000267765, proposing assignment of WICS(TV), Springfield, Illinois, from WICS Licensee, LLC to Rincon Broadcasting Champaign LLC **IS GRANTED**.

37. **IT IS FURTHER ORDERED** that the request for continued operation of WICD(TV), Champaign, Illinois, as a satellite station of WICS(TV), Springfield, Illinois, pursuant to the "satellite exception" of Note 5 to section 73.3555 of the Commission's rules, 47 CFR § 73.3555, **IS GRANTED**.

38. These actions are taken pursuant to sections 0.61 and 0.283 of the Commission's rules, 47 CFR §§ 0.61, 0.283, and sections 4(i) and (j), and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), 154(j), 310(d).

FEDERAL COMMUNICATIONS COMMISSION

Erin Boone
Acting Chief, Media Bureau

Attachment A

Call Sign	Community of License	Licensee	Assignor	Assignee	LMS File No.
WVTV(TV)	Milwaukee, WI	WVTV Licensee, Inc.	WVTV Licensee, Inc.	Rincon Broadcasting Milwaukee LLC	0000267757
KTVO(TV)	Kirkville, MO	KTVO Licensee, LLC	KTVO Licensee, LLC	Rincon Broadcasting Ottumwa LLC	0000267758
KHQA-TV	Hannibal, MO	KHQA Licensee, LLC	KHQA Licensee, LLC	Rincon Broadcasting Quincy LLC	0000267760
WICD(TV)	Champaign, IL	WICD Licensee, LLC	WICD Licensee, LLC	Rincon Broadcasting Champaign LLC	0000267763
WICS(TV)	Springfield, IL	WICS Licensee, LLC	WICS Licensee, LLC	Rincon Broadcasting Champaign LLC	0000267765