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Re: Application for Assignment of License from
Hoffman Communications, Inc. to Cox Television
Jacksonville, LLC
LMS File No. 0000281074

Dear Counsel:

The Video Division, Media Bureau, has before it the above-captioned application seeking consent to the assignment of the license of television station WJAX-TV, Jacksonville, Florida (WJAX-TV or Station), from Hoffman Communications, Inc. (Hoffman), to Cox Television Jacksonville, LLC, a wholly-owned subsidiary of CMG Media Corporation (collectively, Cox, and, together with Hoffman, Applicants).¹ DIRECTV, LLC (DIRECTV), filed a petition to deny the Application.² For the reasons set forth below, we deny the Petition and grant the Application.

Background. Cox is the licensee of television station WFOX-TV, Jacksonville, Florida. If it acquires WJAX-TV,³ Cox would own two television stations in the Jacksonville Nielsen Designated Market Area (DMA).

¹ LMS File No. 0000281074 (filed Nov. 19, 2025) (Application).

² Petition to Deny of DIRECTV, LLC, LMS Pleading File No. 0000285678 (filed Dec. 29, 2025) (Petition).

³ Cox currently provides certain services, including the programming of no more than 15% of the Station's weekly schedule, pursuant to an Amended and Restated Broadcast Services Agreement. See Application, Asset Purchase Agreement; Joint Opposition to Deny at 1-2 (filed Jan. 8, 2026) (Joint Opposition).

The Local Television Ownership Rule, as reflected in the Code of Federal Regulations, provides that an entity may own two television stations licensed in the same DMA if: “(i) the digital noise limited service contours of the stations . . . do not overlap; or (ii) at the time the application to acquire . . . 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 However, the court in *Zimmer Radio* vacated the latter provision—the Top-Four Prohibition—such that ownership of any two stations in a single DMA is now rule compliant (the Two-Station Limit).⁵

Pleadings. DIRECTV asserts in its Petition that it has standing to file, alleging direct economic harm due to higher input prices that it asserts it will have to pay as a result of the transaction.⁶ DIRECTV further claims that it also has standing as a competitor, citing broadcasters’ arguments in rulemaking proceedings that multichannel video programming distributors (MVPD) compete with over-the-air broadcasters for viewers as they simultaneously rely on broadcasters as program suppliers.⁷ DIRECTV maintains that *Zimmer Radio* does not affect the Applicants’ affirmative obligation under section 310(d) to show that the proposed license transfer is in the public interest.⁸ DIRECTV asserts that the Applicants fail to make any public interest showing despite the clear harm arising from creating a new “Big Four” duopoly.⁹ Specifically, DIRECTV argues that the evidence shows that local television consolidation gives broadcasters more leverage to charge higher retransmission fees, which leads to higher bills for MVPD customers.¹⁰ DIRECTV further contends that the transaction will lead to higher prices for DIRECTV and its customers because Cox is much larger than Hoffman, and larger station groups command higher retransmission consent rates than smaller ones.¹¹

The Applicants respond that the transaction complies with all Commission rules, including the post-*Zimmer Radio* Local Television Ownership Rule.¹² They also contend that the acquisition will present no harm and that it will, in fact, strengthen WJAX-TV and its service to the Jacksonville DMA, because Cox has been limited to programming no more than 15 percent of the Station’s weekly schedule.¹³ The Applicants also assert that the transaction will produce “significant public interest benefits” by strengthening WJAX-TV and WFOX-TV as competitors in the local market and “opening new opportunities for increased local journalism and enhanced local programming offerings that come

⁴ 47 CFR § 73.3555(b) (vacated in part by *Zimmer Radio of Mid-Missouri, Inc. v. FCC et al.*, 145 F.4th 828 (8th Cir. 2025) (*Zimmer Radio*) (Local Television Ownership Rule).

⁵ See *Letter from Chief, Video Division to Sinclair, Inc., et al.*, Letter Order, DA 26-108 (MB Feb. 3, 2026) (*Sinclair-Cunningham-Roberts Letter Order*).

⁶ Petition at 2-5.

⁷ *Id.* at 4-5.

⁸ *Id.* at 6.

⁹ *Id.* at 7-14.

¹⁰ *Id.* at 9.

¹¹ *Id.* at 14.

¹² Joint Opposition at 3-4 (citing 47 CFR § 73.3555(b) (vacated in part by *Zimmer Radio*)).

¹³ Joint Opposition at 1-2, 4-7.

with this larger platform.”¹⁴

The Applicants also call for the DIRECTV Petition to be dismissed on procedural grounds for two reasons. First, they state that DIRECTV does not have standing to file a petition to deny under section 310(d) of the Act, asserting that DIRECTV’s claim that common ownership of WJAX-TV and WFOX-TV will raise retransmission consent rates that DIRECTV will have to pass on customers, thereby lowering subscribership and revenues, is exactly the sort of “speculative” harm that the Commission’s standing requirements do not recognize.¹⁵ Second, the Applicants argue that DIRECTV improperly attempts to convert a transaction review into a forum for its industrywide policy demands and that its argument for retention and expansion of the Top-Four Prohibition is an impermissible collateral attack on the Commission’s rules.¹⁶

In reply, DIRECTV contends that Applicants ignore or minimize the harms of established in the Petition with regard to retransmission consent and fail to establish the public interest benefits associated with this transaction.¹⁷ DIRECTV also argues that there is no “retransmission consent exception” to the Commission’s transaction review; the Commission’s public interest analysis must address DIRECTV’s contention that the transaction would result in an increase in retransmission consent rates.¹⁸

Standing. Under section 309(d) of the Communications Act of 1934, as amended (Act), only a “party in interest” has standing to file a petition to deny.¹⁹ 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.²⁰ 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.²¹ 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 assignment and the injury in fact; and (3) that not granting the transfer or assignment would remedy or prevent the injury in fact.²² In the broadcast regulatory context, standing is generally shown in one of three ways: (1) as a 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 of the station.²³ In the case of viewer standing, the petitioner

¹⁴ *Id.* at 6-7.

¹⁵ *Id.* at 7-8.

¹⁶ *Id.* at 2-3, 8-10.

¹⁷ DIRECTV Reply (filed Jan. 15, 2026) at 2-12

¹⁸ *Id.* at 9-10.

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

²⁰ 47 U.S.C. § 309(d).

²¹ *Id.*

²² 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 Library Productions, a Limited Partnership, re: WOXL-FM*, Letter Order, 20 FCC Rcd 11987 (MB 2005).

²³ See, e.g., *Entercom License, LLC, Hearing Designation Order, MB Docket No. 16-357*, 31 FCC Rcd 12196, 12205 (2016); *Connoisseur Media Licenses, LLC*, Letter Order, 30 FCC Rcd 6045, 6048-6049 (MB 2015).

must allege that he or she is a resident of the station's service area or a regular viewer of the station.²⁴ 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."²⁵

We find that DIRECTV has demonstrated that it meets the requirements for standing with regard to the Application. In its Petition, DIRECTV claims that grant of the transaction will have specific, negative effects on it, specifically related to retransmission consent fee negotiations, and that those harms can be cured by dismissal or denial of the Application.²⁶ Based on these claims, and consistent with precedent, we find that DIRECTV has met the requirements for standing.²⁷

Discussion. Section 310(d) of the Act provides that no station license shall be transferred or assigned except upon application to the Commission and upon a finding by the Commission "that the public interest, convenience, and necessity will be served thereby."²⁸ 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.²⁹ 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.³⁰ For the reasons explained below, we find that the proposed transaction fully complies with the Commission's rules, including the post-*Zimmer Radio* Local Television Ownership Rule, and that there are no issues or potential public interest harms identified in the record that would require further consideration. Notably, while the Commission will consider transaction-specific objections to otherwise rule-compliant transactions, we find that DIRECTV has failed to advance any such objections. Accordingly, we conclude that grant of the Application will result in public interest benefits and serve the public interest, convenience, and necessity.

In recent decisions issued subsequent to the close of the pleading cycle in this proceeding, we have considered and rejected substantially similar arguments raised by DIRECTV. On February 3, 2026, the Bureau issued the *Sinclair-Cunningham-Roberts Letter Order*, which addressed and rejected many of the arguments presented by DIRECTV here.³¹ In that decision, we traced the history of the Local Television Ownership Rule, from its initial adoption in the *1999 Television Ownership Order*³² through

²⁴ See *Rainbow/PUSH Coalition v. FCC*, 330 F.3d 539, 542-43 (D.C. Cir. 2003).

²⁵ *Cox Radio, Inc. & Summit Media, LLC*, Letter Order, 28 FCC Rcd 5674, 5676, n.12 (MB 2013).

²⁶ See Petition at 2-4.

²⁷ See *Sinclair-Cunningham-Roberts Letter Order* at 6; *Letter from Chief, Video Division to Sinclair Inc., et al.*, Letter Order, DA 26-117, at 5-6 (MB Mar. 9, 2026) (*Sinclair-HSH-Cunningham-Deerfield Letter Order*); *Applications of Tribune Media Company, Nexstar Media Group, Inc. et al.*, MB Docket No. 19-30, Memorandum Opinion and Order, 34 FCC Rcd 8436, 8448, para. 24 (2019); *Applications to Transfer Control of License Subsidiaries of Media General, Inc., to Nexstar Broadcasting, Inc.*, MB Docket No. 16-57, Memorandum Opinion and Order, 32 FCC Rcd 183, 189, para. 16 (MB/WTB 2017).

²⁸ 47 U.S.C. § 310(d).

²⁹ *Applications for Consent to the Transfer of Control of Paramount Global*, Memorandum Opinion and Order, 40 FCC Rcd 5689, 5701, para. 25 (2025).

³⁰ *Id.*

³¹ See *Sinclair-Cunningham-Roberts Letter Order*.

³² *Review of the Commission's Regulations Governing Television Broadcasting and Television Satellite Stations Review of Policy and Rules*, MB Docket Nos. 91-221 and 87-8, Report and Order, 14 FCC Rcd 12903 (1999) (1999

the Eighth Circuit’s vacatur of the Top-Four Prohibition, and recognized that “the Two-Station Limit, without restriction, now *is* the Local Television Ownership Rule.”³³ We also rejected the contention that the Commission must engage in a balancing process pursuant to Section 310(d) of the Act before granting an application, explaining that “[w]here the Commission has adopted a specific, numerical ownership limit, as it has with the Two-Station Limit, an applicant satisfies its initial burden of showing that the transaction is in compliance with the Act and the Commission’s rules and policies related to competition and diversity by correctly certifying compliance with that limit.”³⁴ On March 9, 2026, largely in reliance on the *Sinclair-Cunningham-Roberts Letter Order*, we issued the *Sinclair-HSH-Cunningham-Deerfield Letter Order*, rejecting claims raised by DIRECTV similar to those raised in its Petition here.

We find that the Application fully complies with the Two-Station Limit, and DIRECTV has failed to provide any transaction-specific arguments that raise a substantial and material question of fact sufficient to show that grant of the Application would be *prima facie* inconsistent with the public interest.³⁵ The Petition focuses primarily on the retransmission consent harms raised by the proposed combinations.³⁶ However, just as we found in the *Sinclair-Cunningham-Roberts Letter Order* and again in the *Sinclair-HSH-Cunningham-Deerfield Letter Order* that similar concerns were speculative, we reach the same determination here.³⁷ And again, as we explained in the *Sinclair-Cunningham-Roberts Letter Order*, the Commission has found on multiple occasions in the past that issues of broad applicability, such as the effect of common ownership of two top-four stations on the market for retransmission consent, are best handled in a rulemaking of industry-wide effect.³⁸ We emphasize again that we will not consider such issues in an adjudication involving rule-compliant broadcast television duopolies.³⁹

Finally, based on our own review of the proposed transactions, we have not identified any issues or potential public interest harms that would require further consideration. To the contrary, we find that that “operational efficiencies and economies of scale” created by the transaction could benefit viewers through enhanced “local news and other locally tailored content.”⁴⁰

Accordingly, having reviewed the Application and the record in this matter, **IT IS ORDERED**

Television Ownership Order).

³³ *Sinclair-Cunningham-Roberts Letter Order* at 8 (emphasis in original).

³⁴ *Id.*

³⁵ 47 U.S.C. § 309(d)(1); *see also* 47 CFR § 73.3584.

³⁶ *See, e.g.*, Petition at 9 (“The public harm, meanwhile, is both clear and substantial. The evidence shows that local television consolidation gives broadcasters more leverage to charge higher retransmission consent fees.”).

³⁷ *Sinclair-Cunningham-Roberts Letter Order* at 9 (“In essence, DIRECTV argues that additional scale will lead to increased retransmission consent rates, which it will pass along to consumers. We find this argument, as it relates to these transactions, to be speculative and unsupported by any transaction-specific evidence.”); *Sinclair-HSH-Cunningham-Deerfield Letter Order* at 6.

³⁸ *Sinclair-HSH-Cunningham-Deerfield Letter Order* at 6; *ACME Television, Inc.*, Letter Decision, 26 FCC Rcd 5189, 5192 (MB 2011), citing *Pine Bluff Radio, Inc.*, Memorandum Opinion and Order, 14 FCC Rcd 6594, 6599 (1999); *Application of Great Empire Broadcasting, Inc. and Journal Broadcasting Corp.*, Memorandum Opinion and Order, 14 FCC Rcd 11145, 11148 (1999); *see also Community Television of Southern California v. Gottfried*, 459 U.S. 499, 511 (1983) (“[A] rulemaking is generally a better, fairer, and more effective method of implementing a new industry wide policy than uneven application of conditions in isolated [adjudicatory] proceedings.”).

³⁹ *Sinclair-Cunningham-Roberts Letter Order* at 7-8.

⁴⁰ Joint Opposition at 6-7.

that, for the reasons specified herein, the Application (LMS File No. 0000281074) **IS GRANTED**.

IT IS FURTHER ORDERED that the Petition to Deny filed by DIRECTV, LLC **IS DENIED**.

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).

Sincerely,

/s/

David J. Brown
Chief, Video Division
Media Bureau