

**STATEMENT OF
COMMISSIONER MICHAEL O'RIELLY**

Re: *Applications of Tribune Media Company (Transferor) and Sinclair Broadcast Group, Inc. (Transferee) For Transfer of Control of Tribune Media Company and Certain Subsidiaries, WDCW (TV) et. al. and For Assignment of Certain Licenses from Tribune Media Company and Certain Subsidiaries, MB Docket 17-179, File No. BTCCDT-20170626AGW, et al.*

As is the frustrating but common practice with transactions before the Commission, neither I, nor my staff, were privy to any discussion or presented any private documents used as a basis for today's Hearing Designation Order (HDO). Instead, the parties worked with the Media Bureau on their proposal for Sinclair to acquire much of Tribune's assets, with others to be disposed to other parties.

Despite this, the public material available, including in the record, raises sufficient questions regarding some of the proposed asset dispositions that is worth a deeper examination. If the Commission had a functional Administrative Law Judge (ALJ) process, these questions of fact may be just the type an ALJ could appropriately consider. Unfortunately, the regulatory purgatory that has resulted from the Commission's abysmal ALJ process has not resulted in closer reviews. Instead, HDO referrals have typically meant a de facto merger death sentence, even if such referral could eventually be proven to be unjustified.

Knowing that my colleagues voted to approve the item in an exceptionally expedited fashion, my vote became non-determinative. Thus, I sought to find the best process improvements to potentially allow a challenged party, in this case Sinclair, at least the opportunity to explain and defend its actions. Indeed, what allows me to support the order are changes made at my request and approved by my colleagues to improve the ALJ process in this item, which will also serve as precedent for future HDOs, to the extent they are allowed to continue. Specifically, the item requires that 15 days after the period by which applicable parties may apply to the ALJ to be heard, a complete schedule will be issued by the ALJ, including a date for completion. This may allow accused parties to challenge an HDO, be able to represent that there is a timeline for conclusion, and eventually contest a negative decision, if necessary. This is what some may refer to as an initiation of a hint of due process. At the same time, I am less than sanguine that this effort will be of extended value, as I realize that many merger applicants will be unable to withstand the market pressures to end transactions long before any such timelines are established or exhausted. While this may be a slightly better ALJ process, it does not remove the dire need to eliminate or conduct major reforms to fix its blatant faults.