

CHANGES IN INTERESTS AS A RESULT OF TRANSFER OF CONTROL

This application seeks the Commission's consent to the voluntary *pro forma* transfer of control of Commonwealth Public Broadcasting Corporation ("CPBC"), the licensee of the following radio and TV stations: WCNV, Heathsville, VA (Fac. ID No. 90292); WCVE-FM, Richmond, VA (Fac. ID No. 10016); WCVE-TV, Richmond, VA (Fac. ID No. 9987); WCVW, Richmond, VA (Fac. ID No. 9989); WHTJ, Charlottesville, VA (Fac. ID No. 9990); WMVE, Chase City, VA (Fac. ID No. 90273); WNVC, Fairfax, VA (Fac. ID No. 9999); and WNVT, Goldvein, VA (Fac. ID No. 10019).

For internal business purposes, a new entity – Virginia Foundation for Public Media ("VFPM") – has been created. VFPM is a type III "supporting" organization under IRS rules. *See* 26 U.S.C. 509(a)(3). CPBC intends to become the "supported" organization. VFPM will exercise control over CPBC by appointing Appointed Directors to the CPBC board of directors. Appointed Directors shall comprise the majority of directors of the CPBC board of directors. VFPM will also have the right to remove any Appointed Director, with or without cause, upon the affirmative vote of two-thirds of the directors of VFPM. VFPM will not have any voting or equity rights with respect to CPBC.

The board of directors of CPBC was approved by the Commission in 2015. *See* FCC File No. BTCED-20150513ABB. More than 50% of the individuals who made up the board of directors of CPBC when the Form 316 was filed in May 2015 will serve on the board of directors of VFPM.

Because ultimate control of the licensee will remain with individuals passed upon by the FCC in 2015, the FCC's consent is appropriately sought in an FCC Form 316 pursuant to Section 73.3540(f)(5) of the Commission's Rules. The chart in Attachment A depicts the complete list of current members of the board of directors of VFPM and the complete list of current members of the board of directors of CPBC.

Other than as described herein, no other changes to the ownership or management of CPBC are contemplated by the creation of VFPM. CPBC will continue to be the licensee of the stations listed above.

ATTACHMENT A
VFPM Board Composition

On May 13, 2015, CPBC filed a Form 316 due to gradual changes in its board of directors that resulted in more than a fifty percent overall change in the board (the “May 2015 Form 316”). The transfer of control was approved by the FCC on July 6, 2015. *See* FCC File No. BTCED-20150513ABB. Seven of the twelve directors listed on the May 2015 Form 316 will comprise the board of VFPM. Four additional individuals, not listed on the May 2015 Form 316, will also be on the VFPM board. Current directors for both VFPM and CPBC are listed below. All of the directors are U.S. citizens and can be contacted c/o Commonwealth Public Broadcasting Corporation, 23 Sesame Street, Richmond, VA 23235.

Current VFPM Directors

NAME	APPROVED BY FCC ON BTCED-20150513ABB?
Cynthia Bailey	Yes
Michael Bisceglia	Yes
Elizabeth E. Appel Blue	Yes
Richard Crawford	Yes
Josh Dare	Yes
Louise Martin	Yes
Todd M. Stansbury	Yes
Stephen Loderick	No
Steve Humble	No
Lu Alvarez	No
Phillip Goodpasture	No

Current CPBC Directors

NAME	APPROVED BY FCC ON BTCED-20150513ABB?
Michael Bisceglia	Yes
Elizabeth E. Appel Blue	Yes
Richard Crawford	Yes
Josh Dare	Yes
Dr. David Gould	Yes
Marlene D. Jones	Yes
Louise Martin	Yes
Eric Rhoades	Yes
Todd M. Stansbury	Yes
Stephen Loderick	No
Steve Humble	No
Tanya Ross	No