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Re: Application for Consent to the Assignment of the
License of WSWB(TV), Scranton, Pennsylvania,
from MPS Media of Scranton License, LLC to
WQMY Licensee, LLC
LMS File No. 0000290029

Dear Counsel:

The Video Division, Media Bureau (Bureau) has before it the above-captioned, unopposed application seeking consent to the assignment of the license of television station WSWB(TV), Scranton, Pennsylvania (WSWB), from MPS Media of Scranton License, LLC, to WQMY Licensee, LLC, a wholly owned indirect subsidiary of Sinclair, Inc. (Sinclair).¹ The Application includes a request for waiver of the Local Television Ownership Rule² to allow Sinclair to own three television stations in the Wilkes Barre-Scranton-Hazleton, PA Designated Market Area (DMA).³ For the reasons set forth below, we grant the Waiver Request and the Application.

Background. 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

¹ LMS File No. 0000290029 (filed Feb. 24, 2026) (Application).

² 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).

³ Application, “Request for Waiver of 47 C.F.R. § 73.3555(b)” (Waiver Request).

⁴ 47 CFR § 73.3555(b) (vacated in part by *Zimmer Radio*).

ownership of any two stations in a single DMA is now rule compliant.⁵ Ownership of more than two stations, however, is impermissible, unless the Commission finds good cause to waive application of the Local Television Ownership Rule.

In the Wilkes Barre-Scranton-Hazleton, PA DMA, Sinclair owns WOLF-TV, Hazleton, Pennsylvania, and WQMY(TV), Williamsport, Pennsylvania.⁶ In addition, Sinclair currently provides certain “programming, sales, and services to WSWB” pursuant to a joint sales agreement (JSA) and a shared services agreement (SSA),” but notes that “regulatory limitations restrict Sinclair’s ability to provide services and programming to WSWB.”⁷ In its Waiver Request, Sinclair contends that common ownership will preserve the “Stations’ ability to compete and provide high-quality local news” by enabling them to “leverage operational efficiencies,” which will, in turn, advance the public interest.⁸ Sinclair also asserts that given the other “higher performing stations in the market” and the fact that “at least four independent local broadcast news operations would remain” following the transaction, the proposed combination would not give Sinclair an “outsized competitive advantage (in viewership or revenues), and instead is critical to improving the Stations’ ability to compete more effectively.”⁹

More specifically, Sinclair argues that the proposed combination will advance the public interest by allowing it to strengthen its long-standing local service in the Wilkes-Barre-Scranton-Hazleton, PA DMA amid growing challenges, including intense competition from digital and other programming sources.¹⁰ For example, Sinclair submits that, in this DMA, while media advertising spending has “steadily increased” between 2020 and 2025, over-the-air television’s share of that advertising spending has decreased over the same time period.¹¹ Moreover, the share of advertising revenues flowing to digital and similar competitive platforms has increased dramatically, which Sinclair maintains diminishes the “revenues that broadcasters need to support production of local news or compete for other popular programming.”¹² Meanwhile, national and local advertising revenues for WSWB have “failed to keep pace, increasing only nominally.”¹³ Sinclair submits that the “cable/satellite penetration rate has also historically been very high in the DMA with cable operators touting their ability to offer advertising on a DMA-wide or more localized level, adding to the already intense level of competition for advertising revenues that broadcast stations face in a market with challenging geography.”¹⁴

Sinclair further contends that common ownership of the Stations will, in fact, preserve meaningful competition in the Wilkes Barre-Scranton-Hazleton, PA DMA.¹⁵ It observes that the market,

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*) (*application for review pending*).

⁶ We will refer to WOLF-TV, WQMY, and WSWB, collectively, as the Stations.

⁷ Waiver Request at 4.

⁸ *Id.* at 2-3.

⁹ *Id.* at 3-4.

¹⁰ *Id.* at 4.

¹¹ *Id.*

¹² *Id.* at 2-4.

¹³ *Id.* at 4.

¹⁴ *Id.* (internal citations omitted); see also *id.* at n.20 (describing the urban, suburban, rural and mountainous zones in the Wilkes Barre-Scranton-Hazleton, PA DMA).

¹⁵ *Id.* at 3-4.

ranked 59th by Nielsen, includes 8 full-power television stations.¹⁶ Among stations affiliated with the “Big Four” networks, the highest-ranked station is ABC affiliate WNEP-TV, Scranton, Pennsylvania, licensed to a subsidiary of TEGNA Inc. (TEGNA), and ultimately owned by Nexstar Media Inc. (Nexstar).¹⁷ NBC affiliate WBRE(TV), Wilkes Barre, Pennsylvania, licensed to Nexstar, and CBS affiliate WYOU(TV), Scranton, Pennsylvania, licensed to Mission Broadcasting, Inc., are ranked second and third.¹⁸ WOLF-TV, a FOX affiliate, is ranked a distant fourth.¹⁹ Finally, CW affiliate WSWB and MyNetwork affiliate WQMY, are ranked seventh and eighth, respectively.²⁰ According to Sinclair, even combined, the audience shares of the Stations would “still trail behind the top-three rated stations in the market,”²¹ which taken together with the remaining independent local broadcast news operations following the transaction, would not give Sinclair an “outsized competitive advantage (in viewership or revenues).”²² Instead, Sinclair suggests that the transaction would allow it to no longer be limited to supplying just 15% of programming to WSWB under the terms of its JSA and SSA, which would “produce substantial public interest benefits by enabling Sinclair to fully invest in and operate WSWB, creating opportunities to expand local news and operational efficiencies.”²³

In further support of its Waiver Request, Sinclair maintains that given the weakness of WSWB, which Sinclair asserts shows signs of “failing,”²⁴ combined ownership “would allow Sinclair to pursue a coherent news and content strategy across WSWB, WOLF, and WQMY and to streamline operations, reduce duplication, and reinvest the savings into expanded service offerings that are currently infeasible under the JSA and SSA.”²⁵ While acknowledging that the “failing” station waiver standard does not extend to markets where the applicant will own more than two stations, Sinclair nevertheless asserts that the rationale behind the “failing” station waiver—allowing a “failing” station to join with a stronger station in the market to improve its ability to provide local programming—can be similarly applied to the proposed acquisition of a third station in a market.²⁶ For example, Sinclair states that WSWB “does not currently air any local newscasts while WOLF airs approximately 7 hours of local news per week.”²⁷

¹⁶ *Id.* at 1-3. The 8 full-power stations also include a PBS-affiliated station and an ION-affiliated station.

¹⁷ *Id.* at 3. We note that the Bureau recently granted applications seeking consent to the transfer of control of TEGNA to Nexstar, including WNEP-TV, licensed to TEGNA Broadcast Holdings, LLC. *Applications for Consent to the Transfer of Control of TEGNA Inc. to Nexstar Media Inc.*, MB Docket No. 25-331, Memorandum Opinion and Order, DA 26-267 (MB Mar. 19, 2026) (*application for review pending*); *In re Nexstar-TEGNA Merger Litigation*, No. 2:26-cv-0096 (E.D. Cal. Apr. 17, 2026) (issuing a preliminary injunction).

¹⁸ Waiver Request at 3.

¹⁹ *Id.* at 1 & 3.

²⁰ *Id.*

²¹ *Id.* at 3.

²² *Id.* at 3-4.

²³ *Id.* at 6.

²⁴ 47 CFR § 73.3555, note 7; *Review of the Commission’s Regulations Governing Television Broadcasting*, Report and Order, 14 FCC Rcd 12903, 12939, para. 81 (1999) (establishing the presumptive “failing” station waiver standard). We note that in granting the request for waiver herein, we are not explicitly applying the “failing” station waiver standard.

²⁵ Waiver Request at 6.

²⁶ *See id.* at 5.

²⁷ *Id.* at 6.

Under its JSA/SSA with Sinclair, WSWB “currently airs a small slate of local programming,” including “local AAA baseball and AHL hockey.”²⁸ If, however, WSWB is commonly owned with WOLF and WQMY, Sinclair asserts that the Stations collectively would benefit, as it would be more “financially viable to produce an early evening newscast on WSWB and otherwise expand programming options across the three stations.”²⁹

Discussion. Section 310(d) of the Communications Act of 1934, as amended (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.”³⁰ 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.³¹ 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.³²

The Commission’s rules, however, may be waived for good cause shown.³³ When an applicant seeks waiver of a rule, it must plead with particularity the facts and circumstances which warrant such action.³⁴ Waiver is appropriate “if special circumstances warrant a deviation from the general rule and such deviation will serve the public interest.”³⁵ In making this determination, the Commission may take into account considerations of hardship, equity, or more effective implementation of overall policy on an individual basis.³⁶

We find that special circumstances warrant grant of the Waiver Request.³⁷ Sinclair has determined that the acquisition is necessary not only to expand the local news and service offerings on WSWB that are otherwise infeasible under the current JSA/SSA, but also to expand programming options across the Stations.³⁸ As Sinclair acknowledges, grant of the Waiver Request, is “essential to bolstering the Stations’ ability to compete and, therefore, to their long-term survival.”³⁹ Indeed, Sinclair notes that it would be “highly unlikely to find an out-of-market buyer willing to buy WSWB and operate it as a

²⁸ *Id.*

²⁹ *Id.* Sinclair also states that its stronger financial position and operational efficiencies resulting from combining the Stations will enable it to “direct more of the [S]tations’ revenues towards possibly acquiring more desirable syndicated programming which will lead to more viewership and higher advertising revenues.” *Id.*

³⁰ 47 U.S.C. § 310(d).

³¹ *Applications for Consent to the Transfer of Control of Paramount Global*, Memorandum Opinion and Order, 40 FCC Rcd 5689, 5701, para. 25 (2025).

³² *Id.*

³³ 47 CFR § 1.3.

³⁴ *WAIT Radio v. FCC*, 418 F.2d 1153, 1157, para. 2 (D.C. Cir. 1969).

³⁵ See *Northeast Cellular Telephone Co. v. FCC*, 897 F.2d 1164, 1166 (citing *WAIT Radio*, 418 F.2d at 1159)); *NetworkIP, LLC v. FCC*, 548 F.3d 116, 127 (D.C. Cir. 2008).

³⁶ *Northeast Cellular* 897 F.2d at 1166.

³⁷ See, e.g., *Application for Consent to the Assignment of the License of WRTV(TV), Indianapolis, Indiana, from Scripps Broadcasting Holdings LLC to CCB License, LLC*, Order, DA 26-207, at n.27 (MB Feb. 27, 2026).

³⁸ Waiver Request at 6.

³⁹ *Id.* at 3.

standalone station, as the station would require significant investment that a new owner would be unlikely to reclaim.”⁴⁰ The diminished prospects of revenue are compounded by the fact that WSWB is a CW affiliated station, ranked next to last in the Wilkes Barre-Scranton-Hazleton, PA DMA. Moreover, we cannot assume that any such buyer would be in a position to produce new local news on WSWB or otherwise expand programming options across the Stations, which Sinclair maintains it can do solely by virtue of its proposed common ownership. The public interest would not be served by further diminishing WSWB as an independently-operated station or, in the event a buyer could not be found, letting it go dark.

We further find that common ownership of the Stations would not harm competition in the Wilkes Barre-Scranton-Hazleton, PA DMA, but bolster it, by strengthening WSWB’s operations and expanding its “news, sports, and other local program offerings.”⁴¹ In addition, Sinclair plans to invest the combined Stations’ revenues toward “possibly acquiring more desirable syndicated programming which will lead to more viewership and higher advertising revenues.”⁴² Thus, we find that strict compliance with the Local Television Ownership Rule would be inconsistent with the purpose of that rule—promoting competition among broadcast television stations—and, therefore, inconsistent with the public interest.⁴³ Moreover, we find that grant of the Application will result in more effective implementation of Commission policy by preserving and promoting increased local programming in the Wilkes Barre-Scranton-Hazleton, PA DMA.

Finally, based on our own review of the Application and the record in this matter, we conclude that the potential public interest benefits of the proposed combination outweigh the potential harms. Indeed, any potential competitive harm would be minimal in light of the market strength of the top three stations, the breadth of the number of full-power broadcast stations in the Wilkes Barre-Scranton-Hazleton, PA DMA, and the degree of independent ownership of those stations. We have not identified any other issues or potential public interest harms that would require further consideration, and we conclude that Sinclair’s acquisition of WSWB would serve the public interest.

Accordingly, **IT IS ORDERED** that, pursuant to section 1.3 of the Commission’s rules, 47 CFR § 1.3, the request of MPS Media of Scranton License, LLC and WQMY Licensee, LLC, for waiver of section 73.3555(b) of the Commission’s rules, 47 CFR § 73.3555(b) (vacated in part by *Zimmer Radio*), **IS GRANTED**.

IT IS FURTHER ORDERED that the application for consent to the assignment of the license of WSWB(TV), Scranton, Pennsylvania, from MPS Media of Scranton License, LLC to WQMY Licensee, LLC (LMS File No. 0000290029), **IS GRANTED**.

⁴⁰ *Id.* at 6.

⁴¹ *Id.*

⁴² *Id.*

⁴³ See *2014 Quadrennial Regulatory Review*, MB Docket Nos. 14-50 et al., Order on Reconsideration and Notice of Proposed Rulemaking, 32 FCC Rcd 9802, 9833, para. 71 (2017); *2018 Quadrennial Review*, MB Docket No. 18-349, Report and Order, 38 FCC Rcd 12782, 12827, para. 81 (Local Television Ownership Rule “remains first and foremost competition-focused”).

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